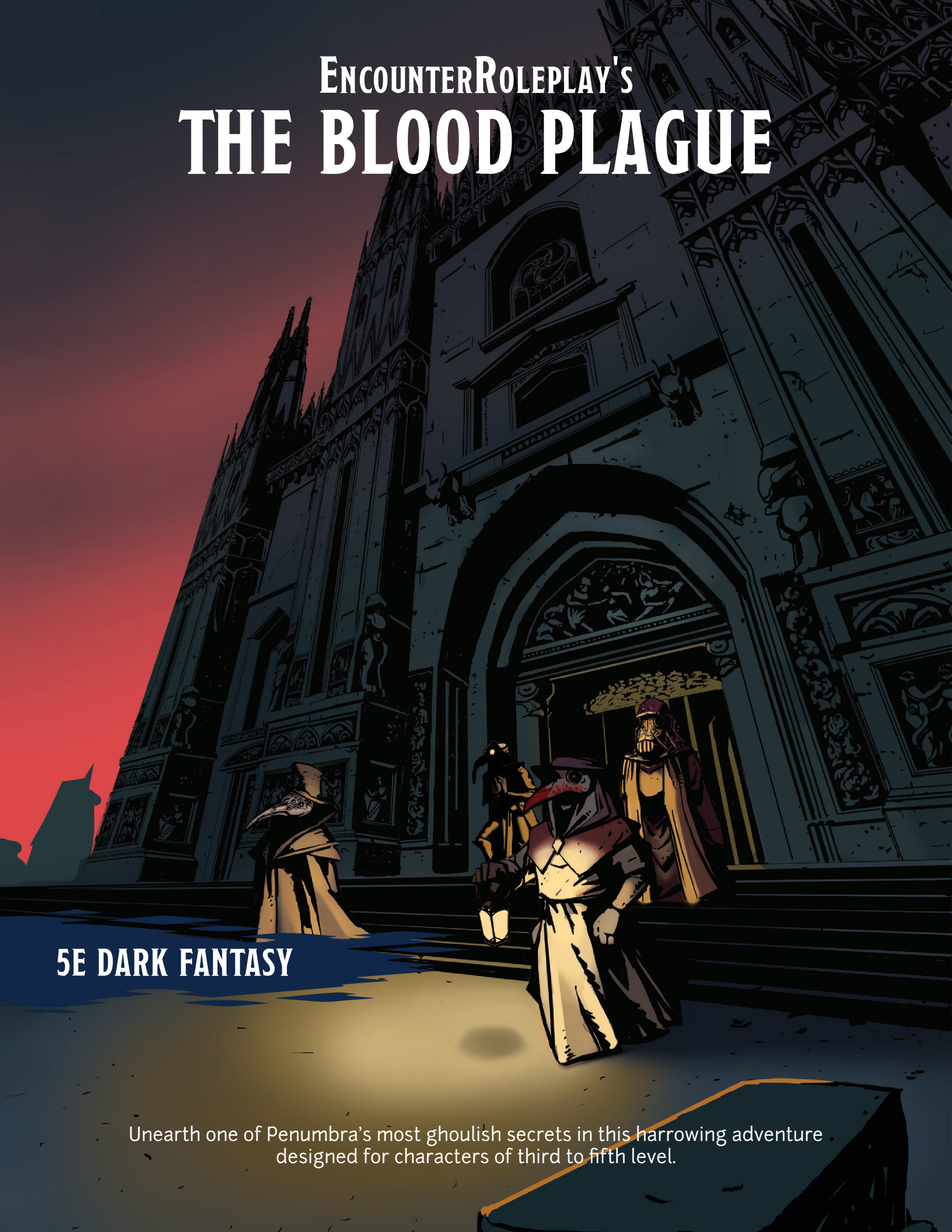




ENCOUNTERROLEPLAY'S **THE BLOOD PLAGUE**

5E DARK FANTASY

Unearth one of Penumbra's most ghoulish secrets in this harrowing adventure designed for characters of third to fifth level.

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FOREWORD: FROM FANTASIA TO PENUMBRA

The Princess Bride. Labyrinth. The Last Unicorn. Like so many people passionate about tabletop roleplaying games, I grew up a child of the 1980s, immersed in a golden age of fantasy adventure stories. My first memory is watching *The NeverEnding Story* in our dingy trailer in rural Ohio; my father had laid out a white faux fur blanket overtop our sunken couch, so that when Atreyu flew on the back of the Luck Dragon Falkor ... I was soaring through the skies of Fantasia with him.

My father, a hard-working engineer, had been a Game Master and a secret author of his own stories, but responsibilities (i.e. me) had forced him to keep both feet on the ground and his head out of the clouds. To this day, I can see a certain nostalgic glint in my dad's eyes when I tell him about a new fantasy story that I've found and love, or one that I've written myself.

I cannot wait to show him *The Blood Plague*.

The Blood Plague has little in common with the fantasy adventure stories of my youth. Those stories were meant to ignite the imagination and inspire a belief that anything is possible. I was older, nearly a teenager, when I began reading works by Robert E. Howard and H.P. Lovecraft and George R.R. Martin. Through them, I became ensorcelled by dark fantasy, that literary shadowland full of struggle, grief, and the thing that scares us the most: our own humanity. When it's good, dark fantasy gets under our skin, and reminds us that the world is a complicated, sometimes terrible place. It forces us to look into a mirror and confront our fears, our societal anxieties, through fantastical metaphor.

Of course, roleplaying around a table with people whose company I enjoyed had everything to do with the evolution of my tastes. You see, early on, my Dad would run games for my brother, sister and I. And when he became too busy to play anymore, it fell on me as the oldest child to step up. I became the Game Master. I had a natural inclination towards darker settings, with their eldritch mists, gothic castles, and tragic endings. Murderous, seductive vampires doomed to fail forever at love?

'Yes please', I said, and have been running dark fantasy campaigns for nearly a quarter of a century since.

Much more recently, I found EncounterRoleplay's phenomenal dark fantasy podcast *Turncloaks*. It came at the perfect time: my friends and I were nearly finished with our own four year campaign. We decided that we wanted to do a podcast next, so I began listening to what else was out there, from *Nerd Poker* to *Godsfall*. I had a lot of fun exploring actual play podcasts, but I had one recurring problem: none of the games, as amazing as they were, sounded quite like mine. That changed the night that I first listened to *Turncloaks* and was introduced to Will Jones' gloomy fantasy world of Penumbra.

I emailed Will the next day, introducing myself and some of my work. Will is this seemingly tireless tornado of creativity, and I'm an energetic fellow myself, so we hit it off. Four short months later, and here I am, writing *The Blood Plague* for EncounterRoleplay. I'm lucky to be doing it at a time when tabletop roleplaying games, and the incredible community of storytellers and players surrounding it, has entered a true renaissance and broken into the pop culture mainstream. We're out of our basements and in the open now, connected by Twitter and Twitch and podcasts. We can publish our adventures through Kickstarter and share them with the rest of the world. What a time to be a nerd!

And so for supporting this book and giving me the opportunity to share this tale of grim adventure with you ... thank you, from the bottom of my black heart. I hope it brings equal parts joy and crushing despair to you and the players at your table.

Sincerely,
Another Boy Who Refused
to Keep His Head Out of the Clouds

INTRODUCTION

Tink. Tink. *Tink*. With a slow, relentless rhythm, the rain falls down upon the tin roof of the clinic at Arckenbury Cathedral. Every mangy cot in the room is full of wretched men, women, children -- and the air is thick with the stench of herbs, ointments, and death. Many of the patients are weeping for loved ones lost, while others sit silently stunned, waiting for the inevitable. The least lucky are pulled, kicking and clawing, from the room by doctors wearing beak-nosed masks; these poor souls have been deemed beyond help, unsaveable victims of the blood plague.

The storm quickens as a seemingly endless line of downtrodden faces trickles into Arckenbury. A growing horde of desperate refugees from the Midlands flocks to the Murder of Crows' lit beacon in hopes of being saved from a nation ripped apart by civil war and disease.

Tensions are high, life is cheap, food and clean water are scarce, and even the battle-hardened soldiers who serve Ser Reynfred struggle to keep the peace. People are afraid that the brutal army of Ser Wenton and his noble allies could lay siege to the cathedral again. Already, the heroic memory of its recent defense is starting to dim.

And then, there the are hushed whispers of dead men that walk, mutated beasts, and other horrors lurking in the woods outside of the sanctuary. It is a dark day, indeed. The only hope for Arckenbury lies many leagues away, in the war-torn capital city of Ostwald. And that hope ... is you.



RUNNING THE ADVENTURE

The Blood Plague is a story of grimdark fantasy, presented here as a roleplaying game adventure for a party of four to six adventurers of levels 3-5. It is recommended that characters begin with basic equipment, weapons and armor (up to chainmail), and 300gp to further equip themselves as they see fit.

While *The Blood Plague* can fit easily into other settings with a few small changes to suit your story, it was written to be set in the world of Penumbra. Penumbra is roughly comparable to 14th century Europe; the setting is low technology and, while magic exists, it is uncommon to see it openly in the world.

A balance of character classes will be useful for a party of adventurers facing *The Blood Plague*. This module does not offer rules on playing unique character classes from the *Turncloaks* podcast such as Plague Doctors and Shadow Mages; that does not mean that your players cannot play a similar type of character so long as you and they agree to stretch your imaginations. In *Turncloaks*, for instance, Alastair the Plague Doctor is played by flavorful adaptation of the Cleric class.

Text that appears in a box like this is meant to be read aloud for players when their characters first arrive to a location or a key plot moment occurs during a scene. For faster-paced games with lighter roleplay, you may want to paraphrase longer passages.

Combat encounters in *The Blood Plague* are challenging and deadly, rewarding careful, observant players who adapt to patterns and think critically. A GM who wants to keep the flavor of the encounters, but reduce the adventure's difficulty may opt for one or more adjustments.

- Allow characters to begin the adventure already at level 4 or 5.
- Allow the characters to each begin with one uncommon or rare magical item.
- Elect not to use madness checks against the characters.
- Use foreshadowing to warn the players of an upcoming deadly encounter in the story, so that they can take time to rest and prepare accordingly.

The Blood Plague's story will also force players to face grave moral dilemmas and make some very difficult decisions, and then empower the Game Master to show the impact of the adventurers' choices. There is no happy ending in *The Blood Plague* -- only an immersive, imperfect world for your party to either mark their mark in, or die trying.

All NPC Ally and Enemy stat blocks, unique items, tables and maps are found near the back of the book in their subcategories of the **References** chapter. Additional roleplaying information, to help the GM characterize the NPCs in this adventure, is listed beneath each NPC's stat block.

THEATER OF THE MIND

Most of the combat encounters in *The Blood Plague* are set in situations that are easy to imagine without visual aids and maps: narrow alleyways, pinned between guards and locked city gates, small, square antechambers, etc. However, a few of the encounters are more complicated, the ultimate encounter particularly so, with traps and range playing a big part in the mechanics of the action. But what if you don't want to print out or draw big maps? What if you want to play fast-paced theater of the mind, focusing on the roleplay and story?

There are a lot of fantastic authors on the art of running Theater of the Mind games: you could watch EncounterRoleplay's games on Youtube or Twitch, or read up on what Sly Flourish and Chris Perkins have written on the subject.

Remember the golden rule for Theater of the Mind combat: the GM and players collaborate to describe a thrilling scene with attention to the atmosphere, setting, and narrative actions of the characters and their enemies. The dice are just there to help you tell the story. Keep things moving, and make sure your players know to focus on their characters' intentions and having fun, rather than the rules.

A few other simple guidelines to help you play this adventure as Theater of the Mind:

Say 'yes' to your players. If they want to do something that goes beyond the normal rules of D&D, consider having them make a skill check to determine whether or not they can bend the rules a little.

Consider distances and position abstractly, rather than in terms of feet. Is an enemy close enough to reach with a normal movement action, or will catching up to them require a dash action? A small area of effect spell or ability may target one or two characters, while a larger area of effect may target more.

Instead of having NPCs and PCs making opportunity attacks, encourage the use of held actions. This will let players know exactly what in the narrative might trigger an action from an enemy, and help make the flow of combat seem more organic -- a series of narrative actions and reactions.

If your players struggle to follow the action, or with making decisions on their turn, encourage them to keep things simple. Have them declare what they want to do, and then help them determine whether or not they succeed.

CREATING ATMOSPHERE

This adventure shares traits with other dark fantasy roleplaying games, such as like *Dark Souls*, *The Witcher*, and *Darkest Dungeon* -- and those games have excellent soundtracks to use as background music; just remember to keep your music at a volume that doesn't distract from the game. Beyond music, simple aesthetic decisions can go a long way for a crafty Game Master looking to make *The Blood Plague* more immersive.

Make use of dim, or even flickering light, around your table. Elect to leave open a nearby door leading into a pitch black room to build subconscious dread in your players' minds. Bring props or costumes to make important moments more dramatic and memorable. Your imagination is the limit here.

Consider how you speak as you narrate the story, too. As a dark fantasy story, building fear and suspense is a key part of *The Blood Plague*. Try speaking in an ominous tone, even when nothing bad is about to happen, to keep the players on their toes. Use brooding, descriptive language to draw your players into the world.

You might also try describing even mundane objects with human characteristics to bring Penumbra to life. For example, when setting the scene outside of Arckenbury Forest, you might put your players at unease by saying, "The wind whispers to you, as though to warn you to stay out of the hungry, waiting woods." Personification is a great tool for adding tension and intrigue to a scene.

Finally, do not be afraid to allow your players moments of simple joy, beauty, laughter and hope. Those fleeting, lighter elements in the story will make the scariest and most tragic scenes all the more impactful.

WORLD OVERVIEW

Most people who live on the island continent of Penumbra have not traveled far from their ramshackle homes or tiny villages. While it's not necessary for *The Blood Plague* that you or your players are intimately familiar with the complicated politics and peoples across Penumbra, there are a few things that are common knowledge about the setting and its geography.

THE MIDLANDS

The largest and most populated region of Penumbra, where *The Blood Plague* takes place. The Midlands are dotted with small towns and several bigger cities. Until recently, the region was ruled by the long-reigning Emperor Godfrey, who kept the noble class mostly united. However, a few months ago, Godfrey was said to have fallen ill and died unexpectedly. With no heir apparent, civil war has erupted between nobles looking to wrest power for themselves. Between war and the plague, the Midlands are suffering chaos and catastrophe the likes of which its people have never seen before. Even before the plague and the war, life here was cheap, and slavery commonplace.

EINHAM

The impoverished sister city of Ostwald, Einham was densely populated and great in its own right until recently. Because militaries are not allowed within the walls of neighboring Ostwald, Einham is very much a military city, dominated by heavily-fortified Castle Einham. The city was recently sacked and taken control of by Ser Wenton and his army; the bloodshed combined with the arrival of the blood plague in Einham has seen over two thirds of the city's population die off in a matter of months. Now, no one goes in or out of Einham without Ser Wenton's allowance.

OSTWALD

The capital city of the Midlands, and the richest city in Penumbra. Massive towers of dark stone create an impressive skyline unmatched elsewhere. Ostwald's crowning jewel, its greatest structure and size and architecture, is a giant bell-tower built atop an edifice to now deceased

Emperor Godfrey. Ostwald overshadows the nearby, poorer city of Einham.

It is illegal for standing armies, beyond the city guard, to enter through the gates of Ostwald except for during *The Conclave*. Because of this, gangs and crime lords have taken control of much of the city streets. While the plague has yet to affect Ostwald, the city is held in fear of its coming, and many nobles are said to be privately researching a means to stop it.

THE BARKSDALE BOYS

A famous Ostwald gang led by the dangerous and charismatic crime lord Jasper Wicke. Among other activities, they run "The Game" in Ostwald, where wealthy and poor alike bet on which member of *The One Hundred* will die next.

THE ONE HUNDRED

An elite oligarchy of barons and baronesses that rule swathes of the Midlands, each member commands their own legal, private army. Notoriously power-hungry and corrupt, *The One Hundred* were kept mostly in check during Emperor Godfrey's reign. Since his death, civil war has erupted with little hope for an end in sight. The only legal means for a new ruler to be chosen in the current political arena is an event known as *The Conclave*.

THE CONCLAVE

A meeting of *The One Hundred* to determine which of them will become the new Emperor or Empress. The law states that the leaders must convene and vote, and a new ruler will only be chosen should 99 of *The One Hundred* vote in favor of a single noble. Only a fool would believe this to be possible in the current climate; that is why there is no end in sight for the current devastating civil war in the Midlands.

SER WENTON

Seemingly the most powerful man in the immediate aftermath of the Emperor's death, Ser Wenton is a member of *The One Hundred* and the Knight-Commander of Ostwald's private guard. The countryside is awash in murmurings that Ser Wenton is brutally consolidating power, sacking his enemies, and deigning to become the next Emperor in Penumbra. He has the backing of many powerful barons and baronesses, and





his soldiers seem to be everywhere at once, brutally slaughtering nearly as many people as the blood plague itself.

SER REYNFRED

A personal friend to the late Emperor Godfrey, and a well-respected knight, Ser Reynfred has been a thorn in Ser Wenton's side since the civil wars in the Midlands began. Though he is not a member of The One Hundred, his public influence and the loyalty inspires is without doubt; it was he who gathered the heroes that saved Arckenbury Cathedral, and many believe that he may be the leader of a secret order created to protect the common folk from wicked nobles.

ARCKENBURY

A town built around the Arckenbury Cathedral, the major religious center of the Midlands and home to the Murder of Crows. Only a matter of weeks ago, a small band of heroes (see: Turncloaks) working for Ser Reynfred managed to light the great beacon and then defeat a siege by the forces of Ser Wenton of The One Hundred. Since then, refugees from all over Penumbra have begun flocking to Arckenbury, drawn by rumors that the Murder Crows may be able to protect them from civil war and cure them of the blood plague.

THE MURDER OF CROWS

An ancient religion that teaches the Elder Way: magic is real, and only by restoring belief in it may the blood plague be ended. The religion has a loose sort of leadership: five mysterious figures wearing plague doctor masks with long beaks. These "Crows" preach to the refugees coming into Arckenbury and work tirelessly to heal as many of them as they can with strange herbs, ointments and magic.

The Murder of Crows includes the Red Crow, the Blighted Crow, the Carrion Crow, the Many-Eyed Crow, and young Alastair the White Crow, a figure of growing legend rumored to be allied with Ser Reynfred.

ALDERHEIM

One of the great mysteries of Penumbra, Alderheim is a fortress housing the largest Lodge of Mages in the Midlands. No one knows what happens within Alderheim's walls, but rumors abound: Mages are sacrificed to the nobility's dark Gods, mages are locked away forever to keep society safe, mages are trained to be secret agents and spies -- the whispers are as varied as they are wild. The truth is that very few know the truth of what occurs behind the walls of Alderheim: only the mages and their silent guardians, the equally mysterious Wardens of the White Eye, know for certain.

WARDENS OF THE WHITE EYE

Little is known about this small band of elite soldiers. They adorn themselves like knights, but own no land and hold no power, choosing to live their lives within the walls of Mage Lodges like Alderheim, where they keep watch over the mages there.

The potions quaffed during the initiation ritual for the Wardens are said to cause the iris and pupil to turn a milky white. Most Wardens must willingly cut out their own tongues so that they may speak no secrets of the lodges to outsiders; only the elite few selected to train as High Wardens, are spared this monstrous fate.

Technically, the Wardens of the White Eye are under the employ of The One Hundred and the Emperor (when there was still an Emperor). However, their history is ancient and older than the oligarchy that rules the Midlands. Not even historians know the true origins of the Wardens, though many a nosy scholar has gone missing after digging too far into the matter.

THE MARSHLANDS

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THE ORDER OF SHADOW

One of two powerful organizations in the Marshlands, and far, far older than the upstart Southland Federation. They are an order of warrior monks, protected by the heavily-fortified Monastery of Shadow at the top of a hill that looks down upon the small fishing village of Rushlow. The Order is led by a high monk known only as The Eclipse. While they do good work in watching over the Marshlands, the local population has mixed trust towards them.

The Order of Shadow's belief in something known as "The Great Sea Above" causes many Marshlanders to see them as a dangerous cult. Indeed, the Order teaches that great evil is sometimes necessary in order to protect the needs of the many, and that the most revered monks in its ranks will one day become Gods themselves.

THE SOUTHLAND FEDERATION

A new force to be reckoned with in the Marshlands is taking shape, led by member sof the various exotic races that have sailed from the far south to reach Penumbra. Rejected by the Midlands, these outsiders have begun to build small communities along the southern shore. These communities seem eager to trade and build relationships with Marshland towns like Boghaven and Rushlow, and so it has become generally known that the strange federation is ruled by a Council of Three who are voted into representation each year by the denizens of the Federation. The idea of a democratic republic is particularly offensive to The One Hundred and people of the Midlands.



HARKOST

One of the small settlements that make up the Southland Federation, and the greatest melting pot of exotic races in all of Penumbra. Harkost is the home of Chancellor Rywind, one of the Council of Three. Unlike most of the fledgling nation's other villages, Harkost is insular and wary of humans, only rarely allowing them through the town gates even to trade. Nestled in the delta of a plentiful river and woods teeming with wildlife, the settlement was founded on highlands far more bountiful than the surrounding bogs and swamps.

Harkost's population is beginning to grow rapidly due to the success of Guildmaster Venn Heuler. Venn's Hunter's Guild provides most of the town's food. Additionally, he has organized them into an effective militia, clearing the nearby wildlands of monsters and other threats. It is Venn's instinct for survival and fierce determination that has made the settlement the most self-sufficient in the Marshlands. The wild-hearted half-elf can be fiercely outspoken, though, and he often clashes with the subtler and more stately of Chancellor Rywind.

The population of Harkost is torn: both Venn and Rywind are capable in their own right, but their methods vary greatly. Venn was born in the Marshlands and is more popular with the Penumbra-born elves and dwarves. Rywind, meanwhile, is a dragonborn who led his clan across the sea to escape a terrible war, and he is well-loved among the Farlanders of the federation.

Recently, a heated town hall meeting over how to best insulate the town after several nearby cases of the blood plague resulted in a bitter argument between Venn and Chancellor Rywind. Venn stormed off, leaving Harkost behind and swearing a vow that he was going to bang on the door of Midland Emperor himself, until the humans gave over the secret recipe of their plague medicine.

THE DWARVEN PASSES

West of the great range of mountains known as The Witch's Spine, the Dwarven Passes are a rocky wasteland that stretches westward to the sea. Beneath the wastes are a complex series of caverns, tunnels and stone-hewn cities ruled by the King of Dwarves. The races of the Midlands and Marshlands know little about the secretive dwarves, who only started traveling eastward in the past century to trade sporadically with small villages where they can avoid human armies and militia.

This has stoked a growing fire of xenophobia in the hearts of humans from the Midlands, while those from the poorer Marshlands communities are willing to forgive dwarvish secrecy in the name of good trade and survival. Midlanders tend to not trust the dwarves, believing them to be a greedy, plotting peoples, ever craving to make the fertile Midlands their own.

THE WITCH'S SPINE

The mountainous steppes that reach from north-to-south, separating the Dwarvish Passes from the human-dominated Midlands and Marshlands. While the dwarves may know secret paths through the Spine that allow them to trade with easterners, the region is a terrifying mystery to humans. The mountains themselves are nearly impossibly steep to climb due to fierce, howling winds and subzero temperatures.

And then there are the legends of the strange inhabitants of The Witch's Spines' peaks and valleys. Whispered in taverns across the Midlands are hushed tales of ugly hag covens that feast on the souls of good-hearted men, tribes of barbarians with hide hardened by ice and iron, strange cold-blooded lizards that hunger for warm flesh, and other grave dangers. Fear of the steppes, more than anything, has kept the nobility of the Midlands from entertaining thoughts of invading the Dwarvish Passes.

SHELMERE

Once a thriving mining town on the border of the Midlands and the Witch's Spine mountain range, Shelmere is now little more than a cautionary tale and ghost story whispered in taverns across Penumbra. Unlike most mining settlements in the area, the Miner's Guild of Shelmere prided itself on its merry and prosperous relationship with the dwarves of the passes. The Guild was said to dig deeper into the mountains than any other, exploring secret tunnels and rich veins that not even their dwarven neighbors dared to expose.

No one knows precisely what happened to the hundreds of miners and their families that lived in Shelmere. One day, several years before anyone in the Midlands had even heard of the blood plague, the entire population of the town simply disappeared and were never seen again. Since the time of the villagers' vanishing, very little has changed: time is slowly causing the town's buildings to fall into rust and ruin, but its structures have remained largely untouched by human hands.

Whatever happened in Shelmere, the rumors surrounding it have only grown more wild over time due to its strange and enduring mystery. Some believe that the dwarves grew jealous of the miners' success, or else offended by their aggressive tunneling, and took the villagers westward as slaves. Others claim that the miners of Shelmere found something there, deep beneath the crooked peaks of the Witch's Spine, and unleashed a terrible curse that became their doom.

At the edge of the abandoned settlement's tiny graveyard stands Penumbra's tallest and most ancient oak tree, where it overlooks the silent town below. When travelers see the unforgettable oak, its trunk carved and shaped like the wrinkled face of a grinning crone, they know to turn back. Shelmere's sinister reputation affords it a wide berth by even the most desperate refugees and thieves, who fear its curse may make them too vanish forever if they get too close.



PLAYABLE RACES

While humans make up over 90% of the population of Penumbra, other races do exist. Elves (and especially half-elves) are fairly common place, though they are considered lower class citizens in the Midlands. Dwarves are a populous race that live in the western half of the continent, and are often feared by easterners. And other races are beginning to arrive from far off lands: gnomes, half-orcs, tieflings, halflings, and even dragonborn. All of these races are playable, though humans and half-elves are most recommended.

At the GM's discretion, even more exotic or homebrew playable races could find their way to Penumbra from unknown Farlands

THE HISTORY OF RACE IN THE FARLANDS

The Farlands are a catch-all description, common in the Midlands and Marshlands, for the unexplored continents across the Endless Sea. Common belief is that Penumbra elves, who manage to co-exist as lower class citizens amidst the humans, came from such a continent. They sailed from their homeland far to the northwest nearly a millennia ago, fleeing from some great cataclysm of ancient yore.

Human scholars and nobility know that even Man himself is not a race native to Penumbra, having come from a chain of small, disparate islands to the east over two thousand years ago. Upon arriving on Penumbra, humans brought war to the island's native dwarf clans. Their invasion was swift and bloody: the dwarves retreated, vanishing across The Witch's Spine to not be seen again for two centuries.

More recently, a new southern realm has made itself known. Tinkering gnomes, barbaric half-orcs, tricky tieflings, light-footed halflings and noble dragonborn: in just the past decade, such strange new species have crossed the ocean to reach the Penumbra shores. Though these exotic races are rare, they claim to have come from a continent far to the south, where many races co-exist in relative peace. There, they live in one

of six Great City-States: jewels of civilization with mountainous walls to hold at bay the continent's wild, magical jungle and wild beasts.

The Midlanders fear these strange sentient non-humans and their unexplained sojourn to Penumbra, making lynch mobs and other hate crimes all too common. Because of this, the exotic southern races have largely concentrated their small numbers in the Marshland towns. The Midlanders believe the southern races are a threat that intend to take over the Marshlands. True or not, the coming of the blood plague changed everything, decimating the already small numbers of the strange newcomers to Penumbra and thrusting their fledgling federation into a situation most dire.

MAGIC IN PENUMBRA

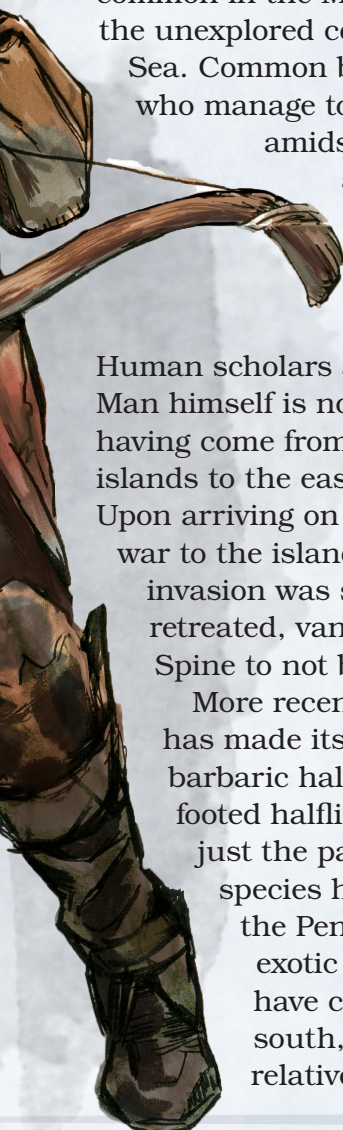
The Other is a world beyond our own, and the origin place of magic. The ability to cast spells and see magic in the world is only possible by the activation of Gateways. Gateways are sentient beings, often mages, but may also be places of ancient, celestial power. Many factions seek to use the Other to their own ends: the Murder of Crows, the Order of Shadow, the Plague Hounds.

The Other can seep into Penumbra through shadow, locations that have seen mass death or great tragedy. But the Other can also enter the world through light, places touched by heroism or acts of great empathy. Even the greatest scholars and eldest beings know little of the true nature of the Other. It is *very* unlikely that the player characters would even be aware of the Other, even if they are able to harness its power to cast spells.

SPELLCASTING PLAYER CHARACTERS

Magic-users in Penumbra are rarely seen and shunned by the superstitious masses. Those born with magic in their blood register with Mage Lodges to stay "legal". Lodges such as Alderheim teach magic-users to control their power, but also keep mages out of public sight: these Lodges are more about controlling the threat mages pose to the noble classes than they are about empowering mages to use their gifts.

If a player wishes to play a spellcasting class, you may encourage them to describe their spells





in non-magical ways -- for instance, the level 3 spell *fireball* may be a homemade bomb made from unstable gunpowder, and the level 1 spell *healing word* may be a fast-acting medicine injected into a vein via syringe. Communication between the Game Master and players, and a good dose of imagination, can ensure that your players do not lack for options.

If you decide to allow a player to play an actual magic-user, impress upon them the danger of being seen casting spells in public, and encourage them to describe their magic in dark ways; in the fantasy novel *A Clash of Kings*, George R.R. Martin describes Lady Melisandre as laying down beside Ser Davos in a dark cave. There, she gives literal birth to a terrifying creature formed of shadow that escapes to assassinate King Renly. Let the Other be scary, wild, and strange to behold; doing so will only give your NPCs even more reason to fear it and make your story more memorable.

THE BLOOD PLAGUE

The blood plague is a virulent disease that has brought death and ruin to Penumbra. Within the span of a short year, it has overrun most of the Marshlands, and is pushing northwards into the heart of the Midlands. It is not known how the plague started, only how it ends -- with its victims bleeding from their eyes, mouth and pores until they die in wretched agony. The plague is extremely communicable, though it does spread more easily through certain means, such as direct contact with the infected.

SEARCH FOR THE CURE

There are two rumored sources for a possible cure or protection against the disease. Ser Wenton's men distribute vials of thick, black medicine that they claim can save the lives of those who come in contact with the disease if they catch it early enough. And then there are wide whispers that the Murder of Crows at Arckenbury Cathedral have saved many refugees from the plague as well, and may even know of a permanent cure that will save all of Penumbra.

The truth, of course, is far more complicated. The vials distributed by the inner cabal of The One Hundred do sometimes save those who take it, but at a terrible price: those that imbibe the black medicine and still die of the plague are

said to rise from their death beds, returning as a sick parody of their former lives that hunger for the fresh blood of the living. And while the Crows have managed to save some, they do not know a permanent cure for what ails the land ... though they may know of another that does.

SECRETS OF THE PLAGUE AND ITS HOUNDS

A darker conspiracy surrounds the origins of the plague, and the puppet-masters playing for the soul of Penumbra. This adventure will hint at some of the greater story to come, but provides only enough information to play -- avoiding as many spoilers as is possible.

AIRBORNE CONTACT

When a living creature comes within five feet of an infected creature, or comes into contact with inanimate material contaminated by the disease, the creature must succeed on a DC 5 Constitution saving throw or become infected. If they succeed, they are immune to airborne contact with the plague for the next 24 hours.

DIRECT CONTACT

When a living creature's skin comes into contact with an infected creature's, or ingests food or drink contaminated by the disease, the creature must succeed on a DC 8 Constitution saving throw or become infected. If they succeed, they are immune to direct contact with the plague for the next 24 hours.

VIOLENT CONTACT

When a living creature is bitten, clawed or scratched by a creature that carries the disease, or first enters into an area of heavy contamination such as a mass grave site, the creature must succeed on a DC 10 Constitution saving throw or become infected. If they succeed, they have advantage on all violent contact saving throws for the next 24 hours.

STAGES OF THE PLAGUE

It takes 1d4-1 days for the blood plague's symptoms to start to manifest in an infected creature. Once symptoms manifest, however, the disease can often progress rapidly; every 12 hours, or at the end of a long rest, the infected creature must succeed on a DC 10 Constitution saving throw to regress to the previous stage of the plague; if they fail, they instead progress to the next stage. The blood plague cannot be cured by most magical spells; only a wish spell will suffice.

In the **first stage** of the disease, symptoms include coughing, wheezing, and dizziness, all of which are difficult to distinguish from a seasonal cold. The infected creature suffers one level of exhaustion.

In the **second stage** of the disease, symptoms are similar to the previous stage, except that the infected creature's coughing produces blood and they experience an intense tiredness that they struggle to shake. The creature suffers two further levels of exhaustion, and taking a long rest no longer removes a level of exhaustion.

In the **third stage** of the disease, the infected creature begins to bleed from its nose and mouth. Their fever also spikes to a near fatal temperature; few ever recover from the blood plague when it has progressed this far. The infected creature suffers another level of exhaustion. Furthermore, unless the creature imbibes a **vial of black medicine**, or is lucky enough to be treated by one of the Murder of Crows, they can no longer regress to previous stages of the disease. Instead, when they succeed on a saving throw against the plague, they merely stay at their current stage.

In the **fourth stage** of the disease, the infected creature begins to bleed from its tear ducts, causing their eyes to painfully burn. The infected creature suffers blindness against anything further away than five feet, and can no longer regain hit points or gain temporary hit points.

In the **fifth stage** of the disease, the infected creature begins bleeding from every pore and orifice, wracked by unbelievable agony. They do not die immediately, but not even **vials of black medicine** or Crow healing allows them to regress from this stage; no one has ever recovered once their very pores begin to bleed. The infected creature's next saving throw against the disease is an automatic failure.

In the **final stage** of the disease, the infected creature finally, mercifully dies. After 12 hours, if they have imbibed the black medicine, they rise again as a **Plague Hound** under the Game Master's control.



PART ONE: PROLOGUES

Regardless of whether or not this is the first time your players are playing these characters, a good adventure hook is a meaningful way to connect character's backstories or previous exploits to the story of *The Blood Plague*. Here are a few ideas on how to go about starting this adventure; choose the one that works best for you ... or come up with your own!

In "Agents of the Realm", the characters are Seekers: secret agents under the command of the renegade knight, Ser Reynfred. Summoned to Oswald by a veteran Seeker, Ser Monroe, the characters arrive to rendezvous in the city's Great Market. When Ser Monroe turns traitor and gives up the characters' identities, however, escape from Oswald becomes far more difficult than they bargained for. This adventure hook will work particularly well for balanced parties made up entirely of humans, elves and half-elves -- particularly if the characters are of Good alignment and have heroic dispositions.

In "A Tragedy of Errors", each of the characters is a refugee come to Oswald for one reason or another. Mistakenly targeted as

agents of the enigmatic Order of Shadows, the characters are brought together by circumstance in a fight for their lives that will grow into a battle for the soul of Penumbra. This adventure hook will work well with any party, and is also easily adapted to allow you to bring in characters from other settings if you decide to run *The Blood Plague* in a world other than Penumbra.

In "For the Federation", the characters have been sent to Oswald as ambassadors of the recently formed Southern Federation in the plague-ravaged Marshlands. Expecting to meet with Emperor Godfrey and the Federation's own General Eshtar, they instead find the Emperor dead, their General missing, and Oswald the center of a brutal civil war. The characters are held in a waiting room by the soldiers of Ser Wenton, Oswald's new ruler, and must survive an assassination attempt before they can make a daring escape from the city of Oswald. This adventure hook will work particularly well for parties with a lot of variety, including more exotic races and spellcasting classes.

AGENTS OF THE REALM

The characters begin in the **Great Market** in Oswald's Dockside District. The characters are all expecting to meet with one of Reynfred's most trusted agents, Ser Monroe. Read the following passage to everyone:

You are all operatives of a group spoken of only in hushed whispers across Penumbra. You are a Seeker, an agent working under the command of the renowned knight, Ser Reynfred. It wasn't long ago that the work was enjoyable. You would receive an order to gather evidence of a corrupt baron's illicit activities, or to root out possible insurgencies before they turned into full-scale revolts, or to attend expensive galas and rub elbows with the elite -- all the while gathering dirt on them in secret. It's the sort of spy-work that attracts adventurous spirits to men like Reynfred.

But everything changed when the blood plague began to spread from the Marshlands into the Midlands. Soon thereafter, Emperor Godfrey died mysteriously, thrusting the continent into civil war. Ser Wenton, a powerful member of the noble oligarchy

known as the One Hundred, has seized power and the streets run red with the blood of his opposition. Now, you are forced to work in the shadows, hunted by the very nobles you once served.

The world has become a very desperate place. Your equally desperate mission is to serve the Seekers, aid Arckenbury in finding a cure for the plague, and help Ser Reynfred end the civil war before all of Penumbra drowns in its own blood.

At this point, the Game Master should give the players a moment to ask questions about the state of the world information above. Once they seem satisfied, continue reading:

You find yourself in the Great Market of Oswald, capital city of the Midlands and the stronghold of Ser Wenton and his army. You have been sent a missive by Ser Monroe, one of the Seekers' most senior agents. You have never met the man in person, but his reputation within the order is legendary.

His letter informed you to meet him in Oswald for

a mission of utmost importance regarding the search for a permanent cure to the blood plague. Furthermore, you are to wear the sigil of the Seekers on your person, a green dove over a white patch of cloth. Ser Monroe will be wearing a green cloak and the same sigil.

It is high noon, and the city heat is beating down on you. You have spent several hours waiting anxiously in the marketplace for Ser Monroe, when you finally see him approach. He looks to be a broad-shouldered, middle-aged man. He wears the cloak and sigil, as you expected, and sports an impressively bushy crimson beard beneath the cowl pulled over his head.

Ser Monroe spots you even as you see him, and raises a gloved hand to you in greeting. You believe you see the hint of a faint, eager smile as he pushes through a crowd of shoppers, motioning for you to follow him into a quiet alleyway where you can be away from prying eyes.

If they attempt to observe more about the man the character(s) are likely to believe is Ser Monroe, they may notice that he is concealing a shortsword and light crossbow beneath his cloak with a successful DC 15 Wisdom (Perception) check. Give the characters a chance to take a single action, either to follow the figure into the alleyway or to do something else that has them staying in the Market.

If the character(s) decide not to follow, suspecting an ambush, read the following:

Something feels off to you about Ser Monroe and the situation at hand. Deciding not to head immediately into the alleyway, it is only several moments later that you see a unit of a dozen guards charge into that same alley. The man in the green cloak steps out of the shadows. Beside him stands an armored knight with wizened, storm-grey eyes who also wears the pin of the Seekers.

The older knight spies you from across the market and points towards you, barking out a command. You realize, the horror of your predicament beginning to dawn on you, that this older man is the true Ser Monroe -- and that he has betrayed you, summoning you to Ostwald to lay an ambush. A moment later, a shrill horn sounds out across the Great Market and the city guards turn and begin to pursue you.

Thankfully, you are far enough away from the alley that you may be able to lose them if you act quickly.

Having sniffed out the ambush, the characters will skip ahead to the **Escape from Ostwald**. The hunt is on and the characters all know their orders in the case of being compromised: escape from Ostwald and return to Arckenbury to report to Ser Reynfred. They may choose to remain in the market, finding a place to hide from the twelve guards chasing them, or they may flee towards a nearby point on **Ostwald's Dockside District Map**.

Otherwise, they will be ambushed in the alley by two **Bounty Hunters** and the traitorous Ser Monroe (a **Knight of the One Hundred**, with AC 16 and 14 hit points) himself. Read the following:

You step into the dark alleyway, following after your contact. He is standing at the far end of the small street where it dead-ends into a stony wall that supports heaps of refuse and trash from the market. He beckons you closer with a flick of his right hand.

The characters have a moment to react here before another bounty hunter and Ser Monroe will appear behind them. The alleyway itself is only 15 feet wide and 60 feet from its entrance to its dead-end. Once you are ready, continue reading:

"What a pity", a stately voice speaks softly from behind you in the direction of the market.

From the shadows there, an older knight with wizened, storm-grey eyes steps between you and where you came from. He is wearing a suit of chainmail and holding the wicked halberd-spear that many noble knights prefer. And then a tuggish half-elf woman in a green cloak joins him, wielding a shortsword in one hand and a light wooden crossbow in the other.

"I had d Ser Reynfred held me in higher regard. He should have sent his best men into my trap", the knight, whom you realize is the true Ser Monroe, continues to speak. "Ah well. I shall have to try again after reporting your unfortunate demise."

And with his threat spoken simply, a treasonous smile tugs at one corner of Ser Monroe's lips. He nudges his chin towards you, and both of the green-cloaked thugs begin to advance.

Ser Monroe is uninterested in talking more than basic banter, and cannot be bribed. All three ambushers will fight to the death. Any characters that act warily towards the bounty hunter may roll initiative normally, while all others suffer disadvantage to their initiative roll. After the fight is over, if the characters search Ser Monroe's body, they find a suit of chainmail armor and a scribbled note. It reads:

THE CROWS' CURE CANNOT BE ALLOWED. WHOMEVER DEFEATS THIS PLAGUE WILL RULE IN THE HEARTS AND MINDS OF THE PEOPLE, AND I WILL SUFFER NO COMPETITION TO MY CLAIM. ARCKENBURY MUST BURN, YES, BUT FIRST I NEED YOU TO PROVE WHERE YOUR TRUE LOYALTY LIES. BLIND THE UPSTARTS BY DRAWING THEIR SPIES INTO OUR WEB AND SLAUGHTERING THEM WHOLESALE. DO THIS, AND I CAN SEE A GREAT FUTURE FOR YOU AS ONE OF OUR OWN. AS BARON MONROE OF THE ONE HUNDRED.

DO NOT DARE FAIL ME.

~ LORD WENTON

The characters begin to hear commotion out in the marketplace and the horn of the city guard being blown. The hunt is on and the characters all know their orders in the case of being compromised: escape from Ostwald and return to Arckenbury to report to Ser Reynfred. They may choose to remain in the market, finding a place to hide from the twelve guards chasing them, or they may flee towards a nearby point on the **Ostwald's Dockside District Map**. So they begin their **Escape from Ostwald**.

A TRAGEDY OF ERRORS

The characters begin in the **Wretched Widow's Inn**, a shoddy establishment in a dirty back alley located between the docks and the market of Ostwald's Dockside District. The characters are all refugees, just arrived to the capital city of the Midlands. They may or may not already know each other. Read the following passage to everyone:

Welcome to once grand Ostwald, capital city of the Midlands. The world of Penumbra has grown darker and more dangerous these past few years, ever since the arrival of the vile blood plague, and more recently, Emperor Godfrey's mysterious death. Civil war has washed the continent in the blood of the wicked and innocent alike, and refugees have come from near and far, seeking one of the last bastions of civilization and safety on the continent.

Ostwald is such a place, rumored to be relatively secure from war and the plague; so for one reason or another you have come here seeking entrance to the city proper. You aren't quite there yet, though: today you find yourself in Ostwald's slummy Dockside District, sitting at the bar of an inn tucked away in a dismal back alley.

The Wretched Widow's Inn comes by its name

honestly. It's certainly wretched enough. The lanterns' dim glow barely affords the gloomy bar with enough light to show the faces of the handful of patrons gathered just past noon. A few rickety wooden booths and tables line the walls of the downstairs tavern, providing dark corners for private conversations. The inn's sole proprietor, widow Willoughsby, is a stone-faced, half-elven matron presently tending to the bar. Unless directly accosted, she mostly ignores you and the other patrons, while she half-heartedly cleans and stocks shelves.

At this point, the Game Master should give the players a moment to ask questions about the state of the world, and to speak with the widow Willoughsby or the other patrons. It should be made clear that the characters are meeting here, in this tavern, regardless of whether or not they already know each other per their backstories. Once the scene begins to slow down a little, a small gang of four **Bounty Hunters** enters the inn, looking for a group of agents of the hated Order of Shadows. Read the following:

Two men and two women enter the inn together. They are all adorned similarly, in crude but serviceable studded leather armor. From their belts hang several blades and a light crossbow each. The ragged faces of the scowling newcomers are noticeably marked by scars, some faded and others fresh. The lot push aggressively into the room in the span of a breath.

"Bloody bounty hunters", the widow Willoughsby hisses between her teeth as one of the thugs, a young woman with a face tattoo depicting a coiled snake, approaches. The ruffian slams her palm down on the bartop with enough force to make the wood splinter.

"Willoughsby", the bounty hunter barks coldly as she removes her hand from the bar, revealing a legal warrant signed on yellowed parchment paper. "Ser Wenton's got reason t' believe tha' yer inn 'ere is being frequented by spies o' th' Order of Shadows."

Another bounty hunter, a massive, white-bearded, one-eyed man speaks up, his voice booming. "That's right, friends. This is an official ... interrogation. We're going to be questioning each of you blokes, one at a time." The beast of a man's one good eye scans across the room, lingering on each of you for a moment with a cruel gleam. "Stay quiet, stay still, if you want to stay pretty."

The characters are free to act in the moment. If they take action immediately, the bounty hunters will become quickly aggressive towards them, escalating to combat. If the characters all stay still and silent, the bounty hunters will argue with the widow Willoughsby; she claims that they are making a mistake, that a rival innkeep must be spreading rumors to ruin her reputation.

Without interference, the bounty hunters will quickly grow tired of Willoughsby's protests. The bald woman will grab the widow by the hair and drag her, kicking and screaming, to the middle of the room. There, unless stopped, she

will unflinchingly put a crossbow bolt into the widow's forehead. Afterwards, she calls out, "No survivors!" and all four bounty hunters will turn to attack the characters. They are a bloodthirsty lot, uninterested in cutting a deal or hearing pleas, and will fight to the death.

If the characters act against the bounty hunters early or clever enough, the GM may grant them advantage on their initiative rolls. If the characters let widow Willoughsby be murdered, however, the GM should give them each disadvantage on their initiative rolls.

After the encounter, read the following:

The last of the thuggish bounty hunters fall, surprised by you, their would-be prey, and your skill. "By th-th-the light of S-saint Ar'Daumon", a stammering male voice rasps from the entrance. You instinctively glance towards the voice, and see an Ostwald guardsman standing there, staring at you, the blood drained from his face.

"Shadow assassins!", he gasps, then slams the door to the inn shut. A moment later, a shrill horn sounds from the street outside. It is quickly answered by several other horns further off in the distance.

The characters may search the bodies of the bounty hunters. If they do, they can take their weapons, and will find 1d12 gold pieces on each body. If the widow Willoughsby was killed, she will have 1d6 gold pieces on her person. If she is still alive, she will gruffly thank the characters for saving her life, offering them a purse of 50 gold pieces that she has hidden behind the bar. She will then try to push the characters out of her inn with a warning: Ostwald is no longer safe for them. The hunt is on. As the characters exit the **Wretched Widow's Inn**, they begin their **Escape from Ostwald**.

FOR THE FEDERATION

The characters begin together in a suspiciously run storage office near the docks of Ostwald. The room itself is small -- only 30 feet by 30 feet. Read the following passage:

You ride under a banner of peace, on a mission of diplomacy. You are an ambassador of the fledgling Southern Federation. Your Federation is formed of refugees from the plague ravaged Marshlands and the Farlands:

distant continents home to exotic civilizations from across the sea. Your mission here in Ostwald, the capital city of the Midlands, was to help establish legal boundaries and official recognition as a new, neighboring nation to the powerful Midlands Empire. It has not gone well.

The situation in Ostwald is not at all what you expected. Emperor Godfrey is dead, civil war between noble factions drowns the countryside, and the blood plague has spread north to the Midlands. The nobles have been so busy infighting

that few have been willing to even give you and your companions the time of day.

Still, your cause is not without hope: General Eshtar of the Southern Federation, a veteran dragonborn warrior with a keen, stately mind, has come north to meet you in the capital city. Just yesterday morning, you received this missive telling of his arrival. It reads:

DEAR AMBASSADOR,

I HOPE THIS LETTER FINDS YOU WELL. I KNOW THAT THESE PAST WEEKS HAVE BEEN FRAUGHT WITH UNCERTAINTY IN REGARDS TO YOUR DIPLOMATIC MISSION. HOWEVER, THE BLOOD PLAGUE CONTINUES TO THREATEN OUR SURVIVAL HERE IN THE MARSHLANDS, AND SO IT IS THAT CHANCELLOR RYWIND HAS SUMMONED ME BACK FROM THE FRONTIER TO SUPPORT YOUR EFFORTS. TO THIS END, I HAVE REACHED OUT TO A PREVIOUS CONTACT OF MINE IN OSTWALD, ONE SER WENTON. IT IS HE WHO NOW TRULY COMMANDS THE CITY, AND IT IS HE WHO IS BEST POISED TO UNIFY THE WARRING MIDLANDS NOBILITY.

DO NOT TAKE MY INTERJECTION AS CONDEMNATION OF YOUR WORK. ON THE CONTRARY, I LOOK FORWARD TO WORKING ALONGSIDE YOU TO CREATE A LASTING ALLY IN SER WENTON. IF YOU ARE RECEIVING THIS LETTER, THEN I WILL BE ARRIVING WITHIN THE DAY TO OSTWALD, WHERE I HAVE ALREADY ARRANGED A SECRET MEETING. TOMORROW, MEET US ONE HOUR BEFORE NOON AT 168 WHARF LANE ON THE NORTHEAST END OF THE DOCKSIDE DISTRICT, SO THAT WE MAY FINALLY BEGIN TO REALIZE THE DREAM OF OUR FEDERATION.

SINCERELY,
GENERAL ESHTAR

And so, today you find yourself with your fellow ambassadors, in a ramshackle storage room just north of the docks, awaiting the arrival of General Eshtar and Ser Wenton. Half a dozen Ostwald Guards stand watch over you with sour-looking faces. It must be near noon-time already, and you have been waiting for almost an hour now in awkward silence.

The characters may ask the GM questions about the state of the world, interact with one another, or attempt to question the guards (six male **Ostwald Guards**). If they speak to the guards, they receive only cold, unsettling stares in turn. With a successful DC 15 Charisma (Persuasion) check, the biggest and meanest-looking of the guards speaks up, saying, "Look at this one. Curious, ain't you? Curious like a cat." This causes the other guards to look at one another and laugh, menacingly.

If they characters continue to badger the guards, or leave the room, or if ten minutes go by without incident, the guards will be given the signal to assassinate the party. Unless the characters have drawn their weapons and decided to preemptively attack the guards, they will have disadvantage on their initiative rolls for this encounter. However, if the characters decide to preemptively attack the guards, perhaps smelling the assassination attempt, they suffer no penalty to initiative rolls.

As the last of the guards falls, the characters will be left alone in the bloody room. If they search the bodies, they will find 1d6 gold pieces on each guardsman and the weapons they were carrying. The biggest of the guards also carries a piece of torn parchment that has each of the characters' names scrawled on it, along with the name "Eshtar".

The characters should realize that General Eshtar's life is in grave danger. The horrible truth is that the dragonborn is already dead: the characters will find him hanging from the South Gate in the next chapter, an iron spike driven through one of his eyes. Knowing that they will be hunted, the characters must find a way to escape Ostwald without being assassinated by Ser Wenton's merciless soldiers. And so they begin their **Escape from Ostwald**.

PART TWO: ESCAPE FROM OSTWALD

The characters, having already had one brush with the local guards or bounty hunters, must escape from Ostwald. Consult the Random Encounters in Ostwald's Dockside District table to determine what they encounter as they travel from point to point on Ostwald's Dockside District Map searching for their way out of the city. The first time they visit specific location on the map, they trigger a scene in this chapter, meeting potential allies and obstacles along their way.

THE DOCKSIDE DISTRICT

GENERAL

Dockside was already the poorest and most over-populated area of Ostwald long before the refugees began pouring into the district. A sprawl of slums of ramshackle buildings and vagabond tents fill most of the cramped, dirty streets; privacy is almost impossible to find here, and the characters should feel eyes on them at all times.

With the rest of Ostwald barred to most visitors since the death of Emperor Godfrey, this is the closest that those sick with the blood plague can get to the city proper. A chaotic treatment center is set up near the entrance to the district outside of **The Citadel of the Sea Lords**, but the medicine given out there does not seem to help the sickest patients. It is rumored that the Ostwald Guards actively seek out the plague-ridden who do not improve after treatment, and those poor souls are rarely seen again.

SHOPPING AND RECREATION

The characters may wish to shop in the **Great Market** or seek out other recreational city activities. Allow them to do so within reason; the market is a bustling center of trade for common (and perhaps some uncommon) goods, and one can find most things they go looking for in Dockside.

Do not let the characters linger too long in any one place, though. A drink at a tavern may be cut short when the guards arrive, or a ratty thief may give away their hiding place at the local brothel. Always, the characters should be

reminded that they need to escape from Ostwald while they still can.

RUNNING THE ESCAPE

The key to the first part of the chapter is to create an ever-growing sense of urgency. *The Blood Plague* runs best if the characters escape Ostwald through **Smuggler's Run**, a hidden tunnel with an entrance in **Saint Ar'Daumon's Cemetery**. The characters will be aided by **Klael Chambermour** when they are ambushed at the South Gate. Klael knows of the secret tunnel and will lead them to it.

Still, it may take the characters some time before they make their way to South Gate; they are likely to try other avenues of escape first, such as climbing walls, **Olde Gate**, even stealing a boat or swimming out from the **Docks**. If you wish to stick to the flow of the chapter as written, the characters must be foiled by the overwhelming number of Ser Wenton's men that are hunting for them. Make this part of the adventure an exciting and fun chase for your players, even as you push them towards South Gate. Ask them to make Perception, Athletics, Acrobatics, Stealth and other ability checks and saving throws; consider starting with easy checks (DC 8) and increasing the difficulty by one or two with subsequent checks to build tension and urgency.

Finally, if the characters have taken a significant beating or the pace of the chapter begins to stall, consider skipping the South Gate encounter and have Klael Chambermour find them wherever they are so that he may offer to lead them to Smuggler's Run. Once the characters are sealed in the tunnels Smuggler's Run, the frantic pace of the escape from the city is replaced by a slow-boiling atmosphere of horror and dread.

POINTS OF INTEREST IN DOCKSIDE

Depending on the prologue scenario, the characters may start in various locations in the Dockside District. Jump to the scene in this chapter that correlates to where their prologue took place, or allow them to immediately travel to a nearby point on the map to start the chapter.

THE GREAT MARKET

Dockside The Great Market is a chaotic, bustling center of trade. The arrival of thousands of refugees to the district has increased trade in Dockside. It's also brought out a shrewd opportunism: prices are often as much as double in the Great Market as they would be elsewhere, as the poor souls stuck here have no choice but to pay for inflated goods or leave the relative safety of Oswald's shadow. As the characters pass through the marketplace, read the following:

You find yourself in a bustling, chaotic, nearly deafening marketplace. There is nothing grand or attractive about Oswald's Great Market; it is littered with filth and trash, impoverished, and packed with

wretched beggars, orphans, and others doing their best to survive in these terrible times.

Still, one could find nearly anything in such a place, if they looked hard enough and had enough coin to pay the Great Market's inflated prices.

If the characters linger to do any shopping, a druidic wild child dressed in a wolf-fur cowl and caked in mud will eventually attempt to steal up to 50gp and food from one of the characters. When the time is right, read the following, noting which character was stolen from:

You go to pay the merchant, reaching into your belongings, and then notice that your coin purse and food provisions are light: you have been definitely been pickpocketed! Looking around the crowded



marketplace, you feel your stomach drop, realizing that the thief could be almost anyone. It's then that you see someone in the mob that stands out as odd.

Scrambling on all fours like a wild animal is a young girl with rusty, red-dreadlocked hair that hides her face well. She is caked in mud and wears a strange patchwork of leaves, moss, feathers, hide and canvas sewn roughly together beneath a white wolf-fur cowl. A number of odd pouches, bottles and skulls filled with herbs and stones dangle from her skinny form, hanging from belts and ropes that hold her clothes to her body.

Despite running low to the ground, using her hands every bit as much as her bare feet, the girl is quick. She darts between a throng of bystanders who seem to pay her little heed. Just before she vanishes into a nearby alleyway, she glances over her shoulder, locking eyes with you. For a brief moment, her lips part to flash you a stained, toothy grin -- and then she is gone.

If the characters give chase, they will meet **(Ally) Ukeeah**, a feral human girl who has lived most of her life in the wilderness. She speaks in grunts and animal noises, mixed with choppy common tongue. If they can manage to corner or catch her, she will sheepishly return their goods, her demeanor turning from bright and energetic to that of a sick and frightened animal.

The characters may wish to learn more about her. With the *calm emotions* spell, or similar magic, they will be able to get her to speak. Otherwise, they must succeed on either a DC 14 Persuasion check or a DC 11 Intimidation check to convince her to talk about herself. If they fail, she will run off at the first chance she gets and try to lose them in the crowd.

If the characters have a conversation with Ukeeah, she will tell them of an evil curse that is killing all of her friends far to the west. With more conversation, it will become evident that the friends she speaks of are wild beasts, and that the curse is the blood plague. She will explain that she is trying to find someone who can help protect her forest from the curse. If the characters say that they are willing to help, she will warily follow them on their journey. Should they earn her trust over time, Ukeeah will use her talents help gather food and supplies, and will also tell the characters that the animals that die to the blood plague have been returning to life as monsters. Ukeeah

will not tell the characters of her druidic magic, though, and she actively avoids using magic in front of them until a situation becomes dire. Once she reveals her magic to them, so long as they do not treat her suspiciously because of it, she will begin to use it more often.

Ukeeah has never had a human friend that she can remember. If the characters earn her trust, she will forge a deep and heartfelt bond with them.

THE DOCKS

The Dockside District is not Ostwald's only port, but it is its most populated. Here, ships sail up and down the eastern coast of Penumbra to travel to and trade with other port towns. Other than the residential slums and the Great Market, the docks are the most crowded place in the district. Read the following when the characters begin to approach the docks:

The stench of fresh fish and the salt of the eastern sea overwhelm your nostrils as you reach the docks. Fishmongers stand on either side of the intersecting streets, thrusting their wares at passers-by with aggressive smiles and the bellowing cries of, "Fresh fish! Get yer fresh fish here, best in Ostwald!"

At the harbor, as many as a hundred ships of all sizes are coming, going, or docked. Gangs of city guards actively patrol the docks, checking the goods that come in and out of the city. On the north end of the docks is block of uniform and unspectacular warehouses.

Six **Ostwald Guards** patrol the docks, looking for the characters. If a fight breaks out, a shrill horn sounds and more guards begin pouring out moored ships: every round, 1d4 (up to a maximum of twelve) more guards arrive to attack the characters. Escaping the docks will quickly become a necessity, with the city at their backs being the characters' safest option.

There is nowhere to hide on the docks themselves, but the characters may opt to search the warehouses for supplies or a safe place to lay low. Sneaking past the patrol to reach the warehouses will prove tricky; all of the characters must succeed on a DC 10 Stealth check, or be seen and attacked by the guard patrol. If successful, they can lay up for a long rest and find food and other common

goods to steal up to 200gp in value. When they leave their hideout, they will then have to make another successful Stealth check, this time with advantage. If they fail, they are seen and attacked by the guards.

THE WRETCHED WIDOW'S INN

The Wretched Widow's Inn is a well-known, if unpopular destination in the Dockside District. Buried in back streets, the Inn has a reputation for being little more than a run-down brothel. Widow Willoughsby is not well liked in Ostwald, and neither is her ailing establishment. If the characters are coming here for the first time and did *not* play through the **Tragedy of Errors** prologue, read the following:

The Wretched Widow's Inn comes by its name honestly. It's certainly wretched enough. The lanterns' dim glow barely affords the gloomy bar with enough light to show the faces of your companions. A few rickety wooden booths and tables line the walls of the downstairs tavern, providing dark corners for private conversations. The inn's sole proprietor, widow Willoughsby, is a stone-faced, half-elven matron tending bar. Unless directly accosted, she mostly ignores you, while she half-heartedly cleans and stocks shelves.

Ale is 1gp a mug, and renting a room costs 5gp. The widow will be all too happy to rent to characters. However, the guards regularly patrol the Inn looking for the characters; they only have enough time for a short rest before a patrol of four **Ostwald Guards** will find them at the Inn. Once the widow knows that the characters are wanted by the guard, she will promptly order them to leave without a refund. If they refuse, she will signal for more guards to come.

The first time the characters leave the Inn after **A Tragedy of Errors**, or else after fighting or escaping a patrol of guards there, they are approached by (**Ally**) **Ser Digory II**. Half-drunk, the Ostwald Knight will lament to the characters about having just killed a young mother under the orders of his captain.

Wracked with guilt, Digory will beg the characters to kill him; if they refuse and want to convince him to find a reason to live, or to help them escape Ostwald, they must succeed on a DC 10 Persuasion check or a DC 15 Intimidation

check. On a failed check, Digory decides to attack the characters in hopes that they will put him out of his misery.

If Digory joins the characters, he will begin to look for nobility in all of their actions, idealizing them beyond reason. He seeks to make amends for his actions, and sees the characters as his last chance to do so. He will speak often of redemption and wanting to be a better man, a man worthy of his knighthood. The more the characters encourage him, the braver Digory will act in combat. If the characters ignore him or treat him poorly, however, Digory may choose to run off on his own -- or even hang himself while the characters are sleeping.

OLDE GATE

The Olde Gate is the doorway from the Dockside District into Ostwald proper. Most of the poor folk of the slums have never been past the gate; it is protected by an army of guards and more heavily fortified than even South Gate. As the characters approach, they witness an ugly scene. Read the following:

Olde Gate is surprisingly quiet and less busy than the rest of the Dockside District. The gate itself is massive, crafted from heavily fortified stone and metal. Its parapets are manned by a small standing army under banners of the noble houses of the Midlands. It is Ser Wenton's flag that flies highest here, though. The guards brutishly force beggars and loafers away from the gate so that the city's military and elite may come and go without being harassed. No one but a select few are allowed into Ostwald beyond; the nobility claims that this is to keep the blood plague out of the city.

As you get closer, you see a burly half-elf male with a salt-and-pepper mane, dressed in leather armor with a longbow slung over his shoulder. There is a fierceness in the way the half-elf gestures and shouts, as he accosts one of the many guards standing before the barred gate.

"Ye thugs cannot keep me out of Ostwald! I need access to medical supplies and tomes on rare diseases. Those suffering from plague in the Marshlands deserve help, just like ye sons'a bitches up here in the north! How dare ye--", the irate half-elf is cut off when the guard he is shouting at strikes him in the temple with a gauntleted fist, knocking the large southerner to the ground.

"Oi, alright, dog! Maybe a week in Einham's dungeons will shut that furry swamp mouth of yours", the guard bellows. Another, thinner guard next to him snickers wickedly.

"We ain't got to shut the old bloke's mouth, Robert. Better uses for an elf mouth than that, there is. Ain't there?", he says with a saccharine smile, and all of the guards surrounding the half-elf howl with vicious glee.

If the characters risk intervening on behalf of the half-elf, they may attempt to reason with the twelve **Ostwald Guards** at the gate to let him go. To do so, they must succeed on a DC 15 Persuasion check. On a failed check, the guards will order them to leave or also be arrested. If they refuse or resist, the guards will attack; the fight will alert other nearby guards; each round, 1d4 more guards (up to a maximum of twelve) more guards arrive to attack the characters.

If the characters manage to rescue the half-elf, he will introduce himself as **(Ally) Venn Heuler**, a Guildmaster from the small town of Harkost in the Marshlands. If the characters suggest an interest in curing the blood plague or otherwise helping those suffering from the disease, Venn will offer to join the them. If they accept, he will suggest leaving Ostwald through the southern gate, and traveling to Arckenbury Cathedral where lives the Murder of Crows.

Venn is a gruff, stubborn, but fiercely brave fighter. He warms up to Penumbra elf and dwarf characters in the party immediately, but will be more distrusting of others. He is wary of characters from the Farlands, and is even openly challenging and verbally hostile towards humans. This will manifest itself in the heat of the moment, as he will prioritize who to help based on his own preferences. However, if a character risks their life to help him, even if they are human, his opinion and loyalty may be changed.

No matter how well he gets along with the party, he will stick with them so long as they travel west, where he hopes to find a cure for the plague at Arckenbury Cathedral. He will not allow himself to return to Harkost until he has something to show for his long journey.



THE CITADEL OF THE SEA LORDS

Over the past year, Ser Wenton's forces have begun to occupy the castle, using its strategic position near South Gate to help control the flow of goods in and out of Ostwald. With more and more cases of the plague coming to the Dockside District, the city guard has set up a treatment center just outside of the Citadel.

Anyone who can rub together a couple of coins can purchase the inexpensive black medicine said to be concocted by the greatest healers in the employ of The One Hundred. With little other options for protection against the plague outside of fleeing to Arckenbury Cathedral, the lines outside of the Citadel's treatment center are long no matter the time of day or night. When the characters are near the Citadel, read the following:

A great hill of packed dirt and cobblestone rises on the east side of this neighborhood. At its peak stands an ivory marvel of engineering and history. You look upon the famed Citadel of the Sea Lords, the most ancient human-built structure in Penumbra. Two thousand years ago, it was a great castle and the seat of power for the ancient Midlands Empire. Even now, as it slowly crumbles, it is impressive to behold. Dozens of hearth lights flicker in its innumerable windows: the Citadel is currently being occupied by an army of Ser Wenton's men.

Though the entry to the Citadel itself is barred, the Ostwald Guard has set up five tents as makeshift plague treatment centers just outside of the castle gates. Any poor soul able to rub two coins together can afford the notorious black medicine said to be concocted by the most learned healers in Ostwald. With no other good options for treatment in the surrounding slums, the lines outside of the five tents here are long, no matter the time of day or night.

The characters may choose to stand in line to purchase treatment. The wait takes nearly three hours, requiring one check per hour on the **Random Encounters in Ostwald's Dockside District** table.

Assuming the characters stay in line without inciting a commotion that draws more attention to them, the guards inside the tents will sell each of them one *vial of black medicine* for 5gp per vial and one *vial of red medicine* for 100gp per vial. With supplies being so limited, the

guards are not willing, or allowed, to sell more.

SOUTH GATE

The South Gate is one of two outer gates to Ostwald, and the most traveled. Through it, trade flows in and out of the Dockside District from towns and villages near and far. The road from South Gate leads into and around Ostwald's sister city, Einham.

It used to be that South Gate was never shut and barely patrolled, and Dockside was a welcoming melting pot to anyone from anywhere looking for business. The recent civil war has brought ruin to the eastern Midlands, though, and Ostwald has only managed to avoid the worst of it by manning South Gate with an active army of Ser Wenton's forces. While the gates are open, travelers and traders may come and go as they please. However, whenever a case of the plague or violence erupts on the streets, Dockside shuts the gates until the threat is "managed". All-too-often now, South Gate remains closed for long hours as the presence of Ser Wenton's army has led to something of a police state in the southern edge of Ostwald.

As the characters approach South Gate, the gates should be open at first. Have each character make a DC Perception check: any scores of 13 or higher result in a feeling of growing unease that they cannot quite place. Any scores of 18 or higher result in them hearing the tell-tale clomp-clomp of armored hooves on the street behind them; only Knights of the One Hundred ride warhorses in Ostwald. At this point, the characters are caught in a trap set by the Ostwald Guard. Read the following:

You are almost free from Ostwald when everything goes very wrong. First, the great South Gate portcullis begins to close with a loud, grating groan. For a moment, you think that if you run, you might be able to make it to the gate before it is shut to you -- but then four heavily armed guards step beneath the gate to bar its entrance. The guards leer at you, and then brandish their swords and kite shields as they slowly advance down the narrow street towards you.

It's then that you realize that you have been caught in a terrible trap. Behind you, two leather-clad bounty hunters wielding crossbows block your retreat back into the Dockside District proper. Leading the ambush from the north is a massive knight in gleaming

platemail armor atop of an impressive war-horse. The knight casually wields a specialized calvary halberd designed for mounted combat.

"Hoo-ra! A new sword for every head you take, men. And each blade forged of castle steel!", the knight bellows viciously as he gives his steed a kick. He begins to ride towards you and your allies, his halberd levelled and ready.

The characters must fight their way out of being surrounded on all sides. Refer to the **South Gate Map**; they find themselves in the middle of the map, with four **Ostwald Guards** standing before the closed gate, two **Bounty Hunters** standing at the entrance to the narrow street behind them, and Ser Erron (a **Knight of the One Hundred**) riding a **Marshlands Warlander** between the characters and the bounty hunters. Ser Erron receives advantage on his initiative roll. Any characters who failed their Perception check have disadvantage on their initiative roll, while any characters who scored an 18 or higher have advantage on their initiative roll.

At the start of the third round, **(Ally) Klael Chambermour** appears from the north, looking at first like another white-clad bounty hunter. However, on his turn, he instead attacks the bounty hunters or Ser Erron, coming to the characters' aid. Once a path back into the city has been cleared, Klael will encourage the players to flee and follow him, offering them another way out of Ostwald. If the characters question him, he remains silent until they reach **Abandoned Ar'Daumon's Cathedral**.

The characters may wish to loot the weapons or armor of the defeated enemies; of particular value is the Ser Erron's magical *+1 halberd*. If the characters linger too long in the street, or try to get past South Gate, more and more guards arrive to block their way, ultimately forcing them to flee back into the city and follow Klael.

ABANDONED AR'DAUMON'S CATHEDRAL

A sinking and forlorn monument to the religion of the first humans to arrive on the shores of Penumbra, the Cathedral's once grand walls are now stained on all sides by graffiti. The structure has become a haven of sorts for many of the city's homeless. Once Klael leads the characters down the road towards the Cathedral, read the following:

Your newfound ally stops before the giant stone door of a great, crumbling, gothic cathedral. The street here is relatively empty, unlike much of the district, offering you a brief moment of relative obscurity.

"This way, this way", the white-robed figure speaks in a gravelly baritone as he begins to heave open the cathedral's door. "If we're to get you out of Ostwald, it must be under the veil of night. We can lay low here and wait for dark to fall. Come on, now."

The man then steps into the ruined monument. Even from outside, you can see a number of makeshift fire pits flickering with life in the chamber within -- beggars and orphans huddled around the flames for warmth. Whatever grandeur this place once held has long since faded, and it now seems to be little more than a large refuge for squatters.

Klael leads the characters to a makeshift fire pit in the back of the main chamber. A successful DC 18 Investigation check can uncover one item from the **Random Treasure** table. Otherwise, the characters find the Cathedral thoroughly stripped of anything of value.

The beggars and orphans will avoid the newcomers with fleeting, wary glances. Should a character wish to question any of the squatters, they must succeed on a DC 13 Persuasion or Intimidation check to learn some of the following rumors:

Their new ally, Klael, brings food and medical supplies to the squatters. They offer him information on what they see and hear in Ostwald, in exchange.

Ser Wenton's men rarely patrol inside the Cathedral, giving the place a wide berth, possibly because they are paid to ignore the place and its squatters.

Many merchants are selling the poisonous street drug 'Black Tears', but calling it plague medicine. Drugs are becoming an epidemic in Ostwald, but Klael keeps users and peddlars out of the Cathedral.

The less wealthy sailors and merchants of the Dockside District have begun organizing a militia, believing that it is only a matter of time before Ser Wenton begins cleansing southern Ostwald of potential opposition, as he did with neighboring Einham. Klael has encouraged the squatters to not join the militia, calling their efforts suicidal.

Once the characters join Klael before the fire pit, they may settle in for a long rest. This is a perfect time to allow the characters to have group or private conversations with any of the other player characters or non-player character allies they have gathered. Klael will finally introduce himself at this point; he appears to be quiet, thoughtful, and genuinely compassionate towards the downtrodden of the Dockside District. He will take time to speak to each of the characters, prodding them with questions in an attempt to learn more about them, secretly hoping to determine their strengths and vulnerabilities.

This scene and its character-driven roleplay should not be rushed; it is important that the characters feel a personal connection with each other, their NPC allies, and Klael himself. This will make the big emotional moments and plot twists to come resonate, helping you to weave a story that your players will not forget. Once you are ready to continue the adventure, read the following:

It is in the dead of night when Klael rises from his place before the fire. Unlike most others here, he has not rested since your arrival. Once he has your attention, he says, "Gather your things: it's time. I'm taking you to Smuggler's Run. There should only be a few guards patrolling near the passage this time of night."

And with that, he starts off through the shadows towards massive stone door that hides the squatters of the Cathedral from the street beyond.

When the characters are ready to follow, a tattooed elf in a wooden wheelchair reaches out and grabs one of them by the arm as they pass. The elf is Adarien, the Heartless Man, though the characters do not yet know it. Read the following to the player whose character's arm he grabs:

To your surprise, one of the beggars that resides here reaches out and grabs your arm with a firm grip as you pass by. The squatter is an old elf covered in ragged clothing that does little to hide his heavily tattooed body. He sits in a decrepit wooden wheelchair.

"You. My, you are a strong one, are you not? Take care of your body, master, take care. Our bodies are temples after all", the crippled elf speaks with a voice like honey. His breath smells strange, like a blend of herbs and chemicals. He lets go of your arm and flicks his wrist in a graceful gesture to indicate the ruined cathedral all around you.

"And you see, master, what happens to temples when they are not cared for." With a short burst of sing-song laughter, soft and eerie, the elf turns from you and begins to cart his way towards the back of the chamber, his chair creeaaaking with every turn of its rickety wheel.

If the characters pursue and question Adarien, he will offer them his name, but convincingly lie to them and pretend to be just another poor elvish beggar. Klael will impatiently implore the characters to not waste time and follow, and when they do, he will lead them up the quiet road towards **Saint Ar'Daumon's Cemetery**.

SAINT AR'DAUMON'S CEMETARY

At the top of the hill on the western wall of the Dockside District rests Saint Ar'Daumon's Cemetery. The graveyard is a sprawling necropolis that has withstood time and the elements for a thousand years. Of the many cemeteries in Ostwald, Saint Ar'Daumon's is the largest, with inexpensive plots for the poor folk and gorgeous, gothic mausoleums for its wealthier inhabitants.

Since the coming of the plague, the heavy gates of the cemetery are closed and heavily patrolled at all times of the day. Only those with funeral business are allowed beyond. Characters attempting to break into the cemetery must avoid or confront dozens of **Ostwald Guards**. However, should the characters come here in the dead of the night with Klael Chambermour, only three guards patrol the gate, and you should read the following:

The dark skies light up for a moment with the heat lightning of a distant storm. And that's when you see your destination through the shadows of the gate before you: Saint Ar'Daumon's Cemetery. Many of its endless rows of tombstones are overgrown, unkempt and weathered by the centuries. They rest

between mausoleums of smooth marble and shining granite, the exquisite crypts of wealthy families.

To reach the cemetery, though, one must pass through one of several gates that are usually heavily guarded. Right now, only three tired guards stand on duty at the nearest gate.

Almost as though to answer an unspoken question, Klael turns back to you and whispers, "They are in the middle of changing the guard. These few minutes are our best chance to get you into the cemetery and through Smuggler's Run. However we deal with these three guards, we must do it quickly and quietly if we wish to get you out of Ostwald with your heads intact."

At this point, the characters must figure out a means past the guards or must quickly overtake them before more enemies arrive. Climbing over the gates without being noticed will be very hard for a group of characters: all of them must succeed on a DC 12 Stealth check or be spotted. If the characters decide to attack the three **Ostwald Guards**, some or all of them may get close enough for a surprise attack under the cover of night if they succeed on a DC 10 Stealth check. However, once attacked, the guards will call for help; for each round past the second that at least one guard is still standing, there is a 50% chance that 1d4 more **Ostwald Guards** arrive to join the fight.

Once the characters deal with the guards, Klael will silently beckon for them to follow and then move quickly ahead into the cemetery. When the characters pursue him, read the following:

You struggle to keep up with Klael. He swiftly winds his way through the boneyard as though he walks an invisible trail that only he can see. His billowing, white leather cloak glows with each flash of lightning from the coming storm, making him seem like a dancing spirit amongst a sea of stony dead.

Finally, Klael stops before an unspectacular crypt. He reaches out to grip the clenched fist of a stone nobleman bearing a pompous, almost menacing grin. Klael pushes down hard on the statue's fist, and the hollow earth begins to rumble beneath your feet. After a few seconds, the door to the crypt slides open, releasing a cloud of stale dust from within.

Klael turns back to you and whispers, "It is a dangerous world out there, now more than

ever. But you will not survive in Ostwald with Ser Wenton looking for you. Go down and through. The passage leads under Einham and out to the edge of Arckenbury Forest itself. I must stay to look after the Cathedral, but ..."

Your new friend trails off for a moment, his gruff voice sounding unusually emotional. He manages a grave smile and finishes his goodbye, "I am thankful to have crossed paths with you. May we meet again, my friends, under ... different circumstances."

With that, Klael steps back and gestures towards the secret passage into the crypt.

Klael will converse briefly with the characters if they ask questions, but always continue to remind them that time is running out and they must escape through Smuggler's Run. He will find counters to any other escape ideas they present.

A Note on Alternative Escape Routes:

With persistence and at the GM's discretion, the characters may decide to find another way to escape Ostwald, but will not be able to rescue **The Crow of the Deep** or experience **The Writhing Gate**. If they cannot be convinced to go into the crypt, **Klael, the Pale Shadow of Ostwald** will attack without warning. He attempts to kill the weakest characters first, but is unable to use his Hidden Trap legendary action.

Should the characters defeat Klael and find their own way out of the city, one of the characters should still contract the blood plague per the advice offered in **The Writhing Gate** section of the adventure. This will get the characters back on track by encouraging them to travel towards Arckenbury in hopes of finding a cure.

If the characters go down into the crypt passage, read the following:

Oddly enough, dim torch light burns from deeper within the passage. At the bottom of an ancient set of stairs carved from the hill itself, you find yourself in a small chamber supported by a single basalt column. A figure wrapped in a black tarp has been tied to the very same column; the dark shape moans and quivers, perhaps having heard your approach.

Allow the characters a moment to begin to act, then continue reading:



Suddenly, the chamber begins to shake and dirt rains down on you from the ceiling above. You hear the entrance to the passage behind you grind to a close. Where there was a door before, there is now only the earth itself, seemingly unmoveable. On the opposite side of the chamber, beyond the figure tied to the column, a very thin woman has appeared. She is slowly moving towards you, entirely nude but for a masquerade mask that covers her face

At this point, the characters are likely confused and may try various things. The figure tied to the column is the **(Ally) Crow of the Deep**, a priest of a rogue division of the Murder of Crows who has devoted his life to hunting creatures of shadow. The passage behind them is not moveable, and a successful DC 10 Arcana check will suggest that it is sealed by some form of old magic that echoes throughout the chamber here. Finally, the woman quickly approaching them is a **Plague Hound** who will begin attacking the Crow while he is restrained, tearing him apart unless she is stopped.

Once the encounter is over, if the Crow is still alive, the party may speak to him. He will explain who he is, and say that he was trapped down here by the Pale Shadow of Ostwald, a vicious and deadly assassin. If the characters ask enough questions, it should become evident that Klael is the same assassin that the Crow speaks of.

The Crow will ultimately suggest they rest up and then follow the dark tunnel of Smuggler's Run and escape into Arckenbury Forest. He will admit that he has learned of a possible threat, more of those creatures like the plague hound, gathering in great numbers to destroy the Murder of Crows. Once the characters are ready, they start the long walk through Smuggler's Run to reach **The Writhing Gate**.

THE WRITHING GATE

The underground trek through Smuggler's Run is dark, wet with dripping sewage, and long: it takes six hours to follow the winding secret trail beneath Einham. This is a great opportunity to build tension with fake scares, eerie sounds echoing from behind and ahead of the characters. It is also another opportunity to build endearing character moments between the characters and any NPC allies they still have

with them.

Before they can reach the gate that leads out to the woods beyond, the characters must wade through a haphazard mass grave. It should begin at first as a body here and there, then several clumped together. Investigation suggests the bodies have been stripped of their possessions and clothing, and a successful DC 12 Medicine check will reveal that the corpses all seem to bear the signs of plague victims.

As the characters get to the end of Smuggler's Run, they will be able to see the light of the wilderness beyond the closed, but simple-looking gate. However, they must climb over a great mound of dead bodies to reach the gate. Once they get past the bodies and very close to the gate, read the following:

The smell of rot from the great pile of deceased men, women and children is overwhelming, but once you are past it you finally find yourselves at the end of Smuggler's Run. A simple, but heavy metal portcullis at the end of the tunnel blocks the way to the countryside, giving you a glimpse of the natural light beyond. The gate does not seem to have any sort of locking mechanism.

Two dead men, as naked as the rest of the corpses in Smuggler's Run, reach with skeletal hands through the portcullis, forever frozen in their last desperate moments. Another, larger dead man stands before the gate. He is somewhat different than the others: his body is still adorned in clothing, a tatter of grey robes, and he is slumped forward against the same sort of halberd that the Knights of the One Hundred often wield.

Give the characters a chance to take one action, or briefly converse, then continue reading:

Something changes in the air, causing the hairs on the nape of your neck to prickle up. It begins with a subtle sound, like the rustling of dry leaves. You look back to the congregation of carrion behind you, only to see ... that the cadavers are moving. The dead things you just climbed over begin to squirm and writhe, like a single organism: a pulping mass.

Suddenly, the gate leading out to Arckenbury Forest rattles. You turn to watch in horror as the three corpses

there pull themselves up and turn to stare at you with lifeless eyes. Slowly, the robed revenant picks up a masquerade mask from the dirt and wears it over his worm-eaten face. The masked figure then points at you with the blade of his halberd -- and the other two naked dead men break into a reckless sprint towards you with their bony hands outstretched.

"More warm, fleshy parts for the Heartless Man. Blessed be the plagued", the masked monster rasps with a voice like fire and ash.

The writhing mass behind you answers him, their voices rising in a ghoulish chorus, "Blessed be the plagued!"

At this point, the characters must make a DC 10 Intelligence saving throw to process the horrors they are witnessing. Any characters who act aggressively before the undead begin to move have advantage on their saving throw. On a failed saving throw, they are afflicted with one form of temporary madness. Any characters that make a successful saving throw also have advantage on their initiative roll at the start of the encounter.

Refer to the **Writhing Gate Map**; the plague hounds cannot be reasoned with and will fight to the death. In the first round, the characters are attacked by the **Plague Knight** and two **Plague Bursters** that were hanging on the gate. At the start of the second round, a **Plague Hound** and two more **Plague Bursters** join the fight, clawing their way from the mound of bodies behind the characters. At the start of the third round, four more **Plague Bursters** escape from the corpse mound and rush to attack the players.

Once the encounter ends, the characters should *not* be given a chance to rest or let their guard down. The writhing mound of undead rises and stands as one, just as the encounter seems over. The characters have but a moment before the entire army of plague hounds washes over them; continuing to fight against the odds will be suicide.

The Crow of the Deep does not hesitate: he will run over to the gate, lift it and hold it up so that the rest of the characters can escape. Once the characters begin to run, the GM should prepare to deliver a tricky plot twist; each of the NPC allies besides the Crow find themselves tangled with the undead, or else they trip and fall, somehow putting them all in harm's way.

Give the characters a moment to try to save one or all of the allies (if there are more than one).

Whichever ally a player character tries to help first is able to be saved with a skill check or other means determined by the GM. However, besides that ally and the Crow, all other NPC allies are doomed. If the characters refuse to leave them behind, the Crow will try to save the player characters by pulling them out of the tunnel and letting the gate shut before the horde can breach it. If any of the player characters still resist leaving, they too will be torn apart by the horde as reward for their altruism.

Evil GM Note:

Whichever NPC ally the characters manage to rescue is still doomed. As they traverse Arckenbury Forest, they will begin to show signs of being afflicted with the Blood Plague, leading to the final encounter with The Heartless Man.

A particularly evil GM may decide to instead inflict the slow, tortuous fate of the blood plague victim on one of the players' characters; in this case, no NPC allies other than the **Crow of the Deep** should escape **The Writhing Gate**. The GM may choose to roll secret Constitution checks for each of the characters, selecting the lowest score to determine which character contracts the plague. However, understanding that the selected victim will inevitably die, the GM may wish to consider the personalities of their players to select a victim that will make for a good story without ruining the fun of the victim's player.

In the end, the characters watch as their allies are torn apart by the ferocious horde, their mutilated bodies pressed up against the gate as they are trapped, reaching in vain for help in their final moments. The GM may describe this in whatever way will be most effective for their characters, and then read the following:

Once the savage horde has finished with its prey, the undead begin to slink back into the dark tunnel. They move in disquieting unison, as one single, writhing hive mind. As they disappear into the hungry shadows you escaped from, their wicked eyes seem to taunt you, beckon you, until they are gone from your sight at last.

You are alone now, left only with your thoughts and fellow survivors, on the silent edge of Arckenbury Forest.

Each character besides the **Crow of the Deep** must make a DC 12 Wisdom saving throw, or become afflicted with one form of temporary madness. **Klael, the Pale Shadow of Ostwald** has been waiting at the exit of Smuggler's Run, hiding in the trees, ready in case the characters proved able to escape. It's at this moment of shock and awe that he chooses to strike, before the characters have a chance to recover.

Klael fights to the death, willing to even take his own life rather than be captured by the characters. If he decides to speak to the characters, it is only to taunt them over the death of their companions; he tries to bait the characters into acting irrationally and falling into his prepared traps.

Klael is a versatile and skilled assassin, but it is his intelligence and preparation that makes him especially deadly. During the encounter, Klael should be portrayed as often being one step ahead of the characters, anticipating their actions and reacting with a keen, knowing grace. If the characters do not stay spread out, Klael will use his legendary action Hidden Trap by pulling on wires half-buried in the grass to detonate explosives positioned around the clearing. Klael's traps have limitations, as noted in his NPC stat block, and he will do what he can to intelligently work around these limitations.

When possible, Klael opts to stay at a distance and make use of his pair of handheld light crossbows that fire poison-tipped bolts. Klael is also a master swordsman in close quarters; he will use his Deadly Riposte reaction along with his legendary action Balance to punish attackers, and then use his legendary action Swordplay to escape being surrounded.

When Klael is eventually defeated, he may share some final regret with his dying words. He could whisper to the nearest character, "Who will care for the ragged children of Ostwald now?", or otherwise suggest that he is worried about the homeless and waifs living in Saint Ar'Daumon's Cathedral. It's this small sliver of humanity that may leave the players with more questions than answers, and might lead to interesting story hooks in future adventures.

The characters may search Klael's corpse to find two light crossbows, studded leather armor, and a magical +1 *rapier*. At this, the

halfway point of the adventure, the characters should be exhausted emotionally and physically, have suffered great losses. **The Crow of the Deep** or another NPC ally might encourage the characters to camp and take a long rest before starting the trek through Arckenbury Forest. Beginning **Into the Grim Woods** at dawn is optimal, and gives the GM a chance to show the first signs of affliction by the chosen victim of the blood plague.

PART THREE: INTO THE GRIM WOODS

After their rest, the characters gain either one level or 500xp at the GM's discretion. They continue their flight from Ostwald by traveling westward into the grim woods of Arckenbury Forest, even as the horror begins to dawn on them that one (or more) of their own are beginning to succumb to the blood plague.

ARCKENBURY FOREST

GENERAL

Arckenbury Forest used to be the largest woodland region on the entire continent of Penumbra, but centuries of deforestation has seen its treeline retreat ever towards its dark heart. Bordered by rocky, untamed steppes to the north and a fetid marshland to the south, what remains is a small, ancient forest with colossal oak trees and canopy that drowns out the sun on all but the brightest of days.

East of the woods lies the twin cornerstones of the Midlands Empire: Ostwald and Einham. West and north, thin woodlands lead to the secretive mage lodge, Alderheim. And through the southwestern grazing plains that stretch past the forest and its swamplands is Arckenbury Cathedral, a beacon of light in this plague and war-ravaged world.

Travelers and armies go far out of their way, adding many miles to their journey, to navigate around the dark forest. There are countless superstitions about what horrors linger within the forest, and the characters are likely to have heard some of them: the swamps are ruled by a cruel Faerie Queen who can make a man tear out his own eyes, six-eyed giants prowl the northern hills, and the hungry ghosts of those who have died with unrequited love in their heart wander forever beneath Arckenbury's boughs. All of these tales and more are common folklore in the region.

Characters familiar with the forest, such as the Crow of the Deep, know that the rumors belie a deeper truth: there are dangerous creatures in the area, some natural and some monstrous. And since the coming of the blood plague, Arckenbury Forest has become a haunt of the plague-ridden undead -- every bit as dangerous as its dire reputation.

RUNNING OUT OF TIME

The characters should feel a growing sense of unease as they travel deeper into the woods, time passes, and the threat of the plague taking one (or more) of their own becomes more apparent. The GM can make use of different musical selections, personification and some of the other tools for building atmosphere and attention mentioned in the Introduction chapter to help build urgency and tension over the course of the chapter. The designs of the map and random encounter table will also increase the likelihood of more harrowing encounters as the days pass and the situation turns dire.

Nighttime is particularly threatening, with the forest taking on a strange and ghastly semblance of life that clings to the characters' imaginations: branches stretch like skeletal hands, and terrifying sounds ring out just within ear shot. It is likely the characters will want to camp at night and travel during the day, as there is a higher chance for dangerous random encounters at night.

Should the characters make camp and keep watch, the GM may offer them faux thrills and scares that seem to get worse with each passing night, but they will not be directly attacked. However, regardless of whether or not the characters decide to sleep at night, they will be troubled by strange visions. No matter where the characters are on the map, at the stroke of 3am in-game, the GM should refer to **The Hours of the Witch** section at the end of this chapter.

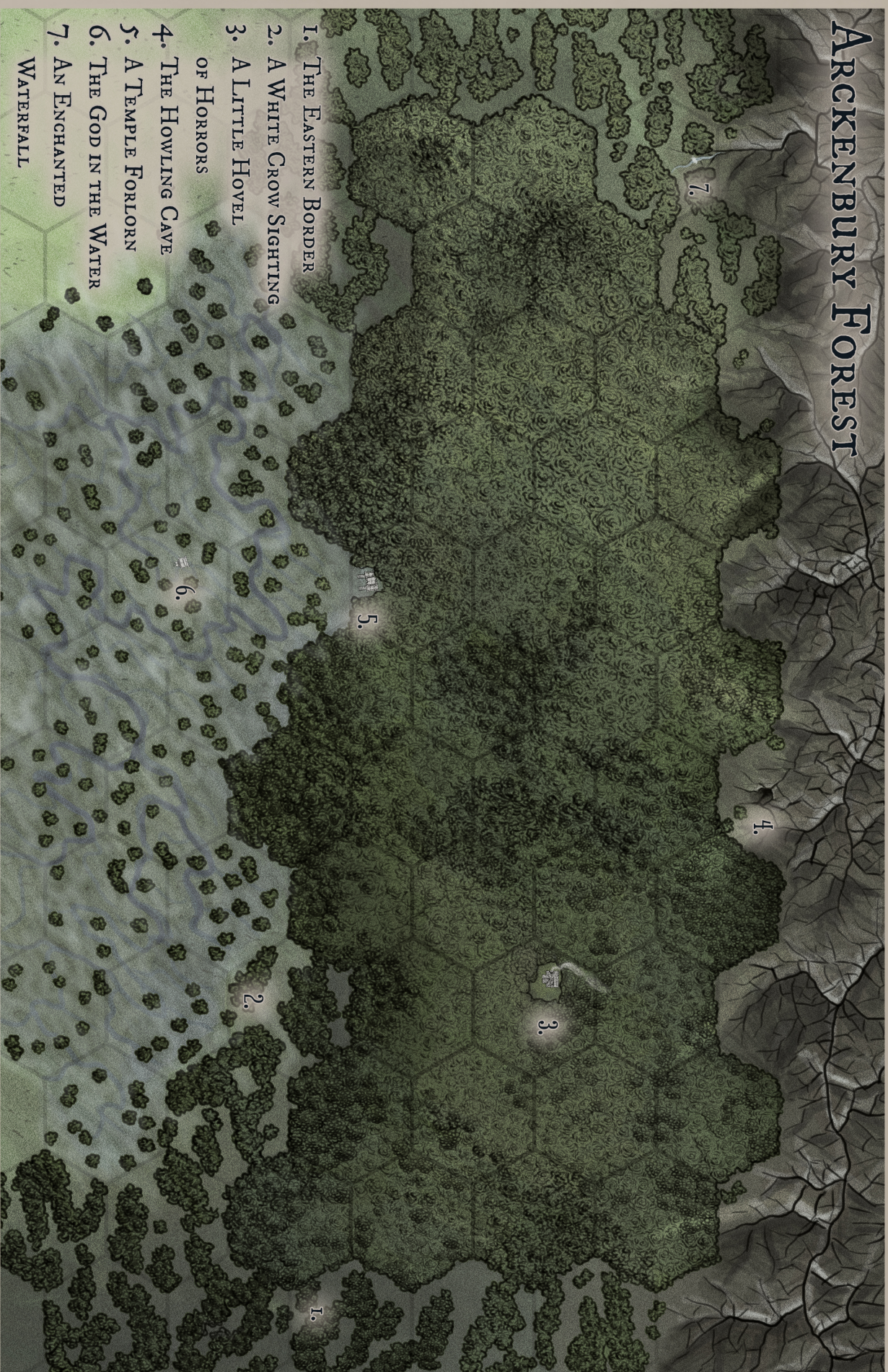
EXPLORING THE GRIM WOODS

None of the points of interest on the **Arckenbury Forest Map** are essential to the story, except for **An Enchanted Waterfall**, where the characters will ultimately find themselves at the end of this adventure. The open exploration of this chapter is designed to allow for replayability and encounters for the GM to use in later sessions or other campaigns.

Arckenbury Forest Map Note:

This map is for the GM's reference. A player-friendly version can be found in the References chapter.

ARCKENBURY FOREST



As tracking time is a key element of this chapter, the **Arckenbury Forest Map** is designed so that travel between two adjacent hexagons points takes the characters six hours in-game. Consult the **Random Encounters in Arckenbury Forest** table to determine what they encounter as they travel from point to point on the map. The first time they visit a Point of Interest on the map, they trigger a scene in this chapter as they explore that area.

The characters may try to scout out the surrounding areas to get clues of interesting locations that they are nearby. To scout, a character must succeed on a DC 10 Nature skill check, or a DC 15 Perception skill check. If they succeed, they are able to put together clues that reveal any points of interest within 10 miles (or 1 point on the hex map). If they succeed on a DC 15 Nature skill check, or a DC 25 Perception skill check, they instead are able to notice clues that reveal a point of interest within 20 miles (or 2 points on the hex map).

If the characters try to leave the map before the end of the chapter, the GM may opt to use large patrols of Ostwald guards, natural barriers such as mountains and forest fires, and the persuasions of key NPCs to keep the characters confined to the woods.

POINTS OF INTEREST IN ARCKENBURY FOREST

Whether or not the characters are wise enough to rest before starting the next chapter of the *The Blood Plague*, they begin at **The Eastern Border**.

THE EASTERN BORDER

It is most likely that the party will want to find a safe clearing to rest in after the encounter with the assassin, Klael. The GM can lead them to a safe place just beyond the border of Arckenbury Forest. For best effect, the characters should arrive to the clearing a little after sunset.

You have reached the edge of Arckenbury Forest, or what remains of it after centuries of deforestation. Bleached moonlight hangs overhead, illuminating the eerie silhouette of the woods. The treeline is thin and grotesque, but the dark heart of the forest beyond looms like a slumbering giant. Some intangible dread gnaws at you from deep down in your gut. After the day you've had, the feeling could just be anxiety, exhaustion.

Still, something about the ghostly, swaying dance of the trees in the moonlight gives you pause. There are many rumors and grim folktales about Arckenbury Forest, and all of them agree: traveling at night draws the ire of whatever spirits linger within. The clearing you are in now would be a reasonable place to set up camp for the night. However, you do not know if Ser Wenton's men will come hunting for you, and you've only come a little ways from the outskirts of Ostwald.

If the characters decide to set up camp, they may find relief: Ser Wenton has not sent out his search parties yet. They manage to make it through the night without an encounter and do not trigger a vision from **The Hours of the Witch**; their first vision won't come until the following night.

A WHITE CROW SIGHTING

At the corner of the forest and swamp, the characters will have a mysterious encounter with one of the enigmatic heroes of Arckenbury Cathedral.

You reach a strange corner of the woods. Here, the thin treeline ends suddenly. To the north and west, a far more ancient forest rises to blot out the sun and moon with its heavy canopy. To the south and west, deadwood litters a murky bog, heralding a seemingly endless swamp shrouded in a thick mist.

As you consider your path from here, you spy a ghostly figure darting quickly between the trees. One moment, the shape is there, and the next it is gone.

The white figure is the White Crow, Alastair, who is just leaving Arckenbury Forest en route to some important mission of his own. If the characters attempt to avoid the figure and move onward, they may do so. If the Crow of the Deep is with the characters, he may mention having a gut feeling that the shape seemed familiar to him.

Should the characters decide to chase after Alastair, read the following:

You only see the mysterious white figure once more, for a fleeting moment and far away. With a better look, you notice that the figure is humanoid, wearing white armor. Where a man's face should be, though, there is something else, something white, something like the beak of a bird. And then the figure vanishes again, behind an ancient oak tree.

The characters may continue to try to catch up to Alastair, but he has given them the slip. If any of the characters succeed on a DC 15 Perception check, however, they find a strange gift left behind by the White Crow: a *sodium dagger* tied to a small boulder with a note. The note reads:

DEAR TRAVELERS,

YOUR EXPLOITS IN OSTWALD HAVE ALREADY REACHED MY EARS. I HAVE PRESSING MATTERS OF MY OWN TO ATTEND TO, AND CANNOT OFFER YOU MUCH HELP. TAKE THIS, ONE OF MY MOST PRIZED TOOLS, AND A WARNING: DEAD MEN WALK BENEATH THE EAVES OF ARCKENBURY FOREST. DEAD MEN, LED BY A MAD WIZARD THEY CALL THE HEARTLESS MAN. MAY THIS DAGGER HELP PROTECT YOU AGAINST THESE EVILS. AND SHOULD YOU HAVE BRAVE HEARTS, PLEASE TRAVEL TO ARCKENBURY CATHEDRAL AND HELP PROTECT IT AGAINST THE RISING TIDE OF DARKNESS THAT GATHERS IN THESE WOODS.

YOUR FRIEND-ON-THE-ROAD,
ALASTAIR

The Crow of the Deep will immediately piece together the clues after the characters find the note, and will mention that Alastair is the new White Crow, having recently taken on the burden. He does not know Alastair, but will be willing to share what he does know: that the White Crow is considered to be the hero of Arckenbury Cathedral, and a great enemy to Ser Wenton. The Crow of the Deep may also share any relevant information from the World Overview section of the Introduction chapter.

If the characters try to search for Alastair, the GM should allow them to waste no more than six hours of their day before encouraging them to give up: the White Crow has left them a gift, but he has also eluded them.

A LITTLE HOVEL OF HORRORS

Deep in the forest, in a tiny clearing, a little hovel of horrors awaits any unfortunate wanderers that pass through. The poorly-constructed log cabin belongs to siblings, three triplets named Finn, Linn and Judd. The triplets are escapees from the mage lodge, Alderheim, who have been living in the forest for years.

Over time, the triplets have fallen under the sway of the Arckenbury Coven's mind-shattering enchantments, and have been driven mad with

hunger for human flesh. They are not drooling cannibals, though: the leader of the siblings, Finn, takes much care to prepare flavorful feasts when they are lucky enough to have their favorite meat in stock. In exchange for minor blessings, magic and protection against the other dangers of the forest, the siblings do the bidding of the hag coven when asked, bringing them sacrifices or helping to channel power during their swamp rituals.

However, the characters will know none of this when they meet Finn under seemingly innocent circumstances. As they enter the clearing, read the following:

The small clearing opens up to reveal a quaint log hovel with gentle smoke rising from its ramshackle roof. A breeze carries the smoke to you, and with it comes the scent of something delicious. A small, balding man with rosy cheeks is cutting firewood just out front of the hovel. The fellow whistles a merry, upbeat tune between routine, almost mechanical swings of his wood axe -- he does not seem to notice your approach.

The characters may choose to avoid the hovel, and can do so unnoticed. If they wish to sneak into the hovel to explore or rob it, they must succeed on a DC 14 Stealth check to make it past Finn. However, Judd is hiding inside beneath a trapdoor in the kitchen closet. He will witness the characters' unaccompanied entrance, and will later describe them to Finn; the next time the characters make camp and attempt to take a long rest, they will be attacked by the triplets, who will have tracked them through the woods.

If the characters search the hut and find Judd, he will scream out in gibberish and attack. One round later, Finn enters, and will defend his brother to the death. If the characters kill the brothers before their sister returns, Linn will track them down in the woods. She will pretend to be a hunter from Einham and will ask the characters to help her rescue her brothers from a coven of witches in the swamp. If the characters agree, Linn will travel with them, leading them to the Arckenbury Coven (see **God in the Water**), and then betray their identities to the coven. The characters will then be forced to face both Linn and the hags at once.

However, it is very likely that the characters

will approach Finn as he chops wood, and strike up a conversation. Finn is very friendly, and will claim that he and his sister don't get many travelers from the city, but are always happy to share stories with those passing through. He offers them a place at his hearth and a hot meal, if they don't mind sharing some of their stories with him.

If the characters refuse at first, he'll try to insist by telling them that he makes the best stew east of The Witch's Spine. If they still refuse, he will let them go, but the siblings will track them down through the woods and try to ambush them the next time they take a long rest.

If the characters take Finn up on his offer, he'll show them into his small home. Once inside the kitchen, he will begin to add herbs to a boiling cauldron of delicious smelling meat stew and frequently tell the characters to sit down and relax, adding that his sister, Linn, should be returning for supper soon.

Regardless of how the characters enter the hovel, read the following:

You step into the small log hovel, and the poorly constructed floor immediately groans against your feet. The glow of a spacious hearth provides the only light inside, its fire cooking an iron cauldron of sweet-smelling stew. The walls of the room are covered in uneven shelves that house countless journals, cooking utensils, spices, crafting tools, and a large number of vaguely human-shaped dolls made from yarn or hair.

Two doors are left half ajar, hinting at a pair of dark bedrooms beyond. A small closet door on the far side of the room is shut. Besides the clutter covering the shelves themselves, this tiny home is kept very clean, with a simple table with three chairs set out in its center.

The situations that may take place inside the hovel all refer to the **Little Hovel of Horrors Map**. If the characters want to investigate with more scrutiny, they may make Insight, Investigation, or Perception checks. With a successful DC 15 check, the characters will notice the following:

Insight (determining Finn's intentions): though he seems friendly enough, there is something unusual about how eager and anxious Finn is acting.

Investigation (in the kitchen): despite how well kept the kitchen is overall, there are a couple of barely noticeable brown streaks on the wooden walls that seem to have resisted being cleaned.

Investigation (in the kitchen closet): hidden beneath an empty crate is a clever, almost seamless trapdoor.

Perception (in the kitchen): During a quiet moment, there is a quiet, gravelly murmuring that seems to come from the closet. (It is actually Judd, who is hiding under the trapdoor in the closet).

If the characters ask him questions about himself, he will speak in half-truths, admitting that he was once a young mage-in-training at Alderheim, and his sister served as a Warden of the White Eye. He will allege to have been abused by his headmaster there, and that one evening, his sister rescued him from a terrible beating and fled with him into the forest, where they have lived ever since. He will not admit to knowing anything about the plague hounds or the Arkenbury Coven.

After enough time for a short rest, Linn returns from her hunt, empty handed. Linn joins the characters for supper of sweet meat stew and apple moonshine. A grim-faced and veteran soldier, she watches the characters warily, but does not speak, answering only in muffled grunts. If pressed, Finn will sadly interject to say that her tongue was cut out in Alderheim.

A few minutes after supper begins, Finn claims to have found something interesting in the woods that he absolutely must show the characters. He excuses himself into his bedroom to cast the mage armor spell on himself in secrecy. He returns a few moments later with his wood axe in one hand and a wicked smile twisting his previously kind face. He raises his hand, utters a strange word, and springs his trap by casting the *grease* spell to begin the encounter.

Unless the characters are proactively on guard during supper, the **Cannibal Triplets** benefit from surprise attack. After **Finn** casts *grease*, **Linn** will pick up her shield and sword and attempt a shield bash attack against the **Crow of the Deep** if he is with the characters, or whichever character she might consider the most dangerous otherwise. After Finn and Linn's opening attacks, initiative begins normally. After the first round in which the characters

have a turn, **Judd** bursts out from his secret hiding place beneath the trapdoor. He attacks viciously with his rusty cleaver, throwing himself at whichever character is closest to the kitchen closet.

Should the characters manage to overcome the three siblings looking to make them a meal, they may search the hovel. They can pry the *thirsty cleaver* from Judd's dead fingers, and find regular equipment on Finn and Linn. The siblings don't have any coin or much of value outside of a variety of spices, an *herbalism kit* and *cook's utensils*. If the characters search Linn's bedroom, with a successful DC 15 Perception check the characters may find a note hidden beneath her straw pillow.

The note is wrapped up by the chain of a locket bearing a pinch of extremely volatile boreal powder inside of it. Identifying the powder requires a successful DC 13 Medicine or Arcana check, or the *identify* spell. Unidentified, the characters are likely to later misuse the powder, causing a dangerous accident. The note reads as follows:

SER JEROME,

I NEVER SHOULD HAVE ABANDONED MY DUTY AS A WARDEN. YOU RAISED ME UP LIKE A FATHER, TAUGHT ME THE VALUE OF JUSTICE AND VIGILANCE, OF RIGHT AND WRONG. IT WAS NOT YOUR TUTELAGE THAT FAILED ME, BUT MY OWN WEAK HEART. IN THE YEARS SINCE LAST I SAW YOU, MY BROTHERS AND I HAVE FALLEN INTO A DEEP MADNESS. IN PROTECTING FINN AND JUDD, I HAVE TAKEN PART IN WICKED DEEDS, DEVIL WORSHIP, AND ATROCITIES THAT I CANNOT BEAR TO

I DO HOPE THIS LETTER FINDS YOU. IF IT DOES, THEN KNOW THIS: I HAVE DONE WHAT LITTLE I COULD TO MAKE THINGS RIGHT. THE EVIL HAD TO BE ERADICATED BEFORE MORE INNOCENTS FELL INTO THE WITCHES' WEB. IF YOU FIND THIS, KNOW THAT THE HEART OF DARKNESS IN ARCKENBURY FOREST FESTERS IN THE SWAMP ... AND IT MUST BE CUT OUT.

*FORGIVE ME, SER. YOUR DAUGHTER,
LINN.*

If the characters read the note, you may allow them to make a DC 12 Insight check to determine that Linn was considering suicide, or even killing her brothers to keep them from harming anyone else.

Finally, should the characters decide to investigate the stew itself, they can learn its true nature by making a successful DC 10 Investigation check. Several journals and homemade cookbooks found on the shelves by the hearth denote Finn's favorite recipes for cooking humans, and stirring or scooping the stew itself will reveal a withered eyeball and several digits that look like human toes. Any characters who realize that they ate human meat stew must make a successful DC 5 Wisdom saving throw or become afflicted by a form of lingering madness.

THE HOWLING CAVE

Nestled in the foothills of the small, but treacherous mountains that form the northern border of the forest is a foreboding cave. As the characters enter the area, read the following:

As you trek through the northern woods, the forest canopy breaks and the open skies above are revealed. Through the clearing, you spot a secret trail that winds its way up to a small cave looming only a few hundred feet above you. The wind howls wildly against the hillside, and the trail itself seems to be littered with the remains of tiny forest animals left in various states of rot and decay.

If the characters investigate the animal remains, they may make a DC 10 Investigation check. On a success, they are able to determine that there is seemingly no obvious cause of death, though several of the animals' furs seem to have turned an unnatural white. If the characters also make a successful DC 13 Medicine check, they will determine that all of the animals seem to have died from heart attack.

If the characters decide to enter the cave, they are likely to draw the attention of **The Thing Inside the Cave**. Consult the **Howling Cave Map** and read the following:

The inside of the cave is small, and does not seem to hide any tunnels leading deeper into the hillside. More bones litter the floor of the cave, though unlike the path outside, some of the dead things here are unmistakably human remains. In the center of the dirt floor, a large occult rune has been carved into the rocky ground. Beyond the rune lies a black bear bound to the northern cave wall by a long, thick steel chain.

No, wait. Wait! You continue to stare at the large bear with a dawning horror: the creature's fur has mostly fallen out, exposing grey patches of rotted flesh underneath. You could have believed it to be dead, but then the thing in the cave starts to stir. And as it rises to stand, you see the thing's underbelly: there, the upper torso of a dead woman extends, fused to the flesh of the bear. The dead woman's face contorts in unspoken agony, and she seems to be reaching, reaching, grabbing in vain for something that only she can see.

The unliving abomination, part beast and part woman, turns its wild gaze towards you.

The monster is starving and insane, and will viciously attack any living creature that enters into its cave. Fortunately for the characters, it has been chained to the north cave wall with thick steel chain and will prove unable to leave its cave. With a successful DC 16 Stealth check, a character may slip into the cave unnoticed, allowing for a possible surprise attack against the creature.

With a successful DC 13 Arcana check, a character will be able to determine that the chain and the occult symbol drawn into the cave floor are part of an enchantment that keeps the creature from escaping its bindings. Only a *dispel magic* or *remove curse* spell can break the mystical binding and free the creature, though doing so would be highly irresponsible.

If the characters avoid detection or kill the creature, they may search the bones and remains of others in the small cave. If they do, they consult the **Random Treasures** table and find two items.

A TEMPLE FORLORN

The crumbling ruins of a strange, occult temple lay half-buried at the northern edge of the swamp that separates Arckenbury Forest and Arckenbury Cathedral. Read the following:

You are hiking along the border between thick woodlands and a waist-deep, stinking swamp. It's here that you nearly trip over a small pile of stone debris from an ancient ruin, and realize that this place is more than what it seems. You are standing in what once must have been a stone monastery, though its walls have long since crumbled and its secrets have worn away with time.

A few hundred yards to the south, a small, half-sunken tower emerges from the muck and mire. Though the tower's doorways and windows have long-since collapsed in on themselves, blocking most entrances to the ruin, its northern wall seems to be missing almost entirely. This has left much of the tower open to the elements ... and to would-be explorers.

Should the characters wish to explore the tower, they may. With either a successful DC 13 Perception check or Nature check, a character notices bipedal tracks barely visible in the bank before the swamp. The tracks seem to wander in and out of the swamp there, in the direction of the sunken tower. The tower itself is a circular ruin with a 30 foot radius and no ceiling. The fallen debris and swamp make it difficult terrain. If the characters enter the tower, read the following:

The inside of the sunken tower is a barely recognizable mess of overgrown stone and shattered architecture. You cannot tell if this place was brought to ruin by some outside force, or if it was just the victim of time and climate. At the center of the circular room, a strange statue rises from a marbled altar.

The statue has been swallowed by a sticky-looking black substance, but has retained the vague shape of a man. A man with strange, snaking tendrils where arms should be. A man with eyes that seem too real to be made of stone, peering out at you through the obsidian goo.

The statue on the altar is covered in plague-infected black honey. If cleaned of the honey, the statue reveals a naked human with no nose, no mouth, no ears, no reproductive organs, and no arms. Time has worn down the stone so that it is smooth and lacking detail. The most notable features are the statue's tentacles where arms should be, and that the statue's eyes appear real, and not made of stone.

In fact, the eyes belonged to a simple soap-maker from Einham. Unfortunately for him, the hags of the **Arckenbury Coven** plucked out his eyes and pinned them to the statue as part of an obscene ritual sacrifice. If a character attempts to touch the eyes, the orbs burst open with fluid; the character responsible realizes that the eyes were real, and must make a DC 10 Intelligence saving throw or become afflicted by one form of

temporary madness.

If the characters attempt to get rid of the plague-infected honey, touch the statue, or search the ruined temple, they will attract the ire of the many undead bees that nest here. Three **Plague Swarms** immediately rise up from the swamp to attack, and have advantage on their initiative rolls. In the second round of the encounter, a group of undead humans will appear at the exposed northern wall: a **Plague Mage** and four **Plague Bursters**. These undead act almost as though they are part of the same hive mind as the bees.

Once the area is safe, the characters may search the ruin, potentially finding old relics and belongings from more recently dead explorers who did not survive the killer plague bees. Each character that searches makes a DC 10 Perception check. For characters who succeed, consult the **Random Treasures** table to determine what they find.

THE GOD IN THE WATER

In the middle of the forest's southern boglands, a strange stone monument rises from the foggy marshes. One day each month, three cursed sisters, **Maria**, **Serrah** and **Winnie** - known as the **Arckenbury Coven** - prostrate themselves before the ancient altar to perform a blood ritual in reverence to the dark god they worship. Maria and Winnie chant in an abyssal tongue, while Serrah sings an enchanting siren song that lures travelers to the site of the altar. Should the sisters not attract any wanderers, they call upon their servants (the triplets living in **A Little Hovel of Horrors**) to bring a suitable sacrifice to them.

As the coven gathers to begin its ritual, Serrah's song drifts through the fog and reaches the characters as they traverse the swamp. Serrah's song is loosely adapted from "Come Little Children" which is free to listen to online if you need reference. Some GMs may wish to read the song below or play aloud the song it is adapted from, rather than inflict their singing upon their players. In either case, read the following:

As you wander through the rotting bog, a strange and gentle music begins to tickle your ears. It is faint at first, faint and distant. But no matter your direction, the phantom song grows louder. It drifts and dances

over the swirling mist, carrying a lovely female voice that repeats two verses again and again. As you listen to her song, you feel as though it is meant for your ears and yours alone:

*Come weary traveler,
follow my voice!
Beyond the mist,
there is beauty.
If you seek stillness,
then open your heart;
and revel in heaven
and Shadow.*

*Wander and follow,
He'll show thee the way.
Forget all your woes
and your heartache.
Despair not, ye traveler,
for truth lies this way;
and knowing will snuff out
the Light.*

Should the characters follow the song, they will soon find the coven and their dark altar. Read the following:

The heavy fog seems to lift, just so, as you wade into a clearing. North of you, a number of small islands rise up out of the waist high marsh. The largest isle is in the center of the clearing, and an old stone altar rises some ten feet above it. The monument shows dozens of occult runes carved into its surface, many of them hidden by time and wild overgrowth.

You can just make out a faint whimpering from the top of the strange altar; it sounds like the muffled mewling of a baby, though you cannot see to be sure from where you stand. Three female creatures stand on three separate smaller patches of dryland, each of them facing towards the altar.

The youngest of the three is a plain but pretty-looking maiden in a muddy gown -- and it is she that is singing the lilting song that brought you here. The strangest and most maddening of the three is a tall, plump creature with the naked body of a woman and the head of a great, horned bull. The oldest of the three is a crook-spined crone with long, flowing white hair, claw-like hands, and a scaly tail that snakes out from under her tattered robes. The crone, this last of the three, is chanting in a quiet, guttural tongue as she reads from an open, leather-bound grimoire.

The characters approach the monument from the south side of the **The God in the Water Map**. The swamp itself is difficult terrain, while the small islands of drier land is regular terrain. The three sisters triangulate themselves with the monument at their center: Serrah stands nearest to the characters on the largest of the islands, while Winnie stands guard on the northeast island, and Maria chants a wicked, abyssal spell as she reads from the *Book of the Coven* on the island northwest of the altar.

As the characters arrive, Serrah turns to greet the characters. She is not aggressive, but everything she says to the characters should be vaguely threatening in her soft, almost seductive voice.

Serrah senses the characters' power, and does not want to have to confront them directly. Instead, she offers them a blessing: if they will join the sisters in their chanting, Serrah promises them that the God in the Water will rise and grant them a great gift of power. If none of the characters refuse the offer, read the following:

You all comply to take part in the coven's ritual to summon their God and gain his blessing. There are some things we do in our lives that are so harrowing, so heinous, that recalling the deed turns our stomach. We wish that we could forget those moments, and silence their memories, that we might go on believing we are actually good people. That we are not monsters. You experience such a moment now.

Once you agree to the maiden's terms, you feel yourself give in to an abyssal madness, and the God in the Water's will becomes your own. You chant alien words that you never learned, and you sing songs that no sane man or woman would ever sing.

A great darkness envelops the stone altar, and from within that darkness you hear the crying of a babe and the suckling, suckling, slurrrrrping ... of something else. And then, the darkness takes you too, and for a fleeting moment you see Him in all of His hideous beauty: the tentacled being with a thousand eyes and a thousand faces and a thousand other impossible parts!

And as you stare at God in the Water, you are granted a small mercy: your memory ends there, and in the next moment you awake in Arckenbury Forest on the swamp's northern border. It is somehow twilight, and you do not know how you arrived to this

place. You are certain of one thing, though: what you experienced in the swamp was no fever dream. The God in the Water was real, and a part of Him is now, and forever, within you.

After the ritual, the characters wake up just after nightfall, just outside of **A Temple Forlorn** on the north side of the swamp, with no idea how they came to be there. Touched and forever tainted by their brief connection with the God in the Water, each character becomes afflicted by a form of lingering madness and gains either one level or 1,000xp at the GM's discretion. If the characters return to the altar in the swamp, they are unable to find it or the coven; the monument only appears once a month, when the stars are properly aligned.

However, it is very likely that at least one of the characters will refuse Serrah's offer, and even try to rescue the child being sacrificed. As soon as this occurs, the coven will turn their attention to destroying the characters. Read the following:

When you refuse the young maiden, she purses her lips tightly together and folds her hands over one another. The nude woman turns her bull's head to stare at you with the eyes of a beast. The crook-backed crone stops chanting and looks up from her book. For a few moments, the swamp goes silent as the grave. You can feel something almost tangible hanging in the air, something electric, as the triumvirate's ritual is put on hold.

The silence is broken by the wail of what must be a human child atop the stone altar. At that, the bull-headed creature begins to bellow wildly and the white-haired witch points a clawed finger towards you. She cries out, her voice shrill and terrible, "They will serve the God in the Water, sisters! They will, they must, alive or dead, either as meat-sacs for his holy spirit or as food for his eternal hunger!"

The sisters will fight to the death, working very effectively as a coven. **Serrah** will use her Luring Song and the *shield* spell to try to keep the characters' attention on her; her Draining Aura will punish those characters who come too close, and heal her at the same time.

Meanwhile, **Maria** and **Winnie** will use their Swamp Walk to cleverly maneuver against the characters. As soon as one of them are able,

they will use the web spell to further hamper the characters' movements, making them vulnerable to the *scorching ray* spell and to Serrah's Draining Aura.

Once one of the hags is defeated or the coven begins to run out of spell slots, their tactics change. Serrah will move to put her Draining Aura within range of as many characters as she can. Maria will use her superior speed and vicious multiattack to dart quickly in and out of melee. Winnie will charge in and protect her sisters by focusing on whichever character appears to be the most threatening.

If the characters defeat the Arckenbury Coven, they may take the **Book of the Coven** for themselves if they dare, but do not find anything else of value. Of course, their victory presents a new problem for the rest of the adventure: how will they care for the child? A clever GM may use the baby's crying in inopportune moments to draw unwanted attention to the characters, or place her in harm's way to cause panic, or create subtler moments of bonding between the babe and one of the characters.

AN ENCHANTED WATERFALL

On the western border of Arckenbury Forest, a beautiful waterfall crests into a crystalline lake. Read the following:

You reach a striking sight in your travels, where Arckenbury Forest meets the northern foothills by way of a small, peaceful valley. There, a breathtaking waterfall spills down over a high, rocky cliff. With a gentle, rumbling roar, the water crashes into a serene lake of crystal clear water below.

The lush forest here is teeming with life, home to many birds and woodland critters. For a short while it is almost as though the horrors of the past few days fade, giving way to the untamed beauty of this nature.

This nameless landmark is a favorite of travelers, many of whom claim that the waterfall is blessed and that the clear waters of the lake contain healing properties. There is something to the claim: once per day, characters that drink directly from the lake gain the benefits of a lesser restoration spell and regain 4d4+4 hit points.

If characters decide to search the area, a successful DC 13 Perception check will reveal

the skeletal remains of an elvish knight half-buried in forest undergrowth by the bank of the lake. The knight has been buried there for centuries, tightly clutching a ring worth 100gp hanging from a rusty necklace. A character that understands elvish can read the ring's inscription:

*I will wait for you,
Until the stars shine no more,
Esmeralda*

The armor over the knight's bones is ornate plate riddled with a few pronounced puncture wounds that hint at how the knight may have died. If the characters decide to strip the corpse of its **Armor of the Old Way**, they will also find a **Talisman of the Shattering** hanging from the knight's bony neck, along with another ring worth 100gp hanging from a similar necklace to the one he was clutching. A character that understands elvish can also read this ring's inscription:

*Return safely to me,
My brave and faithful Ser,
Your Isabella*

If the characters are directed to the lake and the waterfall by the dying **Crow of the Deep**, per the end of this chapter, they may find the secret passage by making a successful DC 13 Investigation check. There is a secret tunnel beneath the surface of the lake, where the rushing waterfall collides with the serene surface. The tunnel is easy to access and quickly leads up a set of natural steps into a dry, torchlit chamber. An unlocked iron door at the end of the chamber opens the way into Adarien's personal library and the final section of this adventure: **Despair Ye, the Heartless Man**.

THE HOURS OF THE WITCH

It is possible that more than one player character or NPC has contracted the blood plague by the start of the chapter. While it is possible for characters to recover from the plague, as noted in the Introduction, it is necessary for this adventure that one character does not recover.

The **Crow of the Deep** or another healer

may try to convince the characters that the best chance to save their plagued comrades is to reach Arckenbury Cathedral to the southwest of the forest. Any other attempts at treating that character's disease must fail, and over the course of three nights in Arckenbury Forest, their fate is sealed.

Through divination and madness, Adarien has determined that the plagued character's body will become the new host for his soul: he has invented a fiendish machine that will allow him to transfer his life essence into a younger body made immortal by the unholy magic of the blood plague.

Each night in the forest, an impossible weariness will overcome the characters as Adarien's psychic magic accosts them from afar. Any characters still awake at 3am, the witching hour, will fall asleep despite their best efforts. The characters then experience vivid, shared dreams.

ON THE FIRST NIGHT

The characters experience their first foreboding dream. Read the following:

In the witching hour, you open your eyes and find yourself ... not where you remember falling asleep. You are back in Ostwald's Cathedral of Saint Ar'Daumon. It is dark in the abandoned temple, and your companions are nowhere to be found. The homeless refugees that take shelter in the Cathedral are gathered around a large bonfire in the center of the room. They face away from you and chant the same three words over and over again, in a quiet fervor: "The Heartless Man. The Heartless Man..."

Suddenly, a figure behind you reaches out and snatches your arm with a firm grip. It's the same old elf that you saw before, covered in ragged clothing that barely conceals his tattoos. He sits in a rotting wooden wheelchair, and his runed skin begins to glow with a faint blue light as his lips part in a broad, hungry smile.

"And you see, master, what happens to temples when they are not cared for", the elf whispers with a voice like honey and points towards



the bonfire. You follow his gesture to see that all of the homeless men, women and children here have turned towards you.

And then, horror takes you as you realize that none of the refugees have faces. They stare at you without features, but somehow their chanting continues. "The Heartless Man. The Heartless Man..."

You close your eyes tightly and the chanting stops, only to be replaced by the awful sounds of a creaking, rickety wheelchair. A moment later, you wake up in Arckenbury Forest with a start. It was just a dream.

ON THE SECOND NIGHT

The characters' second vision proves more disturbing than the first. Read the following:

You are haunted by another vision come the witching hour. You find yourself back in Smuggler's Run, the secret tunnel running below Ostwald. You are running, running from a writhing mass of the plague-touched undead. You see the portcullis before you, closing, threatening to trap you in with the horde. You dive ... and make it, just barely.

Behind you, you hear the dead ones call out, their voices as one, begging you, "Save us! Save us from the Heartless Man!" When you turn around to look at them through the gate, you see that you have left behind not an undead horde, but rather the faceless refugees that you saw in your dream the night before. You open your mouth to answer their plea, but no words escape your lips.

Dizzy, you stumble and fall to the ground, cutting your palm on a sharp stone. You look up, and see once again the old elf in the wheelchair at the top of a small, barren hill. On the ground before the wheelchair sits [name of the plagued companion character]; they are slouched over, laying their head upon the elf's lap.

The elf slowly strokes your companion's cheek and says, "You. My, you are a strong one, are you not?" As you watch, frozen in place, the sun in the sky slowly turns black, and all light in the world fades.

You finally awake in a cold sweat, the unwanted memory from the nightmare clinging to you stubbornly.

ON THE THIRD NIGHT, AND THEREAFTER

The characters' final nightmare crescendos into madness, and ends with a revelation that will haunt them for the rest of the adventure, and beyond. Read the following:

For the third night in a row, you are haunted by the arrival of the witching hour. This time, you find yourself somewhere you have never been before. You are wandering through a dripping tunnel, submerged to your shins in water, and you are alone. The closer you get to the end of the tunnel, the more wet you become, until every inch of your body is soaked.

Finally, you reach a spiral stairway cut from the same stone as the tunnel itself. The path downward seems to stretch on forever, though you eventually come to a simple wooden door. You press your ear to the door, and from within you hear the steady rhythmic sound of metal sawing ... sawing something, something that splinters and breaks.

You tell yourself to turn back, but you are no longer in control of your own body: it's as though some powerful spirit possesses you, driving you deeper into the dark. You throw open the door and see a room full of strange machines, potions and artifacts. A small hunchback is bent over in the middle of the room, whistling a peppy, but off-key tune. He is turned away from you, vigorously sawing limbs off of the corpse of a young man.

You stop there in the doorway and the hunchback slowly turns to look at you. The small man's body may be maligned and twisted, but it's the face that sends shivers down your spine. The hunchback has [name of the plagued companion character]'s face, and they whisper to you in a voice that sounds like your companion.

"Save me from the Heartless Man", they beg you and then begin to weep. But you can do nothing: a moment later, you wake up, once again back in Arckenbury forest. Still panicked, you look around ... only to realize that someone is missing.

When the characters wake up from this final vision, one or more of the party is missing. During the dream, the plagued character secretly chosen by Adarien rose in a trance and wandered off through the woods in the direction of **An Enchanted Waterfall**, where a secret tunnel into Adarien's laboratory resides. If the **Crow of the Deep** is still with the characters at this point, they will find him missing too.

At this point, the GM may wish to use time jumps to help the characters reach the end

of the chapter quickly. The characters do not experience any more of the strange dreams. They are able to track their missing allies through the forest with a variety of skill checks, finding scraps of clothing or possessions left behind. The GM may provide them some obstacles from the **Random Encounters in Arckenbury Forest** table to help keep the tension high, and may reward them by letting them find medicine, gold or magic items from their missing ally.

Using time jumps will also allow the GM to introduce a replacement player character if the missing character belonged to one of the players. The GM and conspiring player may tell a white lie to the other players, calling the new character a temporary fill-in. The character could be a Warden of the White Eye from nearby Alderheim, or an agent of the Murder of Crows from Arckenbury Cathedral, sent to investigate the rumors of a gathering army of plagued undead. Whatever the new character's story, they will need to have a reason to join the other characters on their dangerous rescue attempt.

Eventually, if the Crow of the Deep is still alive, the characters will find him mortally wounded at the end of their first day of searching. Before he dies, he will try to pass the burden of being the Crow of the Deep and wearing his mask to a willing character.

Whether or not anyone accepts the burden, he will tell the characters that their companion fled through the forest in a mad trance. The Crow also tells them that he tracked the companion to **An Enchanted Waterfall**, and gives them directions to find it if necessary. The Crow saw the plagued character dive beneath the lake there before he was attacked and severely injured by a **Plague Knight**. After a brief conversation, the Crow dies following a few long minutes of ragged, quiet breathing.

When the GM is ready to move on to the next chapter, the characters will finally reach **An Enchanted Waterfall** with either the Crow's help, or by following the trail of clues left through the forest by their missing companion.



PART FOUR: ENTER, THE HEARTLESS MAN

The characters reach the climax of their dark adventure in the secret laboratory of Adarien, the Heartless Man. They seek to rescue their ally, but cannot possibly know the terrible truth until they come face to face with it: their friend is already dead, and their body has been desecrated for Adarien's mad machinations.



ADARIEN'S LIBRARY

Exiting the secret tunnel, the characters find themselves in a small, but overstuffed library lit by a magical source that defies being found. Read the following:

You find yourselves in a cramped, chaotic library. There are no torches or lanterns to read by, but somehow the room remains lit by an eerie blue glow with no obvious origin. The walls are covered in bookcases with shelves that are overflowing with books that do not seem to be organized in any logical manner. Many of the titles here seem either mundane or too moldy to read, though it could take you a very long time to search through them all.

In the middle of the room, there is a simple wooden desk large enough for one person to sit at. The solitary desk is empty of books and papers, and there is no chair to match it.

The characters may search the library and can find a number of items of interest. Each character may roll a single Investigation check after declaring what they are looking for. They can find:

DC 10: one of many thoroughly uninteresting books, with titles such as *The Legacy of Ar'Daumon Architecture*, *The Comprehensive History of Penumbra Languages*, *Lies Told by Our Parents, Volume I: Vampires and Goblins*, and *Lies Told by Our Parents, Volume II: The So-Called Elvish Genocide*.

DC 12: one item from the **Random Treasures** table. (one search attempt per character)

DC 14: a series of four loose letters and a **relief key** folded into the back of a fictional book titled *The Curious Case of Mister Rook and His Missing Gorilla*.

DC 16: a small stack of spell scrolls hidden in a copy of *Dwarvish Alchemy: A Misunderstood Science* (3x scrolls of identify, and a scroll of life transference).

The characters will need to find Adarien's stack of four letters, all that remains of an old journal. The parchment on the oldest letters has become moldy in the humid passage beneath the waterfall, and the series of letters hint at Adarien's story -- his slow slide into madness and corruption.

THE FIRST LETTER

The oldest letter's date is unreadable, as is much of the letter itself. Mold and age has damaged much of the contents, but some of it is still readable to anyone with the ability to read the elvish language. The surviving passages are translated below.

[...] LONG AND UNREMARKABLE LIFE [...]

[...] GIVEN EVERYTHING IN MY SERVICE TO THE SHATTERING [...] FOR WHAT? [...]

[...] I DO NOT KNOW IF I CAN TRUST HIM [...] SOMETHING IS NOT RIGHT [...]

[...] MUST LEARN MORE. I WILL ACCEPT HIS STRANGE INVITATION [...]

[...] WHAT WILL I LEARN THERE, UP IN THE WITCH'S SPINE?

THE SECOND LETTER

The next oldest letter is also weathered and worn by age. Some of it is still readable. Of note is that this letter is written in the common language. With a successful DC 10 Investigation check, a character can determine that the authors of all four letters are the same, even when written in different languages. The surviving passages of this letter are below.

[...] HAS GIVEN ME EVERYTHING THAT I HAVE LONGED FOR. MAGIC, TRUE MAGIC, AND [...]

[...] FINALLY FEEL AS THOUGH THERE WILL BE AN END TO MY SUFFERING. COULD IT BE TRUE THAT HE HAS LIVED FOR AS LONG AS HE CLAIMS? HE APPEARS HALF MY AGE, AND EVEN SO [...]

[...] MUST BE WARY. SOME KNIGHTS OF THE SHATTERING STILL LIVE, AND THEY WILL ALREADY KNOW OF MY HERESY [...]

[...] CANNOT TRUST MY NEW MASTER. NOT YET. I STILL [...] SOMETHING WRONG WITH HIS EYES.

THE THIRD LETTER

The next letter is far newer than the previous two, and can be read in its entirety. The passage below is written in the common language.

I GROW SICK OF HIS SHORT-SIGHTED VISION. HE SITS ON SO MUCH POWER, SO MUCH POTENTIAL, AND YET HE MOVES AT THE PACE OF A HALF-WITTED SLOTH. NOT ALL OF US HAVE AN ETERNITY TO WAIT FOR HIS PROMISES TO COME TO FRUITION. WHAT'S WORSE? I HAVE SPOKEN MY MIND TO HIM AND HE DISMISSES ME AS THOUGH I WERE A SIMPLE MINION. WOULD A MINION BE ABLE TO ORGANIZE AND EXECUTE THE GREATEST MASSACRE IN A CENTURY?

I AM SIR ADARIEN. HISTORY REMEMBERS MY MIGHT, AND MY MIND IS AS SHARP NOW AS MY BLADE EVER WAS. MY BONES MAY BEND AND BREAK MORE EASILY NOW, BUT I AM STILL ADARIEN, ONCE KNIGHT-COMMANDER OF THE SHATTERING. AND I WILL MAKE HIM SHOW ME THE RESPECT I AM DUE.

THE FINAL LETTER

The newest letter appears very new indeed, barely creased. It is written in the common language and can be read in its entirety. Of note is that it is more hastily scrawled than the previous letters, all of which had a certain artfulness to their calligraphy.

I AM A FOOL TO HAVE EVER GIVEN MY PLEDGE TO AN UNINSPIRED BEAST LIKE GARROW, BUT I HAVE SETTLED THE STORM WITHIN. I WILL NOT DIE. I WILL NOT GO INTO THE NIGHT LIKE A PRIMITIVE MONGREL, AWAKE ONE MOMENT, ASLEEP FOREVER THE NEXT. HE WISHES ME TO STEAL CHILD MAGES FROM NEARBY ALDERHEIM AND USE THEIR VESSELS TO BUILD HIM AN ARMY TO DESTROY ARCKENBURY CATHEDRAL AND THE CROWS.

OH, I WILL DO AS HE HAS COMMANDED, TO BE CERTAIN. BUT THE ARMY WILL BE MINE. HE HAS UNKNOWINGLY SHOWN ME A MEANS TO ACHIEVE MY OWN IMMORTALITY. I DO NOT NEED HIM ANY LONGER. I WILL FIND A SUITABLE HOST, RAISE MY ARMY ... AND THEN I WILL DESTROY THEM ALL IN ONE FELL SWOOP

I AM ADARIEN. I AM ETERNAL.

I AM ADARIEN. I HAVE REFT ASUNDER MY OWN HEART.

I AM ADARIEN. I AM A GOD.

ALL OF PENUMBRA SHALL BE REFORGED IN MY IMAGE.

The **relief key** is shaped like a crescent moon and designed to slide into the base of a bust depicting a young-looking Adarien that is

attached to one of the many bookcase shelves here. The characters can uncover the keyhole with a successful DC 12 Investigation check. Inserting the key into the hole triggers a simple teleportation spell that brings the characters into **The Laboratory of the Heartless Man**.

THE LABORATORY OF THE HEARTLESS MAN

Once the characters have reached this point in the adventure, there is no turning back -- that have come to the final, and most harrowing, encounter. Read the following:

One moment, you are in the library, and the next you are somewhere else. A strange energy tears through your body, making your skin itch from head to toe. As your eyes come into focus, you find yourself in a mad, mad laboratory.

Tables line the walls of the room, many of them holding human specimens, all dead and dismembered. Beakers of bubbling liquids and grotesque alchemical components are everywhere, their purposes unfathomable. Two large iron doors without handles or hinges are set into the wall nearest you, and the room's ceiling stretches up some forty feet.

Most prominently of all is a massive, monstrous, metallic machine of electrodes, tubes and rods. The machine dominates the center of the room, humming with a low pitched buzz. A spiralling ramp provides a way to ascend twenty five feet to a large rubber platform. Up on the platform, there are smaller machines and two big, amber blocks, but it is hard to make out many details from where you are on the floor.

Even as your mind struggles to correlate everything that you see and feel, a raspy male voice hisses from the base of the great machine. The voice belongs to a small hunchback with a deformed face and ugly, stringy grey hair.

He stares at you with wide, eager eyes and hisses, "Yesss! Yeeeeesss! Master Adarien, oh Heartless Man, praise you! You knew that they'd come! The perfect subjects to witness your majesty!" And with that, he throws down a large switch at the base of the machine. And then immediately, the hunchback climbs onto the machine and begins running up its ramp towards the platform above.

The forceful teleportation of the characters from the library into Adarien's mad lair of science and magic creates a serious strain for the characters' minds. Each character must succeed on a DC 11 Intelligence saving throw or become afflicted by one form of temporary madness.

The characters, still acclimating, make a DC 15 Perception check. If a character succeeds their check, they will notice that the machine's humming is taking on a higher pitch, that several air vents on the walls seem to shutter all at once, and that a strange, green liquid is spilling down from the ceiling and onto the amber blocks at the top of the platform.

The characters must now roll initiative to begin the encounter. **Adarien's Assistant**, having started the machine per his master's orders, acts first and will begin to sprint quickly up the machine's spiralling path to the platform above. On his first turn, read the following:

The strange little hunchback continues to run up the machine, scurrying with surprising speed. The ramp is long, though, and he can only make it part of the way up. You notice that several times during the start of his run, he stops for a brief moment and peers warily around the corner of the spiral's inside wall.

Starting on his second turn, the assistant will continue to run quickly up the ramp, but will slow down long enough to throw one of his fire bombs at the characters if they stand close to each other. Once he reaches the platform at the top, he will do his best to fight the characters as they climb after him, hoping to survive until Adarien breaks free from his amber prison.

Referring to and even re-creating **The Laboratory of the Heartless Man Map** is highly recommended: this encounter has a lot of moving parts and timed events that are challenging to run, but also very rewarding! Consider that the characters are likely to try solutions that you may not think of, and stay flexible to keep the encounter moving along and fun for everyone at the table.

If the characters decide to try to climb the walls of the machine rather than move along the rising path, they must make an Athletics or Acrobatics check to determine if they can keep their hold on the slick metal surface. If their check's result is higher than the number of

feet they are trying to climb, they may do so per the normal rules for climbing.

The doors on the south side of the laboratory are sealed shut until the experimental process is over, trapping the characters inside. They are forced to contend with the assistant, the deadly machine itself, and eventually the Heartless Man in a bid to survive.

THE DIABOLIC MACHINE

COMPLEX TRAP (LEVEL 1-4, DANGEROUS THREAT; 650XP)

Adarien's experimental soul transference system, dubbed "The Diabolic Machine", is a truly insane, and incredibly complex series of devices. Once activated, there is no way to keep it from completing its terrible purpose, though the characters will still need to survive and disable its side effects. The large laboratory has high 50-foot ceilings, and is littered with body parts, desks filled with beakers and research, and half-finished experiments.

In the center of the room is "the machine", a sloping metal structure that spirals upwards to a platform. At the top of the machine sits two large blocks of amber, each hinting at a petrified silhouette within: the shorter of the petrified forms is Adarien's old, crippled body, while the taller of the forms is the new, abominable body that the machine is meant to transfer his soul into. While the characters may not understand the mechanisms at play, the entire room, the machine and the devices built into the ceiling above it all seem to work in a mad congruity. While you can find a copy of the **Laboratory of the Heartless Man Map** in the **References** chapter, a copy is on the following page for a GM's easy reference.

TRIGGER

The machine activates as soon as Adarien's Assistant pulls the lever at the base of the rising slope, and it remains active until both the lever at the top and at the base of the machine are pulled simultaneously (in the same round).

INITIATIVE

Adarien's Assistant acts on initiative count 25, while the trap acts on initiative count 15 and initiative count 5.

ACTIVE ELEMENTS

The machine includes a 10-foot long, protruding capacitor rod that spirals quickly around the inside wall of the slope, discharging gathered electrical energy as part of the mad science at work. Additionally, from a device in the ceiling, a liquid reagent spills down into the amber blocks and through the many tubes that run from the platform to the floor; when the reagent reaches the ground, it emits a noxious fog that begins to slowly fill the room.

Capacitor Rod (Initiative 15)

A conductor built into the ceiling is collecting a massive charge of static electricity, then discharging it into a capacitor rod that continually spirals down and back up the inside walls of the sloping machine.

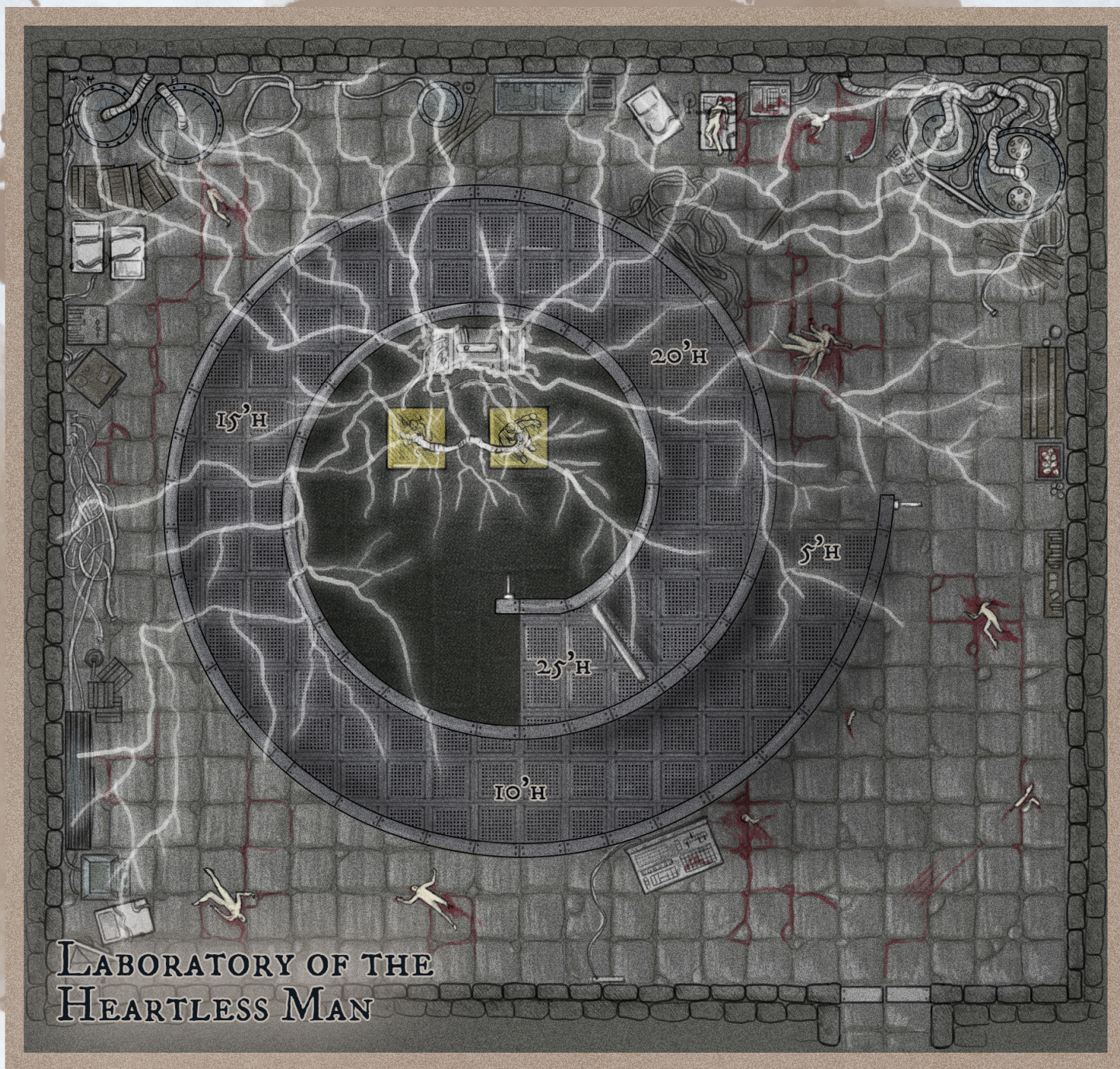
The rod attacks each creature on the rising slope of the machine, with a +4 bonus to the attack roll and dealing 11 (2d10) bludgeon damage on a hit. Any creature hit by the capacitor rod is knocked prone. The capacitor rod has disadvantage on attack rolls made against creatures that are prone, and automatically misses attack rolls made against unconscious creatures.

Noxious Fog (Initiative 5)

As the reagent continues to funnel into the amber blocks through tubes running through the sloping machine, it eventually spills onto the ground at the bottom of the laboratory. As a result, a noxious fog begins to rise, and any creatures enveloped by it must succeed on a DC 13 Constitution saving throw. On a failed save, a creature takes 11 (2d10) poison damage and has disadvantage on all saving throws until the end of their next turn. On a successful save, the creature takes half as much damage and does not have disadvantage on its saving throws.

The fog rises quickly, threatening to fill the entire room. It reaches the following heights on the corresponding turns during the encounter, until it is disabled:

Round One: 0 feet
Round Two: 5 feet
Round Three: 15 feet
Round Four: 25 feet



CONSTANT ELEMENTS

The electrical and magnetic side effects of the machine and its capacitor rod affect each creature that starts its turn on the machine's slope that rises from the floor up to the platform above.

Electrical Overload

Any creature that starts its turn on the slope must make a DC 13 Dexterity saving throw or take 2 lightning damage.

Magnetic Pull

Any creature that starts its turn on the slope and is wearing metal armor or wielding a metal weapon or instrument, must make a DC 13 Strength saving throw or be slowed until the end of its turn.

DYNAMIC ELEMENTS

The longer the machine is active, the more dangerous the capacitor rods and their electrical overload become, and the closer the Heartless Man comes to breaking free of the amber block housing his new body.

Rods Accelerate

The rods move with increasing speed as the machine's experiment crescendos towards its ultimate end. Add the current round number to the rods' attack bonus.

Containment Failure

The rods struggle to contain the amount of growing electrical energy stored in them. Multiply the damage done by Electrical Overload by the current round number.

COUNTERMEASURES

Nothing can stop the machine from freeing Adarien; the characters are too late for that. The amber blocks protecting Adarien, and Adarien himself, are immune to all damage and spell effects until the machine finishes its purpose and the amber blocks shatter.

However, the machine's capacitor rod and its dangerous side effects can be thwarted, and the characters can investigate means to improve their chances to survive the deadly side effects of the mad device.

CAPACITOR ROD

Characters can smash the rod, or discern how to avoid it.

Getting the Timing Down

As an action, a creature that can see the rod can attempt a DC 15 Intelligence (Investigation) check. A successful check means that the character has learned how to anticipate the rod's movement, imposing disadvantage on the rod's attacks against the creature. Characters who succeed also receive advantage on attack rolls made against the rod.

Attacking the Rod

A creature who is standing on the slope, in the rod's area of effect, can ready an attack to strike at it as it goes by. The rod gains advantage on its attack against the creature. The creature then attacks. The capacitor rod has AC 15 and 20 hit points. If the rod is destroyed, it can no longer take attack actions, and its Electrical Overload and Magnetic Pull saving throw DCs are reduced to 10.

Disabling the Rod

A creature who is standing on the slope, in the rod's area of effect, can use a metal object the size of a dagger or smaller to try to jam the rod's rotation mechanism. The creature uses an action to make a DC 18 Dexterity (Sleight-of-Hand) check, and has advantage if they are using thieves' tools to attempt the check. A successful check disables the rod; it can no longer take attack actions and its Electrical Overload and Magnetic Pull saving throw DCs are reduced to 10.

NOXIOUS CLOUD

Characters can decipher the mechanism for venting the poisonous gas

Deciphering the Mechanism

A creature can use an action to attempt to figure out more about the Noxious Cloud by making a DC 12 Intelligence (Investigation) check.

The characters' first collective success reveals that there is a green liquid reagent spilling from the ceiling above the machine into the two amber blocks on the platform; that the same reagent seems to be fed through dozens of tubes that wrap around the sloping machine and spilling onto the floor, where it seems to be turning into noxious fumes.

The characters' second collective success reveals that the air vents seem to be connected via wiring to both levers, one at the base of the machine and one up on its platform, and that both levers need to be used to open the vents in the room.

Opening the Vents

The vents can be opened by pulling both levers on the same turn, requiring two creatures to be in position within 5 feet of their respective levers, and to use an action to do so.

The vents can also be opened by permanently jamming the lever mechanisms, not necessarily on the same turn. To attempt to jam the mechanism, the creature uses an action to make a DC 15 Dexterity (Sleight-of-Hand) check, and has advantage if they are using thieves' tools to attempt the check.

With the vents open, the Noxious Fog recedes 5 feet on its next turn, and then recedes 10 feet on its following turns until it is gone entirely.

DESPAIR YE, THE HEARTLESS MAN

At the end of round four, the reagent ceases to pour down into the amber blocks, and the amber begins to crack; at this point, the noxious fog no longer rises, settling just beneath the machine's platform 25 feet above the floor.

At the end of round five, the capacitor rod shuts down and the machine discharges all of its gathered energy into the amber blocks on its platform, causing them to explode. Any creatures within 10 feet of the amber blocks must make a successful DC 13 Dexterity saving throw or take 5 (1d10) piercing damage from flying shards of shattered stone.

Finally free, **Adarien, the Heartless Man** explodes into action with his new body. He rolls initiative to enter the encounter during round six. Read the following:

The two amber blocks shatter along their cracking fault lines, and their stony shards explode outward towards you. As the dust settles, two amber-hidden horrors are revealed to you. Inside one of the blocks was the body of a figure you have seen before, first in Saint Ar'Daumon's Cathedral, and then haunting your dreams in Arckenbury Forest.

The old elf sits slumped over in his rickety wheelchair, quite dead and drenched in his own blood. A fist-sized hole has punctured his chest. One of the elf's arms are propped up on his wheelchair, its crimson-stained hand palm up as though it had been holding something bloody.

The figure in the other block is, by comparison, very alive. Entirely nude and covered in a viscous goo, it strides towards you as though it were walking casually out of its mother's womb. It would look humanoid but for its ... modifications.

Its bare chest has been stitched a hundred times over where its heart should lie hidden. The creature's left arm has been removed and replaced by a large, slapping tentacle that looks to have once belonged to a sea monster. Its right arm is still intact, but its fingers have been altered and improved with steel-tipped talons. The thing stares at you with black eyes that seem to swallow all light and reflect nothing.

It speaks to you even as it comes forth. "Welcome to my laboratory. You are the lucky ones: the first to witness the birth of Adarien, the Heartless God! The perfect specimen to test against my newfound power. Tell me, visitors ... how do I look? Am. I. Not. Beautiful?"

It's now that you realize, though perhaps you already knew deep down in your gut, the terrible truth before you ... Adarien's face, its body, even its voice! You are looking at what little remains of [name of the missing plagued character]. And you are too late to save them.

Driven half mad by the experiment, Adarien's new body is a twisted amalgam of the characters' missing companion. Knowing this, Adarien will taunt the characters, hoping to goad them into acting recklessly as they are faced with the prospect of fighting a creature that looks like their friend. When roleplaying Adarien, a clever GM will throw salt in the wound by constantly reminding their players of the dead character's fate, perhaps even going so far as to act as and speak in a manner that mocks the defiled character.

Adarien fights to his bitter end: the characters will have to kill the fiend that has taken control of the body of their friend.

AFTER THE BATTLE

Once Adarien is dead, the characters will likely have the very reasonable inclination to loot the room. If they do, they will find the following: 8x vials of Red Medicine, 2x vials of Crackjaw Drake Poison, 4x vials of black medicine, a container of kraken dust, a variety of spell components, and a number of rare alchemical ingredients worth 250gp.

In the aftermath, the characters also gain either one level or 1,000xp at the GM's discretion. The doors leading out of the laboratory are unsealed, leading to another

section of the laboratory, where Adarien has been busy building a small army of undead plague hounds that he had planned to use to destroy Arckenbury Cathedral. Read the following:

Dozens of glass-encased machines line the walls of this long corridor. Each of the glass pods holds a human cadaver, most of them children, and all of which appear to have perished from the plague. Their bodies are attached to electrodes and float in the same viscous fluid that Adarien was covered in. None of the corpses seem to be awake or moving, but you feel a shiver shoot up your spine nevertheless.

The characters can destroy this area of the laboratory if they wish, either by smashing the equipment or by setting fire to it using some of the nearby alchemical reagents. If they search this room, they find alchemical ingredients worth 200gp.

The corridor continues southward, opening into an underground tunnel. When the characters exit into the tunnel, read the following:

You follow a pinprick of light at the end of a seemingly endless tunnel. After several hours, the muddy shaft opens up to brilliant sunlight. A cool breeze drifts down from the northern mountains, and its fresh, invigorating air fills your stale lungs.

You are standing just outside of a small, hidden cave in the foothills. From your vista, you are gifted a regal view of Arckenbury Forest and its lush canopy. A hundred feet below you, you see and hear the crashing, crystal blue of a fantastic waterfall.

You are free. You are alive. Together, you have somehow survived the Heartless Man and his diabolic laboratory of unspeakable horrors ... what will you do now?

cure or treatment before they succumb to its terrible fate. They might also wish to visit the lodge of mages at Alderheim or the Crows of Arckenbury Cathedral, to warn them of the evils they have seen. They could decide to join up with Ser Reynfred or with the Southern Federation of the Marshlands. They could flee westward into the dwarven lands, hoping to escape the horrors of plague and civil war. They may even decide to sail away from Penumbra to a new continent entirely ... and really, after what they have been through, who could blame them?

No matter what comes next in the story, one thing is certain: the characters will never be able to forget the harrowing experiences and the bonds forged together in *The Blood Plague*.

THE NEXT ADVENTURE

After having survived their escape from Ostwald, the master assassin Klael, and the insane wizard Adarien, the characters (and their players!) may require some rest and relaxation. Of course, it is up to the GM and the characters to determine what happens next in the story.

Some of the characters could still be infected by the blood plague, and might need to find a

REFERENCES

TABLES

MADNESS IN PENUMBRA

There are a great many horrors in Penumbra: civil war, the ravages of the blood plague, widespread slavery of the mind, body and soul -- and then, there are darker and more ancient things stirring in the shadows. Sometimes foul magics, unholy creatures, or the immeasurable cruelty of normal human beings are too much for the sane mind to bear; in these moments, the GM may have players roll a saving throw to see if they become afflicted by a form of madness.

The GM is welcome to, instead of selecting by rolling randomly, pick a form of madness from the appropriate table below, or even to invent their own form of madness that makes sense for a given moment in the story.

The key to making madness fun for the players is to focus on the description and roleplay of it; allow the accompanying conditional mechanics to be secondary, or even optional. If a player roleplays their character's madness well, a GM might give them inspiration or another similar reward them for good play.

Should a character's madness begin to distract too much from the story, the GM might gently remind a player that madness is but a fun obstacle, and their character's challenge is to overcome their madness in pursuit of their immediate goal.

A character afflicted with **temporary madness** is subjected to an effect from the **Temporary Madness** table for 1d10 minutes. Temporary madness can be cured with either a short rest or the spells calm emotions, lesser restoration, greater restoration, or wish.

A character may never be afflicted by more than one form of temporary madness at a time. If a character would become afflicted with a second form of temporary madness, they instead gain one level of exhaustion as their mind and body are pushed to their breaking points. If a character already has at least one level of exhaustion, and would become afflicted with a second form of temporary madness, instead their temporary madness ends and they become afflicted with one form of lingering madness.

A character so unfortunately afflicted with **lingering madness** is subjected to an effect from the **Lingering Madness** table permanently. This represents a irreparable shattering of a piece of the sentient mind, and cannot be cured except by the wish spell, though a character may better learn to live with their scarred mind.

TEMPORARY MADNESS

d10 Effect (lasts 10 minutes)

- 1 The character is unable to bring themselves to look at the thing that drove them mad. Any attack rolls made against a creature that drove them mad, or ability checks related to an object that drove them mad, are made with disadvantage.
- 2 The character finds themselves retching or dry-heaving uncontrollably. They have disadvantage on all saving throws.
- 3 The character fixates on a single, horrible sound to the exclusion of all others. They automatically fail any Perception checks related to hearing.
- 4 The character enters into a trance state, and may only act when told to do so. In this state, they are vulnerable to suggestions that would not cause direct harm them or one of their allies. If the character tries to refuse a suggestion, they must make a contested Wisdom vs Charisma ability check against the one giving the suggestion.
- 5 The character hallucinates, mistaking everyone around them for monsters. At the beginning of each round, there is a 50% chance that they use their action to make a melee attack against a randomly determined creature within their reach. If there is no creature within reach, they use all of their movement to move in a random direction, and they take no action this turn.
- 6 The character experiences severe vertigo is unable to walk. They may only move by taking the crawl action.
- 7 The character cannot help but madly wail, weep, laugh, or scream with all of their being. When they finally stop, they gain one level of exhaustion.
- 8 The character becomes unable to speak in anything but incomprehensible noises and gasps. This may affect some spellcasting.

- 9 The character cannot bring themselves to acts of violence against a creature unless it directly harms them.
- 10 The character desires to obsessively commit to a strange and horrifying action chosen by the GM, such as eating their own hair, scratching themselves, become overly curious about the taste of human flesh, being onset by a rare and unusual phobia, etc.

LINGERING MADNESS

d12 Flaw (lasts until cured)

- 1 "Everything in this world is made up of numbers. I must speak them all, forwards and backwards, until I learn the one true number behind it all."
- 2 "Sleep is for the weak. I will not sleep unless they make me."
- 3 "I don't feel anything anymore. Love. Hate. Fear. I can only fake it."
- 4 "I deserve an exciting life. I cannot help it that things that bore bring out the monster in me."
- 5 "The ones who catch the blood plague are the lucky ones. It's the rest of us who are the victims."
- 6 "I have seen the true power in this land. And I want it all for myself."
- 7 "The only gift that I have left to give is my own life, in service of my goals."
- 8 "I can bring them back to life. I can bring them all back. Death is a only a riddle to be solved."
- 9 "I know that they all plot against me. It is just a matter of time before they turn on me."
- 10 "I am ugly. And while others may find my unusual self-alterations grotesque, anything is better than how I look **now**."
- 11 "I can see the creatures in the corners, in the shadows, in the trees. No one else can, but I can. I am **Chosen**."
- 12 "Drugs, alcohol, sex, pain. Anything to dull the emptiness that I feel inside."

RANDOM ENCOUNTERS IN OSTWALD'S DOCKSIDE DISTRICT

While exploring and escaping from Ostwald's Dockside District, the characters may have brief encounters while traveling between major locations on the map. To determine what the characters encounter, consult the table below.

d20 Encounter

- | | |
|-------|---|
| 1-2 | a Knight of the One Hundred riding a Marshlands Warlander , leading 1d4 Ostwald Guards |
| 3-4 | a gang 1d6 Bounty Hunters |
| 5-7 | a patrol of 2d4 Ostwald Guards |
| 8-9 | a dead guard clutching a note that has all of the characters' names scrawled on it |
| 10 | a family of orphan sisters begging for food |
| 11-12 | a not-so-famous explorer who has just come from Arckenbury, and is worried for its future |
| 13 | a starving man selling his father's sword for 100gp, to buy medicine for his plague-infected wife (see <i>Sword of the Old Way</i> in references) |
| 14-16 | a corrupt guardsman, hawking fake vials of plague medicine (<i>vials of black tears</i>) for 25gp, real <i>vials of red medicine</i> for 100gp, and <i>Kraken Dust</i> for 10gp per pinch |
| 17-18 | a teenage street urchin coughing up blood, infected with the blood plague |
| 19-20 | an old, creepy crone warning that plague victims do not always stay dead, and cursing "the swamp witches of Arckenbury" |

RANDOM ENCOUNTERS IN ARCKENBURY FOREST

While exploring the grim woods, hills and swamps between Arckenbury and Alderheim, the characters may have encounters during their travels. For each hexagon traveled on the Arckenbury Forest Map, consult the table below to determine what the characters encounter. As the characters' three days and nights in the wilderness continue, the tension mounts and their encounters grow more threatening.

On **Day One**, roll twice and use the lowest (least threatening) result when consulting the table below. On **Day Two**, roll once and use that result when consulting the table below. On **Day Three**, roll twice and use the highest (most threatening) result when consulting the table below. If traveling after sunset, add three to the result when consulting the table below.

d20 Encounter

- | | |
|-----|---|
| 1-4 | an eerie silence |
| 5-6 | a wandering merchant with common goods for sell, and ill news of the nearby town or region that they are traveling from |
| 7 | a rare Crackjaw Drake that has come far east of the mountains to hunt |
| 8-9 | a raging thunderstorm that makes rest impossible and slows travel time by half for the next ten miles |

TREASURES

ARMOR OF THE OLD WAY

Armor (plate), rare (requires attunement)

A beaten and worn relic of an old, forgotten religion. Strange runes are roughly hewn into the armor's rusted plates, which bear numerous claw marks and deep gouges. You have resistance to necrotic damage.

If you tell a lie, the armor begins to inexplicably glow with a dull red light for the next 24 hours; during this time, if you continue to wear the armor, you instead have vulnerability to necrotic damage. Only the *identify* spell will reveal the true dual nature of the imperfect knightly armor.

BOOK OF THE COVEN

Wondrous item, very rare (requires attunement by a cleric, druid, sorcerer, warlock or wizard)

This grimoire once belonged to the hags of the Arckenbury Coven. Bound in human flesh, the pages within are blood-scrawled in an abyssal script.

If you attune to this item, you can use it as an arcane focus and gain a +1 bonus to spell attack rolls and your spell DC. Once per day, you may cast *Hunger of Hadar* to briefly summon the coven's eldritch godling from the pages of the book. If you do, you must succeed on a DC 13 Intelligence saving throw or be afflicted by a form of temporary madness.

BOREAL POWDER

Wondrous item, very rare (requires attunement)

This powder is too unstable to store more than a single pinch of it, typically in a tiny packet or container. As an action, you can sprinkle the pinch over an open flame, immediately snuffing any non-magical fire smaller than five cubic feet. At the start of your next turn, an alchemical reaction with the smoldering fire causes a wave of sub-zero cold to extend 30 feet from its source. Any non-magical fires in the effect's range are instantly snuffed, resulting in another wave of cold to extend 30 feet from each source at the start of your following turn. Each time

10	a forgotten treasure, half-buried beneath ancient flora (consult the Random Treasure table)
11-12	an avoidable camp of 2d4 drunken Bounty Hunters that have become bandits (10d20 gp and 50% chance for an item from the Random Treasure table)
13	a band of 2d4 Bounty Hunters that have become bandits ambush the characters, who have disadvantage on initiative rolls
14	a patrol of 1d4 Knights of the One Hundred mounted on Marshlands Warlanders that have been tracking the characters from Ostwald
15	a harmless, dying, but unimaginable and horrifying abomination escaped from Adarien's laboratory (each character must succeed on a DC 5 Intelligence saving throw or be afflicted by a form of lingering madness)
16-18	a black honey-blighted clearing, infested by a Plague Hound and 2d4 Plague Swarms
19	a shambling, bloodthirsty group of 1d4 Plague Mag- es escaped from Adarien's laboratory
20+	a Plague Knight and 1d6 Plague Bursters ambush the characters, who have disadvantage on initiative rolls

RANDOM TREASURES

While exploring Penumbra, the GM may give the players treasure for a number of reasons. Choose from the list below, or roll to determine what treasure to give randomly.

d100	Treasure
01-14	a coin pouch containing 1d100gp
15-22	a musical instrument or other piece of functional artisanry worth 100gp or less
23-30	an antique figurine or large gem worth 15 x 1d20gp
31-38	a hidden stash of non-magical weapons, armor or ammunition of the GM's choice worth 200gp or less
39-43	a vial of black tears
44-49	a small pouch of <i>Kraken Dust</i>
50-52	a tiny packet containing a single pinch of <i>Boreal Powder</i>
53-56	a vial of <i>Crackjaw Drake Poison</i>
57-65	a vial of black medicine
66-74	a vial of red medicine
75-79	a <i>Ring of Shadow Walking</i>
80-82	a set of <i>Armor of the Old Way</i>
83-87	a <i>Sword of the Old Way</i>
88-91	a <i>Talisman of the Shattering</i>
92-100	a +1 magical weapon or spellcasting focus

the wave of cold extends, any creatures within its range must make a DC 12 Constitution saving throw, taking 3d6 cold damage on a failed saving throw, or half as much cold damage on a successful one.

Because of the almost viral, spreading nature of the powder's unique alchemical effect, even a single pinch of it could be enough to destroy a small town or neighborhood. Despite how effective the powder is at putting out even the most violently raging fires, it is widely considered far too dangerous to risk storing and using. Thankfully for civilization, the process of creating Boreal Powder from the street drug known as Kraken Dust almost always results in the destruction of both the powder and the alchemists who try to harness its wild, wintery power.

KRAKEN DUST

Wondrous item, uncommon (requires attunement)

This container contains 1d4+2 pinches of dust. You can use a bonus action to sniff a pinches worth of dust. You must make a DC 10 Constitution saving throw, taking 1d6 poison damage on a failed saving throw, or half as much damage for a successful one. For the next 1d4 rounds, you act as though you have *haste* cast upon you. Afterwards, you quickly crash from the drug's effects; for the following 1d4 rounds, you act as though you have *slow* cast upon you.

Despite its name and wild rumors, Kraken Dust is not made from grinding up giant sea monsters. Rather, it is a mix of alchemical cleaning agents and several common forms of seaweed known to herbalists for their benefits to male virility. The process for creating the dust is dangerous, and Kraken Dust laboratories often result in the accidental deaths of the labs and anyone them. Still, the street drug is cheap to produce and popular enough to warrant the risk for many a rogue alchemist.

MASK OF THE DEEP

Wondrous item, legendary (requires attunement)

This mask looks similar to other Murder of Crow masks in that it has the long beak synonymous

with plague doctors. It is a deep ocean in hue, with highlights of seafoam and eight finger-length tendrils that snake out from its sides. This mask can only be attuned to with the help of a living crow. Once attuned, hooked tendrils attach painfully into the wearer's flesh, permanently disfiguring them and making it impossible for the wearer to remove the mask without *dispel magic*, or a similar spell. The joining of the ancient relic marks one's acceptance of the path of the Crows: a religious order dedicated to restoring magic in the world and fending off the evil beings behind the blood plague.

You permanently lose one point Charisma and Constitution, and gain two points of Wisdom. While wearing the mask, you are immune to all gaze attacks and can breathe underwater.

The mask has four charges. While wearing it, you can expend a charge to cast one of the following spells: *identify*, *detect magic*, *shield*, or *absorb elements*. The mask regains 1d4 charges at dawn.

RING OF SHADOW WALKING

Ring, very rare (requires attunement)

While you wear this ring forged of blackened iron, you may use a bonus action to step from one shadow into another. When you are in dim light or darkness, you can teleport up to 30 feet to an unoccupied space you can see that is also in dim light or darkness. You then have advantage on the next melee attack you make this turn.

Each time you use the ring in this way, you must make a successful DC 13 Arcana check or take 1d6 necrotic damage. On a natural Arcana roll of 1, the jet black gem on the ring explodes; the ring itself is destroyed, each living creature within 30 feet takes 3d6 necrotic damage, and you are afflicted with one form of lingering madness.

SODIUM DAGGER

Weapon (dagger), very rare (requires attunement)

A blessed weapon used by the White Crow, this dagger has an ivory hilt that ends in a pommel carved in the shape of a beaked face. The blade

itself is made of salt, held together and kept extremely sharp by some strange alchemy. You gain a +1 bonus to attack and damage rolls made with this magic weapon. Once per day, when you deal damage with the dagger, you may deal an additional 3d6 radiant damage and the next attack roll made against this target before the end of your next turn has advantage.

SWORD OF THE OLD WAY

Weapon (longsword), rare (requires attunement)

A rusted-looking relic of an old, forgotten religion. Strange runes are roughly hewn into the blade's hilt and pommel. You gain a +1 bonus to attack and damage rolls made with this magic weapon. When unsheathed, sword ignites in a wisping green flame in the presence of fiends and undead creatures within 100 feet. Against fiends and undead creatures, this sword deals an extra 3 (1d6) fire damage.

TALISMAN OF THE SHATTERING

Wondrous item, very rare (requires attunement)

This iron talisman has been shaped to resemble the maw of a great, fanged lizard. Meant to be worn around the neck, it is a relic of a forgotten order of elvish knights known as The Shattering. The symbol is imbued with powerful magic: when you wear it, you receive a +1 bonus to AC and saving throws. Once per day, as a bonus action, you may choose one of the following damage types: fire, cold, lightning, or acid. For one hour, you have resistance to the chosen damage type.

THIRSTY CLEAVER

Weapon (handaxe), uncommon (requires attunement)

A cursed, blood-stained cleaver that has become slightly dulled from carving up human flesh. You gain a +1 bonus to attack and damage rolls made with this magic weapon. When you attack a creature with this weapon and roll a 19 or 20 on your attack roll, your attack is considered a critical hit. When you succeed on an attack against a creature with this weapon, you deal 2 necrotic damage and gain 2 temporary hit points.
Curse. The first time you attune to this weapon,

you must succeed on a DC 10 Charisma saving throw, becoming afflicted with a form of lingering madness on a failed saving throw, or a form of temporary madness on a successful one. While cursed, a character attuned to the Thirsty Cleaver cannot use other melee weapons.

VIAL OF BLACK TEARS

Potion, uncommon

Often sold in the Midlands as medicine for the blood plague, these vials are faux cure and not the same as those distributed by the agents of The One Hundred. The contents are actually the dangerous street drug known as Black Tears, which looks and smells similar to the true medicine. Only the *identify spell* or a character that succeeds on a DC 15 Investigation or Medicine skill check may reveal its true nature.

If you drink it, you take 2d6 poison damage and must succeed on a DC 11 Constitution saving throw or be poisoned for one hour. Despite its negative effect, the user experiences a passive euphoria and emotional detachment so long as they remain poisoned. The drug can become addictive if used multiple times.

VIAL OF BLACK MEDICINE

Potion, uncommon

Sold and distributed by guards under the employ of Ser Wenton or other barons and baronesses of The One Hundred, these vials of viscous tar-like medicine are said to cure the plague. When you imbibe the medicine, its extreme bitterness causes you to lose the ability to taste or smell anything for one hour. For the next twenty four hours, you have advantage on all saving throws related to contracting or recovering from the blood plague.

GM Secret:

There is a darker truth to this medicine that not even those who distribute it are aware of. When a creature dies of the blood plague, should they have imbibed this medicine within the week prior to their death, there is a 50% chance that they

will rise as an undead creature after 1d6 hours unless their body is burned. If the creature does rise in this way, they may return as a Plague Burster, Plague Hound, Plague Mage, or even a more powerful Plague Knight, per the GM's discretion.

VIAL OF CRACKJAW DRAKE POISON

Poison (injury), very rare

This poison must be harvested from a Crackjaw Drake. Once harvested appropriately, the entire vial of poison (the blood of a full adult drake) may be applied to a single weapon or a quiver of arrows or bolts. Applying the poison takes one minute and its effects last for two hours thereafter. A creature subjected to this poison must make a DC 13 Constitution saving throw, taking 7 (2d6) poison damage on a failed save, or half as much damage on a successful one.

VIAL OF RED MEDICINE

Potion, rare

The finest medicine bottled and sold at large by Ostwald's Maesters, the expensive liquid is slightly sour to taste. If you drink it, you regain 4d4+4 hit points. For the next hour, you have resistance to poison damage and advantage on all saving throws against poison.

ALLIES

KLAEL CHAMBERMOUR

Medium human, neutral evil

Armor Class 15 (studded leather)

Hit Points 52

Speed 30 ft.

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

Saving Throws Dex +7, Wis +6

Skills Acrobatics +7, Deception +5, Perception +6, Stealth +11

Damage Resistances poison

Senses passive perception 16

Languages Common

Challenge 3 (700 XP)

ACTIONS

Multiaction. Klael makes two melee attacks or two ranged attacks.

Rapier. *Melee weapon attack:* +6 to hit, reach 5 ft., one target. Hit: 8 (1d8 + 4) piercing damage. Damage dealt with his rapier counts as magical damage.

Light Crossbow. *Ranged weapon attack:* +5 to hit, range 80 ft./320 ft., one target. Hit: 7 (1d8 + 3) piercing damage.

REACTIONS

Parry. Klael adds 4 to his AC against one melee attack that would hit him. To do so, Klael must see the attacker and be wielding a melee weapon.

ROLEPLAYING INFORMATION

Klael is secretly one of the most feared assassins in Penumbra, whispered to be a heartless killer that even the noble One Hundred dread. Of course, neither the One Hundred nor the characters know his true identity: as a hired murderer, he is known only as the Pale Shadow of Ostwald.

Clad in expensive white leather armor, Klael presents himself as a soft-spoken, thoughtful, grizzled old swordsman to the characters. While fighting alongside them, he holds back, not revealing the true extent of his prowess; he will avoid putting himself directly in harm's way unless a dramatic opportunity to prove his friendship to the party presents itself.

If pushed in conversation, he may admit that he is a noble that has trained as a duelist since he was a boy, but can no longer sit back and allow Ser Wenton to drown the Midlands in bloodshed. He will claim to feel compelled to act and say that this is why he is helping the characters escape Ostwald. In truth, he is studying the characters, their strengths and weaknesses, their personalities and vulnerabilities. He will be a convincing ally until he turns on them, at which point the GM should use The Pale Shadow of Ostwald enemy stat block to represent his fearsome skill as a cold-blooded killer.

SER DIGORY II

Medium human, neutral good

Armor Class 18 (plate)

Hit Points 23

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	10 (+0)	11 (+0)	12 (+1)	10 (+0)	16 (+3)

Skills Animal Handling +4, Athletics +3, Perception +2, Persuasion +5
Senses passive perception 12
Languages Common
Challenge 1/2 (100 XP)

Guardian. While the knight is wielding a polearm, other creatures provoke opportunity attacks when they come into its reach. When the knight hits a creature with an opportunity attack, that creature's speed is reduced to 0 for the rest of its turn.

ACTIONS

Halberd. *Melee weapon attack:* +4 to hit, reach 10 ft., one target. Hit: 6 (1d10 + 1) piercing damage.

REACTIONS

Counter-attack. If a melee attack misses Digory, he may immediately make an opportunity attack with advantage against the creature that attacked it.

ROLEPLAYING INFORMATION

Ser Digory has always been a bit of a fop. Though he is a handsome young man from an impeccable familial stock, having led a charmed life wanting for nothing, Digory is a humanist and idealist at heart. If ever there were a young knight in Ostwald who looked and acted the part of those knights of the storybooks, it was Ser Digory. And yet, despite his training and noble advantages, it is precisely his soft and gentle nature that makes him an inferior soldier and keeps him an obscure figure amongst the ranks of other knights of The One Hundred.

THE CROW OF THE DEEP

Medium humanoid, lawful good

Armor Class 14 (studded leather)
Hit Points 27
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	14 (+2)	13 (+1)	16 (+3)	10 (+0)

Skills Acrobatics +6, Investigation +7, Medicine +7, Religion +7
Senses passive perception 13
Languages Common
Challenge 2 (450 XP)

Mask of the Deep. The Crow is immune to all gaze attacks and can breathe underwater. Three times per day, he can

cast one of the following spells: *identify*, *detect magic*, *shield*, or *absorb elements*.

Soldier of the Old Way. The Crow is immune to all forms of temporary madness and has advantage on saving throws versus fiends and undead creatures.

Spellcasting. The Crow is a 2nd level spellcaster. Its spellcasting ability is Wisdom (spell save DC 13, +5 to hit with spell attacks). The Crow has the following cleric spells prepared:

Cantrips (at will): *light*, *spare the dying*, *thaumaturgy*

1st level (3 slots): *cure wounds*, *detect poison and disease*, *guiding bolt*, *protection from good and evil*, *purify food and drink*

ACTIONS

Multiattack. The Crow makes two melee attacks.

Rapier. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 6 (1d8 + 2) piercing damage.

ROLEPLAYING INFORMATION

The Crow of the Deep is a intelligent, generous, but quiet and world-weary old priest serving a renegade faction of the ancient Murder of Crows. His title is emphasized by his seaweed-colored robes and barnacled crow mask. Like others of his secretive order, he believes in the Old Ways and the power of the Other -- a parallel world from which this realm draws upon magic. Unlike the Crows of Arckenbury, though, this Crow's faction believes that war with an ancient race of demonic creatures is coming ... and that victory against evil will require uniting Penumbra with the races of distant lands. Indeed, the Crow of the Deep has just returned from sailing far across the ocean to the Farlands only to find that the blood plague and civil war has ravaged the lands in his absence.

The Crow believes, fiercely, that the "Great Enemy" is to blame for the realm's current woes, and is seeking to prove it before Penumbra is beyond any hope of saving. He hopes to enlist allies and mend the rift between his order and the Murder of Crows at Arckenbury. He is an expert investigator, and can prove very helpful to the characters in rooting out the nature of fiends, undead, magic, poisons and disease. Also, despite his advanced age, the Crow is still a capable hunter and healer. One can only imagine what the Crow must have been like in his youthful prime.

Note on Death: Like most of the characters in this adventure, the Crow is not long for this world. Whether as a result of any number of combat encounters, or at the end of the chapter **Into the Grim Woods**, the Crow will ultimately meet a tragic end. In his final moments, if possible, he will implore one of players' characters to take up his burden and become the new Crow of the Deep. He will make sure they understand that the burden is life-long, lonely, and all else

that it entails.

If a character decides to grant the Crow his dying wish, they must cut the *Mask of the Deep* off of his face, which will kill the Crow in the process. They must then place it over their own. The artifact's hooked, squid-like tendrils burrow their face, disfiguring them and permanently attaching the mask to their face.

UKEEAH

Small human, chaotic neutral

Armor Class 14 (hide armor)
Hit Points 16
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	16 (+3)	12 (+1)	10 (+0)	14 (+2)	8 (-1)

Skills Animal Handling +4, Medicine +4, Nature +4, Perception +4, Stealth +5, Survival +4
Senses passive perception 14
Languages Common
Challenge 1/2 (100 XP)

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

Spellcasting. Ukeeah is a 3rd level spellcaster. Her spellcasting ability is Wisdom (spell save DC 12, +4 to hit with spell attacks). She has the following cleric spells prepared: Cantrips (at will): *druidcraft*, *produce flame*
1st level (4 slots): *animal friendship*, *create or destroy water*, *goodberry*, *speak with animals*
2nd level (2 slots): *enhance ability*, *moonbeam*

ACTIONS

Opal Dagger. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 5 (1d4 + 3) piercing damage.

Blowgun. *Ranged weapon attack:* +5 to hit, range 25 ft./100 ft., one target. Hit: 1 piercing damage, and the target must make a DC 12 Constitution saving throw or take 3 (1d6) poison damage and become poisoned for one minute.

ROLEPLAYING INFORMATION

Ukeeah is a feral child nearing her teenage years, raised by her own wits and the beasts of the wild. She lives in a hidden hollow inside the largest and most ancient oak tree in Penumbra, the bark of its trunk carved in the countenance of a withered old woman. She has a wisdom beyond her years, stemming from a deep bond to the old tree and surrounding forest. That rare connection has awakened her senses to druidic magics and medicines long forgotten to the world's

civilized races.

Ukeeah keeps a deep, unspeakable sadness within her, an old scar on her soul from suppressed memories. She is the only survivor of Shelmere, the infamous mining town whose entire populace vanished some years ago, but cannot recall her life or before the mysterious event at all. Though the tree hollow she calls home overlooks Shelmere, she will not step foot onto its empty streets to this day; something inside of her is terrified of the ghost town, and what evil spirits may still lurk there.

Ukeeah is comfortable moving about on four limbs, using her arms along with her legs. Only when she is trying to appear more human does she use a walking staff to help her move upright. She speaks in a choppy Common tongue mixed with animalistic grunts, but has also learned the secret languages of many animals through her self-taught mysticism. She has had enough brief interactions with other humans to understand their habits and impulses, and her sharp wit keeps her wary of them.

The arrival of the blood plague to the forest outside of Shelmere has recently caused Ukeeah to leave her cozy hollow behind. She has seen her friends, the beasts of the forest, die and then return as undead monstrosities. She senses the corruption slowly devouring her woodlands, and has struck out east in a desperate attempt to find answers and a way to save her home.

VENN HEULER

Medium half-elf, chaotic good

Armor Class 13 (leather armor)
Hit Points 27
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	12 (+1)	8 (-1)	12 (+1)	14 (+2)

Skills Athletics +3, Perception +3, Persuasion +4, Stealth +4, Survival +3
Senses passive perception 13
Languages Common, Elvish
Challenge 1/2 (100 XP)

Survivor. The first time during an encounter that Venn would be knocked unconscious by an attack, he rolls 1d20. On a roll of 11+, he instead has one hit point and is immune to all damage until the start of his next turn.

ACTIONS

Frenzied Multiattack. Venn makes two melee attacks. If he misses his first attack, he gains advantage on his second

attack and deals an additional 2d6 slashing damage on a hit, but all attacks against him have advantage until the start of his next turn.

Handaxe. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 5 (1d6 + 2) slashing damage.

Longbow. *Ranged weapon attack:* +4 to hit, range 150 ft./600 ft., one target. Hit: 6 (1d8 + 2) piercing damage.

ROLEPLAYING INFORMATION

Venn is a wolfish man, wild in appearance and countenance. Brutally abused as a boy by his human father, but greatly loved by his Penumbral elf mother, he is a hardened, but troubled survivor who trusts non-humans and is inherently wary of humans. He struggles with fierce bouts of anger, but has managed to mostly channel his rage as he’s aged; he has become one of the town of Harkost’s most respected members, and is the Guildmaster of its Hunters Guild.

Venn has grown into a capable leader through both his creation of an effective militia, and through his passionate, righteous way of speaking out on behalf of others. Many Penumbra-born members of the Southern Federation believe that Venn should be the de facto ruler of the fledgling nation, trusting his authenticity over a council of three strange, Farlands outsiders. Venn is no normal politician: he will do anything, whether it brave or foolish, to help the downtrodden, and to protect his people from plague or war. When called for, he is a fierce and loyal fighter, though his anger still sometimes gets the best of him.

ENEMIES

ADARIEN, THE HEARTLESS MAN

Medium fiend (abomination), neutral evil

Armor Class 15 (natural armor)

Hit Points 78

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	14 (+2)	15 (+2)	18 (+4)	14 (+2)	6 (-2)

Saving Throws Str +9, Int +8, Wis +6

Skills Arcana +10, Perception +8

Condition Immunities charmed, frightened, poisoned

Damage Immunities poison, necrotic

Damage Resistances acid

Senses darkvision 120 ft., passive perception 18

Languages Common, Abyssal, Elvish

Challenge 5 (1,800 XP)

Maddening Gaze. The first time Adarien sees a living creature, if they can also see Adarien, they must make a DC 13 Wisdom saving throw or be afflicted by one form of temporary madness. This ability is counted as a *gaze attack*.

Driven Mad by the Light. At the end of a turn in which Adarien has taken radiant damage, he expends a legendary action, if possible, and attacks himself with his Talons.

Lifedrinker. Any creatures within 10 feet of Adarien only regain half hit points from healing effects, and Adarien regains an equal number of hit points.

Legendary Resistance (1/Day). If Adarien fails a saving throw, he can choose to succeed instead.

ACTIONS

Rampage. Adarien makes two of the following attacks at random (reroll duplicates). If he cannot find a valid target for an attack, he instead moves up to half his speed.

1. Crushing Tentacle. *Melee weapon attack:* +7 to hit, reach 10ft., one target. Hit: 8 (1d6+5) bludgeoning damage. The target is grappled (escape DC 13), and Adarien cannot use Crushing Tentacle again until the target is no longer grappled.

2. Acid Breath. Adarien exhales acid in a 20-foot line. Each creature in that cone must make a DC 13 Dexterity saving throw, taking 10 (3d6) acid damage on a failed save, or half as much on a successful one.

3. Talons. *Melee weapon attack:* +7 to hit, reach 5ft., one target. Hit: 8 (1d6+5) piercing damage and the target must make a DC 13 Constitution saving throw or take an additional 10 (3d6) poison damage.

4. Dark Gaze. Adarian unleashes a beam of necrotic energy from his fiendish eyes, making a gaze attack. One creature within 120 feet that Adarien can see must make a DC 13 Constitution saving throw or take 14 (4d6) necrotic damage.

LEGENDARY ACTIONS

Adarien 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. Adarien regains spent legendary actions at the start of his turn.

Eye Bolt. Adarien unleashes a wisp thin bolt of lightning from his eyes, making a *gaze attack*. One creature within 20 feet that Adarien can see must make a DC 13 Dexterity saving throw or take 3 (1d6) lightning damage.

Crush (Costs 2 Actions). A creature grappled by Adarien’s Crushing Tentacle must make a DC 13 Strength saving throw or take 10 (3d6) bludgeon damage.

ROLEPLAYING INFORMATION

Adarien, also known as **the Heartless Man**, was once a kindly elven mage of the Shattering, who devoted his life to protecting Penumbra from falling into chaos during the age when humans first arrived on its eastern shores. His struggle was a losing one, though, and he watched the elvish people slowly be absorbed into the machine of human imperialism. Eventually, Adarien became disheartened and withdrew into solitude for many centuries, unable to watch his people be oppressed any longer.

As Adarien began to grow obsessed with his own mortality, he was found and corrupted by the ancient vampire, Garrow. Garrow taught him to harness the power of the blood plague in order to raise undead Plague Hounds. And so, Adarien created these creatures to serve Garrow's plan to reshape the world to his vision, and his success made him one of his master's most trusted servants. Very recently, he was tasked with raising a monstrous army to destroy Arckenbury Cathedral and Garrow's ancient enemy: the Murder of Crows.

But Adarien has no love for his master or his machinations. Having tasted the possibility of eternal life, Adarien has built himself a secret laboratory in the hills near Arckenbury Cathedral. There, he creates a mutant army of vile creatures loyal to him. Hating his own frailty and age, Adarien's obsession lingers on one wicked project above all others: the creation of a new, abominable body for himself. In the corrupted mage's insane mind, he is creating a new kind of more highly evolved life -- and once Arckenbury is destroyed, he plans to turn his foul army against Garrow, and then all of Penumbra.

When the characters interact with Adarien in their dreams, he is frail, softly spoken, but also subtly terrifying with hidden power that belies his outward vulnerability. His cruel words and sick taunts suggest that he knows the characters and their deepest secrets all too well. In truth, his divination allows him to know much, even if Garrow's corruption and a long life of solitude have driven him quite mad. Between insane ramblings and moments of clarity, he will use the characters' personal weaknesses to strike at their nerves and manipulate them in any way he can.

When the characters finally confront him in his laboratory, he has managed to transfer his soul into a hideous flesh golem. He has the tentacle of a great sea monster where one arm should be, and his other limb's fingers now end in poison-tipped talons. Other "improvements" include the glands of an exotic acid-breathing drake inside his throat, and fiendish blood pumping through the mad amalgam's unholy veins. The body of the golem itself, though, is the very body of the NPC (or PC) that the characters have been trying to rescue. Faced with the horror that their friend is

gone forever, and is now part of the nightmarish thing that is attacking them, the characters must fight to hold onto their own resolve and sanity.

During the final confrontation, Adarien may speak through their friend's mouth, further taunting the characters. Newly awoken and feeling powerful, Adarien will be arrogant and reckless with his newfound powers. Building him up over the course of the adventure and ending in such a way will make him a hated, resonating, memorable villain for your campaign.

ADARIEN'S LABORATORY ASSISTANT

Medium human, chaotic evil

Armor Class 15 (leather armor)

Hit Points 27

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	12 (+1)	8 (-1)	12 (+1)	6 (-2)

Saving Throws Dex +6

Skills Acrobatics +5, Arcana +1, Athletics +5, Perception +3

Senses passive perception 13

Languages Common

Challenge 1 (200 XP)

Brute. A melee weapon deals one extra die of its damage when the knight hits with it (included in the attack).

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

Machine Savvy. The Assistant has advantage on all saving throws made against The Diabolic Machine trap, and any attacks made by the trap have disadvantage against him.

ACTIONS

Club. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 9 (2d6 + 3) slashing damage.

Fire Bomb (3/day). The Assistant throws a fist-sized bomb at a point within 30 feet. Creatures within a 10 foot radius must make a successful DC 13 Dexterity saving throw or take 7 (2d6) fire damage.

ROLEPLAYING INFORMATION

Adarien's Laboratory Assistant is a monstrous little fellow. Whether his face and spine were twisted by some horror inflicted upon him, or whether he was born that way, not even he knows. He lives in constant pain, his body an agonizing prison that has driven him insane. He does take pride in his job, though, which is to assist Adarien, the Heartless Man, in his unholy experiments on the living and the dead. The

Assistant’s “work” includes dismembering and categorizing the bodies of Adarien’s experiments, running the machinery, and looking after the laboratory during his master’s long absences. The sadistic hunchback has long since gone mad from years serving as Einham’s executioner; he can no longer even recall his own name. The little monster falsely believes that if he serves his master well enough, Adarien will give him a new body free of tortuous pain.

ARCKENBURY HAG (MARIA)

Medium fey, neutral evil

Armor Class 12 (15 with *mage armor*)
Hit Points 19
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	12 (+1)	15 (+2)	8 (-1)	10 (+0)

Saving Throws Dex +4, Int +4
Skills Arcana +4, Deception +2, Perception +1, Stealth +4
Senses darkvision 60 ft., passive perception 11
Languages Common, Abyssal
Challenge 1 (300 XP)

Swamp Walker. Maria can breathe air and water, and moves through swampland as though it were not difficult terrain.
Cunning Action. On each of her turns, Maria can use a bonus action to take the Dash, Disengage, or Hide action.
Coven Spellcasting. While all three members of the Arckenbury Coven are within 50 feet of one another, they can each cast the following spells. For casting these spells, each hag is a 4th-level spellcaster. Their spellcasting ability is Intelligence (spell save DC 12, +4 to hit with spell attacks). They have the following wizard spells prepared but must share the spell slots among themselves:
1st level (5 slots): *identify*, *mage armor**, *shield*
2nd level (4 slots): *alter self*, *scorching ray*, *web*
*Each of the Arckenbury coven has already cast *mage armor* prior to meeting the adventurers, leaving only one 1st level spell slot.

ACTIONS

Multiattack. Maria makes two attacks: one with her claws and one with her tail stinger.
Claws. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 10 (2d6 + 3) slashing damage.
Tail Stinger. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 5 (1d4 + 3) piercing damage, and the target must succeed on a DC 11 Constitution saving throw, taking 7 (2d6) poison damage on a failed save, or half as much damage on a successful one.

ROLEPLAYING INFORMATION

Of all of the three sisters that make up the Arckenbury Coven, **Maria** is the closest thing they have to a leader. Eldest by nearly a century, she appears to be a crook-spined crone, with long and flowing white hair and skin nearly as fair. It is her claw-like hands and the long, serpentine tail that snakes out from beneath her tattered robe that marks her as being something more or less than human.

Like her sisters, Maria’s mind has been twisted with an otherworldly madness, as she has become increasingly obsessed with summoning the “God in the Water” into our world. She bullies her sisters without much care for their feelings, but as the eldest and the one most favored by their dark deity, Serrah and Winnie do not dare to defy her orders.

If confronted, Maria proves capable of surprising animal aggression. Though she is more frail than her sisters, Maria’s speed and viciousness make her a particularly dangerous foe -- her hands end in long, needle-like fingers that can cut through flesh and bone like wheat, and she is surprisingly fast as she darts around on all fours like a rabid wolf.

ARCKENBURY HAG (SERRAH)

Medium fey, neutral evil

Armor Class 10 (13 with *mage armor*)
Hit Points 38
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	12 (+1)	12 (+1)	15 (+2)	6 (-2)	14 (+2)

Saving Throws Dex +3, Int +4, Cha +4
Skills Acrobatics, +3, Arcana +4, Perception +2, Persuasion +4
Senses darkvision 60 ft., passive perception 10
Languages Common, Abyssal
Challenge 1 (300 XP)

Swamp Walker. Maria can breathe air and water, and moves through swampland as though it were not difficult terrain.
Draining Aura. Any non-fey creature that starts its turn within ten feet of Serrah must succeed on a DC 12 Constitution saving throw or take 10 (4d4) necrotic damage, and Serrah gains temporary hit points equal to half the total necrotic damage dealt in this way.
Coven Spellcasting. While all three members of the Arckenbury Coven are within 50 feet of one another, they can each cast the following spells. For casting these spells, each hag is a 4th-level spellcaster. Their spellcasting ability is Intelligence (spell save DC 12, +4 to hit with spell attacks). They have the following wizard spells prepared but must

share the spell slots among themselves:
1st level (5 slots): *identify*, *mage armor**, *shield*
2nd level (4 slots): *alter self*, *scorching ray*, *web*
*Each of the Arckenbury coven has already cast *mage armor* prior to meeting the adventurers, leaving only one 1st level spell slot.

ACTIONS

Bite. *Melee weapon attack:* +2 to hit, reach 5 ft., one target. Hit: 7 (2d6) piercing damage.
Luring Song. Serrah sings an entrancing song in a strange and unsettling ancient language. Every living, non-fey creature within 300 feet of Serrah that can hear the song must succeed on a DC 12 Wisdom saving throw or be charmed until the song ends. Serrah must take a bonus action on her subsequent turns to continue singing. She can stop singing at any time, and the song ends if she is incapacitated.

While charmed by Serrah, the target must spend its movement action to move towards her in the most direct route possible, even if doing so results in opportunity attacks or other dangers. If the charmed target attempts to attack Serrah, it must succeed on a DC 12 Intelligence saving throw or become afflicted by a form of temporary madness.

A creature repeats its DC 12 Wisdom saving throw at the end of each of its turns to end the charmed effect. A target that successfully saves against the song is immune to its effects for the next 24 hours.

ROLEPLAYING INFORMATION

Of all of the three sisters that make up the Arckenbury Coven, **Serrah** is the youngest and the most human in appearance. She appears as a plain, if pretty maiden in a wild, muddy gown, with no claws or bestial appendages immediately visible. If her “feet” are noticed through the muck, her true nature is given away: they are terrible, gnarled and root-like things.

Like her sisters, Serrah’s mind has been twisted with an otherworldly madness, as she has become increasingly obsessed with summoning the “God in the Water” into our world. There is a mystical power in her beautiful, haunting siren song; she uses her voice to draw in passerbys in hopes that she can convince them to join the coven in their foul rituals.

Serrah will lure enemies to her with her song, and then use the *shield* spell and her draining aura to attempt to siphon the life from them while her sisters use spells like *web* and *scorching ray* to further punish them.

ARCKENBURY HAG (WINNIE)

Medium fey, neutral evil

Armor Class 10 (13 with *mage armor*)
Hit Points 30
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	14 (+2)	14 (+2)	4 (-3)	9 (-1)

Saving Throws Str +8, Con +4
Skills Arcana +4 Athletics +8
Senses darkvision 60 ft., passive perception 7
Languages Common, Abyssal
Challenge 1 (300 XP)

Amphibious. Winnie can breathe air and water.
Charge. If Winnie moves at least 15 feet straight toward a target and then hits it with a horns attack on the same turn, the target takes an extra 7 (2d6) piercing damage. If the target is a creature, it must succeed on a DC 14 Strength saving throw or be pushed up to 10 feet and knocked prone.
Coven Spellcasting. While all three members of the Arckenbury Coven are within 50 feet of one another, they can each cast the following spells. For casting these spells, each hag is a 4th-level spellcaster. Their spellcasting ability is Intelligence (spell save DC 12, +4 to hit with spell attacks). They have the following wizard spells prepared but must share the spell slots among themselves:
1st level (5 slots): *identify*, *mage armor**, *shield*
2nd level (4 slots): *alter self*, *scorching ray*, *web*
*Each of the Arckenbury coven has already cast *mage armor* prior to meeting the adventurers, leaving only one 1st level spell slot.

ACTIONS

Horns. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 11 (2d6 + 4) piercing damage.

REACTIONS

Sisterly Love. If another Arckenbury Hag within 40 feet is knocked unconscious by a melee attack, Winnie may move up to 40 feet in a straight line, unaffected by difficult terrain, and make a horns attack against the attacker.

ROLEPLAYING INFORMATION

Of all of the three sisters that make up the Arckenbury Coven, **Winnie** is the most monstrous and mad. Dark magic has twisted her form, and she appears as a tall and rotund naked humanoid woman with the head of a bull.
Like her sisters, Winnie’s mind has been twisted with an otherworldly madness, as she has become increasingly

obsessed with summoning the “God in the Water” into the world. Often, Winnie is taken by terrible visions of eldritch horrors that only she can see. Only Serrah’s gentle, ghostly songs or Maria’s pointed threats can snap her out of such anxious waking dreams. Because of this, Winnie is selflessly protective of her sisters, and will charge blindly without regard to her own well-being to protect them if they are threatened.

Winnie will make use of the magic available to her for so long as the coven’s triumvirate holds. Once spellcasting is no longer an option, Winnie will rely on her bullish nature and horns.

BOUNTY HUNTER

Medium humanoid, any non-good alignment

Armor Class 14 (studded leather)
Hit Points 16
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	14 (+2)	12 (+1)	12 (+1)	12 (+1)	8 (-1)

Saving Throws Athletics +3
Skills Deception +3, Investigation +5, Perception +5
Senses passive perception 15
Languages Common
Challenge 1/2 (100 XP)

Survivor. The first time during an encounter that the Bounty Hunter would be knocked unconscious by an attack, it rolls 1d20. On a roll of 11+, they instead have one hit point and are immune to all damage until the start of their next turn.

ACTIONS

- Multiattack.** The Bounty Hunter makes two melee attacks or two ranged attacks.
- Shortsword.** *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 5 (1d6 + 2) piercing damage.
- Light Crossbow.** *Ranged weapon attack:* +4 to hit, range 80 ft./320 ft., one target. Hit: 6 (1d8 + 2) piercing damage.

ROLEPLAYING INFORMATION

Bounty Hunters are employed often when actual investigation is required in a case, or when a target is particularly clever or dangerous. The Knights of Ostwald know all too well the City Guard’s notoriety for being dim-witted, heavy-handed thugs, and are willing to spend the coin on outside contractors. These hardened individuals can be just as vicious as the guards, though, and are even more afeared.

CANNIBAL TRIPLET (FINN)

Medium humanoid, neutral evil

Armor Class 12 (15 with *mage armor*)
Hit Points 27
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	11 (+0)	12 (+1)	13 (+1)	12 (+1)	14 (+2)

Saving Throws Int +3, Cha +6
Skills Arcana +3, Deception +6, Perception +3
Senses passive perception 13
Languages Common
Challenge 1 (200 XP)

- Cunning Action.** On each of his turns, Finn can use a bonus action to take the Dash, Disengage, or Hide action.
- Schemer.** Finn has advantage on initiative rolls when he is intimately familiar with the area of an encounter.
- Thuggish Caster.** Finn can use a bonus action to cast a cantrip attack against a creature that is prone.
- Spellcasting.** Finn is a 2nd-level spellcaster. His spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks). He has the following wizard spells prepared: Cantrips (at will): *frostbite, poison spray, prestidigitation* 1st level (4 slots): *grease, mage armor*, chromatic orb*
- *Finn has already cast mage armor on himself prior to meeting the adventurers.*

ACTIONS

Wood Axe. *Melee weapon attack:* +3 to hit, reach 5 ft., one target. Hit: 2 (1d6 - 1) piercing damage.

ROLEPLAYING INFORMATION

Finn is the brain of the triplets’ operation. He escaped with Judd from nearby Alderheim nearly a decade ago. He was to be raised as a mage, but he simply could not abide by the strict rules of the Wardens of the White Eye. In the forest, Finn fell under the influence of a nearby coven of hags that warped his and his siblings’ minds. He is cunning, but ultimately only cares about two objectives: the preparation and dining on of human flesh, and appeasing the wishes of the swamp hags and their God in the Water. In a physical encounter, Finn is all too happy to let his bigger, stronger siblings take risks while he waits for opportune moments to deliver coup de grace with the handful of spells he knows by heart.

CANNIBAL TRIPLET (JUDD)

Medium humanoid, chaotic evil

Armor Class 12 (leather armor)

Hit Points 27

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	12 (+1)	8 (-1)	8 (-1)	8 (-1)

Saving Throws Str +6, Con +5

Skills Athletics +6

Senses passive perception 9

Languages Common

Challenge 1 (200 XP)

Butcherer. During his first turn, Judd may make a Thirsty Cleaver attack as a bonus attack against a target that had not seen Judd before the start of his turn. He also gains advantage on all melee weapon attack rolls during that turn, but attack rolls against him have advantage until the start of his next turn.

Thuggish Tactics. Judd deals an extra 4 (1d8) damage against creatures that are prone.

ACTIONS

Multiattack. Judd makes two melee attacks.

Thirsty Cleaver. *Melee weapon attack:* +6 to hit, reach 5 ft., one target. Hit: 6 (1d6 + 3) slashing damage and 2 necrotic damage. If the target is a living creature, Judd gains 2 temporary hit points on a successful attack.

ROLEPLAYING INFORMATION

Judd is the ugliest of his triplet siblings. He is also the biggest, dumbest, and most violent. For those reasons, Finn tends to keep him hidden beneath a trapdoor when they have “visitors”. He speaks in half gibberish, but when he does make any sense, it is usually him loudly considering different dinner preparations for would-be victims.

CANNIBAL TRIPLET (LINN)

Medium humanoid, lawful evil

Armor Class 15 (chain shirt, shield)

Hit Points 33

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	10 (+0)	14 (+2)	10 (+0)	15 (+3)	9 (-1)

Skills Athletics +7, Perception +7, Survival +5

Senses passive perception 17

Languages Common

Challenge 1 (200 XP)

Thuggish Tactics. Linn deals an extra 4 (1d8) damage against creatures that are prone.

ACTIONS

Multiattack. Linn makes two melee attacks.

Broadsword. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 7 (1d8 + 3) slashing damage.

Shield Bash. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 5 (1d4 + 3) bludgeoning damage. If the target is a Medium or smaller creature, it must succeed on a DC 13 Strength saving throw or be knocked prone.

ROLEPLAYING INFORMATION

Linn was raised to one day become a leader in the secretive order, the Wardens of the White Eye. Her eyes are snow white, with no irises, and her tongue has been cut out ritualistically according to tradition. But Linn was barely a grown woman when her triplet brother Finn decided to flee from Alderheim and take their idiot brother Judd with him. Linn was torn between her oaths and taking care of her brothers, but ultimately abandoned her post to join her kin in the eastern woods. The strongest and most watchful of the siblings, she was the last to fall under the sway of the hags and partake in the joys of cannibalism and murder. Part of her laments the monster she has become, and she has recently found her loyalty to her brothers at odds with her guilt. Recently, she has started to consider murdering her brothers and taking her own life, rather than be party to more of her family’s hideous actions.

CRACKJAW DRAKE

Large beast, unaligned

Armor Class 12 (natural armor)

Hit Points 34

Speed 10 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	11 (+0)	14 (+2)	2 (-4)	10 (+0)	5 (-3)

Saving Throws Str +5, Dex +2

Skills Athletics +8, Perception +5

Senses passive perception 15

Languages Common

Challenge 2 (450 XP)

Dive Attack. If the drake is flying and dives at least 30 feet toward a target and then hits with a bite attack, the attack deals an extra 10 (3d6) damage to the target.

ACTIONS

Multiattack. The drake makes two attacks: one with its claws, and one with either its bite or its tail.

Claws. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 6 (1d6 + 3) slashing damage.

Bite. *Melee weapon attack:* +4 to hit, reach 10 ft., one target. Hit: 12 (3d6 + 3) piercing damage.

Tail. *Melee weapon attack:* +4 to hit, reach 10 ft., one target. Hit: 8 (1d10+3) bludgeon damage. If the target is a Medium or smaller creature, it must make a DC 13 Strength saving throw or become grappled.

ROLEPLAYING INFORMATION

Crackjaw Drakes are rare, flying lizard predators that typically reside up in the bleak mountainous ranges of the Witch’s Spine. While it is rare for one to fly as far east as the Midlands or Marshlands to hunt, it does happen from time-to-time. Gutsy poachers will often hunt such drakes for many miles in hopes of slaying one: Crackjaw Drake blood is a powerful poison once it congeals into a thick, slimy substance that assassins and criminals can easily coat their blades with.

As hunters, Crackjaw Drakes are simple and mindless beasts. They are efficient killers however; their large size, and long necks and tails make them difficult to defend against. Their primary hunting patterns include swooping in to rend flesh and bone with claw and tooth, or scooping their prey up with their powerful tails and dashing them against the rocks below.

KLAEL CHAMBERMOUR, THE PALE SHADOW OF OSTWALD

Medium human, neutral evil

Armor Class 15 (studded leather)

Hit Points 52

Speed 30 ft.

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

Saving Throws Dex +7, Wis +6

Skills Acrobatics +7, Deception +5, Perception +6, Stealth +11

Damage Resistances poison

Senses passive perception 13

Languages Common

Challenge 3 (700 XP)

Assassinate. During his first turn, Klael has advantage on attack rolls against any creature that hasn’t taken a turn. Any hit Klael scores against such a target is a critical hit.

Legendary Resistance (1/Day). If Klael fails a saving throw, he can choose to succeed instead.

ACTIONS

Multiattack. Klael makes two melee attacks or two ranged attacks.

Rapier. *Melee weapon attack:* +6 to hit, reach 5 ft., one target. Hit: 8 (1d8 + 4) piercing damage. Damage dealt with his rapier counts as magical damage.

Light Crossbow. *Ranged weapon attack:* +5 to hit, range 80 ft./320 ft., one target. Hit: 7 (1d8 + 3) piercing damage, and the target must make a DC 12 Constitution saving throw, taking 7 (2d6) poison damage on a failed save, or half as much damage on a successful one.

REACTIONS

Deadly Riposte. If a melee attack misses Klael, he may immediately make an opportunity attack with his rapier, dealing an extra 7 (2d6) piercing damage on a hit.

LEGENDARY ACTIONS

Klael 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. Klael regains spent legendary actions at the start of his turn.

Balance. Klael regains use of his reaction, even if he has already used a reaction since his last turn.

Swordplay (Costs 2 Actions). Klael moves up to half of his speed without provoking opportunity attacks, and makes one attack with his rapier at any point during the movement.

Hidden Trap (Costs 3 Actions). Klael pulls on a half-buried wire and detonates an explosive trap hidden at a point within 60 feet. Each creature within 10 feet from that point must make a DC 12 Dexterity saving throw, taking 14 (4d6) fire damage on a failed save, or half as much on a successful one. Klael may not target a point that was within the area of effect of a previously detonated Hidden Trap.

ROLEPLAYING INFORMATION

Klael Chambermour, the Pale Shadow Ostwald is a ruthless assassin. While it is possible that he has heartstrings that can be tugged, he will show no signs of such vulnerability to the characters whilst he hunts them. The more emotionally withdrawn and machine-like Klael is, the more his prior warmth and betrayal will resonate with your players. When he does speak, it’s to manipulate and taunt the characters, to bait them into acting irrationally and falling into one of his traps.

When he strikes, he will look to immediately cripple the

characters and force them to separate with hidden traps and his crossbow from a distance. If he is challenged with melee, he turns his expert swordsmanship to the most dangerous opponent directly in front of him. He moves with dancer-like grace, exhibiting a level of skill that suggests to the characters that he had been holding back previously.

KNIGHT OF THE ONE HUNDRED

Medium human, lawful evil

Armor Class 18 (plate)
Hit Points 27
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	10 (+0)	13 (+1)	12 (+1)	11 (+0)	15 (+2)

Saving Throws Con +3, Cha +4
Skills Animal Handling +4, Athletics +4, Insight +2, Perception +2, Persuasion +4
Senses passive perception 12
Languages Common
Challenge 1 (200 XP)

Brute. A melee weapon deals one extra die of its damage when the knight hits with it (included in the attack).
Guardian. While the knight is wielding a polearm, other creatures provoke opportunity attacks when they come into its reach. When the knight hits a creature with an opportunity attack, that creature's speed is reduced to 0 for the rest of its turn.

ACTIONS

Halberd. *Melee weapon attack:* +4 to hit, reach 10 ft., one target. Hit: 12 (2d10 + 2) slashing damage.

ROLEPLAYING INFORMATION

The **Knights of the One Hundred** in service of Ser Wenton or other nobles are capable fighters, either honed through expensive instruction or hardened on the battlefield. In their bright, shining armor, they cut a strikingly heroic visage. However, those that Ser Wenton keeps close to him are a power-hungry, backstabbing, wicked lot, made loyal only through promises of power and unimaginable wealth. These selfish knights command the Ostwald Guard and make up the ranks of Ser Wenton's more elite units. In battle, they are shrewd and dangerous, doing what they can to use their skill with halberds and superior armor to punish foes on the ground and on horseback.

MARSHLANDS WARLANDER

Large beast, unaligned

Armor Class 13
Hit Points 22
Speed 60 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	13 (+1)	2 (-4)	12 (+1)	7 (-2)

Senses passive perception 11
Languages -
Challenge 1/2 (100 XP)

Trampling Charge. If the horse moves at least 20 feet straight toward a creature and then hits it with a hooves attack on the same turn, that target must succeed on a DC 14 Strength saving throw or be knocked prone. If the target is prone, the horse can make another attack with its hooves against it as a bonus action.
Ill-Tempered. If the horse is dealt damage by an attack while being ridden, its rider must succeed on an Animal Handling skill check with a DC equal to the amount of damage the horse received. On a failed skill check, the rider is bucked from the warlander, pushed five feet away and knocked prone.

ACTIONS

Hooves. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 11 (2d6 + 4) bludgeoning damage.

ROLEPLAYING INFORMATION

Marshlands Warlanders are a rare, expensive breed of horse. As such, typically only wealthy knights own them, with poorer soldiers being resigned to the infantry. As beasts of war, Warlanders are hard to control, mean tempered, and blood thirsty. It is said that Knights often feed the warhorses human flesh to make the creatures hungry for it in battle.

OSTWALD GUARD

Medium humanoid, any evil alignment

Armor Class 15 (chain shirt, shield)
Hit Points 11
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	10 (+0)	12 (+1)	8 (-1)	12 (+1)	10 (+0)

Skills Athletics +3, Perception +3
Senses passive perception 13
Languages Common
Challenge 1/4 (50 XP)

Thuggish Tactics. The guard deals an extra 4 (1d8) damage against creatures that are prone.

ACTIONS

Broadsword. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 5 (1d8 + 1) slashing damage.

Shield Bash. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 3 (1d4 + 1) bludgeoning damage. If the target is a Medium or smaller creature, it must succeed on a DC 11 Strength saving throw or be knocked prone.

REACTIONS

Opportunist. If an ally within five feet is knocked unconscious by a melee attack, the guard may move up to five feet without provoking an opportunity attack and make a Shield Bash attack against the attacker.

ROLEPLAYING INFORMATION

Ostwald Guards are under the employ of Ser Wenton and his subordinates. Because the work of consolidating power is bloody and often heartless, Ser Wenton prefers to fill Ostwald's ranks with criminals and men more loyal to coin than ideals. The guards tend to be a cowardly lot, leaning heavily on coordinated beatings and superior numbers whenever possible.

PLAGUE BURSTER

Medium undead, lawful evil

Armor Class 12
Hit Points 12
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	14 (+2)	12 (+1)	6 (-2)	10 (+0)	6 (-2)

Saving Throws Con +3
Skills Acrobatics +4
Damage Immunities necrotic, poison
Damage Vulnerabilities radiant
Condition Immunities disease, exhaustion, frightened, poisoned
Senses dark vision 120 ft., passive perception 10
Languages -
Challenge 1/4 (50 XP)

Infected. The plague burster is infected with the blood plague, and creatures it comes in contact with must make situationally appropriate saving throws.

Spider Climb. The burster can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

Burst. When the burster takes damage but remains conscious, its midsection begins to rapidly expand and necrotic gases begin to seep from its open wounds. At the beginning of its next turn, the burster explodes and dies, spraying diseased entrails and limbs outward. Any living creature within 10 feet must succeed on a DC 12 Dexterity saving throw or take 7 (2d6) necrotic damage.

ACTIONS

Claw. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 4 (1d4 + 2) slashing damage.

ROLEPLAYING INFORMATION

Plague Bursters are a strange variant of the undead plague hounds. Capable of great feats of leaping and agility, bursters are terrifying when on the hunt, though they are not nearly as resilient as other types of plague hounds. They act more bestially than their brethren, often dragging their mangled arms along the ground as they move. They are most dangerous in large numbers, as they have the deadly tendency to explode when wounded, showering the area in plague-infected gore.

PLAGUE HOUND

Medium undead, lawful evil

Armor Class 11 (natural armor)
Hit Points 32
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	10 (+0)	15 (+2)	6 (-2)	10 (+0)	6 (-2)

Saving Throws Con +6, Wis +2
Skills Acrobatics +4
Damage Immunities necrotic, poison
Damage Vulnerabilities radiant
Condition Immunities disease, exhaustion, frightened, poisoned
Senses dark vision 120 ft., passive perception 10
Languages -
Challenge 1 (200 XP)

Infected. The plague hound is infected with the blood plague, and creatures it comes in contact with must make situationally appropriate saving throws.

ACTIONS

Multiaattack. The plague hound makes three attacks: two claws and one with its bite.

Claw. *Melee weapon attack:* +5 to hit, reach 5 ft., one target. Hit: 4 (1d4 + 2) slashing damage.

Bite. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 5 (2d4) piercing damage and 2 (1d4) necrotic damage.

REACTIONS

Bloodthirst. When a living creature within 20 feet is dealt necrotic damage from any source other than the plague hound, it may immediately move up to half its speed without provoking opportunity attacks and make a bite attack.

ROLEPLAYING INFORMATION

The **Plague Hounds** are undead creatures risen after being infected by the blood plague. While they exhibit many forms and abilities, the standard plague hound is terrifyingly effective as a mindless soldier of some unknown power. The most common hounds are silent and non-communicative, and when multiple of them stand together, they seem to act with a hive mind towards whatever goal they have been given.

PLAGUE KNIGHT

Medium undead, lawful evil

Armor Class 13 (natural armor)
Hit Points 60
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	15 (+2)	14 (+2)	10 (0)	12 (+1)	10 (+0)

Saving Throws Con +6, Dex +6, Wis +5, Cha +4
Skills Athletics +7, Perception +3
Damage Immunities necrotic, poison
Damage Resistances bludgeoning, piercing, and slashing from nonmagical sources
Damage Vulnerabilities radiant
Condition Immunities disease, exhaustion, frightened, poisoned
Senses dark vision 120 ft., passive perception 13
Languages Common
Challenge 3 (700 XP)

Infected. The plague knight is infected with the blood plague, and creatures it comes in contact with must make situationally appropriate saving throws.

Brute. A melee weapon deals one extra die of its damage when the knight hits with it (included in the attack).

Guardian. While the plague knight is wielding a polearm, other creatures provoke opportunity attacks when they come into its reach. When the knight hits a creature with an

opportunity attack, that creature's speed is reduced to 0 for the rest of its turn.

ACTIONS

Multiaattack. The plague hound makes two attacks with its halberd.

Halberd. *Melee weapon attack:* +5 to hit, reach 10 ft., one target. Hit: 12 (2d10 + 2) piercing damage.

Maddening Screech (Recharge 5-6). The knights unleashes a high pitched, inhuman screech that pierces the ears and the mind. Each creature within 15 feet of the knight must succeed on a DC 12 Wisdom saving throw or take 6 (1d10+1) psychic damage.

REACTIONS

Counter-attack. If a melee attack misses the plague knight, it may immediately make an opportunity attack with advantage against the creature that attacked it.

ROLEPLAYING INFORMATION

Given unholy gifts so that they may marshal the forces of their lesser kin, the masked **Plague Knights** still seem to have no true will of their own. Elite warriors in life, now reduced to being undead puppets for their insidious masters, they are able to telepathically command more mindless plague hounds. Plague knights can also converse aloud as though they were still alive, their voices the same as they were in life, if more emotionally detached. Whether or not anything remains of the soul of the person they once were before is unknown -- few living men or women have spoken to a plague knight and lived to tell the tale.

PLAGUE MAGE

Small undead, lawful evil

Armor Class 11
Hit Points 33
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	12 (+1)	12 (+1)	14 (+2)	14 (+2)	8 (-1)

Saving Throws Con +5, Wis +4
Skills Arcana +4
Damage Immunities necrotic, poison
Damage Resistances bludgeoning, piercing, and slashing from nonmagical sources
Damage Vulnerabilities radiant
Condition Immunities disease, exhaustion, frightened, poisoned
Senses dark vision 120 ft., passive perception 12
Languages Common
Challenge 1 (200 XP)

Infected. The plague mage is infected with the blood plague, and creatures it comes in contact with must make situationally appropriate saving throws.

Survivor. The first time during an encounter that the plague mage would be knocked unconscious by an attack, it rolls 1d20. On a roll of 11+, they instead have one hit point and are immune to all damage until the start of their next turn.

Spellcasting. The plague mage is a 1st-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks). It has the following wizard spells prepared:

Cantrips (at will): *chill touch*, *frostbite*, *poison spray*

1st level (3 slots): *chromatic orb*, *magic missile*, *shield*

ACTIONS

Appendage. *Melee weapon attack:* +4 to hit, reach 5 ft., one target. Hit: 10 (4d4) bludgeoning, piercing or slashing damage. It is up to the GM to determine what sort of monstrous or bestial appendage or natural weapon may be attached to the plague mage. It could be a bear's claw, the beak of a bird of prey, the slimy tendril of a sea creature, or anything else.

Reveal Self (once per Encounter). The Plague Mage reveals the most horrifying part of their visage, perhaps peeling off their face to reveal a row of several tiny, fanged mouths hidden beneath, or some other terror resulting from the unique experiments done upon it. Each living creature that can see it must succeed on a DC 11 Intelligence saving throw or be afflicted with one form of temporary madness.

ROLEPLAYING INFORMATION

Plague Mages are the animated corpses of young children being experimented on by the Heartless Man in Alderheim. Though the Heartless Man has attempted to turn older and more powerful mages into plague hounds to serve his unknown purposes, he has largely failed. So far, only children under the age of 10 have been turned, and then only by splicing their body with infected animals, monsters and other inhuman materials. Because of this, Plague Mages are horrific to behold; they act like other plague hounds, as part of a greater hive mind, but their tainted childlike visage and dark magic is enough to drive a man mad.

PLAGUE SWARM

Medium swarm of Tiny undead, lawful evil

Armor Class 12 (natural armor)

Hit Points 30

Speed 5 ft., flying 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	10 (+0)	6 (-2)	7 (-2)	1 (-5)

Damage Immunities necrotic, poison

Damage Resistances bludgeoning, piercing, slashing

Damage Vulnerabilities radiant

Condition Immunities charmed, disease, exhaustion, frightened, paralyzed, petrified, poisoned, prone, restrained, stunned

Senses blindsight 10ft., passive perception 8

Languages -

Challenge 1/2 (100 XP)

Infected. The plague swarm is infected with the blood plague, and creatures it comes in contact with must make situationally appropriate saving throws.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Stings. *Melee weapon attack:* +3 to hit, reach 0 ft., one target in the swarm's space. Hit: 7 (2d6) piercing damage, or 3 (1d6) piercing damage if the swarm has half of its hit points or fewer. The target must make a DC 10 Constitution saving throw, taking 7 (2d6) poison damage on a failed save, or half as much on a successful one.

ROLEPLAYING INFORMATION

Plague Swarms are a terrifying recent phenomenon in the Marshlands and Midlands. No one knows whether the swarms of undead killer bees was created by some malevolent force, or if they are natural. What is certain is that the swarms carry the blood plague in their stingers, and seem to harvest some tainted form of thick, black honey that is equally infected. When approached by a living creature, the entire swarm acts as one, killing trespassers as a hivemind. Though no one has proven it, it is rumored that in the presence of Plague Knights or Plague Hounds, they seem to act in coordination with the other undead.

THE THING INSIDE THE CAVE

Large undead, chaotic evil

Armor Class 12 (natural armor)

Hit Points 60

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	18 (+4)	8 (-1)	10 (+0)	6 (-2)

Saving Throws Str +8, Con +8

Skills Athletics +8, Perception +4

Damage Immunities necrotic, poison

Damage Resistances bludgeoning, piercing, slashing

Damage Vulnerabilities radiant

Condition Immunities disease, exhaustion, frightened, poisoned

Senses dark vision 120 ft., passive perception 16

Languages -

Challenge 3 (700 XP)

Chained. The 40 foot chains that bind the thing to the back of its cave wall are enchanted and cannot be broken, opened or picked. The manacles attaching the chain to the wall can be released only by dispel magic, or a similar spell.

Infected. The thing is infected with the blood plague, and creatures it comes in contact with must make situationally appropriate saving throws.

Rear Up/Down. As a bonus action, the thing may choose to rear up onto its hind legs, or down onto all fours. When the thing is reared up, it loses its damage resistances and its movement is reduced to 0; however, it may make a claw attack each time it is either hit or missed by a melee weapon attack.

ACTIONS

Multiattack. The thing can use its Horrific Harmony, then make two claw attacks and one bite attack.

Claw. *Melee weapon attack:* +6 to hit, reach 5 ft., one target. Hit: 7 (1d6 + 4) slashing damage plus 3 (1d6) necrotic damage.

Bite. *Melee weapon attack:* +6 to hit, reach 5 ft., one target. Hit: 11 (2d6 + 4) piercing damage plus 3 (1d6) necrotic damage.

Horrific Harmony. The thing howls with both of its voices: one, the angry, pained roar of a mountainous black bear, and the other the terrified shriek of a young woman. Any creatures within 120 feet of the thing must succeed on a DC 10 Wisdom saving throw or be afflicted by a form of temporary madness. Creatures that can see the thing have disadvantage on their saving throw, and creatures successfully save against the thing's horrific harmony is immune to its effects for the next 24 hours.

ROLEPLAYING INFORMATION

The Thing in the Cave is an abomination, the result of the Heartless Man's most depraved experiments with the blood plague. The creature is a hybrid of an undead bear and a young sorceress. The unholy amalgamation drove the resulting creature insane and made it entirely uncontrollable. The Heartless Man was tickled by a fond curiosity for its murderous pet, but after the thing broke free from its cell and destroyed much of the Heartless Man's laboratory, he had no choice but to be rid of it. So he banished it to a secret cave north of Arckenbury Forest with a magical chain that it cannot break free from. He still visits the creature from time to time, to feed it and experiment further on it, but he has visited less and less in recent weeks.

If the thing becomes aware of a living creature in its small cave, it will lash out with the ferocity of an undead bear. In the dark, it would be easy to mistake it for a mere beast, but for when it rears up on to its hind legs. There, on its underbelly, are the reaching upper arms, torso, and head of the young sorceress attached there. When the beast roars, the girl screams in unison, and a character that dares to stare into her agonized face may see her eyes pleading to be set free from the unliving hell she has been cursed to live.

MAPS

While a select few maps were provided in the body of this module itself, all of the maps referenced in this adventure can be found in this chapter.

REGIONAL MAPS

The Continent of Penumbra
Ostwald's Dockside District
Arckenbury Forest (safe for players)
Arckenbury Forest (for GMs only)

ENCOUNTER MAPS

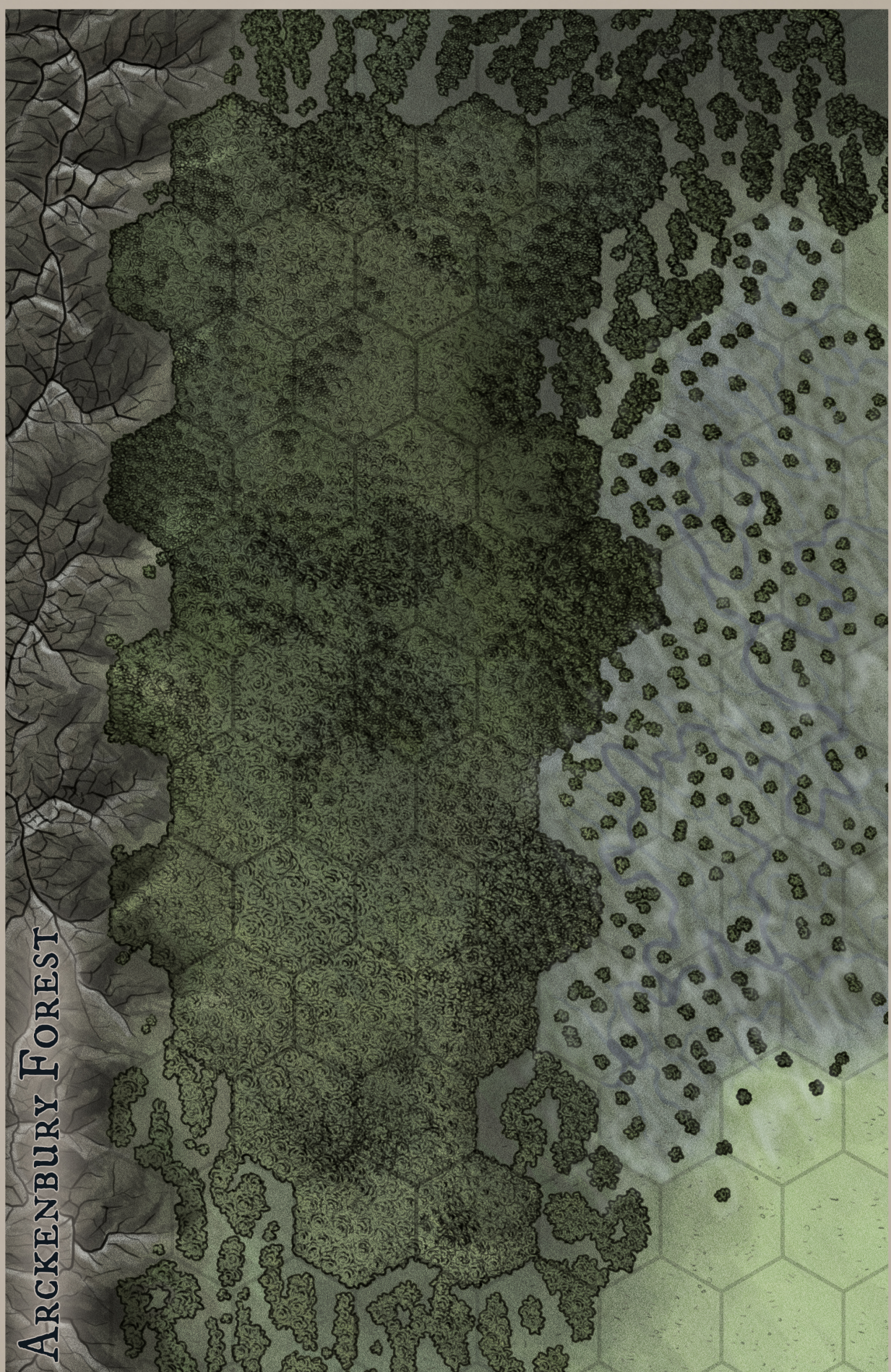
South Gate
The Writhing Gate
A Little Hovel of Horrors
The Howling Cave
The God in the Water
Laboratory of the Heartless Man



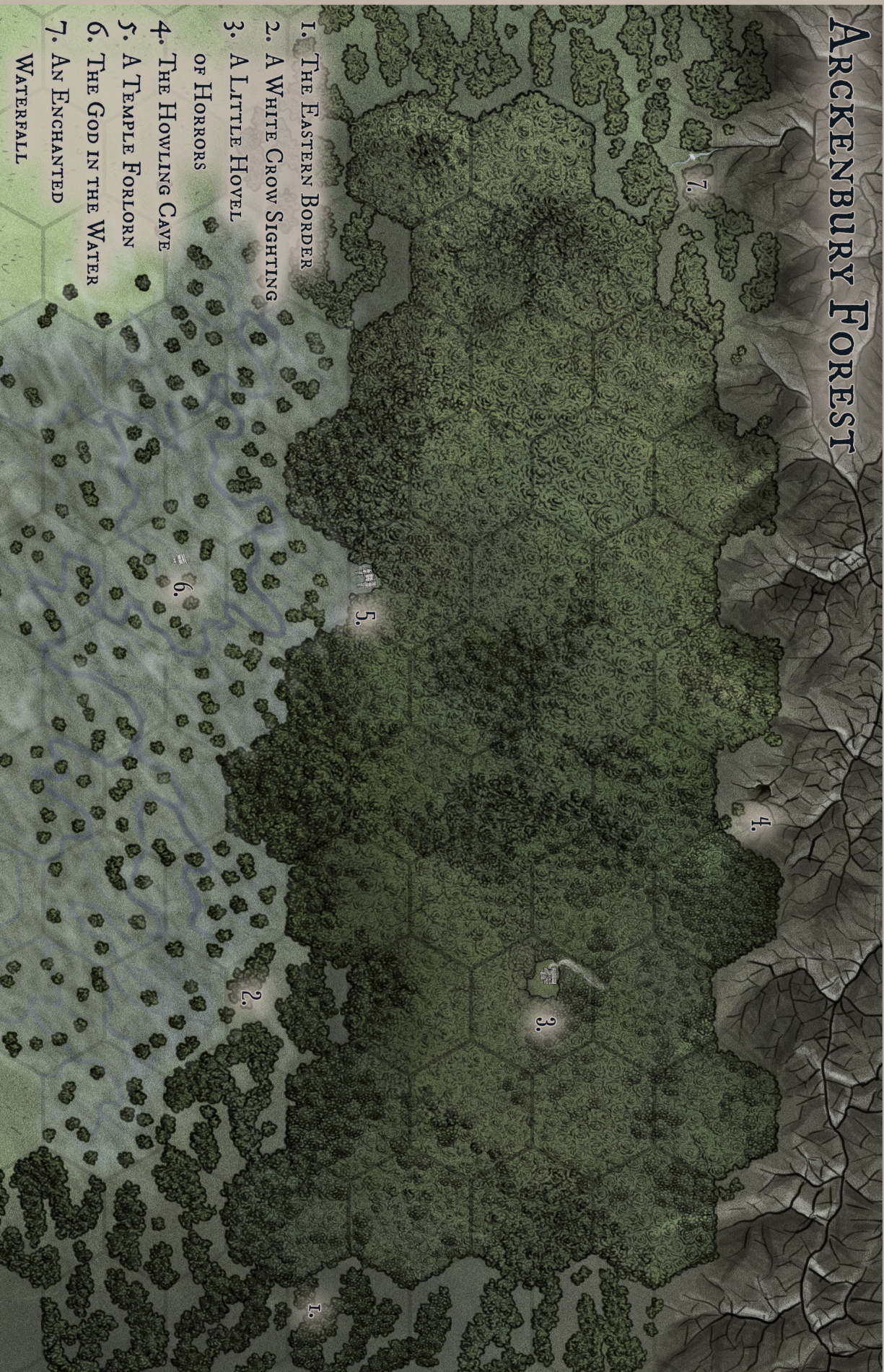
OSTWALD'S DOCKSIDE DISTRICT



1. OLDE GATE
2. THE WRETCHED
WIDOW'S INN
3. THE GREAT MARKET
4. THE DOCKS
5. THE CITADEL OF THE
SEA LORDS
6. THE SOUTH GATE
7. SAINT AR'DAUMON'S
CATHEDRAL
8. SAINT AR'DAUMON'S
CEMETERY

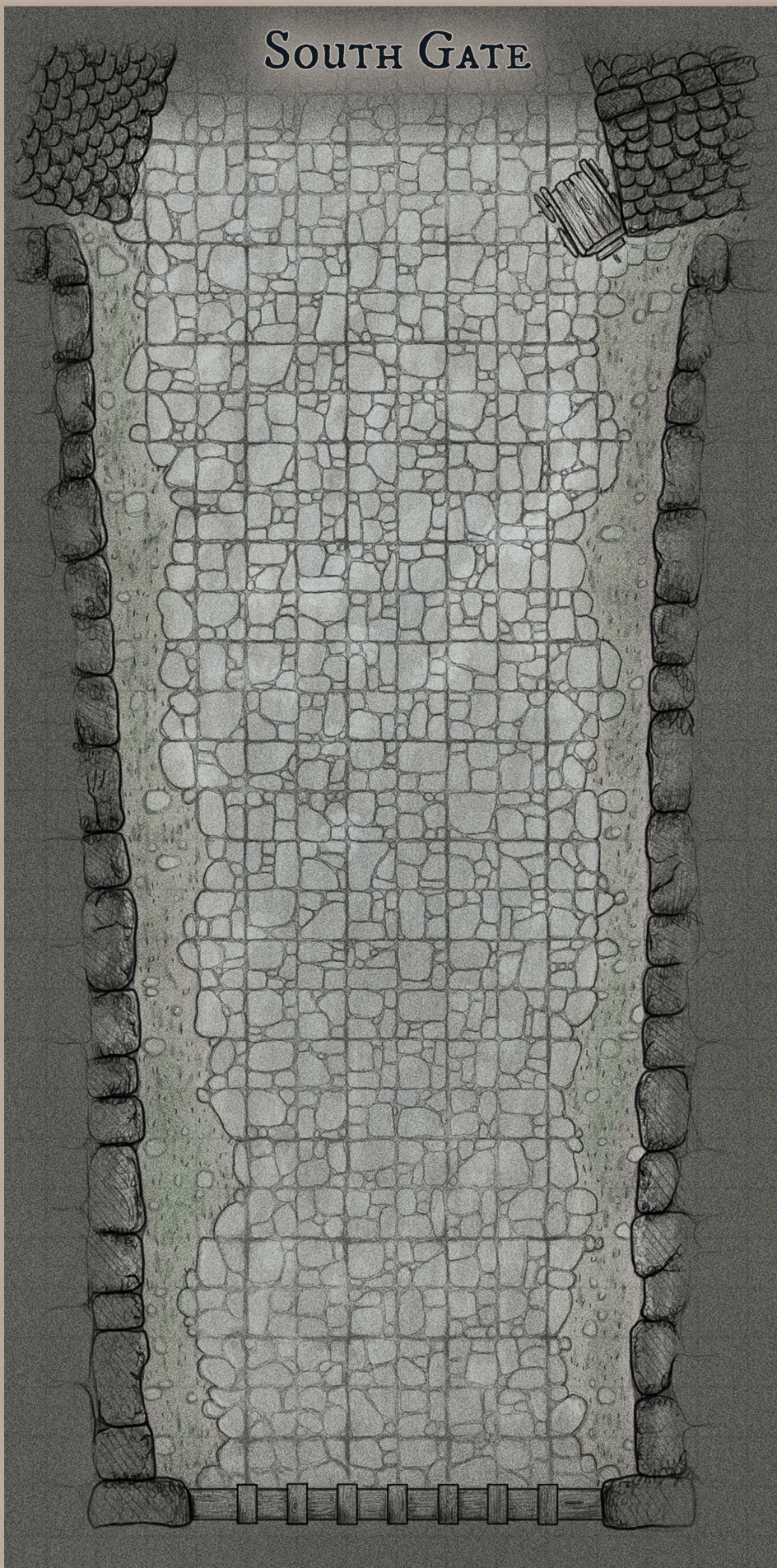


ARCKENBURY FOREST



1. THE EASTERN BORDER
2. A WHITE CROW SIGHTING
3. A LITTLE HOVEL
OF HORRORS
4. THE HOWLING CAVE
5. A TEMPLE FORLORN
6. THE GOD IN THE WATER
7. AN ENCHANTED
WATERFALL

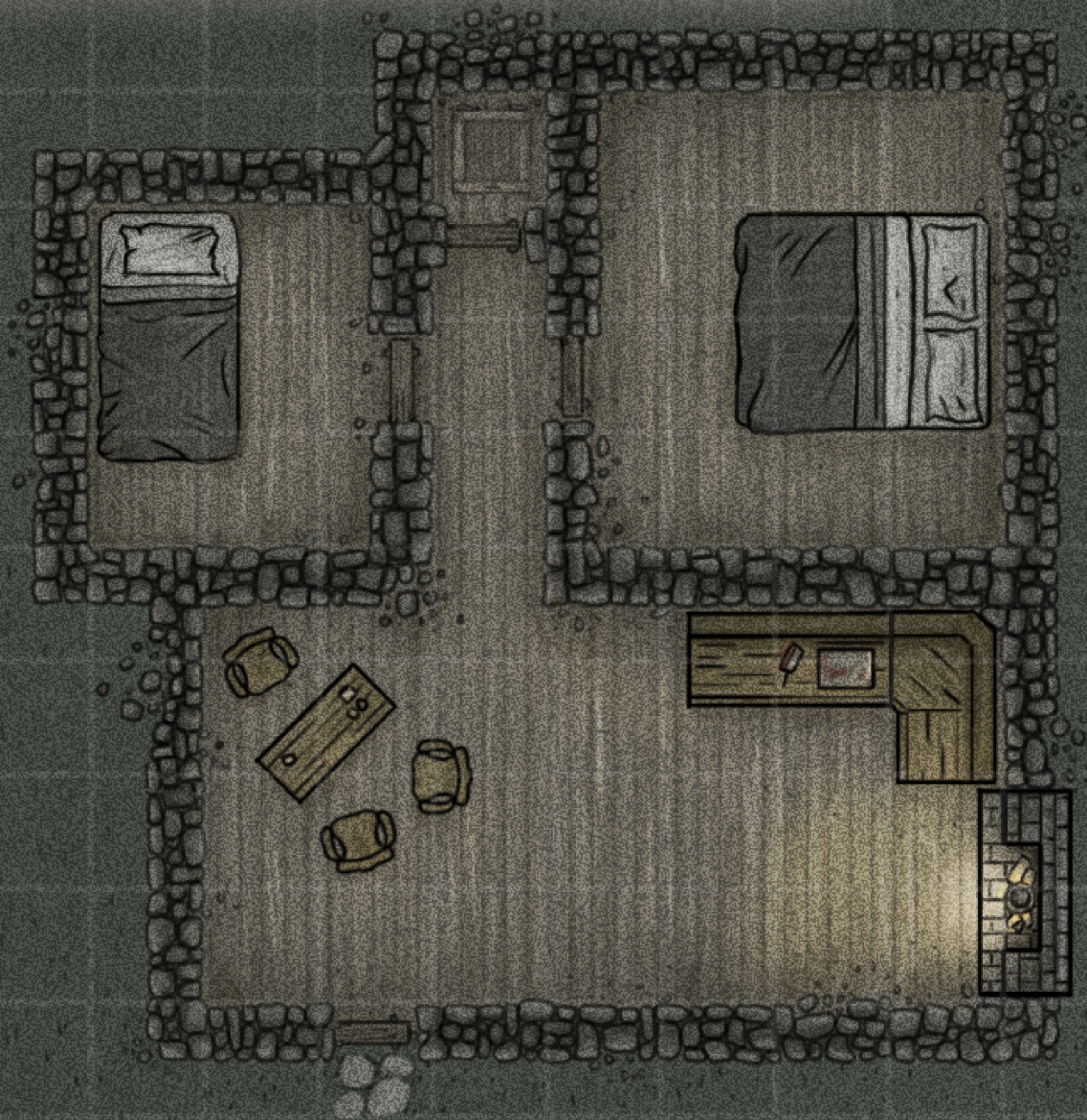
SOUTH GATE



THE WRITHING GATE



A LITTLE HOVEL OF HORRORS

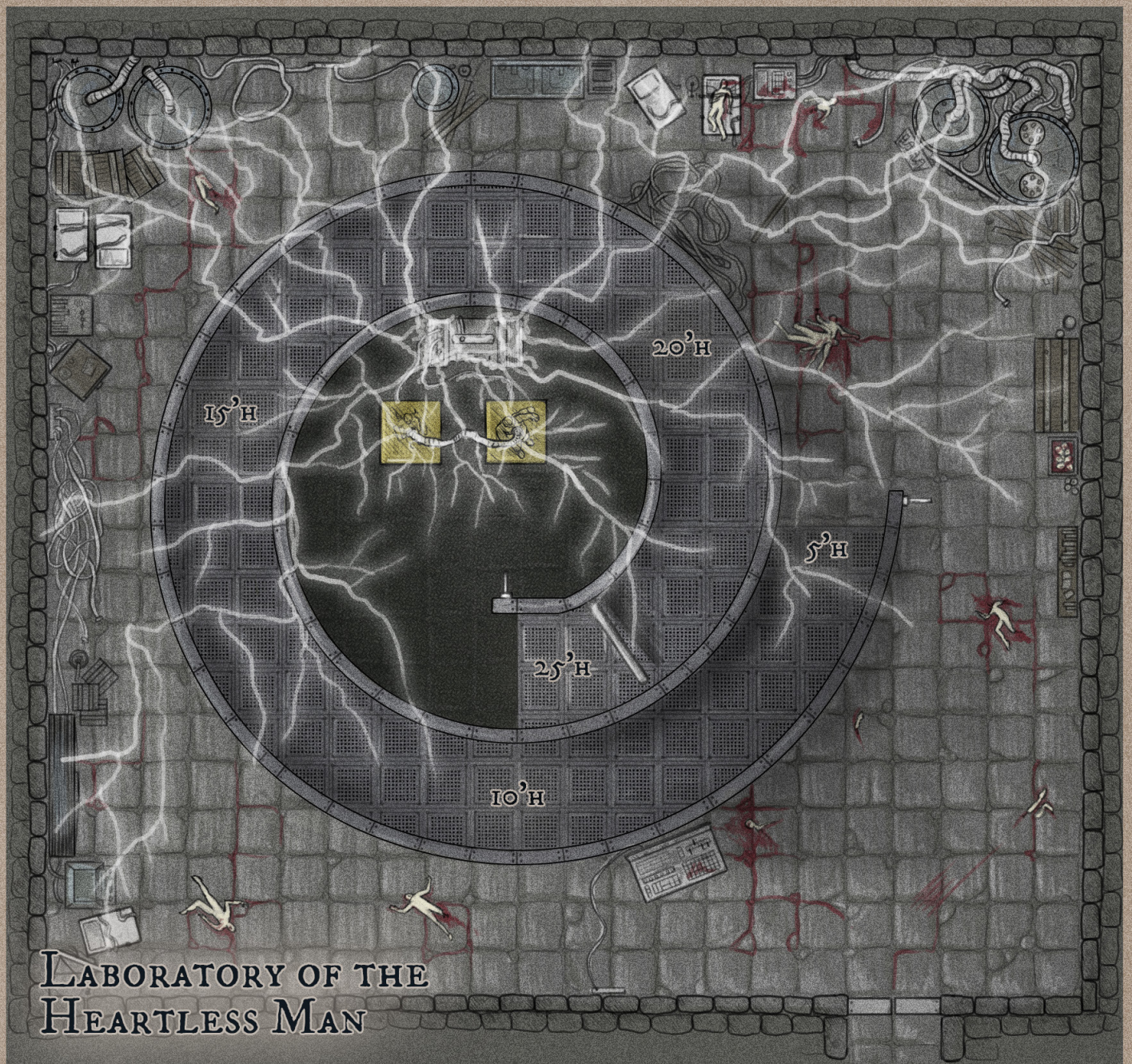


THE HOWLING CAVE





THE GOD IN THE WATER



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