

City of Thieves



Lands in Shadow for Shadow of the Demon Lord

Along the southernmost reach of the Crescent Bay, a jumbled city covers a narrow, jagged peninsula, like a scab that just won't heal right. The city of Pruul was once a shining jewel with great wealth, power, and influence that equaled or even exceeded the other cities of the Confederacy of the Nine, of which it is a member. But the city's relentless greed and avarice caused it to tear itself apart, as a tiny minority of rich got richer, and the massive majority of the poor got poorer. In the aftermath of bloody riots that brought down the city's ruling elite, criminals and other unsavory elements filled the power vacuum as the only form of stability and order. Although a hollow shell of its former glory, Pruul, now known as the City of Thieves, serves as a hub for rogues, pirates, brigands, escaped slaves, debtors fleeing their debts, and a variety of other misfits and miscreants.

This installment of the *Lands in Shadow* series provides a lawless place with its own dangerous and obscure rules—a city where anyone with sharp wits

~Credits~

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and a sharper knife can carve out their own destiny. As with the other installments in this series, the information presented here serves as a starting point for bringing the city to life in your game. The details provided are intended to spark your imagination for customizing the setting to your liking, and you should certainly change anything you see fit in order to make it your own.

Wealth for a Thousand Years

Like most of the city-states that would eventually form the Confederacy of the Nine, the Witch-King Ashrakal chose the site upon which Pruul would be built to serve primarily as a military stronghold to consolidate his hold on his conquests. The site's coastal location made it ideal as a port for the building and supplying of warships, while also serving as a minor trading center. The armies of the Men of Gog descended upon the small human settlement already present on the rugged peninsula, slaughtering most of its inhabitants, and enslaving the rest. These slaves, along with a horde of others marched in from Dis, the City of Chains, were driven day and night to raise the city's grim walls, followed by the construction of several imposing fortifications around which the city itself was built.

Squatting on the southern tip of the Crescent Bay, Pruul worked in tandem with Azûl to the north to ensure that the strategically important body of water remained securely in the Witch-King's iron grip. The bulk of the city was built on the peninsula, a giant outcropping of exposed granite, whose steep cliffs provided additional protection from would-be marauders.

As countless slaves built Pruul's walls and fortifications, scouts and prospectors surveyed the land and discovered that it held a bounty of plentiful resources: rich veins of iron, silver, copper, and tin in the ground, along with massive schools of fish and vast beds of pearl-bearing oysters in the bay. Upon discovering the land's wealth, the Witch-King had the slaves shift their focus from building defenses to harvesting this untold wealth, transforming Pruul from a minor outpost on the edge of his realm to a major military, economic, and industrial base for his unholy kingdom.

For decades, Pruul grew at an astounding rate, bolstered by huge purchases of slaves from Dis employed to raise buildings, dig mines, and erect piers and jetties. In addition, twelve mysterious black, windowless, towering obelisks of basalt and white-veined marble were erected as a testament to Ashrakal's power, each believed to be filled either with great riches or vile blasphemies, or both.

Every tree within a hundred miles was cut down to build ships and siege weapons for the never-ending wars the Witch-King waged throughout the continent

of Rûl. Deep mines excavated the vast wealth beneath the city. Workshops, blacksmiths, and smelters toiled ceaselessly, aided by a seemingly endless supply of slaves. For the minions and cronies of the Witch-King, Pruul and the surrounding land seemed like an endless resource that would enrich the sorcerer's kingdom wars for a millennium or more.

Then the Kalasans arrived.

Over the next five years, Pruul easily endured numerous assaults from these strange invaders from the east. Wave after wave of Kalasan soldiers attacked from the land and sea but failed to breach its walls or scale its cliffs. An effective siege was all but impossible, due to Pruul's vast stockpiles of supplies and its easy access to food from the bay and ocean via secret tunnels cut through the rock down to the shoreline of the peninsula.

It was one of these tunnels that would be the city's undoing. Under torture, a Gog prisoner revealed the presence of a secret entrance along the rocky walls of the cliffs facing the bay to a passageway that wound upward into the city's main fortress. Through this tunnel, a small troop of elite Kalasan soldiers snuck into the fortress, hacked their way to the city gates, and flung them open for the rest of their armies to flood in. Mopping up the remaining forces holed up in the city's lesser fortifications took several more months of siege and frontal assaults, but eventually the Witch-King's army in Pruul was starved out or decimated.

From War, Prosperity

The capture of Pruul proved to be a true treasure for the Kalasans. Slaves had already performed the hard work of building docks and digging mines, allowing the invaders to use the city both as a powerful beachhead and a center of commerce from which to wage their war against Ashrakal and the Men of Gog.

The vile idols of the Witch-King were torn down, burned, or toppled into the sea. The dozen Black Obelisks scattered throughout the city, however, proved impossible to either breach or destroy. Fearing their unknown power, the Kalasans simply walled them off, and over time they were ignored and then eventually forgotten by the populace—an act that would prove tragic many years later.

As the other city-states that would eventually form the future Confederacy fell or surrendered to the Kalasans, Pruul served as a crucial trading and shipbuilding port. Goods from the north and south flowed into and out of its docks, and eventually from the west as the Kalasan conquest expanded into the interior of the continent. The mines dotting the south and west of the city proved more robust and varied than thought, producing huge quantities of gold, iron, silver, copper, tin, and gems.

For centuries after the Witch-King's downfall, the citizens of Pruul lived long, fruitful lives and even the poorest among them had little to complain about, compared to other common folk throughout the continent. Other than the occasional pirate raid, most citizens had little to worry about: food was plentiful, work was abundant, and pay was high. This "golden era" marked the highest point of Pruul's expansion and population.

The Sins of Envy and Greed

The establishment of Caecras as the seat of the Empire initially brought additional prosperity to Pruul, but also the seeds of its undoing. A hundred years after the Empire's founding, the great-granddaughter of Eronymous, Gwyneth the Iron, named the wealthiest and most influential of Pruul's merchants and captains-of-industry as lesser Imperial nobility.

Despite all the wealth that Pruul enjoyed, it paled by comparison to another: Kem, the City of Gold. Although trade between the two cities was brisk and lucrative, the landed gentry of Pruul bristled with envy at the huge amount of coin Kem raked in, and the overt opulence its citizens enjoyed, which greatly exceeded that of Pruul. In addition, the gentry of Kem were unabashed in their snobbery and condescension towards those in Pruul, viewing them as little more than uncouth upstarts.

Heady with power and poisoned by jealousy, Pruul's newly minted lords and ladies expanded their reach, building extravagant villas and farms in the country south of Pruul, while simultaneously engaging in riskier and bolder economic ventures. Slavery, a practice long abandoned after the city was wrested from the Men of Gog, slowly and quietly returned to Pruul, first behind the walls of the villas and mansions of the rich, but soon in the mines and farms surrounding the city. Production soared and wealth flowed in faster than ever, but it still wasn't enough to compete with their hated rivals in Kem.

The Dread Discovery

Three centuries ago, the ruling autarch Zenneth faced a serious challenge to his authority from Vikra, his chief rival and the head of the city's Mining Guild. Egged on by the guild master, Pruul's wealthy elite increasingly expressed their lack of confidence in the autarch's ability to surpass the economic powerhouse of Kem. The savvy and cunning Vikra parlayed their discontent into support for her political challenge to Zenneth. An election was called, and massive bribes were made by both sides to secure the final tally that would ultimately determine the next leader. Zenneth's

spies quickly determined that the amount of bribes flowing out of Vikra's coffers would overwhelm Zenneth's several times over.

Desperate to find additional monies to compete in the spiraling bribery war, Zenneth turned to a soothsayer to guide him. After communing with the spirits, the soothsayer was suddenly overcome with a seizure and collapsed. Flailing and foaming at the mouth in Zenneth's arms, she uttered a cryptic last phrase: "the obelisks ... great riches ... one word will open them all." Then, grabbing him by the hair and yanking his head down, she whispered a word of Dark Speech into his ear, its malevolent dark power causing him intense pain as it seared itself into his mind. Once the word was spoken, blood instantly poured from the soothsayer's eyes and ears, as she writhed and twisted in agony until she died.

After this grotesque episode, Zenneth donned a disguise and made his way through Pruul's streets in the dead of night. He visited each of the dozen Black Obelisks, speaking the word of power that allowed him to enter each one. His bodyguards followed him at a discreet distance, surprised that after entering each one, he exited without any gold, treasure, or any item at all. They became even more alarmed by Zenneth's increasing mania and the madness that crept into his eyes. He returned to his throne in the Coral Fortress empty-handed but cackling with hysterical glee for hours until dawn broke.

In the next few days just before the election, Zenneth's luck turned miraculously around—his personal mines suddenly discovered rich lodes of precious gems and deep veins of gold, his seaborne ventures returned to port loaded with fine silks and treasures, and, by bizarre coincidence, workers renovating the palace accidentally broke through an old wall that concealed a massive treasure trove of gold and gems left behind from the days of the Witch-King.

With his sudden new-found wealth, Zenneth handily won the final election tally, retaining control of Pruul's autarchy. The night after the election, Vikra was found dead in her bed, her head half-submerged in a puddle of her own blood, which had apparently exploded from her eyes and ears.

His subsequent decrees and shifts in policy brought in immense wealth for both him and Pruul's elite, but at great cost to the lesser citizens of the city. Wages were slashed to a tenth of what they were before while their work was doubled, and little regard was paid to the workers' safety or need for rest.

In a manner of months, the city became an archipelago of walled manors filled with armed guards and unimaginable luxury surrounded by a sea of the poor desperately living in the worst conditions Pruul had ever seen.

Increasingly plagued by voices and hallucinations since the night he set foot in the obelisks, Zenneth's reign came to an end when his mind finally snapped and he immolated himself in the garden of the Coral Fortress.

Thereafter, autarchs came and went in quick succession. Rumors suggested that each one, somehow, learned the word of power that allowed passage inside the obelisks and discovered the secrets contained within. Each autarch died in sudden, terrible and horrifying ways—the riches, however, continued to flow into the coffers of Pruul.

The Fires of Revolt

For most of Pruul's citizens, life went from terrible to worse. Crime became rampant, with muggings, theft, and murder happening openly in the streets as an everyday occurrence. The wealthy elite would only venture from the safety of their mansions while under heavily armed guard, who would brutally beat or even kill anyone who came within a few yards of their employers.

The spark to the powder-keg came about two centuries ago when the autarch Orek Silverhands ordered the slaughter of over 200 miners for failing to meet an impossibly high quota. Enraged, the oppressed citizenry exploded into riots all over the city, and by nightfall, the entire city was engulfed in flames. Most of the ruling elite fled the city, hoping to find refuge in their villas in the hills and fields to the south and west. Those caught before they could escape were slain in gruesome ways, roped and drawn high upon the Black Obelisks. Those few of Pruul's elite who were either brave or stupid enough to remain were massacred en masse, their mansions looted and burned, and those few who survived were shipped off to Dis to be sold as slaves.

Although successful in overthrowing the tyranny, the revolt lacked a single leader to unite the violent masses. Pruul descended into chaos and anarchy for years to come. Terrible fires engulfed entire wards at night, while rampant violence ruled the streets during the day.

The First Thieves' Guild

In the decade that followed, the remaining populace survived by banding together into brutal gangs, united together for security and to exploit the weak, with extortion and murder as the order of the day. Despite its dramatic collapse, Pruul still remained a critical port for merchant ships needing supplies and repairs. Roving gangs demanded exorbitant "fees" from these ships, whenever it wasn't easy for them to simply overwhelm and kill the crew and steal their cargo. Anyone and everyone was a target and only the strongest survived.

Salvation of a sort came with the rise of a vicious but charismatic crime lord named Hagan. Hagan was a street hustler and conman, who, through wit and charm, sometimes managed to gain entry into the galas and parties of the elite society that survived, consolidated, and fortified themselves outside the chaotic city. He quickly found profit and advancement there by taking on discreet tasks and dirty deeds on behalf of his rich friends. One day, however, when his lover in the city was brutalized and killed simply because he walked down the wrong street, Hagan had had enough.

He hunted down the gang members responsible for his lover's death, torturing and killing each of them in particularly vicious and gory ways. Working his way up the gang's chain of command, he burst into their central lair, strode up to the gang leader and throttled him in front of his stunned minions. Tossing the dead man's body out on the street, Hagan claimed the gang as his own.

Within a year, he singlehandedly unified or cowed into submission every other gang in the city. Then, using the skills he gained from his exploits among the rich elite, Hagan convened a meeting with the surviving leaders of the remaining gangs. Over the course of two weeks—and after a few recalcitrant leaders were killed—all the gangs agreed to sign a compact and form a guild. They divided up Pruul into territories in which each gang would control all criminal activities therein, as well as suppress any random and mindless theft and violence. No gang could take overt action against another without securing the gang council's permission. As an ironic throwback to the past, Hagan was named autarch of Pruul, and a brutally enforced order finally came to the city in the form of the first thieves' guild on Rûl.

The level of crime and corruption in the city waxed and waned over the next decades, as various autarchs altered the wording and intent of the guild compact to suit their own purposes. The sources of Pruul's wealth—ports, mines, and pearl beds—opened and closed for business, depending on the mix of efficiency and greed any particular autarch might demonstrate. When the gangs controlling the Harbor Workers Guild were strong and powerful, trade would trickle back in; when they were weak, trade evaporated, as merchants throughout Rûl feared making port in the City of Thieves only to be boarded and plundered.

Pruul Today

Compared to its once-former glory, Pruul remains a burned-out, hollow shell. With only a quarter of the citizens it once had before the terrible riots, its streets are sparsely populated and most individuals

move very quickly, skulking quietly from place to place, usually under the cover of darkness—only those who have the muscle or the means to hire boydguards travel openly in daylight.

Commerce and production in the mines has slowly increased over the years. Trade caravans and merchant fleets trickle in and out of the city, drawn by the knowledge that the city still holds immense potential wealth. The citizens live in constant fear of being robbed or murdered on a daily basis, which has made them a paranoid and distrustful lot.

The current autarch has reached out to Pruul's sister cities in the Confederacy of the Nine, and beyond into the Empire, to both encourage trade and to offer the city's services in the areas of theft, forgery, and armed thugs. A lordling from Qif, for example, might hire an experienced crew from Pruul to burglarize a rival, thus obtaining expert work and plausible deniability if things go wrong.

The Council of Thieves

Pruul's current autarch, a wily old woman named Lady Cat, is the great-great-great-granddaughter of Hagan. The autarch represents the city to the outside world, enforces rules, and, unique to Pruul, serves as the head of the Thieves' Guild.

The hierarchy under the autarch includes the Council of Thieves, consisting of the Grand Bosses of the eight gangs and the twelve Guildmasters of the various guilds and other special interests not directly associated with organized crime. The Council meets once a month to discuss business and set the rules regarding extortion, turf disputes, claims on raiding caravans, and other internal matters. When any newcomers arrive in town, they are clandestinely monitored and evaluated by spies who work directly for the Council, who then decides if they can be robbed and by whom.

As long as a grand boss sticks to their territory and keeps their minions from straying too far out of line, they are free to do as they please. Skirmishes and power grabs between the gangs are common, even expected and encouraged, but becoming too greedy or power-hungry is likely to bring down the full wrath of the entire Council upon the offender. The grand bosses are also expected to provide basic civic services for their territory, like taking measures to protect them from fire, flood, and plague, as well as doing whatever they can to encourage the slow rebuilding of the city.

While the Thieves' Guild rule of Pruul is brutal and unforgiving, it has maintained relative order over the past century-and-a-half.



Lady Cat, Autarch of Pruul

The current autarch of the city is the great-great-great-granddaughter of the infamous and revered Hagan, the "savior" of Pruul and creator of the first Thieves' Guild. Simply known as Lady Cat (born Caitlyn), she has ruled the city for close to forty years. She is an elderly woman, seemingly bent and hunched over, but occasionally shows a surprising grace and athleticism that puts the unwary off guard. In addition to her lineage, she earned her own well-deserved reputation as a remarkable second-story thief and burglar, robbing both within Pruul and many other cities across the Confederacy and the Empire.

Cat exudes the manner of a kind, almost sweet, but firm grandmother, even when she orders someone to be tortured and killed. The Grand Bosses are all too familiar with her wrath, but there are some young upstarts and outsiders who are often fooled into believing her harmless. She is loved and feared by her underlings, whom she considers her wayward children. Despite her age, many believe she'll never die and reign as autarch forever.

Cat hides a secret from all but her most trusted advisors. She discovered a talent for transformative magic and for years has been disguising herself in the role of various spies, envoys, beggars, and even animals to gain an advantage on her rivals and

enemies. She often portrays herself as “Simone,” a ravishing beauty who speaks on behalf of Cat whenever the Lady is “unavailable.” Simone has taken more than a few rivals to bed in this form, hearing their secrets, and sometimes killing them in their sleep if she sees them as a threat, or as punishment for some misdeed or treachery.

LADY CAT

DIFFICULTY 100

Size 1 human

Perception 17 (+7)

Defense 13; **Health** 76; **Insanity** 0; **Corruption** 2

Strength 8 (-2), **Agility** 13 (+3), **Intellect** 15 (+5), **Will** 14 (+4)

Speed 10

Hide in Shadows Cat can attempt to hide when she is at least partially obscured by shadows and even when she is being observed.

Keen Senses Cat makes all Perception rolls with 1 boon.

Move Silently Cat makes challenge rolls to sneak with 2 boons.

Superior Transformation When Cat casts a Transformation spell to assume a different form, she gains one of the following benefits until she returns to her normal form:

- +1 bonus to Defense
- +2 bonus to Speed
- +4 bonus to Perception
- +5 bonus to Health

Trickery Twice per round, Cat can make an attack roll or challenge roll with 1 boon. If she makes an attack roll with a boon granted by this trait, the attack deals 1d6 extra damage.

ATTACK OPTIONS

Long knife (melee) +3 with 1 boon (2d6)

SPECIAL ATTACKS

Opportunist When a creature Cat can reach takes damage from an attack, she can use a triggered action to attack the triggering creature.

SPECIAL ACTIONS

Dodge Cat can use an action, or a triggered action on her turn, to choose one creature she can see within short range. Until the end of the round, the target makes attack rolls against Cat with 1 bane and Cat makes challenge rolls to resist the target's attacks with 1 boon.

Escape Artist When Cat is grabbed, she can use a triggered action to escape. See *Shadow*, page 73 for other benefits from this talent.

Quick Reflexes On Cat's turn, she can use a triggered action to hide or retreat.

Swift Transformation On Cat's turn, she can use a triggered action to cast a Transformation spell she has learned.

MAGIC

Power 3

Transformation mask (4), *animal shape* (2), *bounding step* (2), *murmuration* (2), *improved animal shape* (1), *object form* (1), *mist form* (1)

END OF THE ROUND

Epic Recovery Cat removes one affliction from herself.

Epic Adversary Roll 1d3 + 1 to determine how many actions Cat can use during the next round. Cat can use these actions during any turn and can do so before her enemies act. Each time she uses an action, she can move up to her Speed before or after resolving the action without triggering free attacks.

Rule by Guild and Gang

To be a citizen of Pruul means to be a part of either a gang or a guild. Every aspect of life in the city—from general shopkeepers and skilled craftsmen to simple mine workers and day laborers—belongs to or pays

tribute to either a guild or a gang, or both. As in other cities, guilds manage and protect the interests of particular professions and vocations, while gangs claim particular turf within the city as their own to exploit. To most outsiders, however, there is little to differentiate between a guild and a gang.

Tradesmen pay their guild a portion of their profits, while the average citizen pays protection to the gang that claims the territory they live within. The balance between the guilds and gangs is delicate, often breaking down into violence before the autarch and the Council step in to keep things from spiraling out of control.

The Grand Bosses rule over large gangs that have divided up every square inch of the city and nearby countryside. Technically every thief, prostitute, thug, pickpocket, and murderer-for-hire belongs to one of these gangs. However, some small upstart gangs exist, either giving lip service and a small percentage to the grand boss above them, or keeping on the move to avoid attention. Some of the grand bosses allow these “freelancers” to ply their trade for a while, judging them for talent, or using them as handy scapegoats for their own duplicitous schemes against their rivals.

Individual thieves, typically those not originally from Pruul, sometimes pull jobs in the city without permission from anyone. They are typically hunted down, beaten, tortured, killed, and then displayed in public in gruesome fashion as a warning. Still, there is both plenty of action and places to hide for a single thief to make a decent living in Pruul, as long as he or she is willing to take the risks.

The guild masters control the various guilds: Mining, Masons, Woodworking, Harbor Workers, Agriculture, Textiles, Teamsters, Corpse Workers, Leatherworkers, Smiths, Pearl Divers, Gemcutters, Merchants, and Moneychangers.

The Poison of Greed

Pruul was named the City of Thieves for a reason. Since its creation, the desire for great wealth and envy of those with more has seeped into the soul of every man, woman, and child. It is thought that Zenneth's discovery (bargain?) inside the Black Obelisks brought with it a curse that affects anyone who spends any significant amount of time within Pruul's walls.

From the lowliest beggar to the autarch herself, plenty never seems to be enough. The average citizen of Pruul will generally not think twice about committing terrible acts to acquire more wealth in ways that would be thought horribly unspeakable in other lands.

Thieves, Misfits, and Outcasts

Brave (or stupid) merchants aren't the only people who travel to Pruul. The lawless reputation of the

city has spread to all corners of Rûl as a place full of thieves, murderers and ne'er-do-wells. But it is also often spoken of as a place where a person's past is unimportant, where you can be whoever you want to be, no questions asked. Exiles and outcasts from other lands are drawn to Pruul as a place to start over, as well as escaped slaves or those on the lam from leg-breaking debt collectors. Adepts of dark magic or people with bizarre sexual appetites are allowed to pursue their taboo interests without interference, so long as they pay off the right gangs and guilds. Regardless of one's reputation or predilections, nearly anyone can find gainful employment in the service of one grand boss or another, or if they already possess enough coin, refuge and anonymity are also possible to obtain.

Pruul also beckons the insane and corrupted to pass through its gates. Perhaps some among them hear whispers from the Black Obelisks in their dreams that draw them to the city. Cutthroats from the Pirate Isles or the Kingdom of Sails make frequent port at Pruul and some even decide to settle in the city. In general, ancestry means little here and the city is surprisingly diverse with orcs, dwarfs, changelings, and even stranger things.

Inside the City

Pruul sits atop a narrow, jagged peninsula of exposed granite, and spills down the steep, rugged cliffs to the water of the Crescent Bay below. The original Gog builders cared nothing for aesthetics, focused entirely on practicality and defense, which made for a city that is dark, cramped, crowded, and claustrophobic, with confusing, labyrinthine streets wending wildly among the buildings. The bulk of the city sprawls on the top of the cliffs, and spreads downward to the south. The peninsula's promontory isn't at all flat, and the first builders made no attempt to level the steep hills or fill in the deep ravines that split the city. As a result, the city is partially vertical, with many homes and shops hewn from the rock or built on the sides of narrow cliffs. To cross from one end of Pruul to the other, a person might have to climb many flights of stairs and tall, rickety ladders, wend their way carefully across narrow rope bridges swaying in the wind, or, if they're lucky or have enough coin, use one of the numerous cleverly designed elevators situated across the cliffsides.

Even though it still boasts many thousands of people, large swaths of the city remain unoccupied, the buildings left vacant or in ruins. Most people live in the northern reaches of the city, with most of the neighborhoods to the south abandoned, slowly succumbing to time and the elements.



Fire, Smoke, and Stench

Pruul is constantly shrouded by a choking miasma of fog, smoke, and a mélange of various nasty odors. Even the strong breezes from the Crescent Bay do little to disperse the cloud, instead swirling it atop the city in a persistent vortex of foulness. Fires are a constant threat, occurring with alarming frequency—some accidental, but most from arson as gangs burn out rivals, or set fire to the businesses of merchants refusing to be extorted. Even in its golden heyday, none of Pruul's autarchs gave much thought to investing in a decent sewage or drainage system, so the streets are constantly filled with garbage and night soil.

The Coral Fortress

Once the Men of Gog's seat of command, the Coral Fortress now serves as the personal palace of the autarch and the city hall. Squat, ugly, and menacing, it was so named when an insane autarch long ago commissioned terrifying sculptures crafted from coral harvested from the bay to line the walls and towers. Within its walls, Lady Cat trains her own elite crews of professional thieves, second-story men, and forgers who are then hired out to clients abroad. The fortress's rooms and halls are surprisingly spartan, with any of the visible displays of opulence, wealth, and power reserved for the main conference hall where the Council meets—a reminder of who is truly in charge.

The Harbor and the Switchbacks

In order to access the deep-water port from the top of the promontory, the Men of Gog ordered their slaves to hew long switchbacks into the granite. These are now lined with buildings made from wood, or even carved into the cliffs themselves. With the exception of a few wooden elevators that lift goods up and down the walls, the switchbacks offer the only way to and from the harbor, and are, of course, controlled by several gangs, each demanding tribute to pass.

The harbor is a huge, sprawling affair built to last the ages that can handle dozens of ships at a time, although it sees little activity these days. Currently the Black Sails gang controls the harbor, along with the Harbor Workers and Pearl Divers guilds.

The Old Manors

The wealthy elite of yore built huge, castle-like mansions throughout the city. After the riots and revolt that tore the city apart, most of the manors were looted and gutted, with many burned to the ground. However, several were built of granite and marble and still survive to this day. Many of the grand bosses and guild masters reclaimed these manors to serve as their bases of operation. Others are ramshackle frames that are home for the most downtrodden of Pruul's citizenry.

The Black Obelisks

Dotted throughout the city loom a dozen obelisks, fifteen feet to a side and a hundred feet tall, made from basalt and black marble streaked with white veins. The obelisks are windowless, and only the faintest of lines indicate a doorway on one side. At various times throughout the centuries, the obelisks have been walled off to keep people away from them, or nearby buildings torn down as if to maintain a clear path at a safer distance from these ominous structures. The obelisks are seemingly immune from harm, both mundane and magical.

Created by the Men of Gog on behalf of their Witch-King long ago, no one is entirely sure what they are for or what they contain within. The only hints are the stories of the cursed autarch Zenneth, who allegedly learned a word of power that allowed him entry inside. Mystics, priests, scholars, and witches have all attempted to break the seal or divine what they contain within. Those who find themselves too obsessed to abandon their quest are driven slowly and irrevocably insane by bizarre hallucinations and voices in their heads whispering dark and terrible things.

Many suspect that the obelisks contain devils who make Faustian bargains with whomever can gain entry. Others believe they contain untold treasure

or maps to other troves. Some think they are portals that lead to strange, twisted lands where reality is unimaginably different. Regardless of what's inside them, the only known way to enter a Black Obelisk is to utter a specific word of power, which, so far, has been lost to history.

Cliffdown

This district sits immediately above the harbor and the Switchbacks. The bulk of Pruul's average folk live here, plying their trades, paying protection money, and striving to steer clear of the city's worst predations. The Ruddy Buggers Gang, led by their corpulent and insatiably greedy Grand Boss Thomas Two-Fingers, lords over this ward. Considered the safest of the wards in terms of violence, pickpockets and muggers abound. Merchants perform their transactions from behind iron gates, forcing buyers to assess their purchases from a distance. Many people make a living as armed thugs and watchmen for these merchants, keeping an eye out for trouble and bashing heads whenever trouble inevitably arises.

Eastridge

Overlooking the azure waters of the Auroral Ocean, Eastridge is the most affluent and intact ward of Pruul. Many guild masters, wealthy merchants, and even retired pirates live here, making their homes in the old manors. Every manor has its own personal guard and the streets are heavily patrolled to keep out the rabble. Of course, in a city full of thieves, this makes Eastridge a target for burglars and conmen, looking to plunder the hordes of treasure locked behind walls and in vaults. Strangely, this area also boasts the highest density of Black Obelisks in Pruul. The plazas around these obelisks often serve as public venues where gang leaders and businessmen meet and plot, unaware that the obelisks might be exerting some kind of dark influence upon their thoughts and deeds.

The Shambles and the Gate

The area known as the Shambles was once an affluent area adjacent the city gates. Merchant houses, inns, and marketplaces were abundant here. It was also one of the first places to fall and burn during the devastating riots long ago. As the population shrank, Pruul's inhabitants retreated from this ward, leaving behind street after street of abandoned and burnt structures. Today, only a narrow corridor from the main gate to the inner city remains populated and guarded, with the rest of the ward a mix of ruins, shanties, and lean-tos where many small gangs and bands of criminals come and go. The Golden Key gang, led by a craggy-faced dwarf named Kikrin Null,

controls this narrow passageway. The gang is run more as a militia than a criminal venture, trading pickpocketing and burglary services for extortion, toll fees, and general shakedowns.

As an act of unity, the main city gate itself is staffed by members of every major gang and guild, all of them currently under the command of Gate Warden Stalwart, an ancient battered and dented clockwork infamous for his cynical demeanor.

The Scars

The Scars are Pruul's most notorious and dangerous areas above ground, so named for the twin canyons that split the city in two, several hundred feet deep from the top of the peninsula's promontory. The Scars are home to a thousand or so people, who live in perpetual shadow and gloom except when the sun shines directly overhead, and even then it is dim at best, filtered through the ever-present foul fog and smoke cloud that lingers over the city. It serves as the city's dumping ground for garbage and junk, as well as people, alive or dead. Uncontrolled fires sometimes sweep through the Scars, often set deliberately to clean out the refuse, living or otherwise, which illuminate the city from below in a hellish glow of flame, sparks, and putrescent black smoke. In fact, when these fires burn through the canyons, it is easy to believe the Scars are the closest thing to Hell on Urth one might ever find.

The Undercliff Tunnels

The ground beneath Pruul is riddled with tunnels that lead to the harbor and the ocean, out past the city limits, or plunge deep into the unknown. Most of the passageways have either been sealed off or collapsed, though new passageways are constantly being discovered. The upper levels of the tunnels are almost a town themselves, where desperate gangs and the most wretched of scum live, preying on each other and any on the surface who venture too close to their entry points. Odd artifacts from the era of the Witch-King are occasionally discovered; most of these are smuggled out of the city, where they fetch absurdly high prices. Rumors abound of terrifying creatures, malevolent spirits, and foul abominations lurking in the dark depths of these tunnels.



The Mines and Southern Estates

The southern and western mines that gave Pruul its initial wealth dot the countryside around the city, mostly inactive. Although many of these mines sit waiting for anyone to claim them, threats, assaults, and wholesale looting by the various gangs and guilds means that no one can hold a mine for long. An entire subgroup of the Thieves' Guild exists to stalk and plunder any caravans attempting to cart away ore and gemstones from any mining venture unlicensed by the Council.

The land due south of Pruul is still rich in a variety of commodities: iron, marble, gold, silver, tin, and gemstones. Perhaps guided by nefarious insight, the autarchs of old would locate new veins almost as quickly as previous ones petered out.

The Mining Guild still operates here, albeit at greatly reduced numbers. Only the most desperate go into the mines, since they are generally in poor condition and treacherous, often the target of raids from outside gangs, or serve as the lairs of various monsters. While workers are paid decently for the risks involved, their careers (and lives) are usually short, and there are always open positions available due to high turnover.

There are several estates and farms in the south with intact manor houses where many of the city's wealthy elite fled during the great riots. Several still host the descendants of those families, some of whom are even represented on the Thieves' Council, but most have fallen to decay. Abandoned manors tend to be inhabited by brigand gangs banned by the Guild, vile cults, or by hideous and dangerous monsters. Almost all still hold ghosts of their slaughtered former owners.

Adventure Ideas

As a city full of thieves, cutthroats, and conmen, along with a rich history full of mystery and intrigue, Pruul is the perfect, if somewhat dangerous, place for adventure. Here are a few story hooks to spark adventures of your own design:

- Standing beside one of the Black Obelisks, a raving madman spouts dire prophecy. Soon after, he is spotted at another obelisk, then another, then another.
- A massive up-swell of sewage and filth pushes its way like a flood from some of the entrances to the Undercliff Tunnels. Floating on it are strange corpses, and abominations that are still alive.
- Someone is strangling the underbosses of each gang and leaving behind a blue rose.
- A ship in the harbor mysteriously explodes. Soon after, sunken wrecks in the bay begin rising to the surface.
- A grand boss hires a huge contingent of orcs from Caecras to forcibly remove her rival. War erupts in the streets.

- A fire engulfs an old abandoned temple. It burns for three days and nights, resisting all attempts to extinguish it.
- A grand boss claims to have discovered the word of power that opens the obelisks. He was last seen somewhere in the Shambles.

Character Backgrounds

Characters who hail from Pruul can use the following table in place of their ancestry background table to determine an important event from their past. Most of these backgrounds are appropriate only for humans. If you have another ancestry, you should adjust the event as needed to fit your character.

Pruul Background Event

d20	Background
1	You are the offspring of a wealthy Grand Boss of Pruul and wanted for nothing. Add carouser or rake to your list of professions.
2	You lived off scraps in Cliffdown, stealing from merchants and swaggering gang members. Add pickpocket to your list of professions.
3	You were kidnapped for a ransom that never came. Life was hell till you escaped. Gain 1d3 Insanity.
4	You spent a great deal of time in the mines outside of Pruul. Add miner to your list of professions.
5	You grew up in an abandoned villa outside the city. Add hunter or gatherer to your list of professions.
6	You escaped slavery from the city of Dis and made your way to Pruul. There is a bounty on your head, and slave hunters on your trail.
7	Your family perished from arson after they refused to pay protection money. You vow to burn all those responsible.
8	You are all that remains of a small, upstart gang that was eradicated by a rival, and you are marked for death.
9	Your family eked out a living in a trade, managing to pay their protection. Add a random common profession to your profession list.
10	You were the constant target of thefts and muggings. Your starting wealth is destitute.
11	You gained a reputation as a tough street fighter. Add thug to your list of professions.
12	You stole an expensive suit of armor from a high-level gang member. Start with a medium armor type.
13	You discovered someone's hidden cache of treasure. Your starting wealth is comfortable.
14	You stole a map from a visiting merchant. One of the Great Bosses wants the map back and your head.
15	You grew up a little too close to one of the Black Obelisks. Gain 1 Corruption.
16	You were an orphan taken in by a foreign priest who taught you his religion. Add street preacher to your list of professions.
17	You are an exile, heretic, or misfit that fled from an outside land to come to Pruul.
18	You trained for high level thievery from the autarch's teachers but failed and escaped before execution.
19	You attempted to rob a warlock but were cursed instead. Gain 2 Corruption.
20	You possess an artifact of Gog that whispers to you in your dreams. Gain 1d3 Insanity and 1 Corruption.