

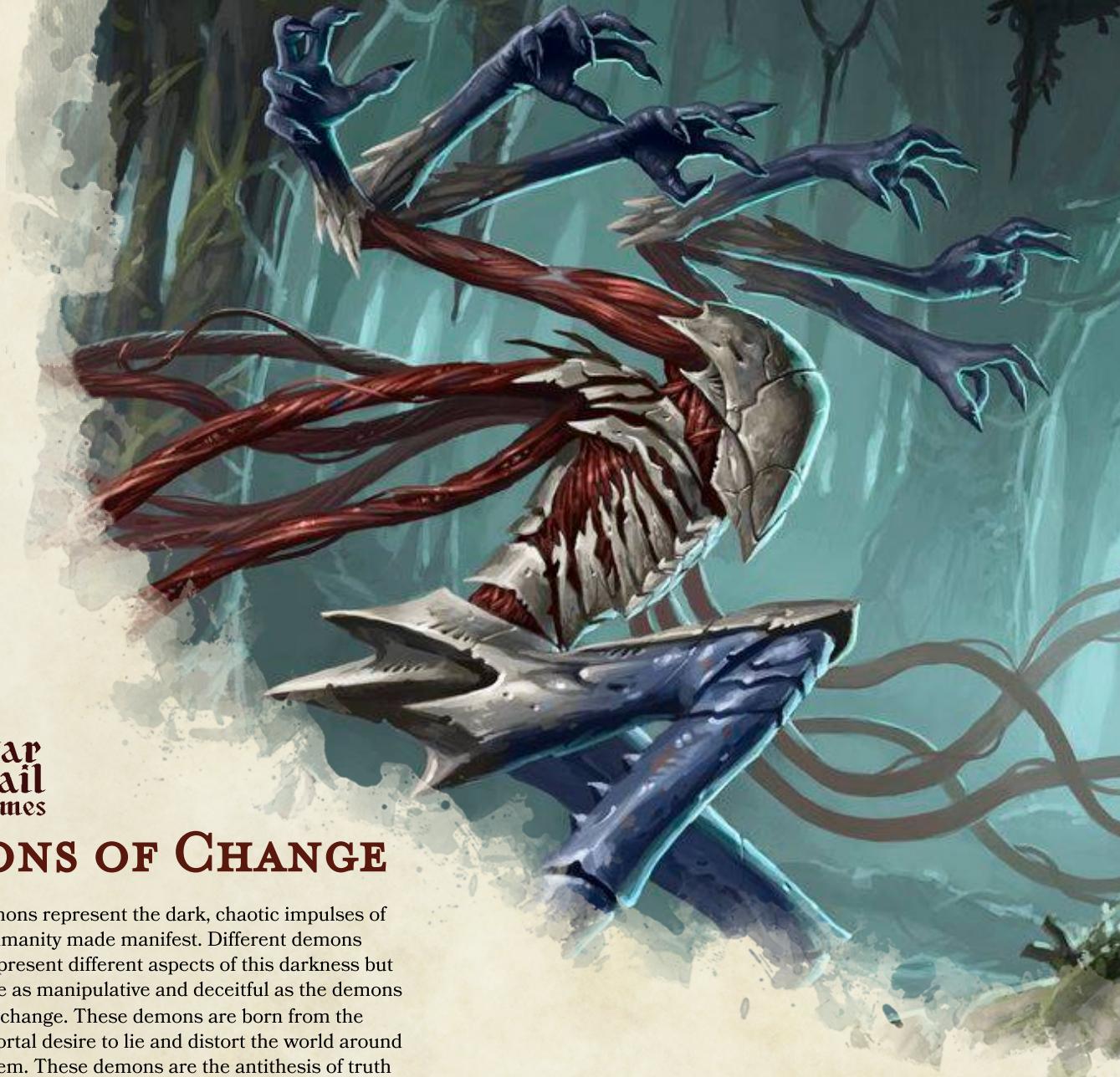


DEMONS OF CHANGE

Demons represent the dark, chaotic impulses of humanity made manifest. Different demons represent different aspects of this darkness but are as manipulative and deceitful as the demons of change. These demons are born from the mortal desire to lie and distort the world around them. These demons are the antithesis of truth and stability, continually changing themselves and the world around them in maddening ways. In some worlds, these fiends operate independently to warp and manipulate humanoids. On others, they act in service to a mighty demon lord or demonic god who presides over the domain of deceit and manipulation.

The Illusion of Reality. For demons of change, truth and reality are simply concepts to be twisted and manipulated. The only constant in the multiverse is change, and no fact or certainty can withstand reality's constant metamorphosis. All of existence is in a neverending state of becoming, and demons of change fully embrace this chaos. They communicate in entirely contradictory ways, lying with every breath and constantly calling the knowledge and beliefs of others into question. The psychological instability they induce extends to the material world, and a demon of change's presence destabilizes reality, causing objects to twist and bend in impossible ways.

Architects of Fate. The pliable nature of reality leads demons of change to see it as something to be manipulated like a marionette. They are schemers and manipulators, always looking for ways to bend fate in their favor.



They often tempt mortals with knowledge and hidden insights into the nature of reality, but these ploys are always manipulation serving a larger scheme. These schemes are multilayered, with each lie part of a larger plot and each plot a piece of a grand conspiracy. No matter how many layers of deceit are pulled back, there are still more manipulations at play, and attempting to understand how they all play into each other can drive a mortal mind mad. Whether these schemes serve some grand plan or they are manipulation for manipulation's sake remains a mystery.

Arcane Masters. Demons of change have an intrinsic connection to the nature of magic. In many ways, magic is the epitome of what they represent. Magic manipulates reality to defy natural law, making the universe's rules ever more incomprehensible. Even the lowliest demons of change can channel this arcane chaos to some extent, and the greatest among them are some of the mightiest mages in existence. The magic these fiends wield is chaos in its purest form, and nothing it touches is safe from its reality-warping effects. Mortals who attempt to study it risk subjecting their bodies to arcane mutations and their minds to a whirlwind of insanity.

FLAMER OF CHANGE

Large fiend (demon), chaotic evil

Armor Class 16 (natural armor)

Hit Points 93 (11d10+33)

Speed 10 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	18 (+4)	16 (+3)	18 (+4)	10 (+0)	10 (+0)

Saving Throws Cha +4, Wis +4

Skills Arcana +8

Damage Resistances cold, lightning

Damage Immunities poison, fire

Condition Immunities poisoned

Senses blindsight 120, passive Perception 10

Languages Abyssal, telepathy 60 ft.

Challenge 9 (5,000 XP)

Proficiency Bonus +4

Capricious Warpflame Fire damage dealt by the flamer ignores fire resistance. Additionally, the first time a creature takes fire damage from the flamer each turn, it must make a DC 16 Charisma saving throw. On a failure, the creature suffers a randomly determined mutation effect, described below. If the resulting mutation is already affecting the target, it suffers no new effects. At the end of the target's turns, it makes a DC 16 Charisma saving throw, ending all mutations affecting it on a success.

Flamers of Change. These bizarre demons are malevolent embodiments of magic and its chaotic nature. Flamers of change float through the air, with gouts of fire erupting from where their legs would be, propelling them in any direction they desire. Their bodies shimmer with hues of blue and purple while gnashing mouths and leering eyes are haphazardly strewn across their forms. The only limbs to present are two long arms ending in twisted months. Flamers derive their name from the chaotic fires that erupt from their mouths, known as warp flame. This warp flame is not true fire but chaos in its purest form and anything it touches is subjected to rapid mutation as the orderly laws of the multiverse are quickly broken down.

Flamers of change possess no guile and ambition of their own. They are more akin to magical elementals than the other scheming demons of change. Flamers might spawn in locations where other demons have wrought significant havoc on the fabric of reality. Other times, powerful demons or deranged mortals summon flamers to sow chaos amongst their enemies. Only the most powerful of wills can control a flamer of change, for once it is set loose upon the world, it cares for nothing but causing chaos for the sake of chaos.

1. **Wild Spasms.** The target can't take actions as its body jerks erratically in random directions.

2. **Degeneration.** The target's form becomes unstable. The first time it takes damage each turn, it takes an extra 1d10 force damage.

3. **Twisted Arms.** The target can no longer wield weapons or cast spells with somatic components.

4. **Inverted Eyes.** The target is blinded.

5. **Gelatinous Legs.** The target falls prone as its legs can no longer support its weight. At the end of each of its turns, its legs give out, causing it to fall prone again.

6. **Regeneration.** The target regains 10 hit points at the start of its turn. The target only dies if it starts its turn with 0 hit points and doesn't regenerate any hit points

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

Actions

Multiattack. The flamer makes three Hurl Flame attacks.

Hurl Flame. *Ranged Spell Attack:* +8 to hit, range 100 ft., one target. *Hit:* 21 (6d6) fire damage. If the target is a flammable object that isn't being worn or carried, it also catches fire.

Spellcasting. The flamer casts one of the following spells, requiring no components and using Charisma as its spellcasting ability (spell save DC 16):

At will: *aganazzar's scorcher* (4th level), *burning hands* (5th level)





PINK HORROR OF CHANGE

Medium fiend (demon), chaotic evil

Armor Class 12

Hit Points 54 (12d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
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14 (+2)	14 (+2)	10 (0)	14 (+2)	10 (0)	12 (+1)
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Saving Throws Wis +2

Skills Arcana +1, Deception +3

Damage Resistances cold, fire, lightning

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 10

Languages Abyssal, telepathy 60 ft.

Challenge 1 (200 XP) **Proficiency Bonus** +2

Split. When the pink horror is reduced to 0 hit points, it splits into two **blue horrors of change** that appear in the unoccupied spaces closest to where the pink horror died. Each has its own turn and uses the pink horror's initiative.

Actions

Grasping Hands. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) bludgeoning damage.

Hurl Flame. *Ranged Spell Attack:* +4 to hit, range 100 ft., one target. *Hit:* 10 (3d6) fire damage. If the target is a flammable object that isn't being worn or carried, it catches also fire.

Group Casting. The pink horror has a sorcery point it can use to cast spells without needing any components. The pink horror can spend its own sorcery point and the sorcery points of allied pink horrors of change within 30 feet of it. The spell save DC for spells cast by the pink horror is 12 + the number of other pink horrors of change within 30 feet of it. The pink horror regains all spent sorcery points at the end of a long rest. The pink horror is capable of casting the following spells using sorcery points.

1 point: *aganazzar's scorching breath, bane, blur*

2 points: *banishment, burning hands (4th level), glean magic**

3 points: *bolt of change**

*Spells described later in this document

Horrors of Change. These unpredictable demons defy reason and understanding. Horrors of change have no fixed form, and their bodies constantly writhe and twist into new shapes. Faces appear and disappear while new limbs stretch out to propel the horror forward or grab at nearby enemies. While these limbs can be used as potent weapons, the true threat from a horror comes from its innate magical abilities, which allow it to hurl devastating flames anyone and anything that strikes its fancy.

The primary incarnation of a horror of change is known as a pink horror as they are recognizable by their pinkish hue. These fiends cackle with maniacal glee as they bound to and fro, burning and tearing apart whatever they please. Their innate magical abilities are amplified when they gather in groups, allowing them to unleash devastating magical displays. Nothing gratifies a pink horror more than seeing reality ripped apart in a show of chaotic magical destruction.

Should a pink horror be slain, it will split into two blue horrors. Unlike their giddy pink counterparts, blue horrors are sullen and irritable, blaming everything and everyone for their loss of status. They vent their frustrations on their enemies, spitefully burning and tearing at anything they can.

The death of a blue horror still does not end the cycle of chaos, for they split into two brimstone horrors. These small fiends are composed entirely of fire and spite. Aware that they are the lowest ranking demons of change, they seek vengeance on the world, using what power they have to burn everything and everyone around them.

BLUE HORROR OF CHANGE

Medium fiend (demon), chaotic evil

Armor Class 12

Hit Points 27 (6d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	10 (0)	7 (-2)	5 (-3)	6 (-2)

Damage Resistances cold, fire, lightning

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 7

Languages Abyssal, telepathy 60 ft.

Challenge 1/2 (100 XP) **Proficiency Bonus** +2

Split. When the blue horror is reduced to 0 hit points, it splits into two **brimstone horrors of change** that appear in the unoccupied spaces closest to where the blue horror died. Each has its own turn and uses the blue horror's initiative.

Actions

Hurl Flame. Ranged Spell Attack: +4 to hit, range 50 ft., one target. Hit: 10 (3d6) fire damage. If the target is a flammable object that isn't being worn or carried, it catches also fire.

Taloned Hands Melee Weapon Attack: +4 to hit, reach 5 ft., one target. Hit: 11 (2d8 + 2) slashing damage.

BRIMSTONE HORROR OF CHANGE

Small fiend (demon), chaotic evil

Armor Class 12

Hit Points 10 (3d6)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-1)	14 (+2)	10 (0)	3 (-4)	2 (-5)	3 (-4)

Damage Immunities cold, fire, lightning, poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 5

Languages Abyssal, telepathy 60 ft.

Challenge 1/4 (50 XP) **Proficiency Bonus** +2

Actions

Burning Talons Melee Weapon Attack: +4 to hit, reach 5 ft., one target. Hit: 6 (1d8 + 2) fire damage.

Hurl Flame. Ranged Spell Attack: +4 to hit, range 25 ft., one target. Hit: 7 (2d6) fire damage. If the target is a flammable object that isn't being worn or carried, it also catches fire.



Lords of Change. These greater demons are masters of deceit and reality-shattering sorcery. Lords of change appear to be large, anthropomorphic birds with massive wings and long, vulturous necks. They often sport various mutations, with some even having two heads.

These fiendish masterminds spend every hour of their existence gathering information and orchestrating grand schemes. By playing on the hopes and ambitions of mortals, lords of change manipulate these lowly creatures like chess pieces on the great board of reality. These supplicants believe they are being granted the knowledge to achieve their goals, but in truth, they are just puppets in a demon's intricate play.

The vast knowledge and innate magical nature of a lord of change make it one of the most powerful spell casters in the multiverse. These fiends can perceive and manipulate the weave of magic as easily as a musician plays a favored instrument, and few mages can hope to compete with their mastery of spellcraft.



LORD OF CHANGE

Huge fiend (demon), chaotic evil

Armor Class 16 (natural armor)

Hit Points 283 (27d12 + 108)

Speed 40 ft. fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	18 (+4)	18 (+4)	25 (+7)	22 (+6)	22 (+6)

Saving Throws Con +10, Cha +12, Wis +12, Int +13

Skills Arcana +19, History +19 Deception +12, Insight +12, Nature +19, Perception +12, Religion +19

Damage Resistances cold, lightning; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities poison, fire

Condition Immunities poisoned

Senses truesight 120 ft., darkvision 300 ft., passive Perception 22

Languages all, telepathy 300 ft.

Challenge 17 (18,000 XP) **Proficiency Bonus** +6

Distant Caster. When the lord of change casts a spell with a range of 5 feet or greater, the range of that spell is doubled. When the lord of change casts a spell with a range of touch, the range of that spell becomes 30 feet.

Dual Minded. The lord of change can maintain concentration on two spells simultaneously and makes saves to maintain concentration on spells with advantage. If it fails a concentration save while concentrating on two spells, it loses concentration on one of the spells of its choice.

Improved Spell Casting. When the lord of change casts a spell that requires it to make an ability check as a part of casting that spell (such as counterspell or dispel magic), it adds its proficiency bonus to that ability check.

Ineffable Magic. Spells cast by the lord of change ignore damage resistance.

Magic Resistance. The lord of change has advantage on saving throws against spells and other magical effects.

Warp Magic. When a creature is reduced to 0 hit points by a spell cast by the lord of change, it must make a DC 21 Charisma saving throw at the end of its next turn if it has not regained any hit points by that point. If the target fails, it dies and instantly transforms into a pink **horror of change** at full health under the lord of change's control. This transformation can only be undone by a *wish* spell or a *true polymorph* spell that lasts its full duration.

Bonus Actions

Dimensional Shift. The lord of change teleports up to 30 feet to an unoccupied space that it can see.

Actions

Multiattack The lord of change makes three attacks: one with its Baleful Sword, one with its beak, and one with its Staff of Change. It can replace up to one of its attacks with an at will spell.

Baleful Sword. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 17 (3d8 + 4) slashing damage plus 13 (3d8) fire damage.

Beak. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 18 (4d6 + 4) piercing damage.

Staff of Change. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 18 (4d6 + 4) bludgeoning damage. If the target is a creature, it has disadvantage on the next saving throw it makes before the end of the lord of change's next turn.

Spellcasting. The keeper casts one of the following spells, requiring no components and using Intelligence as its spellcasting ability (spell save DC 21):

At will: *aganazzar's scorching* (4th level), *bolt of change**, *burning hands* (5th level), *dispel magic*, *dissonant whispers* (6th level), *flaming sphere* (4th level), *glean magic* (7th level)*, *invisibility*, *nystul's magic aura* (self only)

3/day each: *arcane eye*, *banishment*, *counterspell*, *dimension door*, *shield*

1/day each: *chaos storm**, *fire storm*, *mind blank*, *prismatic spray*

*Spells described later in this document



LORE OF CHANGE



Spelldancers wielding magic of change favor spells of transformation, trickery, and chaos. While many existing D&D spells can represent this magic, the following new spells provide even more ways of bringing this unpredictable style of sorcery into your campaigns.

BOLT OF CHANGE

4th-level transmutation

Casting Time: 1 action

Range: 100 feet

Components: V, S, M, (A caterpillar cocoon)

Duration: 1 minute

Classes: Sorcerer, Warlock, Wizard

You launch a bolt of pure chaos at a creature within range. Make a ranged spell attack against the target. On a hit, the target takes $4d10$ force damage and must make a Charisma saving throw. On a failed save, the target suffers one of the random mutations described in the Mutation Table below. The target repeats the saving throw at the end of each of its turns, ending all mutations affecting it on a success. A creature can't suffer from two instances of the same mutation at once.

MUTATION TABLE

d6 Mutation

Creature Effect

1 Wild Spasms	The target can't take reactions, and on each of its turns it must choose whether it gets a move, an action, or a bonus action; it gets only one of the three.
2 Degeneration	The target's form becomes unstable. The first time it takes damage each turn, it takes an extra $1d10$ force damage.
3 Twisted Arms	The target can no longer wield weapons or cast spells with somatic components and it has disadvantage on all weapon attack rolls.
4 Inverted Eyes	The target is blinded.
5 Gelatinous Legs	The target falls prone as its legs can no longer support its weight. At the end of each of its turns, its legs give out again, causing it to fall prone again.
6 Regeneration	The target regains 10 hit points at the start of its turn. The target only dies if it starts its turn with 0 hit points and doesn't regenerate any hit points.

At Higher Levels. When you cast this spell using a spell slot of 5th level or higher, the damage increases by $1d10$ for each slot level above 4th.

CHAOS STORM

9th-level evocation

Casting Time: 1 action

Range: 120 feet

Components: V, S, M (A bit of demon ichor)

Duration: Concentration, up to 1 minute

Classes: Sorcerer, Warlock, Wizard

You open a gateway to a realm of pure chaos and untold destruction. A 30-foot-radius sphere of chaotic shifting colors appears centered on a point within range that lasts for the spell's duration. This sphere is filled with indescribable noises that can be heard up to 100 feet away. No light, magical or otherwise, can illuminate the area, and creatures fully within the area are blinded and deafened. A creature moving through this area must spend 2 feet of movement for every 1 foot it moves.

Any creature that enters the spell's area for the first time on a turn or starts its turn there must make a Charisma saving throw. It takes $10d12$ force damage on a failed save or half as much damage on a successful one. Any nonmagical object that is not bearing worn or carried in the area takes $10d12$ force damage at the start of your turn. A creature or object reduced to 0 hit points by this damage is disintegrated and sucked into the chaotic rift. A creature killed this way can be brought back to life only by means of a *true resurrection* or a *wish* spell.

On each of your turns, until the spell ends, you can use your action to open another gateway, targeting point within 100 feet of the original gate. A creature in the area of more than one gateway is only affected once. You can also close a gateway as a bonus action or as a reaction to a creature entering its area.

If you drop concentration on the spell early, make a DC 20 ability check using your spellcasting ability. On a failure, you open another gate centered on yourself, and the spell continues for its full duration outside of your control. During this time, you can no longer open additional gateways or close existing ones, and the radius of each existing gateway expands by 10 feet at the start of each of your turns.

GLEAN MAGIC

3rd-level divination

Casting Time: 1 action

Range: 60 feet

Components: V, S

Duration: Instantaneous

Classes: Sorcerer, Warlock, Wizard

You reach deep into the mind of a spell caster you can see in range and attempt to steal their magic. The target must make an Intelligence saving throw which it can choose to fail. On a failed save, you can attempt to steal a spell of 3rd level or lower the target knows.

Name the spell you wish to steal from the creature. If the creature does not know that spell, the DM chooses a spell the creature knows at random of the same level. If the creature knows no other spells of the same level, the DM chooses a spell at random of one level lower. Repeat this process until a spell is stolen or there are no possible spells to steal, in which case the spell fails.



If a spell is successfully stolen, the target loses a spell slot of the spell's level and the ability to cast that spell for 1 hour. If the target prepares spells at the beginning of the day or can cast the spell a certain number of times per day innately, the target loses one use of the spell.

After stealing a spell, you gain the ability to cast it once as though it were from the same class spell list you used to cast this spell. When you cast it this way, it does not expend a spell slot, and you cast it at the same spell level at which it was stolen. You must still supply the stolen spell's required components (including verbal, somatic, and material). You lose the stolen spell after completing a long rest.

At Higher Levels. When you cast this spell using a spell slot of 4th level or higher, you can attempt to steal a spell if its level is less than or equal to the level of the spell slot you used to cast this spell.

ART CREDIT

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DEMONS OF CHANGE IN YOUR ADVENTURES

The demons in this document can be adapted to fit any setting in which demons seek to manipulate mortals and distort reality. In more traditional Dungeons and Dragons settings, they could even serve other demon lords such as Fraz-Urb'luu or the Demogorgon. The following tables provide you with examples of ways to incorporate these demons into your adventures.

FLAMER OF CHANGE ADVENTURES

d6

Plot Hook

1 **Flamers of change** keep appearing at seemingly random

locations to wreak havoc before disappearing as quickly as they arrived, and no one knows the cause.

2 A magical experiment gone awry warped a group of wizarding students into **flamers of change** that now rampage through their university.

3 In a desperate attempt to ward off an angry mob, a mad sorcerer has torn a hole in reality, unleashing a horde of **flamers of change**.

4 A demon lord has unleashed **flamers of change** upon an unsuspecting settlement to study their effect on the Material Plane and its inhabitants.

5 A crumbling portal sits in deep inside forgotten ruins. It appears inactive, but occasionally a **flamer of change** will flit out from its threshold.

6 An arcane staff offers enhanced magical abilities at the risk of being transformed into a **flamer of change**.

HORRORS OF CHANGE ADVENTURES

d6

Plot Hook

1 **Horrors of change** are calculated strikes paving the way for a demon lord's grander scheme.

2 A wizard aspiring to be an archvillain has conjured a horde of **pink horrors of change**, but so far, they have proven unreliable minions at best.

3 A wizard has captured a **pink horror of change** in hopes of arcane secrets from it, unaware that the fiend is manipulating him down a road of madness.

4 **Blue horrors of change** have been raiding libraries and archives, stealing and devouring valuable texts.

5 An unknown magical anomaly is causing people to vomit fully formed **blue horrors of change** without warning randomly.

6 A botched alchemical experiment has created a swarm of **brimstone horrors of change** eager to burn the entire laboratory to the ground.

LORD OF CHANGE ADVENTURES

d4

Plot Hook

1 Over the past few days, a town has been subjected to an increasing number of mutations and magical anomalies, all heralding a **lord of change's** arrival.

2 A scheming vizier has begun consulting with a **lord of change**, unaware that the demon is using him to steer the course of the entire kingdom.

3 An entire city has descended into madness, its grip on reality bleeding away as warped demons spill across the streets while a **lord of change** flies overhead, orchestrating the grand show.

4 A **lord of change** has torn a hole through the Material Plane, allowing it to call forth hordes of flamers and horrors of change in a mad tide of chaos.

1.0.0

- Public release

1.0.1

- Bolt of Change's Mutation Table updated.
- Flamer of Change's Capricious Warpflame Mutation Table updated and save dc fixed.
- Pink Horrors of Change no longer have fireball as a spell

1.1.0

- Document clean up
- Update referenced spells

REFERENCE CONTENT

- Bolt of Change 1.0.0
- Chaos Storm 1.0.0
- Glean Magic 1.0.0