

KINGS OF THE RIFT

5E CONVERSION NOTES

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This document converts *Kings of the Rift*, the tenth installment of the *Age of Worms* adventure path, from 3.5 to 5e. You will need a copy of the [adventure](#), [adventure supplement](#), [Player's Handbook](#), [Monster Manual](#), and [Dungeon Master's Guide](#). The adventure is available from paizo.com, and the core books are available from amazon.com, local gaming stores and other retail outlets. Most creatures other than named NPCs are included by reference from the Monster Manual.

ENCOUNTERS

The following section references the encounters found in the adventure *Kings of the Rift*. Encounter Level (EL) was brought from the 3.5 adventure as a way to differentiate the difficulty of the encounters. Notes are added to each encounter on how to adjust the encounter for fewer or more than 4 PCs.

PART ONE — THE CITY OF KINGS

A DC 22 Intelligence (History) check recalls the stories of the ancient city.

KONGEN-THULNIR FEATURES

Masonry Walls and Roofs. AC 17. Damage Threshold 36. 972 hp for each 10x10x3 foot section. Vulnerable to siege weapons. DC 15 Strength (Athletics) check to climb.

Wooden Doors. AC 15. Damage Threshold 6. 120 hp. Vulnerable to fire damage. DC 24 Strength check to break open while locked. DC 19 Dexterity (Thieves' Tools) check to unlock. DC 11 Strength check to open.

PHYSICAL DEFENSES

Kongen-Thulnir has ballistae (DMG 255) and mangonels (DMG 255) that do 8d10 bludgeoning damage.

Crawler Loads. Some catapults and other missile attacks use Carrion Crawler Mucus poison (DMG 258) with a Constitution saving throw DC of 18. Constitution saving throws against the poison have disadvantage due to the sheer volume of poison in a shot.

Guy Lines. A DC 18 Wisdom (Perception) check allows a flying creature to see a guy line before it hits. If the creature sees the guy line, it can make a DC 15 Dexterity saving throw to avoid the guy line. Any creature that takes damage from a guy line falls 200 feet per round. At the beginning of each of its turns, it can make a DC 15 Dexterity saving throw to recover and start flying again.

Heavy Harpoons. A creature hit by this must make a DC (10 + damage) Dexterity saving throw or have the harpoon lodge into it. A creature with two free hands can remove a harpoon and must make a DC 11 Wisdom (Medicine) check. Failure results in an additional 3d10 slashing damage as the harpoon is removed.

A. CITY GATE (EL 14)

Creatures: 1 Hill Giant (MM 155) per PC.

D. FLATROCK PINNACLE (EL 24)

Creatures: Necrozyte (See Event 1).

E. STEPS OF THE ANCIENTS

Medium and smaller creatures require a DC 15 Strength (Athletics) check to successfully navigate the ladder. Failure results in a fall of 10 x (15-the number rolled) feet up to a maximum of 120 feet.

G. HOUSE OF THE RIFT CRAWLERS (EL 16)

Creatures. 1 Hill Giant (MM 155) per PC.

J. FAR TOWER ROCK EL (24)

The tower has 2 mangonels (DMG 255) and 4 ballistae (DMG 255).

Creatures. 2 Hill Giants (MM 155), 1 Fire Giants (MM 154), and 5 Young Green Dragon (MM 94) per PC plus Brazzemal, use Ancient Red Dragon (MM 97).

K. ROUND HOUSE (EL 18)

This tower has 2 ballistae (DMG 255) and 1 mangonel (DMG 255).

Creatures. 1.5 Hill Giants (MM 155) per PC.

L. THE LEDGE (EL 19)

This area has 1 ballista (DMG 255).

Creatures: Xyzanth, Ancient Fang Dragon. Use Ancient Green Dragon (MM 93) with the following modifications:

- No breath weapon.
- The Bite attack does 19 (2d10 + 8) piercing damage plus 10 (3d6) necrotic damage. A creature that is hit must succeed on a DC 22 Constitution saving throw or have its hit point maximum reduced by the amount of damage taken by the bite attack. This reduction lasts until the target finishes a long rest. The target dies if this reduces the hit point maximum to 0.
- The Bite action may be performed as a legendary action.
- Sound Imitation: A fang dragon can mimic any voice or sound it has heard. Listeners must succeed at a DC 21 Wisdom (Insight) check to detect the ruse.
- Xyzanth retreats if brought below 50% of his maximum hp. He abandons the fight entirely if brought below 10% of his maximum hp.

PART TWO: THE DRAGON SIEGE

A DC 19 Intelligence (Investigation) check estimates the number of dragons. There is a dozen black dragon wyrmlings (MM 88),

10 Young Green Dragons (MM 94), 6 Adult Blue Dragons (MM 91), and 4 named, ancient dragons. For each PC above 4, the ancient dragons get 90 hp, and the other dragons get 30 hp. For each PC under 4, the adult and ancient dragons lose 1 Legendary Resistance.

Each of the named dragons is listed with the Wisdom (Perception) DC to spot them, the Intelligence (History) DC to recognize them, and any other special features.

Brazzemal the Burning. DC 15 Wisdom (Perception) to spot. DC 20 Intelligence (History) to identify.

Necrozyte. DC 27 Intelligence (History) to identify.

Vermirox. DC 20 Wisdom (Perception) to spot. DC 25 Intelligence (History) to identify.

Xyzanth. DC 30 Wisdom (Perception) to spot. DC 30 Intelligence (History) to identify.

DRAGON FEATS

The named dragons have special feats described here.

Multisnatch. The dragon can grapple any creature hit with a melee attack with each part of its body that can make a melee attack, but the grappled creatures have advantage on their ability checks to escape if more than 1 creature is grappled.

Quicken Breath. The dragon can use its breath weapon as a bonus action. For the next 4 rounds, the dragon only recharges its breath weapon on a 6.

Recover Breath. The dragon can use this legendary action to reduce the number of rounds that it can only recharge its breath weapon on a 6 by 1 round. If used when the dragon does not have to roll a 6 to recharge its breath weapon, it expands the range of numbers the dragon can recharge its breath weapon on by 1.

Shape Breath. The dragon can change the shape of its breath weapon. For the next round, the dragon only recharges its breath weapon on a 6.

EVENT 1: FIENDISH WELCOME (EL 22)

The dragons throughout this chapter have been involved in a siege and have taken damage. Brazzemal rotates his dragons to keep them in as good of shape as possible. All named dragons should be encountered at full health. Other dragons can be encountered with 25%-50% of their hit dice for recovery during a short rest expended already, or if the party has having difficulty, the unnamed dragons can be missing 25%-50% of their hit points.

Creature: Necrozyte, Ancient Green Dragon (MM 93) with the following changes:

- Ring of Invisibility
- Dragon Feats

Add or subtract 90hp for each PC above or below 4.

EVENT 2: AN UNEXPECTED VISITOR (EL 20)

Creature: Gazzilfek, The Ominous Fabler. He uses a Hat of Disguise (DMG 173) to hide his true nature. Add or subtract 30 hp for each above or below 4.

EVENT 3: STRAFING RUNS (EL

VARIES)

Easy (EL 8): 4 Black Dragon Wyrmlings (MM 88). Use these primarily to bolster other forces if a battle is turning out too easy or a dragon calls for reinforcements but you don't want to increase the difficulty too much.

Hard (EL 20): 4 Young Green Dragons (MM 94). These dragons retreat if their hit points are brought below 20% of their maximum.

Deadly (EL Lots): 3 Young Green Dragons (MM 94) and 2 Adult Blue Dragons (MM 91). The adult blue dragons retreat if brought below 25% of their maximum hp.

Vermirax (EL 23): Vermirax, Ancient Blue Dragon (MM 90).

Depending on how the PCs are doing, have Vermirax send in 4 Black Dragon Wyrmlings or 4 Young Green Dragons before he attacks. Vermirax retreats if brought below 10% of his maximum hp.

1. THE RED DOOR

A DC 23 Intelligence (Investigation) check of the door reveals the switch.

Barred Iron Door. AC 19. Damage Threshold 6. 54 hp. DC 18 Strength check to break open while locked.

2. ENTRY TO THE PIT (EL 15)

A DC 23 Wisdom (Perception) check of the ceiling notices the hollows in the ceiling. A creature within 5 feet of a portcullis can succeed at a DC 15 Dexterity saving throw to avoid the trap.

Brain Juice Shower Trap. DC 18 Constitution saving throw at disadvantage. Failure: Paralyzed for 1 minute, may repeat the saving throw at the end of each of their turns.

Adamantine Portcullis. AC 23. Damage Threshold 3. 81 hp. DC 21 Strength check to lift.

3. TROGLODYTE LAIR (EL 13)

A DC 22 Intelligence (Investigation) check of the door reveals the switch.

Creatures: 2 Troglydites (MM 290) per PC. Modified as follows:

- CR: 2
- HP: 63
- Multiattack: The troglodyte makes 3 spear attacks for 6 (1d8 + 2) piercing damage each.

5. ENTRY TO THE PIT (EL 15)

Creature: Chalgar. use Hill Giant (MM 155) with the following modifications:

- AC: 16
- HP: 255
- Attack Bonus: +10
- Multiattack: 4 Greatclub attacks.
- Greatclub: 21 (3d10 + 5)
- Rock: 31 (4d12 + 5)
- Perception: +4

Add or subtract 30 hp for each PC above or below 4.

6. CRAWLER CAGE

A creature first entering the area must succeed at a DC 15 Constitution saving throw or be poisoned for 1 minute. The

creature may repeat the saving throw at the end of each turn. The cage is difficult terrain for all Medium and smaller creatures other than carrion crawlers. If the cage floor drops away, any creatures inside can succeed on a DC 15 Dexterity saving throw to cling to the cage.

8. DISTILLERY (EL 19)

Wilmot prepares to fire a hand crossbow dosed with purple worm poison at the first person he sees.

Creature: Wilmot, use Assassin (MM 343) with the following changes:

- An additional +3 to all attack rolls, skills, DCs and saving throws
- +3 mithral breastplate
- AC: 19
- HP: 258
- 4 doses of purple worm poison (DMG 258) on weapons
- Sneak Attack: 10d6
- Multiattack: 1 attack with a Sword of Wounding (DMG 207) and 1 attack with a +1 shortsword

10. ENTRY TO THE PIT (EL 20)

Yellow mold (DMG 105)

Creature: The Mother Worm. Add 90 hp for each PC above 4. Remove 1 use of legendary resistance for each PC below 4.

PART FOUR: THE CITADEL OF WEEPING DRAGONS

All giants of the Tiamikal Nul-Shuda have advantage on attack rolls and saving throws against dragons.

Doors: Require a DC 11 Strength check to open.

1. BRIDGEHEAD (EL 18)

A DC 27 Intelligence (Investigation) check in the correct location locates the secret door. The natural rock wall behind the battlement requires a DC 11 Strength (Athletics) check to climb.

Creatures: 1 Fire Giant (MM 154) per 2 PCs. Also possibly Vermirox.

3. CUBE TRAP (EL 12)

Cube Trap: DC 16. Wisdom (Perception) to detect. Intelligence (Investigation) to identify. Dexterity (Thieves' Tools) to disarm.

Creature: Gargantuan Gelatinous Cube. Add or subtract 30 hp for each PC above or below 4. Use Gelatinous Cube (MM 242) with the following changes:

- Size: Gargantuan
- AC: 10
- HP: 234
- Attack Bonus: +9 to hit
- Checks and saving throws are DC 16
- Any other checks or saving throws it makes have an additional +2.
- Creatures outside the cube can only aid creatures inside the cube that are on the outside 5-foot ring of the cube. Creatures inside the cube that succeed on a strength saving throw that are on the outside 5-foot

ring can escape the cube. Creatures inside of that move to the outside 5' ring of the cube instead.

- No additional damage because the cube covers 4 times the floor space.

5. BASTION (EL 15)

Creature: 1 Fire Giant (MM 154) per 2 PCs. 1 ballista (DMG 255).

6. BLOCKHOUSE

A DC 18 Intelligence (Investigation) check of the floor reveals the trap door. A DC 13 Strength check opens the jammed door. A DC 15 Dexterity saving throw avoids the shower of debris if opening the door from below.

8. GUARDPOST (EL 16)

Creature: 1 Fire Giant (MM 154) per 2 PCs.

9. GREAT HALL (EL 18)

Chain: AC 19, HP 10. If the pot falls, all creatures within 10 feet take 21 (6d6) bludgeoning damage and 10 (3d6) fire damage. A DC 15 Dexterity saving throws reduces the damage by half.

Creature: Fire Giant (MM 154). 1 Hydra (MM 190) per PC.

11. LARDER (EL 7)

Creature: 2 Bugbear (MM 33) per PC.

18. LARDER

Each pit holds a mangonel (MM 255) that can take 1 more hit.

19. GUARDPOST (EL 18)

Creature: 1 Fire Giant (MM 154) per 2 PCs.

21. CHAMBER OF THE HEARTKEEPER (EL 18)

A DC 17 Charisma (Persuasion) check after showing deference to Kagro when he first appears will cause Kagro to not attack immediately.

Creature: Kagro Thundersmiter. Use Storm Giant (MM 156) with the following changes:

- Remove immunities, resistances, Amphibious trait, and lightning strike.
- Add fire immunity.

Treasure: Flame Tongue (DMG 170).

22. TOWER ROOF

The roof has a ballista (DMG 255) and 12 bolts.

23. SHRINE OF ERYTHNUL (EL 17)

Creature: Marilith (MM 61). Add or remove 30 hp for each PC above or below 4.

24. VERCINABEX TOR'S CHAMBER (EL 16)

Creature: Vercinabex Tor. Add or remove 30 hp for each PC above or below 4.

25. GUARDIAN OF THE HEART (EL 19)

Creatures: 1 Raam per 2 PCs. Use Storm Giant (MM 156) modified as follows:

- No Amphibious or Innate Spellcasting traits.
- No Lightning Strike action.
- Any creature hit by a Raam has disadvantage on all Strength-based attack rolls, ability checks, and saving throws until the end of the Raam's next turn.
- +7 to Dexterity (Stealth) checks, and has advantage when trying to pose as a statue.
- Can catch a rock or similarly sized projectile as a reaction. The damage is reduced by 1d20 + 13. If the damage is reduced to 0, the raam can use the rock to make a Rock attack.

26. PHYLACTERY VAULT (EL LOTS)

A creature whose flesh comes in contact with the phylactery must make a DC 15 Wisdom saving throw or take 7 (2d6) Wisdom damage. When Brazzemal arrives, he casts *earthquake* on the wall of the chamber and it crumbles away.

Dragotha's Phylactery: DR 30, HP 60. Immune to fire and psychic damage. Resistant to acid, cold, lightning, and thunder damage.

Creature: Brazzemal, Ancient Red Dragon (MM 97) with the following changes:

- Can cast *darkness*, *earthquake*, and *wall of force* once per day
- Tempest Breath: Anyone in the path of his breath must succeed on a DC 24 Strength saving throw or suffer the effects of hurricane force winds. Large and flying huge creatures are knocked prone. Medium and smaller and flying large creatures are blown back 1d6x10 feet.

Add 90 hp for each PC above 4 or remove one legendary resistance for each PC below 4. Any other dragon still in the area could reasonably be expected to join the attack.

MONSTERS

The following are custom monsters for *Kings of the Rift*.

THE MOTHER WORM

Gargantuan monstrosity, unaligned

Armor Class 19 (natural armor)

Hit Points 410 (20d20 + 200)

Speed 30 ft., climb 15 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	8 (-1)	30 (+10)	12 (+1)	16 (+3)	23 (+6)

Saving Throws Con +16, Wis +9

Damage Resistances acid

Skills Perception +9

Senses passive Perception 19

Languages –

Challenge 20 (25,000 XP)

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

Keen Smell. The mother worm has advantage on Wisdom (Perception) checks that rely on smell.

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

ACTIONS

Multitattack. The mother worm makes two attacks: one with its tentacles and one with its bite.

Tentacles. Melee Weapon Attack: +16 to hit, reach 20 ft., one creature. Hit: 22 (4d6 + 8) poison damage, and the target must succeed on a DC 22 Constitution saving throw or be poisoned for 1 minute. Until this poison ends, the target is paralyzed. The target can repeat the saving throw at the end of each of its turns, ending the poison on itself on a success.

Bite. Melee Weapon Attack: +10 to hit, reach 10 ft., one creature. Hit: 28 (4d8 + 10) piercing damage. If the target is a Large or smaller creature, it must succeed on a DC 22 Dexterity saving throw or be swallowed by the worm. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the worm, and it takes 28 (8d6) acid damage at the start of each of the worm's turns.

If the worm takes 30 damage or more on a single turn from a creature inside it, the worm must succeed on a DC 24 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the worm. If the worm dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

Acid Spray (Recharge 5-6). The mother worm sprays a stream of acid in a 120-foot line that is 5 feet wide. Each creature in that line must make a DC 22 Dexterity saving throw, taking 52 (15d6) acid damage on a failed save, or half as much damage on a successful one.

GAZZILFEK

Large undead, chaotic evil

Armor Class 17 (+3 leather armor)

Hit Points 333 (29d12 + 145)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
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20 (+5) 20 (+5) 18 (+4) 15 (+2) 8 (-1) 20 (+5)

Saving Throws Dex +11, Wis +5, Cha +11
Skills Acrobatics +17, Deception +17, Insight +5, Perception +11, Stealth +17, Sleight of Hand +11
Damage Immunities poison
Condition Immunities poisoned
Senses passive Perception 21
Languages Common, Giant, Gnome
Challenge 20 (25,000 XP)

Special Equipment. Gazzilfek has a Hat of Disguise and vials of scented oils worth 500 gp.

Jack of All Trades. Gazzilfek has a +3 bonus for any ability check he does not have proficiency in.

Song of Rest. Any creatures that recover hit points during a short rest near Gazzilfek gain an additional 1d12 hp.

Horrific Appearance. Any humanoid that starts its turn within 30 feet of Gazzilfek and can see his true form must make a DC 19 Wisdom saving throw. On a failed save, the creature is frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, with disadvantage if Gazzilfek is within line of sight, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Gazzilfek's Horrific Appearance for the next 24 hours.

Spellcasting. Gazzilfek Tor is a 20th level spellcaster. His spellcasting ability is Intelligence (spell save DC 19, +11 to attack). He has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *mending*, *prestidigitation*, *produce flame*
1st level (4 slots): *cure wounds*, *feather fall*, *grease*, *healing word*
2nd level (3 slots): *locate object*, *shatter*, *silence*
3rd level (3 slots): *counterspell*, *dispel magic*, *fear*
4th level (3 slots): *confusion*, *dimension door*, *greater invisibility*, *locate creature*
5th level (3 slots): *dominate person*, *greater restoration*, *scrying*
6th level (2 slots): *eyebite*, *Otto's irresistible dance*
7th level (2 slots): *teleport*
8th level (1 slot): *mind blank*, *power word stun*
9th level (1 slot): *power word kill*

ACTIONS

Multiattack. Gazzilfek makes two attacks which are either Fist or Kyuss Worm attacks.

Fist. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. Hit: 1 Kyuss Worm is transferred to the target and 19 (4d6 + 5) bludgeoning damage or 12 (2d6 + 5) bludgeoning damage while small.

Kyuss Worm. *Ranged Weapon Attack:* +11 to hit, range 10 ft. / 20 ft., one creature. Hit: 1 Kyuss Worm is transferred to the target.

Bardic Inspiration. Gazzilfek can inspire a creature within 60 feet as a bonus action. His inspiration die is a d12.

Foul Embrace. By pressing his face against a helpless victim, Gazzilfek can infest the victim with 2d6 Kyuss worms. A victim slain by one of these Kyuss worms rises as a favored spawn of Kyuss.

Bardic Inspiration. Gazzilfek can inspire a creature within 60 feet as a bonus action. His inspiration die is a d12. He has 5 uses of this which recharge after a short or long rest.

KYUSS WORM

Tiny beast, chaotic evil

Armor Class 10

Hit Points 2 (1d4)

Speed 5 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	10 (+0)	10 (+0)	10 (+0)	10 (+0)	10 (+0)

Damage Immunities poison

Condition Immunities charmed, exhaustion, poisoned

Senses blindsight 10 ft., passive Perception 10

Languages –

Challenge 0 (10 XP)

Curative Transformation. A spell or effect that removes a curse or cures a disease kills all Kyuss Worms inside a host. A DC 15 Wisdom (Medicine) check removes a Kyuss Worm from a host.

Spawned Creature. The Kyuss Worm enters the initiative order immediately after the creature, effect, or object that caused it to be added to the encounter. It takes its first action on the round following the round that it was added to the encounter.

ACTIONS

Burrow. The Kyuss Worm burrows into the victim and continues towards the brain. It does 1 piercing damage each round and reaches the brain in 3 (1d4 + 1) rounds. The worm cannot burrow into creatures with natural armor.

Create Spawn. When the worm reaches the victim's brain, it does 1d2 temporary Intelligence damage per round until it is destroyed or the victim reaches 0 Intelligence, at which point the victim dies and rises as a Spawn of Kyuss 7 (1d6 + 4) rounds later if it was a Small, Medium, or Large creature. Tiny creatures putrefy rather than becoming spawn. Larger creatures become normal zombies.

VERCINABEX TOR

Huge giant, chaotic evil

Armor Class 11 (14 with *mage armor*)

Hit Points 333 (29d12 + 145)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
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23 (+6) 12 (+1) 21 (+5) 20 (+5) 12 (+1) 10 (+0)

Saving Throws Con +11, Int +11, Wis +7, Cha +9

Skills Athletics +12, Perception +7

Damage Immunities cold

Senses passive Perception 17

Languages Giant

Challenge 18 (20,000 XP)

Empowered Evocation. Vercinabex Tor adds 5 to the damage of any evocation spell he casts.

Overchannel. Vercinabex Tor can do maximum damage on an evocation spell up to 5th level. The second time he uses this before taking a long rest, he takes 2d12 necrotic damage, the third time 3d12, etc.

War Caster. Vercinabex Tor has advantage on Constitution saving throws for maintaining concentration on a spell, performs somatic components of spells while one or both hands have weapons or shields, and can use a spell with a casting time of 1 action as an opportunity attack.

Spellcasting. Vercinabex Tor is a 20th level spellcaster. His spellcasting ability is Intelligence (spell save DC 19, +11 to attack). He has the following wizard spells prepared:

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

1st level (4 slots): *disguise self, expeditious retreat, magic missile, shield*

2nd level (3 slots): *gust of wind, locate object, magic weapon, mirror image, shatter*

3rd level (3 slots): *counterspell, dispel magic, fly, haste, lightning bolt*

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

5th level (3 slots): *cloudkill, cone of cold, wall of force*

6th level (2 slots): *chain lightning, Otiluke's freezing sphere, wall of ice*

7th level (2 slots): *prismatic spray, teleport*

8th level (1 slot): *maze*

9th level (1 slot):

ACTIONS

+2 Quarterstaff. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. Hit: 19 (3d8 + 6) bludgeoning damage plus 9 (2d8) cold damage.