DUNGEONS & DRAGONS

THE WILD BEYOND THE WITCHLIGHT

THE WILD BEYOND THE WITCHLIGHT™

A Feywild Adventure

WIZARDS OF THE COAST

Credits

Project Lead: Christopher Perkins
Art Director: Kate Irwin
Writers: Stacey Allan, Will Doyle, Ari Levitch, Christopher Perkins
Additional Writing: Julien Camaraza, Belle Farmer, Adam Lee, Taymoor Rehman, Morrigan Robbins
Rules Development: Jeremy Crawford, Ben Petrisor, Taymoor Rehman
Editing: Judy Bauer, Kim Mohan, Hannah Rose
Graphic Designer: Trish Yochum
Story Consultant: Patrick Rothfuss
Cultural Consultant: Shiaw-Ling Lai
Cover Illustrators: Hydro74, Tyler Jacobson
Cartographers: Stacey Allan, Will Doyle
Interior Illustrators: Helder Almeida, Tom Babbey, Mark Behm, Zoltan Boros, Filip Burburan, Christopher Burdett, Paul Scott Canavan, Dawn Carlos, Kai Carpenter, Clint Cearley, Sidharth Chaturvedi, David René Christensen, Daarken, Alayna Danner, Nikki Dawes, Axel Defois, Olga Drebas, Wayne England, Caroline Gariba, Lars Grant-West, Ralph Horsley, Sam Keiser, Julian Kok, Katerina Ladon, Olly Lawson, Titus Lunter, Andrew Mar, Marcela Medeiros, Brynn Metheney, Robson Michel, Christopher Moeller, Scott Murphy, Irina Nordsol, Robin Olausson, Claudio Pozas, April Prime, Jason Rainville, Chris Rallis, Ned Rogers, Craig J Spearing, Matt Stewart, Cory Trego-Erdner, Brian Valeza, Anna Veltkamp, Magali Villeneuve, Richard Whitters, Mark Winters, Shawn Wood, Zuzanna Wuzyk, Kieran Yanner, Trish Yochum
Concept Art Director: Shawn Wood
Concept Illustrators: Jedd Chevier, Daarken, Toma Feizo Gas, Titus Lunter, April Prime, Ilya Shkipin, Cory Trego-Erdner, Shawn Wood, Kieran Yanner
Project Engineer: Cynda Callaway
Imaging Technician: Kevin Yee
Prepress Specialist: Jefferson Dunlap

D&D Studio

Executive Producer: Ray Winninger
Principal Designers: Jeremy Crawford, Christopher Perkins
Design Manager: Steve Scott
Design Department: Sydney Adams, Judy Bauer, Makenzie De Armas, Dan Dillon, Amanda Hamon, Ari Levitch, Ben Petrisor, Taymoor Rehman, F. Wesley Schneider, James Wyatt
Art Team Manager: Richard Whitters
Art Department: Trystan Falcone, Kate Irwin, Emi Tanji, Shawn Wood, Trish Yochum
Senior Producer: Dan Tovar
Producers: Bill Benham, Robert Hawkey, Lea Heleotis
Director of Product Management: Liz Schuh
Product Managers: Natalie Egan, Chris Lindsay, Hilary Ross, Chris Tulach

Marketing

Director of Global Brand Marketing: Brian Perry
Global Brand Manager: Shelly Mazzanoble
Senior Marketing Communications Manager: Greg Tito
Community Manager: Brandy Camel

On the Cover

The Witchlight Carnival has come to town! On the back cover, a displacer beast finds 8-year-old Tyler Jacobson and leads him back to the carnival, where he belongs.

On the Alt-Cover

Hydro74 presents Star, a displacer beast kitten that loves adventuring in the Feywild. A wondrous magic item called the *Witchlight vane* graces the back cover.

620C9277000001 EN
ISBN: 978-0-7869-6728-5
First Printing: August 2021

9 8 7 6 5 4 3 2 1

UK CA CE

Disclaimer: Dare to take a step into the dark backward and abysm of time? Know that Wizards of the Coast cannot be held responsible for those who enter the Feywild of their own accord. In the faerie realm, time gets twisted in knots. It might be months or years before you return to the real world. Enjoy the adventure while it lasts, and don't be surprised if you encounter a few friends and foes from old editions lurking among the fey.

DUNGEONS & DRAGONS, D&D, Wizards of the Coast, the dragon ampersand, *Player's Handbook*, *Monster Manual*, *Dungeon Master's Guide*, all other Wizards of the Coast product names, and their respective logos are trademarks of Wizards of the Coast in the USA and other countries. All characters and their distinctive likenesses are property of Wizards of the Coast. The materials described in this statement are protected under the copyright laws of the United States of America and around the world under international intellectual property treaties. Any reproduction or unauthorized use of the materials contained herein or artwork contained herein is prohibited without the express written permission of Wizards of the Coast.

Printed in the USA. ©2021 Wizards of the Coast LLC, PO Box 707, Renton, WA 98057-0707, USA. Manufactured by: Hasbro SA, Rue Emile-Boéchat 31, 2800 Delémont, CH. Represented by: Hasbro, De Entree 240, 1101 EE Amsterdam, NL. Hasbro UK Ltd., P.O. Box 43 Newport, NP19 4YH, UK.

Contents

Introduction: Into the Feywild 4
Adventure Summary 4
Adventure Structure 4
Character Advancement 4
Running the Adventure 5
Using the Maps 5
Using the Story Tracker 5
Tips for New Dungeon Masters 6
Feywild Trinkets 7
Feywild Trinkets table 8
Backgrounds 9
Feylost 9
Witchlight Hand 11
Races 12
Fairy 12
Harengon 13
Character Traits 14
Beginning the Adventure 15
Lost Things 15
Warlock's Quest 18
Pronunciation Guide 21

Ch. 1: Witchlight Carnival 22
Running This Chapter 23
Carnival Owners 24
Mister Witch (stat block) 25
Mister Light (stat block) 26
Witchlight Hands 27
Witchlight Hand (stat block) 27
Carnival Overview 28
Bringing the Carnival to Life 28
Wandering Outsiders 30
Carnival Locations 31
Ticket Booth 31
Big Top 32
Bubble-Pop Teapot 33
Calliope 34
Carousel 34
Treant Sapling (stat block) 36
Dragonfly Rides 36
Feasting Orchard 37
Gondola Swans 38
Hall of Illusions 38
Lost Property 40
Mystery Mine 41
Pixie Kingdom 42
Silversong Lake 43
Small Stalls 43
Snail Racing 46
Staff Area 48
Carnival Events 49
Meeting Witch and Light 49
Burly's Plan 51
Catching Kettlesteam 51
Kettlesteam (stat block) 52
Timed Events 53
Through the Looking Glass 54

Ch. 2: Hither 56
Running This Chapter 57
Prismeer Overview 57
A Domain Divided 58
Friendly Guides 58
Rules of Conduct 58
Children of Prismeer 60
Transforming the Domain 60
Death in Prismeer 60
Foraging in Prismeer 61
Features of Hither 61
Arrival in Hither 62
Random Encounters in Hither 64
Locations in Hither 67
Slanty Tower 68
Telemy Hill 70
Brigands' Tollway 71
Agdon Longscarf (stat block) 73
Downfall 74
Where's Bavlorna? 74
The Soggy Court 74
Downfall Locations 76
Clapperclaw (stat block) 78
Tree Blight (stat block) 84
Bavlorna's Cottage 87
Cottage Locations 87
From Hither to Thither 97

Ch. 3: Thither 98
Running This Chapter 99
Features of Thither 99
Fairy Rings 99
Wanted Posters 101
Arrival in Thither 102
Random Encounters in Thither 102
Locations in Thither 106
Nib's Cave 106
Little Oak 108
Displacer Beast Kitten (stat block) 108
Squirt (stat block) 110
Wayward Pool 110
Loomlurch 113
Approaching Loomlurch 113
Where's Skabatha? 113
Skabatha's Minions 114
Lost Children 115
Loomlurch Locations 115
Flying Rocking Horse (stat block) 121
From Thither to Yon 130

Ch. 4: Yon 132
Running This Chapter 133
Features of Yon 133
Lightning Rods 134
Arrival in Yon 134
Amidor and Gleam 134
Pollenella (stat block) 135
Amidor (stat block) 135
Random Encounters in Yon 136
Locations in Yon 141
Lockbury Henge 141
Fey Beacons 143
Brigganock Mine 145
Motherhorn 149
Entering Motherhorn 149
Approaching Motherhorn 149
Where's Endelyn? 150
A Tragedy in the Making 151
Motherhorn Locations 152
Leaving Yon 169

Ch. 5: Palace of Heart's Desire 170
Running This Chapter 171
Arrival at the Palace 172
Friends and Followers 173
Exploring the Palace 173
Palace Features 173
Temporal Stasis 174
Palace Locations 174
Glasswork Golem (stat block) 193
Ending the Story 204
Zybilna Comes Alive 204
Iggwilv (stat block) 205
Zybilna's Gifts 207

Appendix A: Magic Items 208

Appendix B: Factions 215
Hourglass Coven 215
Bavlorna Blightstraw 215
Endelyn Moongrave 217
Skabatha Nightshade 218
League of Malevolence 219
Kelek 219
Skylla 220
Warduke 221
Zarak 222
Zargash 223
Valor's Call 224
Elkhorn 224
Mercion 225
Molliver 226
Ringlerun 227
Strongheart 228

Appendix C: Creatures 229
Boggle 229
Brigganock 230
Bullywugs 231
Bullywug Knight 231
Bullywug Royal 231
Campestris 232
Campestri 232
Swarm of Campestris 232
Darklings 233
Darkling 233
Darkling Elder 233
Giant Dragonfly 234
Giant Snail 234
Harengons 235
Harengon Brigand 235
Harengon Sniper 235
Jabberwock 236
Korred 237
Living Doll 238
Quickling 239
Redcap 240
Selenelion Twin 241

Appendix D: Roleplaying Cards 242

Appendix E: Stagefright's Lines 250

Story Tracker 253

INTRODUCTION

Into the Feywild

This Dungeons & Dragons adventure begins in a world of your choosing—perhaps a world of your own creation—then ventures into the Feywild. Also known as the Plane of Faerie, the Feywild is a place of wonder and whimsy ruled by unfettered emotion. Before running this adventure, please read the "Feywild" section in the *Dungeon Master's Guide*, as it contains useful information about this dusky, fantastic plane of existence.

The information in this book is intended for the DM's eyes only. If you're planning to play through the adventure with someone else as your DM, stop reading now!

Adventure Summary

The main antagonists of this story are three hags who collectively form the Hourglass Coven, which is described in appendix B. These hags are the adoptive sisters of Iggwilv, a powerful figure from D&D's past and a key player in the adventure's unfolding drama. Using an artifact called *Iggwilv's Cauldron*, the hags have trapped an archfey named Zybilna in temporal stasis and carved up her fey domain among them. This domain is called Prismeer. To enter it, the characters must first visit the Witchlight Carnival, which travels across the Material Plane and appears on the characters' world once every eight years. The carnival owners are a pair of shadar-kai (elves native to the Shadowfell) named Mister Witch and Mister Light, who can help or hinder the characters' efforts to reach Prismeer.

One of the many novelties of this adventure is that the characters can accomplish their goals without resorting to violence—but only if they're clever. They can fight their way through the adventure as well, but the odds won't always be in their favor.

Adventure Structure

The characters are drawn into the adventure by one of two adventure hooks. You choose which hook to use. Both hooks are described in "Beginning the Adventure," later in this introduction.

Chapter 1 describes the Witchlight Carnival. Hidden somewhere in the carnival is a fey crossing to the domain of Prismeer, but the trick to opening this portal is known only to the carnival's shadar-kai owners, Mister Witch and Mister Light.

Chapters 2, 3, and 4 describe the carved-up domain of Prismeer, which the hags of the Hourglass Coven have usurped and split into thirds. The characters can move between these splinter-realms only if they have the right fey guides to help them.

Chapter 5 describes the Palace of Heart's Desire, where the archfey Zybilna and her court are frozen in time by the magic of *Iggwilv's Cauldron*. The palace is where the characters need to go if they hope to thwart the Hourglass Coven by freeing Zybilna or destroying the cauldron.

The book concludes with several appendices wherein you'll find rules for new magic items, stat blocks for new creatures, and other goodies. At the end of the book is a Story Tracker you can use to keep track of story developments as they occur. Advice on how to use the Story Tracker appears later in this introduction.

Character Advancement

The adventure assumes that the characters start at 1st level. If your players are more interested in exploration and social interaction than combat, or if you want to make the characters' Feywild excursion less dangerous, have them start at 3rd level instead. Advancement is handled the same way regardless.

In this adventure, the characters receive experience points for achieving milestones rather than defeating monsters:

Entering a Hag's Realm. Whenever the characters enter a hag's realm (Hither, Thither, or Yon) for the first time, everyone in the party receives enough XP to advance 1 level. For example, when the characters leave the Witchlight Carnival and arrive in Hither for the first time, they gain a level.

Encountering a Hag. After the characters encounter a hag of the Hourglass Coven for the first time, everyone in the party who survives the encounter receives enough XP to advance 1 level.

Freeing Zybilna. If the characters free Zybilna from temporal stasis or destroy *Iggwilv's Cauldron*, everyone in the party receives enough XP to advance 1 level.

If you follow this method of character advancement, characters who start the adventure at 1st level might reach 8th level by the adventure's conclusion.

Running the Adventure

To run the adventure, you need the fifth edition core rulebooks (*Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual*).

> Text that appears in a box like this is meant to be read aloud or paraphrased for the players when their characters first arrive at a location or under a specific circumstance, as described in the text.

The *Monster Manual* contains stat blocks for most of the creatures encountered in this adventure. When a creature's name appears in **bold** type, that's a visual cue pointing you to its stat block as a way of saying, "Hey, DM, you'd better get this creature's stat block ready. You're going to need it." If the stat block is not from the *Monster Manual*, the adventure's text tells you where to find it.

Spells and equipment mentioned in the adventure are described in the *Player's Handbook*. Magic items are described in the *Dungeon Master's Guide* unless the adventure's text directs you to appendix A.

Using the Maps

This book contains a fold-out, double-sided poster map and several interior maps. These elements are further described in the sections that follow.

Poster Map

The adventure lets you know when it's safe to show your players either side of the double-sided poster map.

One side of the poster map shows the Witchlight Carnival and a Time Tracker, to help you track the passage of time as the characters explore the carnival. Certain carnival events occur only when the Time Tracker reaches a certain point. Though it's not necessary, your group can place tokens or miniatures on the map to keep track of where the characters are in the carnival at any given time.

The reverse side of the poster map shows the Feywild domain of Prismeer, now divided into three splinter-realms called Hither, Thither, and Yon. Lodged between them is the Palace of Heart's Desire—the home of Prismeer's archfey ruler, Zybilna. This side of the map is meant to be shared with the players once the characters reach the palace, from where they can look out over the whole domain. DM-friendly versions of this map appear in chapters 2, 3, and 4, to help you track the party's progress through Prismeer's splinter-realms.

Eight and Three

As you run *The Wild Beyond the Witchlight*, look for ways to bring the numbers eight and three to the fore. For example, characters who take a long rest in the fey domain of Prismeer might, without fail, be awakened by three songbirds at the end of the eighth hour.

The number eight is symbolically important, as this adventure plays with the themes of time and nostalgia. The numeral 8 resembles an hourglass, which measures the passage of time, and looks like the symbol for infinity (∞) turned on its side. Hidden within the numeral 8 itself is the numeral 3. In the D&D multiverse, there exists the Rule of Three, which states that events of cosmic consequence often manifest in threes. Time, for instance, has a past, present, and future. The Hourglass Coven has three members. The fey domain of Prismeer is divided into three splinter-realms, which adventurers explore with the help of three guides.

Hidden within the adventure are numerous other mentions of the numbers eight and three. Can you find them all?

Interior Maps

Maps that appear in this book are for your eyes only. As the characters explore locations on a given map, you can redraw portions of the map on graph paper, a wet-erase mat, or another surface to help your players visualize locations that might have unusual shapes or features. Your hand-drawn maps need not be faithful to the originals, and you can alter a map's features as you see fit. Nor do your maps need to be painstakingly rendered. You can omit details that are not readily visible (such as secret doors and other hidden features) until the characters are able to detect and interact with them.

Slopes and Staircases. An arrow on a slope or staircase always points in the ascending direction.

Landmarks Not to Scale

The poster map of Prismeer and the interior maps of Hither, Thither, and Yon show important landmarks that are described in the text. These landmarks are not drawn to scale.

Using the Story Tracker

This adventure uses a Story Tracker, a copy of which is included at the back of this book. The Story Tracker is a note-keeping tool to help you remember important information about the characters and their accomplishments.

At various times in the adventure, you will be advised to jot down information on the Story Tracker, as events that happen in earlier chapters can give characters an advantage in later chapters. The Story Tracker also allows you to record important details. For example, if a character falls under a curse, noting the specifics of the curse on the Story Tracker might remind you of the effect.

Unicorn Horn

A lost unicorn horn plays an important part in the adventure. Its location is determined randomly by rolling on the Unicorn Horn's Location table. Once you determine where the horn is, record its location on the Story Tracker.

The horn belongs to a unicorn named Elidon, who was captured and transformed into a rocking horse by the Hourglass Coven. For more information about Elidon, see area L6 in chapter 3.

Unicorn Horn's Location

d8	Location
1	Offered for sale at Trinket, Bauble, and Charm's in Downfall (see area D10 in chapter 2)
2	Hidden among the coals under Bavlorna's cauldron (see area D18 in chapter 2)
3	Stolen by Will of the Feywild and kept in Little Oak (see "Encounters in Thither" in chapter 3)
4	Hidden in one of the cupboards of Loomlurch (see area L10 in chapter 3)
5	In the possession of Archillus the peryton (see "Fey Beacons" in chapter 4)
6	In the possession of Skylla the warlock (see area M11 in chapter 4)
7	In the possession of Shon the librarian (see area P28 in chapter 5)
8	Tucked in a wooden chest by Iggrik the quasit (see area P51 in chapter 5)

Tips for New Dungeon Masters

Most of this book is for the DM's eyes only, since it's full of secrets that your players won't discover until you run the adventure for them. That said, the adventure contains a lot of information that can be shared with the players at specific times, as discussed below.

New Character Options

During character creation, you can allow your players to read the new backgrounds and race options that appear in this introduction, if you're comfortable with allowing these options in your game.

Magic Item Descriptions

When the characters acquire a new magic item and figure out what it does (see "Identifying a Magic Item" in the *Dungeon Master's Guide*), give that item's description to the players.

Statistics

Creature stat blocks should be kept hidden from the players until circumstances warrant otherwise, as discussed below.

Armor Class. When characters make attacks against a creature, you compare those attacks to the creature's Armor Class to determine whether the attacks hit. After a certain number of hits and misses, players can usually pinpoint a creature's AC on their own. However, in the interest of speeding up combat, you can divulge a creature's AC once the characters have hit the creature at least once, allowing players to know without asking if attacks made against the creature hit or miss.

Hit Points. It's better not to tell players how many hit points a creature has. However, you can give the players a sense of how well they're doing against the creature by describing, in narrative terms, how hurt the creature is. For example, if the creature has fewer than half its hit points remaining, you can describe it as being badly wounded or on the ropes. Such information gives the players a sense of accomplishment and might spur them to press the attack. On the other hand, if the characters aren't putting much of a dent in the creature's hit points, either because it has a lot of them or it has a trait such as Regeneration, it's a good idea to let the players know that the creature looks like it can take a lot more punishment. That information alone might encourage the players to consider a change of plan, such as a tactical retreat.

Damage. Players need you to tell them how much damage their characters take and what type of damage it is. Whenever the adventure presents damage that is variable, it shows the average damage first, followed by a die expression in parentheses, like this: 10 (3d6). You decide whether to use the average

or roll the dice. Using average damage speeds up play, but it might feel less exciting, and players can take advantage of its predictability. Rolling the dice takes more time but can yield more volatile results. In the interest of fairness, commit to one approach or the other for the duration of an encounter or game session.

Abilities, Strengths, and Weaknesses. As their characters fight a creature, players expect to learn more about the creature's strengths, weaknesses, and abilities. It's okay to share such information with them as it becomes apparent. For example, you can describe a creature's wounds closing up when it regenerates.

Characters don't need to fight a creature to know certain facts about it. For example, a character who has the Witchlight hand background and chose a sprite for a carnival companion would know a lot about sprites, including their ability to turn invisible. Similarly, if a character intuits that a treant, being a creature made of wood, has vulnerability to fire damage, just smile faintly and say, "That's a reasonable hypothesis." If the treant takes double damage from a *fireball* spell, be sure to let players know how badly the fire hurt it.

Don't be afraid to dole out information to characters who have the applicable knowledge. If you're not sure whether the characters possess such knowledge, have them make an Intelligence check (see the *Dungeon Master's Guide* for more guidance about ability checks), and share the information if one or more characters succeed on the check.

Dice Rolls

Many DMs like to roll their dice in the open, for all the players to see, to maintain transparency. Other DMs prefer to roll dice behind a screen to maintain suspense. Either approach is fine.

Even DMs who conceal their dice rolls might divulge certain results. For example, when a creature scores a critical hit against a character, it's customary to let the player know that their character just took a particularly nasty hit before revealing how much damage was dealt.

It's okay to ask one of your players to make a die roll for you. For example, if you plan to use one of this adventure's random encounters, you can have a player roll to determine what the characters encounter, rather than making the roll yourself.

Story Information

Important information that doesn't appear in boxed text is usually communicated to players through roleplaying. As the DM, you roleplay all the creatures that the characters encounter in the adventure. Many of the DM-controlled creatures (also called nonplayer characters, or NPCs) in this adventure know information that the characters can learn through inquiry. The adventure outlines the most likely circumstances under which a creature will share what it knows.

The adventure describes important creatures in detail, while creatures of little consequence get no more than a passing reference. As such, you have enough information to bring important creatures to life, but not so much that it becomes a chore to remember all the details. The adventure seldom goes so far as to describe what a creature sounds like, nor does it reveal everything that a creature might say or do. You're expected to improvise and bring creatures to life as best you can. For example, the adventure describes Mister Light (one of the owners of the Witchlight Carnival) as a flamboyant figure, but you get to decide what his voice sounds like and how he reacts to a given situation, based on what the adventure says about him. You can also ignore what the text says and roleplay Mister Light or any other creature as you see fit.

Roleplaying Aids. Appendix B contains information that will help you roleplay a handful of important DM-controlled characters whose actions propel and shape the narrative of the adventure. The cards in appendix D serve much the same purpose but are optional; they provide roleplaying notes for several other colorful characters who aren't as pivotal. You can photocopy these cards, cut them out, and keep them in a handy stack behind your DM screen, sorted alphabetically or grouped by chapter. (The latter option works better if you expect the current game session to focus entirely on one chapter of the adventure.)

Making Mistakes

Dungeon Masters are fallible, just like everyone else, and even the most experienced DMs make mistakes. If you overlook, forget, or misrepresent something, correct yourself and move on. This is a big adventure with lots of interconnecting elements; no one expects you to internalize or memorize every aspect of it. As long as your players are having fun, everything will be just fine.

Feywild Trinkets

The Feywild Trinkets table that follows offers a selection of trinkets appropriate for Feywild-themed adventures such as this one. Players whose characters have the feylost or Witchlight hand background can roll on this table instead of the Trinkets table in the *Player's Handbook* to determine what trinkets their characters possess. The adventure includes a few encounters that require you to roll on the table to determine what random trinkets the characters find in key locations.

Feywild Trinkets

d100	Trinket
01	Cookie cutter shaped like a unicorn
02	Two yew rings linked together
03	Silver hand mirror with a nymph-shaped handle
04	Painted wooden key whose teeth change configuration every day at dawn
05	Delicate silver cameo with pictures of twin children opposite one another
06	Golden pendant charm shaped like a leprechaun
07	Tiny wooden box containing a croquet set sized for pixies or sprites
08	Tiny pair of sharp, iron scissors
09	Chess piece shaped like a dancing satyr wearing a bishop's hat and clutching a gnarled staff
10	Saltshaker shaped like a wizard's tower
11	Crystal orb that allows an elf who holds it to sleep
12	Pendant that shows the phases of the moon
13	Large iron fingernail
14	Tiny electrum whistle that only Fey can hear
15	Wooden jigsaw puzzle piece as big as a saucer, with a painted image of a jug on it
16	Spool of glistening silver thread
17	Sheet of music that goblins find upsetting when they hear it played or sung
18	Rotten ogre's tooth with the Elvish glyph for "moon" etched into it
19	Vitrified eye of a displacer beast
20	Tiny duskwood coffin containing the ashes of a troll
21	Old invitation to a banquet in the Summer Court, written in ink on vellum in Sylvan
22	Gossamer shawl that glows faintly in moonlight
23	Ball-and-cup toy that plays a short, victorious jingle whenever the ball lands in the cup
24	Sprite's skull covered in ink fingerprints
25	Silver fork with the outer tines bent sideways
26	A soot-stained sock in which a nugget of coal magically appears each day at dawn
27	Tiny wooden stool (sized for a pixie or sprite) that gives splinters to those who hold it
28	Tiny clockwork dragonfly that slowly beats its wings (but can't fly) when wound up
29	Toy unicorn made of wood, painted with bright colors
30	Pixie plushie that sings when you squeeze it
31	1-inch-square painting of a sleeping elf
32	Thimble that helps you daydream when worn
33	Pumpkin cupcake that magically regenerates itself in its paper cup each day at dawn
34	Fake Three-Dragon Ante card depicting a faerie dragon
35	Teacup made from a varnished mushroom cap that magically keeps its liquid contents lukewarm
36	Rock that floats and is small enough to hide in your closed fist
37	Tiny bottle filled with rainwater collected from the Feywild
38	Opalescent conch shell that laughs when you hold it to your ear
39	Vial of viscous liquid labeled "Fomorian spit. Do not drink!"
40	Wax candle that roars and crackles like a bonfire while lit
41	Potted daffodil that sways when near a source of music
42	8-ounce, glass wine bottle that magically reassembles itself 1 minute after being broken
43	Tiny wooden sylph figurehead from a model ship
44	Tiny pumpkin-shaped cauldron carved out of bog oak
45	Bar of soap that smells like something memorable from your childhood
46	Piece of orange parchment folded to look like a knight astride a unicorn
47	Tinted glasses so dark that they can't be seen through
48	8-inch-long glass ant figurine
49	Piece of parchment bearing a child's drawing of an oni
50	Tiny hourglass without sand in it
51	Empty vial with corked ends at the top and bottom
52	Pair of green leprechaun boots tied together by their laces
53	Smoking pipe made from a tree root
54	Red cap that droops down to one's shoulders when worn
55	Mask that helps you remember your dreams if you wear it while you sleep
56	Notebook that shows what's written on it only when held upside down
57	Wooden top with four sides, each bearing the image of child enjoying a different season
58	Tiny beehive wig made for sprites or pixies

d100	Trinket
59	Wooden mouse figurine that squeaks when held
60	Stuffed oni doll with a creepy smile and one missing eye
61	Empty bag labeled "Candy"
62	Tinted glass monocle that makes things look green
63	Black executioner's hood sized for a pixie or sprite
64	Piano key carved from a satyr's horn
65	Tiny wooden lute with cat hairs for strings
66	Iron needle with an eye that refuses to let thread pass through it
67	Tiny sundial that casts a shadow only in moonlight
68	Wooden pan flute that attracts harmless local fauna when played
69	Silvered pinecone
70	Flask of spectral glowworms that change color to reflect the mood of the flask's holder
71	Wooden apple painted blue
72	Tuning fork that sounds the tone for the F key
73	Nunchaku sized for a pixie or sprite
74	Copper coin with a smiling satyr's face on one side and a satyr's skull on the other
75	Severed chicken's foot attached to a leather cord
76	Collection of baby teeth in a tiny wooden box
77	Pinwheel whirligig that spins even when there's no wind
78	Child's parasol covered in moss and leaves
79	Wooden magnifying glass missing its lens
80	Glossy mushroom with a red, bell-shaped cap that jingles when shook
81	Pouch of seeds that smell like home
82	Petrified robin's egg
83	Wooden spoon with a hole in the center
84	Paper wasp nest in a jar
85	Sprig of rosemary wrapped with ribbon at one end
86	Tiny, unfurnished dollhouse sized for a pixie child
87	Paintbrush made entirely of ceramic—even the bristles
88	Candlestick whose candlelight looks like a tiny, dancing fairy made of fire
89	Spectacle frames in the shape of butterfly wings
90	Set of false wooden teeth
91	Tiny book of fairytales
92	Rucksack in which one potato magically appears each day at dawn
93	Pixie's winter jacket lined with fox fur
94	Tasseled wine charm shaped like a sprite
95	Weak magnetic wand
96	100-sided die the size of a plum, cut from coal
97	Glass slipper, missing its mate
98	Tiny dreamcatcher
99	Barbell sized for a pixie or sprite
100	Music box that plays a sprightly tune you remember from your childhood

CLAUDIO POZAS

Backgrounds

This section describes two backgrounds available to characters who participate in this adventure: feylost and Witchlight hand.

Feylost

You grew up in the Feywild after disappearing from your home plane as a child. Perhaps you were spirited away by kindly Fey who thought you were destined for great things. Perhaps you stumbled through a fey crossing by chance during a twilight stroll in the woods. Perhaps you were kidnapped by evil Fey but escaped from their clutches. Whatever the manner of your disappearance, you gradually fell under the Feywild's spell and learned a little about the nature of the mercurial tricksters that dwell there.

When you finally returned to your home plane, you did not come back unchanged. You are haunted by the fact that the Feywild—a mirror world hidden behind a mere twist of perception—is only a hair's breadth away. Although your memories of the Feywild grow fainter with each passing day, your heart swells with a mixture of fear and joy at the prospect of one day venturing back to the Plane of Faerie—your home away from home.

Skill Proficiencies: Deception, Survival
Tool Proficiencies: One type of musical instrument
Languages: One of your choice of Elvish, Gnomish, Goblin, or Sylvan
Equipment: A musical instrument (one of your choice), a set of traveler's clothes, three trinkets (each determined by rolling on the Feywild Trinkets table), and a pouch containing 8 gp

Fey Mark

You were transformed in some small way by your stay in the Feywild and gained a fey mark, determined by rolling on the Fey Mark table.

Fey Mark

d8	Fey Mark
1	Your eyes swirl with iridescent colors.
2	You have a sweet scent, like that of nectar or honey.
3	You have long whiskers like those of a cat.
4	Your ears are covered with soft tufts of fur.
5	Your skin sparkles in moonlight.
6	Flowers either bloom or wilt (your choice) in your presence.
7	Your hair is made of vines or brambles and grows back to normal length within 1 hour of being cut.
8	You have a tail like that of a dog or another animal.

Feywild Visitor

Whenever you're sound asleep or in a deep trance during a long rest, a spirit of the Feywild might pay you a visit, if the DM wishes it. Determine the spirit's form by rolling on the Feywild Visitor table. No harm ever comes to you as a result of such visits, which can last for minutes or hours, and you remember each visit when you wake up. Conversations that occur with a visitor can contain any number of things, from messages and insights to nonsense and red herrings, at the DM's discretion. Such conversations are always conducted in a language you can understand, even if the Feywild visitor can't speak that language normally.

Feywild Visitor

d8	Visitor
1	Awakened creature (a Beast or an ordinary plant that has had the *awaken* spell cast on it)
2	Centaur
3	Dryad
4	Faerie dragon
5	Pixie
6	Satyr
7	Sprite
8	Unicorn

Feature: Feywild Connection

Your mannerisms and knowledge of fey customs are recognized by natives of the Feywild, who see you as one of their own. Because of this, friendly Fey creatures are inclined to come to your aid if you are lost or need help in the Feywild.

Witchlight Hand

You crept into the Witchlight Carnival as a child or youth and never looked back, earning a place among those who work behind the scenes to keep the carnival in business. As a hand, you work hard and party hard. The carnival has borne you to many fantastic worlds, circling back around to your home world once every eight years, but you know almost nothing about these worlds because you spend all your time in the carnival. You know the other hands well, but the carnival's owners—Mister Witch and Mister Light—remain mysterious to you even after all these years.

Maybe you joined the carnival to escape a dismal life at home, or maybe you were enchanted by the idea of visiting new places or the dream of becoming one of the carnival's star attractions. Now that you're older, carnival life has lost some of its appeal. The daily routine has grown tedious, the cyclical nature of the carnival's journey monotonous. The carnival no longer fills your heart with a sense of wonder. Perhaps greater adventures await you beyond the carnival's gates.

Skill Proficiencies: Performance, Sleight of Hand
Tool Proficiencies: Disguise kit or one type of musical instrument
Languages: One of your choice
Equipment: A disguise kit or a musical instrument of your choice, a deck of cards, a carnival uniform or costume, one trinket (determined by rolling on the Feywild Trinkets table), and a pouch containing 8 gp

Carnival Companion

Over the years, you have earned the friendship of another carnival fixture. Roll a d8 and consult the Carnival Companion table to determine whom or what you've befriended, or you can choose an option that you like. Work with your DM to flesh out this friendship. This companion hangs around you while you're in the carnival, but it won't voluntarily leave the carnival.

The DM can use the **Witchlight hand** stat block in chapter 1 to represent hands, performers, and animal trainers who serve as carnival companions. Statistics for the other companions appear in the *Monster Manual*.

Carnival Companion

d8	Companion
1	Old, cantankerous Witchlight hand
2	Young, impressionable Witchlight hand
3	Performer (such as an acrobat, a clown, or a musician)
4	Retired performer
5	Seasoned animal trainer
6	Old **blink dog**
7	Cheery **sprite**
8	Harmless, magical wisp of light (no stat block required) that has a flying speed of 30 feet, can hover, and sheds bright light in a 5-foot radius and dim light for an additional 5 feet

Feature: Carnival Fixture

The Witchlight Carnival provides you with free, modest lodging and food. In addition, you may wander about the carnival and partake of its many wonders at no cost to you, provided you don't disrupt its shows or cause any other trouble.

ANDREW MAR

score by 1, or increase three different scores by 1. Follow this rule regardless of the method you use to determine the scores, such as rolling or point buy. The "Quick Build" section for your character's class offers suggestions on which scores to increase. You can follow those suggestions or ignore them, but you can't raise any of your scores above 20.

Languages

Your character can speak, read, and write Common and one other language that you and your DM agree is appropriate for the character. The *Player's Handbook* offers a list of languages to choose from. The DM is free to modify that list for a campaign.

Creature Type

Every creature in D&D, including each player character, has a special tag in the rules that identifies the type of creature they are. Most player characters are of the Humanoid type. A race in this chapter tells you what your character's creature type is.

Here's a list of the game's creature types in alphabetical order: Aberration, Beast, Celestial, Construct, Dragon, Elemental, Fey, Fiend, Giant, Humanoid, Monstrosity, Ooze, Plant, Undead. These types don't have rules themselves, but some rules in the game affect creatures of certain types in different ways. For example, the *cure wounds* spell doesn't work on a Construct or an Undead.

Life Span

The typical life span of a player character in the D&D multiverse is about a century, assuming the character doesn't meet a violent end on an adventure. Members of some races, such as dwarves and elves, can live for centuries. Fairies and harengons, however, have a life span of about a century.

Height and Weight

Player characters, regardless of race, typically fall into the same ranges of height and weight that humans have in our world. If you'd like to determine your character's height or weight randomly, consult the Random Height and Weight table in the *Player's Handbook*, and choose the row in the table that best represents the build you imagine for your character.

Fairy

The Feywild is home to many fantastic peoples, including fairies. Fairies are a wee folk, but not nearly as much so as their pixie and sprite friends. The first fairies spoke Elvish, Goblin, or Sylvan, and encounters with human visitors prompted many of them to learn Common as well.

Infused with the magic of the Feywild, most fairies look like Small elves with insectile wings, but each fairy has a special physical characteristic that sets the fairy apart. For your fairy, roll on the Fey

Races

All the character races presented in the *Player's Handbook* are well suited for this adventure, as are fairies and harengons (both presented below).

If you allow players to create fairy or harengon characters for this adventure, they should assume that their characters are from the same world as the other player characters and have never set foot in the Feywild despite their fey heritage.

Creating Your Character

At 1st level, you choose whether your character is a member of the human race or of a fantastical race. If you select a fantastical race such as the fairy or the harengon in this section, follow these additional rules during character creation.

Ability Score Increases

When determining your character's ability scores, increase one score by 2 and increase a different

Characteristics table or choose an option from it. You're also free to come up with your own characteristic if none of the suggestions below fit your character.

Fey Characteristics

d8	Characteristic
1	Your wings are like those of a bird.
2	You have shimmering, multicolored skin.
3	You have exceptionally large ears.
4	A glittering mist constantly surrounds you.
5	You have a small spectral horn on your forehead, like a little unicorn horn.
6	Your legs are insectile.
7	You smell like fresh brownies.
8	A noticeable, harmless chill surrounds you.

Fairy Traits

As a fairy, you have the following racial traits.

Creature Type. You are a Fey.

Size. You are Small.

Speed. Your walking speed is 30 feet.

Fairy Magic. You know the *druidcraft* cantrip.

Starting at 3rd level, you can cast the *faerie fire* spell with this trait. Starting at 5th level, you can also cast the *enlarge/reduce* spell with this trait. Once you cast *faerie fire* or *enlarge/reduce* with this trait, you can't cast that spell with it again until you finish a long rest. You can also cast either of those spells using any spell slots you have of the appropriate level.

Intelligence, Wisdom, or Charisma is your spellcasting ability for these spells when you cast them with this trait (choose when you select this race).

Flight. Because of your wings, you have a flying speed equal to your walking speed. You can't use this flying speed if you're wearing medium or heavy armor.

Harengon

Harengons originated in the Feywild, where they spoke Sylvan and embodied the spirit of freedom and travel. In time, these rabbitfolk hopped into other worlds, bringing the fey realm's exuberance with them and learning new languages as they went.

Harengons are bipedal, with the characteristic long feet of the rabbits they resemble and fur in a variety of colors. They share the keen senses and powerful legs of leporine creatures and are full of energy, like a wound-up spring. Harengons are blessed with a little fey luck, and they often find themselves a few fortunate feet away from dangers during adventures.

Harengon Traits

As a harengon, you have the following racial traits.

Creature Type. You are a Humanoid.

Size. You are Medium or Small. You choose the size when you select this race.

Speed. Your walking speed is 30 feet.

Hare-Trigger. You can add your proficiency bonus to your initiative rolls.

Leporine Senses. You have proficiency in the Perception skill.

Lucky Footwork. When you fail a Dexterity saving throw, you can use your reaction to roll a d4 and add it to the save, potentially turning the failure into a success. You can't use this reaction if you're prone or your speed is 0.

Rabbit Hop. As a bonus action, you can jump a number of feet equal to five times your proficiency bonus, without provoking opportunity attacks. You can use this trait only if your speed is greater than 0. You can use it a number of times equal to your proficiency bonus, and you regain all expended uses when you finish a long rest.

Character Traits

As the players choose backgrounds for their characters, they can use the following tables to help determine their characters' personality traits, ideals, bonds, and flaws. Players can use these tables instead of the ones that appear in the *Player's Handbook*, or they can mix and match them. If a rolled result doesn't make sense for a character, the player can roll again or choose a more appropriate entry on the table.

These tables, while optional, are well suited to Feywild-themed adventures and are ideal for any character who has the feylost or Witchlight hand background.

Personality Traits

d8	Trait
1	I'm haunted by fey laughter that only I can hear, though I know it's just my mind playing tricks on me.
2	Like a nomad, I can't settle down in one place for very long.
3	Good music makes me weep like a baby.
4	Wherever I go, I try to bring a little of the warmth and tranquility of home with me.
5	I have never lost my childlike sense of wonder.
6	When I have a new idea, I get wildly excited about it until I come up with another, better idea.
7	I live by my own set of weird and wonderful rules.
8	I can't bring myself to trust most adults.

Ideals

d8	Ideal
1	**Friendship.** I never leave a friend behind. (Good)
2	**Empathy.** No creature should be made to suffer. (Good)
3	**Wanderlust.** I prefer to take the less traveled path. (Chaotic)
4	**Changeability.** Change is good, which is why I live by an ever-changing set of rules. (Chaotic)
5	**Honor.** A deal is a deal, and I would never break one. (Lawful)
6	**Rule of Three.** Everything in the multiverse happens in threes. I see the "rule of three" everywhere. (Lawful)
7	**Obsession.** I won't let go of a grudge. (Evil)
8	**Greed.** I will do whatever it takes to get what I want, regardless of the harm it might cause. (Evil)

Bonds

d8	Bond
1	I would never break my word.
2	I find magic in all its forms to be compelling. The more magical a place, the more I am drawn to it.
3	I do what I can to protect the natural world.
4	A trusted friend is the most important thing in the multiverse to me.
5	I can't bring myself to harm a Fey creature, either because I consider myself one or because I fear the repercussions.
6	The Witchlight Carnival feels like home to me.
7	I'm drawn to the Feywild and long to return there, if only for a short while.
8	I feel indebted to Mister Witch and Mister Light for giving me a home and a purpose.

Flaws

d8	Flaw
1	I easily lose track of time. My poor sense of time means I'm always late.
2	I think the whole multiverse is out to get me.
3	I'm always operating under a tight timeline, and I'm obsessed with keeping everything on schedule.
4	I'm a kleptomaniac who covets shiny, sparkling treasure.
5	I'm forgetful. Sometimes I can't remember even the simplest things.
6	I never give away anything for free and always expect something in return.
7	I have many vices and tend to indulge them.
8	I'm always changing my mind—well, almost always.

WAYNE ENGLAND

The arrival of the Witchlight Carnival is a highly anticipated event.

KATERINA LADON

Beginning the Adventure

How the characters become embroiled in the adventure depends on which hook you use to pull them into it. Choose either the "Lost Things" or "Warlock's Quest" adventure hook. Both hooks assume that all the characters come from the same world, even if they don't have a history together.

The adventure also assumes that the characters (even ones with the Witchlight hand background) have no prior knowledge of Zybilna, the Feywild domain of Prismeer, or the Hourglass Coven. None of these names should be familiar to them at the outset.

Lost Things

Use this adventure hook if you want the characters to have a strong personal investment in the story. Choose a settlement in the characters' world near which the Witchlight Carnival will appear.

Each character in the adventuring party visited the Witchlight Carnival when they were a child—in fact, they snuck in without buying a ticket—and had something stolen from them. Fate brings the characters together as adults, united by the common goal of retrieving that which they've lost.

The adventure begins shortly after the Witchlight Carnival returns to the characters' world for the first time in eight years. One or more characters might be Witchlight hands or troubadours who have spent years traveling with the carnival; the remaining party members are assumed to be visitors who remember the carnival from childhood. It's possible for certain characters to know each other, either because they work together at the carnival or because they're from the same settlement.

Retrieving their lost things will require the characters to explore the Feywild regions of Hither, Thither, and Yon (described in chapters 2, 3 and 4) and contend with the hags of the Hourglass Coven. The characters might be tempted to visit the Palace of Heart's Desire as well (see chapter 5), but they can avoid this location and still accomplish their goals.

Setting the Stage

After the players create their characters, use the following boxed text to kick off the adventure:

> The traveling extravaganza known as the Witchlight Carnival visits your world once every eight years. You have a dim memory of sneaking into the carnival as a child without paying for a ticket. That memory has grown foggy over time, though it still conjures a weird admixture of emotions—wonder and awe mixed with loss and regret. During this childhood visit, your character lost something. You tried to find it, but the carnival owners—a pair of elves named Mister Witch and Mister Light—were decidedly unhelpful.
>
> "Silly little screeching cricket," said Witch. "You forgot to buy a ticket."
>
> "The carnival goes round and round," said Light. "The multiverse is our playground. Nothing's free and nothing's lost. Every visit has its cost."
>
> As time passed, your heart became less heavy, and you gave less and less thought to those childhood events. Now, for reasons you can't explain, the longing to retrieve that which you have lost has resurfaced, as though an old spell has faded away, allowing you to feel the loss as sharply as if it happened yesterday.
>
> The Witchlight Carnival has returned, and you find yourself standing near a ticket booth by the entrance at twilight, just as the carnival is about to open. There you meet others who look as troubled as you. Without knowing how or why, you sense that each of them has lost something as well. Perhaps fate has brought you together.

Work with the players to establish what connections, if any, the characters have with each other. For example, some or all of the characters might hail from a nearby village and have known each other for years.

Characters who have the Witchlight hand background would also know each other, since they worked together prior to the start of the adventure. They, too, are standing outside the carnival when the adventure begins.

If you haven't done so already, lay out the poster map of the Witchlight Carnival for the players to see.

Determining What Was Lost

Each character, having lost something precious as a child, is unable to gain inspiration (as described in the *Player's Handbook*) until they get back what was taken from them. A *remove curse* spell is not powerful enough to end this effect on a character, but a *wish* spell can. This might not seem like much of a drawback, as characters can cope just fine without ever gaining inspiration. Think of it more as a splinter under one's fingernail—a nagging, mildly painful annoyance that slightly diminishes one's happiness. (Hags, by their cruel actions, can spread aggravation and misery throughout the multiverse in all sorts of ways.)

The players don't know it yet, but the Witchlight Carnival operates under a peculiar set of rules. By entering the carnival without tickets as children, the characters inadvertently set themselves up to be robbed. Whatever thing was taken from each character as a child vanished suddenly while that character was distracted by the magic of the carnival. All such thefts can be traced back to the hags of Prismeer, who use thieves to acquire and collect all manner of strange things and to whom the carnival owners are beholden.

For each character in the adventuring party, roll a d8 and consult the Lost Things table to determine what was stolen from that character. If a player doesn't like their result, let them choose an option they prefer. You can swap out some of the entries on the Lost Things table with others that you or your players create, using the ones described below as models.

Use the adventure's Story Tracker to record what each character has lost.

Lost Things

d8	Thing
1	Ability to keep secrets
2	Ability to smile
3	Artistic creativity
4	Cherished doll or stuffed animal
5	Handwriting
6	Sense of direction
7	Sense of fashion
8	Three inches of height

The hags used each character's lost thing to craft a magic item. By interacting with the magic item in a specific way (as described below), the character regains what they lost. The magic item otherwise functions normally.

Ability to Keep Secrets. The character is unable to keep a secret. The hag who claimed this prize has since used it to create a *wand of secrets*. The character regains the ability to keep secrets by holding this wand for the first time.

Ability to Smile. The character suffering from this loss is unable to smile. The hag who claimed this prize has since used it to create a *wand of smiles* (see appendix A). The character regains

the ability to smile by holding this wand for the first time.

Artistic Creativity. The character suffering from this loss lacks the ability to be creative in one or more artistic pursuits. For example, they might be unable to draw, paint, or compose original music. The hag who claimed this prize has since used it to create a *pipe of smoke monsters* (see appendix A). The character regains their creativity by puffing on the pipe for the first time.

Cherished Doll or Stuffed Animal. The character lost a doll or stuffed animal (player's choice). The hag who claimed this prize has since turned it into a *talking doll* (see appendix A) or a stuffed animal with similar properties.

Handwriting. To all other creatures, the character's handwriting is illegible and requires a *comprehend languages* spell or similar magic to decipher. The hag who claimed this prize has since used it to create an *instrument of scribing* (see appendix A). The DM chooses the kind of instrument. When the character plays this instrument for the first time, their handwriting becomes legible.

Sense of Direction. The character suffering from this loss has trouble figuring out which way is north and where they are geographically. The hag who claimed this prize has since used it to create an *orb of direction* (see appendix A). The character regains their sense of direction by holding this orb for the first time.

Sense of Fashion. The character suffering from this loss has no fashion sense. The hag who claimed this prize has since used it to create a *cloak of many fashions* (see appendix A). The character regains their lost sense of fashion by donning this cloak for the first time.

Three Inches of Height. The character suffering from this loss knows they are shorter than they ought to be. The hag who claimed this prize has since used it to create a *pole of collapsing* (see appendix A). The character grows three inches in height by holding this pole for the first time.

Keepers of Lost Things

Once you know what has been stolen from a character, roll on the Keepers of Lost Things table to determine which hag has the thing in question. Use the adventure's Story Tracker to record this information.

Keepers of Lost Things

d8	Hag
1–3	Bavlorna Blightstraw
4–6	Skabatha Nightshade
7–8	Endelyn Moongrave

An Adventurer with No Fashion Sense

Minor Curses

At your discretion, each character who lost something as a child might carry a minor curse as well. Unlike the inability to gain inspiration, this minor curse can be lifted with a *remove curse* spell or similar magic. The nature of the minor curse affecting each character depends on which hag took what the character lost. After rolling on the Keepers of Lost Things table for each character, consult the Minor Curses table to determine what minor curse besets that character.

Use the adventure's Story Tracker to record this information, then ask each player to also be mindful of their character's minor curse.

Minor Curses

Hag	Curse
Bavlorna	You can't light nonmagical fires.
Skabatha	You can't tie or untie a nonmagical rope.
Endelyn	You can't open a door without knocking on it first.

CAROLINE GARIBA

Warlock's Quest

Use this hook if you or your players don't like the idea of the characters having to find things that they lost as children and would prefer a more traditional adventure setup. This hook requires that one or more characters have backgrounds unconnected to the Witchlight Carnival.

If you're using the adventure's Story Tracker, you won't need to fill out the "Lost Things" section. Just leave it blank.

In this preamble, an aging warlock named Madryck Roslof tells the characters (those not working at the Witchlight Carnival) about a faerie realm called Prismeer, which can be reached only by finding and using a fey crossing in the carnival. Madryck says that his archfey patron, Zybilna, rules Prismeer. He begs the characters to journey to this domain and find out what has happened to Zybilna, with whom he has lost contact.

If you like, you can replace Madryck Roslof with a different NPC who better suits your campaign.

Madryck Roslof

Whether Madryck or someone else gives the quest, the characters must travel across the land of Prismeer to reach the Palace of Heart's Desire (described in chapter 5), where Zybilna is frozen in time. Because this quest is more difficult than the one tied to the "Lost Things" adventure hook, the potential rewards are greater.

Setting the Stage

Identify which players have chosen the Witchlight hand background for their characters, then separate those players from the rest of the group—for now. They will join the others once everyone has gathered at the Witchlight Carnival.

To kick off the adventure, read the following boxed text to the players whose characters aren't part of the carnival:

> You have been summoned to the abode of a human warlock named Madryck Roslof. He lives on a giant pumpkin farm, sharing his rustic farmhouse space with rodents and pixies. His adventuring days are behind him, and he looks quite old and frail. Nevertheless, he is delighted to make your acquaintance.
>
> "I've acquired many treasures and made important contacts during my lengthy adventuring career," says Madryck. "I would like to pass the treasures I possess and the favors I am owed to you. In exchange, I ask that you travel to Prismeer, a domain in the Feywild, and find out what fate has befallen the archfey that rules it. This archfey, Zybilna, is my patron and inspiration—the source of my power.
>
> "I have been unable to contact Zybilna for the better part of a year, and I fear something terrible has happened. My adventuring days are over, but Zybilna has been good to me, and I would like to know she is well before I take my leave.
>
> "Every eight years, our world is visited by a traveling extravaganza called the Witchlight Carnival. It recently returned and is camped three days' travel from here. I'm asking you now because this carnival might pack up and leave in a week or two, and it contains your only route to Prismeer—a fey crossing, if you will.
>
> "Seek out Zybilna of Prismeer, help her if you can, and return with proof that she is alive and well. Upon your return, all the hard-won earnings of my adventuring career shall be yours."

The players will undoubtedly want to know more about the rewards Madryck is offering. See "Madryck's Treasure" later in this section for a summary. (If you allow your players to make wish lists

Madryck Roslof's Pumpkin Farm

of magic items for their characters, you can replace one or more of Madryck's magic item rewards with items from those lists.)

Madryck doesn't need to have a past relationship with any of the characters, but if the players want to tie Madryck more closely to their characters' back stories, allow it. Madryck is a **mage** (neutral good) who speaks Common, Sylvan, and two other languages of your choice. Although he has been out of touch with Zybilna for almost a year, he knows that time passes differently in parts of the Feywild, including Zybilna's realm of Prismeer. He can't predict how much time it will take for the characters to complete their quest; they might come back in a matter of days, or years could pass on the Material Plane before they return. Not wanting to alarm the characters, Madryck tries to steer the conversation away from issues involving the passage of time, if one or more characters mention something about it.

What Madryck Knows

If the characters request more information about the Witchlight Carnival, Madryck says that he hasn't visited the carnival in sixty-four years and admits that a lot can change in that time. He advises the characters to explore the carnival thoroughly on their own. He doesn't presume to know what form the fey crossing currently takes or how well hidden and protected it is. He does provide the following reliable information:

- Zybilna is a fairy godmother to mortals. She created the carnival as a means by which mortals could enter her realm and beseech her aid.
- When Madryck last visited the carnival, it was run by a pair of shadar-kai (elves native to the Shadowfell) named Mister Witch and Mister Light. He assumes they're still in charge.
- Madryck dimly recalls that Witch and Light acquired the carnival more than a hundred years ago from an eladrin (an elf native to the Feywild). The eladrin's name escapes him.

If the characters request more information about Zybilna and Prismeer, Madryck offers the following descriptions, based on firsthand knowledge that is somewhat out of date:

- Prismeer is a domain of delight ruled by Zybilna, who dwells in the Palace of Heart's Desire, a magnificent structure in the heart of the domain.
- Zybilna can assume many forms and is brilliant, secretive, and wise. (Madryck doesn't know Zybilna's secret identity, as revealed in chapter 5.)
- When she presents herself to mortals, Zybilna usually assumes the form of a statuesque woman with long white hair and a small tattoo shaped like a chicken's foot below one eye.

DILLY LAWSON

Each character who hears Madryck's description of Zybilna suddenly recalls a forgotten childhood memory of her, which you can determine by having that character's player roll on the Childhood Memories table.

Childhood Memories

d8	Memory
1	When you were a small child, a woman matching Zybilna's description reunited you with a lost pet.
2	A woman matching Zybilna's description visited you once when you were sick as a child and made you feel better.
3	A woman matching Zybilna's description scared away a bully who antagonized you as a child.
4	You remember an older family member telling you about a woman with long white hair who helped deliver you when you were born.
5	A woman matching Zybilna's description gave money to your family so that you never wanted for anything as a child.
6	You used to have trouble speaking as a child until a woman matching Zybilna's description put her hand on your head.
7	You fell into an icy pond as a child and probably would have died had a woman matching Zybilna's description not fished you out of the cold water and wrapped you in a blanket.
8	You remember sneaking into the Witchlight Carnival as a child and running into a woman matching Zybilna's description. She gave you a cupcake that made you feel special when you ate it.

To the Carnival

Characters who accept Madryck's quest can make the uneventful trek to the carnival, which is located not too far from a settlement of your choosing. The characters arrive shortly before twilight. When they arrive, lay out the poster map of the carnival for the players to see.

After revealing the map, read the following boxed text to any players whose characters have the Witchlight hand background (or skip it if no character meets this criterion):

> Three days ago, you were approached by a friendly faerie dragon in the service of a human warlock named Madryck Roslof. This faerie dragon foretold the arrival of adventurers seeking a path to the Feywild through the carnival. Although you've heard that the carnival contains a fey crossing, you've never gone to the trouble of finding it. The faerie dragon thought you might want to help these adventurers. It even went so far as to imply that the fate of the Witchlight Carnival might hinge on the success of their endeavors.
>
> As twilight draws near, a large crowd begins to gather outside, eager to buy tickets and enjoy the carnival's many attractions. As you gaze upon the crowd, one or more visitors catch your eye. Something about them suggests they're not the usual rabble.

Allow the characters who have the Witchlight hand background to interact as they see fit with the characters who met with Madryck Roslof. These interactions can occur before or after the carnival opens its gates to visitors.

Madryck's Treasure

Madryck keeps the treasure from his adventuring days in a locked wooden chest that is buried in a secret location far from his modest dwelling.

Witchlight Carnival Ticket

He carries the chest's only key, the head of which is made of stained glass and shaped like a violet faerie dragon.

If the characters accept the quest and return with proof that Zybilna is alive and well, Madryck gives them his key and directions to the buried chest, which contains the following treasure:

- A *bag of beans*
- A *cloak of displacement*
- A suit of *+2 leather armor*
- A *+2 wand of the war mage*
- A silk bag containing eight 500 gp gemstones
- Three folded letters (described below)

Letter 1. This letter is stamped with the official wax seal of a fairly large settlement (choose an appropriate town or city that exists in your campaign world). It reads, "The bearer of this letter is entitled to a favor in exchange for services, previously rendered, of a heroic nature." This letter can be presented to the settlement's leader or leaders, who would then grant the letter's bearer a favor. This favor can take the form of free room and board for up to a year, the gift of a small estate or parcel of land, an audience with someone of great influence (such as a king or queen), or some other benefit of your choosing.

Letter 2. This letter has similar text to the first letter, as well as the symbol of a deity worshiped in your campaign world (choose an appropriate deity). This letter can be taken to any temple where that deity is worshiped and presented to the high priest, who would then grant the letter's bearer a favor. An example of an appropriate favor would be one free casting of a spell of 5th level or lower from the cleric spell list, such as *commune* or *raise dead*.

Letter 3. This letter bears the signature and arcane sigil of Saya Kalternax, a wizard known throughout the land. (You can replace this wizard with another mage that better suits your campaign.) The letter describes the kinship between this wizard and the adventuring party to which Madryck once belonged. It concludes with, "By the terms of a magically binding agreement, the bearer of this letter is owed one favor from Saya Kalternax or, in the event of their untimely demise, one of Saya's devoted apprentices." Although Saya died a few years ago, this letter can be presented to one of their apprentices (who might be difficult to locate, at your discretion). Examples of an appropriate favor would be the brewing of a rare or uncommon potion, the scribing of a rare or uncommon scroll, or the loan of a spellbook containing a selection of wizard spells of 5th level and lower. If you need statistics for this spellcaster, use the **mage** stat block. Give the mage whatever alignment and languages you like.

Warlocks of the Archfey

If the adventuring party includes a warlock whose otherworldly patron is the Archfey, consider allowing that character's player to choose Zybilna as the warlock's patron. Warlocks who make pacts with Zybilna regard her as a generous, fairy godmother-like figure.

If Madryck passes away before the characters return from their Feywild excursion (an event likely to occur only if the characters delay their return by a year or longer), he leaves behind a trusted associate who can give them the key and provide directions to his hidden treasure. This associate might be a friendly pixie or faerie dragon, an awakened squirrel (the beneficiary of a druid's *awaken* spell), or some other trustworthy creature of Madryck's acquaintance.

Pronunciation Guide

The Pronunciations table shows how to pronounce many of the unusual names that appear in this adventure.

Pronunciations

Name	Pronunciation
Amidor	AH-mee-dor
Bavlorna	bav-LOR-nah
Campestri	kam-PESS-tree
Dirlagraun	DER-lah-grawn
Dubhforgail	DOVE-er-gale
Endelyn	EN-deh-lin
Harengon	HAIR-en-gawn
Iggrik	IGG-rick
Iggwilv	IGG-wilv
Kalimanzaros	kah-leh-man-ZAH-ros
Madryck Roslof	MAD-rick RAWZ-loff
Mercion	MER-see-on
Naeryx Krumple	NAIR-ix KRUM-pull
Peaugh	PEE-awg
Raezil Uthemar	RAY-zil OOTH-uh-mar
Ringlerun	RING-gul-run
Skabatha	SKA-bah-thah
Skylla	SKILL-ah
Teaugh	TEE-awg
Urmius Umbrage	ER-mee-us UM-bredge
Weaugh	WEE-awg
Xinipax	ZIN-ee-pax
Zybilna	zuh-BILL-nah

The Witchlight Carnival visits a world once every eight years, bringing wonder and whimsy to the Material Plane

CHAPTER 1

Witchlight Carnival

The Witchlight Carnival is a fairground of kaleidoscopic tents and wagons crewed by wondrous beings, including many denizens of the Feywild. This is no ordinary carnival; it uses magic to travel from world to world across the Material Plane, visiting each world once every eight years and setting up business on the outskirts of populated areas. The carnival spends a few days at each location, then packs up and moves to another location on the same world until the decision is made to leave that world and visit the next. The carnival includes a fey crossing, allowing travel to and from the Feywild domain of Prismeer.

The characters are free to explore the carnival as they please. There are many paths through this chapter, so it can play out differently each time you run it.

Running This Chapter

Before running the Witchlight Carnival, follow the steps below to help make the experience smoother:

- Familiarize yourself with the layout of the Witchlight Carnival. The map that appears in this chapter is a smaller version of the carnival poster map.
- Read the chapter and familiarize yourself with the carnival's attractions. The characters can go anywhere at any time, so you need to be prepared for anything.
- Prepare the tracking devices described in "Carnival Map." You'll need a d8 to track the passage of time and another token to track the carnival's mood on the poster map.

As the characters explore the carnival, you can keep a record of key events using the adventure's Story Tracker.

Mysterious Benefactor

The characters have an ally in the carnival: a planeswalking gnome bard named Ellywick Tumblestrum. The characters don't know Tumblestrum, but she knows them because her lute has magic strings that whisper secrets to her as she plucks them. These strings guided the gnome bard to the carnival and revealed to Tumblestrum that the characters' fates are intertwined with the fate of Prismeer. She has bought a ticket for each character who isn't a carnival employee. (The tickets are waiting at the ticket booth by the entrance.)

Tumblestrum can be found in the Feasting Orchard (described later in the chapter) and serves as a helpful guide if the characters need direction.

Carnival Map

On the poster map of the carnival, use a miniature figure or some other token to mark where each character is located at any given time. If the characters split up, the tokens will make it easier to keep track of everyone.

The poster map has places to track two crucial elements: the passage of time and the carnival's mood.

Tracking Time

The Witchlight Carnival opens at dusk and runs for eight hours, ending just before dawn. When the characters enter the carnival, place a d8 at the start of the track in the upper left corner of the poster map with the "1" facing up. Move the die to the next space at the end of each in-game hour, and turn the die so that its uppermost face shows the hour that is now beginning. Don't worry about managing things down to the minute. If the players (and their characters) seem to be having fun, you can slow down the passage of time to give them time to enjoy the carnival's attractions. If the game starts to lag or if the characters spend a lot of time engaged in the same activity, advance the die to the next hour.

Three events take place every night at a particular hour:

Hour 1: Welcome Gifts. Small gifts are handed out to lucky guests.

Hour 4: Big Top Extravaganza. A midnight show gives the characters the chance to dazzle spectators and impress the carnival's ringmaster.

Hour 8: Crowning the Witchlight Monarch. The carnival's climactic event gives the characters a chance to meet the carnival's mysterious owners.

Each event is detailed in the "Timed Events" section toward the end of the chapter.

Tracking Mood

The characters' actions in the Witchlight Carnival can affect the overall mood at the carnival. When the characters arrive at the carnival, place a token in the starting space of the track in the lower right corner of the poster map. This token moves right or left along the track as the carnival's atmosphere changes for better or worse.

Witch and Light's Hourglass Pact

When the hags of the Hourglass Coven took control of Prismeer, they gained leverage over Mister Witch and Mister Light. The hags know that Witch and Light are not the carnival's original owners and have threatened to divest them of their status by orchestrating a reunion between the Witchlight Carnival and its counterpart in the Shadowfell (which would force Witch and Light to give up the former and return to the latter).

Terrified of losing their Feywild fair, the two shadar-kai have agreed to let the coven steal from anyone who sneaks into the carnival without a ticket. Witch and Light have tried to neutralize this situation by diligently checking all visitors for tickets, but some unfortunates inevitably slip through, making them targets for the hags' thieves (see "Thieves of the Coven").

The text informs you when to raise or lower the mood. When the token is to the right of the starting space, spirits are high: colors appear more vibrant, flowers bloom around the fairgrounds, and shooting stars sweep across the clear night sky. When the token is to the left of the starting space, the mood becomes darker: the calliope music plays discordantly, the staff is tense, and stormy weather looms in the sky above the carnival.

The carnival's mood is used to trigger an important meeting between the characters and the carnival owners. If the mood reaches either of the end spaces on the track, the carnival's owners invite the characters to speak with them in their wagon (see "Meeting Witch and Light" toward the end of the chapter). Characters who attend the Big Top Extravaganza can also receive an invitation to meet with the owners, even if the carnival's mood isn't in an extreme state.

Carnival Owners

The owners of the Witchlight Carnival are a pair of shadar-kai (elves native to the Shadowfell) named Mister Witch and Mister Light. Witch is matter-of-fact and devoid of pretense, while Light is flamboyant and coy.

How Witch and Light came to possess the carnival is a story worth telling. Under different names, they owned another carnival that prowled the edges of the Shadowfell. The two carnivals crossed paths many years ago, and after much wine was consumed, the owners could not agree on which carnival was the better of the two, so they decided it would be great fun to swap ownership. Isolde, the eladrin who ran the fey-themed carnival, traded places with the two shadar-kai who ran the shadow-themed carnival. This arrangement would last until the two carnivals met again, which has not yet happened.

After trading their sinister carnival for a more lighthearted one, the two shadar-kai took the names Witch and Light. Gradually, these morose, emotionally stunted shadar-kai transformed into fun-loving free spirits who secretly dread the day when the two carnivals cross paths again. They have no desire to return to their gloomy old carnival, which is described in more detail in *Van Richten's Guide to Ravenloft*.

The shadar-kai are aware that the Hourglass Coven has usurped Zybilna's domain in the Feywild. They don't know how the coven accomplished this coup, but Witch and Light would like nothing more than to see the hags defeated and Zybilna returned to power. But they dare not play a part in making that dream a reality. If the coven caught a whiff of dissent from Witch and Light, the hags would punish the shadar-kai for their impudence (see the "Witch and Light's Hourglass Pact" sidebar). Witch and Light do what they can to appease the hags while secretly rooting for Zybilna's return. They know Zybilna's true identity but dare not reveal it.

Appendix D contains additional roleplaying notes for Mister Witch and Mister Light.

Mister Witch

Witch, who used to go by the name Naeryx Krumple, spent his youth as a homeless orphan, eking out a meager and dreary existence on the fog-shrouded streets of Gloomwrought, a city in the Shadowfell. He earned a few coppers selling broadsheets as a young boy, then later swept floors until an old clock tower keeper took him on as a helper. The tower's clock was in such poor condition that it would break down often. Naeryx helped with the repairs and found that the work gave him a sliver of joy. When the old keeper died years later, Naeryx replaced him.

The wealthy family that owned the clock tower didn't pay Naeryx a lot of money for his work, but they occasionally had him over for dinner. He owned one fine suit that he wore on such occasions, and though he didn't care for the family's matriarch or patriarch, he enjoyed the company of their eldest son, Urmius Umbrage—a brooding shadar-kai ne'er-do-well with a cruel sense of humor. Naeryx and Urmius were close in age and got along well in all respects. Years later, without informing the rest of his family, Urmius bought a run-down carnival and persuaded Naeryx to help him operate it. Naeryx and Urmius—now calling themselves Mister Witch and Mister Light—have been partners and collaborators ever since.

Mister Witch's Description

Mister Witch looks like a distinguished gentleman, for he is always dressed in fine attire. His favorite accoutrements are a top hat and a cane, and he is never without his *Witchlight watch*, which was

gifted to him by the carnival's previous owner. This unique magic item is described below.

Witchlight Watch

Wondrous Item, Legendary (Requires Attunement by Mister Witch or His Handpicked Successor)

This ornate pocket watch is fastened to the end of a gold chain. It glows with a faint golden light when opened, and it makes a soft ticking noise that can be heard only by the creature holding it. The face of the watch shows a miniature painting of the Witchlight Carnival ringed by a tiny henge, orbited at night by a mote of light small enough to slip through the eye of a needle. This light causes the henge to cast shadows, and these shadows allow the watch's owner to track the passage of time.

Carnival Setup and Takedown. The creature attuned to the watch can use an action to initiate the packing up or the unpacking of the Witchlight Carnival, provided the creature and the carnival are on the same plane of existence. In the span of 1 hour, all objects that are elements of the carnival are magically whisked about until everything is packed up and ready for travel, or unpacked and assembled. The watch has no effect on creatures, which can move about freely and safely while the carnival is being set up or taken down. Once the process of packing up or unpacking the carnival begins, it can't be stopped until the task is complete. When the watch is used to pack up or unpack the carnival, this property cannot be used again until 8 hours have elapsed.

Additional Properties. The pocket watch has the following additional properties:

- While carrying the watch, the creature attuned to it can cast the *fire bolt*, *invisibility*, or *message*

Mister Witch

Mister Witch

Medium Humanoid (Elf, Shadar-kai), Chaotic Good

Armor Class 10
Hit Points 82 (11d8 + 33)
Speed 30 ft.

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

Saving Throws Int +5, Wis +3
Skills Arcana +5, Deception +4, Perception +3
Damage Resistances necrotic
Senses darkvision 60 ft., passive Perception 13
Languages Common, Elvish, Sylvan
Challenge 3 (700 XP) **Proficiency Bonus** +2

Fey Ancestry. Witch has advantage on saving throws against being charmed, and magic can't put him to sleep.

Special Equipment. Witch carries and is attuned to the *Witchlight watch*.

Actions

Multiattack. Witch makes two Cane attacks.

Cane. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) bludgeoning damage plus 6 (1d12) necrotic damage.

Spellcasting. While carrying the *Witchlight watch*, Witch casts one of the following spells, requiring no spell components and using Intelligence as the spellcasting ability (spell save DC 13, +5 to hit with spell attacks):

At will: *fire bolt*, *invisibility* (after casting, roll a d8; on a roll of 3 or 8, Witch can't cast the spell again until the next dawn), *message*

Bonus Actions

Blessing of the Raven Queen (1/Day). Witch magically teleports, along with any equipment he is wearing or carrying, up to 30 feet to an unoccupied space he can see. Until the start of his next turn, he appears ghostly and gains resistance to all damage.

Mister Light

spell as an action, requiring no spell components and using Intelligence as the spellcasting ability. After the watch's *invisibility* spell is cast, roll a d8; on a roll of 3 or 8, the watch can't be used to cast this spell again until the next dawn.

- The creature attuned to the watch gains 30 pounds. This extra weight vanishes when the attunement ends.
- The creature attuned to the watch must eat and drink eight times the normal amount each day.

Mister Light

Light, formerly known as Urmius Umbrage, belonged to a filthy rich shadar-kai family that haunted a crumbling mansion in Gloomwrought. Although he wanted for nothing as a child, Urmius found himself surrounded by family members, caretakers, and teachers who were uniformly cold, callous, and mean-spirited. He grew tired of being seen as nothing more than the inheritor of the Umbrage estate and legacy, and he did everything in his power to make life miserable for everyone around him, especially his parents. He seemed bereft of ambition and spent much of his time playing in his room. He collected costumes and liked nothing more than to parade around Umbrage Mansion in strange garments and outlandish makeup.

Urmius first met Naeryx Krumple at a family dinner and didn't think much of the clock tower keeper at first. But Urmius found himself taken aback by Naeryx's ability to find even a small amount of joy in his work. He was eager to get to know Naeryx better, though it took a while for Naeryx to trust him. After getting his hands on some money, Urmius

Mister Light

Medium Humanoid (Elf, Shadar-kai), Chaotic Good

Armor Class 13
Hit Points 77 (14d8 + 14)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	12 (+1)	12 (+1)	13 (+1)	17 (+3)

Saving Throws Dex +5, Cha +5
Skills Perception +3, Performance +5, Sleight of Hand +5
Damage Vulnerabilities lightning
Damage Resistances necrotic
Condition Immunities blinded, deafened, petrified, stunned
Senses darkvision 60 ft., passive Perception 13
Languages Common, Elvish, Sylvan
Challenge 3 (700 XP) **Proficiency Bonus** +2

Fey Ancestry. Light has advantage on saving throws against being charmed, and magic can't put him to sleep.

Special Equipment. Light carries and is attuned to the *Witchlight vane*. In Light's hands, the vane is a finesse weapon.

Actions

Multiattack. Light makes two *Witchlight vane* attacks.

Witchlight Vane. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage plus 4 (1d8) radiant damage.

Spellcasting. While carrying the *Witchlight vane*, Light casts one of the following spells, requiring no spell components and using Charisma as the spellcasting ability (spell save DC 13, +5 to hit with spell attacks):

At will: *dancing lights*, *polymorph* (after casting, roll a d8; on a roll of 3 or 8, Witch can't cast the spell again until the next dawn), *ray of frost*

Bonus Actions

Blessing of the Raven Queen (1/Day). Light magically teleports, along with any equipment he is wearing or carrying, up to 30 feet to an unoccupied space he can see. Until the start of his next turn, he appears ghostly and gains resistance to all damage.

bought a sad little carnival that was camped on the outskirts of Gloomwrought and asked Naeryx to help him run it. For Urmius, the carnival was a chance to emerge from under his family's shadow and become the master of his own fate, but it also meant forsaking his inheritance in order to embrace the unconventional lifestyle, fashions, and friendships he desired.

Mister Light's Description

Mister Light has a slender frame. He is always dressed in some sort of costume and is rarely seen in public without makeup. He carries around a fancy weather vane given to him by the carnival's previous owner. He twirls it and waves it around like a fool's scepter, but its power is far greater than he lets on. With this magic vane, he can affect the mood of everyone in the Witchlight Carnival.

Witchlight Vane

Wondrous Item, Legendary (Requires Attunement by Mister Light or His Handpicked Successor)

This ornate rod is topped by a pair of butterfly wings and incorporates bits of red glass into its length. It weighs 3 pounds.

Magic Weapon. In the hands of one who is attuned to it, the vane can be wielded as a magic mace that grants a +3 bonus to attack and damage rolls made with it. In addition, the vane deals an extra 1d8 radiant damage on a hit.

Sense Mood. While the vane is inside the perimeter of the Witchlight Carnival, it can sense the mood of every creature in the carnival that has an Intelligence of 4 or higher. As an action, a creature attuned to the vane can use it to pinpoint the location of the happiest creature in the carnival.

The butterfly shape at the top of the vane spins slowly clockwise when spirits in the carnival are generally high; if the general mood in the carnival is dour, the top of the vane spins slowly counterclockwise.

Sentience. The vane is a sentient, chaotic good wondrous item with an Intelligence of 11, a Wisdom of 14, and a Charisma of 14. It has hearing and normal vision out to a range of 30 feet, and it communicates by transmitting emotion to the creature attuned to it. Its purpose is to make sure everyone in the Witchlight Carnival is having a good time.

Additional Properties. The vane has the following additional properties:

- The creature holding the vane has vulnerability to lightning damage.
- The creature attuned to the vane can't be blinded, deafened, petrified, or stunned.
- While carrying the vane, the creature attuned to it can cast the *dancing lights*, *polymorph*, or *ray of frost* spell as an action, requiring no spell components and using Charisma as the spellcasting ability. After the vane's *polymorph* spell is cast, roll a d8; on a roll of 3 or 8, the watch can't be used to cast this spell again until the next dawn.

Witchlight Hands

Witchlight hands are the backbone of the Witchlight Carnival, a motley collection of individuals who operate many of the booths, make repairs, feed and exercise the animals, keep an eye out for thieves and other miscreants, and perform other miscellaneous tasks as Mister Witch dictates. A few also work part-time as performers and attractions. Although they travel to many worlds throughout the Material Plane, Witchlight hands rarely leave the carnival grounds. The carnival is the only world they know and care about.

The carnival employs 124 Witchlight hands in total. All hands enter into an agreement when they join the carnival: they must never harm another staff member, and they can't leave the carnival for more than a day at a time. (A longer absence is equivalent to resignation, in Mister Witch's estimation.) On-duty staff members are required to wear fake butterfly wings strapped to their backs. Mister Witch and Mister Light also furnish them with small amounts of *pixie dust* (see appendix A).

Witchlight Hand

Medium or Small Humanoid, Any Alignment

Armor Class 12
Hit Points 9 (2d8) if Medium, 7 (2d6) if Small
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	11 (+0)	12 (+1)	13 (+1)	12 (+1)

Skills Sleight of Hand +6; see also Secret Expertise below
Senses passive Perception 11
Languages Common plus any one language
Challenge 1/8 (25 XP) **Proficiency Bonus** +2

Secret Expertise. The hand has one of these additional skills: Acrobatics +6, Animal Handling +5, Arcana +5, Athletics +4, Medicine +5, or Performance +5.

Actions

Dagger. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

Pixie Dust (1/Day). The hand sprinkles a pinch of *pixie dust* on itself or another creature it can see within 5 feet of it. The recipient gains a flying speed of 30 feet for 1 minute. If the creature is airborne when this effect ends, it falls safely to the ground, taking no damage and landing on its feet.

Spellcasting. The hand casts one of the following spells, using Charisma as the spellcasting ability:

At will: *dancing lights*, *message*, *prestidigitation*

Witchlight hands are paid only a small fraction of the carnival's profits, but it's enough to keep them fed, clothed, and cared for. Some hands work longer hours or do extra chores to pay off debts and loans.

Most Witchlight hands are taught how to perform minor magic tricks, which they use to amuse themselves as well as entertain the masses. (Characters who have the Witchlight hand background don't learn magic as part of their upbringing, but they can choose to account for this by selecting a spellcasting class.)

Carnival Overview

Use the following boxed text to describe the carnival to new arrivals:

> The first stars of night twinkle above the apricot sunset. Giant dragonflies whir overhead, trailing streamers, and a low mist curls over the ground. Through a floral archway, you glimpse wondrous and vibrant creatures—elf stilt walkers, dancing faeries, and painted performers. Everywhere there is laughter, pixie dust, bubbles, and the wistful tune of a whistling calliope.

The Witchlight Carnival travels as a convoy of wagons, each one pulled by horses or foxes depending on its size. When they need to soar between worlds, the wagons and their draft animals sprout butterfly wings and take to the starry sky. On land, the carnival's attractions unfold magically from the wagons, controlled by Mister Witch's *Witchlight watch*.

When the carnival arrives at a new destination, a treant sapling named Northwind uses its Animate Trees ability to gently relocate trees that are in the way of the unfolded wagons. A great length of blue ribbon transforms into a lazy, sparkling river, encircling the site. The river is 20 feet wide and 10 feet deep at its center.

Carnival Etiquette

There's no handbook for how guests of the Witchlight Carnival are expected to behave; certain actions are tolerated, while others cause offense. Politeness goes a long way: paying attention when spoken to, laughing at jokes, and joining in with games and singing. Every so often, you can raise the carnival's mood by 1 step (see "Tracking Mood" earlier in the chapter) if the party is consistently polite to carnival staff and fellow attendees.

Conversely, acts such as interrupting someone, being rude, or grumpily refusing to dance are unfavorable. Lower the carnival's mood by 1 step if the characters actively offend anyone they meet.

Theft and Violence

Characters who are caught stealing or fighting are asked to leave the carnival; in this case, the carnival's mood lowers by 1 step as 1d6 **Witchlight hands** (chaotic good; see the stat block earlier in the chapter) escort the troublemakers to the gates.

Bringing the Carnival to Life

Roll on the Carnival Scenes table to bring the carnival to life as the players explore.

Carnival Scenes

d8	Occurrence
1	Two girls in face paint (a lion and a hart) squabble over a painted wooden crown that their mother won at a stall.
2	A satyr with red-and-white-striped horns plays the pipes while leading a procession of dancing rodents.
3	An elf stilt-walker tosses colorful sugary treats down to children who pass by.
4	A painted sign of an elf wearing a jester's hat springs to life and exclaims, "We hope you're having a delightful evening!"
5	A giant dragonfly swoops overhead, and its rider spills a drink over a group of Witchlight hands.
6	With a puff of glitter, a man's head suddenly turns into the head of a braying donkey, to the giggling delight of a group of mischievous pixies.
7	Giant, singing flowers burst from the ground and serenade passersby.
8	A lively jig springs up, led by a troupe of gnomish clowns.

Wandering Outsiders

Several meddling outsiders can be encountered at various times throughout the evening.

Kettlesteam

Kettlesteam is a kenku warlock whose patron is the archfey Zybilna of Prismeer. Having sensed that something is wrong with her beloved patron, Kettlesteam has come to the carnival seeking answers. The carnival owners refuse to speak to her—and until they come clean, she is committed to causing trouble. Kettlesteam uses *disguise self* to assume whatever form best enables her to mingle in crowds.

Characters can encounter Kettlesteam in more than one location; if they corner her, she provides valuable clues about Prismeer. For details, see "Catching Kettlesteam" later in the chapter.

WELCOME TO THE
WITCHLIGHT CARNIVAL
ENTRY WITHOUT A TICKET STRICTLY PROHIBITED
HAVE A DELIGHTFUL TIME!
A NIGHT FILLED WITH WONDER!
WILL YOU BE OUR
WITCHLIGHT
MONARCH?
MYSTERY MINE
SNAIL RACING
PIXIE KINGDOM
DOUBLE-POT TEAPOT
HALL OF ILLUSIONS
TICKET BOOTH
LALLIOPE
LOST PROPERTY
BIG TOP
STAFF AREA
CAROUSEL
DRAGONFLY RIDES
FEASTING ORCHARD
GONDOLA SWANS
SILVERSONG LAKE
WELCOME GIFTS
EXTRAVAGANZA
BIG TOP
THE FUN OF THE FEYWILD
FOR ALL THE FAMILY
I
II
III
IV
V
VI
VII
VIII
CROWNING
THE
WITCHLIGHT
MONARCH

Thieves of the Coven

Each member of the Hourglass Coven employs a thief that visits the carnival to steal from ticketless victims. These thieves enter and exit through the Hall of Illusions, using it as a gateway to their mistresses' splinter-realms of Hither, Thither, and Yon. The carnival staff has been instructed by Mister Witch and Mister Light to ignore them.

These thieves possess a preternatural awareness of who is a carnival worker and who is a ticket-carrying visitor. Every night of the carnival, they haunt the dark spaces between wagons and attractions, scanning the crowds for ticketless interlopers. Characters who have tickets or who work at the carnival are not targets for these thieves. Some characters might catch glimpses of these spooky figures as reflections in mirrors, shadows in doorways, or out-of-place figures standing motionless in the moving crowd. Use these thieves as you please to add an undercurrent of dread or mystery to the carnival's frivolities.

The three thieves are fiercely loyal to their hag mistresses and won't willingly reveal anything if caught. They are as follows:

- Bavlorna Blightstraw's thief is one of her lornlings—a miniature version of herself. Use the **quickling** stat block in appendix C to represent this toad-like creature.
- Skabatha Nightshade's thief is Sowpig, a Small **ghoul** with 17 (5d6) hit points. She appears as a little, gray-skinned girl wearing a pig mask and holding an oversized lollipop.
- Endelyn Moongrave's thief is the detached shadow of Gleam, a high elf acrobat who wears a crescent moon mask. (Gleam herself has vanished from the carnival. The characters won't meet her until chapter 4.) Gleam's detached shadow uses the **shadow** stat block, except it is a Fey instead of an Undead. A creature whose Strength is reduced to 0 by the shadow's Strength Drain attack does not die but falls unconscious instead. The creature regains consciousness and the reduction to its Strength score disappears after it finishes a short or long rest.

Each thief has the following additional action options, which it uses to achieve its goals:

No Ticket. The thief targets one carnival guest it can see within 5 feet of it. If the target doesn't have a ticket, it must succeed on a DC 13 Wisdom saving throw or be stunned for 1 minute. It retains no memory of events that occur while it is stunned in this way. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. A creature that successfully saves against this effect is immune to this particular thief's No Ticket ability for the next 24 hours.

Sticky Fingers. The thief targets one stunned creature it can see within 5 feet of it and steals one item weighing 10 pounds or less from that creature. Whatever it steals disappears, reappearing in the space of the hag to which the thief is beholden.

Meet the Hourglass Coven's thieves: a lornling, Sowpig the ghoul, and Gleam's shadow.

Carnival Locations

The following locations are keyed to the map of the Witchlight Carnival. The ticket booth is described first, since it stands near the entrance. All other locations are presented alphabetically.

Ticket Booth

The booth where visitors buy their tickets is located at the main entrance.

> A silver statue of a dancing faerie is mounted on the roof of this ticket booth and surrounded by fluttering butterflies. The booth is decorated with an animated depiction of the night sky, with shooting stars arcing across it.
>
> An elderly goblin perches behind the ticket counter, peering at you quizzically through a spyglass. He lowers the spyglass and calls out to you: "Greetings, fair fairgoers!"

Visitors are expected to buy tickets at this booth. An adult's ticket costs 8 sp, and a child's ticket costs 3 sp. Instead of paying money, a visitor can try to barter with the ticketer, Nikolas Midnight, a wrinkled **goblin** (see "Bartering for a Ticket" below). For more information on Nikolas Midnight, see "Roleplaying Nikolas" below.

Under the ticket counter is an ornate wooden box with a silver clasp and the monogram N.M. It contains one prepaid ticket for each visiting character. These tickets were purchased by Ellywick Tumblestrum, but Tumblestrum has asked Nikolas not to divulge this information. Instead, Nikolas claims that these tickets were paid for by "an anonymous benefactor."

After giving the characters their tickets, Nikolas hands the group a map of the carnival and gives each character a pair of colorful cloth butterfly wings to wear. Nikolas explains that the butterfly wings must be worn to show the staff that the characters are paid attendees. They are now free to explore the carnival at their leisure.

How the Tickets Work

Nikolas explains that each ticket is good for eight attractions; characters who want to sample more of the carnival's offerings must buy another ticket. Most attractions in the carnival have a cost of 1 ticket punch. After the eighth punch, a ticket becomes a worthless keepsake.

> **Sneaking Inside**
>
> The carnival issues fake butterfly wings to every visitor who receives a ticket. Visitors are expected to wear their wings, or at least carry them around, while inside the carnival. The tickets and fake wings are theirs to keep.
>
> Any character who tries to sneak into the carnival without a set of fake butterfly wings must succeed on a DC 15 Dexterity (Stealth) check or be spotted and approached by 1d3 **Witchlight hands** of any alignment (see the stat block earlier in the chapter). The hands ask to see the character's ticket; any character without a ticket is escorted to the main entrance and directed to the ticket booth. If the character runs away from the Witchlight hands, the hands don't bother giving chase, but the carnival's mood lowers by one step (see "Tracking Mood" earlier in this chapter). A character without butterfly wings who successfully sneaks into the carnival must repeat the check at the end of each hour.

Bartering for a Ticket

Any visitor who can't afford the price of a ticket or who doesn't want to pay for a ticket can make a fey pact with Nikolas instead. Each pact is a one-night-only deal that ends when the Witchlight Monarch is crowned (see "Timed Events" toward the end of the chapter). If a character chooses to enter into such a pact, roll on the Ticket Pacts table to determine the conditions. A character who barters for multiple tickets can have more than one pact in effect; if any table result comes up twice, choose a different result.

Any character who fulfills the conditions of a pact should be a strong contender for the title of Witchlight Monarch. A character who doesn't abide by the pact loses their ticket, which transforms into an ordinary bat and flaps away. In addition, the carnival's mood lowers by 1 step (see "Tracking Mood" earlier in the chapter).

Ticket Pacts

d8	Pact
1	You must not tell a lie knowingly.
2	You must wear a crown of flowers and water it every hour without taking it off.
3	You must perform a short dance whenever you hear someone say your name.
4	You can't talk about your favorite subject.
5	You must carry around a small pumpkin as though it were a precious egg.
6	You must greet all trees with reverence.
7	You must compliment everyone you meet.
8	You must declare your love for unicorns at every opportunity.

Roleplaying Nikolas

Nikolas (lawful neutral) carries a spyglass and an ear horn, which he uses when talking to patrons. Nikolas plays on the fact that he is old when using these items, but it's all a ruse; he is as sharp as a thorn, and his instruments allow him to get the true measure of guests. In his hands, the spyglass and ear horn grant Nikolas advantage on Wisdom (Insight) checks to discern lies and determine true intent. Characters who attempt to deceive Nikolas must succeed on a Charisma (Deception) check contested by the goblin's Wisdom (Insight) check.

If one or more characters seem intent on disrupting the carnival, Nikolas scribbles a brief note to that effect and hands it to an invisible **pixie** that lurks under the ticket counter. The pixie delivers Nikolas's message to Mister Witch, who informs the carnival staff to keep a close eye on the group, and the carnival's mood lowers by 1 step (see "Tracking Mood" earlier in the chapter).

Big Top

> The roof of this tent reaches toward the night sky in three swooping peaks topped with spinning gold stars. Painted wooden panels on the tent walls whirl with colorful motion, displaying vibrant circus performances. The sound of music and laughter drifts out through the canvas door.

Customers can enter the Big Top for free.

The Big Top is the setting for two main events: the Big Top Extravaganza and the crowning of the Witchlight Monarch, both of which are described in the "Timed Events" section toward the end of the chapter. In the hours leading up to midnight, carnival barkers stationed throughout the fair declare, "Big Top Extravaganza tonight at midnight! Prepare to be delighted!" After midnight, these barkers shout, "Who will be crowned our Witchlight Monarch? Join us in the Big Top just before dawn to find out!"

Aside from those scheduled events, a variety of entertainers perform here. Colorful orbs of light dance in the lofts of the tent while magic spotlights highlight performers. Spectators watch the acts from rows of tiered wooden seats encircling the ring. You can randomly determine an act by rolling on the Big Top Acts table, or you can create new acts using the table's entries as inspiration.

Big Top Acts

d8	Act
1	Tiny firefly circus managed by an ogre dressed like a djinni
2	Halfling contortionist who can fit inside a hatbox
3	Pixies racing chariots pulled by weasels (eight pixies and sixteen weasels in all)
4	Satyr fiddler whose music causes dancing plants to burst from the ground
5	Troupe of eight clowns launching themselves from a magic cannon
6	Tiefling fire-breather who summons capering magma mephits and smoke mephits that disappear after 1 minute
7	Goblin juggler who can catch and juggle any tiny objects tossed to her by the crowd (up to eight objects at a time)
8	Elf ballerina who dances with animated costumes that spring from a magic wardrobe

Dressing Room

The backstage area is a smaller, circular tent adjoining the Big Top. The curtained doorway between the Big Top and the dressing room is guarded by two **Witchlight hands** (chaotic good; see the stat block earlier in the chapter), who bicker over the appeal of the acts while sharing a bottle of pear cider. They allow only performers and other Witchlight hands to pass through the curtain but are so distracted by their arguing that any character can slip past them unseen with a successful DC 12 Dexterity (Stealth) check.

> This dressing room is a scene of colorful clutter: tables strewn with makeup kits and glass jewelry, mirrors trimmed with glowing orbs of light, and chests of drawers and wardrobes spilling over with garments.

If a character searches the dressing room for something fun, roll on the Costumes and Accessories table to determine what they find.

Costumes and Accessories

d8	Costume or Accessory
1	Wire headband fitted with a sparkling paper unicorn horn
2	Waistcoat with a chain of one hundred silk handkerchiefs tied together in one of its pockets
3	Casket of costume jewelry
4	Front and rear halves of a two-person unicorn costume

A tiefling fire-breather entertains the crowd under the Big Top.

d8	Costume or Accessory
5	Retractable dagger (harmless)
6	Pair of stilts and long, bright purple trousers
7	Enough animated face paint for five applications; each application animates on the skin to create swirling patterns that last for 1 hour
8	Clown costume with fake butterfly wings

Bubble-Pop Teapot

A twenty-foot-tall teapot rests on a wooden platform, its painted surface whirling with moving imagery of flying dragons breathing streams of bubbles. A door at the base of the teapot allows entry to its interior; those who enter emerge from the spout enclosed in a bubble that detaches to float off across the carnival. Seven goblins sits around the platform, sipping tea from mismatched porcelain cups.

This ride costs 1 ticket punch. The ride is managed by a friendly goblin noncombatant named Treaclewise (chaotic good), who wears bright yellow butterfly wings and carries a string of teaspoons on his belt. Seven more friendly goblins sit and chatter around the giant teapot while sipping tea. When the characters approach, Treaclewise gestures to a sign on his table that reads:

The word that you intend to say,
Try saying it a different way.

Treaclewise loves to talk in rhyming slang, substituting everyday words with nonsense rhymes. When explaining how the bubble ride works, he might say the following:

- "Toil and trouble" instead of "bubble"
- "Gnarly tree knot" instead of "teapot"
- "Bramble thicket" instead of "ticket"

If a character engages with Treaclewise in rhyming slang, he chuckles and gifts the character with a pouch of Scatterleaf Tea.

Scatterleaf Tea. As an action, a creature can scatter these tea leaves on the ground in a 5-foot-radius circle, duplicating the effect of a *protection from evil and good* spell that lasts for 10 minutes. To gain the spell's protection, a creature must stand in the circle of tea leaves. In addition, a cup of hot, delicious tea magically appears in the protected creature's hands. A pouch contains enough leaves for one use.

CLINT CEARLEY

Taking a Bubble Ride

Any Large or smaller creature that enters the teapot is enveloped in a magic bubble that floats up through the teapot's spout and into the sky, granting its occupant wonderful aerial views of the carnival. When the bubble pops after 1 minute, the passenger floats gently to the ground. Each bubble can hold only one creature (the smaller the creature, the smaller its bubble), plus whatever the creature is wearing or carrying.

A character suspended in the bubble can make a DC 10 Dexterity (Acrobatics) check, gaining control of the bubble on a success. The character can then steer the bubble and pop it over any location on the carnival map. On a failed check, the character has no control over their bubble, and it pops over a random location. If a character tries to steer a bubble out of the carnival, it pops at the perimeter.

Calliope

> A merry tune spills forth from an instrument on the back of a brightly painted wagon. A monkey wearing a cloak covered with buttons turns a handle at the wagon's rear, sending music into the air from rows of golden whistles. As you watch, a goblin dressed as a ladybug toddles up to you, rattling a tin cup.

The calliope can be heard throughout the carnival and is magically linked to the carnival's mood. When people are happy, it pipes along merrily, but it plays discordantly when the mood is low. Each of the calliope's whistles is imbued with magical gusts of wind, allowing it to play without end.

Ernest the monkey turns the handle of a piano roll; the punched holes in the roll of parchment provide the melody. Ernest has the mind of a middle-aged human, the result of a prank involving the organ grinder, his pet monkey, a leprechaun, and a great quantity of brambleberry wine. The organ grinder's mind was swapped with his monkey's, but the jest turned to disaster when his body ran off with the monkey's mind inside, never to be seen again. Ernest uses the **baboon** stat block, but his Intelligence and Charisma are 10, and he can speak Common. His alignment is neutral good.

Ernest likes to collect buttons from the carnival's guests to sew onto his cloak. He has a rhyme for requesting them:

Spare a button if you please,
I'll sew it next to all of these.
I offer nothing in its place,
Besides a smile upon my face.

Marigold (chaotic good), the goblin dressed as a ladybug, collects the proffered buttons in a tin cup and delivers them to Ernest. Marigold is sprightly and often cajoles bystanders into dancing.

On the Story Tracker, jot down the names of characters who give at least one button to Ernest. If one or more of these characters find themselves trapped or captured in Prismeer, they hear the distant whistling of the calliope and can follow the music to safety. Any barriers or obstacles in their way are magically removed. For example, the lock on a cell door might spring open on its own, a guard might fall asleep, or a silent, spectral monkey resembling Ernest might appear and reveal the shortest route to freedom. This is a tool to help the characters out of a tight spot and can be used only once per group.

Carousel

> A procession of wooden unicorns stands motionless on a circular wooden platform. Fairgoers clamber onto the unicorns' backs, and a female centaur sets the ride in motion. The unicorns shake their manes and creak to life, cantering around the carousel to the delight of their riders.

A ride on the carousel costs 1 ticket punch.

Diana Cloppington

The individual who checks tickets and operates the carousel is named Diana Cloppington. Once a human, Diana sought the help of Granny Nightshade of the Hourglass Coven, desperately wishing to be reunited with her warhorse, which went missing in battle. The cruel hag magically fused the bodies of Diana and her horse, giving her the appearance of a centaur. Diana fled Prismeer and befriended Mister Witch and Mister Light, who offered her a home in their carnival.

Diana greets patrons with good humor, but there's a sadness behind her eyes. She's quick to correct anyone who calls her a centaur, saying that she's "a human who made a bad deal." If Diana discovers that the characters are investigating the carnival for their own reasons, she tells them how a hag made good on a promise to reunite Diana with her missing horse; however, due to the nature of her bargain with the hag, there are several things that Diana can't talk about:

- The Hourglass Coven
- Zybilna's current predicament
- Prismeer's current state

If she tries to speak or write about these forbidden topics, she painfully coughs up brown tree sap, or

mushrooms blister on her fingers until she ceases her attempts. The carousel's wooden unicorns, however, can supply the characters with clues related to the hags (see "Riddle of the Carousel" below). Diana tells them that they must "speak to the unicorns," but to earn their trust they must learn the names of all eight unicorns. Diana gives one of the characters a clay pot of gold paint and some paintbrushes. She says she can close the carousel for a short time while it undergoes some "essential repairs."

Riddle of the Carousel

The carousel's eight unicorns ride in pairs, and each unicorn wears a name tag on its bridle. Some of the names are legible, while other name tags are worn and indecipherable.

The names for each pair of unicorns are key words from a well-known proverb. Before any of the unicorns share secrets with their riders, all of them must have their correct names painted on their tags. One unicorn in each pair has some letters missing from its name tag, but players who are familiar with the proverbs can fill in the missing letters.

First Pair. The first two unicorns are named Fortune and Bold, from the proverb "Fortune favors the bold." Fortune's name tag is complete, but Bold's name tag reads B _ _ _.

Second Pair. These unicorns' names are Pride and Fall, from the proverb "Pride goes before a fall." Fall's name tag is complete, but Pride's name tag reads PR _ _ _.

Third Pair. These unicorns' names are Stone and Moss, from the proverb "A rolling stone gathers no moss." Stone's name tag is complete, but Moss's name tag reads M _ _ S.

Fourth Pair. The last two unicorns are named Stitch and Nine, from the proverb "A stitch in time saves nine." Stitch's name tag is complete, but Nine's name tag reads _ _ N _.

If you are running this adventure for players who don't have a good grasp of English proverbs, use different pairs of words that the players will have an easier time identifying. For example, each pair of unicorns might have names that are synonymous with each other, such as Jolly/Merry (M E _ _ _), Breeze/Gust (G _ _ T), Tale/Yarn (_ _ R N), and Dawn/Sunrise (S _ _ _ I S _). Otherwise, choose names from idioms or proverbs with which your players are familiar.

When the characters are done painting names on the unicorns, Diana offers them a free ride on the attraction. Any unicorn whose name is incorrect gives a disgruntled whinny, and the characters learn nothing from any of the unicorns if they are ridden. If all the unicorns' names are correct, each unicorn telepathically shares with its rider three secrets

Diana Cloppington

about Prismeer or the Hourglass Coven during this ride. These secrets can be imparted in response to questions asked by the character, or they can be shared without a prompt if the character doesn't know what to ask.

Lost Things Secrets. If you used the "Lost Things" adventure hook, a unicorn shares the following information with its rider:

- The character learns which hag has the lost thing they're looking for (Bavlorna Blightstraw, Skabatha Nightshade, or Endelyn Moongrave).
- The character is told that Bavlorna's lair is a rambling cottage on stilts in a fey swamp, Skabatha's lair is a dead, hollowed-out tree in a sylvan forest, and Endelyn's lair is a mountaintop theater.
- The character learns a useful secret tied to the hag in question: "The hag you seek is allergic to seeing someone run widdershins" (for Bavlorna), "The hag you seek sleeps in a dollhouse and can't remember the first creature she sees when she wakes up" (for Skabatha), or "The hag you seek has foreseen her own death, which happens during an eclipse" (for Endelyn).

Warlock's Quest Secrets. If you used the "Warlock's Quest" adventure hook, a character receives the following information while in telepathic contact with one of the carousel's unicorns:

Katerina Ladon

- Zybilna of Prismeer is frozen in time.
- Three hags have seized control of Zybilna's domain and split it among them. Together, these hags form the Hourglass Coven.
- The hags' names are Bavlorna Blightstraw, Skabatha Nightshade, and Endelyn Moongrave, and their splinter-realms are called Hither, Thither, and Yon. The coven is so riddled with distrust that each hag is convinced her sisters are plotting against her.

Dragonfly Rides

Huge lily pads rest on the surface of a pool glistening with phosphorescent algae. Giant dragonflies use the lily pads as landing platforms, buzzing loudly overhead with wings as brilliant as stained-glass windows, and alighting briefly to drop off and pick up excited passengers.

Near the entrance, a small, smiling tree turns your way and beckons you over. A red squirrel clings to its leafy canopy, peering at you suspiciously.

Northwind, a Prismeer native, is a carefree **treant sapling** (see the accompanying stat block). Appendix D contains additional roleplaying notes for Northwind. Northwind's squirrel companion, Red, sizes up guests while keeping at least one beady eye on Northwind's acorns. Red is the beneficiary of a druid's *awaken* spell; he uses the **weasel** stat block but has an Intelligence of 10 and speaks Common.

Dragonfly Riding

Riding a dragonfly costs 1 ticket punch. There are eight **giant dragonflies** (see appendix C), which are trained to fly their riders in a lazy figure eight around the carnival's thoroughfare, at a height of 20 feet. A character who tries to steer their dragonfly off course must succeed on a DC 12 Wisdom (Animal Handling) check to do so. On the Story Tracker, jot down the names of any characters who succeed on the Wisdom (Animal Handling) check to redirect a giant dragonfly; these characters have a talent that might benefit them in chapter 4 (see area M20).

As the characters' first ride begins, shouts of alarm erupt from a nearby lily pad. A giant dragonfly has just taken off prematurely with a patron on its back: a middle-aged dwarf with a bright blue beard sits unfastened in his harness. Kettlesteam, a kenku warlock, used a *speak with animals* spell to panic the dragonfly. Characters can spot Kettlesteam before she slips away with a successful Wisdom (Perception) check contested by the kenku's Charisma (Deception) check. See "Catching Kettlesteam" later in the chapter if the characters try to confront her.

Treant Sapling

Large Plant, Typically Chaotic Good

Armor Class 14 (natural armor)
Hit Points 45 (6d10 + 12)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	8 (−1)	15 (+2)	12 (+1)	12 (+1)	10 (+0)

Damage Vulnerabilities fire
Damage Resistances bludgeoning, piercing
Senses passive Perception 11
Languages Common, Druidic, Elvish, Sylvan
Challenge 2 (450 XP) **Proficiency Bonus** +2

False Appearance. If the treant is motionless at the start of combat, it has advantage on its initiative roll. Moreover, if a creature hasn't observed the treant move or act, that creature must succeed on a DC 18 Intelligence (Investigation) check to discern that the treant is animate.

Actions

Multiattack. The treant makes two Slam attacks.

Slam. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 8 (1d10 + 3) bludgeoning damage.

Rock. *Ranged Weapon Attack:* +5 to hit, range 20/60 ft., one target. *Hit:* 14 (2d10 + 3) bludgeoning damage.

Animate Trees (1/Day). The treant magically animates one or two trees it can see within 60 feet of it. These trees have the same statistics as an **awakened tree** (see the *Monster Manual*), except they can't speak. An animated tree acts as an ally of the treant. The tree remains animate for 1 day or until it dies, until the treant dies or is more than 120 feet from the tree, or until the treant takes a bonus action to turn it back into an inanimate tree. The tree then takes root if possible.

A character can calm the startled mount and guide it back to a lily pad with a successful DC 14 Wisdom (Animal Handling) check. The carnival's mood rises by 1 step (see "Tracking Mood" earlier in the chapter) if a character succeeds on this check. If the characters fail to rescue the dwarf, he tumbles from the dragonfly's back; luckily, his fall is cushioned by a tent awning, and though he isn't badly hurt, the mood of the carnival lowers by 1 step.

Questioning Northwind

Northwind is terrible at keeping secrets. If questioned about the carnival, the treant loudly whispers the following bits of information, preceding each with "I'm not really supposed to talk about this, but ..."

- "Mister Witch and Mister Light aren't the carnival's original owners, y'know. They're not even from the Feywild! But it matters not an inch! We're all one big, happy family here!"
- "The carnival can't run without Mister Witch's pocket watch—I hope he never loses it!"
- "There's nothing Mister Light likes more than a sea of smiling faces—if the carnival's happy, he's happy!"

Northwind doesn't know about the Hourglass Coven or what has become of Prismeer or its archfey ruler; it thinks the domain is still thriving under Zybilna's rule.

Feasting Orchard

> Music and mirth radiate from this park. The heady scents of flowers, mead, and berry pie waft through the air. Stilt-walkers pluck fruit from trees; musicians drum, pipe, and strum; and everywhere there is singing, dancing, and an inordinate amount of custard.

The Feasting Orchard bustles all through the night with the activity of storytellers, musicians, and acrobats. The feasting tables are lined with merrymakers, and dances spring up at the drop of a hat.

Faerie Cake Eating Contest

This contest runs repeatedly throughout the evening and costs 1 ticket punch to enter. The contest table is piled high with small, glazed cupcakes, each filled with a dollop of berry custard. The goal is simple: eat as many cupcakes as you can within 60 seconds.

A contestant can swallow a cupcake in about 3 seconds and safely eat as many cupcakes as 3 + its Constitution modifier; for each additional cake eaten, the contestant must succeed on a DC 10 Constitution saving throw or take 1d8 custard damage. Subtract custard damage from the contestant's hit points as normal. Any contestant reduced to 0 hit points by custard damage is unable to continue, loses the contest, and has custard splattered all over them. At the end of the contest, all contestants regain the hit points they lost from taking custard damage.

Treasure. The prize for winning the contest is a cupcake that functions like a *potion of invisibility*. The whole cupcake must be eaten to gain its benefit.

Ellywick Tumblestrum

This gnome bard ("Tumblestrum" to her friends) is in the Feasting Orchard when the characters first arrive. She sits on a swing that hangs from the branch of a pear tree, plucking the strings on her lute while eyeing the characters. If the characters happen to mention their free tickets, she reveals that she was the one who paid for them. When pressed for more information, she cryptically assures the characters that they're exactly where and when they're supposed to be but says no more.

As the night progresses, Tumblestrum can reappear to provide hints about what the group needs to do; she can even guide the characters to Prismeer if all of their plans fall through (see "Tumblestrum's Intervention" in the "Timed Events" section later in the chapter). If she is threatened, she disappears in a flashy yet harmless pyrotechnic display. No stat block for Tumblestrum is necessary, since she won't

Ellywick Tumblestrum

Katerina Ladon

harm or hinder the characters and can't be seriously harmed by them. Her thoughts are likewise hidden, since no magic can read them.

Tumblestrum is meant to be an enigma to the player characters. In truth, she is a savvy planar traveler who has visited and entertained folks on countless worlds. In some corners of the multiverse, she is what's known as a Planeswalker—a fiercely independent and extremely powerful entity not to be trifled with. Tumblestrum disapproves of the Hourglass Coven's cruelty and aims to deliver some much-needed comeuppance. The gnome sees the characters as agents of change who can undo some of the damage caused by the coven, and she suspects that if they do so, the characters will be on their way to becoming heroes worthy of epic ballads.

Gondola Swans

> Enormous swans glide through the water here, pulling ornate wooden gondolas draped in flowers. The swans disappear into banks of silver mist as they wend their way down the river. A jetty extends ahead, at the end of which a waiting swan preens its feathers.

Riding a gondola costs 1 ticket punch. Each ride is an hour long; it starts and ends at the jetty, and the gondola follows the river that marks the perimeter of the carnival.

Each gondola is pulled by a giant swan, which has the statistics of a **giant eagle** except that it has no talons, can attack twice with its beak as an action, and speaks Common and Auran. If the characters approach the swan at the end of the jetty, she bows her head, introduces herself as Feathereen, and explains that she can take the characters along the river that encircles the carnival. Each gondola holds up to eight Medium creatures.

Feathereen is erudite and haughty. She asks the characters several metaphysical questions as they travel, such as these:

- "What is joy?"
- "How do I know you exist?"
- "In worlds so full of magic, is time an illusion?"

If the characters ignore Feathereen or make light of her questions, she rocks the gondola and tries to pitch her passengers into the water. Each occupant must succeed on a DC 10 Dexterity saving throw to stay inside the boat.

Characters who impress Feathereen with their answers earn her respect; if she is questioned about the carnival, her gossipy nature is revealed, and she imparts the following information:

- Feathereen saw the mime Candlefoot (see "Hall of Illusions") make a disastrous attempt to propose to the mermaid Palasha. "He was about to declare his love for the mermaid in front of everyone, when the words left him with a gasp! It was most unusual, and he hasn't spoken a word since. Palasha was very upset."
- Feathereen enjoys late-night debates with the bugbear Burly (see "Staff Area" later in the chapter). "He has a profound mind and is simply wasted guarding the staff wagons. He misses his brother tremendously. No one knows what happened to Hurly, but everyone knows he never really fit in." (See area M5 in chapter 4 for Hurly's current whereabouts.)

On the Story Tracker, note the names of any characters who impress Feathereen with their conversation. These characters gain debating talents that might prove useful in chapter 5 (see area P41).

Development

If the characters annoy Feathereen, she is irritable for the rest of the evening, and the carnival's mood lowers by 1 step (see "Tracking Mood" earlier in the chapter). If pleased, she remains in high spirits, which raises the carnival's mood by 1 step.

Hall of Illusions

A glass cabinet stands near the entrance to this tent. If the characters approach it, read the following boxed text aloud. If they investigate the tent first, skip ahead to "Approaching the Hall of Illusions."

> A wooden mannequin of a grinning, raven-haired young woman in witch's attire and a green flowing cape hovers inside a glass cabinet. At the top of the cabinet, a sign reads "Tasha the Wizard—Known for Her Hideous Laughter."
>
> A halfling couple holds hands as they approach the glass cabinet. One of the halflings is wearing butterfly face paint. As he drops to one knee and pulls a small box from his pocket, his sweetheart bursts into laughter and begins rolling on the ground. The halfling in face paint begins sobbing and darts into the nearby tent without getting his ticket punched.

Characters who succeed on a DC 15 Intelligence (History) check recall that Tasha was one of the names reputedly used by Iggwilv the Witch Queen, a legendary archmage. Any creature that comes within 10 feet of the mannequin must succeed on a DC 13 Wisdom saving throw or be affected as if by a *Tasha's hideous laughter* spell. Whether the

saving throw succeeds or fails, the creature can't be affected by the mannequin again.

The halfling in face paint is Rubin Sugarwood, and his halfling sweetheart is named Ween Sundapple; both are **commoners** (lawful good). Ween got too close to the glass cabinet and fell victim to its spell. If one or more characters follow Rubin into the Hall of Illusions, see "Chasing Rubin" below.

After recovering from the cabinet's spell, Ween remains outside the tent and calls out for Rubin, hoping he will return.

Approaching the Hall of Illusions

> This large tent is painted with a mural of shifting images that show grinning faeries diving into pools of color. The helical stripes of the tent's pointed canopies rotate in spirals, and the whole display seems designed to befuddle onlookers. A clown dressed in muted garb stands at the tent's entrance, blinking at you.

Entering the tent costs 1 ticket punch.

The veil between the Material Plane and the Feywild is thinnest inside this hall of magical mirrors, and the door to Prismeer lies deep within. The Hourglass Coven's thieves slip in and out of the tent as they desire, and most of the carnival staff prefer to give the attraction a wide berth, believing it to be jinxed or haunted.

Candlefoot the Mime

Candlefoot, a **Witchlight hand** (neutral good; see the stat block earlier in the chapter), is the reluctant ticket-puncher at the Hall of Illusions, and he does all he can to avoid entering the hall. All the color has leached out of his skin, hair, eyes, and apparel, giving him a strangely monochromatic look. And his problems don't end there.

A kenku named Kettlesteam stole Candlefoot's voice, so he communicates through mime. If the characters give him a writing implement and some parchment, he can also write out his thoughts.

Appendix D contains additional roleplaying notes for Candlefoot.

A Fey Romance. When the mermaid Palasha (see "Silversong Lake" later in the chapter) joined the Witchlight Carnival, Candlefoot discovered that her songs had the power to bring back his coloration. (The change lasts only as long as he can hear her sing.) This surprised them both, and when the pair met, they fell in love. Recently, Candlefoot was about to propose to Palasha when his voice was snatched by Kettlesteam. If questioned, Candlefoot tries to explain his sorry circumstances through mime

Candlefoot

and asks the characters to help him recover his voice from Kettlesteam so he can go through with his proposal.

Here's a fantastic opportunity for you to explore your hidden talents as a mime. To indicate that he has lost his voice, Candlefoot might move his lips, then shake his head while holding a hand up to one ear. He might bob his head and flap his arms like a bird to indicate that Kettlesteam is the culprit. He doesn't know where the kenku is, but he knows she has been causing mischief throughout the carnival and sometimes uses magic to conceal her true form.

If the characters agree to help Candlefoot, he performs a few delightful magic tricks for their amusement using his *prestidigitation* cantrip, which he can cast without the verbal component.

Inside the Hall of Illusions

Tall mirrors line the interior walls of the tent. The mirrors near the entrance reflect onlookers in their youth; the images grow steadily older, until the mirrors deep within the hall reflect onlookers in their twilight years. As the characters scrutinize their reflections, ask the players to describe what their characters looked like as children and what they might look like in old age.

NIKKI DAWES

When the correct incantation is spoken aloud in front of any of the hall's mirrors, the mirror transforms into a portal to the Feywild domain of Prismeer (see "Through the Looking Glass" at the end of the chapter for more information).

Chasing Rubin

If the characters chase after Rubin when he enters the hall, Candlefoot looks shocked but doesn't follow them inside.

Any character who spends 1 minute searching for Rubin finds him with a successful DC 15 Wisdom (Perception) check. The halfling is gazing worriedly into a mirror, and a little girl in a pig mask can be seen in the pane, whispering to the halfling's youthful reflection. As soon as she sees the characters, the girl turns and disappears. This figure is Sowpig (see "Thieves of the Coven" earlier in the chapter), who is trying to lure the halfling to Thither so that Skabatha Nightshade can tempt him into a nefarious bargain. Rubin reveals that girl in the pig mask asked him if he had any regrets, and said that if he did, she knew someone who could help him—he just had to follow her.

If the characters fail to find Rubin after 3 minutes, they come upon him as he steps into the mirror to join the girl in the pig mask. After he passes through the pane, his youthful reflection takes the girl's hand and walks away with her. The ring he intended for his sweetheart drops to the floor inside the hall as he disappears. Characters who try to follow Rubin are unable to pass through the mirror as he did.

Development

On the Story Tracker, jot down the names of any characters who succeeded on the Intelligence (History) check to know that Tasha and Iggwilv are one and the same, because this information proves useful in chapter 5. Also note if Rubin was led away by Sowpig, as the characters might encounter him again in chapter 3 (see area L13).

If the characters reunite the halfling couple, Ween accepts Rubin's proposal, and the carnival's mood rises by 1 step (see "Tracking Mood" earlier in the chapter). If Rubin and Ween are not reunited, the mood of the carnival lowers by 1 step as word of Rubin's disappearance spreads.

Lost Property

> Outside the lost property wagon is a large feline creature with midnight-blue fur. It has a pair of tentacles extending from its shoulders and wears fake butterfly wings. Hanging from its collar is a small wooden keg. The creature roughhouses with two young boys. One boy squeals, "Again, Dirla, again!" while the other hangs onto the creature's neck.

Dirlagraun is a gray-whiskered **displacer beast** that looks after stray children until they can be reunited with their parents. The keg fastened to its collar is filled with toffee apple juice and fitted with a spigot for easy pouring. The juice never fails to console an upset child.

When the characters arrive, the displacer beast is minding two boys named Viro and Allowin while their mother fetches food and drink. The displacer beast is unusual both in disposition and in its ability to speak Elvish and Sylvan. Appendix D contains additional roleplaying notes for Dirlagraun.

Missing Child

If the characters question Dirlagraun, it quietly cautions them that some things go missing from the Witchlight Carnival and never come back. Before it can say more, Viro, the older of the two boys, picks up a mirrored ball from the lost property wagon. In a rare moment of anger, Dirlagraun snatches the ball back with a snarl and a flick of its tentacle, causing Viro to dash away in fright.

Unable to leave the younger boy, Allowin, alone, Dirlagraun pleads with the characters to go after Viro. Any character who searches for Viro can make a DC 15 Wisdom (Perception) check, locating him in a nearby candy stall on a success. If Viro isn't found, a character can repeat the check after continuing the search for another 10 minutes. If Viro is not found within the hour, the carnival's mood lowers by 1 step (see "Tracking Mood" earlier in the chapter).

If the characters return with Viro, Dirlagraun is grateful and reveals that, many years ago, its own cub vanished from the carnival without a trace. The cub's name is Star, and all Dirlagraun has to remember Star by is its favorite toy—the small, mirrored ball that Viro grabbed. If one or more characters declare their intention to search for Star, Dirlagraun gives the mirrored ball to them.

Unknown to anyone who works at the carnival, Star followed Sowpig (see "Thieves of the Coven" earlier in the chapter) through a mirrored portal in the Hall of Illusions. The characters might encounter Star in chapter 3 (see "Little Oak").

Troubling Times

Dirlagraun is concerned that Mister Witch and Mister Light are on edge. If the characters are willing to investigate, Dirlagraun advises against confronting the carnival owners directly. Instead, the displacer beast suggests that the characters sneak into the Staff Area behind the Big Top and spy on them.

Mystery Mine

> Propelled by magic, mine carts laden with fairgoers trundle into an opening carved like a dragon's mouth. The carts reappear moments later on the far side of the attraction, with the passengers expressing a mixture of bewilderment, fear, and excitement.
>
> Near the entrance, a male dwarf dressed like a wizard shouts, "Unlock the mysteries of your mind in the Mystery Mine!" He has bushy eyebrows, wears a pointy hat, and holds a large clockwork contraption shaped like a giant eye.

This ride costs 1 ticket punch.

The mine is the brainchild of an eccentric dwarf named Zephixo—the same individual standing outside it. He uses the **mage** stat block, with the following changes:

- Zephixo (chaotic good) speaks Common, Dwarvish, Gnomish, and Sylvan.
- He has darkvision out to a range of 60 feet, resistance to poison damage, and advantage on saving throws against poison.

Zephixo beckons visitors toward his "All-Seeing Eye" contraption. If the characters look into the eye, ask each player to write down their character's name alongside the name of a creature the character fears. Collect their notes and refer to them during the ride. Characters who don't gaze into the All-Seeing Eye can still enter the mine, at the cost of having a much less exhilarating experience.

Riding the Mystery Mine

Each mine cart holds up to eight Medium creatures. As the characters pass through the dragon's mouth, the ride plunges them into an illusion-filled demiplane of undulating hills, corkscrewing trees, and prismatic skies.

As the characters' cart hurtles along the track, refer to the players' notes. Illusory forms of the characters' worst fears launch themselves at the mine cart, and it's up to you to describe how these fears manifest. The number of illusory forms equals the number of riders in the cart, and each character is confronted only once by their worst fear.

Dirlagraun

Each of the cart's riders must make a DC 12 Wisdom saving throw as each illusion appears. If the illusion a character faces is their own fear, they have disadvantage on the saving throw. On a failed save, a character is compelled to scream as the illusion terrifies them to the core; on a successful save, the character laughs at the illusion as it rushes by harmlessly. Ask the players to keep track of how many of these saving throws their characters fail.

Any character who succeeds on all the saving throws gains advantage on all Charisma-based ability checks made at the carnival. This effect lasts until the crowning of the Witchlight Monarch (see "Timed Events" toward the end of the chapter).

Any character who fails three or more of the ride's saving throws is haunted by nightmares for 1d8 days. Until the nightmares end, the character must succeed on a DC 12 Wisdom saving throw after finishing a long rest or gain 1d3 levels of exhaustion. On the Story Tracker, record the character's name and the number of days remaining until the nightmares cease, reducing that number by 1 after each long rest. Any spell that ends a curse rids the character of these nightmares but doesn't remove levels of exhaustion gained as a result of them.

APRIL PRIME

Pixie Kingdom

> A copse of oak trees shelters a miniaturized fairground. At its heart, a hamster runs inside a tiny Ferris wheel, encircled by minuscule wagons and candy stalls. A pixie sits cross-legged in the hollow of a tree at the entrance to this realm.

The **pixie** introduces himself as Jeremy Plum and does his best to persuade the characters that the Pixie Kingdom is the best attraction the carnival has to offer. Entry to the attraction costs 1 ticket punch.

Jeremy encourages the characters to adopt pixie names before entering; refer to the table below for ideas. The carnival's mood rises by 1 step (see "Tracking Mood" earlier in the chapter) if all the characters use their adopted pixie names while in the attraction.

Pixie Names

d8	Name	d8	Name
1	Brightmite	5	Jellybean Starfish
2	Cobweb	6	Panache
3	Cotton Candy	7	Puddlemud
4	Dimple	8	Toadhop

Whether or not the characters agree to adopt their pixie names, Jeremy sprinkles *pixie dust* (see appendix A) on them. Jeremy also presents each character with a potion that, when consumed within the boundary of the Pixie Kingdom, reduces the imbiber's size to Tiny for 1 hour, or until the imbiber wants the effect to end. Until the effect ends, the Tiny character has disadvantage on Strength checks and Strength saving throws, and the character's weapons deal 2d4 less damage (this change can't reduce the damage below 1).

Exploring the Kingdom

> The Pixie Kingdom is a tranquil oasis compared to the rest of the bustling carnival. The air is filled with the aroma of blackberry wine and flower blossoms. Eight brightly painted doorways are nestled in the bark at the bases of the surrounding trees.

Twelve **pixies** reside here during carnival hours. They are friendly, curious, and eager to ask new arrivals all sorts of questions. The characters are free to explore the kingdom and experience the following wonders:

- One character at a time can ride Pinecone, an excitable pug that listens only to pixies.
- The kingdom's centerpiece is a pixie palace made entirely of old cocoon husks beautifully woven together.
- Characters can dine on cucamelon sandwiches and thimbleberry tarts inside one of the pixie cottages.
- Characters can ride the wheel, which is powered by a talkative hamster named Biscuit. An *awaken* spell cast on the hamster gives it an Intelligence of 10 and the ability to speak Common.

Characters who spend time talking to the pixies or Biscuit learn the following rumors:

- "Everyone's on the lookout for a kenku troublemaker, but she's using magic to disguise herself."
- "Candlefoot the mime and Palasha the mermaid are in love. On top of that, Candlefoot's lost his voice. Is that part of his act?"
- "Burly the bugbear often talks philosophy with one of the gondola swans. That bugbear has brains as well as brawn."

Playing Hide-and-seek

After a short while, the characters are invited to play a game of hide-and-seek, organized by two **pixies**: the game's friendly supervisor, Honeymint, and a seeker named Starbug. On the Story Tracker, jot down the names of any characters who play hide-and-seek with the pixies; this experience might prove useful in chapter 3 (see area L5).

Each character who plays the game makes a Wisdom (Stealth) check to hide (see the *Player's Handbook* for rules on skills with different abilities). Starbug finds the character who has the lowest check result, at which point all the remaining characters move to new hiding places and make another check. The game continues until only one character remains hidden; this character is declared the winner and is awarded a packet of *pixie dust* (see appendix A), with two leaves as the propeller blades. No character can win this prize more than once.

The characters can hide anywhere in the Pixie Kingdom, but Honeymint points out the following hiding spots before the game begins:

Biscuit's Wheel. This wooden wheel has eight wicker carriages. Biscuit, the hamster who trundles around inside the contraption that turns the wheel, is very talkative. Offering food to the hamster is one way to keep him quiet.

Flower Bed. This area is home to several talking wildflowers. They're rather conceited and bicker over which of them has the silkiest petals and the finest aroma. Flattery can silence their bickering.

Heron's Nest. An awakened heron named Beatrice, who enjoys talking about the weather, roosts in a

clump of long grasses and might allow characters to hide in her nest if they ask nicely.

Any character who tries to hide in one of these locations must succeed on a DC 12 Charisma (Persuasion) check to shush the creatures there. Success grants advantage on Wisdom (Stealth) checks made to hide in that location.

Silversong Lake

> Mist gathers at the banks of a shimmering lake. Near its center, a mermaid lounges in a giant bowl, singing a glorious, haunting song that captivates spectators on the lakeshore. In response, the lake water coalesces into magical sculptures that whirl around her as she performs.

It costs nothing to visit the lake and behold its star attraction: the **merfolk** Palasha (chaotic good). Audiences crowd the lakeside just to witness her beauty and hear her song.

Palasha is no ordinary mermaid. Her singing has the ability to emulate the effects of a *control water* spell. Once per day, as an action, she can also summon a **swarm of quippers** that obeys her commands until it disappears after 1 minute.

Palasha is in love with Candlefoot (see "Hall of Illusions") but finds it tragic that he has lost his voice. She can't face seeing him after his very public marriage proposal went awry. The mermaid is also fiercely devoted to the carnival. "We are an impossibility in an impossible universe," she tells colleagues and strangers alike, with great pride. Appendix D contains additional roleplaying notes for Palasha.

Feathered Heckler

This event occurs the first time the characters watch Palasha perform. Kettlesteam, the kenku warlock, snakes through the crowd, using *disguise self* and Mimicry to pose as different hecklers. After three mean-spirited jeers, the mermaid falters in mid-song, leaps out of her bowl, and darts off, heading downriver. Her abrupt departure causes the carnival's mood to lower by 1 step (see "Tracking Mood" earlier in the chapter).

Characters who try to identify the hecklers can spot Kettlesteam in her current guise with a successful Wisdom (Perception) check contested by the kenku's Charisma (Deception) check. See "Catching Kettlesteam" later in the chapter if the characters try to corner her.

Helping Palasha

If she is driven from Silversong Lake by heckling, Palasha takes refuge in the river near the Hall of Illusions. To coax her back to the lake, the characters must perform an act of gallantry, such as helping Candlefoot find his lost voice.

If the characters persuade Palasha to return to the lake and resume her performance, the carnival's mood rises by 2 steps (see "Tracking Mood" earlier in the chapter). Palasha offers a singing lesson to any characters who helped her. On the Story Tracker, jot down the names of characters who received a singing lesson from the mermaid. Their talent might benefit them in chapter 3 (see "Uncorrupted Fairy Rings").

Small Stalls

The fair boasts several small stalls, each run by a **Witchlight hand** (variable alignments; see the stat block earlier in the chapter). Some of the stalls sell sweet snacks and drinks. For 1 ticket punch, a customer can buy a snack served on a large flower petal or a beverage served in a fist-sized snail shell. The offerings include:

- Blue-frosted cupcake
- Candied apple on a stick

Palasha

DOOM MAVIS

Guess the Number of Feathers

- Euphoreo cookie (saucer-sized cookies dusted with particles of faerie dragon euphoria gas)
- Eveningberry wine (a sweet, nonalcoholic drink)
- Faerie bell nectar (harvested from faerie bell flowers)
- Pixie tarts (powdered candy in little cups)
- Sugar-glazed button mushrooms
- Tree sap lollipop

The remaining stalls offer games and contests that cost 1 ticket punch apiece. A handful of games are summarized in the Carnival Games table and described below, and you can create others as you see fit using these as models.

Carnival Games

Game	Key Ability
Almiraj Ring Toss	Dexterity
Catch the Dragon by the Tail	Wisdom
Gnome Poetry Contest	Charisma
Goblin Wrestling	Strength
Guess the Number of Feathers	Intelligence
Outstare the Cyclops	Constitution

If a character wins a prize playing a game, roll a d8 on the Carnival Prizes table to determine the prize.

Carnival Prizes

d8	Prize
1	Trinket (determined by rolling on the Feywild Trinkets table in the introduction).
2	Wooden wand with 8 charges. As an action, you can expend 1 of the wand's charges to cast the *prestidigitation* cantrip. This wand can't be recharged.
3	Packet of *pixie dust* (see appendix A).
4	Bottle of Witchlight wine. While the bottle is uncorked, it plays calliope music until the bottle is emptied of wine.
5	Replica unicorn horn filled with candy.
6	Single application of magic face paint. As an action, you can apply the face paint to yourself or another creature. The recipient gains the benefit of a *disguise self* spell that lasts for 1 hour or until the recipient chooses to end the effect.
7	Cuddly toy spider. As an action, you can stroke the spider to gain the benefit of a *spider climb* spell that lasts for 1 hour. Once used, the toy turns into a real spider and crawls away.
8	Glove puppet in the shape of a wizard. As an action, you can move the puppet's arms to cast the *minor illusion* cantrip. After three uses, the puppet disappears in a puff of smoke.

Catch the Dragon by the Tail

Almiraj Ring Toss

> "This almiraj is no mirage. Adorn its horn with two or three rings to win a prize!"

This game involves tossing rings over the horn of a wooden statuette of an almiraj (a cute, bunny-like creature with a horn like a unicorn's). The almiraj teleports around on a tabletop, making it hard to score a success. A participant gets three rings. Tossing a ring over the almiraj's horn requires a successful DC 17 Dexterity check. Two successful tosses earn one roll on the Carnival Prizes table; three successes earn two rolls on the table.

Catch the Dragon by the Tail

> "Prizes! Prizes! Prizes! Catch the faerie dragon by the tail and win a piece of its hoard!"

While blindfolded and standing in a booth, a participant must grab the tail of an elusive, giggling red **faerie dragon** that flutters around them. The participant has three chances to succeed on a DC 18 Wisdom (Perception) check. Someone who succeeds on the check catches the dragon by the tail and rolls once on the Carnival Prizes table, or twice if the successful check occurs on the first attempt.

Almiraj Ring Toss

Gnome Poetry Contest

Nikki Dawes

Gnome Poetry Contest

> "Sound the chime, it's time to rhyme! You bring the poem! We'll bring the gno-em!"

A participant must outperform a gnome in a best-of-five poetry contest. Doing so requires three successful DC 15 Charisma (Performance) checks in five or fewer attempts. Someone who wins the contest rolls once on the Carnival Prizes table, or twice if they succeeded three times without failing a check.

Goblin Wrestling

> "Strong folks! Test your mettle in a goblin wrestle!"

A Small participant has to pin an unarmed **goblin** (lawful good), while a Medium participant has to pin one goblin while wrestling two of them. Winning the game requires a successful Strength (Athletics) check contested by the goblin; two goblins working together make one check with advantage. Resolve a tie by rerolling. A victorious participant earns one roll on the Carnival Prizes table.

Guess the Number of Feathers

> "Birds of a feather? How about feathers of a bird? Step right up and guess how many feathers festoon this fiendish fowl!"

A participant gets three tries to guess the number of feathers on one of a group of caged **cockatrices**. Someone who succeeds on a DC 18 Intelligence check guesses correctly and earns one roll on the Carnival Prizes table, or two rolls if the successful check occurs on the first attempt.

Outstare the Cyclops

> "What do you do when the eye of the cyclops falls upon you? You stare right back if you've got the stamina!"

Winning this game requires a participant to outstare an illusory cyclops. Whoever blinks first loses. To win the game, the contestant must succeed on a DC 14 Constitution check. Someone who wins the game receives a prize, determined by rolling once on the Carnival Prizes table.

Outstare the Cyclops

Snail Racing

> The grandstands next to this racecourse are filled with cheering fairgoers ringing bells, swinging rattles, and waving flags. On the starting line, eight giant snails are having their shells scrubbed by pixies.
>
> Above the circular course, a wooden gantry hangs from the branches of a central tree, where two goblins officiate the proceedings.

Snail racing is a highly competitive, fast-paced sport that draws a lively crowd. Characters can participate in the race as snail jockeys, but it costs 1 ticket punch to enter. On the Story Tracker, jot down the names of any characters who take part in the snail racing, as the experience might prove useful in chapter 2 (see "Reaching the Bottom").

If at least half the characters participate in a snail race, the carnival's mood rises by 1 step (see "Tracking Mood" earlier in the chapter). If anyone breaks the rules, the mood lowers by 1 step.

Snails and Pixies

Each of the eight **giant snails** (see appendix C) is assigned a crew of three **pixies** to prepare it for a race. The snails are unusually fast, wear colored caparisons, and have numbered saddles strapped to their shells. Their racing numbers, names, and team colors are given in the Giant Snails table.

Giant Snails

Number	Name	Team Color
1	Shellymoo	Pink
2	Nimblefoot	Blue
3	High Road	Purple
4	Quickleaf	Green
5	Flowerflash	Yellow
6	Whizzy	Orange
7	Breakneck	Red
8	Queen's Majesty	Black

Snail Racing Rules

Every snail needs a jockey, and any saddles not filled by characters are filled by other attendees (use the **commoner** stat block to represent these NPCs). All the snails and their riders begin at the start line; fireworks signal the start of the race, after which the riders race their snails to the finish line.

On a whiteboard or notepad, jot down the giant snails, their numbers, and their riders. Next to the names, keep a running total of how far each snail travels in feet during the race. The course is 480 feet long.

The giant snail race is one of the carnival's most popular attractions.

Racing Rules. The race is divided into 6-second rounds. Once the race begins, the snails move along the track at remarkable speed, each one covering 80 feet per round by itself. Without riders, the snails are an even match, but a jockey can try to improve a snail's performance by patting its shell or speaking words of encouragement at it.

Initiative rolls are unnecessary. Once per round, each jockey can make a DC 12 Wisdom (Animal Handling) check. On a successful check, the jockey's snail moves an extra 10 feet that round, or 20 feet if the check succeeds by 5 or more. On a failed check, the jockey's snail moves 10 feet slower that round, or 20 feet slower if the check fails by 5 or more. The race ends when one or more snails travel the 480 feet needed to cross the finish line.

If two or more snails cross the finish line in the same round, determine the winner of the race by having those snails' jockeys each roll a d20. The highest roll determines the winner, with one snail narrowly claiming victory. If the roll for first place is tied, the race ends in a tie, and each winning jockey receives the first-place prize (see "Prizes" below).

Signs posted in the stands and along the racetrack warn that neither jockeys nor spectators may influence the outcome of a race by using magic or by harming other jockeys or snails. Any jockey who openly does so is disqualified, as is the jockey's snail. A spectator caught doing so is escorted from the carnival by 1d4 **goblins** (lawful good) who are watching the crowd closely for troublemakers.

Surprises. At the start of each round after the first, roll a d8 and consult the Snail Race Surprises table to determine if something unexpected happens that round. When a surprise occurs, determine which snail is affected by rolling a d8.

Snail Race Surprises

d8	Surprise
1–3	No surprise.
4	One random snail gets a stitch, reducing its speed by 40 feet this round.
5	A spectator throws a head of lettuce at one random snail. The snail stops to eat the lettuce and doesn't move at all this round.
6–7	One random snail is bolstered by the cheering crowd and moves an extra 20 feet this round.
8	The saddle on one random snail comes loose and falls off. The snail's jockey must succeed on a DC 15 Dexterity saving throw to remain atop the snail. On a failed save, the jockey falls off, and the snail continues the race on its own.

Burly

Prizes. The jockey whose snail wins the race receives a *potion of advantage* (see appendix A). The jockey whose snail comes in last receives a consolation prize, provided they weren't disqualified. The consolation prize is a magic wand that allows its holder to cast the *dancing lights* cantrip once. Once used to cast this spell, the wand turns into a tulip.

Staff Area

> A tangled wall of thorns surrounds a cluster of wagons lit by lanterns. This caravan is barely visible through the thicket.

The carnival's wagons are located behind the Big Top, protected by a 20-foot-high, 5-foot-thick wall of thorns. When a member of the carnival staff stands within 1 foot of the wall, the thorns part to form an 8-foot-high, 4-foot-wide doorway in front of the staff member. This door remains open for 10 seconds, then disappears as thorny vines fill the opening once more. The wall is magical and also impervious to damage. The wall grants three-quarters cover to creatures behind it.

A creature can move through the wall of thorns, albeit slowly and painfully. It costs 8 feet of movement to move through 1 foot of the wall. The first time a creature enters the wall on a turn or ends its turn there, it must make a DC 15 Dexterity saving throw, taking 4 (1d8) piercing damage on a failed save, or half as much damage on a successful one. Whenever a creature ends its turn in the wall, trumpet-shaped flowers burst from the brambles nearby and honk an alarm that is audible up to 50 feet away.

Circle of Wagons

Enclosed by the wall of thorns is a circle of eight brightly painted wagons, one of which is a glass-enclosed water tank for Palasha the mermaid. The fanciest of the remaining seven wagons belongs to Mister Witch and Mister Light.

The perimeter inside the wall of thorns and outside the circle of wagons is patrolled by a **bugbear** named Burly (neutral good), who leaves his post once during the evening to participate in the Big Top Extravaganza (see "Timed Events" later in the chapter). While on patrol, Burly wears a large jack-o'-lantern on his head, as one would wear a helmet, in addition to his dungarees and fake fairy wings.

The central area enclosed by the wagons is guarded by Thaco the clown, a human **Witchlight hand** (chaotic neutral; see the stat block earlier in the chapter) who is loyal only to Mister Witch. He usually sits right outside the door to Witch and Light's wagon, blowing bubbles with his bubble pipe.

Burly and Thaco dislike each other, so they don't fraternize while on guard duty. Appendix D contains additional roleplaying notes for them.

Characters caught snooping around the wagons without an escort are evicted from the carnival and must find a way to sneak or barter their way back in.

Witch and Light's Wagon

Mister Witch and **Mister Light** (see their stat blocks earlier in the chapter) are in their wagon throughout the evening, except during the Big Top Extravaganza (which Light attends and Witch does not) and the crowning of the Witchlight Monarch (which they both attend). See "Timed Events" later in the chapter for more information.

Refer to the "Carnival Owners" section for more information about Witch and Light. Appendix D contains additional roleplaying notes for the pair.

Characters who sneak up to the wagon while it's occupied can overhear Witch and Light talking:

Two contrasting voices emanate from the wagon.

Mister Witch, in a low and gravelly voice: "You need to find a way to calm down."

Mister Light, in a high-pitched, shrill voice: "I'll calm down when that kenku pest is gone."

Witch: "She knows nothing. She'll get frustrated soon enough and be on her way."

Light: "I hope you're right."

Witch: "Trust me."

From there, the conversation shifts to the current mood of the carnival and ideas for new carnival acts or attractions ("The catoblepas didn't work out, but maybe we can buy a giraffe and paint it blue. Or we could teach Northwind how to play the fiddle.") Then it turns to the mysterious disappearance of Burly's unruly brother, Hurly (in hushed tones that suggest Witch or Light might have had a hand in it, although neither admits any involvement). Hurly's fate is revealed in chapter 4 (see area M5).

If the characters disturb Witch and Light in their wagon without being invited, jump ahead to the "Meeting Witch and Light" encounter described later in the chapter, skipping over the lead-in with Burly and Thaco.

Searching the Wagon. Mister Witch's bunk is neat and unadorned. Mister Light's bunk is gaudy and messy, with costumes strewn everywhere. Characters who search through the gear find a hatbox containing the crown of the Witchlight Monarch; this splendid crown of gold butterflies teleports back to its hatbox at the end of each evening and is ceremoniously produced from its box during the monarch's coronation (see "Timed Events" later in the chapter).

Any character who searches the wagon for secret compartments finds one with a successful DC 15 Intelligence (Investigation) check. The compartment is located in a bench and contains a tiny, bejeweled chest worth 50 gp. This chest is a replica of a much larger chest hidden on the Ethereal Plane (with the help of a *Leomund's secret chest* spell). While holding the replica chest, Mister Witch can use an action to summon the larger chest. He can send the larger chest back to the Ethereal Plane by using an action and touching both the chest and the replica.

Treasure. The chest hidden on the Ethereal Plane (which is worth 5,000 gp) contains recent earnings (210 sp and 70 gp), a *potion of diminution*, a *potion of growth*, and a *potion of advantage* (see appendix A). The potions are not labeled, but Mister Witch knows which is which.

Thaco

Carnival Events

This section describes special events that occur during the characters' visit to the carnival.

Meeting Witch and Light

The characters receive an invitation to meet privately with Mister Witch and Mister Light when the carnival's mood reaches either end of the track (see "Tracking Mood" earlier in the chapter) or if the characters impress Mister Light during the Big Top Extravaganza (see "Timed Events" later in the chapter).

Witch and Light send Burly the **bugbear** (neutral good) to fetch the characters:

A bugbear wearing dungarees, fairy wings, and a helmet made from a jack-o'-lantern approaches you. "Follow me," he growls. "Management wants to see you."

With a wave of his hand, Burly creates an opening in the wall of thorns that surrounds the staff wagons (see "Staff Area" above) and leads the characters through it. If questioned about the nature of the

JASON RAINVILLE

Mister Witch and Mister Light don't like strangers eavesdropping on their private conversations.

meeting, Burly insists there's nothing to worry about. If the carnival's mood is good, he adds that his bosses are in high spirits. Appendix D contains additional roleplaying notes for Burly.

If the characters follow Burly, read:

> The bugbear leads you to a circle of wagons. Leaning against a particularly ostentatious wagon is an aging clown with a painted grin. He puffs on a bubble pipe and glares at you as the bugbear, ignoring the clown, opens the wagon's door and ushers you inside.

The clown is Thaco, a human **Witchlight hand** (chaotic neutral; see the stat block earlier in the chapter) and over-the-hill carnival attraction. Appendix D contains additional roleplaying notes for Thaco.

Inside the Wagon

> A flamboyant elf grins from ear to ear as he welcomes you into the wagon with a theatrical bow. "Please come in, it's a delight to meet you all! I am Mister Light, and this is my associate, Mister Witch."
>
> He gestures to a stocky elf lounging on a bunk. Mister Witch nods to you and doffs his top hat.

Stat blocks for **Mister Witch** and **Mister Light** appear earlier in the chapter.

Mister Light gestures toward his scepter—the *Witchlight vane*—and explains that it picks up every nuance of emotion in the carnival. If the carnival's mood is good, Light expresses his gratitude for the cheer that the characters have brought to the carnival so far. If the carnival's mood is bad, he expresses his regret that the characters aren't having a delightful time and notes that, in turn, they're spoiling everyone's evening.

Witch and Light are eager to learn the characters' reasons for visiting the carnival; if the characters are motivated by the "Lost Things" adventure hook, Witch and Light dimly remember the characters from when they visited the carnival as children.

If the characters attack the carnival owners, they're swiftly restrained by Burly and Thaco, who try to knock them out and dump them outside the carnival. Characters who overcome the carnival owners and their guards are begrudgingly taught the secret incantation to reach Prismeer (see "Through the Looking Glass" at the end of the chapter).

Questioning Witch and Light

If the characters have come to the carnival seeking lost things, Witch and Light express their regret but make it clear that they're not responsible for those

losses, claiming "forces are at work on the other side that are entirely beyond our control." Mister Witch adds, "The wheel of time turns ever on ... what's lost is lost, what's gone is gone."

If they are questioned about conversations that were overheard (see "Witch and Light's Wagon" above and "Catching Kettlesteam" below), Witch and Light admit they're not the carnival's original owners and took over management through an honest pact with the owner of another carnival.

If asked about Kettlesteam, Witch and Light say she's "a disgruntled guest and troublemaker whose fey patron, Zybilna, dwells in the Feywild domain of Prismeer." They add that Zybilna is also the patron of the Witchlight Carnival, but Witch and Light have had no contact with her for some time. Throughout the conversation, Witch and Light never mention the Hourglass Coven.

Meeting's End

To end the meeting, Mister Witch takes a quick look at his *Witchlight watch*, then nods to Burly to escort the characters from the wagon. If the carnival's mood is good, Mister Light offers each character a gift as they exit: a balloon animal of their choosing, crafted by Thaco, "a clown of few words but many talents." Thaco fashions each balloon into whatever creature is asked for. Each balloon animal is tied with a ribbon and floats magically in the air.

Burly's Plan

Following the characters' meeting with Witch and Light, Burly pulls the characters aside for a hushed conversation:

> Burly removes his jack-o'-lantern helmet, revealing a worried expression. "Bad things have been happening at the carnival for a while. People and things have been going missing. My bosses know more than they're telling, but their hands are tied somehow. You're the first people I've met who might be able to set things right. Witch and Light are good guys, but you'll need leverage to make them spill the beans."

Burly suggests the characters purloin Mister Witch's *Witchlight watch* (without which the carnival can't stay on schedule) and use it to compel Witch and Light to provide the answers they seek. He proposes that the best time to swipe the watch is during the Big Top Extravaganza, since it's the only time when Witch and Light are separated. Although he doesn't condone theft, Burly has talked himself into believing that it's not really stealing if the characters give back the watch. Burly offers to assist where he can, but he doesn't want Witch and Light to know that he plotted against them, because it would cost him his job and his home. He also warns that he'll see no harm come to his bosses; they might be flawed, but without them, the carnival will fall apart.

Over the course of the conversation, Burly shares the following additional pieces of information:

- "The Witchlight Monarch is chosen by Mister Light's *Witchlight vane*. Witch and Light have no control over who the monarch will be, but it's always the guest who has contributed the most to the happiness of the carnival. The monarch is also given a charm that lets them fly."
- "Mister Witch's *Witchlight watch* is attached to his waistcoat by a chain, so whoever tries to steal it needs something to break or unfasten the chain."
- "Dirlagraun, Candlefoot, and Palasha might help you—they're good eggs. But stay away from Thaco—he's untrustworthy."

If the characters suggest stealing the *Witchlight vane* instead of the *Witchlight watch*, Burly asserts that the watch is easier to steal because it's smaller and often tucked in Mister Witch's pocket, whereas Mister Light is rarely seen without the vane in hand. Burly concedes, however, that the vane yields almost as much leverage in negotiations with Witch and Light, though he has no plan for stealing the vane.

The Heist

See "Timed Events" later in the chapter for details of the coronation. It's up to the characters to come up with a plan to get close enough to Mister Witch to steal his pocket watch. Any allies they've gained go along with their schemes but won't harm the carnival owners or other members of the carnival staff.

Mister Witch keeps the watch in his waistcoat pocket, fastened to the garment with a chain. As an action, a character can attempt to steal the timepiece with a DC 13 Dexterity (Sleight of Hand) check. This check is made with advantage if Witch is distracted during the attempt. A character needs thieves' tools, a dagger, or a pair of scissors to snip or detach the chain securing the watch.

If the characters rob Mister Witch of his timepiece, he and Light are desperate to get it back. They'd prefer not to cause a scene in front of the guests and promise to show the characters the way to Prismeer once the watch is returned. Witch and Light are true to their word (see "Through the Looking Glass" at the end of the chapter).

Catching Kettlesteam

Kettlesteam the kenku (see the accompanying stat block) snoops around the carnival under the cover of a *disguise self* spell, looking to cause trouble. The kenku has stolen the voice of a human mime named Candlefoot (see "Hall of Illusions" earlier in

Kettlesteam the Kenku

Medium Humanoid (Warlock), Chaotic Neutral

Armor Class 13
Hit Points 22 (5d8)
Speed 30 ft.

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

Saving Throws Wis +2, Cha +5
Skills Arcana +2, Deception +5, Investigation +2, Perception +2, Persuasion +5, Stealth +5
Senses passive Perception 12
Languages understands Auran and Common but speaks only through the use of her Mimicry trait
Challenge 1 (200 XP) **Proficiency Bonus** +2

Mimicry. Kettlesteam can mimic any sounds she has heard, including voices. A creature that hears the sounds can tell they are imitations only with a successful DC 13 Wisdom (Insight) check.

Actions

Multiattack. Kettlesteam makes two Dagger attacks.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Spellcasting. Kettlesteam casts one of the following spells, using Charisma as the spellcasting ability (spell save DC 13):

At will: *disguise self, friends, mage hand, minor illusion*
1/day each: *bestow curse, faerie fire, speak with animals*

Twilight Sleep (2/Day). Kettlesteam targets one creature she can see within 10 feet of her. The target is engulfed in a cloud of magical, sleep-inducing gas and must succeed on a DC 13 Constitution saving throw or fall unconscious for 1 minute. A creature put to sleep by this gas awakens instantly if it takes damage, or if someone uses an action to shake or slap the sleeper awake.

the chapter). While this prize remains in her possession, Kettlesteam can speak clearly in Candlefoot's soft, silky voice.

If Kettlesteam has not already been caught, a character who spends 1 hour searching for the disguised kenku can, with a successful DC 13 Intelligence (Investigation) check, see through her disguise while moving through crowds and paying close attention to suspicious-looking folks. If discovered, Kettlesteam tries to flee from the main thoroughfare, using tents and other carnival features to break line of sight to her. She's willing to cautiously parley with characters who claim they are investigating the carnival for their own reasons.

Appendix D contains additional roleplaying notes for Kettlesteam.

Talking with Kettlesteam

If the characters corner her, Kettlesteam tells her story in the voice she stole from Candlefoot:

- Many years ago, she made a fey pact with Zybilna, the archfey who rules the Feywild domain of Prismeer. Recently, Kettlesteam has become convinced something is amiss with her patron. As a warlock, she senses that Zybilna is no longer in touch with her—a very disconcerting thought!
- Kettlesteam wants to question the carnival's owners about Prismeer, but they keep giving her the cold shoulder. She's sure they know more than they're letting on.
- During her last visit, Kettlesteam overheard Witch and Light talking in their wagon. She repeats the conversation, using her Mimicry trait to imitate Light's agitated voice ("Someone is going to find out about this! They'll shut us down!") followed by Witch's calm yet firm reply ("We agreed to this pact. Our hands were forced but our eyes were open. We let the Hourglass Coven take what it wants, and in return, we stay in business. That is what you want, right?").
- Kettlesteam is causing trouble in the carnival and refuses to stop until Witch and Light divulge what they know about Zybilna and Prismeer.
- Due to the terms of her fey pact, Kettlesteam can't enter Prismeer. She urges the characters to find out what has happened to Zybilna.

If one or more characters are working for Madryck (see the "Warlock's Quest" adventure hook in the introduction) and the characters mention Madryck by name, the kenku ruffles her feathers and lets out a squawk, admitting that she and Madryck are rivals who happen to share the same patron (Zybilna). Each thinks the other is untrustworthy.

If questioned about the theft of Candlefoot's voice, Kettlesteam produces a corn husk doll with a thorny stem tied around its neck. The doll represents

Candlefoot, and untying the stem restores the mime's lost voice. Any character who succeeds on a DC 12 Charisma (Intimidation or Persuasion) check can convince Kettlesteam to part with the doll.

Kettlesteam's Aid

Characters who befriend Kettlesteam earn a valuable ally in the carnival. She can offer advice, or even help the characters steal Mister Witch's watch (see "Burly's Plan" earlier in the chapter).

If the characters miss the opportunity to meet with Mister Witch and Mister Light, Kettlesteam comes up with a plan similar to Burly's: she encourages the characters to steal Mister Light's *Witchlight vane* and use it as leverage to blackmail the carnival owners into showing them the way to Prismeer. How the characters acquire the vane is up to them, but Kettlesteam is happy to help.

Development

If the characters reunite Candlefoot with his voice, note this accomplishment on the Story Tracker. The grateful Candlefoot gives the characters an acting lesson at the earliest opportunity, giving them a talent that might prove useful in chapter 4 (see the "Fey Beacons" section).

Once he regains his voice, Candlefoot seeks out Palasha and proposes marriage to her. Reuniting the couple causes the carnival's mood to rise by 2 steps (see "Tracking Mood" earlier in the chapter). From that point on, Palasha and Candlefoot treat the characters as trusted allies, which could prove useful during the crowning of the Witchlight Monarch, as they both have roles to play in the coronation.

Timed Events

The following events occur at specific times throughout the evening.

Hour 1: Welcome Gifts

Shortly after the carnival opens for business, read:

> A twelve-foot-tall walking tree garlanded in golden ribbons marches down the thoroughfare. Emerald clouds swirl above the tree and rain down golden, spinning sycamore seeds. Fairgoers try to catch the seeds before they hit the ground. As the seeds gently fall, a chatty squirrel scampers along the boughs of the tree, handing dandelions to select passersby.

The tree is Northwind, a **treant sapling** (see its stat block earlier in the chapter), and the squirrel is its trusty companion, Red (see "Dragonfly Rides" earlier in the chapter). As Northwind encourages onlookers to catch the falling seeds before they touch the ground, Red hands the characters one dandelion apiece and encourages each of them to make a wish and then blow the dandelion's seeds into the air.

Sycamore Seeds. A creature can attempt to catch a falling sycamore seed before it touches the ground, doing so with a successful DC 10 Dexterity check. Any creature that catches a seed before it touches the ground receives a gift, determined by rolling a d8 and consulting the Welcome Gifts table. A creature that receives one of these gifts can't gain another one for 24 hours.

Dandelion Seeds. A character can make a wish while blowing their dandelion's seeds into the air. The player should secretly write down their character's wish on a piece of paper; collect these notes and keep them somewhere safe. On the Story Tracker, jot down the names of the characters who make wishes. These wishes become relevant in chapter 4 (see "Wish Stones" in the "Brigganock Mine" section).

Welcome Gifts

d8	Gift
1–3	The creature gains the following personality trait until dawn: "I am easily amused." Any conflicting character trait is suppressed in the meantime.
4	The creature gains a die, a d4, which it can add to one ability check it makes before the next dawn.
5–7	The seed turns into a gold piece.
8	The creature gains a die, a d8, which it can add to one ability check it makes before the next dawn.

Hour 4: Big Top Extravaganza

Spectators file into the Big Top and fill the rows of seats. If the characters join them, read:

> The lights dim and a hush falls over the crowd. A second later, a spotlight illuminates a lithe, elven figure sitting in a silver hoop, suspended above the center ring by silk ropes. The elf wears a dazzling suit of diamond-pane mirrors and a pair of butterfly wings. His scepter is topped with a spinning vane.
>
> "Welcome, one and all, to this evening's extravaganza! I am Mister Light. Prepare to be delighted!"

The extravaganza involves several of the carnival's star performers and attractions, with Mister Light serving as ringmaster. Over the course of an hour, Burly the bugbear performs feats of strength, Palasha the mermaid serenades the audience from a clamshell bathing pool, Candlefoot the mime plays silent games with audience members, and faerie dragons with bright streamers tied to their tails

perform dazzling acts of synchronized flying as a troupe of acrobats, clowns, and fire-breathers parade about. If the characters attempt to disrupt the show, Mister Light deflects their interruptions with banter and maintains a jovial demeanor. Persistent heckling lowers the carnival's mood by 1 step (see "Tracking Mood" earlier in the chapter).

Near the end of the show, Mister Light asks if any guests would like to perform their own acts for the crowd. Any character who accepts the offer can woo spectators with a DC 14 Charisma (Performance) check, raising the carnival's mood by 1 step on a success. If multiple characters choose to perform together, make it a group check instead, but raise the carnival's mood by 3 steps if the group check succeeds. A character can improve the carnival's mood only once during this extravaganza.

At the end of the show, Burly invites any characters who took to the stage and impressed the crowd to meet with Mister Witch and Mister Light (see "Meeting Witch and Light" earlier in the chapter).

Hour 8: Crowning the Witchlight Monarch

Most of the carnival's stars have a part to play in the coronation, which celebrates the joyous zeal of a single guest. The event plays out as follows:

- As spectators take their seats in the Big Top, Dirlagraun the displacer beast escorts Mister Witch from his wagon to the coronation, leaving Thaco the clown behind to guard the Staff Area.
- Mister Witch and Dirlagraun stand on the sidelines next to Candlefoot as Mister Light gives an opening speech and the monarch is selected (see "Selecting a Monarch" below). Candlefoot holds the hatbox containing the monarch's crown.
- Mister Witch removes the crown of golden butterflies from the hatbox and places it on the monarch's head; Mister Light knights the monarch with the *Witchlight vane*. Happy clowns shower all three in glitter.
- Witch and Light escort the monarch on a circuit of the stage while Palasha the mermaid sings a joyous song and pixies flutter all around her.
- When Palasha's song concludes, Mister Light leads the monarch on a parade through the carnival, with the other guests following as Burly the bugbear sets off fireworks. Meanwhile, Dirlagraun escorts Mister Witch back to his wagon.

Selecting a Monarch. Mister Light's *Witchlight vane* selects the monarch from the carnival's guests, spinning a thread of golden light that winds its way to the chosen reveler. If the mood of the carnival is positive, choose the character who improved the carnival's mood the most, or ask the players to agree on which of their characters should be crowned. If it's not appropriate for any of the characters to be crowned monarch, then a jubilant halfling bedecked in flowers is selected from the crowd. Mister Light exudes cheerfulness and follows through with the ceremony regardless of who is chosen.

At the end of the celebration, as the carnival begins to wind down, the ceremonial crown teleports back into its hatbox. Candlefoot returns the hatbox to the Staff Area, handing it off to Thaco the clown, who stashes it in the wagon belonging to Mister Witch and Mister Light.

Tumblestrum's Intervention. If the characters haven't found a way to Prismeer by the end of the evening, Ellywick Tumblestrum (see "Feasting Orchard" earlier in the chapter) comes to their aid. The gnome bard appears next to the characters, exclaiming that it's "high time you folks were elsewhere," and leads them quickly to the Hall of Illusions. She ushers them inside and whispers the following incantation to them: "Hither, thither, here and there; wander yonder, show me where." Using the incantation, the characters can travel to Prismeer (see "Through the Looking Glass" below). If they are being chased, Tumblestrum distracts pursuers with a song before disappearing as mysteriously as she appeared.

Development

The Witchlight Monarch gains the following charm (see "Supernatural Gifts" in the *Dungeon Master's Guide* for more information) and instantly becomes aware of its benefits:

Charm of the Monarch. You can sprout a pair of beautiful butterfly wings. As long as you have the wings, you gain a flying speed equal to your walking speed, and you gain a +5 bonus on all Charisma-based ability checks. These effects last for 1 hour. After you use this charm three times, it vanishes from you.

If one of the characters becomes the Witchlight Monarch, note this fact on the Story Tracker. Even after the charm wears off, a character retains the title of Witchlight Monarch forever, and this title bears great weight in Prismeer. Fey creatures in the domain will not attack a Witchlight Monarch unless the monarch attacks them first. Moreover, Fey creatures in Prismeer treat a Witchlight Monarch with great reverence, addressing the character as "Your Majesty" or "Your Highness." The characters don't become aware of these benefits until they arrive in Prismeer and interact with its inhabitants.

Through the Looking Glass

If the characters gain leverage over Mister Witch and Mister Light, either by stealing the *Witchlight watch* or through some other scheme, the carnival owners lead them to the Hall of Illusions and march them inside:

As Witch and Light move through the Hall of Illusions, their reflections in the mirrors show them as gloomy shadar-kai children, with your own youthful reflections following behind. Soon, they call you to a halt. The mirrors now reflect everyone's true age.

Mister Witch addresses you in a hushed tone. "Everything you seek and more lies beyond this mirror. If you mean to step through, then stand in front of the glass and repeat this rhyme: Hither, thither, here and there; wander yonder, show me where."

Witch and Light won't mention the Hourglass Coven or the splintering of Prismeer, but they share the following information if pressed:

- The land beyond the mirrors is called Prismeer, wherein dwells the carnival's secret patron, the archfey Zybilna.
- Anyone who sneaks into the carnival without a ticket is robbed of something precious. Whatever is stolen always finds its way to Prismeer.
- The mirror is a one-way portal. Once they arrive in Prismeer, the characters must find their own way back to their world.

Stepping Through

When a character recites Witch's rhyme while standing in front of their present-day reflection in the Hall of Illusions, read:

> Mist swirls in the mirror, blotting out your reflection.

Any creature that touches the surface of the misty mirror is pulled through it and deposited in Hither, one of Prismeer's three splinter-realms (described in chapter 2). If a character tries to take either the *Witchlight watch* or the *Witchlight vane* through the mirror, the item drops to the floor as the character crosses the threshold. Neither item can be taken to Prismeer.

If Mister Witch and Mister Light are both present, they wait until only one character remains and then impart the following information to that character:

> *Witch:* "Mind the Rule of Three: future, present, past."
>
> *Light:* "Find the alicorn and free the dormant queen at last."

Proceed with chapter 2 once the characters pass through the magic mirror.

ROBSON MICHEL

Adventurers escape in one of Bavlorna Blightstraw's swamp gas balloons

CHAPTER 2

Hither

When the domain of Prismeer was divided among the hags of the Hourglass Coven, Bavlorna Blightstraw transformed her portion into the swamp now known as Hither. It is a foreboding place, one where daylight never fully penetrates the dank mist that hangs over the land, and where cruel and mischievous bandits prey upon stranded and lost travelers. Hither is the realm of the present, where life and decay walk hand in hand, and where creatures live in the moment, not concerned with history or repercussions.

Deep in Hither is Downfall, a shantytown built around an ancient well. Bullywugs occupy this settlement, which surrounds Bavlorna's ghastly cottage.

Running This Chapter

When the characters step through the magic mirror in the Witchlight Carnival's Hall of Illusions, they arrive in Hither.

Before your first game session in this place, follow these steps to make the players' experience as entertaining as possible:

- Hither is ruled by a hag named Bavlorna Blightstraw, also known as Slack-jawed Lorna. Read her description and skim her stat block in appendix B.
- Read this chapter in its entirety.
- Look over the map of Hither. Locations marked on the map are described later in the chapter.

Lost Things in Hither

If you used the "Lost Things" adventure hook, check the Story Tracker to see if Bavlorna Blightstraw has anything the characters want to reclaim. When the characters enter Hither, anyone who had something stolen by Bavlorna gets the nagging sensation that it is somewhere in this realm, though the character doesn't know where. The feeling fades when the character either regains what was lost or leaves Hither without recovering it. The hag keeps stolen goodies in the mouth of a bronze frog statue in her cottage (see area B19).

When you and the players are ready to run this part of the adventure, begin your narration with the "Arrival in Hither" section and proceed from there.

Navigating Hither

Using the map of Hither as a reference, describe nearby landmarks that the characters can see and allow the players to choose their own destinations. Named locations on the map are described later in the chapter.

After stepping through the mirror in the Witchlight Carnival, the characters appear atop a broken bridge called the Queen's Way, which overlooks Hither's vast swamp. After descending to ground level, they witness a balloon crash and encounter a band of singing brigands.

Characters who search for the crashed balloon find it hanging from the top of a leaning tower. Inside the balloon's basket is a caged faerie dragon knight named Sir Talavar, who begs for the characters' aid. To free Sir Talavar from his magic cage, the characters might have to travel to Telemy Hill in search of a goblin who has the key to the cage. In the course of their travels, they could find themselves on the Brigands' Tollway, being bedeviled by a notorious brigand named Agdon Longscarf.

As the characters navigate the swamp, they might have one or more random encounters, as described in the "Random Encounters in Hither" section.

Guide from Hither to Thither

If the characters need a guide to Thither, they can find one in Downfall—home of Bavlorna Blightstraw and the bullywugs of the Soggy Court. This guide is an animated scarecrow named Clapperclaw, who can guide characters from Hither to Thither and back to Hither. Clapperclaw is encountered in area D5, but you can move the scarecrow elsewhere if the characters don't visit that location.

Prismeer Overview

Prismeer was a single Feywild domain until the Hourglass Coven broke it into three splinter-realms: Hither (a vast swamp), Thither (an ancient forest), and Yon (a stormy, mountainous landscape). The only way to restore Prismeer to its former state is to free the archfey Zybilna, who is frozen in time and trapped in her palace, which sits at the point where Hither, Thither, and Yon used to be connected.

General information about Prismeer is presented in this chapter, since Hither is where the characters take their first steps in this fractured Feywild domain.

A Domain Divided

The poster map of Prismeer shows the Feywild domain divided into four sections: the splinter-realms of Hither, Thither, and Yon, and the Palace of Heart's Desire. These fragments are partitioned off from one another and the rest of the Feywild by walls of shimmering, silvery mist.

The hags of the Hourglass Coven and their minions can travel freely between Hither, Thither, Yon, and the Palace of Heart's Desire simply by walking into or flying over the border mist, whereupon they are instantly transported to the border of whichever part of Prismeer contains their intended destination. Most other creatures—including the characters—are forbidden from leaving one part of Prismeer and entering another. Upon reaching the edge of Hither, Thither, Yon, or the palace, they find all paths forward blocked by the mist, which disorients them and sends them back the way they came. Those who try to fly above the mist never get where they intend to go, their destination always appearing to be miles away.

The outer borders of Prismeer are blocked by similar walls of mist through which no creature can pass without Zybilna's consent (which she can't give while frozen in time). Even the hags of the Hourglass Coven are bound by this restriction; they must use *plane shift* spells to leave Prismeer or reenter it. Other creatures capable of casting the spell can do the same.

Friendly Guides

In each of Prismeer's splinter-realms, the characters can find a guide—a disloyal minion of the Hourglass Coven—who is willing and able to lead them from one splinter-realm to another. While in the company of one or more of these guides, the characters can move through the mist separating Prismeer's splinter-realms without being turned back. These guides are as follows:

- Clapperclaw, a child-sized scarecrow, lives in Hither and can safely guide creatures from Hither to Thither or vice versa. The characters find Clapperclaw in Downfall (described later in this chapter).
- Squirt, an animated oilcan, dwells in Thither and can safely guide creatures from Thither to Yon or vice versa. Squirt is described in chapter 3.
- Amidor, a swashbuckling dandelion, inhabits Yon and can safely guide creatures from Yon to Hither or vice versa. It also knows a route to the Palace of Heart's Desire. See chapter 4 for more information about this guide.

The Palace of Heart's Desire can be glimpsed through veils of mist from certain vantage points in all three of Prismeer's splinter-realms. To get to Zybilna's palace, the characters must secure the help of Amidor the dandelion or other creatures in Prismeer. To leave Prismeer entirely, they need the help of Zybilna herself, as discussed in chapter 5.

Rules of Conduct

Although Zybilna is indisposed, three of the rules she put into place when she created her Feywild domain continue to hold weight: the rule of hospitality, the rule of ownership, and the rule of reciprocity. These three rules are common knowledge in Prismeer, and both natives and visitors would do well to abide by them:

Rule of Hospitality. When a friend, an enemy, or a stranger enters your home, you are expected to be gracious and accommodating to them until such time as they prove, by their words or actions, undeserving of such hospitality.

Rule of Ownership. You must not steal from a friend, an enemy, or a stranger. To take something that doesn't belong to you without the rightful owner's permission is a crime and an unforgivable breach of etiquette.

Rule of Reciprocity. When a friend, an enemy, or a stranger offers you a gift, you are obliged to accept it and offer something of comparable value (be it a gift or a service) in return. Such reciprocation need not happen immediately.

When Zybilna ruled Prismeer, few of her subjects dared to violate her rules. Those who did often disappeared without a trace. Now, with the Hourglass Coven in charge, the rules remain in force, though the circumstances are different. The hags believe strongly in hospitality and reciprocity, but they have a self-centered view of ownership—each claims ownership of everything in her realm. (For example, Bavlorna Blightstraw considers herself the owner of Hither and everything in it.)

Also, the hags are far less inclined to punish those who break the rules than Zybilna was, and it's not even clear to other residents of Prismeer when a rule has been broken. For example, brigands are able to take what they want from other folk without paying for it, and nothing bad seems to happen to them as a result, but that fact alone is not enough to encourage most others to likewise break the rules—for all they know, the brigands might be acting in the hags' interests.

If Zybilna were to return to power, strict enforcement of the rules would resume in a heartbeat, and brigands would be wise to take their propensity for malfeasance elsewhere.

THE DOMAIN OF
PRISMEER
YON
THITHER
HITHER
SCALE IN MILES

Children of Prismeer

In this chapter and in later chapters, the characters might encounter children who were lured to Prismeer from the Witchlight Carnival or who stumbled into Zybilna's domain by other means. These children have been stuck in Prismeer long enough to forget about the worlds they came from, yet they haven't aged much at all.

Zybilna's magic protects all children in Prismeer (but not creatures disguised as children). The hags of the Hourglass Coven are aware of this magic and unable to dispel it. Any child in Prismeer who would take damage as a consequence of another creature's actions vanishes in a burst of multicolored light and is spirited away to a safe corner of Prismeer, unharmed and unreachable from the domain's splinter-realms or the palace, until Zybilna wills the child to return to her. Children sequestered in this fashion are beyond the reach of everyone else and can't be located or scried upon using magic.

Transforming the Domain

Prismeer, like other Feywild domains, is shaped by the emotions of the creatures that inhabit it. Even creatures of little consequence can transform the domain in minor ways as long as no other, more powerful force is exerting its influence. For example, flowers might wilt in the presence of a goblin who is terribly unhappy. Similarly, a satyr's laughter might cause a smile to appear on the trunk of an inanimate tree nearby. A more powerful creature, such as a hag, can reshape a larger portion of the domain to reflect their emotional state. An archfey is so attuned to the Feywild that their emotions can suffuse an entire domain, overriding the emotional influence of all other creatures in it. From that standpoint, Zybilna's dormancy enables other creatures to affect Prismeer more than they could if she were still active.

As the characters make their way across the splintered realms of Prismeer, any emotional outburst or change in mood they exhibit might be accompanied by a minor reaction in the environment, which you can determine by choosing an entry that you like from the Domain Transformation table or by rolling on the table to determine a random result. Not every emotion felt in Prismeer is worthy of a roll on the table; you can save these effects for occasions when emotions are running high, to remind your players that the Feywild is not like the Material Plane. Because these effects have no impact on the story, you can forgo using the table if you want.

If Zybilna is released from her temporal stasis, the ability of other creatures to alter her domain is suppressed until she is incapacitated, killed, or no longer in Prismeer.

Death in Prismeer

Whenever a creature—including a player character—dies in Prismeer, its death has a chance of triggering one of several magical effects put in place by Zybilna. The effect is determined by rolling a d8 and referring to the Death Effects table.

Death Effects

d8	Effect
1	The creature's corpse turns to stone.
2	The creature's corpse decays at an accelerated rate, becoming nothing but bones after 1 minute.
3–6	No additional effect.
7	The creature's corpse is preserved for 10 days, as though affected by a *gentle repose* spell. While preserved in this way, the corpse is encased in an opalescent film like the skin of a bubble. Any further damage to the corpse breaks the spell.
8	The creature instantly returns to life with 1 hit point, as though affected by a *revivify* spell.

Domain Transformation

d8	Reaction to a Positive Emotion	Reaction to a Negative Emotion
1	Birds sing or crickets chirp merrily nearby.	Wood creaks and groans nearby.
2	Flowers bloom or tasty mushrooms sprout nearby.	Ugly weeds or thorny, flowerless vines sprout nearby.
3	Fireflies gather and dance nearby.	Flies pester you.
4	An inanimate object nearby appears to smile.	An inanimate object nearby appears to frown.
5	Clouds shaped like little hearts appear in the sky above you.	A cloud above you takes the form of an old woman's sad face.
6	A gentle breeze carries a sweet scent.	A chill wind carries a rotten stench.
7	The croak of a nearby **frog** sounds an awful lot like "I love you."	A nearby **raven** mocks you by imitating the sound of a baby crying.
8	You find a golden acorn. If you bury it in the ground, an **awakened shrub** that is friendly toward you instantly sprouts from the ground in that spot.	You find a golden acorn. If you bury it in the ground, a **twig blight** that is hostile toward you instantly sprouts from the ground in that spot.

Foraging in Prismeer

Any character who spends at least 1 hour searching for drinkable water in Prismeer's wilderness can make a DC 15 Wisdom (Survival) check. If the check succeeds, the character finds a natural spring that can provide as much fresh water as the party can carry.

Foraging for food is even easier. Any character who spends at least 1 hour foraging can make a DC 10 Wisdom (Survival) check. On a success, the character finds enough food to feed the party for 1 day. A character who exceeds the DC by 10 or more also finds one or more edible Feywild treats, determined by rolling once on the Feywild Treats table.

Feywild Treats

d8	Treats
1	Three gingerbread cookies shaped like elves and stacked on a wooden plate
2	A minty, three-leaf clover (for the next 8 hours, any creature that eats a leaf plucked from the clover can communicate telepathically with another creature up to 100 feet away that has eaten a similar clover leaf)
3	A delicious orange flower that whispers, "Eat me" (the flower's head is tart, while its stem is sweet)
4	A white and gray eldercap mushroom (any creature that eats more than half of the mushroom has its appearance magically changed so that it looks like an aged version of itself for the next 24 hours)
5	A wisp of sweet, candied mist (similar in consistency and taste to cotton candy)
6	A brilliantly colored sunrise flower, which, when plucked, sheds light like a lantern for 8 hours (it also tastes like spicy honey)
7	A small, flaky meat pie wrapped in a colorful cloth (the pie is hearty and delicious)
8	A gourd shaped like a plump little dragon (any creature that eats more than half of the gourd's innards gains 2d4 + 2 temporary hit points)

Features of Hither

The portion of Prismeer known as Hither is an enormous swamp containing huge tangles of mangrove roots, expanses of thick marsh, and mysterious sites half-sunk in the muck. Weird and haunting creatures call Hither home, and the land is dotted with old wells that belch out and slurp up the sludgy water that saturates the land. At its heart, the hag Bavlorna Blightstraw makes her lair in Downfall.

Fluctuating Swamp Waters

Hither's fetid waters rise and fall sporadically. In minutes, neck-deep murk might recede to reveal a soggy landscape of squelching mud and skeletal mangrove roots, but only until the waters ooze back into the swamp to fill it once again in an hour or three. The ebb and flow have a supernatural origin: Hither is dotted with ancient stone wells, known as o'-wells, which drink up and spew out the swamp water (see "O'-wells" below for more information).

The denizens of Hither are accustomed to the ever-changing water level, but newcomers might find it alarming at first and then perhaps annoying. The water level changes whenever you want it to, taking 1d10 minutes to go from high to low or vice versa.

High Water Features

Depth. The water's depth is 5 feet. Creatures that don't have a swimming speed move at half speed through the water.

Visibility. Visibility underwater is 10 feet.

Low Water Features

Difficult Terrain. The sticky mud of the exposed swamp bottom is difficult terrain.

Mud Pits. Characters marching across the swamp might blunder into swampy terrain that contains a pit of sucking mud. Whenever you see fit to use this hazard, have the characters make a DC 10 Wisdom (Survival) group check. If the group check is successful, the characters spot and avoid the hazard. On a failed check, the character who had the lowest check result sinks into a pit of sucking mud, which is 10 feet deep (use the quicksand rules in the *Dungeon Master's Guide*).

O'-wells

These magic wells are scattered throughout Hither. Their builders and their original purpose have been long forgotten. In the days when Zybilna ruled over her domain, the wells served as gathering places where Fey creatures bartered and shared gossip.

When the Hourglass Coven took over, Bavlorna corrupted the wells with her magic so that vile water burbled up to saturate Hither and transform it into a festering swamp. Today, the wells fluctuate between spewing out the foul water and drinking it back in, such that the landscape changes from a flooded marsh to a muddy morass at irregular intervals.

Each well is ringed by hewn stone, is 10 feet in diameter, and rises 3d10 feet above ground level. Each well is inhabited by 1d4 **will-o'-wisps** that float up to greet new arrivals. These will-o'-wisps are chaotic good instead of evil. They are the spirits of creatures that drowned when Bavlorna flooded their realm. Consequently, they both fear and shun the hag. The will-o'-wisps ask the characters to

identify themselves and state their intentions. If the characters express interest in undoing the damage wrought by Bavlorna, the will-o'-wisps are cheerful at the prospect of Bavlorna's ruin. They are unable to move more than a few hundred yards from their well, but they're eager to help strangers who are willing and able to avenge them. These will-o'-wisps have the following additional action option, which they use to grant boons to those who promise to oppose Bavlorna:

Magic Boon (Recharges after a Long Rest). The will-o'-wisp grants a boon to one creature it can see within 5 feet of it that isn't an Undead. The boon's recipient gains a d4 and can, at any time within the next 24 hours, roll this die and add the number rolled to one ability check, attack roll, or saving throw made by it. No creature can have more than one of these magic boons at a time.

Arrival in Hither

When the characters first arrive in Hither, read the following boxed text aloud:

> You stand at the edge of a raised and broken causeway under a hazy, twilit sky. The causeway, which is built from pale stones that glow faintly from within, towers over the surrounding landscape, but large sections of it have crumbled away. The parts that remain in place are separated by large gaps where portions have collapsed.
>
> A fog-shrouded swamp spreads out below you in all directions, and up from its murk wafts the smell of rotting plants. Also rising from the swamp is the music of nature—a discordant symphony of croaking frogs and singing birds.

The characters are on an isolated section of the Queen's Way (shown on the accompanying map of Hither), which once was an elevated highway leading to and from the Palace of Heart's Desire. Since Zybilna became frozen in time, the Queen's Way has gradually fallen apart so that only sections of it now remain standing.

The highway is 20 feet wide and 100 feet above the swamp. The section supporting the characters is west of Slanty Tower on the map. Large, colorful shelf mushrooms cling to the lower half of each support pillar. The marshland surrounding the pillars is hidden under a 10-foot-thick blanket of fog that heavily obscures all creatures inside it.

Handholds and footholds carved into each pillar lead down to the mushrooms. Characters can use the handholds, footholds, and shelf mushrooms to descend a pillar safely, or they can accomplish the same feat using climbing gear (no ability checks required in either case). *Feather fall*, *spider climb*, and similar spells also enable characters to reach the ground safely. Any character who tries to climb a pillar without using handholds, footholds, climbing gear, or magic must succeed on a DC 13 Strength (Athletics) check or fall, taking damage as normal.

Balloon Crash

Before the characters descend from their perch on the Queen's Way, the one with the highest passive Wisdom (Perception) score notices something:

> In the distant sky, you spot a great balloon made of patchwork material. It spins out of control as though punctured, causing the wicker basket that hangs from it to swing wildly. The balloon plunges out of sight, disappearing into the fog approximately a mile away.

The doomed balloon crashes into Slanty Tower, which the characters can't see through the fog and haze. See "The Calamitous Flight of Sir Talavar and Wigglewog" later in the chapter for a description of the balloon and its passengers.

Reaching the Bottom

The swamp beneath the Queen's Way is presently at a low water level (see "Fluctuating Swamp Waters" earlier in the chapter). As the last character reaches the marshy ground, a giant crane (use the **pterano-don** stat block) previously hidden by the fog emerges and takes flight. The giant crane poses no threat, but its sudden movement alerts a band of brigands lurking nearby.

After the giant crane flies off, read the following boxed text aloud:

> Sticky mud squelches beneath your feet. Tangled mangroves grow out of pools of rippling water, half hidden by the thick fog, and purple mushrooms cling to rotting logs and stumps scattered throughout the marsh. Crickets that glow like fireflies chirp serenely before they're snatched out of the air by the tongues of hungry frogs.
>
> Coming from one direction are several voices joined in a marching song. The singing grows louder as six bipedal rabbits wearing clothing emerge from the fog. Two of them tug at the reins of a giant snail, and the others carry clubs and slings.

The singing harefolk are six **harengon brigands** (see appendix C) who delight in thievery but avoid killing. Their marching song is dedicated to their

STACEY ALLAN & WILL DOYLE

notorious captain, Agdon Longscarf, whom the characters might encounter later in the chapter. The harengons' song is as follows:

With sticks and stones, we'll break your nose;
We'll beat you blind and steal your clothes.
But none among us can compare
To one wily, swift, and stand-up hare—
Scarf that's glorious, thief notorious,
His deeds are truly meritorious!

With a wink and a grin, he'll show his cunning;
A flash of his scarf, he'll take off running.
Quick as a bolt, his long scarf trailing,
Gasping, grasping, you'll end up flailing.
You'll pout, you'll moan, you'll huff, you'll sneer;
Thanks to Agdon Longscarf, brigand prince
of Prismeer!

Four of the brigands have their weapons drawn, and the other two browbeat their pack animal, a **giant snail** (see appendix C). The snail is hostile toward its keepers and indifferent toward other creatures. Characters who participated in the Witchlight Carnival's snail race (see chapter 1) have advantage on Wisdom (Animal Handling) checks made to win over the giant snail, turning it into a friendly ally.

Roleplaying the Brigands

If the characters don't attack immediately, one of the brigands with weapons drawn signals the others to stop singing with a wave of her hand. She introduces herself as Jebbek, and she says to the characters, "This is a robbery. If you resist, we'll beat you black and blue."

Jebbek has no interest in treasure. She demands that each character surrender the feeling of delight they remember from when they were given the best gift they ever received. Jebbek produces a stoppered gourd that can hold these memories. The stopper sports a golden knob, and any character who voluntarily touches the knob while Jebbek is holding the gourd loses the memory Jebbek wants to steal, as it is siphoned away and trapped in the gourd. (Give each player a minute or so to think about what the character's memory could be and then to note it on their character sheet, as a matter of record.) Removing the stopper releases all memories trapped inside the gourd, whereupon they return to their original owners.

If all the characters comply, the harengons leave with the gourd full of happy memories, saying that "Agdon Longscarf is much obliged." If one or more characters refuse to give up their cherished memories, the brigands threaten the characters with a beating. At this time, the characters can make a DC 13 Charisma (Intimidation) group check. If the group check succeeds, the brigands are cowed by the characters' resolve and retreat into the swamp rather than risk getting whomped by the party. On a failed check, the harengons try to beat the characters unconscious and steal their weapons, though they flee if the fight turns against them.

Jebbek's gourd was a gift to Agdon Longscarf from Bavlorna Blightstraw. Although any creature can plug or unplug the gourd's stopper, only Agdon or another creature he designates (in this case, Jebbek) can use the gourd to trap memories.

Random Encounters in Hither

Use random encounters to bring the swamp to life or to present the characters with more opportunities to interact with the setting. You can also use random encounters to convey information that the players might have missed earlier in the story.

A random encounter occurs whenever you want one to. To determine what the characters find, roll a d8 and consult the Random Encounters in Hither table. If you roll on the table, get the same result as a previous roll, and don't like the repetition, choose a different encounter that you think would be fun.

Random Encounters in Hither

d8	Encounter
1	Abandoned raft
2	Gushing o'-well
3	Inn at the End of the Road
4	Marsh gas
5	Mud mephits
6	Stilt walkers
7	Stream of visions
8	Waterlogged battlefield

Abandoned Raft

The characters find an abandoned, 8-foot-square wooden raft that can support up to 1,200 pounds. The characters need a 10-foot pole or similar tool to guide the raft across the water. When the water level of the swamp is at its lowest, the raft gets stuck in the mud and won't budge unless it is carried or dragged. It weighs 300 pounds.

Gushing O'-well

The characters hear the rush of water in the distance. If they investigate, they come to an o'-well that is 10 feet tall and 5 feet in diameter. A steady geyser of water shoots from the well, rising to a height of 30 feet above the well. Characters who have a passive Wisdom (Perception) score of 13 or higher see 1d4 Feywild trinkets bobbing in the water at the top of the geyser. (Roll on the Feywild Trinkets table in the introduction to determine each one in turn.)