Disney Villains for D&D 5th edition

Art Credits

2	Vance Kovacs, King Louie's Court
3	Vance Kovacs, KAAAAA!!!!
4	Vance Kovacs, Shere Khan
5	Yujin Oh, The Eagle Hunter
6	Mariusz Kozik, Total War: Attila
7	Chinzoo Chinzoo, Modun Shanyu
8 - 9	Laura Bevon, Maleficent
10	Francis Brunet, Forest Hyenas
11	Ilse Gort, Be Prepared
12	Pixar Animation Studios, Brave
13	Audrey Aknouche, Atlantis concept art
14 - 15	Disney Animation Studios, Atlantis: The Lost Empire
16	Francis-Xavier Martins, Marshmallow
17	Gabrielle Ragusi, Snow Queen
18	Tom van de Merbel, Scheming Pirates
19	FERGELICIOUS, Captain Hook
20	Joey Dodd, YZMA
21	Diana Cammarano, RICHARD I - Chancellor
22	Audrey Benjaminsen, E is for Eel
23	Morgan (Dusty), Ursula
24	Giorgio Baroni, Jafar
25	Federico Meloni, Genie Jafar
26	Pauliina Linjama, Beast
27	Kaelin Hinnant, Gaston
28	Kara Kern, Clayton
29	Kumiko, Percival McLeach 1
30	Robert Neal, Friends on the other side
31	marsbarrl, facilier
32	Sergey Samarskiy, Army of Undead
33	Liz Chesterman, The Horned King
34	Kevin Kosmo, Fierce
35	Franklin Fernandes, Tamatoa - Moana
36	Jaime MQ, Moana and Te Ka
37	Candice, The Firebird
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42	Anton Gustilo, Bring it!
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Inspired heavily by the works of the Walt Disney Company and the Disney Villains Victorious project.

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- 2018 DEC 23, v1.1: Image editing, big thanks to u/Amellwind for his help
- 2018 DEC 22, v1.0: Minor edits; Added Ursula and eels, Jafar, Beast and Gaston, Clayton, McLeach, Facilier and friends, Horned King and minions, Kakamora and Te Ka, the Firebird, Titans and Hades, Demons and Chernabog
- 2018 DEC 12, v0.2: Added Scar and Hyenas, Mor'du, Elsa and Golems, Rourke and Mercs, Leviathan, Hook and pirates, Yzma, Frollo
- 2018 DEC 5, v0.11: Edited King Louie, Kaa, Shere Khan; Added the Huns, Shan-Yu, Maleficent and Minions
- 2018 DEC 4, v0.1: Added King Louie, Kaa, Shere Khan

Beast Kings of the Jungle

Louie, King of the Bandar-log

Gargantuan beast, unaligned

Armor Class 15 (natural armor)
Hit Points 248 (16d20 + 80)
Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	18 (+4)	20 (+5)	8 (-1)	16 (+3)	12 (+1)

Saving Throws Str +12, Dex +9
Skills Acrobatics +9, Athletics +12, Perception +8
Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Senses passive Perception 18
Languages Common
Challenge 14 (11,500 XP)

Charge. If Louie moves at least 10 feet straight toward a target and then hits it with a fist attack on the same turn, the target takes an extra 16 (3d10) bludgeoning damage. If the target is a creature, it must succeed on a DC 20 Strength saving throw or be pushed up to 10 feet away and knocked prone.

Legendary Resistance (3/Day). If Louie fails a saving throw, he can choose to succeed instead.

Siege Monster. Louie deals double damage to objects and structures.

Reckless. At the start of his turn, Louie can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against him have advantage until the start of his next turn.

Actions

Multiattack. Louie makes three attacks: one with his bite and two with his fists.

Fist. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 29 (4d10 + 7) bludgeoning damage.

Bite. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 23 (3d10 + 7) piercing damage.

Rock. *Ranged Weapon Attack:* +12 to hit, range 50/150 ft., one target. *Hit:* 35 (8d6 + 7) bludgeoning damage. Each creature within 5 feet of the target must make a DC 20 Dexterity saving throw, taking 14 (4d6) bludgeoning damage on a failed save, or half as much damage on a successful one.

Legendary Actions

Louie can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Louie regains spent legendary actions at the start of his turn.

Attack. Louie makes a weapon attack.

Detect. Louie makes a Wisdom (Perception) check.

Move. Louie moves up to his speed without provoking opportunity attacks.

Kaa the Majestic

Gargantuan beast, unaligned

Armor Class 15 (natural armor)
Hit Points 149 (13d20 + 13)
Speed 30 ft., swim 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	18 (+4)	12 (+1)	16 (+3)	16 (+3)	20 (+5)

Saving Throws Str +10, Int +6, Wis +6
Skills Deception +8, Perception +6, Persuasion +8, Stealth +7
Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed
Senses blindsight 10 ft., passive Perception 16
Languages Common
Challenge 8 (3,900 XP)

Captivating Presence. Any creature that starts its turn within 30 feet of Kaa must make a DC 16 Wisdom saving throw. On a failed save, the creature becomes charmed by Kaa for 1 minute. They can repeat the saving throw at the end of their turn or when they take damage. On a successful save, the creature becomes immune to Kaa's Captivating Presence for 24 hours.

Legendary Resistance (3/Day). If Kaa fails a saving throw, they can choose to succeed instead.

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

Regeneration. Kaa regains 10 hit points at the start of their turn. If they take cold damage, this trait doesn't function at the start of their next turn. Kaa dies only if they start their turn with 0 hit points and don't regenerate.

Actions

Multiattack. Kaa makes two attacks: one with their bite and one with their tail. They can't make both attacks against the same target.

Bite. *Melee Weapon Attack:* +10 to hit, reach 15 ft., one creature. *Hit:* 16 (2d8 + 7) piercing damage.

Tail. *Melee Weapon Attack:* +10 to hit, reach 20 ft. one target. *Hit:* 20 (3d8 + 7) bludgeoning damage.

Constrict. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one creature. *Hit:* 18 (2d10 + 7) bludgeoning damage, and the target is grappled (escape DC 18). Until this grapple ends, the creature is restrained, and Kaa can't constrict another target.

Swallow. Kaa makes one bite attack against a Large or smaller creature they are grappling. If the attack hits, the target takes the bite's damage, the target is swallowed, and the grapple ends. While swallowed, the creature is blinded and restrained, it has total cover against attacks and other effects outside of Kaa, and it takes 28 (8d6) acid damage at the start of each of Kaa's turns.

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

Charm. Kaa targets one humanoid they can see within 30 feet of them. If the target can see Kaa, the target must succeed on a DC 16 Wisdom saving throw against this magic or be charmed by them. The charmed target regards Kaa as a trusted friend to be heeded and protected. Although the target isn't under Kaa's control, it takes their requests or actions in the most favorable way it can, and doesn't resist Kaa's attacks.

Each time Kaa or Kaa's companions do anything harmful to the target, it can repeat the saving throw, ending the effect on itself on a success. Otherwise, the effect lasts 24 hours or until Kaa is destroyed, is on a different plane of existence than the target, or takes a bonus action to end the effect.

Reactions

Protective Thrall. When Kaa is hit by an attack, one creature within 5 feet of Kaa that is charmed by them must use its reaction to be hit by the attack instead.

Legendary Actions

Kaa can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Kaa regains spent legendary actions at the start of their turn.

Attack. Kaa makes one bite attack or one tail attack.

Exert Will. One creature charmed by Kaa that they can see must use its reaction to move up to its speed as they direct or to make a weapon attack against a target that they designate.

Charm (Costs 2 Actions). Kaa uses Charm.

Shere Khan, King of the Jungle

Huge beast, unaligned

Armor Class 18 (natural armor)
Hit Points 187 (22d12 + 44)
Speed 60 ft., climb 60 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	22 (+6)	14 (+2)	14 (+2)	20 (+5)	12 (+1)

Saving Throws Str +11, Dex +11, Wis +10
Skills Acrobatics +11, Athletics +11, Perception +10, Stealth +11, Survival +10
Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Senses darkvision 90 ft., passive Perception 20
Languages Common
Challenge 14 (11,500 XP)

Fear of Fire. If Shere Khan takes fire damage, he has disadvantage on attack rolls and ability checks until the end of his next turn.

Keen Smell. Shere Khan has advantage on Wisdom (Perception) and Wisdom (Survival) checks that rely on smell.

Legendary Resistance (3/Day). If Shere Khan fails a saving throw, he can choose to succeed instead.

Pounce. If Shere Khan moves at least 20 feet straight toward a creature and then hits it with a claw attack on the same turn, that target must succeed on a DC 19 Strength saving throw or be knocked prone. If the target is prone, Shere Khan can make one bite attack against it as a bonus action.

Evasion. If Shere Khan is subjected to an effect that allows him to make a Dexterity saving throw to take only half damage, he instead takes no damage if he succeeds on the saving throw, and only half damage if he fails.

Actions

Multiattack. Shere Khan can use his Frightful Presence. He then makes five attacks: one with his bite and four with his claws.

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage.

Claw. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 20 (4d6 + 6) slashing damage.

Frightful Presence. Each creature of Shere Khan's choice that is within 90 feet of Shere Khan and aware of him must succeed on a DC 19 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Shere Khan's Frightful Presence for the next 24 hours.

Legendary Actions

Shere Khan can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Shere Khan regains spent legendary actions at the start of its turn.

Attack. Shere Khan makes one claw attack.

Detect. Shere Khan makes a Wisdom (Perception) check.

Move. Shere Khan moves up to his speed without provoking opportunity attacks.

The Huns

Hun Scout

Medium humanoid (any race), any chaotic alignment

Armor Class 14 (hide armor)
Hit Points 16 (3d8 + 3)
Speed 30 ft., climb 20 ft.

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

Saving Throws Dex +4, Con +3
Skills Perception +3, Stealth +4, Survival +3
Senses passive Perception 13
Languages any one language (usually Common)
Challenge 1/2 (100 XP)

Aim. If the Hun doesn't move on its turn, it can aim as a bonus action. If it does so, it has advantage on its next attack that turn.

Cavalry Training. When the Hun hits a target with a melee attack while mounted, the mount can make a melee attack against the same target as a reaction.

Keen Hearing and Sight. The Hun has advantage on Wisdom (Perception) checks that rely on hearing or sight.

Actions

Multiattack. The Hun makes two melee attacks or two ranged attacks.

Shortsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) slashing damage.

Hun Warrior

Medium humanoid (any race), any chaotic alignment

Armor Class 13 (hide armor)
Hit Points 67 (9d8 + 27)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	17 (+3)	9 (-1)	11 (+0)	9 (-1)

Saving Throws Str +5, Con +5
Skills Athletics +5, Survival +2
Senses passive Perception 10
Languages any one language (usually Common)
Challenge 1 (200 XP)

Cavalry Training. When the Hun hits a target with a melee attack while mounted, the mount can make a melee attack against the same target as a reaction.

Actions

Multiattack. The Hun makes two melee attacks.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Hun Arban Unit

Gargantuan swarm of Medium humanoids (any race), any chaotic alignment

Armor Class 16 (hide armor)
Hit Points 243 (18d20 + 54)
Speed 60 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	18 (+4)	16 (+3)	9 (-1)	12 (+1)	9 (-1)

Saving Throws Str +11, Con +8
Skills Athletics +11, Perception +6, Survival +6
Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, paralyzed, petrified, prone, restrained, stunned
Senses passive Perception 16
Languages Any one language (usually Common)
Challenge 13 (10,000 XP)

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

Mounted Mobility. The swarm can take the Dash or Disengage action as a bonus action on each of its turns.

Strength in Numbers. The swarm has advantage on Strength and Constitution checks and saving throws. As long as the swarm at least half of its hit points, it is immune to being grappled.

Trampling Charge. If the swarm moves at least 20 feet straight toward a creature and then hits it with a melee attack on the same turn, that target must succeed on a DC 19 Strength saving throw or be knocked prone. If the target is prone, the swarm can make another melee attack against it as a bonus action.

Actions

Multiattack. The swarm makes two melee attacks or two ranged attacks.

Longswords. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 36 (8d8) slashing damage, or 18 (4d8) slashing damage if the swarm has half of its hit points or fewer.

Shortbows. *Ranged Weapon Attack:* +9 to hit, range 80/320 ft., one target. *Hit:* 28 (8d6) piercing damage, or 14 (4d6) piercing damage if the swarm has half of its hit points or fewer.

Shan-Yu the Immortal

Medium humanoid (human), chaotic evil

Armor Class 17
Hit Points 170 (20d8 + 80)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	18 (+4)	15 (+2)	16 (+3)	14 (+2)

Saving Throws Str +9, Dex +7, Con +8
Skills Acrobatics +7, Athletics +9, Intimidation +9, Perception +7, Stealth +7, Survival +7
Senses passive Perception 17
Languages Common
Challenge 9 (5,000 XP)

Brave. Shan-Yu has advantage on saving throws against being frightened.

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

Cavalry Training. When Shan-Yu hits a target with a melee attack while mounted, the mount can make a melee attack against the same target as a reaction.

Unarmored Defense. While Shan-Yu is wearing no armor, his AC includes his Constitution modifier.

Siege Monster. Shan-Yu deals double damage to objects and structures.

Indomitable (3/Day). Shan-Yu can reroll a saving throw he fails. He must use the new roll.

Actions

Multiattack. Shan-Yu makes three melee attacks.

Longsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one creature. *Hit:* 14 (2d8 + 5) slashing damage, or 16 (2d10 + 5) if used with two hands.

Unarmed Strike. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one creature. *Hit:* 10 (2d4 + 5) bludgeoning damage.

Battle Cry (1/Day). Each creature of Shan-Yu's choice that is within 30 feet of it, can hear it, and not already affected by Battle Cry gain advantage on attack rolls until the start of Shan-Yu's next turn. Shan-Yu can then make one attack as a bonus action.

Second Wind (Recharges after a Short or Long Rest). Shan-Yu can use a bonus action to regain 24 (1d8 + 20) hit points.

Legendary Actions

Shan-Yu can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. He regains spent legendary actions at the start of its turn.

Weapon Attack. Shan-Yu makes a weapon attack.

Command Ally. Shan-Yu targets one ally him can see within 30 feet of him. If the target can see or hear him, the target can make one melee weapon attack using its reaction and has advantage on the attack roll.

Rallying Cry (Costs 2 Actions). Shan-Yu and all Huns within 30 feet that can see or hear him regain 20 hit points.

Queen of the Faeries

Imp Goon

Small fey, chaotic evil

Armor Class 14 (hide armor)
Hit Points 9 (2d6 + 2)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	6 (-2)	9 (-1)	6 (-2)

Skills Investigation +1
Senses darkvision 60 ft., passive Perception 9
Languages any one language (usually Common)
Challenge 1/4 (50 XP)

Nimble Escape. The goon can take the Disengage or Hide action as a bonus action on each of its turns.

Actions

Diablo the Raven

Tiny fey, chaotic evil

Armor Class 13
Hit Points 6 (2d4 + 1)
Speed 10 ft., fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
2 (-4)	16 (+3)	12 (+1)	14 (+2)	13 (+1)	6 (-2)

Skills Investigation +4, Perception +3
Senses darkvision 120 ft., passive Perception 13
Languages --
Challenge 0 (10 XP)

Nimble Escape. Diablo can take the Disengage or Hide action as a bonus action on each of his turns.

Mimicry. Diablo can mimic simple sounds he has heard, such as a person whispering, a baby crying, or an animal chittering. A creature that hears the sounds can tell they are imitations with a successful DC 10 Wisdom (Insight) check.

Actions

Beak. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 4 piercing damage.

Maleficent, Mistress of all Evil

Medium fey (shapechanger), chaotic evil

Armor Class 15 (18 with *mage armor*)
Hit Points 221 (26d8 + 104)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	20 (+5)	18 (+4)	18 (+4)	22 (+6)	26 (+8)

Saving Throws Int +9, Wis +11, Cha +13
Skills Animal Handling +11, Arcana +9, Deception +13, Insight +11, Perception +11, Persuasion +13
Damage Vulnerabilities bludgeoning, piercing, and slashing from weapons made of raw iron
Damage Immunities bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, frightened, poisoned
Senses passive Perception 21
Languages Common, Draconic, Druidic, Elvish, Infernal, Sylvan
Challenge 16 (15,000 XP)

Blessing of Mother Night. Maleficent is shielded against divination magic, as though protected by a nondetection spell.

Shapechanger. Maleficent can use her action to polymorph into a Gargantuan **ancient red shadow dragon**, or back into her true form. She reverts to her true form if she dies. Any equipment she is wearing or carrying is absorbed or borne by the new form (Maleficent's choice).

In a new form, Maleficent retains her alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. Her statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

Innate Spellcasting. Maleficent's innate spellcasting ability is Charisma. She can innately cast the following spells (spell save DC 21), requiring no material components:

At will: *disguise self, false life, levitate* (self only), *mage armor* (self only), *silent image*

1/day each: *etherealness, imprisonment, maddening darkness, wall of thorns*

Spellcasting. Maleficent is a 20th-level spellcaster. Her spellcasting ability is Charisma (spell save DC 21, +13 to hit with spell attacks). She regains her expended spell slots when she finishes a short or long rest. She knows the following warlock spells:

Cantrips (at will): *chill touch, eldritch blast, fire bolt, friends, mage hand, minor illusion, prestidigitation*

1st–5th level (4 5th-level slots): *banishment, burning hands, call lightning, charm person, conjure woodland beings, counterspell, dimension door, far step, hellish rebuke, hold person, polymorph, scorching ray, scrying*

Legendary Resistance (3/Day). If Maleficent fails a saving throw, she can choose to succeed instead.

Eldritch Master (1/Day). Maleficent can spend one minute to regain all her expended spell slots.

Actions

Multiattack. Maleficent can use her Frightful Presence. She then makes two melee attacks.

Frightful Presence. Each creature of Maleficent's choice that is within 90 feet of Maleficent and aware of her must succeed on a DC 21 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Maleficent's Frightful Presence for the next 24 hours.

Paralyzing Touch. *Melee Spell Attack:* +13 to hit, reach 5 ft., one creature. *Hit:* 10 (3d6) necrotic damage, and the target must succeed on a DC 21 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Staff. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) bludgeoning damage plus 10 (3d6) necrotic damage, or 8 (1d8 + 4) bludgeoning damage plus 10 (3d6) necrotic damage when used with two hands.

Legendary Actions

Maleficent can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Maleficent regains spent legendary actions at the start of her turn.

At-Will Spell. Maleficent casts one of her at-will spells.

Melee Attack. Maleficent uses Paralyzing Touch or makes one melee attack with her staff.

Misty Escape (Costs 2 Actions). Maleficent turns invisible and teleports up to 60 feet to an unoccupied space she can see. She remains invisible until the start of her next turn or until she attacks, makes a damage roll, or casts a spell.

Disrupt Life (Costs 3 Actions). Each creature within 20 feet of Maleficent must make a DC 21 Constitution saving throw against this magic, taking 42 (12d6) necrotic damage on a failed save, or half as much damage on a successful one.

Cackle of Outlander Hyenas

Huge swarm of Medium beasts, chaotic evil

Armor Class 13
Hit Points 102 (12d12 + 24)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	14 (+2)	5 (-3)	12 (+1)	5 (-3)

Skills Perception +6, Survival +6
Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, paralyzed, petrified, prone, restrained, stunned
Senses darkvision 60 ft., passive Perception 16
Languages --
Challenge 3 (700 XP)

Pack Tactics. The swarm has advantage on an attack roll against a creature if at least one of the swarm's allies is within 5 feet of the creature and the ally isn't incapacitated.

Rampage. When the swarm reduces a creature to 0 hit points with a melee attack on its turn, the swarm can take a bonus action to move up to half its speed and make a bite attack.

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

Actions

Multiattack. The swarm makes two attacks.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one

Outlander Hyena

Medium beast, chaotic evil

Armor Class 12
Hit Points 14 (4d8 + 4)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	14 (+2)	14 (+2)	6 (-2)	12 (+1)	5 (-3)

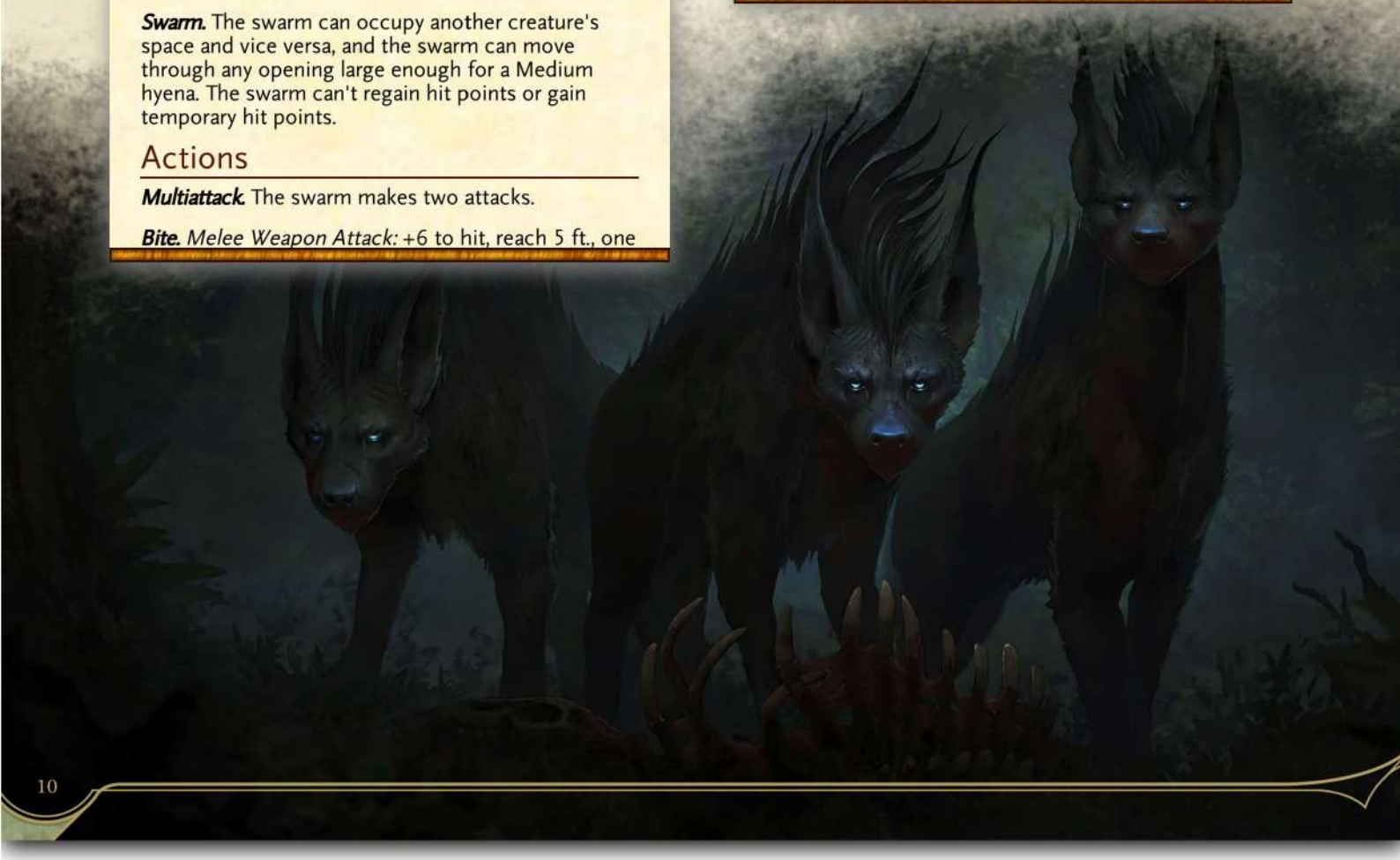
Skills Perception +3, Survival +3
Senses darkvision 60 ft., passive Perception 13
Languages --
Challenge 1/4 (50 XP)

Pack Tactics. The hyena has advantage on an attack roll against a creature if at least one of the hyena's allies is within 5 feet of the creature and the ally isn't incapacitated.

Rampage. When the hyena reduces a creature to 0 hit points with a melee attack on its turn, the hyena can take a bonus action to move up to half its speed and make a bite attack.

Actions

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.



Scar, the Prince Formerly Known as Taka

Large beast, neutral evil

Armor Class 15 (natural armor)
Hit Points 135 (18d10 + 36)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	18 (+4)	14 (+2)	14 (+2)	12 (+1)	17 (+3)

Saving Throws Str +6, Dex +7
Skills Deception +6, Perception +4, Persuasion +6, Stealth +7
Senses darkvision 60 ft., passive Perception 14
Languages Common
Challenge 5 (1,800 XP)

Keen Smell. Scar has advantage on Wisdom (Perception) checks that rely on smell.

Pack Tactics. Scar has advantage on an attack roll against a creature if at least one of Scar's allies is within 5 feet of the creature and the ally isn't incapacitated.

Pounce. If Scar moves at least 20 feet straight toward a creature and then hits it with a claw attack on the same turn, that target must succeed on a DC 15 Strength saving throw or be knocked prone. If the target is prone, Scar can make one bite attack against it as a bonus action.

Running Leap. With a 10-foot running start, Scar can long jump up to 25 feet.

Actions

Multiattack. Scar makes three attacks: one with his bite and two with his claws.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 4) piercing damage.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 4) slashing damage.

Legendary Actions

Scar can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Scar regains spent legendary actions at the start of its turn.

Attack. Scar makes one claw attack.

Detect. Scar makes a Wisdom (Perception) check.

Move. Scar moves up to his speed without provoking opportunity attacks.

Mor'du, the Demon Bear

Huge beast, unaligned

Armor Class 16
Hit Points 276 (24d12 + 120)
Speed 40 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	12 (+1)	20 (+5)	4 (-3)	16 (+3)	4 (-3)

Saving Throws Str +12, Con +10
Skills Perception +8, Survival +8
Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Senses passive Perception 18
Languages --
Challenge 14 (11,500 XP)

Charge. If Mor'du moves at least 10 feet straight toward a target and then hits it with a claw attack on the same turn, the target takes an extra 14 (4d6) slashing damage. If the target is a creature, it must succeed on a DC 20 Strength saving throw or be pushed up to 10 feet away and knocked prone.

Demonic Focus. Mor'du has advantage on saving throws against being charmed, frightened, paralyzed, poisoned, stunned, or put to sleep.

Demonic Fortitude. If damage reduces Mor'du to 0 hit points, he must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is from a critical hit. On a success, Mor'du drops to 1 hit point instead.

Keen Smell. Mor'du has advantage on Wisdom (Perception) and Wisdom (Survival) checks that rely on smell.

Legendary Resistance (3/Day). If Mor'du fails a saving throw, he can choose to succeed instead.

Unarmored Defense. While Mor'du is wearing no armor, his AC includes his Constitution modifier.

Actions

Multiattack. Mor'du can use his Frightful Presence. He then makes three attacks: one with his bite and two with his claws.

Bite. *Melee Weapon Attack:* +12 to hit, reach 5 ft., one target. *Hit:* 16 (2d8 + 7) piercing damage.

Claw. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 21 (4d6 + 7) slashing damage.

Frightful Presence. Each creature of Mor'du's choice that is within 90 feet of Mor'du and aware of him must succeed on a DC 20 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of his turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Mor'du Frightful Presence for the next 24 hours.

Legendary Actions

Mor'du can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Mor'du regains spent legendary actions at the start of his turn.

Attack. Mor'du makes one claw attack.

Ground Slam (Costs 2 Actions). Mor'du slams the ground, triggering an earth tremor. All other creatures on the ground within 10 feet of Mor'du must succeed on a DC 20 Strength saving throw or be knocked prone.

Wide Berth (Costs 3 Actions). Mor'du moves up to half his speed and can move through the space of any creature smaller than Huge. The first time Mor'du enters a creature's space during this move, the creature must make a DC 20 Dexterity saving throw. If the saving throw succeeds, the creature is pushed 5 feet away from Mor'du . If the saving throw fails, that creature is knocked prone, and Mor'du can make a claw attack against it.

ATLANTEAN LEVIATHAN

Gargantuan construct (titan), unaligned

Armor Class 28 (natural armor)
Hit Points 820 (40d20 + 400)
Speed swim 5000 ft., fly 5000 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	8 (-1)	30 (+10)	6 (-2)	12 (+1)	6 (-2)

Saving Throws Str +19, Con +19
Skills Perception +10
Damage Immunities cold, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned, unconscious
Senses darkvision 5000 ft., passive Perception 20
Languages --
Challenge 30 (155,000 XP)

Empowered Attacks. The leviathan's attacks are treated as magical and adamantine for the purpose of bypassing resistance and immunity to nonmagical weapons.

Immutable Form. The leviathan is immune to any spell or effect that would alter its form.

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

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

Siege Monster. The leviathan deals double damage to objects and structures.

Actions

Multiattack. The leviathan makes four attacks: two with its greater claws and two with its lesser claws.

Greater Claw. *Melee Weapon Attack:* +19 to hit, reach 500 ft., one target. *Hit:* 115 (10d20 + 10) slashing damage, and the target is grappled (escape DC 27). The leviathan has two greater claws, each of which can grapple only one target. This attack has disadvantage against targets Huge and smaller.

Lesser Claw. *Melee Weapon Attack:* +19 to hit, reach 100 ft., one target. *Hit:* 75 (10d12 + 10) slashing damage, and the target is grappled (escape DC 27). The leviathan has two lesser claws, each of which can grapple only one target.

Beam Weapon (Recharge 5–6). The leviathan fires a destructive ray in a 5,000 foot line that is 15 feet wide. Each creature in that line must make a DC 27 Dexterity saving throw, taking 78 (12d12) radiant damage on a failed save, or half as much damage on a successful one.

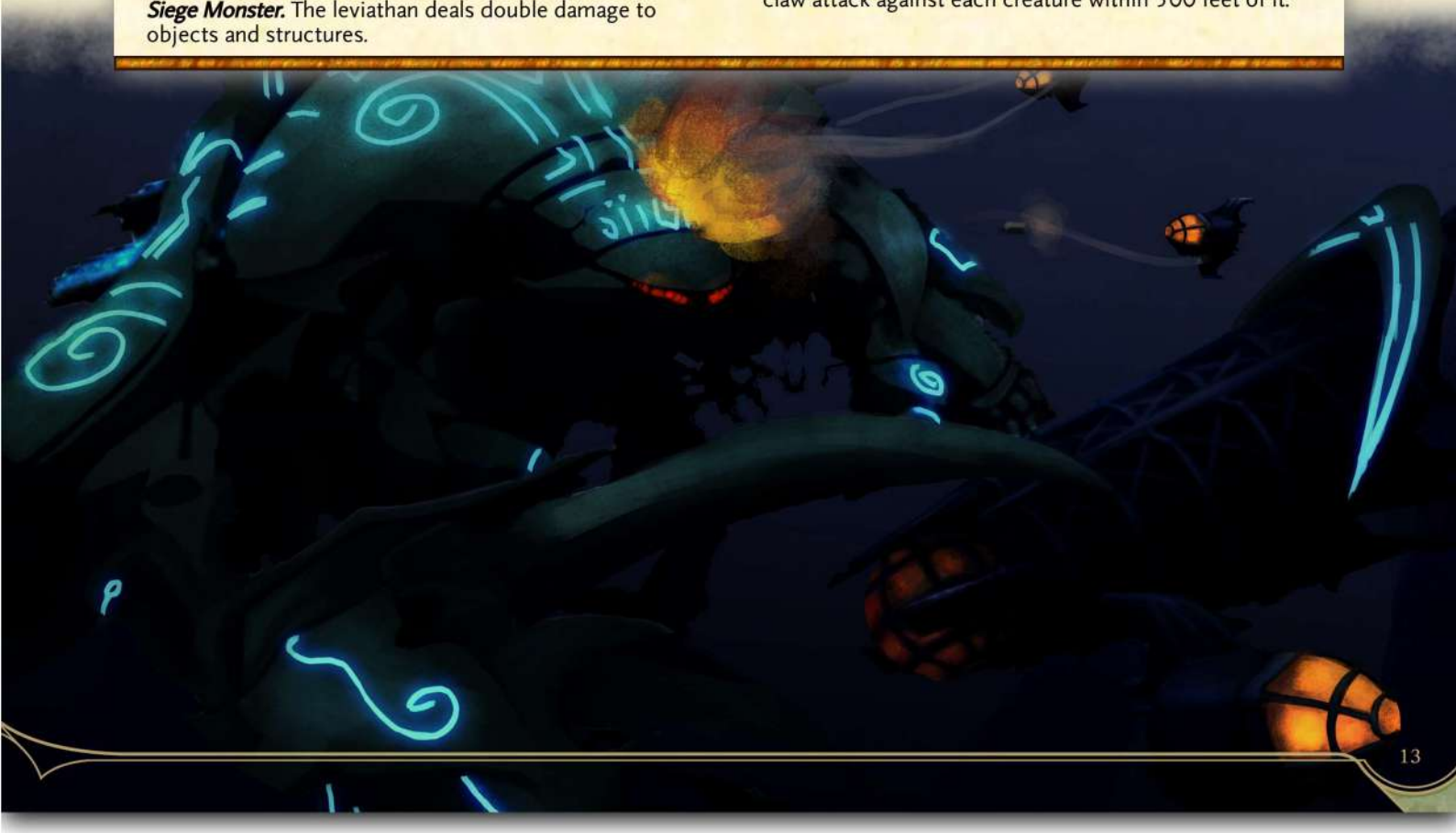
Legendary Actions

The leviathan can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The leviathan regains spent legendary actions at the start of its turn.

Attack. The leviathan makes one melee attack.

Move. The leviathan moves up to its speed.

Sweep (Costs 3 Actions). The leviathan makes a greater claw attack against each creature within 500 feet of it.



Adventure Capitalists

Mercenary Soldier

Medium humanoid (any race), any lawful alignment

Armor Class 12
Hit Points 32 (5d8 + 10)
Speed 30 ft.

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

Skills Intimidation +2
Senses passive Perception 10
Languages any one language (usually Common)
Challenge 1/2 (100 XP)

Pack Tactics. The soldier has advantage on an attack roll against a creature if at least one of the soldier's allies is within 5 feet of the creature and the ally isn't incapacitated.

Actions

Multiattack. The soldier makes two melee attacks.

Bayonet. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature. *Hit:* 3 (1d6) piercing damage.

Lieutenant Helga Katrina Sinclair

Medium humanoid (human), lawful neutral

Armor Class 14
Hit Points 90 (12d8 + 36)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	16 (+3)	12 (+1)	14 (+2)	18 (+4)

Saving Throws Str +5, Dex +7
Skills Acrobatics +7, Athletics +5, Deception +7, Insight +5, Investigation +4, Perception +5, Persuasion +7, Stealth +7
Senses passive Perception 15
Languages Common
Challenge 5 (1,800 XP)

Brave. Helga has advantage on saving throws against being frightened.

Indomitable (3/Day). Helga can reroll a saving throw she fails. She must use the new roll.

Sneak Attack (1/Turn). Helga deals an extra 7 (2d6) damage when she hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of Helga that isn't incapacitated and Helga doesn't have disadvantage on the attack roll.

Actions

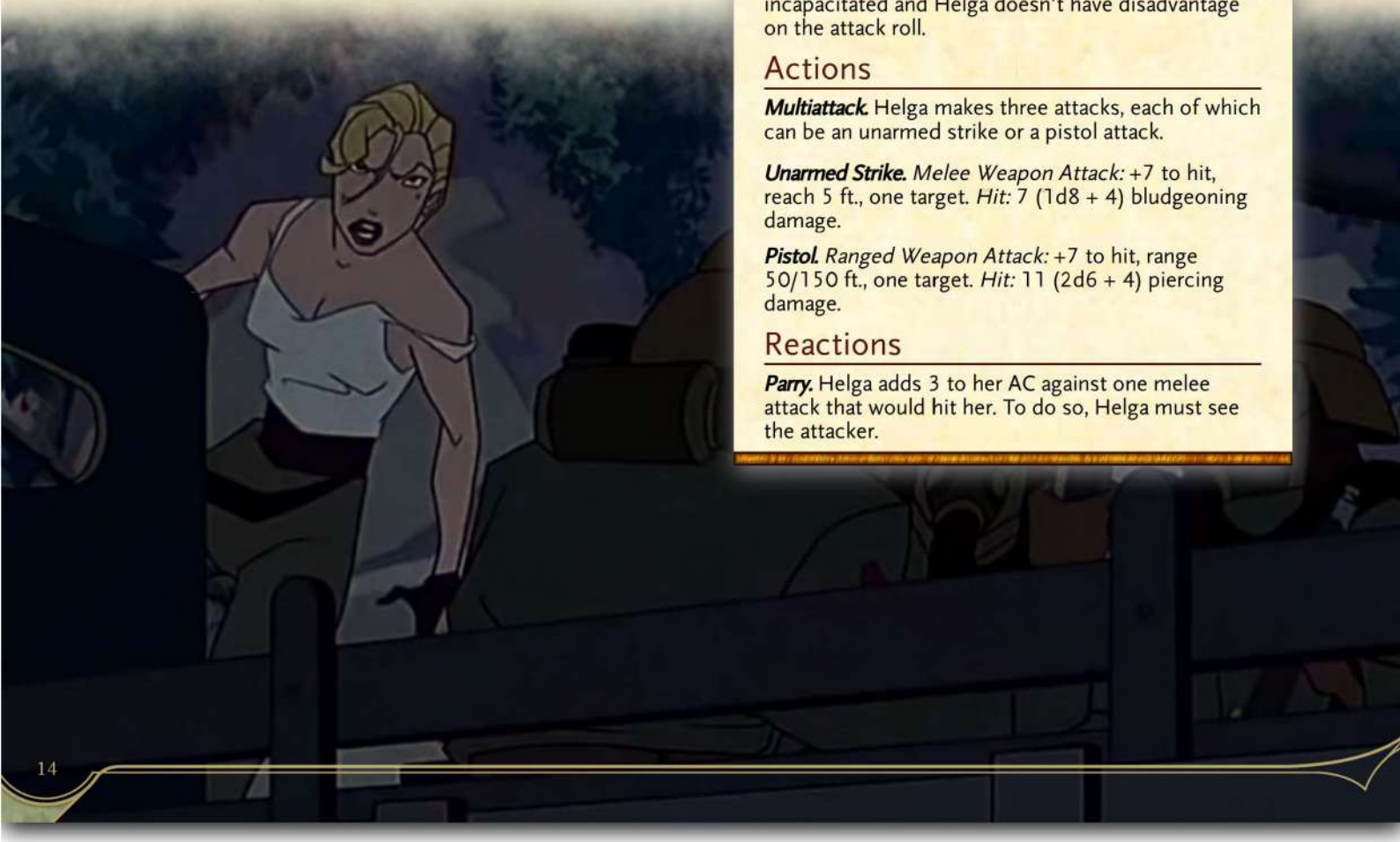
Multiattack. Helga makes three attacks, each of which can be an unarmed strike or a pistol attack.

Unarmed Strike. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 4) bludgeoning damage.

Pistol. *Ranged Weapon Attack:* +7 to hit, range 50/150 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage.

Reactions

Parry. Helga adds 3 to her AC against one melee attack that would hit her. To do so, Helga must see the attacker.



Commander Lyle Tiberius Rourke

Medium humanoid (human), lawful evil

Armor Class 15
Hit Points 135 (18d8 + 54)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	16 (+3)	16 (+3)	12 (+1)	14 (+2)

Saving Throws Str +7, Dex +5, Con +6
Skills Athletics +7, Deception +5, Perception +4, Persuasion +5
Senses passive Perception 14
Languages Common
Challenge 6 (2,300 XP)

Brave. Rourke has advantage on saving throws against being frightened.

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

Survivor. Rourke regains 10 hit points at the start of its turn if he has at least 1 hit point but fewer hit points than half his hit point maximum.

Unarmored Defense. While Rourke is wearing no armor, his AC includes his Constitution modifier.

Indomitable (3/Day). Rourke can reroll a saving throw he fails. He must use the new roll.

Second Wind (Recharges after a Short or Long Rest). Rourke can use a bonus action to regain 22 (1d8 + 18) hit points.

Actions

Multiattack. Rourke makes two melee attacks. If he has his pistol drawn, he can also make a pistol attack.

Unarmed Strike. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) bludgeoning damage.

Pistol. *Ranged Weapon Attack:* +5 to hit, range 50/150 ft., one target. *Hit:* 9 (2d6 + 2) piercing damage.

Battle Cry (1/Day). Each creature of Rourke's choice that is within 30 feet of it, can hear it, and not already affected by Battle Cry gain advantage on attack rolls until the start of Rourke's next turn. Rourke can then make one attack as a bonus action.

Reactions

Parry. Rourke adds 3 to his AC against one melee attack that would hit him. To do so, Rourke must see the attacker.

Legendary Actions

Rourke can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. He regains spent legendary actions at the start of its turn.

Attack. Rourke makes an attack.

Command Ally. Rourke targets one ally it can see within 30 feet of it. If the target can see or hear him, the target can make one melee weapon attack using its reaction and has advantage on the attack roll.

Frighten Foe (Costs 2 Actions). Rourke targets one enemy he can see within 30 feet of it. If the target can see and hear him, the target must succeed on a DC 15 Wisdom saving throw or be frightened until the end of Rourke's next turn.

The Frozen Kingdom of Arendelle

Snow Golem

Small construct, unaligned

Armor Class 10
Hit Points 11 (2d6 + 4)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
4 (-3)	10 (+0)	14 (+2)	7 (-2)	10 (+0)	11 (+0)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities poison, psychic
Condition Immunities charmed, poisoned
Senses darkvision 60 ft., passive Perception 9
Languages Understands the languages of its creator but can't speak
Challenge 1/8 (25 XP)

Immutable Form. The golem is immune to any spell or effect that would alter its form.

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

Magic Weapons. The golem's weapon attacks are magical.

Actions

Ice Golem

Large construct, unaligned

Armor Class 17 (natural armor)
Hit Points 178 (17d10 + 85)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities poison, psychic
Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned
Senses darkvision 120 ft., Passive Perception 10
Languages Understands the languages of its creator but can't speak
Challenge 10 (5,900 XP)

Immutable Form. The golem is immune to any spell or effect that would alter its form.

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

Magic Weapons. The golem's weapon attacks are magical.

Actions

Multiattack. The golem makes two claw attacks.

Claw. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 14 (2d6 + 7) slashing damage plus 7 (2d6) cold damage.

Cold Breath (Recharge 6). The golem exhales a 30-foot cone of frigid air. Each creature in that area must make a DC 18 Constitution saving throw, taking 45 (10d8) cold damage on a failed save, or half as much damage on a successful one.

Elsa, the Snow Queen

Medium humanoid (human), neutral

Armor Class 12
Hit Points 72 (16d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	14 (+2)	10 (+0)	16 (+3)	12 (+1)	20 (+5)

Saving Throws Dex +5, Con +3, Cha +8
Skills Insight +4, Perception +4, Stealth +5
Damage Resistances fire
Damage Immunities cold
Senses passive Perception 14
Languages Common
Challenge 8 (3,900 XP)

Ice Aura. The ground in a 10-foot radius around Elsa is icy and is difficult terrain for other creatures. The radius moves with her, and freezes liquid water.

Ice Walk. Elsa can move across and climb icy surfaces without needing to make an ability check. Additionally, difficult terrain composed of ice or snow doesn't cost her extra movement.

Legendary Resistance (3/Day). If Elsa fails a saving throw, she can choose to succeed instead.

Spellcasting. Elsa is a 12th-level spellcaster. Her spellcasting ability is Charisma (spell save DC 16, +8 to hit with spell attacks). Elsa has the following spells prepared:

Cantrips (at will): *frostbite, gust, shape water, ray of frost*

1st level (4 slots): *armor of agathys, ice knife, fog cloud, shield*

2nd level (3 slots): *gust of wind, Snilloc's snowball swarm, spike growth, warding wind*

3rd level (3 slots): *sleet storm, wind wall*

4th level (3 slots): *ice storm*

5th level (2 slot): *cone of cold, control winds*

6th level (1 slot): *Otiluke's freezing sphere, wall of ice*

Heightened Spell (2/Day). When Elsa casts a spell that forces a creature to make a saving throw to resist its effects, Elsa can give the targets of the spell disadvantage on their first saving throw made against the spell.

Quickened Spell (3/Day). When she casts a spell that has a casting time of 1 action, Elsa changes the casting time to 1 bonus action for that casting.

Actions

Cold Sweep. Elsa swirls icy air in a 15-foot cone. Each creature in that area must make a DC 16 Constitution saving throw, taking 14 (4d6) cold damage on a failed save, or half as much damage on a successful one. A creature that fails its save against this effect has its speed halved until the start of Elsa's next turn.

Freezing Wind (Recharge 5–6). Elsa creates an icy blast in a line 100 feet long and 15 feet wide. Each creature in that area must make a DC 16 Constitution saving throw, taking 28 (8d6) cold damage on a failed save, or half as much damage on a successful one.

Legendary Actions

Elsa can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Elsa regains spent legendary actions at the start of its turn.

Cantrip. Elsa casts one of her cantrips.

Cold Sweep (Costs 2 Actions). Elsa uses Cold Sweep.

Ice Field (Costs 3 Actions). Elsa chooses up to five 10-foot squares within 60 feet of her to erupt with icy shards. Each creature in one of those squares must make a DC 16 Dexterity saving throw, taking 14 (4d6) cold damage on a failed save, or half as much damage on a successful one. Those squares become difficult terrain until the ice melts.

The Pirates of the Jolly Roger

Neverland Pirate

Medium humanoid (any race), any chaotic alignment

Armor Class 11
Hit Points 11 (2d8 + 2)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	12 (+1)	8 (-1)	10 (+0)	10 (+0)

Skills Acrobatics +3, Athletics +2
Senses passive Perception 10
Languages Any one language (usually Common)
Challenge 1/8 (25 XP)

Actions

Scimitar. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) slashing damage.

Crew of Neverland Pirates

Huge swarm of Medium humanoids (any race), any chaotic alignment

Armor Class 11
Hit Points 153 (18d12 + 36)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	14 (+2)	6 (-2)	11 (+0)	11 (+0)

Saving Throws Str +8
Skills Acrobatics +4, Athletics +8
Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, paralyzed, petrified, prone, restrained, stunned
Senses passive Perception 10
Languages Any one language (usually Common)
Challenge 5 (1,800 XP)

Strength in Numbers. The swarm has advantage on Strength and Constitution checks and saving throws. As long as the swarm at least half of its hit points, it is immune to being grappled.

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

Actions

Multiattack. The swarm makes two attacks, each of which can be with its scimitars or its flintlocks.

Scimitars. *Melee Weapon Attack:* +8 to hit, reach 5 ft. one target. *Hit:* 14 (4d6) slashing damage, or 7 (2d6) slashing damage if the swarm has half of its hit points or fewer.

Flintlocks. *Ranged Weapon Attack:* +4 to hit, range 30/90 ft., one target. *Hit:* 22 (4d10) piercing damage, or 11 (2d10) piercing damage if the swarm has half of its hit points or fewer.

Captain James Hook

Medium humanoid (human), lawful evil

Armor Class 15 (dual wielder)
Hit Points 104 (16d8 + 32)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	18 (+4)	14 (+2)	14 (+2)	12 (+1)	16 (+3)

Saving Throws Dex +6, Wis +3
Skills Athletics +3, Deception +5, Intimidation +5, Persuasion +5, Sleight of Hand +6, Stealth +6
Senses passive Perception 10
Languages Common
Challenge 4 (1,100 XP)

Hook-hand. Hook's left hand is replaced with a prosthetic hook and cannot be disarmed.

Actions

Multiattack. Hook makes three melee attacks: two with his rapier and one with his hook.

Rapier. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage.

Hook. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d4 + 4) slashing damage, and the target is grappled (escape DC 14) if it is a Medium or smaller creature.

Flintlock. *Ranged Weapon Attack:* +6 to hit, range 30 ft./90 ft., one target. *Hit:* 6 (1d10 + 4) piercing damage.

Reactions

Parry. Hook adds 2 to his AC against one melee attack that would hit him. To do so, Hook must see the attacker.

Legendary Actions

Hook can take 2 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. He regains spent legendary actions at the start of its turn.

Weapon Attack. Hook makes a weapon attack.

Command Ally. Hook targets one ally it can see within 30 feet of it. If the target can see or hear him, the target can make one melee weapon attack using its reaction and has advantage on the attack roll.

Rallying Cry (Costs 2 Actions). Hook and all pirates within 30 feet that can see or hear him regain 20 hit points.

Yzma, Alchemist Advisor

Medium humanoid (human), neutral evil

Armor Class 11
Hit Points 90 (20d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	12 (+1)	11 (+0)	20 (+5)	14 (+2)	8 (-1)

Saving Throws Dex +3, Int +7
Skills Arcana +7, Deception +1, Medicine +4, Nature +7, Perception +4, Persuasion +1
Senses passive Perception 14
Languages Common
Challenge 4 (1,100 XP)

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

Legendary Resistance (2/Day). If Yzma fails a saving throw, she can choose to succeed instead.

Actions

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

Polymorph Potion. *Ranged Weapon Attack:* +3 to hit, range 20/60 ft., one target. *Hit:* 3 (1d4 + 2) slashing damage. Each creature within 5 feet of the target must make a DC 15 Constitution saving throw or suffer the effects of a *polymorph* spell. Roll a d20 and consult Yzma's potion table to determine the form the creatures are transformed into.

Reactions

Faint-Hearted. If a creature makes an attack on Yzma, and the Yzma is not incapacitated, she can move 10 ft away from the attacker as a reaction, not provoking attacks of opportunity.

Legendary Actions

Yzma can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Yzma regains spent legendary actions at the start of her turn.

Weapon Attack. Yzma makes a weapon attack.

Move. Yzma moves up to her speed.

Frighten Foe (Costs 2 Actions). Yzma targets one enemy she can see within 30 feet of her. If the target can see and hear her, the target must succeed on a DC 15 Wisdom saving throw or be frightened until the end of Yzma's next turn.

Potion Table

Prolific Polymorph Potion Purveyor. Yzma carries dozens of her signature potions with her, but they are not well organized. Roll a d20 and consult the following table to determine the effects of each potion used:

d20	New Form	d20	New Form
1	Cat	11	Boar
2	Deer	12	Draft horse
3	Frog	13	Wolf
4	Goat	14	Ape
5	Hawk	15	Black bear
6	Octopus	16	Giant wasp
7	Rat	17	Tiger
8	Scorpion	18	Rhinoceros
9	Camel	19	Elephant
10	Poisonous snake	20	Tyrannosaurus

Judge Claude Frollo

Medium humanoid (human), lawful evil

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

STR	DEX	CON	INT	WIS	CHA
12 (+1)	10 (+0)	12 (+1)	18 (+4)	20 (+5)	16 (+3)

Saving Throws Int +7, Wis +8, Cha +6
Skills Deception +6, History +7, Insight +8, Persuasion +6, Religion +8
Senses passive Perception 18
Languages Celestial, Common
Challenge 8 (3,900 XP)

Cavalry Training. When Frollo hits a target with a melee attack while mounted, the mount can make a melee attack against the same target as a reaction.

Divine Eminence. As a bonus action, Frollo can expend a spell slot to cause his melee weapon attacks to magically deal an extra 10 (3d6) radiant damage to a target on a hit. This benefit lasts until the end of the turn. If Frollo expends a spell slot of 2nd level or higher, the extra damage increases by 1d6 for each level above 1st.

Eye for Detail. Frollo can use a bonus action to make a Wisdom (Perception) check to spot a hidden creature or object or to make an Intelligence (Investigation) check to uncover or decipher clues.

Legendary Resistance (3/Day). If Frollo fails a saving throw, he can choose to succeed instead.

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

Spellcasting. Frollo is a 12th-level spellcaster. His spellcasting ability is Wisdom (spell save DC 16, +8 to hit with spell attacks). Frollo has the following cleric spells prepared:

Cantrips (at will): *light, sacred flame, thaumaturgy, toll the dead, word of radiance*

1st level (4 slots): *cure wounds, guiding bolt, sanctuary, shield of faith*

2nd level (3 slots): *lesser restoration, spiritual weapon*

3rd level (3 slots): *crusader's mantle, dispel magic, spirit guardians*

4th level (3 slots): *guardian of faith, locate creature*

5th level (2 slots): *flame strike, holy weapon*

6th level (1 slot): *forbiddance, planar ally*

Actions

Longsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d8 + 1) slashing damage, or 6 (1d10 + 1) slashing damage if used with two hands.

Supreme Legal Authority. Frollo chooses up to three creatures he can see within 90 feet of him. Each target must succeed on a DC 16 Intelligence saving throw or Frollo chooses an action for that target: Attack, Cast a Spell, Dash, Disengage, Dodge, Help, Hide, Ready, Search, or Use an Object. The affected target can't take that action for 1 minute. At the end of each of the target's turns, it can end the effect on itself with a successful DC 16 Intelligence saving throw. A target that succeeds on the saving throw becomes immune to Frollo's Supreme Legal Authority for 24 hours.

Reactions

Parry. Frollo adds 3 to his AC against one melee attack that would hit him. To do so, Frollo must see the attacker and be wielding a melee weapon.

Legendary Actions

Frollo can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Frollo regains spent legendary actions at the start of his turn.

Weapon Attack. Frollo makes one weapon attack.

Cast a Spell (Costs 2 Actions). Frollo casts a spell of 3rd level or lower from his list of prepared spells, using a spell slot as normal.

Supreme Legal Authority (Costs 3 Actions). Frollo uses Supreme Legal Authority.

Flotsam and Jetsam

Two Medium beasts, lawful evil

Armor Class 12
Hit Points 23 (4d8 + 5)
Speed swim 30 ft.

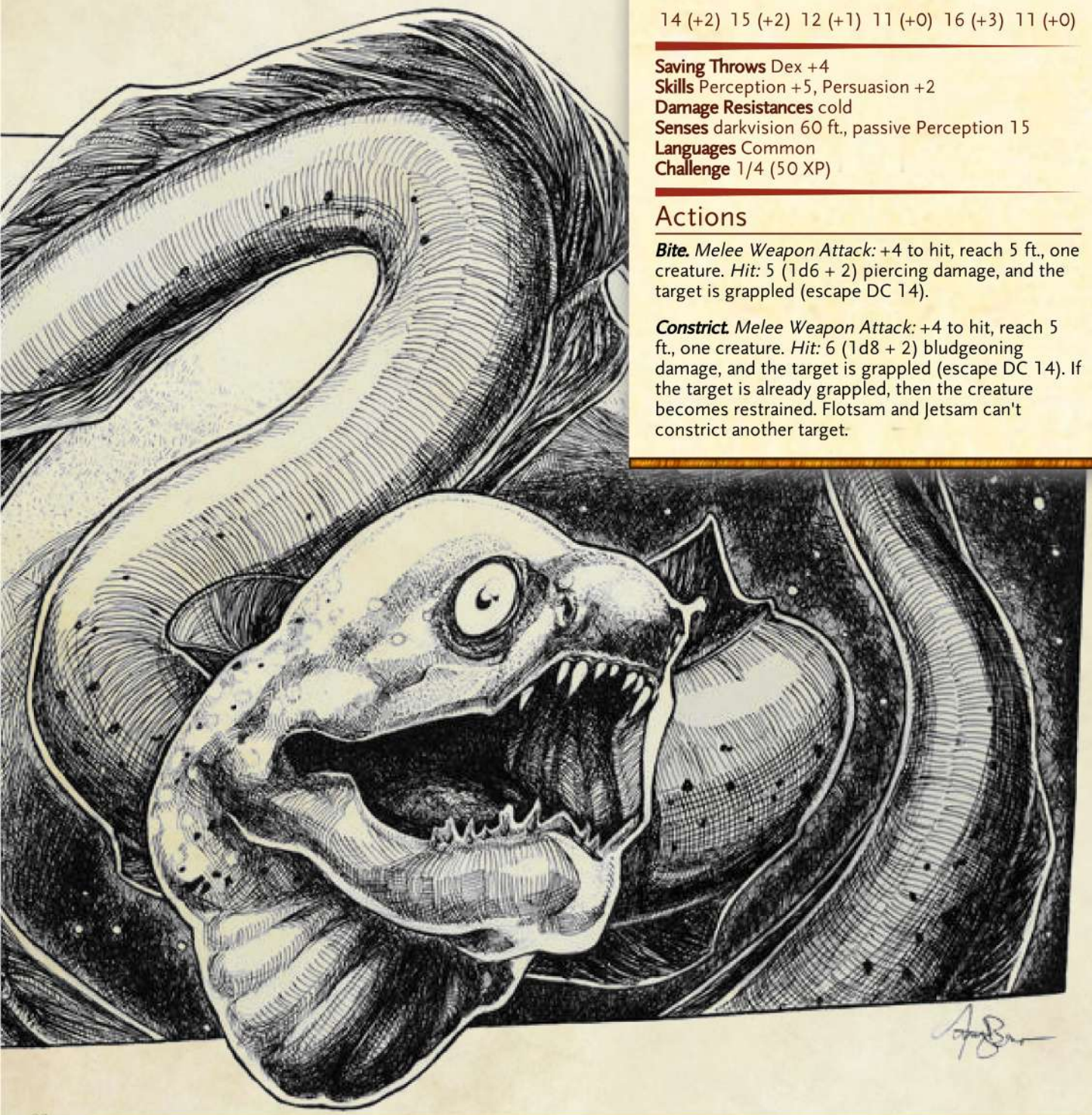
STR	DEX	CON	INT	WIS	CHA
14 (+2)	15 (+2)	12 (+1)	11 (+0)	16 (+3)	11 (+0)

Saving Throws Dex +4
Skills Perception +5, Persuasion +2
Damage Resistances cold
Senses darkvision 60 ft., passive Perception 15
Languages Common
Challenge 1/4 (50 XP)

Actions

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 5 (1d6 + 2) piercing damage, and the target is grappled (escape DC 14).

Constrict. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 6 (1d8 + 2) bludgeoning damage, and the target is grappled (escape DC 14). If the target is already grappled, then the creature becomes restrained. Flotsam and Jetsam can't constrict another target.



Ursula, the Sea Witch

Medium humanoid (merfolk, shapechanger), lawful evil

Armor Class 15 (natural armor)
Hit Points 195 (26d8 + 78)
Speed 10 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	16 (+3)	16 (+3)	12 (+1)	20 (+5)

Saving Throws Wis +4, Cha +8
Skills Arcana +6, Deception +8, History +6, Insight +4, Perception +4, Persuasion +8
Damage Resistances cold
Condition Immunities charmed
Senses darkvision 60 ft., passive Perception 15
Languages Aquan, Common
Challenge 5 (1,800 XP)

Amphibious. Ursula can breathe air and water.

Innate Spellcasting. Ursula's innate spellcasting ability is Charisma (spell save DC 16). She can innately cast the following spells, requiring no material components:

At-will: *friends, fog cloud, vicious mockery*

1/day each: *charm person, regenerate, true polymorph*

Shapechanger. Ursula can use her action to magically polymorph into a humanoid or beast that has a challenge rating no higher than her own, or back into her true form. She reverts to her true form if she dies. Any equipment she is wearing or carrying is absorbed or borne by the new form (Ursula's choice).

In a new form, Ursula retains her alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. Its statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

Actions

Multiattack. Ursula makes two tentacle attacks.

Tentacle. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 5 (1d4 + 3) bludgeoning damage. If the target is a Medium or smaller creature, it is grappled (escape DC 16). Until this grapple ends, the target is restrained, and Ursula can't use this tentacle on another target (Ursula has six tentacles). If this attack is a critical hit, the target also can't breathe or speak until the grapple ends.

Legendary Actions

Ursula can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Ursula regains spent legendary actions at the start of her turn.

Attack. Ursula makes a tentacle attack.

Move. Ursula moves up to her speed.

Frighten Foe (Costs 2 Actions). Ursula targets one enemy she can see within 30 feet of her. If the target can see and hear her, the target must succeed on a DC 16 Wisdom saving throw or be frightened until the end of Ursula's next turn.

The Sorcerer of Agrabah

Jafar, Grand Vizier

Medium humanoid (human), lawful evil

Armor Class 12 (15 with *mage armor*)
Hit Points 63 (14d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	11 (+0)	20 (+5)	12 (+1)	20 (+5)

Saving Throws Int +9, Wis +5, Cha +9
Skills Arcana +9, Deception +9, History +9, Perception +5, Persuasion +9
Condition Immunities charmed
Senses passive Perception 15
Languages any four languages
Challenge 9 (5,000 XP)

Legendary Resistance (3/Day). If Jafar fails a saving throw, he can choose to succeed instead.

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

Spellcasting. Jafar is an 12th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). Jafar has the following wizard spells prepared:

Cantrips (at will): *fire bolt, light, mage hand, poison spray*

1st level (4 slots): *detect magic, mage armor, magic missile, shield*

2nd level (3 slots): *hold person, misty step*

3rd level (3 slots): *counterspell, fireball, fly*

4th level (3 slots): *polymorph, wall of fire*

5th level (2 slots): *cloudkill, conjure elemental*

6th level (1 slot): *mental prison*

Actions

Serpent Staff. Melee Weapon Attack: +9 to hit, reach 5 ft., one target. Hit: 5 (1d6 + 2) bludgeoning damage, or 6 (1d8 + 2) bludgeoning damage if used with two hands, plus 14 (4d6) poison damage. In addition, the target must succeed on a DC 17 Constitution saving throw or become poisoned for 1 minute. The poisoned target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Charm. Jafar uses his serpent staff and targets one humanoid he can see within 10 feet of him. If the target can see Jafar's staff, the target must succeed on a DC 17 Wisdom saving throw against this magic or be charmed by them. The charmed target regards Jafar as a trusted friend to be heeded and protected. Although the target isn't under Jafar's control, it takes their requests or actions in the most favorable way it can.

Legendary Actions

Jafar can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Jafar regains spent legendary actions at the start of his turn.

Cast Spell. Jafar casts a spell of 3rd level or lower.

Exert Will. One creature charmed by Jafar that he can see must use its reaction to move up to its speed as he directs or to make a weapon attack against a target that he designates.

Charm (Costs 2 Actions). Jafar uses Charm.

Jafar the Omnipotent

Gargantuan elemental (shapechanger), lawful evil

Armor Class 28 (natural armor)
Hit Points 615 (30d20 + 300)
Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	24 (+7)	30 (+10)	20 (+5)	16 (+3)	30 (+10)

Saving Throws Int +14, Wis +12, Cha +19
Skills Arcana +14, Deception +19, Insight +12, Perception +12, Persuasion +19
Damage Immunities fire, lightning, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, incapacitated, paralyzed, petrified, poisoned, prone, stunned, unconscious
Senses truesight 300 ft., passive Perception 22
Languages all languages
Challenge 30 (155,000 XP)

Cosmic Rules. Jafar is bound by the rules of the lamp, and cannot directly break them. Jafar cannot grant more than three wishes to a single holder of the lamp, but within those three wishes he has the power to accomplish anything short of the following exceptions: firstly, Jafar cannot kill a living humanoid creature, and all damage done by his attacks or spells is nonlethal damage. Second, Jafar cannot cause a humanoid to fall in love with another through magical means. Finally, Jafar cannot raise the dead, even using the power of a wish spell. However, Jafar can utilize loopholes to work around these rules, such as employing others to act where he cannot.

Empowered Attacks. Jafar's slam attacks are treated as magical for the purpose of bypassing resistance and immunity to nonmagical weapons.

Gaseous Form. Jafar can enter a hostile creature's space and stop there. He can move through a space as narrow as 1 inch wide without squeezing.

Illumination. Jafar sheds bright light in a 60-foot radius and dim light for an additional 60 feet.

Innate Spellcasting. Jafar's innate spellcasting ability is Charisma (spell save DC 27, +19 to hit with spell attacks). He can innately cast the following spells, requiring no material components:

At will: *counterspell, detect magic, dispel magic, fireball, hold person, polymorph, wall of fire*

3/day each: *control weather, fire storm, greater invisibility, haste, power word pain, teleport*

1/day each: *imprisonment, mass polymorph, wish*

Legendary Resistance (5/Day). If Jafar fails a saving throw, he can choose to succeed instead.

Limited Magic Immunity. Jafar can't be affected or detected by spells of 6th level or lower unless he wishes to be. He has advantage on saving throws against all other spells and magical effects.

Shapechanger. Jafar can use an action to magically polymorph into any humanoid, elemental, or beast, or back into his true form. He reverts to his true form if he dies. Any equipment he is wearing or carrying is absorbed or borne by the new form (Jafar's choice).

In a new form, Jafar retains his alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. His statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

Slave to the Lamp. Attuning to Jafar's lamp grants limited control over him. Once attuned, Jafar will grant the holder of the lamp three magical wishes. However, Jafar will twist each of the wishes to suit his own goals. Once all three wishes have been used, or the holder of the lamp dies, Jafar will return to the demiplane within the lamp until it has been attuned to again.

When Jafar drops to 0 hit points, a new body is created within the demiplane of Jafar's lamp after 1d4 days. If Jafar's lamp is destroyed, Jafar dies instantly.

Actions

Multiattack. Jafar makes two slam attacks or two flame blast attacks.

Slam. *Melee Weapon Attack:* +19 to hit, reach 20 ft., one target. *Hit:* 18 (2d10 + 8) bludgeoning damage plus 18 (5d6) fire damage.

Flame Blast. *Ranged Spell Attack:* +19 to hit, range 250 ft., one target. *Hit:* 35 (10d6) fire damage.

Legendary Actions

Jafar can take 5 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Jafar regains spent legendary actions at the start of his turn.

Spell. Jafar casts a spell or uses his Flame Blast.

Quench Magic. Jafar targets one creature that he can see within 60 feet of him. Any resistance or immunity to fire damage that the target gains from a spell or a magic item is suppressed. This effect lasts until the end of Jafar's next turn.

Teleport (Costs 2 Actions). Jafar magically teleports up to 120 feet to an unoccupied space he can see.

Fire Breath (Costs 2 Actions). Jafar breathes fire in a 90-foot cone. Each creature in that area must make a DC 27 Dexterity saving throw, taking 91 (26d6) fire damage on a failed save, or half as much damage on a successful one.

Heat Wave (Costs 3 Actions). Jafar unleashes a blast of heat all around him. Each creature within 60 feet of Jafar must make a DC 27 Constitution saving throw against this magic, taking 42 (12d6) fire damage on a failed save, or half as much damage on a successful one. All combustible objects in that range are instantly incinerated. Flammable objects within 100 feet of Jafar that are not incinerated catch fire.

The Beast Prince

Large beast, chaotic neutral

Armor Class 15 (natural armor)
Hit Points 93 (11d10 + 33)
Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	12 (+1)	16 (+3)	12 (+1)	13 (+1)	6 (-2)

Saving Throws Str +9, Dex +4
Skills Acrobatics +4, Athletics +9, Intimidation +9, Perception +4
Senses darkvision 60 ft., Passive Perception 14
Languages Common
Challenge 7 (2,900 XP)

Cursed Form. Beast is immune to any spell or effect that would alter his form until his curse is broken.

Keen Smell. Beast has advantage on Wisdom (Perception) checks that rely on smell.

Legendary Resistance (2/Day). If Beast fails a saving throw, he can choose to succeed instead.

Reckless. At the start of his turn, Beast can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against him have advantage until the start of his next turn.

Unarmored Defense. While Beast is wearing no armor, his AC includes his Constitution modifier.

Actions

Multiattack. Beast makes three attacks: one with his bite and two with his claws.

Bite. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 10 (1d8 + 6) piercing damage.

Claws. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Frightful Presence. Each creature of Beast's choice that is within 60 feet of Beast and aware of him must succeed on a DC 19 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Beast's Frightful Presence for the next 24 hours.

Legendary Actions

Beast can take 2 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Beast regains spent legendary actions at the start of its turn.

Attack. Beast makes one claw attack.

Ground Slam (Costs 2 Actions). Beast slams the ground, triggering an earth tremor. All other creatures on the ground within 10 feet of Beast must succeed on a DC 20 Strength saving throw or be knocked prone.

Gaston LeGume, Hero of Villeneuve

Medium humanoid (human), neutral evil

Armor Class 17
Hit Points 75 (10d8 + 30)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	18 (+4)	16 (+3)	8 (-1)	11 (+0)	18 (+4)

Saving Throws Str +7, Dex +7
Skills Acrobatics +6, Athletics +6, Deception +6, Perception +2, Persuasion +6, Survival +2
Senses passive Perception 12
Languages Common
Challenge 7 (2,900 XP)

Brave. Gaston has advantage on saving throws against being frightened.

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

Unarmored Defense. While Gaston is wearing no armor, his AC includes his Constitution modifier.

Indomitable (3/Day). Gaston can reroll a saving throw he fails. He must use the new roll.

Actions

Multiattack. Gaston makes three attacks, each of which can be with his longsword or his musket.

Longsword. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage, or 15 (2d10 + 4) slashing damage if used with two hands.

Musket. *Ranged Weapon Attack:* +7 to hit, range 40/120 ft., one target. *Hit:* 10 (1d12 + 4) piercing damage.

Second Wind (Recharges after a Short or Long Rest). Gaston can use a bonus action to regain 14 (1d8 + 10) hit points.

Legendary Actions

Gaston can take 2 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. He regains spent legendary actions at the start of its turn.

Weapon Attack. Gaston makes a weapon attack.

Command Ally (2 Actions). Gaston targets one ally he can see within 30 feet of him. If the target can see or hear him, the target can make one melee weapon attack using its reaction and has advantage on the attack roll.

William Cecil Clayton, Lord Greystoke

Medium humanoid (human), lawful evil

Armor Class 14
Hit Points 99 (18d8 + 18)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	12 (+1)	12 (+1)	14 (+2)	18 (+4)

Saving Throws Dex +5
Skills Deception +6, Insight +4, Perception +4, Persuasion +6, Stealth +5, Survival +4
Senses passive Perception 14
Languages Common
Challenge 4 (1,100 XP)

Brave. Clayton has advantage on saving throws against being frightened.

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

Keen Hearing and Sight. Clayton has advantage on Wisdom (Perception) checks that rely on hearing or sight.

Unarmored Defense. While Clayton is wearing no armor, his AC includes his Constitution modifier.

Indomitable (3/Day). Clayton can reroll a saving throw he fails. He must use the new roll.

Actions

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

Machete. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) slashing damage.

Rifle. *Ranged Weapon Attack:* +5 to hit, ranged 80/240 ft., one target. *Hit:* 14 (2d10 + 3) piercing damage.

Second Wind (Recharges after a Short or Long Rest). Clayton can use a bonus action to regain 22 (1d8 + 18) hit points.

Percival C. McLeach

Medium humanoid (human), neutral evil

Armor Class 15
Hit Points 104 (16d8 + 32)
Speed 30 ft.

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

Saving Throws Dex +5
Skills Athletics +5, Insight +4, Intimidation +5, Perception +4, Stealth +5, Survival +4
Senses passive Perception 14
Languages Common
Challenge 4 (1,100 XP)

Brave. McLeach has advantage on saving throws against being frightened.

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

Keen Hearing and Sight. McLeach has advantage on Wisdom (Perception) checks that rely on hearing or sight.

Unarmored Defense. While McLeach is wearing no armor, his AC includes his Constitution modifier.

Indomitable (3/Day). McLeach can reroll a saving throw he fails. He must use the new roll.

Actions

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

Machete. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or ranged 20 ft./60 ft., one target. *Hit:* 8 (2d4 + 3) piercing damage.

Rifle. *Ranged Weapon Attack:* +5 to hit, ranged 80/240 ft., one target. *Hit:* 14 (2d10 + 3) piercing damage.

Second Wind (Recharges after a Short or Long Rest). McLeach can use a bonus action to regain 20 (1d8 + 16) hit points.

Joanna the Goanna

Medium beast, neutral evil

Armor Class 12 (natural armor)
Hit Points 13 (2d8 + 4)
Speed 30 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	14 (+2)	4 (-3)	10 (+0)	5 (-3)

Saving Throws Dex +4
Senses darkvision 30 ft., passive Perception 10
Languages --
Challenge 1/4 (50 XP)

Keen Smell. Joanna has advantage on Wisdom (Perception) checks that rely on smell.

Actions

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 5 (1d6 + 2) piercing damage, and the target is grappled (escape DC 12).

Shadow Loa

Medium fiend, lawful evil

Armor Class 13
Hit Points 45 (10d8)
Speed 60 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	16 (+3)	10 (+0)	10 (+0)	12 (+1)	17 (+3)

Saving Throws Dex +5
Damage Vulnerabilities radiant
Damage Resistances bludgeoning, piercing, and slashing from magic weapons
Damage Immunities acid, cold, necrotic, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft., passive Perception 11
Languages --
Challenge 4 (1,100 XP)

Amorphous. The loa can move through a space as narrow as 1 inch wide without squeezing.

Ethereal Sight. The loa can see 60 feet into the Ethereal Plane when it is on the Material Plane, and vice versa.

Shadow Movement. While on the Material Plane, the loa take the form of shadows that move across the surfaces of walls, creatures, and other objects. The loa can move across other creatures and objects as if they were difficult terrain.

Shadow Stealth. While in dim light or darkness, the loa can take the Hide action as a bonus action.

Sunlight Weakness. While in sunlight, the loa has disadvantage on attack rolls, ability checks, and saving throws.

Actions

Strength Drain. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 10 (2d6 + 3) necrotic damage, and the target's Strength score is reduced by 1d4. The target dies if this reduces its Strength to 0. Otherwise, the reduction lasts until the target finishes a short or long rest.

If a humanoid dies from this attack, a new shadow loa rises from the corpse 1d4 hours later.

Etherealness. The loa enters the Ethereal Plane from the Material Plane, or vice versa. It is visible on the Material Plane while it is in the Border Ethereal, and vice versa, yet it can't affect or be affected by anything on the other plane.

Possession (Recharge 6). The loa targets one Medium or smaller object or humanoid it can see within 5 feet. The target must succeed on a DC 13 Charisma saving throw or be possessed by the loa ; the loa then disappears, and the target is incapacitated and loses control of its body. Objects automatically fail this saving throw. The loa now controls the body but doesn't deprive the target of awareness if it previously had it. The loa can't be targeted by any attack, spell, or other effect, except ones that turn fiends, and it retains its alignment, Intelligence, Wisdom, Charisma, and immunity to being charmed and frightened. It otherwise uses the possessed target's statistics, but doesn't gain access to the target's knowledge, class features, or proficiencies. In the case of an object, use the statistics provided for the animate objects spell.

The possession lasts until the body drops to 0 hit points, the loa ends it as a bonus action, or the loa is turned or forced out by an effect like the dispel evil and good spell. When the possession ends, the loa reappears in an unoccupied space within 5 feet of the body. The target is immune to this loa's Possession for 24 hours after succeeding on the saving throw or after the possession ends.

Doctor Facilier, the Shadow Man

Medium humanoid (human), lawful evil

Armor Class 13
Hit Points 81 (18d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	16 (+3)	11 (+0)	18 (+4)	14 (+2)	22 (+6)

Saving Throws Int +7, Wis +5, Cha +9
Skills Arcana +7, Deception +9, Insight +5, Perception +5, Performance +9, Persuasion +9, Sleight of Hand +6, Stealth +6
Condition Immunities charmed
Senses darkvision 120 ft., passive Perception 15
Languages Common
Challenge 7 (2,900 XP)

Legendary Resistance (3/Day). If Facilier fails a saving throw, he can choose to succeed instead.

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

Ventiloquism. Whenever Facilier speaks, he can choose a point within 60 feet; his voice emanates from that point.

Innate Spellcasting. Facilier's innate spellcasting ability is Charisma. He can innately cast the following spells (spell save DC 17), requiring no material components:

At will: *arcane eye, detect magic, enthrall, silent image, speak with dead*

1/day each: *bane, compulsion, glibness, imprisonment, mass suggestion, slow, soul cage*

Spellcasting. Facilier is a 17th-level spellcaster. His spellcasting ability is Charisma (spell save DC 17, +9 to hit with spell attacks). He regains his expended spell slots when he finishes a short or long rest. He knows the following warlock spells:

Cantrips (at will): *friends, mage hand, minor illusion, poison spray, prestidigitation*

1st–5th level (4 5th-level slots): *bestow curse, blindness/deafness, charm person, confusion, contagion, detect thoughts, dissonant whispers, hex, magic circle, phantasmal force, scrying, sleep, synaptic static, Tasha's hideous laughter*

Actions

Cane. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) bludgeoning damage.

Frightful Blast. Facilier blows a magic powder in a 30-foot cone. Each creature in that area must make a DC 17 Wisdom saving throw or drop whatever it is holding and become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Facilier's Frightful Blast for the next 24 hours.

One with Shadows. When Facilier is in an area of dim light or darkness, he can use an action to become invisible until he moves or takes an action or a reaction.

Dark Delirium (Recharges after a Short or Long Rest). A creature that Facilier can see within 60 feet of him must make a DC 17 Wisdom saving throw. On a failed save, it is charmed or frightened by Facilier (his choice) for 1 minute or until his concentration is broken (as if concentrating on a spell). This effect ends early if the creature takes any damage.

Until this illusion ends, the creature thinks it is lost in a misty realm, the appearance of which Facilier choose. The creature can see and hear only itself, Facilier, and the illusion.

Legendary Actions

Facilier can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Facilier regains spent legendary actions at the start of his turn.

Spell. Facilier casts a spell.

Move. Facilier moves up to his speed.

Exert Will. One creature charmed by Facilier that he can see must use its reaction to move up to its speed as he directs or to make a weapon attack against a target that he designates.

Cauldron Born Warrior

Medium undead, lawful evil

Armor Class 13 (armor scraps)
Hit Points 13 (2d8 + 4)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	15 (+2)	6 (-2)	8 (-1)	5 (-3)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities necrotic, poison, psychic
Condition Immunities charmed, exhaustion, frightened, poisoned, unconscious
Senses darkvision 60 ft., passive Perception 9
Languages understands all languages it knew in life but can't speak
Challenge 1 (200 XP)

Growing Ranks. When a humanoid dies from the warrior's attacks, its corpse reanimates as a new Cauldron Born Warrior at the start of the warrior's next turn.

Undead Fortitude. If damage reduces the warrior to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the warrior drops to 1 hit point instead.

Actions

Multiattack. The warrior makes two melee attacks or two ranged attacks.

Shortsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Shortbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Gwythaint

Medium dragon, neutral evil

Armor Class 12
Hit Points 9 (2d8)
Speed 10 ft., fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	11 (+0)	4 (-3)	12 (+1)	4 (-3)

Skills Perception +3
Senses darkvision 60 ft., passive Perception 13
Languages --
Challenge 1/2 (100 XP)

Flyby. The gwythaint doesn't provoke an opportunity attack when it flies out of an enemy's reach.

Keen Sight and Smell. The gwythaint has advantage on Wisdom (Perception) checks that rely on sight or smell.

Pack Tactics. The gwythaint has advantage on an attack roll against a creature if at least one of the gwythaint's allies is within 5 feet of the creature and the ally isn't incapacitated.

Actions

Multiattack. The gwythaint makes two attacks: one with its bite and one with its claws.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) piercing damage.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) piercing damage. If the target is a Medium or smaller creature, it is grappled (escape DC 12).

Arawn, the Horned King

Medium undead, neutral evil

Armor Class 17 (natural armor)
Hit Points 170 (20d8 + 80)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	18 (+4)	20 (+5)	14 (+2)	13 (+1)

Saving Throws Con +11, Int +12, Wis +9, Cha +8
Skills Arcana +12, History +12, Insight +9, Perception +9
Damage Resistances cold, lightning, necrotic
Damage Immunities poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned
Senses truesight 120 ft., passive Perception 19
Languages Common plus up to five other languages
Challenge 22 (41,000 XP)

Spellcasting. Arawn is an 18th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 20, +12 to hit with spell attacks). Arawn has the following wizard spells prepared:

Cantrips (at will): *chill touch, mage hand, prestidigitation, toll the dead*

1st level (4 slots): *detect magic, mage armor, shield, ray of sickness*

2nd level (3 slots): *acid arrow, detect thoughts, invisibility, ray of enfeeblement*

3rd level (3 slots): *animate dead, counterspell, dispel magic, vampiric touch*

4th level (3 slots): *blight, Evard's black tentacles, polymorph, shadow of moil*

5th level (3 slots): *cloudkill, danse macabre, scrying*

6th level (1 slot): *circle of death, create undead*

7th level (1 slot): *finger of death*

8th level (1 slot): *Abi-Dalzim's horrid wilting*

9th level (1 slot): *power word kill*

Legendary Resistance (3/Day). If Arawn fails a saving throw, he can choose to succeed instead.

Master of the Grave. While within 30 feet of Arawn, any undead ally of Arawn makes saving throws with advantage, and that ally regains 1d6 hit points whenever it starts its turn there.

Turn Immunity. Arawn is immune to effects that turn undead.

Actions

Noxious Touch. *Melee Spell Attack:* +12 to hit, reach 5 ft., one creature. *Hit:* 14 (4d6) poison damage, and the target must succeed on a DC 20 Constitution saving throw or be poisoned for 1 minute. The poisoned target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Life Drain. Arawn targets up to three creatures that he can see within 10 feet of it. Each target must succeed on a DC 19 Constitution saving throw or take 21 (6d6) necrotic damage, and Arawn regains hit points equal to the total damage dealt to all targets.

Shadow Teleport. Arawn, along with any equipment he is wearing or carrying, teleport to an unoccupied space within 500 feet of him, provided that the starting space and the destination are in dim light or darkness. The destination must be a place the Arawn has seen before, but it need not be within line of sight. If the destination space is occupied, the teleportation leads to the nearest unoccupied space.

Legendary Actions

Arawn can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Arawn regains spent legendary actions at the start of his turn.

Cantrip. Arawn casts one of his cantrips.

Shadow Teleport. Arawn uses Shadow Teleport.

Noxious Touch (Costs 2 Actions). Arawn uses Noxious Touch.

Disrupt Life (Costs 3 Actions). Each creature within 30 feet of Arawn must make a DC 20 Constitution saving throw, taking 21 (6d6) necrotic damage on a failed save, or half as much damage on a successful one.

Crew of Kakamora Pirates

Gargantuan swarm of Tiny humanoids (goblinoids), chaotic evil

Armor Class 14 (coconut armor)
Hit Points 147 (14d20)
Speed 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	11 (+0)	12 (+1)	12 (+1)	6 (-2)

Skills Acrobatics +6, Perception +4
Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned
Senses passive Perception 14
Languages Kakamora
Challenge 5 (1,800 XP)

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

Actions

Multiattack. The swarm makes three melee attacks.

Spears. *Melee Weapon Attack:* +6 to hit, reach 0 ft., one creature. *Hit:* 10 (4d4) piercing damage, or 5 (2d4) piercing damage if the swarm has half of its hit points or fewer.

Blowguns. The swarm chooses up to three creatures it can see within 100 feet of it. Each target must succeed on a DC 14 Dexterity saving throw, or it takes 1 piercing damage and is poisoned for 24 hours. Until this poison ends, the target is paralyzed.

Kakamora Pirate

Tiny humanoid (goblinoid), chaotic evil

Armor Class 13 (coconut armor)
Hit Points 5 (2d4)
Speed 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
5 (-3)	14 (+2)	11 (+0)	12 (+1)	11 (+0)	5 (-3)

Skills Acrobatics +4, Perception +2
Senses passive Perception 12
Languages Kakamora
Challenge 1/2 (100 XP)

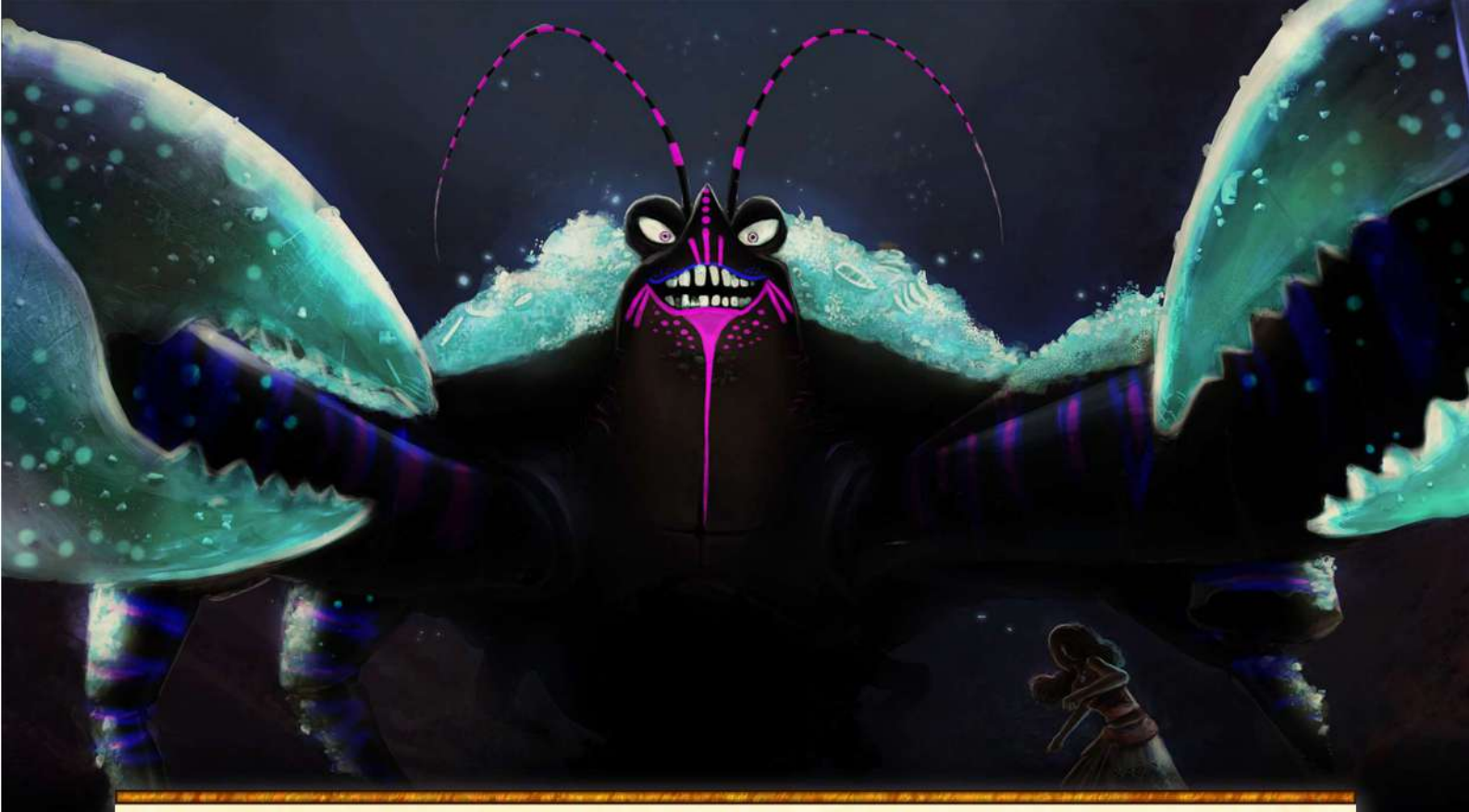
Actions

Spear. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 4 (1d4 + 2) piercing damage.

Blowgun. *Ranged Weapon Attack:* +4 to hit, range 25/100 ft., one target. *Hit:* 1 piercing damage, and the target must succeed on a DC 11 Constitution saving throw or be poisoned for 24 hours. Until this poison ends, the target is paralyzed.

Kakamora Island Warship

Gargantuan vehicle (100 ft. by 75 ft.)
Creature Capacity 300 Tiny crew
Cargo Capacity 100 tons
Travel Pace 4 miles per hour (96 miles per day)
| **STR** 20 (+5) | **DEX** 4 (-3) | **CON** 20 (+5) |
Damage Immunities poison, psychic
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, incapacitated, paralyzed, petrified, poisoned, prone, stunned, unconscious
Hull - AC 15, HP 500 (damage threshold 20)
Control: Helm - AC 18, HP 50
Move up to the speed of one of its movement components, with one 90-degree turn. If the helm is destroyed, the warship can't turn.
Movement: Sails (water) - AC 12, HP 100 (–10 ft. speed per 25 damage taken)
Speed: 35 ft.; 15 ft. while sailing into the wind; 50 ft. while sailing with the wind
Weapons: Harpoons (12) - AC 10, HP 30 each
Ranged Weapon Attack: +6 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10) piercing damage, and the target is grappled (escape Athletics DC 14).
Actions On its turn, the warship can move using its helm. It can also fire its Harpoons. If it has half its crew or fewer, it moves at half speed and can fire only half of its weapons.



Tamatoa the Covetous

Gargantuan beast, neutral evil

Armor Class 18 (natural armor)
Hit Points 310 (20d20 + 100)
Speed 30 ft., swim 60 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	16 (+3)	20 (+5)	9 (-1)	11 (+0)	16 (+3)

Saving Throws Str +14, Con +11
Skills Performance +9, Stealth +9
Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks
Senses blindsight 30 ft., darkvision 120 ft., passive Perception 10
Languages Common
Challenge 18 (20,000 XP)

Amphibious. Tamatoa can breathe air and water.

Bioluminescence. Tamatoa emits dim light to a distance of 15 feet when in total darkness.

Charge. If Tamatoa moves at least 20 feet straight toward a target and then hits it with a claw attack on the same turn, the target takes an extra 26 (4d12) bludgeoning damage.

Legendary Resistance (3/Day). If Tamatoa fails a saving throw, he can choose to succeed instead.

Shell Camouflage. While Tamatoa remains motionless with his eyestalks and pincers tucked close to his body, he resembles a massive pile of treasure and gold. A creature within 30 feet of it can discern his true nature with a successful DC 15 Intelligence (Nature) check.

Siege Monster. Tamatoa deals double damage to objects and structures.

Actions

Multiattack. Tamatoa makes two attacks with his claws.

Claw. *Melee Weapon Attack:* +14 to hit, reach 20 ft., one target. *Hit:* 47 (6d12 + 8) bludgeoning damage, and the target is grappled (escape DC 22). Tamatoa has two claws, each of which can grapple only one target.

Dazzle. Tamatoa flashes his shiny carapace. Each creature within 60 feet that can see Tamatoa must succeed on a DC 19 Wisdom saving throw or be charmed for 1 minute. While charmed, the creature is incapacitated and uses all of its movement on each of its turns to move closer to Tamatoa until it is within 5 feet of him. Whenever the creature takes damage, it can repeat the saving throw. An incapacitated target can also repeat the saving throw at the end of each of its turns. If the saving throw is successful, the effect ends on it.

Legendary Actions

Tamatoa can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Tamatoa regains spent legendary actions at the start of his turn.

Attack. Tamatoa makes one claw attack.

Ground Slam (Costs 2 Actions). Tamatoa slams the ground, triggering an earth tremor. All other creatures on the ground within 30 feet of Tamatoa must succeed on a DC 22 Strength saving throw or be knocked prone.

Dazzle (Costs 3 Actions). Tamatoa uses his Dazzle ability.

Te Ka, the Burning One

Gargantuan elemental (titan), chaotic neutral

Armor Class 25 (natural armor)
Hit Points 410 (20d20 + 200)
Speed 100 ft., burrow 500 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	6 (-2)	30 (+10)	10 (+0)	18 (+4)	30 (+10)

Saving Throws Con +19, Wis +13, Cha +19
Damage Immunities fire, lightning, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, poisoned, prone, unconscious
Senses darkvision 120 ft., passive Perception 14
Languages Primordial
Challenge 30 (155,000 XP)

Empowered Attacks. Te Ka's attacks are treated as magical for the purpose of bypassing resistance and immunity to nonmagical weapons.

Illumination. Te Ka sheds bright light in a 60-foot radius and dim light for an additional 60 feet.

Immutable Form. Te Ka is immune to any spell or effect that would alter her form.

Innate Spellcasting. Te Ka's innate spellcasting ability is Charisma (spell save DC 27, +19 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

At will: *fire storm, incendiary cloud, wall of fire*

Legendary Resistance (5/Day). If Te Ka fails a saving throw, she can choose to succeed instead.

Magic Resistance. Te Ka has advantage on saving throws against spells and other magical effects.

Regeneration. Te Ka regains 100 hit points at the start of each of her turns if she has at least 1 hit point and has taken less than 50 cold damage since the start of her last turn.

Rooted. Te Ka automatically succeeds on all Strength saving throws and cannot be knocked prone.

Water Susceptibility. For every 5 feet Te Ka moves in water, or for every gallon of water splashed on her, she takes 1 cold damage.

Actions

Slam. *Melee Weapon Attack:* +19 to hit, reach 60 ft., one target. *Hit:* 75 (10d12 + 10) bludgeoning damage plus 35 (10d6) fire damage. The target must succeed on a DC 27 Strength saving throw or be pushed 60 feet back and be knocked prone.

Molten Meteor. Te Ka chooses a point within 1000 feet of her. All creatures within 20 feet of that point must succeed on a DC 27 Dexterity saving throw, taking 70 (20d6) fire damage and 70 (20d6) bludgeoning damage on a failed save, or half as much damage on a successful one. All flammable objects in the area catch fire.

Legendary Actions

Te Ka can take 5 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Te Ka regains spent legendary actions at the start of her turn.

Spell. Te Ka casts a spell or uses Molten Meteor.

Fire Breath (Costs 2 Actions). Te Ka breathes fire in a 90-foot cone. Each creature in that area must make a DC 27 Dexterity saving throw, taking 91 (26d6) fire damage on a failed save, or half as much damage on a successful one.

Heat Wave (Costs 3 Actions). Te Ka unleashes a blast of heat all around her. Each creature within 60 feet of Te Ka must make a DC 27 Constitution saving throw against this magic, taking 42 (12d6) fire damage on a failed save, or half as much damage on a successful one. All flammable objects in that range are instantly incinerated. Flammable objects within 100 feet of Te Ka that are not incinerated catch fire.

Sweep (Costs 3 Actions). Te Ka makes a slam attack against each creature within 60 feet of her.

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Mountain Firebird

Gargantuan elemental (titan), chaotic neutral

Armor Class 18
Hit Points 738 (36d20 + 360)
Speed 300 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	26 (+8)	30 (+10)	2 (-4)	30 (+10)	20 (+5)

Saving Throws Str +18, Con +18, Cha +13
Damage Immunities fire, lightning, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, poisoned, prone, unconscious
Senses blindsight 60 ft., darkvision 300 ft., passive Perception 20
Languages --
Challenge 28 (120,000 XP)

Empowered Attacks. The firebird's attacks are treated as magical for the purpose of bypassing resistance and immunity to nonmagical weapons.

Fire Aura. At the start of each of the firebird's turns, each creature within 60 feet of it takes 35 (10d6) fire damage, and flammable objects in the aura that aren't being worn or carried ignite. A creature also takes 35 (10d6) fire damage from touching the firebird or from hitting it with a melee attack while within 10 feet of it, and a creature takes that damage the first time on a turn that the firebird moves into its space.

Fiery Death and Rebirth. When the firebird dies, it explodes. Each creature within 60-feet of it must make a DC 20 Dexterity saving throw, taking 22 (4d10) fire damage on a failed save, or half as much damage on a successful one. The fire ignites flammable objects in the area that aren't worn or carried.

The explosion destroys the firebird's body and leaves behind an egg-shaped boulder that weighs 50 tons. The boulder is blazing hot for up to 2d10 hours, dealing 21 (6d6) fire damage to any creature that touches it, though no more than once per round. The boulder is immune to all damage, and it hatches a new firebird after 5d20 + 50 years.

Illumination. The firebird sheds bright light in a 60-foot radius and dim light for an additional 60 feet.

Immutable Form. The firebird is immune to any spell or effect that would alter its form.

Lava Form. The firebird can enter a hostile creature's space and stop there. It can move through a space as narrow as 5 feet without squeezing if lava could pass through that space.

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

Siege Monster. The firebird deals double damage to objects and structures.

Water Susceptibility. For every 5 feet the firebird moves in water, or for every gallon of water splashed on it, it takes 1 cold damage.

Actions

Multiattack. The firebird makes two slam attacks.

Slam. *Melee Weapon Attack:* +18 to hit, reach 60 ft., one target. *Hit:* 49 (6d12 + 10) bludgeoning damage plus 35 (10d6) fire damage.

Spew Lava. The firebird shoots lava in a 300-foot line that is 15 feet wide. Each creature in that line must make a DC 26 Dexterity saving throw. On a failure, a target takes 42 (12d6) bludgeoning damage and 42 (12d6) fire damage and is restrained. On a success, a target takes half the damage and isn't restrained. A target can free itself by spending an action to make a DC 26 Strength check.

Legendary Actions

The firebird can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The firebird regains spent legendary actions at the start of its turn.

Attack. The firebird uses a slam attack or uses spew lava.

Smoke Cloud (Costs 2 Actions). The firebird exhales a billowing cloud of hot smoke and embers that fills a 60-foot cube. Each creature in that area takes 22 (4d10) fire damage. The cloud lasts until the end of the firebird's next turn. Creatures completely within the cloud are blinded and can't be seen.

Sweep (Costs 3 Actions). The firebird makes a slam attack against each creature within 60 feet of it.

LYTHOS, MOUNTAIN KING

Gargantuan elemental (titan), chaotic evil

Armor Class 18 (natural armor)
Hit Points 533 (26d20 + 260)
Speed 100 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	10 (+0)	30 (+10)	6 (-2)	18 (+4)	18 (+4)

Saving Throws Str +16, Con +16, Cha +10
Damage Resistances cold, fire
Damage Immunities poison; bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, poisoned, prone, unconscious
Senses darkvision 300 ft., passive Perception 14
Languages Common, Primordial
Challenge 20 (25,000 XP)

Earth-Shaking Movement. As a bonus action after moving at least 30 feet on the ground, Lythos can send a shock wave through the ground in a 300-foot-radius circle centered on himself, creating difficult terrain. Each creature and structure in the area takes 21 (6d6) thunder damage. Checks made to maintain concentration on a spell from this damage have disadvantage.

Legendary Resistance (3/Day). If Lythos fails a saving throw, he can choose to succeed instead.

Siege Monster. Lythos deals double damage to objects and structures.

Two Heads. Lythos has advantage on saving throws against being blinded, deafened, and stunned.

Actions

Slam. *Melee Weapon Attack:* +16 to hit, reach 60 ft., one target. *Hit:* 136 (12d20 + 10) bludgeoning damage. The target must succeed on a DC 24 Strength saving throw or be pushed 60 feet back and be knocked prone.

Hurl Boulder. *Ranged Weapon Attack:* +16 to hit, range 500 ft., one target. *Hit:* 49 (6d12 + 10) bludgeoning damage. Each creature within 20 feet of the impact must succeed on a DC 24 Dexterity saving throw. On a failure, a target takes 26 (4d12) bludgeoning damage and is knocked prone, taking half as much damage and not being knocked prone on a success.

HYDROS, THE LURKER

Gargantuan elemental (titan), chaotic evil

Armor Class 18 (natural armor)
Hit Points 451 (22d20 + 220)
Speed 100 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	14 (+2)	30 (+10)	6 (-2)	18 (+4)	18 (+4)

Saving Throws Str +13, Con +16, Cha +10
Damage Immunities cold, poison; bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, poisoned, prone, unconscious
Senses darkvision 300 ft., passive Perception 14
Languages Common, Primordial
Challenge 20 (25,000 XP)

Cold Aura. Any creature that starts its turn within 60 feet of Hydros takes 55 (10d10) cold damage.

Innate Spellcasting. Hydros's innate spellcasting ability is Constitution (spell save DC 24, +16 to hit with spell attacks). He can innately cast the following spells at 9th level, requiring no material components:

At will: *ice storm, Otiluke's freezing sphere, wall of ice*

Legendary Resistance (3/Day). If Hydros fails a saving throw, he can choose to succeed instead.

Actions

Blizzard Breath. Hydros exhales an icy blast in a 200-foot cone. Each creature in that area not behind total cover must make a DC 24 Constitution saving throw. On a failure, a target takes 45 (10d8) piercing damage and 45 (10d8) cold damage and is restrained. On a success, a target takes half the damage, but is not restrained.

Pyros, Lord of Flame

Gargantuan elemental (titan), chaotic evil

Armor Class 9
Hit Points 615 (30d20 + 300)
Speed 100 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	8 (-1)	30 (+10)	6 (-2)	18 (+4)	18 (+4)

Saving Throws Str +15, Con +16, Cha +10
Damage Immunities fire, poison; bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, poisoned, prone, unconscious
Senses darkvision 300 ft., passive Perception 14
Languages Common, Primordial
Challenge 20 (25,000 XP)

Fire Aura. At the start of each of Pyros's turns, each creature within 60 feet of it takes 35 (10d6) fire damage, and flammable objects in the aura that aren't being worn or carried ignite. A creature also takes 35 (10d6) fire damage from touching Pyros or from hitting it with a melee attack while within 10 feet of it, and a creature takes that damage the first time on a turn that Pyros moves into its space.

Illumination. Pyros sheds bright light in a 60-foot radius and dim light for an additional 60 feet.

Lava Form. Pyros can enter a hostile creature's space and stop there. It can move through a space as narrow as 5 feet without squeezing if lava could pass through that space.

Legendary Resistance (3/Day). If Pyros fails a saving throw, he can choose to succeed instead.

Actions

Spew Lava. Pyros shoots lava in a 300-foot line that is 15 feet wide. Each creature in that line must make a DC 24 Dexterity saving throw. On a failure, a target takes 42 (12d6) bludgeoning damage and 42 (12d6) fire damage and is restrained. On a success, a target takes half the damage, but is not restrained. A target can free itself by spending an action to make a DC 24 Strength check.

Stratos, the Mystic Voice

Gargantuan elemental (titan), chaotic evil

Armor Class 20
Hit Points 369 (18d20 + 180)
Speed 100 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	30 (+10)	30 (+10)	6 (-2)	18 (+4)	18 (+4)

Saving Throws Str +14, Con +16, Cha +10
Damage Immunities lightning, poison, thunder; bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, poisoned, prone, unconscious
Senses darkvision 300 ft., passive Perception 14
Languages Common, Primordial
Challenge 20 (25,000 XP)

Legendary Resistance (3/Day). If Stratos fails a saving throw, he can choose to succeed instead.

Living Storm. Stratos is always at the center of a storm 1 mile in diameter. Heavy precipitation in the form of either rain or snow falls there, causing the area to be lightly obscured. Heavy rain also extinguishes open flames and imposes disadvantage on Wisdom (Perception) checks that rely on hearing.

In addition, strong winds swirl in the area covered by the storm. The winds impose disadvantage on ranged attack rolls. The winds extinguish open flames and disperse fog.

Siege Monster. Stratos deals double damage to objects and structures.

Actions

Tornado. Each creature within 60 feet of Stratos must make a DC 24 Strength saving throw. Flying creatures make this saving throw with disadvantage. On a failure, a target is drawn into Stratos's body and takes 65 (10d10 + 10) bludgeoning damage. The target is also grappled (escape DC 24). Until this grapple ends, the target is restrained.

At the start of each of Stratos's turns, each target grappled by him takes 43 (6d10 + 10) bludgeoning damage. A creature within 5 feet of the elemental can pull a creature or object out of it by taking an action to make a DC 24 Strength check and succeeding.

River of Lost Souls

Gargantuan swarm of Medium undead, unaligned

Armor Class 17
Hit Points 406 (28d20 + 112)
Speed 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
20 (+5)	22 (+6)	18 (+4)	6 (-2)	18 (+4)	8 (-1)

Saving Throws Str +11, Con +10
Damage Resistances acid, cold, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities necrotic, poison
Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained, stunned
Senses darkvision 60 ft., passive Perception 14
Languages the languages they knew in life
Challenge 18 (20,000 XP)

Aura of Death. Each creature that starts its turn in the swarm's space must make a DC 20 Constitution saving throw, taking 21 (6d6) necrotic damage on a failed save, or taking half as much damage on a successful one. The creature then ages a number of years equal to the amount of damage taken, instantly dying if they would be aged more than twice their race's average life expectancy.

Incorporeal Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object. The swarm can't regain hit points or gain temporary hit points.

Actions

Multiattack. The swarm uses its whelm, then makes two melee attacks.

Strength Drain. *Melee Weapon Attack:* +12 to hit, reach 0 ft., one creature. *Hit:* 28 (8d6) necrotic damage, or 14 (4d6) if the swarm has half of its hit points or fewer. The target's Strength score is reduced by 4d4, or 2d4 if the swarm has half its hit points or fewer. The target dies if this reduces its Strength to 0. Otherwise, the reduction lasts until the target finishes a short or long rest.

Whelm. Each creature within the swarm's space must make a DC 20 Strength saving throw. On a failure, a target takes 21 (6d6) necrotic damage. If it is Huge or smaller, it is also grappled (escape DC 20). Until

Lost Soul

Medium undead, unaligned

Armor Class 12
Hit Points 14 (4d8 - 4)
Speed 0 ft., fly 20 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
6 (-2)	14 (+2)	8 (-1)	6 (-2)	10 (+0)	8 (-1)

Damage Resistances acid, cold, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities necrotic, poison
Condition Immunities exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft., passive Perception 10
Languages the languages it knew in life
Challenge 1 (200 XP)

Consume Life. As a bonus action, the soul can target one creature it can see within 5 feet of it that has 0 hit points and is still alive. The target must succeed on a DC 10 Constitution saving throw against this magic or die. If the target dies, the soul regains 7 (2d6) hit points.

Ephemeral. The soul can't wear or carry anything.

Incorporeal Movement. The soul can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Actions

Strength Drain. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 9 (2d6 + 2) necrotic damage, and the target's Strength score is reduced by 1d4. The target dies if this reduces its Strength to 0. Otherwise, the reduction lasts until the target finishes a short or long rest.

Invisibility. The soul magically becomes invisible until it attacks or uses its Consume Life, or until its concentration ends (as if concentrating on a spell).

Hades, Lord of the Dead

Gargantuan celestial (shapechanger), lawful evil

Armor Class 25 (natural armor)
Hit Points 738 (36d20 + 360)
Speed 0 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	6 (-2)	30 (+10)	26 (+8)	26 (+8)	30 (+10)

Saving Throws Con +19, Wis +19, Cha +19
Skills Arcana +23, Deception +19, History +23, Insight +19, Perception +28, Persuasion +19, Religion +14
Damage Resistances lightning, psychic, thunder
Damage Immunities cold, fire, necrotic, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, incapacitated, poisoned, prone, unconscious
Senses darkvision 120 ft., truesight 60, passive Perception 38
Languages all languages
Challenge 30 (155,000 XP)

Empowered Attacks. Hades's attacks and the attacks of his conjured undead are treated as magical for the purpose of bypassing resistance and immunity to nonmagical weapons.

Discorporation. When Hades drops to 0 hit points or dies, his body is destroyed but his essence travels back to his domain in the underworld, and he is unable to take physical form for a time.

Divine Spellcasting. Hades's innate spellcasting ability is Charisma (spell save DC 27, +19 to hit with spell attacks). He can innately cast the following spells at 9th level, requiring no components:

At will: *Abi-Dalzim's horrid wilting, counterspell, create undead, cure wounds, danse macabre, detect magic, dispel magic, finger of death, hold person, plane shift, polymorph, raise dead, soul cage, speak with dead, teleport*

3/day: *divine word, power word heal, power word kill, power word pain, power word stun*

Legendary Resistance (5/Day). If Hades fails a saving throw, he can choose to succeed instead.

Limited Magic Immunity. Hades can't be affected or detected by spells of 6th level or lower unless he wishes to be. He has advantage on saving throws against all other spells and magical effects.

Regeneration. Hades regains 50 hit points at the start of his turn.

Shapechanger. Hades can use an action to magically polymorph into a humanoid, beast, celestial, or fiend that has a challenge rating no higher than his own, or back into his true form. He reverts to his true form if he dies. Any equipment he is wearing or carrying is absorbed or borne by the new form (Hades's choice).

In a new form, Hades retains his alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. His statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

Actions

Deathly Touch. *Melee Spell Attack:* automatic hit, reach 5 ft., one target. *Hit:* 60 necrotic damage. The target must succeed on a DC 27 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. The target dies if its hit point maximum is reduced to 0. This reduction to the target's hit point maximum lasts until the target finishes a long rest.

Summon Dead. Hades conjures 1d6 undead creatures within 60 feet of him. The creatures each roll initiative when they appear.

Legendary Actions

Hades can take 5 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Hades regains spent legendary actions at the start of his turn.

Spell. Hades casts a spell or uses his Deathly Touch.

Quench Magic. Hades targets one creature that he can see within 60 feet of him. Any resistance or immunity to damage that the target gains from a spell or a magic item is suppressed. This effect lasts until the end of Hades's next turn.

Teleport (Costs 2 Actions). Hades magically teleports up to 120 feet to an unoccupied space he can see, along with anything he is wearing or carrying.

Creeping Death (Costs 2 Actions). Hades chooses a point on the ground that he can see within 100 feet of him. A cylinder of swirling necrotic energy 60 feet tall and with a 10-foot radius rises from that point and lasts until the end of Hades's next turn. Creatures in that area are vulnerable to necrotic damage.

Disrupt Life (Costs 3 Actions). Each creature within 60 feet of Hades must make a DC 27 Constitution saving throw, taking 39 (10d12) necrotic damage on a failed save, or half as much damage on a successful one.

Frolicking Demon

Medium fiend (demon), chaotic evil

Armor Class 13
Hit Points 18 (4d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	10 (+0)	6 (-2)	9 (-1)	14 (+2)

Saving Throws Dex +5
Skills Acrobatics +5, Performance +4
Damage Resistances cold, fire, lightning
Damage Immunities poison
Condition Immunities poisoned
Senses darkvision 120 ft., passive Perception 9
Languages Abyssal, Common
Challenge 1 (200 XP)

Evasion. If the demon is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the demon instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Shapechanger. The demon can use its action to polymorph into a beast that has a challenge rating no higher than its own, or back into its true form. Its statistics are the same in each form, except it takes on the speed of the new form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

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

Actions

Claws (Bite in Beast Form). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Frenzied Dance (1/Day). The demon performs a strange and wild dance. For 1 minute, any fiend

Frolicking Pandemonium

Gargantuan swarm of Medium fiends (demons), chaotic evil

Armor Class 14
Hit Points 406 (28d20 + 112)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	18 (+4)	11 (+0)	6 (-2)	9 (-1)	20 (+5)

Saving Throws Dex +8
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing
Damage Immunities poison
Condition Immunities charmed, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained, stunned
Senses darkvision 120 ft., passive Perception 9
Languages Abyssal, Common
Challenge 9 (5,000 XP)

Frenzied Dancing (1/Day). The dancing of the swarm is ever growing in its intensity. As a bonus action, the swarm can begin dancing for up to 1 minute or until it is incapacitated. At the beginning of each of its turns while dancing, the swarm gains a charge. The swarm deals an additional 3 (1d6) necrotic damage on each of its attacks for every charge it currently has. The swarm loses all charges when it stops dancing.

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

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

Actions

Multiattack. The swarm makes three melee attacks.

Claws. *Melee Weapon Attack:* +9 to hit, reach 0 ft., one target. *Hit:* 14 (4d6) slashing damage, or 7 (2d6) slashing damage if the swarm has half of its hit points or fewer.

Chernabog the Dark God

Gargantuan fiend (demon, titan), chaotic evil

Armor Class 25 (natural armor)
Hit Points 410 (20d20 + 200)
Speed 0 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	6 (-2)	30 (+10)	26 (+8)	26 (+8)	30 (+10)

Saving Throws Con +19, Wis +17, Cha +19
Skills Insight +26, Perception +26
Damage Immunities cold, fire, necrotic, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities blinded, charmed, deafened, frightened, poisoned, prone, stunned
Senses darkvision 300 ft., truesight 120 ft., passive Perception 36
Languages Abyssal, telepathy 500 ft.
Challenge 30 (155,000 XP)

Empowered Attacks. Chernabog's attacks and the attacks of his conjured minions are treated as magical for the purpose of bypassing resistance and immunity to nonmagical weapons.

Discorporation. When Chernabog drops to 0 hit points or dies, he retreats back into his mountain, and he is unable to take physical form for a time.

Divine Spellcasting. Chernabog's innate spellcasting ability is Charisma (spell save DC 27, +19 to hit with spell attacks). He can innately cast the following spells at 9th level, requiring no components:

At will: *counterspell, dispel magic, finger of death, hellish rebuke* (within 300 ft.), *hold person*

3/day: *divine word, power word kill, power word pain, power word stun, storm of vengeance*

Immutable Form. Chernabog is immune to any spell or effect that would alter his form.

Legendary Resistance (5/Day). If Chernabog fails a saving throw, he can choose to succeed instead.

Limited Magic Immunity. Chernabog can't be affected or detected by spells of 6th level or lower unless he wishes to be. He has advantage on saving throws against all other spells and magical effects.

Sunlight Sensitivity. While in sunlight, Chernabog has disadvantage on attack rolls and on Wisdom (Perception) checks that rely on sight. He also in unable to regain hit points while in direct sunlight.

Rooted. Chernabog automatically succeeds on all Strength saving throws and cannot be knocked prone.

Actions

Multiattack. Chernabog can use his Frightful Presence. He then makes two slam attacks.

Slam. *Melee Weapon Attack:* +19 to hit, reach 60 ft., one target. *Hit:* 75 (10d12 + 10) bludgeoning damage plus 35 (10d6) necrotic damage. The target must succeed on a DC 27 Strength saving throw or be pushed 60 feet back and be knocked prone.

Frightful Presence. Each creature of Chernabog's choice that is within 300 feet of Chernabog and aware of him must succeed on a DC 27 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Chernabog's Frightful Presence for the next 24 hours.

Summon Minions. Chernabog conjures 1d6 fiends or undead creatures within 60 feet of him. The creatures each roll initiative when they appear.

Dark Sacrifice. Chernabog throws 1d6 allied creatures within 60 feet of him into his pit of fire where they die instantly. He regains 10 hit points for every creature sacrificed this way. Creatures within 60 feet of Chernabog must make a DC 27 Dexterity saving throw, taking 91 (26d6) fire damage on a failed save, or half as much damage on a successful one.

Legendary Actions

Chernabog can take 5 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Chernabog regains spent legendary actions at the start of his turn.

Spell. Chernabog casts a spell or uses Dark Sacrifice.

Fire Breath (Costs 2 Actions). Chernabog breathes fire in a 90-foot cone. Each creature in that area must make a DC 27 Dexterity saving throw, taking 91 (26d6) fire damage on a failed save, or half as much damage on a successful one.

Wing Attack (Costs 2 Actions). Chernabog beats his wings. Each creature within 60 feet of Chernabog must succeed on a DC 27 Dexterity saving throw or take 49 (6d12 + 10) bludgeoning damage and be knocked prone.

Sweep (Costs 3 Actions). Chernabog makes a slam attack against each creature within 60 feet of him.

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