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**1. Races.** Common: humans, dwarves, elves and half-aurks. Uncommon: half-elves. Rare: Abaxhwalile and half-demons.

**2. Classes.** Common: fighter, rogue and cleric. Uncommon: ranger, wizard, sorcerer and druid. Rare: barbarian, shaman, warlock and samurai.

**3. Feats.**

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**9. Gods.** Krása, Vasara, Egükia, Kratnik, Smojākura, Kallo, Brann, Cefnør and Viedan.

**Races.**

**Humans:**

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Most humans are the descendants of pioneers, conquerors, traders, travelers, refugees, and other people on the move. As a result, human lands are home to a mix of people—physically, culturally, religiously, and politically different. Hardy or fine, light-skinned or dark, showy or austere, primitive or civilized, devout or impious, humans run the gamut.

**Personality:** Humans are the most adaptable, flexible, and ambitious people among the common races. They are diverse in their tastes, morals, customs, and habits. Others accuse them of having little respect for history, but it’s only natural that humans, with their relatively short life spans and constantly changing cultures, would have a shorter collective memory than dwarves and elves.

**Physical Description:** Humans typically stand from 5 feet to a little over 6 feet tall and weigh from 125 to 250 pounds, with men noticeably taller and heavier than women. Thanks to their penchant for migration and conquest, and to their short life spans, humans are more physically diverse than other common races. Their skin shades range from nearly black to very pale, their hair from black to blond (curly, kinky, or straight), and their facial hair (for men) from sparse to thick. Plenty of humans have a dash of nonhuman blood, and they may demonstrate hints of elf, orc, or other lineages. Members of this race are often ostentatious or unorthodox in their grooming and dress, sporting unusual hairstyles, fanciful clothes, tattoos, body piercings, and the like. Humans have short life spans, reaching adulthood at about age 15 and rarely living even a single century.

**Relations:** Just as readily as they mix with each other, humans mix with members of other races, among which they are known as “everyone’s second-best friends.” Humans serve as ambassadors, diplomats, magistrates, merchants, and functionaries of all kinds.

**Alignment:** Humans tend toward no particular alignment, not even neutrality. The best and the worst are found among them.

**Human Lands:** Human lands are usually in flux, with new ideas, social changes, innovations, and new leaders constantly coming to the fore. Members of longer-lived races find human culture exciting but eventually a little wearying or even bewildering.

Since humans lead such short lives, their leaders are all young compared to the political, religious, and military leaders among the other races. Even where individual humans are conservative traditionalists, human institutions change with the generations, adapting and evolving faster than parallel institutions among the elves and dwarves. Individually and as a group, humans are adaptable opportunists, and they stay on top of changing political dynamics.

Human lands generally include relatively large numbers of nonhumans (compared, for instance, to the number of non-dwarves who live in dwarven lands).

**Religion:** Unlike members of the other common races, humans do not have a chief racial deity. Kratnik, the wolf, is the most commonly worshiped deity in Zyrous lands, but other lands show fealty as needed. Some humans are the most ardent and zealous adherents of a given religion, while others are the most impious people around.

**Language:** Humans speak Zyrous, Nafirian, Oorlog or D’Tra. They typically learn other languages as well, including obscure ones, and they are fond of sprinkling their speech with words borrowed from other tongues: Orc curses, Elven musical expressions, Dwarven military phrases, and so on.

**Names:** Human names vary greatly. Without a unifying deity to give them a touchstone for their culture, and with such a fast breeding cycle, humans mutate socially at a fast rate. Human culture, therefore, is more diverse than other cultures, and no human names are truly typical. Some human parents give their children dwarven or elven names (pronounced more or less correctly).

**Adventurers:** Human adventurers are the most audacious, daring, and ambitious members of an audacious, daring, and ambitious race. A human can earn glory in the eyes of her fellows by amassing power, wealth, and fame. Humans, more than other people, champion causes rather than territories or groups.

**HUMAN RACIAL TRAITS**

**Medium:** As Medium creatures, humans have no special bonuses or penalties due to their size. Human base land speed is 30 feet.

1 extra feat at 1st level, because humans are quick to master specialized tasks and varied in their talents. See Chapter 3: Feats.

**Automatic Language:** Zyrous, (or native tongue). Bonus Languages: Any (other than secret languages, such as Druidic). See other racial lists for common languages or the Speak Language skill (page 82) for a more comprehensive list. Humans mingle with all kinds of other folk and thus can learn any language found in an area.

**Allowed Classes:** All

**Dwarves:**

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Dwarves are known for their skill in warfare, their ability to with- stand physical and magical punishment, their knowledge of the earth’s secrets, their hard work, and their capacity for drinking ale. Their mysterious kingdoms, carved out from the insides of mountains, are renowned for the marvelous treasures that they produce as gifts or for trade.

**Personality:** Dwarves are slow to laugh or jest and suspicious of strangers, but they are generous to those few who earn their trust. Dwarves value gold, gems, jewelry, and art objects made with these precious materials, and they have been known to succumb to greed. They fight neither recklessly nor timidly, but with a careful courage and tenacity. Their sense of justice is strong, but at its worst it can turn into a thirst for vengeance.

**Physical Description:** Dwarves stand only 4 to 4-1/2 feet tall, but they are so broad and compact that they are, on average, almost as heavy as humans. Dwarf men are slightly taller and noticeably heavier than dwarf women.

Dwarves’ skin is typically deep tan or light brown, and their eyes are dark. Their hair is usually black, gray, or brown, and worn long. Dwarf men value their beards highly and groom them very carefully. Dwarves favor simple styles for their hair, beards, and clothes.

Dwarves are considered adults at about age 40, and they can live to be more than 400 years old.

**Relations:** Dwarves get along with humans and, half-elves. Dwarves say, “The difference between an acquaintance and a friend is about a hundred years.” Humans, with their short life spans, have a hard time forging truly strong bonds with dwarves. The best dwarf-human friendships are between a human and a dwarf who liked the human’s parents and grandparents. Dwarves fail to appreciate elves’ subtlety and art, regarding elves as unpredictable, fickle, and flighty. Still, elves and dwarves have, through the ages, found common cause in battles against orcs. Through many such joint campaigns, the elves have earned the dwarves’ grudging respect. Dwarves mistrust half-orcs in general, and the feeling is mutual. Luckily, dwarves are fair-minded, and they grant individual half-orcs the opportunity to prove themselves.

**Alignment:** Dwarves are usually lawful, and they tend toward good. Adventuring dwarves are less likely to fit the common mold, however, since they’re more likely to be those who did not fit perfectly into dwarven society.

**Dwarven Lands:** Dwarven kingdoms usually lie deep beneath the stony faces of mountains, where the dwarves mine gems and precious metals and forge items of wonder. Trustworthy members of other races are welcome in such settlements, though some parts of these lands are off limits even to them. Whatever wealth the dwarves can’t find in their mountains, they gain through trade. Dwarves dislike water travel, so enterprising humans frequently handle trade in dwarven goods when travel is along a water route.

Dwarves in human lands are typically mercenaries, weapon- smiths, armorsmiths, jewelers, and artisans. Dwarf bodyguards are renowned for their courage and loyalty, and they are well rewarded

for their virtues.

**Religion:** The chief deity of the dwarves is Vasara. He is the creator of the dwarves, and he expects his followers to work for the betterment of the

dwarf race.

**Language:** Dwarves speak Dwarven, which has its own runic script. Dwarven literature is marked by comprehensive histories of kingdoms and wars through the millennia. The Dwarven alphabet is also used (with minor variations) for the Giant, Orc, and Oorlog languages. Dwarves often speak the languages of their friends (humans and elves) and enemies. Some also learn Zyrous and Zafir, depending on the region.

**Names:** A dwarf’s name is granted to him by his clan elder, in accordance with tradition. Every proper dwarven name has been used and reused down through the genera- tions. A dwarf’s name is not his own. It belongs to his clan. If he misuses it or brings shame to it, his clan will strip him of it. A dwarf stripped of his name is forbidden by dwarven law to use any dwarven name in its place.

**Adventurers:** A dwarven adventurer may be motivated by crusading zeal, a love of excitement, or simple greed. As long as his accomplishments bring honor to his clan, his deeds earn him respect and status. Defeating giants and claiming powerful magic weapons are sure ways for a dwarf to earn the respect of other dwarves.

**DWARF RACIAL TRAITS**

**+2 CON, +1 STR, -1 WIS, -2 CHA:** Dwarves are stout and tough but tend to be gruff and reserved.

**Medium:** As Medium creatures, dwarves have no special bonuses or penalties due to their size.

Dwarf base land speed is 20 feet. However, dwarves can move at this speed even when wearing medium or heavy armor or whose speed is reduced in such conditions).

**Darkvision:** Dwarves can see in the dark up to 60 feet. Darkvision is black and white only, but it is otherwise like normal sight, and dwarves can function just fine with no light at all.

**Weapon Familiarity:** Dwarves gain the Cleaving weapon style in addition to class weapon style.

**Allowed Classes:** Barbarian, Cleric (Odin), Fighter, Rogue, Samurai, Warlock.

**Dwarves start with +5 GP.**

**Stonecunning**: This ability grants a dwarf a +2 racial bonus on Search checks to notice unusual stonework, such as sliding walls, stonework traps, new construction (even when built to match the old), unsafe stone surfaces, shaky stone ceilings, and the like. Something that isn’t stone but that is disguised as stone also counts as unusual stonework. A dwarf who merely comes within 10 feet of unusual stonework can make a Search check as if he were actively searching, and a dwarf can use the Search skill to find stonework traps as a rogue can. A dwarf can also intuit depth, sensing his approximate depth underground as naturally as a human can sense which way is up. Dwarves have a sixth sense about stonework, an innate ability that they get plenty of opportunity to practice and hone in their underground homes.

Stability: Dwarves are exceptionally stable on their feet. A dwarf gains a +4 bonus on ability checks made to resist being bull rushed or tripped when standing on the ground (but not when climbing, flying, riding, or otherwise not standing firmly on the ground).

**+2 racial bonus on saving throws against poison:** Dwarves are hardy and resistant to toxins.

**+2 racial bonus on saving throws against spells and spell-like effects: dwarves have an innate resistance to magic spells.**

**+1 racial bonus to attack rolls against orcs** (including half-orcs) and goblinoids (including goblins, hobgoblins, and bugbears): Dwarves are trained in the special combat techniques that allow them to fight their common enemies more effectively.

**+4 dodge bonus to Armor Class against monsters of the giant type** (such as ogres, trolls, and hill giants): This bonus represents special training that dwarves undergo, during which they learn tricks that previous generations developed in their battles with giants. Any time a creature loses its Dexterity bonus (if any) to Armor Class, such as when it’s caught flat-footed, it loses its dodge bonus, too. The *Monster Manual* has information on which creatures are of the giant type.

**+2 racial bonus on Appraise checks** that are related to stone or metal items: Dwarves are familiar with valuable items of all kinds, especially those made of stone or metal.

**Automatic Languages:** Common and Dwarven.

**Favored Class:** Fighter. A multiclass dwarf’s fighter class does not count when determining whether he takes an experience point penalty for multiclassing. (see XP for Multiclass Characters, page 60). Dwarven culture extols the virtues of battle, and the vocation comes easily to dwarves.

**ELVES:**

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Elves are split into three tribes:

**Nafirian** elves are light skinned, black or silver haired and violet eyed. They have a very advanced society and have inbred so much with humans of the Nafirian peninsula, that the term Half-Elf does not exist. Most all humans have elf blood, and live in equal numbers with Elves. Worship of Krása is most common among the Nafirian.

**Narthyrosian** elves are wood skinned, red or brown haired and green eyed. They are ruled by king Narthyr, and have been for millennia. He is very xenophobic and guards the Narthyrosian forest with great magic and will. Few non-Narthyrosian elves have ever entered this forest. Narthyrosians worship Kratnik almost exclusively. Their influence among the Zyrousian Druids is great, although with the murder of all the High-Druids, that influence means little anymore.

**The Kuolema**, evil subterranean worshippers of Kallo. Miners will infrequently report seeing these elves of coal black skin and white hair. Any attempts to communicate with these beings ends with hostility.

**Personality:** Elves are more often amused than excited, and more likely to be curious than greedy. With such a long life span, they tend to keep a broad perspective on events, remaining aloof and unfazed by petty happenstance. When pursuing a goal, however, whether an adventurous mission or learning a new skill or art, they can be focused and relentless. They are slow to make friends and enemies, and even slower to forget them. They reply to petty insults with disdain and to serious insults with vengeance.

**Physical Description:** Elves are short and slim, standing about 4-1/2 to 5-1/2 feet tall and typically weighing 95 to 135 pounds, with elf men the same height as and only marginally heavier than elf women. They are graceful but frail. Elves have no facial or body hair. They prefer simple, comfortable clothes, especially in pastel blues and greens, and they enjoy simple yet elegant jewelry. Elves possess unearthly grace and fine features. Many humans and members of other races find them hauntingly beautiful. An elf reaches adulthood at about 110 years of age and can live to be more than 700 years old.

Elves do not sleep, as members of the other common races do. Instead, an elf meditates in a deep trance for 4 hours a day. An elf resting in this fashion gains the same benefit that a human does from 8 hours of sleep. While meditating, an elf dreams, though these dreams are actually mental exercises that have become reflexive through years of practice. The Common word for an elf’s meditation is “trance,” as in “four hours of trance.”

**Relations:** Elves consider humans rather unrefined and dwarves not at all fun. They look on half-elves with some degree of pity, and they regard half- orcs with unrelenting suspicion. While haughty, elves are not particular the way dwarves can be, and they are generally pleasant and gracious even to those who fall short of elven standards (a category that encompasses just about everybody who’s not an elf).

**Alignment:** Since elves love freedom, variety, and self-expression. They lean strongly toward the gentler aspects of chaos. Generally, they value and protect others’ freedom as well as their own, and they are more often good than not.

**Elven Lands:** Most elves live in woodland clans numbering less than two hundred souls. Their well-hidden villages blend into the trees, doing little harm to the forest. They hunt game, gather food, and grow vegetables, and their skill and magic allowing them to support themselves amply without the need for clearing and plowing land. Their contact with outsiders is usually limited, though some few elves make a good living trading finely worked elven clothes and crafts for the metals that elves have no interest in mining.

Elves encountered in human lands are commonly wandering minstrels, favored artists, or sages. Human nobles compete for the services of elf instructors, who teach swordplay to their children.

**Religion:** Nafirian elves worship Krása, the Goddess of Wine. Narthyrosian elves worship Kratnik, the wolf. Even though elves are the children of Krása and Kallo, Kallo is shunned by all but the Kuolema

**Language:** Elves speak a fluid language of subtle intonations and intricate grammar. While Elven literature is rich and varied, it is the language’s songs and poems that are most famous. Many bards learn Elven so they can add Elven ballads to their repertoires. Others simply memorize Elven songs by sound.

**Adventurers:** Elves take up adventuring out of wanderlust. Life among humans moves at a pace that elves dislike: regimented from day to day but changing from decade to decade. Elves among humans, therefore, find careers that allow them to wander freely and set their own pace. Elves also enjoy demonstrating their prowess with the sword and bow or gaining greater magical powers, and adventuring allows them to do so. Good elves may also be rebels or crusaders.

**ELF RACIAL TRAITS:**

**+2 DEX, +1 CHA, -1 STR, -2 CON:** Elves are graceful but frail. An elf’s grace makes her naturally better at stealth and archery.

**Medium:** As Medium creatures, elves have no special bonuses or penalties due to their size.

Elf base land speed is 30 feet.

**Immunity to magic sleep effects**, and a +2 racial saving throw bonus against enchantment spells or effects.

**Low-light Vision:** An elf can see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination. She retains the ability to distinguish color and detail under these conditions.

**Weapon Proficiency:** Elves are proficient in longsword, rapier, longbow, and shortbow in addition to Class weapon styles.. Elves esteem the arts of swordplay and archery, so all elves are familiar with these weapons.

**+2 racial bonus on Listen, Search, and Spot checks.** An elf who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if she were actively looking for it. An elf’s senses are so keen that she practically has a sixth sense about hidden portals.

**Automatic Languages:** Zyrous or Nafirian, and Elven.

**Favored Class:** Wizard. A multiclass elf’s wizard class does not count when determining whether she takes an experience point penalty for multiclassing (see XP for Multiclass Characters, page 60). Wizardry comes naturally to elves—indeed, they sometimes claim to have invented it, and fighter/wizards are especially common among them.

**Adamanite:** Elves are susceptible to Adamanite poisoning. This otherworldly metal causes immediate sickness in elves, and they cannot wear the armor or use weapons of this material, even with padding/gloves. Many wicked weapons have been devised with this material to target this weakness.

**Allowed classes:** Cleric, (Krása, Kratnik, Egükia or Brann), Fighter, Ranger, Rogue, Sorcerer, Wizard, Druid, Shaman, Warlock

**HALF-ELVES:**

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In the Nafirian lands, humans and elves frequently have children, either in wedlock or out. Half-elves are common, and the blending of the races makes it hard to discern humans and elves in this land as this practice has been ongoing for about 800 years.

Rare is the Narthyrosian or Kuolema half-elf.

**Personality:** Most half-elves have the curiosity, inventiveness, and ambition of the human parent, along with the refined senses, love of nature, and artistic tastes of the elf parent.

**Physical Description:** To humans, half-elves look like elves. To elves, they look like humans—indeed, elves call them half-humans. Half-elf height ranges from under 5 feet to about 6 feet tall, and weight usually ranges from 100 to 180 pounds. Half-elf men are taller and heavier than half-elf women, but the difference is less pronounced than that found among humans. Half-elves are paler, fairer, and smoother-skinned than their human parents, but their actual skin tone, hair color, and other details vary just as human features do. Half-elves’ eyes are violet, just as are those of their elf parents. A half-elf reaches adulthood at age 20 and can live to be over 180 years old.

Most half-elves are the children of human–elf pairings. Some, however, are the children of parents who themselves are partly human and partly elf. Some of these “second generation” half-elves have humanlike eyes, but most still have violet eyes.

**Relations:** Half-elves do well among both elves and humans, and they also get along well with dwarves. They have elven grace without elven aloofness, human energy without human boorishness. They make excellent ambassadors and go- betweens (except between elves and humans, since each side suspects the half-elf of favoring the other). In human lands where elves are distant or not on friendly terms with other races, however, half-elves are viewed with suspicion.

Some half-elves show a marked disfavor toward half-orcs. Perhaps

the similarities between themselves and half-orcs (a partly human lineage) makes these half-elves uncomfortable.

**Alignment:** Half-elves share the chaotic bent of their elven heritage, but, like humans, they tend toward both good and evil in equal proportion. Like elves, they value personal freedom and creative expression, demonstrating neither love of leaders nor desire for followers. They chafe at rules, resent others’ demands, and sometimes prove unreliable, or at least unpredictable.

**Half-Elven Lands:** Nafir.

**Religion:** Any

**Language:** Half-elves speak the languages they are born to, typically Nafirian and Elven. Half-elves are slightly clumsy with the intricate Elven language, though only elves notice, and even so half-elves do better than nonelves. **Adventurers:** Half-elves find themselves drawn to strange careers and unusual company. Taking up the life of an adventurer comes easily to many of them. Like elves, they are driven by wanderlust.

**HALF-ELF RACIAL TRAITS:**

**+1 WIS, -1 CON:** Wisdom is inborn to half-elves, perhaps ebbing from their split racial persona, while they also inherit the elven weak constitution.

**Medium:** As Medium creatures, half-elves have no special bonuses or penalties due to their size.

Half-elf base land speed is 30 feet.

**Immunity to *sleep***spells and similar magical effects, and a +2 racial bonus on saving throw against enchantment spells or effects.

Low-light Vision: A half-elf can see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination. She retains the ability to distinguish color and detail under these conditions.

**+1 racial bonus on Listen, Search, and Spot checks:** A half-elf does not have the elf’s ability to notice secret doors simply by passing near them. Half-elves have keen senses, but not as keen as those of an elf.

Elven Blood: For all effects related to race, a half-elf is considered an elf. Half-elves, for example, are just as vulnerable to special effects that affect elves as their elf ancestors are, and they can use magic items that are only usable by elves. (See the M*onster Manual* for more information about elves, and the *Dungeon Master’s Guide* for more on magic items.)

**Automatic Languages:** Common and Elven.

**Favored Class:** Any. When determining whether a multiclass half- elf takes an experience point penalty, her highest-level class does not count (see XP for Multiclass Characters, page 60).

**Allowed classes:** All but Barbarian

**HALF-ORCS:**

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Chasmgorve is the origininating spot for most if not all Half-Orcs

**Personality:** Half-orcs tend to be short-tempered and sullen. They would rather act than ponder and would rather fight than argue. Those who are successful, however, are those with enough self-control to live in a civilized land, not the crazy ones.

Half-orcs love simple pleasures such as feasting, drinking, boasting, singing, wrestling, drumming, and wild dancing. Refined enjoyments such as poetry, courtly dancing, and philosophy are lost on them. At the right sort of party, a half-orc is an asset. At the duchess’s grand ball, he’s a liability.

**Physical Description:** Half-orcs stand between 6 and 7 feet tall and usually weigh between 180 and 250 pounds. A half-orc’s grayish pigmentation, sloping forehead, jutting jaw, prominent teeth, and coarse body hair make his lineage plain for all to see.

Orcs like scars. They regard battle scars as tokens of pride and ornamental scars as things of beauty. Any half-orc who has lived among or near orcs has scars, whether they are marks of shame indicating servitude and identifying the half-orc’s former owner, or marks of pride recounting conquests and high status. Such a half-orc living among humans may either display or hide his scars, depending on his attitude toward them.

Half-orcs mature a little faster than humans and age noticeably faster. They reach adulthood at age 14, and few live longer than 75 years.

**Relations:** Because orcs are the sworn enemies of dwarves and

elves, half-orcs can have a rough time with members of these races. For that matter, orcs aren’t exactly on good terms with humans either. Each half-orc finds a way to gain acceptance from those who hate or fear his orc cousins. Some half-orcs are reserved, trying not to draw attention to themselves. A few demonstrate piety and good-heartedness as publicly as they can (whether or not such demonstrations are genuine). Others simply try to be so tough that others have no choice but to accept them.

**Alignment:** Half-orcs inherit a tendency toward chaos from their orc parents, but, like their human parents, they favor good and evil in equal proportions. Half-orcs raised among orcs and willing to live out their lives with them are usually the evil ones.

**Half-Orc Lands:** Pawns of Smojakura, all but a few serve in his army.

**Religion:** The god who walks among us,Smojakura is worshipped by most Half-Orcs. Free Half-Orcs worship who they want, but lean towards Cefnør, Kallo or Brann.

**Language:** Orc, which has no alphabet of its own, uses Dwarven script on the rare occasions that someone writes something down. Orc writing turns up most frequently in graffiti.

**Adventurers:** Half-orcs living among humans are drawn almost invariably toward violent careers in which they can put their strength to good use. Frequently shunned from polite company, half-orcs often find acceptance and friendship among adventurers, many of whom are fellow wanderers and outsiders.

**HALF-ORC RACIAL TRAITS:**

**+2 STR, +1 CON, -3 INT, -3 CHA:** Half-orcs are strong, but their orc lineage makes them dull and crude.

**Medium:** As Medium- creatures, half-orcs have no special bonuses or penalties due to their size.

Half-orc base land speed is 30 feet.

**Darkvision:** Half-orcs (and orcs) can see in the dark up to 60 feet. Darkvision is black and white only, but it is otherwise like normal sight, and half-orcs can function just fine with no light at all.

**Orc Blood:** For all effects related to race, a half-orc is considered an orc. Half-orcs, for example, are just as vulnerable to special effects that affect orcs as their orc ancestors are, and they can use magic items that are only usable by orcs. (See the *Monster Manual* for more information about orcs, and the *Dungeon Master’s Guide* for more on magic items.)

**Automatic Languages:** Common and Orc.

**Favored Class:** Barbarian. A multiclass half-orc’s barbarian class does not count when determining whether he takes an experience point penalty (see XP for Multiclass Charact- ers, page 60). Ferocity runs in a half-orc’s veins.

**Allowed classes:** Barbarian, Cleric (Smojakura, Kallow, Cefnør, Brann), Fighter, Rogue, Shaman, Samurai

**HALF-DEMONS:**

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Demons frequently are let loose upon the world as Conjurers attempt to control the foul beasts. Their desire for supremacy over the other worlders is often folly. A Demon will only follow instructions that have bound them magically. And only the most powerful wizards are able to keep these shackles from being torn asunder. It is said that SHAZRIL the Insane personally let loose 100 demons before being eaten by one of the demons.

Before being recalled back to the ether, demons often take advantage of their shape shifting abilities to entice human women. Thus is born the Half-Demon.

Half-Demon children are often killed at birth. Their all black eyes with no iris is seen as an awful omen. But some are swept off by evil priests to have join their ranks. Others are thrown into the woods and raised by wolves. And rarely still are some raised by their parents because they are rumored to be very clever.

**Personality:** Half-Demons vary in personality as widely as humans, but their increased intelligence brings out a morose tendency in these beings. They are quicker to lash out in anger than humans, and frequently fall into depressed states when things do not go their way.

**Physical Description:** Half-Demons appear as humans, but for all black eyes. This includes cornea and retina. Most hide this with contact lenses.

**Relations:** Per human, although dwarves and elves somehow instinctively shy away from half-demons.

**Alignment:** Half-Demons may be any alignment except LG, LN and NG.

**Religion:** If any, they will worship Smojakura or Kallo.

**HALF-DEMON RACIAL TRAITS:**

**+1 INT, -1 WIS:** Half-Demons are intelligent, but their demonic lineage makes them rash.

**Medium:** As Medium- creatures, half-demons have no special bonuses or penalties due to their size.

Half-demon base land speed is 30 feet.

**Darkvision:** Half-demons can see in the dark up to 60 feet. Darkvision is black and white only, but it is otherwise like normal sight, and half-demons can function just fine with no light at all.

**Fire immunity:** Half-demons have fire running through their veins, and take -2 dmg / die vs fire damage

**Depression:** If a half-demon rolls a natural 1 to hit, they cannot attack the next round. They are not flat footed during this depressed state.

**Automatic Languages:** Zyrous, Nafirian or D’Tra; and Abyssal.

**Favored Class:** Rogue. A multiclass half-demon’s rogue class does not count when determining whether he takes an experience point penalty (see XP for Multiclass Characters, page 60). Vileness runs in a half-demon’s veins.

**Allowed classes:** Cleric (Vaboeddiwi, Orcus), Fighter, Rogue, Sorcerer, Wizard, Warlock

**Abaxhwalile:**

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Pale skinned demon worshippers from the far southern hemisphere. They appear rarely in the northern hemisphere on trading ships. They often make secret pacts with demons, and are rarely trusted by more knowledgeable folk.

**Personality:** The Abaxhwilile are a pretentious lot.

**Physical Description:** Appearing as a human, but with light grey skin, white hair and light blue eyes, having no facial hair. Susceptible to disease, most are covered with scars or open wounds. They cover these up with tattoos of gauche abstractions. Their clothing tends to be frilly and embroidered with precious metals.

**Relations:** Trusted by few.

**Alignment:** Any non lawful.

**Abaxhwilile** **Lands:** Northerners who travel to the Abaxhwilile homelands, describe an arid land. Sparse and hot, the sea voyage is rarely made, except by traders looking for odd spices, or giant scorpion blood, (healing potions).

**Religion:** Clerics tend to be devout followers of Brann, although in their language he is known as Moto. Sorcerers have been known to show some fealty to Kallo (Kifo). Others worship as they see fit

**Abaxhwilile** **RACIAL TRAITS:**

**+2 CHA, +2 WIS, -4 CON:** Wise and charming, Abaxhwilile have a hard time keeping their lunch down.

**Medium:** As Medium- creatures, Abaxhwilile have no special bonuses or penalties due to their size.

Abaxhwilile base land speed is 30 feet.

**Automatic Languages:** Abaxhwilile

**Favored Class:** Sorcerer/Cleric. A multiclass abaxhwilile’s sorcerer or cleric class does not count when determining whether he takes an experience point penalty (see XP for Multiclass Charact- ers, page 60).

**Allowed classes:** Fighter, Sorcerer, Warlock, Cleric (any non Lawful god), Rogue

**Classes**

**Barbarian**

From the frozen wastes of the north and the hellish jungles of the south come brave, even reckless, warriors. Civilized people call them barbarians or berserkers and suspect them of mayhem, impiety, and atrocities. These “barbarians,” however, have proven their mettle and their value to those who would be their allies. To enemies who underestimated them, they have proved their cunning, resource- fulness, persistence, and mercilessness.

**Adventures:** Adventuring is the best chance barbarians have of finding a place in a civilized society. They’re not well suited to the monotony of guard duty or other mundane tasks. Barbarians also have no trouble with the dangers, the uncertainties, and the wan- dering that adventuring involves. They may adventure to defeat hated enemies. They have a noted distaste for that which they consider unnatural, including undead, demons, and devils.

**Characteristics:** The barbarian is an excellent warrior. Where the fighter’s skill in combat comes from training and discipline, however, the barbarian has a powerful rage. While in this berserk fury, he becomes stronger and tougher, better able to defeat his foes and withstand their attacks. These rages leave him winded, and he has the energy for only a few such spectacular displays per day, but those few rages are usually sufficient. He is at home in the wild, and he runs at great speed.

**Alignment:** Barbarians are never lawful. They may be honorable, but at heart they are wild. This wildness is their strength, and it could not live in a lawful soul. At best, barbarians of chaotic alignment are free and expressive. At worst, they are thoughtlessly destructive.

**Religion:** Some barbarians distrust established religions and prefer an intuitive, natural relationship to the cosmos over formal worship. Others devote themselves to powerful deities, such as Kord (god of strength), Obad-Hai (god of nature), or Erythnul (god of slaughter). A barbarian is capable of fierce devotion to his god.

**Background:** Barbarians come from uncivilized lands or from barbaric tribes on the outskirts of civilization. A barbarian adventu- rer may have been lured to the settled lands by the promise of riches, may have escaped after being captured in his homeland and sold into “civilized” slavery, may have been recruited as a soldier, or may have been driven out of his homeland by invaders. Barbarians share no bond with each other unless they come from the same tribe or land. In fact, they think of themselves not as barbarians but as warriors.

**Races:** Human barbarians come from the distant wild lands on the edge of civilization. Most half-orc barbarians lived among orcs before abandoning them for human lands. Dwarf barbarians are rare, usually hailing from dwarven kingdoms that have fallen into barbarism as a result of recurrent war with goblinoids, orcs, and giants. Barbarians of other races are very rare.

### GAME RULE INFORMATION

Barbarians have the following game statistics.

**Abilities:** Strength is important for barbarians because of its role in combat, and several barbarian class skills are based on Strength. Dexterity is also useful to barbarians, especially those who wear light armor. Wisdom is also important for several of the barbarian’s class skills. A high Constitution score lets a barbarian rage longer (and live longer, because it gives him more hit points).

**Alignment:** Any nonlawful.

**Hit Die:** d12.

#### Class Features

All of the following are class features of the barbarian.

**Weapon Proficiency:** Barbarians are proficient in either **two-handed, crushing** or **cleaving** (pick one) at first level. At 7th and 15th level, pick another proficiency from the same.

**Fast Movement (Ex):** A barbarian’s land speed is faster than the norm for his race by

+10 feet. This benefit applies only when he is wearing no armor, light armor, or medium armor and not carrying a heavy load. Apply this bonus before modifying the barbarian’s speed because of any load carried or

armor worn. For example, a human barbarian has a speed of 40 feet,

rather than 30 feet, when wearing light or no armor. When wearing medium armor or carrying a medium load, his speed drops to 30 feet. A halfling barbarian has a speed of 30 feet, rather than 20 feet, in light or no armor. When wearing medium armor or carrying a medium load, his speed drops to 20 feet.

**Illiteracy:** Barbarians are the only characters who do not automatically know how to read and write. A barbarian may spend 2

skill points to gain the ability to read and write all languages he is able to speak.

A barbarian who gains a level in any other class automatically gains literacy. Any other character who gains a barbarian level does not lose the literacy he or she already had.

**Rage (Ex):** A barbarian can fly into a screaming blood frenzy a certain number of times per day. In a rage, a barbarian gains phenomenal strength and dura- bility but becomes reckless and less

able to defend himself. He tempo- rarily gains a +4 bonus to Strength, a +4 bonus to Constitution, and a +2 morale

bonus on Will saves, but he takes a –2 penalty to Armor Class

The increase in Constitution increases the barbarian’s hit points by 2 points per level, but these hit points go away at the end of the rage when his Constitution score drops back to normal. (These extra hit points are not lost first the way temporary hit points are; see Temporary Hit Points, page 146.) While raging, a barbarian cannot use any Charisma-, Dexterity-, or Intelligence-based skills (except for Balance, Escape Artist, Intimidate, and

Ride), the Concentration skill, or any abilities that require patience or concentration, nor can he cast spells or activate magic items that require a command word, a

spell trigger (such as a wand), or spell comple- tion (such as a scroll) to function. He can use any feat he has except Combat Expertise, item creation feats, and metamagic feats. A fit of rage lasts for a number of rounds equal to 3 + the character’s (newly improved) Constitution modifier. A barbarian

may prematurely end his rage. At the end of the rage, the barbarian loses the rage modifiers and restric-

tions and becomes fatigued (–2 penalty to Strength, –2 penalty to Dex- terity, can’t charge or run) for the duration of the current encounter (unless he is a 17th-level barbarian, at which point this limitation no longer

applies; see below).

A barbarian can fly into a rage only once per encounter. At 1st level he can use his rage ability once per day. At 4th level and every four levels there-

after, he can use it one additional time per day (to a maximum of six times per day at

20th level). Entering a rage takes no time itself, but a barbarian can do it only during his action (see Initiative, page 136), not in response to some- one else’s action. A barbarian can’t, for example, fly into a rage when struck down by an arrow in order to get the extra hit points from the increased Constitution, although the extra hit points would be of benefit if he had gone into a rage earlier in the round, before the arrow struck

Uncanny Dodge (Ex): At 2nd level, a barbarian gains the ability to react to danger before his senses would normally allow him to do so. He retains his Dexterity bonus to AC (if any) even if he is caught flat-footed or struck by an invisible attacker. However, he still loses his Dexterity bonus to AC if immobilized.

If a barbarian already has uncanny dodge from a different class (a barbarian with at least four levels of rogue, for example), he automatically gains improved uncanny dodge (see below) instead.

Trap Sense (Ex): Starting at 3rd level, a barbarian has an intuitive sense that alerts him to danger from traps, giving him a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps. These bonuses rise by +1 every three barbarian levels thereafter (6th, 9th, 12th, 15th, and 18th level). Trap sense bonuses gained from multiple classes stack.

Improved Uncanny Dodge (Ex): At 5th level and higher, a barbarian can no longer be flanked; he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies a rogue the ability to sneak attack the barbarian by flanking him, unless the attacker has at least four more rogue levels than the target has barbarian levels.

If a character already has uncanny dodge (see above) from a second class, the character automatically gains improved uncanny dodge instead, and the levels from the classes that grant uncanny dodge stack to determine the minimum level a rogue must be to flank the character.

Damage Reduction (Ex): At 7th level, a barbarian gains the ability to shrug off some amount of injury from each blow or attack. Subtract 1 from the damage the barbarian takes each time he is dealt damage from a weapon or a natural attack. At 10th level, and every three barbarian levels thereafter (13th, 16th, and 19th level), this damage reduction rises by 1 point. Damage reduction can reduce damage to 0 but not below 0.

Greater Rage (Ex): At 11th level, a barbarian’s bonuses to Strength and Constitution during his rage each increase to +6, and his morale bonus on Will saves increases to +3. The penalty to AC remains at –2.

Indomitable Will (Ex): While in a rage, a barbarian of 14th level or higher gains a +4 bonus on Will saves to resist enchantment spells. This bonus stacks with all other modifiers, including the morale bonus on Will saves he also receives during his rage.

Tireless Rage (Ex): At 17th level and higher, a barbarian no longer becomes fatigued at the end of his rage.

Mighty Rage (Ex): At 20th level, a barbarian’s bonuses to Strength and Constitution during his rage each increase to +8, and his morale bonus on Will saves increases to +4. The penalty to AC remains at –2.

#### Ex-Barbarians

A barbarian who becomes lawful loses the ability to rage and cannot gain more levels as a barbarian. He retains all the other benefits of the class (damage reduction, fast movement, trap sense, and uncanny dodge).

**W A R L O C K**

With a pseudodragon curled on his shoulder, a young elf in golden robes sm iles warmly, weaving a magical charm into his honeyed w ords and bending the palace sentinel to his will.

As flames spring to life in her hands, a w izened human w hispers the secret name of her dem onic patron, infusing her spell with fiendish magic.

Shifting his gaze betw een a battered tome and the odd alignment of the stars overhead, a wild-eyed Abaxhwilile chants the mystic ritual that will open a doorway to a distant world.

W arlocks are seekers of the knowledge that lies hidden in the fabric of the multiverse. Through pacts made with mysterious beings of supernatural power, w arlocks unlock m agical effects both subtle and spectacular. Drawing on the ancient knowledge of beings such as fey nobles, dem ons, devils, hags, and

alien entities o f the Far Realm, w arlocks piece together arcane secrets to bolster their own power.

S W O R N A N D B E H O L D E N

A w arlock is defined by a pact with an otherworldly being. Som etim es the relationship between w arlock and patron is like that of a cleric and a deity, though the beings that serve as patrons for w arlocks are not gods. A w arlock might lead a cult dedicated to a demon prince, an archdevil, or an utterly alien entity—beings not typically served by clerics. M ore often, though, the arrangement is similar to that between a master and an apprentice. The w arlock learns and grow s in power, at the cost o f occasional services perform ed on the patron’s behalf.

The m agic bestow ed on a w arlock ranges from minor but lasting alterations to the warlock's being (such as the ability to see in darkness or to read any language) to access to pow erful spells. Unlike bookish wizards, w arlocks supplement their m agic with som e facility

at hand-to-hand combat. They are com fortable in light arm or and know how to use simple weapons

D E L V E R S I N T O S E C R E T S

W arlocks are driven by an insatiable need for knowledge and power, which com pels them into their pacts and shapes their lives. This thirst drives w arlocks into their pacts and shapes their later careers as well.

Stories of w arlocks binding themselves to fiends are widely known. But many w arlocks serve patrons that are not fiendish. Som etim es a traveler in the wilds com es to a strangely beautiful tower, meets its fey lord or lady, and stum bles into a pact without being fully

aware of it. And som etim es, while poring over tom es of forbidden lore, a brilliant but crazed student’s mind is opened to realities beyond the material world and to the alien beings that dwell in the outer void.

Once a pact is made, a w arlock’s thirst for knowledge and power can’t be slaked with mere study and research. No one makes a pact with such a mighty patron if he or she doesn’t intend to use the power thus gained. Rather, the vast majority of warlocks spend their days in active pursuit of their goals, which typically means som e kind of adventuring. Furthermore, the demands of their patrons drive warlocks toward adventure.

C R E A T I N G A W A R L O C K

As you make your w arlock character, spend som e time thinking about your patron and the obligations that your pact im poses upon you. W hat led you to make the pact, and how did you make contact with your patron? W ere you seduced into sum m oning a devil, or did you seek out the ritual that would allow you to make contact with an alien elder god? Did you search for your patron, or did your patron find and choose you? D o you chafe under the obligations of your pact or serve joyfully in anticipation o f the rewards prom ised to you?

W ork with your DM to determine how big a part your pact will play in your character’s adventuring career.

Your patron’s demands might drive you into adventures, or they might consist entirely of small favors you can do between adventures.

W hat kind of relationship do you have with your patron? Is it friendly, antagonistic, uneasy, or romantic? H ow important does your patron consider you to be? What part do you play in your patron’s plans? Do you know other servants of your patron?

How does your patron com m unicate with you? If you have a familiar, it might occasionally speak with your patron’s voice. Som e warlocks find m essages from their patrons etched on trees, mingled am ong tea leaves, or adrift in the clouds—m essages that only the w arlock can see. Other w arlocks converse with their patrons in dream s or waking visions, or deal only with intermediaries.

Q U I C K B U I L D

You can make a w arlock quickly by following these suggestions. First, Charisma should be your highest ability score, followed by Constitution. Second, choose the charlatan background. Third, choose the *eldritch* *blast* and *chill touch* cantrips, along with the 1st-levelspells *ray o f sickness* and *witch bolt.*

**C L A S S FE A T U R E S**

As a warlock, you gain the following class features.

H I T P O I N T S

**Hit Dice: 1**d8 per w arlock level

**Hit Points at 1st Level: 8** + your Constitution modifier

**Hit Points at Higher Levels: 1**d8 (or 5) + yourConstitution modifier per w arlock level after 1st

**Saving Throws:** W isdom , Charisma

**Skills:** Choose two skills from Arcana,Deception, History, Intimidation, Investigation, Nature, and Religion

E Q U I P M E N T

You start with the following equipment, in addition to the equipment granted by your background:

* (a) a light crossbow and 20 bolts or *(b)* any simple w eapon
* (a) a com ponent pouch or (*b*) an arcane focus
* (a) a scholar’s pack or *(b)* a dungeoneer’s pack
* Leather armor, any simple weapon, and two daggers

O T H E R W O R L D L Y P A T R O N

At 1st level, you have struck a bargain with an otherworldly being of your choice: the Archfey, the Fiend, or the Great Old One, each of which is detailed at the end of the class description. Your choice grants you features at 1st level and again at 6th, 10th, and 14th level.

P A C T M A G I C

Your arcane research and the m agic bestow ed on you by your patron have given you facility with spells. See chapter 10 for the general rules o f spellcasting and chapter 11 for the w arlock spell list.

C A N T R I P S

You know two cantrips of your choice from the w arlock spell list. You learn additional w arlock cantrips of your choice at higher levels, as show n in the Cantrips Known colum n of the W arlock table.

S P E L L S L O T S

The W arlock table shows how many spell slots you have. The table also shows what the level of those slots is; all o f your spell slots are the same level. To cast one of your w arlock spells of 1st level or higher, you must expend a spell slot. You regain all expended spell slots when you finish a short or long rest.

For example, when you are 5th level, you have tw o 3rd-level spell slots. To cast the 1st-level spell

*thunderwave,* you must spend one of those slots, andyou cast it as a 3rd-level spell.

S P E L L S K N O W N O F 1S T L E V E L A N D H I G H E R

At 1st level, you know two 1st-level spells of your choice from the w arlock spell list.

The Spells Known colum n of the W arlock table shows when you learn m ore w arlock spells of your choice of 1st level and higher. A spell you choose must be of a level no higher than what’s show n in the table's Slot Level colum n for your level. W hen you reach 6th level, for example, you learn a new w arlock spell, which can be 1st, 2nd, or 3rd level.

Additionally, when you gain a level in this class, you can choose one of the w arlock spells you know and replace it with another spell from the warlock spell list, which also must be of a level for w hich you have spell slots.

S P E L L C A S T I N G A B I L I T Y

Charisma is your spellcasting ability for your w arlock spells, so you use your Charisma whenever a spell refers to your spellcasting ability. In addition, you use your Charisma modifier w hen setting the saving throw DC for a w arlock spell you cast and w hen making an attack roll with one.

**Spell save DC** = 8 + your proficiency bonus +your Charisma modifier

**Spell attack modifier** = your proficiency bonus +your Charisma modifier

S P E L L C A S T I N G F O C U S

You can use an arcane focus (found in chapter 5) as a spellcasting focus for your w arlock spells.

E L D R I T C H I N V O C A T I O N S

In your study of occult lore, you have unearthed eldritch invocations, fragments of forbidden knowledge that imbue you with an abiding magical ability.

At 2nd level, you gain two eldritch invocations of your choice. Your invocation options are detailed at the end of the class description. W hen you gain certain w arlock levels, you gain additional invocations of your choice, as show n in the Invocations Known colum n of the

W arlock table.

Additionally, when you gain a level in this class, you can choose one of the invocations you know and

replace it with another invocation that you could learn at that level.

P A C T B O O N

At 3rd level, your otherworldly patron bestow s a gift upon you for your loyal service. You gain one of the following features of your choice.

PA C T O F T H E C H A I N

You learn the *find familiar* spell and can cast it as a ritual. The spell doesn’t count against your number of spells known.

W hen you cast the spell, you can choose one of the norm al form s for your familiar or one of the following special forms: imp, pseudodragon, quasit, or sprite.

Additionally, when you take the Attack action, you can forgo one of your own attacks to allow your familiar to make one attack o f its own.

PA C T O F T H E B L A D E

You can use your action to create a pact w eapon in your empty hand. You can choose the form that this melee

w eapon takes each time you create it (see chapter 5 for w eapon options). You are proficient with it while you

w ield it. This w eapon counts as m agical for the purpose o f overcom ing resistance and immunity to nonm agical attacks and damage.

Your pact w eapon disappears if it is m ore than 5 feet away from you for 1 minute or more. It also disappears if you use this feature again, if you dism iss the w eapon (no action required), or if you die.

You can transform one m agic w eapon into your pact weapon by perform ing a special ritual while you hold the weapon. You perform the ritual over the course

of 1 hour, which can be done during a short rest. You can then dism iss the weapon, shunting it into an

extradimensional space, and it appears whenever you create your pact weapon thereafter. You can’t affect an artifact or a sentient w eapon in this way. The weapon ceases being your pact weapon if you die, if you perform the 1-hour ritual on a different weapon, or if you use

a 1-hour ritual to break your bond to it. The weapon appears at your feet if it is in the extradimensional space when the bond breaks.

PA C T O F T H E T O M E

Your patron gives you a grim oire called a B ook of Shadows. W hen you gain this feature, choose three cantrips from any class’s spell list. W hile the book is on your person, you can cast those cantrips at will. They don’t count against your number of cantrips known.

If you lose your B ook o f Shadows, you can perform a 1-hour cerem ony to receive a replacement from your

patron. This cerem ony can be perform ed during a short or long rest, and it destroys the previous book . The book turns to ash when you die.

A B I L I T Y S C O R E I M P R O V E M E N T

W hen you reach 4th level, and again at 8th, 12th, 16th, and 19th level, you can increase one ability score of your choice by 2, or you can increase two ability scores of your choice by 1. As normal, you can't increase an ability score above 20 using this feature.

M Y S T I C A R C A N U M

At 11th level, your patron bestow s upon you a magical secret called an arcanum . C hoose one 6th-level spell from the w arlock spell list as this arcanum .

You can cast your arcanum spell once without expending a spell slot. You must finish a long rest before you can do so again.

At higher levels, you gain m ore w arlock spells of your choice that can be cast in this way: one 7th-level spell at 13th level, one 8th-level spell at 15th level, and one 9th-level spell at 17th level. You regain all uses of your Mystic Arcanum when you finish a long rest.

E L D R I T C H M A S T E R

At 20th level, you can draw on your inner reserve of mystical pow er while entreating your patron to regain expended spell slots. You can spend 1 minute entreating your patron for aid to regain all your expended spell slots from your Pact Magic feature. Once you regain spell slots with this feature, you must finish a long rest before you can do so again.

**YO U R PA C T B O O N**

Each Pact Boon option produces a special creature or an object that reflects your patron’s nature.

*Pact o f the Chain.* Your familiar is more cunning than atypical familiar. Its default form can be a reflection of your patron, with sprites and pseudodragons tied to the Archfey and imps and quasits tied to the Fiend. Because the Great Old One’s nature is inscrutable, any familiar form is suitable for it.

*Pact o f the Blade.* If your patron is the Archfey, yourweapon might be a slender blade wrapped in leafy vines. If you serve the Fiend, your weapon could be an axe made of black metal and adorned with decorative flames. If your patron is the Great Old One, your weapon might be an ancient-looking spear, with a gemstone embedded in its head, carved to look like a terrible unblinking eye.

*Pact o f the Tome.* Your Book of Shadows might be a fine,gilt-edged tome with spells of enchantment and illusion, gifted to you by the lordly Archfey. It could be a weighty tome bound in demon hide studded with iron, holding spells of conjuration and a wealth of forbidden lore about the sinister regions of the cosmos, a gift of the Fiend. Or it could be the tattered diary of a lunatic driven mad by contact with the Great Old One, holding scraps of spells that only your own burgeoning insanity allows you to understand and cast.

**O t h e r w o r ld ly P a tro n s**

The beings that serve as patrons for w arlocks are mighty inhabitants of other planes of existence—not gods, but almost godlike in their power. Various patrons give their w arlocks access to different pow ers and invocations, and expect significant favors in return.

Som e patrons collect w arlocks, doling out mystic knowledge relatively freely or boasting of their ability to bind mortals to their will. Other patrons bestow their pow er only grudgingly, and might make a pact with only one warlock. W arlocks w ho serve the same patron might view each other as allies, siblings, or rivals.

T H E A R C H F E Y

Your patron is a lord or lady of the fey, a creature of legend w ho holds secrets that w ere forgotten before the mortal races w ere born. This being’s motivations are often inscrutable, and som etim es whimsical, and

might involve a striving for greater magical pow er or the settling of age-old grudges. Beings of this sort include the Prince of Frost; the Queen of Air and Darkness, ruler of the Gloam ing Court; Titania of the Sum m er Court; her consort Oberon, the Green Lord; Hyrsam, the Prince of Fools; and ancient hags.

E X P A N D E D S P E L L L IS T

The Archfey lets you choose from an expanded list of spells w hen you learn a w arlock spell. The following spells are added to the w arlock spell list for you.

**A R C H F E Y** **E X P A N D E D** **S P E L L S**

**Spell Level** **Spells**

1st *faerie fire, sleep*

**2nd** *calm emotions, ph antasm al force*

**3rd** *blink, plant growth*

4th *dom inate beast, greater invisibility*

5th *dom inate person, seem ing*

F E Y P R E S E N C E

Starting at 1st level, your patron bestow s upon you the ability to project the beguiling and fearsom e presence of the fey. As an action, you can cause each creature in a 10-foot cube originating from you to make a W isdom saving throw against your w arlock spell save DC. The creatures that fail their saving throws are all charm ed or frightened by you (your choice) until the end of your next turn.

Once you use this feature, you can’t use it again until you finish a short or long rest.

M I S T Y E S C A P E

Starting at 6th level, you can vanish in a puff of mist in response to harm. W hen you take damage, you can use your reaction to turn invisible and teleport up to 60 feet to an unoccupied space you can see. You remain invisible until the start of your next turn or until you attack or cast a spell.

Once you use this feature, you can't use it again until you finish a short or long rest.

B E G U I L I N G D E F E N S E S

Beginning at 10th level, your patron teaches you how to turn the mind-affecting m agic of your enem ies against them. You are immune to being charm ed, and when another creature attempts to charm you, you can use your reaction to attempt to turn the charm back on

that creature. The creature must succeed on a W isdom saving throw against your warlock spell save DC or

be charm ed by you for 1 minute or until the creature takes any damage.

D A R K D E L I R I U M

Starting at 14th level, you can plunge a creature into an illusory realm . As an action, choose a creature that you can see within 60 feet of you. It must make a W isdom saving throw against your w arlock spell save

DC. On a failed save, it is charm ed or frightened by you (your choice) for 1 minute or until your concentration is broken (as if you are 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 you choose. The creature can see and hear only itself, you, and the illusion.

You must finish a short or long rest before you can use this feature again.

T H E F I E N D

You have made a pact with a fiend from the lower planes o f existence, a being w hose aims are evil, even if you strive against those aims. Such beings desire the corruption or destruction of all things, ultimately including you. Fiends powerful enough to

forge a pact include dem on lords such as D em ogorgon, Orcus, Fraz’Urb-luu, and Baphomet; archdevils such as Asm odeus, Dispater, M ephistopheles, and Belial; pit fiends and balors that are especially mighty; and ultroloths and other lords of the yugoloths.

E X P A N D E D S P E L L L IS T

The Fiend lets you choose from an expanded list of spells when you learn a w arlock spell. The following spells are added to the w arlock spell list for you.

**F I E N D** **E X P A N D E D** **S P E L L S**

Spell Level Spells

1st *burning hands, co m m a n d*

2nd *blindness/deafness, scorching ray*

3rd *fireball, stinking cloud*

4th *fire shield, wall o f fire*

5th *flam e strike, hallow*

D A R K O N E ’S B L E S S IN G

Starting at 1st level, when you reduce a hostile creature to 0 hit points, you gain temporary hit points equal to your Charisma modifier + your warlock level (minimum of 1).

D A R K O N E ’S O W N L U C K

Starting at 6th level, you can call on your patron to alter fate in your favor. W hen you make an ability check or a saving throw, you can use this feature to add a d 10 to your roll. You can do so after seeing the initial roll but before any o f the roll’s effects occur.

Once you use this feature, you can’t use it again until you finish a short or long rest.

F I E N D I S H R E S IL IE N C E

Starting at 10th level, you can choose one damage type when you finish a short or long rest. You gain resistance to that damage type until you choose a different one with this feature. D am age from m agical w eapons or silver w eapons ignores this resistance.

H U R L T H R O U G H H E L L

Starting at 14th level, when you hit a creature with an attack, you can use this feature to instantly transport the target through the lower planes. The creature disappears and hurtles through a nightmare landscape.

At the end of your next turn, the target returns to the space it previously occupied, or the nearest unoccupied space. If the target is not a fiend, it takes 10d 10 psychic damage as it reels from its horrific experience.

Once you use this feature, you can’t use it again until you finish a long rest.

T H E G R E A T O L D O NE

Your patron is a mysterious entity w hose nature is utterly foreign to the fabric of reality. It might com e from the Far Realm, the space beyond reality, or it could be one of the elder gods known only in legends. Its motives are incom prehensible to mortals, and its knowledge so im m ense and ancient that even the greatest libraries pale in com parison to the vast secrets it holds. The Great Old One might be unaware of your existence

or entirely indifferent to you, but the secrets you have learned allow you to draw your m agic from it.

Entities of this type include Ghaunadar, called That W hich Lurks; Tharizdun, the Chained God; Dendar, the Night Serpent; Zargon, the Returner; Great Cthulhu; and other unfathomable beings.

E X P A N D E D S P E L L L I S T

The Great Old One lets you choose from an expanded list of spells when you learn a w arlock spell. The following spells are added to the w arlock spell list for you.

**G R E A T O L D O N E** **E X P A N D E D** **S P E L L S**

**Spell Level** **Spells**

**1st** *dissonant whispers, Tasha's hideous laughter*

**2nd** *detect thoughts, ph antasm al force*

**3rd** *clairvoyance, sending*

**4th** *dom inate beast, Evard’s black tentacles*

**5th** *dom inate person, telekinesis*

A W A K E N E D M I N D

Starting at 1st level, your alien knowledge gives you the ability to touch the minds of other creatures. You can com m unicate telepathically with any creature you can see within 30 feet of you. You don’t need to share a language with the creature for it to understand your telepathic utterances, but the creature must be able to understand at least one language.

E N T R O P I C W A R D

At 6th level, you learn to magically ward yourself against attack and to turn an enem y’s failed strike into good luck for yourself. W hen a creature m akes an attack

roll against you, you can use your reaction to im pose disadvantage on that roll. If the attack m isses you, your next attack roll against the creature has advantage if you make it before the end of your next turn.

Once you use this feature, you can’t use it again until you finish a short or long rest.

T H O U G H T S H I E L D

Starting at 10th level, your thoughts can’t be read by telepathy or other m eans unless you allow it. You also have resistance to psychic damage, and whenever a creature deals psychic damage to you, that creature takes the sam e amount of damage that you do.

C R E A T E T H R A L L

At 14th level, you gain the ability to infect a hum anoid’s mind with the alien m agic of your patron. You can use your action to touch an incapacitated humanoid. That creature is then charm ed by you until a *remove curse* spell is cast on it, the charm ed condition is removed from it, or you use this feature again.

You can com m unicate telepathically with the charm ed creature as long as the two of you are on the sam e plane of existence.

**E L D R I T C H IN V O C A T I O N S**

If an eldritch invocation has prerequisites, you must meet them to learn it. You can learn the invocation at the sam e time that you meet its prerequisites.

A G O N I Z I N G B L A S T

*Prerequisite:* eldritch blast *cantrip*

W hen you cast *eldritch blast,* add your Charisma modifier to the damage it deals on a hit.

A R M O R O F S H A D O W S

You can cast *mage armor* on yourself at will, without expending a spell slot or material components.

A S C E N D A N T ST E P

*Prerequisite: 9th level*

You can cast *levitate* on yourself at will, without expending a spell slot or material com ponents.

B E A S T S P E E C H

You can cast *speak with animals* at will, without expending a spell slot.

B E G U I L I N G I N F L U E N C E

You gain proficiency in the D eception and

Persuasion skills.

B E W I T C H I N G W H I S P E R S

*Prerequisite: 7th level*

You can cast *compulsion* once using a w arlock spell slot. You can’t do so again until you finish a long rest.

B O O K O F A N C I E N T S E C R E T S

*Prerequisite: Pact of the Tome feature*

You can now inscribe m agical rituals in your B ook of Shadows. C hoose tw o 1st-level spells that have the ritual tag from any class’s spell list. The spells appear in the book and don’t count against the number of spells you know. With your B ook of Shadows in hand, you

can cast the chosen spells as rituals. You can’t cast the spells except as rituals, unless you’ve learned them by som e other means. You can also cast a warlock spell you know as a ritual if it has the ritual tag.

On your adventures, you can add other ritual spells to your B ook o f Shadows. W hen you find such a spell, you can add it to the book if the spell’s level is equal to or less than half your w arlock level (rounded up) and if you can spare the time to transcribe the spell. For each level o f the spell, the transcription process takes 2 hours and costs 50 gp for the rare inks needed to inscribe it.

C H A I N S O F C A R C E R I

*Prerequisite: 15th level, Pact of the Chain feature*

You can cast *hold monster* at w ill—targeting a celestial, fiend, or elemental—without expending a spell slot or material com ponents. You must finish a long rest before you can use this invocation on the sam e creature again.

D E V I L ’S S I G H T

You can see normally in darkness, both magical and nonm agical, to a distance o f 120 feet.

D R E A D F U L W O R D

*Prerequisite: 7th level*

You can cast *confusion* once using a w arlock spell slot. You can’t do so again until you finish a long rest.

E L D R I T C H S I G H T

You can cast *detect magic* at will, without expending a spell slot.

E L D R I T C H S P E A R

*Prerequisite:* eldritch blast *cantrip*

W hen you cast *eldritch blast,* its range is 300 feet.

E Y E S O F T H E R U N E K E E P E R

You can read all writing.

F I E N D I S H V I G O R

You can cast *false life* on yourself at will as a 1st-level spell, without expending a spell slot or material com ponents.

G A Z E O F T W O M I N D S

You can use your action to touch a willing humanoid and perceive through its senses until the end of your next turn. As long as the creature is on the same plane of existence as you, you can use your action on subsequent turns to maintain this connection,

extending the duration until the end of your next turn. W hile perceiving through the other creature’s senses, you benefit from any special senses possessed by that creature, and you are blinded and deafened to your own surroundings.

L I F E D R I N K E R

*Prerequisite: 12th level, Pact o f the Blade feature*

W hen you hit a creature with your pact weapon, the creature takes extra necrotic damage equal to your Charisma modifier (minimum 1).

M A S K O F M A N Y FA C E S

You can cast *disguise self* at will, without expending a spell slot.

M A S T E R O F M Y R I A D F O R M S

*Prerequisite: 15th level*

You can cast *alter self at* will, without expending a spell slot.

M I N I O N S O F C H A O S

*Prerequisite: 9th level*

You can cast *conjure elemental* once using a

w arlock spell slot. You can’t do so again until you finish a long rest.

M I R E T H E M I N D

*Prerequisite: 5th level*

You can cast *slow* once using a w arlock spell slot. You can’t do so again until you finish a long rest.

M I S T Y V I S IO N S

You can cast *silent image* at will, without expending a spell slot or material com ponents.

O N E W I T H S H A D O W S

*Prerequisite: 5th level*

W hen you are in an area of dim light or darkness, you can use your action to becom e invisible until you move or take an action or a reaction.

O T H E R W O R L D L Y L E A P

*Prerequisite: 9th level*

You can cast *jump* on yourself at will, without expending a spell slot or material com ponents.

R E P E L L IN G B L A S T

*Prerequisite:* eldritch blast *cantrip*

W hen you hit a creature with *eldritch blast,* you can push the creature up to 10 feet away from you in a straight line.

S C U L P T O R O F F L E S H

*Prerequisite: 7th level*

You can cast *polymorph* once using a w arlock spell slot. You can’t do so again until you finish a long rest.

S I G N O F I L L O M E N

*Prerequisite: 5th level*

You can cast *bestow curse* once using a w arlock spell slot. You can’t do so again until you finish a long rest.

T H I E F O F F I V E FA T E S

You can cast *bane* once using a w arlock spell slot. You can’t do so again until you finish a long rest.

T H I R S T I N G B L A D E

*Prerequisite: 5th level, Pact o f the Blade feature*

You can attack with your pact w eapon twice, instead of once, whenever you take the Attack action on your turn.

V I S IO N S O F D I S T A N T R E A L M S

*Prerequisite: 15th level*

You can cast *arcane eye* at will, without expending a spell slot.

V O IC E O F T H E C H A I N M A S T E R

*Prerequisite: Pact o f the Chain feature*

You can com m unicate telepathically with your familiar and perceive through your fam iliar’s senses as long as you are on the same plane of existence. Additionally, while perceiving through your fam iliar’s senses, you can also speak through your familiar in your own voice, even if your familiar is normally incapable of speech.

W H IS P E R S O F T H E G R A V E

*Prerequisite: 9th level*

You can cast *speak with dead* at will, without expending a spell slot.

W I T C H S I G H T

*Prerequisite: 15th level*

You can see the true form of any shapechanger or creature concealed by illusion or transmutation magic while the creature is within 30 feet of you and within line of sight.