

A narrow ledge overlooks a large cavern that houses a surging, seething body of water. The rhythmic booming heard throughout the mines is louder here. At regular intervals, a fresh surge of water funnels into this chamber and slams against the wall just below the ledge. The echo suggests that this cave might be one arm of a much larger cavern to the northeast.

The ledge that hugs the south wall is 15 feet above water level. However, when water surges into the cave every 2 minutes, it raises the water level by 10 feet. After a minute, the water level returns to its normal depth of 20 feet.

17. OLD STREAMBED

The stream flowing from area 10 to area 18 used to continue through this low passage, eventually emptying out into area 16.

This passageway is barely four feet high and is obstructed by rounded boulders and pebbles. It might have been a streambed, though no water flows here now.

The dwarves diverted the stream into the channel leading to area 12 to drive the waterwheel in the smelter. Then the earthquakes that rocked Wave Echo Cave during the final spell battle of the orc invasion collapsed the floor in area 18, diverting the stream once again. The old streambed remains as a usable passage that circumvents the undead in area 12, although Nezznar has not yet discovered this.

18. COLLAPSED CAVERN

Nezznar's servants occupy this cavern, guarding against undead incursions and carefully sifting through the rubble. The Black Spider's divinations suggest that some valuable treasure is hidden at the bottom of the rift that was created when this area was destroyed.

A wide rift fills the eastern half of this cavern. A stream pours out of the west wall, then tumbles down into the rift and flows out again to the north. Several ropes are secured to iron stakes along on the western edge of the rift, leading down to the chasm floor.

Three **bugbears** are stationed here. Two of them are clearing rock on the rift floor while one more stands guard in the western half of the cavern. A **doppelganger** named Vhalak supervises the operation in the guise of a male drow. If a fight breaks out in the main cavern, the two bugbears in the rift climb up the ropes to join the fray.

Rift. The rift is 20 feet deep. Climbing up or down without using a rope requires a successful DC 10 Strength (Athletics) check. A creature that fails the check by 5 or more falls and takes 1d6 bludgeoning damage per 10 feet fallen, landing prone at the bottom.

DEVELOPMENTS

If two or more bugbears are killed, the doppelganger tries to retreat to area 19 to warn Nezznar.

TREASURE

Nezznar's divinations are accurate. Buried under heavy rubble at the bottom of the rift is the crushed skeleton of a dwarf wearing *gauntlets of ogre power*. The remains are hidden from view but can be found with a successful DC 20 Wisdom (Perception) check. Each character searching can attempt one check per hour.

19. TEMPLE OF DUMATHOIN

Nezznar uses this room as his headquarters while he explores the mines and searches for the Forge of Spells.

Six cracked marble pillars line the walls of this hall, at the north end of which stands a nine-foot-tall statue of a dwarf seated on a throne, a mighty stone warhammer across his lap. Large emeralds gleam in the statue's eyes.

The dust and debris covering the floor has been swept to one side, and a campsite of sorts now spreads in front of the statue. Half a dozen bedrolls and packs are neatly arranged around a rough-built fire pit. A wooden table stands on the west side of the room between two pillars.

If the room's occupants are not aware of the characters as they enter, add the following:

Two bugbears stand by the table, flanking a dark elf dressed in black leather armor and robes. He clutches a black staff with a carved spider at the top and frowns as he sees you. "It seems that I must deal with you myself. A pity it must end this way."

Nezznar the Black Spider is joined by four **giant spiders** that defend their master to the death. If they are expecting trouble, the spiders hide behind pillars, and Nezznar casts *invisibility* on himself and stands near the table. Make a Dexterity (Stealth) check for the spiders. When intruders appear, the spiders try to entangle them in webs before closing to melee range. Nezznar joins the fray on the round after the spiders attack.

If the **doppelganger** from area 18 retreated to this area, it assumes the guise of Nundro Rockseeker so that Nezznar can use the "dwarf" as leverage to force the party's surrender (although the drow won't actually harm the doppelganger). See the "Roleplaying Nezznar" section for more information on the drow villain.

Statue. The statue depicts Dumathoin, the dwarven god of mining. Any character who has proficiency in Religion recognizes the deity. The statue is beautifully carved, and its emerald eyes appear extremely valuable. However, the jewels are clever fakes made of worthless glass, as close inspection and a successful DC 15 Intelligence (Investigation) check reveals. Nevertheless, a powerful spell protects them, and a *detect magic* spell reveals a strong aura of abjuration magic surrounding the statue.

A character can climb the statue easily and pry a jewel loose with a successful DC 10 Strength check. However, if either eye is removed, the pillars that line the walls crack, triggering a ceiling collapse. Each creature in the room must make a DC 15 Dexterity saving throw, taking 4d10



NEZZNAR THE BLACK SPIDER

bludgeoning damage from falling rubble and falling prone on a failure, or taking only half the damage on a success.

Table. The table is strewn with notes and maps showing Nezznar's efforts at exploring the mine so far. A black leather sack of treasure is amid the papers (see the "Treasure" section).

ROLEPLAYING NEZZNAR

Even though he intends to kill the characters, Nezznar is curious about them. Given the chance, he quizzes the characters at length regarding their identities, allegiances, interests, and goals. He files it all away in memory in the hope that someday he might find a use for what he learns.

Nezznar admits to being the Black Spider, and to using the Cragmaw goblins and the Redbrands to ensure that Wave Echo Cave remains his secret. He will say or do anything to put the characters off their guard, including promising to surrender or proposing cooperation against the monsters impeding his progress toward reaching the Forge of Spells. However, he betrays the characters as soon as they outlive their usefulness.

DEVELOPMENTS

The creatures in area 18 can hear sounds of combat in this room. If they haven't already been dealt with, they arrive after 3 rounds and act immediately after Nezznar's giant spiders in the initiative count.

If the characters capture Nezznar and deliver him to the townmaster's hall in Phandalin, the drow is locked up until Sildar Hallwinter or another representative of the Lords' Alliance can escort him to Neverwinter to face justice and interrogation. However, unless the characters post guards outside Nezznar's cell, Halia Thornton (see page 17) breaks him out of jail, smuggles him out of Phandalin, and delivers him into the waiting arms of the Zhentarim. The Zhents want to learn everything the Black Spider knows about Wave Echo Cave. What happens to Nezznar at that point is up to you.

TREASURE

Nezznar carries a *potion of healing* and a *spider staff*. In addition, the drow carries an iron key with a head shaped like an anvil. This key unlocks the door to area 20.

Nezznar's exploration of Wave Echo Cave has yielded some treasure, which the drow keeps in the sack on the wooden table. The sack contains 190 ep, 130 gp, 15 pp, nine small gemstones (10 gp each), and a dwarven ale mug made of hammered electrum (100 gp).

AWARDING EXPERIENCE POINTS

If Nezznar is captured alive and delivered to Sildar Hallwinter or Townmaster Wester in Phandalin, award the party double his XP value.

20. PRIESTS' QUARTERS

The door to this room is locked, requiring thieves' tools and a successful DC 15 Dexterity check to open. Nezznar (area 19) carries the key.

Unless the characters are being stealthy, any activity at the door attracts the attention of Nezznar and his allies in area 19, prompting the drow to send his giant spiders to investigate.

Dusty draperies adorn the walls of this room, which also contains a bed and brazier. A badly disheveled dwarf lies bound and unconscious on the cold stone floor.

This room formerly belonged to the priest in charge of Dumathoin's temple (area 19), but Nezznar has appropriated it for use as a cell. The figure lying on the floor is Nundro, a dwarf **commoner** and the youngest of the three Rockseeker brothers. Nezznar spared him because he thought the dwarf might know more about the mine than he admitted. The drow has interrogated Nundro harshly once or twice a day ever since capturing him.

DEVELOPMENTS

Nundro is grateful if the adventurers rescue him, and he offers to tag along for the duration of their stay in Wave Echo Cave. Nundro doesn't know any more about the layout than the characters, so he hasn't much to offer in the way of useful information. See the "NPC Party Members" sidebar (page 11) for tips on running Nundro.

If the characters deal with Nezznar and his minions, this area serves as a safe and comfortable place to rest before continuing their explorations of the mine.

AWARDING EXPERIENCE POINTS

If Nundro is rescued and survives the adventure, divide 200 XP equally among the characters in the party.

CONCLUSION

With hard work and a little luck, the adventurers have defeated the Black Spider and undone his destructive plots, cleared Phandalin of the ruffians who threatened its people, and reclaimed the lost mine of Wave Echo Cave. Their deeds will be long remembered in this corner of the Sword Coast. In years to come, the restored mines of the Phandelver's Pact will bring great riches to Phandalin and help establish peace and prosperity in the area.

Gundren and Nundro Rockseeker take over administration of the new mine. For the adventurers'

service to their family, they gladly award the party a 10 percent share of the mine's profits. If the characters want to remain in Phandalin and perhaps restore Tresendar Manor or establish homes of their own, the people of the area are glad to have them stay. Even if they choose to move on in search of new adventures, they'll always have a warm welcome in Phandalin.

By the end of the adventure, the characters should be 5th level. If your players wish to continue playing their characters, you can use the contents of this set to create your own adventures; the mysterious map found in area 14 of Wave Echo Cave provides one possible adventure hook, but feel free to explore other ideas using the monsters, magic items, and locations in this adventure. If you want to create adventures for characters higher than 5th level, you'll need the basic rules online or the advanced rulebooks: the *Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual*.



APPENDIX A: MAGIC ITEMS

Every adventure holds the promise—but not a guarantee—of finding one or more magic items. *Lost Mine of Phandelver* contains an assortment of magic items that hints at the wider variety of magic items waiting to be found in the worlds of D&D. See the *Dungeon Master's Guide* for many more items.

USING A MAGIC ITEM

A magic item's description explains how the item works. Handling a magic item is enough to give a character a sense that something is extraordinary about the item. Casting the *identify* spell on the item then reveals its properties. Alternatively, a character can concentrate on the item during a short rest, while being in physical contact with the item. At the end of the rest, the character learns the item's properties. Potions are an exception; a little taste is enough to tell the taster what the potion does.

Certain magic items require a user to **attune** to them before their magical properties can be used. Attuning to a magic item requires that you spend a short rest concentrating on it (this can't be the same short rest used to learn an item's properties). Depending on the nature of the item, this concentration can take the form of prayers, weapon practice, or meditation. In any case, the concentration period must be uninterrupted. Once you are attuned to an item, you can use its magical properties.

An item can be attuned to only one creature at a time. A creature can be attuned to no more than three magic items at any given time, and you can attune yourself to only one item during a short rest.

Your attunement to an item ends when the item has been more than 100 feet away from you for 24 hours and when you die. You can also voluntarily end your attunement to an item with another short rest.

ITEM DESCRIPTIONS

+1 ARMOR

The most basic form of magic armor is a superb product of physical and magical craft. You have a +1 bonus to your Armor Class while wearing this armor.

A suit of *+1 armor* never rusts or deteriorates, and it magically resizes to fit its wearer.

+1 WEAPON

Magic weapons are unmistakably finer in quality than their ordinary counterparts. You have a +1 bonus to the attack rolls and damage rolls you make with this weapon.

Some *+1 weapons* (swords in particular) have additional properties, such as shedding light.

BOOTS OF STRIDING AND SPRINGING

Your speed while you wear these boots becomes 30 feet, unless your walking speed is higher, and your speed is not reduced if you are encumbered or wearing heavy armor. In addition, whenever you jump, you can jump three times the normal distance.

GAUNTLETS OF OGRE POWER

While you wear these gauntlets, your Strength becomes 19. If your Strength is already 19 or higher, the gauntlets have no effect on you.

POTION OF FLYING

This potion gives you a flying speed equal to your walking speed for 1 hour. If the potion wears off while you're flying and nothing else is holding you aloft, you must use your movement to descend. If you fail to land before 1 minute passes, you fall.



POTION OF HEALING

When you drink this potion, you regain $2d4 + 2$ hit points.

POTION OF INVISIBILITY

When you drink this potion, you—along with the clothing, armor, weapons, and other equipment on your person—become invisible for 1 hour. The invisibility ends if you attack or cast a spell.

POTION OF VITALITY

Drinking this potion removes any exhaustion you are suffering, cures any disease or poison affecting you, and maximizes the effect of any Hit Die you spend to regain hit points within the next 24 hours.

RING OF PROTECTION

While you are wearing this ring and are attuned to it, you have a +1 bonus to your Armor Class and saving throws.

SPELL SCROLL

A *spell scroll* bears the words of a single spell, written in a mystical cipher. If the spell is on your class's spell list, you can use an action to read the scroll and cast its spell without having to provide any of the spell's components. Otherwise, the scroll is unintelligible.

If the spell is on your class's spell list but of a higher level than you can normally cast, you must make an ability check using your spellcasting ability to determine whether you cast it successfully. The DC equals $10 +$ the spell's level. On a failed check, the spell disappears from the scroll with no other effect.

Once the spell is cast, the words on the scroll fade, and the scroll itself crumbles to dust.

SPIDER STAFF

The top of this black, adamantine staff is shaped like a spider. The staff weighs 6 pounds. You must be attuned to the staff to gain its benefits and cast its spells.

The staff can be wielded as a quarterstaff. It deals $1d6$ extra poison damage on a hit when used to make a weapon attack.

The staff has 10 charges, which are used to fuel the spells within it. With the staff in hand, you can use your action to cast one of the following spells from the staff if the spell is on your class's spell list: *spider climb* (1 charge) or *web* (2 charges, spell save DC 15). No components are required.

The staff regains $1d6 + 4$ expended charges each day at dusk. If you expend the staff's last charge, roll a d20. On a 1, the staff crumbles to dust and is destroyed.

STAFF OF DEFENSE

This slender, hollow staff is made of glass yet is as strong as oak. It weighs 3 pounds. You must be attuned to the staff to gain its benefits and cast its spells.

While holding the staff, you have a +1 bonus to your Armor Class.

The staff has 10 charges, which are used to fuel the spells within it. With the staff in hand, you can use your action to cast one of the following spells from the staff if the spell is on your class's spell list: *mage armor* (1 charge) or *shield* (2 charges). No components are required.

The staff regains $1d6 + 4$ expended charges each day at dawn. If you expend the staff's last charge, roll a d20. On a 1, the staff shatters and is destroyed.

WAND OF MAGIC MISSILES

This wand has 7 charges. With the wand in hand, you can use your action to fire the *magic missile* spell from the wand—no components required—and expend 1 to 3 of the wand's charges. For each charge you expend beyond 1, the spell's level increases by 1. You can use this wand even if you are incapable of casting spells.

The wand regains $1d6 + 1$ expended charges each day at dawn. If you expend the wand's last charge, roll a d20. On a 1, the wand crumbles into ash and is destroyed.



APPENDIX B: MONSTERS

This section contains stat blocks and short descriptions for the creatures that appear in *Lost Mine of Phandelver*.

STATISTICS

A creature's stat block provides the essential information that you, as the DM, need to run the creature.

SIZE

Each creature takes up a different amount of space. The Size Categories table shows how much space a creature of a particular size controls in combat. Objects sometimes use the same size categories.

SIZE CATEGORIES

Size	Space
Tiny	2½ by 2½ ft.
Small	5 by 5 ft.
Medium	5 by 5 ft.
Large	10 by 10 ft.

SPACE

A creature's space is the area in feet that it effectively controls in combat, not an expression of its physical dimensions. A typical Medium creature isn't 5 feet wide, for example, but it does control a space that wide. If a Medium hobgoblin stands in a 5-foot-wide doorway, other creatures can't get through unless the hobgoblin lets them.

SQUEEZING INTO A SMALLER SPACE

A creature can squeeze through a space large enough for a creature one size smaller than itself. When squeezing through such a space, the creature's speed is halved. While squeezing, a creature has disadvantage on attack rolls and Dexterity saving throws, and attack rolls against it have advantage.

TYPE

A creature's type speaks to its fundamental nature. The following types of monsters can be encountered in this adventure.

Aberrations. Utterly alien beings that have no place in the natural world.

Beasts. Nonhumanoid creatures that, like real-world animals, are a normal part of the world's ecology.

Dragons. Large, winged, reptilian creatures of ancient origin and tremendous power.

Giants. Humanoid-like creatures that tower over humans and their kin.

Humanoids. Bipedal peoples of the civilized and savage world, including humans and a tremendous variety of other races, including dwarves and elves.

Monstrosities. Frightening creatures that sometimes resemble beasts but that are often touched by magic and almost never benign.

Oozes. Gelatinous creatures that generally have no fixed shape. They are mostly subterranean, dwelling in caves and dungeons.

Plants. Plant creatures, as opposed to ordinary plants, have some degree of sentience and mobility.

Undead. Once-living creatures brought to a horrifying state of undeath through the practice of necromantic magic or some unholy curse.

TAGS

A creature might have one or more tags appended to its type, in parentheses. For example, an orc has the humanoid (orc) type. These parenthetical tags provide an additional layer of categorization for certain monsters, but they have no bearing on how a monster is used in combat.

ALIGNMENT

A creature's alignment provides a clue to its disposition. For example, a chaotic evil creature might be difficult to reason with and might attack characters on sight, whereas a neutral creature might be willing to negotiate. Alignment indicates whether a creature leans toward law or chaos and good or evil or whether a creature is neutral.

Any Alignment. Some creatures, such as the warrior, can have any alignment. In other words, you choose the creature's alignment. Depending on the creature, its alignment entry might indicate a tendency or aversion toward law, chaos, good, or evil.

Unaligned. Many creatures of low intelligence have no comprehension of law or chaos, good or evil. They don't make moral or ethical choices, but rather act on instinct. These creatures are unaligned, which means they don't have an alignment.

ARMOR CLASS

A creature that wears armor or carries a shield has an AC that takes its armor, shield, and Dexterity into account. Otherwise, a creature's AC is based on its Dexterity modifier and any natural armor or supernatural resilience it might possess.

If a creature wears armor or carries a shield, the kind of armor it wears or shield it carries is noted in parentheses after its AC value.

HIT POINTS

A creature usually dies or is destroyed when its hit points drop to 0. For more on hit points, see the rulebook.

SPEED

A creature's speed tells you how far it can move on its turn. For more information on speed, see the rulebook.

All creatures have a walking speed; creatures that have no form of ground-based locomotion have a speed of 0 feet.

Many of the creatures herein have one or more additional movement modes.

Climb. A creature that has a climbing speed can use all or part of its movement to move on vertical surfaces. The creature doesn't need to spend extra movement to climb.

Fly. A creature that has a flying speed can use all or part of its movement to fly. If the creature is incapacitated or knocked prone while flying, it falls unless it can hover.

Swim. A creature that has a swimming speed doesn't need to spend extra movement to swim.

ABILITY SCORES

Every creature has six ability scores (Strength, Dexterity, Constitution, Intelligence, Wisdom, and Charisma) and corresponding modifiers. For more information on ability scores and how they're used in play, see the rulebook.

SAVING THROWS

The Saving Throws entry is reserved for creatures that are particularly adept at resisting certain kinds of effects.

SKILLS

The Skills entry is reserved for creatures that are proficient in one or more skills. For example, a creature that is very perceptive and stealthy might have higher-than-normal bonuses to Wisdom (Perception) and Dexterity (Stealth) checks.

Skills in a monster's stat block are shown with the total modifier—the monster's ability modifier plus its proficiency bonus. If a monster's stat block says "Stealth +6," roll a d20 and add 6 when the monster makes an ability check using Stealth.

ARMOR, WEAPON, AND TOOL PROFICIENCIES

Assume that a creature is proficient with its armor, weapons, and tools. If you swap out a creature's armor and weapons, you must decide whether the creature is proficient with its new equipment. See the rulebook for what happens when you use these items without proficiency.

VULNERABILITIES, RESISTANCES, AND IMMUNITIES

Some creatures have vulnerability, resistance, or immunity to certain types of damage. Additionally, some creatures are immune to certain conditions and other game effects. These immunities are also noted here.

SENSES

The Senses entry notes a creature's passive Wisdom (Perception) score, as well as any special senses the creature might have, such as the following senses.

Blindsight. A creature with blindsight can perceive its surroundings without having to rely on sight, within a specific radius.

Darkvision. A creature with darkvision can see in the dark within a specific radius. The creature can see in dim light within the radius as if it were bright light, and in darkness as if it were dim light. The creature can't discern color in darkness, only shades of gray.

Truesight. A creature with truesight can see in normal and magical darkness, see invisible creatures and objects, automatically detect visual illusions and succeed on saving throws against them, and perceive the original form of a shapeshifter or a creature that is transformed by magic. Furthermore, the creature can see into the Ethereal Plane.

LANGUAGES

The languages that a creature can speak are listed in alphabetical order. Sometimes a creature can understand a language but not speak it, and this is noted in its entry.

CHALLENGE

An appropriately equipped and well-rested party of four adventurers should be able to defeat a creature that has a challenge rating equal to their level without suffering any casualties.

Monsters that are significantly weaker than 1st-level characters have challenge ratings lower than 1.

EXPERIENCE POINTS (XP)

The number of experience points a creature is worth is based on its Challenge. Typically, XP is awarded for defeating the monster.

TRAITS

Traits are special characteristics of the creature that are likely to be relevant in a combat encounter.

ACTIONS

When a creature takes its action, it can choose from the options in the "Actions" section of its stat block. The rulebook describes other actions available to all creatures.

MELEE AND RANGED ATTACKS

The most common actions that a creature will take in combat are melee and ranged attacks. These can be spell attacks or weapon attacks, where the "weapon" might be a manufactured item or a natural weapon, such as a claw.

Hit. Any damage or other effects that occur as a result of an attack hitting a target are described here. As the DM, you have the option of taking average damage or rolling the damage; for this reason, both the average damage and the die expression are presented. For example, a monster might deal 4 (1d8) slashing damage with its longsword. That notation means you can have the monster deal 4 damage or you can roll 1d8 to determine the damage.

REACTIONS

If a creature can do something unusual with its reaction, that information is contained here. Most creatures do not have special reactions, in which case this section is absent. Reactions are explained in the rulebook.

LIMITED USAGE

Some special abilities—whether they are traits, actions, or reactions—have restrictions on the number of times they can be used.

X/Day. The notation "X/Day" means a special ability can be used a certain number of times and that a monster must finish a long rest to regain expended uses. For example, "1/Day" means a special ability can be used once and that the monster must finish a long rest to use it again.

Recharge X-Y. The notation "Recharge X-Y" means a monster can use a special ability once and that the ability then has a random chance of recharging during each subsequent round of combat. At the start of each of the monster's turns, roll a d6. If the roll is one of the numbers in the recharge notation, the monster regains the use of the special ability. The ability also recharges when the monster finishes a short or long rest.

For example, "Recharge 6" means a monster can use the special ability once. Then, at the start of the monster's turn, it regains the use of that ability if it rolls a 6 on a d6.

MONSTER DESCRIPTIONS

The monsters appearing in the adventure are presented in this section in alphabetical order.

BUGBEAR

Medium humanoid (goblinoid), chaotic evil

Armor Class 16 (hide armor, shield)

Hit Points 27 (5d8 + 5)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	13 (+1)	8 (-1)	11 (+0)	9 (-1)

Skills Stealth +6, Survival +2

Senses darkvision 60 ft., passive Perception 10

Languages Common, Goblin

Challenge 1 (200 XP)

Brute. When the bugbear hits with a melee weapon attack, the attack deals one extra die of the weapon's damage to the target (included below).

Surprise Attack. If the bugbear surprises a creature and hits it with an attack during the first round of combat, the target takes an extra 7 (2d6) damage from the attack.

ACTIONS

Morningstar. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 11 (2d8 + 2) piercing damage.



BUGBEAR

Javelin. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft. or range 30 ft./120 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage, or 9 (2d6 + 2) piercing damage in melee.

Bugbears are cruel and unruly humanoids that live to bully the weak and dislike being bossed around. Despite their intimidating builds, bugbears move with surprising stealth and are fond of setting ambushes.

COMMONER

Medium humanoid (any race), any alignment

Armor Class 10

Hit Points 4 (1d8)

Speed 30 ft.

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

Senses passive Perception 10

Languages any one (usually Common)

Challenge 0 (10 XP)

ACTIONS

Club. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 2 (1d4) bludgeoning damage.

Commoners include peasants and serfs, slaves and servants, pilgrims, merchants, artisans, and hermits.

CULTIST

Medium humanoid (any race), any nongood alignment

Armor Class 12 (leather armor)

Hit Points 9 (2d8)

Speed 30 ft.

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

Skills Deception +2, Religion +2

Senses passive Perception 10

Languages any one (usually Common)

Challenge 1/8 (25 XP)

Devotion. The cultist has advantage on saving throws against being charmed or frightened.

ACTIONS

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

Cultists swear allegiance to dark powers. They conceal their activities to avoid being ostracized, imprisoned, or executed for their beliefs.

DOPPELGANGER

Medium monstrosity (shapechanger), neutral

Armor Class 14

Hit Points 52 (8d8 + 16)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	11 (+0)	12 (+1)	14 (+2)

Skills	Deception +6, Insight +3
Condition Immunities	charmed
Senses	darkvision 60 ft., passive Perception 11
Languages	Common

Shapechanger. The doppelganger can use its action to polymorph into a Small or Medium humanoid it has seen, or back into its natural form. Its statistics, other than its size, are the same in each form. Its equipment is not transformed. If slain, the doppelganger reverts to its natural form.

Ambusher. The doppelganger has advantage on attack rolls against any creature it has surprised.

Surprise Attack. If the doppelganger surprises a creature and hits it with an attack during the first round of combat, the target takes an extra 10 (3d6) damage from the attack.

ACTIONS

Multiaction. The doppelganger makes two melee attacks.

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

Read Thoughts. The doppelganger magically reads the surface thoughts of one creature within 60 feet of it. The effect can penetrate barriers, but 3 feet of wood or dirt, 2 feet of stone, 2 inches of metal, or a thin sheet of lead blocks it. While the target is within range, the doppelganger can continue reading its thoughts as long as the doppelganger's concentration isn't broken. While reading the target's mind, the doppelganger has advantage on Wisdom (Insight) and Charisma (Deception, Intimidation, and Persuasion) checks against the target.

Doppelgangers take on the appearance of other humanoids, throwing off pursuit or luring victims to their doom with misdirection and disguise.

EVIL MAGE

Medium humanoid (human), lawful evil

Armor Class 12

Hit Points 22 (5d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	11 (+0)	17 (+3)	12 (+1)	11 (+0)

Saving Throws Int +5, Wis +3

Skills Arcana +5, History +5

Senses passive Perception 11

Languages Common, Draconic, Dwarvish, Elvish

Challenge 1 (200 XP)

Spellcasting. The mage is a 4th-level spellcaster that uses Intelligence as its spellcasting ability (spell save DC 13; +5 to hit with spell attacks). The mage knows the following spells from the wizard's spell list:

- Cantrips (at will): *light*, *mage hand*, *shocking grasp*
- 1st Level (4 slots): *charm person*, *magic missile*
- 2nd Level (3 slots): *hold person*, *misty step*

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +1 to hit, reach 5 ft., one target. *Hit:* 3 (1d8 – 1) bludgeoning damage.



DOPPELGANGER

Evil mages hunger for arcane power and dwell in isolated places, where they can perform terrible magical experiments without interference.

FLAMESKULL

Tiny undead, neutral evil

Armor Class 13

Hit Points 40 (9d4 + 18)

Speed 0 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
1 (-5)	17 (+3)	14 (+2)	16 (+3)	10 (+0)	11 (+0)

Skills Arcana +5, Perception +2

Damage Resistances lightning, necrotic, piercing

Damage Immunities cold, fire, poison

Condition Immunities charmed, frightened, paralyzed, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common

Challenge 4 (1,100 XP)

Illumination. The flameskull sheds either dim light in a 15-foot radius, or bright light in a 15-foot radius and dim light for an additional 15 feet. It can switch between the options as an action.

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

Rejuvenation. If the flameskull is destroyed, it regains all its hit points in 1 hour unless holy water is sprinkled on its remains or a *dispel magic* or *remove curse* spell is cast on them.

Spellcasting. The flameskull is a 5th-level spellcaster that uses Intelligence as its spellcasting ability (spell save DC 13, +5 to hit with spell attacks). It needs only verbal components to cast its spells. The flameskull knows the following spells from the wizard's spell list:

- Cantrip (at will): *mage hand*
- 1st level (3 slots): *magic missile*, *shield*
- 2nd level (2 slots): *blur*, *flaming sphere*
- 3rd level (1 slot): *fireball*

ACTIONS

Multiaction. The flameskull makes two attacks with its Fire Ray.

Fire Ray. Ranged Spell Attack: +5 to hit, range 30 ft., one target.
Hit: 10 (3d6) fire damage.

Spellcasters fashion flameskulls from the remains of dead wizards. When the ritual is complete, green flames erupt from the skull to complete its ghastly transformation.

GHOUL

Medium undead, chaotic evil

Armor Class 12

Hit Points 22 (5d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	15 (+2)	10 (+0)	7 (-2)	10 (+0)	6 (-2)

Damage Immunities poison

Condition Immunities charmed, poisoned

Senses darkvision 60 ft., passive Perception 10

Languages Common

Challenge 1 (200 XP)

ACTIONS

Bite. Melee Weapon Attack: +2 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) slashing damage. If the target is a creature other than an elf or undead, it must succeed on a DC 10 Constitution saving throw or be paralyzed for 1 minute. The creature can repeat the saving throw at the end of each of its turns, ending the effect early on a success.

Ghouls roam the night in packs, driven by an insatiable hunger for humanoid flesh. Like maggots or carrion beetles, they thrive in places rank with decay and death.

GIANT SPIDER

Large beast, unaligned

Armor Class 14 (natural armor)

Hit Points 26 (4d10 + 4)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	12 (+1)	2 (-4)	11 (+0)	4 (-3)

Skills Stealth +7

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 10

Languages —

Challenge 1 (200 XP)

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

Web Sense. While in contact with a web, the spider knows the exact location of any other creature in contact with the same web.

Web Walker. The spider ignores movement restrictions caused by webbing of any sort.

ACTIONS

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

Hit: 7 (1d8 + 3) piercing damage, and the target must make a DC 11 Constitution saving throw, taking 9 (2d8) poison damage on a failed save, or half as much damage on a successful one. If the poison reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, and paralyzed while poisoned in this way.

Web (Recharge 5–6). Ranged Weapon Attack: +5 to hit, range 30 ft./60 ft., one creature. Hit: The target is restrained by webbing. As an action, the restrained target can make a DC 12 Strength check, bursting the webbing on a success. The webbing can also be attacked and destroyed (AC 10; hp 5; vulnerable to fire damage; immune to bludgeoning, poison, and psychic damage).

Usually found underground, the lair of a giant spider is often festooned with webs holding helpless victims.

GOBLIN

Small humanoid (goblinoid), neutral evil

Armor Class 15 (leather armor, shield)

Hit Points 7 (2d6)

Speed 30 ft.

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

Skills Stealth +6

Senses darkvision 60 ft., passive Perception 9

Languages Common, Goblin

Challenge 1/4 (50 XP)

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

ACTIONS

Scimitar. Melee Weapon Attack: +4 to hit, reach 5 ft., one target.

Hit: 5 (1d6 + 2) slashing damage.

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

Goblins are black-hearted, gather in overwhelming numbers, and crave power, which they abuse.

GRICK

Medium monstrosity, neutral

Armor Class 14 (natural armor)

Hit Points 27 (6d8)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	11 (+0)	3 (-4)	14 (+2)	5 (-3)

Damage Resistances bludgeoning, piercing, and slashing damage from nonmagical weapons

Senses darkvision 60 ft., passive Perception 12

Languages —

Challenge 2 (450 XP)

Stone Camouflage. The grick has advantage on its Dexterity (Stealth) check when it attempts to hide in rocky terrain.

ACTIONS

Multiaction. The grick makes one attack with its tentacles. If that attack hits, the grick can make one beak attack against the same target.

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

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

The wormlike grick blends in with the stonework of its lair. Only when prey comes near does it rear up, its four tentacles unfurling to reveal a hungry, snapping beak.

HOBGOBLIN

Medium humanoid (goblinoid), lawful evil

Armor Class 18 (chain mail, shield)

Hit Points 11 (2d8 + 2)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	12 (+1)	12 (+1)	10 (+0)	10 (+0)	9 (-1)

Senses darkvision 60 ft., passive Perception 10

Languages Common, Goblin

Challenge 1/2 (100 XP)

Martial Advantage. Once per turn, the hobgoblin can deal an extra 7 (2d6) damage to a creature it hits with a weapon attack if that creature is within 5 feet of an ally of the hobgoblin that isn't incapacitated.

ACTIONS

Longsword. Melee Weapon Attack: +3 to hit, reach 5 ft., one target. Hit: 5 (1d8 + 1) slashing damage.

Longbow. Melee or Ranged Weapon Attack: +3 to hit, range 150 ft./600 ft., one target. Hit: 5 (1d8 + 1) piercing damage.

Hobgoblins are cunning, disciplined warriors who crave conquest. They impose a strict military hierarchy and are often found in the company of goblins and bugbears.

MORMESK THE WRAITH

Medium undead, neutral evil

Armor Class 13

Hit Points 45 (6d8 + 18)

Speed 0 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	16 (+3)	16 (+3)	12 (+1)	14 (+2)	15 (+2)

Damage Resistances acid, cold, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical weapons that aren't silvered

Damage Immunities necrotic, poison

Condition Immunities charmed, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 3 (700 XP)

Incorporeal Movement. The wraith can move through an object or another creature, but can't stop there.

Sunlight Sensitivity. While in sunlight, the wraith has disadvantage on attack rolls and on Wisdom (Perception) checks that rely on sight.

ACTIONS

Life Drain. Melee Weapon Attack: +5 to hit, reach 5 ft., one creature. Hit: 16 (3d6 + 3) necrotic damage, and the target must succeed on a DC 13 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. If this attack reduces the target's hit point maximum to 0, the target dies. This reduction to the target's hit point maximum lasts until the target finishes a long rest.

A wraith is the incorporeal remnant of a particularly hateful being. Most wraiths can transform those they have slain into spectral undead servitors. Mormesk chooses not to, preferring to let the dead stay dead.

NEZZNAR THE BLACK SPIDER

Medium humanoid (elf), neutral evil

Armor Class 11 (14 with mage armor)

Hit Points 27 (6d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	13 (+1)	10 (+0)	16 (+3)	14 (+2)	13 (+1)

Saving Throws Int +5, Wis +4

Skills Arcana +5, Perception +4, Stealth +3

Senses darkvision 120 ft., passive Perception 14

Languages Elvish, Undercommon

Challenge 2 (450 XP)

Special Equipment. Nezznar has a *spider staff*.

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

Sunlight Sensitivity. Nezznar has disadvantage on attack rolls when he or his target is in sunlight.

Innate Spellcasting. Nezznar can innately cast the following spells, requiring no material components:

- At will: *dancing lights*
- 1/day each: *darkness, faerie fire* (save DC 12)

Spellcasting. Nezznar is a 4th-level spellcaster that uses Intelligence as his spellcasting ability (spell save DC 13; +5 to hit with spell attacks). Nezznar has the following spells prepared from the wizard's spell list:

- Cantrips (at will): *mage hand, ray of frost, shocking grasp*
- 1st Level (4 slots): *mage armor, magic missile, shield*
- 2nd Level (3 slots): *invisibility, suggestion*

ACTIONS

Spider Staff. Melee Weapon Attack: +1 to hit, reach 5 ft., one target. Hit: 2 (1d6 - 1) bludgeoning damage plus 3 (1d6) poison damage.

Drow (dark elves) are a devious, scheming subterranean race that worships Lolth, the Demon Queen of Spiders. Drow society is strictly matriarchal. Male drow are relegated to servitor roles, and while most train as warriors, a few, such as Nezznar, become skilled wizards.

NOTHIC

Medium aberration, neutral evil

Armor Class 15 (natural armor)

Hit Points 45 (6d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	16 (+3)	13 (+1)	10 (+0)	8 (-1)

Skills Arcana +3, Insight +4, Perception +2, Stealth +5

Senses truesight 120 ft., passive Perception 12

Languages Undercommon

Challenge 2 (450 XP)

Keen Sight. The nothic has advantage on Wisdom (Perception) checks that rely on sight.

ACTIONS

Multiaction. The nothic makes two attacks with its claws.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Rotting Gaze. The nothic chooses one creature within 30 feet of it that it can see. The target must succeed on a DC 12 Constitution saving throw against this magic or take 10 (3d6) necrotic damage.

Weird Insight. The nothic chooses one creature within 30 feet of it that it can see. The target must contest its Charisma (Deception) check against the nothic's Wisdom (Insight) check. If the nothic wins, it magically learns one fact or secret about the creature.

Nothics were once wizards who dared to unlock magical secrets they couldn't fathom. Though gifted with strange cosmic insight that allows them to extract knowledge from

other creatures, nothics are no longer the wizards they once were and have no memories of their previous lives.

OCHRE JELLY

Large ooze, unaligned

Armor Class 8

Hit Points 45 (6d10 + 12)

Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	6 (-2)	14 (+2)	2 (-4)	6 (-2)	1 (-5)

Damage Resistances acid

Damage Immunities lightning, slashing

Condition Immunities blinded, charmed, deafened, frightened, prone

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 8

Languages —

Challenge 2 (450 XP)

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

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

ACTIONS

Pseudopod. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) bludgeoning damage plus 3 (1d6) acid damage.

REACTIONS

Split. When a jelly that is Medium or larger is subjected to lightning or slashing damage, it splits into two new jellies if it has at least 10 hit points. Each new jelly has hit points equal to half the original jelly's, rounded down. New jellies are one size smaller than the original jelly.

Ochre jellies stalk and consume organic creatures, and they have enough bestial cunning to avoid large groups.

OGRE

Large giant, chaotic evil

Armor Class 11 (hide armor)

Hit Points 59 (7d10 + 21)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	8 (-1)	16 (+3)	5 (-3)	7 (-2)	7 (-2)

Senses darkvision 60 ft., passive Perception 8

Languages Common, Giant

Challenge 2 (450 XP)

ACTIONS

Greatclub. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Javelin. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 30 ft./120 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage.

OGRE