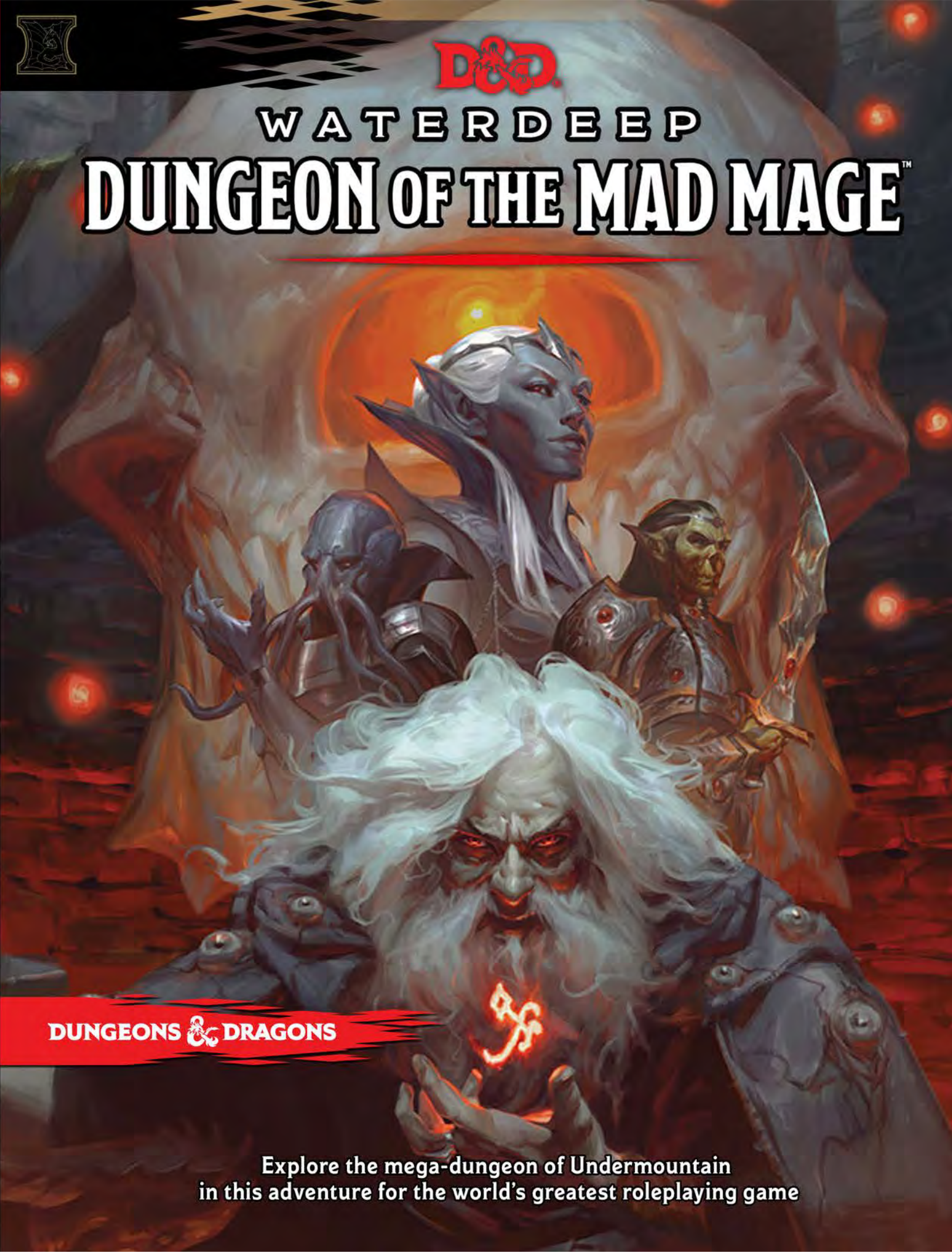
D&D

WATERDEEP

DUNGEON OF THE MAD MAGE™



DUNGEONS & DRAGONS

Explore the mega-dungeon of Undermountain
in this adventure for the world's greatest roleplaying game

WATERDEEP

DUNGEON OF THE MAD MAGE™

Credits

Lead Designer: Christopher Perkins
Designers: Bill Benham, Lysa Chen, Kiel Chenier, Dan Dillon, Claire Hoffman, James Introcaso, Greg Marks, Alan Patrick, Ben Petrisor, Travis Woodall

Managing Editor: Jeremy Crawford
Editors: Matt Click, Scott Fitzgerald Gray, Kim Mohan, F. Wesley Schneider, Matt Sernett, Kate Welch

Art Director: Kate Irwin
Additional Art Direction: Shauna Narciso, Richard Whitters
Graphic Designer: Emi Tanji

Cover Illustrator: Cynthia Sheppard
Concept Artists: Daarken, Shawn Wood
Interior Illustrators: Mark Behm, Eric Belisle, Zoltan Boros, Clint Cearley, Sidharth Chaturvedi, Jason Felix, Emily Fiegenschuh, Lars Grant-West, Leesha Hannigan, Lake Hurwitz, Tyler Jacobson, Sam Keiser, Julian Kok, Mathias Kollros, Christopher Moeller, Scott Murphy, Vincent Proce, Craig J Spearing, Cory Trego-Erdner, Shawn Wood
Cartographer: Tim Hartin

Producer: Dan Tovar
Project Managers: Matt Warren, Stan!
Product Engineer: Cynda Callaway
Imaging Technician: Carmen Cheung, Kevin Yee
Art Administration: David Gershman
Prepress Specialist: Jefferson Dunlap

Other D&D Team Members: Bart Carroll, Pelham Greene, Ari Levitch, Chris Lindsay, Shelly Mazzanoble, Mike Mearls, Hilary Ross, Liz Schuh, Nathan Stewart, Greg Tito, Anna Vo, Trish Yochum

The following D&D books provided material and inspiration:

Boyd, Eric L., Ed Greenwood, Christopher Lindsay, and Sean K Reynolds. *Expedition to Undermountain*. 2007.
Greenwood, Ed. *Ruins of Undermountain*. 1991.
Rabe, Jean, Norm Ritchie, and Donald J. Bingle. *Ruins of Undermountain II: The Deep Levels*. 1994.
Schend, Steven E. *Undermountain: Maddgoth's Castle*. 1996.
———. *Undermountain: Stardock*. 1997.
———. *Undermountain: The Lost Level*. 1996.
Sernett, Matt and Shawn Merwin. *Halls of Undermountain*. 2012.

Special thanks to the hundreds of playtesters whose feedback made this latest incarnation of Undermountain more fun at every turn.

Disclaimer: The Mad Mage of Undermountain is not seeing visitors right now. Don't come down because, uh, we're renovating and everything is a mess. You won't find any treasure, and the buffet is closed until further notice. Ye gods, where did all these githyanki come from? As if the mind flayers weren't bad enough. What's that? You think you can plunder my home and get away with it? Ha! You don't have the experience points.

ON THE COVER

Adventurers are drawn to Undermountain like moths to a flame. Cynthia Sheppard illustrates a host of villains vying for control of the dungeon's depths. Heroes, watch your step!

620C4659000001 EN
ISBN: 978-0-7869-6626-4
First Printing: November 2018

9 8 7 6 5 4 3 2 1

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

Printed in the USA. ©2018 Wizards of the Coast LLC, PO Box 707, Renton, WA 98057-0707, USA. Manufactured by Hasbro SA, Rue Emile-Boéchat 31, 2800 Delémont, CH. Represented by Hasbro Europe, 4 The Square, Stockley Park, Uxbridge, Middlesex, UB11 1ET, UK.

MATHIAS KOLLROS

Contents

Dungeon Key ... 4

Undermountain Overview ... 5
Running the Adventure ... 5
Dungeon History ... 6
The Yawning Portal ... 6
Adventure Hooks ... 7
Undermountain Secrets ... 10
Dungeon Features ... 10

Level 1: Dungeon Level ... 13
What Dwells Here? ... 13
Exploring This Level ... 14
Aftermath ... 26

Level 2: Arcane Chambers ... 27
What Dwells Here? ... 27
Exploring This Level ... 28
Aftermath ... 42

Level 3: Sargauth Level ... 43
What Dwells Here? ... 43
Exploring This Level ... 44
Aftermath ... 58

Level 4: Twisted Caverns ... 59
What Dwells Here? ... 59
Exploring This Level ... 60
Aftermath ... 68

Level 5: Wyllowwood ... 69
Magic of Wyllowwood ... 69
What Dwells Here? ... 69
Exploring This Level ... 71
Aftermath ... 80

Level 6: Lost Level ... 81
What Dwells Here? ... 81
Exploring This Level ... 82
Aftermath ... 94

Level 7: Maddgoth's Castle ... 95
What Dwells Here? ... 95
The Caverns ... 96
The Castle ... 101
Aftermath ... 108

Level 8: Slitherswamp ... 109
What Dwells Here? ... 109
Exploring This Level ... 110
Aftermath ... 116

Level 9: Dweomercore ... 117
What Dwells Here? ... 117
Exploring This Level ... 119
Aftermath ... 134

Level 10: Muiral's Gauntlet ... 135
What Dwells Here? ... 135
Exploring This Level ... 136
Aftermath ... 150

Level 11: Troglodyte Warrens ... 151
What Dwells Here? ... 151
Exploring This Level ... 152
Aftermath ... 158

Level 12: Maze Level ... 159
What Dwells Here? ... 159
Exploring This Level ... 160
Aftermath ... 170

Level 13: Trobriand's Graveyard ... 171
What Dwells Here? ... 171
Exploring This Level ... 172
Aftermath ... 178

Level 14: Arcturiadoom ... 179
What Dwells Here? ... 179
Exploring This Level ... 180
Aftermath ... 192

Level 15: Obstacle Course ... 193
What Dwells Here? ... 193
Exploring This Level ... 194
Aftermath ... 208

Level 16: Crystal Labyrinth ... 209
What Dwells Here? ... 209
Crystal Dungeon ... 210
Stardock ... 214
Aftermath ... 220

Level 17: Seadeeps ... 221
What Dwells Here? ... 221
Exploring This Level ... 222
Aftermath ... 230

Level 18: Vanrakdoom ... 231
The Dark Fate of Lord Vanrak Moonstar ... 231
What Dwells Here? ... 232
Into the Shadowfell ... 233
Exploring This Level ... 233
Aftermath ... 242

Level 19: Caverns of Ooze ... 243
What Dwells Here? ... 243
Exploring This Level ... 244
Aftermath ... 252

Level 20: Runestone Caverns ... 253
What Dwells Here? ... 253
Runestone Caverns ... 254
Stalagmite Tower ... 261
Aftermath ... 264

Level 21: Terminus Level ... 265
What Dwells Here? ... 265
Exploring This Level ... 266
Aftermath ... 276

Level 22: Shadowdusk Hold ... 277
What Dwells Here? ... 277
Exploring This Level ... 278
Tier 1 ... 278
Tier 2 ... 282
Tier 3 ... 285
Aftermath ... 288

Level 23: Mad Wizard's Lair ... 289
Who Dwells Here? ... 289
The Dungeon ... 289
Halaster's Tower ... 298
Conclusion ... 302

Skullport ... 303
Reaching Skullport ... 303
Skullport Overview ... 303
Exploring Skull Island ... 304
Exploring the Town ... 306

App. A: Dungeon Denizens ... 310

App. B: Elder Runes Deck ... 318

App. C: Secrets Deck ... 319

Dungeon Key

- Door
- Locked door
- Double door
- Smashed door
- Secret door
- One-way secret door
- Secret trapdoor in floor
- Brazier
- Submerged ramp
- Dais/raised platform
- Bars/Gate
- Rubble
- Arrow slits
- Window with bars
- Opening in ceiling
- Statue
- Pillar
- Altar
- Covered pit trap
- Open pits
- Cliff ledge
- Sinkhole
- Trap
- Polymorph trap
- Natural stone steps
- Elevation lines
- Floating candle
- Pool of water
- Well
- Slave pen
- Stalactite
- Stalagmite
- Mining cart and tracks
- Forge
- u d Stairs
- Ladder
- Ballista
- Flame cannon
- Sarcophagus
- Fireplace
- Throne
- Tapestry/curtain
- Magic circle
- Pentragram
- Thaumaturgic triangle

Undermountain Overview

Undermountain is the largest, deepest dungeon in the Forgotten Realms. This book aims to touch on every major level of that vast, dangerous place.

Waterdeep: Dungeon of the Mad Mage is designed for characters of 5th through 20th level. You can run it as a stand-alone adventure or use it in conjunction with its precursor, *Waterdeep: Dragon Heist*, which is an adventure that takes characters from 1st level to 5th level.

Running the Adventure

To run this adventure, you need the D&D fifth edition core rulebooks: *Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual*.

The *Monster Manual* contains stat blocks for most of the creatures found in this adventure. All other necessary stat blocks are included in appendix A. When a creature's name appears in **bold** type, that's a visual cue pointing you to its stat block in appendix A or in the *Monster Manual*. If a stat block appears in appendix A of this book, the text tells you so.

Spells and equipment mentioned in the adventure are described in the *Player's Handbook*. Magic items are described in the *Dungeon Master's Guide* or, in the case of new items, the encounters in which they are found.

Area Descriptions

Undermountain is a series of interconnected dungeon levels, each one deeper than the last. Every dungeon level has its own encounter locations keyed to a map.

The adventure text often presents the most important features of a location in the form of a list with boldface headings for ease of reference. These key features are arranged in order of prominence or in the order in which characters are likely to notice them. These summaries are designed to help you process the information at a glance. If a listed feature requires further explanation, you'll find additional information about that feature after the summary.

Abbreviations

The following abbreviations are used in this product:

hp = hit points
AC = Armor Class
DC = Difficulty Class
XP = experience points
pp = platinum piece(s)
gp = gold piece(s)
ep = electrum piece(s)
sp = silver piece(s)
cp = copper piece(s)
NPC = nonplayer character
LG = lawful good
CG = chaotic good
NG = neutral good
LN = lawful neutral
N = neutral
CN = chaotic neutral
LE = lawful evil
CE = chaotic evil
NE = neutral evil
DM = Dungeon Master

Character Advancement

The Levels of Undermountain table lists the dungeon's levels and the character levels for which they're designed. It's okay for characters to enter a dungeon level that's designed for a higher-level party; the encounters there will be more dangerous and taxing, but characters can retreat if things get too rough. Characters can also leave Undermountain, adventure elsewhere, and return to the dungeon once they're higher in level.

Levels of Undermountain

Level	Name	Character Level
1	Dungeon Level	5th
2	Arcane Chambers	6th
3	Sargauth Level	7th
	Skullport	7th
4	Twisted Caverns	8th
5	Wyllowwood	8th
6	Lost Level	9th
7	Maddgoth's Castle	9th
8	Slitherswamp	10th
9	Dweomercore	10th
10	Muiral's Gauntlet	11th
11	Troglodyte Warrens	11th
12	Maze Level	12th
13	Trobriand's Graveyard	12th
14	Arcturiadoom	13th
15	Obstacle Course	13th
16	Crystal Labyrinth	14th
17	Seadeeps	14th
18	Vanrakdoom	15th
19	Caverns of Ooze	15th
20	Runestone Caverns	16th
21	Terminus Level	16th
22	Shadowdusk Hold	17th
23	Mad Wizard's Lair	17th–20th

Each dungeon level contains enough monster XP to ensure that characters who clear out the level can advance to the point where they're ready to take on the challenges of the next level down. You can also award XP for overcoming traps and for exceptional roleplaying with key NPCs. The Bonus XP Awards table provides recommended XP awards for such interactions.

Bonus XP Awards

Character Level	XP Award
1st–4th	50
5th–10th	250
11th–16th	1,000
17th–20th	2,500

Dungeon History

More than one thousand years ago, the wizard Halaster Blackcloak (see appendix A) journeyed from a distant land to the base of Mount Waterdeep, perhaps acceding to the whispered summons of providence. Some believe he hailed from the nearly forgotten empire known as the Cradlelands. In ages past, humanity spread from the Cradlelands across Faerûn, originating from what is now the Plains of Purple Dust, a wasteland birthed out of a conflict with the gods. Others give Halaster less ancient origins, placing him among the early wizards of Netheril, or asserting that he came from a southern nation long since buried by sand and time. Whatever his origin, scholars have recorded that Halaster brought with him seven apprentices to Mount Waterdeep.

With the Seven guarding his back, Halaster tapped into his immense power to summon beings from other planes of existence to help him build a wizard's tower to dwarf all other wizard's towers. But as the seasons wore on, the Seven saw less and less of their enigmatic master. Halaster continued to use fell creatures from distant planes for tunneling and other construction beneath his tower, and the wizard kept the nature of most of his underground dealings a secret from the Seven. Eventually, Halaster's exploration broke into the Underhalls, a complex of tunnels and rooms built by the dwarves around a mithral mine beneath Mount Waterdeep. The architects of the Underhalls, the Melairkyn clan, had long ago been killed or dispersed, and warring duergar and drow had settled in the ruins. Halaster began a crusade against both the drow and the duergar, participating in wild hunts with extraplanar allies through the tunnels. The stubborn duergar dug in until the mithral was largely mined out; then they abandoned the Underhalls, leaving the drow to fight Halaster and his minions alone. The Mad Mage rounded up the remaining dark elves, trapping some of their souls for use in his dark magic, while twisting the bodies and enslaving the minds of others. Once he had wrung the drow of their usefulness, Halaster Blackcloak tunneled on, ever downward, indulging his inexplicable compulsion for delving deeper and deeper into the mountain.

Using his underground complex as a base of operations, Halaster traveled to other planes and distant lands, collecting strange and dangerous creatures to live as prisoners, servants, or guardians in Undermountain. Populating and defending the dungeon became an obsession. Over time, the mage's preoccupation with Undermountain electrified his eccentricities and infused him with an air of unconcealable madness.

Halaster's apprentices came and went. Some left only to return—inexplicably drawn down into Undermountain's depths. Others remained by his side. As they began dedicating more attention to their private obsessions, madness settled into their souls as well.

During the years Halaster quested on other planes and sequestered himself in his tunnels, his magnificent tower and its surrounding walls fell into ruin. In time, the city now known as Waterdeep developed in the shadow of Mount Waterdeep and spread down to the harbor. As the city sprawled outward over the years, it came to surround the ruins of Halaster's home. Undermountain was known to those early settlers, and they often sent criminals into its endless depths as punishment. So it was for many years, until an intrepid adventurer named Durnan delved into the labyrinth beneath the tower and returned alive, laden with riches and countless harrowing tales. Durnan used his new fortune to demolish the remnants of Halaster's tower and built an inn over the well he had used to descend into Undermountain, and call it the Yawning Portal. Durnan owns and operates the inn and tavern to this day, serving patrons and inviting the brave and foolish alike to test their mettle in the Dungeon of the Mad Mage.

A Knot in the Weave

Where Waterdeep stands today, there once stood Aelinthaldaar, the capital city of the ancient elven kingdom of Illefarn. When the elves left, they used a powerful spell to erase all traces of their capital. This spell had the unintended side effect of creating a permanent knot in the Weave, the fabric through which all magic is channeled. This knot lies deep underground and isn't something that can be seen, felt, or undone, but it can cause madness to bloom in the minds of mortal beings who dwell near it for too long. The knot permeates Undermountain, and the madness it causes typically manifests as an obsession with the dungeon itself. Those affected by the knot in the Weave exhibit a subconscious desire to remain in or near the dungeon. Halaster and several of his apprentices fell prey to this obsession, as did many Melairkyn dwarves and Durnan, the proprietor of the Yawning Portal. Not all creatures that dwell in Undermountain succumb to its madness, and those who do aren't even aware that the dungeon has them in its clutches.

The Yawning Portal

The Yawning Portal, a famous inn and tavern located near the eastern slope of Mount Waterdeep, derives its name from a 40-foot-diameter well that descends into the first level of Undermountain. Located in the center of the taproom, the well was once the outer shell of Halaster's mighty tower, which was demolished long ago. Its sheer walls are made of old mortared stones. Next to this gaping orifice hangs a winch with a simple rope-and-pulley mechanism that Durnan, the proprietor, uses to lower adventurers down the shaft and (sometimes) pull them up again. Durnan controls the winch himself and will transport only one adventurer at a time. The trip takes 10 rounds, down and up. The rope is stained with old blood and long enough to reach all the way to the floor of the dark room at the bottom of the 140-foot shaft (level 1, area 1).

Durnan charges adventurers 1 gp each to descend into the well, whether they opt to use the rope or not. The return trip also costs a piece of gold, sent up in a bucket in advance. He also readily accepts coin from patrons who want to place grisly bets on adventurers who dare explore Undermountain, and their odds of returning alive. "Five gold dragons says they're back before a tenday, minus the fighter, the wizard, and the cleric!" is the flavor of commentary often heard amid gales of drunken laughter.

SIDHARTH CHATURVEDI

The walls of the well are crumbly but have abundant handholds and footholds. They can be scaled without climbing gear with a successful DC 15 Strength (Athletics) check. No check is needed to enter Undermountain by using the rope-and-pulley system.

Adventure Hooks

Adventurers who hang around the Yawning Portal often find work delving into Undermountain on the errands of others. The characters might have their own reasons for venturing into the Mad Mage's dungeon, but the adventure hooks described in this section can be used as further motivation. These hooks are divided into two categories: starting quests and future quests. Adventurers are under no obligation to accept or complete any of these quests, though the promised rewards are often substantial enough to be tempting.

Starting Quests

Starting quests are available to characters from the outset of their experience with Undermountain. Any of the quest givers described below might approach the characters shortly after their arrival at the Yawning Portal. The characters can accept as many or as few starting quests as they want. Based on the needs of your campaign, you might even introduce some starting quests of your own.

Hunt for Magic Items and Spellbooks

Obaya Uday, a neutral good Chultan priest of Waukeen (god of trade), has traveled from the distant city of Port Nyanzaru on behalf of a wizard named Wakanga O'tamu to procure magic items from Waterdeep. When she learned about Undermountain, Obaya booked a room at the Yawning Portal in the hope of hiring adventurers to plunder the dungeon of its magical riches.

Obaya approaches the adventurers and offers to pay for any unwanted magic items they find in Undermountain. Obaya has secured her funds in Waterdavian banks and can pay handsomely within a matter of hours for any magic items the characters bring to her. The amount she's willing to pay is based on the item's rarity, as shown in the Magic Item Rewards table, and is nonnegotiable. Characters would be hard-pressed to find anyone willing to spend as much for these items as Obaya is, and she always pays in platinum pieces for ease of transport.

Magic Item Rewards

Item Rarity	Obaya's Reward
Common	10 pp
Uncommon	50 pp
Rare	500 pp
Very rare	5,000 pp

Obaya is also interested in buying spellbooks for Wakanga O'tamu. She prices a spellbook based on the highest-level spell contained in it: 5 pp for 1st level, 25 pp for 2nd or 3rd level, 100 pp for 4th or 5th level, 250 pp for 6th or 7th level, and 500 pp for 8th or 9th level.

Once she has paid for 7,500 pp worth of magic items and spellbooks, Obaya hires a small squad of bodyguards, books passage on a merchant ship heading to Chult, and returns to Port Nyanzaru with her trove.

Pay a Harper Debt

A lawful good bard named Mattrim Mereg, known as Threestrings to his friends, plays a three-stringed lute at the Yawning Portal and is a much more talented musician than he pretends to be. In truth, Mattrim is a Harper spy who uses this busking gig to establish relationships with the Yawning Portal's unique clientele.

Mattrim needs a pouch of gold delivered to a female half-drow named Cal'al Claddani, who runs a tavern called the Flagon and the Dragon in Skullport. Cal'al provided shelter and healing to a wounded Harper spy in Skullport and is owed payment for her support. Mattrim's pouch contains three moonstones worth 50 gp each.

Once they deliver the pouch, characters can take refuge in a Harper hideout called Dalagor's Fortress, located on the uppermost level of Skullport. Mattrim tells the characters that a dragonborn mage named Felrax guards the place.

Search for Kressando Rosznar

A young noblewoman, Esvele Rosznar has been frequenting the Yawning Portal on busy evenings, keeping mostly to herself while sipping *zzar* and listening to gossip. Her family has a tarnished reputation, having once been banished from Waterdeep for slavery and other illegal acts. Although the Rosznar family is trying to regain its integrity and standing, several bad apples threaten to impede that progress with their sinister ventures. Esvele's brother, Kressando, was sent to Skullport to conduct secret meetings with the Xanathar Guild and gauge interest in setting up a slave trade in Skullport, far from the eyes of Waterdavian authorities. Esvele didn't learn of this meeting until after Kressando vanished, and she is determined to stop his scheming and see him returned to Waterdeep before he can further tarnish the Rosznar name.

Esvele takes one or more of the adventurers aside as they prepare to make their initial descent into Undermountain and asks them to keep an eye out for Kressando, a 22-year-old man with fair skin and dark curly hair, trained in the arts of stealth and thievery. She also tells them that Kressando wears a platinum signet ring bearing the Rosznar family crest (a diving white falcon on a field of blue) and an inscription of the family motto ("Fly high and stoop swift").

She promises that if the characters can facilitate Kressando's safe return or deliver proof of his whereabouts to Esvele, she will owe them a favor, adding that "You can trust in House Rosznar." (For more information on Esvele Rosznar, see *Waterdeep: Dragon Heist*.)

Characters won't find Kressando anywhere, but they might find his ring in the possession of a hobgoblin warlord named Azrok (see level 3, area 21n) and discover how Esvele's brother met his untimely end. Returning Kressando's ring to Esvele completes the quest and places her in the party's debt.

Throne of the Coronal

Volothamp Geddarm, famous explorer and raconteur, offers to buy the adventurers a round of drinks to celebrate their upcoming expedition into the Dungeon of the Mad Mage. Injected into the conversation is the following tale:

> This story dates to the fall of Illefarn, an elven kingdom of the North. An alabaster throne belonging to Syglaeth Audark, the last coronal of Illefarn, disappeared from the capital city of Aelinthaldaar, where the Mad Mage built his tower and today stands Waterdeep. It's said that a group of dwarves feared the destruction of such a miraculous work of stonecraft and stole the throne right out from under the elves' slender noses. Where the dwarves hid it for so long, who knows? But should you find it in Undermountain, it would please the elves of the North to know it survives.

In truth, the ancient alabaster throne was spared the destruction of Aelinthaldaar by Coronal Audark himself, who ordered it placed in an underground vault. Despite the precaution, the throne was damaged in the calamity that befell the elven kingdom. After the fall of Illefarn, Melairkyn dwarves found the throne and bore it to their halls with the intention of repairing it and returning it to the elves.

If the characters find the throne (see level 3, area 14c) and inform Volo of its location, he shares this information with his elf friends, who express their gratitude by giving the party a beautifully crafted longbow and an elven quiver containing twenty silvered arrows. The bow bears the Elvish inscription *"Al hond ebrath, uol tath shantar en tath lalala ol hond ebrath."* This phrase translates to "A true friend, as the trees and the water are true friends." The elves eventually embark on their own expedition into Undermountain, with the goal of retrieving the throne.

Future Quests

Future quests are available to adventurers only after they satisfy the prerequisites. The characters might need to enter and leave Undermountain several times before they're eligible to receive these quests.

Eye of the Spider

Prerequisite: Complete the "Search for Kressando Rosznar" quest

News of Kressando Rosznar's death is leaked to the publishers of several local broadsheets, along with the names of the adventurers who retrieved his signet ring from Undermountain. The news inspires Joroth Brighthelm, a dwarf spy for the Lords' Alliance, to visit the Yawning Portal.

More of Undermountain to Love

There are vast sections of Undermountain, including hidden levels, beyond those described in this book. Halaster seals off portions of the dungeon that are undergoing construction or reconstruction until such time as they're ready for exploration. The DMs' Guild (dmsguild.com) is an excellent resource you can use to find and share expansions to Undermountain.

Joroth approaches the characters in plain clothes and asks them to keep their eyes open for Falkir's Fist, a band of four dwarf adventurers that disappeared in Undermountain over a year ago. The leader of the band, Falkir Gravelfist, is believed to have stolen a famous emerald called the Eye of the Spider from the Mirabarran embassy in Waterdeep weeks prior to his disappearance. Joroth believes Falkir is dead (divination spells have confirmed as much) but would like to see the gemstone returned to its proper owners to strengthen political ties between Waterdeep and Mirabar.

Joroth describes Falkir as a particularly stout dwarf wearing a helm shaped like a boar's head. He says the gemstone is a spherical emerald roughly three inches in diameter, with a small imperfection in its core shaped vaguely like a spider. The gemstone has no magical properties as far as he knows. Joroth offers the friendship of the Lords' Alliance as a reward, which can be useful if one or more of the characters find themselves in need of assistance in Waterdeep or another alliance city. (For more information on the Lords' Alliance and its role in Waterdeep, see *Waterdeep: Dragon Heist*.)

Characters who belong to the Lords' Alliance gain 3 renown (see "Renown" in chapter 2 of the *Dungeon Master's Guide*) for returning the Eye of the Spider to Joroth. Both the gemstone and Falkir's Fist can be found on level 10.

Retrieve a Runestone Fragment

Prerequisite: 12th level or higher

Volothamp Geddarm introduces the characters to a friend of his: a young captain of the City Watch named Jalester Silvermane. If the characters played through *Waterdeep: Dragon Heist*, they probably know him already. Jalester is a secret agent of the Lords' Alliance who reports to Lady Laeral Silverhand, the Open Lord of Waterdeep.

Unbeknownst to anyone but her closest confidants, Laeral's magic has begun to wane. She has researched a way to halt the decline, at least temporarily, but she needs a fragment of a magic crystal called the Runestone. The crystal was created by Halaster Blackcloak and secreted away in the depths of Undermountain. Laeral has sent Jalester to hire a band of adventurers to retrieve a pebble-sized fragment of the Runestone, which he can then deliver to Laeral in utmost secrecy.

Jalester tells the characters that he wants the fragment for himself and won't disclose its purpose, except to say that its recovery will help to ensure Waterdeep's security (a true statement). He describes the Runestone as a large, glowing, disk-shaped gem with Halaster's rune floating in it.

He does not mention a monetary reward for delivering a Runestone fragment to him; instead, Jalester offers the characters his lasting friendship—which can bring many benefits, considering his position in the City Watch. If the characters negotiate for more than Jalester's goodwill, they're also promised a *luck blade* with no wishes remaining. Jalester neglects to mention, however, that this weapon belongs to Mirt the Moneylender, one of the Masked Lords of Waterdeep. Mirt himself delivers the *luck blade* once the Runestone fragment is in Laeral's hands, but looks rather put out at the thought of parting with it. "Perhaps you might trade it back for dinner at my mansion?" he asks the characters politely. Allowing Mirt to keep his sword puts the Masked Lord in the characters' debt—a fine prize indeed for their efforts.

The characters can find the Runestone and cast-off fragments of it on level 20 of Undermountain.

Save the Dragon

Prerequisite: Complete the "Throne of the Coronal" or the "Eye of the Spider" quest

Word reaches Lady Wylynd Moonstar, matriarch of the Moonstar noble family of Waterdeep, that a party of adventurers has had some success in Undermountain of late. She learns all she can about these adventurers before sending her grand-nephew, a well-mannered half-drow named Helion Moonstar, to meet with them. Helion is Wylynd's heir apparent, and this mission is as much a test for him as it is for the adventurers.

Lady Wylynd is well over a hundred years old and senile, but she has never forgotten the dark blemish on her family's honor left by Vanrak Moonstar, who lorded over House Moonstar long ago. Vanrak and his small army of Shar worshipers fled into Undermountain to escape punishment for their many crimes in the city. It's Lady Wylynd's recollection that a longtime ally of the Moonstar family, a bronze dragon named Glyster, was asked or told to find Vanrak and bring him back to Waterdeep to face justice. The dragon found Vanrak but could not wrest him from the depths of Undermountain. Instead, the dragon became corrupted by Shar's magic and was transformed into a shadow dragon named Umbraxakar. In this evil form, the dragon fought by Vanrak's side for years, even serving as his mount from time to time.

Lady Wylynd believes it's her family's responsibility to free the dragon from Shar's evil grasp one way or another. She asks Helion to meet with the adventurers and convince them to find the shadow dragon in Vanrakdoom, one of the deeper levels of Undermountain, and break Shar's hold over him. Failing that, they should put the dragon out of his misery. In exchange for their help, Helion promises the friendship of House Moonstar, which comes with tangible benefits:

- Characters can trade magic items with representatives of House Moonstar, allowing free exchanges of magic items of similar rarity (subject to your approval).
- House Moonstar offers to fund any future expedition the characters decide to mount, providing maps, caravan services, and NPC followers as needed.
- House Moonstar can put the characters in touch with people who can give special training (see "Marks of Prestige" in chapter 7 of the *Dungeon Master's Guide*).

Uncover the Telepathic Spy

Prerequisite: 9th level or higher

An ulitharid (see appendix A) has been using telepathy to contact random people in the city and learn all it can about Waterdeep. Those the creature has contacted know nothing of the ulitharid's true nature, only that an alien intellect has reached out to them for information. Word of these telepathic intrusions has begun to spread throughout the city, gaining traction as more than just a mad rumor. Several of Durnan's regular patrons have spoken at length about it, and Durnan believes the source might be somewhere in Undermountain. In fact, he thinks a horrific, psionic monster called an elder brain might be lurking in the dungeon. Not wanting to alarm anyone with rumors of mind flayers, he keeps this conjecture to himself for now.

Durnan urges adventurers to find the source of the telepathic contact, learn its intentions, and put a quick and decisive end to it if those intentions are hostile. (The ulitharid awaits them on level 17.) If the party deals with the threat, Durnan promises to make sure the deed is never forgotten but offers no tangible reward.

Undermountain Secrets

Appendix C of this book contains the Secrets Deck—paper cards for you to photocopy and hand out to the players when their characters learn reliable information about Halaster and Undermountain.

Any character who spends at least four hours in the Yawning Portal is likely to overhear tall tales about the Mad Mage and his dungeon. Not all rumors are to be believed, however, and characters need keen ears and sharp insight to determine which stories have weight. Have each character make a DC 20 Intelligence (Investigation) check or Wisdom (Insight) check. If the check succeeds, the character learns a secret about Undermountain, and the player can draw a card from the Secrets Deck.

Players can hold onto these cards for later reference. When the characters meet an NPC in Undermountain who knows a fact, have one of the players draw another card from the Secrets Deck to determine what that NPC knows about Halaster and his dungeon.

Jhesiyra Kestellharp

Among the greatest of Undermountain's secrets is the story of Jhesiyra Kestellharp, who was one of Halaster's most gifted apprentices until it became clear to her that Halaster was irrevocably insane. She fled, but Halaster dragged her back to Undermountain and trapped her in the Citadel of the Bloody Hand, a dungeon complex under Mount Waterdeep connected to Undermountain. Jhesiyra escaped her prison when its wards failed during the Spellplague. To hide from Halaster, she magically confined herself in the stones of Undermountain. She now exists in a bodiless state, inhabiting the very dungeon itself. Halaster is unaware of Jhesiyra's presence but also wonders over her disappearance following the Spellplague.

Jhesiyra's plan is to use adventurers to defeat Halaster so that she can seize control of Undermountain. To that end, she does everything in her power to keep adventurers in Undermountain alive. Her abilities are, however, limited in her current, bodiless form.

Jhesiyra can exert control over Halaster's magic gates, keeping adventurers from passing through them if she thinks they lack the might needed to defeat the perils beyond. In terms of game rules, characters are prevented from passing through a gate when their experience level fails to meet a prerequisite (the recommended character level for which the dungeon level is designed). Any character who doesn't qualify is pushed back without being harmed when trying to step through the open gate. Only a *wish* spell can allow a character to pass through. As the Dungeon Master, you can suspend this restriction and allow characters who don't meet the level prerequisite to pass through a gate, particularly if you think they have the resources to survive and overcome that dangers that await them.

Jhesiyra can't stop characters from moving between dungeon levels by more conventional means. Whenever they enter a dungeon level designed for characters of a higher experience level, Jhesiyra sends them the following telepathic warning in Common: "Turn back! You're not prepared for the danger that lies ahead!" Characters are free to ignore her warning. She can't and won't elaborate on the nature of the danger that awaits the adventurers or communicate with them in any other way, for fear of being detected by Halaster.

Powerful divination magic can reveal Jhesiyra's disembodied presence throughout Undermountain. But not even a *wish* spell or divine intervention will allow direct, two-way communication with Halaster's former apprentice.

Dungeon Features

For the sake of avoiding repetitive descriptions, common features of Undermountain are summarized here.

Alterations to Magic

Halaster doesn't make it easy for creatures to enter or leave his dungeon. No spell other than *wish* can be used to enter Undermountain, leave it, or transport oneself from one level to another. *Astral projection*, *teleport*, *plane shift*, *word of recall*, and similar spells cast for these reasons simply fail, as do effects that banish a creature to another plane of existence. These restrictions apply to magic items and artifacts that have properties that transport or banish creatures to other planes as well. Magic that allows transit to the Border Ethereal, such as the *etherealness* spell, is the exception to this rule. A creature that enters the Border Ethereal from Undermountain is pulled back into the dungeon upon leaving that plane.

Magic that summons creatures or objects from other planes functions normally in Undermountain, as does magic that involves an extradimensional space. Any spells cast within such an extradimensional space (such as that created by a *Mordenkainen's magnificent mansion* spell) are subject to the same restrictions as magic cast in Undermountain.

Spells can't destroy or alter the shape of Undermountain's magically protected ceilings, pillars, columns, walls, or floors. For example, an *earthquake* spell would not trigger a ceiling collapse or create fissures in Undermountain. Doors and furnishings, however, are not protected in this way.

While they are in Undermountain, characters who receive spells from deities or otherworldly patrons continue to do so. In addition, spells that allow contact with beings from other planes function normally.

Sending Spells

Inside Undermountain, Halaster can't be contacted by means of *sending* spells. Any creature that tries to contact him with a *sending* spell is magically redirected to the Mad Mage's nothic secretary (see level 9, area 31). Each time it is contacted in this manner, the nothic replies with a string of expletives in Undercommon. Other things the nothic night say (in Undercommon) include the following:

- "Are you alive or just waiting to be conjured?"
- "Get out of my extradimensional space!"
- "There's a knot in the Weave! I can't untie it!"
- "Halaster's not home right now."

Architecture

Undermountain is made up of a mixture of smooth, worked stone and rough-hewn stone, with the occasional intruding natural tunnel or cavern. A few levels have exceptional architectural features; for example, level 16, the Crystal Labyrinth, has walls, floors, and ceilings made of crystal.

Ceilings

It's helpful to know the height of a ceiling, particularly if creatures in the area can climb or fly.

Rooms. A room's ceiling is at least as high as the room is wide, often higher. If a room's ceiling height isn't specified in the text, assume it's the minimum height.

Tunnels. A tunnel's ceiling is as high as the tunnel is wide, unless otherwise noted. Most tunnels in Undermountain are arched and have no visible structural supports. Exceptions are called out in the text.

Doors and Secret Doors

Normal doors (including double doors) are made of thick, sturdy wood fitted with iron hinges and handles, and protected against moisture by magic. Secret doors are fashioned of the same material as the surface in which they're set (usually stone) and require a successful DC 20 Wisdom (Perception) check to locate, unless noted otherwise. When they are closed, most doors and secret doors create airtight seals, keeping gases and gaseous creatures from passing through them; exceptions are noted in the text.

A one-way door can be manually opened only from one side (the other side has no handle or hinges). A *knock* spell or similar magic is needed to open a one-way door from the "wrong" side.

Not many doors in Undermountain have locks, but those that do sport locks of masterful craftsmanship. When confronted by a locked door, a character with thieves' tools can pick the lock with a successful DC 20 Dexterity check.

A locked or stuck door can be forced open with a successful DC 20 Strength (Athletics) check. A creature that fails a check to force open a door can't make

Halaster's Goals

The Mad Mage makes his presence known throughout this adventure. Most often, he's a distant observer, watching with amusement as adventurers contend with the denizens and other dangers of his dungeon. Other times, he appears before them in the form of a spectral eye or some other magical force. Why does he tolerate adventurers in his home? What's his aim? That's for you to decide.

This sidebar outlines several possible goals for Halaster. Choose one you like, or randomly determine Halaster's goal by rolling a d6. His goal can change at any time without explanation; he is the Mad Mage, after all.

Goal 1: Clean House. Halaster wants adventurers to clear out parts of his dungeon so that he can restock the tunnels with new threats from across the planes. He's unhappy about the amount of space the drow take up on levels 3, 10, and 12. He's also concerned that the conflict between the githyanki on level 16 and the mind flayers on level 17 could spiral out of control; consequently, he wants one side or the other (or both) eliminated.

Goal 2: Destroy Ezzat. An irksome lich named Ezzat has taken refuge on level 20, and Halaster wants adventurers to destroy the lich and its phylactery. Halaster has bound two genies (a dao and a marid) to level 19 and uses them to help adventurers accomplish this goal.

Goal 3: Strike Fear into Heroes' Hearts. Halaster wants fewer adventurers coming down the well to pester him and steal his valuable belongings. To that end, his goal is to terrify adventurers and send them screaming back to Waterdeep with horror stories that discourage others from descending into Undermountain.

Goal 4: Become Waterdeep's Shadow Lord. The Shadowdusks were Waterdavian nobles who descended into madness, taking refuge in Undermountain. Halaster wants to return them to power in the city above and use them as puppets to rule Waterdeep from below as its Shadow Lord. Adventurers can thwart Halaster's scheme by destroying the leaders of the Shadowdusk family and laying waste to their stronghold on level 22.

Goal 5: Find an Apprentice. Halaster is searching for one or more new apprentices worthy of his time and tutelage. He is cultivating talent on level 9, but he's also paying close attention to other arcane spellcasters who enter Undermountain. Of course, once the novelty of new apprentices wears off, Halaster will likely do the same thing he's done with all his previous apprentices: teach them ways to mutilate and destroy themselves.

Goal 6: Locate Jhesiyra. Somewhere in the back of his twisted, paranoid mind, Halaster believes that Jhesiyra Kestellharp is still alive and plotting to destroy him. He has no clue where Jhesiyra might be, but he can't rest until the mystery of her disappearance is solved and she's his prisoner once again. Halaster thinks he can use the adventurers to lure Jhesiyra out of hiding, but they turn out to be the same adventurers she's using to find and destroy him.

Expanding Undermountain

Each dungeon level has tunnels that lead off the edge of the map. These tunnels can be ignored if you have no desire to expand the dungeon. If you choose to expand a level by creating new rooms of your own, you can attach your section of the dungeon to an existing map by using one of these connecting tunnels.

another attempt on the same door unless it has another creature or a tool (such as a crowbar) to assist.

If the direction in which a door opens becomes important, decide for yourself which area the door opens into.

Elder Runes

Elder runes are ancient symbols imbued with magical power. With years of study, any creature that can cast the *symbol* spell can learn an elder rune and add it to the selection of symbols that can be created with the spell. Halaster has spent lifetimes studying elder runes, inventing new ones, and harnessing their volatile magic. He likes to place them throughout Undermountain as hazards.

Appendix B presents several elder runes on paper cards that you can photocopy and cut out to create an Elder Runes Deck. When circumstances call for the appearance of an elder rune, a card is drawn from this deck to determine which rune appears and what it does.

Elder runes function as symbols cast using the *symbol* spell, with these changes:

- An elder rune has two possible effects: one beneficial (called the boon effect) and the other harmful (called the bane effect). The elder rune's creator chooses which effect occurs or can randomize it so that a die is rolled to determine whether the bane effect (odd die roll) or the boon effect (even die roll) is triggered.
- A triggered elder rune targets one or more creatures within 60 feet of it, according to the caster's specifications. Once the effect activates, the elder rune disappears and the spell ends.

A creature doesn't make a saving throw against an elder rune's boon effect. Saving throws made to resist the bane effect of Halaster's elder rune have a spell save DC of 22.

Gates

Halaster creates magic gates that allow instant travel between levels of the dungeon. He can also create gates that lead into and out of Undermountain, which he uses primarily to restock the dungeon with monsters. His old gates were destroyed by the Spellplague, but Halaster has replaced them with new ones, most of which have destinations confined to the dungeon. These gates are not subject to the restrictions outlined in the "Alterations to Magic" section.

Opening a gate in Undermountain usually requires a special key, the casting of a spell, or some other act. Halaster likes to leave clues to help adventurers solve each gate. A *legend lore* spell or similar magic can also reveal the proper way to open a gate.

An open gate acts as a two-way portal and typically remains open for 1 minute upon activation. Creatures peering through the open gate can see the destination beyond as though they are looking through an open doorway into that location.

A gate can't open within the area of an *antimagic field* spell or similar effect. *Dispel magic* has no effect on a gate, but a *wish* spell can permanently destroy a gate or force it open for up to 1 hour. A gate cannot be damaged or destroyed otherwise.

Halaster favors three kinds of gates:

Arch Gate. This gate looks like an archway chiseled into a blank wall. The archway is 10 feet high and 10 feet wide unless otherwise noted. Most of the gates in Undermountain are arch gates.

Mirror Gate. This gate consists of a wall-mounted mirror, ovoid or rectangular, encased in a carved stone frame. The mirror is 10 feet tall and 5 feet wide unless otherwise noted. All the gates leading to and from level 10 are mirror gates.

Standing Gate. This gate forms between two standing stones or pillars. Unless otherwise noted, these columns are 15 feet tall and spaced 10 feet apart, with a stone lintel resting horizontally atop them to form a rectangular opening. Because the gate is freestanding, one can pass through it from either direction.

Elder Runes on Gates

When a gate opens, a random elder rune appears within its vertical plane. Draw a card from the Elder Runes Deck to determine which rune appears. Halaster usually has the rune target the first creature that passes through the open gate. Every so often, to keep the players guessing, you can have the rune trigger when the second or third creature passes through. Once an elder rune is triggered, it vanishes until Halaster recasts the *symbol* spell on the gate.

Illumination

Since the creatures that originally carved out Undermountain had darkvision and Halaster lights his way by using magic, areas of the dungeon are unlit unless otherwise noted.

A Visit to Alterdeep

If your party of adventurers is incapacitated or killed in Undermountain, you have an unusual option for keeping both them and the campaign alive: the characters could awaken in an alternate version of the Yawning Portal that is part of a psionically generated simulation of Waterdeep called Alterdeep, created by the ulitharid on level 17.

If you choose this option, the characters are stabilized, brought to level 17 of the dungeon by mind flayers or their thralls, and placed in capsules called psipods. While unconscious and trapped in these psipods, the characters are immersed in the ulitharid's realistic simulation of Waterdeep. Over time, they'll notice inconsistencies that suggest they're not where they appear to be, and they'll have chances to converse with the ulitharid in its many guises and convince it to set them free. For more information on Alterdeep and its ulitharid creator, see level 17.

Level 1: Dungeon Level

The Dungeon Level is designed for four 5th-level characters, and characters who defeat the monsters on this level should gain enough XP to reach 6th level.

What Dwells Here?

Aside from hungry monsters, a bandit gang has made its home here, as have bugbears and goblins in league with the beholder crime lord known as Xanathar.

The Undertakers

A gang of neutral evil human bandits calling themselves the Undertakers prey on gullible adventurers, demanding a toll of 10 gp per character for safe passage through this level of the dungeon. The bandits have taken over areas 6 through 8 and have spies watching area 1 to report on intruders.

The bandits are failed actors and singers who use disguise kits to appear as vampires. These disguises are elaborate and convincing (including wigs, theatrical clothing, makeup, fake fangs, and fake nails), but adventurers can see through the ruse with a successful DC 14 Wisdom (Insight) check.

The leaders of the gang, Uktarl Krannoc and Harria Valashtar, were lovers once, but their relationship soured recently. They're fed up with each other, and each is plotting to eliminate the other and take control of the gang. Harria is the likely winner of this conflict, because she recently acquired a flesh golem that wandered up from level 2. Struck by Harria's resemblance to its creator, the golem has been pressed into service.

The Undertakers are aware that bugbears and goblins are spying on them (see "Xanathar Guild" below). If they encounter adventurers whom they can't extort or defeat, the bandits try to orchestrate a conflict between the adventurers and the goblinoids, which they hope will get rid of one or both groups.

Xanathar Guild

Nine bugbears (five of them under the control of intellect devourers) represent the Xanathar Guild on this level. They're charged with keeping adventurers from reaching the lower levels and thereby interfering with guild business. With the help of several goblins, the bugbears have set up guild watch posts in areas 23, 28, and 39.

The bugbears and their goblin toadies are plotting to kidnap one of the leaders of the Undertakers and take that person back to Skullport to have an intellect devourer implanted in their skull, so that Xanathar can take control of the bandit gang. The bugbears have been spying on the bandits and will shortly begin testing their defenses. They are frightened by the flesh golem, though, and will offer to grant safe passage to any adventurers who promise to dispose of it. The bugbears don't keep their end of the bargain, but the goblins readily will do so out of self-preservation if all the bugbears and intellect devourers are dead.

ERIC BELISLE

Wandering Monsters

Monsters wander this level in search of food or treasure. These creatures include carrion crawlers, ghouls, giant spiders, goblins, grells, gricks, oozes of all kinds, stirges, and wererats. If your game session needs a jolt, try using one of the following encounters or an encounter of your own design.

Carrion Crawlers

Three **carrion crawlers**, one creeping along the floor and two attached to the ceiling, approach the party and attack the first adventurers to come within reach of their mucus-coated tentacles. If a carrion crawler paralyzes a character with its tentacles, it continues to make bite attacks against that character on subsequent rounds as it feeds. The carrion crawlers are too stupid and hungry to flee in the face of certain death.

Goblin Skull-Hunters

Pibble and Groin, two argumentative **goblins** with no affiliations of note, are scouring the dungeon for intact skulls to claim as trophies. Their constant bickering can be heard up to 60 feet away, and they flee when confronted by adventurers. If one or both goblins are captured, they can lead adventurers to the nearest Xanathar Guild watch post as well as describe its defenses, since they have observed the comings and goings of the guild's goblinoids for some time.

Shield Guardian

The Dungeon Level is home to a meandering, defective **shield guardian** operating under the delusion that it's a wizard's apprentice, even to the extent of pretending to cast spells. The guardian returned to this level after its wizard master perished while exploring level 4; the shield guardian's amulet can be found there (level 4, area 16a). A rune on the shield guardian's head matches a rune inscribed on the back of its amulet.

When the shield guardian sees the characters, it wastes its actions on feeble gesticulations that suggest it's trying to cast harmful spells at them. It reverts to making normal attacks only if one or more characters enter its reach and make melee attacks against it. If the characters keep their distance and avoid harming the shield guardian, it ends its "attack" after a few rounds and wanders off, looking for other denizens to terrorize.

Exploring This Level

All location descriptions for this level are keyed to map 1. Characters who descend into the dungeon from the Yawning Portal land in area 1 and can proceed from there.

1. Entry Well

At the bottom of the Yawning Portal entry well is a dark, 40-foot-square room with the following features:

Exits. The only exit appears to be a tunnel that leads south before bending west. (There's also a one-way secret door to the north.)

Sandy Floor. A thin layer of sand covers the floor.

Hanging Shields. Dented, rusty shields adorn the walls, which are also covered with graffiti.

One-Way Secret Door

A one-way secret door built into the north wall can't be opened from the south without the aid of a *knock* spell or similar magic. Any character who finds the secret door also notices a 1-inch-diameter hole bored through it at a height of 5 feet. On the north side of the secret door, a human **bandit** quietly listens at the hole for sounds of newcomers descending the shaft. Upon hearing creatures enter the area, the bandit retreats to warn its confederates in areas 6, 8, and 9. Characters in the room can hear the bandit's soft, retreating footfalls with a successful DC 20 Wisdom (Perception) check.

Sand

A search of the sand yields some discarded gear (two iron spikes, an empty wineskin, a tinderbox, and a pair of pants sized for an adult human) and a random trinket dropped by a frightened adventurer. Roll percentile dice and consult the Trinkets table in chapter 5 of the *Player's Handbook* to determine the trinket.

Shields

Sixty old shields hang on the walls; they break apart if disturbed in any way. Written in blood on the wall, concealed behind one of the shields, is the following message in Elvish:

> Beyond the pillar forest, the Mad Mage waits.
> Casting spells behind magic gates.

2. Hall of Many Pillars

At the west end of a 20-foot-wide hall (area 2a), stairs descend 10 feet to a room lined with pillars (area 2b). Similar staircases descend into the room from 10-foot-wide tunnels leading north, west, and south.

2a. Demon Reliefs

Bas-Reliefs. Every 10-foot section of wall has a 9-foot-high, 4-foot-wide, 3-inch-deep door-shaped recess containing a bas-relief carving of a demon. Each relief depicts a different kind of demon (see below).

Skeleton. A kenku skeleton lies on the floor, one of its thin arms pointing toward a bas-relief of a nalfeshnee demon on the south wall. (Halaster artfully placed the skeleton here to help adventurers find the secret door to area 3.)

The carvings on the north wall of area 2a depict (from east to west) a balor, a barlgura, a chasme, a dretch, a glabrezu, a goristro, and a hezrou. The carvings on the south wall depict (from west to east) a marilith, a nalfeshnee, a quasit, a shadow demon, a vrock, and a yochlol. The recessed wall that contains the nalfeshnee carving has a secret door leading to area 3. The recessed wall that contains the dretch carving has another secret door, which leads to area 4. The dretch carving has half-inch spy-holes for eyes. These holes are detected when the secret door is found.

TIM HARTIN

Map 1: Dungeon Level

2b. Pillar Forest

Bugbears. Two **bugbears** hide behind pillars. (Each bugbear is host to an **intellect devourer** in its skull cavity.)

Snake Skeleton. The skeleton of a giant constrictor snake coils up the top half of the northernmost pillar. The snake skeleton is harmless and falls apart if disturbed, clattering loudly as it hits the floor.

Warning. The words "Certain death this way!" are carved in Common on the southeast wall, with an arrow pointing toward the southern exit.

The bugbears detect the approach of adventurers with the aid of the intellect devourers' Detect Sentience trait and therefore can't be surprised. As intruders approach their location, the bugbears withdraw down the southern tunnel and circle around to warn the goblinoids in area 23 of intruders. The bugbears know the perils of the western tunnel (area 21) and avoid it. Characters whose passive Wisdom (Perception) scores equal or exceed the bugbears' Dexterity (Stealth) checks notice the hiding or fleeing bugbears.

When a bugbear drops to 0 hit points, the intellect devourer in its skull teleports out to seek a new host.

Secret Compartment. Inspection of the southernmost pillar reveals a loose stone in its base. Behind the stone is an empty compartment, its contents discovered and plundered long ago.

3. Slanted Room

A secret door opens to reveal an empty 10-foot-square cubicle with a 5-foot-wide tunnel of rough-hewn stone leading away from it. The tunnel descends slightly until it reaches a room that smells like a sewer. The room contains the following features:

Flood. The floor of the room tilts—its west end is 6 feet lower than its east end. Foul sewer water covers the floor, barely reaching the east wall but deepening by 1 foot for every 10 feet of travel westward.

Statue. A wide alcove in the north wall contains a life-size statue of a sahuagin, submerged up to its chest in sewer water. The statue emits a dim purple radiance, its head is completely turned around, and one of its arms has broken off and is nowhere to be seen.

Ooze. A psychic **gray ooze** lurks beneath the murky water, north of the statue. (It's invisible while underwater.)

The ooze uses its Psychic Crush action option (see the "Variant: Psychic Gray Ooze" sidebar in the "Oozes" entry in the *Monster Manual*) to attack anyone who approaches the statue.

Statue

The purple aura around the sahuagin statue is harmless, and casting *dispel magic* on the statue removes it. The statue's arm broke off long ago and rests now against the west wall, concealed beneath the dark water.

The statue's head is hollow, with holes for eyes and a larger hole for its fanged mouth. Further inspection reveals that the head has screw threads and is removable. Previous adventurers managed to unscrew it halfway before being scared off by the gray ooze. Unscrewing and removing the head exposes a hidden, charred compartment in the statue's neck. The compartment contains melted wax from candles that were used to illuminate the statue's head like a jack-o'-lantern.

Water

The water seeps through cracks in the ceiling of the alcove, drips down the walls, and accumulates in the west end of the room before slowly leaking out through smaller cracks in the floor. The water is tepid, and not fit for drinking unless a *purify food and drink* spell is cast on it.

4. With Sword in Hand

Sword Stand. An unadorned wooden armor stand rests in the middle of the room, with a faintly glowing longsword stabbed into it. At the base of the stand lie the skeletal remains of a hand, amid stains of dried blood.

Distant Voices. Echoes of distant voices occasionally fill the room, emanating from 10-inch-long, 5-inch wide vents in the ceiling (see "Echoes" below).

Secret Door. A secret door leading south is obvious from this side (no ability check required). It has two eye-holes bored into it at a height of 5 feet, allowing a creature to peer into area 2a beyond.

The longsword is easy to remove from the armor stand, requiring no ability check. A *detect magic* spell reveals that the sword is magical. It sheds dim light in a 10-foot radius. It also carries a curse that prevents its wielder from dropping it. If the blade is pried from its wielder's grasp, it instantly teleports back into the wielder's hand. The curse can be ended by casting a *remove curse* spell or using similar magic on the sword's wielder, or by chopping off the hand that holds the weapon. The skeletal hand on the floor belonged to the orc who last held the sword.

Echoes

Vent shafts in the ceiling connect to shop cellars in the city above. These passages carry voices from Waterdeep, but the sound is distorted so badly that words at one end can't be discerned by creatures at the other end. If the grills that cover the vent shafts are pried loose, a Tiny or gaseous creature could crawl through a shaft to escape Undermountain.

5. Grell Hideout

At the end of a long hall is a 50-foot-square room with five pillars made of mortared humanoid bones, painted black. Two **grells** float in separate alcoves to the north and the east. The floors of the alcoves are littered with the gnawed bones of past meals (mostly goblins and gricks).

The deep alcoves and black pillars provide cover for the grells. As the characters move into the room, they can spot one or both grells by succeeding on a Wisdom (Perception) check contested by the monsters' Dexterity (Stealth) checks. The grells are hungry and eagerly pursue fleeing prey. They have no treasure.

6. Undertakers' Watch Post

Several members of the Undertakers gang dwell here in their vampire disguises. If the **bandit** keeping an eye on area 1 through the secret door retreats here with news of the adventurers' arrival, add that individual to the forces arrayed here (one **bandit captain**, six **bandits**, and two **doppelgangers**). Once alerted, these forces gather in area 6a and wait for the adventurers to arrive so they can extort money from them.

6a. Hall of Three Lords

Statues. Standing atop stone plinths in the middle of the room, facing east, are three 6-foot-tall statues depicting male Waterdavian nobles clad in decorative plate armor.

Bones and Broken Staff. Lying at the base of the central statue are the bones of a long-dead hobgoblin and a white wooden staff broken in half.

Carved into the stone base of each statue is a name: Elyndraun (south statue), Ruathyndar (central statue), and Onthalass (north statue). These names have been crossed out with chalk; beneath them, new names have been added in Goblin: Smelly Bottom, Stupid Skull, and Born Toothless, respectively.

A *detect magic* spell reveals the faintest, lingering trace of magic within both fragments of the staff. The staff can be repaired with a *mending* cantrip. The first time the intact staff is held, it wails, "Help! Thief! Criminal!" before its magic fades forever. If the wailing occurs here, the creatures in areas 6b and 6c hear the noise and come to investigate.

6b. Rigged Secret Door

Piled up against the west side of this secret door, undetectable from the east side, is a stack of old ceramic plates that fall and break when the door is opened, alerting any bandits in areas 6a, 6c, and 6d.

6c. Uktarl's Room

Bandits. Unless they have been encountered elsewhere, four members of the Undertakers sit around a decrepit wooden table near the door: Uktarl Krannoc (NE human **bandit captain** with Performance +4), two human **bandits**, and a **doppelganger**, all disguised as vampires. They play cards using a marked deck that Uktarl carries around, and each has a stack of coins on the table.

Fresco. The entire northern wall is one large stone fresco depicting a rugged mountain, hollowed out with caverns containing tiny sculpted figures of dwarves. Behind the mountain, carved rays of brilliant sunlight fan out to the edges of the wall.

Tub. Beneath the mountain fresco, carved into the floor, is a large, recessed stone tub 8 feet long, 4 feet wide, and 2 feet deep.

Uktarl lies and cheats for fun, and he is quick to blame others for his failings as a leader. If he takes damage or sees any of his underlings slaughtered, cowardice compels him to retreat to area 7. The others flee to area 8 and team up with any bandits remaining there.

A character who inspects the stone fresco and succeeds on a DC 13 Wisdom (Perception) check discovers that one of the tiny dwarf figures is the top of a stone key slotted into a cavity that hides its teeth. The key is easily removed from the fresco and unlocks the stone box in area 14b. The bandits are unaware of the key's presence.

Uktarl keeps his bedroll inside the stone tub, along with a set of thieves' tools and enough stolen gear to create one explorer's pack.

Treasure. On the table are stacks of coins totaling 220 cp, 91 sp, and 85 gp, as well as a silver ring (25 gp) engraved with dwarven symbols commonly associated with fertility and sexual potency.

6d. Sleeping Quarters

Furnishings. Eight bedrolls are spread out on the floor. Two battered and rusty oil lanterns, also on the floor, light the chamber.

Bandits. Unless they're encountered elsewhere, four human **bandits** sleep in their bedrolls. A **doppelganger** sits on another bedroll, keeping watch.

Treasure. Each bandit carries 1d6 gp in a pouch. The doppelganger has no interest in treasure and carries nothing of value.

7. Vampire Haven

These chambers once served as a true vampire's lair. The Undertakers use the crypt to hide from the dungeon denizens they can't rob or kill.

Characters who find the secret door leading to this area notice a 1-inch-diameter hole bored through it a few inches above the floor. This hole allowed the ancient vampire to enter and leave its lair in mist form.

7a. Hall of Retreat

If they are forced to retreat to this hall, Uktarl (area 6) and Harria (area 8) make their final stand here, still blaming each other for their failures. This hall has the following features:

Bedrolls. A dozen empty bedrolls lie on the dusty floor.

Frescoes. Faded frescoes cover the walls, depicting villagers and farmers being terrorized by a giant bat.

7b. Crypt

This area contains a cobweb-draped wooden coffin resting on a 2-foot-high block of gray stone. The coffin is intact and has an obvious 1-inch-diameter hole bored into its foot panel. The coffin's lid is unlocked.

A thin layer of grave dirt inside the coffin has been flattened down, suggesting that a creature once slept here. A vial of holy water rests atop the dirt. The coffin is otherwise empty.

8. Bandit Headquarters

Dominating the area is a throne hall (area 8a). Side chambers (areas 8b and 8c) serve as a base for members of the Undertakers, who investigate loud noises in the throne hall.

8A. Hall of the Bone Throne

Dead Wyvern. In the middle of the room lie the bones, skull, rotted leather wing flaps, and stinger of a wyvern, intermingled with shards of clear crystal.

Throne. At the south end of this 70-foot-high vaulted room, marble steps form a dais upon which stands a large, high-backed throne made of interwoven, bleached bones. Each of the throne's bone armrests is carved to resemble a fanged snake (see "Bone Throne" below).

Torch Brackets. Empty torch brackets made of fluted, discolored bronze protrude from the walls.

Halaster trapped the wyvern in a floating crystal sphere and left it here as a guardian, but adventurers released and slew the creature long ago. The wyvern's remains lie alongside the fragments of its crystalline prison.

Bone Throne. The throne is impervious to all damage. Its velvet seat cushion serves as the hinged lid of an empty hidden compartment. Whatever treasure the compartment once held was stolen by adventurers long ago.

The throne's serpent armrests magically animate and bite anyone who sits on the throne or raises the seat's lid. Each snake makes a single melee weapon attack (+8 to hit) and deals 3 (1d4 + 1) piercing damage on a hit. Any creature bitten by a snake must make a DC 13 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one. After each snake makes one attack, the armrests revert to their inanimate state until triggered again.

8B. Harria's Room

Bandit Captain. Unless awakened by loud noises, Harria Valashtar (NE human **bandit captain** with Performance +4) sleeps on a cot against the south wall. She is disguised as a vampire but doesn't wear her fangs while sleeping.

Golem. A **flesh golem** under Harria's control stands guard in the middle of the room.

Furnishings. Other furnishings include a lit lantern, which rests atop a wooden trunk painted with pictures of clowns; a frayed circular rug; and a folding wooden privacy screen. The trunk is unlocked and contains a disguise kit, as well as a small selection of theater costumes and props.

Harria is a greedy, treacherous, and vindictive young woman who considers herself the world's most underrated actress and singer. She isn't able to control the golem once it goes berserk, and she retreats to area 7 if things turn bleak.

8C. Masters of Disguise

Bandits. Sitting in chairs around a long stone table are five human **bandits** (members of the Undertakers, all disguised as vampires) and a **doppelganger** (disguised to look like a sixth human vampire).

Lanterns. Two glowing oil lanterns hang from chains above the table.

Supplies. On the table are three disguise kits and three backpacks. Each backpack is stuffed with 11 days of rations.

Posing as vampires, the bandits and the doppelganger try to extort money from passing adventurers. If that doesn't work, they attack until it becomes clear they're outmatched, whereupon they flee to area 6 in search of reinforcements.

Treasure. Each bandit carries 1d6 gp in a pouch. The doppelganger has a similar pouch, plus a tiger eye gemstone (10 gp) tucked into its boot.

9. Plundered Halls

This corner of the dungeon sees little traffic, though other adventurers have plundered it in the past.

9A. Pillared Way

Pillars. Six pillars pockmarked with tiny indentations stretch the length of the hall. (The indentations held gemstones, which were stolen long ago.)

Alcove. An alcove in the northwest corner contains a rusty pile of armor (the remains of a suit of animated armor that was destroyed years ago by adventurers).

9B. Rotted Corpse

The maggot-ridden corpse of a dead human lies facedown on the floor next to a discarded scimitar, a light crossbow, and a money pouch.

During a battle to rid area 12 of giant spiders, the Undertakers lost one of their own. They left his body here to rot. A successful DC 10 Wisdom (Medicine) check reveals that the bandit died from spider bites and the ensuing poison. The bandit's leather armor is punched full of holes, but his weapons are intact. The money pouch is empty.

10. Cubicle of Skulls

Skulls tumble into the hall when the door to this 10-foot-square room is pulled open. The entire room is filled to the ceiling with the skulls of dead adventurers and other humanoids who crossed Halaster. Thousands of skulls have accumulated here; they're harmless, if a bit macabre. The cubicle contains nothing else.

11. Room of Secrets

Helm. A green copper helm with a protective visor lies on the floor, draped in cobwebs.

Throne. Against the back wall, atop a marble riser, stands a slender throne also made of green copper and covered with cobwebs.

Treasure. There is nothing remarkable about the copper throne or helm, and neither object detects as magical. But if a character wears the helm while sitting on the throne, a tube-shaped compartment in the ceiling above opens and a *wand of secrets* falls out onto the character's head (which the helm conveniently protects).

12. Hall of Heroes

Statues. Life-size granite statues of human warriors, facing inward, stand atop two rows of pedestals that run through the hall.

Web-Covered Ceiling. The ceiling of this long hall is 20 feet high, arched, and lightly obscured by thick webs.

Dead Spiders. Three giant spiders lie dead at various points in the hallway, riddled with crossbow bolts. (Members of the Undertakers killed them.)

The hall holds thirty-eight statues, nineteen in each row. Their nameplates have been severely chipped or defaced, as have many of the statues' features.

Eastern Doors

Halaster has placed an elder rune (see "Elder Runes," page 12) on the double door leading to area 16, set to trigger when the doors are opened. Draw from the Elder Runes Deck to determine which rune appears. The elder rune targets a random creature in this hall and within 60 feet of the doors.

13. Empty Room

At the end of this hall is a door leading to an empty 10-foot-square room. A regional effect could manifest in this room or in the hall outside, at your discretion (see "Halaster's Lair," page 311).

14. Little Box of Horrors

Halaster has placed some nasty surprises in this corner of the dungeon.

14a. Sloping Tunnel

This room is empty. The north tunnel gradually slopes down 20 feet to area 14b.

14b. Heart in a Box

Acid. The room's domed ceiling is 15 feet high at the edges and 30 feet high in the middle. The dome is filled with sizzling acid that defies gravity as it floats 15 feet above the floor.

Statue. An 8-foot-tall statue of a four-armed fish monster (a petrified **sahuagin baron** with no trident) stands in the middle of the room, facing north. Its webbed hands clutch an ornate, 1-foot-square stone box with a lid and a keyhole (see "Box" below).

Secret Door. At the north end of the east wall is a secret door.

The acid floating in the domed area overhead is held there by magic. Opening the stone box without using the proper key causes the acid to fall. When the acid falls, each creature in the room takes 11 (2d10) acid damage. Any creature that starts its turn in the acid takes the same damage again. The acid floods the room to a depth of 5 feet and flows 40 feet out into the hall leading back to area 14a before slowly draining out through tiny holes in the floor, losing 1 foot of depth per minute.

Box. The box can be unlocked and opened while the statue holds it. Prying it from the statue's grasp requires a successful DC 20 Strength (Athletics) check and causes the petrified sahuagin baron to revert to flesh, attacking with its teeth and claws.

The box's key is hidden in area 6c. The box can also be opened with a *knock* spell or unlocked with thieves' tools and a successful DC 15 Dexterity check. Opening the box without the proper key, however, causes the acid overhead to plunge.

The box's interior is lined with thin sheets of lead to thwart certain forms of divination magic, including the *detect magic* spell. Inside the box is the dry, withered heart of a tiefling wizard (see area 24b). A *detect magic* spell reveals an aura of necromancy magic around the heart, while an *identify* spell or similar magic reveals its magical properties. A creature that has a heart in its own body can attune to the withered heart as though it were a magic item. When it does so, the withered heart switches places with the attuned creature's living heart, which has the effect of killing the creature instantly. The creature's living heart then withers and dies, and it gains the same properties as the tiefling's heart, allowing it to be passed on in the same way.

14c. Secret Room

This 10-foot-square room is empty.

15. Armory

Racks. Cobwebs enshroud rows of old weapon racks, many of which have collapsed under their own weight.

Axe. A door in the south wall has a handaxe embedded in it.

Although its presence might be mistaken for a warning, the handaxe is ordinary and signifies nothing. It can easily be pulled free from the door.

South Room

Behind the door with the handaxe is a 10-foot-square room with a 1-foot-thick, 5-foot-diameter stone sharpening wheel set into the floor. Pressing down on a stone pedal previously turned the wheel, but the mechanisms under the floor have seized up with age, and the wheel no longer turns.

16. Manticore Den

Manticores. Three **manticores** dwell here. They immediately attack anyone who isn't Halaster or his "food troll" (see area 18).

Makeshift Beds. Three large piles of soiled, torn tapestries and curtains, intermixed with humanoid bones and broken bits of stone, serve as beds for the manticores.

Scrying Eye. If the characters leave after killing the manticores and later return, they find one of Halaster's scrying eyes floating in the middle of the chamber (see "Halaster's Lair," page 311). It studies the characters for a minute or two before disappearing without a sound.

Treasure

A search of the manticores' nests yields the following: a chain shirt, a flail, a wooden flute (2 gp), a pouch containing 14 sp and 29 cp, a pouch containing 21 gp, and a silver necklace with a bloodstone pendant (250 gp).

17. Stone Temple Pileup

A wide foyer (area 17a) leads to a desecrated temple that feels more like a tomb (area 17b).

17A. Foyer

The desiccated corpse of an unusually large basilisk lies in the middle of the floor on its back, its shriveled tongue hanging out and all six feet sticking up in the air. Clutched in one of its clawed feet is a transparent orb.

The basilisk was killed by previous adventurers and left here. Anyone who inspects the corpse discovers that the basilisk died from wounds consistent with weapon attacks and destructive spells. Two **giant centipedes** reside in the corpse. If the basilisk is disturbed, the centipedes emerge and attack the nearest creature.

Treasure. The basilisk clutches a *driftglobe*. The creature's claw must be pried open to release the globe.

17B. Desecrated Temple

Ceiling. The ceiling is 60 feet high.

Petrified Creatures. Eleven lifelike statues in a variety of poses are clustered together in the south end of the room. (These statues are petrified creatures.)

Statues. Alcoves along the walls once held six statues, but five of them lie toppled and smashed to pieces on the floor. The sixth statue, located in the middle alcove along the east wall, remains intact and appears to be made of glistening black stone. (The sheen is due to a **black pudding** that coats the statue.)

The black pudding has 120 hit points and is held in stasis by Halaster's magic. The stasis ends and the pudding attacks if it is touched or harmed.

The statue's stone features are impossible to discern while the black pudding covers it. Once the pudding sloughs off, characters who succeed on a DC 15 Intelligence (Religion) check realize that the statue depicts Gond, the god of invention. A character who worships Gond automatically succeeds on the check. The five toppled statues once depicted other gods, but now they lie smashed beyond recognition.

The assembly of petrified creatures includes five unfortunate adventurers (a male human, a male half-orc, a female elf, and two male halflings) and six unlucky monsters (two kobolds, three goblins, and a carrion crawler).

Treasure. A copper crown with six arrowhead-shaped malachite spires (75 gp) hangs from one of the carrion crawler's stony tentacles.

18. Troll's Den

A filthy, 30-foot-square room lies at the end of a long hall, and a putrid stench fills both the room and the hallway.

A voracious **troll** hunkers in the room's southwest corner and attacks interlopers on sight. It can't be surprised by adventurers who are noisy or who approach with uncovered light sources.

Halaster charmed the troll so that once a day it is compelled to fetch food from area 19a and deliver it to the manticores in area 16. A successful *dispel magic* cast on the troll (DC 15) ends the charmed condition on it but has no effect on its vile disposition. The troll pursues any fleeing prey.

19. Ye Olde Feast Halls

These rooms have the following features in common:

Furnishings. Two 20-foot-long, 5-foot-wide stone tables stand in the middle of each room, flanked by stone benches.

Hanging Rods. Iron rods designed to hold tapestries are bolted to the walls near the ceiling. The tapestries have long since turned to dust, leaving the rods bare.

19A. Servants' Feast Hall

This room reeks. A *detect magic* spell reveals auras of conjuration magic around the tables. Every day at dawn, piles of rotting meat materialize atop the tables, courtesy of Halaster. Sometime between dawn and dusk, the troll in area 18 visits the room, spends an hour devouring half of the meat, and dutifully delivers what's left to the manticores in area 16.

19B. Guards' Feast Hall

Under one of the tables in this room is a copper tankard with a hinged lid (25 gp).

19C. Nobles' Feast Hall

The door to this room doesn't open easily. Inside, propped against the door, is the maggot-eaten corpse of a female dwarf adventurer wearing tattered leather armor and a matching leather skullcap. In one skeletal hand, she clutches a dagger; in the other, an empty tin flagon. On a bench in the room is her burglar's pack, complete except for the lantern and the flasks of oil.

20. Beyond the Green Door

Set into the wall of a dead-end tunnel is a door made of green wood. Mounted on the front of the door is a cast-iron carving of a smiling, bearded face. Although vaguely sinister in appearance, the ornament is harmless, as is the door.

Behind the door is an empty 10-foot-square room or, if you choose to expand the dungeon beyond this room, a passage that leads to another section of level 1.

21. Hall of Mirrors

Mirrors. Niches, each 3 feet deep, line the north and south walls. Mounted on the back wall inside each one is a large, oval glass mirror in a heavy stone frame—sixteen mirrors in all.

Torch Stub. The blackened end of a burnt-out torch lies on the floor in the middle of the corridor.

Five of the sixteen mirrors are magical and radiate auras of illusion magic while in the area of a *detect magic* spell. When a humanoid passes between the two westernmost mirrors, a shadowy duplicate of that creature emerges from each of those mirrors. These duplicates are hostile toward all creatures except each other. A duplicate reduced to 0 hit points or targeted by a *dispel magic* spell vanishes in a wisp of inky smoke. Otherwise, each duplicate disappears after 1 minute. The duplicates use the **shadow** statistics, with these changes:

- The duplicates are unaligned constructs similar in size to the creature that spawned them. (Each duplicate's hit points stay the same regardless of the original creature's size.)
- They can't create undead shadows.

Three other mirrors (your choice) are empty frames containing illusory glass that has no substance. These false mirrors conceal small shelves that are carved into the walls behind them. Casting *dispel magic* on one of these mirrors ends the illusion and reveals the hidden shelf beyond.

Treasure

Two of the shelves are bare. The third holds a bronze mask molded to resemble Halaster's visage (50 gp).

22. Empty Room

A few burned torch stubs and discarded potion bottles suggest that adventurers stop here from time to time, perhaps to rest. The room is otherwise empty.

23. Worg's Eye Watch Post

The Xanathar Guild maintains a watch post here, called "Worg's Eye" by the bugbears that command it. The goblinoids stationed here, two **bugbears** and fifteen **goblins**, can't be surprised if they know trouble is on the way. If the two **bugbears** in area 2b managed to make it this far, add them to the roster of enemies.

23a. Nimraith's Fate

Goblins. Six bored **goblins** play here. The goblins have turned a human skeleton into a marionette and dangled it from ropes attached to the ceiling so that they can make it dance around the room. The goblins chant "Nimraith! Nimraith! Nimraith!" as it bobs about.

Cleft Shield. Two halves of a cloven wooden shield lie in the room's northwest corner. Each half of the cloven shield has letters etched into it. One half reads "Nimr." The other reads "aith."

The goblins fearfully obey the bugbears in area 23b. If their leaders are killed, the goblins flee to area 28 (by way of areas 24 and 25).

Held together with moldy string, the yellowed skeleton is all that remains of Nimraith, a human adventurer who perished in Undermountain over a century ago.

23b. Shattered Statue

Bugbears. Two **bugbears** stand guard. Each bugbear has an **intellect devourer** in its skull cavity.

Noise. The goblins in the adjoining room (area 23a) are noisy enough to be heard here.

Shattered Statue. The remains of a shattered statue lie in the middle of the room. (The bugbears are trying to reassemble it.)

The bugbears detect the approach of adventurers with the aid of the intellect devourers' Detect Sentience trait and therefore can't be surprised. When a bugbear drops to 0 hit points, the intellect devourer inhabiting its skull teleports away to seek a new host.

This nonmagical statue has broken into seventeen fist-sized chunks of black stone. (Restoring it will take the bugbears a month.) Any character who succeeds on a DC 15 Intelligence (Investigation) check can ascertain what the statue depicted: three male human warriors standing together on a stone mound, facing outward and clutching swords.

23c. Goblin Den

Unless the watch post is on alert, nine **goblins** sleep on the floor, their weapons and shields in easy reach.

The goblins fearfully obey the bugbears in area 23b. If their leaders are killed, the goblins flee to area 28 (by way of areas 24 and 25).

24. Halls of Hopelessness

Goblins and bugbears pass through these rooms often. No creatures live here, however.

24a. Old Gate

Pillars. Two stone pillars with a 10-foot-wide arch between them support the 20-foot-high ceiling.

Orc Bones. Near the base of each pillar are the skeletal remains of two orcs. (Adventurers killed and robbed these four orcs long ago, leaving nothing of value.)

One of Halaster's magic gates once stood between the pillars but was destroyed during the Spellplague. The gate's destruction left behind a lingering aura of wild magic that can be perceived with a *detect magic* spell. When a creature passes between the pillars, roll a d12 and consult the following table to determine what happens:

d12	Effect
1–2	The creature must make a DC 12 Constitution saving throw against the lingering magic, taking 22 (4d10) force damage on a failed save, or half as much damage on a successful one.
3–7	Nothing happens.
8–11	The creature, along with anything it is carrying or wearing, turns invisible for 1 hour. The effect ends if the creature attacks or casts a spell.
12	For the next 24 hours, each nonmagical weapon carried by the creature glows with a faint purple light and becomes a *+1 weapon*.

24b. Dead Mage

Bones. Moldy bones have been swept into a deep alcove in the south wall.

Dead Prisoner. Hanging from rusty manacles on the back wall of an alcove to the east is a tiefling skeleton missing its legs. Written on the wall above the skeleton in dried blood are the following words in Infernal: TALK TO ME.

A tiefling mage was cast out of Dweomercore, the secret academy on level 9, for spell theft and for being a suspected agent of the Arcane Brotherhood (a society of renegade wizards based in Luskan). Halaster killed the tiefling as a precaution and hung its skeleton here as a macabre decoration. If a *speak with dead* spell is cast on the skeleton, it answers whatever questions it must to satisfy the conditions of the spell and then intones, "Look for the little dwarves under the mountain! One of them hides the key to my heart!" This clue refers to the stone fresco in area 6c and the magic heart in area 14b.

25. Excavation Site

Goblins in league with the Xanathar Guild dug a tunnel that connects a dead-end hallway (area 25a) with a partially collapsed hall (area 25b).

25a. Dead Goblin

Dead Goblin. A dead goblin lies on the floor. (A bugbear caved in its skull for falling asleep on the job.)

Tools. Three pickaxes and two shovels rest atop piles of rubble at the mouth of a 5-foot-wide, 5-foot-high tunnel that meanders through collapsed stone.

25b. Headless Statue

Half-buried in stone debris at the north end of this partially collapsed hall is a headless stone statue of a nude woman. Characters who take time to clear the rubble find the statue's head, which resembles the head of a cobra with its fangs bared.

26. Clean Tunnels

These tunnels are 10 feet high with flat ceilings. They're swept clean on a regular basis by the gelatinous cube that characters first encounter in area 26c. Halaster has also placed a gate to level 10 here (see area 26d).

26a. Hall of Many Candles

Candles. The hall is brightly lit by flickering tallow candles that float in shallow niches along the walls. The candles produce heat but no smoke.

Clean Hall. The corridor is conspicuously free of dust and debris.

Each of the twenty-five niches contains two lit candles. Although wax runs down the sides of the candles, it never drips off them onto the niche, nor do the candles ever seem to be diminished or consumed.

A *dispel magic* cast on any candle causes all the candles to extinguish, then fall to the floor and break upon impact. A candle taken from its niche becomes an ordinary candle that doesn't float and burns down as any normal candle would.

26b. Empty Closet

Behind this door is an empty, 10-foot-square room.

26c. Ooze Your Janitor?

Just around this corner is a **gelatinous cube**. The first character to walk around the corner is surprised by the cube unless that character has a passive Wisdom (Perception) score of 15 or higher.

26d. Mirror Gate to Level 10

This tunnel comes to a dead end, mounted on the north wall of which is a mirror gate to level 10 (see "Gates," page 12). Worked into the mirror's stone frame is the graven image of a human wizard wielding a wand. The rules of this gate are as follows:

- The gate opens for 1 minute when the mirror is touched with a magic wand that has at least 1 charge remaining.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 8 on level 10, in the closest unoccupied space next to the identical gate located there.

27. Hidden Demiplane

Bas-Relief. Carved into the back wall of this alcove is a shallow niche containing a bas-relief sculpture of a nude, heavyset man playing a harp (see below).

Half a Pole. Lying on the floor of the alcove is a broken half of a 10-foot pole.

Close inspection of the bas-relief reveals the following inscription carved into the harp, in Common:

Gaze upon me with bronzed visage
And secrets shall I reveal.

A *detect magic* spell reveals a strong aura of conjuration magic in the alcove. Any character who steps into the alcove wearing the bronze Halaster mask found in area 21 is transported to a demiplane (see "Demiplane" below). Any nonmagical object anchoring the character to the Material Plane, such as a rope or a pole held by another creature, is sheared or snapped off as the character crosses the threshold.

Demiplane

The demiplane looks like a 30-foot-square stone room with the following features:

Misty Portal. A mist-filled open doorway leads back to the dungeon alcove on the Material Plane.

Half a Pole. The other half of the broken 10-foot pole lies on the floor just inside the doorway.

Portrait. Hanging upside down on one wall is a tall, wood-framed painting of Halaster Blackcloak.

Simulacrum. Seated in a high-backed oak chair in front of the painting is a simulacrum of the Mad Mage himself (created by the *simulacrum* spell).

When it meets a character for the first time, Halaster's simulacrum says, "Well, don't just stand there like a boob. Ask me three questions about Undermountain. Two of my answers will be true, and one will be false."

The simulacrum knows everything that Halaster knows and makes good on its offer, answering the character's first question with a lie and the second and third questions with the truth. After answering three questions, it turns to slush and is destroyed. The simulacrum won't provide any additional information and can't leave the demiplane. The demiplane remains even after the simulacrum is destroyed.

Removing the Halaster mask does not affect the demiplane. By tossing the mask through the misty doorway, a character inside the demiplane can enable others to use it to enter from the Material Plane.

28. Grick Snack Watch Post

The Xanathar Guild maintains a watch post here, called "Grick Snack" by the bugbears that command it. Two bugbears and six goblins are stationed in this area.

28a. West Chamber

Two **bugbears** stand guard in this empty room. When confronted by any threat, they retreat along the curved northern tunnel to area 28c, gather reinforcements, and make their stand in area 28b.

Secret Door. A secret door in the north wall opens into a tunnel leading north. The watch post defenders are unaware of it.

28b. Obelisk of the Eye

Obelisk. In the north end of this room stands a 14-foot-tall granite obelisk with a lidless eye carved near its top on the south-facing side. The bottom half of the obelisk is covered with dirty, bloody handprints.

Alcoves. Wide alcoves surround the obelisk to the west, north, and east. They contain a dozen goblin beds made of bundled rugs and torn fabric. (The beds have nothing of value.)

A *detect magic* spell reveals a faint aura of divination magic surrounding the obelisk, and the goblinoids believe (incorrectly) that Xanathar can see through the obelisk's eye to keep watch on them.

The first character to touch the obelisk with a bare hand receives the following telepathic message in Common: "I cast my eye into the future and see in yours a perilous descent. South of here, beyond a secret passage, waits the Two-Headed King. Look to his left. There you will see the path you are destined to take." These words seem to emanate from within the obelisk and are meant to sound soothing, but a character who hears the words can discern a hint of subdued madness in them with a successful DC 15 Wisdom (Insight) check. (The obelisk was created by Halaster and sounds just like him.) The obelisk's "vision" refers to the secret passage at area 38, the two-headed statue in area 39a, and the stairs west of the statue that lead down to level 2.

Casting *dispel magic* on the obelisk renders it nonfunctional. Toppling the obelisk requires a successful DC 25 Strength (Athletics) check and causes it to break into myriad pieces on the floor.

28c. East Chamber

Goblins. Unless they are led elsewhere, six **goblins** cower behind broken halves of a stone table tipped on its side. (They peer around the table's edges with their bows aimed at the rough-hewn tunnel leading east.)

Corpses. Lying on the floor between the goblins and the tunnel are two dead goblins (one headless) and a dead grick, riddled with goblin arrows.

Secret Door. A secret door in the north wall opens into a tunnel leading north and east. The watch post defenders are unaware of it.

The goblins have orders to kill any gricks that emerge from the eastern tunnel. Having lost several of their companions to the gricks in area 36, the goblins are jittery and afraid for their lives.

28d. Concealed Spiked Pit

The 10-foot-square section of floor at the end of this tunnel doubles as the lid of a 30-foot-deep pit with stone spikes at the bottom. Any creature weighing 50 pounds or more that stands on the lid falls into the pit as the lid swings open, taking 10 (3d6) bludgeoning damage from the fall and 11 (2d10) piercing damage from the spikes. The lid remains open for 1 hour, then automatically snaps shut as the trap resets.

A character searching the tunnel for traps spots the pit with a successful DC 15 Wisdom (Perception) check. Hammering spikes between the edges of the lid and the surrounding walls keeps the pit from opening.

Dead Goblin. A dead goblin is impaled through the head by a spike at the bottom of the pit. Its gear lies nearby. A scimitar, a shortbow, and a quiver with 9 arrows lie near the goblin's impaled corpse. The dead goblin also has a lucky charm: a desiccated dwarf thumb.

29. Eye See You!

Hanging Shields. Sixteen old shields bearing emblems from long-forgotten human, dwarven, and elven realms hang on the north and south walls of this tunnel.

Scrying Eye. As the characters traverse the corridor, a large floating eye surrounded by glowing motes of light appears ahead of them. This is one of Halaster's scrying eyes (see "Halaster's Lair," page 311). It studies the characters for a minute or two before disappearing without a sound.

30. Mad Elemental

This area consists of a zigzagging hall (area 30a) and a guard room (area 30b). A berserk **air elemental** is trapped here. Its howls can be heard throughout the area. Assume it's in area 30b when the characters first arrive.

The elemental can tell when someone opens the door at either end of the zigzagging hall or the secret door in the guard room. As soon as it hears a door open or feels a slight change in air pressure, it rushes toward the open doorway, attacking all creatures in its path.

30a. Zigzagging Hall

This hall was designed to thwart archers by reducing their line of sight. Other than a few scattered bones on floor, it contains nothing of interest.

30b. Guard Room

Lying on the floor is a battered helm, a tattered suit of leather armor, two halves of a shattered wooden shield, a rusty longsword, a rotting quiver, several broken arrows, and a longbow with a snapped string.

A secret door in the west wall leads to a dusty tunnel that connects to area 31.

31. Delvers' Hall

Wererat. A **wererat** named Sylvia Featherstone scours the hall in her giant rat form.

Statues. Cobweb-covered statues of dwarves stand atop 2-foot-high pedestals in alcoves. (One of the northernmost statues has been pushed aside, leaving grooves in the floor and clearing a path to a secret door that opens into a tunnel connecting with area 30b.)

If cornered, Sylvia assumes hybrid form and claims that she is searching the dungeon for food. If accused of lying, she explains that she is looking for treasure to buy food in Skullport (which is another lie). In fact, Sylvia is one of Xanathar's spies and is searching for secret doors that lead to unexplored areas of the dungeon—information the beholder considers valuable. If threatened, she tries to rejoin her companion in area 35. If captured, she takes every opportunity to try to escape. She wears no armor, carries no weapons, and has nothing of value on her. She is familiar with levels 1, 2, and 3 of Undermountain but lies about what's there unless magically compelled to speak the truth.

32. VIP Suite

The Melairkyn dwarves built these rooms for honored guests in the Underhalls. The door to this suite is carved with the image of a stern, heavily armored dwarf warrior locked in a defensive stance behind a shield.

32a. Empty Bedchamber

Every wall of this empty room is carved with a floor-to-ceiling fresco of a cavern wall, giving the room a cave-like quality.

32b. Bathroom

The southern half of the room contains a sunken basin with a drain at the west end and a stone drain plug nearby. A heavy stone spigot sticks out of the south wall above the basin.

Surprisingly, this facility still works. When the spigot is turned, clean, hot water pours into the basin. The water is supplied and heated by natural sources below.

33. North Dormitory

Carved into the walls, 2 feet off the floor, are eleven bare stone shelves meant to serve as beds. Each shelf is 7 feet long and 3 feet deep with an arched ceiling 4 feet above it.

34. South Dormitory

This room is identical to area 33 except for one detail: lying in one of the beds is an elf skeleton draped in cobwebs. It wears hide armor and clutches an oak quarterstaff, both in serviceable condition.

35. Hall of Rats

The door to this room hangs slightly ajar, and the sound of squeaking rats emanates from within. The room has these features:

Giant Rats. Ten **giant rats** scour the room for food.

Wererat. An obese giant rat is sleeping on the seat of a crumbling stone throne that stands on a dais opposite the door. (This creature is a shapechanged **wererat** named Flyndol Greeth.)

Fountains. Not visible from the door are two semicircular fountains built into the south wall, one in each half of the room (see "Fountains" below).

Flyndol Greeth is a lazy wererat who serves Xanathar out of fear, not loyalty. He's waiting for his companion, Sylvia, to return (see area 31). If threatened, Flyndol commands the giant rats to cover his escape. If escape is impossible, he surrenders but won't give his captors any useful information unless they charm him. He carries nothing of value.

Fountains

Each fountain consists of a blue marble basin enclosed by a 1-foot-high stone retaining wall with drainage holes on the inside of the rim to prevent overflow. Carved above each basin is a bas-relief of a dwarf's face with an open mouth. Water from an underground river once flowed out of the mouths and into the basins, but no longer. Both basins are dry, and the dwarves' stone beards are stained and discolored.

36. Lost Halls

These halls are connected by 5-foot-wide, tube-like passages of rough-hewn stone that slope up and down. Dust hangs in the air here.

36a. Gricks!

Gricks. Two **gricks** in the middle of this partially collapsed hall attack all who enter.

Debris. The floor is littered with small rocks and pebbles, broken statuary, and jagged chunks of masonry big enough to crush a man's skull.

36b. Trapped Fellow

Gricks. Five **gricks** lurk in the diagonal hallway to the south. They attack all who enter.

Trapped Adventurer. The sound of weeping comes from behind a closed door in the west wall (leading to a 10-foot-square closet). A small hole has been drilled through the middle of the door.

An adventuring party called the Fine Fellows of Daggerford descended into Undermountain one tenday ago. One of its members, a thief named Kelim the Weasel (NE human **spy**), wandered off, snuck into this corner of the dungeon, found a spellbook left behind by a long-dead adventurer, and inadvertently aroused the gricks. With his escape route cut off, Kelim sealed himself in the closet to avoid being eaten. He drilled a small hole in the door so that he could peer out of it and get some fresher air. He wants to sneak out while the gricks are asleep or distracted, but he's too scared to leave. He has been without food or water for two days.

If rescued, Kelim gives his saviors a stolen spellbook as a token of gratitude. Beyond that, he's an unreliable coward who will betray anyone to save his own skin. He doesn't know where the rest of his adventuring party is (see level 2) and doesn't seem to care.

Treasure. The stolen spellbook contains the following spells: *blight*, *burning hands*, *comprehend languages*, *darkvision*, *dispel magic*, *false life*, *feign death*, *gust of wind*, *invisibility*, *lightning bolt*, and *sleep*.

Kelim also carries an explorer's pack (with its perishable supplies mostly depleted) and a pouch containing 5 pp, 24 gp, and 4 sp.

36c. Upside-Down Throne

Sleeping Grick. A **grick alpha** is coiled up in the southernmost section of the room and appears to be asleep. The creature recently gorged itself on goblins and is not hungry. If the characters stay at least 10 feet away from it and cause it no harm, it ignores them.

Reverse Gravity. Directly above the grick, on the 20-foot-high ceiling, is an upside-down stone throne, seated upon which is a mummified minotaur with gems embedded in its eyes (see "Treasure" below). A greataxe lies at the foot of the throne.

Debris. Stone debris is strewn across the floor and ceiling.

Secret Door. This secret door is hidden in the east corner of the north wall. The gricks can't open it.

The top half of the room is under the effect of a permanent *reverse gravity* spell. The effect takes hold of any creature or object more than 10 feet off the floor. A successful *dispel magic* (DC 18) ends the effect, causing creatures and objects on the ceiling to fall if there's nothing to counteract the effect of normal gravity on them.

Treasure. The mummy is inanimate, and its greataxe is nothing special. One of the gemstones in the mummy's eyes is a banded agate (10 gp), the other a zircon (50 gp).

37. Map Room

Four members of an adventuring party called the Fine Fellows of Daggerford rested here several days ago. An argument between them turned violent, leading three members to kill and dispose of the fourth. The room has the following features:

Map. A 30-foot-wide, floor-to-ceiling map is carved into the west wall (see "Fresco" below).

Open Pit. In the middle of the room is a 10-foot-square open pit. A **revenant** is trapped in the pit and can be heard moving around inside it.

Secret Door. A secret door is hidden in the south wall. It opens into a curved tunnel (area 38).

Map Carving

This elaborate image is a cross-section map of Undermountain, with what is clearly Mount Waterdeep and the City of Splendors at the top, and twenty-three hollowed-out dungeon levels stacked below it. Each dungeon level has its own stylistic side view, but no names or details are included to suggest what a level is called or what it contains. Three features stand out:

- Next to the third level is a bas-relief of a flaming skull.
- Next to the sixteenth level is a bas-relief of a comet.
- Next to the twenty-third (lowest) level is a bas-relief of a tower with a tiny rune engraved above it.

Close inspection reveals that the flaming skull, the comet, and the tower are buttons that can be pressed.

Flaming Skull. This carving represents Skullport. Each time this button is pressed, a magical, disembodied male voice fills the room and says in Common, "Gate access to Skullport disabled."

Comet. This carving represents Stardock, the asteroid orbiting Toril that is connected by a gate to level 16. Each time this button is pressed, a magical, disembodied male voice fills the room and says in Common, "Gate access to Stardock from level 16 only."

Tower. This carving represents Halaster's extradimensional tower, and the tiny glyph above it is Halaster's rune. If this button is pressed, a magical, disembodied male voice fills the room and says in Common, "Gate access to Halaster's Tower from level 23 only."

Pit

The open pit used to be 30 feet deep, but now the bottom 10 feet of the hole are filled with stone rubble. Its sides are smooth and can't be ascended or descended without magic or climbing gear.

Revenant

When a half-elf cleric of Waukeen named Halleth Garke accused his adventuring companions of withholding treasure from him, the other members of the Fine Fellows of Daggerford (not including Kelim in area 36b, who had already wandered off) beat Halleth to death and threw his body into the pit. Halleth "awoke" the next day as a revenant, compelled to find and kill the three who murdered him. Unfortunately for him, he is unable to climb out of the pit without assistance and has been pacing down there for days.

If the characters pull him up, Halleth points to the secret door in the south wall and offers to join the party until he locates his "friends," a shield dwarf named Copper Stormforge and two humans named Midna Tauberth and Rex the Hammer. Halleth no longer has access to his cleric spells, and his companions stole his gear (including his holy symbol), along with a wholly incorrect map of the Sargauth Level (level 3). He is willing to let the characters keep the map once they help him confront his killers and retrieve it. He believes the map is authentic and accurate. When the three Fine Fellows die, Halleth becomes a corpse again; if the characters helped him, award them XP as though they had defeated the revenant in combat. See level 2 for more information on Halleth's killers.

38. Secret Tunnel

This curved corridor is hidden behind secret doors and connects areas 37 and 39. Humanoid footprints in the dust suggest that a lot of traffic passes through here.

39. Big Ears Watch Post

These chambers house the level's main Xanathar Guild watch post, called "Big Ears" by the bugbears that command it. Instead of posting lookouts, the watch post's defenders (three **bugbears**, nineteen **goblins**, and two **ettins**) rely on a **shrieker** to warn them of intruders.

39a. Hall of the Two-Headed King

Characters will most likely enter this hall through the secret door in the west wall. This 30-foot-high room has the following features:

Statue. A deformed granite statue stands on the east side of a large stone column, facing eastward.

Staircase. West of the statue, stairs descend 200 feet to level 2. (These stairs are not immediately visible to characters entering through the secret door.)

Noise. The sound of squabbling goblins emanates from a tunnel leading north.

The statue is life-size and depicts a dwarf king standing atop a 3-foot-high stone pedestal. Sprouting from the king's neck is a deformed, mostly featureless second head with an elongated, toothless mouth. The inscriptions on the pedestal have been worn away. On the king's brow rests an engraved stone circlet, and his large hands grasp the handle of a stone warhammer, the head of which is planted at his feet.

Halaster used *stone shape* spells to create the statue's second head and rub away the inscriptions on the pedestal. Even the Mad Mage is unaware, however, that the statue hides a secret. Any character who examines the statue and succeeds on a DC 15 Wisdom (Perception) check notices that the king's warhammer is a separate piece of stone that can be rotated. When the warhammer is turned so that the weapon's backside faces forward, the pedestal rises another 3 feet, revealing an open cavity that contains a magic circlet identical to the one worn by the statue—but fashioned from gold rather than stone.

Treasure. The gold circlet is a *circlet of blasting*.

39b. Bugbear Den

Three **bugbears** sit in the middle of the floor, eating from a sack of dead rats and stirges. One of them has an **intellect devourer** in its skull, which is controlling it like a puppeteer. Because of the intellect devourer's Detect Sentience trait, the bugbears can't be surprised by the adventurers. When the intellect devourer's host drops to 0 hit points, the intellect devourer teleports away to seek a new host.

39c. Goblin Hall

Goblins. Nineteen loud, mean, starving **goblins** bicker and fight over scraps of moldy food in this long hall.

Dead Goblin. A twentieth goblin lies dead on the floor, the victim of an argument that ended badly.

39d. Old Forge

Ettins. Two **ettins**, a female named Krung-Jung and a male named Bokk-Nokkin, live in this foul-smelling room. Branded on each of their foreheads is the symbol of Xanathar: a circle with ten equidistant spokes radiating outward from it and a dot in the center.

Forge. A blackened forge dominates the north wall. The magic that once heated the forge expired long ago. The ettins keep their treasure inside it (see "Treasure" below). An iron anvil stands atop a 3-foot-high circular stone dais in front of the hearth.

Hammer. Hanging above the anvil from thick iron chains is a 7,000-pound stone hammer, 10 feet long and 8 feet wide. Carved into one side of its stone head are the Dwarvish runes for earth and water; the other side is carved with similar runes for air and fire.

Trophies. A 10-foot-wide, 20-foot-long, 2-foot-high slab of stone dominates the southeast corner of the forge. The ettins' latest trophies—two dead and rotting carrion crawlers—lie atop it.

The ettins lived in the Underdark until Xanathar's minions found them. The brands on the ettins' foreheads signify their servitude under the beholder.

Treasure. Stored at the back of the forge are two large sacks. One sack contains 1,400 cp and 350 sp. The other contains 120 iron ingots worth 5 sp each. Each ingot weighs 1 pound and is stamped with a hammer on one side and an anvil on the other.

40. Fearful Mimicry

Statues. This T-shaped hall has three alcoves, two to the north and one to the south. In each alcove is a beautifully carved granite statue depicting an 8-foot-tall, helmed elf warrior hefting a spear.

Mimic. Stone rubble is piled up behind the statue in the southernmost alcove. The spear held by this statue appears to be made of gold. (Both this statue and its spear are a **mimic**. The creature uses its fake gold spear as a lure.)

The mimic is a Large specimen with 75 (10d10 + 20) hit points. It knocked over the original statue and pushed the broken pieces into the back of the alcove, assuming the shape of the statue afterward.

41. Cracked Ceiling

Stirges. A 5-foot-wide, 30-foot-long, 45-foot-deep crack has opened in the middle of the 30-foot-high ceiling, spilling rubble onto the floor. Twenty **stirges** roost at the top of this fissure.

Tools. Old pickaxes and shovels are stored in two stone wheelbarrows parked in the northwest corner.

The stirges hang like bats in the ceiling fissure and descend en masse to feed on creatures that make too much noise or shine light up at them. Bugbears come here occasionally to catch and kill stirges for food.

Aftermath

Defeating the Undertakers means that future parties of adventurers can explore this level of the dungeon without paying tolls for safe passage. The gang's removal, however, also allows bugbears, goblins, wererats, and other Xanathar Guild operatives to set up new watch posts in the bandits' former hideouts.

Destroying the Xanathar Guild outposts makes this level a much safer place for a while, but it also spells the end of the force that kept the grells, the gricks, and other predatory monsters in check. Such creatures begin to expand their territory, occasionally bumping up against one another with predictably bloody results.

One thing that never changes is the steady influx of new blood from the Yawning Portal. At any time, another group of adventurers might descend to seek their fortune in Undermountain. Such a group, perhaps encountered as the characters make their way back to Waterdeep, could greet the characters as friendly rivals or as competition that must be eliminated.

Level 2: Arcane Chambers

This level of Undermountain is designed for four 6th-level characters. Those who overcome this level's challenges should amass enough XP to reach 7th level.

What Dwells Here?

A tribe of goblins has claimed many rooms on this level and erected a bazaar. These goblins oppose the Xanathar Guild and its beholder overlord. The rest of the dungeon is infested with sentient magical experiments and leftovers from the days when Halaster's apprentices used this level as a laboratory. The characters might also encounter a troublesome drow, a wererat gang, and members of a doomed adventuring party.

Goblins

The Rustbone tribe of goblins has claimed an old throne room (area 1) and turned it into a bazaar. The Xanathar Guild wants to shut down the market before it attracts too many surface dwellers, while the goblins fight to keep it open. Admission into the goblin bazaar is free, but non-goblinoids are closely watched.

The goblin boss, Yek, recently found a magic circlet that transformed him into a human (see area 1f). After his initial surprise passed, Yek warmed to the transformation. After all, it made him taller. The other goblins quietly resent taking orders from a human and would like to see Yek returned to normal. They might conspire with adventurers toward that end, offering them the circlet as a reward for undoing Yek's "curse."

Xanathar Guild

The Xanathar Guild aims to secure this level, plunder it thoroughly, and return valuable items to Skullport to be sold, thus boosting the town's sagging economy. There are two Xanathar Guild watch posts on the level, and each one has a leader: a drow named Shunn "Spider Eyes" Shurreth commands the northern watch post at area 9, and a human berserker named Nadia the Unbent leads the southern watch post at area 20.

Wererats recently stole a stone key from the southern outpost. Shunn believes that the key unlocks something important (though he doesn't know what that might be) and wants to reclaim it. He intends to capture a wererat and ransom it for the safe return of the key. He offers 50 gp to anyone who brings him a wererat captive or the location of the wererats' hideout (area 14).

Drow and Wererat Gang

A drow mage in league with the Zhentarim has set up a hidden base on this level (area 14). The drow, Rizzeryl, has eight wererats in his employ. The Xanathar Guild is aware of the wererats, but not their drow master.

Rizzeryl has the stone key that the wererats stole from the Xanathar Guild. He thinks it might unlock a Melairkyn vault hidden somewhere on this level, but he's wrong. In fact, the key opens a magic gate that connects levels 6 and 8 of Undermountain. The drow will give up this key in exchange for his life or the destruction of the Xanathar Guild outposts on this level.

CORY TREGO-ERDNER

Fine Fellows of Daggerford

Characters who explore this level might encounter three members of the Fine Fellows of Daggerford, an evil adventuring party. If Halleth the revenant (see level 1, area 37) accompanies the characters, he uses his Vengeful Tracker trait to lead the party to his former companions so he can repay them for their betrayal. These three "Fine Fellows" are:

- Copper Stormforge, a dwarven thief, values gold above all. He has been captured by goblins and imprisoned in area 1e.
- Midna Tauberth, a human priest of Shar, thinks she can do everything herself. The perils of this level have forced her to take refuge in area 11b.
- Rex the Hammer, a human warrior, seeks fortune and glory, and doesn't care whom he steps on to achieve it. The characters find him at the mercy of the mezzoloth in area 13g.

Mutated Apprentices

Halaster handed over this level to his fervent pupils, almost all of whom were driven mad by their studies and mutated by the magic they wrought, becoming gibbering mouthers and nothics. A mezzoloth summoned from the Lower Planes to serve as a wizard's assistant now rules over them all.

Wandering Monsters

Monsters wander this level of Undermountain in search of food or treasure. Such monsters include carrion crawlers, gricks, mephits, owlbears, and spectators. If your game session needs a greater challenge, try adding one or more of these monsters to an encounter of your own design.

Exploring This Level

All location descriptions for the Arcane Chambers are keyed to map 2.

1. Goblin Bazaar

In this monstrous market live forty goblins. Half of them are guards, and the other half are traders. The goblin boss and his retinue lurk in area 1e.

1a. Bazaar Side Entrance

Detritus. Trash and debris litter the floor.

Bas-Reliefs. The walls are adorned with bas-reliefs that once depicted dwarves carrying supplies. The dwarves' faces have been chipped away and replaced with cartoonish goblin heads drawn in charcoal.

Noise. Banging noises can be heard to the north. (The goblins in area 1b are building a wooden stage there.)

1b. Auction Hall

The goblins are erecting a stage against the north wall of this 20-foot-high chamber using wood stolen from elsewhere in Undermountain. Once the stage is complete, the goblins plan to auction slaves and other valuable merchandise here. The stage will be quite large when it's finished but is still in the preliminary stages of assembly. A pile of wrecked wooden furniture lies in the area's northwest corner.

Seven **goblins** are here. Three of them are using stone hammers to pound rusty nails through decrepit wooden planks. The other four are clustered in the middle of the room, passing around a scroll on which someone has drawn a crude blueprint of a stage. If attacked, these goblins retreat to area 1d. They otherwise pay no attention to strangers.

Treasure. The goblins carry a total of 27 cp and 15 sp.

1c. Gibbets and Gravy

Four iron gibbets hang from chains hooked to the 10-foot-high ceiling. The gibbets are empty except for one that holds a wailing **goblin** named Glom.

Glom was caught stealing food intended for the goblin boss, Yek. She hasn't eaten in two days and happily provides information or her service as a guide in exchange for food or freedom. She knows about the magic circlet that turned Yek into a human and where the goblin boss keeps the rest of his treasure (area 1f).

Glom knows the general layout of this level of Undermountain, the positions of the Xanathar Guild outposts, and the location of the stairs leading down to level 3. Glom eagerly betrays her liberators if someone with more food and the promise of a better life comes along.

The lock on Glom's gibbet can be picked with thieves' tools and a successful DC 15 Dexterity check. It can also be broken off with a successful DC 20 Strength (Athletics) check or a solid weapon blow.

1d. Market Hall

Ceiling. This room has a soaring, 60-foot-high ceiling supported by two rows of stone pillars.

Goblin Vendors. The middle of the chamber is taken up by eight vendor stalls. Twenty-two **goblins** are here, sixteen vendors (two per stall) and six guards who stand in pairs near the exits to areas 1e, 1f, and 8.

Throne. A granite throne stands against the north wall atop a rectangular stone dais.

The goblin vendors buy and sell stolen goods, including items listed in chapter 5 of the *Player's Handbook*—particularly armor, shields, weapons, adventuring gear, tools, trade goods, food, and drink. The goblins buy goods at half the normal price and sell them at three times the normal price. Their food is of poor quality but edible. A character who succeeds on a DC 12 Charisma (Intimidation or Persuasion) check can bargain a goblin down to half its asking price for an item.

The goblin guards have orders to keep the peace. If a brawl or a battle erupts, they attack with the goal of knocking troublesome visitors unconscious. Visitors whom the guards subdue are dragged out of the market and left in area 8 without their weapons or treasure. (Any treasure the goblins take is placed in area 1f.)

Throne. Yek sits here when he deigns to preside over the market. The throne has been draped with animal skins and festooned with monster skulls and trinkets twisted up in wire.

Treasure. The goblin guards have a total of 25 cp and 20 sp. Each goblin vendor carries a fat pouch with 3d6 gp, 3d8 sp, and 3d10 cp in it.

Map 2: Arcane Chambers

1E. Yek the Tall

Torches. Flickering torches in iron brackets light this room.

Bugbears. Four **bugbears** stand in the room's corners.

Goblins. A handsome man wearing a golden circlet on his brow (Yek the Tall, a **goblin boss** in altered form) reclines on a mound of cushions at the north end of the room, eating an apple. Ten **goblins** (Yek's toadies) lie about on moldy cushions around him.

Prisoner. Chained to the south wall is a male dwarf clad in leather armor who has been gagged. He has copper-orange hair, but his beard has been shaved off (see "Shaved Dwarf" below).

The bugbears work for Yek because he pays them. A bugbear abandons Yek and returns home to Skullport (on level 3) if given a bribe of 5 gp or more.

If Yek orders the goblins into battle, they fight reluctantly. If half are killed or incapacitated, the rest flee. The goblins also run away if Yek is slain.

Yek wears a gold circlet (see "Treasure" below) that has transformed him into a beautiful adult male human. In this form, his size is Medium. If the characters humble themselves before Yek and appeal to his vanity, they are treated fairly. If they attempt to steal from him or have harmed any of his underlings, Yek sentences them to death and orders his goblin toadies and the bugbears to attack. Yek joins the fray only in self-defense.

If the characters and Yek part company on peaceful terms, three of Yek's goblin toadies try to speak to the characters afterward, away from the goblin boss. They plead with the characters to end Yek's "curse" by stealing the circlet that has transformed the goblin boss into a human. They don't have a plan for doing so and are hoping the characters can devise one. The toadies can get all the other goblins out of the hall, but they have no control over Yek's bugbear bodyguards.

Shaved Dwarf. The beardless dwarf is Copper Stormforge, a member of the Fine Fellows of Daggerford adventuring party. His hatred for goblins increased tenfold when they chopped off his beard, and if he is set free, he tries to kill every one of them.

As a reward for setting him free, Copper gives his liberators what he claims is an authentic map of the Sargauth Level (level 3). Copper folded the map into a tiny package and tucked it between his butt cheeks to hide it from his captors. He doesn't realize the map is fake and utterly worthless.

Copper is a shield dwarf **scout**, with these changes:

- Copper is neutral evil.
- He has these racial traits: He speaks Common and Dwarvish. His walking speed is 25 feet. He has darkvision out to a range of 60 feet, advantage on saving throws against poison, and resistance to poison damage.
- He has no weapons.

Treasure. The goblins under Yek carry a total of 60 cp and 25 sp. Each bugbear carries a large pouch that contains 15 gp.

Yek's circlet is an uncommon magic item called a *circlet of human perfection*. Only humanoids can attune to it. The circlet transforms its attuned wearer into an attractive human of average height and weight. The circlet chooses the physical characteristics of the form, such as age, gender, skin color, hair color, and voice. Except for size, the wearer's statistics and racial traits don't change, nor do items worn or carried by the wearer. Removing the circlet ends the effect.

1F. Yek's Treasure

This room contains the following treasure:

- A gruesome diorama featuring the stuffed corpses of a beholder and six goblins, all of them in battle poses and adorned with costume jewelry
- An ivory chessboard on a low stone table
- A 9-foot-tall, 3-foot-wide framed painting of Yek, depicting him in his regal human form, standing proudly with his golden circlet on his brow
- A hefty, iron-banded wooden chest with iron rings for handles

Characters who loot the diorama find fifteen pieces of costume jewelry worth 1 gp each. The ivory chessboard is worth 25 gp. The wooden chest is filled with 2,000 sp.

The painting of Yek has no real value, though a clever character can sell it for 50 gp by convincing a naive buyer that the painting depicts a figure of historical importance; doing so requires a successful DC 13 Charisma (Deception) check.

2. Kalabash's Chambers

Kalabash was one of Halaster's apprentices, though not one of the original seven. He has been trapped in a pocket dimension for hundreds of years now and is completely insane. Characters might stumble across him as they explore his chambers.

2A. Water Pump

In the center of this room is a rusted iron hand pump and a deep stone basin. This pump draws water from a spring between levels of the dungeon. Using an action to crank the pump draws 1d4 + 1 gallons of potable water into the stone basin.

2B. Abandoned Laboratory

This room is filled with dusty tables and cauldrons. Its stone hearth is cold. Piled atop the tables are alchemical tools and equipment, all of it ancient to the point of being unusable. Disturbing the laboratory in any way alerts the specter in area 2c.

2C. Wizard's Kitchen

This decrepit kitchen contains an oven range, a washing basin, a hearth bearing a covered cook pot, and shelves filled with pots, pans, and cooking tools.

A **specter** hides in the covered cook pot, emerging if the lid is lifted or if the specter is disturbed by noises from area 2b. The specter can command four nearby pots and pans to do its bidding; treat these objects as **flying swords** that deal bludgeoning damage instead of slashing damage. If the specter is defeated, the pots and pans clatter to the ground, becoming inanimate once more.

2D. Kalabash's Bedroom

The door to this room bears a sign written in Common that reads, "Kalabash's Room. Do not enter unless your name is Halaster." The room contains the following:

Furnishings. A dusty bed stands with its headboard against the north wall. At the foot of the bed rests a locked wooden chest (see "Trapped Chest" below). A desk in the southeast corner has stacks of musty old tomes atop it (see "Treasure" below).

Summoning Circle. An old rug woven with arcane symbols lies in the middle of the floor. (Beneath the rug, painted on the stone floor, is a 10-foot-diameter summoning circle that has been partially erased.)

The summoning circle hidden under the rug radiates an aura of abjuration magic under the scrutiny of a *detect magic* spell, but three of its activation glyphs have been erased. A character who examines the circle and succeeds on a DC 15 Intelligence (Arcana or Investigation) check can reconstruct the circle and, with blood or paint, reapply the missing glyphs in 1d10 minutes.

If the circle is completed, it immediately summons Kalabash (CE male Calishite human **mage**). Appearing in the middle of the circle, Kalabash attacks any creatures he sees. He is intoxicated and suffers the effects of the poisoned condition until he sobers up or until the condition is ended with a *lesser restoration* spell or similar magic. Erasing part of the completed circle causes Kalabash to be whisked back to his pocket dimension.

The only item of value Kalabash has is his spellbook, which contains all the spells he has prepared. He also carries around an empty wine flask.

Trapped Chest. The wooden chest is of solid construction, and its steel lock is warded with a magic trap. Picking the lock requires thieves' tools and a successful DC 15 Dexterity check. If that check does not succeed, or if anyone tries to break or smash the lock, the mechanism releases a small bolt of lightning that deals 10 (3d6) lightning damage to the creature tampering with it (no saving throw). The chest is empty except for a note in Common that reads, "Retirement fund. Don't spend this on ale, Kalabash!"

Treasure. The desk has twenty old books on it. Each book is blank and can be sold for 10 gp.

3. Halaster Puppet

Both doors to this room are difficult to open because furniture inside has been piled against them. A successful DC 15 Strength (Athletics) check forces open either door. Apart from these crude barricades, the room contains the following:

Automaton. An animated, life-size puppet of Halaster Blackcloak is hard at work on an experiment. The puppet is made primarily of wood and canvas, with a shoddy gray cloak draped over its shoulders. Dozens of cloth eyes have been sewn into the cloak.

Table. The puppet looms over a stone table covered with dusty alchemical equipment and vials of various solid and liquid substances, but nothing valuable or dangerous.

The puppet responds to any movement within 20 feet of it and threatens any creature that comes closer, shouting in Halaster's voice, "Terrible and painful magical death! Fireballs and lightning bolts! Begone!" It speaks and understands Common, but voices nothing but empty threats and a desire to continue its "work" undisturbed. If asked what it's working on, it shouts, "Magic!" and chuckles. A character who watches the puppet work and succeeds on a DC 10 Intelligence (Arcana) check ascertains that the puppet isn't doing anything other than mixing harmless substances while muttering gobbledygook.

The puppet is a Medium construct with AC 10, 8 hit points, a walking speed of 20 feet, immunity to poison and psychic damage, and ability scores of 10. It can't be charmed or frightened, and it is not subject to exhaustion. It speaks and understands Common, has no attacks, and falls to pieces if reduced to 0 hit points or if a successful *dispel magic* spell (DC 15) is cast on it. Hidden inside the puppet is a flask of alchemist's fire that shatters as the puppet falls to pieces, causing its remnants to catch fire. The breaking flask does no harm to nearby creatures.

If the puppet is destroyed, Halaster's voice magically calls out, "Auugh! Now who will find the cure to filth fever?!" before trailing off into silence.

4. Abandoned Camp

The Xanathar Guild had a base camp here, but it was forced to abandon the place after a run-in with the Fine Fellows of Daggerford.

This room is strewn with rotten supplies and the remains of a fire pit. Three bugbear corpses and an intellect devourer's body are heaped in the northeast corner. Searching the corpses reveals a scrap of parchment with the following phrase written on it in Common: "As many as there are stars in the sky." This is the pass phrase to safely enter the Xanathar Guild outpost at area 9.

5. Arch Gate to Level 4

This dusty room is hidden behind a secret door disguised to look like a plain section of wall.

Embedded in the middle of the room's north wall is a stone arch, its frame engraved with images of falling coins. The arch's keystone has a tiny slot in it. This is one of Halaster's magic gates (see "Gates," page 12), and its rules are as follows:

- Feeding a gold coin into the slot in the keystone causes the coin to disappear and the gate to open for 1 minute. Other coins placed in the slot disappear but don't open the gate.
- Characters must be 8th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 11c on level 4, in the closest unoccupied space next to the identical gate located there.

6. Music of the Dead

The hallway leading to this chamber is filled with the haunting sound of a harpsichord playing. The room contains the following:

Harpsichord. In the middle of the room is a harpsichord made entirely of bones, with human, dwarf, ogre, and halfling finger bones for keys. Somber music emanates from it.

Carving. Carved into the north wall is a single measure of musical notes. They are faded and difficult to read.

The bone harpsichord has been enchanted to play on its own but stops when a living creature comes within 10 feet of it. A *detect magic* spell reveals an aura of conjuration magic around the harpsichord and a smaller aura of necromancy magic emanating from something inside it.

Any character who has proficiency with a musical instrument can correctly play the displayed notes on the bone harpsichord. Any other character who tries to do so must make a DC 20 Intelligence (Performance) check. A successful check causes a decorative skull above the keys to fall away, revealing the treasure (see "Treasure" below). On a failed check, the performer must make a DC 15 Constitution saving throw. If the saving throw fails, the performer takes 22 (4d10) necrotic damage, and the flesh of its hands is eaten away, leaving bleached white (but functional) skeletal hands.

Treasure. Hidden inside the harpsichord is a *spell scroll* of *raise dead*. Correctly playing the musical notes opens a hidden compartment that contains the scroll. Smashing or breaking open the harpsichord damages the scroll, rendering it useless.

7. Shocking Discoveries

Several chambers where mining equipment and copper ore were once stored are now occupied by laboratories devoted to experiments in electricity and necromancy. Trenzia, one of Halaster's new apprentices, conducts her research here.

7a. Trenzia's Workroom

This well-maintained workroom reeks of rotting flesh and ozone. Odd metal instruments designed for measuring electricity rest atop tables, along with several loose scraps of parchment with notes that include terms such as "rate of decay" and "accumulation of charge."

Log Entry. A thorough search of the room yields a scrap of paper that was once part of Trenzia's log. It reads, "Day 1: Halaster has granted me this abandoned copper mine in the Arcane Chambers. Finally, I have access to the components needed for my experiments." Everything beyond that point is smudged and illegible.

7b. Ghoul Barrels

Barrels. Twelve sealed wooden barrels covered in dust rest against the walls. Three are empty, three contain fist-sized chunks of copper ore (50 gp worth of copper per barrel), and the remaining six each have one **ghoul** crammed inside. Disturbing any of these barrels causes all six ghouls to burst forth and attack.

Hammock. A hammock laden with blankets hangs from anchors in the north wall (see "Log Entry" below).

Copper-Plated Door. A copper-plated door is set into the southeast corner.

The copper-plated door is connected to the lightning grid in area 7c. Unless the creatures in area 7c have been destroyed, the door emits a soft hum when approached. A creature that touches the humming door must make a DC 10 Dexterity saving throw, taking 10 (3d6) lightning damage on a failed save, or half as much damage on a successful one. A creature wearing metal armor has disadvantage on the saving throw.

Log Entry. Tucked into the folds of the hammock's moldy blankets is another page from Trenzia's log. The only legible text reads as follows: "Day 3. I no longer trust the other apprentices. What they see as mysticism I know to be science! I can't stand their incantations and their mutterings any longer. If any of them try to intrude on my laboratory again, they're in for a truly shocking surprise!"

7c. Trenzia's Laboratory

Trenzia turned this laboratory into a giant lightning trap, sacrificing herself in its construction.

Copper Tiles. The floor is plated with copper tiles.

Lightning Skull. The metal-coated skull of a half-elf (Trenzia) floats around the room, giving off crackling sounds as it electrifies the floor with rays of lightning (see "Trenzia" below).

Golem. A **flesh golem** stands in the middle of the room amid destroyed tables, shards of broken glass, and rusty mining equipment.

Chute. A 5-foot-wide, 5-foot-high chute in the southeast corner curves downward, descending 20 feet to area 13a. (The chute contains plenty of handholds and footholds. No ability check is required to descend it.)

Trenzia. After she was driven mad by her scientific and necromantic experiments, Trenzia convinced Halaster to transform her into a **flameskull**, with these changes:

- The skull has resistance to fire damage and immunity to lightning damage.
- It has the *lightning bolt* spell prepared instead of *fireball*.
- Replace its Fire Ray attack option with a Lightning Ray attack option that deals lightning damage instead of fire damage.

On each of its turns, the skull uses its action to electrify the copper-plated floor with its lightning rays. The floor remains electrified until the start of the skull's next turn. While the floor is electrified, any creature that steps onto the copper tiles or starts its turn in contact with them takes 10 (3d6) lightning damage. Instead of taking damage, the flesh golem regains 10 hit points whenever it starts its turn on the electrified floor.

If the skull is destroyed and later rejuvenates (see the flameskull's Rejuvenation trait), it resumes electrifying the floor and defending the room, with or without the golem.

Flesh Golem. The flesh golem has instructions to kill all intruders and never leave the room. It obeys these and the skull's other commands until it goes berserk. If the golem attacks Trenzia's skull in its berserk frenzy, the skull uses its next action to try to calm the golem. While attempting to calm the golem, the skull can't electrify the floor.

7D. Mining Woes

Three **ghasts** hunker down behind the door leading into this room, waiting to attack.

This room contains the remains of a mining operation. Pickaxes and hammers litter the floor, as do the gnawed bones, torn black robes, and rubber boots of a female half-elf wizard. Notably absent is the half-elf's skull. (The bones and clothing belonged to Trenzia. Halaster fed her body to the ghasts.)

7E. Copper Vein

Copper Vein. An exposed bit of stonework has a thick vein of copper ore running through it.

Litter. A scrap of paper lies on the floor.

The scrap of paper is another partial entry from Trenzia's log that reads, "Day 10. With lightning and copper wires, I created a pack of ghouls. Hal was not impressed. He says I'm not ready for Dweomercore and its arcane secrets. I'll show him. His flesh golem has given me an idea for a trap more devious than any Hal could devise. Lightning—is there anything it can't do?"

8. Fresco Cross Hall

Frescoes on the walls of this four-way intersection depict shield dwarves at work. Magic causes the images to move. The dwarves roll and stack barrels, carve blocks of stone, drink from stone tankards, and so forth. As the characters make their way down each hall, the dwarves wave at them and occasionally wink. These animated frescoes are harmless.

9. Spider Eyes Watch Post

The Xanathar Guild claims this corner of the dungeon. Shunn Shurreth, a drow exile favored by the beholder crime lord, commands the forces stationed here.

9A. Trapped Hall

Bugbears. Two **bugbears** stand guard at the east end of this long hall, where it narrows to a width of 10 feet.

Dart Traps. The northern wall conceals five poison dart traps, triggered by hidden pressure plates in the floor marked T on map 2.

The bugbears, Bolgus and Bulkar, disarm the poison dart traps when Xanathar Guild members approach. When unfamiliar creatures approach from the west, Bolgus shouts for them to halt and Bulkar asks, "How many eyes does Xanathar have?" The correct reply is, "As many as there are stars in the sky." If anyone gives them the wrong pass phrase, the bugbears invite them forward but don't disarm the traps.

If the characters approach from area 9b without a Xanathar Guild escort, the bugbears attack them.

Poison Darts. The five poison dart traps are embedded in the walls north of the pressure plates. A character who searches the hall for traps and succeeds on a DC 15 Wisdom (Perception) check spots the nearest pressure plate and the dart holes in the wall north of it.

When more than 20 pounds of weight are placed on a pressure plate, four darts shoot from the north wall. Each dart makes a ranged attack (+8 to hit) against a random target above the pressure plate. On a hit, a dart deals 2 (1d4) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 10 (3d6) poison damage on a failed save, or half as much damage on a successful one. Each trap can be triggered three times before its supply of darts is exhausted.

Hidden Lever. A lever, concealed by a false section of stone near where the bugbears stand, arms and disarms the poison dart traps. A character who searches the area finds the false stone and lever with a successful DC 15 Wisdom (Perception) check.

9B. Shunn's Gang

Lanterns. Battered oil lanterns rest atop toppled blocks of stone, illuminating this partially collapsed hall.

Furnishings. Crates, barrels, and seven wooden cots line the walls.

Xanathar Guild. Seven Xanathar Guild members (NE human **thugs**) and their leader, Shunn "Spider Eyes" Shurreth (see "Shunn Shurreth" below), gather around a campfire in the middle of the hall. Two **intellect devourers** have taken residence in the skulls of two Xanathar Guild members. The creatures use their Detect Sentience trait to telepathically detect intelligent creatures approaching.

Shunn and his thugs can't be surprised if the intellect devourers sense intruders approaching. If an intellect devourer's host is killed, it tries to find another.

Shunn Shurreth. A drow priestess of Lolth placed a curse on Shunn and forced him into exile after he displeased her. The curse partially transformed him into a spider, giving him eight red arachnid eyes, a mouth full of fangs, and black bristles sprouting from his slender limbs. A *remove curse* or *greater restoration* spell restores Shunn's natural form, but Shunn doesn't want the curse lifted. His horrific appearance strikes fear into the hearts of his comrades-in-arms and has earned him favor with Xanathar. Shunn believes that returning to his normal form might weaken his influence over his gang and diminish his status in the Xanathar Guild.

Shunn is a **drow elite warrior**, with these changes:

- Shunn is lawful evil.
- While cursed with spider features, he can climb difficult surfaces, even across ceilings, without needing to make an ability check.

Shunn moves and converses with an eerie grace and prefers diplomacy over violence when dealing with adventurers. If the characters seem interested in a truce, Shunn offers them 50 gp if they find the wererats that are troubling his gang and return the stone key that they stole. Shunn's gang found the stone key on this level of Undermountain and is still searching for the lock that it fits into.

If he or his thugs are attacked, Shunn Shurreth calls for bugbear reinforcements from area 9d. Shunn's goal in any conflict is to capture his enemies and haul them to Skullport as trophies. Once there, the prisoners are brought to Skull Island and left to the tender mercies of Commander Sundeth (see "Skullport," page 303).

Supplies. The barrels and crates here contain enough water and dry food to sustain a single person for 600 days or Shunn's gang for 30 days.

Treasure. The thugs carry a total of 14 gp in coin. On a black cord around his neck, Shunn wears a silver key (5 gp) that unlocks the silver-bound chest in area 9c.

9c. Gang's Treasure

Barrels. Stone racks spanning the walls contain barrels that are so rotted and old that they fall apart when handled. (The ale and water once stored in them have long since evaporated.)

Table and Chest. A large stone table in the middle of the room is draped with cobwebs. A silver-bound wooden chest rests atop it.

Treasure. The chest has a built-in lock that Shunn Shurreth's silver key opens. The lock can also be picked with thieves' tools and a successful DC 15 Dexterity check. The chest contains 100 gp, which Shunn uses to pay his gang.

9d. Bugbear Barracks

Ten **bugbears** sleep on the dusty floor of this room. They investigate any commotion they hear in area 9b.

10. Ooze Temple

These four rooms comprise a temple devoted to water and oozes. All doors leading to these rooms are decorated with symbols of water, and each door forms an airtight seal when shut.

10a. Skull in the Cube

Clean. This 30-foot-high room is swept clean, with no trace of dust or debris.

Frescoes. The walls are carved with frescoes depicting horrific cyclopean cities of black stone submerged beneath raging seas.

Giant Ooze. A **gelatinous cube** measuring 30 feet on a side is trapped in the room. The monster is situated in the northeast corner when the characters first arrive. Floating in the center of it is a dwarven skull sheathed in glass. Any character who succeeds on a DC 15 Wisdom (Perception) check can tell that the skull is suspended in an enormous gelatinous cube, not levitating.

A *detect magic* spell reveals an aura of transmutation magic around the skull, which belonged to a duergar. Halaster preserved within the skull the duergar's magical ability to enlarge itself. The skull now has the power to enlarge the gelatinous cube, and the skull's glassy coating protects it from the cube's digestive acid. Removing the skull from the gelatinous cube causes the cube to shrink to its normal size (10 feet on a side). The skull has no magical properties other than its ability to enlarge gelatinous cubes (and potentially other oozes, at your discretion).

While enlarged by the duergar skull, the gelatinous cube has the following modified statistics:

- The cube is Gargantuan and can hold up to nine Large creatures or up to thirty-six Medium or smaller creatures inside it at a time.
- It can make up to four Pseudopod attacks on its turn, and it makes Strength checks and Strength saving throws with advantage.
- When the cube shrinks back to normal size, any creatures that it can no longer contain are expelled into unoccupied spaces around it.

10b. Flooded Room

This laboratory, with a 20-foot-high ceiling, is completely filled with 24,000 cubic feet of salt water created by a spell gone awry. Opening the door causes the water to empty into area 10a. Creatures within 20 feet of the opened door are caught in the deluge and must make a DC 12 Strength saving throw. Any creature that fails the saving throw is knocked prone and takes 5 (1d10) bludgeoning damage.

Once the water is released, it fills both rooms to a depth of half an inch. Swept into area 10a with the water is the putrid, rotting corpse of a human wizard in green and purple robes. This is what remains of Salamanth, one of Halaster's more foolish apprentices.

Treasure. A search of the room reveals overturned tables, waterlogged books destroyed by salt water, and a glass wand (the dead wizard's arcane focus), which is worth 25 gp.

10c. Altar to Juiblex

False Altar. In the middle of this 20-foot-high room is a limestone altar topped with a misshapen mound of gold that looks like it was poured on the altar in molten form and left there until it cooled and hardened. (The mound of gold is an **ochre jelly** of unusual color trapped in magical stasis.)

Wall Carvings. Black mildew drips from lidless eyes and gaping mouths carved into the walls. (The wall carvings represent the all-consuming demon lord Juiblex. Though ghastly, the depictions are harmless.)

Close examination of the altar reveals that it bears an inscription in Abyssal that reads, "A gift of flesh, willingly given, can feed our eternal hunger." A character who inspects this "mound of gold" can ascertain its true nature with a successful DC 12 Intelligence (Nature) check. A *detect magic* spell reveals an aura of transmutation magic around the ochre jelly, suggesting the presence of the stasis field.

The stasis field immobilizes the ooze but also renders it impervious to damage. This magic is dispelled when it comes into contact with flesh or is targeted by a successful *dispel magic* spell (DC 17). Freed from its stasis, the ochre jelly attacks.

10d. Caved-In Room

This room has partially caved in, but someone has bored tunnels through the collapsed sections, granting access to dungeon hallways south and east of here. The floor is covered with dust and debris, but the room contains nothing of interest.

11. Midna's Lair

An apprentice of Halaster's claimed this area as her own work space centuries ago, using her mastery of the *unseen servant* spell to create multiple invisible helpers. Even after her death, her unseen servants persisted, waiting for her to return. Midna Tauberth, one of the Fine Fellows of Daggerford, recently intruded upon this hall and is using it as a rest area.

11a. Hall of Degeneration

The walls of this passage are painted with images of wizards succumbing to madness and being transformed into nothics. One particularly vivid image shows shafts of eerie green light exploding out of a spellbook and changing a wizard into a gibbering mouther.

11b. Master of the Unseen

Flickering torchlight created by *continual flame* spells spills out of this room into the hall. The 15-foot-high vaulted chamber contains the following:

Light. Freestanding iron torch sconces in the four corners of the room have *continual flame* spells cast upon them.

Midna. Midna Tauberth (NE female human **priest** of Shar) relaxes in one of several overstuffed chairs in the middle of the room, waited on by nine **living unseen servants** (see appendix A). Around her neck, she wears two holy symbols: one shaped like a gold coin (the symbol of Waukeen, god of trade), the other a black disk outlined in purple (the symbol of Shar, god of darkness and loss).

Furnishings. Empty bookshelves and desks line the walls. Against the south wall stands a long banquet table bearing fresh foodstuffs on copper platters and copper flagons filled to the brim with wine. A portrait of a smiling Halaster hangs above the table.

Each day at dawn, the platters and flagons on the table are mystically replenished with fresh food and wine, courtesy of Halaster's magic. The effect produces enough food and wine for twelve people. The magic persists as long as the table remains in this room and there is dishware capable of containing the bounty.

Midna Tauberth. Midna isn't interested in sharing her newfound lair with others. She advises characters to leave or face the wrath of her invisible servants. If they don't leave at once, she orders the servants to beat them senseless. If the servants seem to be losing the fight, she calls them off and, in the interest of self-preservation, apologizes for her boorishness and allows the newcomers to partake of the food and wine on the table.

If Halleth the revenant (see level 1, area 37) is present, he tries to kill Midna and reclaim his holy symbol of Waukeen. Midna stole it from Halleth's corpse and shrinks away from his revenant while commanding the living unseen servants to defend her. If Midna is slain and the holy symbol of Waukeen is returned to Halleth, the revenant's thirst for vengeance abates, and both it and the holy symbol turn to dust.

Living Unseen Servants. The unseen servants obey Midna's commands because she reminds them of their creator. They follow Midna and can leave the room to fulfill her wishes. Midna has no way to distinguish one servant from another, meaning that when she utters a command, all the servants follow that command. She can't issue orders to a single servant without the others performing the same task.

Treasure. Midna's holy symbol of Shar is a small disk carved from obsidian on a silver chain. The holy symbol of Waukeen is a small gold disk stamped with the god's visage in profile. The holy symbols are worth 25 gp each.

The smiling portrait of Halaster is 3 feet wide and 5 feet tall. It has no magical properties, but is worth 25 gp, though it's awkward to transport.

12. Dwarven Tools

These hallways are lined with crumbling stone tables and shelves upon which rest sturdy dwarven anvils, whetstones, tongs, hammers, chisels, and other tools.

Arch Gate to Level 5

Embedded in the wall at the end of the westward hallway is an arch gate (see "Gates," page 12). Close inspection reveals the image of a dead tree carved into its keystone. The rules of this gate are as follows:

- Touching the arch with a dead twig or branch causes the gate to open for 1 minute.
- Characters must be 8th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 3b on level 5, in the closest unoccupied space next to the identical gate located there.

13. Mutated Apprentices

Once a dwarven mithral mine, this section of the dungeon is home to apprentices whose attempts to unlock the secrets of the Weave transformed them into gibbering mouthers and nothics.

13a. Dumathoin's Altar

Gibbering Mouther. A **gibbering mouther** wanders the hall to the east, attacking other creatures on sight.

Equipment. Overturned mine carts and discarded mining equipment lay scattered across the floor.

Altar. A red stone altar covered with small, dirty handprints stands in the northern alcove.

The altar is a 3-foot-tall, 500-pound tapered block of dark red stone engraved with Dwarvish prayers to Dumathoin, the Keeper of Secrets under the Mountain. Greasy goblin handprints cover the altar, which any dwarf would consider a desecration. Any character who takes the time to clean the altar gains the following magical boon: all secret doors are plainly visible to that character for the next 24 hours. A character who willfully desecrates the altar and then cleans it doesn't gain this boon. (Dwarven gods are not very forgiving.)

Treasure. Beneath one of the overturned mine carts are four chunks of mithral ore, each worth 25 gp and weighing 10 pounds.

13b. Wall of Rust and Bones

Bisecting this room is an 8-foot-high, 2-foot-thick wall of hobgoblin skeletons and rusty armor, with a 2-foot gap between the top of the wall and the ceiling. A Tiny creature can pass through narrow openings in the wall. Climbing over the wall requires a successful DC 12 Strength (Athletics) check. The wall can be easily broken apart or pushed down, but doing so creates a lot of clatter and summons the nothics from area 13e.

13c–13d. Vacant Washrooms

Inside each of these rooms is a rusted water pump (inoperable), basins, and stone toilets separated by thin slate dividers.

13e. "Nothic to See Here!"

An *arcane lock* spell has been cast on the western door. Rizzeryl the drow mage (see area 14) can pass through the portal. Other creatures must force the door open with a successful DC 25 Strength (Athletics) check.

Nothics. Four **nothics** lurk here (see below).

Equipment. Low-lying stone shelves along the walls are stuffed with crumbling pairs of dwarven boots. Rusty dwarven helmets and dusty goggles with tattered leather straps hang on pegs above them.

The nothics are insane and attack most creatures they encounter. They are easily and quickly cowed by displays of magic, however. Once they realize they're in the presence of one or more spellcasters, the nothics become slightly more cooperative. They know that several bipedal rat creatures are holed up on the other side of the western door, and that their master is a "purple-skinned elf wizard with red eyes and white hair."

13f. Gibbering Mine

The walls in this partially collapsed section of the dungeon are streaked with veins of copper. Three **gibbering mouthers** have gathered here and begin to jabber as other creatures approach. They fight until killed.

13g. Strike it Rich

The characters hear sounds of battle as they traverse the hall leading to this 10-foot-high room, which has partially collapsed and contains the following:

Light. The room is lit by a single lantern resting in the middle of the floor.

Equipment. Mine carts about the room contain glittering heaps of copper ore.

Battle. A wounded warrior named Rex the Hammer (LE male Illuskan human **champion** with 22 hit points remaining; see appendix A) has been backed into the southeast corner by a vicious **mezzoloth** and two **nothics**. Three dead nothics (killed by Rex) lie on the floor near them.

The mezzoloth was summoned and bound to Undermountain by Halaster. Its task is to prevent intruders from looting the dungeon. It uses telepathy to command the nothics, which serve it out of fear.

Rex the Hammer. Rex was the founder and leader of the evil adventuring party known as the Fine Fellows of Daggerford. Despite hearing rumors about the dangers of Undermountain, Rex assumed (based on the success of Durnan and other capable explorers) that the Fine Fellows would run roughshod over the monsters dwelling within. Boy, was he wrong. Like most villainous groups, the Fine Fellows lacked cohesion. Fed up with his companions' bickering, Rex struck off on his own. He was searching this room for loot when the mezzoloth and the nothics came in behind him, cutting off his escape.

If the characters come to his rescue, Rex expresses his gratitude before quaffing the healing potion in his backpack (see "Treasure" below). On the surface, he seems to be amiable, confident, and eager to discover Undermountain's secrets. He's happy to join the party for an equal share of any loot found. Once he's back at full health (or close to it), though, Rex sheds his civil veneer and tries to bully the characters into following his orders, berating and threatening anyone who defies him. The bullying gets worse until Rex is forcibly ousted or the party dissolves.

Treasure. Rex's backpack lies next to one of the mine carts. It contains a silvered shortsword, a 30-foot-long coil of hempen rope, 2 days of rations, a flask of oil, a pouch containing 13 gp, and a *potion of healing*. The oil lantern in the middle of the room belongs to Rex as well.

The mine carts contain over a thousand chunks of copper ore, each weighing 10 pounds and worth 1 gp. The carts are so old that their axles are bent and rusted, rendering them inoperable.

14. Base de Résistance

These two chambers have been claimed by a drow mage named Rizzeryl, his summoned quasit minion, and eight wererats. At least for now, Rizzeryl and the wererats are staunch allies.

Rizzeryl works for two groups: House Auvryndar, a low-ranking drow house from Menzoberranzan that is slowly and secretly consolidating its power in Undermountain, and the Zhentarim, which is trying to drive the Xanathar Guild out of Skullport. His ties to the Black Network make Rizzeryl an enemy of the Xanathar Guild, which currently controls Skullport and is trying to secure the uppermost levels of Undermountain.

Rizzeryl has begun haranguing the Xanathar Guild forces on this level with the help of the wererat gang, which hails from Skullport. The drow wizard and the wererats have no quarrel with adventurers who leave them alone.

14a. Rizzeryl's Hideout

The door to this room has a mural painted on the outside depicting a darkmantle descending on an unsuspecting dwarf who is admiring a gleaming gemstone. An *arcane lock* spell has been cast on the door. Rizzeryl the drow mage and his wererat gang can pass through the door, while other creatures must force it open with magic or a successful DC 25 Strength (Athletics) check.

The room contains the following:

Drow. Rizzeryl the **drow mage** sits on a chair in the southwest corner while resting in a trance. If he hears someone coming through the eastern door, he casts *greater invisibility* on himself.

Table. A wooden table in the center of the room bears a map made of loose stones arranged to form walls and doors (see "Tabletop Map" below).

Rizzeryl likes to be invisible as he engages intruders in conversation, hoping to learn their intentions. Any noise here alerts the wererats in area 14b, who remain hidden until Rizzeryl calls for them.

Rizzeryl offers the adventurers a reward if they destroy both Xanathar Guild outposts on this level (areas 9 and 20) and return with the heads of both guild leaders, whose names, he tells them, are Nadia the Unbent and Shunn Shurreth. Rizzeryl doesn't reveal the nature of the reward, other than to say it will make the party's exploration of Undermountain easier. If the characters deliver the heads of Nadia and Shunn, Rizzeryl gives them a stone key hidden in this room (see "Secret Compartment" below). If the characters attack him, Rizzeryl calls forth the wererats to defend him while he summons a **quasit**. If the adventurers overcome these forces, Rizzeryl trades the stone key for his life.

Rizzeryl knows the way to Skullport through level 3 and might share this information with friendly adventurers who have helped him. He refrains from divulging his allegiance to House Auvryndar. He will, however, reveal his allegiance to the Zhentarim if one or more characters identify themselves as members of that faction. If they need assistance, Rizzeryl urges such characters to seek out Bosskyn Gorrb, a tiefling member of the Black Network who operates in Skullport. Rizzeryl also informs them that servants of Xanathar will allow safe passage to anyone who openly brandishes Xanathar's symbol (see below).

Secret Compartment. Beneath Rizzeryl's chair is a loose floor tile that conceals a hidden compartment, which can be found with a successful DC 15 Wisdom (Perception) check. It contains three items: Rizzeryl's leather-bound spellbook (which holds the spells he has prepared, plus *arcane lock* and *sending*), a 12-inch-long stone key, a 12-inch-long driftwood wand with the symbol of Xanathar (a circle with ten equidistant spokes radiating outward from its circumference) carved at one end. Rizzeryl uses this nonmagical wand to slip past the guardian in area 20a and to move through Skullport unmolested.

The stone key weighs 10 pounds and bears the following inscription in Dwarvish: "Meet me on the Lost Level. Find my twin in Slitherswamp." A *detect magic* spell reveals an aura of conjuration magic around the key, which opens a magic gate that connects levels 6 and 8 of Undermountain (see level 6, area 34b, and level 8, area 3, for more information on each gate). Rizzeryl knows that levels 6 and 8 of Undermountain are called the Lost Level and Slitherswamp, respectively, but he hasn't explored either level.

Tabletop Map. The wererats have carefully arranged the loose stones on the table to form an accurate map of this level of Undermountain; the map, however, omits the chambers hidden behind secret doors (areas 5, 20c, 20d, 22e, 22f, 25h, and 26b). There's no easy way to transport this map without knocking the stones out of alignment and rendering the map useless.

14b. Wererat Barracks

Eight **wererats** in human form sleep on dirty cots in this room. They are loyal to the Zhentarim and determined to push the Xanathar Guild out of Skullport and Undermountain.

The wererats are short, unkempt humans of mixed age with thin limbs, beady eyes, and nervous tics. They clad themselves in filthy, smelly, ill-fitting clothes. Their leader is a crass, middle-aged woman named Zilitsa Ilvarren. She is mean-spirited but has a good rapport with Rizzeryl, whose intelligence she admires. The others are a degenerate bunch of inbred, light-fearing weirdos who've spent too many years living underground. The men are named Frek, Henk, and Kozrik, and the women are Arreth, Elabbor, Kreena, and Sybilee.

Treasure. An unlocked wooden chest against the south wall holds 30 gp, a copper tankard similar to those found in area 22a (5 gp), a battered and tarnished silver scepter topped with a Dwarvish rune meaning "justice" (25 gp), and three worthless, dog-eared chapbooks entitled *Out of the Inferno, Vols. 1, 2, and 3* (a tawdry series about a tiefling romance).

15. Dusty Throne

Ruins. Much of this room collapsed long ago, and what remains is covered with dust.

Footprints. Footprints (left by wererats in human form) crisscross the dusty floor.

Throne. A plain stone throne stands against the south wall. Beyond it, heaps of rubble fill a collapsed tunnel.

A search of the throne and the surrounding room yields nothing of value. The wererats in area 14 have already searched the area thoroughly.

16. Partially Collapsed Room

The back of this room has collapsed, filling the chamber with dust and debris. No one has been here in ages, and nothing of value remains.

17. Hungry Rust Monsters

This old festival hall has an arched ceiling 30 feet high and contains the following:

Rust Monsters. Two **rust monsters** are fighting over a rusted steel helmet in the middle of this room, casting it about as they knock each other around.

Wall Decor. The walls are decorated with bas-reliefs of dwarves singing and drinking. A dozen empty iron torch brackets are mounted to the north and south walls at 10-foot intervals.

The rust monsters can't find enough ferrous metal to satisfy their hunger. The helm provides a momentary distraction that characters can use to cross the hall safely after they first arrive. The next time they come here, though, the rust monsters are waiting for them.

The torch brackets bolted to the walls are beyond the rust monsters' reach but make irresistible snacks if fed to the creatures. Tearing loose a torch bracket requires an action and a successful DC 15 Strength (Athletics) check. One bracket is enough to distract the rust monsters for 1d6 minutes.

18. Cold Storage

The Melairkyn dwarves used this chamber for cold storage. Halaster has turned it into a trap. The room has the following features:

Cold. The room is bitterly cold.

Glowing Rune. The walls rise 10 feet, then angle inward, forming a pyramidal roof with a 40-foot-high apex. Inscribed on the sloped north wall is a 10-foot-tall Dwarvish rune that glows with a faint blue light.

Any character who understands Dwarvish knows that the oversized rune on the north wall is an ancient symbol meaning "cold." A *detect magic* spell reveals an aura of conjuration magic around the rune. The rune's magic lowers the room's temperature to 0 degrees Fahrenheit.

When a spell is cast in this room (including one cast from a magic item), the giant rune flashes and deals 36 (8d8) cold damage to all creatures in the room. Once the rune has released this cold energy, it can't do so again for 1 hour.

19. Giant Spider Den

Giant spiders make their home here despite countless attempts by adventurers to get rid of them.

19a. Arachnid Down

Clutter. Narrow paths wind between scattered piles of broken furniture and garbage.

Chandeliers. Two iron chandeliers, once anchored to the 20-foot-high ceiling, have fallen—their ropes cut. One has crashed into a pile of debris. Pinned beneath the other chandelier is a dead giant spider.

19b. Old Bedchamber

Dead Spider. A dead giant spider, its body shot full of arrows and scorched by fire, lies next to a broken wooden bed against the east wall.

Armoire. Standing against the south wall is a wooden armoire draped in cobwebs.

Treasure. The armoire contains the skeletal remains of a halfling adventurer who was trapped inside by giant spiders and starved to death. The skeleton is clad in a chain shirt and wears a *ring of swimming* on one bony finger. Characters who search the armoire also find an explorer's pack (minus water and rations).

19c. Sticky Webs

This room is full of thick, sticky webs (see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*). The webbing stretches all the way to areas 19d and 19e.

Any tugging or burning of the webs in this area alerts the giant spiders in area 19d, which creep down the hallway to investigate.

19d. Spider Warren

Five **giant spiders** lair here and attack all intruders.

19e. Spider Larder

Dense webbing fills this room as well (see area 19c for rules). Suspended within the webs are six cocoons. Five contain the desiccated corpses of four goblins and a nothic. The sixth contains a **swarm of insects (spiders)** that bursts forth and attacks if the cocoon is torn open.

Treasure. The dead nothic has no treasure. A thorough search of the goblin corpses yields 20 cp, 18 sp, 5 gp, and a silvered dagger.

20. Dead Eyes Watch Post

The Xanathar Guild forces stationed here include five human thugs, eight bugbears, and their leader, Nadia the Unbent. A beholder zombie provides added security.

20a. Beholder Zombie

Watcher. A **beholder zombie** floats near the 20-foot-high ceiling of this chamber, out of melee range. Painted in white around its central eye is a circle with ten equidistant spokes radiating outward from its circumference (Xanathar's symbol).

Noise. Sounds of mock battle emanate from the tunnel to the west (leading to area 20b).

The beholder zombie attacks anyone who enters the room without brandishing or wearing the symbol of Xanathar. Combat in this room brings reinforcements from area 20b.

20b. Watch Post Barracks

Xanathar Guild. Unless they are drawn to area 20a by sounds of combat, the following creatures are training here: a 7-foot-tall, powerfully built woman with shaggy black hair and pale skin named Nadia the Unbent (NE female Illuskan **berserker**), five human **thugs** (three women and two men), and five **bugbears**.

Blood Circle. Painted in blood on the middle of the floor is a 10-foot-diameter circle with ten equidistant spokes extending outward from its circumference (Xanathar's symbol).

Hammocks. Fifteen leather hammocks are hooked to stone brackets that protrude from the walls at regular intervals.

Secret Door. A secret door in the west wall leads to area 20c.

If she's here, Nadia the Unbent stands in the middle of the bloody circle, armed with a 10-foot-pole, and is using it to knock about her underlings in a contest to see who, if anyone, can push her out of the circle. Nadia relishes any opportunity to fight and kill, and she hurls herself and her forces into battle without a second thought.

20c. Arch Gate to Level 6

This hallway has three alcoves:

- The two southernmost alcoves contain secret doors to areas 20b and 20d, respectively.
- The alcove to the north has an arch embedded in its back wall. Carved into the arch's keystone is an image of a rust monster.

Arch Gate. The arch is one of Halaster's magic gates (see "Gates," page 12). The Xanathar Guild forces nearby are aware of the gate but don't know how to activate it. Its rules are as follows:

- Touching the arch with a nonmagical item made entirely of ferrous metal (such as an iron spike) reduces the item to powdered rust and opens the gate for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 24 on level 6, in the closest unoccupied space next to the identical gate located there.

20D. Secret Armory

This 20-foot-high room is hidden behind a secret door and contains the following:

Bugbears. Three **bugbears** have broken away from the main group in area 20b to search this room for treasure. They have worked their way to the east end of the room and aren't expecting trouble.

Racks. Weapon and armor racks stand like library bookshelves in the middle of the room, with dusty, web-filled aisles between them.

Sharpening Wheel. Half embedded in the floor in the middle of the room is a 1-foot-thick, 6-foot-diameter stone sharpening wheel. A stone pedal next to the wheel causes it to turn when stepped on.

One of the bugbears is rummaging through a collection of dwarven morningstars and casting undesirable ones onto the floor. The other two are fighting over a rusty shield embossed with a symbol resembling a stylized goblin skull.

The room contains dozens of suits of plate armor, scale armor, and chain mail, as well as scores of shields, battleaxes, morningstars, warhammers, war picks, and javelins. Most of these items have deteriorated to the point of being useless and irreparable. Rust has eaten away the metal, and dampness has rotted the leather straps and bindings on the shields and armor.

21. Animated Ballistae

Light. The arched, 30-foot-high ceiling of this long hall is studded with glowing red crystals that cast dim light throughout the hall. (Crystals pried out of their fixtures go dark.)

Animated Ballistae. Parked in front of the door to area 22a are two animated ballistae.

Each animated ballista is a Large wood-and-iron construct with AC 15, 50 hit points, a walking speed of 30 feet, immunity to poison damage, and the following ability scores: Strength 14, Dexterity 10, Constitution 10, Intelligence 3, Wisdom 3, and Charisma 1. It has blindsight out to a range of 120 feet and is blind beyond this distance. It can't be blinded, charmed, deafened, frightened, paralyzed, petrified, or poisoned, and it can't right itself if knocked prone. As an action, it can fire a magic bolt of fire (+6 to hit) at a target it can perceive, dealing 16 (3d10) fire damage on a hit, but it can't attack any creature directly above it. Treat each ballista as a monster with a challenge rating of 2 (450 XP).

The ballistae can't perceive (and thus they ignore) creatures that keep to the easternmost 60-foot section of the hallway. Once they detect intruders, however, the ballistae amble forward on hinged legs to close the distance. If a ballista has nothing to attack on its turn, it returns to its starting position.

22. Garrux's Brewery

This complex was built by a dwarf named Garrux, who served as Master of Ale and Provisions for the Melairkyn dwarves.

22A. Ale Dispenser

Pillar. A stone pillar in the middle of the room has a ring of six copper spigots jutting out of it, 3 feet above the floor.

Bas-Reliefs. Carved into the walls are twenty bas-reliefs depicting drunken dwarves in different poses. One hand of each dwarf protrudes from the wall. Three of these hands grasp copper tankards.

The stone pillar has copper pipes running through it. These pipes connect to the vats in area 22c. When the brewery was operational, dwarves could draw ale from the pillar into tankards to quench their thirst.

Nothing happens if five of the six spigots are turned. Turning the sixth spigot causes a patch of green slime (see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*) to pour out of it.

Treasure. There used to be twenty copper tankards secured to the wall carvings, but most of them have vanished over the years. (One can be found in area 14b.) The three remaining tankards are worth 5 gp each.

22B. "Brewers Only!"

Nestled between areas 22a and 22c is a 10-foot-high, 10-foot-square room. A brass plaque bolted to the western door has the following words stamped into it in Dwarvish: "BREWERS ONLY! Others keep out! By order of Garrux, Master of Ale and Provisions."

22C. Ale Vats

Vats. Six stone vats, arranged in two rows of three, dominate this 20-foot-high room.

Doors and Barrels. A double door in the west wall has stacks of old barrels on both sides of it (see "Barrels" below). The doors are painted with images of two dwarves in profile, facing each other while standing on sideways barrels.

The Melairkyn dwarves stored ale in these vats. Each vat is a hollow, slightly bulging stone cylinder 10 feet high and 10 feet in diameter, with 6-inch-thick walls. A copper spigot is embedded in the vats on the side facing the nearest wall, at a height of 3 feet. A narrow stone staircase curls up the exterior of each vat to the top, which is fitted with a hinged copper lid. The vats' interiors are lined with copper and have a pipe at the bottom that runs under the floor to the ale dispenser in area 22a.

Four of the vats are empty, their contents having long since evaporated or been depleted. The southwest vat contains a **beholder zombie**, which rises out of the vat and attacks if disturbed.

Barrels. There are thirty empty barrels, all made of iron-banded zurkhwood (a woody fungus). Most are in such poor condition that they can no longer hold liquids without leaking, but clever characters can use them to safely avoid the pit traps in area 22d.

22d. Barrel Run

Beyond a 10-foot landing, this hall gradually slopes down toward the west.

Secret doors at the west end of the hall open into areas 22e and 22f, respectively. Dwarves used to fill barrels of ale and roll them down this hall to be stored in the secret chambers.

Pit Traps. The Melairkyn dwarves built three 20-foot-deep pits in the sloped floor to guard their ale supplies. The pits' covers blend in with the surrounding floor, though a successful DC 15 Wisdom (Perception) check detects each pit.

When a creature weighing 50 pounds or more steps on a pit's cover, it swings open like a trapdoor, causing the creature to spill into the pit below and take 2d6 bludgeoning damage from the fall. The lid is spring-loaded and snaps closed after the creature falls through. A successful DC 20 Strength check is necessary to pry the lid open. A character in the pit can also attempt to disable the spring mechanism from the inside with a successful DC 15 Dexterity check using thieves' tools, provided that the mechanism can be reached and the character can see in the dark.

Wedging at least two iron spikes between the pit's lid and the surrounding floor prevents the lid from opening, thereby making it safe to cross. The lid can also be magically held shut with an *arcane lock* spell or similar magic. The dwarves constructed the pit covers so that they won't open if an object is rolled over them. A character can circumvent the traps by climbing into an empty barrel and rolling down the hall or climbing onto a barrel and balancing atop it as it rolls down the hall. Balancing atop a barrel as it careens down the hall requires a successful DC 20 Dexterity (Acrobatics) check.

22e. North Ale Storage

This chamber is hidden behind a secret door.

The room's walls climb 10 feet, then angle inward to form a pyramidal cap with a 30-foot-high apex. Stacked in the middle of the room are one hundred forty zurkhwood barrels banded in iron. The barrels form a 21-foot-high pyramid with a base measuring seven barrels on a side. Engraved on the lid of each barrel is a magical glyph that radiates an aura of abjuration magic under the scrutiny of a *detect magic* spell.

Treasure. Each barrel contains 40 gallons of dwarven ale that has been magically preserved for centuries. Removing a barrel's lid or breaking the barrel causes its glyph to fade away, ending the preservation spell on that barrel. If the ale is marketed as "Melairkyn Ale," "Undermountain Ale," or something similar, characters can sell a barrel of it for 40 gp in Waterdeep. A full barrel of ale weighs approximately 400 pounds.

22f. South Ale Storage

This room is identical to area 22e, except the pyramid of barrels has collapsed. Most of the barrels lie smashed on the floor. Fifty-nine of them remain intact, their ale preserved. Another three appear to be intact but are, in fact, three **mimics** placed here by Halaster. The three hide within 10 feet of one another and fight together.

23. Ruined Dwarven Temple

These rooms once formed a temple dedicated to the dwarven god Dumathoin, the Keeper of Secrets under the Mountain, but Halaster has destroyed and replaced most of their original contents.

23a. Defaced Dwarves

Light. The walls climb 15 feet, then angle inward to create a peaked, 30-foot-high ceiling. The sloped upper walls have red glowing crystals set into them. These crystals fill the hall with dim light. (Crystals pried out of their fixtures go dark.)

Carvings. The lower walls were once lined with carvings depicting dwarves pushing mine carts toward the west, but these works have been defaced and, in some cases, replaced with stony tentacles that protrude from the walls.

Dwarf-Guarded Doors. A 20-foot-tall double door stands closed at the west end of the hall. Carved into the walls flanking the double door stand armored dwarves, their stony beards flowing out of great helms that conceal their facial features.

Halaster used magic to distort the wall carvings almost beyond recognition and to create tentacle-like protrusions that weren't part of the original design. These tentacles writhe as creatures pass by them—a harmless effect created by the Mad Mage.

23b. Hall of Dead Dragons

Ceiling. The 30-foot-high vaulted ceiling of this room is supported every 20 feet or so by thick stone arches.

Skeletal Displays. Standing in the hall are the skeletons of four Huge dragons, their bones held together by wire and cement. A few pieces of each dragon have broken off and fallen to the floor. A fifth dragon skeleton in a similar state of disrepair fills an alcove to the south.

This hall contains the posed, inanimate skeletons of five adult dragons—one each of brass, bronze, copper, gold, and silver. The gold dragon skeleton occupies the southern alcove, while the others are lined up in the main hall. The skeletons are harmless.

24. Dead Adventurer

What was once a dwarven shrine is now the tomb of a long-dead adventurer.

Splayed across a broken stone bench in the middle of the room are the skeletal remains of a tiefling clad in rotted leather armor. The skeleton clutches a quarterstaff that has become brittle with age. A tattered backpack contains adventuring gear that has rotted or rusted away.

Casting a *speak with dead* spell on the skeleton reveals that the tiefling, Savir, was a monk who fell prey to a cloaker. Savir's spirit doesn't know what became of his adventuring companions or the cloaker. If questioned about Undermountain, Savir's spirit reveals that there's an elven tomb nearby with a secret door in the north wall that neither he nor his companions could open. (The spirit is referring to area 26a but doesn't remember how to get there.)

25. Creature Storage

Halaster uses these chambers as a storage facility for creatures that he has captured and petrified. He restores them to flesh using the elven magic in area 25a.

25a. Caryatids of Restoration

Caryatids. Supporting the 20-foot-high ceiling are four pillars of white marble, each shaped in the likeness of a stoic female elf in flowing robes with a flowering branch clutched to her chest. The caryatids face inward.

Modron. Circling the caryatids counterclockwise is a **quadrone** with its bow at the ready. It makes clicking and clacking noises as it walks.

Bas-Reliefs. The walls are carved with bas-reliefs of unicorns and bare-branched trees.

A *detect magic* spell reveals an aura of abjuration magic around the pillars. Touching a pillar while speaking the proper command phrase ("Elf magic!") causes a pale light to fill the area between the four pillars, ending the following conditions on a creature in that area: blinded, deafened, petrified, poisoned, and stunned. This magical effect can be activated four times, once for each pillar touched. The pillars regain their magic at the next dawn.

The caryatids lose their magic if even one is destroyed or toppled. A caryatid has AC 17, 90 hit points, and immunity to poison and psychic damage. It can be toppled with a successful DC 30 Strength (Athletics) check.

Quadrone. Halaster found this rogue modron, decided to adopt it, and gave it a name: Halastron. The modron considers Halaster its friend and follows his orders to the best of its ability. Its orders are as follows:

- Remember its name.
- Defend itself.
- Attack anything that tries to damage or topple the caryatids.
- Walk in a counterclockwise circle around the caryatids when not defending itself or the pillars.

The quadrone speaks and understands the Modron language only. It knows that the caryatids can restore petrified creatures to flesh, having seen them in action, and it has heard Halaster speak the command phrase to activate the caryatids. Its instructions don't prevent it from communicating with strangers or sharing information with them. It knows almost nothing about Undermountain and disintegrates if reduced to 0 hit points.

25b–25r. Lifelike Statues

Stored here are creatures that have been turned to stone by Halaster, as summarized in the Petrified Creatures table. Each can be restored to flesh with a *greater restoration* spell or similar magic. A restored creature acts in accordance with its nature. For example, the grick in area 25b is likely to attack all other creatures out of hunger. When Halaster wants to restore a petrified creature to flesh, he uses a *telekinesis* spell to transport it to area 25a, then relies on the magic of the pillars there.

Area 25h. This room is hidden behind a secret door and contains a lifelike statue of Halaster. Casting a *greater restoration* spell on the statue or subjecting it to the magic of the caryatids in area 25a triggers a *magic mouth* spell cast on the statue that says, "Fools!"

Area 25m. If you expand the dungeon to the south, an illusory wall behind the petrified mind flayer conceals a tunnel beyond. The illusory wall has no substance, allowing creatures to pass right through it.

Area 25r. The petrified wererat looks like a statue of a wiry young man grasping a shortsword. This wererat is not part of Rizzeryl's gang (see area 14) but tries to join it if given the chance. His name is Zarn Kassifax.

Petrified Creatures

Area	Creature(s)	Area	Creature(s)
25b	4 **bullywugs**	25k	1 **kenku**
25c	3 **gricks**	25l	1 **lizardfolk**
25d	2 **drow**	25m	1 **mind flayer**
25e	4 **rust monsters**	25n	1 **nothic**
25f	5 **troglodytes**	25o	1 **orc war chief**
25g	6 **goats**	25p	1 **giant badger**
25i	1 **boar**	25q	1 **quaggoth**
25j	1 **constrictor snake**	25r	1 **wererat** (human form)

26. Ancient Elven Tomb

These chambers are much older than the dwarf-hewn chambers that surround them, as evidenced by the crumbling walls, the slanted floors, and the thin streams of dust pouring down through cracks in the sagging ceiling. Halaster converted this tomb for the elven dead into a series of test chambers that now lie abandoned.

EMILY PIEGENSCHUH

26a. Do Not Feed the Owlbears!

Owlbears. Two **owlbears** left here by Halaster are hungry and attack anything that enters this room.

Sarcophagi. A dozen elven sarcophagi arranged about this dusty room have been reduced to rubble.

Carvings. Time and neglect have all but destroyed wall carvings that depict elves mounted on elk, parading through a forest as the seasons change around them.

Secret Door. A secret door in the north wall leads to area 26b.

Treasure. Characters who search the room for treasure find a 10-pound clay pot lying amid some rubble near the south wall. The pot is painted with images of a bare-footed elf druid leading a march of small, uprooted shrubs that seem to be walking of their own accord.

A *detect magic* spell reveals an aura of transmutation magic around the pot, which is a common wondrous magic item called a *pot of awakening*. If one plants an ordinary shrub in the pot and lets it grow for 30 days, the shrub magically transforms into an **awakened shrub** at the end of that time. When the shrub awakens, its roots break the pot, destroying it. The awakened shrub is friendly toward whoever planted it. Absent commands from its creator, it does nothing.

26b. Secret Tomb

In the middle of the dusty tomb rests a 7,500-pound alabaster sarcophagus atop a 1-foot-high block of granite. The lid of the sarcophagus is carved in the likeness of a regal elf of indeterminate age and gender, with a yawning cat stretching on the elf's chest. The cat is part of the lid's carving, not a separate sculpture.

A character who inspects the sarcophagus closely and succeeds on a DC 17 Wisdom (Perception) check realizes that it's a solid block of alabaster with a fake lid carved to appear openable—a false tomb built to confound would-be treasure-hunters.

26c. Halaster's Crushing Eye

Destroyed Tables. Three stone tables lie strewn about the room, surrounded by ceramic shards that were once funerary urns. (The owlbears in area 26a are responsible for the destruction.)

Sloped Hall. A 10-foot-wide, 10-foot-high hallway to the south slopes gently upward to area 26d and contains a rolling sphere trap.

The 10-foot-square section of floor marked X on map 2 is a pressure plate. When 20 or more pounds of pressure depress this plate, a 10-foot-diameter stone sphere painted to look like a bloodshot eyeball careens from an alcove at the top of the sloped hallway and down the passage toward area 26c. With a successful DC 20 Wisdom (Perception) check, a character searching the hall for traps can spot the pressure plate. Wedging four or more iron spikes or similar objects under the pressure plate prevents the trap from activating.

When the sphere is released, all creatures present roll initiative, and the sphere rolls initiative with a +8 bonus. On its turn, it moves in a straight line until it reaches a corner, then changes direction to follow the sloped tunnel until it comes to rest in area 26c. The sphere can move through other creatures' spaces, and creatures can move through its space, treating it as difficult terrain. Whenever the sphere enters a creature's space or a creature enters its space while the sphere is rolling, that creature must succeed on a DC 15 Dexterity saving throw or take 55 (10d10) bludgeoning damage and be knocked prone.

A creature within 5 feet of the sphere can attempt to slow it down by using an action to make a DC 20 Strength check. On a successful check, the sphere's speed is reduced by 15 feet. In the sloped hallway, this reduction lasts only until the end of the sphere's next turn. If the sphere's speed drops to 0 on a flat surface, it stops moving and is no longer a threat.

26d. Bloodletting Chamber

This 10-foot-high room holds a row of six slanted stone tables intended for ritualistic bloodletting. Each table is fitted with rusty shackles and leather straps. Under the lower end of each table, set into the floor, is a shallow, circular stone basin for collecting blood.

26e. Abandoned Study

Makeshift Desk. The lid of a stone sarcophagus rests atop two misshapen blocks of stone, creating a makeshift desk at the south end of the room. Behind it is a high-backed chair made of charred wood that has one armrest missing.

Wall Niches. Beyond the desk and chair, dusty books are crammed into niches in the south wall. Similar niches in the other walls contain tall, alabaster funerary urns covered with dust and cobwebs (seventeen in all).

Treasure. The alabaster urns are cracked, chipped, and worthless. They contain nothing but dust—for the most part. Buried in the dust inside one of the urns is a tiny white pouch containing *dust of disappearance*.

The books cover the subjects of alchemy, dwarven and elven history, engineering, gemcraft, the study of monstrosities, and weather prediction. All of them are falling apart, but stuffed among the mundane tomes is a badly burned wizard's spellbook that still contains the following spells: *comprehend languages*, *crown of madness*, *darkvision*, *gaseous form*, *ray of sickness*, *remove curse*, *Tenser's floating disk*, and *unseen servant*.

Aftermath

If they're weakened but not eradicated, the goblins begin constructing traps around the perimeter of their market to better protect themselves against aggressive adventurers and bad neighbors. They favor collapsing roofs, falling nets, and poison darts (see "Sample Traps" in chapter 5 of the *Dungeon Master's Guide*). The goblins also train and deploy giant rats, using them as watchdogs. Some of these might be Rizzeryl's wererats in rat form, sent to infiltrate the goblin lair and spy on adventurers who find their way to the goblin bazaar.

Destroying the two Xanathar Guild outposts allows the goblins to expand their territory. Unless the goblins are also wiped out, goblin patrols become more common throughout this level of the dungeon.

Level 3: Sargauth Level

The Sargauth Level is designed for four 7th-level characters, and characters who defeat the monsters on this level should gain enough XP to reach 8th level. This level of Undermountain is connected to the subterranean settlement of Skullport by way of tunnels, as well as the River Sargauth itself (see "Skullport," page 303). More ancient than Skullport is the town of Stromkuhldur, whose ruins lie half-buried in the heart of the Sargauth Level. Goblinoids and drow vie for control of these ruins, which were previously inhabited by the Netherese and the Melairkyn dwarves.

What Dwells Here?

The subterranean town of Stromkuhldur lies divided in chunks by ancient cave-ins that drove away its original inhabitants. Since then, many factions have fought over this outpost. Currently the drow of House Auvryndar and the goblinoids of the Legion of Azrok are teetering on the brink of a war that Halaster and the Xanathar Guild both seek to foment.

House Auvryndar

A drow priestess of Lolth named T'rissa Auvryndar and her retinue have assumed control of a section of Stromkuhldur (area 20) and converted a temple once dedicated to Dumathoin into a hatchery for giant spiders. Under T'rissa's command, the drow have begun secret experiments using humanoids as incubators for giant spider eggs.

Legion of Azrok

Azrok, the son of a hobgoblin warlord, was born blind. Such a curse would ordinarily have spelled his doom in hobgoblin society, but Azrok's mother was a sorcerer, and she refused to allow her son's misfortune to dictate his destiny. She crafted a *dagger of blindsight*, which young Azrok used to defend himself and perceive his surroundings. The dagger allowed Azrok to become the powerful soldier and leader he was fated to be, and he was quickly promoted up through the ranks until none stood above him. Other goblinoids believed he was blessed by Maglubiyet, the great god of war. Azrok wisely hid the true source of his "godsight" to perpetuate the myth.

Age granted Azrok wisdom and the desire to carve out a domain of his own. He led his forces to Stromkuhldur, and they rid the place of grimlocks and troglodytes that dwelled there. He sired an heir, ensuring that his legacy would last beyond his lifetime. His son, Azrokkog, chafed at his father's sedentary nature and left to wage wars of his own, eventually returning to Undermountain with a new name—Doomcrown—and a new purpose (see "Level 14: Arcturiadoom," page 179).

The Legion of Azrok, which has lived in Stromkuhldur for three decades, is in turmoil. Azrok was recently forced to give up a portion of his domain to encroaching drow, and did so with nary a fight. This has sent shock waves through his legion. What caused this strange lack of courage in their great warlord? Has age finally taken its toll?

CLINT CEARLEY

In reality, a band of duergar thieves posing as merchants recently stole Azrok's *dagger of blindsight* and fled using their invisibility. News of the theft reached the drow of House Auvryndar and spurred them to take over the eastern section of Stromkuhldur. Lurkana, Azrok's wife and strongest captain, tried to cover up her husband's blindness, but her efforts were undone by a mind flayer acting as Skullport's ambassador. This mind flayer secretly implanted intellect devourers in the skulls of several goblins in Azrok's court, and these goblins are spreading the truth of Azrok's blindness throughout Stromkuhldur to further besmirch his reputation and demoralize his troops.

The hobgoblins under Azrok remain loyal to him, but many of the goblins and bugbears have fled to Skullport to join the Xanathar Guild. Compounding Azrok's and Lurkana's woes is the likelihood that House Auvryndar is planning another attack to seize more territory. Fears of a Xanathar Guild offensive emerging from Skullport also play in the back of Azrok's mind. Meanwhile, Lurkana searches for aid in finding the duergar thieves who stole the *dagger of blindsight* and returning it to her.

Side Quest: Retrieve Azrok's Dagger

Adventurers who enter western Stromkuhldur (area 21) are brought before Azrok and Lurkana (in area 21n) as a manner of protocol. After Azrok guarantees their safety in his settlement, Lurkana takes them aside and offers a reward for the safe return of her husband's magic dagger. She emphasizes that without the dagger, the invading drow and the Xanathar Guild might conquer Stromkuhldur and become immensely more powerful. She reminds the adventurers that the Legion of Azrok has never once threatened Waterdeep—but the drow or the guild might leap at the chance to do just that.

Lurkana knows that the thieves who stole the dagger are duergar of Clan Ironeye, and she thinks they might be hiding in Skullport. (Characters who make discreet inquiries in Skullport can learn that a large contingent of duergar from Clan Ironeye resupplied in Skullport and drank ale at a local tavern called the Black Tankard before heading deeper into Undermountain. The tavern's tight-lipped duergar proprietor, Droon Stonedark, denies everything. The characters can catch up to the duergar of Clan Ironeye on level 6.)

If the characters accept her quest, Lurkana suggests they search Skullport first and points them in the right direction (beyond area 23). She also suggests that they speak with Skullport's ambassador to Stromkuhldur (the mind flayer in area 21g) to see if it knows anything. She cautions them not to harm the ambassador in any way, so as not to fray relations any further.

Reward. In exchange for the dagger, Lurkana is prepared to pay 1,000 gp delivered in a locked chest along with the key. If the characters demand more, she is willing to increase the payment to 1,500 gp and throw in two bugbears and five goblins as bodyguards and scouts. Unknown to Lurkana, two of the goblins have intellect devourers in their skulls and act as secret spies for Xanathar. The bugbears and other goblins serve the adventurers well, but being evil and greedy, they become increasingly difficult to control over time.

Sea Hags of the Sargauth

Eager to expunge the drow occupying his dungeon, Halaster has summoned a coven of sea hags from the frigid waters of the River Sargauth. The hags have gathered followers that oppose the drow, including grimlocks and troglodytes.

Exploring This Level

All location descriptions for this level are keyed to map 3. As one gets closer to the River Sargauth, the echoes of its sluggish waters become ambient.

1. Catacombs

These catacombs are part of a temple complex formerly dedicated to the dwarven god Dumathoin, patron of mining and exploration and the protector of the dwarven dead. The catacombs have the following features:

Carvings. The smooth-carved walls bear engraved imagery of mountains marbled with veins of glittering minerals, and the marble floor is caked in dust.

Tombs. Shelf-like niches carved into the walls are stacked three high. Each of these open tombs contains the dust-covered bones of a long-dead dwarf.

The dwarves laid to rest here were all worshipers of Dumathoin. Characters who search each shelf also find fragments of metal armor so old that they turn to dust at the lightest touch, as well as tiny stone beads with holes bored through them. A character who inspects the beads and succeeds on a DC 20 Intelligence (History) check recalls that ancient dwarves braided the beards of their dead using these stone beads.

2. Dead Explorer

The partially rotted remains of a male human lie in a corner of this cavern. What's left of his face is twisted into a silent scream.

A successful DC 13 Wisdom (Medicine) check reveals several grisly wounds on the corpse, including one on his neck where the skin has peeled outward, suggesting that something emerged from within. This human died after spider eggs hatched inside his body and the creatures swarmed out of him.

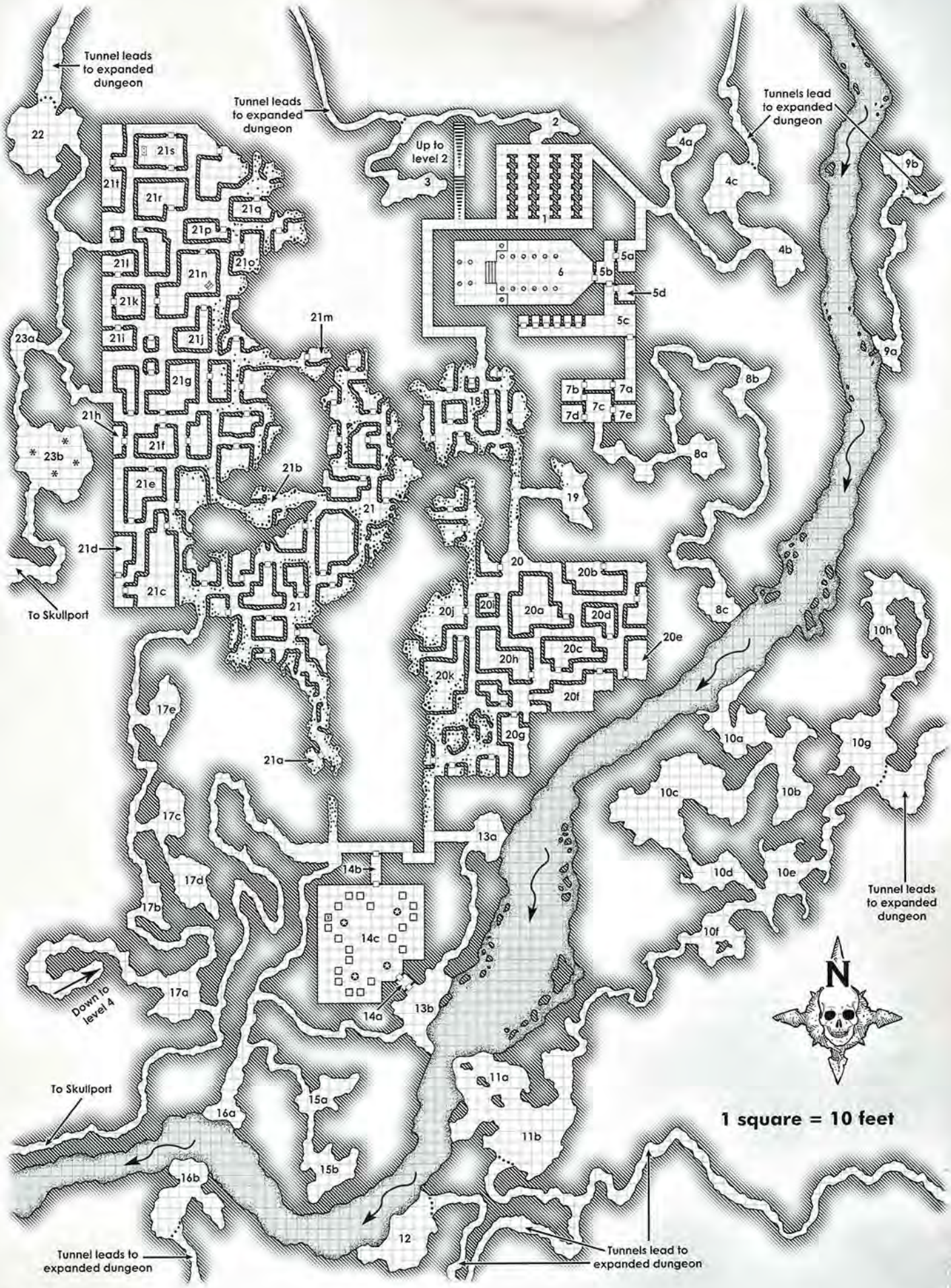
3. Grick Ambush

Three **gricks** hide at the end of this tunnel and attempt to ambush the characters.

4. Webbed Tunnels

Spiderwebs drape across these tunnels, clinging to creatures as they pass until the webs are brushed or burned away. Ghostly faces glimpsed in the webs are actually random patterns among the threads.

Web-covered areas count as difficult terrain, but they're not strong enough to restrain anyone. A character can use an action to burn a 5-foot cube of web with a torch or to cast a spell that deals fire damage, which clears all the webs in the spell's area.



Map 3: Sargauth Level

4a. Wandering Quaggoths

Three **quaggoths** serving as guards for the drow are patrolling this 10-foot-high area. When they detect intruders, one tries to run to area 5 to sound the alarm while the remaining two attack. On the second round of combat, the clamor attracts the spiders in area 4b.

4b. Phase Spider Lair

Four **phase spiders** lurk in this 20-foot-high cave. If they hear the characters approaching, they shift to the Ethereal Plane and try to ambush the characters.

4c. Gobbled Goblins

Webs. This cave is filled with webs. Several 3-foot-long bundles wrapped in spider silk are suspended in the webs.

Strange Face. Spiders have woven a giant, webbed face of Halaster that looks down from the 20-foot-high ceiling with hollow eyes.

Stained Floor. The uneven floor is stained a rusty red.

The drow feed wandering goblins to the phase spiders. A character who succeeds on a DC 12 Wisdom (Perception) check notices that one of the bundles is wriggling slightly. The bundle contains a **goblin** named Greech, who has been mutilated by spiders and drained of his blood. The goblin has 3 hit points left and is missing his tongue. He tries desperately to bargain for his life using grunts and frantic sign language.

5. House Auvryndar

This area outside the old temple of Dumathoin marks the beginning of the drow settlement. All the chambers have flat, 10-foot-high ceilings.

5a. Welcoming Committee

Guards. Four **quaggoths** guard this entryway. If any quaggoths fled from area 4a, they are waiting here, along with a male **drow mage** named Ilnor Telenna, who has come to investigate.

Webs. Thick cobwebs stretch between the walls and form a canopy across the ceiling, from which hundreds of tiny spiders dangle on silken threads.

Web Bundles. Two large bundles of spider silk flank the entry door.

The spider silk bundles are sticky but easily torn open to reveal two stout statues of dwarves—one bearing a pickaxe, the other a chisel and hammer.

5b. Troglodyte Fools

Miners. Sparkling veins of gold stripe this hall. These minerals were preserved by the ancient dwarves for their natural beauty, but currently four **troglodytes**—slaves of the drow—are mining the veins with pickaxes. (If the troglodytes hear combat in area 5a, they drop their pickaxes and flee to area 6.)

Webs. The ceiling is covered with webs that conceal a **giant spider**. It attacks the adventurers from above.

Door. The west door to area 6 is emblazoned with a bronze relief of a mountain with a fist-sized depression in its center. The door is locked.

Bronze Relief Door. A successful DC 13 Intelligence (Religion) check reveals that the relief resembles the symbol of Dumathoin but is missing a gem. Placing any gem in the depression unlocks the door. The door can also be opened with a *knock* spell or similar magic, or by a character who uses thieves' tools and succeeds on a DC 20 Dexterity check.

Treasure. The gold veins are actually pyrite (fool's gold), which a character can determine by succeeding on a DC 13 Intelligence (Nature) check. The mineral is lovely, but not of great value. The troglodytes have chipped off twenty 1-pound chunks of pyrite (5 sp each).

5c. Prison

Cells. The west end of this hall has six cells with barred doors of rusted iron.

Grimlocks. Six **grimlocks** terrorize the prisoners in the cells by reaching between the bars with bone clubs. (They don't have keys to unlock the cells.)

T'rissa Auvryndar (see area 6) carries the keys to the cells. The lock on each cell door can be picked with thieves' tools and a successful DC 10 Dexterity check. The rusty bars can be torn away from a door with a successful DC 21 Strength (Athletics) check. The cells' occupants are as follows:

- Geldax Breer (NG male half-elf **commoner**) occupies the easternmost cell. He is a Waterdavian lamplighter abducted several nights ago by the drow (and doomed to become a sacrifice to Lolth unless he escapes).
- Lurrash, an unarmed male **hobgoblin**, occupies the next cell. He is loyal to Warlord Azrok, and the drow are planning to interrogate him for information.
- The next cell is occupied by the maggot-laced corpse of a grell that starved to death while in captivity.
- The three westernmost cells are occupied by armed male **drow** named Quave, Narlros, and T'mek. They are being tested by T'rissa Auvryndar, who is hungry for a new consort. The drow are all malnourished and have weeping wounds from the lashes of a scourge. Each has 8 hit points remaining. While locked in their cells, they attack intruders they can see with their hand crossbows.

5d. Sun Elf

The door to this chamber is barred from the outside. Confined inside is a prisoner named Marta Moonshadow. Fascinated by drow culture, Marta hoped to join the ranks of House Auvryndar but was captured and locked up instead. She seeks an opportunity to prove her worth to the drow.

Marta is a sun elf **mage**, with these changes:

- Marta is neutral evil.
- She has the following racial traits: She speaks Common, Draconic, Dwarvish, Elvish, and Undercommon. She has darkvision out to a range of 60 feet. She has advantage on saving throws against being charmed, and magic can't put her to sleep. Add *ray of frost* to her list of known cantrips.
- Her spellbook and her arcane focus were taken from her. (The characters can find them in area 20b.)

6. Temple of Dumathoin

This ancient temple of Dumathoin has been converted into a vile hatchery for giant spiders by T'rissa Auvryndar and her followers. It contains the following:

Dais. T'rissa Auvryndar, a **drow priestess of Lolth**, stands atop a raised dais at the back of the hall, presiding over a group of four **drow** (two females named Ardulace and Dhessril, and two males named Izzatlab and Yriltorn) and three **giant spiders**. If the characters didn't encounter the **drow mage** in area 5a, he is present as well.

Spiders. Scores of tarantula-sized baby giant **spiders** creep and crawl throughout the room. (Unless they're destroyed, most of them will mature into full-size giant spiders in a matter of weeks.)

Web Cocoons. Stone pillars hold up the 30-foot-high arched ceiling, which is concealed by a thick canopy of spiderwebs. Strung between the pillars and bas-relief carvings of towering dwarves protruding from the walls are humanoid corpses cocooned in spider silk.

Sacrifice. The back wall of the temple is carved with a towering bas-relief of a mountain. Lashed to the mountain with sticky webs is a struggling and gagged male **drow** with sacks of spider eggs clinging to his body.

T'rissa is as malevolent as the demonic god she worships and refuses to speak to non-drow, let alone negotiate with them. T'rissa stabilizes dying characters so that they can be implanted with spider eggs (see "Spider Eggs" below).

The male drow lashed to the wall is named Krenrak. He was T'rissa's consort until she grew bored with him. If set free, he fights against T'rissa and the other drow—but baby spiders burst from his chest 2 rounds after his release, killing him.

T'rissa carries a ring of iron keys that unlock the cells in area 5d, as well as a separate iron key to area 20d.

Dead Prisoners

The corpses hanging in the webs are the desiccated husks of prisoners who served as incubators (and later meals) for the spiders crawling about the room. Among the dead hobgoblins, goblins, and grimlocks are humans, dwarves, halflings, tieflings, and gnomes who were kidnapped from Skullport and Waterdeep. They all bear similar wounds, with the skin peeled outward.

Spider Eggs

If the party is defeated, stabilized characters awaken after 1d4 hours to find themselves cocooned in sticky webs and suspended 10 feet off the floor, with spider eggs implanted in their bodies. A cocooned character is restrained and can use its action to try to escape by making a successful DC 15 Strength check.

Spider eggs implanted in a host hatch in 2d12 hours, killing the host as the baby spiders chew their way out. This infestation functions like a disease. A *lesser restoration* spell or similar magic cast upon the host kills the spider eggs, ending the threat.

7. Pain and Pleasure

T'rissa Auvryndar has converted these temple barracks into torture chambers. The screams of the drow in areas 7d and 7e echo throughout this space.

7a. Entryway

This room is empty, but cries of pain can be heard coming from beyond the door.

7b. Unused Torture Chamber

The walls of this room are lined with coiled whips, daggers, and other menacing tools. A small table in the center is covered with a pristine, white silk sheet.

7c. Lounge

Guards. Four female **drow** named Balwiira, Olorgyl, Restryn, and Ulraelle stand guard in the corners of the room, enjoying the screams coming from areas 7d and 7e.

Circle. In the middle of the floor is a 10-foot-diameter circle of entrails surrounded with ghastly script written in blood (see "Abyssal Circle" below).

Furnishings. Four chaise longues carved from dark wood and padded with spider silk cushions are spread around the edges of the room.

Tunnel. A natural tunnel splits the middle of the south wall, and howling winds echo from deep within.

The drow guards have orders to kill all non-drow on sight, including driders that fail to heed the terms of their exile. The torturers in areas 7d and 7e investigate sounds of combat here, leaving their prisoners tied up in those rooms.

Abyssal Circle. The script around the circle is written in Abyssal. Anyone who understands the language and succeeds on a DC 15 Intelligence (Religion) check can ascertain the circle's purpose, which is to send drow to the Abyss as part of a ritual known as the Test of Lolth. Any drow who fails this test returns from the Abyss horrifically transformed into a drider and is instructed to flee by way of the southern tunnel and never return, lest they be killed. Drow who pass the test return to this chamber as they were, with Lolth's blessing and nothing more.

7d. Water Torture

Narizmar. A nude male **drow** named Narizmar Do'ett is strapped to a sturdy table positioned beneath a suspended 80-gallon water barrel. A spider silk hood covers his head. (His weapons, shirt, and armor lie in a pile in the northeast corner.)

Sylkress. Unless she is drawn to area 7c by sounds of combat there, a female **drow elite warrior** named Sylkress Auvryndar stands at the far end of the table, gripping a pair of ropes that cause the barrel to tilt and disgorge water when they are pulled.

Sylkress is convinced that Narizmar has pledged his loyalty to another female drow, and she means to learn the identity of this rival for Narizmar's affections. Narizmar actually spread rumors of the affair himself, so that Sylkress would torture him and thereby see his

value. In short, the two are enjoying themselves at each other's expense.

If he must, Narizmar can free himself from the leather straps with a successful DC 15 Dexterity (Sleight of Hand) check. Once free, he tries to arm himself. He obeys Sylkress above all others and would willingly sacrifice his life to save hers.

Sylkress defends herself, but if she is reduced to half her hit points or fewer, she calls for mercy and supplies characters with the following information in exchange for her freedom:

- The drow invasion of the Sargauth Level is just a precursor to a full-scale attack on Skullport.
- Sylkress's older sister, T'rissa, is breeding giant spiders to bolster the drow forces on this level (see area 6). T'rissa believes her experimental new incubation method will create larger and more formidable spiders.
- Sylkress's twin sister, Melith, has taken a small force down to the Twisted Caverns (level 4) to establish a presence on that level.

7e. Whipping Room

Unless combat in area 7c draws their attention, two female **drow** named Pellanonia Auvryndar and Ghirith Nhilran are engaged in a consensual act of torture in this room, which has the following additional features:

Drow. A large, rotating platform with leather straps takes up most of the room. Pellanonia is strapped to the platform while Ghirith lashes her with a scourge.

Gear. Lying on a chair in the northeast corner are Pellanonia's armor and weapons.

Pellanonia and Ghirith are lovers. If she must, Pellanonia can slip free of her bonds with a successful DC 15 Dexterity (Sleight of Hand) check. Once free, she tries to arm herself. As a daughter of House Auvryndar, she uses her status in the house as a shield, claiming that she's worth more alive than dead. If captured or cornered, she is willing to divulge the following information in exchange for her freedom:

- House Auvryndar's main stronghold in Undermountain is in Muiral's Gauntlet (level 10) and is under the direct command of her mother, Vlonwelv.
- Her oldest sister, T'rissa, has orders from their mother to secure the Sargauth Level as a prelude to a full-scale attack on Skullport.
- Another of her older sisters, Melith, has gained a foothold in the Twisted Caverns (level 4) and is waging a campaign of violence against the kuo-toa on that level.

8. Wailing Tunnels

Drow who fail the Test of Lolth (see area 7c) and transform into driders are banished to these tunnels. Foul magic of the demon goddess Lolth creates howling winds in these passages that mimic the anguished wails of drow who failed her divine test.

8a. Webs in the Wind

The winds are loudest here, stirring the thick webs that fill this cave and evoking ghostly shapes.

8b. Mad Drider

A **drider** driven mad by the wailing winds covers its ears in a futile attempt to block out the noise. When the characters enter the room, it begins shrieking, "Make it stop!" in Elvish. If the characters cast a *silence* spell around the drider, it enjoys the respite and allows them to pass through its cave unharmed. Otherwise, it attacks them in a demented rage.

8c. Pirate Rhyme

This cave abuts the sluggish River Sargauth and is filled with web curtains that undulate in the howling wind. Behind these curtains, carved into the west wall, is an old pirate rhyme:

If Skullport's where ye wish to be,
With the Sargauth's flow go ye.
If pirate booty is what ye crave,
Fight the surge to the captain's grave.

Downriver. Characters who follow the river southwest eventually reach Skullport.

Upriver. The river's current is not particularly strong, and characters can easily make their way upriver to area 9 to find the "pirate booty."

9. Captain's Grave

Skullport was once a haven for pirates, one of whom came here to hide her treasure—only to die from a poisoned cask of ale shortly thereafter.

9a. River's Edge

This cave at the river's edge contains a weathered backpack left by an adventurer who met a grisly end in area 9b. A crowbar and a 50-foot coil of hempen rope are strapped to the outside of the backpack. Inside the pack are five torches too damp to light, a hammer, a tinderbox, a skillet, a half-empty water skin, and seven days' worth of spoiled rations.

9b. Demon-Guarded Treasure

Two **barlguras** crawled out of the Underdark and made a home here. Alerted by approaching light or the echoes of footfalls, they turn invisible and wait to ambush newcomers.

Treasure. Slumped against the west wall is the moldy skeleton of a human pirate clutching a rusty shortsword in one hand and a wooden tankard in the other. A shattered wooden cask lies nearby. Careful examination of the wall above the skeleton reveals a slot carved into the stone. The slot has the same width and depth as the pirate's rusty blade. If this shortsword or one like it is inserted into the slot, a loose rock in the ceiling falls away, and with it comes a moldy old chest. The chest splinters when it hits the floor, spilling out its contents: 500 sp, a sharkskin pouch containing five moss agates (10 gp each), a pair of bone dice (1 gp), a 6-inch-tall empty obsidian bottle carved in the shape of a wizard's tower with a removable cork roof (50 gp), a pearl necklace (250 gp), and a shriveled sea elf's head with a *potion of water breathing* stuffed in its mouth (with the vial's cork sticking out).

10. Caves of the River Coven

All the caves in this area are cold and damp, with water dripping from the ceiling to form shallow pools of water everywhere.

10a. Black Pebble Cave

This 8-foot-high cave abuts the River Sargauth. Its floor is covered with wet black pebbles that crunch underfoot. The sound of footsteps on the pebbles is loud enough to alert the grimlocks in area 10b.

10b. Grimlocks

Having eluded the drow so far, ten **grimlocks** huddle in the back of this 10-foot-high cavern. They feed on fish from the River Sargauth and fight only in self-defense.

10c. Sea Hag Coven

This 30-foot-high natural cave smells like brine and seaweed. It is home to a coven of three **sea hags** in league with Halaster Blackcloak. Each hag has a **giant crab** pet that follows her around and obeys her commands. The cave's other features are as follows:

Noise. The sound of splashing geysers (see area 10d) echoes throughout.

Pools. The uneven floor has many shallow pits filled with dirty water. The hags use these pits as baths and hide in them if they see lights approaching or hear unfamiliar footsteps.

Decor. A vast variety of shells are embedded in the slick, algae-coated walls.

If the characters previously met with Anderian Dusk, the lantern merchant of Skullport, the sea hags are already acquainted with them thanks to the *hag eye* pendant that Dusk wears. In this case, they address the characters in familiar tones and ask them if they took time to sample some of Skullport's local ales. Otherwise, they politely introduce themselves as Coral Black, Gurgle Brine, and Caldra Cuttlefingers.

While all three hags are alive, they gain the Shared Spellcasting trait, as described in the "Hag Covens" sidebar in the "Hags" entry in the *Monster Manual*. The hags aren't spoiling for a fight with non-drow, because Halaster has tasked them solely with ridding the Sargauth Level of the dark elves. The hags keep their affiliation with Halaster a secret and pretend to be harmless shell collectors with no enemies to speak of. They use adventurers to do their dirty work, promising not only safe passage through their caves but also information meant to turn them against the drow. Throughout the conversation, they supply the following observations:

- "A drow priestess has defiled an ancient dwarven temple on the other side of the river, turning it into a profane breeding pit for spider abominations."
- "The drow are kidnapping folk from the city above. Those not fed to the spiders are sacrificed to the vile demon goddess worshiped by the drow."
- "The drow have already infiltrated Skullport and found its defenses lacking. An invasion is imminent. The capture of Skullport will give the drow a firm base from which to strike into the heart of Undermountain. What's next? Waterdeep?"

10d. Water Geysers

Small geysers bubble throughout this 20-foot-high cave, spouting jets of briny water that soak the roof.

10e. Stone Cauldron

Cauldron. In the middle of this 20-foot-high cave, the floor bulges and forms a 5-foot-diameter stone cauldron.

Decor. Ship rigging and tattered sails hang from the ceiling like web strands and torn curtains.

The stone cauldron, created by Halaster, is filled to the brim with murky water and has five rusty iron keys at the bottom. (These keys unlock the shackles in area 10g.) The cauldron has AC 17, 60 hit points, and immunity to poison and psychic damage. If reduced to 0 hit points, the cauldron cracks and is destroyed. The sea hags use the cauldron as a focus for their *scrying* spell.

The first time a creature other than a sea hag disturbs the water or damages the cauldron, an elder rune materializes above it (see "Elder Runes," page 12). Draw from the Elder Runes Deck (see appendix B) to determine which rune appears. The elder rune targets a random creature within 60 feet of it.

Any creature that drinks a pint or more of water from the cauldron must succeed on a DC 13 Constitution saving throw or be poisoned for 1 hour per pint consumed.

10f. Gnawed Bones

The walls of this cave are stacked neatly with goblin, hobgoblin, troglodyte, and giant spider bones that have been picked clean by the sea hags.

10g. Larder

The sea hags shackle their food here. Old chains bolted to the walls end in five sets of rusty shackles, the keys to which are hidden inside the cauldron in area 10e. A character with thieves' tools can pick each lock with a successful DC 15 Dexterity check.

Two prisoners are chained here when the characters arrive: an unarmed **goblin** named Lerk and a 13-year-old boy named Delvin Stormshore (CG male Illuskan human **commoner** with no weapons).

The hags caught Delvin after he and a friend "borrowed" a rowboat and used it to explore the sea caves near Skullport. When the sea hags attacked, Delvin's friend leaped out of the boat and managed to swim away, but Delvin wasn't so lucky. He's so cold and scared that he stammers when he tries to talk.

For its own amusement, the wicked goblin has been tormenting Delvin by threatening to eat him before the hags return. Since the boy can't see in the dark, he mistakes the bullying goblin for his jailer, not another prisoner. If rescued, Delvin insists that the characters call him "Del" and gladly offers to carry their gear for them.

Like most goblins, Lerk is a cowardly bully. He's very hungry and begs characters for food and freedom.

10h. Hags' Hoard

Ceiling. This cave has a jagged, 30-foot-high ceiling.

Wreckage. A 20-foot-high mountain of rotted-out rowboats fills the back 40 feet of this damp cave. Jutting like needles from the mound are shattered,

barnacle-covered spars that were once masts. At the top of the mountain of junk is a crow's nest that contains the sea hags' treasure (see "Treasure" below).

Wall Decor. Hanging from iron spikes pounded into the walls are dozens of captain's wheels plundered from sunken ships and festooned with skulls.

Figurehead. Leaning against the south wall is a ship's figurehead carved in the form of a wailing banshee.

The rowboat wreckage is difficult terrain, and sections of it are prone to collapse. Any creature that ends its turn on the wreckage must succeed on a DC 10 Dexterity saving throw or fall prone.

The waterlogged figurehead stands 8 feet tall and weighs 1,200 pounds. A *detect magic* spell reveals an aura of abjuration magic around it. Casting *dispel magic* on the figurehead renders it nonmagical. Unless its magic is dispelled, the banshee figurehead lets out a tremendous wail if any creature other than a sea hag approaches within 10 feet of the crow's nest. The banshee's wail echoes throughout the cavern and can be heard as far away as area 10c. If the hags survive, they gather reinforcements from areas 10a and 10b and rush to defend their precious treasure.

Treasure. The crow's nest contains 2,000 cp inside a lidless wooden chest, 250 sp inside a tin urn, an umbrella, a set of weaver's tools, an ebony walking cane with an octopus-shaped handle made of pewter (25 gp), and a cracked spyglass (250 gp).

11. Recluse

A drider lives here. The sea hags in area 10 use it to guard the "front door" of their lair.

11a. Petrified Prince

Maw. This yawning cave resembles the maw of some great fish. Natural columns of rock support the 30-foot-high ceiling.

Statue. In the middle of the cave stands a half-crumbled statue of a princely human clad in plate armor, his sword drawn and at the ready.

A medusa lived in these caverns many years ago until adventurers got the better of her. The crumbled statue is all that remains of one of her victims.

11b. Cocoon Forest

Drider Spellcaster. A **drider** lurks in the smaller cave to the north and emerges to confront intruders who enter by way of area 11a. This drider has the Spellcasting trait described in the sidebar that appears in the "Drider" entry in the *Monster Manual*.

Statues. The main cave has a 40-foot-high ceiling filled with the petrified victims of a medusa that once lived here. The drider has wrapped these statues in thick webs, creating an eerie forest of gray cocoons. Strung between these cocoons are web strands that create difficult terrain.

The drider clings to the walls, staying out of reach of melee weapons while casting spells or shooting its longbow. As it attacks, it says over and over in Elvish, "The queen is mad—mad at me. She is mad as mad can be."

Pulling apart the web cocoons or setting them on fire reveals the petrified creatures hidden inside them. The creatures include several drow, kuo-toa, and troglodytes, as well as a few dwarf miners and human pirates. All of them are locked in poses of combat, with expressions of fear on their faces.

12. Boo-ty Hunters

The shape of this riverside cavern resembles a clamshell. The **ghosts** of three human pirates named Algarr Grimtide, Liddie "Slurtongue" Peddlekant, and Fishbone Jim move in and out of the rocks, searching for buried treasure. They attack creatures they perceive as competitors and ignore any others.

The ghosts can't rest until they find hidden treasure. The characters can get the ghosts' attention by offering to lead them to a hidden hoard (such as the one in area 9b) or to a location near the river where the characters have buried treasure themselves. The ghosts can follow the party or possess characters but can't stray more than 100 feet from the River Sargauth. Once they find what they're looking for, they cackle and dance about madly, then vanish forever. Characters who lay the ghosts to rest in this way should receive XP as if they had defeated them in combat.

13. Riverside Caves

These rooms contain conveyances the characters can use to travel up and down the River Sargauth.

13a. Drow Rafts

The drow use rafts to ply the River Sargauth. Leaning against the walls are two 10-foot-square rafts made of zurkhwood logs lashed together with thick spiderwebs. Resting nearby are six 10-foot poles that the drow use to guide the rafts up and down the river.

13b. Ferryman's Rest

This 20-foot-high cave abuts the River Sargauth and has the following features:

Door. An ornate stone door embedded in the northwest wall is flanked by bas-reliefs of helmed dwarves, their faces chipped away by vandals. An inscription carved into the door's molding has also been damaged, rendering it indecipherable.

Ferry. A black gondola, its hull carved with leering eyes, is moored at the river's edge and ferried by a black-robed tiefling **skeleton** clutching a 10-foot pole, which it uses to guide the boat.

The gondola and the skeletal ferryman are all creations of Halaster. The gondola, which can hold up to seven Medium creatures and their gear, is a Large object with AC 11, 50 hit points, and immunity to poison and psychic damage.

The tiefling skeleton understands Common and Infernal, but can't speak. It plies the River Sargauth in whichever direction its riders want to go. When the characters reach their destination, the tiefling extends a bony hand, expecting a payment of one coin per passenger. If it doesn't receive the proper payment, both it and the boat fade away. Characters who destroy the skeleton or use

an effect that turns undead against it can commandeer the gondola—but without its proper pilot, the ship is attacked whenever it enters a section of the river marked with a wavy arrow. Roll a d6 and consult the following table to determine the nature of the attackers:

d6	Creatures
1–2	Four **minotaur skeletons** rise from the river bottom.
3–4	Seven **shadows** crawl into the boat.
5–6	Four **will-o'-wisps** materialize above the boat.

14. Stonecarvers' Hall

The Melairkyn dwarves hauled blocks of unworked stone here to be carved into doors, statues, and other forms.

14a. South Entrance

A 4-foot-square block of stone has fallen from the ceiling of this hall and cracked in two on the floor. The block was released when someone stepped on a hidden pressure plate in the floor. (The trap failed to hit its intended target and no longer poses a danger to anyone.)

Innermost Door. This thick stone door is flanked by bas-relief carvings of dwarves, their faces and beards chipped away. A dwarf can open the door, but no other creatures can do so except by using a *knock* spell or similar magic. The door has AC 15, 75 hit points, and immunity to all damage except force damage and damage dealt by adamantine weapons.

14b. North Entrance

In the middle of the hallway, crushed beneath a 4-foot-square block of stone that has fallen from the ceiling, is a goblin. Only its gangly legs are visible. (The goblin stepped on a pressure plate that caused the block to fall, and the trap no longer poses any danger.)

Innermost Door. This thick stone door has the same appearance and properties as the one in area 14a.

14c. Hall of Stone

Big Xorn. An unusually large xorn, 10 feet tall and 10 feet wide, sleeps soundly in the middle of the room. While asleep, the creature remains standing, its mouth and eyes closed, its arms hanging limply with knuckles scraping the floor.

Stone Cubes. Twenty cubes of solid granite measuring 8 feet on a side are arranged about the chamber. One cube near the west wall, marked with an X on map 3, is fake (see "Fake Cube" below).

Statues. Four unfinished statues situated around the room have piles of chipped stone around their bases.

Until it escaped captivity and hid here, the xorn was one of Halaster's prized pets, raised on a steady diet of magic gemstones to dramatically increase its size. It comes and goes by phasing through the walls, and it enjoys the quiet solitude that this chamber provides. A successful DC 16 Dexterity (Stealth) check allows a creature to cross the room quietly without waking the xorn, but the check is made with disadvantage if the creature is carrying coins or gemstones, since the xorn can detect such treasures by scent even while it is asleep. The discovery of intruders in its lair provokes its anger, causing it to attack.

The **xorn** has a challenge rating of 8 (3,900 XP) and the following changes to its statistics:

- The xorn is Large and has 103 (9d10 + 54) hit points.
- Its Strength is 20 (+5), and its melee weapon attacks have a +8 bonus to hit. Its claw attacks have a reach of 10 feet and deal 9 (1d8 + 5) slashing damage on a hit, and its bite attack deals 22 (5d6 + 5) piercing damage on a hit.

Fake Cube. Although similar in appearance to the granite blocks, this 8-foot cube is hollow with 3-inch-thick plaster sides. A dwarf within 10 feet of the cube can tell at a glance what it's made of, as can a character who taps the cube with a hammer or a similar tool. Any creature weighing more than 50 pounds that stands on the cube falls into it as the plaster gives way underfoot.

The cube contains a chipped alabaster throne of elven design, sturdy in construction yet elegant in form. It is intricately carved to resemble bundled branches and twigs, with a tiny songbird perched on one end of its back. There used to be five carved songbirds perched atop the throne, but four have been broken off and lost.

The throne was carved by the elves of Illefarn, an ancient kingdom of the North. It disappeared from its capital (located where Waterdeep stands today) shortly before the kingdom's destruction 2,500 years ago. The Melairkyn dwarves found it in damaged condition and planned to return it to the elves as a gift after repairing it. Dwarven adventurers later found it and hid it in hopes of returning when they had a means of getting it out of the dungeon, but they didn't make it back. Finding the throne and informing Volo of its whereabouts completes a quest (see "Throne of the Coronal," page 8).

As one of the oldest surviving relics of Illefarn, the throne is priceless. It has two minor magical properties:

- A creature sitting in the throne can't tell a lie.
- The throne is surprisingly light for its size, weighing only 500 pounds.

Unfinished Statues. Represented by the statue icons on map 3, these four unfinished samples of dwarven stonecraft, from north to south, are:

- A mostly finished statue of a female dwarf priest carrying a stone censer
- A half-finished statue of a cheery dwarf girl riding on the shoulders of her beaming father, whose lower body has not yet been carved
- A half-finished stone door carved with the image of a heavily armored dwarf clashing axes with a minotaur
- A mostly uncarved block of stone from which the features of an ornate stone brazier are emerging

15. Way to Wyllowwood

The drow cornered and killed several troglodytes in these caves after the reptilian creatures refused to be enslaved.

15a. Battle Scene

The floor here is stained with blood and strewn with a dozen spent bolts from hand crossbows. A character

who inspects the bolts and succeeds on a DC 15 Intelligence (Nature) check finds evidence of drow poison on the bolts, but the poison has lost its potency.

15b. Rotting Trogs

Stench. A putrid stench fills this 10-foot-high cave, courtesy of three rotting troglodyte corpses riddled with crossbow bolts. Closer examination reveals nasty puncture wounds (from poisoned drow shortswords).

Arch Gate to Level 5. Embedded in the southeast wall is a stone arch, its keystone and base stones each bearing an engraving of an old man clutching a staff.

The stone arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- The gate opens for 1 minute when the arch is tapped three times with a staff of any kind.
- Characters must be 8th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 6i on level 5, in the closest unoccupied space next to the identical gate located there.

16. Crossfire Caves

Four drow sentries watch for river incursions from Skullport. The drow fire crossbows at enemies as they pass between the two caves.

16a. North Ledge

Two male **drow** hide on this ledge, 6 feet above the water. They are brothers named Varaun and Veszdar. If one is killed, the other flees and alerts the drow in area 20.

16b. South Ledge

Hidden atop this 8-foot-high ledge are two male **drow** named Molkoth and Quilolvir and a female **drow elite warrior** named Meridin Helvirae. Meridin commands this guard post. She carries a 30-foot-long coil of spider silk rope tied to a grappling hook, which the drow use to swing across the river.

A side cave contains the remnants of an old campfire and the skeletal remains of a halfling adventurer who was robbed and killed by his companions. There's no treasure left to be found here.

17. Dangerous Paths

These caverns stand between the drow and goblinoid settlements on this level.

17a. Contested Cavern

Guards. Eleven **hobgoblins** and a **hobgoblin captain** are stationed in this 20-foot-high cave.

Blood. Bloodstains on the floor hint at violent skirmishes that took place here in the past.

Descending Tunnel. A tunnel to the west slopes steeply downward to level 4, area 1.

House Auvryndar and the Legion of Azrok have been fighting for control of this cave for months. The faction that controls this cave controls access to level 4 of Undermountain. The goblinoids under Warlord Azrok hold it currently, and the hobgoblins' orders are to defend it against drow incursions. The captain, Kliyuse the Skull Cleaver, has further instructions to direct adventurers northward to the goblinoid settlement (area 21), denying them access to level 4 until they have met with Azrok and Lurkana. If the characters go where they are directed, Kliyuse assigns two hobgoblins to see that they reach the settlement safely and promptly.

17b. Bugbear Sentries

Hunkered down near the eastern wall of this 15-foot-high cave, gnawing on old bones, are six **bugbears** with orders to attack any non-goblinoids traveling through here without an escort.

17c. Keepers of the Purple Worm

This 15-foot-high side cave is mostly empty except for two **goblins** huddled at the north end. The goblins, Dribblespit and Zob, found a treasure buried in the ruins of Stromkuhldur (see "Treasure" below) and brought it here to inspect it more closely. The goblins are oblivious to the danger nearby (see area 17d) and won't give up their newfound treasure easily.

Treasure. Each goblin has half of a 6-inch-tall purple worm statuette carved out of a lustrous purple stone. If the two halves are reattached using a *mending* cantrip, the statuette can be sold for 125 gp. It weighs 5 pounds.

17d. Nerozar the Defeated

Floating in the middle of this 30-foot-high cavern is a beholder zombie named Nerozar and three **gas spores** that closely resemble it. Any character who can see the gas spores can discern their true nature with a successful DC 15 Intelligence (Nature) check.

Nerozar has the statistics of a **beholder zombie**, but its Disintegration Ray is replaced with the following:

Telekinetic Ray. If the target is a creature, it must succeed on a DC 14 Strength saving throw, or the zombie moves it up to 30 feet in any direction. It is restrained by the ray's telekinetic grip until the start of the zombie's next turn or until the zombie is incapacitated.

If the target is an object weighing 300 pounds or less that isn't being worn or carried, it is moved up to 30 feet in any direction. The zombie can also exert fine control on objects with this ray, such as manipulating a simple tool or opening a door or container.

Nerozar uses its Telekinetic Ray to direct the gas spores on collision courses with intruders. The gas spores' poison has no effect on the beholder zombie.

Nerozar challenged Xanathar for lordship of Skullport and lost. Skullport's mind flayer ambassador (see area 21g) brought Nerozar's animated corpse with it to Stromkuhldur, but Azrok wouldn't allow the beholder zombie to remain in the settlement, so the mind flayer left it here, where it sprouted the gas spores.

17e. Otyugh Lair

This 10-foot-high side cavern is piled high with refuse and rotting corpses, under which hides an **otyugh**. The otyugh is a friend to the goblins, hobgoblins, and bugbears of Azrok's Hold (area 21), who supply it with

plenty of carrion. It won't ordinarily attack goblinoids or anyone escorted by them. It will, however, attack any creature that dares to root through its garbage pile.

The corpses in the garbage pile are the remains of drow, quaggoths, bugbears, goblins, and hobgoblins that were killed in skirmishes between the Legion of Azrok and House Auvryndar. The bodies have been stripped of all armor, weapons, and valuables, and some are missing chunks of flesh—a feast for the otyugh.

18. Abandoned Cavern

This 30-foot-high cavern contains part of the ancient settlement of Stromkuhldur. Crumbling, single-story buildings stand empty, their roofs caved in and their insides picked clean. Sections of the cavern ceiling show signs of collapse, with rocks scattered across the floor.

19. Chimera's Lair

T'rissa Auvryndar's pet **chimera** lounges atop a pile of coins in the southern half of this 15-foot-high cavern. The chimera can be placated with food and shiny trinkets; otherwise, it attacks adventurers who come too close to its hoard.

The chimera's hoard contains 600 ep, 2,000 sp, and 10,000 cp.

20. Drow Town

An ancient earthquake collapsed sections of Stromkuhldur, dividing the town into smaller caverns. After driving the Legion of Azrok out of this eastern cavern, the drow of House Auvryndar assumed control of it. The cavern has the following features:

Ruins. The 30-foot-high cavern is a deathly quiet maze of crumbling stone buildings, many of which have partially collapsed. The buildings' walls are 10 feet high, and their roofs have mostly caved in.

Webs and Spiders. Webs are strung between the buildings, but they're not thick enough to inhibit movement. Nine **giant spiders** roam the alleys between the buildings in search of prey.

The giant spiders creep about in groups of three. Additional forces stationed here include a male drow elite warrior named Ranaghax Auvryndar, twelve male drow, three grimlocks, and three quaggoths. If an alarm is raised, these forces gather with the giant spiders to seek out and destroy intruders.

Buildings not keyed on the map are assumed to be empty rooms. The rest are described below.

20a. Kitchen

Odor. The smell of meat stew wafts from this building.

Servants and Guards. Inside, a manacled **bugbear** and three **goblins** shackled together by the ankles are preparing meals under the watchful eye of three male **drow** guards named Raelphar, Rizryn, and Xebyl.

Furnishings. Stone counters are spread throughout the room. A large cauldron is hung above a fire in the southwest corner.

Raelphar carries a key to the bugbear's manacles, and Rizryn has a ring of keys that unlock the goblins' shackles. Without these keys, a successful DC 15 Dexterity check made using thieves' tools opens each lock.

If released from captivity, the goblinoids arm themselves with improvised weapons and flee to area 17a by way of the south tunnel. The bugbear's name is Blarg. The goblins' names are Globby, Bootlick, and Earstabber.

What's for Dinner? The simmering cauldron contains a hearty stew of ripplebark fungus and troglodyte meat.

20b. T'rissa's Quarters

Two male **drow** guards named Krivven and Yazdriirn stand outside the door. They deny entry to all but T'rissa and immediately attack intruders. The building holds the following features:

Stuffed Heads. Mounted to the walls are the stuffed heads of several bugbears, hobgoblins, and goblins.

Chest. A locked chest of dark wood, carved in the likeness of a spider with eyes of red crystal, rests in the western alcove. (The key to the chest is hidden in the mouth of a mounted goblin head nearby.)

Furnishings. A bed with a canopy of spiderwebs fills the eastern alcove. Other furnishings include a dresser and a vanity that has an empty frame where the mirror should be.

The chest's lock can be picked by using thieves' tools and making a successful DC 15 Dexterity check, or opened with a *knock* spell or similar magic.

Treasure. The eight red crystal eyes on the chest can be pried loose and are worth 5 gp each. Inside the chest are three shelves stacked vertically.

The top shelf holds an onyx spider figurine (25 gp), eight sticks of incense (1 gp each), and a dagger with a tiny reservoir built into its hilt that holds up to three doses of a liquid poison.

The middle shelf contains a folded spider silk robe, dyed black, with tiny golden spiders sewn into it (90 gp). Hidden in the folds of the robe is a *potion of healing* in a crystal vial.

On the bottom shelf rests a birchwood wand (an arcane focus) and a leather-bound spellbook that belong to Marta Moonshadow (see area 5d). The book contains the following spells: *chromatic orb, cone of cold, counterspell, detect magic, dispel magic, enlarge/reduce, fireball, fly, greater invisibility, ice storm, identify, mage armor, magic missile, magic weapon, misty step, polymorph, sending, shield*, and *suggestion*.

20c. Quaggoth Den

Three **quaggoths**, one of which is a quaggoth thonot (see the sidebar in the "Quaggoth" entry in the *Monster Manual*), feast from a trough in the middle of this room. The trough contains bloody troglodyte entrails and other less identifiable fixings. Non-drow intruders are attacked on sight.

20d. Demon Mirror

The door to this building is locked, and T'rissa Auvryndar (see area 6) carries the only key. The lock is old and can be picked by using thieves' tools and making a successful DC 12 Dexterity check.

The building is full of cobwebs, and a 3-foot-tall oval mirror hangs on the western wall. Eerily realistic spiders are carved into its stone frame, almost appearing to twitch and crawl. When a creature approaches within 5 feet of its reflection in the mirror, the reflection disappears and is replaced with the shadowy face of a giant spider obscured by smoke.

The creature in the mirror is a projection of a yochlol demon in the service of T'rissa's mother, Vlonwelv. If the figure standing before the mirror is T'rissa or someone who looks exactly like her, the spider offers a warm greeting in Elvish with its clicking mandibles and demands to know why efforts have been started to conquer the Twisted Caverns (level 4) when Stromkuhldur and Skullport have yet to be taken.

If a creature that is clearly not T'rissa stands before it, or if the yochlol realizes it has been fooled, the demon assumes its true waxy form, stares back with its one glaring red eye, and screams in Abyssal, "I know who you are!" The mirror then falls and shatters on the floor.

20e. Treasure Downstream

River of Fish. A vein of turquoise runs through the east wall diagonally, looking like a stream. The granite in the vein has been carved to look like a school of trout.

Stone Basin. A large, empty basin is carved into the floor at the northern end of the room.

The vein of turquoise runs from the top right corner of the east wall to the bottom left, heading down toward the empty basin. The trout carvings appear to be swimming upstream, away from the basin. Close examination of these carvings reveals that the fish can be rotated. The first time all the fish are turned so that they appear to be swimming downstream, a hidden valve in the basin opens and fills the container with 50 gallons of fresh water. Swimming in the water is a tiny emerald fish.

Treasure. The emerald fish swims around the basin until it is scooped out with a successful DC 10 Dexterity check, at which point the fish transforms into an *elemental gem* (water). The water remains in the basin after the fish is removed and does not drain away. Nothing happens if the trout carvings are rotated again.

20f. Unoccupied Quarters

Eleven padded bedrolls are spread throughout this room atop stone slabs. Each bed is paired with a small chest that doubles as a side table. The chests are unlocked and contain simple black clothes.

20g. Drow Barracks

Twelve bedrolls are spread out on the floor of this room. Six off-duty male **drow** and a male **drow elite warrior** relax here, but they quickly snatch up their weapons at the first sign of trouble. The drow are named Alybbrin, Chasmas, Jarkorl, K'yordred, Szorth, and Xebrek. The drow elite warrior, Ranaghax Auvryndar, is regaling the other drow with a reenactment of a one-on-one battle he had with a hobgoblin captain of the Legion of Azrok, which ended with the captain catching Ranaghax's poisoned blade in the neck. His telling of the tale is loud enough to be heard by characters listening at the door.

Ranaghax, T'rissa's older brother, is subordinate to her and all other female drow in his house. He knows his place and eagerly awaits the opportunity to claim the rest of Stromkuhldur when T'rissa finally gives the order to do so.

Treasure. Ranaghax wears an obsidian scarab brooch inscribed with the insignia of House Auvryndar (25 gp), and he carries 35 gp in a web pouch.

20h. Old Dining Hall

Lanterns. Anchored to the rafters by short chains are four unlit iron lanterns.

Furnishings. A solid stone table fills the west side of the room. The table, sized for dwarves, has shorter legs than most. Stone benches run the length of the table on either side, and a single stone chair stands at each end.

20i. Water Closet

A male **drow** named Balok sits on a latrine bucket in this chamber and is embarrassed to be caught in such a compromising position. If the characters attack him, he tosses the bucket at one of them as a distraction and flees to area 20g. (Treat the bucket as an improvised weapon that deals no damage but douses the target in stinky filth on a hit.)

20j. Troglodyte Mob

A horrible stench fills this chamber, the floor of which is covered with loose rocks.

Twelve captured **troglodytes** are confined to these quarters, but the guard stationed outside their door has slipped away to area 20i. If anyone other than a drow opens the door, the troglodytes seize the chance to escape. On their turn, they try to stampede their way to freedom and are loud enough to trigger an alarm. Troglodytes that escape head south and disappear into the dark waters of the River Sargauth.

20k. Gathering of Grimlocks

Stench. This room reeks of death and decay.

Grimlocks. Three **grimlocks** are picking hair out of their teeth in the middle of the room.

Detritus. The room is strewn with rocks, heaps of splintered armor, and broken weapons. (The armor and weapons were taken from dead goblinoids. None of this gear is salvageable.)

Characters who follow the scent of decay discover a pile of severed goblin and hobgoblin heads tucked behind a wall of rocks near the south end of the room.

21. Azrok's Hold

The largest unburied section of Stromkuhldur is held by the Legion of Azrok and is called Azrok's Hold. As rumors of Azrok's blindness spread quietly through the settlement, fears mount of an impending attack from the drow in Stromkuhldur or from Skullport. A shroud of gloom and anxiety hangs over the normally raucous settlement, which has the following features:

Ruins. The 30-foot-high cavern is a maze of single-story stone buildings, many of which have partially col-

lapsed. Most of the buildings have 10-foot-high walls and no roofs.

Streets. The narrow "streets" between the buildings are strewn with trash and filth. Harmless rats scurry around every corner.

Banners. Hanging from several structures are tattered yellow banners bearing Azrok's sigil, a bloody handprint inside a hollow red triangle.

Patrols. Four bands of hobgoblins patrol Azrok's Hold. Each patrol consists of three **hobgoblins** and a **hobgoblin captain**, who interrogates visitors and demands to see their identification papers.

Visitors entering Azrok's Hold are greeted by two **bugbears**. Drow are attacked on sight. Others may enter and move through Azrok's Hold, provided they have the proper identification papers. Visitors without papers are escorted by the bugbears to area 21c for processing.

Once each party member has papers, the bugbears take the characters to see Azrok in area 21n. This meeting is not optional, since tribute must be paid to the hobgoblin warlord in return for his hospitality. Afterward, characters can move freely about Azrok's Hold, coming and going as they please. (Visitors need to register again only if they lose their papers.) If the characters wander the streets on their own, use the Random Encounters in Azrok's Hold table as needed.

Random Encounters in Azrok's Hold

d10	Encounter
1	Halaster's scrying eye (see "Halaster's Lair," page 311), which observes the characters silently for a minute before disappearing
2	A goblin child (noncombatant) eating a dead rat
3	A **goblin** hauling a bucket of garbage to area 17e
4	1d4 **goblins** with shovels, either digging through rubble or heading to a dig site
5	1d3 **bugbears** who sneer at visitors and make rude comments as they pass by
6	A **bugbear** with an **intellect devourer** in its skull that tries to lure characters to area 21f
7	Preeta Kreepa (see area 21m)
8–10	Three **hobgoblins** and a **hobgoblin captain** keeping the peace and checking visitors' identification papers

Combat behind closed doors probably doesn't raise an alarm, but any loud disturbance in the streets is likely to put the entire settlement on alert. As it happens, the Legion of Azrok's military has been winnowed down by recent altercations with the drow. The current defenders of Azrok's Hold include eight bugbears, thirty-two goblins, twenty hobgoblins, four hobgoblin captains (including Lurkana), Azrok the hobgoblin warlord, and two worgs. These forces don't include goblinoids in league with the Xanathar Guild or other visitors, nor do they include noncombatants such as children.

Buildings not keyed on the map are assumed to be empty rooms. The rest are described below.

21a. "Krek"

At the end of a street of mostly collapsed buildings is a canted door with a bugbear marionette hanging next to it. Gouged into the door frame is the word "Krek" (a Goblin word meaning "this for that" or "trade").

The walls of the shop on the other side of the door have caved in, and the space that remains is filled with piles of junk and well-worn adventuring gear. The shop's proprietor is an **oni** disguised as an old hobgoblin named Kinrob. If a character is looking to procure an item on the Adventuring Gear table or the Tools table in chapter 5 of the *Player's Handbook*, there's a 25 percent chance that Kinrob has the item in question and will trade it for one or more items of equal or greater value.

Kinrob's true nature is a well-known "secret" in the Legion of Azrok, and fear of the oni has rendered the surrounding neighborhood a ghost town. Azrok placates the oni by giving it newborn goblins to feed on. The first time the characters visit Kinrob, a **bugbear** enters to deliver a goblin child in a basket, then skulks away. Kinrob puts the meal aside until its business with the characters is concluded, then politely shows them the door.

Princess Doll. One of the items in Kinrob's junk pile is a sackcloth doll with button eyes and a gold cloth tiara with tiny gemstones sewn into it (2 gp). The characters can trade for this item like any other and return it to its proper owner (see area 21b).

21b. Sad Huggybug

Huggybug, a goblin child, cries alone in a rubble-strewn passageway. Between sobs, she explains that an older goblin stole her princess doll and traded it for a shovel from the "Gob Gobbler." If the characters ask where the toy was taken, she leads them to area 21a but fearfully refuses to go inside.

Treasure. If the characters return the doll to Huggybug, she gives them a turquoise dolphin figurine (25 gp) in gratitude.

21c. Registration Center

Clerks. Six **goblins** with ink quills sit behind a row of makeshift desks, ready to scribble the names of visitors into dog-eared ledgers and issue identification papers. Glowing oil lanterns hang above each desk from chains anchored to the ceiling.

Manager. A **hobgoblin** wearing cracked half-moon spectacles sits behind a stone lectern and greets all those who enter, directing each new arrival to one of the available goblin clerks.

Visitors are required to carry identification papers at all times in Azrok's Hold. The goblins behind the desks interview visitors, draw crude pictures of them, and fill out papers with their names, races, ages, heights, eye color, skills, and home cities. The same information is also entered in a large ledger. Inquiries about other visitors are met with silent stares, because the goblins have instructions not to reveal any of the information.

Once all the characters are registered and have identification papers, the hobgoblin behind the lectern rings a bell, and two **bugbears** appear to escort the visitors to area 21n, where they are expected to pay deference to Warlord Azrok.

21d. Armory

Two **hobgoblins** guard racks of mundane weaponry.

21e. Hobgoblin Barracks

The old furnishings were cleared out of this chamber to make room for thirty-two wooden cots. Five **hobgoblins** rest here between patrols.

21f. Brain-Dog Kennel

The mind flayer ambassador (see area 21g) has been luring goblinoids into this building and implanting intellect devourers in their skulls. The chamber has the following features:

Wreckage. The floor is strewn with wrecked furniture and broken crates.

Goblins. Feeding on rats in the middle of the room are two **goblins** and a **goblin boss**, all with **intellect devourers** implanted in their skulls.

Brain-Dogs. Two more **intellect devourers** hide among the wreckage. They target intruders with their Devour Intellect action option.

21g. Xanathar's Ambassador

A **mind flayer** named Ulquess resides here, serving as the ambassador from Skullport. Ulquess has been implanting intellect devourers in the skulls of goblinoids, turning them into spies loyal to Xanathar. If its plot is discovered, the mind flayer has no choice but to telepathically summon its thralls from area 21f to kill anyone who knows its secret. (It hides the bodies in area 22.)

The room's centerpiece consists of two elegant chairs made of petrified wood arranged atop a circular rug. On a slender table between the chairs is a makeshift, three-tiered Dragonchess set assembled from myriad pieces of other sets. The mind flayer conducts business here while seated casually in one of the chairs.

If the characters are meeting with the ambassador at Lurkana's urging (see "Side Quest: Retrieve Azrok's Dagger," page 44), the mind flayer politely discourages them from visiting Skullport, claiming that it's not safe for adventurers. It also tells them an Undermountain secret, hoping they'll be lured away by the mystery. Draw a card from the Secrets Deck (see appendix C).

Treasure. A thorough search of the room yields an unlocked iron coffer containing 100 gp that the ambassador uses for bribes.

21h. Goblin Den

The door to this structure is ajar, with snores emanating from within. Sleeping in a pile to the north are twelve **goblins**. Their weapons and shields lie in a heap to the south. The goblins are reluctant combatants, easily intimidated by shows of strength. If they're being massacred, the survivors flee to area 23a.

21i. Visitors' Quarters

Visitors who are on friendly terms with Azrok and Lurkana can rest here. The door has no lock. The chamber contains enough bedroom furniture to accommodate eight guests.

21j. Ale Storehouse

Azrok buys cheap ale from Gyudd's Distillery in Skullport and stores it here. The door is shut from within and has a small, iron-barred window. Forcing open the door requires a successful DC 22 Strength (Athletics) check. Standing inside the room is a **hobgoblin** guard with a horn. It uses an action to blow the horn and sound an alarm if someone tries to break into the storehouse.

The chamber contains thirty 5-gallon casks. Eight of them hold Wyrmwizz, a muddy swill, and the rest are empty.

21k. Captains' Barracks

The furnishings were cleared out of this room to make space for nine wooden cots. Two **hobgoblin captains** rest here between patrols.

21l. Visitors' Quarters

This chamber is identical to area 21i.

21m. Preeta Kreepa

Dug out of a mostly collapsed section of Stromkuhldur is a stone hovel in a cave lit by *continual flame* spells cast in several old cauldrons lying among the rubble.

The door to the hovel is ajar, and harmless rats scurry in and out in a constant stream. Inside the hovel, feeding bits of juicy moss to the rats, is a mage named Preeta Kreepa. She served as an assistant to Arcturia, one of Halaster's apprentices, until Arcturia transformed her into a monstrous horror. Preeta looks like an old woman with two beholder eyestalks sprouting from her eye sockets. Her mouth, twice as large as it should be, is filled with sharp, pointed teeth. She wears the flayed, slippery, translucent skin of a kuo-toa as a cloak.

For years, the Legion of Azrok left Preeta alone. Now the growing hostilities with the drow have prompted Azrok to call on her for help. Preeta understands the threat posed by the drow and is using *animate dead* spells to raise drow corpses, creating forces that Azrok can call upon to bolster his defenses. She keeps these undead warriors locked in area 21q.

Preeta is a **mage**, with these changes:

- Preeta is chaotic neutral.
- She has darkvision out to a range of 120 feet, and she speaks Common, Dwarvish, Goblin, and Undercommon.
- As a bonus action or a reaction, she can shoot one of the following eye rays at one target she can see within 120 feet of her:

Fear Ray. The target must succeed on a DC 15 Wisdom saving throw or be frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Paralyzing Ray. The target must succeed on a DC 15 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

If the characters promise not to harm her, Preeta shares two Undermountain secrets with them. Determine each secret by drawing a card from the Secrets Deck (see appendix C).

Side Quest: Free Alussiarr

Preeta Kreepa knows that Arcturia uses the blood of a "magical man" named Alussiarr as a material component in her horrid transformation rituals. She suggests that the characters free this man to prevent Arcturia from creating new abominations. Preeta knows that Alussiarr is a prisoner in Arcturiadoom, the fourteenth level of Undermountain, but she doesn't know that Alussiarr is a rakshasa.

Treasure. Preeta carries a spellbook bound in lizard hide that contains all the spells she has prepared, plus *animate dead*, *animate objects*, and *fabricate*.

21n. Azrok's Hall

Two **hobgoblins** stand guard outside this building, one in front of each door. They allow registered visitors to enter after checking their identification papers.

This structure once housed a dwarven smithy, and the decor suggests as much. Its contents are as follows:

Azrok and Lurkana. In the northeast part of the room, Azrok the **hobgoblin warlord** sits on a throne of bleached skulls, with one foot resting on an iron anvil and one hand on the pommel of his greatsword. He wears a helm that covers most of his face and darkens his eyes. Whispering in his ear is his wife Lurkana, a formidable **hobgoblin captain**.

Goblinoids. Attending the warlord are two **bugbears**, four **hobgoblins**, and six **goblins**. One of the bugbears has an **intellect devourer** hidden in its skull and acts as a spy for Xanathar while feigning loyalty to Azrok.

Worgs. Gnawing on humanoid bones in the southwest part of the room are two **worgs** loyal to Azrok and Lurkana.

Adventurers brought before Azrok are expected to offer tribute. He is more interested in oaths of fealty than in tangible gifts, but he accepts whatever he's offered. Unless the characters make fools of themselves, Azrok grants them his protection for the duration of their stay in his settlement. Any character who interacts with him and succeeds on a DC 17 Wisdom (Insight) check realizes that the hobgoblin warlord is blind but is hiding that fact, never looking directly at anyone. The characters also see a ghastly pendant on a cord around his neck—a severed human finger that wears a platinum signet ring (see "Lord Rosznar's Ring" below).

When the characters are done speaking with Azrok, Lurkana takes them aside and offers them a quest (see "Side Quest: Retrieve Azrok's Dagger," page 44). If they refuse, Lurkana scowls and kicks them out.

If combat breaks out, the hobgoblins stationed outside immediately raise a general alarm, causing all forces loyal to Azrok to converge on the area.

Lord Rosznar's Ring. The ring worn around Azrok's neck bears the symbol of House Rosznar of Waterdeep: a diving white falcon on a field of blue. Inscribed on the inside of the band are the words "To Kres—Fly high and stoop swift." The ring is worth 25 gp.

The finger upon which the ring rests once belonged to Kressando Rosznar, who came to Azrok's Hold after failing to make progress in dealings with the Xanathar Guild in Skullport. The young nobleman was looking to set up a slavery ring in Undermountain, with slaves flowing down from Waterdeep and money flowing up into House Rosznar's coffers as well as Azrok's war chest.

Azrok was intrigued by the proposition but found Kressando condescending. He killed the nobleman for failing to show the proper respect. Kressando's gutted corpse was fed to the otyugh in area 17e, but Azrok kept the finger as a trophy. If the characters want to retrieve the ring to complete a quest (see "Search for Kressando Rosznar," page 8), they'll have to kill Azrok, charm him into relinquishing it, or steal it while he's incapacitated. The warlord does not give it up otherwise.

Stay a While. If the characters are looking for a safe place to rest and are on good terms with Azrok, Lurkana orders one of the goblins to escort them to area 21i or 21l. After showing the characters to their quarters, the goblin tells them where they can buy adventuring gear (area 21a) and rations (area 21t).

21o. Goblin Orphanage

The sound of screaming goblin children issues from small cracks in the walls of this building. Inside, two **goblin bosses** are minding twenty goblin children (noncombatants). The bigger children are being taught how to bully the smaller ones, shoving them around and hurling insults. The goblin bosses remain here even if an alarm sounds elsewhere.

Trinket. Various broken toys lie scattered about. A thorough search yields an intact trinket (roll on the Trinkets table in chapter 5 of the *Player's Handbook*).

21p. Arch Gate to Level 6

Embedded in the west wall of this otherwise empty chamber is an arch gate to level 6 (see "Gates," page 12). The keystone of this arch is carved to look like a gold dragon wyrmling, its mouth agape. The rules of this gate are as follows:

- The gate opens for 1 minute when a gemstone worth at least 100 gp is placed in the dragon's mouth, which causes the dragon head to animate and chomp down on the gem (destroying it).
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 36c on level 6, in the closest unoccupied space next to the identical gate located there.

21q. Morgue

Nine drow **zombies** stand perfectly still in the middle of this room, which is cluttered with cobwebs, rubble, and wreckage. The zombies obey Preeta Kreepa (see area 21m) and attack anyone else who gets too close.

21r. Azrok and Lurkana's Quarters

Standing in front of the door to this chamber is a tired **goblin** named Salt Nose, so named because he has white freckles on his broad snout. He's suffering from three levels of exhaustion and is trying to keep a 10-foot pole steady with trembling hands. From the top of the pole hangs Azrok's banner: a bloody handprint inside a hollow red triangle on a sheet of yellow-dyed flesh.

Lurkana uses the banner as a form of punishment; she makes disobedient or incompetent underlings stand outside these quarters for hours or even days on end with no food, no water, and only the banner to keep them company. Salt Nose spilled a plate of food on Azrok's lap and fears that he will spend what little remains of his life here. Characters who take pity on him earn his trust, and he readily tells them where to find things in Azrok's Hold. If information is what the characters seek, Salt Nose suggests they speak with Preeta Kreepa, a strange creature that has lived in Stromkuhldur since before the goblinoids came (see area 21m).

The building is empty except for a large bed covered with furs. Azrok and Lurkana come here to rest.

21s. Azrok's War Chest

Two **hobgoblins** stand guard outside this chamber, one in front of each door.

What was once a shrine to the dwarven pantheon is now Azrok's treasury. The room contains the following:

Toppled Idols. Dozens of stone idols of dwarven gods have been toppled from their bases and smashed on the floor.

Altar. A low altar near the west wall is covered in dried blood. Piled around it are drow shortswords, hand crossbows, shields, and skulls.

Statuette. Atop the altar rests a 7-inch-tall statuette of Maglubiyet, the goblin god of war, carved from blood-red stone. It is not valuable.

Chests. Flanking the altar are two iron treasure chests without locks (see "Treasure" below).

Stealing Azrok's treasure deprives the warlord of the funds he needs to ensure his troops' loyalty. News of the robbery causes most of the bugbears and goblins, as well as half of the hobgoblins, to flee Azrok's Hold and seek employment as mercenaries in Skullport.

Treasure. One iron chest contains 180 gp, 450 sp, and 600 cp. The other holds a dwarven ear horn made of brass (1 gp), a gold-plated candlestick shaped like a pillar of fire (25 gp), three obsidian scarabs inscribed with the insignia of House Auvryndar (25 gp each), and a stoppered gourd containing a *potion of animal friendship*.

21t. Rations

A painted wooden sign mounted above this building's recessed door depicts a goblin chomping down on a rat sandwich. Inside, three **goblins** busily assemble packs of rations consisting of baked mushrooms, rat jerky, cakes of dry moss, and other underground edibles. The rations are stored on shelves, and visitors can purchase a small parcel containing 1 day of rations for 5 sp.

Treasure. The goblins keep their proceeds in a small wooden coffer. The coins are added to Azrok's war chest (see area 21s) at the end of every day. The coffer currently contains 35 sp.

22. Barrelstalk Garden

Spores. Clouds of harmless and dimly luminescent spores hang in the air.

Fungi. The cave contains a giant garden of barrelstalk fungi (see "Barrelstalk," page 59).

Gardeners. Three **goblins** are tending the garden and killing the spiders, rats, and other vermin that infest it. These goblins shy away from any confrontations with the adventurers.

23. Way to Skullport

Weakened by the drow, the Legion of Azrok now fears incursions from Skullport. Azrok has placed sentries here to watch for trouble.

23a. Ripplebark Cavern

Guards. Five **hobgoblins** stand watch in the middle of this 20-foot-high cave.

Fungus. A shelf-like fungus resembling a mass of rotting flesh clings to the north wall. The fungus is called ripplebark (see "Ripplebark," page 60).

If the characters approach from the south, heading toward Azrok's Hold (area 21), the hobgoblins demand to know their business but allow them to pass if the group's intentions aren't hostile. If the party includes one or more drow, the hobgoblins attack instead. Characters traveling away from Azrok's Hold aren't questioned, but they are warned not to harm the shriekers in area 23b.

23b. Immature Shriekers

Conical Roof. This enormous cavern has a conical roof that rises to a peak 50 feet overhead.

Spores and Gardens. The air is full of harmless, dimly luminescent spores that form clouds around gardens of moss and fungi.

Shriekers. Planted among the other fungi are four Small (3-foot-tall) **shriekers** with 7 (2d6) hit points each, their locations marked with asterisks on map 3.

Characters who have encountered shriekers before can spot the young ones in this chamber with a successful DC 11 Intelligence (Nature) or Wisdom (Perception) check. Each shrieker cries out when a creature or a bright light comes within 30 feet of it, alerting the guards in area 23a.

Aftermath

If the forces of House Auvryndar are defeated but the Legion of Azrok remains, the goblinoids reclaim and fortify their lost caverns (areas 18 through 20). If the converse occurs and the Legion of Azrok is wiped out, the drow secure the rest of Stromkuhldur. If both factions are defeated, the level becomes a playground for explorers from Skullport.

Any good fortune visited upon the Legion of Azrok is temporary, as more of Azrok's goblinoids come under Xanathar's sway. Once the beholder has implanted intellect devourers in the skulls of Azrok and Lurkana, it uses the Legion of Azrok as a bulwark to halt any drow advancement into Skullport. The sea hags of the River Sargauth join forces with Xanathar to hold the drow at bay.

Level 4: Twisted Caverns

Designed for four 8th-level characters, this level of Undermountain contains enough XP to advance such a group halfway to 9th level. The Twisted Caverns feature an aboleth, which is a legendary monster. Review the "Aboleth" entry in the *Monster Manual* before running this level of the dungeon to help you run the monster effectively.

What Dwells Here?

Control of this level is contested between an aboleth and a tribe of kuo-toa. The drow of House Auvryndar watch this conflict intently, waiting to see who comes out on top before making any push of their own. Various other Underdark species vie for a place in these caverns.

Aboleth

Illuun the aboleth, along with its pet chuuls and enslaved troglodytes, has taken over the lake cavern (area 16) and pushed the kuo-toa out. Its presence has tainted the underground river, killing off fish and other river dwellers that provide sustenance to the kuo-toa. Illuun plans to take over the entire level as a step toward gaining control of Undermountain and then Waterdeep.

The aboleth rarely leaves its watery lair and relies on its servants to capture new slaves.

House Auvryndar

A drow contingent led by a drow priestess of Lolth has holed up in areas 11 and 12. These forces report to T'rissa Auvryndar on level 3 and are preparing to challenge whoever perseveres in the conflict between the aboleth and the kuo-toa. These drow control access to one of the magic gates on this level.

Kuo-toa

The kuo-toa on this level were pushed out of the lake cavern (area 16) and away from their nesting caves (area 24) by the aboleth. They have taken refuge in areas 20 and 21 while the kuo-toa archpriest, Noolgaloop, creates an idol of a new god. The archpriest hopes the god will come to life and destroy the aboleth. Noolgaloop is using random items and the body parts of various creatures to craft the idol.

The kuo-toa don't trust drow and attack them on sight, but they tolerate non-drow adventurers who agree to help bring Noolgaloop's vile god to life or are willing to face the aboleth in battle.

Fungi

The northwest caves (areas 1 through 7) hold numerous species of fungi. Many of these fungi are edible or have useful properties. Species of fungus found on this level and elsewhere in Undermountain include the following.

Barrelstalk

A barrelstalk is a cask-shaped fungus that can be tapped and drained of the water inside it. A single barrelstalk contains 1d4 + 4 gallons of fresh water. Its husk provides 1d6 + 4 pounds of food.

CRAIG J SPEARING

Bluecap

Dubbed "the grain of the Underdark," a bluecap is a tall, slender mushroom with a bright blue, bell-shaped cap. Although bluecaps are inedible, their spores can be ground to make a nutritious, bland flour. Bread made from bluecap flour is known as sporebread or bluebread. One loaf is equivalent to 1 pound of food.

Ripplebark

This shelf-like fungus resembles a mass of rotting flesh, but it's surprisingly edible. Though it can be eaten raw, it tastes better roasted. A single sheet of ripplebark yields 1d4 + 6 pounds of food.

Timmask

Known as "devil's mushroom," a timmask is a 2-foot-tall toadstool with orange and red stripes across its beige cap. Uprooting or destroying a timmask causes it to expel a 15-foot-radius cloud of poisonous spores. Creatures in the area must succeed on a DC 14 Constitution saving throw or be poisoned. While poisoned in this way, a creature is under the effect of a *confusion* spell with a duration of 1 minute. When the spell effect ends, the poisoned condition also ends.

Trillimac

A trillimac is a mushroom that grows to a height of 4 to 5 feet and has a broad, gray-green cap with a light gray stalk. The cap's leathery surface can be cut and cleaned for use in making maps, hats, and scrolls; its surface takes on dyes and inks especially well. The stalk can be cleaned, soaked in water for an hour, then dried to make a palatable food akin to bread. Each trillimac stalk provides 1d6 + 4 pounds of food.

Tongue of Madness

A tongue of madness looks like a large human tongue. Although it is edible, it holds no nutritional value. A creature that eats this fungus must succeed on a DC 12 Constitution saving throw or compulsively speak aloud its every thought for the next hour. The effect can be ended with a *lesser restoration* spell or similar magic.

Zurkhwood

A zurkhwood is a mushroom that can grow up to 40 feet high. Its large, grain-like spores are edible (one specimen provides 1d4 + 4 pounds of food), but the fungus is more important for its hard and woody stalk. Zurkhwood is one of the few sources of timber in the Underdark; it is used to make furniture, containers, bridges, and rafts, among other things. Skilled crafters can use stains, sanding, and polishing to bring out different patterns in a zurkhwood stalk.

Exploring This Level

The following locations are keyed to map 4. A tributary of the Sargauth River called the River of the Depths enters Undermountain here and flows down to level 5.

Unless otherwise noted, all tunnels on this level are 20 feet high, and caverns are 30 to 50 feet high. Most of the floors on this level are uneven and covered in dirt and bat guano. Because of this soft ground, Wisdom (Survival) checks made to track creatures on this level are made with advantage.

1. Fungus Forest

Fungi. Mossy paths run between patches of stout trillimac and a forest of towering zurkhwood whose caps scrape the 40-foot-high ceiling.

Clearings. Throughout the cavern are small clearings where the fungi have been torn out of the mossy ground.

Characters who search for tracks and succeed on a DC 10 Wisdom (Survival) check find several large, bare footprints made by the ettin who regularly feeds on the mushrooms in this cavern.

2. Jibber-Jabber

Ettin. An **ettin** inhabits this dripping cave.

Stalactites. Needle-sharp stalactites stud the 30-foot-high ceiling.

Fungi. Barrelstalk, bluecap, and ripplebark fungi grow in irregular patches throughout the cavern.

The ettin's heads are named Jibber and Jabber, and they get along well—an unusual state of affairs for an ettin. This situation might be the result of the ettin's having a comfortable home and all the food it could desire. The ettin also has a friendly neighbor in the Alchemist (see area 4), who provides Jibber-Jabber with compost that transforms the water in barrelstalk mushrooms into mead. The only thing Jibber-Jabber is missing in its simple life is treasure to ogle. If the characters offer it 50 gp or more in coins, gems, and shiny art objects, the ettin allows them to pass through its domain and even harvest some fungus if they please. Jibber-Jabber might also impart the following useful information.

- "Spider people" (drow) are living in the caves to the east. They are new neighbors.
- The "fishy folk" (kuo-toa) and the "stinky lizards" (troglodytes) seem troubled and are moving about more than usual. (The ettin has not yet encountered the aboleth and knows nothing about its conflict with the kuo-toa.)
- The water in the river has started to taste bad. (The ettin has not yet been poisoned by the water, which the aboleth has tainted with its presence.)

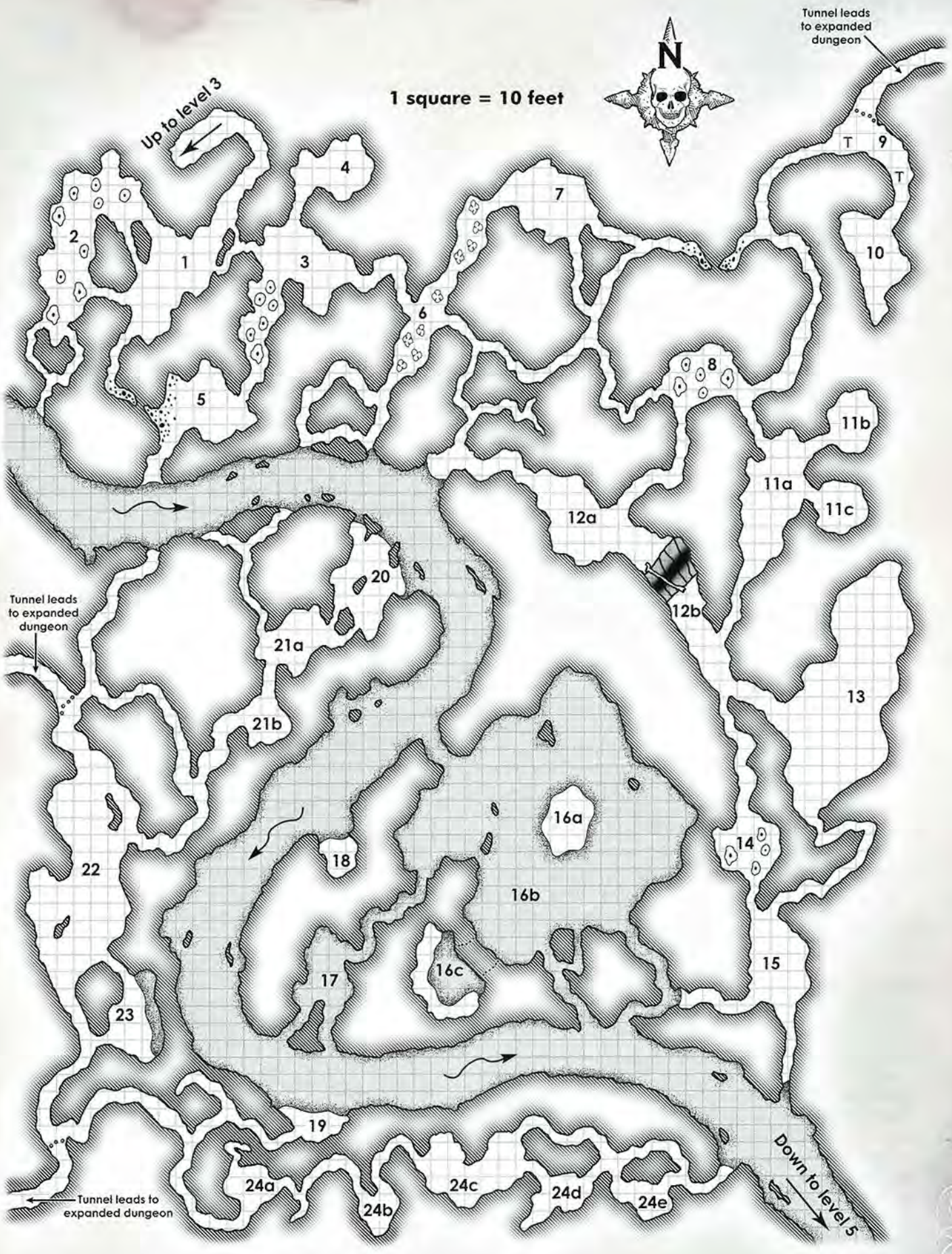
If the characters look like they could use more help, the ettin suggests they talk to the Alchemist and points them eastward. Jibber-Jabber describes the Alchemist as "smart, handsome, and small, but with a big smile."

3. Death from Above

Fungi. Gardens of barrelstalk, bluecap, timmask, and trillimac fill the cavern. Between the garden patches meander paths that lead to and from the various exits.

Piercers. Stalactites cover the ceiling of the wide tunnel that leads south (to area 5). Eight **piercers** lurk among them.

Any character who searches for tracks along a path can make a Wisdom (Survival) check. On a check total



Map 4: Twisted Caverns

of 20 or higher, the character finds the back-and-forth tracks of several bugbears, a troll, and a hook horror.

Characters who have darkvision or light sources bright enough to illuminate the ceiling can avoid piercer drops by steering clear of the stalactite formations, and attempts to do so are automatically successful. If no such attempts are made, a single piercer drops on the first light-carrying creature to cross the cavern. Whether it hits or misses, this piercer can't attack again until it makes the long, slow climb back to the cavern ceiling. After the first piercer drops, avoiding the cavern's stalactite formations becomes a simple matter.

4. The Alchemist

In this cavern, a **green slaad** posing as a human alchemist makes its home. Its lair has the following features:

Gourds. The walls are set with shelves at various heights. They hold numerous gourds, most of which contain failed alchemical elixirs.

Stone Block. A rough-hewn block of stone in the middle of the cave serves as a table. It is covered with a set of alchemist's supplies.

Almost a year ago, the green slaad was drawn to Undermountain, deprived of its control gem, and set loose by Halaster. It has explored several levels of the dungeon in its quest to find the gem. For now, it has adopted the guise of a scatterbrained, shabbily dressed young man who has, for reasons he would rather not divulge, set up an alchemist's lab in this cave. The slaad refers to itself only as "the Alchemist" and claims to have been kidnapped by Halaster from someplace it can't remember.

The Alchemist bargains with creatures for materials it needs, trading potions for fungi and equipment. What it's really looking for is its control gem, which it senses is close by (see area 21a). It doesn't want help finding the gem, though, for fear that the treasure might fall into the hands of those who try to control the slaad. If the characters obtain the gem and return it to the Alchemist, it cheers, turns invisible, and flees with the gem.

If the characters seem interested in knowing more about the Twisted Caverns, the slaad warns them about the ropers in area 6. Also, it has struck up a friendship with the "two-headed giant" in area 2 and urges the characters to speak with it, since it has lived on this level for a long time.

Potions for Sale

The Alchemist is happy to trade potions for supplies. For one potion, it demands 20 pounds of edible fungi and five tongues of madness (which characters can harvest from the surrounding caves), plus 50 gp worth of adventuring gear. The Alchemist has no use for coins, gemstones, art objects, or magic items. Each time the characters pay the Alchemist a visit, it has one of each of the potions described below available to trade. Each potion is a common magic item. It keeps these potions on its person, and a sneaky character can try to pilfer one with a successful Dexterity (Sleight of Hand) check contested by the slaad's Wisdom (Perception) check.

Potion of Comprehension. When you drink this potion, you gain the effect of a *comprehend languages* spell for 1 hour. This liquid is a clear concoction with bits of salt and soot swirling in it.

Potion of Watchful Rest. When you drink this potion, you gain the following benefits for the next 8 hours: magic can't put you to sleep, and you can remain awake during a long rest and still gain its benefits. This sweet, amber-colored brew has no effect on creatures that don't require sleep, such as elves.

5. Cave of Crystals

Xorn. Three **xorn** feast on crystals near the western edge of the cavern, while harmless bats flutter below the 30-foot-high ceiling.

Difficult Terrain. A thick mix of mud and bat guano covers the ground. Treat this area as difficult terrain.

The xorn protect their crystalline food source. If a xorn loses more than half its hit points, it disengages from combat on its next turn and sinks into the floor, never to return.

Treasure

Once the xorn are defeated, the characters can retrieve forty fist-sized crystals worth 10 gp each.

6. Tangled Ropes

Ropers. This 30-foot-high cave holds a forest of stalagmites, some of which are broken. Two **ropers** lurk among them and ambush anyone who happens by.

Uneven Floor. The uneven floor is strewn with bits of chewed-up armor and bone, as well as the occasional copper piece or silver piece.

Treasure

Each roper has 1d4 gemstones (100 gp each) lodged in its gizzard, which characters can cut open once the roper is dead. They can also gather up a total of 32 cp and 11 sp scattered across the floor.

7. Mad Wizard's Retreat

A human wizard, the lone survivor of an expedition to the Underdark, has taken refuge in this 30-foot-high cave. The cave contains the following:

Light. Phosphorescent moss growing in patches on the walls dimly lights the entire cave.

Fungi. Gardens of barrelstalk, ripplebark, timmask, and tongue of madness grow throughout.

Mage. Near the north wall, a slight woman wearing tattered gray robes over black pants sits on a 2-foot-tall toadstool. Her long black hair is tied back with a swatch of gray cloth that matches her robe. A **quasit** in toad form sits on her knee.

Darribeth Meltimer

The woman is Darribeth Meltimer (CG female Chondathan human **mage**, with the *darkvision* spell cast on herself and prepared instead of *suggestion*). A former adventurer, she was driven insane by contact with demons in the Underdark. A *greater restoration* spell or similar magic is needed to restore her sanity, without which

Darribeth suffers from hallucinations and paranoia. If the characters approach her in a calm manner, Darribeth smiles and says to the toad on her knee, "Look, Teeha! I told you they're not demons. I wonder if Urgala sent them."

Darribeth desperately wants to get back to her wife Urgala, whom she hasn't seen in a decade. When last they were together, Urgala and Darribeth were living in Amphail, a town north of Waterdeep. In the intervening years, Urgala moved farther north to the frontier town of Triboar, where she took over a modest inn called Northshield House. (See the adventure *Storm King's Thunder* for more information on Urgala Meltimer and her inn.)

If her sanity is restored, Darribeth becomes her normal self—a curious and kind woman with a flair for magic who doesn't mind bending rules for the greater good. She speaks Common, Dwarvish, Halfling, and Undercommon.

Darribeth has a *rope of climbing* that belonged to a colleague who perished in the Underdark. She offers it as payment for getting her back to the surface. In addition, if any wizards are among her rescuers, she lets them copy spells from her spellbook (see "Treasure" below).

Once restored to her right mind and borne safely to Waterdeep, Darribeth makes plans to return to Amphail. There, she learns what became of her wife and reunites with Urgala in Triboar. If the characters make the journey with Darribeth and all is well at Northshield House, Urgala is so delighted by their act of kindness that she offers them free room and board for as long as the inn remains standing. Urgala and Darribeth remain lifelong friends of the characters henceforth.

Quasit

Darribeth's memory is fuzzy on where and when she met her talking toad during her Underdark exploits. The quasit, which Darribeth calls Teeha, has not revealed its true form to her. In the form of a toad, it torments her with false hopes of escape before dashing them. It has told Darribeth, for instance, that hezrou demons are nearby to keep her from leaving this cavern. If attacked or exposed, the quasit turns invisible and flees.

Treasure

Darribeth's spellbook contains the following spells: *cone of cold, counterspell, darkvision, detect magic, fireball, fly, greater invisibility, ice storm, jump, mage armor, magic missile, misty step, shield, suggestion, tongues,* and *water breathing*.

In addition to her spellbook, Darribeth carries a backpack missing a strap, within which she keeps material components for her spells, a pouch containing 11 gp, a dagger, a canteen, and a worn blanket. Fastened to the backpack is a coiled *rope of climbing*.

8. Crossroads

The ceiling of this 30-foot-high cavern is studded with stalactites, and the floor is so uneven that it counts as difficult terrain. A search of the cavern reveals nothing dangerous or valuable.

9. Alarm System

Sloped Roof. The ceiling is 30 feet high at the northwest end of the cave and gradually slopes down to 20 feet high as the cavern narrows into a passage that leads to area 10.

Tripwires. The uneven rock floor is dotted with small stalagmites, between which run nearly invisible trip wires made of webbing. These web strands set off hidden rockfall traps.

The driders in area 10 have strung thin web strands between some of the stalagmites, creating trip wires. Any creature that enters a square marked T on the map has a 50 percent chance of breaking a strand and triggering a trap that releases rocks from a hidden crevice in the ceiling. If a trap triggers, all creatures occupying the trapped square must succeed on a DC 14 Dexterity saving throw or be struck by a falling rock for 5 (1d10) bludgeoning damage. In addition, the sound of the falling rocks alerts the driders in area 10.

A character adjacent to a trapped square or in a trapped square can spot the trip wires with a successful DC 17 Wisdom (Perception) check, then track the thin webs to the point in the ceiling where the rocks are hidden. Once it is spotted, a rockfall trap can be disabled with a successful DC 12 Dexterity check by a creature in the trapped square; failing this check triggers the trap.

Tunnel to Expanded Dungeon

If you want to expand the dungeon north or east of here, assume that the tunnel in the north wall is hidden behind a 1-foot-thick wall of rocks held in place by web netting and clay mortar; characters can detect the false wall with a successful DC 10 Wisdom (Perception) check and break through it with ease.

10. Drider Lair

Driders and Spiders. The northern half of the cave is home to two **driders** and five **giant spiders**. The driders hide in the natural alcove north of the entrance, while the spiders crawl amid thick webs that fill the top 10 feet beneath the 30-foot-high ceiling.

Hidden Arch. The southern half of the cave is filled with thick, sticky webs. (These webs conceal an arch embedded in a wall at the south end of the cave. The arch is not visible from the cave entrance because of the webs concealing it.)

The driders while away the days carving zurkhwood figurines and writing poems on the caps of trillimacs in Undercommon. A sample haiku is presented below.

My Queen of Spiders,
Dark diamond of the Abyss,
Snare me in your web.

Arch Gate to Level 6

A character entering the cave through the arch gate automatically becomes stuck in the webs (see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*).

Carved into the arch are six stone niches, each one containing a small stone figurine that weighs 1 pound. The figurines represent a black dragon, a unicorn, an

umber hulk, an owlbear, a minotaur, and a manticore. Carved into the wall inside the arch is a stylized image of a mountain with a full moon symbol above it. Close inspection of the moon reveals a half-inch-diameter hole in the middle of it.

The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If the horn of the unicorn figurine is inserted into the hole in the moon symbol, the gate opens for 1 minute. None of the other figurines have protrusions that fit in the hole.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 27 on level 6, in the closest unoccupied space next to the similar gate located there.

Treasure

One drider has a set of calligrapher's tools. The other drider carries a set of woodcarver's tools and three carved zurkhwood statues of Lolth (1 gp each).

11. Drow Outpost

The drow of House Auvryndar established this outpost after discovering the arch gate in area 11c. All told, this area contains a drow priestess of Lolth named Melith Auvryndar, a female drow mage named Thirza Helviiryn (Melith's consort), two female drow elite warriors named Balryn and Talafaere, and four male drow named Altonrel, Kalanszar, Rezz, and Tsabalin.

11a. Main Cavern

Drow. Two male **drow** (Altonrel and Rezz) and a female **drow elite warrior** (Balryn) stand watch atop a ridge of natural rock in the middle of this 30-foot-high cave.

Fungi. Barrelstalk and ripplebark grow in small gardens around the ridge.

Provisions. Stacks of supplies and gear neatly line the walls, while a small iron pot sits on stones in one alcove.

If the characters enter in a nonthreatening manner, the guards are cautious but willing to summon their leaders to speak on their behalf. If greeted with hostility, the drow elite warrior sounds the alarm with a single whistle, bringing reinforcements from areas 11b and 11c. If the battle is not going their way, a second whistle brings the **quaggoths** from area 12b.

Treasure. Balryn wears an obsidian scarab bearing the insignia of House Auvryndar (25 gp).

The supplies stored in this cave include a set of carpenter's tools, a set of leatherworker's tools, five sets of manacles, and enough rations to feed one humanoid for 90 days or the entire drow contingent (including the drow in area 12a) for 9 days.

11b. A Little Privacy

Drow. Melith, a **drow priestess of Lolth** and the leader of this outpost, meditates and prays before a shrine of Lolth while her consort, the **drow mage** Thirza, sits at a zurkhwood desk reading her spellbook.

Furnishings. The cave contains two sleeping pallets and a zurkhwood chest. A skewered darkmantle cooks over a spider-shaped bronze brazier filled with flaming coals.

If she had her way, Melith would launch a full-scale assault on the kuo-toa, wipe them out, and then deal with the aboleth. As things are, she relies on her sister, T'rissa Auvryndar (see level 3), for soldiers, and T'rissa does not support such a strategy. So, armed with only a small force, Melith has been forced to watch and wait as the aboleth and the kuo-toa plot to annihilate one another.

Melith is happy to let adventurers meddle in the war between the aboleth and the kuo-toa. If the characters approach her peacefully, she suggests a temporary—but mutually beneficial—alliance. Melith knows that the only route between this level of Undermountain and the next one down is the underground river. If the characters slay the aboleth or the kuo-toa archpriest and return to her with proof of its demise, Melith promises to furnish them with a raft that they can use to navigate the underground river and continue their descent through Undermountain. Such a raft is stored in area 14, and Melith makes good on her promise.

Though she has great affection for Melith, Thirza sees any alliance with the characters as an opportunity to elevate herself in the eyes of Melith's mother, Vlonwelv. After Melith concludes her business with the characters, Thirza prepares and casts a *sending* spell to contact Vlonwelv. She warns Vlonwelv that Melith has released a group of adventurers from her custody instead of killing them. After thanking Thirza for the information, Vlonwelv curses her daughter's foolishness and awaits the adventurers' arrival.

Treasure. The drow priestess wears two silver bracelets set with onyx (25 gp each). She carries a flask of wine and the key to the room's zurkhwood chest, which contains 500 gp. The lock on the chest can be picked with a successful DC 15 Dexterity check using thieves' tools, or opened with a *knock* spell or similar magic. Melith's shrine contains a 1-pound obsidian figurine of the demon goddess Lolth in spider form (25 gp) and eight sticks of incense (5 gp each). Each stick burns for up to 8 hours and emits a sickly odor.

Thirza carries a *spell scroll* of *gaseous form* in a waterproof zurkhwood tube, 25 pp in a spider silk pouch, and her spellbook, which has black leather covers traced with webs of gold. The book contains the following spells: *alter self*, *cloudkill*, *Evard's black tentacles*, *fly*, *greater invisibility*, *lightning bolt*, *mage armor*, *magic missile*, *misty step*, *sending*, *shield*, *sleep*, *spider climb*, *web*, and *witch bolt*.

11c. Arch Gate to Level 2

Drow. Two male **drow** (Kalanszar and Tsabalin) and a female **drow elite warrior** (Talafaere) rest here.

Arch Gate. An archway is set in the back wall and carved with images of falling coins. A thin slot is carved into the arch's keystone.

Pallets. Six pallets lie spread out in the room.

The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- Feeding a gold coin into the keystone's slot causes the coin to disappear and the gate to open for 1 minute. Other coins placed in the slot disappear but don't open the gate.
- Characters must be 6th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Gates," page 12).
- A creature that passes through the gate appears in area 5 on level 2, in the closest unoccupied space next to the identical gate located there.

Treasure. Talafaere wears an obsidian scarab bearing the insignia of House Auvryndar (25 gp).

12. Bat Cave

The drow and their quaggoths recently expanded into this cavern, which is home to hundreds of bats.

12a. Drow Sentinels

Sloped Roof. The ceiling here is 50 feet high but slopes down to 30 feet high toward the southeast.

Drow. Natural shelves and narrow ledges line the walls, ranging in height from 10 to 30 feet. Hiding in the shadows atop 10-foot-high ledges are two male **drow elite warriors** (Ryld and Llauzdrar).

Bats. Harmless bats flutter around, disturbed by the drow's presence.

Stumps. The floor is dotted with the stumps of felled zurkhwood stalks and the occasional bat carcass impaled by a drow crossbow bolt.

Ryld and Llauzdrar have taken to shooting bats with their crossbows. Intruders provide the drow with a welcome opportunity to hone their melee combat skills. If a battle turns against them, Ryld and Llauzdrar use *darkness* spells to cover their withdrawal to area 8. From there, they head to area 11a to make their stand. These drow aren't interested in conversation. If captured, however, they agree to lead their captors to area 11 to speak with the drow priestess who commands them.

Treasure. Each drow elite warrior wears an obsidian scarab bearing the insignia of House Auvryndar (25 gp).

12b. Zurkhwood Bridge

Crevasse. A 20-foot-wide, 40-foot-deep crevasse splits the floor. Spanning the gap is the rotting trunk of a zurkhwood fungus.

Quaggoths. Living on natural stone shelves inside the crevasse are eight **quaggoths** that serve the drow.

The quaggoths can climb the crevasse without having to make an ability check, as can other creatures with a natural climbing speed. A successful DC 10 Strength (Athletics) check is needed otherwise.

Moving across the trunk without slipping or falling requires a successful DC 10 Dexterity (Acrobatics) check. On a failed check, the creature slips and falls prone on the makeshift bridge—but on a check that fails by 5 or more, the creature plunges into the crevasse.

13. Zurkhwood Grove

Ceiling. This immense cavern is 50 feet high.

Fungi. A forest of zurkhwood erupts from the guano- and moss-covered floor, the tallest and oldest standing over 40 feet tall. Between the towering fungi lie a few toppled zurkhwoods, as well as several stumps.

Monsters. Near the edge of the forest, feeding on a duergar carcass, is a lone **carrion crawler**. The deeper forest is guarded by four awakened zurkhwoods (use **awakened tree** statistics).

A svirfneblin druid inhabited this grove until a few months ago, when he felt threatened by the arrival of the aboleth and decided to follow the River of the Depths back down into the Underdark. Before he left, the druid cast *awaken* spells on seven zurkhwoods in the grove, three of which have since been felled by duergar axes and damage-dealing spells. The four that remain are indistinguishable from normal zurkhwoods while they remain motionless. The awakened zurkhwoods try to kill or drive off creatures that cause harm to the grove. They understand Gnomish but can't speak it.

The duergar, Iktarve Unsuttir, came up the river with some companions to cut down zurkhwoods and sell the wood—but he didn't count on the grove's fighting back. He was killed by the awakened zurkhwoods and left behind. The duergar's scale mail is not salvageable.

The carrion crawler plans to spend the next several hours quietly devouring its meal. It attacks creatures that come within 10 feet of the dead duergar, but otherwise the crawler just wants to be left alone.

Treasure

A search of Iktarve's corpse and the surrounding area yields a war pick, three javelins stuck in a felled zurkhwood, and an empty lapis lazuli flask (50 gp).

A thorough search of the grove accompanied by a successful DC 15 Wisdom (Perception or Survival) check reveals the gnome druid's old hovel: an igloo-like mound of hardened bat guano. Inside, characters find a ratty old blanket hiding two *potions of healing* in stoppered gourds. The awakened zurkhwoods attack characters who loot the druid's abandoned home.

14. Drow Rafts

Darkmantles. Stalactites hang from the 30-foot-high ceiling. Two **darkmantles** disguised as stalactites remain motionless until they attack.

Rafts. Leaning against the west wall are two 10-foot-square rafts made of zurkhwood logs lashed together with thick spiderwebs. Resting nearby are six 10-foot poles that the drow use to guide the rafts.

Although the darkmantles need to eat, they flee if reduced to half their hit points or fewer.

The drow use the rafts to ply the River of the Depths. Each raft is built to carry six Medium humanoids and their gear, though as many as twelve people can fit onto a raft if push comes to shove.

15. Slippery Slope

Stench. A rotting stench fills this 30-foot-high cavern.

Slimy Corpses. The slime-coated floor slopes toward an underground river. Lying in the slime are the putrid corpses of three kuo-toa and four troglodytes.

Aboleth Projection. As the characters make their way along the tunnel leading west, an aboleth crawls out of the water and confronts them. This aboleth is a magical projection created by Illuun to intimidate the characters.

Illuun the aboleth can sense the characters' presence and creates a magical projection of itself to interact with them. The projection lasts for as long as the aboleth maintains concentration, as if concentrating on a spell. Although the projection is intangible, it looks, sounds, and moves like the aboleth.

Illuun can sense, speak, and use telepathy from the projection's position as if the aboleth were present at that location. If the projection takes any damage, it disappears. The aboleth has had unpleasant dealings with adventurers in the past and maintains a healthy fear of them. It uses the projection to warn characters that it will not tolerate incursions into its domain and urges them to withdraw or face extermination. It suggests the characters take the south passage to the river, then follow the current down to Wyllowwood (level 5). It's happy to let them descend to lower levels of Undermountain, for it plans to conquer those levels eventually itself.

If the characters seem adamant about pressing deeper into the aboleth's lair, Illuun telepathically commands the eighteen **troglodytes** in area 24 to circle around behind the characters (using the passage that enters area 15 from the south) while it keeps the characters engaged in conversation. At the same time, it calls the three **chuuls** from area 16 to come at the characters from the west, trapping them in the tunnel. As soon as the chuuls and the troglodytes arrive and begin their attack, the aboleth projection disappears.

16. Grotto of Madness

Illuun the aboleth has turned this flooded cavern into a den. The cavern is also defended by three chuuls that are under the aboleth's sway.

The water varies in depth from 20 to 50 feet, and the cavern's domed ceiling is 30 feet higher than the water's surface. The walls are coated with slime but have abundant handholds. A successful DC 15 Strength (Athletics) check is required to climb them.

16a. Lost Island of Bulba-Slopp

Rising out of the water is a rocky island upon which the kuo-toa raised a shrine to their old god:

Chuul. Circling the island's perimeter is a **chuul** that attacks anyone who sets foot on the island.

Petrified Otyugh. In the middle of the island, wearing a crude net as a cloak, is a petrified otyugh that the kuo-toa adopted as a god and named Bulba-Slopp. Treasure has been piled around the statue's three stumpy legs.

Before the kuo-toa arrived, this island was inhabited by an otyugh. Halaster turned it to stone and lured kuo-toa to the grotto, knowing that the insane fish folk would come to worship the petrified otyugh as a god. The kuo-toa named it Bulba-Slopp, and it served as their god until the aboleth came on the scene. After Bulba-Slopp failed to protect the kuo-toa, the archpriest Noolgaloop set out to craft a new god, and Bulba-Slopp was worshiped no more.

Treasure. Piled around the petrified otyugh's feet are 3,300 cp, 670 sp, and 350 gp.

The net draped over the otyugh is woven with worthless shells and bones. Tied to the net are two trinkets (roll twice on the Trinkets table in chapter 5 of the *Player's Handbook*), a rusty gauntlet, a leather boot, and an amulet made of composite wood and iron. The boot and the amulet are both magical:

- The boot is one of two *boots of elvenkind*. A single boot is useless without its companion. The matching boot was swept downriver and eventually found by a goblin werebat named Vool (see level 5, area 17).
- The amulet controls the wandering shield guardian on level 1 (see "Shield Guardian," page 14). A rune on the back of the amulet matches a similar rune on the construct.

16b. Lake of the Aboleth

Monsters. Illuun the **aboleth** and two **chuuls** lurk in the water, which is dark, slimy, and fouled by the aboleth's presence.

Underwater Tunnel. A 10-foot-high, 20-foot-wide underwater passage connects this cavern to area 16c.

The aboleth and the chuuls prefer to fight underwater. In addition, the aboleth makes use of lair actions on this level of the dungeon. Although the aboleth wants more slaves, preserving its own life is more important. If its chuul bodyguards are killed, the aboleth telepathically summons the two chuuls from area 17 as it withdraws to area 16c, where it makes its final stand.

The water in the northeastern half of the cave plunges to a depth of 50 feet. As one travels toward the southwest wall, the lake's depth shrinks to 20 feet.

16c. Treasure Trove

An underwater passage leads to this 30-foot-high cave. The water here is slimy and fouled by the aboleth's presence, and every surface of the cave is covered in slime.

A **kuo-toa whip** and two **kuo-toa** stand guard atop a pebbled beach strewn with dead crabs, rotting fish, and treasure. These kuo-toa have been magically enslaved by the aboleth. While enslaved, the kuo-toa remain in constant telepathic contact with the aboleth, but they can't take reactions. Whenever an enslaved kuo-toa takes damage, it can make a DC 14 Wisdom

TYLER JACOBSON

saving throw to break free of the aboleth's control. On a successful save, the kuo-toa flees to the underground river by the shortest route and hides there.

Treasure. A thorough search of the beach yields 600 gp, a copper goblet (1 gp), a tarnished and dented silver pitcher (5 gp), a rotted leather bracer inset with three peridots (500 gp each), and a corked bottle containing a *spell scroll* of *magic weapon*.

17. Pick and Chuuls

Slimy Water. This cave and the adjoining tunnels are flooded to a depth of 10 feet with slimy water fouled by the aboleth's presence.

Chuuls. Two **chuuls** hide in the murky water. If the chuuls are defeated, an aboleth enters the cavern from the northeast passage. This aboleth is a magical projection created by Illuun to frighten away invaders. (This projection is like the one in area 15.)

Rusty Pick. The walls and the 30-foot-high ceiling are coated in slime. A rusty miner's pick is stuck in the west wall just above the water line.

The miner's pick can be pried loose with a successful DC 13 Strength (Athletics) check. It has no special properties and is in poor condition.

18. Slimy Alcove

Slime. The floor of this damp alcove is 7 feet above water level, and every surface is coated in slime.

Damaged Rowboat. At the back of the alcove is a rowboat with a 1-foot-diameter hole in its hull. (A *mending* cantrip can repair the boat, which is large enough to hold four characters and their gear. The boat's oars are missing, however.)

19. Beachhead

This slimy beach is littered with dead crabs and fish (killed by the aboleth-tainted water). Characters who search the beach also find two fishing nets left here by the kuo-toa.

20. Kuo-toa Refuge

Slime. Every surface of this 30-foot-high cave is coated in slime.

Kuo-toa. Two **kuo-toa whips**, twenty adult **kuo-toa**, and ten young kuo-toa (Small noncombatants) reside here. One whip stands watch by the river while the others rest on pallets. All the kuo-toa are poisoned from eating bad fish.

Caltrops. Caltrops made of sharpened bones lie scattered along the river's edge. (The caltrops are meant to discourage the aboleth from beaching itself in the cave. Characters can easily spot and avoid them.)

The presence of the aboleth has tainted the underground river and poisoned its fish. Lacking an alternative food source, the kuo-toa have been eating the fish out of necessity, which has poisoned them. In their condition, the kuo-toa fight only in self-defense.

If the characters approach the kuo-toa in a friendly manner and offer them food or relief, the kuo-toa whips lead them to the archpriest Noolgaloop in area 21a.

21. Archpriest's Chambers

These caves are coated in slime.

21a. Making a God

Kuo-toa. Noolgaloop, a **kuo-toa archpriest**, is building a statue in the middle of this 30-foot-high cave while two **kuo-toa whips** stand perplexed.

Rotting Corpses. Mutilated monster carcasses piled around the room's perimeter exude a putrid stench.

Noolgaloop is unwaveringly committed to reclaiming its holy shrine (area 16), when the wiser course of action would be to lead its fellow kuo-toa to a new home far away from the aboleth and its servants. If the characters try to speak with the archpriest in a language other than Undercommon, Noolgaloop casts the *tongues* spell so they can converse. It demands that the characters help it complete the statue by retrieving the following items:

- The legs and fur of a giant spider, to be fashioned into wings
- Enough wood to build a chariot (a large raft or a zurkhwood mushroom would suffice)
- A weapon worthy of a kuo-toa god

If the characters refuse to help, the archpriest deems them agents of the aboleth and tries to kill them with the help of its bodyguards and the kuo-toa in area 21b. If the characters gather what it needs to complete the statue, Noolgaloop thanks them but decides on a whim to replace the statue's current head (a rusty lantern) with the head of one of the characters. Noolgaloop fully expects the character to make this sacrifice for the good of the kuo-toa tribe.

God Statue. The archpriest has already given its new god a name: Klaabu. This "god" sprawls on the slimy floor and consists primarily of a decapitated limestone statue depicting a bare-chested male sea elf. Its hands have been replaced with troglodyte claws, and additional limbs have been added in the form of a bugbear's severed arms. A pair of rusty shortsword blades thrust outward from the statue's breast, and it wears a kilt of green moss. A rusty lantern serves as the god's head, inside which rattles a fist-sized green gem—the control gem for the green slaad in area 4. Any character who casts *identify* on the gem learns its function.

The figure's added parts are held in place by the same glue that the kuo-toa apply to their shields.

Monster Carcasses. The kuo-toa have collected more carcasses than the archpriest needs. The rotting collection includes a dead darkmantle wrapped in a net, a bugbear's severed head and torso, a dead hook horror, and a headless carrion crawler swarming with maggots.

21b. Kuo-toa Carnage

Stench. The air in this cave is fantastically foul.

Kuo-toa. Four poisoned **kuo-toa** guard this area. Two of them are using spears to cut the head and claws off a dead chuul. The other two are feasting on the corpse of a dead kuo-toa (a former companion).

Troglodyte Corpses. Lying about the cave are the reeking carcasses of five dead troglodytes, one of which has had its claws hacked off.

The kuo-toa are hostile to strangers. If two or more of them are killed or incapacitated, the survivors retreat to area 21a.

At the start of each turn, any creature not immune to the stench of troglodytes must succeed on a DC 12 Constitution saving throw or be poisoned until the start of its next turn. A *gust of wind* spell or similar magic can clear the air in the cave for 1 minute, while removing the troglodyte carcasses clears the air for good.

22. Hook Horror Homestead

Cave Features. This cavern has an uneven floor and ceiling, the distance between them varying from 30 to 50 feet. The damp walls are lined with natural shelves and beautiful rock draperies formed by water seepage.

Fungi. Growing out of mounds of bat guano are several towering zurkhwoods, as well as patches of barrelstalk, bluecap, and trillimac.

Noise. Eerie clicking sounds betray the presence of seven **hook horrors**.

The opportunistic hook horrors try to hook stray kuo-toa, troglodytes, or adventurers and drag them away to be devoured. Experience has taught them to avoid contact with large, well-armed groups. A party of adventurers moving through the cavern with light sources is enough to keep the hook horrors at bay, as they click and chirp eerily to one another from the shadows.

It's only a matter of time before the aboleth enslaves the hook horrors or drives them off. The hook horrors have yet to encounter the aboleth and thus don't realize the danger it represents.

23. Hook Horror Larder

Ambush. A **hook horror** clings to a 15-foot high ledge, waiting to ambush any who enter. The ledge is set into the western wall, between the two tunnel entrances.

Bones. Lying on the floor are the bones of several troglodytes mingled with the remains of kuo-toa and other unidentifiable humanoids. Characters who search the bones find a lost treasure (see "Treasure" below).

Fungi. Patches of barrelstalk, ripplebark, timmask, and tongue of madness grow near the water that pools against the eastern wall.

Treasure

Amid the bones is a common wondrous item called a *pipe of smoke monsters*. While smoking this pipe, one can use an action to exhale a puff of smoke that takes the form of a single creature, such as a dragon, a flumph, or a froghemoth. The form must be small enough to fit in a 1-foot cube. It loses its shape after a few seconds, becoming an ordinary puff of smoke.

24. Troglodyte Takeover

Every surface of these caves is coated with slime. Sound travels easily through the caves, though as one moves toward the center of the complex, echoes from the underground river become less obtrusive.

Eighteen troglodytes live in these caves and respond quickly to sounds of battle. These enslaved troglodytes can't take reactions. When an enslaved troglodyte takes damage, it can make a DC 14 Wisdom saving throw to break free of the aboleth's control. On a successful save, the troglodyte fights for its own survival, not the aboleth's. Its first instinct is to flee if it can.

24a. West Sentries

Three enslaved **troglodytes** guard this 30-foot-high cave. Shattered shields, broken spears, and torn nets (trophies taken from the kuo-toa) lie heaped against the walls. None of this gear is salvageable.

24b. Kuo-toa Bones

This 30-foot-high cave is littered with the bones of four kuo-toa. The bones have all been thoroughly chewed and their marrow sucked out.

24c. General Quarters

Troglodytes. Unless they've been drawn elsewhere, twelve enslaved **troglodytes** rest atop sawed-off stalagmites in the middle of this 40-foot-high cave.

Pictographs. The walls bear pictographs of kuo-toa abasing themselves before a creature that resembles an otyugh (a bulbous monster with three legs, long tentacles, and a gaping maw).

24d. Abandoned Nursery

The kuo-toa used this 30-foot-high cave as a nursery. The cave has been empty since the kuo-toa were forced to vacate it. Tiny fish bones litter the floor.

24e. East Sentries

The underground river is loudest here. Three enslaved **troglodytes** guard this 30-foot-high cave.

Aftermath

This level has the potential to be greatly changed by the actions of the characters.

The death of the aboleth allows the surviving kuo-toa to reclaim their grotto (area 16). The kuo-toa victory is short-lived, however, because the drow start attacking them soon afterward. These attacks continue until the kuo-toa are wiped out or forced to retreat upriver. After taking over the grotto, the drow enslave the troglodytes and use them to farm areas 3 and 5. Meanwhile, the drow move the grotto's treasures to a more secure location, such as the House Auvryndar stronghold on level 10.

If the aboleth survives, it enslaves or kills off the remaining kuo-toa in the coming weeks. The aboleth also enslaves the ettin in area 2, and its slime poisons and kills off the fungi throughout the Twisted Caverns, destroying the delicate ecosystem. The drow challenge the victorious aboleth but are unable to defeat it on their own, given the limited support they receive from House Auvryndar. Several quaggoths that were once loyal to the drow become the aboleth's thralls. The resulting stalemate makes the drow desperate for aid, regardless of the source.

Level 5: Wyllowwood

Wyllowwood is designed for four 8th-level characters. Those who defeat the monsters on this level should gain enough XP to reach 9th level. In some cases, defeating a monster can be accomplished without slaying it. If the characters strike a truce with a creature, award them XP as if they had defeated it in combat.

The characters will most likely arrive here by way of the River of the Depths, which they first encounter on level 4. Characters who follow the river must navigate rapids and small waterfalls to reach Wyllowwood. Beyond this level, the River of the Depths begins its lengthy, tumultuous descent into the Underdark—a voyage no ordinary boat or raft can survive.

Magic of Wyllowwood

In addition to dark caverns, this level contains forests of trees like those that grow on the surface. These temperate forests were magically created by Halaster, and the sky high above can fool adventurers into thinking they have escaped Undermountain and found their way back to the surface. Birds, insects, and tree-dwelling mammals live here alongside Wyllowwood's fiercer denizens.

The forests are real and nourished by magic, and Halaster regularly repopulates them with birds, insects, rodents, and larger mammals. The main caverns have 100-foot-high ceilings hidden by illusions that can't be dispelled. These illusions begin 30 feet above ground and create the impression of open sky where high walls and ceilings should be. The illusions flawlessly duplicate the sun, the moon, the stars, and clouds, though there is no wind or breeze to speak of. During the day, the warmth of the sun can be felt, and at night the temperature drops as one would expect. Despite appearances, the walls and ceilings are still very much in place, and a *true seeing* spell or similar magic reveals them.

A magic calendar stone in area 6k allows one to change the time of day, the weather, and the season in Wyllowwood's forests. Wyllow the archdruid (see "What Dwells Here?" below) is the only one permitted to use the calendar stone. When the characters first arrive, Wyllowwood is enjoying a warm autumn—Wyllow's favorite season.

What Dwells Here?

An archdruid named Wyllow lives in a tower on this level of the dungeon (in area 6), though she frequently wanders the woods. Her neighbors include a green dragon suffering from an identity crisis and a village of goblin werebats.

Wyllow

Wyllow is a moon elf druid with eyes as green as emeralds. Butterflies nest in her tangled black hair, and small critters gather around her feet.

Over two hundred years ago, Wyllow fell in love with Yinark, a wizard in league with Halaster, and returned with him to Undermountain. Her happiness faded quickly when the dungeon proved to be a far cry from

Zoltan Boros

the woods she called home. Determined to keep Wyllow in Undermountain, Halaster used several *wish* spells to create a magical forest for her, but even this gift wasn't enough to offset the druid's languor. When Yinark forbade her from ever returning to the surface, Wyllow grew positively despondent. The relationship soured and turned violent. A volley of spells on both sides resulted in Yinark's death. After Wyllow's fury abated, all that remained was undying grief and encroaching madness. She remains in Undermountain in accordance with Yinark's wishes, a prisoner of her own guilt.

Undermountain is Wyllow's home now, and all memory of the surface world has faded from her mind. She is distant but kind toward those who pass harmlessly through her domain, but turns violent whenever her forest or its peaceful denizens are threatened. Before setting out to destroy interlopers, she rallies the green dragon and the werebats, using them to soften up her adversaries. She can also summon six awakened trees from the forest with a whistle.

Wyllow's displacer beast companion, Crissann, is named after a human mercenary whom the elf befriended many years ago. Before this friendship could blossom into a romance, Halaster intervened and used his magic to turn Wyllow's new friend against her. The heartbroken druid slew Crissann in the woods with the help of several forest creatures and vowed never to let another mortal touch her heart so deeply.

Wyllow has conflicted feelings about Halaster. She is grateful to him for providing her a home and keeping Wyllowwood alive with his magic, but she blames him for Yinark's death. She also pities him, for the Mad Mage too appears to be trapped in a prison of his own making. Wyllow believes he is no longer human, but an immortal entity composed of pure magic. Thus, she has given up any hope of being rid of him.

Wyllow's Statistics

Wyllow is a moon elf **archdruid** (see appendix A), with these changes:

- Wyllow is chaotic neutral.
- She has these racial traits: Her walking speed is 35 feet. She has darkvision out to a range of 60 feet. She has advantage on saving throws against being charmed, and magic can't put her to sleep. She speaks Common, Druidic, and Elvish.

Valdemar (Tearulai)

This young green dragon, once a lawful evil creature, experienced a change in alignment and personality when an adventurer impaled it through the skull with a sentient, emerald-bladed *sword of sharpness* named Tearulai. The dragon now refers to itself as Tearulai and has the longsword's neutral good alignment. It sleeps atop a platform overlooking the River of the Depths, guarding its treasure.

Wyllow once set adventurers against Valdemar, hoping to destroy the evil dragon, but the dragon's change of alignment caused Wyllow to reconsider their relationship. Now that Valdemar and Tearulai are one, the archdruid considers the dragon part of Wyllowwood's ecosystem. The two currently enjoy a peaceful coexistence.

Goblin Werebats

South of Wyllow's tower stands a large complex of ornate stone buildings that used to be home to a cult of Malar, the Beast Lord. Wyllow allowed these evil humans to hunt in her forest, but they abused the privilege—so the archdruid and her green dragon ally eradicated the cultists.

The village and its environs stood empty for years until a congregation of goblin werebats took residence in the caves around the buildings. The werebats prefer the dank caves to the structures, which have largely remained abandoned. Wyllow allows the werebats to feed on stray vermin and adventurers. They wisely acknowledge the archdruid as master of the forest and leave her animals and her dragon ally alone.

Wandering Monsters

Wyllowwood is a thriving ecosystem. The woods support awakened shrubs, awakened trees, bats, bears, blink dogs, boars, deer, elk, rodents, small birds, and other denizens of temperate forests. Carrion crawlers, ettercaps, giant spiders, and owlbears make occasional forays into the woods as well.

If your game session needs a jolt, try using one of the following encounters or an encounter of your own design.

Bear with Us

A timid **black bear** shadows the characters, hoping to scavenge a tasty offering. If they feed the bear, it follows them like a companion and expects to be fed regularly.

Tree Believers

As the heroes pass through the forest, two **awakened trees** interrogate them in Common, demanding to know the reason for their intrusion. If the characters are looking for shelter, safe passage to deeper levels of Undermountain, or information, the trees offer to escort them to Wyllow's tower (area 6).

Vool the Outcast

A rash of attacks against the deer of the forest threatened to turn Wyllow against her goblin werebat neighbors until it was revealed that the culprit of all the bloodletting was a single goblin **werebat** (see appendix A) named Vool. To appease the archdruid, the other werebats drove Vool out of their village. He found a secluded cave nearby (see area 17) and took refuge there. He ventures out once a day to feed but avoids contact with his kin.

If Vool catches sight of the party, he tries to feed on a lone straggler. If captured or cornered, he apologizes for his uncontrollable blood lust and offers to make amends by serving as a faithful guide. He's lonely and genuinely in search of companionship, but he is without honor or decency. In an attempt to win favor and distract the characters from his own shortcomings, Vool tries to turn them against Wyllow, painting the archdruid as a creature of pure madness and malevolence. He also shares rumors of "great treasures" that are hidden inside Wyllow's tower.

Exploring This Level

All location descriptions for Wyllowwood are keyed to map 5.

1. River of the Depths

Large blind fish swim up and down this dark, sluggish river that flows from level 4 and meanders down to the Underdark, plunging over waterfalls every mile or so.

The river's depth varies from a few feet to as much as 30 feet in spots. Characters who trawl the depths for treasure might find the odd bauble here and there, or possibly something more dangerous like a sleeping hydra.

At various points along the river are crude wooden signs, each one carved with the word "Underdark" in Goblin and an arrow pointing downriver.

2. Forest

Between the forest and the underground river are narrow, pebbled beaches upon which Wyllow has planted carved wooden signs that bear the following warning in Common, Draconic, and Elvish: BEHOLD WYLLOW'S WOOD. HARM NOT, LEST YE BE HARM'D.

General features of the forest are summarized in the "Forest Features" sidebar. Specific regions are described in the sections that follow.

2a. Riverside Forest

The trees growing alongside the river are some of the biggest in Wyllowwood. Their gnarled boughs form a tangled canopy that overhangs the pebbled beaches. Bears come to the river's edge to fish, and deer and elk come to drink and bathe.

2b. Ettercap Forest

The trees in this part of the forest are shrouded with thick webs, and dead animals wrapped in silken cocoons hang from the boughs. Five **ettercaps** and ten **giant spiders** live in the trees and attack interlopers. Wyllow considers these creatures to be part of Wyllowwood's natural ecosystem but keeps them from spreading beyond the marble walkways to the west and south.

2c. Moaning Forest

Characters passing through this part of the forest can see Wyllow's tower (area 6) through the trees and hear an eerie moan coming from the northwest. (The source of the incessant moaning is the cloaker in area 4e.)

2d. Old Grave

Thin rays of sunlight or moonlight penetrate the dense canopy of this old forest, whose trees are covered with moss.

At night, a **will-o'-wisp** lures adventurers to a grave in the middle of this cavern. The grave stands amid a grove of dead, burned trees. It is marked with a headstone that reads in Common, "Here lies Crissann, human friend and companion." The top of the gravestone is carved in the shape of a rose. A *detect magic* spell cast in the vicinity reveals a source of evocation magic buried in the earth (see "Treasure" below).

Forest Features

Wyllowwood's forest contains both deciduous and coniferous trees, as well as berry bushes and other shrubs. All kinds of flowers grow here, but no roses, because Wyllow doesn't like them.

Most of the trees are mature, with heights of 30 to 50 feet. Foot trails meander between them, and any character who succeeds on a DC 15 Wisdom (Survival) check to search for tracks can see the slender footprints of a solitary humanoid—a female elf—among the tracks left by various other forest inhabitants.

Running through the forest are crumbling, 20-foot-high walkways atop ivy-covered, white marble archways supported by thick white marble columns. Some sections of the walkways have collapsed due to age or seismic activity.

The characters are free to pick berries, gather fallen branches, collect acorns and pinecones, and rest on moss-covered logs. Chopping down a tree, starting a fire, killing an animal, or any similar act of destruction will not be tolerated. Wyllow has many spies in the forest, which speed to her tower to communicate the party's misdeeds. If so informed, she moves swiftly to eradicate the trespassers.

The will-o'-wisp is Crissann's disembodied spirit. During the day, it hovers invisibly over the grave. With a whispery voice, it says, in Common, "Take my wand. Use it to destroy Wyllow, the elf witch!" If the characters obtain the wand from the grave, the will-o'-wisp tries to lead them to Wyllow's tower and a showdown with the archdruid. If the characters refuse to avenge Crissann, the will-o'-wisp attacks them. Otherwise, it considers the characters its allies. If Wyllow is defeated, the will-o'-wisp is overcome with despair and turns against the party, fighting until destroyed.

Treasure. Characters who dig up the grave find a human skeleton clad in tattered clothes and a fully charged *wand of fireballs*.

2e. Western Forest

The forest continues off the map and follows the underground river for several hundred feet. The forest floor is littered with statues of birds and mammals, creatures petrified by a **basilisk** that wanders these woods.

3. Guardhouses

Two windowless stone guardhouses with peaked, slate-tiled rooftops stand in the middle of the forest where several elevated walkways converge. The buildings were built on higher ground than the surrounding forest, and their stone doors are unlocked.

3a. North Guardhouse

A rusty lantern hanging from a rafter has a *continual flame* spell cast on it, brightly illuminating a musty room that contains four wooden beds with moldy mattresses. At the foot of each bed is an empty, overturned chest.

3b. South Guardhouse

Each door of this guardhouse is barricaded shut from within and requires a successful DC 15 Strength (Athletics) check to force open. Piled behind the doors are broken chairs, shattered benches, and empty chests. Inside the building, characters find the following:

Arch. Carved into the middle of the east wall is a decorative stone arch enclosing a blank wall (see "Arch Gate to Level 2" below).

Furnishings. A wooden trestle table lies on its side in the middle of the room. An iron chandelier with melted wax candles is suspended from a rafter above it by a rope tied off to a hook near the northern door.

Dead Halfling. Tucked behind an iron stove in the northeast corner is a dead halfling in leather armor, his face twisted into a mask of horror.

The halfling adventurer, Haddon Fleetfoot, refused to serve the will-o'-wisp in area 2d and barricaded himself in this guardhouse, believing that act would prevent the will-o'-wisp from reaching him. An examination of his corpse and a successful DC 12 Wisdom (Medicine) check reveals that he died from several lightning shocks.

Arch Gate to Level 2. The stone arch is one of Halaster's magic gates (see "Gates," page 12). Its stone frame has been carved to look like the trunks of trees, and close inspection reveals the image of a dead tree carved into its keystone. Its rules are as follows:

- Touching the arch with a dead twig or branch causes the gate to open for 1 minute.
- Characters must be 6th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 12 on level 2, in the closest unoccupied space next to the identical gate located there.

Treasure. Haddon's corpse wears a salvageable suit of halfling-sized leather armor. It clutches a silvered shortsword in one hand and a burnt torch stub in the other. A search of the corpse yields a dungeoneer's pack with spoiled rations and 5 torches remaining, and a small pouch containing 4 gp.

4. Cloaker Den

A conclave of cloakers has taken over this series of caverns. Wyllow has tried to frighten off the cloakers, so far without success. A persistent, eerie moan emanates from area 4e and can be heard throughout this complex and well into the surrounding forest.

4a. Eastern Gate

A 15-foot-high iron portcullis is embedded in the stone wall at the mouth of a long tunnel. Rough-hewn stairs just inside the tunnel climb to the top of the wall, which is enclosed by stone battlements. There are no guards stationed atop the wall or beyond the portcullis. The winch to raise the portcullis is inside the tunnel, just beyond the gate. The portcullis can also be lifted with a successful DC 25 Strength (Athletics) check.

4b–c. Side Caves

Two **cloakers** lurk here, one in each cave. They team up against intruders. If one is killed, the other retreats to area 4e and joins the cloaker there. The caves are bereft of furnishings and treasure.

4d. Western Gate

This gate resembles the one at area 4a, except that it looks out over area 4e.

4e. Crystal Cavern

Crystal Decor. The walls of this 60-foot-high cavern are covered with naturally formed crystal draperies that resemble frozen waterfalls.

Moaning Fissure. A 30-foot-long, 10-foot-wide, 20-foot-deep fissure cuts across the middle of the ceiling like an open wound. The ominous moan heard throughout the complex originates from here and is made by a **cloaker** hiding in the crack.

Gate. An iron gate is embedded in the east wall (see area 4a for details).

Illusory Wall. A 20-foot-square section of wall south of area 4d is illusory and conceals a tunnel. The illusory wall has no substance, and creatures can pass right through it. A successful *dispel magic* spell (DC 17) dispels the illusion.

The cloaker is using its moan to draw others of its kind to this location, hoping to form a conclave. If the cloaker detects interlopers, it creates phantasmal duplicates of itself, emerges from the crack in the ceiling, and attacks.

The crystal formations reflect and amplify nearby light. The crystals also amplify sound, allowing it to carry well beyond the cavern's confines. The crystals otherwise have no properties or value.

5. Inner Forest

A thorough exploration of this part of the forest reveals several items of note:

Litter. The forest is strewn with rusty weapons, burnt torch stubs, empty bottles, and other worthless paraphernalia left behind by adventurers.

Druidic Totems. Eerie totems hang from the trees. Made from twigs, feathers, and tattered bits of cloth, they look like crude dolls. (Each one is modeled after a humanoid Wyllow has killed.)

General features of the forest are summarized in the "Forest Features" sidebar. Characters who engage in wanton destruction are accosted by several creatures, each of which has been the recipient of an *awaken* spell: four **awakened trees**, an awakened **brown bear**, two awakened **elks**, and three awakened **giant wasps**. These creatures are loyal servants of the archdruid.

6. Wyllow's Tower

Wyllow's Tower is carved to look like a squat stone tree with twisted, stony boughs protruding from the walls. Thirteen **giant bats** hang from these crumbling limbs like ornaments, their wings wrapped tightly around their bodies. If the characters try to climb the tower, the bats attack. The bats otherwise fight only in self-defense or at Wyllow's command.

At the base of the tower, on the south side, is a 12-foot-high arched double door made of carved stone. A rope hanging next to the door rings a bell when tugged. If the characters knock or ring before entering, Wyllow's

TIM HARTIN

Map 5: Wyllowwood

usher, Halastree, greets them and leads them to area 6a. Halastree is an **awakened tree** whose trunk Wyllow carved in the likeness of Halaster. It speaks Common and is exceptionally polite. If the characters enter the tower unannounced, they get as far as area 6a before encountering someone.

All rooms in the tower are brightly lit by beams of magical light, which emanate from the ceiling and shine down on the dusty, tiled floor.

All doors in the tower are made of carved stone. All ceilings are 10 feet high, except in area 6a.

6a. Wyllow's Throne Room

Detritus. Dead leaves and twigs cover the dusty floor.

Balcony. The room has a vaulted ceiling 20 feet high. Stone pillars carved to look like trees support a 10-foot-high stone balcony that runs along the north, east, and south walls. The trees' stone branches serve as the balcony's railings.

Archdruid and Friends. Wyllow is here, attended by Crissann, her **displacer beast** companion, and Halastree, her **awakened tree** usher. Wyllow wears a gold key on a string around her neck (see "Treasure" below). The archdruid sits meditating in a throne of yellow crystal that stands in the western alcove. The throne has eyes carved into it.

Secret Doors. Flanking the crystal throne are two secret doors. One swings open into area 6b, the other into area 6c.

Wyllow's crystal throne was carved by dwarves and given to her by her late husband, Yinark. A *detect magic* spell reveals an aura of divination magic around it. A creature seated on the throne has advantage on Wisdom (Insight) checks.

For information on Wyllow, see the "Wyllow" section at the start of the chapter. The archdruid is friendly toward visitors who have done nothing to anger her. The displacer beast and the awakened tree fight to the death to defend her.

Characters who do nothing to antagonize Wyllow can secure safe passage through her demesne, though she warns them to steer clear of the goblin werebats and show the green dragon the respect it's due. She knows the locations of Wyllowwood's gates and how to activate them (see areas 3b, 6i, and 9), as well as the passages leading down to levels 6 and 7. If the characters slay the cloakers north of her tower (in area 4), Wyllow will share this information with them.

Treasure. The gold key in Wyllow's possession unlocks the chest in area 6g. The key is worth 25 gp.

6b. Hidden Armory

Frescoes. The walls bear frescoes that depict skirmishes between surface elves and drow, culminating in an epic showdown with Lolth in the Demonweb Pits.

Table. An ornately carved stone table in the middle of the room has several dust-covered objects resting on it. Leaning against the table is a wooden staff with silvered tips, draped in cobwebs.

Treasure. Characters who clear away the dust can see the objects on the table more clearly: a suit of *hide armor of resistance* (lightning) made of stitched rothé hide and fur, a silvered scimitar, and a leather quiver containing 20 silvered arrows. The staff leaning against the table is a silvered quarterstaff.

6c. Stairs Up

Frescoes. The walls are carved with frescoes depicting exchanges of gifts between dwarves and elves.

Staircase. A stone spiral staircase in the northwest corner curls up 10 feet to area 6e and continues up another 10 feet to area 6h.

6d. Hall of the Forest Kingdom

A flight of stairs connects this room to the lower floor. The room is empty except for frescoes on the walls depicting an elven forest kingdom.

6e. Hall of the Sky Chariots

Frescoes. The walls are carved with frescoes that depict elves in cloud chariots pulled by fiery horses, coursing through the starry skies.

Staircase. A stone spiral staircase in the northwest corner descends 10 feet to area 6c and climbs 10 feet to area 6h.

The stone door to area 6f has an *arcane lock* spell cast on it. A button carved in the shape of a twinkling star is hidden in a nearby wall fresco; a character who searches the wall spots it with a successful DC 17 Wisdom (Perception) check. When the star-shaped button is pushed, the door swings inward. The door can also be opened with a *knock* spell or forced open with a successful DC 25 Strength (Athletics) check.

6f. Wyllow's Staff of Flowers

The door to this narrow room is magically locked from the outside (see area 6e) but pulls open easily from the inside. The room contains the following features:

Debris. Broken staffs litter the dusty floor.

Table. A beam of light shines down on a narrow, rectangular stone table in the middle of the room. On the table rests a wooden staff carved with floral motifs.

Wyllow dabbles in magic item creation. The broken staffs testify to her numerous failures. The intact staff on the table represents her only success to date.

Treasure. The staff resting on the table is Wyllow's *staff of flowers*, a common magic item to which anyone can attune. While holding the staff, a creature can use an action to expend 1 charge from the staff and cause a flower to sprout from a patch of earth or soil within 5 feet of it, or from the staff itself. Unless a specific kind of flower is chosen, the staff creates a mild-scented daisy. Wyllow's staff is peculiar in that it can't create roses, which the archdruid dislikes. If a rose is chosen, a daisy grows instead. The flower is harmless and nonmagical, and it grows or withers as a normal flower would.

The staff has 10 charges and regains 1d6 + 4 expended charges daily at dawn. If its last charge is expended, roll a d20. On a 1, the staff turns into black rose petals and is lost forever.

6G. Secret Room

This room is hidden behind a locked secret door on which is carved a fresco depicting a satyr in a forest, dancing and playing a lute while butterflies fly around it.

One of the pegs on the satyr's lute is a hidden switch; when it is turned, the secret door unlocks and swings inward. The secret door can also be opened with a *knock* spell, or by a character using thieves' tools to pick the lock with a successful DC 20 Dexterity check.

Treasure. A niche carved into the southeast wall holds a small wooden chest bearing painted images of worms burrowing out of the ground. Set into the chest is a magic lock whose tumblers adjust to confound burglars. A character using thieves' tools can pick the lock with a successful DC 15 Dexterity check, but the check is made with disadvantage. Inserting Wyllow's gold key (see area 6a) into the lock also opens the chest, as does a *knock* spell.

The chest contains a pair of sapphire earrings (250 gp apiece), an armband made of overlapping gold leaves (250 gp), a random trinket (roll on the Trinkets table in chapter 5 of the *Player's Handbook*), and a crystal bulb as big as a pear. Inside the crystal bulb is a tiny effigy of Halaster Blackcloak. A *detect magic* spell reveals an aura of conjuration magic around the bulb.

If the crystal bulb is planted in earth or soil on this level of Undermountain, it is destroyed as **Halaster Blackcloak** (see appendix A) sprouts from the ground where the bulb was buried. This is the real Halaster, delivered by his own magic. The Mad Mage entrusted the bulb to Wyllow in case she needed to summon him and is annoyed if someone else uses it.

If the characters have done nothing aside from this to offend him, Halaster babbles about his current preoccupation (see "Halaster's Goals," page 11) and demands the characters do whatever they can to help him. He then teleports away in a huff. If the characters manage to get a word in edgewise, they might persuade him to share useful information before he leaves. He might, for example, divulge the secret to activating one of his many gates, or he might mention creatures known to dwell on one of the deeper levels of Undermountain. If the characters attack him, Halaster retaliates in kind.

6H. Statuary

The spiral staircase reaches its peak in this room, which contains the following features:

Statues. Standing in alcoves to the north and south, facing one another, are green marble statues of 6-foot-tall, proud elf warriors clutching shields and spears. The shield of the northern statue features a pine tree, while an oak tree is emblazoned on the shield of the statue to the south.

Frescoes. The walls are carved with frescoes of elves traveling through space aboard sleek wooden vessels with giant crystalline wings, visiting strange worlds and battling orcs and dragons in space.

6I. Arch Gate to Level 3

Dust and cobwebs fill this room. Set into the middle of the east wall is a stone arch enclosing a blank wall. This is one of Halaster's magic gates (see "Gates," page 12). The keystone and base stones of the arch each bear the graven image of an old man clutching a staff. The rules of this gate are as follows:

- Tapping the arch three times with a staff of any kind causes the gate to open for 1 minute.
- Characters must be 7th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 15b on level 3, in the closest unoccupied space next to the identical gate located there.

6J. Ossuary

Wyllow has slain scores of adventurers over the years, and she chooses to memorialize them with this ghastly ossuary, the walls and ceiling of which have humanoid skulls and bones cemented to them in decorative arrangements. A few bare patches have yet to be filled.

Secret Door. A secret door behind one bone-layered wall swings open into area 6k.

6K. Calendar Stone

This spacious room has been swept clean of dust and cobwebs. It contains the following:

Guards. Four **giant toads** lurk in the far corners of the room. They leap forward and attack anyone not accompanied by Wyllow.

Calendar Stone. Set into the floor is a 15-foot-diameter stone device engraved with a multitude of images.

The device has a circular center 9 feet in diameter, around which are two concentric rings of stone. The center stone is fixed in place. Its engravings depict birds, butterflies, fish, and small mammals encircling Wyllow's smiling visage. Each ring is 3 feet wide and turns clockwise on hidden rollers. The inner ring is engraved with images of plants and animals weathering the change of seasons. The outer ring bears alternating engravings of the sun at various heights and the moon in all its phases. A fixture on the outer edge of the device is used to line up the rings and indicate the present time of day and season in Wyllowwood. The rings slowly turn on their own, tracking the natural changes that occur over time. By turning a ring manually, one can force a more sudden change from day to night or night to day, or bring the effects of a new season upon Wyllowwood.

If the characters change the time of day or the season, all the surviving werebats except Vool (see area 17) investigate Wyllow's tower in goblin form to find out what is amiss.

The calendar stone can't be damaged or dismantled.

7. Alcoves of the Dead

Four deep alcoves, each roughly 10 feet wide and 15 feet tall, line the cavern wall south of Wyllow's tower. Strewn about in them are the skeletal remains of sixty humans clad in rotting clothes and furs—the remains of Malar worshipers killed by the green dragon's poison breath. Wyllow dragged the corpses here and left them to rot, as a dire warning to others who would betray her. A search of the bones reveals nothing of value.

8. Umber Hulk Tunnel

An umber hulk dug this tunnel, which descends hundreds of feet to area 1 on level 6.

9. Dragon's Platform

Stone Platform. Built atop a natural mound of earth and rock is a 70-foot-long, 50-foot-wide, 10-foot-high stone platform covered with moss and ivy. Connected to the platform are two stone walkways raised atop 20-foot-high marble columns.

Bridge. A stone bridge on the platform spans the river to the east. (See area 10 for more information on the bridge.)

Building. A mossy staircase climbs the south wall to the top of the platform. There stands a 15-foot-high stone building with a commanding view of the river and stone doors set into its north, west, and south walls. A crumbling faux battlement surrounds the flat roof, atop which sleeps a **young green dragon** with iridescent scales. A sword is lodged hilt-deep in its skull.

Building Interior

The building's outer doors are unlocked and push open to reveal a dark, dusty room strewn with treasure accumulated by the dragon (see "Treasure" below).

Arch Gate to Level 6. A door in the northeast corner leads to a smaller chamber with an arch gate set into the back wall (see "Gates," page 12). The arch is engraved with images of dancing dwarves. The rules of this gate are as follows:

- Standing within 5 feet of the arch and imitating the moves of the dancing dwarves causes the gate to open for 1 minute. The dance requires 1 minute to perform.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 10 on level 6, in the closest unoccupied space next to the identical gate located there.

Treasure. The treasures inside the building are as follows:

- 3,500 gp, 6,000 sp, and 15,000 cp in loose coinage
- A 500 gp black pearl with a minor magical property (it glows faintly when undead are within 120 feet of it)
- A *potion of gaseous form*
- A *spell scroll* of *heroes' feast*

Green Dragon

While asleep, the dragon relies on its passive Wisdom (Perception) score to detect the approach of intruders by scent and sound. The dragon feeds mostly on blind fish and prefers to be left alone. If attacked, it lets out a roar loud enough to be heard throughout Wyllowwood. Wherever she is, Wyllow hears the roar and comes to the dragon's defense.

The dragon, Valdemar, refers to itself as Tearulai and won't willingly part with the sword stuck in its skull. Nor will it allow characters to enter the building or use the gate inside unless they have Wyllow's permission to do so. If a character tries to deceive the dragon, it can make a Wisdom (Insight) check contested by the character's Charisma (Deception) check to see through the deception. A character who is caught lying to the dragon can never win back its trust.

If the dragon is incapacitated, a character can use an action to try to pull Tearulai from Valdemar's skull, doing so with a successful DC 13 Strength check. Removing the longsword in this way restores the dragon's evil alignment and personality. From that point on, the dragon considers Wyllow its mortal enemy.

Tearulai

The longsword, Tearulai, is a sentient, neutral good *sword of sharpness* with an emerald-colored blade and precious gemstones embedded in its hilt and pommel. The sword's magical properties are suppressed until it is removed from Valdemar's skull.

Evil creatures can't attune to Tearulai; any evil creature that tries to do so takes 20 psychic damage. The weapon's emerald blade can't be damaged or dulled, and the sword can't be teleported anywhere without its wielder while the two are attuned to one another.

Spells. The sword has 6 charges and regains 1d4 + 2 expended charges daily at dawn. A creature attuned to the sword can use an action and expend 1 or more charges to cast one of the following spells from it without material components: *fly* (2 charges), *polymorph* (3 charges), or *transport via plants* (4 charges).

Sentience. The sword has an Intelligence of 17, a Wisdom of 12, and a Charisma of 20. It has hearing and truesight out to a range of 120 feet. It communicates telepathically with its attuned wielder and can speak, read, and understand Common, Draconic, Elvish, and Sylvan. In addition, the sword can ascertain the true value of any gemstone brought within 5 feet of it.

Personality. Tearulai admires great beauty, music, fine art, and poetry. Vain, the weapon strives to improve its appearance. It craves gemstones and seeks out better ones with which to adorn itself. Most of all, it longs to return to the forests around Myth Drannor, where it was created. If its wielder's goals run counter to its own, Tearulai attempts to take control of its wielder and escape Undermountain, whereupon it can use its *transport via plants* spell to return whence it came.

10. Mossy Stone Bridge

An arching bridge of moss-covered stone spans the River of the Depths at a height of 30 feet, connecting the dragon's platform (area 9) to a rough-hewn tunnel that eventually winds down to level 7. Obscured by the moss are carvings of trees and vines.

11. We All Float Down Here

A dead grimlock in a forlorn passageway is evidence of danger on the underground river.

11a. False Boat

Tethered to the mouth of a narrow cave at water level is what appears to be an intact wooden rowboat that can hold up to four characters and their equipment. The boat and its tether are, in fact, a Large **mimic** with 67 (9d10

+ 18) hit points. The mimic adheres to any creature that steps into it or grabs its "rope." Once it has prey in its clutches, it untethers itself and drifts downriver at a speed of 15 feet while pounding its would-be meal to death with its pseudopod.

11b. Grimlock Skeleton

The skeleton of a one-armed grimlock lies on the floor where a narrow passage in the west wall intersects with a wider tunnel heading north and south. Close examination reveals that the grimlock's bones have been picked clean by acid, and its eyeless skull is turned toward the narrow passage that leads west. The grimlock's bony arm and hand also point in that direction. The skeleton was left here by the mimic and hides nothing of value.

12. Werebat Caves

These natural caves have uneven floors and 30-foot-high ceilings. Enough light enters to dimly illuminate each cave. In total, nine goblin werebats lurk here.

If combat breaks out anywhere in these caves, all the werebats in the three sections of area 12 quickly join the fray. Mobar (see area 14) remains where he is.

12a. Werebats in Bat Form

Werebats. Three goblin **werebats** (see appendix A) hang from the ceiling in bat form, asleep. In this form, they are indistinguishable from giant bats. The werebats awaken if they are attacked or otherwise disturbed.

Rack. A crude weapon rack made of lashed bones stands in the middle of the cave.

If they awaken, the werebats either attack intruders in bat form or drop to the floor, assume goblin form, and arm themselves.

The rack holds three scimitars, three shortbows, and three leather quivers each containing 20 arrows.

12b. Werebats in Goblin Form

Three goblin **werebats** (see appendix A) in humanoid form crouch in the middle of this cave. One of them is using a whetstone to sharpen its scimitar, while the others fashion arrows out of sticks, feathers, and flint.

12c. Werebats in Bat Form

Three goblin **werebats** (see appendix A) lair here in bat form. The cave is otherwise identical to area 12a.

13. Dining Cave

The goblin werebats have communal dining habits and prefer to eat together in this cave, the floor of which is littered with the bones and exsanguinated corpses of dead rodents, shoe-sized crickets, and blind fish.

14. Werebat Boss

Precious little light reaches this large cave, which is set aside for the werebat boss, a particularly sinister goblin named Mobar. He prefers to remain in hybrid form—his most fearsome aspect. In all three of his forms, Mobar's left eye is blinded by a cataract, and he has a shock of white hair.

Mobar has the statistics of a **werebat** (see appendix A), with these changes:

- Mobar has 42 hit points.
- Due to poor depth perception, he has disadvantage on any attack roll against a target more than 30 feet away.

Mobar is smitten by Wyllow and follows her instructions without question. He spends his idle hours making gifts for her and, in bat form, leaving them in front of her tower. The lovestruck fool is otherwise bereft of conscience, and he presides over the werebat tribe with iron-fisted resolve. As a rule, he does not treat with adventurers; he'd rather rob them and feed on their blood.

If combat breaks out here, the werebats throughout area 16 investigate, converging on this location.

Treasure

Mobar's cave is unfurnished except for a moldy old wooden chest sitting on a natural shelf 10 feet off the floor in the room's southwest corner. The chest is unlocked and contains 60 gp in a leather pouch, three wooden holy symbols of Malar, a *potion of greater healing* in a varnished gourd, a pair of dainty slippers, six bleached human skulls, a beautifully carved ivory figurine of Wyllow (25 gp), and a chalice hewn from blue quartz (250 gp). Hanging from a hook on the inside lid of the chest is an iron master key that fits all the doors in areas 18–24. The head of the key is shaped like a dwarf's stern visage.

15. Bat Cave

Scores of harmless bats roost here, their guano covering the floor of the unlit cave in sticky mounds. If bright light shines into the cave or intruders enter, the bats flutter about in distress before exiting the cave and swarming above the village. The werebats in areas 12, 14, and 16 investigate the disturbance, attacking any intruders they encounter on their way here.

16. Werebat Caves

These dark, rough-hewn caves have rubble-strewn floors and 30-foot-high ceilings. In total, nineteen goblin **werebats** (see appendix A) dwell here.

If combat breaks out anywhere in these caves, all the werebats in the four sections of area 16 quickly join the fray. The noise also alerts the werebat boss in area 14, who investigates.

16a. Werebats in Bat Form

Werebats. Three goblin **werebats** (see appendix A) hang from the ceiling in bat form, asleep. In this form, they are indistinguishable from giant bats. They awaken if they are attacked or otherwise disturbed.

Niches. Three niches in the south wall hold weapons.

The werebats either attack intruders in bat form or drop to the floor, assume goblin form, and arm themselves.

Each of the three niches contains a scimitar, a shortbow, and a leather quiver holding 20 arrows.

16b. Werebats in Goblin Form

Werebats. Twelve goblin **werebats** (see appendix A) in humanoid form congregate here. Eleven of them are seated around the twelfth, who is standing and telling a story.

Drawings. Crude chalk drawings cover the walls.

The stick-figure chalk drawings on the walls tell the story of a goblin tribe that became infected with werebat lycanthropy in the Underdark and the tribe's subsequent ordeals. Any character who studies the chalk drawings and succeeds on a DC 10 Wisdom (Insight) check can ascertain as much. Among the drawings are crude renderings of the green dragon Valdemar, the archdruid Wyllow, and her tree-like tower.

One werebat points to specific drawings as it recalls the story of how the goblin tribe found sanctuary in Undermountain, hid from the green dragon, and made peace with the archdruid Wyllow. Story time ends as soon as intruders are detected. Six of the werebats assume hybrid form before attacking.

16c. Werebat Nursery

This cave contains two goblin **werebats** (see appendix A) in humanoid form, as well as seven of their young.

The young werebats are noncombatants worth 0 XP. Each has AC 8 and 1 hit point, ability scores of 5, and immunity to bludgeoning, piercing, and slashing damage from weapons that aren't silvered. They also have the Shapechanger trait common to all werebats, but their only other form is that of a Tiny bat.

If the nursery comes under attack, the adults defend the young. If the adults are slain, the children turn into bats and flee.

16d. Werebat Treasury

Werebats. Two goblin **werebats** (see appendix A) in humanoid form stand guard near the cave entrance.

Chests. At each end of the cave is a wooden chest so packed with "treasure" that its lid can't be closed.

Treasure. The chest at the east end of the cave contains a beaten copper tankard (10 gp), a crowbar, a set of manacles, a bar of soap, five wooden holy symbols of Malar, a shoddy cloak made from a brown bear's pelt, and ten bleached human skulls.

The chest at the south end of the cave holds a rusty steel gauntlet with fingers ending in claws, a boar's tusk set with semiprecious stones (50 gp), a priest's pack without the rations, and a random trinket (roll on the Trinkets table in chapter 5 of the *Player's Handbook*).

17. Vool's Refuge

Two narrow tunnels above the river's shoreline lead to a cave usually occupied by a lonely goblin **werebat** named Vool. The characters might encounter him prior to finding this cave (see "Wandering Monsters," page 70).

Vool's cave is littered with the bones of birds, rats, and fish, as well as the exsanguinated corpses of a badger and a small deer.

Lighting and Plumbing

All of the buildings in Wyllowwood's village (areas 18–24) are equipped with wall-mounted, glass-bottled gas lamps fueled by natural gas vents under the village, along with plumbing connected to the underground river nearby. The gas lamps are turned on and off by stone switches on the walls near the doors. Iron faucets control the flow of hot and cold water through iron pipes to sinks and bathtubs.

Treasure

A character who searches the cave for treasure and succeeds on a DC 15 Wisdom (Perception) check finds a small leather pouch buried under a pile of offal. It contains Vool's accumulated wealth: 9 cp, 4 sp, a Harper cloak pin made of tarnished platinum (25 gp), and a leather boot. The boot detects as magical and is one of two *boots of elvenkind*; however, it's useless without its mate (see level 4, area 16a).

18. Abandoned Priory

This long, windowless stone building contains several apartments formerly occupied by high-ranking priests of Malar, god of the hunt. Stone doors throughout are fitted with locks, though they're unlocked at present. The building has various amenities (see the "Lighting and Plumbing" sidebar).

Heaped around the building are broken swords, dented helms, and torn metal armor. After the green dragon killed the cultists of Malar, Wyllow stripped the corpses of their metal gear, piled the offensive material here as a warning of sorts, and dragged the bodies to area 7 to rot.

18a. Sacked Trophy Room

The goblin werebats have thoroughly ransacked this room, where priests of Malar once displayed trophies of their hunts and meted out punishment to those who had failed them. The room contains the following:

Wreckage. Overturned and broken shelves and tables lie on the floor along with piles of old rugs and bleached human skulls.

Stuffed Owlbear. A stuffed owlbear stands on its hind legs in the south corner, glaring ferociously.

Empty Closet. A narrow door in the eastern corner of the room leads to a small chamber, the walls of which are lined with empty hooks.

18b. Vacant Guest Quarters

Furnishings. This room contains four narrow wooden beds draped in dusty quilts and cobwebs. Next to each bed is a nightstand filled with unlit tapers.

Bathrooms. Abutting the larger chamber are two small rooms, each one equipped with a working sink, toilet, and bathtub, all carved from stone and fitted with rusty iron fixtures.

18c. Vacant Apartment

Once the lodgings of the high priest of the cult of Malar, this apartment consists of a spacious bedroom and an equally impressive bathroom accessible from within.

Bathroom and Sauna. The inner chamber is equipped with a working sink, toilet, and bathtub crafted from polished green marble, with rusty iron fixtures. A wooden bench stands against the southwest wall, with hooks above it that hold musty old towels. Vents in the floor around the bench spew hot steam when an iron valve under the bench is turned.

Bedroom. The outer chamber is a bedchamber that has the following features:

Decor. Tattered rugs woven with images of tigers battling scorpions cover the floor. The walls are painted with faded images of serpents.

Furnishings. A wooden bed carved with serpentine motifs stands against the northeast wall, draped in dusty quilts and flanked by nightstands. Atop each nightstand are nine half-melted wax candles. Under the bed are the dry, shed skins of two large snakes. (The serpents retreated into the woods and died long ago.)

Altar. Against the northwest wall stands a bloodstained wooden altar decorated with silver and bronze designs of claws, fangs, beaks, and eyes. Piled around the altar are dozens of bleached human skulls.

Treasure. A search of the altar accompanied by a successful DC 15 Wisdom (Perception) check reveals a secret compartment in one side. The compartment holds a wooden scroll tube carved with images of centipedes, inside which is a *spell scroll* of *speak with animals*.

18D. Vacant Apartment

This apartment consists of a spacious bedroom and an adjoining bathroom equipped with a working sink, toilet, and bathtub, all crafted from polished stone, with rusty iron fixtures.

19. Looted Cloisters

This windowless stone building contains apartments formerly used by rank-and-file Malar cultists. Stone doors throughout are fitted with locks, though the doors are unlocked at present. The building also has the features detailed in the "Lighting and Plumbing" sidebar.

19A. Ransacked Quarters

The walls of this room are carved to look like natural rock, giving the chamber a cave-like appearance. The room has been ransacked and contains the following:

Furnishings. Six overturned beds, six empty chests, a shattered table, and six smashed chairs are strewn about. A few bleached human skulls, wooden bowls, and wooden tankards also lie on the floor.

Canoe. An intact canoe hangs by hooks from the ceiling. It can hold up to six characters and their gear. Packed inside the canoe are four oars.

19B. Vacant Bathroom

This room contains a working sink, toilet, and bathtub, all carved from stone and fitted with rusty iron fixtures.

19C. Trashed Quarters

This room is strewn with broken furnishings. A thorough search also reveals a pair of rusted (but still functional) hunting traps.

A narrow door leads to a smaller side room, the walls of which are lined with bare hooks.

20. Malar's Tabernacle

This building is taller than the others, with a peaked roof 30 feet high. Iron spikes line the peak, while carvings of basilisks, chimeras, dragons, and manticores snarl from where they perch on the outer walls.

The cult of Malar would gather to worship here. The building's stone doors are fitted with locks, though they are unlocked at present. The building consists of one large, opulent room with the following features:

Decor. The floor is tiled in green marble, and the walls are painted with lifelike forest scenes that depict predators stalking prey.

Altar. In the middle of the tabernacle is a block of bloodstained white marble (see "Altar" below).

Dead Cultist. Lying near the altar is an inanimate human skeleton clad in tattered hide armor. Next to it are two halves of a broken spear, as well as the charred and splintered remains of a wooden shield. (These are the remains of a cultist who was killed by a chimera.)

Altar

If fresh blood is spilled on the altar, a hostile **chimera** magically appears in an unoccupied space within the tabernacle and attacks all other creatures, disappearing when it is reduced to 0 hit points or after 10 minutes have elapsed. The summoned chimera is immune to the charmed and frightened conditions, and it can't leave the tabernacle. Once the altar has summoned a chimera, it can't do so again for a tenday.

Whoever drops the chimera to 0 hit points gains inspiration—a minor blessing from the god Malar.

21. Abandoned Barracks

Cult warriors slept and trained here. Stone doors throughout are fitted with locks, though all doors are unlocked at present. The building has both lighting and plumbing (see the "Lighting and Plumbing" sidebar).

21A. Training Area

These rooms were set aside for cultists to spar and hone their martial skills.

North Room. A woven black mat covers the floor of this room, and dented shields hang from wall hooks.

South Room. Seven wooden mannequins decked in rusty helms and breastplates occupy this room. Three of the mannequins have rusty daggers sticking out of them.

21B. Sleeping Quarters

This apartment consists of a spacious barracks and a smaller adjoining bathroom.

Barracks. Six wooden bunk beds with moldy mattresses stand in a row. Discarded rugs, emptied chests, broken dishware, and rusty weapons lie scattered about.

Bathroom. This chamber has three sinks, a toilet, and a bathtub, crafted from polished stone with rusty iron fixtures, all in working order.

22. Mess Hall

The cultists cooked meals and ate here before a hunt. The werebats have thoroughly looted the building, leaving its stone doors ajar. This structure has lighting and plumbing (see the "Lighting and Plumbing" sidebar).

22a. Pantry

This room smells like rotting fish and vinegar. Toppled stone shelves, smashed barrels, and broken casks fill this chamber. A thorough search yields ten empty sacks and a drained wineskin that are salvageable.

22b. Larder

Statue. This room is cold. Frost coats the walls and floors, becoming thicker around a life-size statue of a dwarf that stands against the south wall. The dwarf appears to be covered in brown fur (actually brown mold).

Hooks and Chains. Rusty meat hooks and chains dangle from the rafters.

The statue is a dwarf who was petrified by a basilisk over a thousand years ago. A patch of brown mold (see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*) covers the dwarf and chills the room.

22c. Kitchen

This kitchen is equipped with a long wooden trestle table, a pair of iron stoves, and stone shelves. The werebats have ransacked the kitchen, breaking most of the dishware in the process. The floor is covered with broken crockery and glass. Nothing of value remains.

22d. Mess Hall

Chandeliers. Four chandeliers made from old wagon wheels hang from the rafters by frayed ropes. Melted wax trails down from them like icicles.

Furnishings. Wooden tables and benches stand in rows beneath the chandeliers. Empty tankards lie scattered on the tables and the floor amid dust, mold, and cobwebs.

23. Desecrated Sanctuary

This windowless stone building was set aside for cult initiates. The building has lighting and plumbing (see the "Lighting and Plumbing" sidebar).

23a. Hall of Prayer

Boars. Two hostile **boars** have crept into this room in search of food. They attack anyone who comes within 10 feet of either of them.

Decor. The floor is strewn with frayed prayer mats. Six tapestries lie heaped in a corner.

Empty Vestry. The smaller room to the north has bare hooks on the walls. (This is where the tapestries used to hang, until the werebats tore them down.)

Treasure. Each torn tapestry depicts a wilderness battle between primitive human hunters and one or more monsters, including a unicorn, a displacer beast, an owlbear, a pack of worgs, and a griffon. Casting a *mending* cantrip on a tapestry restores its value (25 gp).

23b. Initiates' Quarters

Furnishings. Eight rows of bunk beds stacked four high run the length of this room.

Wreckage. Along the walls are piles of splintered wood, the remains of shelves where cult initiates once stored personal belongings.

Bathroom. The small room to the south contains a working sink, toilet, and bathtub, all crafted from polished stone with rusty iron fixtures.

24. Animal Cloisters

The cultists of Malar kept various beasts here under lock and key. None of the building's stone doors is currently locked, however. The building has lighting and plumbing (see the "Lighting and Plumbing" sidebar).

24a. Beastkeepers' Quarters

Furnishings. Six wooden beds line the walls of this room. At the foot of each bed is an empty chest.

Padded Suit. Draped over a wooden mannequin against the north wall is a suit of padded armor, a pair of thick padded mittens, and an open-faced helm fitted with a steel grill. (Cult members wore this cumbersome outfit while training beasts. It functions as padded armor but provides no Dexterity modifier to the wearer's AC.)

Bathroom. The small room to the north contains a working sink and toilet crafted from polished stone with rusty iron fixtures.

24b. Aviary

A permanent *silence* spell suppresses all noise in this room. A successful *dispel magic* spell (DC 16) ends the effect. Hanging from rods mounted to the walls are a dozen empty iron birdcages. Countless old feathers lie strewn across the dusty floor.

24c. Beast Cages

This room contains six empty iron cages, each 5 feet on a side and secured with a rusty padlock. A padlock can be picked open with thieves' tools and a successful DC 15 Dexterity check; it can also be broken off with a successful DC 15 Strength (Athletics) check or a solid weapon hit (AC 15).

Aftermath

If Wyllow is killed, the werebats notice her absence within a few days. After working up the courage to explore and loot her tower, they use the calendar stone inside to trap Wyllowwood in a state of perpetual night. Over time, this has the effect of killing off the plants that need sunlight to survive.

In the absence of the archdruid's protection, the werebats and other predatory monsters raid the dying wood and kill most of the birds and mammals. If Tearulai is still lodged in Valdemar's skull, the dragon holds back the encroaching monsters as best it can.

If Tearulai and Valdemar are separated and the dragon survives, it rekindles its enmity with the archdruid and anyone else who would curtail its evil predilections. Wyllow commands newly arrived adventurers to dispose of the dragon, banishing those who refuse.

Level 6: Lost Level

The Lost Level is designed for four 9th-level characters, and characters who defeat the monsters on this level should gain enough XP to advance halfway to 10th level. This level was a temple complex dedicated to the dwarven god Dumathoin, the Keeper of Secrets under the Mountain. Hidden inside is the tomb of Melair, king of the Melairkyn dwarves.

Before running this level, review the "Duergar" entry in the *Monster Manual*. That information will help you run and roleplay the duergar NPCs found throughout the Lost Level.

What Dwells Here?

Until recently, the Lost Level was physically cut off from the rest of Undermountain. But when umber hulks burrowing through the mountain stumbled upon it, they left tunnels in their wake for treasure hunters to follow.

Raiders of Clan Ironeye

The duergar of Clan Ironeye, led by a half-shield dwarf, half-duergar prospector named Skella Ironeye, have come to plunder this level of Undermountain. They are assisted in this effort by two cloakers from the conclave on level 5, which hope to turn this level into a hunting ground. After gaining entry through an umber hulk tunnel that leads down from level 5, the raiders managed to loot several rooms. But a combination of traps and unexpected monsters has diminished their numbers and dimmed their enthusiasm.

Skella is obsessed by artistry and beauty, in stark contrast to the usual duergar focus on utility. The duergar she leads are content to follow her for the sake of what their raids will earn them, and they care nothing for the historical value of the relics they steal and destroy. Skella is willing to parley with adventurers and stay out of their way in exchange for a chance to plunder more of the dungeon and leave in one piece. Her lawful nature means she will abide by the terms of any bargain, but she turns against the adventurers if she senses a hint of betrayal.

In addition to various treasures plundered from this level, Skella has a dagger she stole from Azrok, the hobgoblin warlord who rules Stromkuhldur on level 3 of Undermountain (see "Legion of Azrok," page 43). Returning this dagger to Azrok completes a side quest.

Umber Hulks

The umber hulks that burrowed into the Lost Level now wander freely here in search of prey.

A wandering umber hulk detects nearby characters with its tremorsense. Such a creature might come stomping down a corridor toward them at any time, smashing through any doors in its path. Or it could burrow through a wall to reach the characters, exploding forth in a hail of stone fragments. If a wandering umber hulk is defeated, remove it from area 26 or have only one umber hulk in area 34. If the characters have already defeated the three umber hulks in those areas, assume this wandering one is a new arrival.

SCOTT MURPHY

Exploring This Level

All location descriptions for the Lost Level are keyed to map 6.

Many of the stone doors on this level have been demolished by the umber hulks. Creatures can move through the debris without penalty.

Quartz pillars found throughout the Lost Level shed bright light in a 20-foot radius and dim light for an additional 20 feet. Casting a successful *dispel magic* spell on a pillar (DC 12) extinguishes its magical light forever, as does destroying the pillar. A quartz pillar is a Huge object with AC 11, 50 hit points, and immunity to poison and psychic damage. The quartz pillars aren't load-bearing, and their destruction won't trigger a roof collapse. Characters who have the Stonecunning trait can discern this fact by examining the pillars (no check required).

1. Umber Hulk Tunnel

This 8-foot-high tunnel was dug by the umber hulk in area 26 and is strewn with debris. The tunnel splits into two branches before breaking into a dark dungeon corridor on this level.

2. Acolytes' Vestry

Claw Marks. The walls are gouged with claw marks left by an umber hulk.

Wreckage. Three large wooden wardrobes have been pulled over and smashed on the floor.

Broken Door. The south door is smashed to bits.

Treasure

A character who searches the wrecked wardrobes finds a hematite pendant in the shape of a mountain, inset with a blue eye agate (25 gp). The pendant is a holy symbol of Dumathoin.

3. Cleansing Chamber

Basins. Three dry stone basins are evenly spaced across the east wall.

Cabinet. The doors of a stone cabinet in the southwest corner hang open.

The cabinet's former contents have been cast onto the floor: crumbling bars of soap, steel-bristled wooden brushes, and washcloths so old they disintegrate when handled.

4. Ransacked Room

Duergar ransacked this chamber and left the door ajar. Ceremonial relics that once rested atop stone tables and sat in wall niches lie smashed and worthless on the floor. These include iron censers, stone candlesticks, polished crystal orbs, and black funeral helms.

Symbol of Dumathoin

Many areas of this level feature the symbol of Dumathoin, a mountain peak with a gemstone at its heart. The symbol is recognized by any character who succeeds on a DC 15 Intelligence (Religion) check. Dwarves succeed on the check automatically.

5. Looted Reliquary

This room once held ritual art and religious statuary. Shelves and curios once lined the north and south walls but now lie shattered and spread across the floor.

Treasure

The duergar who looted this room failed to appreciate the value of the art here. Characters who search the room find a chipped, 10-inch-tall lapis lazuli statuette of a dwarf king (75 gp), a funeral shroud with shards of blue quartz sewn into it (125 gp), and a 1-foot-tall, 3-foot-long alabaster triptych depicting a dwarven wedding (250 gp). The triptych weighs 25 pounds.

6. Workshop

Work Areas. Four work areas line the east wall, each consisting of a stout desk and a swiveling stool.

Lanterns. Above each stool, a lantern hangs by a chain anchored to the ceiling.

Metal Shop. A space dedicated to metalworking is housed in the southwest corner.

A search of the work areas yields one set of jeweler's tools and one set of tinker's tools. The lanterns above the work areas need oil but are otherwise functional.

The metalworking space contains an adjustable wooden worktable, a conical iron furnace, and a cracked water barrel that now sits empty and dry. Tools, chain mail aprons, and leather gloves hang from hooks along the walls.

7. Library and Scriptorium

Dwarves only rarely commit words to paper, making this dwarven library a rare find. Characters who make no effort to conceal their approach are detected by the creatures in this room, which has a 20-foot-high vaulted ceiling. The room contains the following:

Shelves. Scrolls bound in copper wire line stone shelves embedded in the east and west walls.

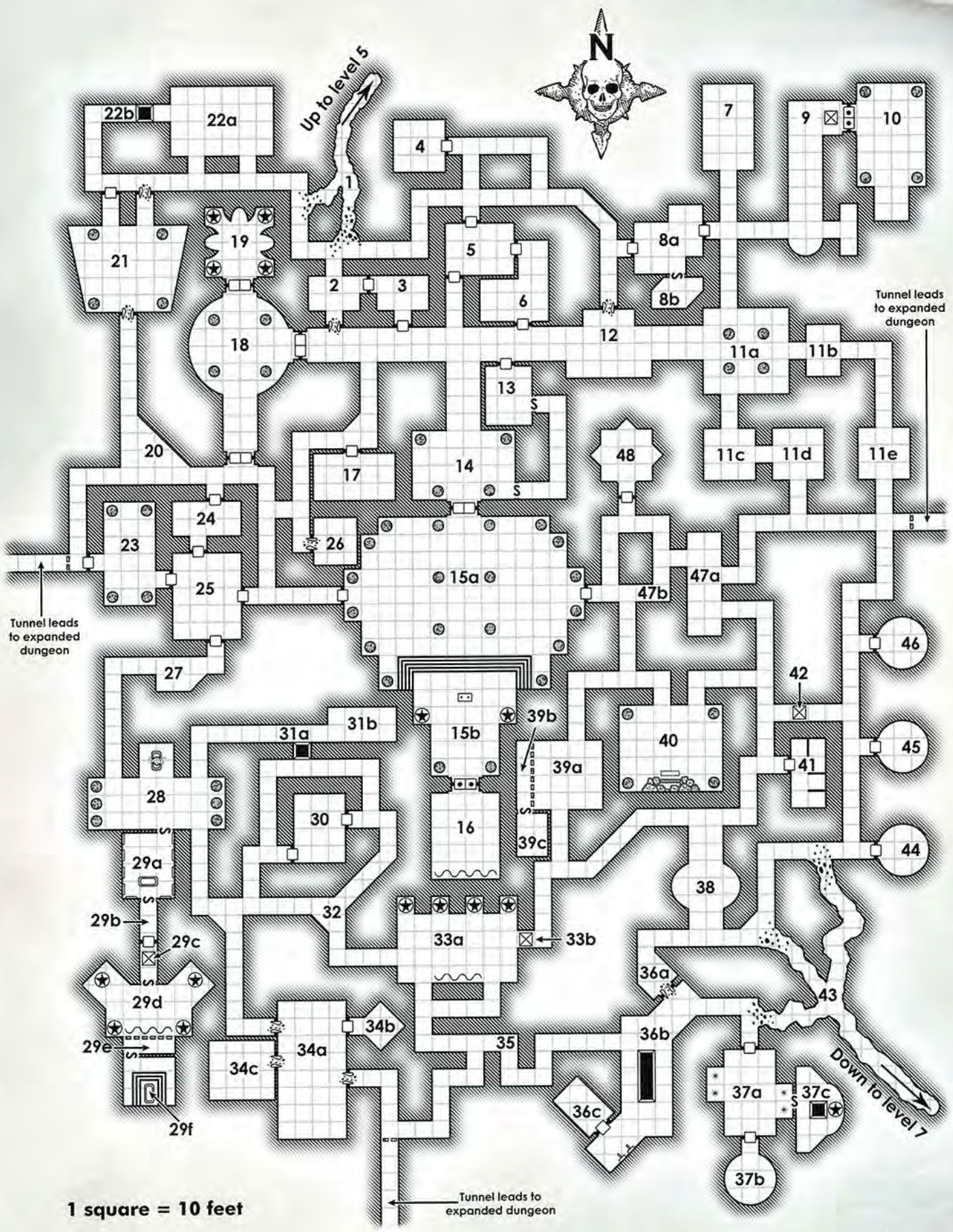
Monsters. Four **duergar** are rooting through the collected works, and a single **cloaker** lurks in the shadows of the vaulted ceiling.

Ladders. Sliding iron ladders on rails allow access to the tallest shelves, which top out at 15 feet high.

Desks. Two rows of stone desks and chairs face the entrance. The tops of the desks are angled slightly and have inkwells carved into them.

Caught off guard by the arrival of visitors, the duergar instinctively enlarge themselves and attack. If two duergar fall in battle, the survivors turn invisible and flee to area 12 while the cloaker covers their escape.

The holy texts and scrolls in this room are brittle and fall apart easily. Most of the manuscripts describe the day-to-day religious observations of the priests of Dumathoin. A character who spends at least 1 hour poring over the archives can, with a successful DC 15 Intelligence check, discern the location of the temple of Dumathoin (area 15). The character also gains advantage on ability checks to find secret doors on this level.



Map 6: Lost Level

8. Park-and-Ride

The duergar searched area 8a for treasure but didn't find anything of interest. They also failed to detect the secret door to area 8b.

8a. Donkey Dummies

Frescoes. The walls are carved with frescoes depicting dwarves defending their mountain homes against ankhegs, purple worms, umber hulks, and other burrowing monsters. (Hidden behind a fresco of a dwarf battling a bulette is a secret door that leads to area 8b.)

Wooden Donkeys. Standing around the room are five crude wooden constructs resembling donkeys. Each of these magic dummies has a body made of a wooden keg turned on its side. A head and neck made of wood and sackcloth is attached to one end of the keg. At the other end is a tail made from a straw broom. Each keg is held up by four 2-foot-long peg legs.

When a Small or Medium humanoid sits atop a wooden donkey, it moves and attacks as directed by its rider. Each donkey has the statistics of a **mule**, with these changes:

- The wooden donkey is a construct with blindsight out to a range of 30 feet. It is blind beyond this radius.
- Without a rider, the wooden donkey is incapacitated.
- It has immunity to poison damage, and it can't be blinded, charmed, frightened, paralyzed, petrified, or poisoned.

8b. Arch Gate to Level 9

A stone arch embedded in the south wall is engraved with images of beholders, flumphs, and stirges. The arch is one of Halaster's gates (see "Gates," page 12). Its rules are as follows:

- If a creature flies or levitates within 5 feet of the arch, the gate opens for 1 minute.
- Characters must be 10th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 13b on level 9, in the closest unoccupied space next to the identical gate located there.

9. Mustering Hall

Decor. Blunted picks hang with shields every 10 feet along the walls.

Double Door. Dwarvish runes for strength and safety are etched in the floor in front of the double doors to the east.

The doors to area 10 are locked, and the key to unlock them can be found in area 25. Characters who don't have the proper key can open the double door using a *knock* spell or similar magic. It can also be forced open with a successful DC 30 Strength (Athletics) check. The lock on the doors can be picked by a character who makes a successful DC 15 Dexterity check using thieves' tools.

Pit Trap

In front of the double door, situated between the Dwarvish runes carved into the floor, is a hidden 20-foot-deep pit that opens if the lock on the doors is successfully picked. The cover of the pit can be spotted by a character who searches the floor for traps and succeeds on a DC 20 Wisdom (Perception) check. The pit automatically closes again if the double doors are relocked.

The pit is filled with a corrosive gas that billows up through tiny holes in its floor. Any creature standing before the double doors when the pit opens must succeed on a DC 15 Dexterity saving throw or fall in, taking 7 (2d6) bludgeoning damage from the fall and 10 (3d6) acid damage from the gas. A creature in the pit takes the acid damage again at the start of each of its turns.

The pit's sheer walls can't be climbed without the aid of climbing gear or magic.

10. Royal Armory

The double doors to this room are locked but easily opened from the inside. The key to the lock is found in area 25. The features of this room are as follows:

Quartz Pillars. Four glowing quartz pillars cast bright light throughout the room.

Mannequins. Twenty dwarf-sized wooden mannequins stand in two rows of ten in the middle of the room.

Racks. Stone racks mounted on the west and east walls hold battleaxes and war picks.

Arch. Set into the back of a deep alcove to the south is a stone arch engraved with images of dancing dwarves.

Arch Gate to Level 5

The arch in the south alcove is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- Standing within 5 feet of the arch and imitating the moves of the dancing dwarves carved into it causes the gate to open for 1 minute. The dance requires 1 minute to perform.
- Characters must be 8th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 9 on level 5, in the closest unoccupied space next to the identical gate located there.

Armor and Weapons

The racks contain a total of twenty suits of dwarf-sized scale mail, twenty battleaxes, twenty war picks, and twenty steel shields emblazoned with the symbol of Dumathoin. All the equipment is in excellent condition.

The mannequins are all fitted with suits of scale armor and steel shields in good condition.

11. King's Walk

This interconnected series of rooms tells the story of King Melair's life in art. The duergar have looted each chamber.

11A. Training Years

Pillars. Stone pillars support a series of stone arches beneath a 30-foot-high domed ceiling.

Frescoes. Stone panels set into the walls bear frescoes and Dwarvish runes.

The frescoes chronicle the birth of Melair, a common shield dwarf, and his early years struggling as a brewer, metalsmith, and stonecarver.

11B. Prospecting Years

Frescoes. Stone panels set into the north and south walls bear frescoes and Dwarvish runes.

Displays. Three objects are displayed on stone blocks in the middle of the room, each encased under glass. A fourth display has been plundered, its glass broken and its object stolen.

Three historical objects are on display here—a rusty iron trowel that Melair used to spread mortar, the claw of a wyvern, and an orc's split helm. (The duergar stole the fourth item, a golden gauntlet of elven design. It can be found in area 15a.)

The frescoes depict Melair's early exploits as a prospector: building a bridge over a river, meeting his first elf, prospecting for ore and gems in caves and foothills, hiding from orcs, and fighting a wyvern. In each scene, he is joined by a small company of dwarf prospectors.

11C. Coronation

Frescoes. Stone panels set into the west and south walls bear frescoes and Dwarvish runes.

Pedestals. Six stone pedestals stand before the frescoes, surrounded by shattered glass.

The frescoes show Melair, a shield dwarf prospector, discovering veins of mithral under a mountain and sharing the wealth with "kith and kin." It shows dwarves flocking to the Underhalls of Melairbode, the subsequent formation of the Melairkyn clan, Melair's coronation as king of the clan, and the gifts given to the newly acclaimed king by various dwarf families in attendance.

The duergar smashed the glass cases atop the pedestals and stole all the items on display. The items here were gifts given to King Melair during his coronation—the same gifts represented in the frescoes. Characters who examine the frescoes can ascertain what was stolen: a gem-studded cloak, an onyx smoking pipe, a fist-sized diamond, a red crystal tankard, and a golden belt with an obsidian buckle and studs. (These items can all be found in area 15a.)

11D. Cradle and Crown

Frescoes. Stone panels set into the north and east walls bear frescoes and Dwarvish runes.

Bier. Resting atop a marble bier in the middle of the room is a carved stone rocking cradle.

The frescoes depict Melair spending time with his wife, their children, and their children's descendants.

The cradle weighs 500 pounds and is an art object worth 2,500 gp. It contains a 2-foot-long statue of a swaddled dwarf infant sleeping soundly. A *detect magic* spell reveals an aura of transmutation magic around the statue of the dwarf infant.

Treasure. If the infant statue is removed from the cradle, it transforms into a crystal crown (250 gp) that reflects color as a prism does. This crown is needed to activate two of Halaster's gates: on level 8 in area 18b and on level 11 in area 11a.

11E. Life in Undermountain

Stone panels set into the west and east walls of this 20-foot-high room bear frescoes and Dwarvish runes that tell of King Melair's obsession with mithral. The discovery of vast veins of that metal in the Seadeeps (beneath what is today Mount Waterdeep) is recorded, as is Melair's determination to rid Undermountain of its infestations of beholders, duergar, and drow.

When the characters first enter this room, ghostly orbs of light arranged like the eyes of a beholder appear in the middle of the room. This spectral display is one of Halaster's harmless regional effects (see "Halaster's Lair," page 311) and lasts for 1 minute.

12. Mithral Thieves

Any creatures that escaped from area 7 regroup here and will make a final stand in this area, the features of which are as follows:

Wall Carving. The south wall bears a lavish carving of a mountain, beneath which a large stylized eye looks down on a line of dwarf warriors.

Monsters. Five enlarged **duergar** occupy the 10-foot spaces in front of the carving, examining the mithral filigree. Two **xorn** stand watch in the middle of the hall, feeding on discarded mithral fragments.

Broken Door. The door to the north has been reduced to rubble, creating an open passageway.

The occupants of this area are tenuous allies. The duergar attack anyone they don't recognize, and the xorn assist as best they can. If the duergar are defeated, the xorn disengage from combat on their next turn and flee by burrowing into the walls. If the xorn escape, the characters can encounter them again in other nearby chambers at your discretion. The xorn become indifferent toward characters who feed them gems and precious metals.

Treasure

The carving on the south wall is inlaid with mithral filigree. Ambitious characters can strip a total of 20 pounds of mithral from the walls. One character can strip 1 pound of mithral in 15 minutes. Each pound of the metal is worth 50 gp.

13. High Priest's Chambers

The duergar ransacked this room but left a few treasures behind. The room has the following features:

Furnishings. Scattered about the room are the remains of a bed, an armoire, a desk, and a chair.

Scrolls. Heaped around the broken desk are hundreds of torn-up scrolls all bearing religious sermons.

Secret Door. A secret door in the east wall opens into a dusty, cobweb-filled corridor that connects to area 14. (Characters inside the tunnel can spot the secret door at either end of it without having to make a check.)

Treasure

A *spell scroll* of *mass cure wounds* is buried under the pile of torn-up sermons next to the desk. A character who searches the pile finds it automatically.

14. Grand Vestibule

Rough Walls. The walls of this area are roughly hewn to give the room a cavern-like appearance.

Quartz Pillars. The glow from four quartz pillars reflects off flecks of quartz embedded in the walls.

Engraved Doors. The double doors to the south are engraved with the image of a mountain with a gem-shaped indentation at its core (the symbol of Dumathoin). The edges of the indentation serve as handles that enable the doors to be pulled open.

Secret Door. A secret door in the east wall opens into a dusty, cobweb-filled corridor that connects to area 13. Characters inside the tunnel can spot the secret door at either end of it without having to make a check.

The first time a creature passes between the quartz pillars to the north, a booming, disembodied voice says in Dwarvish, "Neither secrets nor treasures shall ye find! Turn back! Ye are not welcome here!" Characters who have heard Halaster speak recognize the voice as his. Once all creatures leave this area, the magical warning resets.

15. Temple of Dumathoin

This huge chamber has been sculpted to resemble a cavern with a 30-foot-high vaulted ceiling.

15a. Nave

Monsters. Eight **duergar** plus their leader, a half-shield dwarf, half-duergar named Skella Ironeye, are scattered throughout the area. Two **cloakers** flap above them, circling the nave at a height of 20 feet. The cloakers consider the duergar their allies.

Quartz Pillars. Glowing quartz pillars stand around the temple perimeter, carved to look like natural columns. The glowing pillars have the appearance of buttresses, but only the four stone pillars in the middle of the nave support the roof.

Dais. At the south end of the temple, stone steps climb 10 feet to a golden marble dais (area 15b).

Although her mother was a shield dwarf, Skella has the statistics of a **duergar** with 40 hit points. She has also attuned to a magic dagger that gives her blindsight out to a range of 30 feet (see "Treasure" below).

When Skella and her duergar subordinates climbed to the top of the dais, the altar there released a clay golem that attacked them (see area 15b). Four duergar were smashed to a pulp before Skella realized that their weapons were having no effect on the golem. She ordered her remaining forces to fall back, whereupon the golem withdrew to the altar once more.

Skella is prepared to let the adventurers take a crack at defeating the golem, so that she can find out what lies beyond the basalt doors. When the characters arrive, she tries to forge a truce with them, promising them safe passage through the Lost Level if they defeat the golem and depart the temple. Being lawful, she is inclined to uphold her end of the agreement as long as the characters don't cross her.

Treasure. Skella wears a gem-studded cloak fit for a king (worth 750 gp, and stolen from area 11c). Fastened to her belt in plain view is a small gold figurine of a female elf holding up a symbol of the sun (25 gp). This figurine is the key to opening the arch gate in area 27.

Tucked in a sheath strapped to Skella's right boot is a *dagger of blindsight*. The magic dagger was stolen from the hobgoblin warlord Azrok on level 3 and is the subject of a potential side quest (see "Legion of Azrok," page 43). This rare magic item requires attunement. A creature attuned to it gains blindsight out to a range of 30 feet. The dagger has a saw-toothed edge and a black pearl nested in its pommel.

Two other duergar carry treasures plundered from the other areas of this level in gray, soot-stained sacks. The sacks contain the other items stolen from area 11c—an onyx smoking pipe (75 gp), a fist-sized diamond (1,000 gp), a red crystal tankard (250 gp), an elf warrior's golden gauntlet (250 gp), and a golden belt with an obsidian buckle and studs (250 gp).

15b. Dais

Corpses. Four mutilated duergar corpses are sprawled on the steps of the dais.

Altar and Statues. A clay altar is flanked by 10-foot-tall statues of dwarves outfitted in ceremonial purple-and-gold armor and eyeless helms. (The statues are impressive-looking but harmless.)

Basalt Doors. At the back of the dais stands a set of double doors made of carved black basalt, flanked by two glowing quartz pillars. Above the double doors is a bas-relief carving of a mountain with a gem at its heart (the symbol of Dumathoin).

The altar is a block of clay 7 feet long, 4 feet wide, and 3 feet high. When any creature moves within 20 feet of it, an 8-foot-tall **clay golem** with dwarf-like proportions erupts from an extradimensional space inside the altar. The golem can exit or enter the altar as an action. The altar is impervious to damage.

The golem can't be reasoned with. It enters the altar again only if it perceives no threats on the dais. If it goes berserk, the golem abandons its role as guardian and leaves the dais in pursuit of fleeing creatures.

If the characters defeat the golem or lure it away, any duergar in the temple seize the chance to approach the black basalt doors and inspect them more closely.

Basalt Doors. These matte black doors are impervious to damage and held shut by a power that neither magic nor force can overcome. The doors appear to absorb all light, but a close inspection reveals Dwarvish inscriptions carved into them that translate as follows: "It is the will of the Keeper of Secrets under the Mountain that only the hand of the king may open these doors. Let all who enter gaze upon the heart of Melairbode and know the true power of dwarvenkind." Any character who succeeds on a DC 20 Intelligence (History) check knows that Melairbode is the name of the ancient dwarven realm beneath Mount Waterdeep, whose Underhalls were the foundations of Undermountain.

If the hand of a living or dead dwarf king is pressed against either door, both doors swing slowly inward, revealing area 16 beyond. (The characters can find such an appendage in King Melair's true tomb, area 29f.) If the doors are touched by anything other than the hand of a dwarf king, the symbol of Dumathoin above the double doors casts a *Bigby's hand* spell.

The shimmering hand created by the spell has 80 hit points and a +6 bonus to initiative. (See the spell description for the hand's other statistics.) On each of its turns, this hand flies up to 60 feet and makes one clenched fist attack against a random creature on the dais. The spell has a duration of 1 minute. It can be triggered repeatedly, though a new hand can't come forth until an existing one is gone.

16. Heart of the Mountain

The Melairkyn dwarves carved this 20-foot-high room out of the rock at the point they believed was the heart of their subterranean realm. The features of this room are as follows:

Door Handles. The black basalt doors leading to the dais (area 15b) have handles on this side and are easily pulled open from within.

Mithral Veins. Thin veins of mithral spread across the hewn walls, looking like gleaming cracks in the stone.

Tapestry. A huge tapestry depicting a dwarven kingdom under a mountain hangs from an iron rail and spans the south wall. The tapestry is so old that it begins to crumble if any attempt is made to handle or move it.

Mirror. A tall oval mirror is mounted on the east wall. Carved into its stone frame are dozens of lidless eyes and the following phrase in Common: "The gate cannot hide from those it cannot see."

While in this room, dwarf characters can sense the immense weight of the mountain gently pressing down on them and realize subconsciously that they can attune to this room as though it were a magic item. A *legend lore* spell or similar magic reveals that this room sits at the heart of the mountain and that the Melairkyn dwarves came here to learn secrets and receive divine guidance.

While attuned to the room and inside it, a dwarf can cast the *divination* spell at will. Answers provided by the spell come from an unknown source (perhaps the Keeper of Secrets under the Mountain, perhaps the mountain itself). Too many castings of the spell in a short amount of time can lead to false readings, as noted in the spell's description.

Creatures that finish a short or long rest in this chamber absorb some of the strength of the mountain around them and gain 10 temporary hit points, or 20 temporary hit points if the creature is a dwarf. Once a creature gains this benefit, it can't do so again until the next dawn, and then only after finishing a short or long rest.

Mirror Gate to Level 10

The mirror is one of Halaster's gates (see "Gates," page 12). Its rules are as follows:

- The gate opens for 1 minute when an invisible creature stands directly in front of the mirror.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 4b on level 10, in the closest unoccupied space next to the identical gate located there.

17. Priests' Study

This room was once a quiet study space for deacons of the temple, but it has been ransacked by the duergar. This area contains the following features:

Toppled Statuary. Statuettes that once stood in shallow niches along the walls lie toppled and shattered on the floor.

Smashed Diorama. An alabaster diorama that depicted a meeting between elves and dwarves has been smashed to pieces, along with the stone table on which it once rested.

Broken Desk. A stone desk has been broken in two, its chair knocked over and cracked.

18. Hemisphere of Horrors

This hemispherical chamber has a 30-foot-high domed ceiling and contains the following:

Guardians. Two **helmed horrors** of dwarven stature wield battleaxes instead of longswords and stand in front of the doors to area 19.

Quartz Pillars. The room is brightly lit by four quartz pillars.

The helmed horrors won't attack dwarves, including duergar, except in self-defense. They stand aside when approached by any dwarf, allowing those creatures to enter area 19 freely. Other creatures that approach the helmed horrors are attacked. The helmed horrors understand Dwarvish but can't speak.

19. Mountain Shrine

Statues. Four statues representing the dwarven deities Moradin (god of creation), Berronar Truesilver (god of hearth and home), Clangeddin Silverbeard (god of battle), and Marthammor Duin (god of exploration) stand in niches at the corners of this room.

Mouthpiece. Lying at the foot of Clangeddin Silverbeard's statue is a tiny, tapered cylinder of worked brass—the mouthpiece for the tuba in area 40.

20. Wall of Gemstones

Carved into the northeast wall is a fresco that depicts dwarves tossing gems into the mouth of a giant xorn.

Treasure

The gemstones in the fresco are real and can be pried from the wall with a knife or similar tool. Six banded agates (10 gp each), nine moss agates (10 gp each), four carnelians (50 gp each), three citrines (50 gp each), and an amethyst (100 gp) can be acquired.

21. Gem-Cutters' Workshop

An umber hulk barged into this room from the north and exited to the south, destroying two stone doors and much of the room. This area contains the following:

Quartz Pillars. Four quartz pillars fill this room with bright light.

Work Areas. Four work areas in the middle of the room meant for gem-cutting have been reduced to rubble.

A character who searches through the rubble can salvage one set of jeweler's tools.

22. Gem Extraction

Rocks containing gemstone deposits would be transported to this area to have the gems expertly extracted by the Melairkyn dwarves.

22a. Xorn Orts

Tables. Four 20-foot-long, 5-foot-wide, 3-foot-high stone tables stand in the middle of the room.

Xorn. Piles of broken rocks surround the tables, some as high as 6 feet. A **xorn** is picking through the rocks and licking the gem dust off them.

If it notices the characters, the xorn approaches them and demands gemstones and precious metals, speaking in Terran. The xorn can sense if the characters are carrying such treasure, and it attacks if its demands aren't met.

22b. Open Pit

The dwarves disposed of rocks by casting them into pits. When a pit became full, it was covered using *stone shape* spells and a new pit was created.

This open pit is 10 feet wide and 70 feet deep, but it's filled with rocks to a depth of 50 feet. Creatures knocked into the pit fall 20 feet, taking 7 (2d6) bludgeoning damage.

23. Stripped Room

Four quartz pillars illuminate this otherwise empty room. Temple guests used to be quartered here, but Halaster had the area stripped of its furnishings years ago.

24. Arch Gate to Level 2

Temple workers were once housed here, but Halaster had this chamber's furnishings destroyed. The room is now empty except for an arch gate set into the east wall (see "Gates," page 12). Carved into the arch gate's keystone is an image of a rust monster. The rules of this gate are as follows:

- Touching the arch with a nonmagical item made entirely of ferrous metal (such as an iron spike) reduces the item to powdered rust and opens the gate for 1 minute.
- Characters must be 6th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 20c on level 2, in the closest unoccupied space next to the identical gate located there.

25. Dwarven Den

Stone couches and tray holders occupy the northeast and southwest corners. Lying on the dusty floor beneath one of the couches is an iron key that unlocks the double doors to area 10. A search of the room reveals the key.

26. Sacred Spirits

Characters approaching this room hear a loud ruckus. The chamber's stone door has been smashed to rubble, and a hostile **umber hulk** is laying waste to the room. The hulk's tremorsense allows it to detect other creatures approaching on foot. When the characters get close, it crashes through the wall north of the doorway, hoping to surprise them.

The dwarves kept alcoholic spirits here. The beverages are long evaporated, and the umber hulk has pulverized the stone shelves, vats, and bottles that remain. Nothing here is salvageable.

27. Arch Gate to Level 4

Embedded in the south wall is an archway with six shallow, empty niches carved into it. The wall inside the arch is carved with a stylized image of a mountain with a sun above it.

The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If the elf figurine taken from Skella in area 15a is touched to the sun symbol, the gate opens for 1 minute.
- Characters must be 8th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 10 on level 4, in the closest unoccupied space next to the similar gate located there.

28. False Tomb

This chamber is dressed to fool treasure seekers into thinking they have found the tomb of the Melairkyn king. Its features are as follows:

Quartz Pillars. Six glowing quartz pillars fill the room with bright light.

Detritus. Rusted helms, shields, armor fragments, and weapons cover the floor. This detritus makes the entire room difficult terrain. (The arms and armor were fashioned by orcs, goblinoids, drow, duergar, and other enemies of the dwarves. No dwarven items can be found among the wreckage.)

Sarcophagus. A deep alcove in the north wall is mostly clear of metal wreckage and contains a shattered stone sarcophagus. Engraved in the back wall of the alcove is a Dwarvish inscription that reads, "Our king is with the gods. Here lie his bones."

Secret Door. A secret door in the south wall swings open into area 29a.

Dwarven bones are scattered around the smashed sarcophagus, but a character who studies the wreckage and succeeds on a DC 20 Intelligence (Investigation) check can tell that the scene has been cleverly staged to fool tomb robbers.

29. King Melair's Lost Tomb

The dwarves have left many surprises here to prevent tomb robbers from reaching their king's resting place.

29a. Second False Tomb

Ceiling. This tomb has a 10-foot-high, vaulted ceiling.

Sarcophagus. A black marble sarcophagus flecked with gold stands close to the south wall, its lid carved in the likeness of a dwarf king.

Crystal Panels. Ten glittering panels are set into the west, south, and east walls. Each panel is a 6-foot-tall, 3-foot-wide, 1-inch-thick rectangle of golden crystal, carved with the bas-relief image of a dwarf warrior clutching a battleaxe. (The panel in the middle of the south wall is set into a secret door that swings open into area 29b.)

The lid of the sarcophagus can be lifted by creatures with a combined Strength of 20 or more. Removing the lid triggers a *magic mouth* spell that admonishes interlopers in Dwarvish: "You dishonor our beloved king! May his tomb become yours as well!" After this warning, all ten battleaxes break free of their panels (whether on the walls or not; see "Treasure") and attack the tomb's interlopers. Use the **flying sword** statistics for each crystal battleaxe.

The sarcophagus contains tatters of a black shroud, the dust and bones of a nameless dwarf, and the bones of a mole that was accidentally sealed in with the dwarf's remains.

Treasure. The crystal panels can be carefully pried from the walls. Each panel weighs 50 pounds and is worth 500 gp, or 50 gp without its crystal battleaxe.

29b. First Interstitial Hall

This hall is choked with dust and cobwebs. It ends in an unlocked door that opens into the next hall.

29c. Second Interstitial Hall

This hall is choked with dust and cobwebs. It ends in a blank wall that holds a hidden secret door. The secret door is locked, and the mechanism to unlock it is located at the bottom of a hidden pit.

Pit Trap. The pit in this hall is 10 feet wide and 30 feet deep. A character who searches the floor for traps and succeeds on a DC 20 Wisdom (Perception) check spots the trap. When a weight of 50 pounds or more is placed on the cover of the pit trap, the cover swings open like a trapdoor, causing any creature standing on it to fall in and take 10 (3d6) bludgeoning damage. The pit remains open for 1 minute; then its cover rises up on hidden springs and snaps shut. A successful DC 20 Strength check can pry the pit open. Hammering spikes or pitons into the edge of the pit's lid prevents it from opening.

A character in the pit can disable the spring mechanism from the inside with a successful DC 15 Dexterity check using thieves' tools, as long as the character can reach the mechanism at the top of the pit and can see.

Hidden among the flagstones on the pit's floor is a stone button that, when pressed, unlocks the secret door to area 29d. A character who searches the bottom of the pit can find the button with a successful DC 12 Wisdom (Perception) check.

29d. Gods and Demons

Statues. Watching over this chamber are four 9-foot-tall stone statues of imperious dwarves.

Tapestry. Hanging on the south wall between the statues of Moradin and Berronar is a thick tapestry depicting King Melair, his adamantine war pick in hand as he battles a purple worm. (The tapestry is too moldy and frayed to be worth anything.)

Magic Wall. The wall behind the tapestry is a magical conjuration. It doesn't detect as such under the scrutiny of a *detect magic* spell, but it vanishes if targeted by a successful *dispel magic* spell (DC 16). It also ceases to exist while contained in the area of an *antimagic field* spell. It otherwise looks and feels solid.

The statues represent the dwarven deities Moradin (god of creation), Berronar Truesilver (god of hearth and home), Clangeddin Silverbeard (god of battle), and Marthammor Duin (god of exploration). A demon is trapped in each statue (see "Trapped Demons" below).

Each statue is a Large object with AC 15, 100 hit points, and immunity to poison and psychic damage. Toppling a statue requires a successful DC 22 Strength (Athletics) check. A statue that topples or takes 10 or more damage cracks enough for the demon inside to erupt in a cloud of reeking black mist. It then coalesces into its true form in the nearest unoccupied space.

Trapped Demons. The Melairkyn dwarves trapped four demons in the statues after attempts to banish the fiends failed—a **barlgura** in the statue of Moradin, a **hezrou** in the statue of Berronar, a **vrock** in the statue of Clangeddin, and a **glabrezu** in the statue of Marthammor. Over the centuries of its confinement, the glabrezu has learned how to telepathically contact creatures in this room. Using its telepathy, it tries to trick an interloper into freeing it. Though the other three demons have telepathy, they are not powerful enough to use the ability while trapped in their statues.

The glabrezu makes telepathic contact with one character at random, congratulating that character on making it this far and claiming to have the knowledge and power to reveal the way to King Melair's true tomb. It promises (truthfully) to do so in exchange for its release from captivity. If the glabrezu is released, it casts *dispel magic* on the wall behind the tapestry, granting access to areas 29e and 29f, then lets the characters desecrate King Melair's tomb before it attacks them. If it needs allies, it knocks over more of the statues to free the other demons. These weaker demons obey the glabrezu for as long as it benefits them to do so.

If the first character it approaches refuses to help the glabrezu escape, it makes contact with each of the other party members in turn. If it realizes none of the characters can be swayed, it screams vile epithets and vows to destroy them whenever it is set free.

29e. Hidden Alcove

A secret door in the back wall of the alcove opens into area 29f.

29f. True Tomb

A stone dais supports the true sarcophagus of King Melair—a perfectly cut slab of white marble with the name "Melair" etched in silver atop it in Dwarvish lettering. The lid of the sarcophagus can be lifted by creatures with a combined Strength of 20 or more.

Treasure. Inside the sarcophagus is the mummified corpse of the dwarf king, clad in burial robes and clutching an adamantine war pick. A *sentinel shield* bearing the symbol of Dumathoin rests atop the king's legs.

Characters who sever one of the king's desiccated hands can use it to open the basalt doors in area 15.

30. Mummification Chamber

Stone Block. In the middle of the room rests a granite block 8 feet long, 3 feet wide, and 2 feet tall.

Urns. Sixty limestone urns rest in dusty wall niches.

The dwarves once mummified their dead atop the stone block, which has shelves built into its sides. The funeral wrappings and embalming fluids once held here have either turned to dust or been destroyed.

Each limestone urn is sealed with wax. An urn contains the desiccated internal organs of a dead dwarf, removed during mummification.

31. Rest Area

This empty, dead-end area makes a good place for the characters to rest.

31a. Open Pit

A 10-foot-wide, 20-foot-deep pit stands open between parallel corridors to the north and south. The springs that held the pit's cover shut have rusted to the point of malfunction, exposing the trap.

31b. Empty Room

Once used as quarters by Undermountain engineers, this room now contains nothing but dust.

32. False Halaster

The characters encounter an invisible, wandering **gray slaad** here. The slaad serves Halaster willingly and is tasked with killing adventurers on sight. Using its Shapechanger trait, the slaad has assumed Halaster's appearance, which becomes apparent when it swings its greatsword and ceases to be invisible.

33. Ghohlbrorn's Grave

The Dwarvish word for bulette is "ghohlbrorn," and one of King Melair's greatest battles was fought against such a creature. After defeating the bulette, the king had its body animated to serve as an undead guardian.

33a. Tomb of the Ghohlbrorn

This chamber has a flat, 30-foot-high ceiling and 10-foot-high tunnels exiting it to the west, south, and east.

Statues. Alcoves to the north hold four identical statues, each one bearing the likeness of a 10-foot-tall dwarven king of stern visage.

Hidden Grave. The 20-foot-by-30-foot section of floor in the middle of the room is covered with breakaway stone tiles. (These tiles cover a grave.)

Tapestry. A torn tapestry hangs from an iron rod mounted to the south wall. The tapestry depicts King Melair and his guards fighting a bulette in a gem-encrusted cavern.

Any character who has the Stonecunning trait notices the breakaway section of floor immediately (no check required). Others who search the floor for traps notice the breakaway tiles with a successful DC 15 Wisdom (Perception) check. Beneath the breakaway stone tiles, an earth-filled cavity holds an undead bulette. Once all four exits are blocked by the statues, the undead bulette erupts from the floor and attacks all creatures in the room. This creature is a **bulette**, with these changes:

- It is undead and has 125 hit points.
- It has vulnerability to radiant damage, resistance to necrotic damage, and immunity to poison damage and the poisoned condition.

If it has nothing to attack, the undead bulette burrows back down into its earthen cavity.

33b. Spiked Pit

This hidden pit is 10 feet wide, 30 feet deep, and lined with adamantine spikes. A character who searches the floor for traps and succeeds on a DC 15 Wisdom (Perception) check spots the trap.

When a weight of 50 pounds or more is placed on the cover of the pit trap, it swings open like a trapdoor, causing any creature standing on it to fall in. The creature takes 10 (3d6) bludgeoning damage from the fall and 11 (2d10) piercing damage from the spikes. The pit remains open for 1 minute; then its cover rises up on hidden springs and snaps shut. A successful DC 20 Strength check can pry the pit open. A character in the pit can try to disable the spring mechanism from the inside with a successful DC 15 Dexterity check using thieves' tools, provided that the mechanism can be reached and the character can see it.

34. Refectory Rampage

The doors leading to this section of the dungeon have been smashed to pieces, and characters approaching the area can hear large creatures wreaking havoc within.

34a. Temple Refectory

Umber Hulks. Two **umber hulks** stomp about the room. They attack other creatures on sight.

Wreckage. Smashed dining tables and benches create a makeshift obstacle course and provide cover.

Arch Gate to Level 12. A stone arch is embedded in the middle of the south wall.

The arch is one of Halaster's magic gates (see "Gates," page 12). Carved into its keystone is an image of a hand pouring ale from a flagon. Its rules are as follows:

- If one pint or more of any liquid is poured on the floor within 5 feet of the arch, the gate opens for 1 minute.
- Characters must be 12th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 9d on level 12, in the closest unoccupied space next to the identical gate located there.

34b. Arch Gate to Level 8

This room is empty except for an arch embedded in the northeast wall. This arch is one of Halaster's magic gates (see "Gates," page 12). The space inside the arch bears a bas-relief of a female dwarf standing with her eyes closed. A large keyhole is carved into the head of a stone hammer she clutches to her chest. The rules of this gate are as follows:

- If the stone key from area 14a on level 2 is inserted into the keyhole, the bas-relief and the key vanish as the gate opens for 1 minute. When the gate closes, the bas-relief reappears, and the key is ejected from its keyhole.
- A character can open the gate without the stone key by using an action to pick the lock, requiring a successful DC 20 Dexterity check using thieves' tools. On a failed check, the dwarf's eyes open and shoot forth beams of light. Each creature within 10 feet of the arch must make a DC 16 Dexterity saving throw, taking 22 (4d10) radiant damage on a failed save, or half as much damage on a successful one.
- Characters must be 10th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 3 on level 8, in the closest unoccupied space next to the identical gate located there.

34c. Scullery

This room contains the smashed remains of a preparation table, a dishwashing station, and a stone cabinet. Scattered across the floor are pots, pans, and utensils, all corroded and worthless. A water pump to the northwest has survived the umber hulks' rampage, but it is rusted and no longer draws water.

35. Black Cloak

Halaster has created a regional effect in this corridor (see "Halaster's Lair," page 311). As the characters come around the corner, they see a billowing black cloak moving away from them, as if it were being worn by an invisible creature. Created by a *minor illusion* spell, the cloak is silent and moves away from the party at a speed of 30 feet. It disappears upon entering area 33a, 34a, or 36b, or if it is dispelled.

36. Temple Maintenance

This corner of the dungeon was originally set aside for dwarf engineers and maintenance workers.

36a. Service Entry

This corridor ends at a smashed door.

36b. Trash Compactor

Open Pit. In the middle of the floor is a 10-foot-wide, 30-foot-long, 20-foot-deep pit with a fine layer of dust and rubble on its floor.

Levers. Two stone levers protrude from the wall opposite the door to area 36c. Dwarvish runes are inscribed above each lever.

The pit is a trash compactor designed to flatten garbage into sheets that can be easily carted away and disposed of.

The first lever is currently in the up position and has the word "Crush" inscribed above it. Moving this lever to the down position causes the pit's east and west walls to close together, crushing anything between them. Raising the lever causes the walls to retract. Any creature or object crushed between the walls takes 44 (8d10) bludgeoning damage and is restrained by the walls until they retract.

The second lever is currently in the down position and has the word "Lift" inscribed above it. Moving this lever to the up position raises the stone floor of the pit to the level of the floor in the room. Neither this lever nor the pit floor can be raised while the pit walls are closed.

36c. Arch Gate to Level 3

Arch. An arch is embedded in the northwest wall. Its keystone is carved to show a gold dragon wyrmling with its mouth open.

Slaad. Two invisible **gray slaadi** in their natural forms flank the arch. The slaadi are Halaster's willing servants and attack anyone who approaches the arch or emerges from it, becoming visible as they do so.

Bunk Beds. Four stone bunk beds are pushed against the long walls of the room.

The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- The gate opens for 1 minute when a gemstone worth at least 100 gp is placed in the dragon's mouth. This act causes the mouth to animate, chomp down on the gem, and destroy it.
- Characters must be 7th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 21p on level 3, in the closest unoccupied space next to the identical gate located there.

37. Showers and Sauna

Temple workers came here to shower and bathe.

37a. Showers

Benches. Black marble benches stand in the middle of this marble-tiled room.

Showers. Alcoves in the west and east walls have rusted iron shower heads protruding from the ceiling. A rusty pull chain hangs near each shower head, and

each alcove has drain holes in the floor. The showers draw cold water from an underground river.

Secret Door. A secret door in the back of the east alcove opens into area 37c.

37b. Sauna

Heating Tank. Heat billows from vents built into the sides of an 8-foot-tall, 5-foot-diameter cylindrical copper tank in the middle of the room. A copper pipe extends upward from the tank and disappears into the ceiling. A **fire elemental** rages inside the tank.

Iron Wheel. A small iron wheel protrudes from the wall just inside the door.

Benches. Black marble benches hug the wall.

When cold water from an underground river is fed into the tank through the pipe, the fire elemental turns the water into steam. The steam billows out through vents in the cylinder's sides, making the room into a sauna.

The tank is a Large object with AC 11, 45 hit points, and immunity to fire, poison, and psychic damage. If the tank takes more than 10 damage, the elemental escapes and attacks all other creatures it encounters until it is destroyed.

Rust has caused the iron wheel to seize up, and it takes a successful DC 15 Strength (Athletics) check to turn it. Turning the wheel clockwise sends water pour ing down the pipe and into the tank.

37c. Hidden Shrine of Abbathor

This shrine to Abbathor, the dwarven god of greed, was built without the knowledge of the temple priests. It contains the following features:

Statue. Facing the secret door is an 8-foot-tall statue of a pig-eyed male dwarf sitting on a throne. Eight gemstones are embedded in the stone rings the dwarf wears on its steepled fingers.

Open Pit. In front of the statue is a 10-foot-deep open pit whose bottom is set with spring-loaded iron jaws, around which are chunks of rock and dwarven bones.

A temple acolyte found this shrine but failed to notice the pit, which was hidden under a false stone floor. When the false floor broke apart underfoot, the dwarf fell into the snapping iron jaws below. The false floor was never replaced, nor was the acolyte's body removed. The spring-loaded iron jaws rusted and froze over time.

Treasure. The dwarf had a peg leg made of mithral (75 gp) but nothing else of value.

The gemstones set in the statue's stone rings include two sardonyxes (50 gp each), two zircons (50 gp each), an amethyst (100 gp), two garnets (100 gp each), a spinel (100 gp), and a tourmaline (100 gp). They can be easily pried loose.

38. Wide Alcoves

This hall is flanked by two empty, semicircular alcoves.

39. Temple Reliquary

The dwarves kept many precious relics here.

39a. Despoiled Gallery

The duergar have destroyed the relics on display here, including statues atop pedestals, stone tablets on easels, and elaborate dioramas on tables. All that remains are heaps of broken stone.

Illusory Wall. The west wall of the room is an illusion without substance. It vanishes if targeted by a successful *dispel magic* spell (DC 16), and creatures and objects can pass right through it.

39b. Jade Staff Fragments

Display Niches. Four pieces of a shattered jade staff are encased behind glass in niches evenly spaced along the west wall. Each niche is 4 feet tall, 1 foot wide, 1 foot deep, and lit with ambient magical light.

Secret Door. A secret door in the south wall opens into area 39c.

The glass encasing each niche is easily broken, allowing access to the fragment inside. Shattering the glass in a niche causes the light in that niche to go dark.

Treasure. The jade staff is presently broken into five 1-foot-long pieces—the four that Halaster placed on display here, plus a fifth piece he cast away. A *detect magic* spell reveals no magical auras around the staff fragments. Each of the staff's five pieces is worth 100 gp for the jade alone. The missing piece is the middle section of the staff, currently in the clutches of a bullywug (see level 8, area 19c). Pieces one and two (the top two sections of the staff) can be restored to a single section with a *mending* cantrip, as can pieces four and five (the bottom two sections).

If the fifth piece is found, the entire staff can be restored with *mending* cantrips; each casting of the spell repairs one break in the staff. If the staff is made whole, it transforms from an object into an animated jade serpent that has the statistics of a **giant poisonous snake**, with these changes:

- The serpent is a construct that understands and obeys whoever was holding the staff when it transformed.
- It has immunity to poison damage and the poisoned condition. It doesn't require air, food, drink, or sleep.
- When it drops to 0 hit points, roll a d6. On a roll of 1, the snake turns to dust and is destroyed. On any other roll, it changes back into a staff and breaks into 1d4 + 1 pieces that must be magically mended before the staff can be used again.

39c. Mornhyld's Bones

Bones. A dwarven skull and twelve rotted bones swirl gently around each other in midair in the middle of the room.

Debris. On the floor beneath where the bones are circling lies a shattered stone coffer.

Niche. Carved into the west wall is an empty niche. (The coffer once rested here.)

A dwarf priest named Mornhyld Crystalmantle bound her spirit to Undermountain for eternity. Most of her bones turned to dust long ago. What's left of the dwarf floats above the shattered coffer, courtesy of Halaster's magic. Casting a successful *dispel magic* spell on the bones (DC 16) ends the effect and causes the skeletal remains to clatter to the floor.

Mornhyld's disembodied spirit can sense when any humanoid moves within 5 feet of the bones, and it immediately tries to possess that creature. The target must succeed on a DC 18 Charisma saving throw or become possessed by Mornhyld. While possessed, the target is incapacitated and loses control of its body, though it retains its awareness. The possession lasts until the target's body drops to 0 hit points, the target leaves the room, Mornhyld's spirit ends the effect as a bonus action, or the spirit is forced out by an effect such as the *dispel evil and good* spell. The creature is immune to the spirit's possession for 24 hours after succeeding on the saving throw or after the possession ends.

If Mornhyld's spirit fails to possess a creature, it can try to possess another creature on its next turn. The spirit has a +1 bonus to initiative.

Mornhyld's spirit requires a host body before it can communicate. While possessing a humanoid, it uses that host to share the following secrets, doing so in the course of a brief conversation:

- "The heart of the mountain is sealed behind doors of black basalt that only a dwarf king can unlock. In the mountain's heart, you'll find your own greatness." (See area 15.)
- "When you enter a room, speak the word 'xunderbrok' for all to hear. You might be rewarded." (Characters who understand Dwarvish know that the word means "secret trove.")
- "Demons invaded our temple, but we trapped them in statues on this level. Beware them." (See area 29d.)

40. Music Hall

Characters who make no effort to conceal their approach alert the creatures in this 20-foot-high vaulted chamber, which is carved out of solid rock. The room contains the following:

Quartz Pillars. Glowing quartz pillars stand in the corners of the room.

Duergar. Two **duergar** are inspecting a stone arch embedded in the center of the east wall.

Instruments. Protruding from the south wall is an organ whose pipes are carved out of stalagmites. Its bench and keys are made of polished gold and black marble. Two large copper kettle drums stand against the west wall. Resting atop them is a shiny brass tuba.

The duergar have taken a break from looting to inspect the arch in the east wall. They turn invisible if they detect other creatures approaching, then move up behind the pillars to the north to take stock of the new arrivals. Then they sneak off to area 15a to alert the duergar there. They avoid confrontation in this room. In addition to their weapons and armor, these duergar have treasure (see "Treasure" below).

Arch Gate to Level 11

The arch embedded in the east wall is one of Halaster's magic gates (see "Gates," page 12). Carved into the arch's keystone is a hand-shaped indentation with a sigil representing magic scribed into the palm. The rules for this arch are as follows:

- Casting the *mage hand* cantrip and pressing its spectral fingers into the keystone's indentation opens the gate for 1 minute.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 2b on level 11, in the closest unoccupied space next to the identical gate located there.

Instruments

Any inspection of the room allows the characters to examine the instruments more closely.

Brass Tuba. This bulky instrument is missing its mouthpiece, which characters can find in area 19. Without it, the tuba can't produce its deep, distinctive sound. The tuba is worth 30 gp and weighs 30 pounds.

Kettle Drums. When struck, these two copper drums make a thunderous booming sound. Each drum is worth 50 gp and weighs 100 pounds.

Stalagmite Organ. This monstrous pipe organ produces deep, earthy tones from its hollow stalagmites when its stone pedals are pumped and its marble keys are played. The music of the organ not only fills this room but also magically sounds throughout the temple (area 15), alerting the creatures there. If duergar are still present in the temple, four of them are sent to investigate the disturbance in this area and silence the music. The organ's stalagmites were part of the cavern from which this room was hewn, and thus they blend seamlessly with the surrounding floor and wall.

Treasure

Each duergar carries a sack of stolen items. One sack contains a silver figurine of an ox (25 gp), a tiny mithral bell (25 gp), and a pewter flagon sculpted in the shape of a gold dragon with amethysts for eyes (250 gp). The other sack contains a small trapezoidal mirror set in an onyx frame (25 gp) and a leather eye patch with a bloodstone (50 gp) sewn into it.

41. Privies

This room is divided into four stone privies with holes cut into their floors and long-disused lavatory pits below. An invisible **gray slaad** lurks in the privy to the south. It attacks anyone who searches or uses its privy.

42. Hidden Pit

A breakaway stone floor in this corridor conceals a 10-foot-wide, 20-foot-deep pit. A character who searches the floor for traps and succeeds on a DC 20 Wisdom (Perception) check spots the irregular floor tiles. When a weight of 20 pounds or more is placed on the floor, it

collapses, causing any creature standing on the pit to fall in and take 7 (2d6) bludgeoning damage.

In addition, a *glyph of warding* spell cast on the floor of the pit detonates when a creature falls in. When triggered, the glyph erupts with magical energy, and each creature in the pit must make a DC 22 Dexterity saving throw, taking 36 (8d8) fire damage on a failed save, or half as much damage on a successful one.

43. Umber Hulk Tunnels

These 8-foot-high tunnels were created by the umber hulks in area 34. The three tunnels converge into one that descends as it travels southeast, eventually reaching level 7. All the tunnels are strewn with debris.

44. Acolytes' Quarters

This circular room has a domed ceiling 30 feet high and contains the following features:

Furnishings. Six stone beds rest with their headboards against the walls. A shallow niche stands empty above each bed. At the foot of each bed is a stone chest that has been smashed open.

Smashed Statuary. Alabaster statuettes of dwarf kings lie smashed on the floor. (The statuettes once stood in the wall niches. The duergar destroyed them, then broke into the chests and looted them.)

45. Acolytes' Quarters

This room has the same features as area 44.

46. Blasted Chamber

The walls and floor of this 30-foot-high domed chamber have been blackened by fire, and the room's furnishings appear to have been incinerated. Charred bits of wood and stone lie strewn about the floor.

Any character who examines the room and succeeds on a DC 20 Intelligence (Investigation) check realizes that some sort of magical conflagration caused the damage, and that it started in the middle of the room. There is nothing to indicate what triggered the devastation.

47. Halls of the Faithful

Devotees of Dumathoin once walked these halls to get from their quarters to the temple. Now, Halaster's guardians and magic haunt these areas.

47a. Arch Gates to Levels 13 and 18

Corpses. The corpses of two duergar (one male, one female) lie sprawled in the center of the room.

Arch Gates. Two stone arches are embedded in the walls, one to the north and the other to the south.

Stalkers. Halaster placed two **invisible stalkers** here. They attack any creature that approaches within 10 feet of either gate or that emerges from a gate.

The male duergar was killed first by the invisible stalkers. His companion came looking for him minutes later and met the same fate. Both duergar wear dull gray scale armor. Their iron shields, war picks, and javelins lie nearby. They have no treasure.

North Arch Gate. The north arch is one of Halaster's magic gates (see "Gates," page 12). It is decorated with inlaid images of dancing goblins. The letter D is carved into the arch's keystone. Its rules are as follows:

- The gate opens for 1 minute if a creature stands within 5 feet of the arch and either sings a D note or plays a D note on a musical instrument.
- Characters must be 12th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 7b on level 13, in the closest unoccupied space next to the identical gate located there.

South Arch Gate. This arch is another of Halaster's gates, its sides carved in the form of scantily clad elves (one male and one female) holding fingers to their lips in a gesture of silence. Its rules are as follows:

- If a *silence* spell is cast so that the arch is in the spell's area, the gate opens for 1 minute.
- Characters must be 15th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 6 on level 18, in the closest unoccupied space next to the identical gate located there.

47b. Giggles

This hall forms a loop that contains one of Halaster's regional effects (see "Halaster's Lair," page 311). As the characters make their way around one side of the loop, they hear footfalls and giggling coming from around the next corner. The sounds stay ahead of them as they circle the loop, but stop if the characters come at them from two directions at once. This effect is the work of a harmless *minor illusion* cantrip.

48. High Priest's Quarters

Alcoves. Seven empty alcoves stand along the walls.

Marble Bed. A white marble bed stands in the middle of the room, its corner posts carved to resemble dwarf warriors standing at attention.

Dead Duergar. At the foot of the bed is a stone trunk, its lid thrown open. The legs of a dead duergar stick out of the chest. Her war pick lies on the floor nearby.

The duergar opened the chest without noticing its trap and was shot to death by spring-loaded darts. Her companions carefully looted most of the chest's contents, leaving her dart-riddled corpse hanging half out of it.

Aftermath

If the duergar are permitted to continue looting the level, they might find the lost tomb of King Melair, plunder its treasures, and venture back into the Underdark with them.

If the demons trapped in area 29 are released, they become the dominant threat on this level, aggressively hunting down and destroying would-be treasure seekers.

Level 7: Maddgoth's Castle

Maddgoth's Castle is designed for four 9th-level characters, who should amass enough XP to reach 10th level. The characters can forge tenuous alliances with several of the monsters on this level. Award XP for these creatures as if the characters had defeated them in combat.

The level is named after a miniature, one-twelfth-scale fortress in one of its caverns. This castle serves as the home base of Maddgoth, a serial killer who lures other wizards to his lair to murder them and keep their arcane focuses and spellbooks as trophies. Maddgoth isn't home when the adventurers first arrive, but he might show up later (see "Aftermath," page 108). Most creatures are reduced to one-twelfth their normal size as they approach Maddgoth's castle, enabling them to better fit inside. Either by design or because of some failing, the shrinking magic doesn't affect all creatures, as adventurers who explore the castle will discover.

The Original Maddgoth's Castle

Undermountain: Maddgoth's Castle, written by Steven E. Schend and published in 1996, was the second of three modules in the short-lived "Dungeon Crawl" series of adventures designed for the second edition D&D game. *Waterdeep: Dungeon of the Mad Mage* borrows some of the ideas from that earlier adventure while presenting an alternative version of Maddgoth's Castle scaled for fifth edition and this product.

MARK BEHM

What Dwells Here?

Maddgoth comes and goes from Undermountain with the aid of a *horned ring* similar to the one worn by Halaster Blackcloak. While he's away, his homunculus watches over his castle. A faerie dragon has also discovered the castle and claimed it as its lair. To reach the castle, adventurers must travel through caverns inhabited by a family of forgetful stone giants.

Stone Giants

Ten years ago, Halaster lured a family of stone giants to Undermountain and stripped them of most of their memories. The giants remember who they are and can recall events that happened within the last 8 hours, but everything that occurred before then is lost in a haze and soon forgotten. All their memories of the surface world and its inhabitants faded long ago.

The stone giants are irritable and self-serving, but not evil. They treat any invasion by humanoids as a vermin infestation, nothing more, and attempts to parley with them fall on deaf ears for the most part. They are unaware of the miniature castle in the heart of their domain because it floats in the middle of a great cavern beyond the range of their darkvision.

The giants are tormented by the faerie dragon that lairs in Maddgoth's castle. It emerges while invisible and uses illusion spells to close off passages, create false tunnels, and make temporary alterations to the giants' caves. The faerie dragon's mischief has only heightened the stone giants' irritability, and the giants, having never

seen the creature, suspect that the characters might be responsible. To earn the giants' trust, characters must determine the cause of the mischief and put an end to it. Even if they succeed, however, their efforts are soon forgotten as Halaster's magic erodes the giants' memories.

The oldest stone giants, Gravillok and Speleosa, are mates. They have four adult children: two sons, Qurrok and Rhodos, and two daughters, Obsidia and Xorta.

Otto the Faerie Dragon

A violet faerie dragon named Otto was drawn here by the magic that Halaster wove into these caves. Upon discovering Maddgoth's castle, Otto decided to move in. The faerie dragon was unaffected by the castle's shrinking magic and settled comfortably into its new home. It feeds on bats and other vermin it finds in the surrounding cavern.

When it's bored, the faerie dragon sneaks out invisibly and uses its spells to make illusory modifications to the stone giants' caves, confounding the giants for its own amusement. The giants have no clue who or what is responsible for this magical mischief.

The faerie dragon would like to get rid of Maddgoth's homunculus, which has become a troublesome reminder of the castle's true owner. Otto has defeated the homunculus in physical combat more than once, but it keeps coming back. The dragon has concluded that the only way to get rid of the homunculus for good is to forcibly remove it from the castle and trap it elsewhere. If the characters do this for the faerie dragon, Otto allows them to use the castle for rest and relaxation—provided they don't overstay their welcome or loot the joint.

Modified Statistics

While inside the castle, the faerie dragon is 12 feet long relative to its surroundings, because its size is not altered by the castle's shrinking magic. It has a challenge rating of 3 (700 XP) and the following statistical changes:

- Otto is Large and has 104 (16d10 + 16) hit points.
- It has a Strength score of 18 (+4), and its bite attack deals 11 (2d6 + 4) piercing damage on a hit.

Otto turns invisible and flees if reduced to half its hit points or fewer. It tries to find a hiding place in the castle but abandons the structure if it must. When encountered outside the castle, Otto has the size and statistics of a normal violet **faerie dragon**. Whenever Otto's relative size decreases, any hit points beyond its new hit point maximum are lost. Whenever Otto's relative size increases, any damage that Otto has taken remains and is subtracted from its new hit point maximum.

Maddgoth's Homunculus

Maddgoth's homunculus awaits its master's return. The fact that it hasn't perished suggests that Maddgoth is still alive, but their telepathic bond has been severed, indicating that the two are no longer on the same plane of existence. Whether this separation is of Maddgoth's choosing is unknown. The wizard could be sequestered in a demiplane, imprisoned in a *mirror of life trapping*, or touring the Abyss, for all anyone knows.

The lonely homunculus longs to be reunited with its creator. It also wants to rid Maddgoth's castle of the faerie dragon that has invaded it. The characters can impress the homunculus and earn its trust by killing the faerie dragon or scaring it away for good. The homunculus can't leave the castle, by order of its master. If it takes damage that would normally destroy it, it forms anew in Maddgoth's study (area 25a). Only the wizard's death can destroy the homunculus for good.

Modified Statistics

Inside the castle, the homunculus is 12 feet tall relative to its surroundings, because its size is not altered by the castle's shrinking magic. It has a challenge rating of 2 (450 XP) and the following statistical changes:

- The homunculus is Large and has 55 (10d10) hit points.
- It has a Strength score of 15 (+2), and its bite attack deals 9 (2d6 + 2) piercing damage on a hit.
- It understands Abyssal, Common, Draconic, and Gnomish, but can't speak.

If the homunculus is forcibly taken from the castle, its relative size reverts to Tiny, and its statistics become those of a normal **homunculus**. Whenever the creature's relative size decreases, any hit points beyond its new hit point maximum are lost. Whenever its relative size increases, any damage that it has taken remains and is subtracted from its new hit point maximum.

The Caverns

Umber hulks bored the tunnels that connect this level of Undermountain to the levels above and below. The stone giants don't like the damage that the umber hulks cause and scare them off as best they can.

Unless otherwise noted, all chambers on this level are rough-hewn (not naturally formed) and have 30-foot-high ceilings. Wider passages are 20 feet tall—ideal for the 18-foot-tall stone giants that dwell here. Narrower tunnels are 5 feet wide and 8 feet tall—too small for the giants to fit inside. All caves and tunnels are unlit, since the giants rely on darkvision to see.

1. Umber Shells

Umber hulks are fond of gathering here, and the cave floor is littered with their molted carapaces.

2. Empty Cavern

The stone giants seldom visit this cavern, which contains nothing of interest.

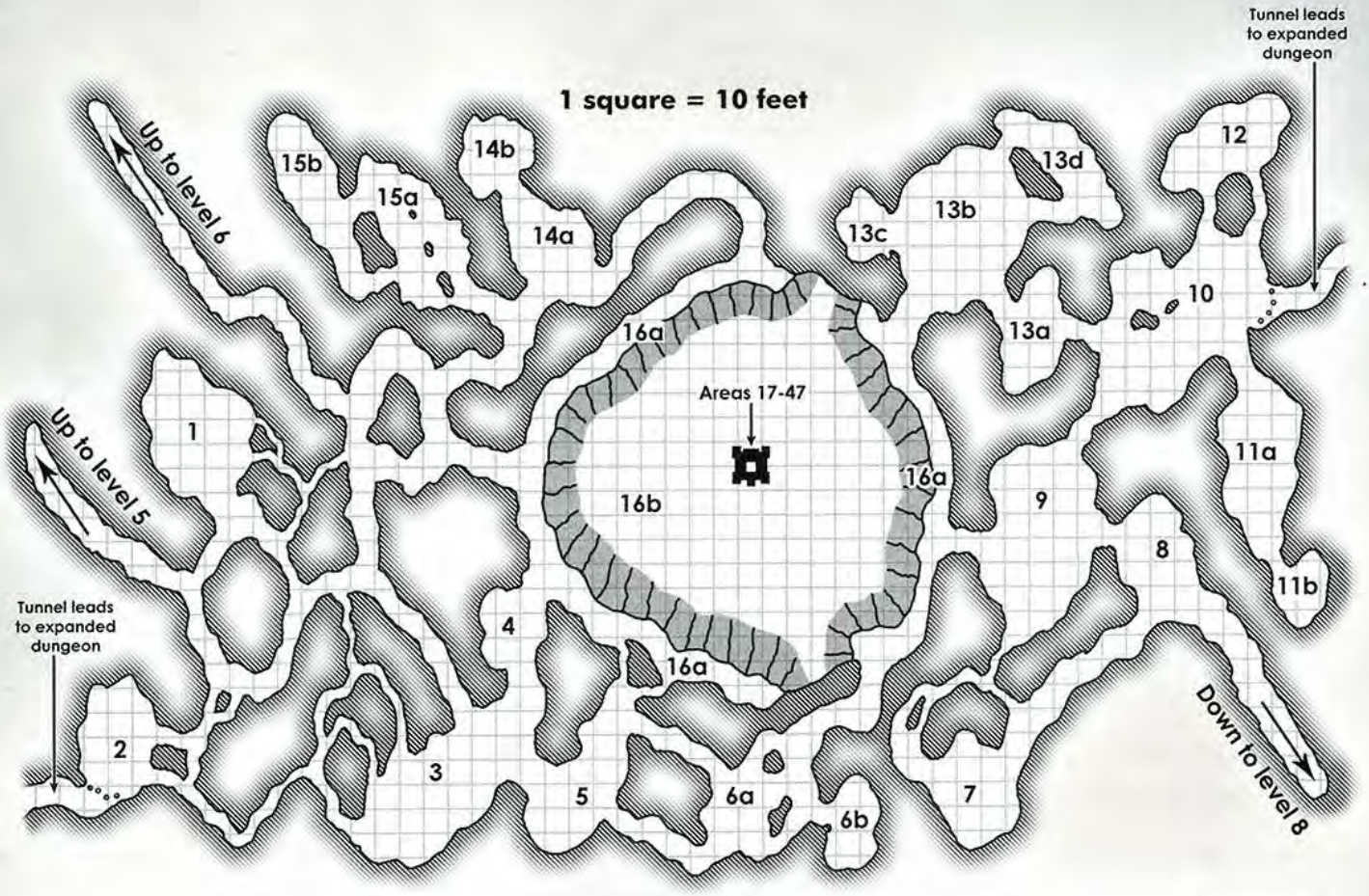
3. Stone Throne

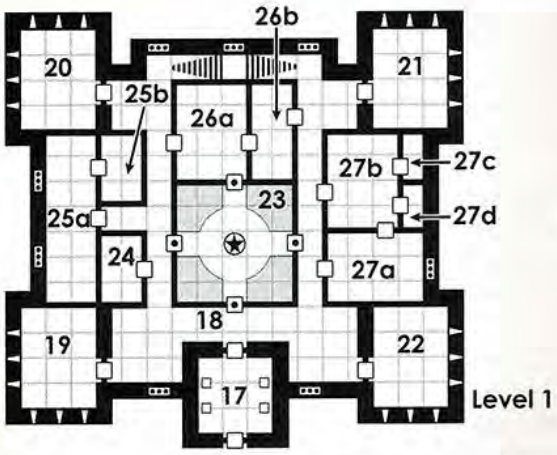
Throne. To the south, a large protuberance of jagged rock has been carved into the form of a giant-sized throne. Blue quartz crystals grow out of the rock.

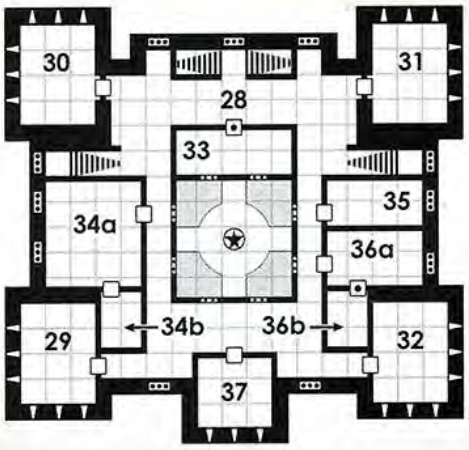
Warning Sign. A large X has been carved on the floor of the passage leading to area 4.

Treasure

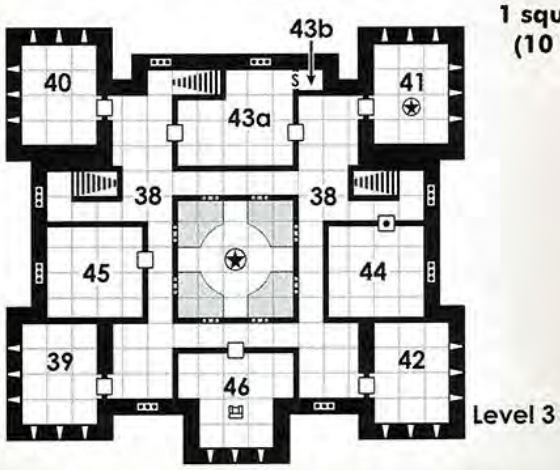
Sixty pieces of blue quartz can be broken off the throne. Each piece is worth 10 gp.

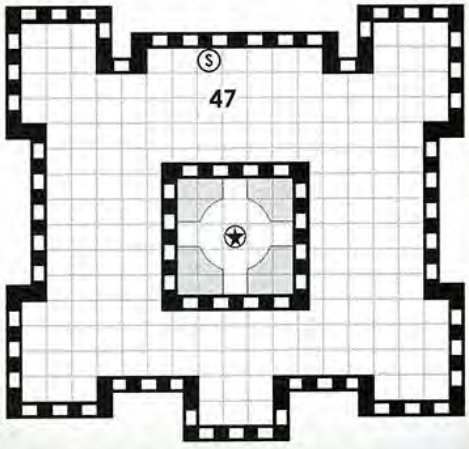






1 square = 10 relative feet
(10 inches in real space)





TIM HARTIN

Map 7: Maddgoth's Castle

4. Silt Pit

The giants avoid this cave, since they know it contains a 40-foot-deep pit of silt, more commonly known to adventurers as quicksand. A character who prods the floor or otherwise searches for traps detects the natural hazard with a successful DC 10 Wisdom (Perception) check.

The characters can avoid the pit by staying within 5 feet of the walls. If a character falls into the pit, resolve the outcome using the quicksand rules in chapter 5 of the *Dungeon Master's Guide*.

5. Cave of Echoes

Characters who enter this empty cavern hear the humming and chiseling of Gravillok, the stone giant in area 6a. Two tunnels lead in that direction, and the sounds coming from both are equally loud. If the characters create a ruckus here, Gravillok hears the disturbance, stops working, and investigates.

6. Craft Hall

The walls of these caves are covered with abstract carvings, many of them unfinished.

6a. Stonebones Carving

Gravillok. The **stone giant** is using a chisel to carve on the wall between the tunnels leading to area 5.

Carvings. Abstract carvings cover the walls, and chiseled bits of stone lie scattered across the floor.

If the characters catch him by surprise or greet him with hostility, Gravillok retreats to area 13 while shouting out to his family in Giant, "Invasion! Arm yourselves! We're under attack!" Gravillok's deep bellow echoes throughout the level. To the best of his recollection, Gravillok has never seen small folk before. His instinct is to treat them as vermin and smoosh them with his greatclub. If they attempt to parley and he can understand them, he stops attacking long enough to listen to their words, then discounts them, concluding that the interlopers must be responsible for the strange magic bedeviling his family. The characters will have to work hard to change his mind.

In addition to his greatclub, Gravillok carries a favorite chisel, much too large for Medium or smaller characters to use as an effective tool.

A successful DC 15 Intelligence (Religion) check identifies Gravillok's wall carving as a 30-foot-tall image of Skoraeus Stonebones, the stone giant god. Gravillok hopes that Skoraeus will be honored by the carving enough to help him catch whoever has been tormenting his family.

6b. Tool Storage

The stone giants store their stone-carving tools in this cave. The tools are too big and unwieldy to be used by anyone not of the giants' size.

7. Silt Pit

Carved into the floor where the northeast tunnel meets this cave is a large X (a warning sign). This cave contains a silt pit like the one in area 4.

8. Strange Rock Formation

Petrified Basilisk. What at first glance appears to be a spiky rock formation in the middle of the cavern is really a petrified basilisk.

Decor. Jagged spirals are carved into the walls and roof, but the crude artwork is incomplete.

Descending Tunnel. The tunnel to the southeast descends hundreds of feet to level 8.

Hundreds of years ago, before the arrival of the stone giants, an adventurer used a mirror to trick the basilisk into targeting itself with its own petrifying gaze. It has remained a fixture of this cavern ever since. A *detect magic* spell reveals an aura of conjuration magic emanating from within the basilisk's belly. One must smash open the basilisk to get at the treasure inside. Its belly can be cracked open with a solid weapon hit.

Treasure. Inside the belly of the basilisk is a gold ring set with moonstones (250 gp) and a *wand of conducting*. The wand, a common magic item, has 3 charges and doesn't require attunement. The holder of the wand can use an action to expend 1 charge and create orchestral music by waving it around. The music can be heard out to a range of 60 feet and ends when the holder stops waving the wand.

The wand regains all expended charges daily at dawn. If the wand's last charge is expended, roll a d20. On a 1, a sad tuba sound plays as the wand crumbles to dust and is destroyed.

9. Stone Cathedral

Decor. This chamber has all the looming hollowness of a cathedral. The walls have been sculpted into exquisite arches, buttresses, and draperies. Carvings of giant whorls and spirals cover the ceiling.

Crystal Formations. Three dramatic crystal formations explode from the floor, each one roughly 10 feet wide and 15 feet tall. Broken shards of crystal litter the floor around them.

The stone giants eat the crystals that grow in this chamber. Ten pounds of crystals provide a giant with the equivalent of a nutritious meal. The crystal formations regrow at a steady pace, thanks to Halaster's magic. Most humanoids would not consider them edible.

10. Xorta's Flute

Xorta. The reclusive **stone giant** lairs here, shunning the rest of her family.

Bats. Ten **giant bats** cling to the cave's roof, their wings wrapped tightly around their bodies as they sleep.

Rocks. Strewn upon the uneven floor amid mounds of bat guano are loose rocks that Xorta hurls at intruders and others who bother her.

Xorta reclines in the north alcove, partially hidden behind natural columns of rock. She uses her Stone Camouflage trait to blend in with her surroundings.

Xorta has a mind to explore more of Undermountain, but her parents won't let her stray far. She lacks the courage to defy them and knows they won't let her leave. She has a 4-foot-long stone flute and likes to play it here because the acoustics are favorable. She's still learning

how to play, though, and often forgets her own lessons. Xorta doesn't remember who crafted the flute (she did) or how it became magical, but she knows that the giant bats enjoy it.

If Xorta is attacked, she can use an action to play a few notes on her flute and cause the giant bats to swoop down and attack her enemies until she plays the flute again to call them off. The stone flute is too large for Medium or smaller creatures to play, and only Xorta can use its magical power.

11. Disposal Cave

The stench of death fills these caves, which the giants visit infrequently.

11a. Faces of Halaster

Stone Faces. Giant-carved visages of Halaster cover the walls. Each face has a different expression.

Corpses. Dozens of humanoid corpses in varying stages of putrefaction, including a few reduced to moldy bones, lie stacked like cordwood against the walls.

The stone giants have met Halaster several times over the years and carved his visage after many of those occasions. Though the giants' memories of him never last, the faces in this cavern remain.

The giants have begun using the cavern to store the bodies of creatures they're forced to kill. With the duergar and the drow returning to Undermountain in force and the bullywugs on level 8 becoming more aggressive, such encounters have become commonplace. Again, the giants have no memory of these altercations, and they have no use for the dead creatures' gear.

The corpses include a drow, two quaggoths, five troglodytes, seven hobgoblins, three duergar, six grimlocks, nine bullywugs, and two humans (former members of an adventuring party). The stone giants tossed the creatures' weapons into the nearby silt pit (area 11b).

Treasure. The drow corpse wears a black breastplate with a platinum spider motif. Manufactured by drow, this *+1 breastplate* loses its enhancement bonus if exposed to sunlight for 1 hour or more. Further examination of the drow also yields an obsidian scarab bearing the insignia of House Freth (25 gp).

One of the dead humans has a dungeoneer's pack with spoiled rations and no torches remaining. The other dead human carries a set of thieves' tools.

11b. Silt Pit

Carved into the floor of the narrow tunnel leading to this cave is a large X (a warning sign). This cave contains a silt pit like the one in area 4.

12. Edible Moss

Heating Vent. A natural vent in the floor keeps this cave warm and humid.

Moss. Growing on the walls is a thick carpet of edible golden moss that the giants and humanoids find tasty and nutritious. The moss is replenished by Halaster's magic and can be scraped off the walls in slabs.

13. Giants' Living Quarters

This cluster of 30-foot-high caverns serves as the living quarters for the stone giant family.

13a. Obsidia and Rhodos

Two **stone giants** named Obsidia and Rhodos have been tasked with carving abstract designs into the roof of this empty cave. To reach the ceiling, Obsidia rides on her brother's broad shoulders. She is using a chisel to smooth out some of the rough spots.

Of all the giants in here, Obsidia and Rhodos are the least set in their ways and the most likely to tolerate small folk. Characters who bribe them with at least 500 gp worth of precious metals, gemstones, or art objects can convince the giants to let them pass or to escort the party to the tunnel that leads to level 8.

13b. Giants' Home

Carvings and Loose Rocks. The walls and domed roof display carvings of stone giants. At the foot of each carving is a pile of loose rocks.

Speleosa. Unless she is interrupted, Speleosa the **stone giant** is sitting in the middle of the cave and using a patch of bat fur to polish amber gemstones.

Otto. Otto the **faerie dragon** shows up to create mischief shortly after the characters arrive.

If Speleosa detects intruders in her home, she grabs loose rocks from the piles around the room, instructs Obsidia and Rhodos (see area 13a) to do the same, and sets out to destroy the invaders. Attempting to reason with Speleosa while she's hurling rocks is no simple matter, and she isn't receptive to bribes. If one or more of her children are imperiled, Speleosa becomes calm and begins negotiating for their safe release.

While the characters are dealing with Speleosa, the invisible faerie dragon flies into the cavern, becomes visible momentarily as it casts the *hallucinatory terrain* spell, and turns invisible again as a bonus action. Characters who have a passive Wisdom (Perception) score of 17 or higher glimpse the wee dragon for a second before it turns invisible. On subsequent turns, Otto flies back to Maddgoth's castle. Otto's spell replaces all of areas 10, 12, and 13 with a sylvan forest. The cavern walls remain but are masked by the illusion. Any stone giants in the affected area find themselves in wholly unfamiliar terrain and become panicky. Their inclination is to blame the characters, and dispelling the faerie dragon's magic does little to console them. If the characters don't flee, the giants attack them out of fear.

Treasure. Speleosa has gathered thirty amber gemstones (100 gp each).

13c. Treasure Alcove

Niches have been carved into the walls of this deep alcove at a height of 15 feet. The stone giants keep their accumulated treasure here.

Treasure. The niches contain a wooden cask filled with 5 gallons of tar, a damaged alabaster troll mask missing its nose (25 gp), a rhinestone sack that holds 250 gp, and an 800-pound, life-size stone statue of Halaster painted blue.

The Halaster statue has an *elemental gem* (air) for a heart. This gem can be obtained only by shattering or disintegrating the statue. With a successful DC 12 Strength (Athletics) check, a character can use an action to knock the statue off its high shelf, causing it to shatter on the floor.

13D. Cave of Rest

The stone giants come here to rest when they're tired. The cave is devoid of furnishings and ostentation.

14. Cave Bear Den

These caves smell like an animal den—not surprising, given that Qurrok keeps his cave bears here.

14A. Adult Cave Bears

Two adult cave bears (use the **polar bear** statistics) rest here. These mates attack anyone they don't recognize, defending their young in area 14b. Gnawed bones cover the den's floor.

14B. Young Cave Bears

Two cave bear cubs (use the **black bear** statistics) sleep and play here. Qurrok has hollowed out several large rocks for the young bears to run through and climb on.

15. Qurrok's Den

The stone giants stopped sculpting these caves when they encountered soft sandstone beneath the harder stone. Qurrok has turned this area into a private den.

15A. Unfinished Cave

Natural columns of rock support the cave ceiling, the walls of which depict unfinished carvings of lanky stone giants hurling rocks. The cave is otherwise empty.

15B. Gym

This cave's walls are bereft of carvings. Resting on the floor at the north end of the cave are stone barbells and stacks of circular stone plates with holes bored through the middle of them. Qurrok (see area 16a) works out here, using the barbells and boulders as weights.

16. Central Cavern

This 180-foot-diameter spherical cavern has a domed ceiling and a bowl-shaped floor. Along its perimeter are stone ledges (area 16a) that don't quite encircle the chamber. Any creature knocked off a ledge goes tumbling down the inward-sloping rock walls to the bottom of the cavern (area 16b), which is strewn with rocks, bones, and the bodies of two dead umber hulks.

At the center of the cavern, floating 10 feet above a smooth, 80-foot-tall mithral spindle that erupts from the floor, is Maddgoth's castle. The stone castle is more than 60 feet away from the ledges, putting it outside the range of some creatures' darkvision. The stone giants have never noticed it for this reason.

The castle looks small enough to fit in a 20-foot-cube, and it floats at the center of an invisible 40-foot-radius sphere of transmutation magic that shrinks all creatures and objects in its area to one-twelfth their normal size. A 6-foot-tall person becomes a 6-inch-tall person, for example. Characters who enter the sphere can tell something has happened when Maddgoth's castle suddenly looms twelve times larger in their vision.

A shrunken creature or object reverts to its normal size once it leaves the sphere, which is generated by the mithral spindle. No saving throw is allowed to resist the shrinking effect, and nothing short of divine intervention can suppress the spindle's magic. The spindle is impervious to damage, and it generates a magical repulsion field that prevents creatures from approaching any closer to it than 5 feet.

When Halaster created the mithral spindle, he exempted certain creatures and objects from its shrinking effect. The spindle itself is unaffected, as is Maddgoth's homunculus. Faerie dragons are also immune to the shrinking effect, and there might be other creatures and objects that are unaffected as well, based solely on the Mad Mage's whims.

16A. Ledges

These ledges are 90 feet above the cavern floor and safe to traverse.

16B. Cavern Floor

Qurrok. If no one has raised an alarm, Qurrok the **stone giant** is searching the cavern floor for interesting rocks and gem deposits.

Corpses. Amid the rocks on the cavern floor are the rotting corpses of two umber hulks killed by Qurrok in the western caves.

Qurrok's body is a temple, and he has honed and shaped it to perfection. His extensive physical training gives him advantage on all Strength checks and Strength saving throws.

Every time Qurrok loses his memory, he forgets about his previous excursions to the bottom of this cavern. He lowers himself to the floor, discovers the mithral spindle, and tries to climb it to see what's at the top. Rebuffed and discouraged by the repulsion field that surrounds the spindle, he starts combing the cavern floor for treasure.

When an alarm sounds in the caverns around this area, Qurrok climbs up to the ledge closest to the disturbance. If doing that puts him anywhere near his pet cave bears in area 14, he summons them to his side with a booming, bear-like roar.

Qurrok likes physical challenges. He neither shies away from combat nor backs down from a fight unless his mother, Speleosa, commands him to.

Falling from Maddgoth's Castle

If a creature that is reduced to one-twelfth its normal size falls from the castle, it will travel over 600 relative feet before hitting the cavern floor due to the reducing effect around the castle, which turns every foot of actual distance into 12 feet of relative distance. From its perspective, the creature would seem to fall several hundred feet before suddenly growing twelve times bigger in the final 40 feet before impact. Because the reducing effect creates more relative distance between the creature and the cavern floor, a fall from anywhere on the castle deals 20d6 bludgeoning damage on impact.

The Castle

Halaster constructed this castle to serve as a temporary residence for guests, then abandoned it when he decided he didn't really want the company. Maddgoth's claim to the castle has so far gone unchallenged by Halaster, and it's not clear whether the two wizards have ever crossed paths.

Characters who approach the castle can examine it for points of entry. The main entrance is a door at the base of the south tower (area 17). The castle also features an open courtyard (area 23) with doors leading to areas on the first level. The faerie dragon's preferred route is through a secret trapdoor on the roof (area 47). In addition, the corner towers have arrow slits that Small characters can squeeze through, and the central structure has windows fitted with crystal bars as strong as steel that are spaced 6 inches apart.

Maddgoth's castle is now controlled by Otto the faerie dragon, whose right to ownership is predicated on the argument "I found it and it's mine and you can't have it." The castle is a beautiful structure. Its walls, floors, and 20-foot-high ceilings of smooth gray stone can't be damaged or magically altered except with *wish* spells. The interior walls have colored glass blocks embedded in them. The blocks are not lit when the characters first arrive, but pulling a lever in area 37 causes each block to shed colorful light as bright as that created by a *continual flame* spell. Maddgoth's magic keeps the temperature inside the castle steady at 70 degrees Fahrenheit, but characters can shut off the heat by pulling another lever in area 37.

Exterior doors are made of stone with adamantine hinges, and, like the castle walls, are impervious to damage. Interior doors look like fancy stained glass windows with iron hinges on one side. Each one is fitted with panes of colored glass set in an iron framework. The door handles are likewise fashioned from iron. A locked interior door can be forced open with a successful DC 15 Strength (Athletics) check. Its lock can also be picked with thieves' tools and a successful DC 15 Dexterity check. Shattering a door's glass panes creates an opening large enough for a creature to fit through.

Characters near the castle and inside it are shrunk to one-twelfth their normal size along with their gear. Almost everything they encounter inside the castle is similarly reduced in size, creating a sense of normalcy. Maddgoth's homunculus and Otto the faerie dragon are noteworthy exceptions; use their modified statistics for encounters in the castle.

17. Main Entrance

There isn't a stoop or other surface to stand on outside this castle entrance, but hanging on the front door is a crude wooden sign inscribed with the words "Otto's Castle" in Draconic. The exterior door is not locked, but opening it triggers a permanent *alarm* spell that rings throughout areas 18, 28, and 38. This alarm warns the faerie dragon and Maddgoth's homunculus that visitors have arrived, though neither creature makes any effort to greet them.

The room contains the following:

Pedestals. Four white marble pedestals stand near the west and east walls. Atop each pedestal is a corked flask made of opaque green glass.

Servants. Four **living unseen servants** (see appendix A) are dusting the pedestals and flasks, using dusters made of cockatrice feathers.

Green Flasks

Uncorking or breaking a green flask releases a cloud of invisible poison gas called essence of ether. The gas fills a 10-foot-radius sphere and dissipates within seconds. Any creature in the cloud when it forms must succeed on a DC 15 Constitution saving throw or become poisoned for 8 hours. Creatures poisoned in this way fall unconscious, but they wake up if they take damage or if another creature uses an action to shake them awake.

Living Unseen Servants

Attacking a servant, snatching its feather duster, or otherwise disturbing the contents of this room triggers combat. On their first turn after rolling initiative, the living unseen servants knock the green flasks off their pedestals, causing the containers to shatter on the floor and release their poison gas (which has no effect on the unseen servants). The servants have no weapons but can arm themselves with weapons dropped by creatures rendered unconscious by the poison gas.

The living unseen servants are bound to this room and can't leave of their own volition.

Otto's Game

Otto the faerie dragon spends much of its time stalking the castle hallways (areas 18, 28, and 38) and takes regular naps in area 43a. While awake, the faerie dragon prefers to remain invisible and likes to play pranks on guests.

Otto's favorite prank is to sneak up on a guest, engulf it in a cloud of euphoria gas, and sneak away while remaining invisible the whole time. Its second favorite prank is to cast *mage hand* and use the spectral appendage to tap guests on the shoulder. Any time it performs such a prank, the faerie dragon has a 25 percent chance of betraying its location with a giggle or a snicker. The faerie dragon must then relocate itself on its next turn to keep from being caught.

Casting a spell that requires concentration causes the faerie dragon to become visible—after which it can move, cast a spell that doesn't require concentration (such as *color spray* or *hallucinatory terrain*), and use its bonus action to turn invisible again. Otto is careful about casting spells that require concentration, because it can't concentrate on the spell and stay invisible at the same time. It normally casts *mirror image* before casting a spell that requires concentration, trusting that its images will protect it while it maintains concentration on the spell. If Otto succeeds in incapacitating a guest, it tries to remove the guest's weapons and gear, then spends the next hour hiding these items throughout the castle.

Otto reserves its *polymorph* spell for a truly dangerous adversary, turning that enemy into a frog before making a hasty escape.

If the characters get rid of Maddgoth's homunculus, the faerie dragon takes a shine to them and offers to pay them 50 gp for each trinket they deliver to it. Otto collects trinkets and has a secret stash of coins (see area 43b).

18. Stone Hallways

There is a 50 percent chance that Maddgoth's homunculus is stalking these halls. The last thing it wants are more invaders in its master's abode, so it attacks. When killed, it melts away and re-forms in area 25.

19. Southwest Storeroom

A tiny copper coin has been wedged into the door frame and can be spotted with a DC 15 Wisdom (Perception) check. Otto places coins in door frames to keep track of where the homunculus has been. If the door is opened, the coin falls to the floor with a little clatter.

The room is stuffed from floor to ceiling with junk. Most of it is worthless, but characters who spend 1 hour sifting through the junk can acquire up to 10 gp worth of mundane equipment from the Adventuring Gear table in the *Player's Handbook*.

20. Northwest Storeroom

The door frame has a silver coin wedged into it (see area 19). The room inside is clean and bare, providing a safe resting space.

21. Northeast Storeroom

The door frame has a gold coin wedged into it (see area 19). Empty bookshelves line the walls of the room.

22. Southeast Storeroom

The door frame has an electrum coin wedged into it (see area 19). The room's features are as follows:

Containers. Hundreds of empty chests and trunks in a variety of sizes form neat stacks with narrow aisles winding between them.

Arch. Embedded in the north wall, hidden behind the chests and trunks, is a stone arch. Inscribed on the wall inside the arch is a riddle in Common.

Arch Gate to Level 9

The arch is one of Halaster's magic gates (see "Gates," page 12). Inscribed on its wall is the following riddle in Common: "What appears once in an hour, twice in a blue moon, and never in sunshine?" The answer is "The letter O." The rules of this gate are as follows:

- If the riddle is answered aloud and correctly by someone within 30 feet of the arch, the gate opens for 1 minute.
- Characters must be 10th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 42 on level 9, in the closest unoccupied space next to the identical gate located there.

23. Courtyard

Statue. In the center of this open-air courtyard, surrounded by gardens of glittering, pebble-sized crystals, stands a 9-foot-tall statue of a plump human wizard wearing a helmet with blade-like fins and reading from a spellbook. The statue faces southwest, and the pedestal on which it rests is engraved with the word "MADDGOTH."

Doors. Paths radiating from the statue end in front of four magically locked stone doors (see below).

Windows. Crystal-barred windows look down on the courtyard from the two floors above.

Pulling the correct lever in area 37 unlocks all the doors leading to the courtyard. A *knock* spell or similar magic can also unlock a door. Each time such a spell is cast in the courtyard, a blade of force like that created by the *Mordenkainen's sword* spell materializes next to the statue. Each sword acts on initiative count 17. On its turn, the sword flies up to 20 feet toward the nearest creature and makes a melee spell attack against it (+8 to hit), dealing 3d10 force damage on a hit. A sword lasts for 1 minute or until successfully dispelled (DC 17), and it can pursue creatures beyond the courtyard's confines.

The statue's eyes betray a hint of madness, and the wizard's helm is a representation of Maddgoth's magic helmet (found in area 25b). Like the castle, the statue can't be damaged or altered in any way. Carved into the pages of its open spellbook is the *Mordenkainen's sword* spell. A wizard can take a rubbing of the spell and copy it into a spellbook.

24. Privy and Bath

Vanity. Against the north wall stands a vanity with a built-in mirror, on which are arrayed vials of perfume, combs, brushes, and powder puffs.

Potty. On the west wall sits a fancy wooden chair with a golden chamber pot tucked below it. Four thin books rest on a side table next to the chair (see "Books" below).

Tub. Against the south wall is a marble bathtub with clawed feet. Towels hang on hooks above it.

Books

One book has worn wooden covers and is filled with humorous anecdotes. Another appears to be a diary with a gold-stitched cover of burgundy-dyed leather, its scented pages chronicling the love affairs of a long-dead noblewoman. The third book, which is missing its cover, contains Elvish translations of common Orc phrases and idioms. The last book is bound in stirge hide and contains recipes for pie. These books aren't valuable.

Treasure

The characters can plunder ten vials of perfumes (5 gp each), a silver comb set with turquoise (25 gp), a matching hairbrush (25 gp), and a gold chamber pot (125 gp).

25. Maddgoth's Study

Frustrated by the absence of its master, Maddgoth's oversized homunculus has ravaged these chambers.

25a. Homunculus Lair

Once opulent and full of exotic hardwood cabinets packed with leather-bound tomes, this room now lies in shambles. Ankle-deep rubbish covers the floor, the remains of the room's former furnishings. The homunculus (see "Maddgoth's Homunculus," page 96) stands

amid the wreckage. (If the characters have already encountered and destroyed the homunculus, it has magically re-formed in this room.)

The arrival of adventurers prompts the homunculus to begin rooting through the detritus on the floor. After a minute of searching, it finds a torn page on which is drawn a smiling dragon with butterfly wings. The homunculus shows it to the characters, tears the page into tiny pieces, throws the scraps into the air like confetti, and gives the party a long stare. If the characters offer to kill the faerie dragon, the homunculus leads them to area 25b, reaches into the mirror there, pulls out Maddgoth's helm, and gives it to the nearest character.

25b. Maddgoth's Study

The stained glass panes of this door have been shattered, creating holes through which characters can see into the room.

Trophies. Embedded in the plaster-covered walls are dozens of wands, staffs, rods, and orbs.

Mirror. Affixed to the east wall is a 5-foot-tall oval mirror with a stone frame, the top of which is carved in the likeness of a yawning homunculus (see "Magic Mirror" below).

Furniture. A desk and a chair formed out of lacquer-covered books stand near the north wall.

Trunk. An iron trunk measuring 2 feet on a side rests atop a dusty circular rug in the middle of the room. An iron key is inserted in the trunk's lid, which is open. (Maddgoth emptied the trunk before leaving the castle.)

The wands, staffs, rods, and orbs embedded in the walls are trophies taken by Maddgoth from wizards he has killed. They can be pried from the walls easily enough, and each is usable as an arcane focus.

Maddgoth took the spellbooks from scores of dead wizards and used them to construct the desk and chair for himself. Any character who examines the furniture can quickly ascertain that the spellbooks belonged to many different wizards. Some look much older than others. A coating of thick lacquer gives these furnishings a glass-like sheen and prevents the books from being opened. Characters who smash the desk and chair can salvage twelve intact spellbooks, nine from the wreckage of the desk and three from the wreckage of the chair. The remaining books are too damaged to be salvaged or read.

To determine a particular spellbook's contents, roll a d6. The book contains four wizard spells of each level up to and including the number rolled on the die. For example, on a roll of 3, a spellbook contains four spells of each level from 1st through 3rd. Pick spells from the wizard spell list.

Magic Mirror. A *detect magic* spell reveals an aura of transmutation magic around the mirror, which is stuck to the wall with *sovereign glue* and can't be pried loose without breaking it. An *identify* spell or similar magic reveals that it's a magic storage device and that contact with an arcane focus activates it.

The mirror's reflective surface turns to liquid for 1 minute when touched by either a construct or an object serving as an arcane focus. A creature can reach into the liquid and remove a helm from inside it. The helm belongs to Maddgoth. Fashioned from mithral, it has blade-like fins. If the mirror is smashed while the helm is inside it, the helm is lost forever.

Treasure. Maddgoth's helm is a very rare magic item to which any humanoid can attune. A creature attuned to the helm and wearing it has immunity to all damage while inside Maddgoth's castle, on its roof, or in its courtyard. If the helm is taken from the castle, it turns to dust and is destroyed.

26. Clayworks

The scent of dry clay pervades these rooms.

26a. Building Blocks

This room contains piles of tiny interlocking clay bricks that radiate auras of transmutation magic under the scrutiny of a *detect magic* spell. The bricks can be assembled into a single Large object, two Medium objects, or four Small objects. A sculpture animates at its creator's command, as though affected by an *animate objects* spell, and remains animate and under its creator's control for 1 hour. The sculpture is destroyed and turns to clay dust when it drops to 0 hit points, when it's successfully targeted by a *dispel magic* spell (DC 15), or when the effect ends.

26b. Old Clay

Oven. A stone oven is built into the south wall.

Blocks and Molds. Dozens of 5-pound blocks of dried clay and several stone molds are stacked on shelves in the middle of the room.

A *detect magic* spell reveals an aura of transmutation magic around the oven, which is used for baking tiny clay bricks like the ones in area 26a. The clay on the shelves is too old and brittle to be of use.

27. Dining Room and Kitchen

The outer doors to these rooms have copper coins wedged into their frames (see area 19).

27a. Dining Room

Ringing Bell. A magic bell rings when one or more humanoids enter the room.

Dining Set. A green marble dining table surrounded by twelve high-backed oak chairs stands in the middle of the room.

Moments after the bell rings, the six **living unseen servants** from area 27b enter through the north door and begin setting the table for a feast. Once the table is set, they pull out chairs for guests and begin pouring wine into goblets before serving dinner and dessert.

27b. Kitchen

This room contains tables, stoves, cauldrons, cooking utensils, and food in various states of preparation. All the food is magically created and appears fresh. Packed in cupboards are enameled bowls, plates, goblets, and mugs, as well as silver eating utensils and candlesticks.

Unless they were in encountered in area 27a, six **living unseen servants** (see appendix A) staff the kitchen. They try to gently nudge anyone who wanders into the kitchen out the nearest door. Intruders that refuse to leave are attacked. The servants are confined to area 27 and can't leave these chambers of their own volition.

27c. Pantry

Grains, dried meats, and other foodstuffs line the shelves here. Thanks to Maddgoth's magic, the food is perfectly preserved as long as it remains in the castle.

27d. Potent Potables

Jars, decanters, casks, and bottles containing all manner of liquids line the sagging wooden shelves. Beverages from the mundane to the exotic can be retrieved from the shelves, which are replenished thanks to numerous spells laid upon the room. These liquids quickly evaporate if removed from the castle.

28. Well-Appointed Halls

The halls on this level join to form a circuit. Their features are as follows:

Decor. Long purple rugs with gold trim and wood-framed portraits of wizards cover the floors. Where the halls widen, carved oak chairs padded with red velvet are available to weary visitors. At the foot of each chair rests an ottoman.

Windows. Crystal-barred windows face the courtyard (area 23).

Unless the characters have already encountered and defeated Otto elsewhere, the invisible faerie dragon lurks in these halls (see "Otto's Game," page 101).

29. Southwest Guest Room

The door frame has an electrum coin wedged into it (see area 19). This room's features are as follows:

Furnishings. A comfortable bed, a handsome armoire, a three-paneled privacy screen, and an empty chest with clawed feet decorate the room. Fancy rugs cover the floor.

Arch. Embedded in the middle of the north wall is a stone arch.

Arch Gate to Level 11

Carved into the arch's keystone is a hand clutching a lit torch. The arch is one of Halaster's magic gates (see "Gates," page 12), and its rules are as follows:

- If a lit torch is brought within 5 feet of the arch, the gate opens for 1 minute.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 16 on level 11, in the closest unoccupied space next to the identical gate located there.

30. Northwest Guest Room

The door frame has a silver coin wedged into it (see area 19). This room's features are as follows:

Furnishings. A bed heaped with pillows, a 4-foot-tall armoire, and an empty sea chest decorate the room. Rugs woven with wave-like patterns cover the floor.

Ship in a Bottle. Displayed atop the armoire is a large bottle containing a beautiful model of a longship.

Portrait. Behind the bottle, hanging on the wall, is a large framed portrait of a wild-haired old man (Halaster) gazing down at the boat with a mad gleam in his eyes.

The longship model is 54 inches long by 15 inches wide, contained in a corked glass bottle 5 feet long and 1½ feet wide. The bottle rests on its side in a wooden stand and is portable. A *detect magic* spell reveals an aura of transmutation magic around the ship.

An *identify* spell or similar magic cast on the model reveals that it's an actual longship magically reduced to one-twelfth its normal size. The spell also reveals that the only way to restore the ship to its actual size (54 feet long by 15 feet wide) is to touch the ship while speaking the proper command phrase: "Our voyage is at hand!" Once the ship enlarges to normal size, it becomes an ordinary longship (worth 10,000 gp intact) and cannot be shrunk back down. If it is restored to full size in a space too small to contain it, such as this chamber, the ship splinters apart and is destroyed. Creatures nearby might take damage from flying debris at your discretion. The ship is unaffected by the size-altering magic of Maddgoth's castle.

31. Northeast Guest Room

Odor. This room smells faintly of charcoal smoke.

Furnishings. A canopied bed stands against the south wall, its black curtains drawn down. Other furnishings include a coat rack by the door, an empty chest with clawed feet, an empty wardrobe with a slender mirror on the inside of its door, and a writing desk with matching chair.

The odor of charcoal becomes stronger as one approaches the bed. If the characters draw back the shroud covering it, they find the charred skeleton of a human lying on the bed, clad in burned robes and clutching the blackened stub of a wooden wand. The bed is undamaged, though its covers are stained with ash from the skeletal remains. The skeleton is all that remains of Aggorax Darksworn, a wizard snared and killed by Maddgoth long ago.

32. Southeast Guest Room

The door frame has a copper coin wedged into it (see area 19). All the furniture here is carved from sandstone. The room's features are as follows:

Furnishings. A brass hookah rests atop a small table next to a cushioned divan in the middle of the room. Two beds stand against the north wall.

Chests. At the foot of each bed sits a stone chest with a pyramidal lid. (The chests are empty.)

Decor. Hanging on the wall between the beds is a 7-foot-diameter sandstone disk carved with a medusa's glaring visage.

33. Slaad in the Octobass

The door to this room is locked, its key lost.

Windows. Two crystal-barred windows look out over the courtyard (area 23).

Furnishings. Four overstuffed chairs face each other with a low circular table between them.

Octobass. An octobass, a 12-foot-tall fiddle, leans in the northeast corner, its bow on the floor nearby. Trapped in the octobass is a naked old man (a shapechanged **gray slaad**).

Maddgoth removed the slaad's control gem and, for fun, ordered the creature to crawl inside the octobass and remain there.

The old man claims to be Zartem, a wizard whom Maddgoth invited to the castle for dinner. He further claims that Maddgoth stole his spellbook and used magic to trap him inside the octobass. If the characters shatter the fragile instrument, the slaad is no longer bound by Maddgoth's parting instructions and attacks its liberators. The slaad prefers to fight with its greatsword (which is hidden from view while it's in the octobass) or catch multiple foes in the area of a *fireball* spell.

34. Maddgoth's Suite

The frame of the outermost door has a platinum coin wedged into it (see area 19). The door has a stained glass "M" worked into its design. Anyone who listens at the door hears deep snoring coming from beyond it.

34a. Master Bedchamber

Maddgoth slept as little as possible and spent almost no time here. The room's features are as follows:

Decor. The wood-paneled walls are decorated with six framed portraits of a fat, smiling wizard clutching a wand. A thick, brown, wall-to-wall carpet covers the floor.

Game. In the southwest corner, two wooden thrones face an impressive Dragonchess set on a table.

Bed. A large four-poster bed stands against the west wall between two crystal-barred windows. A hefty figure sleeps under the covers, snoring loudly.

The snoring lump under the covers is an illusion. If the covers are pulled back, the snoring stops as it's revealed that there's no one in the bed. Casting *dispel magic* on the bed also ends the illusion.

A *detect magic* spell reveals an aura of conjuration magic around each framed portrait of Maddgoth. When a creature casts a spell in this room or disturbs the figure in the bed, the six wands depicted in the framed portraits magically spring from their paintings, gaining the statistics of **flying swords**, and remain detached from the paintings thereafter. Replace the wands' Longsword action option with the following:

Magic Missile. The wand shoots a dart of magical force at one creature that it can detect within 60 feet of it. The target takes 3 (1d4 + 1) force damage as the dart hits it unerringly.

Treasure. The Dragonchess set weighs 30 pounds and has beautifully carved and enameled pieces. A character who succeeds on a DC 25 Intelligence (History) check realizes that the set is one of four made by Emperor Umyatin, who ruled an ancient human civilization called Imaskar that spanned much of Faerûn ten millennia ago. Collectors aware of its history will pay up to 2,500 gp for the set.

34b. Closet

This closet is stuffed with robes, sleeping gowns, shoes, and slippers hanging on racks or stacked neatly on shelves.

35. Cloakroom

Apparel. Coats, cloaks, robes, wizard hats, and other apparel hang from hooks on the walls.

Mind Flayer. Standing north of the door is what appears to be a mind flayer.

Most of the apparel on display was taken from wizards whom Maddgoth killed. Consequently, they come in all sizes and fashions. Many of these items have obvious burn marks, tears, bloodstains, and other defects suggesting how their previous owners met their ends.

Mind Flayer Costume

Closer inspection reveals that the mind flayer is a featureless wooden mannequin dressed in a convincing mind flayer costume, complete with black robe, cowl, and rubber mask. A Medium character who wears the costume can make Charisma (Deception) checks to impersonate a mind flayer. Such checks are made with advantage if the costume is viewed in poor lighting or from more than 15 feet away. A character who wears the mask has disadvantage on Wisdom (Perception) checks. A character who wears the robe and cowl has disadvantage on Dexterity (Stealth) checks. The robe and cowl can't be worn over heavy armor.

36. Records

Maddgoth gathers intelligence on wizards across Faerûn, prepares dossiers on several "promising" ones, and stores these records here.

36a. Gathered Intelligence

This room contains rows of wooden cabinets stuffed with disorganized files chronicling the magical exploits of thousands of wizards dating back hundreds of years. Half of the dossiers are so old that they've crumbled to dust. Scrawled on most of the remaining ones is the word "DECEASED" in Maddgoth's hand, while a handful of dossiers bear the word "LICH" instead.

36b. Secure Records

The door to this room is locked and trapped with a *glyph of warding* spell. Maddgoth took the key with him, and opening the door by any means other than using the proper key triggers the spell. Picking the lock requires thieves' tools and a successful DC 15 Dexterity check.

An examination of the door accompanied by a successful DC 19 Intelligence (Investigation) check detects the nearly invisible glyph, which is scratched into one

of the door's stained glass panes. When triggered, the glyph erupts with magical energy in a 20-foot-radius sphere centered on it. Each creature in the area must make a DC 19 Dexterity saving throw, taking 45 (10d8) thunder damage on a failed save, or half as much damage on a successful one. The glyph has the secondary effect of blowing out all the glass in the door.

The room is empty.

37. Console

The door frame has a platinum coin wedged into it (see area 19). Bolted to the floor in the middle of the room is an iron console that resembles a pedestal with a slanted top. Protruding from the console are three brass levers arranged side by side, with the outer levers in the up position and the middle lever in the down position. To the right of the levers are five brass buttons situated at the points of a gold pentagram. An inscription appears next to each lever and each button.

A creature can use an action to adjust up to three levers and buttons, in any combination. The console serves several functions:

Leftmost Lever. The inscription under this lever reads "COURTYARD." Lowering the lever unlocks the four doors that lead into area 23. Raising the lever locks them again.

Middle Lever. The inscription under this lever reads "LIGHT." Raising the lever turns on the castle's interior lights. Lowering the lever turns them off again. (While the interior lights are on, creatures in the surrounding cavern can see the castle.)

Rightmost Lever. The inscription under this lever reads "HEAT." Lowering the lever shuts off the heat, reducing the interior temperature by 10 degrees each hour until it drops to 30 degrees Fahrenheit (the temperature of the surrounding cavern). Raising the lever causes the temperature to rise 10 degrees each hour until it reaches 70 degrees Fahrenheit.

Button 1. The inscription next to this button reads "MUSIC." Pushing the button fills the castle with ambient orchestral music occasionally punctuated with a singing chorus. Pressing the button again ends the music.

Button 2. The inscription next to this button reads "ROOF." Pushing the button teleports all creatures in the room to the castle rooftop (area 43), along with whatever items they're wearing and carrying.

Button 3. The inscription under this button reads "FOG." Pushing the button fills the castle hallways (areas 18, 28, and 38) and the stairways connecting them with fog, making these areas heavily obscured. The fog lasts for 1 hour or until a wind of moderate or greater speed (at least 10 miles per hour) disperses it.

Button 4. The inscription next to this button reads "LOCKDOWN." Pushing the button causes every door in the castle (including the rooftop trapdoor) to lock, as if sealed by an *arcane lock* spell. This effect lasts for 1 hour. While locked in this way, the interior doors—most of which are as much iron as glass—also become electrified. Such a door deals 5 (1d10) lightning damage to any creature that touches it.

Button 5. The inscription next to this button reads "DO NOT PRESS!" Pushing the button causes bolts of lightning to erupt from the console. Every creature in the room must make a DC 20 Dexterity saving throw, taking 44 (8d10) lightning damage on a failed save, or half as much damage on a successful one. A creature in metal armor has disadvantage on the saving throw.

38. Glittering Hall

The halls on this level join to form a circuit, with crystal-barred windows looking down on the central courtyard (area 23).

The floor is made of tiny bits of colored glass and crushed gems, polished to a lustrous sheen. Four **living unseen servants** (see appendix A), each carrying a mop and a bucket of soapy water, stand outside the doors to areas 39 through 42, ready to clean up any spills in the hall. The servants defend themselves with their mops (treat as clubs) if attacked but are otherwise harmless.

Stairs to the Roof

The northernmost staircase climbs 20 feet before ending at an 8-foot-square stone trapdoor. When a creature starts to climb the stairs, the trapdoor opens outward, allowing access to the roof (area 47). The trapdoor closes on its own 1 minute later.

39. Southwest Chamber

The walls, floor, and ceiling of this room are scorched. Strewn about are blackened pieces of furniture, shards of smoky glass, and charred splinters of wood and bone.

A character who examines the room thoroughly and succeeds on a DC 14 Intelligence (Investigation) check concludes that four separate fiery eruptions caused the destruction. A successful DC 19 Intelligence (Arcana) check reveals that the damage was likely the result of a *meteor swarm* spell cast in the room.

40. Northwest Chamber

The door frame has a copper coin wedged into it (see area 19), and the door has a stained glass wolf's head worked into its design. The room is dusty and empty but for a few cobwebs in the corners.

41. Northeast Chamber

The door frame has a silver coin wedged into it (see area 19). The room contains the following:

Mirror. Embedded in the middle of the south wall is a rectangular mirror in a stone frame.

Statue. Standing in front of the mirror is an unfinished 8-foot-tall statue of a merfolk blowing a conch shell, its lower body replaced by a misshapen block of chiseled granite. (This statue is a shapechanged **roper**.)

Tridents. Four tridents hang on the north and east walls between the arrow slits. They fly off the walls and attack if certain conditions are met.

The tridents animate and attack if any of them are disturbed or if the roper dies. They have the statistics of **flying swords** but deal piercing damage instead of slashing damage on a hit.

Mirror Gate to Level 10

Etched into the bottom of the mirror's stone frame are the letters T-U-O-Y-A-W (a reflection of W-A-Y-O-U-T). The mirror is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If a creature speaks the words "Way out!" while pointing at the mirror, the gate opens for 1 minute.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 14d on level 10, in the closest unoccupied space next to the identical gate located there.

Shapechanged Roper

Halaster melded a roper and a mimic to create this creature with the statistics of a roper and the ability to shape itself into objects like a mimic. While immobile in object form, it is indistinguishable from a normal object. Only when the roper reverts to its true form do its monstrous features become apparent.

The roper has the following additional trait:

Shapechanger. The roper can use its action to polymorph into a stone object or back to its true form. Its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

The roper answers to the name Miguel. It has instructions to attack any creature that enters the room through the mirror gate. It also attacks any creature that threatens to do it harm. Halaster feeds the roper regularly so that it doesn't have to attack out of hunger. Neither Otto the faerie dragon nor Maddgoth's homunculus is aware that the statue is really a creature in disguise.

Treasure

If the characters kill and cuts open the roper, they find five misshapen diamonds (100 gp each) in its gizzard.

42. Southeast Chamber

The door to this room is missing its stained glass window panes. Tiny shard of glass stuck in the iron frame suggest that the glass was smashed. (Maddgoth's unseen servants cleaned up the mess.) The room beyond is dusty and empty but for a few cobwebs in the corners.

43. Otto's Den

Maddgoth crafted and tested magic items here. The area contains several lingering magical effects that prompted the faerie dragon to turn these chambers into its private den. Whenever Otto leaves to torment the stone giants or wander the castle, Maddgoth's homunculus sneaks in here to trash the place.

43a. "Homunculi Unwelcome"

The characters hear crashing sounds as they approach this room. Hanging on the handle of each door to this room is a crude wood-and-rope sign bearing the chalk words "HOMUNCULI UNWELCOME" in Draconic. The western door is closed and has a gold coin wedged in its frame (see area 19).

The eastern door is ajar. A gold coin lies on the floor just inside the room, which contains the following:

Homunculus. Unless it has been encountered and detained elsewhere, Maddgoth's oversized homunculus is flipping tables, knocking over bookshelves, throwing chairs, kicking chests, and tearing rugs into strips with its teeth.

Junk. Stuff that the faerie dragon has accumulated litters the floor, as well as many items that are broken beyond repair.

Secret Door. A secret door in the north corner of the east wall opens into area 43b. (The homunculus is unaware of it.)

Maddgoth's homunculus knows it can't be killed and attacks the characters unless they withdraw immediately. If it is destroyed, it melts away and re-forms in area 25a.

Otto's spoils include candles and candle snuffers, potted mushrooms, mortars and pestles, lamps, belts, pentacle pendants, recipe books, sticks of colored chalk, kettles, cauldrons, spoons, stuffed animals, spools of wire, glass beads, wigs, walking sticks, bars of soap, balls of yarn, cracked mirrors and prisms, quills, smoking pipes, empty scroll tubes, and torn sheaves of parchment. Though some of the collection's pieces might be useful and many are colorful or whimsical in design, nothing here holds any special value.

43b. Otto's Secret Stash

Otto's most prized possessions fill this cluttered space. These treasures are spread across tables that have been stacked atop one another, forming makeshift shelves that scrape the 20-foot-high ceiling and threaten to topple at any moment. Any character who tries to get at a hard-to-reach item has a 50 percent chance of setting into motion a Rube Goldberg-esque cascade of tables and baubles. When everything comes tumbling down, every creature in the room must make a DC 15 Dexterity saving throw, taking 10 (3d6) bludgeoning damage on a failed save, or half as much damage on a successful one.

Treasure. The items gathered here include dozens of porcelain and ceramic dragon statuettes, old storybooks, worthless but shiny costume jewelry, a pair of jade bookends carved to resemble yuan-ti abominations (250 gp for the pair), two random trinkets (roll twice on the Trinkets table in chapter 5 of the *Player's Handbook*), and coffers stuffed with a total of 30 pp, 150 gp, 300 ep, 1,500 sp, and 5,000 cp. Perched atop a high table is a *potion of fire breath* in a small crystal flask that breaks if the tables fall.

44. Wizard's Armory

This room is locked, its key lost. Otto punched a hole through one of the door's glass panes to get a look inside but didn't see anything of interest. Characters who peer inside see the following:

Bats. Two ordinary **bats** flap around the room. Each bat transforms into a **nycaloth** if it is reduced to 0 hit points or if the door to the room is opened.

Scroll. On the north wall, east of the door, hangs a framed scroll pressed flat behind a sheet of glass. Bolted to the wooden frame is a tiny metal plaque that reads, "Break glass in case of emergency."

Maddgoth's idea of an armory is a pair of well-paid nycaloths named Yzig and Gorzog. They can't leave the room until they're restored to their true form, and they won't leave the castle before Maddgoth returns. Their orders are to slay castle invaders. The nycaloths recognize Maddgoth's homunculus and won't harm it; all other creatures are attacked on sight.

Without its master around, the homunculus doesn't trust the nycaloths and thus hasn't tried to free them.

Treasure

The framed scroll is a *spell scroll* of *cloudkill*.

45. Alchemist's Laboratory

Otto removed anything it considered valuable from this chamber but periodically returns to see if it missed anything. If the faerie dragon hasn't been encountered and defeated elsewhere, there is a 25 percent chance that it's here when the characters arrive, in which case the door to the room is open. If Otto is not present, the door is closed and has a silver coin lodged in its frame (see area 19). The room's features are as follows:

Tables. Tables stand haphazardly about the room, their surfaces cluttered with alchemical equipment.

Cabinets. Corner cabinets are brimming with skulls, jars of powdered substances, and leather-bound journals filled with Maddgoth's mad scribblings.

Refuse. The floor is strewn with bits of broken glass, scraps of parchment, and other refuse.

Treasure

The room contains three full sets of alchemist's supplies, all of which can fit in one backpack.

A *potion of invisibility* in a stoppered glass vial has rolled underneath the northwest corner cabinet and is lodged in the back corner. A *detect magic* spell reveals its presence.

46. Maddgoth's Throne

The door frame has an electrum coin wedged into it (see area 19).

A tall throne made of iron and stained glass stands in the southern alcove, facing the door. The throne's clawed armrests and feet give it a monstrous appearance, but there's nothing dangerous about it. Laid before the throne is a 15-foot-diameter circular rug with a pattern resembling a large gaping mouth. The rug, too, is harmless.

47. Roof and Battlements

The roof offers little in the way of a view, since the surrounding cavern is all but lost in darkness. The echoes that a single shout can create are astonishing, though. Four-foot-high crenellated battlements enclose the roof.

Hidden Trapdoor

An 8-foot-square trapdoor near the northern battlement hides a stone staircase that leads down to area 38. This is the route by which Otto the faerie dragon comes and goes from the castle.

The trapdoor blends in with the surrounding stonework, and detecting it requires a successful DC 15 *Wisdom (Perception) check*. *Tiny letters scratched* into the trapdoor spell the words "KNOCK KNOCK" in Draconic.

Knocking twice on the trapdoor causes it to swing open on its own, then close 1 minute later. Otherwise, the trapdoor must be pried open with a crowbar or similar tool. Prying the trapdoor open requires a successful DC 18 Strength (Athletics) check.

Aftermath

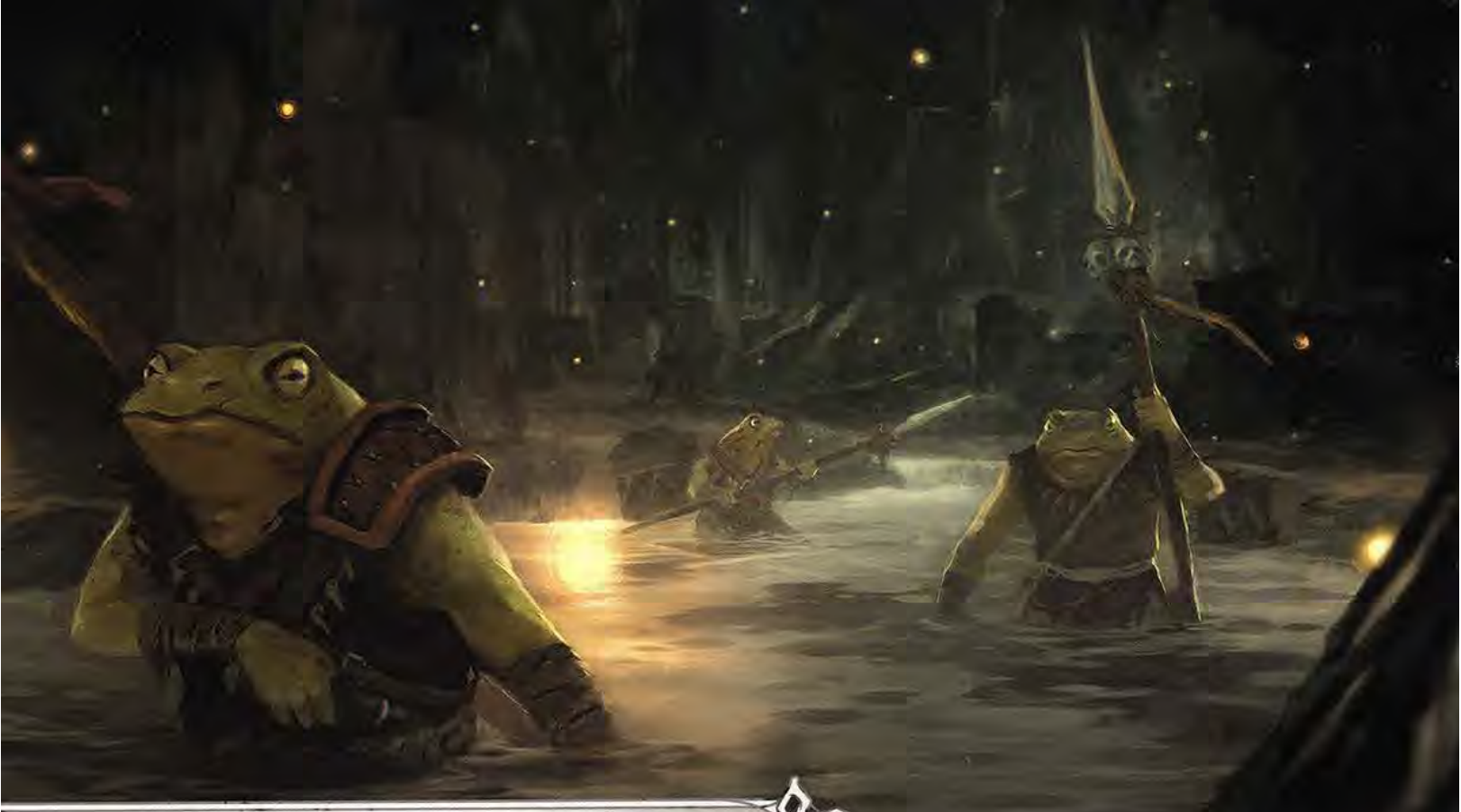
What happens in the miniature castle has little impact on the stone giants, and vice versa. Killing all the giants saddens Otto the faerie dragon, but its goals don't change. If the characters help the giants by dealing with the faerie dragon, all is forgotten in a few hours when the giants' memories fade away.

If the slaad in area 33 succeeds in slaying or driving off the characters, it makes its home in the castle, hoping that Maddgoth will one day return with the slaad's control gem. In a struggle between the faerie dragon and the slaad for control of the castle, the slaad can win either by killing Otto or forcing the dragon into hiding.

Characters who leave the level and later return discover that the giants don't recognize them or remember having met them previously. If one or more giants were killed, the surviving ones retain no memory of how their fallen kin died. If all the giants die, Halaster might freeze the caverns and fill them with a tribe of yetis led by a mated pair of abominable yetis, or provide the space to a clan of degenerate fomorians.

After the characters depart, Maddgoth might return to check on things. He's either a neutral evil **archmage** who has exceeded his natural life span with *potions of longevity*, or he's a **lich**. Choose whichever form you prefer. In either case, Maddgoth tries to put his house in order, which could take weeks if the characters made a mess of things. Maddgoth might be accompanied by a **mage** he has invited to stay with him on some false pretense. In truth, Maddgoth plans to torture and murder his house guest, as he has done with so many others.

Maddgoth wears a *horned ring* (a very rare magic item) that allows a wearer attuned to it to ignore Undermountain's magical restrictions (see "Alterations to Magic," page 10). He also carries the control gem for the slaad in area 33. If the party didn't claim his helm (see area 25b), he dons it for the duration of his stay in the castle. If the nycaloths are still around (see area 44), Maddgoth retains their services as bodyguards. If the characters prove too great a challenge for him, Maddgoth teleports away and returns the next day with eight **mezzoloths** to help him clean house.



Level 8: Slitherswamp

Slitherswamp is designed for four 10th-level characters, and characters who defeat the monsters on this level should gain enough XP to reach halfway to 11th level. This level consists of muck-filled caverns and decaying temples dedicated to evil deities of the yuan-ti. The serpent folk lived here until they were defeated by nagas known as the Ssethian Scourges. Afterward, Halaster replaced the yuan-ti with a bullywug tribe governed by a cruel death slaad overlord.

What Dwells Here?

Adventurers might find themselves caught up in the war of Slitherswamp by encountering the thralls of the Ssethian Scourges, the Blacktongue bullywug tribe, the meddling ghost of a yuan-ti priest (see area 9), or watchful agents of the Dweomercore mages of level 9.

The Ssethian Scourges

The Ssethian Scourges were three spirit nagas that fought the yuan-ti of the Slitherswamp, eventually claiming victory. Only two spirit nagas remain, Excrutha and Serakath, along with their thralls and the remnants of the third spirit naga, Hexacali, who was destroyed and transformed into a bone naga by the yuan-ti.

The spirit nagas maintain a stable of thralls and use a *rod of rulership* to insure their obedience. Every day at dawn, the nagas gather their thralls in area 15a and target them again with the recharged rod, and each naga has the special ability to increase the duration of the charm effect to 12 hours. Humanoid thralls that resist the rod's magic often choose to maintain the appearance of being charmed for the sake of their own survival, because the nagas kill or chain up those they can't magically enslave.

Shortly after the Ssethian Scourges defeated their yuan-ti foes, a tribe of bullywugs led by a death slaad appeared in the Slitherswamp. Frustrated by this new obstacle to their dominance of the level, the nagas now seek allies to slay the bullywugs and their leader. The nagas know the locations of all the magic gates on this level, as well as how to activate them. They share that information with creatures that willingly serve them.

The Blacktongues

A year ago, Halaster used his magic to transport the Blacktongue tribe of bullywugs, along with its small army of giant frogs and giant toads, from a remote marshland to this level of Undermountain. He seeded them into those parts of Slitherswamp once controlled by the yuan-ti. The bullywugs were quick to capture and domesticate four carrion crawlers and a hydra.

Halaster also summoned a death slaad named Kuketh to Slitherswamp. The Mad Mage keeps the slaad's control gem in his sanctuary on level 9 and forces Kuketh to serve as the bullywugs' king. The Blacktongues live in fear of their new king, whom they call Yurk Y'blorkflug ("lord of fetid obliteration" in their language). The slaad hates being under Halaster's control and takes out its frustration on its subjects.

JULIAN KOK

Carrion Crawler Mucus

Blacktongue bullywugs coat their weapons with carrion crawler mucus. A creature hit by a bullywug's Spear attack must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. A creature poisoned in this way is also paralyzed. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Karstis of Dweomercore

The mages of Dweomercore (level 9) have sent one of their own, a human named Karstis, to monitor this level. He hides in areas 7 and 8 with his minions. Karstis is an ally of those looking to thin out any of the factions in Slitherswamp, but a foe to anyone who tries to gain access to Dweomercore.

Exploring This Level

All location descriptions for this level are keyed to map 8. Many tunnels and caves of Slitherswamp are partially flooded with water, ranging from a few inches to several feet in depth, over a layer of thick mud. Areas marked as swamp on the map are difficult terrain for any creature that lacks a swimming speed.

This entire level is wet and humid. Ordinary frogs, toads, and insects thrive here.

1. Precipice

The sloping tunnel from level 7 ends 20 feet above the marshy ground of area 2.

Humidity. The walls and floor of the tunnel drip with moisture from the humidity, and buzzing insects are everywhere.

Rope Ladder. The crumbling remains of a ramp lie below the precipice. A slimy rope ladder has been anchored with spikes to its western edge.

The rope ladder has been smeared with carrion crawler mucus. Any creature climbing down the ladder must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. A creature poisoned in this way is also paralyzed and falls from the rope ladder into the muck of area 2 below, taking 3 (1d6) bludgeoning damage. The creature can repeat the saving throw at the end of each of its turns, ending the mucus's effect on itself on a success.

2. Bullywug Sentries

Ceiling. This swampy cavern has an uneven 30-foot-high ceiling.

Fireflies. Harmless fireflies flit over strange fungal plants that sprout from the swamp, filling the cavern with eerie dim light.

Bullywugs. Three **bullywugs** use their Swamp Camouflage feature to hide in the swampy tunnel leading to area 19.

The bullywugs watch the tunnel that leads to level 7. When they spot the characters, three of them try to sneak away to areas 19a and 20, to warn the rest of the tribe. The others wait to see where the intruders go.

3. Arch Gate to Level 6

A three-forked passageway rises out of the swamp. The center passage has an arch embedded in its back wall. This arch is one of Halaster's magic gates (see "Gates," page 12). The space inside it bears a bas-relief of a female dwarf standing with her eyes closed. A keyhole is carved into the head of a stone hammer she clutches to her chest. The rules of this gate are as follows:

- If the stone key from area 14a on level 2 is inserted into the keyhole, the bas-relief and the key vanish as the gate opens for 1 minute. When the gate closes, the bas-relief reappears, and the key is ejected from its keyhole.
- A character can open the gate without the stone key by using an action to pick the lock, requiring a successful DC 20 Dexterity check using thieves' tools. If the check fails, the dwarf's eyes open and emit light. Each creature within 10 feet of the arch must make a DC 16 Dexterity saving throw, taking 22 (4d10) radiant damage on a failed save, or half as much damage on a successful one.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 34b on level 6, in the closest unoccupied space next to the identical gate located there.

4. Dangerous Shrubbery

A 20-foot-high dry ledge (area 4a) overlooks a 30-foot-high cavern filled with vegetation and ankle-deep mud (area 4b). This area's features are as follows:

Vegetation. Luminescent, fern-like plants sprouting from the mud fill this area with dim light.

Severed Limb. Part of the ledge wall is stained with blood. Directly below the stain, a severed leg wearing a sturdy boot sticks up out of the mud.

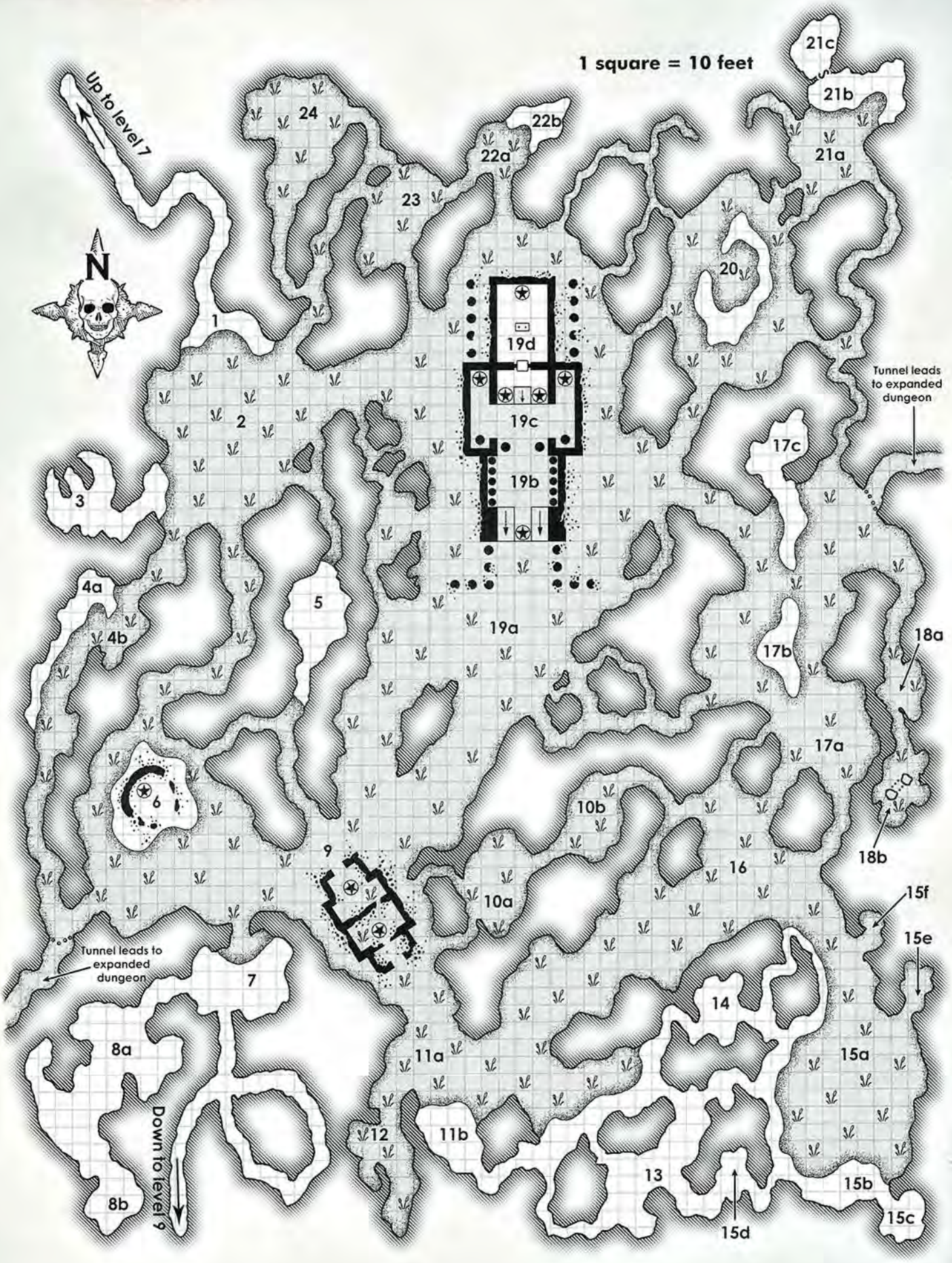
4a. Final Rest of Thubid Duskaxe

This 20-foot-high ledge can be climbed with a successful DC 15 Strength (Athletics) check. Atop the ledge, above the bloodstain but not visible from the tunnel floor, the body of a duergar sprawls near a campsite. The corpse is that of Thubid Duskaxe, a duergar adventurer on a rescue mission. He lost a leg when he fought the shambling mounds and subsequently bled to death.

Treasure. The corpse wears a leather satchel that contains 224 gp, an ornate stone carving of an owl (50 gp), and a journal written in Dwarvish. The journal contains a map showing areas 1 through 6, as well as notes of "frog people to the northeast" and "serpents with foul magic to the southeast." The journal describes Thubid's plan to find allies to help him rescue his cousin, Agorra, who was "bewitched by the serpents."

4b. Shambling Mounds

Any character who succeeds on a DC 12 Wisdom (Perception) check is not surprised when three **shambling mounds** attack. The shambling mounds chase creatures through the mud but ignore creatures atop the ledge.



Map 8: Slitherswamp

5. Dry Cave

This dry, 20-foot-high cavern stands empty and serves as a good place to rest on this level.

6. Reflections

This swampy cavern has a 50-foot-high ceiling of jagged rock. Rising from the mire is an island of dry rock, upon which are the following features:

Ruins and Statue. Amid the ruins of a dome built of black stone is a statue of a snake with closed eyes swallowing its own tail.

Apparition. The ghostly image of an adventurer moves through the area, looking lost.

The ghostly image of a male human warrior in plate armor wanders around the statue as though searching for something he has lost. The image cannot be harmed and does not acknowledge the characters. If a character dies on this level, the image changes to appear as that character, even if the character is later raised from the dead. A *dispel magic* spell that targets the image causes it to disappear for 1 hour.

A successful DC 15 Intelligence (Religion) check suggests that the statue is a representation of Dendar the Night Serpent, the yuan-ti god of nightmares. Any character who touches the statue is cursed. Until the curse is ended with a *remove curse* spell or similar magic, the character is beset by nightmares and gains no benefit from a long rest.

7. Warded Cavern

A *glyph of warding* spell has been cast on the floor at the center of the 10-foot-high cavern. The glyph triggers a *cloudkill* spell (save DC 15) when any creature other than Karstis passes the midpoint of the cavern. The spell's cloud lasts for 10 minutes.

8. Dweomercore Hideout

These caves are used by the mages of Dweomercore (level 9) to keep an eye on their neighbors. The caves' inhabitants include a mage named Karstis.

If death or capture seems likely, Karstis grabs his spellbook in area 8b and flees to level 9 after instructing his bodyguards to cover his escape. Thereafter, Karstis can be encountered in area 8c on level 9.

8a. Guards

Golem. A **flesh golem** stands watch in the middle of this 10-foot-high cave, facing the entrance.

Wights. Two **wights** are on guard at the south end of the cave (outside area 8b).

Crates. Three open crates are stored in the westernmost alcove. They contain sheets of parchment, small jars of ink, quills, 10 days of edible rations, and five 2-gallon casks of clean water.

If the glyph in area 7 triggers, the flesh golem and the wights can't be surprised. The golem was crafted by Wormriddle the night hag (see level 9). If the golem goes berserk, neither Karstis nor any of his other servants can regain control of it.

8b. Karstis's Cave

Karstis (LE male Mulhorandi human **mage**) lurks here with four **minotaur skeletons**. The 10-foot-high cave is lit by a hooded lantern that rests on a portable writing desk covered in quills, ink jars, and books. A folding cot rests near the back wall.

Treasure. Amid the clutter on the desk, characters can find Karstis's spellbook. The book is bound in human flesh and contains all the spells Karstis has prepared, plus *animate dead* and *glyph of warding*.

9. Temple of the Great Snake

This 30-foot-high cavern is dominated by a ruin that contains the following:

Carvings. The interior walls are covered in carvings of snakes, fanged maws, and open ophidian eyes.

Black Statue. The northwest section of the temple contains a black stone statue of a masked, hooded male humanoid dressed in leather armor and clutching a dripping dagger in each hand. Harmless centipedes crawl all over the statue.

Green Statue. The middle chamber contains a statue carved of green stone, depicting a 15-foot-tall winged snake with its fangs bared. Harmless snakes slither around the statue's base.

Ghost. Wandering through the ruin is a spectral woman wearing a soiled black gown and a featureless white mask (actually the **ghost** of a slain yuan-ti priest).

A yuan-ti pureblood priest named Yoastal was slain by the Ssethian Scourges and remains bound to the temple. Because she cannot leave, she tries to trick others into completing her unfinished business, knowing that she cannot rest until the Ssethian Scourges are dead.

Yoastal can be both friend and foe to an adventuring party. The ghost claims to have once been a cleric of Mask, cursed to remain in Slitherswamp until the nagas are destroyed. She provides characters with the layout of the level in exchange for promises to free her. But her information is always slanted toward leading the characters into situations that might further escalate the war between the Ssethian Scourges and the Blacktongues.

If Yoastal is destroyed while any of the nagas live, she re-forms in this ruined building in 1d4 days.

Black Statue

Water trickling down from the ceiling falls onto this statue and drips off its daggers like poison. A character who succeeds on a DC 15 Intelligence (Religion) check recognizes the statue as a representation of the yuan-ti god Sseth.

A character who searches through the mud around the statue and succeeds on a DC 15 Wisdom (Perception) check discovers a rotting sack and also digs up a hostile **swarm of insects (centipedes)**.

Treasure. The sack contains 550 gp.

Green Statue

A character who succeeds on a DC 15 Intelligence (Religion) check recognizes this statue as another representation of Sseth.

10. Rainfall Caverns

Water pours from the ceiling of these 20-foot-high caves like a heavy rain. Consequently, creatures in this area have disadvantage on Wisdom (Perception) checks that rely on sight or sound.

10a. Venom Pool

This cavern is flooded to a depth of 4 feet. The water glows green around an emerald that lies on the floor in the middle of the cavern. This gemstone has been blessed by Sseth, such that it turns the water around it to poison. Any creature that starts its turn in the water must make a DC 12 Constitution saving throw, taking 11 (2d10) poison damage on a failed save, or half as much damage on a successful one. Water that leaves the cavern is no longer poisonous, and the water in the cavern ceases to be poisonous once the emerald is removed from it.

Treasure. The flawed emerald loses its magic if taken from the area and is worth 250 gp.

10b. Hissing Stone

In the middle of this cavern, a large stone rises above the 3-foot-deep water and magically emits a soft hissing sound. The natural pattern of the stone vaguely resembles a swarm of snakes.

A character who touches the stone hears a sibilant whisper asking that individual to ask a question aloud. If the character does so, the voice answers as if the character had cast the *augury* spell. Once the stone is used in this way, it cannot be used again until the next dawn.

11. Watch Post

This area is guarded by thralls of the Ssethian Scourges against possible attack from the Blacktongues.

11a. Flooded Cave

This 20-foot-high cavern is flooded with muddy water to a depth of 3 feet. The drow in area 11b attack intruders they spot moving through this cave.

11b. Watchers in the Dark

Dry land rises gently out of the water to create a broad ledge dotted with 4-foot-high piles of loose rocks. Two **drow elite warriors**, a female named Dirzanna Freth and a male named Arachnafein Zaphrorzza, hide behind the rocks. These drow are under the effect of the spirit nagas' *rod of rulership* and move to the swamp's edge to attack intruders detected in area 11a. If enemies close to melee range, the drow switch to melee weapons.

If one drow elite warrior falls in battle, the other tries to flee to area 13 and alert the creatures there. The drow have orders from the spirit nagas to capture intruders if possible, meaning that any character reduced to 0 hit points by a drow's melee weapon attack is knocked unconscious. Characters captured by the drow are brought before the nagas in area 15.

If and when the charmed condition on them ends, Dirzanna and Arachnafein make their way to House Freth's base on level 12.

12. Fishery

This small cave has a 10-foot-high ceiling and contains a 20-foot-deep pool with a crevasse at the bottom, through which cold water bubbles up from a natural spring. The thralls of the Ssethian Scourges use the sightless cave fish that swim here as a source of food.

13. Detention Cave

A male **drow elite warrior** named Xirk Dezpeti'il is chained to one of three sets of manacles that hang from the west wall. The nagas use the manacles to bind creatures that resist the magic of their *rod of rulership*.

A sometime adventurer and unrepentant ne'er-do-well who pledges alliance to no one, Xirk is willing to trade information about the surrounding caves or the thralls' routine in exchange for freedom to return to the Underdark. If he is freed, he avoids combat and is not above stealing from his benefactors.

14. Fungal Farm

Two tunnels lead into this damp, 10-foot-high cavern, which contains the following features:

Spores. A perpetual haze of spores fills the air, making the area lightly obscured.

Fungi. Small fungi are planted in neat rows and are used as a fast-growing food crop. A pile of gardening tools lies by the west tunnel entrance.

15. Lair of the Spirit Nagas

All the caves of area 15 are either dry or have their floors covered with 1 foot of muddy water.

An alarm raised in any of these areas attracts all nearby creatures: the spirit nagas in area 15c, as well as their thralls in areas 11b, 15c, and 15f. The spirit nagas and their thralls avoid killing humanoid intruders if they can. Prisoners who can't be enslaved are thrown into the arena (area 15a) without their weapons and forced to fight to the death against the nagas' thralls.

15a. Arena

The Ssethian Scourges sometimes have their thralls fight captives for their amusement. This 40-foot-high cave has the following features:

Ledge. A slope of dry land rises from a few inches above the water to a 20-foot-high ledge at area 15b.

Weapons. Shattered and abandoned weapons lie in the wet muck. (Characters forced to fight here can easily recover serviceable melee weapons from the muck and detritus.)

15b. Naga Thrones

The north side of the ledge drops away 20 feet to the arena floor (area 15a). Two flat stones command a view of the arena and are used as thrones by the nagas.

15c. Steamy Den

This cramped, steam-filled cave contains the following:

Duergar Thrall. Agorra Duskaxe, a female **duergar**, stands guard just inside the entrance.

Steamer. Water dripping from a crack in the ceiling falls into a cylindrical metal contraption at the center of the cave, and steam billows out of it.

Nagas. Unless they have been drawn elsewhere, two **spirit nagas** named Excrutha and Serakath lounge on the floor near the back of the cave (see "The Ssethian Scourges," page 109).

Chest. A wooden chest stands against the east wall.

The nagas don't fear death, but they do fear the loss or theft of their *rod of rulership* and will do everything they can to safeguard it. A battle here attracts the thralls from areas 11b and 15f, assuming they're still around.

While Agorra is under the effect of the *rod of rulership*, she believes the nagas to be her allies and defends them to the death. She carries the key to the manacles in area 13.

The steamer consists of two iron chambers stacked on top of each other. Magical fire burns in the bottom chamber, heating water that pours into the top chamber through the crack in the ceiling. Small holes in the sides of the top chamber allow steam to vent into the cave, keeping it warm and moist.

Treasure. One spirit naga has a *rod of rulership* coiled in its tail at all times. The rod's magic has been spent for the day and can't be called upon again until the next dawn.

The chest is unlocked and contains 500 pp, 330 gp, a silver necklace in the form of entwined serpents (250 gp), and a *spell scroll* of *modify memory*.

15D. Unused Laboratory

A wooden table covered with alchemist's supplies stands against the north wall of this damp, 10-foot-high cave.

15E. Spring

A steady stream of water pours out from a crack in the wall of this alcove. The water fills up a natural stone basin, which in turn overflows onto the muddy ground. This spring provides clean water.

15F. Troll Guard Post

Two **trolls** charmed by the nagas' *rod of rulership* are crammed in this alcove until they are drawn elsewhere.

16. Lair of the Bone Naga

Bones. This 30-foot-high cave appears empty except for the bones of numerous creatures (humanoids and yuan-ti) visible beneath the water.

Hexacali. Lurking amid the bones is a **bone naga** (formerly a spirit naga named Hexacali).

The bone naga tries to slay any living creature that enters its domain. Creatures moving through this area must succeed on a DC 15 Wisdom (Perception) check or be surprised when the bone naga attacks.

17. Battlefield Cavern

This 30-foot-high cavern was the main front of the battle between the yuan-ti and the nagas.

17A. Bones in the Mud

The water here is 2 feet deep, and the cavern floor beneath it is littered with yuan-ti bones.

17B. Death of a Naga

The phantasmal scene of a spirit naga battling four yuan-ti purebloods plays out for characters who set foot on this island. As characters view the scene, they find themselves literally being drawn into it.

Each character drawn into the scene temporarily becomes one of the yuan-ti fighting the wounded Hexacali. The character gains the statistics of a **yuan-ti pureblood** with 2d20 hit points remaining.

Hexacali, a **spirit naga** with 35 hit points, is trapped on the island and fights yuan-ti characters to the death. Yuan-ti characters who drop to 0 hit points during this fight immediately come to their senses and take 22 (4d10) psychic damage from the shock of their illusory demise. Unlike any damage sustained in the battle, this psychic damage is real. A character free of the vision can free another character from it by using an action to shake or slap them.

If the characters defeat Hexacali, their last collective memory is of pinning the naga down to be slain and raised as a bone naga. The vision then ends for all characters and can't take hold of them again.

17C. Mirror Gate to Level 10

A wedge of dry land rises from the water to become the floor of a 15-foot-high cave with a mirror mounted to its eastern wall.

The mirror is framed by an assemblage of hundreds of tiny interlocking stone gears. This mirror reflects normally and is one of Halaster's gates (see "Gates," page 12). Its frame is composed of an assemblage of hundreds of tiny, interlocking stone gears. This gate's rules are as follows:

- Any creature that inspects the frame and succeeds on a DC 15 Wisdom (Perception) check sees that one of the gears has popped out slightly. If it is pressed, the gear locks in place, causing all the gears to turn and the gate to open for 1 minute. When the gate closes, a different random gear pops out slightly, causing all the gears to lock again.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 25b on level 10, in the closest unoccupied space next to the identical gate located there.

18. Serpent Gate

These 10-foot-high side caverns feature a standing gate that grants access to level 11. Strikingly beautiful carvings of serpents decorate the walls of these caverns.

18A. Trapped Approach

An old yuan-ti trap meant to prevent approach to the gate still functions in this area. A pressure plate under the water and mud extends the full width of the cavern entrance. A character searching the cavern for traps

who succeeds on a DC 20 Wisdom (Perception) check spots the pressure plate. The trap triggers whenever a weight of 50 pounds or more is placed on the pressure plate. Darts fire from holes in the walls against the creature that triggered the trap, making a ranged weapon attack (+7 to hit) that deals 10 (4d4) piercing damage. The trap resets each round.

A search of the walls and a successful DC 20 Wisdom (Perception) check is sufficient to spot small holes in the serpent carvings. The characters can spend 1 minute to plug the holes, which prevents the trap from attacking. The pressure plate can be disabled with a successful DC 15 Dexterity check using thieves' tools.

18b. Standing Gate to Level 11

Two pillars with giant stone snakes wrapped around them rise from the muck. Chiseled into the lintel stone across the top are the words "DON THE CRYSTAL CROWN" in Dwarvish. This gate's rules are as follows:

- The gate opens for 1 minute if a creature wears King Melair's crystal crown (see level 6, area 11d) while standing within 5 feet of it.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 11a on level 11, in the closest unoccupied space next to the identical gate located there.

19. Yuan-ti Temple

The roof of this cavern soars to a height of 80 feet, and the muddy water throughout is 2 feet deep. Dominating the cavern is a ruined yuan-ti temple filled with statues depicting the same winged serpent with its fanged mouth open. A character who succeeds on a DC 15 Intelligence (Religion) check recognizes the statues as depictions of Sseth, a yuan-ti deity. Flickering torches on the sides of the temple illuminate the structure.

19a. Amphibious Guards

Eight **bullywugs** and three **giant frogs** stand guard in the water outside the temple. The bullywugs try to paralyze intruders using their spears, the tips of which are coated with carrion crawler mucus. Characters paralyzed by the bullywugs' spears or swallowed by the giant frogs are brought to area 19d and held there until Kuketh can be summoned from area 20 to devour them.

19b. Narthex

A 10-foot-tall statue of a winged serpent stands at the entrance of the temple between two submerged stone ramps. The ramps are slippery and rise to meet the floor of a 20-foot-high antechamber, the floor of which is submerged under 1 foot of murky water.

Decorative columns carved to look like intertwined snakes line the chamber's walls.

19c. Nave

Water. Murky water covers the floor to a depth of 1 foot.

Ceiling Fresco. This chamber has a vaulted ceiling 30 feet high. A fresco on the ceiling has mostly crumbled away, but the portions that remain suggest serpentine images that were probably quite fearsome.

Statues. Four statues of winged serpents stand to the north, two in the water and two above the waterline. (Torbit, a bullywug assassin, hides behind the partially submerged statue in the northwest corner.)

Platform. Between the two middle statues, a mostly submerged ramp rises to the top of a dry platform, at the back of which is a closed door that opens into area 19c.

Torbit might have become king of the Blacktongues if not for his devotion to Kuketh. He jealously protects the temple that is his master's seat of power, killing any who enter without permission. Torbit is an **assassin**, with these changes:

- Torbit is chaotic evil.
- He has these racial traits: He can breathe air and water. He speaks Bullywug, and can speak with frogs and toads. He has a walking speed of 20 feet and a swimming speed of 40 feet. His long jump is up to 20 feet and his high jump is up to 10 feet, with or without a running start. He has advantage on Dexterity (Stealth) checks made to hide in swampy terrain.
- In addition to his weapons, Torbit carries one piece of a shattered jade staff (see "Treasure" below).

Treasure. The foot-long piece of jade that Torbit carries was found in the muck. He doesn't realize that it's a fragment of a jade staff crafted by ancient yuan-ti that was discarded in Undermountain by Halaster years before. See area 39b on level 6 for more information on this yuan-ti device and how it can be reassembled. By itself, the jade fragment is worth 100 gp.

19d. Apse

This 30-foot-high chapel has the following features:

Mud-Caked Statue. Dried mud has been heaped onto a large, winged snake statue to the north, giving it a vaguely frog-like appearance. Poor-quality carved offerings and worthless stones are piled before the statue.

Altar. A stone altar in the center of the room bears carvings of serpents.

Any character who inspects the altar and succeeds on a DC 15 Wisdom (Perception) check notices that one of the altar's carvings has a button carved to look like a serpent's eye. If this button is pressed, a secret compartment on the north side of the altar opens. Inside this compartment is a slender red taper (see "Treasure" below). Kuketh and the bullywugs are unaware of the altar's hidden compartment and the treasure within.

Treasure. The red taper is a *candle of invocation* dedicated to Sseth, the neutral evil yuan-ti god. If the candle is removed from the altar by a creature that is not a yuan-ti, green mist billows up through cracks in the floor and coalesces into two **yuan-ti abominations**. These temple guardians attack any creature that is not a yuan-ti. When reduced to 0 hit points, they revert to clouds of green mist and disappear without a trace.

If the yuan-ti abominations are not killed, they rid the temple of enemies and turn it into their lair.

20. Blacktongue Isle

Deep Water. The ground falls away at all entrances to this 30-foot-high cavern, whose water is 30 feet deep.

Island Village. A dozen crude shacks sit atop a muddy, horseshoe-shaped island. Twenty-five **bullywugs** and six **giant frogs** slip in and out of the shacks.

Bonfire. A bonfire burns at the northern tip of the island, giving off pungent smoke. (The bullywugs keep it burning with a mixture of dried offal and fungus.)

The shacks are made from rocks mortared with mud. The bullywugs found here are busy raising young, mending nets, cooking, or working on other domestic necessities. They and the giant frogs are quick to respond to calls for aid from area 19.

Harmless cave fish swim in the deep water around the island. The pool at the island's center is closed off by a submerged net that prevents fish from finding their way inside. The Blacktongues keep their unborn eggs in this pool, hidden among submerged stands of thick-fronded fungus.

21. Lord of Fetid Obliteration

Unless he has been summoned to area 19, the unhappy king of the Blacktongues is here.

21a. Hydra Den

This cave has a 20-foot-high ceiling and is filled with water to a depth of 30 feet. Lurking in the muddy water at the bottom of the cave is a trained **hydra**. The hydra refrains from announcing its presence or attacking until such time as Kuketh orders it to rise and kill something.

21b. Kuketh's Lair

Ledge. A dry ledge 5 feet above the water line is strewn with bones, some with flesh still attached.

Kuketh's Bed. The eastern end of the ledge contains a pile of moldering hay and the rotting body of a giant toad. Unless it has been drawn elsewhere, Kuketh the **death slaad** lounges on the hay in bullywug form.

When not bossing around its subjects, Kuketh quietly ruminates on its troubles. The slaad communicates with strangers using telepathy and is willing to negotiate with characters who claim to be enemies of the Ssethian Scourges. A mercurial creature, Kuketh doesn't honor agreements for very long. Its only consistent desire is to escape from Undermountain and return to the Outer Plane of Limbo.

21c. Secret Vault

This cave is hidden behind a secret door.

Treasure. The vault holds treasure collected by the bullywugs, including 56 pp, 2,417 gp, 540 sp, a platinum holy symbol of Sseth (a flying snake with bared fangs) worth 150 gp, and a *headband of intellect*.

22. Stables

The Blacktongue bullywugs raise "livestock" in this 20-foot-high, torch-lit cavern. If the bullywug handlers here are attacked, they release their carrion crawlers and shout for aid from areas 19 and 23.

22a. Giant Frogs

Six **giant frogs** hop through shallow water in this cavern, croaking loudly while four **bullywugs** dump food (mostly vermin) into a trough along the northwest wall.

22b. Carrion Crawlers

This raised dry area contains the following:

Wooden Pen. A pen made of wooden slats confines four **carrion crawlers** to the northeast. Three carrion crawler eggs are inside the pen.

Tools. Several buckets and long-handled tools for wrangling the carrion crawlers stand near the gate to the pen.

The bullywugs raise carrion crawlers for their poisonous mucus, but they also feed carrion crawler eggs to the hydra in area 21a. The carrion crawlers are not treated well. If released, they are as likely to attack the bullywugs as they are the characters.

Wood scraps gathered from throughout the level have been used to fence off this dry area from floor to ceiling. The gaps between the slats are just wide enough for a melee weapon or a carrion crawler's tentacle attack. A simple loop of rope keeps the gate closed.

23. Bullywug Camp

Muck. This 20-foot-high cave is filled with muck to a depth of 1 foot.

Bullywug Shacks. Two hovels made of stones and mud are lit by tall torches. Four **bullywugs** are mending tools near the shacks while two **giant toads** look on.

24. Kelp Farm

Five **bullywugs** work kelp beds in the 6-foot-deep water of this 30-foot-high cave, while a **giant toad** swims nearby. The kelp is a staple of the bullywugs' diet and glows with a faint green light. The light fades 10 minutes after the plant is harvested.

If they are threatened, the bullywugs order the giant toad to attack and call for help from areas 2 and 23.

Aftermath

If the characters help Kuketh destroy or reclaim its control gem, the death slaad abandons the bullywugs. If Torbit is alive, he becomes the ruler of the Blacktongue tribe after Kuketh departs or is killed. It's only a matter of time, however, before the Ssethian Scourges seize him, make him one of their thralls, and take control of the bullywug tribe. If all the Blacktongue bullywugs are defeated, the temple becomes a safe place for the characters to rest (assuming the yuan-ti abominations in area 19d haven't taken over the place).

Killing the Ssethian Scourges frees Yoastal from her curse and allows the Blacktongues to overrun the nagas' caves. Karstis and the mages of Dweomercore might be there already, though, wanting to hold those caverns. Such gains are short-lived, because the spirit nagas' Rejuvenation trait ensures their return in 1d6 days.

Level 9: Dweomercore

Dweomercore is an academy of magic designed to test, trap, and confound its students. The level is designed for four 10th-level characters, and characters who defeat its monsters and villains should gain enough XP to reach 11th level.

What Dwells Here?

An arcanaloth and a night hag preside over this level. Evil mages in search of arcane knowledge or Halaster's tutelage come here with their followers to train and be tested.

Arcanaloth Headmaster

An arcanaloth in league with the Mad Mage runs Dweomercore's academy of evil mages. The arcanaloth keeps its true name secret and uses *alter self* spells to appear as Halaster.

The arcanaloth employs nycaloths and mezzoloths as guards, and it trades safe passage through Dweomercore for magic items or for assistance in dealing with an escaped devil (see "Bone Devil," page 119). It also tries to tempt adventurers who are arcane spellcasters into joining its academy—with free tuition!

Wormriddle the Night Hag

Wormriddle is a night hag who has four flesh golems at her command. She strikes foul bargains, offering spells and secrets of magic in exchange for evil acts that allow her to claim souls.

The night hag wears a mummified kitten's head around her neck as a talisman, though it has no magical properties. It testifies to her fear of cats, for Wormriddle is frightened while there's a feline creature within 30 feet of her that she can see or hear. The night hag also carries a lustrous black gem and a large black sack—her *heartstone* and her *soul bag*, respectively (see the "Hags" entry in the *Monster Manual*).

Evil Students

Dweomercore's students are described below. Encounters with them can occur anywhere at any time, though they appear most often in their favorite haunts.

Spite Harrowdale

Dweomercore's most apt pupil, Spite Harrowdale, is a centuries-old wizard (NE male Rashemi human **archmage** who speaks Common, Dwarvish, Elvish, and Giant). He appears to be a 12-year-old boy, thanks to imbibing *potions of longevity*. Spite hides the true measure of his magical talent by pretending to know only cantrips and 1st-level spells. This ruse has fooled the other students and most of his instructors, but not the arcanaloth, who is keeping a watchful eye on the wizard. Spite is the only student so far who has discerned that the headmaster is not in fact Halaster, but an arcanaloth disguised as him.

Spite has an oni companion that assumes the form of a female half-ogre named Dumara. The oni's real name is Kumar, and it has been in Spite's company most of its

Christopher Moeller

life. It treats Spite like an older brother, and it's the only being in whom Spite confides.

Spite wants to get his hands on a spellbook hidden in Halaster's private sanctuary (area 45b), and he'll use any kind of distraction to get it. Spite cuts a deal with the adventurers: if they distract the arcanaloth and the night hag long enough for him to steal the spellbook, Spite will show them the stairs leading down to level 10 (see area 44). He will also tell them an Undermountain secret, determined by drawing a random card from the Secrets Deck (see appendix C). Spite upholds his end of the deal only as long as it's to his benefit, and he tries to pin the theft of the spellbook on the adventurers once they're gone.

If the characters turn down Spite's deal, he teams up with Nylas Jowd and Skrianna Shadowdusk (see below) to destroy them.

Cephalossk the Mind Flayer

Cephalossk is a solitary mind flayer arcanist (see the sidebar in the "Mind Flayer" entry in the *Monster Manual*). It is a pariah among its own kind, has no allies at the academy, and isn't looking for friendship from anyone. It shadows adventurers and casts *detect thoughts* spells on them to glean their true intentions.

The mind flayer considers itself intellectually superior to everyone else, and it loathes Spite Harrowdale for being Halaster's favored pupil. Cephalossk tries to convince the characters to distract and kill Dumara (Spite's oni bodyguard) while it devours Spite's brain. In exchange for their help, Cephalossk promises to tell them "three secrets that every Undermountain explorer should know." Once it has fed on Spite's brain, Cephalossk makes good on its promise and telepathically shares the following information with the characters:

- A mind flayer colony has taken over a level of Undermountain known as Seadeeps. (Cephalossk knows this because it has been in telepathic contact with the ulitharid on level 17.)
- Githyanki have invaded Undermountain and are trying to exterminate the mind flayer colony in Seadeeps.
- Halaster has commandeered a vessel that can travel between worlds through space and hidden it somewhere in Undermountain (see level 19).

If the characters refuse to assist Cephalossk, the mind flayer attacks them.

Pneumatic Tubes

Dweomercore has a system of copper tubes, through which cylindrical copper canisters are propelled by air pressure. Each tube is 3 inches in diameter, and each canister is 9 inches long and just shy of 3 inches wide, with a screw-on copper lid. The tubes are labeled with their destinations.

Many of the level's inhabitants use these tubes to send scrolls, assignments, and missives to one another. Any object or creature able to fit in a tube (including characters in gaseous form) can be transported from one end to the other in a matter of seconds. If timing becomes important, assume that whatever a creature inserts into a tube on its turn arrives at the destination at the start of that creature's next turn.

Nylas Jowd

Nylas Jowd (NE male Thayan human **mage** with *animate dead* prepared instead of *fly*) wanders the halls of Dweomercore with a pair of invisible will-o'-wisps that obey his commands. Nylas journeyed from Thay to study under Halaster and learn the deeper secrets of necromancy, and he has all the hallmarks of a Red Wizard of Thay—namely, the red robes, the bald head, and the evil bent. He treats others as soon-to-be corpses and is more interested in their anatomy than what they say or do.

Nylas wants to turn the Horned Sisters (see below) into zombies because they have acted cruelly toward him. He asks the characters to kill them so he can raise their corpses with *animate dead* spells. If the characters refuse, Nylas and his will-o'-wisps attack them.

Skrianna Shadowdusk

Skrianna Shadowdusk (CE female Illuskan human **mage**) recently enrolled in Dweomercore at Halaster's urging. She is one of the Shadowdusk family (see level 22) and is spoiling for a challenge. Rude, stuck-up, and privileged, Skrianna shows utter disdain for "common rabble" and takes sadistic pleasure in abusing and manipulating others with her magic. She is accompanied at all times by her shield guardian bodyguard (she wears its amulet), as well as a grell valet that carries her spellbook (which contains all the spells she has prepared).

Skrianna doesn't trust new arrivals and attacks them at the slightest provocation, trusting that her bodyguard and her valet will protect her if a fight breaks out.

The Horned Sisters

Two tiefling sisters named Turbulence and Violence sought to join the Arcane Brotherhood of Luskan but were turned down. They served aboard pirate ships for a few years before ending up in Skullport, where they heard rumors of a secret academy for magic-users deep inside Undermountain. They fought tooth and nail to reach Dweomercore, but the place hasn't lived up to the hype. They have no friends at the academy, and they're unhappy with the quality of the instruction they've received. Now they want to leave, but the headmaster has instructed them to remain while giving them assurances that things will change for the better. Wormriddle the night hag has been keeping an eye on the sisters, who take advantage of any distraction to flee back to Skullport. They will attempt to enlist the characters to cause such a distraction.

The sisters are tiefling **mages**, with these changes:

- The sisters are lawful evil.
- Each sister has these racial traits: She has resistance to fire damage. She has darkvision out to a range of 60 feet. She speaks Common, Draconic, Infernal, and Undercommon.
- Each sister carries a spellbook that contains all the spells she has prepared.

Elan Tanor'thal

Elan is a **drow mage** from a house that ran a lucrative slave trade operation in Skullport until it was driven out by the Xanathar Guild. He hopes to learn enough magic to one day conquer Skullport for his family. Like most

drow, he is predictably treacherous. His silken words are pleasant enough, but any alliance forged with him is doomed to end badly—and most likely in bloodshed.

Elan extends the false hand of friendship to new arrivals while warning them to steer clear of the other students and the headmaster. "They're all insane," he says. He likes to hang around where the action is, so he can quietly observe where the characters keep their magic items and spellbooks (which he fully intends on claiming once they're dead).

Bone Devil

A bone devil was accidentally summoned in the southern wing by Yarek, an overzealous student. After killing its summoner, the devil discovered to its dismay that the magic wards of Dweomercore prevent it from escaping area 47. The arcanaloth offers adventurers safe passage through Dweomercore if they defeat the devil and send it back to the Nine Hells.

Exploring This Level

Location descriptions for this level are keyed to map 9. There are few light sources here; creatures that reside in Dweomercore rely on darkvision or create their own illumination with magic.

1. Entry Hall

These rooms form the entrance to what was once a lavish underground mansion.

1a. Left Hand of Manshoon

Alarm. An *alarm* spell has been cast on the 20-foot-square area marked on map 9. It silently informs the headmaster in area 15 when visitors arrive.

Ceiling Mosaics. This room has a 30-foot-high arched ceiling. Bright mosaics on the arched roof depict wizards engaged in dazzling spell duels.

Undead Guardian. Floating in the middle of the room, 15 feet above the floor, is a man's withered left hand and forearm, severed at the elbow.

Responding to the *alarm* spell, the **arcanaloth** makes its way toward area 1 to greet the new arrivals (see the "Meeting the Headmaster" sidebar).

The limb belonged to a human archmage named Manshoon—or, more precisely, to one of his clones. The clone challenged Halaster to a spell duel and lost more than just the contest. Halaster turned the limb into a guardian that attacks all intruders until the Mad Mage or a creature that looks like him waves it off. The limb has the statistics of an **archmage**, with these changes:

- It is a Tiny, unaligned undead with 63 (18d4 + 18) hit points and *blight* prepared instead of *banishment*.
- It has a flying speed of 30 feet, and it can hover.
- It has blindsight out to a range of 60 feet and is blind beyond this radius. It can't speak or hear, and it can't be blinded or deafened.

1b. Waiting Room

This room contains six stuffed armchairs with garish upholstery.

Meeting the Headmaster

Characters who trigger the *alarm* spell in area 1 are met by the headmaster, who otherwise dwells in area 15. When in the company of visitors, the erudite arcanaloth tries to remain civil even while impersonating the Mad Mage. It describes the academy in glowing terms and sings the praises of its excellent students and their devotion to arcane magic. It claims to have a vested interest in all that happens inside Undermountain and bears no ill will toward adventurers who provide "a much needed sanitary service" by ridding the dungeon of pesky monsters.

If the characters are just passing through on their way to the lower levels, the headmaster offers to take them to the top of the stairs leading down to level 10. For safe passage through Dweomercore, it requires one of the following:

- A payment of one magic item per party member
- Slaying the bone devil in area 47

If the characters choose to deal with the bone devil rather than give up their magic items, the headmaster leads them south through areas 2, 3, 6, 38, 39, and 46. It waits for them in area 46b while they slay the devil in area 47, then escorts them to the top of the stairs leading down to level 10 as promised. After watching them disappear down the stairs, the arcanaloth returns to area 15.

Visitors who decline the headmaster's offer are politely asked to return whence they came and never show their faces in Dweomercore again. Those who refuse to leave are attacked.

Any character who claims to be an arcane spellcaster in search of tutelage is invited to stay in Dweomercore and take the entrance exam. If the character accepts the offer, the headmaster uses a *teleport* spell to transport itself and the candidate to area 11c, where it suggests the character remain until the entrance exam can be scheduled. (If the party includes multiple candidates, the arcanaloth keeps them together.) In truth, the arcanaloth expects the candidate to ignore its suggestion and explore the complex further. The entrance exam is actually about how the candidate deals with the other students. Any candidate who can hold their own against the other students is granted admittance, having passed the headmaster's "exam" in so doing.

A character admitted to Dweomercore is free to wander the halls and talk to other students, until such time as that character gets into trouble and is expelled or murdered.

1c. Coat Room

The walls of this room are lined with rows of bare metal hooks.

1d. Water Closet

This room is equipped with stone sinks and toilets, each with a command word carved above it. The sink basins and toilet bowls magically fill and flush with water on command, and drain holes on their inside rims keep them from overflowing. Two **living unseen servants** (see appendix A) stand near towel racks, ready to hand out towels to guests.

2. Trapped Hall

The recessed wall of this corridor has engravings of eight wizards clutching staffs, each staff representing a different school of magic. This hall also has two hidden features:

- When a creature enters the trapped 10-foot-square space marked on map 9 for the first time on a turn or starts its turn there, the medusa statue in area 3 animates and shoots a magic arrow at the creature. (If the headmaster is accompanying characters through this hall, the arcanaloth uses a *mage hand* cantrip to press the button and deactivate the trap.)
- A stone button is concealed in the north wall, disguised to look like a section of the staff that represents conjuration. A character who searches the wall spots the button with a successful DC 15 Wisdom (Perception) check. Pressing the button results in a loud clicking noise as the arrow trap deactivates for 1 minute.

3. Medusa Junction

The walls of this room rise vertically 10 feet, then angle inward to a 20-foot-high apex. In the middle of the room, standing atop a 1-foot-high cylindrical block of stone, is a statue of a scowling medusa with a longbow and an empty quiver. The statue gazes north.

When a creature sets off the trap in area 2, a poisoned arrow materializes in the medusa's grasp as the statue animates. It immediately draws back on the bow and shoots the arrow at the creature that triggered the trap (+6 to hit), dealing 6 (1d8 + 2) piercing damage plus 14 (4d6) poison damage on a hit.

The medusa statue is a Medium object with AC 15, 50 hit points, and immunity to all damage except force damage. It weighs 1,200 pounds. A creature can use an action to try to knock the statue off its base, doing so with a successful DC 18 Strength (Athletics) check. If it is toppled, the statue does not animate until returned to its former position. (If Wormriddle learns about the toppled statue, she and her flesh golems set it right before seeking to punish those responsible.)

4. Fresh Water Fountain

Fountain. Fresh water from a natural spring pours out of the mouth of a bas-relief carved to look like Halaster's overjoyed visage, whereupon it spills into a semicircular stone basin enclosed by a 2-foot-high retaining wall before draining out through tiny holes.

Guards. Flanking the fountain are two **mezzoloths**.

Braziers. Two unlit stone braziers shaped like clawed hands rise from the floor at the south end of the room.

The mezzoloths ensure that no one tampers with the academy's water supply or destroys the fountain. They otherwise pay visitors no mind.

5. Portrait of a Mad Mage

This room is empty except for an enormous red velvet curtain that covers the north wall. A pull-rope on one side of the curtain allows it to be drawn back. Behind the curtain hangs a large abstract painting that depicts Halaster surrounded by fields of bloody mouths and people feasting on each other. Worked into the background are various other bizarre figures from beyond the Material Plane. Halaster's face is chillingly calm despite the violent chaos around him, and his piercing gaze seems to follow anyone who views the portrait.

Any creature that beholds the painting must succeed on a DC 17 Wisdom saving throw or suffer a random form of long-term madness, determined by rolling on the Long-Term Madness table in chapter 8 of the *Dungeon Master's Guide*. On a failed save, a creature can be affected by the painting again, but not until its current madness ends.

6. Reading Niche

Desks. In the middle of the room stands a row of desks. Seated behind one of the desks is Spite Harrowdale (NE male Rashemi human **archmage** who speaks Abyssal, Common, Dwarvish, Elvish, Giant, and Primordial). His **oni** bodyguard, disguised as a half-ogre named Dumara, stands beside him.

Bookshelves. Tall bookshelves packed with soft-covered notebooks line the northeast and southwest walls. The books are organized by topic.

Pneumatic Tubes. A row of ten pneumatic tubes is fastened to the back wall. Beneath the tubes is a shelf of empty copper canisters.

Spite is holding a wand with a *light* cantrip cast on the end of it and reading a bone-dry biography of Ahghairon, the archwizard who founded Waterdeep. If the characters are being led through Dweomercore by the headmaster, Spite smiles at them as they pass by. Once they're gone, he and the oni cast *invisibility* on themselves and follow the characters, curious to learn their intentions in Dweomercore. Spite and Dumara confront the characters as soon as they can do so privately (see "Evil Students," page 117).

The notebooks stored here are small and thin enough that they can be curled up and stuffed in pneumatic tube canisters. The books cover subjects of interest to wizards, including spell component harvesting, ruminations on the Weave, biographies of famous wizards and liches, tips for creating realistic illusions, and essays written by previous students on a wide range of arcane topics. Any book in this collection that is removed from Dweomercore magically disappears and reappears back on its proper shelf.

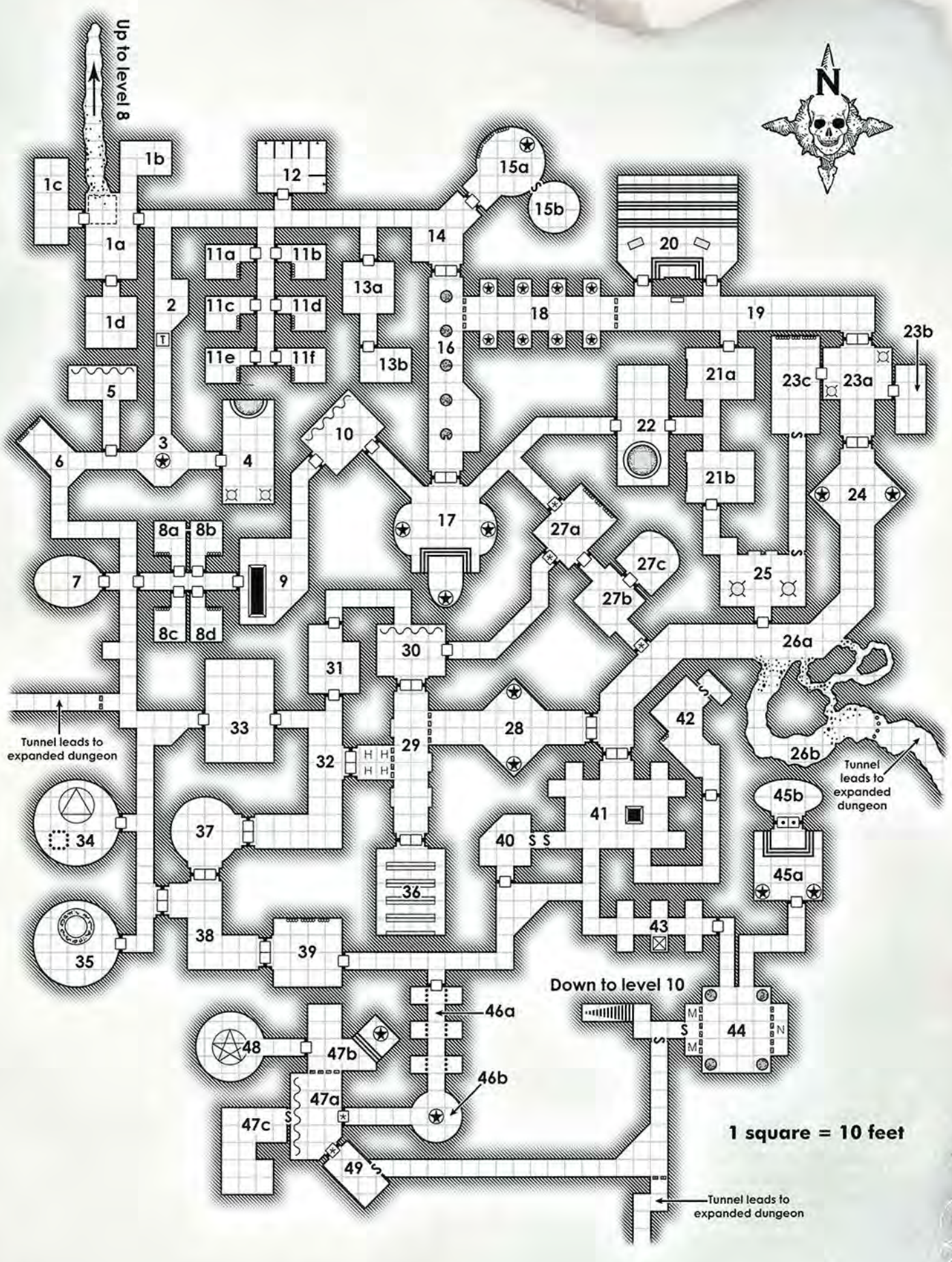
Pneumatic Tubes

The tubes connect to the students' dormitories (areas 8 and 11). From left to right, the tubes are labeled "Turbulence" (area 8a), "Violence" (area 8b), "Karstis" (area 8c), "Yarek" (area 8d), "Spite" (area 11a), "Skrianna" (area 11b), "Vacant" (area 11c), "Cephalossk" (area 11d), "Elan" (area 11e), and "Nylas" (area 11f).

7. Workroom

The door to this room is slightly ajar. Peering out from within is Cephalossk, the **mind flayer arcanist**. It has been too long since the mind flayer has fed on a fresh brain, but it's willing to forgo attacking the characters if they promise to help it feed on Spite's mind instead (see "Cephalossk the Mind Flayer," page 118).

This workroom is filled with tables, braziers, and an assortment of alchemical equipment.



Map 9: Dweomercore

8. Student Dormitories

Each room contains identical furnishings:

Pneumatic Tubes. A row of five pneumatic tubes is attached to one wall. These tubes are labeled with their destinations and connect to the reading niche (area 6), the headmaster's office (area 15a), Wormriddle's workshop (area 23c), the kitchen (area 27a), and the study hall (area 39).

Bed and Footlocker. Against the far wall rests a plain bed and an iron-banded footlocker with a sturdy padlock that can be picked by using thieves' tools and making a successful DC 20 Dexterity check. (If a room is vacant, its key is in the lock; otherwise, a room's key is in the possession of the room's resident.)

Desk. A plain desk contains quill pens, jars of ink, blank scrolls, notes, notebooks, and 1d6 empty copper scroll canisters designed to fit inside the pneumatic tubes. Hanging on the wall above the desk is a framed portrait of Halaster. (The portraits in different rooms have different expressions.)

8a. Turbulence's Room

A small hole has been bored through the east wall, enabling Turbulence to converse with her sister in area 8b while the two are in their quarters.

Treasure. Turbulence's footlocker contains a set of traveler's clothes and a pentacle-shaped bloodstone amulet (125 gp).

8b. Violence's Room

A small hole has been bored through the west wall, enabling Violence to converse with her sister in area 8a while the two are in their quarters. Violence has drawn a large, sweeping black mustache on the portrait of Halaster above her desk.

Treasure. Violence's footlocker contains a set of traveler's clothes, a red leather pouch containing 75 gp, and a spellbook stolen from Yarek's room (area 8d). The book contains these spells: *cloud of daggers*, *conjure elemental*, *darkvision*, *fog cloud*, *grease*, *gust of wind*, *Leomund's tiny hut*, *magic missile*, *Mordenkainen's faithful hound*, *sending*, *stinking cloud*, and *unseen servant*.

8c. Karstis's Room

This room is set aside for a student named Karstis, whom characters might have encountered on level 8. If he fled Slitherswamp, Karstis is lying in his bed and reading his spellbook (assuming he still has it). The room is unoccupied otherwise.

8d. Yarek's Room

Yarek was the student responsible for releasing the bone devil in area 47. His room hasn't been cleaned out since his demise.

After Yarek died, the Horned Sisters picked through his footlocker and took anything they considered valuable. They left behind a crystal wand (an arcane focus worth 10 gp), a set of fine clothes, and a small, autographed painting of a suave, dark-haired human wizard with a dove perched on his shoulder. The picture is inscribed, "Yarek—Have a magical day! Your friend, Jim."

9. Refuse Pit

A trashy odor fills this room. A 30-foot-long, 10-foot-wide, 60-foot-deep pit in the middle of the floor is filled with refuse and failed experiments to a depth of 10 feet. The chemical mixture has spawned a toxic slime.

Any creature knocked into the pit falls 60 feet onto the soft pile of trash, taking 1d4 bludgeoning damage per 10 feet fallen. In addition, a creature that lands in the toxic slime takes 10 (3d6) poison damage at the start of each of its turns until the slime is washed off with water or alcohol. A character can determine how to clean off the slime with a successful DC 10 Intelligence (Nature) check.

10. Where's Halaster?

This room is empty except for an enormous red velvet curtain that covers the northwest wall. A pull-rope on one side of the curtain allows it to be drawn back. Hanging on the wall behind the curtain are fifteen paintings, each one 5 feet long and 3 feet tall, arranged in three rows of five.

Each painting depicts a graduating class of dour-faced Dweomercore wizards. Most of the older paintings show the students as skeletons—signifying which graduating students have died. Careful examination reveals that Halaster appears in every class picture except the center portrait in the middle row. Removing that painting from the wall triggers an elder rune hidden behind it (see "Elder Runes," page 12). Determine the rune with a random draw from the Elder Runes Deck (see appendix B).

11. Student Dormitories

Each room contains identical furnishings:

Pneumatic Tubes. A row of five pneumatic tubes is attached to one wall. These tubes connect to the reading niche (area 6), the headmaster's office (area 15a), Wormriddle's workshop (area 23c), the kitchen (area 27a), and the study hall (area 39).

Bed, Dresser, and Chest. Against the far wall rests a comfortable bed, a handsome dresser, and a claw-footed iron chest with an *arcane lock* spell cast on it (keyed to the student assigned to the room). A creature can force open the magically locked chest with a successful DC 25 Strength (Athletics) check.

Desk. A beautiful rolltop desk contains quill pens, jars of ink, blank scrolls, notes, notebooks, and 1d6 empty copper scroll canisters designed to fit inside the pneumatic tubes. Hanging on the wall above the desk is a framed portrait of Halaster. (The portraits in different rooms have different expressions.)

11a. Spite's Room

Spite Harrowdale and his oni bodyguard share this room. Spite has taken the precaution of casting a *glyph of warding* spell on the door frame, set to trigger if anyone other than he or Dumara crosses the threshold. The glyph can't be seen from outside the room. It erupts with magical energy that fills a 20-foot-radius sphere centered on it. Each creature in the area must make a DC 17 Dexterity saving throw, taking 45 (10d8) thunder

damage on a failed saving throw, or half as much damage on a successful one.

Treasure. Spite keeps a tiny jeweled chest inside his rolltop desk. This chest (50 gp) is a replica of a full-sized chest made of exquisite materials. The larger chest (5,000 gp) is hidden on the Ethereal Plane by means of a *Leomund's secret chest* spell.

A character can recognize the miniature chest for what it is with a successful DC 15 Intelligence (Arcana) check. Spite alone can use the replica to recall the larger chest, which contains two spellbooks titled *Spells of Spite*, volumes I and II. These books contain all the spells Spite has prepared, plus the following spells: *arcane lock*, *Bigby's hand*, *disintegrate*, *forcecage*, *gaseous form*, *glyph of warding*, *Leomund's secret chest*, *maze*, *Melf's acid arrow*, *Mordenkainen's private sanctum*, *Otto's irresistible dance*, *Tasha's hideous laughter*, *telekinesis*, *Tenser's floating disk*, and *true polymorph*.

11b. Skrianna's Room

Skrianna has filled her quarters with creature comforts, including silk bedsheets, soft furs from exotic beasts, a bowl of fresh fruit, a censer of burning incense, and a cushioned wicker reading chair.

Skrianna's Diary. Skrianna keeps a diary in her desk. The book affords a rare glimpse into the insane mind of a Shadowdusk family member. In addition to expressing contempt for her peers in Dweomercore, Skrianna rails against the constraints placed on her by the headmaster. She also speaks of an imaginary lover named Acamar, who comes from the void beyond the sky, and talks about visits to the Far Realm in her dreams. She makes a passing reference to other family members, namely Zalthar and Dezmyr, who dwell in Shadowdusk Hold (see level 22) and plan to return to Waterdeep in force, aided by some kind of giant construct that Halaster is building in Arcturiadoom (level 14).

Treasure. Skrianna's dresser contains ten sets of fine clothes and a set of traveler's clothes. Her chest, which has a mirror attached to the inside of the lid, contains an intricately engraved wand of dark wood, a poisoner's kit, and a vial of exquisite perfume (75 gp).

11c. Vacant Room

This room is unoccupied.

11d. Cephalossk's Room

The rolltop desk in this room contains sixteen cloudy jars with preserved humanoid brains in them. The footlocker holds nine similar jars, all empty. Cephalossk hungers for fresh brains but subsists on preserved ones when no other food source is available.

Treasure. Cephalossk keeps its spellbook in a desk drawer. The book is made of thin copper plates held together with mithral wire. Each page bears embossed stanzas of braille-like writing called Qualith, which the mind flayer reads with its tentacles. A non-illithid must use a *comprehend languages* spell or similar magic to comprehend the writing. The book contains all the spells Cephalossk has prepared (see the sidebar in the "Mind Flayer" entry in the *Monster Manual*).

11e. Elan's Room

Familiar. Elan's familiar, a black **spider** with blood-red markings, clings to the wall above the door and telepathically alerts the drow mage if it detects intruders in the room.

Shrine. A small shrine dedicated to the demon queen Lolth rests atop a nightstand by the bed.

After being alerted to the arrival of visitors by his spider familiar, Elan spends 3 rounds traveling from area 13a to his dormitory. Elan greets strangers in a friendly manner (see "Elan Tanor'thal," page 118).

The shrine almost resembles a lantern, designed to be easily transportable. Contained inside is a black basalt statuette of Lolth in her drow form, strung with cobwebs. A *detect magic* spell reveals an aura of enchantment magic around the statuette. Any creature that touches the statuette must succeed on a DC 17 Wisdom saving throw or suffer a random form of short-term madness, determined by rolling on the Short-Term Madness table in chapter 8 of the *Dungeon Master's Guide*. A creature that successfully saves against the madness effect can safely hold the statuette.

Treasure. Elan's chest contains a set of black traveler's clothes, a spider silk pouch containing 38 pp, and a black cloak with a cowl. Pinned to the cloak is an obsidian scarab engraved with the insignia of House Tanor'thal (25 gp).

11f. Nylas's Room

A vile stench issues from an **ogre zombie** that stands against the wall opposite the door. Its orders are to defend Nylas while he is asleep in the room and to protect the Red Wizard's spellbook (see "Treasure" below).

Treasure. Nylas hides his spellbook inside the ogre zombie's rotting torso. Characters who have a passive Wisdom (Perception) score of 15 or higher and come within 5 feet of the zombie can see the spellbook wedged between its ribs. A character can use an action to try to snatch the spellbook while the zombie is animate with a successful DC 12 Dexterity (Sleight of Hand) check. No check is needed to remove the book if the zombie is incapacitated or destroyed.

Nylas's spellbook has covers carved from coffin wood, pages made of stitched humanoid flesh, and words written in the Red Wizard's own blood. It contains all the spells Nylas has prepared (see the **mage** stat block), plus *animate dead*, *blight*, and *contact other plane*.

12. Communal Showers

This room contains five shower stalls with iron faucets and shower heads protruding from the walls. Water is channeled here from an underground reservoir and heated by magic, quickly filling the room with steam if the faucets are turned on.

13. Recreation Room

Students come here to relax and recuperate between lessons.

13A. Taproom

This room resembles a comfortable taproom in Waterdeep. The bar is stocked with bottles of fine liquor and casks of wine, and a wooden dartboard is mounted on the west wall with darts carved to look like stirges.

A **drow mage** named Elan Tanor'thal (see "Elan Tanor'thal," page 118) is seated at a table strewn with parchment in the southwest corner, facing the north door. Elan recently acquired a *spell scroll* of *legend lore* from Wormriddle the night hag and is carefully copying the spell from the scroll to his spellbook. He greets intruders in a friendly manner and suggests they partake of the wine while he finishes his work. The scroll turns to dust once the work is complete.

Treasure. Elan's black leather-covered spellbook contains all the spells he has prepared plus the following: *confusion*, *counterspell*, *fabricate*, *feather fall*, *glyph of warding*, *magic weapon*, *seeming*, and *water breathing*. If his attempt to copy Wormriddle's *spell scroll* was successful, Elan's book also contains *legend lore*.

13B. Arch Gate to Level 6

Arch. Embedded in the south wall is a stone arch bearing images of beholders, flumphs, and stirges (see "Arch Gate" below).

Guard. An invisible **nycaloth** stands against the south wall, protecting the arch gate. The nycaloth becomes visible when it attacks or casts a spell.

The nycaloth's orders are to prevent anyone from using the arch gate to leave Dweomercore without the arcanaloth's permission, and to haul any creature that enters the room by way of the gate to the headmaster's office (area 15a) for questioning. Given strict instructions not to kill anyone, the nycaloth knocks creatures unconscious instead of killing them, then drags them to the headmaster's office.

Arch Gate. The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If a creature flies or levitates within 5 feet of the arch, the gate opens for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 8b on level 6, in the closest unoccupied space next to the identical gate located there.

14. Detention Hall

There's a 50 percent chance that a red-robed tiefling **mage** named Violence (see "The Horned Sisters," page 118) is here, serving a detention for threatening a guest lecturer. The area contains the following:

Desk. A plain desk is situated against the west wall. If Violence is here, she's seated in the chair, facing the wall, reading a scorched spellbook.

Door Plaque. The northeast door bears a bronze plaque that reads, "Headmaster's Office—Knock Please."

Violence isn't permitted to leave this hall until the headmaster releases her, and she's unwilling to sneak off and face greater punishment. If the characters approach her in a friendly manner, Violence tells them to leave before the headmaster returns, and recommends that they speak to Turbulence, her sister, who's in the Spellcasting Hall (area 17).

Treasure

Violence's scorched spellbook contains all the spells she has prepared, plus the following: *alter self*, *cloud of daggers*, *hypnotic pattern*, and *wall of fire*.

15. Arcanaloth's Sanctum

These private chambers belong to the arcanaloth headmaster posing as Halaster Blackcloak.

15A. Headmaster's Office

If it has not already been encountered elsewhere, the **arcanaloth** headmaster is here in its Halaster disguise. The room has a 30-foot-high domed ceiling and the following features:

Statue. Opposite the door, a life-size statue of Halaster stands atop a 3-foot-high granite pedestal. Dozens of eyes are carved into the wizard's robe, and he holds a stone staff topped with a flickering magical flame (created by a *continual flame* spell).

Desk. Resting before the statue is a tremendous oak desk, behind which stands a high-backed chair carved with screaming faces (see below).

Pneumatic Tubes. Fifteen copper pneumatic tubes span the northwest wall, with a shelf of empty copper canisters below them.

Secret Door. A secret door opens into area 15b.

If present, the arcanaloth is writing individual assignments on scrolls and using the pneumatic tube system to deliver them to the academy's students. The assignments involve reading books, completing experiments, and drafting essays on various arcane topics.

The headmaster's chair has an *antipathy/sympathy* spell cast on it. Any creature not able to cast one or more spells of 7th level or higher is subject to the spell's antipathy effect (save DC 17), overwhelmed by screams that seem to emanate from the chair.

Pneumatic Tubes. The tubes connect to various other locations in Dweomercore and in Muiral's Gauntlet (level 10). From left to right, the tubes are labeled with their destinations: "Turbulence" (area 8a), "Violence" (area 8b), "Karstis" (area 8c), "Yarek" (area 8d), "Spite" (area 11a), "Skrianna" (area 11b), "Vacant" (area 11c), "Cephalossk" (area 11d), "Elan" (area 11e), "Nylas" (area 11f), "Wormriddle" (area 23c), "Kitchen" (area 27a), "Study Hall" (area 39), "Guest Lecturer" (area 42), and "Muiral" (level 10, area 4b).

15B. Arcanaloth's Lair

Bookshelves. Books are packed into stone shelves that circle the room to a height of 10 feet.

Symbol. Inscribed on the floor and covered with a circular rug sewn with repeating eye-like patterns is a nearly invisible, 10-foot-diameter glyph that serves as the trigger for a *symbol* spell.

Any creature that is not a fiend triggers the *symbol* spell when it steps on the circular rug or disturbs the rug in any way. Because the rug covers the spell's triggering glyph, the characters have little chance of spotting the glyph unless they use a *detect magic* spell or magic that allows them to see through the rug.

When the glyph triggers, all creatures in this room and area 15a must make a DC 17 Constitution saving throw, taking 55 (10d10) necrotic damage on a failed save, or half as much damage on a successful one.

Treasure. The arcanaloth is an avid reader and has collected countless books from across the multiverse. Most of the books cover mundane subjects such as etiquette, oratory, and poetry. Twenty of the books are treatises on the Outer Planes and chronicles of historical events on various Material Plane worlds, including Toril, Oerth, Athas, and others; these tomes are worth 100 gp each to an interested buyer. A character who spends 1 hour searching can find one of these rare tomes.

The arcanaloth keeps its spellbook here. The book has leather covers with dreadful images branded into them. The script in the book is invisible and can be read only by a creature who has truesight or by means of the *see invisibility* spell or similar magic. The book contains all the spells the arcanaloth has prepared, plus *antimagic field*, *cloudkill*, *circle of death*, *delayed blast fireball*, *ice storm*, *legend lore*, *scrying*, and *symbol*.

16. Magic Cauldron

Nylas Jowd. Nylas Jowd, the Thayan **mage** (see "Nylas Jowd," page 118), lurks in the eastern alcove with his invisible companions, two **will-o'-wisps**.

Pillars and Cauldron. Five stone pillars buttress the 20-foot-high ceiling of this hall. A cavity in the southernmost pillar contains a covered lead cauldron visible to anyone south of the pillar. A stained wooden spoon hangs from a hook above the cauldron.

Illusory Wall. An illusory wall hides area 18. A *detect magic* spell cast on the wall reveals an aura of illusion magic. The wall has no substance, and creatures and objects can pass right through it. The wall can be removed with a successful *dispel magic* spell (DC 14).

Nylas plans to ambush and kill Turbulence (see area 17) when she enters the hall to drink from the cauldron. If the characters catch Nylas here, he tries to convince them to kill Turbulence for him and attacks them if they refuse. The will-o'-wisps gang up on the enemy nearest to Nylas, protecting their master.

Cauldron

A *detect magic* spell can't penetrate the cauldron's lead shell. It weighs 10 pounds and contains 1d10 doses of a transparent magic liquid that smells and tastes like vinegar. Any creature that drinks a dose of the liquid regains one expended spell slot of any level. If the cauldron is removed from its niche, the magic liquid contained therein turns to ordinary vinegar. The same thing occurs if the vinegar becomes mixed with any other substance. If the empty cauldron is left in the niche, it automatically fills with twelve doses of the magic liquid at the next dawn.

17. Spellcasting Hall

This room has a vaulted ceiling 30 feet high. It is lit by *continual flame* spells cast on stone wall sconces shaped like fiendish claws. The walls, floor, and ceiling are scorched and pitted from spell damage.

If the characters are visiting the room for the first time, a black-robed female tiefling **mage** named Turbulence (see "The Horned Sisters," page 118) is engaged in a spell duel with three archmages, one of whom appears to be Halaster. Turbulence is losing badly and has only 3 hit points remaining. Before the archmages can finish her off, the tiefling shouts, "I surrender!" On their next turns, the archmages retreat into alcoves and become inanimate gray statues (see "Statues" below).

Turbulence tells the characters whatever they want to know about Dweomercore, with the intent of pitting them against Halaster. She mentions that the Mad Mage has a private sanctuary on this level (area 45), hoping they'll try to rob it and create a big enough distraction for her and her sister Violence to escape.

Statues

The room's three statues are life-size carvings of robed human wizards. They are used for testing the spellcasting abilities of pupils. A *detect magic* spell reveals an aura of transmutation magic around each one:

East Statue. This statue depicts a young Shou woman whose face is half ruined by acid. She clutches an orb in one hand.

South Statue. This statue stands atop a stone dais and depicts Halaster Blackcloak in a robe covered with unblinking eyes. He clutches a staff.

West Statue. This statue depicts a long-haired woman armed with a gnarled wand. She looks out from behind a smooth, featureless mask.

The statues are indestructible in their inanimate state. When a creature moves between the west and east statues, all three become flesh and attack all other creatures in the room. Roll initiative for each statue separately. While animated, the statues are **archmages**, with these changes:

- The statues are unaligned constructs that speak only when casting spells that have verbal components. They can't leave the room.
- They have the *ice storm* spell prepared instead of *banishment*, and the *finger of death* spell prepared instead of *teleport*.
- If incapacitated or reduced to 0 hit points, a statue instantly teleports to its alcove, where it reverts to its inanimate form and regains all its hit points. It can't reanimate again until all three archmages have reverted to statues.
- The statues return to their alcoves, revert to their inanimate forms, and regain all their hit points if, when their turn comes up, no other creatures remain in the room that aren't incapacitated. This also happens if a creature in the room speaks the words "I surrender!" in any language.
- Any creature reduced to 0 hit points by an animated statue is stable and unconscious.

The first time the adventurers defeat a particular animated archmage statue, they receive XP for it as with any creature defeated in combat. Subsequent victories against that statue don't provide more XP, however.

Treasure

Turbulence carries a soot-stained spellbook containing all the spells she has prepared, plus the following: *alter self*, *cloud of daggers*, *hypnotic pattern*, and *wall of fire*.

18. Illusory Walls

This 10-foot-high hallway is closed off to the west and east by illusory walls. A *detect magic* spell reveals that the walls are illusions without substance, and creatures and objects can pass right through them. An illusory wall can be removed with a successful *dispel magic* spell (DC 14).

19. Ghostly Adventurer

Apparition. At the east end of this hall, the faint apparition of a human adventurer appears to be painstakingly searching the walls for secret doors.

Walls. The walls bear mosaics that have been chipped away and damaged beyond recognition or repair. The wall to the west is illusory (see area 18).

Trophy Case. Between the doors leading to area 20 stands an empty wooden trophy case.

The apparition is a regional effect created by the Mad Mage (see "Halaster's Lair," page 311). It resembles a young human woman, dressed in well-worn adventurer's clothes. It can't be harmed, and it doesn't acknowledge creatures or objects in any way.

20. Lecture Hall

This sloped lecture hall has a 15-foot-high ceiling and the following features:

Light. Stone sconces protruding from the walls have *continual flame* spells cast on them.

Benches. The northern half of the room contains raised stone benches for students.

Dais. To the south, a large chalkboard is mounted above a 5-foot-high stone dais. Drawn on the chalkboard are three frog-like bipeds with wide, toothy smiles. They are arranged in a triangular formation; the top one is drawn in red chalk, the bottom left in blue, and the bottom right in green.

Gurneys. Two stone gurneys are parked in the room. Strapped to one table is the corpse of a quaggoth, its chest burst open and entrails consumed. The other table, draped in a floor-length black sheet, has a **slaad tadpole** hidden under it (see "Slaad Tadpole" below).

Any character who studies the chalkboard drawings and succeeds on a DC 15 Intelligence (Arcana) check recognizes them as a red, blue, and green slaad. Yellow chalk arrows point from the red slaad to the other two. Next to each slaad are words written in Abyssal. Any character who reads Abyssal can translate the words:

- "Parent" is written next to the red slaad.
- "Offspring of parent and host" is written next to the blue slaad.
- "Offspring if host is spellcaster" is written next to the green slaad.

Slaad Tadpole

Wormriddle the night hag prepared a special demonstration for students by implanting a captured quaggoth with a red slaad egg pellet. Unfortunately for her, the slaad tadpole has hatched sooner than expected. The night hag hasn't checked on her subject recently and doesn't know the tadpole is loose. The tadpole attacks the first humanoid that approaches within 5 feet of it. Left alone, the tadpole grows into a **blue slaad** after 1d12 hours. Characters who enroll in the academy might be tasked with eradicating it for Wormriddle.

21. Classrooms

These classrooms offer a more intimate learning environment than the lecture hall.

21a. North Classroom

Chalkboard. A blank chalkboard mounted on the west wall has a narrow stone shelf under it for catching chalk dust. Niches under the chalkboard hold brushes and sticks of colored chalk.

Desks. Facing the chalkboard are twelve desks, in three rows of four. Each desk has cast-iron legs, a sculpted copper seat, and a wooden writing surface gouged with graffiti in various languages.

Hooks. The back wall has a row of stone hooks for hanging cloaks.

21b. South Classroom

This room is identical to area 21b, except that someone has hastily scrawled the following words on the chalkboard in Common: "Wizards of Yore class canceled. Research Ahghairon circa 1071 DR. Expect a quiz!"

Any character who succeeds on a DC 20 Intelligence (History) check recalls that 1071 DR, the Year of Lion's Roars, was the year in which the archmage Ahghairon, first Lord of Waterdeep, created magic wards to protect his city against marauding dragons.

22. Potion Brewery

Odor. This chamber reeks of chemical admixtures.

Furnishings. Arranged in the northern half of the room are a dozen fat stone cauldrons and cupboards full of ingredients in jars.

Stone Basin. The southern half of the room is taken up by a 20-foot-wide, 5-foot-deep, bowl-shaped stone basin enclosed by a 3-foot-high retaining wall. Filling the basin is a toxic brew containing two poison weirds (see "Toxic Brew" below).

The cauldrons are used by students for brewing potions. A valve at the base of each cauldron opens a natural gas vent underneath it, and a flint pedal ignites the gas to heat the cauldron.

The cupboards contain nearly five hundred jars of ingredients used to brew common and uncommon magic potions, as well as other alchemical concoctions. Each jar is labeled in Abyssal. The ingredients are inert and not particularly valuable on their own.

Toxic Brew

Failed potions are tossed into the stone basin, adding to the toxic brew within. Any creature that starts its turn immersed in the brew is poisoned until it leaves the liquid and washes itself off with water.

Two poison weirds lurk in the toxic brew and try to grapple creatures within reach and pull them into the basin. These creatures are **water weirds** with a challenge rating of 4 (1,100 XP) and these changes:

- The weirds are invisible while fully immersed in the toxic brew. They die if forced to leave the basin or if a *purify food and drink* spell is cast on the toxic brew.
- A creature takes 10 (3d6) poison damage at the start of each of its turns while grappled by a poison weird.

23. Wormriddle's Sanctum

These chambers are claimed by Wormriddle the night hag (see "Wormriddle the Night Hag," page 117). If she hasn't already been encountered and defeated elsewhere, there's a 50 percent chance she's in area 23b. Otherwise, she's in area 23c.

The hag's *plane shift* spell doesn't work in Undermountain, but she can use her *heartstone* to escape to the Ethereal Plane if outmatched. The flesh golems in area 23c form Wormriddle's first line of defense. If they're defeated, the hag seeks out the headmaster, who directs the hag to round up the students and form a posse to hunt down and destroy the interlopers.

23a. Smoke-Filled Hall

This chamber is heavily obscured by smoke billowing out of two stone braziers. The night hag uses the smoke to deter students from entering her sanctum. The smoke blocks vision entirely, and creatures in the smoke are effectively blinded. Each brazier bowl contains dozens of tiny holes through which the smoke seeps. Liquid poured into a brazier drains away quickly and does nothing to stop the billowing smoke.

Wormriddle fashioned tight-fitting iron lids for the braziers and keeps them in area 23b. If both braziers are properly covered, the smoke in the room begins to dissipate, making the area lightly obscured after 1 minute and clear after 5 minutes.

23b. Wormriddle's Den

If Wormriddle the **night hag** is here and has been alerted to the presence of intruders, she assumes the form of a young halfling girl named Medley. In this form, she wears a black witch's hat and sweeps the floor with a small twig broom. The hag's den has these features:

Bones. Cat bones cover the floor.

Iron Lids. Leaning against the north wall are a pair of 25-pound, circular iron lids (covers for the braziers in area 23a).

Bed. Mummified cats hang from a decrepit four-poster bed near the south wall. (Tucked under a moldy pillow is a jar filled with the night hag's dirty toenail clippings, which the hag uses to weave evil magic.)

Dolls. Behind the bed, mounted to the wall, is a shelf lined with eight dolls. A ninth doll has fallen off the shelf and onto the floor.

In her halfling form, Wormriddle claims to be one of Dweomercore's most promising students and offers to take characters on a tour. If the characters accept, she leads them to area 23c and orders her golems to attack. If the golems have already been defeated, the hag weeps over their loss and turns ethereal to escape the party, only to return once she rounds up the students and forms a posse. If the characters attack her here, the night hag turns ethereal and flees.

Doll Collection. The dolls are crudely fashioned in the likenesses of the students currently enrolled in Dweomercore. The eight on the shelf represent Spite, Cephalossk, Nylas, Skrianna, the Horned Sisters, Elan, and Karstis. The doll on the floor represents Yarek, the student recently killed by the bone devil in area 48. Each doll incorporates bits of the student's hair or some other sample from its body (foul-smelling slime in the case of Cephalossk the mind flayer).

Embedded in the stuffed chest of each doll is one of the night hag's toenail clippings, signifying and enabling her secret power over the individual represented by the doll. A character who succeeds on a DC 15 Intelligence (Arcana) check can ascertain that the way to rob this power is by replacing the hag's nail clipping with a piece of the character's own body. Doing so enables the character to use the effigy to visit harm upon the student it represents.

For a doll to function, both it and the creature it represents must be in Undermountain. A character who has placed a piece of themselves in a particular doll can use an action to mutilate the doll in one of the following ways to gain a desired result:

- If the doll's eyes are pierced with pins or needles, the student it represents is blinded until the pins or needles are removed, or until a *remove curse* spell or similar magic is cast on that student.
- If the doll is stabbed through the back with a knife or similar sharp instrument, the student it represents is paralyzed until the instrument is removed, or until a *remove curse* spell or similar magic is cast on that student.
- If the doll is set on fire or torn apart, it is destroyed, and the student it represents must make a DC 14 Constitution saving throw. On a successful save, the student is stunned for 1 minute. On a failed save, the student instantly drops to 0 hit points and is dying.

23c. Flesh Golem Workshop

If Wormriddle the **night hag** is here, she's in her natural form, searching the room for a misplaced wooden coffer (see "Treasure" below).

Stench. The room smells like rotting meat.

Golems. Unless the characters already encountered and destroyed them elsewhere, four **flesh golems** lie under stained white sheets atop wooden trestle tables in the middle of the room.

Work Area. A fifth table surrounded by patches of dried blood is covered with saws, needles, spools of black thread, and bits of decaying flesh. Next to this table is a wooden barrel that holds humanoid body parts in various stages of decay.

Hanging Corpses. Four mostly intact human corpses are hanging from hooks mounted to the south wall. (A secret door hidden behind one hanging corpse pulls open to reveal a tunnel leading to area 25.)

Pneumatic Tubes. Attached to the north wall is a row of thirteen copper pneumatic tubes. Empty copper canisters rest on a shelf under the tubes.

The golems serve Wormriddle. If one goes berserk in her presence, she tries to calm it. If the night hag isn't present, the golems attack only if they're damaged.

Pneumatic Tubes. These tubes connect to various other locations in Dweomercore. From left to right, the tubes are labeled with their destinations: "Turbulence" (area 8a), "Violence" (area 8b), "Karstis" (area 8c), "Yarek" (area 8d), "Spite" (area 11a), "Skrianna" (area 11b), "Vacant" (area 11c), "Cephalossk" (area 11d), "Elan" (area 11e), "Nylas" (area 11f), "Halaster" (area 15a), "Kitchen" (area 27a), and "Study Hall" (area 39).

Treasure. Buried beneath the rotting body parts in the barrel is a wooden coffer with tiny air holes bored in its sides. The coffer contains an ordinary frog that spits out a *gem of seeing* the first time it's picked up by a humanoid. The frog has no other special abilities but seems pleased to be free of the grisly barrel.

24. Halaster Says What?

Two inanimate, 9-foot-tall statues of the Mad Mage stand in the corners of a widened section of this 10-foot-high hallway. A creature that passes between the statues causes a sound to erupt from one statue or the other, or both. Roll a d8 and consult the Statue Sound Effects table to determine what occurs.

Each statue is a Large object with AC 15, 50 hit points, and immunity to poison and psychic damage. Destroying a statue doesn't stop sound from issuing from its location until all its rubble is removed from the area.

Statue Sound Effects

d8	Effect
1	One statue loudly breaks wind.
2	One statue counts down slowly from 10 to 1.
3	Both statues say in unison, "BOOM-badda-BOOM-badda!"
4	One statue says, "Don't forget to pick up your participation trophy on the way out."
5	One statue says, "Give me an H!"
6	One statue asks, "Hey, have you seen my cat?"
7	One statue screams, "The call is coming from inside the mountain!"
8	One statue says, "Die!" as it casts a *power word kill* spell targeting the creature that triggered the sound effect.

25. School Supplies

Braziers. Roaring green flames erupt from a pair of 8-foot-tall stone braziers shaped like giant chalices. The flames keep this 20-foot-high room hot, dry, and lit. (The braziers are built over natural gas vents in the floor and never go out.)

Guards. Two **spectators** float 15 feet above the floor.

Supplies. Carved into the north wall are stone shelves with blank spellbooks and stacks of parchment on them. Mounted between the shelves are copper signs embossed with the following words in Common: "Do not remove supplies without Headmaster Blackcloak's written consent."

Secret Door. A secret door opens into a dusty hall that leads to area 23c.

The spectators guard the supplies on the shelves and use telepathy to warn intruders not to touch anything without presenting a written note from the headmaster. If such a note is presented, the spectators study it closely; they can recognize a forgery with a successful Wisdom (Perception) check contested by the forger's Intelligence (Deception) check. If the spectators believe the note is genuine, they'll permit the removal of one spellbook and up to ten sheets of parchment. They attack anyone caught trying to steal supplies.

Treasure

The shelves contain thirteen blank spellbooks and three hundred sheets of parchment. Each blank spellbook is worth 50 gp, and each sheet of parchment is worth 1 sp.

26. Bent Hallway

This 10-foot-high, 20-foot-wide hall is marred by an ancient excavation. At one point, drow sought to expand this level of the dungeon and set slaves to the task of hewing new passageways. The project was abandoned when Halaster and his apprentices pushed the drow out.

26a. Slamming Doors

The first time the characters reach the midpoint of this hall, they hear a double door slam shut, either to the northeast (30 percent chance) or the southwest (70 percent chance). The sound is a harmless illusory regional effect created by Halaster (see "Halaster's Lair," page 311).

26b. Rough-Hewn Tunnels

A **cloaker** recently infiltrated Dweomercore and has taken up residence here. When it detects intruders, it settles on the floor and assumes the guise of a dark, discarded cloak, hoping to catch its prey by surprise.

27. School Meals

The real Halaster has bound two barbed devils to these chambers and tasks them with preparing meals for Dweomercore's students and faculty.

Characters who examine the outermost doors (each marked with an asterisk on the map) notice thin silver tracery and glyphs around the exterior door frames. A successful DC 20 Intelligence (Arcana) check reveals that the glyphs around each door prevent devils from passing through the doorway. Scratching away any of the glyphs breaks the magic on that door, enabling devils to pass through it normally.

27a. Kitchen

The kitchen is tidy and filled with spicy aromas and the smell of charred food. It contains all the furnishings and

accoutrements of a typical kitchen, such as food preparation tables, cupboards stuffed with pots and pans, and racks of utensils. Its more noteworthy features are as follows:

Kitchen Staff. Two **barbed devils** prepare meals here and attack anyone they don't recognize. Also present are three **living unseen servants** (see appendix A) that deliver meals.

Stove. The kitchen's centerpiece, a massive iron stove with a domed hood, is topped with bubbling cauldrons and sizzling skillets.

Pneumatic Tubes. Thirteen copper pneumatic tubes are fastened to one wall, with a shelf of empty copper canisters below them.

The devils perform their duties in a half-hearted manner, usually undercooking or overcooking the food. Despite their displeasure, they keep the kitchen clean and tidy, as befits their orderly nature. The living unseen servants have no function other than to deliver meals.

The stove is powered by magic from the Elemental Plane of Fire and puts out a lot of heat. Any creature that touches the stove or starts its turn in contact with it takes 5 (1d10) fire damage.

Pneumatic Tubes. These tubes connect to various other locations in Dweomercore and are used to receive food orders (though food is not sent through them). From left to right, the tubes are labeled with their destinations: "Turbulence" (area 8a), "Violence" (area 8b), "Karstis" (area 8c), "Yarek" (area 8d), "Spite" (area 11a), "Skrianna" (area 11b), "Vacant" (area 11c), "Cephalossk" (area 11d), "Elan" (area 11e), "Nylas" (area 11f), "Headmaster" (area 15a), "Wormriddle" (area 23c), and "Guest Lecturer" (area 42).

27b. Scullery

This room is filled with sinks full of soapy water, shelves of dishes and cookware, and racks of damp towels. If she has not been encountered elsewhere, Violence the tiefling **mage** (see "The Horned Sisters," page 118) is here, cleaning dishes as punishment for threatening a guest lecturer.

Violence isn't permitted to leave until the headmaster releases her, and she's unwilling to sneak off and face greater punishment. If the characters approach her in a friendly manner, Violence recommends that they speak to her sister, who is in the Spellcasting Hall (area 17).

27c. Larder

This room contains crates, barrels, and sacks filled with staple foodstuffs.

28. More Halaster Statues

This area is identical to area 24, with the added feature of an illusory wall to the west.

A *detect magic* spell cast on the western wall reveals that the wall gives off an aura of illusion magic. It has no substance, and creatures and objects can pass right through it. The illusory wall can be removed with a successful *dispel magic* spell (DC 14).

29. Old Books

Light. Lanterns anchored to the 15-foot-high ceiling by iron chains are spaced 20 feet apart and have *continual flame* spells cast on them.

Bookshelves. Carved into the walls are five-tiered bookshelves packed with old leather-bound tomes.

Illusory Frescoes. At the north end of the east wall is a 20-foot wide, 8-foot-tall painted fresco. A similar fresco adorns the middle of the west wall. These walls and their frescoes are illusions that conceal passages to areas 28 and 32. Hidden behind the illusory wall to the west are four altered helmed horrors (each marked with an H on map 9).

None of the books stored here are valuable, and many are so old that they fall apart if opened. Most are textbooks about the eight schools of arcane magic, penned by sages and scholars of yore, and they contain handwritten margin notes and graffiti from previous owners.

The fresco on the east wall depicts a wizard's tower floating above a city being pulverized by meteor swarms. The fresco on the west wall depicts Halaster riding triumphantly on the back of a blue dracolich. The walls and their frescoes are illusions without substance. Creatures can pass right through them, and an illusory wall can be dispelled with a successful *dispel magic* spell (DC 14).

"Halaster Horrors"

Halaster crafted four metal constructs in his likeness, furnishing them with metal helms modeled after his visage, steel staffs, and robes made of articulated, overlapping metal plates. These "Halaster horrors" attack anyone not accompanied by the Mad Mage or by a creature that looks like him.

These constructs are **helmed horrors** armed with metal staffs. They have immunity to *cone of cold*, *disintegrate*, and *fireball* spells. On its turn, a Halaster horror can use its action to make two attacks with its staff, which deals 8 (1d8 + 4) bludgeoning damage on a hit.

30. Dining Hall

Servants. Six **living unseen servants** (see appendix A) stand invisibly about the room.

Dining Set. A 20-foot-long, 5-foot-wide stone table laid out with dinnerware has twelve tall wooden chairs around it.

Light. Suspended above the table are two lanterns with *continual flame* spells cast on them.

Tapestry. An old, threadbare tapestry spanning the north wall depicts seven wizardly figures standing in a row. (A passage leading to area 31 is concealed by this tapestry.)

The unseen servants' job is to serve meals and tidy up afterward. They bring food from the bone devils in the kitchen (area 27a) whenever someone sits down at the table. These servants do not attack and are worth 0 XP.

The figures portrayed on the tapestry are Halaster's first seven apprentices: three robed women (Arcturia, Jhesiyra Kestellharp, and Marambra Nyghtsteel), three robed men (Nester, Rantantar, and Trobriand), and

an armored male human (Muiral) in the middle. Each figure's name is stitched into the tapestry below it. Any character who succeeds on a DC 20 Intelligence (History) check recognizes these figures as the Seven.

If it is set on fire, the burning tapestry produces toxic green smoke that coalesces into an **efreeti** and attacks all creatures in the room. The efreeti remains in the room thereafter, until set free by Halaster.

31. Halaster's Secretary

A **nothic** is chained to the floor of this otherwise empty room. The nothic's chain is short enough to prevent the creature from reaching the doors but long enough to let it attack anything that enters the room. The chain can be broken with a strike from a magic weapon or an adamantine weapon, or with a successful DC 25 Strength (Athletics) check.

Strapped to the nothic's head is a crystal helmet-like contraption with leather straps, copper coils, and flashing glass diodes attached to it that emits buzzing noises. Halaster cast a *geas* spell on the nothic to prevent it from removing the helmet.

While the nothic wears its bizarre helmet, all *sending* spells that would normally be received by Halaster Blackcloak are instead received by the nothic (see "Sending Spells," page 11). Any other creature that dons the helmet becomes the new recipient of these messages. Halaster gets an average of one *sending* spell message per hour. Most of the messages are from desperate, deranged mages inquiring about apprenticeships. Vulgar taunts from adventurers are also common.

Treasure

If the word "xunderbrok" (Dwarvish for "secret trove") is spoken aloud in this room, a small stone chest materializes on the floor in the northwest corner. The chest is unlocked and contains 750 gp and three *potions of greater healing*. (See level 6, area 39c, for the significance of the word "xunderbrok.")

32. Steel-Sheathed Hall

The walls of this 10-foot-high corridor are covered in 10-foot-square steel panels made from swords and shields melted together by magic. The vague outlines of these items are still visible in the shimmering steel.

33. Illusion Classroom

Powerful illusion magic has turned this unlit, 20-foot-high room into the courtyard of a Waterdavian villa lit by the warm midday sun. It has the following features:

Decor. White marble benches encircle a central fountain with a trident-wielding sahuagin statue as its centerpiece.

Flora and Fauna. Ivy creeps up the walls, and birds flutter about as they perch on the trickling fountain's stony protrusions.

Tiefling. Standing next to the fountain is a male tiefling wizard with long horns and golden robes. (This figure, like its surroundings, is illusory.)

The tiefling introduces itself as Professor Figment and invites new arrivals to sit on the benches and make themselves comfortable. It then begins to tell lengthy stories about famous illusionists and their art, in a rather exhaustive and encyclopedic manner. A successful *dispel magic* spell (DC 17) cast on Professor Figment ends the illusion. The first creature that tries to dispel the illusion of Professor Figment and fails is targeted by a *phantasmal killer* spell (save DC 22) as the tiefling instructor briefly and vividly transforms into the target's worst nightmare; then it calmly continues with "Now, where was I?"

The illusory objects and wildlife seem real to the senses. The illusion of the villa, the fountain, the sunlight, and the wildlife can be ended with a successful *dispel magic* spell (DC 19). The first time an attempt to dispel the illusion fails, all creatures in the room are targeted by a *weird* spell (save DC 22) as the surroundings transform to reflect each target's worst nightmares.

34. Transmutation Classroom

Light. The 20-foot-high room is lit by *continual flame* spells cast on wall sconces spaced 15 feet apart. The flames shift color every minute.

Circle. Inscribed inside a 20-foot-diameter circle on the floor is a triangle. In the middle of the triangle stands a golden statue of a human boy, his arms raised in victory. (The statue is a **wyvern** transformed by magic.)

Iron Cage. A 10-foot-square, 15-foot-tall iron cage stands empty, its large door hanging open. (The cage door has no lock built into it, since the wizards use *arcane lock* spells to hold it shut.)

Spite Harrowdale used a *true polymorph* spell to turn a wyvern into a golden statue of himself. Characters who have met Spite will recognize the statue's likeness. The statue doesn't detect as magical, but removing it from the circle causes the *true polymorph* effect to end, whereupon it reverts to a wyvern and attacks.

Thaumaturgic Circle

A *detect magic* spell reveals an aura of transmutation magic around the symbol on the floor. Any character who studies the circle and succeeds on a DC 20 Intelligence (Arcana) check can ascertain its properties. The check is made with advantage if the character is a wizard whose arcane tradition is the School of Transmutation.

When a creature or an object under the effect of a transmutation spell is fully contained in the circle, the effect of that spell doesn't end until the circle is broken or until the target is removed from inside it. A creature under the effect of a transmutation spell is physically trapped in the circle and can't leave on its own while the spell remains in effect.

35. Necromancy Classroom

Ghastly Decor. Plastered to the walls and roof of this domed, 25-foot-high room are hundreds of humanoid skeletons, arranged in a decorative but ghastly manner.

Circle. A 20-foot-diameter magic circle inscribed on the floor has glyphs that shed dim purple light. Seven human corpses cocooned in burlap are piled in the middle of the circle.

Nester. Floating next to the circle is a skull with pinpricks of purple light in its eye sockets and two skeletal arms hanging below it, one of which clutches a bone dagger. (This is all that remains of Nester, one of Halaster's oldest apprentices.)

The seven human bodies were obtained from a source in Skullport and are waiting to be turned into zombies. They are presently inanimate and harmless.

Necromantic Circle

A *detect magic* spell reveals a strong aura of necromancy magic around the circle. A character who studies the circle and succeeds on a DC 20 Intelligence (Arcana) check can ascertain its properties. The check is made with advantage if the character is a wizard whose arcane tradition is the School of Necromancy.

Any skeleton or corpse animated inside the circle becomes an undead with hit points equal to its hit point maximum. In addition, the undead gains advantage on saving throws against any effect that turns undead.

Nester

Nester's efforts to transform into a lich met with limited success. Rather than follow the prescribed method, he devised his own technique and botched the ritual spells. Consequently, his phylactery was shattered, and his body and mind have slowly crumbled away. The floating skull and hanging skeletal arms are all that remain of him; they move like they're attached to an invisible body.

Nester educates Dweomercore's pupils in the art of necromancy, but his knowledge has become fragmented, and his mind tends to wander. He assumes the adventurers are students sent to learn the darkest of the magical arts and begins telepathically lecturing them about zombies, often repeating himself. He attacks anyone who tries to leave the lecture before its conclusion.

Nester is an **archmage**, with these changes:

- Nester is undead and chaotic evil.
- He understands Auran, Common, Draconic, Dwarvish, Giant, and Terran, but can't speak. (He uses *Rary's telepathic bond* to communicate.)
- He has the *animate dead* spell prepared instead of *fly*, the *blight* spell prepared instead of *banishment*, and the *Rary's telepathic bond* spell prepared instead of *scrying*. He doesn't need material components to cast any of his prepared spells.
- He has darkvision out to a range of 60 feet.

36. Wizards' Library

This 10-foot-high chamber contains rows of 8-foot-tall wooden bookshelves packed with hundreds of arcane textbooks and dusty spellbooks. The spellbooks contain virtually all known wizard spells of 4th level and lower. A character who pores over the books for 1 hour can find a particular spell by succeeding on an Intelligence (Investigation) check with a DC of 10 + the spell's level.

37. Professor Bring

Desks. In the northwest half of the room, ten stone desks are arranged in a semicircle facing inward.

Orb in Hand. In the middle of the room, a spectral hand holds aloft a gray crystal orb.

Treasure

The orb is a rare wondrous item called a *professor orb*. Each *professor orb* takes the form of a smooth, solid, 5-pound sphere of smoky gray quartz about the size of a grapefruit. Close examination reveals two or more pinpricks of silver light deep inside the sphere.

A *professor orb* is sentient and has the personality of a scholar. Its alignment is determined by rolling on the alignment table in the "Sentient Magic Items" section in chapter 7 of the *Dungeon Master's Guide*. Regardless of its disposition, the orb has an Intelligence of 18, and Wisdom and Charisma scores determined by rolling 3d6 for each ability. The orb speaks, reads, and understands four languages, and can see and hear normally out to a range of 60 feet. Unlike most sentient items, the orb has no will of its own and can't initiate a conflict with the creature in possession of it.

A *professor orb* has extensive knowledge of four narrow academic subjects. When making an Intelligence check to recall lore from any of its areas of expertise, the orb has a +9 bonus to its roll (including its Intelligence modifier).

In addition to the knowledge it possesses, a *professor orb* can cast the *mage hand* cantrip at will. It uses the spell only to transport itself. Its spellcasting ability is Intelligence.

Professor Bring. The orb found in this room is lawful neutral and introduces itself as Professor Bring. It has a Wisdom of 11 and a Charisma of 6. It speaks, reads, and understands Abyssal, Common, Dwarvish, and Terran. It strings its words together into long, seemingly endless sentences and speaks in a drearily monotonous tone. It has the following four areas of expertise:

- The history of Undermountain (see "Dungeon History," page 6)
- The grooming habits of shield dwarves
- Gemstone identification
- Xorn (as described in the *Monster Manual*)

38. "I Just Met a Girl Named Skrianna"

Carvings. The walls of this hall are carved to look like tree trunks. The arched, 10-foot-high ceiling resembles a canopy of dead boughs and branches.

Skrianna Shadowdusk. The first time the characters enter this hall, they encounter Skrianna Shadowdusk, a female human **mage** (see "Skrianna Shadowdusk," page 118). She is leaving the study hall (area 39) and heading to her quarters (area 11b), or vice versa. A *light* cantrip cast on the top of her staff lights her path. Skrianna's **shield guardian** marches a few steps behind her. Floating nearby is a **grell** valet that has Skrianna's spellbook wrapped in its tentacles.

If the characters are being escorted through this hall by the headmaster, Skrianna tries to plow through their ranks to make the point that they, not she, must stand aside. If this leads to violence, the headmaster quells the conflict as quickly as possible and tells Skrianna that she is confined to her quarters. Once she is out of sight of the headmaster and the characters, she takes her spellbook and returns to her quarters as commanded, but not before ordering her grell valet to shadow the party, spy on their activities, and report back to her.

If the characters have no escort, Skrianna asks them, "Who in the Nine Hells are you?" If it's clear that the characters don't belong in Dweomercore, Skrianna attacks them from a safe distance while the shield guardian and the grell accost her attackers at close range.

Treasure

Skrianna's spellbook contains all the spells she has prepared.

39. Study Hall

Silence. A permanent *silence* spell blots out all noise in this 20-foot-high room. A successful *dispel magic* spell (DC 17) ends the effect.

Furnishings. The room contains neat rows of wooden desks with comfortable matching chairs, as well as overstuffed reading chairs positioned in the corners. Each desk has a drawer containing blank parchment, quill pens, and jars of ink.

Pneumatic Tubes. Thirteen copper pneumatic tubes are fastened to the north wall, with a shelf of empty copper canisters below them.

Pneumatic Tubes

The tubes connect to various other locations in Dweomercore. From left to right, the tubes are labeled with their respective destinations: "Turbulence" (area 8a), "Violence" (area 8b), "Karstis" (area 8c), "Yarek" (area 8d), "Spite" (area 11a), "Skrianna" (area 11b), "Vacant" (area 11c), "Cephalossk" (area 11d), "Elan" (area 11e), "Nylas" (area 11f), "Halaster" (area 15a), "Wormriddle" (area 23c), and "Guest Lecturer" (area 42).

40. Empty Room

This room is swept clean but is currently not in use. A secret door in the east wall pushes open to reveal an empty closet with another secret door at the back of it.

41. Drop to Level 10

Hole in Floor. Carved into the floor is a smooth, 10-foot-square stone shaft. (The shaft descends 10 feet before opening in the ceiling of area 3b on level 10, directly above the huge altar there.)

Alcoves. Six dark alcoves line the walls. (At the back of one is a secret door that opens into a closet, which has another secret door that leads to area 40.)

42. Guest Lecturer's Quarters

Parlor. The southern half of the room has been turned into a parlor with a writing desk, a matching chair, and a pair of cushioned divans on rugs. Near the desk are three copper pneumatic tubes fastened to a wall, with a shelf of empty copper canisters below them.

Bed. At the north end of the room is a comfortable mahogany bed, its bedposts topped with imp carvings.

Secret Door. Behind a 6-foot-tall wood-framed painting of Halaster hanging on a wall is a secret door that pulls open to reveal a small chamber with a stone arch embedded in its back wall.

Arch Gate to Level 7

The arch hidden behind the secret door is one of Halaster's magic gates (see "Gates," page 12). Inscribed on the wall inside the arch is the following riddle in Common: "What appears once in an hour, twice in a blue moon, and never in sunshine?" The answer is "The letter O." The rules of this gate are as follows:

- If the riddle is answered aloud and correctly by someone within 30 feet of the arch, the gate opens for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 22 on level 7, in the closest unoccupied space next to the identical gate located there.

Pneumatic Tubes

The tubes connect to other locations in Dweomercore. From left to right, the tubes are labeled with their respective destinations: "Headmaster's Office" (area 15a), "Kitchen" (area 27a), and "Study Hall" (area 39).

43. Dusty Alcoves

Dusty Alcoves. This hall is lined with six 10-foot-tall, 10-foot-wide, 10-foot-deep dusty alcoves.

Hidden Pit. One of the middle alcoves has a breakaway floor covering a 100-foot-deep pit.

The pit can be detected with a successful DC 15 Wisdom (Perception) check, but only if the dust covering the floor is swept away. A creature that steps into the alcove with the breakaway floor falls through it and plummets to the bottom of the pit, taking damage as normal. A creature can climb the pit's rough walls with a successful DC 15 Strength (Athletics) check.

44. Dweomercore's Back Door

Yugoloths. Two **mezzoloths** (marked M on map 9) and a **nycaloth** (marked N on map 9) are hidden behind illusory walls to the west and east.

Secret Door. A secret door set into the west wall pushes open to reveal a corridor. Characters who follow this corridor come to a stone staircase that descends 40 feet to area 1 on level 10.

A *detect magic* spell reveals an illusory wall for what it is. An illusory wall has no substance, and creatures and objects can pass right through it. Each illusory wall can be dispelled with a successful *dispel magic* (DC 14).

The yugoloths have orders to kill anyone not accompanied by a Dweomercore faculty member (either the arcanaloth or the night hag).

45. Halaster's Sanctuary

These areas serve as Halaster's private abode on this level, though the Mad Mage himself is not present.

45a. Spectral Skull

The single door leading to this room opens inward, swinging toward the east. The room has a flat ceiling 20 feet high and contains the following features:

Statues. Two 11-foot-tall statues of elephant-headed men stand in the southern corners. The one closer to the southern exit is a **stone golem**. The other statue is inanimate and harmless.

Dais. An arched double door carved with screaming devil faces stands closed at the back of a dais. Floating in front of the double door is a giant, ghostly human skull with a long beard.

The devil-faced doors have nine hidden locks, each of which requires a separate *knock* spell to open. Both doors also swing open when one or the other is touched with a silvered weapon, or if someone speaks Infernal while standing on the dais.

The ghostly skull is neither a creature nor an object, but a magical force. It has darkvision and truesight out to a range of 60 feet, but it can't perceive any creature warded by a *nondetection* spell or similar magic. The skull can't move or be moved from its space, and it can't be damaged. Because it's without substance, other creatures can occupy its space. A successful *dispel magic* spell (DC 19) cast on the skull causes it to vanish for 1 minute. The skull also disappears while contained in an antimagic field. No other magic has any effect on it.

If the skull sees any creature other than the real Halaster in the room, it screams, "You're not me!" When this happens, all creatures in the vicinity must roll initiative, including the stone golem. The skull acts on initiative count 30 and again on initiative count 15. On each of the skull's turns, all creatures in the room except the stone golem are telekinetically thrust straight up into the air, then cast down hard onto the floor. Each target takes 10 (3d6) bludgeoning damage and ends the turn prone in its space. (Although the telekinesis effect is magical, the damage it deals is not.) Only when there are no more creatures left to toss about does the ghostly skull cease its assault.

When the ghostly skull screams, the golem uses its first turn in combat to block the south exit, pushing the door closed and shoving smaller creatures out of the way automatically. By occupying the space north of the door, the golem prevents the door from being opened. The golem remains stationary and attacks creatures within its reach, returning to its original position only when no other creatures are left in the room.

45b. Halaster's Study

Desk. A black crystal desk covered with melted candles and empty ink jars stands in the middle of the room.

Chair. Behind the desk, attached to a thin iron chain and draped over one corner of a tall black crystal chair, is a fist-sized, gleaming black gemstone—the control gem for the death slaad on level 8 (a *legend lore* spell or similar magic confirms as much).

The desk has a single drawer, in which Halaster has placed one of his many spellbooks. This thin tome has a black leather cover with Halaster's rune burned into it. Any creature other than Halaster that opens the book triggers an elder rune that targets that individual (see "Elder Runes," page 12). Draw a card from the Elder Runes Deck (see appendix B) to determine which rune appears.

Treasure. Most of the spellbook's pages have been torn out. Written on the few pages that remain is the following meager collection of spells: *disguise self*, *levitate*, *nondetection*, and *unseen servant*.

46. Detention Area

Dweomercore's faculty and students are entitled to freely use creatures imprisoned here as test subjects in their demonstrations and experiments.

46a. Prison Cells

A 10-foot-high hallway contains six iron-barred cells, their doors held shut with *arcane lock* spells. Faculty members and students can ignore the spells and open the cell doors normally. Forcing open a door requires a successful DC 25 Strength (Athletics) check or a *knock* spell.

The cells contain no furnishings other than waste buckets. The middle cell on the east side of the hall holds three **goblins** abducted from Azrok's Hold (level 3, area 21) by Wormriddle. Their names are Evilfinger, Pulk, and Tobble. If they are rescued, the goblins wait until their rescuers fall asleep, then rob them and escape. Until then, they follow the party and contribute as little as possible.

46b. Petrified Wizard

The statue in the middle of this room is a former pupil—a dragonborn mage whom Halaster turned to stone with a *wish* spell over a century ago. The statue stands atop a 2-foot-high, 5-foot-wide stone cylinder engraved with the following words in Common: "Follow the rules. Obey your instructors. Don't be this guy."

47. Devil on the Loose

A conjurer named Yarek summoned a bone devil in area 48 and promised to set it free on the condition that it kill his nemesis, Skrianna Shadowdusk. The bone devil agreed. After Yarek released the devil, it immediately murdered him. To fulfill its agreement with the mage, the devil must now kill Skrianna. Wards placed on these chambers prevent the devil from leaving, however, and the greater wards placed on Undermountain by Halaster prevent it from getting away by plane shifting.

Before he died, Yarek used a *sending* spell to warn the headmaster about the escaped devil. If the arcanaloth persuades the characters to destroy the devil in exchange for safe passage through Dweomercore, it waits patiently for them in area 46b while they confront the fiend in these chambers.

47a. Alas, Poor Yarek

Characters who examine the doors to this room (each marked with an asterisk on map 9) notice thin silver

tracery and glyphs around the exterior door frames. A successful DC 20 Intelligence (Arcana) check reveals that the glyphs around each door prevent devils from passing through the doorway. Scratching away any of the glyphs breaks the magic on that door, allowing devils to pass through it normally.

This room contains the following:

Tapestry. A blood-spattered tapestry hanging on the west wall depicts scores of demons and devils locked in battle. (A secret door hidden behind the tapestry opens into area 47c.)

Yarek. A dead male human (Yarek) in bloody robes is sprawled on the floor in front of the tapestry.

Illusory Wall. A 20-foot-wide section of the north wall is illusory, concealing area 47b beyond. A *detect magic* spell reveals an illusory wall for what it truly is. It has no substance, and creatures and objects can pass right through it. The illusory wall is destroyed by a successful *dispel magic* spell (DC 14).

Yarek dragged himself across the floor before he finally expired. The characters can follow Yarek's bloody trail through the illusory wall into area 47b, where the devil mortally wounded him. A character who examines the corpse and succeeds on a DC 10 Wisdom (Medicine) check can ascertain that the mage was stabbed several times by a piercing weapon (the devil's hooked polearm) and has a deep, poisoned wound in his chest (caused by the bone devil's stinger). A search of the body yields nothing of value.

47b. Dealing with the Bone Devil

Devil. Beyond the illusory wall waits a **bone devil** armed with a hooked polearm (see the "Variant: Bone Devil Polearm" sidebar in the "Devils" entry in the *Monster Manual*).

Statue. A raised stone alcove contains a chipped and worn statue of a female drow riding a giant lizard. The tip of the lizard's tail has broken off and is missing. (The statue is inanimate and nonmagical.)

The bone devil is reluctant to take on a well-armed band of adventurers, since the outcome is likely to conflict with its goals of survival and escape. If the characters are willing to free it from the confines of these rooms by scratching away the silver glyphs that ward the exits, the devil pursues a mutually beneficial arrangement while exploiting a badly worded agreement to its advantage. Once it escapes, it tries to hunt down and kill Skrianna Shadowdusk, thus fulfilling a promise made to its late summoner. If the characters slay the devil, it transforms into a pool of stinking ichor, leaving its hooked polearm behind.

47c. Dweomercore's Vault

Stacked against the south wall are seven iron chests that hold Dweomercore's operating funds (used to pay guest instructors, purchase school supplies, and so forth). The chests are currently empty, and Halaster hasn't had the time or inclination to replenish them.

48. Conjuration Classroom

A large pentagram is inscribed on the floor of this 20-foot-high domed chamber. A character who studies the pentagram and succeeds on a DC 20 Intelligence (Arcana) check can ascertain its properties. The check is made with advantage if the character is a wizard whose arcane tradition is the School of Conjuration.

Any magically summoned fiend that appears inside the pentagram is trapped there until its summoner releases it, until the fiend takes damage from an outside source, or until another creature enters the circle. Damaging the pentagram renders it powerless in addition to releasing any creature trapped inside it.

49. Arch Gate to Level 14

Arch. A stone arch embedded in the middle of the southeast wall has the image of an open book carved into its keystone.

Secret Door. A secret door opens into a dusty tunnel leading east.

The arch is one of Halaster's gates (see "Gates," page 12). Its rules are as follows:

- Holding an open book while standing within 5 feet of the arch causes the gate to open for 1 minute. The book turns to dust as the gate opens, even if it is a spellbook.
- Characters must be 13th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 25 on level 14, in the closest unoccupied space next to the identical gate located there.

Aftermath

Characters who become embroiled in academy politics can form tenuous truces with certain students while making enemies of others. The loss of one or more students has little effect on the day-to-day affairs of Dweomercore, since the faculty has no emotional attachment to the pupils. Within a tenday, the headmaster replaces dead students with new arrivals and begins their orientation.

Slaying the arcanaloth forces Wormriddle to step up and assume the mantle of headmaster, backed by her flesh golem guards. If the night hag is also slain, all the remaining students promptly turn on each other. Elan Tanor'thal joins forces with Cephalossk to challenge Spite Harrowdale, Nylas Jowd tries to kill the Horned Sisters one by one, and Skrianna Shadowdusk waits to see how these conflicts play out before going after the survivors. Any students who remain standing gather what valuables they can from their fallen peers and flee Dweomercore.

Level 10: Muiral's Gauntlet

Muiral's Gauntlet is designed for four 11th-level characters. Those who overcome this level's challenges should gain enough XP to advance at least halfway to 12th level. Prior to running Muiral's Gauntlet, review the "Elves: Drow" entry in the *Monster Manual*, because dark elves feature prominently throughout this level of Undermountain.

What Dwells Here?

Muiral the Misshapen, one of Halaster's apprentices, claimed this drow-built level as his private hunting grounds after the dark elves were forced to abandon it long ago. Areas of the dungeon under Muiral's control are pale shadows of their former glory, having fallen into disrepair and neglect.

Under the leadership of a priestess named Vlonwelv Auvryndar, the drow have recently returned to reclaim the level. House Auvryndar and its allies hope to establish a permanent stronghold here, complete with a fully renovated temple dedicated to Lolth. The drow forces on this level are bolstered by a gang of troglodytes under the command of a loathsome leader named Gorzil.

Muiral the Misshapen

Despite being recruited by Halaster as a bodyguard, Muiral (see appendix A) also studied magic under the Mad Mage. He is no longer human, having grafted his upper torso onto the body of a giant scorpion.

With no hope of repelling the drow on his own and no help coming from Halaster, Muiral does his best to hold on to what he has left. Any intrusion into his domain is met with deadly force.

To determine where the characters first encounter Muiral, roll a d20 and consult the following table:

d20	Muiral's Location
1–5	Area 3b
6–10	Area 7b
11–20	Area 11b

House Auvryndar

House Auvryndar uses Muiral's Gauntlet as a staging ground for raids into other levels and as a base from which to launch attacks against House Freth, a rival drow house that has a fortress on level 12.

Vlonwelv Auvryndar

Vlonwelv controls areas 13 through 30. The adventurers might have already encountered several of her children: her son, Ranaghax, and her daughters, T'rissa, Sylkress, and Pellanonia, on level 3, and her daughter, Melith, on level 4. The priestess is a diplomat through and through. Although incensed by the presence of adventurers in her fortress, she treats them cordially at first, offering them food, drink, shelter, and safe passage. In return, she demands that they hunt down and slay Muiral, who has become an unwelcome distraction. Vlonwelv kills them if they refuse.

ZOLTAN BOROS

The drow priestess is never encountered without her adopted drow daughter, Zress Orlezziir, and a yochlol advisor disguised as a female drow named Chalizana. To determine where the characters first meet Vlonwelv and her retinue, roll a d20 and consult the following table:

d20	Vlonwelv's Location
1–5	Area 25b
6–15	Area 26
16–20	Area 27a

Treasure. Vlonwelv wears two webbed platinum bracers (250 gp each) and a spider-shaped obsidian pendant magically animated so that its legs twitch (50 gp). This amulet doubles as a holy symbol of Lolth.

Zress Orlezziir

A deadly warrior from a destroyed drow house, Zress was adopted by Vlonwelv Auvryndar and is ready to die in the service of her savior. Vlonwelv has come to trust Zress more than she does her own children, keeping her adopted daughter close by. When determining Vlonwelv's starting location, assume Zress accompanies her.

If you have *Mordenkainen's Tome of Foes*, use the **drow house captain** stat block in that book to represent Zress. Otherwise, Zress is a drow **champion** (see appendix A), with these changes:

- Zress is neutral evil.
- She has these racial traits: She speaks Elvish and Undercommon. She has advantage on saving throws against being charmed, and magic can't put her to sleep. She has darkvision out to a range of 120 feet. She can innately cast *dancing lights* at-will, and *darkness*, *faerie fire*, and *levitate* (self only) each once per day. Her spellcasting ability is Charisma (spell save DC 13). While in sunlight, she has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Treasure. Zress wears *mithral armor* (plate). Affixed to her spider silk cloak is an obsidian scarab engraved with the insignia of House Auvryndar (25 gp).

Gorzil's Gang

Vlonwelv has twenty troglodytes in her service. One of them is a fat, loathsome specimen named Gorzil. A follower of the reptile god Laogzed, Gorzil secretly hopes to depose Vlonwelv, seize control of Muiral's Gauntlet, and turn it into a troglodyte warren. His dreams, however, far exceed his grasp.

The drow have trained Gorzil's gang to wear armor and fight with swords. All the members are **troglodytes**, with these changes:

- Each troglodyte wears a breastplate (AC 14) and wields a longsword, which it uses instead of its claws.
- As an action on its turn, a troglodyte can make two attacks with its longsword instead of attacking with its bite and claws. It wields the longsword with two hands and deals 7 (1d10 + 2) slashing damage on a hit.
- The troglodytes understand Undercommon but can't speak it.

Wandering Monsters

If Muiral survives his first encounter with the adventurers, he begins patrolling areas 1 through 5 and areas 7 through 12, looking for signs of other intrusion. The characters might also encounter small packs of **skeletons**, **zombies**, and **ghouls** that Muiral has created by casting *animate dead* and *create undead* spells on drow corpses. These undead shouldn't pose much of a threat to high-level adventurers, but they help reinforce the danger that Muiral represents.

Adventurers exploring areas 13 through 30 are likely to encounter one or more drow patrols, each consisting of 1d4 + 2 **drow elite warriors** wearing the insignia of House Auvryndar. The leader of such a patrol is always a female drow who reports directly to Zress Orlezziir. Most drow patrols are spoiling for a fight; if a battle turns against them, however, they withdraw to a more defensible location.

Exploring This Level

All location descriptions for this level are keyed to map 10. Adventurers most likely enter Muiral's Gauntlet by using the stairs from level 9 (near area 1) or by descending a shaft into area 3b.

Muiral's Gauntlet has architectural features commonly found in drow fortresses. Its 20-foot-wide, 30-foot-high corridors have arched ceilings bridged at regular intervals by web-like latticework arches serving as buttresses and rafters. Many of these "web arches" are cracked and broken. Shattered pieces of these arches lie scattered across the floor, as well as the remains of broken stone braziers carved in the shape of spiders. The bones of interlopers slain by Muiral also litter the dungeon.

The 15-foot-tall double doors found throughout this level are carved with web patterns, their features chipped and worn.

1. Shattered Mirrors

This corridor lies at the bottom of the staircase from level 9. Its features are as follows:

Broken Mirrors. The shards of a dozen shattered mirrors cover the floor. (Murial destroyed the mirrors in a fit of rage.)

Empty Frames. Tall, rectangular frames of sculpted stone line the walls. They appear to have once held mirrors but now stand empty. (The wall behind one such frame conceals a secret door that swings open into area 2.)

Characters who pass through this hall might catch fleeting glimpses of Halaster reflected in the mirror shards instead of their own reflections—one of the Mad Mage's harmless regional effects (see "Halaster's Lair," page 311).

2. Secret Hallway

Empty Frames. Empty mirror frames cover the walls, the floor around them littered with shards of reflective glass (just as in area 1).

TIM HARTIN

Map 10: Muiral's Gauntlet

Skeleton. An animated drow **skeleton** clad in a tattered black cloak stands in the middle of the hall. The skeleton is missing one of its hands and clutches a wand in the other (see "Treasure").

The skeleton found itself trapped in this hall shortly after Muiral animated it. On each of its turns, the skeleton points its wand threateningly at intruders but can do nothing with it, since it has no spells and can't speak. Bereft of weapons, the skeleton has a challenge rating of 0 and is worth 0 XP.

Treasure

The skeleton's wand is a *+1 wand of the war mage.*

3. Haunted Temple of Lolth

This temple of the Spider Queen has vaulted, 30-foot-high ceilings draped in cobwebs. Muiral visits the temple to hear the lamentations of three drow priestesses who lost all favor with Lolth and became banshees.

If **Muiral** (see appendix A) is here and detects the characters approaching, he casts *greater invisibility* on himself and stands between the statues in area 3a. When the first character enters the room, Muiral becomes visible as he casts a *wall of force* spell, using the barrier to cut off that character from the rest of the party. He then engages the character in single combat. If the wall is brought down or he is outmatched, he casts *animate objects* on one of the Lolth statues in area 3a or on both spider-shaped braziers in area 3b.

Muiral stays at least 30 feet away from the banshees to avoid their mournful wail. He is immune to their horrifying visages, having gazed upon them many times.

Vlonwelv's Pulpit

From the spider throne in area 25b, a creature can transmit messages that echo through every room and corridor of Muiral's Gauntlet. The drow priestess Vlonwelv uses this device to broadcast propaganda, proselytize, summon subordinates, marshal forces, and taunt interlopers. As the characters make their way through Muiral's Gauntlet, they hear one or more of Vlonwelv's announcements echo throughout the dungeon, her words spoken in Elvish. A few translations include the following:

- "The Spider Queen blesses House Auvryndar! The battle to break House Freth's hold on the passages below brings victory after victory. We have seized key positions formerly held by our enemy. The defeat of House Freth is inevitable. Praise Lolth!"
- "Gelgos Argonrae and Jevan Kron'tayne are to be commended for the capture of a House Freth spy. Rewards shall be paid to each of their houses. Praise Lolth!"
- "The Spider Queen watches. We are all her children. Praise Lolth!"
- "Minarra. Report to the temple at once."
- "Patrol Six, report to Captain Zress for immediate orders."
- "Pay no heed to false reports of an attack on our stronghold above. Our forces under the command of T'rissa Auvryndar have taken Stromkuhldur. Skullport will swiftly follow. Praise Lolth!"

3a. Narthex

Two 20-foot-tall statues of Lolth guard the mouth of the temple. Each statue is a Huge object that can be climbed with a successful DC 10 Strength (Athletics) check.

West Statue. This statue depicts Lolth in her monstrous form, with the upper body of a female drow and the lower body of a bloated spider. From its upraised hands, the statue casts forth stone webs that fan across the ceiling.

East Statue. This statue depicts Lolth in her drow form, kissing a scourge as stone spiders crawl across her body.

3b. Nave

Altar. An altar of pale gray stone carved to look like a rectangular mass of webbing stands atop a dais. Three drow **banshees** kneel before the altar, weeping as they utter prayers to their demon goddess. (Twenty-five feet above the altar, a 10-foot-square shaft in the ceiling climbs 10 feet to level 9, area 41.)

Braziers. Purple flames issue from stone braziers that resemble giant spiders. (Originating from gas vents under the floor, these flames shed bright light in a 15-foot radius and dim light for an additional 15 feet.)

Corpses. The banshees recently finished off a pair of adventurers, leaving their corpses to rot in the squares marked X on map 10.

Charinidia, Grazthrae, and T'riizlin were priestesses transformed into banshees by Lolth for their vanity. If their prayers are interrupted, they attack, staggering the timing of their life-draining wails as follows:

- Charinidia wails on her first turn in combat.
- Grazthrae wails after taking damage for the first time in combat.
- T'riizlin wails after one of the other banshees is destroyed.

A *detect magic* spell reveals an aura of conjuration magic around the altar, which is 30 feet long, 15 feet wide, and 3 feet tall. Like a mass of webs, the altar has gaps across its surface. The first time a creature touches the altar, eight **swarms of insects (spiders)** magically pour out of it. The spiders quickly enshroud the altar and attack all creatures within 5 feet of it, pursuing prey that flees. If they are left alone, the spiders crawl back into the altar and disappear after 1 hour, whereupon the trap resets.

During his last visit to the nave, Muiral took any items of value from the dead adventurers. Characters who inspect the corpses find the following:

- The northern corpse (that of Kravos, a tiefling rogue) wears leather armor and clutches a shortsword. Necrotic energy causes his flesh to shrivel.
- The southern corpse (that of Zundra Underdottir, a dwarf barbarian) wears hide armor and has a greataxe lying nearby. Her face is frozen in a horrific scream.

If a character casts *speak with dead* on a corpse and asks what it knows about Undermountain, the corpse shares a secret determined by drawing a card from the Secrets Deck (see appendix C).

4. Muiral's Laboratory

Muiral conducts arcane experiments in this corner of the complex.

4a. Disembodied Voice

If Vlonwelv is still alive, the characters hear her disembodied voice when they enter this chamber for the first time (see "Vlonwelv's Pulpit," page 138).

4b. Laboratory

Bones. Bones of unrecognizable creatures (the remains of Muiral's failed experiments) lie piled in the corners of the room. Hidden under these bone heaps are eight **ghouls**, two in each pile.

Equipment. Rusted operating tools and dried-up alchemist's supplies (no longer potent) cover five wooden trestle tables in the middle of the room.

Mirror. A tall oval mirror in an engraved stone frame hangs in the center of the north wall.

Pneumatic Tube. Fastened to the west wall is a copper tube that disappears into the ceiling. A copper canister lies on the floor beneath it.

Muiral made the ghouls using the corpses of adventurers and drow. The ghouls burst forth and attack if creatures other than Muiral search the room.

The pneumatic tube attached to the west wall connects to a tube system (see "Pneumatic Tubes," page 118) and allows messages to be sent in copper canisters to area 15a on level 9. The canister lying on the floor contains a missive addressed to Muiral and signed with an H. The message, which is written in Common on a rolled-up sheet of parchment, invites Muiral to be a guest lecturer at Dweomercore (level 9).

Mirror Gate to Level 6. The mirror is one of Halaster's magic gates (see "Gates," page 12). Carved into its frame are dozens of lidless eyes and the following phrase in Common: "The gate cannot hide from those it cannot see." The rules of the gate are as follows:

- The gate opens for 1 minute when an invisible creature stands directly in front of the mirror.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 16 on level 6, in the closest unoccupied space next to the identical gate located there.

5. Dilapidated Rooms

These rooms have sagging floors and ceilings, their walls covered with cracked and peeling wallpaper.

5a. Dining Hall

Furnishings. Three 20-foot-long tables carved from black stone stretch from west to east. Around each table sit a dozen cast-iron chairs sculpted with web and spider motifs.

Smashed Cabinet. Against the north wall, near the double door to area 5b, is a pile of wreckage that was once an ornate cabinet fashioned from black wood.

Treasure. Characters who search the wrecked cabinet find fifty pieces of silverware tarnished black with age. If cleaned, each piece can be sold for 1 gp.

5b. Kitchen

Floating Items. Three battered wooden worktables, several rusty utensils, the splintered fragments of several wooden cabinets, and a particularly sturdy broom float about the room, as though weightless.

Fireplace. An immense stone fireplace protrudes from the west wall.

Well. An alcove in the north wall contains a 12-foot-diameter open well. (The well shaft descends 90 feet to an underground stream that provides no access to other locations in Undermountain.)

Magic caused all the kitchen's accoutrements to take flight and crash into one another. The surviving objects continue to float, doing so even if removed from the room. It takes almost no effort to move them, and they sink to the floor under 1 pound or more of additional weight. A successful *dispel magic* (DC 17) cast on a floating object ends the magic on it, causing it to fall.

The fireplace's 5-foot-wide chimney climbs vertically for 30 feet, then ends abruptly. The rest of it caved in long ago.

The well shaft has abundant handholds and requires a successful DC 10 Strength (Athletics) check to scale without gear or magic.

5c. Pantry

Cabinets. Three tall cabinets of dark wood stand against the walls. Their glass doors sport web motifs.

Table. A stone table in the middle of the room is covered with adventuring gear.

Chest. Underneath the table is a brass-locked wooden chest rigged with a trap.

The gear on the table can be assembled into one burglar's pack and one explorer's pack, lacking the rations.

Treasure. Casting *detect magic* reveals an aura of abjuration magic around the chest, which is actually a *chest of preserving*. This common wondrous item has the following magical property: food and other perishable items do not age or decay while inside it. The chest is 2½ feet long, 1½ feet wide, and 1 foot tall with a half-barrel lid. It weighs 25 pounds. Muiral carries the key that unlocks this chest. The lock can be picked with thieves' tools and a successful DC 15 Dexterity check. Smashing the lock or any other part of the chest renders it nonmagical.

The chest has compartments that contain five flasks of alchemist's fire, plus the following material components (for the indicated spells): a vial of blood, a strip of flesh, and a pinch of bone dust (*animate dead*); a clay pot of grave dirt, a clay pot of brackish water, and three 150 gp black onyx gemstones (*create undead*); a sliver of wychwood (*dancing lights*); a pouch of lime, a flask of water, and a pouch of earth (*flesh to stone*); a patch of wolf fur and a glass rod (*lightning bolt*); a caterpillar cocoon (*polymorph*); pouches of talc and powdered silver (*see invisibility*); a vial of bitumen and a live spider (*spider climb*); and a pouch of gemstone powder (*wall of force*).

6. Teleportation Statues

Each of these areas is hidden behind a secret door. Characters who have a passive Wisdom (Perception) score of 15 or higher and approach within 20 feet of either secret door hear a whispering voice from behind it. The voice says in Elvish, "This way."

Behind each secret door is a dusty, dead-end hallway containing a 10-foot-tall statue of a drow that radiates an aura of conjuration magic under the scrutiny of a *detect magic* spell. Each statue is a Large object with AC 17, 60 hit points, and immunity to poison and psychic damage.

Any creature other than Muiral that touches the statue in area 6a is instantly teleported to an unoccupied space near the statue in area 6b, and vice versa, along with everything it is wearing or carrying. (Vlonwelv Auvryndar used a ritual to alter the statues' magic so that Muiral can't be teleported.)

The statues depict drow lovers from rival houses. Their spirits are bound to the statues and can't communicate with each other on the Material Plane. Destroying a statue banishes its spirit to the Abyss, and only by destroying both statues can these evil spirits finally be reunited in their demonic afterlife.

While trapped in their statues, the spirits are invisible and can't affect their surroundings in any way. Though they can't prevent anyone from using the statues to teleport, each spirit asks the characters in Elvish to relay messages of love to the other. The characters receive no reward for doing so and are under no compulsion to heed the statues' wishes.

6a. Xyrxian's Statue

Xyrxian Vandree is depicted as a scowling female drow wearing a gown of spiders and holding a scourge. Her spirit rages in reaction to the death of her beloved. Her dialogue is curt and hateful.

6b. Dran'l's Statue

The statue of Dran'l Kenafin depicts a handsome male drow in a webbed robe with fists clenched and tears streaming down his face. Dran'l's spirit mourns the loss of his beloved. His dialogue is morose and brooding.

7. Halls of Selvetarm

The lesser deity Selvetarm serves Lolth. Also known as the Spider That Waits, Selvetarm is worshiped and feared by drow for his battle prowess and blood lust. These rooms are dedicated to him.

7a. Cobbleskulls

The floor of this 20-foot-high antechamber is sunken a few inches and covered wall-to-wall with humanoid skulls that are yellow and brittle with age. They look like cobblestones at first glance. The floor is difficult terrain, as the skulls shift and break apart underfoot.

7b. Hall of the Spider That Waits

Ceiling Sculpture. This chamber has a vaulted ceiling 40 feet high. Clinging to the ceiling is a 20-foot-diameter, upside-down stone spider that resembles a giant tarantula.

Petrified Drow. Eight lifelike statues of drow warriors, four males and four females, are positioned around the room. (The statues are eight **drow** turned to stone by Muiral's magic.)

If **Muiral** (see appendix A) is here, he's lurking in the space between the spider sculpture and the ceiling, roughly 30 feet above the floor. Upon detecting intruders, he casts *animate objects* on five of the drow statues and commands them to attack while he hides above the giant spider sculpture. If the animated drow statues are destroyed, Muiral casts *wall of force* to attempt to separate one character from the others before crawling down to attack his lone prey.

Destroying five legs of the spider sculpture causes it to break free of the ceiling and crash to the floor. Each leg has AC 17; 25 hit points; resistance to acid, cold, and fire damage; immunity to poison and psychic damage; and immunity to bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't adamantine. Any creature underneath the sculpture when it falls must make a DC 15 Dexterity saving throw, taking 66 (12d10) bludgeoning damage on a failed save, or half as much damage on a successful one.

Casting a *greater restoration* spell or similar magic on a petrified drow restores it to flesh, provided the statue has not been destroyed. Drow restored in this manner have two goals: slay Muiral, and report back to their superior, Zress Orlezziir. The males are named Dhuurak, Jaratlab, Quenmourn, and Seldax. The females are Nizanna, Rezlyrr, Shynlue, and Zilvriss.

8. The Fate of Falkir's Fist

A little more than a year ago, four dwarf adventurers calling themselves Falkir's Fist made it this far into Undermountain before Muiral killed them. The room where they met their fate has these features:

Wreckage. The room was once used for weapon practice, as evidenced by the wreckage of several archery targets.

Mirror. Mounted on the north wall is a tall, oval mirror with an engraved stone frame. This mirror is one of Halaster's magic gates (see "Gates," page 12).

Dwarf Remains. The badly rotted corpses of four dwarves lie in a semicircle in front of the mirror. Most of their armor and weapons are damaged beyond repair.

Falkir Gravelfist and his band perished at the foot of a mirror gate that would have been their salvation—had they a magic wand to activate it. Characters who search the remains find some treasure (see "Treasure").

Mirror Gate to Level 1

Worked into the mirror's stone frame is an image of a wizard pointing a wand. This gate's rules are as follows:

- The gate opens for 1 minute when the mirror is touched with a magic wand that has at least 1 charge remaining.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page

10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 26d on level 1, in the closest unoccupied space next to the identical gate located there.

Treasure

The dwarf that was once Falkir Gravelfist wears a steel helm shaped like the head of a boar. A *detect magic* spell reveals a faint aura of transmutation magic around the helm, which is cursed. Once the helm is donned, it can't be removed until its wearer dies or until a *remove curse* spell or similar magic is cast on the helm. Any humanoid wearing the helm gains the following flaw until the helm is removed: "I'm exceedingly stubborn and think I'm right all the time." (This flaw supersedes any conflicting flaw.)

Before he died, Falkir swallowed a gemstone called the Eye of the Spider. If the characters pierce the skin clinging to his bones and root through his chest cavity, they find the stone in what was once his stomach. Returning this gem to Joroth Brighthelm in Waterdeep completes a quest (see "Eye of the Spider," page 8), or the characters can sell it for 1,000 gp.

9. God-Watched Gates

These rooms house shrines dedicated to gods of the drow pantheon. The 20-foot-high vaulted ceilings are obscured by thick webs.

9a. The Elder Eye

A 20-foot-diameter hemisphere of magical darkness blots out much of this room and conceals a locked double door to the south. Neither light nor darkvision can pierce the inky darkness. A successful *dispel magic* spell (DC 18) ends the darkness for 1 minute and reveals a 12-foot-tall statue at the center of it.

The statue magically and silently reshapes itself every minute, taking on one hideous form after another. When first seen, the statue looks like a pillar of ooze with eyeless faces and twisted pseudopods protruding from it. Other forms include an eyeless giant with wings and pincers, and a lurching wave of slime covered with fang-filled mouths. Any creature that beholds the statue in any of its forms must succeed on a DC 14 Wisdom saving throw or gain a random form of short-term madness (determined by rolling on the Short-Term Madness table in chapter 8 of the *Dungeon Master's Guide*). Whether a creature succeeds or fails on the saving throw, it can't be affected by the statue again.

A character who sees the statue can, with a successful DC 15 Intelligence (Religion) check, ascertain that it represents Ghaunadaur, god of oozes, slimes, and all things subterranean.

Locked Double Door. The doors south of the statue refuse to budge, and no amount of force can pry them open. They're also immune to damage from any source. A *knock* spell or similar magic opens the double door. The doors also swing open if a creature suffering from any form of short-term, long-term, or indefinite madness touches them. A creature under the effect of a *confusion* spell, a *crown of madness* spell, or a similar effect can also open the doors. The doors remain open until someone or something closes them.

9b. The Masked Lord

Characters who bring light sources into this room notice that the shadows created by their light seem to take on lives of their own—an eerie but harmless magical effect. Standing atop a 2-foot-high stone block in front of a locked double door is a 6-foot-tall statue of a male drow with a cruel smile who is holding a shortsword hidden behind his back. The statue wears a mask over its eyes.

The statue represents Vhaeraun, drow god of thieves. A character who succeeds on a DC 15 Intelligence (Religion) check recalls that Vhaeraun is worshiped primarily by male drow. The statue can't be transformed, damaged, or knocked off its base.

When a creature moves within reach of the statue, the statue animates and attacks the creature with its shortsword, striking unerringly and dealing 3 (1d6) damage. After wounding a creature with its sword, the statue reverts to its inanimate state until triggered again.

Locked Double Door. The doors south of the statue are smeared with blood and refuse to budge. No amount of force can pry them open. They are also immune to damage from any source. A *knock* spell or similar magic opens the doors, as does smearing blood on one or both of them. The doors remain open until someone or something closes them.

9c. The Dark Maiden

A magical moonbeam shines from the ceiling on a 6-foot-tall statue of a scantily clad female drow with flowing hair, frozen in a pirouette with her arms outstretched and her hands curled, as though they were meant to be holding something. The statue stands atop a 2-foot-tall block of stone that serves as a base.

The moonbeam is like that created by a *moonbeam* spell and engulfs the 10-foot square containing the statue. A successful *dispel magic* spell (DC 16) negates the moonbeam for 24 hours.

The statue depicts Eilistraee, drow god of beauty, song, and the hunt. Abhorred in drow society, the Dark Maiden was not without followers in Undermountain. The statue can't be transformed, damaged, or knocked off its base.

A character who succeeds on a DC 15 Intelligence (Religion) check recalls that Eilistraee favors the use of a sword. If such a weapon is placed in its hands, the statue's grip tightens around the hilt. (The statue does not accept illusory or spiritual weapons.) The statue then dances atop its base for 1 minute before leveling the sword at the locked set of doors to the south, causing them to open. As the doors swing open, the statue returns to its original pose and loosens its grip on the sword, causing the weapon to fall from its grasp.

Locked Double Door. The doors south of the statue refuse to budge, and no amount of force can pry them open. They are also immune to damage from any source. A *knock* spell or similar magic opens the double door. The doors also swing open if the statue of Eilistraee points a sword at them.

10. Queen's Parlor

Muiral trashed this once opulent parlor in a fit of pique. The chamber's contents are as follows:

Hanging Lights. Beneath the 30-foot-high peaked roof is a 20-foot-high latticework of stone rafters that resembles a giant web. Hanging from this web by silken strands are spider-shaped lanterns containing flickering purple flames (created by *continual flame* spells). A few hanging strands are without lanterns.

Furnishings. Strewn about the room are the trappings of a parlor: shattered crystal dishware, broken ornaments, divans, footstools, end tables, and lanterns torn from the rafters. All the objects are carved with web patterns or shaped in the likeness of spiders.

Floor. The black marble floor has silver, web-like veins running through it.

The entire room is dimly lit by the lanterns. A spider lantern's light goes out if it's removed from this room.

11. Lolth's Palace

If **Muiral** (see appendix A) is here, he's lurking on the balcony (area 11b). When he detects intruders entering area 11a, he commands the bone pile in that area to animate and attack. He then casts spells from the balcony, switching to melee combat when one or more enemies move within his reach.

11a. Lower Level

Balcony. A 30-foot-high balcony circles the room. Eight stone pillars carved to resemble spider legs support the balcony, which is enclosed by wrought iron railings shaped like webs.

Alcove. A deep alcove to the south contains a large pile of humanoid bones.

Stairs. Two stone staircases rise on either side of the north entrance, climbing to the balcony.

If any creature disturbs the bones in the alcove, or if Muiral commands them to rise, they coalesce into four **shambling mounds** made entirely of skulls and bones, with these changes:

- The shambling mounds are undead.
- Instead of immunity to lightning damage, they have immunity to necrotic and poison damage. They are also immune to the poisoned condition.
- They have Necrotic Absorption instead of Lightning Absorption. The new trait is functionally identical to the old one, except that it affects necrotic damage.

11b. Spider Queen's Balcony

Statue. Hanging upside down on the roof of the south alcove is a giant statue of Lolth in her monstrous half-drow, half-spider form.

Railings. The 3-foot-high iron railings that enclose the balcony are sturdy and shaped to look like webs.

Decor. Hanging on the walls between six sets of double doors are steel shields that bear web-like and spider-like designs.

The statue of Lolth animates and attacks the nearest creature if it takes damage or if any of the double doors on the balcony are opened by a creature that isn't a drow. The statue can't leave area 11. If the statue has no targets on its turn, it returns to its alcove and becomes inanimate until triggered again. It also returns to its alcove if the command word, "sleep," is spoken in Abyssal.

The statue is a **stone golem** with a challenge rating of 11 (7,200 XP) and these changes:

- The statue is Huge and has 230 (20d12 + 100) hit points.
- It understands Abyssal but can't speak.
- It can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.
- Those affected by the statue's Slow action option appear to be ensnared in ephemeral webs that vanish when the effect on them ends.

11c. Northwest Palace Quarters

The wreckage of old furniture and decor suggests that this room once served as a drow priestess's sanctuary. Built into one wall is a massive, arched fireplace. The fireplace's 5-foot-wide chimney climbs vertically for 30 feet, then ends abruptly. The rest of it caved in long ago.

Treasure. Characters who search the room and succeed on a DC 20 Wisdom (Perception) check find a secret compartment in the fireplace that contains a *potion of greater healing*.

11d. Southwest Palace Quarters

This room is like area 11c but contains no treasure.

11e. Vestry

Mirror. Mounted on the east wall is a tall rectangular mirror encased in an ornate stone frame with human skulls "woven" into it. This mirror is one of Halaster's gates (see "Gates," page 12).

Wardrobe. A tall, slender wardrobe made of purple wood stands against the south wall. (The wardrobe once contained ritual vestments, but they were stolen long ago. A search reveals nothing inside.)

Mirror Gate to Level 12. The mirror's stone frame is carved with twisting vines, woven into which are the actual skulls of eleven human adventurers killed in Undermountain. Carved into the bottom of the frame are the following words in Celestial: "The dead know the secret." The rules of the gate are as follows:

- Speaking the proper command word ("Axallian") while standing in front of the mirror opens the gate for 1 minute.
- Characters must be 12th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 6b on level 12, in the closest unoccupied space next to the identical gate located there.

Casting *speak with dead* on one of the skulls forces it to reveal the gate's command word, which Halaster changes every few days. The skulls are otherwise hostile and refuse to answer questions put to them.

11F. Arcane Locked Doors

Muiral has cast an *arcane lock* spell on these doors, beyond which a stone staircase descends to area 30b. The characters can force open the doors with a successful DC 25 Strength (Athletics) check, but doing so alerts the drow in area 30b.

11G. Southeast Palace Quarters

This room resembles area 11c, except that the fireplace chimney is intact. The chimney has abundant handholds and can be climbed easily. After 90 feet, it opens into a damp, soot-stained natural cave roughly 30 feet wide by 60 feet long. Buried under the soot in a corner of the cave is a swollen wooden chest.

Treasure. The chest is unlocked, but its lid is stuck and must be pried open with a crowbar or similar tool. A character can also smash the chest's soft lid with a successful DC 9 Strength check. The chest contains 120 pp, a set of thieves' tools wrapped in lizard hide, and a stoppered gourd containing *oil of slipperiness*.

11H. Northeast Palace Quarters

This room is like area 11c but contains no treasure.

12. Ballroom

Pillars and Ceiling. Ten pillars carved with friezes of drow warriors support the 50-foot-high arched ceiling, which is engraved with web-like patterns. Two pillars have toppled at the far end of the hall.

Monsters. Two of Muiral's arcane experiments (see below) huddle next to the rubble of the toppled pillars.

Floor. Dusty black marble tiles cover the floor, many of them cracked and broken.

Muiral injected two drow prisoners with magic elixirs that forever transformed them into hideously deformed giants with bulging muscles, charcoal-black skin, and long, dirty-white hair. Mhavra and Naldath stand 24 feet tall, their limbs ill proportioned and their backs hunched. Their eyes gleam, hateful and red.

The giants' darkvision allows them to see almost the entire length of the hall, and they hurl rocks (chunks of toppled pillars) at any intruders they can see. If the rocks don't get the job done, the giants smash foes with wrought iron chandeliers that they wield like morningstars.

The mutated drow use the **cloud giant** statistics, with these changes:

- They are neutral evil.
- They have the following racial traits: They speak Elvish and Undercommon. They have darkvision out to a range of 120 feet. They have advantage on saving throws against being charmed, and magic can't put them to sleep. While in sunlight, they have disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.
- Replace the cloud giant's spells with the following: *dancing lights* at will, and *darkness* and *faerie fire* (save DC 15) each once per day.

13. Vestibule

Webs. A 10-foot-thick mass of sticky webs conceals the 30-foot-high ceiling. Three **phase spiders** lurk in the lightly obscured area amid the webs.

Guards. Four male **drow** stand guard in the room, two flanking each double door.

The drow are named Hlonlok, Izzorvir, Nephraen, and Sornnozz. They have orders to kill intruders on sight, and the phase spiders follow their lead.

Sornnozz has betrayed his kin by choosing to serve Xarann A'Daragon, a House Freth spy who has infiltrated Muiral's Gauntlet. When combat erupts, Sornnozz switches sides and helps the characters kill the phase spiders and the other guards. He then offers to lead the characters to Xarann in area 17d. If pressed for details, Sornnozz claims that Xarann is looking for ways to weaken House Auvryndar's hold over Muiral's Gauntlet, and he thinks a band of adventurers might be the answer to Xarann's prayers.

14. Guest Apartment

Vlonwelv maintains these quarters for guests.

14A. Dining Room

If Vlonwelv is still alive, the characters hear her disembodied voice when they enter this chamber for the first time (see "Vlonwelv's Pulpit," page 138).

Chandelier. The room has a 30-foot-high flat ceiling, hanging from which is a wrought iron chandelier shaped vaguely like a giant spider and anchored to the ceiling by a chain.

Furnishings. Beneath the chandelier lies an elongated, oval dining table with a slate top and spider-like iron legs. Eight cushioned iron chairs surround it. An ornate wooden cabinet stands against the north wall.

Fresco. A large fresco of an elven city covers the south wall.

Before the drow were driven underground and into Lolth's evil embrace, they lived in cities on the surface alongside their elf kin. The fresco on the south wall depicts one of these ancient cities.

Treasure. The cabinet contains a 10-pound box of silver flatware (250 gp) and a silver snuffbox (25 gp).

14B. Sitting Room

Fireplace. A massive fireplace dominates the east wall. (The fireplace's 5-foot-wide chimney climbs vertically for 50 feet, then ends abruptly. The rest of it caved in long ago.)

Furnishings. Six stuffed chairs and a chaise longue are arranged near the fireplace.

14C. Study

Furnishings. An elegant zurkhwood desk stands in the middle of the room, a thin matching chair positioned behind it.

Bookshelves. Carved into the west, south, and east walls are rows of bookshelves. Five books rest on one of the southern shelves; all the other shelves are bare.

Two of the five books are blank. The others include *Matrons of the Sunless Depths* (a treatise on the importance of the drow matriarchy, written in Elvish by Vlonwelv Auvryndar), *The Poison Chalice* (a fictional tale of political intrigue in the city of Menzoberranzan, written in Elvish by an unknown author), and *Demonic Infestations* (a collection of stories about demonic possession, written in Common). None of the books are especially valuable.

14D. Mirror Gate to Level 7

Bed. A zurkhwood bed draped by a spider silk canopy stands against the north wall.

Mirror. A tall, rectangular mirror is mounted on the east wall. The mirror is one of Halaster's magic gates (see "Gates," page 12).

Etched into the bottom of the mirror's stone frame are the letters T-U-O-Y-A-W (a reflection of W-A-Y-O-U-T). This gate's rules are as follows:

- If a creature speaks the words "Way out!" while pointing at the mirror, the gate opens for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 41 on level 7, in the closest unoccupied space next to the identical gate located there.

15. Screaming Skulls

Collapse. The eastern branch of this hallway has collapsed. A search of the rubble yields nothing of value.

Skulls. The western branch contains six large piles of drow skulls (each marked with an X on map 10).

Muiral collected the skulls long ago, and the drow have chosen not to disturb them. A creature that approaches within 5 feet of a pile can hear faint, dying screams emanating from the skulls. A skull removed from a pile falls silent.

16. False Mirror Gate

Mirror. Mounted to the north wall above a rectangular dais is a 6-foot-tall oval mirror set in a stone frame carved to look like Halaster's yawning face, the mirror forming his wide-open mouth.

Dais. Etched on the floor of the dais are the words "Flattery will get you everywhere."

Statues. Flanking the dais are two petrified **hook horrors** that look like carved statues. (The hook horrors pose no danger in their current state. Casting a *greater restoration* spell or similar magic on one restores it to flesh and blood, whereupon it attacks.)

The mirror looks like one of Halaster's magic gates and functions similarly (see "Gates," page 12). Its rules are as follows:

- If a creature stands atop the dais and says something flattering about Halaster, the mirror vanishes, revealing a dusty corridor beyond that leads off into darkness. This corridor is an illusion.
- Any creature that steps through the mirror is teleported, along with all its worn and carried items, to the top of the 60-foot shaft in area 22a, whereupon the creature falls and takes 21 (6d6) bludgeoning damage on impact.
- The first creature to fall for the trap triggers a *magic mouth* spell in area 22a. Halaster's mouth appears on a wall and says, in Common, "You fell for it! Get it? Fell for it?! Ha ha ha ha!"

17. The Dark Seldarine

These temples are dedicated to the Dark Seldarine, a pantheon of drow gods under Lolth. Each room has walls that rise 15 feet, then angle inward to a central point 30 feet above the middle of the floor.

17A. Temple of Ghaunadaur

Ghaunadaur, a god of subterranean horrors, is respected and feared by many Underdark races, including drow. This temple contains the following features:

Green Slime. Each 10-foot-wide, 15-foot-high section of vertical wall is covered with six 5-foot-square patches of green slime (see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*).

Secret Door. The slime obscures a secret door. Ability checks made to search the walls for secret doors are made with disadvantage until the slime is scraped off the section of wall in which the secret door is hidden.

Altar. What appears at first viewing to be a glistening altar of variegated gray stone is, in fact, a hollow glass altar with three psychic **gray oozes** sealed inside it.

The glass altar is a Large object with AC 11, 55 hit points, immunity to damage from nonmagical weapons that aren't adamantine, and immunity to acid, poison, and psychic damage.

The gray oozes attack all creatures that enter the room using their Psychic Crush action option (see the "Variant: Psychic Gray Oozes" sidebar in the "Oozes" entry in the *Monster Manual*). While contained in the altar, the oozes have total cover, their speed is 0 feet, and they can't attack with their pseudopods.

17B. Temple of Kiaransalee

This temple of Kiaransalee, drow god of undeath, reeks of decay and contains the following:

Altar. An altar made of humanoid skulls and bones rests near the south wall.

Decor and Secret Door. Embedded in the walls are drow skeletons posed as if dancing. One skeleton along the south wall is missing its head (behind it is a secret door that won't budge).

Only an undead creature or a creature possessed by one can open this secret door without the aid of a *knock* spell or similar magic.

If a character kneels before the altar and offers a prayer to Kiaransalee, or leaves a respectful offering on the altar, the room grows markedly colder as the silent **ghost** of a drow priestess materializes next to the altar and tries to possess the nearest humanoid creature. If it succeeds, the ghost uses its host to open the secret door,

then releases its host and shifts into the Ethereal Plane. An oath of service binds the ghost to the temple for as long as it stands. The ghost is unaligned and fights only in self-defense. If reduced to 0 hit points, the ghost is destroyed for 24 hours, then re-forms.

17c. Temple of Selvetarm

The temple of Selvetarm, drow god of warriors, contains the following features:

Blood. Streaks of dry blood form web-like patterns on the walls and floor.

Altar. A wrought iron altar has a bloody indentation of a right hand atop it. A nonmagical shortsword floats a foot above, its bloodstained blade pointed downward.

Secret Door. A secret door hidden in the south wall requires a blood sacrifice to open (see below).

The altar refuses to budge. A *detect magic* spell reveals an aura of transmutation magic around and above it. Any object weighing 10 pounds or less that is left unattended atop the altar rises until it is levitating 1 foot above the surface. This levitation field can't be dispelled but is suppressed in an antimagic field.

If a humanoid presses its cut hand (even a superficial wound will do) into the altar's hand-shaped indentation, the secret door in the south wall swings open. A *knock* spell or similar magic also opens the door.

17d. Temple of Vhaeraun

This temple of Vhaeraun, drow god of thieves and assassins, contains the following features:

Assassin's Altar. An altar of blood-red stone stands near the south wall. Xarann A'Daragon, a male drow assassin, prays silently before it.

Curtains. Three black curtains hang from iron hooks along the west, south, and east walls.

Secret Door. A secret door hidden in the wall behind the south curtain opens only when certain conditions are met (see below).

A character who examines a curtain and succeeds on a DC 19 Wisdom (Perception) check notices the slightly darker silhouette of a drow sewn into it. If the characters find the silhouette in one curtain, they gain advantage on checks made to spot the silhouette hidden in each of the other two curtains. Each silhouette makes a sign with one of its hands; drow characters recognize these hand-signs that, collectively, spell out the Elvish phrase *oloth elgg ssussun*, which translates to "darkness slays light." If a creature makes these hand-signs in the proper order anywhere in the room, the secret door in the south wall swings open. A *knock* spell or similar magic also opens the door.

Xarann A'Daragon. Xarann, a spy for House Freth, is posing as a House Auvryndar assassin. He came here to pray to Vhaeraun before setting out on two missions: the rescue of Tazirahc Oussar (see area 19) and the assassination of Vlonwelv Auvryndar.

Xarann is initially friendly toward the characters. In exchange for their help killing the guards in area 18b and rescuing Tazirahc in area 19, Xarann will show them the way to level 11. If they agree to help kill Vlonwelv, Xarann will show them where the drow priestess keeps her treasure (area 27b) and lead them through back tunnels (area 24b) to get there. Once Xarann's missions are complete, he tries to eliminate the characters, choosing a moment when they appear weakest to betray them. Sornnozz (see area 13) and Tazirahc are loyal to Xarann and follow his lead.

Xarann is a drow **assassin**, with these changes:

- Xarann is neutral evil.
- He has these racial traits: He speaks Elvish and Undercommon. He has advantage on saving throws against being charmed, and magic can't put him to sleep. He has darkvision out to a range of 120 feet. He can innately cast *dancing lights* at-will, and *darkness*, *faerie fire*, and *levitate* (self only) each once per day. His spellcasting ability is Charisma (spell save DC 11). While in sunlight, he has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Treasure. Xarann wears a *piwafwi*, a drow-made *cloak of elvenkind*. It loses its magic if exposed to sunlight for 1 hour without interruption. Pinned to this cloak is an obsidian scarab engraved with the insignia of House Auvryndar. Xarann has a similar scarab, this one engraved with the symbol of House Freth, tucked in his belt. Each scarab is worth 25 gp.

17e. Temple of Eilistraee

This temple of Eilistraee, god of beauty, dance, and the hunt, features the following:

Music. A hymn magically plays throughout the temple.

Secret Door. A secret door in the south wall opens only when the name of the hymn is spoken aloud.

Altar. A beautifully carved stone altar supports a harp-shaped sculpture. Worked into the harp's design is a female elf carved to look like she is leaping into the air, carefree, with her head and arms thrown back.

Examination of the altar reveals Elvish runes worked into the harp. Any character who understands Elvish can translate the words as "The hymn is the key."

A character who succeeds on a DC 20 Intelligence (Religion) check recognizes the hymn as "Bwaelan Dro," or "It's Good to Be Alive," an elven song of celebration. Elves and half-elves have advantage on this check. If the hymn's name is spoken aloud anywhere in the temple, in either Common or Elvish, the secret door in the south wall swings open. A *knock* spell or similar magic also opens the secret door.

18. First Blood

If the characters have forged an alliance with Xarann A'Daragon (see area 17d), he goes on ahead of them and distracts the drow in area 18b, allowing the characters to gain surprise.

18a. Voices

Characters who enter this hall hear sounds of yelling and cheering from area 18b to the east. If Vlonwelv is still alive, the characters also hear her disembodied voice as they make their way down this hallway for the first time (see "Vlonwelv's Pulpit," page 138).

Alcoves along the north wall have secret doors set into the backs of them. These doors pull open easily from this side, revealing areas 17a through 17e beyond.

18b. Fight Club

Drow. In the middle of the room, a female **drow elite warrior** named Drinrith Auvryndar (Vlonwelv's niece) is providing melee combat training to fourteen smaller, weaker male **drow**, each one with 6 hit points remaining.

Fresco and Spiders. The eastern wall bears a cracked fresco of a drow city in the Underdark. Clinging to this wall are four **giant spiders** that serve as Drinrith's bodyguards.

Wreckage. Wrecked furniture lies piled in the southeast corner. Rubble chokes a great fireplace in the north wall.

Thirteen of the male drow are standing in a circle around Drinrith and the fourteenth male drow, who are engaged in a duel. When Drinrith draws blood or knocks the male to the ground, she either replaces him with a new challenger or orders two other males to fight one another while she barks criticism.

If the characters allow Xarann A'Daragon to distract the room's occupants, he challenges Drinrith to a one-on-one fight. Drinrith accepts the challenge, prompting the males to shout cheers and jibes during the protracted battle and granting the characters advantage on Dexterity (Stealth) checks made to surprise the drow and the giant spiders while the contest rages.

Treasure. Drinrith wears an obsidian scarab engraved with the insignia of House Auvryndar (25 gp) and a platinum-inlaid helm of black metal molded in the likeness of a spider with carnelians for eyes (750 gp).

19. Interrogation Room

Characters who listen at the double door hear tortured screams coming from beyond. Once used as a kitchen, this 20-foot-high room has been mostly cleaned out.

Interrogation. A male **drow mage** named Kereth Ichorzza and a summoned **quasit** are interrogating a male **drow** named Tazirahc Oussar, who is bound to an iron chair with spider silk.

Observers. Observing the interrogation are two male **drow elite warriors** named Gelgos Argonrae and Jevan Kron'tayne.

When not serving as the consort of Drinrith Auvryndar (see area 18b), Kereth is tasked with interrogating drow accused of being House Freth spies. The quasit has already used its Scare action option on Tazirahc, and Kereth is preparing to zap the prisoner with a *ray of frost* cantrip, hoping he'll divulge the identities of other House Freth spies in their midst.

The drow attack characters who interfere in the interrogation. Once Kereth and his cronies are dealt with, characters can cut through Tazirahc's bonds and release him if they so desire. If Xarann A'Daragon (see area 17d) is with the party, he questions Tazirahc to make sure he didn't divulge any compromising information. If the characters haven't met Xarann yet, Tazirahc is determined to find him once he is released. Tazirahc rewards his liberators by sharing one Undermountain secret with them; draw a card from the Secrets Deck (see appendix C) to determine what Tazirahc knows.

Treasure

Kereth, Gelgos, and Jevan each carry an obsidian scarab engraved with the insignia of House Auvryndar (25 gp). Kereth also carries a zurkhwood wand (his arcane focus) and a leather-bound spellbook containing all the spells he has prepared.

20. Servants' Quarters

This large room once housed servants. It now contains the web-shrouded wreckage of several beds and dressers. A fireplace on the east wall is choked with rubble.

Treasure

If the characters search the rubble-filled fireplace, they find a half-burned wooden scroll tube containing a *spell scroll* of *hold person*.

21. Giant Spider Hatchery

Webs. Thick webs fill the corners, shroud the ceiling, and smother the rotted remains of old furnishings.

Spiders and Eggs. Four **giant spiders** guard a large cluster of twenty giant spider eggs in the northeast corner. Half of the eggs are empty sacs left behind by spiders that have already hatched. (If left alone, the remaining eggs here will hatch in a few days.)

22. Troglodyte Turf

Drow avoid these areas because they smell terrible.

22a. Shaft

This 60-foot-high, 20-foot-wide stone shaft is nestled between two secret doors, one of which pulls open to reveal a stinking, filthy troglodyte den (area 22b). The other door opens into a hallway. Characters who fall for Halaster's trap in area 16 end up here.

22b. Troglodyte Den

Troglodytes use this filthy room as a den. The room is unoccupied when the characters first arrive.

Refuse. The floor is strewn with gnawed bones, smashed furniture, and other refuse.

Gorzil's Throne. Against the west wall is a throne made of garbage with treasure heaped around it.

Treasure. Gorzil's hoard includes 500 cp, 350 sp, 60 gp, a healer's kit, four torches, a rotted quiver containing seven silvered arrows, and a *potion of healing* in a crystal vial with a spider-shaped stopper.

23. Distant Music

This 30-foot-wide hallway has a 45-foot-high arched ceiling carved with spiders and webs. Band music can be heard coming from a large chamber to the west (see area 25). The east end of the hall has collapsed, and a secret door in the north wall pushes open to reveal a hallway that leads to areas 21 and 18b.

24. Collapsed Areas

A tremor caused a collapse in this section of the dungeon, wrecking two rooms (areas 24a and 24c) and creating a small maze of tunnels (area 24b).

24a. Guard Post

A foul stench wafts through the double door, which stands ajar. This partially collapsed room is empty except for piles of rubble and six **troglodytes** wielding longswords and wearing breastplates (see "Gorzil's Gang," page 136). The troglodytes attack anything that isn't a troglodyte or a drow. If the adventuring party includes one or more drow characters or NPCs, the troglodytes bow their heads and wait for new orders, obeying any command from a drow that isn't clearly suicidal.

24b. Tunnels

These naturally formed tunnels wind through collapsed rooms and hallways. The walls are composed of jagged stones, and the floor throughout is silty and wet.

24c. Morgue

A foul stench wafts through the double door, which stands ajar. Piled near the tunnels at the back of the room are the stripped corpses of eight drow and sixteen troglodytes in varying stages of decay. Feasting on the remains are seven drow **ghouls** that were created by Vlonwelv to devour the dead. The ghouls retreat into the back tunnels when one or more drow enter the room. If a drow is not among those who enter, the ghouls attack.

25. Auvryndar Hall

This hall was once a market where the drow kept and sold slaves. It now serves as House Auvryndar's main military stronghold in Undermountain. If Vlonwelv Auvryndar is here, the drow priestess is seated on the throne in the southern alcove (area 25b), listening to tedious reports of the battles waging against House Freth.

25a. Hall of the Dark Seldarine

Any character who tries to sneak into this room must succeed on a DC 13 Dexterity (Stealth) check, made with disadvantage due to the large number of guards.

Fountain. The centerpiece of this immense, 80-foot-high room is a 60-foot-diameter fountain adorned with eight statues that represent the Dark Seldarine (the drow pantheon). Cracked tiles fanning out from the fountain form a web-like mosaic on the floor.

Guards. Fifteen **drow** guards are scattered throughout the room. They defend this chamber to the death.

Giant Lizards. Two **giant lizards** fitted with saddles, reins, and stirrups are parked in the southeast corner. These docile reptiles are used as mounts by the drow scouts in area 25b and have the Spider Climb trait (see the "Variant: Giant Lizard Traits" sidebar in appendix A of the *Monster Manual*).

Slave Pen. A stone enclosure in the northwest corner serves as a slave pen. Band music emanates from within.

The fountain is fed by a natural spring and provides the drow with a virtually endless supply of fresh water. The statues stand atop stone plinths above the water, facing outward. Starting with the northernmost one and moving clockwise, the statues represent Eilistraee (god of beauty, dance, and the hunt), Malyk (god of wild magic), Kiaransalee (god of undeath), Ghaunadaur (god of oozes, slimes, and all things subterranean), Zinzerena (god of assassins), Vhaeraun (god of thieves), Lolth (the Demon Queen of Spiders and mother of the Dark Seldarine) in her drow form, and Selvetarm (god of war and warriors).

This 40-foot-square slave pen has 20-foot-high walls of smooth stone. Instead of a roof, it has a 5-foot-thick covering of sticky webs. The webs provide an effective barrier, and any creature that enters the webs or starts its turn in them is restrained. A restrained creature can use its action to try to pull itself out of the webs, doing so with a successful DC 12 Strength (Athletics) or Dexterity (Acrobatics) check. Each 10-foot-square section of webs has AC 10, 10 hit points, vulnerability to fire, and immunity to bludgeoning, piercing, and psychic damage.

A sturdy iron-barred gate set into the east wall is held shut with an *arcane lock* spell that only drow can ignore. Forcing the gate open requires a successful DC 25 Strength (Athletics) check.

The slave pen is lined with straw. It contains a halfling musical quintet that the drow kidnapped just outside the town of Daggerford. The performers call themselves the Sing-Alongs, and they're quite good. Vlonwelv makes sure that they're fed and treated well; in exchange, they fill her hall with music. The members and their instruments are Peeta Brightmoon (drum), Kevin Gladriver

LEESHA HANNIGAN

(fiddle), Philomena Gladriver (viol), Olivia Tallrush (horn), and Shardon Underbough (flute). They are strongheart halfling **commoners**, with these changes:

- The Sing-Alongs are lawful good.
- Each has a Charisma of 14 and the following skill: Performance +4.
- They have these racial traits: They speak, read, and write Common and Halfling. They are Small, and their walking speed is 25 feet. They have advantage on saving throws against poison and against being frightened, and they have resistance to poison damage. They can move through the space of any creature larger than they are.

Although the halfling musicians are grateful for the kind treatment of their drow captors, they have grown weak from eating nothing but mushrooms and would like to return to the surface. They have little hope of reaching Waterdeep on their own and would appreciate an escort. Getting all five band members to the Yawning Portal alive completes this quest. Durnan is pleased to have the halflings perform for his patrons and rewards the characters with a round of drinks. If the heroes plan to return to Undermountain, Durnan also pulls a few strings to secure a *potion of superior healing* for each of them.

25b. Spider Throne

Throne. This large alcove contains a spider-shaped throne. A red crystal orb is set into a fixture at the end of one armrest.

Mirror. Mounted to the east wall is a tall, rectangular mirror with an ornate stone frame. The mirror is one of Halaster's gates (see "Gates," page 12).

If Vlonwelv is here, the **drow priestess of Lolth** is seated on the throne, flanked by her drow champion, Zress (see "Zress Orlezziir," page 136) and a **yochlol** advisor that has assumed the form of a female drow wearing a spider silk robe with a cowl. Kneeling before the priestess are two male **drow** scouts named Llossul and Yuinfein, who have recently returned from a reconnaissance mission on level 11. If Vlonwelv isn't present, Llossul and Yuinfein are here waiting for her to return.

The throne is a Large object with AC 18, 80 hit points, and immunity to poison and psychic damage. A *detect magic* spell reveals an aura of abjuration magic around the throne itself and a separate aura of evocation magic around the throne's red crystal orb.

Any creature other than an elf that sits on the throne or starts its turn there must make a DC 13 Constitution saving throw, taking 22 (4d10) poison damage on a failed save, or half as much damage on a successful one. A creature seated on the throne and touching the orb can use a bonus action to broadcast its voice to every location in Muiral's Gauntlet. The orb loses its magic if it is torn free of the throne, or if the throne is destroyed.

Mirror Gate to Level 8. The mirror's frame is composed of an assemblage of hundreds of tiny, interlocking stone gears. The rules of this gate are as follows:

- Any creature that inspects the frame and succeeds on a DC 15 Wisdom (Perception) check sees that one of the gears has popped out slightly. If it is pressed, the gear locks in place, causing all the gears to turn and the gate to open for 1 minute. When the gate closes, a different random gear pops out slightly, causing all the gears to lock again.
- Characters must be 10th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 17c on level 8, in the closest unoccupied space next to the identical gate located there.

25c. Entrance

Stairs. Stairs carved out of a stone ramp descend 40 feet to the floor of a vast natural cavern (area 30).

Guards. Standing guard at the top of the stairs, facing westward, are two male **drow mages** named Gorthax Auvryndar (Vlonwelv's nephew) and Syrrak Argonrae. Positioned behind them, in the middle of the hall, is a transparent, 15-foot-diameter crystal spider (use **stone golem** statistics).

The mages aren't expecting attacks from the east. If combat erupts in area 25a or 25b, Syrrak investigates while Gorthax and the crystal spider remain here. A battle in this hall brings reinforcements from area 30a.

The spider golem understands Elvish but can't speak. It obeys Gorthax's commands.

26. Spider Queen's Temple

Years of neglect have left this temple in a terrible state. Work has begun to repair the damage.

Web Curtain

A web curtain separates a 50-foot-high arched narthex to the north from the temple to the south. The curtain blocks line of sight and catches any ammunition shot into it. If set on fire, it burns away quickly.

Temple Nave

If Vlonwelv is here, the **drow priestess of Lolth** is standing in the middle of the nave, supervising its reconstruction. She is accompanied by her bodyguard, Zress (see "Zress Orlezziir," page 136) and her **yochlol** advisor, which has assumed the form of a giant spider.

Whether Vlonwelv and her entourage are here or not, the temple nave contains the following features:

Decor. Six cracked pillars carved with intertwining demons stretch to a 50-foot-high ceiling braced by thick arches. The cracked walls are carved with damaged carvings of demons and enormous spiders.

Webwork. A giant spiderweb forms a false ceiling 40 feet above the floor. Throughout the room, in and atop this sturdy web, climb seven **giant spiders**. Hanging from the spiders at various heights are seven male **drow** masons on spider silk swings. The spiders and drow form a work crew.

Statue. An alcove in the middle of the west wall houses a 20-foot-tall, corroded iron statue of Lolth in her female drow form, garbed in countless spiders.

In place of scaffolding, the drow workers here use web lines and swings to get at hard-to-reach places. The giant spiders manipulate these webs to move the drow workers wherever they want to go. In addition to the other spells they can cast innately, the drow workers are blessed by Lolth with the ability to cast the *mending* cantrip at will, and they use their magic to repair small cracks and broken stonework. If they notice intruders, the drow stop their work and attack with their hand crossbows. Each worker is suspended 2d4 × 5 feet off the ground.

27. Vlonwelv's Apartments

No one may enter these chambers without the consent of Vlonwelv Auvryndar. The punishment for violating her chambers is death.

27a. Council Room and Parlor

This area consists of two chambers connected by a short, 10-foot-high hallway. Vlonwelv meets with her captains in the council room to the west and entertains guests in the parlor to the east.

If Vlonwelv is here, the **drow priestess of Lolth** is relaxing in her parlor while receiving counsel from her **yochlol** advisor, which appears in its natural form. Standing near Vlonwelv is her champion, Zress (see "Zress Orlezziir," page 136).

Council Room. The room to the west contains a large spider-shaped table of sculpted stone. No chairs are present, since Vlonwelv expects her captains to stand as they deliver their briefings.

Parlor. The room to the east smells of incense. It contains two male **drow** attendants named Sharaun and Tarzyr; they're armed but unarmored (AC 12). These young drow dote on Vlonwelv when she's present.

The parlor is furnished with overstuffed chairs, cushioned divans, bronze braziers containing smoldering incense, a glass cabinet stocked with elven wines and crystal goblets, and crystal sculptures of demons.

27b. Vlonwelv's Bedchamber

Mosaic. The north wall is covered with a tarnished bronze mosaic depicting Lolth's face, with silver, web-like tracery fanning out from it.

Furnishings. The room contains a spider-shaped bed carved out of zurkhwood, a matching wardrobe containing assorted garments, and an ancient stone font filled with fresh water.

27c. Giant Spider Den

This 10-foot-high, web-filled chamber is home to three **giant spiders** that attack any non-drow who enter.

28. Hospital and Armory

Drow in the service of House Auvryndar come here to equip themselves for battle and to have their wounds treated.

28a. Hospital

This chamber contains two dozen wooden cots in rows. Resting in six of them are wounded **drow** (three females and three males), each with 1d12 hit points remaining.

They are still clad in armor, and they keep their weapons within arm's reach.

Tending to the injured are three junior priestesses of Lolth named Nyleene Auvryndar (Vlonwelv's grandniece), Ereldra Abbath, and Llezorna Do'ett. These three are drow **priests**, with these changes:

- They are neutral evil.
- Each has two 1st-level spell slots and no spell slots of higher level remaining.
- They have these racial traits: They speak Elvish and Undercommon. They have advantage on saving throws against being charmed, and magic can't put them to sleep. They have darkvision out to a range of 120 feet. They can innately cast *dancing lights* at will, and *darkness* and *faerie fire* each once per day. Their spellcasting ability is Charisma (spell save DC 11). While in sunlight, they have disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

28b. Armory

Crates. Crates stacked in the middle of the room contain sixty shortswords, one hundred hand crossbows, and thousands of bolts for the hand crossbows.

Tunnel Entrance. A gash in the north wall forms the entrance to a tunnel network (see area 24b).

29. Abandoned Apartment

When various tunnels and rooms in the dungeon collapsed, these chambers were almost cut off. A narrow tunnel provides the only entrance. After the drow ran afoul of the wraith in area 29b, they decided not to explore these rooms further.

29a. Gallery

Broken statuary litters this dust-choked gallery. Examination of the stone fragments accompanied by a successful Wisdom (Insight) check reveals that the statues once depicted drow.

JASON FELIX

29b. Wraith This Way

This room is deathly cold and contains the following:

Undead. A **wraith** and three **specters** haunt the room. They attack all living creatures that enter.

Corpses. Lying on the dusty floor amid pieces of broken furniture are three dead drow, their bodies shriveled.

Fireplace. A massive fireplace dominates the east wall. (Its 5-foot-wide chimney climbs vertically for 30 feet, then ends abruptly, having caved in long ago.)

Portrait of Halaster. Hanging crookedly above the fireplace is a 7-foot-tall, 5-foot-wide framed portrait showing the back of Halaster's head: a mass of gray hair (see "Painting Trap" below).

The wraith is all that remains of an evil adventurer who was disintegrated by Halaster in this room long ago. It speaks Common and Undercommon but doesn't have much to say to the living.

The wraith killed the three drow (two females and one male) and turned their spirits into specters. Each drow corpse wears a chain shirt, clutches a shortsword, and packs a hand crossbow with 1d20 bolts.

Painting Trap. A *detect magic* spell reveals an aura of necromancy magic around the painting. If anyone straightens the picture or otherwise tampers with it, the image of Halaster magically turns, revealing a withered skull face wearing a grin so horrifying that any creature looking at it must make a DC 15 Constitution saving throw; on a failed save, the creature drops to 0 hit points and is dying. After revealing its ghastly visage, the skull-faced Halaster then turns back around so that only its hair is visible once more. Once this trap triggers, the painting becomes nonmagical and harmless.

29c. Collapsed Tunnel

This tunnel connected to area 23 before earth tremors triggered a collapse. Characters who search the rubble at the end of the tunnel find a mostly buried dwarf skeleton with shiny gauntlets and a rusty warhammer.

Treasure. The dwarf was an adventurer who was killed when the ceiling collapsed on her over a hundred years ago. Her gauntlets have no dents and show no signs of corrosion. An *identify* spell or similar magic reveals that they are *gauntlets of ogre power.*

30. Natural Cavern

House Auvryndar keeps a large force stationed here in case the forces of House Freth launch an attack from level 11. This cavern provides most of the food that sustains House Auvryndar's troops, making it vital to the house's survival in Undermountain.

The main cavern (area 30a) has a 40-foot-high ledge to the north (area 30b) with a secret staircase connecting them.

30a. Main Cavern

Roof. The cavern's roof is 80 feet high and festooned with dripping stalactites.

Monsters. Patrolling the cavern are four **drow elite warriors** (two females named Mizreen Abbath and Shynzal Tlin'orzza, and two males named K'yorl Tanor'thal and Rross Hylarn) mounted on **giant lizards**, five giant flying spiders (see below), and eight **troglodytes** split into two groups of four.

River. Water pours in from the south, feeding a swift river that winds northwest for several hundred yards before plunging into the Underdark. The river is 5 feet deep but deepens to 10 feet as it exits the cavern. Fungi and moss grow on both riverbanks.

Fungi. The soft, peaty floor gives rise to a fungi forest that includes 40-foot-tall zurkhwood mushrooms (as well as the occasional stump).

The drow treat their lizard mounts as prized pets. These docile reptiles have saddles, reins, stirrups, saddlebags, and the Spider Climb trait (see the "Variant: Giant Lizard Traits" sidebar in appendix A of the *Monster Manual*).

The flying spiders are **giant spiders** that have wings and a flying speed of 40 feet. They zip around the cavern and build web nests in the caps of zurkhwood mushrooms.

The drow cut down zurkhwood when they need to build furniture or rafts, while gardens of barrelstalk and trillimac provide food, water, and parchment (see "Fungi," page 59, for more information on barrelstalk, trillimac, and zurkhwood).

The stinky troglodytes answer to Gorzil in area 30b. They wear breastplates and wield longswords (see "Gorzil's Gang," page 136).

30b. High Ledge

This ledge is 40 feet higher than the floor of area 30a. A staircase carved into the north wall climbs to area 11f.

Stationed atop the ledge is a **drow mage** named Nhilisstra Argonrae, who commands a force of seven **drow** (two females named Vliss and Yereth, and five males named Chabbris, Dulorrn, Fral, Helxryn, and Tra'zorrl) and six **troglodytes**, including the troglodyte leader, Gorzil (who has 20 hit points). Gorzil hates Nhilisstra and tries to kill her if he thinks he can get away with it. The troglodytes wear breastplates and wield longswords (see "Gorzil's Gang," page 136).

Nhilisstra is charged with defending the ledge against incursions by Muiral, but she also helps defend the main cavern if it comes under attack. If that happens, she sends the troglodytes into melee combat while she and the drow attack at range.

Aftermath

If Muiral survives and the forces of House Auvryndar are routed, he animates the corpses of any dead drow and troglodytes he finds, then scatters these zombies and ghouls throughout the level.

As long as Vlonwelv lives, House Auvryndar continues to gain footholds throughout Undermountain. Vlonwelv's death, on the other hand, throws House Auvryndar into chaos as allied houses withdraw their support and align with House Freth. After securing level 11, House Freth begins a slow, steady push into Muiral's Gauntlet, putting Muiral and visiting adventurers at odds with the drow once more.

Level 11: Troglodyte Warrens

The Troglodyte Warrens are designed for four 11th-level characters, and characters who defeat the monsters on this level should gain enough XP to reach 12th level. These reeking caverns and rough tunnels have long been home to clans of troglodytes. The presence of drow on the levels above and below has turned these warrens into a battlefield—and an opportunity for unlikely alliances.

What Dwells Here?

Troglodytes inhabit this level of Undermountain. Their dominance is contested by drow determined to enslave them, trolls twisted by Halaster's magic and hungry for troglodyte flesh, and a magically enhanced behir intent on terrorizing all.

Troglodytes

The troglodytes in area 2 on this level have been captured by drow, and they try to entice adventurers into helping them escape. Meanwhile, the strongest and last remaining free clan of troglodytes defends against encroaching drow in area 7. The troglodytes might reveal secret locations and treasures to adventurers who eliminate their hated enemies.

Drow

Drow from House Auvryndar on level 10 and House Freth on level 12 are fighting each other for control of this level, all the while capturing troglodytes to use as slaves and doing their best to steer clear of the behir.

Mutated Trolls

The trolls of the warrens have been mutated by the glowing, rune-covered cavern at area 11. The magic of that cavern has spawned trolls with grotesque deformities and magical traits. These creatures devour troglodytes, drow, and adventurers whenever they can find them. The trolls are smart enough to avoid the behir.

Behir

This serpentine monstrosity feeds on the troglodytes and trolls, keeping their populations in check. Halaster has bestowed the behir with arcane sigils painted on its hide, which it can activate to produce potent magical effects.

The behir roams throughout the level, but characters encounter it for the first time in area 17. Its presence can be hinted at beforehand, in the form of a flash of blue scales crossing the end of a tunnel. Huge, clawed footprints can be seen marking the ceilings of multiple caverns, and the sound of lightning and thunder erupts from time to time in the distance.

CORY TRECO-ERDNER

Exploring This Level

All location descriptions for this level are keyed to map 11.

1. Auvryndar Watch Post

Ceiling. The concave ceiling of this cavern rises to a height of 20 feet.

Sentries. A female **drow elite warrior** named Ventrid Xil'talan leads six **drow** (two females and four males).

The drow, loyal to House Auvryndar, are tasked with guarding the tunnel that leads up to level 10. They ambush and kill any non-drow coming from that direction.

Treasure

Ventrid wears an obsidian scarab engraved with the insignia of House Auvryndar (25 gp) and a spider-shaped crystal ring set with a black pearl (750 gp).

2. Captured Troglodytes

The cracked bones and skulls of small creatures hunted by the troglodytes litter the tunnels leading to this area, marking the borders of territory that once belonged to their clans. The invading drow from levels 10 and 12 have enslaved the troglodytes that once dwelled here and have traded occupation of this area more than once. The drow of House Auvryndar are currently in control.

2a. Troglodyte Chain Gang

The air in this cavern is heavy with the stench of twenty-two adult **troglodytes**. They wear iron shackles on their ankles and are chained together while awaiting relocation to Muiral's Gauntlet (level 10).

A shackled troglodyte's speed is halved, and it can't move more than 5 feet away from the other troglodytes it is chained to. The drow mage in area 2c has the keys to the shackles. A character can pick the lock on a set of shackles with a successful DC 15 Dexterity check using thieves' tools.

Even if they are freed, the troglodytes won't flee this area while the drow are holding their young (see area 2c). Although initially fearful, the troglodytes engage with the characters in an attempt to turn them against the drow. They promise treasure in exchange for freeing them and their young. Characters who don't speak Troglodyte and don't have access to a *tongues* spell or similar magic can use gestures, pictures, or other crude methods to communicate with the troglodytes on a rudimentary level. Getting a message across in this way requires a successful DC 15 Charisma (Performance) check.

If the characters show no interest in aiding them, the troglodytes begin to bow down and chant loudly, as if worshiping the characters. They try to catch the attention of the drow in area 2c, hoping this display will anger the drow and prompt them to attack the characters.

The troglodytes enter any fight against the drow, under the limitations of their shackles. If they can, they focus their attacks on Tsabdrar Do'ett (see area 2c), hoping to acquire the key to the shackles. Any freed troglodyte tears into the drow with a vengeance.

If the characters help to liberate the troglodytes and their young from the drow, the troglodytes show the characters the secret door that leads to area 2d and allow them to take the treasure that's there. If the characters are unintentional participants in the troglodytes' escape, the troglodytes offer up the treasure only if they are subsequently threatened.

2b. Arch Gate to Level 6

A stone arch is embedded in the west wall of this 10-foot-high cave, just around the corner from the entrance tunnel. The arch is one of Halaster's gates (see "Gates," page 12). Carved into the arch's keystone is a hand-shaped indentation with a sigil representing magic scribed into the palm. Its rules are as follows:

- Casting the *mage hand* cantrip and pressing its spectral fingers into the keystone's indentation opens the gate for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 40 on level 6, in the closest unoccupied space next to the identical gate located there.

2c. Amoral Dilemma

Monsters. At the north end of the cave, five male **drow elite warriors** are holding eleven troglodyte young (Small noncombatants) at sword point. A male **drow mage** named Tsabdrar Do'ett is contemplating what to do with the troglodyte young.

Crates. Zurkhwood crates half filled with iron chains and shackles stand in the south end of the cave.

Secret Door. A seam in the rock wall reveals a secret swivel door covered with oily troglodyte secretions. Anything that touches the oily door carries the mildly revolting stench of troglodytes for 1 hour or until the item is washed. The stench is not as potent as a troglodyte's Stench trait and imposes no conditions on those who catch a whiff of it.

The drow mage is deciding whether to kill the troglodyte young, because they are too small to be shackled. His inclination is to do so, and only the characters' interference stays his hand. Tsabdrar carries keys that unlock the shackles stored in this room as well as the shackles on the troglodytes in area 2a.

The drow investigate any commotion in area 2a and attack intruders who appear to be aiding or influencing the troglodytes. If the characters aren't doing so (or if they are able to negotiate an end to any initial hostilities), the drow are willing to bargain with them. They explain that a behir has been rampaging through this level, killing all the creatures it encounters. If the characters defeat the behir—and eliminate any drow of House Freth they encounter along the way—Tsabdrar promises that House Auvryndar will let them keep the behir's hoard. He also promises to spare the troglodyte children. A successful DC 15 Wisdom (Insight) check confirms that both assurances are false.

Treasure. Each drow wears an obsidian scarab engraved with the insignia of House Auvryndar (25 gp). Tsabdrar also carries a thin, leather-bound spellbook containing the spells he has prepared.

TIM HARTIN

Map 11: Troglodyte Warrens

2D. Troglodytes' Trove

This cave features natural shelves lined with the skulls of the troglodytes' former leaders.

Treasure. Piled on the floor in plain view is the troglodytes' wealth: 920 gp, a silvered longsword, and three amethyst orbs (750 gp each).

3. Hungry Gnome

Corpses. Eight drow corpses are splayed like rag dolls across the floor of this 10-foot-high cavern.

Troll in Gnome Form. A naked, hairless, gray-skinned deep gnome is gnawing on one of the corpses. (The gnome is really a **troll** named Xlorp, transformed by the runes in area 11b.)

In its current form, the troll has the statistics of an unarmored (AC 12), chaotic evil **deep gnome (svirfneblin)** that speaks only Giant. Casting a successful *dispel magic* spell (DC 19) on the troll causes it to revert to its normal form. Xlorp also reverts to its normal form when its gnome form is reduced to 0 hit points. It has full hit points in its troll form, but any excess damage from the attack that caused it to revert is carried over to that form.

Xlorp follows the characters around if they give it food. It fights alongside the party, as long as it remains happy and fed. If Xlorp is mistreated in any way, it goes berserk and attacks everyone.

The drow were killed by the behir. A character who examines the bodies and succeeds on a DC 10 Wisdom (Medicine) check reveals that four drow are covered in burn marks consistent with lightning strikes, three were torn to pieces by large claws, and one was crushed to death (a victim of the behir's coils).

4. Loathsome Limbs

Rock Formations. Stalactites and stalagmites fill this area.

Warty Limbs. Six severed troll limbs (five arms and one leg) and a decapitated troll head lie in pools of dark, sticky blood across the floor.

Bloody Trail. A trail of large, bloody claw marks meanders around the stalactites on the ceiling, then exits to the southwest.

When the characters pass through this area, the limbs twitch as they come to life and attack, as described in the "Variant: Loathsome Limbs" sidebar in the "Troll" entry in the *Monster Manual*. Any character who succeeds on a DC 10 Wisdom (Medicine) check can identify the body parts as belonging to three separate trolls, which were torn apart and partially devoured by the behir. The tracks on the ceiling belong to the behir and fade out halfway to area 14.

5. Trolling the Troglodytes

Ceiling. This ceiling varies in height from 15 to 30 feet.

Battle. A five-armed troll is engaged in battle with six **troglodytes** in the northwest part of the cave.

Pit. The southwest edge of the cave borders a 30-foot-deep, yawning pit with nothing in it.

Secret Door. The north wall contains a secret door that swivels on a central axis. The secret door can be seen automatically from inside the tunnel.

If the characters watch to see how the battle plays out between the troglodytes and the troll, assume that one troglodyte dies each round, while the troll's hit points do not decrease thanks to its Regeneration trait. If the characters come to the troglodytes' aid, the fearful troglodytes disengage from combat on their next turn, flee through the secret door, and retreat to area 7a, leaving the characters to deal with the troll on their own.

The mutated troll has an extra pair of arms sprouting from its chest and a fifth arm growing out of its back. The troll has made a successful saving throw against the stench of the troglodytes. It has the statistics of a normal **troll**, with these changes:

- It has 44 hit points when the characters first arrive.
- It makes an additional three claw attacks as part of its Multiattack action.

In its wounded state, the troll has a challenge rating of 6 (2,300 XP). If it regains all its hit points, its challenge rating becomes 8 (3,900 XP).

6. Piercer Cavern

This cavern is filled with stalactites and stalagmites, and hidden among the stalactites are twenty-six **piercers**. A piercer drops onto any creature that ends its turn in the cave, until all the piercers have dropped.

North of the cavern is a 30-foot-deep, yawning pit with nothing in it. Beyond this pit lies area 5.

7. Troglodyte Lair

The last free clan of troglodytes inhabits these caves. Its members live in equal fear of the behir, the trolls, and the drow. Adventurers are perceived as just another threat until they prove otherwise. Characters who don't speak Troglodyte and don't have access to a *tongues* spell or similar magic can use gestures, pictures, or other crude methods to communicate with the troglodytes on a rudimentary level. Getting a message across in this way requires a successful DC 15 Charisma (Performance) check.

7A. Battle-Ready Troglodytes

Ceiling. Stalactites dot the ceiling, which runs from 30 feet high in the north to 50 feet high in the south.

Floor. This cavern has a muddy, uneven floor.

Troglodytes. Eighteen adult **troglodytes** take cover behind a scattering of stalagmites. (Add to this number any troglodytes that fled from area 5 or escaped from area 2.)

Ledge. A stone slope along the east side of the cave rises up to a long ledge toward the south. The ledge is 20 feet above the cavern floor and has four tunnels opening off it. A fiery glow spills out of the tunnel that leads to area 7d (see that area for details).

Secret Door. A secret door at the southwest corner of the cave swivels on a central axis. The secret door can be seen automatically from inside the tunnel.

The troglodytes are bracing for another drow attack from the north. The clan's current leader is a troglodyte with 20 hit points named Kol'daan. He carries a wooden sparring sword and can replace each of his claw attacks with a sword attack, dealing 4 (1d4 + 2) bludgeoning damage on a hit. Whether in battle or negotiations, Kol'daan is prone to striking heroic poses with his sparring sword and giving inspiring speeches in Troglodyte.

7b. Battleground

The floor of this damp cavern is littered with the corpses of twenty-one troglodytes and nine drow, all surrounded by pools of sticky blood and in different stages of decay (suggesting that more than one battle occurred here). The troglodytes were felled by drow weapons, while the drow were torn to pieces by the troglodytes' teeth and claws. Some of the drow corpses are half eaten.

7c. Wounded Troglodytes

Four adult **troglodytes** occupy this side cave. One troglodyte is at full health and guards the other three, which are wounded (each has 1d6 hit points remaining). If the characters offer magical healing to all the wounded troglodytes and word of the deed gets around, they gain advantage on subsequent Charisma checks made to influence any troglodytes throughout area 7.

7d. Fire Beetle Farm

A fiery glow emanates from this cavern. Six **giant fire beetles** live here, watched over by a **troglodyte** with a 10-foot pole. Since being trapped by the drow, the troglodyte clan has taken to raising the beetles for food.

7e. Halaster Formation

Centuries of dripping sediment have created a rock formation on the back wall of this cavern that resembles the face of Halaster Blackcloak. The troglodytes have left small offerings around the formation, including a half dozen balls of bat guano, a garland of drow intestines, and a muddy dagger with a curved blade.

Treasure. The muddy dagger is a *dagger of venom*. The troglodytes are unaware of its magical nature.

7f. Troglodyte Nursery

Four adult **troglodytes** look after twenty-two troglodyte young (Small noncombatants) in this area. Two of the adults stand guard in the front cave; the other two feed and play with the young troglodytes in the rear cave.

7g. Chieftain's Cave

The last troglodyte chieftain was killed by drow some time ago, leaving Kol'daan in charge. Lurking in the chieftain's cave are three toothless old **troglodytes**, each with 8 hit points remaining and no bite attack. These evil troglodytes served as the former chieftain's advisors. Kol'daan thinks they're weak and wants nothing to do with them. They fight only in self-defense, and each has a challenge rating of 1/8 (25 XP).

Secret Door. A secret door stands in the northwest wall of this cavern. The old troglodytes won't divulge the secret door's location, and they spit insults at anyone who dares to open it.

7h. Blessed Laogzed

This dank cave contains a 5-foot-tall, 8-foot-diameter mud sculpture of a loathsome creature that combines the features of a demonic toad and a lizard. Any character who has an appropriate background or who succeeds on a DC 15 Intelligence (Religion) check knows that the sculpture represents the demon-god Laogzed, worshiped by many troglodytes.

Treasure. Smashing open the mud sculpture of Laogzed reveals fifty malachite gemstones (10 gp each).

8. Illusory Front Line

The drow of House Freth have learned the hard way that the troglodytes in area 7 are too hardy and stubborn to be easily conquered. A male **drow mage** named Orl Telenna has been tasked with holding these caves until reinforcements arrive. Using the resources at his disposal, Orl has created illusions designed to discourage the troglodytes from entering this area. As part of this tactic, he has the *hallucinatory terrain* spell prepared instead of *Evard's black tentacles*, *seeming* instead of *cloudkill*, and *rope trick* instead of *alter self*.

8a. False Impasse

Thanks to Orl's *hallucinatory terrain* spell, this 20-foot-high cavern appears to be filled from wall to wall with a pool of bubbling acid. The caustic scent of the acid seems real to any creature that approaches this area, but contact with the acid deals no damage. The illusion can be removed with a successful *dispel magic* spell (DC 14). Orl refreshes the spell each day.

8b. False Camp

Orl has created a false camp inside a 30-foot-square area in the middle of this rubble-strewn cavern. The camp appears to be a quiet gathering of nine well-armed drow wizards and warriors, who are communicating with one another using sign language. In truth, the drow are nine troglodyte **zombies** created using *animate dead* and disguised with a *seeming* spell.

8c. Orl's Cave

Water. Fresh water trickles into this cave from cracks in the dead-end tunnels to the west, forming a 5-foot-deep pool over much of the floor.

Encampment. A rough camp is set up in an alcove to the southeast.

The alcove holds a blanket, a cask of mushroom wine, and a satchel made of spider silk that contains 10 days of rations and Orl's spellbook (see "Treasure" below). Orl spends most of his time here, but he listens for trouble and slips out every once in a while to check area 8b.

Orl's orders don't include fighting troglodytes or well-armed adventurers singlehandedly. If he discovers any creatures approaching, he casts a *rope trick* spell, climbs into the extradimensional space created by the spell, and pulls up the rope. He hides this way for 10 minutes before poking his head out to see if the intruders have left. If he doesn't have time to hide in this manner, he casts a *greater invisibility* spell on himself and retreats to area 9b.

Treasure. Orl's spellbook contains a drow mage's normal spells, plus *animate dead*, *hallucinatory terrain*, *rope trick*, and *seeming*.

9. Contested Caves

The drow of House Freth maintain a tenuous hold over these caves. Their defenses are tested daily by troglodytes, trolls, and infiltrators loyal to House Auvryndar.

9a. Hidden Threats

Sentries. Two male **drow elite warriors** are hidden behind a natural column of rock to the north.

Eater of Corpses. The cave is full of rotting corpses (twenty troglodytes, nine drow, and five giant spiders). At the midpoint of the cavern, a fat **troll** rendered permanently invisible by Halaster's magic is feasting on one of the spider corpses.

The drow, Eilthymmar and Zaztorrl, serve House Freth. They have been watching the invisible troll but aren't sure what to make of it. They retreat to area 12 (through areas 9b, 10a, and 10b) if threatened.

Zaztorrl's loyalty to House Freth is shaky, the result of a series of dull assignments that have left him feeling underappreciated and scornful. If the characters capture or corner him, he offers to lead them to House Freth's fortress on level 12 in exchange for his freedom. If he is treated with respect, Zaztorrl might befriend the characters and help them in battle.

A successful *dispel magic* spell (DC 18) cast on the troll renders it visible for 1 minute. The troll attacks any creature it sees, but retreats to area 10a (through area 9d) the first time it takes acid or fire damage.

9b. Drow Staging Area

This 20-foot-high cavern is used as a staging area for House Freth's raids into troglodyte territory. Six **drow** loyal to House Freth (four females and two males) and four **shadow demons** lurk here. The drow and their demon allies are planning to soften up the troglodytes in area 7a and are not expecting to face adventurers. If four of the drow fall, the survivors use *darkness* spells to cover their retreat to area 13.

9c. Roper Ruse

The drow and the troglodytes avoid this cave because they think a roper lives here—but the creature is an illusion created by Halaster.

Characters who can see into this dark cave observe that the northernmost stalagmite has a single glaring eye, a fang-filled mouth, and six waving tendrils. A *detect magic* spell reveals an aura of illusion magic around the stalagmite, and a successful DC 15 Intelligence (Investigation) check confirms that the "roper" is a silent illusion cast on an otherwise ordinary stalagmite. A successful *dispel magic* spell (DC 15) cast on the stalagmite ends the illusion, which doesn't attack or react to anything. Any attack or effect that targets the roper ends up targeting the stalagmite instead. The stalagmite has AC 17, 120 hit points, and immunity to poison and psychic damage. A character who sees the roper take damage can repeat the Intelligence (Investigation) check to discern that it's an illusion.

9d. Stalagmites

This 20-foot-high cavern contains a forest of stalagmites and nothing else.

10. Troll Tunnels

The drow patrol these areas frequently, always on the lookout for the trolls that lurk here.

10a. Sinkhole

This 30-foot-high cave is filled with the echoes of water dripping from stalactites, as well as the fluttering wings of thirteen **stirges** that live in a 30-foot-deep sinkhole to the west. The stirges attack anyone that disturbs them.

10b. Main Artery

A mutated **troll** feeds on a dismembered drow corpse in this 10-foot-high passage. The troll is a corpulent specimen covered with green boils. Whenever it takes damage, roll a d6. On a 5 or 6, one of the troll's boils bursts open, releasing a **swarm of insects (wasps)** that fills a random space within 5 feet of the troll. The swarm acts on its own initiative count and attacks the nearest creature that isn't a troll. If the troll is killed, it no longer releases any swarms.

11. Forest of Stone

These 20-foot-high caverns are filled with stalagmites, stalactites, and other rock formations, giving this area the appearance of a dense forest of stone.

11a. Standing Gate to Level 8

Among the rock formations is a standing gate (see "Gates," page 12) formed by a pair of 10-foot-tall stalagmites carved to create the image of giant stone snakes wrapped around them. The points of the stalagmites have been sawed off, and a lintel stone rests atop them. Chiseled into the lintel stone are the words "DON THE CRYSTAL CROWN" in Dwarvish. The rules of this gate are as follows:

- The gate opens for 1 minute if a creature wears King Melair's crystal crown (level 6, area 11d) while standing within 5 feet of it.
- Characters must be 10th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 18b on level 8, in the closest unoccupied space next to the gate located there.

11b. Trollwarp Cavern

Stalagmites. This 20-foot-high cave contains ten stalagmites that been twisted by Halaster's magic so that each bears a passing resemblance to the Mad Mage: an old wizard in a robe covered with lidless eyes, his visage frozen in a mad scream.

Glowing Runes. Floating above each stalagmite is a glowing rune.

A character who succeeds on a DC 15 Intelligence (Arcana) check recognizes that the runes floating above the stalagmites represent the school of transmutation.

A *detect magic* spell reveals an aura of transmutation magic around each stalagmite. The runes' magic poses no danger to adventurers, but it causes weird, permanent transformations in any troll that lingers in this area. (For example, a troll might sprout an extra head or tentacles, or gain some kind of magical ability or aura.) Casting *dispel magic* on a rune causes it to vanish—and makes the stalagmite below it explode. Each creature within 20 feet of an exploding stalagmite must make a DC 15 Dexterity saving throw, taking 22 (4d10) bludgeoning damage on a failed save, or half as much damage on a successful one.

If the characters linger here, a magical gate might open just long enough to expel 1d4 + 2 **trolls** and an equal number of chickens. The trolls immediately chase the chickens—or any other visible food source.

12. Drow Battle

Characters who approach this 50-foot-high cavern for the first time hear the sounds of battle ahead.

Demons. In the narrower section between the north and south halves of the cavern, two **chasmes** fight a **hezrou**. All three demons are glowing.

Drow. Two opposing groups of drow are peppering one another with spells and crossbow bolts, ignoring the demons. Ten drow spread out north of the demons. Sixteen drow stand south of the demons.

Corpses. The bodies of fifty drow and twenty troglodytes litter the battlefield amid pools of demon ichor. Their gear is unsalvageable.

The cavern is the site of a heated battle between House Freth (to the north) and House Auvryndar (to the south). House Freth's forces are nine male **drow** led by a male **drow mage** named Spirreth Dalambra. The forces of House Auvryndar are fifteen **drow** (twelve females and three males) led by a female **drow priestess of Lolth** named Shindreer Argonrae.

The chasmes are agents of House Freth, while the hezrou is a servant of House Auvryndar. All three demons are outlined with *faerie fire* spells cast on them by drow of the opposing side.

Characters who side with one drow house become the focus of the opposing house's wrath. If the characters side with the house that wins, the leader of the victorious drow parleys with them to find out what they expect in return (see below). If the characters end up on the losing side, the drow show them no mercy.

If the characters stay out of the fight, the forces on both sides dwindle slowly until the hezrou finally defeats the chasmes. The drow mage, Spirreth, escapes using *greater invisibility*, leaving his forces to die fighting the hezrou. He has expended all his spell slots and must drink a potion (see "Treasure" below) to restore his lost hit points. If he escapes, Spirreth tries to hide and rest in area 13. The hezrou has 72 hit points remaining at the end of the fight, and Shindreer has cast none of her spells. She uses her healing magic to return the demon to full health as quickly as possible. House Auvryndar's surviving fighting force consists of six female **drow**, which are healed by Shindreer's *mass cure wounds* spell.

Spirreth Dalambra

Spirreth found himself forced to assume command of House Freth's dwindling forces on this level after his superior, Beranica Freth, was killed by demons. Spirreth's job was to protect and serve Beranica. Now he faces the unwelcome task of reporting her death to her older sister, Erelal Freth, on level 12.

If the characters help Spirreth overcome the forces of House Auvryndar, or if they corner and capture him, he slyly offers to facilitate an audience with Erelal Freth, commander of the House Freth fortress on level 12. Spirreth declares that Erelal will want to reward them for their heroism or trade for his safe release. But the drow mage's offer is merely a desperate ploy to please his superiors, which characters can ascertain with a successful Wisdom (Insight) check contested by his Charisma (Deception) check. Spirreth is actually hoping to deliver the characters to Erelal Freth, then pass them off as Beranica's murderers.

Treasure. Spirreth's spellbook contains all the spells he has prepared, plus *crown of madness*, *fear*, *Melf's acid arrow*, and *sending*. Fastened to his cloak is an obsidian scarab engraved with the insignia of House Freth (25 gp). In a special pouch on his belt, he carries a *potion of supreme healing* in a clear crystal vial (5 gp).

Shindreer Argonrae

Shindreer is a powerful member of her small drow house, and she has pledged its strength to the larger cause of House Auvryndar. She also considers Vlonwelv Auvryndar her mortal enemy, however, and has plans to depose her—thus reversing the relationship of fealty between Houses Auvryndar and Argonrae.

Fully aware of her rival's ambitions, Vlonwelv ordered Shindreer to the front lines in the mounting conflict against House Freth. Vlonwelv was counting on House Freth to take care of Shindreer for her, but Shindreer has proven harder to kill than Vlonwelv anticipated.

If the characters killed Vlonwelv on level 10 and they share this information with Shindreer, she becomes enraged that they deprived her of that pleasure and attacks them.

Treasure. Shindreer wears spider silk gloves with bloodstones sewn into them (750 gp for the pair) and a silver holy symbol of Lolth (25 gp). Worked into the handle of her scourge is an obsidian scarab engraved with the insignia of House Argonrae (25 gp).

13. Freth Refuge

Thick web curtains are strung between the stalactites and stalagmites that fill this 30-foot-high cavern. Unless they are cut down or burned away, the webs create a veritable maze, reducing visibility in the cavern to 10 feet. They also catch bats, lizards, and stirges, many of which are still alive and squawking.

At the north end of the cavern, hidden behind a stalagmite, is a cache of supplies left here by drow scouts of House Freth. The supplies include a cask of mushroom wine, 20 days of rations (dry meat and moss) in a satchel made of lizard skin, and a sealed gourd containing 20 applications of drow poison (see "Poisons" in chapter 8 of the *Dungeon Master's Guide*).

14. Auvryndar Watch Post

Ceiling. The ceiling and floor in this area are uneven, the distance between them ranging from 20 to 40 feet. Three natural columns of rock support the roof.

Scouts. Two female **drow elite warriors** (named Akora and Danafay) are mounted on **giant lizards** near the center of the cavern.

The drow attack at the first sign of intruders. Their lizards are fitted with saddles, reins, and stirrups, and have the Spider Climb trait (see the "Variant: Giant Lizard Traits" sidebar in appendix A of the *Monster Manual*). The drow take the lizards up the walls so they can get a better look at the characters as they approach.

If the characters veer toward area 12 from here, Akora and Danafay try to get there first to warn Shindreer.

Treasure. Each drow wears an obsidian scarab engraved with the insignia of House Auvryndar (25 gp).

15. Cleared-Out Caves

Troglodytes once lived here, but most of them were captured by drow or devoured by the behir and the trolls.

15a. Filthy Den

Once a troglodyte den, this 20-foot-high cave is strewn with filth. Foul, oily secretions on the walls were left there by the troglodytes.

15b. Stone Troll

A mutated **troll** is searching through piles of troglodyte filth for edibles. The troll looks normal but has a peculiar trait. At the start of each of its turns, roll a d6. On a 1, the troll turns to stone and is petrified until the start of its next turn. Casting a *greater restoration* spell on the troll rids it of this magical malady.

15c. Empty Nursery

The troglodytes once raised their young here, and the floor is strewn with the bones of vermin.

16. Arch Gate to Level 7

Embedded in the north wall of this 10-foot-high cave is a stone arch. Carved into its keystone is a picture of a hand clutching a lit torch. The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If a lit torch is brought within 5 feet of the arch, the gate opens for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 29 on level 7, in the closest unoccupied space next to the identical gate located there.

17. Behir Lair

The floor of the behir's musty lair is covered with broken bones that crunch underfoot. Creatures that walk on the floor have disadvantage on Dexterity (Stealth) checks made to move silently through these caves.

17a. The Maw

Rock Formations. Sharp-pointed stalagmites and stalactites fill this 40-foot-high cave, giving it the appearance of a toothy maw. Harmless bats flutter between the stalactites.

Lightning Flashes. If the behir is in area 17c, sporadic flashes of blue-white light appear in the tunnel leading to that area, accompanied by a crackling noise.

17b. Crushed Drow

The half-eaten corpse of a recently slain male drow leans against the stalagmite at the northern entrance to this 30-foot-high cave. The drow's chest is caved in where the behir stepped on it.

17c. Behir

The **behir** lies in wait in this 50-foot-high cavern, its muscled, serpentine body woven through the stalagmites. Scars are carved into its hide in the form of arcane runes, placed there by Halaster. The runes grant the behir the ability to use the following legendary actions.

Legendary Actions

The behir can take three legendary actions, choosing from the options below. It can take only one legendary action at a time and only at the end of another creature's turn. The behir regains spent legendary actions at the start of its turn. Its spellcasting ability is Charisma (spell save DC 13).

Lesser Magic. The behir casts *color spray* or *sleep*, requiring no components.

Greater Magic (Costs 2 Actions). The behir casts *invisibility* or *misty step*, requiring no components.

17d. Hoard of the Behir

This ledge stands 30 feet above the floor of area 17c and 20 feet below the cavern roof. The behir has fashioned a nest of bones here, decorated with gleaming coins and gems.

Treasure. The behir's hoard includes 6,700 gp, 4,100 sp, a gold-and-onyx scorpion brooch (250 gp), a silver music box of elven design (1,000 gp), and a *dread helm*. A common wondrous item, the *dread helm* is a fearsome steel helm that makes its wearer's eyes glow red.

Aftermath

Houses Auvryndar and Freth continue to send forces to this level until their strongholds (on levels 10 and 12, respectively) are destroyed. In addition to drow, adventurers could find themselves facing demons sent by the drow to destroy the behir. Drow that succeed in killing the behir take its treasure back to their stronghold.

If the characters eliminate the behir, neutralize the trolls, and deal crippling blows to House Freth and House Auvryndar on this level, the troglodytes grow in strength and numbers. Even if the troglodytes are also eliminated, new clans journey here from elsewhere in Undermountain. Emboldened by their lack of enemies, troglodytes that regain control of their former warrens turn hostile toward all other creatures, regardless of any past truces.

Level 12: Maze Level

The Maze Level is designed for four 12th-level characters, and characters who defeat the monsters on this level should gain enough XP to advance halfway to 13th level.

What Dwells Here?

This level is a battleground between drow of House Freth and a tribe of minotaurs. The minotaurs hold sway over a maze of tunnels riddled with magical effects and traps, while the drow occupy the caves around an elegant fortress called Spiderwatch Keep—a staging ground for House Freth's goal of conquering all of Undermountain.

Hostilities between the drow and the minotaurs have recently abated, in the wake of devastating losses on both sides. Drivvin Freth, a drow archmage, hopes to use this respite to his house's advantage by summoning a goristro demon that will force the minotaurs to submit to House Freth's control.

House Freth

From their dark bastion, the leaders of the house strive to keep their enemies, House Auvryndar (see level 10), from conquering the Troglodyte Warrens (level 11). Leading the effort is Erelal Freth, a drow priestess of Lolth. Her older brother Drivvin works at her side.

Erelal has communed with Lolth and believes that the key to securing the Troglodyte Warrens begins with the capitulation of the minotaurs on the Maze Level. Once the minotaurs are subservient to House Freth, the drow will use them to clear out and secure the warrens. To this end, Drivvin is devising a ritual to summon and control a goristro demon. By passing the goristro off as Baphomet, the demon lord of minotaurs, he hopes to win the minotaurs' obedience. But Drivvin has recently realized that his arcane knowledge is not sufficient to allow him to perfect the ritual—and he's afraid of admitting his inadequacy to his sister.

The nature of the characters' prior association with House Auvryndar might affect how members of House Freth view them. If the characters collaborated with House Auvryndar and this fact becomes known to the leaders of House Freth, all future encounters with members of House Freth are likely to be hostile.

Shadowdusk Emissaries

Two low-ranking members of the Shadowdusk family (see level 22) arrived at Spiderwatch Keep a few days ago, claiming to be emissaries from Shadowdusk Hold who were seeking an alliance with House Freth. Tendra Nightblade and Maleen Shadowdusk have been feted and flattered by Erelal Freth since they arrived. The drow priestess recognizes the potential benefit of an alliance, although she is also trying to ascertain whether Shadowdusk Hold has made similar overtures to House Auvryndar.

What Erelal doesn't realize is that House Shadowdusk has no interest in an alliance, and Tendra and Maleen have come to the Maze Level on a secret mission. Beholden to Halaster Blackcloak, the Shadowdusks have been ordered to convince Drivvin Freth to accept an

LARE HURWITZ

apprenticeship under the Mad Mage. They have secretly informed him of Halaster's interest and of Halaster's offer to help him perfect the ritual that will bind a goristro to House Freth's service. They now wait for Drivvin's decision, while doing everything they can to ensure that he makes the right choice.

Minotaurs

Twenty-three minotaurs inhabit the southern half of the Maze Level. They spend most of their time fighting the drow. Their leader is a priest of Baphomet named Maku, a devout follower of the Horned King who has tried to summon the demon lord on numerous occasions. The minotaur priest believes that his ritual will be successful if he can amass a large enough pile of mutilated corpses for the demon lord to feast on.

Baphomet the Horned King

Baphomet is worshiped by those who strive to break the confines of civility and unleash their inner bestial nature. All minotaurs on the Maze Level seek to emulate him through their blood lust and savagery. He appears as a great, black-furred minotaur with iron horns, burning red fire in his eyes, and a massive bloodstained glaive. Fervent human cultists of Baphomet are sometimes transformed into minotaurs as a reward for their devotion and sacrifice.

Exploring This Level

All location descriptions for this level are keyed to map 12.

A 2-foot-thick layer of fog covers the floor in many of the Maze Level's tunnels and caves; the area within the fog is heavily obscured. The fog can be cleared away by a *gust of wind* spell or similar magic. Fog that is cleared away returns in 1 minute.

The stench of death pervades the entire level, growing stronger as the characters get closer to area 8a.

1. Into the Maze

These caves have 20-foot-high ceilings. Their floors are covered by a 2-foot-thick layer of fog.

1a. Rusty Head

The rusted, severed head of a shield guardian lies on its side in the middle of the cave, under the fog. The minotaurs destroyed the construct and carried off its body for use in fashioning weapons, leaving its head behind.

1b. Foggy Alcove

The fog obscures the skeleton of a duergar lying on the floor near the back wall of this alcove. The duergar was impaled through the back with a broken-off stalactite by one of his kin and the body hidden here. The stalactite is still lodged in the duergar's skeleton, which has been picked clean by vermin.

2. Light of the Dead

The earthen floors of these caves are covered by a 2-foot-thick layer of fog.

2a. Will-o'-Wisp

Two columns of rock support the roof of this 15-foot-high cave, the walls of which are spattered with blood from recent battles between drow and minotaurs.

An invisible **will-o'-wisp** dwells here, the dark essence of a female drow priestess named Z'reska, who was butchered by minotaurs. As the characters move through the cave, the will-o'-wisp flies into the tunnel that leads northwest out of this area and illuminates itself. It whispers, "Follow me!" in Elvish, trying to stay at least 50 feet ahead of characters who do so. It attempts to lure creatures into area 7 and provoke a battle with the minotaurs. If the characters refuse to follow the will-o'-wisp, it turns invisible and trails them instead, waiting until one or more characters are near death before attacking them in an attempt to finish them off.

2b. Broken Lute

Hidden under the fog in this 10-foot-high alcove is a lute carved of pale wood. The instrument has been smashed beyond repair. A silver-inlaid Elvish inscription on its broken neck reads "Korynn."

3. Dead End

The earthen floor of this tunnel is covered by a 2-foot-thick layer of fog. A twisting side tunnel with a rocky floor opens up to the northwest, rising out of the fog before coming to a dead end.

4. Faces in the Fog

The floor of this 15-foot-high side cave is covered by a 2-foot-thick layer of fog. Ghostly visages periodically take shape in the fog and then disappear—all of them adventurers who have perished in Undermountain.

5. Demon's Triangle

Floor. The earthen floor of this cavern is covered by a 2-foot-thick layer of fog.

Pillars. Three natural pillars of rock support the 25-foot-high ceiling. The fog takes on a red tinge in the area between the pillars, each of which is painted with the fearsome image of a 20-foot-tall minotaur painted in blood.

Any character who succeeds on a DC 15 Intelligence (Religion) check recognizes that the paintings on the rock pillars represent Baphomet the Horned King.

Madness of Baphomet

Any humanoid that enters the area between the pillars or starts its turn there must succeed on a DC 18 Wisdom saving throw or manifest a character flaw that lasts until the victim is subjected to a *remove curse* spell, a *greater restoration* spell, or similar magic. The flaw supersedes any conflicting flaw and is determined by rolling on the Madness of Baphomet table. A creature that succeeds on the saving throw can't be affected by the pillars again for 24 hours.

TIM HARTIN

Map 12: Maze Level

Madness of Baphomet

d100	Flaw (lasts until cured)
01–20	"My anger consumes me. I can't be reasoned with when my rage has been stoked."
21–40	"I degenerate into beastly behavior, seeming more like a wild animal than a thinking being."
41–60	"The world is my hunting ground. Others are my prey."
61–80	"Hate comes easily to me and explodes into rage."
81–00	"I see those who oppose me not as people, but as beasts meant to be preyed upon."

6. Special Effects

These areas contain some of the Mad Mage's harmless regional effects (see "Halaster's Lair," page 311). The earthen floor throughout is covered by a 2-foot-thick layer of fog.

6a. "Help Me!"

The first time a character reaches this intersection, a faint call for help is heard coming from the tunnel opening to the north, which ends at a cave-in. The cry for help is an illusion, and characters who dig through the rubble find nothing in it.

6b. Rattling Chains

This 10-foot-high tunnel slopes up gradually to the north, so that its floor rises above the fog. Characters who pass this point hear rattling chains when they get to the fork in the tunnel. The sound clearly comes from the left passage. Further investigation reveals no source; the sound is one of Halaster's illusory regional effects. The passage to the right contains nothing of interest.

Mirror Gate to Level 10. At the end of the west tunnel, a tall oval mirror framed in stone hangs on the rocky wall. The mirror's frame is carved with vines that twist through eleven actual humanoid skulls mounted to the frame. Carved into the bottom of the frame are the following words in Celestial: "The dead know the secret."

The mirror is one of Halaster's gates (see "Gates," page 12). Its rules are as follows:

- Speaking the proper command word while standing in front of the mirror opens the gate for 1 minute.
- Characters must be 11th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 11e on level 10, in the closest unoccupied space next to the identical gate located there.

Casting *speak with dead* on one of the skulls forces it to reveal the gate's command word ("Axallian"), which Halaster changes every few days. The skulls are otherwise hostile and refuse to answer questions put to them.

6c. Giggles

The earthen floor of this 20-foot-high cave is slightly concave, causing the fog to pool to a depth of 4 feet.

Whenever two or more creatures are inside the cave, the sound of an old man giggling can be heard everywhere in the area. No one outside the cave can hear the giggling, which ends as soon as the cave is no longer occupied by two or more creatures.

7. Minotaur Caves

These caves form the main living area for the minotaurs of the Maze Level. A 2-foot-thick layer of fog covers the floor throughout.

7a. Southern Cave

Ceiling. The ceiling ranges in height from 20 to 30 feet and is covered with stalactites.

Minotaurs. Stalagmites and floor-to-ceiling columns of rock are scattered across the area, the fog flowing slowly around them. Seven **minotaurs** lurk behind the stalagmites and rock columns.

The minotaurs are stationed throughout the cavern, guarding against a drow attack. They are famished, having been forced to sacrifice their food for Maku's ritual (see area 8a). They spring out when they see or hear any creatures in this area, charging intruders and ignoring any attempts to parley. The minotaurs fight to the death and loudly devour their kills if they are victorious. Any sound of combat in this area brings the five **minotaurs** in area 7b as reinforcements.

7b. Northern Cave

This cave has the same features as area 7a. Five **minotaurs** stand watch in this area and attack in response to any intrusion. The sound of combat here brings the seven **minotaurs** from area 7a as reinforcements.

7c. Minotaur Graveyard

The minotaurs place their dead in this wedge-shaped cave, which has the following features:

Bones. The fog that covers the floor wraps around six large piles of minotaur bones.

Skulls. Dozens of minotaur skulls in various states of decay are jammed into niches and crevices in the walls.

8. Shrine of the Horned King

Maku, a minotaur shaman, has been busily collecting the remains of slaughtered drow, fallen troglodytes and quaggoths, and unfortunate adventurers in this area. He plans to use these remains in a ritual to summon the demon lord Baphomet. If the characters fought any minotaurs in area 7b, Maku and his followers cannot be surprised here.

8a. Keep Calm and Carrion

The stench of death that permeates the dungeon is strongest here. As the characters approach this 50-foot-high cave, they hear minotaurs chanting and stomping. This area contains the following:

Minotaurs. The fog swirls through this cavern, agitated by the dancing of eleven chanting **minotaurs**.

Offal Pile. Low stone barriers constrain a massive pile of rotting, dismembered body parts.

Altar. Behind the offal pile stands a crude altar made of minotaur fur stretched over a frame of sinew-lashed minotaur bones. Two poles thrust out of the altar, each with a minotaur skull atop it.

Secret Door. The secret door in the west wall is an 8-foot-square section of stone that pivots on a central axis.

The minotaurs are led by Maku, who has 117 hit points, wears a shawl made of drow entrails, and clutches a brass horn (see "Treasure" below). The minotaur shaman treats all intruders as enemies to be carved up and added to his pile of dismembered bodies. His first action in combat is to blow his brass horn while the other minotaurs try to hack intruders to pieces.

Baphomet does not answer prayers, nor does the demon lord have any interest in Maku's tribe. As such, the minotaur shaman's ritual has no chance of working. But the sacrifices performed in this area have saturated the cave with evil power, such that any humanoid that makes a weapon attack in this area must succeed on a DC 18 Wisdom saving throw or be cursed with blood lust. While cursed in this way, the creature is hostile toward all other creatures it can see and must use its action each turn to attack the creature closest to it. (If multiple targets are equally close, the target is determined randomly.) *Greater restoration*, *remove curse*, or similar magic ends the blood lust on a creature. A creature that succeeds on its saving throw against this effect is immune to it for the next 24 hours.

The altar is made out of two minotaurs that were killed and devoured in a cannibalistic ritual. Any creature that touches the altar experiences a ghastly vision of being torn apart and eaten by minotaurs.

Treasure. Maku carries a *horn of the Endless Maze*. This wondrous item functions as a brass *horn of Valhalla*, except that the warrior spirits it summons come from the Abyss and look like minotaurs.

A single character can search through the pile of body parts in 1 hour, while multiple characters working together can reduce the search time proportionally. A *detect magic* spell can further expedite a specific search for magic items. The search yields a spider silk pouch containing 50 gp, two obsidian scarabs engraved with the insignia of House Freth (25 gp each), a jeweled anklet (750 gp), and one of a pair of *gloves of missile snaring* worn on the severed limb of its previous drow owner. (The matching glove can be found in area 8b.)

8b. Behind the Secret Door

Fog. A 2-foot-high blanket of fog covers the floor. Hidden under the fog in the northern alcove is a treasure pile (see "Treasure" below).

Standing Stones. At the south end of the cave are two 15-foot-tall standing stones hewn from black basalt. Carved into the lintel stone spanning them is a large blood-red X.

Standing Gate to Level 19. The standing stones form one of Halaster's magic gates (see "Gates," page 12). When a creature comes within 5 feet of the gate, rivulets of blood begin to seep from the standing stones. The rules of this gate are as follows:

- The gate opens for 1 minute if a creature marked with a bloody X stands within 5 feet of it.
- Characters must be 15th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 5b on level 19, in the closest unoccupied space next to the identical gate located there.

Treasure. Characters who find the treasure in the north alcove discover a set of weaver's tools, fourteen shortswords and six hand crossbows of drow manufacture, a sack of mushroom flour, a spider silk satchel containing 8 days of rations (dry moss and mushrooms), a silver holy symbol of Lolth (25 gp), and a *glove of missile snaring* (the matching glove can be found in area 8a). All these items are strewn atop 200 gp and 1,700 sp.

9. Foggy Caves

The fog is thicker in these caverns, rising above the floor to a height of 4 feet.

9a. Ambush Point

The fog in this otherwise empty 10-foot-high cave conceals a group of sentries from Spiderwatch Keep. Two **drow elite warriors**, a female named Llorelve Dalambra and a male named Vorljas Imphiz'zal, are on guard here with two **incubi** disguised as a pair of unarmed, scantily clad, supremely handsome male drow named Ezvir and Zaldo. All four are crouched down in the fog.

Llorelve and Vorljas spring up at the first sounds of creatures approaching this area, and they attack anyone they don't recognize. Any humanoids they don't know are assumed to be allied with House Auvryndar.

When either incubus is reduced to 30 hit points or fewer, it uses its next action to become ethereal and doesn't rejoin the battle. It might reappear later to exact its revenge on those who harmed it, in a place and form of your choosing.

9b. Shapes in the Fog

As the characters move through this 10-foot-high cave, the fog here rises and coalesces into threatening, minotaur-like forms wielding greataxes. These fog minotaurs are regional effects created by Halaster Blackcloak (see "Halaster's Lair," page 311). Each apparition takes a harmless swing at any creatures that pass through the area before sinking back into the fog.

9c. Unpleasant Descent

This 10-foot-high passage slopes down gently as it runs northward. At its final bend, the fog fills the entire passage, the last 20 feet of which are heavily obscured.

At the end of the tunnel, hidden beneath a breakaway floor, is a 30-foot-deep pit with stone spikes at the bottom. A creature that steps on the breakaway floor falls into the pit, taking 10 (3d6) bludgeoning damage from the fall and 10 (3d6) piercing damage from the spikes. The pit remains open once the breakaway floor falls away. A character can spot the breakaway floor with a successful DC 13 Wisdom (Perception) check, but only if the fog has been cleared away.

Web Cables

The sections of the Maze Level controlled by House Freth are defended by barriers of thick webs as strong as iron cables. These webs are produced by an iron spider construct created and controlled by Drivvin Freth. The spider is stored in area 12b when it's not being used to create webs.

The web cables strung in areas 10 through 17 are designed to keep minotaurs and other oversized creatures out of places controlled by House Freth. The crisscrossing cables have gaps between them that Medium and smaller creatures can slip through easily. Larger creatures that can fit through a 2-foot-square hole can also pass through these gaps, but all others are unable to do so. The cables are slightly sticky to the touch, but cannot bind or hold creatures.

Each web cable has AC 19, 40 hit points, resistance to piercing damage, and immunity to poison and psychic damage. A creature can snap a cable as an action with a successful DC 30 Strength (Athletics) check.

9d. Arch Gate to Level 6

A stone arch is embedded into the wall at the northeast end of this cavern. Carved into the arch's keystone is an image of a hand pouring ale from a flagon. The arch is one of Halaster's magic gates (see "Gates," page 12). The rules of this gate are as follows:

- If one pint or more of any liquid is poured on the floor within 5 feet of the arch, the gate opens for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 34a on level 6, in the closest unoccupied space next to the identical gate located there.

10. Webbed Passage

Fog. The earthen floor of this 10-foot-high tunnel is covered by a 2-foot-thick layer of fog.

Web Cables. Web cables crisscross the passageway and its alcoves (see the "Web Cables" sidebar).

11. Crickets and Bats

Any bright light in this broad cavern alerts the demons on watch in area 17 and the drow guards in areas 18a through 18d. The cave contains the following:

Fog. The floor here is covered by a 2-foot-thick layer of fog that obscures mounds of bat guano. (If the fog is cleared away, drow, quaggoth, and giant lizard tracks can be seen in the guano. The tracks go in all directions, but most lead west toward the drow fortress.)

Bat Alarm. Hundreds of **bats** cling to the 30-foot-high domed ceiling. The drow use the bats as an alarm of sorts, knowing that the creatures become agitated and expect to be fed whenever humanoids enter the cave.

Web Cables. The tunnels leading to areas 12a and 12b rise up out of the fog and are strung with web cables.

The drow release crickets into this area to feed the bats. Expecting to be fed, the bats start to shriek and flap about the cave when the characters arrive, alerting the drow guards in areas 12a, 12b, and 18a.

12. Guarded Caves

These caves and the tunnels connecting them are free of fog.

12a. Standing Gate to Level 14

House Freth posts guards here to watch for trouble that might ascend from level 13. Several tunnels leading to this 20-foot-high cave are strung with web cables. One such tunnel slopes down gently to area 11.

Undead. Six **minotaur skeletons** stand in the middle of the cave, ready to attack any creature that isn't a drow.

Drow. Four male **drow elite warriors** hide in the dead-end tunnels to the south. Any character who has a passive Wisdom (Perception) score of 20 or higher spots these guards.

Standing Stones. The northern part of the cave contains two large standing stones, each of which has an inanimate minotaur skeleton embedded in it.

If a battle erupts here, the drow in area 12b use signal horns to sound the alarm before joining the fight. They are quickly joined by reinforcements from areas 12c and 12d.

These drow are well trained, and their loyalty to House Freth is beyond question. Their leader, Tanimar Freth, is the second of Erelal's three sons. He lost his right eye in a sword fight against a House Auvryndar rival; his empty eye socket and scar are plain for all to see. One consequence of his injury is that Tanimar has been relegated to guard duty. He fights alongside his younger brother, Xaphtal Freth. The other two drow are named Hexab Do'ett and Moltar Barrek'zorn.

If the battle turns against them, the drow use *darkness* spells to cover their retreat to the fortress (area 18). They know the tunnels well enough to navigate them blindly. Xaphtal seizes any opportunity to dispose of his older brother, provided the risk to himself is minimal. The other drow are not surprised by Xaphtal's treachery—Tanimar least of all.

Standing Gate. The standing stones form one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- Any creature that touches one of the standing stones is targeted by a *maze* spell (save DC 22).
- To open the gate, a creature must be trapped in the maze created by the spell, then escape. When the creature returns to the space it left, the gate opens for 1 minute.
- Characters must be 13th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 2d on level 14, in the closest unoccupied space next to the identical gate located there.

Treasure. Fastened to Tanimar's cloak is an obsidian scarab engraved with the insignia of House Freth (25 gp). He also carries a spider silk pouch that contains two peridots (500 gp each).

12b. Iron Spider

Several tunnels leading to this 30-foot-high cave are festooned with web cables. The south tunnels slope down gently to areas 11 and 18.

Guards. Four male **drow** are on guard here.

Iron Spider. A giant iron spider stands motionless in the middle of the cave.

The drow (named Freb, Rylzzt, Urlimar, and Vanalfein) all carry signal horns that sound an alarm loud enough to be heard in areas 10 through 19. They raise the alarm at the first sign of intruders, bringing reinforcements from areas 12a, 12c, and 12d.

The iron spider is a Large unaligned construct that stands 7 feet tall. It has AC 19, 80 hit points, and immunity to poison and psychic damage. Its ability scores are as follows: Strength 18, Dexterity 10, Constitution 10, Intelligence 3, Wisdom 3, and Charisma 1. Its climbing and walking speeds are 30 feet, and it can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check. It has blindsight out to a range of 60 feet and is blind beyond this radius.

As an action, the iron spider can shoot out a 6-inch-thick web cable up to 50 feet long, attaching the far end of the cable to a solid surface up to 50 feet away from it. As a bonus action, it can detach the other end of the cable from itself and attach it to a solid surface within 10 feet of it. Once it creates 200 feet of web cable, the spider can't produce any more cable until the next dawn. The iron spider exists solely to produce web cables. It has no attacks and no instinct for self-preservation.

Like a scaladar, the iron spider has a control ring (possessed by Drivvin Freth). The iron spider obeys the commands of whoever wears its control ring. The spider is incapacitated in the area of an *antimagic field* spell. If targeted by a *dispel magic* spell, the spider must succeed on a Constitution saving throw against the caster's spell save DC or fall unconscious for 1 minute.

12c. Quaggoths

This 30-foot-high cavern and the tunnels leading to it are strung with web cables (see the "Web Cables" sidebar). Nine **quaggoths** creep along the cables, attempting to hide from any creatures that enter the area. The quaggoths drop to the floor or crawl down the walls to attack intruders they don't recognize.

12d. Giant Lizard Pen

Monsters. Ten docile **giant lizards** are tethered to iron spikes pounded into the cave floor. Five **drow**, one female and four males, watch over the lizards.

Fungi. The 20-foot-high walls are covered with ripplebark (see "Fungi," page 59), which the drow feed to the giant lizards.

The leader of this group is a female drow named Talabsyn Freth, the youngest of Erelal's seven daughters. The others are unfaithful male subordinates named Beleth, Cazimir, Ryldgar, and Zakth. At the first sign of trouble, Talabsyn untethers the nearest giant lizard and tries to escape on its back, fleeing to her family's fortress by the safest route while the males cover her escape. If her escape routes are cut off, Talabsyn surrenders and orders the males to do the same, hoping her captors try to ransom her. She betrays any of the male drow in a heartbeat to save herself—and the males do the same to her.

Drow scouts use the giant lizards as mounts. Each comes equipped with a saddle, reins, stirrups, and saddlebags containing 30 days of rations (dry moss and mushrooms). The giant lizards have the Spider Climb trait (see the "Variant: Giant Lizard Traits" sidebar in appendix A of the *Monster Manual*), which allows them to climb over the web cables and exit this area.

Treasure. Fastened to Talabsyn's cloak is an obsidian scarab engraved with the insignia of House Freth (25 gp).

13. Roundabout

A bore worm—a metal construct similar in size and shape to a purple worm—hollowed out this donut-shaped chamber as part of excavating the passage that leads down to level 13. Characters who descend to level 13 encounter the worm (see "Bore Worm," page 171).

Once an hour, the bore worm makes its way up the tunnel from level 13 and circles this area clockwise before returning below. The worm doesn't fill the entire tunnel, so smaller creatures can try to slip past it. When the worm enters a smaller creature's space for the first time on a turn, that creature must make a Dexterity saving throw. On a successful save, the creature avoids being crushed between the worm and the tunnel wall. On a failed save, the creature takes 22 (4d10) bludgeoning damage.

14. Dead End?

This 15-foot-high cave extends beneath area 15. It contains the following features:

Web Cables. Web cables crisscross the tunnel that leads into this area.

Rock Formation. A 10-foot-high, 10-foot-wide rock formation shaped like a huge clawed hand thrusts up from the floor in the west end of the cave. (A secret door is built into the ceiling directly above the claw.)

The claw is a natural rock formation and shows no sign of having been sculpted. Creatures can easily climb up onto it. Lying on the floor next to the claw, in plain sight, is a stubby iron key with a head shaped like a tiny bulbous nose. This key unlocks the iron doors of Zox Clammersham's palace (see area 7 on level 13).

The secret door in the ceiling can be reached by anyone who stands atop the rock formation. The door is an 8-foot-square, 1-foot-thick slab of stone that pivots on a central axis. Pushing or pulling it open from below requires a successful DC 20 Strength (Athletics) check. The secret door remains open until it is manually closed again.

15. Crickets

The characters hear the incessant chirping of crickets as they approach this 20-foot-high cavern. The area has the following features:

Web Cables. Both tunnels leading to the cavern are strung with web cables.

Crates. Dispersed throughout the cavern are ten large zurkhwood crates with mesh screens covering their open tops.

Secret Door. A secret door is set into the floor.

Each crate contains hundreds of harmless, chirping cave crickets, feeding from a 1-foot-deep bed of bat guano mixed with maggot-ridden offal. The cave crickets are used by the drow to feed the bats in area 11.

The secret door in the floor is an 8-foot-square, 1-foot-thick slab of stone that pivots on a central axis. Opening it requires a successful DC 15 Strength (Athletics) check. Applying 150 pounds of weight to either side of the door also causes it to swing open. Any creature that accidentally opens the door by standing on it can avoid a fall by making a successful DC 15 Dexterity saving throw. A creature that falls through the open door drops 10 feet and lands on the claw-shaped rock formation in area 14, taking 3 (1d6) bludgeoning damage.

16. Web-Filled Cave

This 10-foot-high cave is filled with web cables. Tucked in the northernmost alcove, not visible from either cave entrance, is a rotting quaggoth that choked to death on a vrock demon's poison spores (see area 17). The dead quaggoth has no treasure.

17. Demons' Ledge

Two ramps lead up to a 40-foot-high ledge that mostly encircles the walls of an immense, dark cavern. The ledge nearly surrounds the drow fortress. There are no gaps in the stone where the walls of the ledge meet the walls of the fortress.

Five **vrocks** are perched on the ledge, one each at locations 17a through 17e. These demons were summoned by Drivvin Freth, and they obey only his commands. The vrocks use their darkvision to scan the cavern for intruders.

When a vrock sees something suspicious, it emits a loud screech that can be heard throughout areas 10 through 19, alerting all creatures in those locations. The demons then eagerly join any battle that erupts.

17a. Northeast Perch

The **vrock** perched here focuses its attention on the ramp leading up to this area.

17b. North Perch

In addition to guarding this section of the ledge, the **vrock** here watches for trouble in the east moss garden of area 18i, and listens for intruders in areas 15 and 16. Web cables in the tunnels leading to those two locations prevent the vrock from exploring them.

17c. Northwest Perch

The **vrock** perched here is gnawing on a dead troglodyte. It has fashioned a nest for itself from the bones of troglodyte children snatched from the fungi gardens 30 feet below (area 18i).

17d. South Perch

The **vrock** here pays close attention to the entrance to the minotaur caves south of it. The main cavern is strung with web cables, with the tunnels beyond descending to area 7b. The vrock is too large to move through the cables.

17e. Southeast Perch

The **vrock** stationed here keeps a close eye out for intruders moving west from area 11. Slumped against the back wall of a small cave behind it are the skeletal remains of an ettin that was killed by adventurers long before the drow fortress was built. Six gnome skulls hang from the skeletal ettin's loincloth.

18. Drow Fortress

House Freth built its dark fortress in a 100-foot-high cavern, the roof of which is dotted with stalactites. Outside the fortress walls, the cavern floor is hidden under a 2-foot-thick layer of fog. The fog is absent inside the walls and around Spiderwatch Keep, the great edifice at the heart of the fortress (area 19).

There are no light sources in or around the fortress. Anyone approaching with light draws the attention of the drow in the guard towers and the vrocks in area 17.

The north end of the fortress grounds is where the drow cultivate food using the labor of prisoners and thralls. The spacious area southeast of the keep is used for military drills, weapon practice, and assembling before expeditions.

18a. Gate Tower

This tower serves as the primary entrance to the fortress. A male **drow mage** named Llaxdorl Freth (Erelal's cousin) stands watch on the roof, and eight male **drow** are on guard inside.

Characters brought to the fortress as prisoners are stripped of their weapons and spellcasting implements as they pass through the tower. They are then detained in the courtyard until Rilna Freth (see area 19c) decides their fate. Prisoners with no obvious value to the drow are sent to the slave pens (areas 18g and 18h). Everyone else is brought to Erelal Freth in area 19k for further questioning.

Treasure. Llaxdorl carries a spellbook bound in spider chitin that contains all the spells he has prepared, plus *color spray*, *haste*, and *spider climb*. Fastened to his robes is an obsidian scarab engraved with the insignia of House Freth (25 gp) and a spider silk pouch containing two blue spinels (500 gp each).

18b. Northeast Tower

This tower has a male **drow mage** named Ulvir Barrek'zorn on the roof and eight male **drow** inside. In addition to defending the tower, these drow are responsible for quelling uprisings in the nearby slave pen (area 18g).

Treasure. Ulvir carries a black, leather-bound spellbook adorned with silver web filigree. It contains all the spells he has prepared, plus *gaseous form*, *magic weapon*, and *Tasha's hideous laughter*.

18c. Northwest Tower

This tower has a male **drow mage** named Vrebbeth Imphiz'zal on the roof and eight male **drow** inside. In addition to defending the tower, these drow are responsible for quelling uprisings in the nearby slave pen (area 18h) and gardens (area 18i).

Treasure. Vrebbeth carries a spellbook bound in stitched grimlock flesh that contains all the spells he has prepared, plus *arcane lock*, *gust of wind*, and *sleep*. Fastened to his robes is a bone scroll tube that holds a *spell scroll* of *telekinesis*.

18d. South Tower

This tower has a male **drow mage** named Yrrlcheb Beltorzza on the roof and eight male **drow** inside.

Treasure. Yrrlcheb carries a spellbook bound in supple flumph hide that contains all the spells he has prepared, plus *jump*, *mirror image*, and *sending*. Fastened to his robes is a spider silk pouch holding 31 pp.

18e. South Barracks

This 20-foot-high curved structure has a stone door with no lock. The building houses ten off-duty male **drow** who are variously spending their idle hours sharpening and poisoning their weapons, eating, or meditating on curved stone benches spaced along the walls.

18f. North Barracks

This building and its residents are identical to area 18e.

18g. Garden Slave Pen

The foul stench of troglodytes is obvious to any characters who approach this 40-foot-square enclosure, which has 20-foot-high walls of smooth stone, an iron-barred gate, and a 5-foot-thick roof of sticky webs with five **giant spiders** atop it. The pen currently holds five adult **troglodytes** and four troglodyte children (Small noncombatants), as well as a **minotaur** chained to the ground. The minotaur's horns have been sawed off, and prolonged exposure to the troglodytes' stench has rendered the minotaur immune to its effects.

The spiders attack anyone who tries to tear through the webs or free the slaves trapped in the pen.

Any creature that enters the webs or starts its turn in them is restrained. A restrained creature can use its action to try to pull itself out of the webs, doing so with a successful DC 12 Strength (Athletics) or Dexterity (Acrobatics) check. Each 10-foot-square section of webs has AC 10, 10 hit points, vulnerability to fire, and immunity to bludgeoning, piercing, and psychic damage.

The pen's sturdy iron gate is held shut with an *arcane lock* spell that only drow (including drow characters) can ignore. Forcing it open requires a successful DC 25 Strength (Athletics) check.

Prisoners. The drow use the troglodytes to tend their gardens (area 18i). The minotaur is too violent to be enslaved, so the drow are starving it until it either capitulates or grows so weak that the troglodytes can kill and devour it. The minotaur is restrained but can butt foes with its head instead of making gore attacks, dealing 11 (2d6 + 4) bludgeoning damage on a hit. Its thick chains require a successful DC 30 Strength (Athletics) check to break, or they can be attacked. The chains have AC 19, 30 hit points, resistance to fire and piercing damage, and immunity to poison and psychic damage.

18h. Goblin Slave Pen

This pen has the same features as area 18g, except that the stench of troglodytes is absent here, and there are no giant spiders on the web roof. The contents of the pen are as follows:

Goblins. Twelve armed but weary-looking **goblins** are gnawing on bones and resting on straw pallets.

Fortress Defenses

The 30-foot-tall outer walls and the 40-foot-high towers that stand along them are fashioned from smooth black stone. The tops of the walls are tapered and lined with 5-foot-tall stone spikes spaced 10 feet apart. The spikes have sticky webs strung between them like barbed wire to hinder creatures attempting to cross over. For the effects of sticky webs, see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*. Each tower has a flat roof encircled by crenellated battlements.

If an alarm is raised, the residents of the fortress mobilize quickly. Twenty **drow** emerge from the barracks in areas 18e and 18f, joining Rilna Freth (from area 19c) and four **drow elite warriors** (from area 19a). These drow take up defensive positions in the courtyard, spreading out to dilute the effect of area attacks. Against unusually strong foes, Rilna releases the prisoners in areas 18g and 18h, forcing them to fight for House Freth. But the moment the fight turns against the drow, the prisoners turn against their captors.

In addition to the drow in the courtyard, invaders must contend with the drow in the guard towers, who can target creatures both inside and outside the courtyard. Each of the guard towers (areas 18a through 18d) is utilitarian and unfurnished. A tower has the following features and defenses:

- The tower's stone doors are reinforced and barred from the inside. Siege weapons are needed to break them down.
- Arrow slits on the first and second floors provide three-quarters cover to those standing behind them. The rooftop battlements provide variable cover, depending on the angle of attack.
- Iron ladders and trapdoors connect each level of a tower, and the trapdoor in the roof can be bolted shut from below. Breaking through a bolted trapdoor requires a successful DC 27 Strength (Athletics) check.
- Each tower contains eight male **drow** (four on each of the first and second floors) who fire light crossbows through the arrow slits. This attack is the same as the drow's hand crossbow attack, except it has a range of 80/320 feet and deals 6 (1d8 + 2) piercing damage.
- A male **drow mage** stands watch on the rooftop.

Characters who have House Freth escorts or who wear clever drow disguises can approach the fortress openly. The mage atop the gate tower (area 18a) demands to know who they are and why they have come, granting entry only if their answers raise no suspicions. As the visitors make their way through the tower, the drow mage summons a **quasit** and instructs it to notify Rilna Freth of the new arrivals. The quasit assumes bat form and flies to area 19c to deliver the news. Rilna decides what to do with any visitors and leads those who seek an audience with her sister, Erelal, to area 19k.

Refuse. The pen is littered with the skulls and bones of deep gnomes and goblins, as well as a few drow who angered Erelal Freth.

The drow use these goblin slaves as laborers. Each goblin suffers from two levels of exhaustion. The goblins cower and beg for their lives when faced with possible harm. Despite their pitiable appearance, they can't be trusted and will do anything to survive, including betraying and eating their liberators.

18I. Gardens

These earthen fields provide much of the food that feeds House Freth's forces in Undermountain. Edible moss is grown in the east garden, while the other two gardens contain rows of barrelstalks and bluecaps (see "Fungi," page 59).

Tending each garden are two adult **troglodytes** and three troglodyte children (Small noncombatants) that work under the watchful gaze of a male **drow** overseer. The **vrocks** in area 17b and 17c swoop down and attack any slave that refuses to work or any creatures that threaten the overseer.

19. Spiderwatch Keep

Fashioned from seamless black stone with veins of silver running through it, this windowless edifice bears a striking resemblance to a crouching spider. From here, Erelal Freth oversees all House Freth ventures in Undermountain, with her brother Drivvin as her advisor.

The central oval of the keep (areas 19e through 19k) has 15-foot-high walls and a 30-foot-high domed roof. The attached outer structures (areas 19a through 19d) have 10-foot-high walls and 20-foot-high domed roofs.

All outer doors are held shut with *arcane lock* spells that only drow wearing the obsidian insignia scarabs of House Freth can ignore. A successful DC 25 Strength (Athletics) check is needed to force open such a door. The inner doors have no locks.

When an alarm sounds outside, the occupants of the keep prepare for battle but remain where they are. They cannot be surprised, and any ability checks to convince residents that intruding characters are not a threat are made with disadvantage. This state of battle readiness is maintained until Rilna Freth tells occupants of the fortress that it is secure.

19A. Elite Barracks

Four off-duty female **drow elite warriors** are stationed here: Ilanlue and Sabatrin Freth (the third and fifth of Erelal's seven daughters), Iymn Vrindolin, and Mircolar Do'ett. They spend their idle hours sharpening and poisoning their weapons, eating, sparring, or meditating on curved stone benches spaced along the walls.

Treasure. Each warrior wears an obsidian scarab engraved with the insignia of House Freth (25 gp).

19B. Stores

The stone door to this curved structure has an *arcane lock* spell cast on it that only drow wearing the obsidian insignia scarabs of House Freth can ignore. This chamber contains stone shelves lined with provisions for the guards of the stronghold: two hundred spider silk packets, each containing 10 days of rations (dry moss and mushrooms), and one hundred full water skins.

19C. Castellan's Quarters

The stone door has an *arcane lock* spell cast on it that only drow wearing the obsidian insignia scarabs of House Freth can ignore. These well-appointed quarters belong to the fortress castellan, Rilna Freth, a **drow elite warrior** with 110 hit points, and the younger sister to Erelal Freth. This area has the following features:

Hole. A 2-foot-diameter hole is cut through the roof. The hole, 20 feet above the floor, allows quasits in bat form to deliver messages to Rilna from the gate tower (area 18a). A Small creature can slip through the hole easily, and a Medium creature can do so with a successful DC 17 Dexterity (Acrobatics) check.

Cabinet. A slender, glass-fronted cabinet made of black wood and inlaid with silver, web-like tracery stands across from the door.

Hammock. A spider silk hammock hangs to the west.

Chest. A padlocked iron chest to the east has a lid embossed with tiny spiders.

Rilna carries the key to the padlocked chest, or the lock can be picked with a successful DC 20 Dexterity check using thieves' tools.

Treasure. The chest contains 800 gp, six zircons (50 gp each), four garnets (100 gp each), a topaz (500 gp), and two *potions of healing*.

The cabinet contains twenty flasks, each one holding five applications of drow poison (see "Poisons" in chapter 8 of the *Dungeon Master's Guide*).

Rilna wears a platinum helm shaped like a spider with eight jet orbs for eyes (2,500 gp) and a spider silk cloak (50 gp). Fastened to her cloak is an obsidian scarab engraved with the insignia of House Freth (25 gp).

19D. Armory

The stone door has an *arcane lock* spell cast on it that only drow wearing the obsidian insignia scarabs of House Freth can ignore. The back wall is lined with boxes arrayed on shelves. Inside these boxes are thirty shortswords, thirty hand crossbows, and several hundred hand crossbow bolts.

19E. Hall of Spiders

This dark hallway crawls with hundreds of harmless spiders.

Visitors to the keep are led down the hall to area 19k to meet with Erelal and Drivvin. The footfalls of passersby alert the guests in area 19f, who emerge from their quarters to greet and assess new arrivals.

19F. Guest Bedroom

Emissaries. Maleen Shadowdusk (CE female Illuskan human **mage**) and Tendra Nightblade (CE female Illuskan human **assassin**) dwell here.

Furnishings. The furnishings, made of zurkhwood, include a large bed with spider silk sheets and an armoire.

Light. A shuttered lantern with a *continual flame* spell cast on it hangs above the bed.

Maleen and Tendra have come from Shadowdusk Hold (level 22) on the orders of Halaster Blackcloak. Under the guise of seeking an alliance between Shadowdusk Hold and House Freth, they have extended an offer to Drivvin Freth to become the Mad Mage's newest apprentice. Drivvin has told the two that he needs time to make his decision, and now the emissaries have grown anxious waiting for his answer.

Both emissaries show evidence of their (false) interest in currying favor with House Freth by coming to its defense if Spiderwatch Keep is attacked, but they flee the fortress if Erelal and Drivvin both fall in battle.

19G. Kitchen and Pantry

The main room of this area is a kitchen, with counters and cupboards lining the outer wall. Two unarmed and unarmored male **drow** named Elendar and Farril prepare meals here for the residents of the keep. *Geas* spells regularly cast by Drivvin prevent the two cooks from poisoning the food or drink.

The smaller room east of the kitchen is a well-stocked pantry.

19H. Bath

An iron tub stands in this area, with an iron pump nearby. The pump draws water from an underground hot spring beneath the fortress to fill the tub.

19I. Drivvin's Study

Cape. A long black cape with silver, web-like embroidery and a silver spider clasp hangs from a peg by the door.

Furnishings. An ornate zurkhwood lectern stands bare in the middle of the room. At the foot of the lectern sits an adamantine chest with spider-shaped handles.

Treasure. The cape hanging by the door is a splendid garment worth 250 gp.

The chest has an *arcane lock* spell cast on it that only Drivvin can ignore. A *knock* spell or similar magic opens the chest, which is otherwise impregnable. The chest's interior is divided into compartments and contains a pair of black leather boots, an empty water skin, a petrified basilisk egg, spider silk sack containing 175 pp, a *potion of vitality*, and two thick spellbooks.

The spellbooks contain all the spells Drivvin Freth has prepared, plus *animate dead*, *animate objects*, *antimagic field*, *arcane lock*, *fabricate*, *finger of death*, *fireball*, *geas*, *globe of invulnerability*, *ray of enfeeblement*, *spider climb*, and *stone shape*.

19J. Erelal's Sanctum

Erelal uses this area to engage in numerous dark pleasures. The room contains the following:

Prisoners. Two male **drow** hang suspended from manacled iron chains anchored to the curved outer wall. Two other sets of manacles hang empty.

Cradle. Against the south wall, between the two doors, is an ornate cradle carved with spiders and fitted with a protective web-like canopy.

Table. On a small table next to the cradle sits a small black casket. The table has a lower shelf with a ring of iron keys resting on it. (The keys unlock the manacles in this room.)

Both prisoners have been strung up to face the wall, their bare backs covered in blood from the cuts inflicted by Erelal Freth's scourge.

One of the prisoners is Hatchrin Alet'taz, consort of Erelal Freth and the father of her unborn eleventh child. He is unarmed and unarmored, and has 3 hit points remaining. Erelal is torturing him because she received a report that someone close to her was planning to poison her child after its birth, then found a vial of poison on his person. (The false report and the planting of the poison are both the work of Drivvin Freth, who wants to get Hatchrin out of his sister's life.) Hatchrin promises any service to characters who can help him regain Erelal's trust and thus enable him to see the birth of his child.

The other drow prisoner is a House Auvryndar spy named Varrn Telenna. He is unarmed and unarmored, and has 6 hit points remaining. Erelal has finished interrogating him, and Varrn is beyond caring whether he lives or dies. If he is set free, Varrn thanks the characters, praises Lolth for sparing his life, and plots his escape.

Treasure. The cradle is dressed in spider silk blankets. Six tiny jeweled spiders (250 gp each) hang from the cradle's canopy by silver threads.

The black casket is a false offering of fealty brought by the Shadowdusk emissaries. It is set with mother-of-pearl and emblazoned with a painted gold emblem of the Shadowdusk family: a lit torch with three trailing embers, turned upside down. The casket weighs 15 pounds and is worth 250 gp as an art object. Its purple velvet lining holds a gold music box worth 2,500 gp.

19K. Mother and Brother

As the characters approach any of the doors to this area, they hear a female voice shouting in Elvish, followed by a male voice's muted responses. Erelal Freth is chastising her brother Drivvin for his repeated failures to bring the minotaurs of the southern caves under drow control. The western door has an *arcane lock* spell cast on it that only drow wearing the obsidian scarab insignia of House Freth can ignore. The room's occupants and contents are as follows:

Drow. Erelal Freth, a pregnant **drow priestess of Lolth**, reclines on a cushioned crystal divan of web-like design in the middle of the room. Two male **drow** are attending Erelal while Drivvin Freth, a drow **archmage**, paces angrily around the room.

Cabinet. A glass-fronted cabinet against the north wall contains a crystal decanter of mushroom wine and several varnished zurkhwood goblets.

Shrine. Against the east wall stands an impressive silver shrine to Lolth (see "Shrine of Lolth" below).

Erelal wears a flowing black and silver gown instead of armor, giving her AC 12, but is still armed with her scourge. The male drow with her are Chaszantar and Ulgreth, two sycophants vying to become her new consort. They both wear spider silk togas instead of armor, giving them AC 12.

Erelal is a mere thirty days away from giving birth to her eleventh child, but she refuses to let her pregnancy interfere with her work: the destruction of House

Auvryndar and the conquest of Undermountain. A string of military defeats has left Erelal in no mood to entertain visitors, and her brother has yet to make good on his promise to enslave the minotaurs of the Maze Level. Visitors who have business or grievances with Erelal are dealt with as quickly as possible. Those who come to her with frivolous affairs are scolded, threatened, and sent away with a stern warning not to trouble her again.

If she is threatened, Erelal tries to summon a **yochlol** demon to defend her. If the shrine of Lolth in this chamber is intact, the demon summoning has a 90 percent chance of success. Erelal then hinders her enemies with a *darkness* spell before taking the safest exit. Giant spiders that she summons with the *conjure animals* spell use their blindsight to target enemies that are engulfed in magical darkness. If her defeat is inevitable and escape proves impossible, Erelal makes whatever concessions she must to save herself and her unborn child.

Erelal's older brother is clad in a long gray robe with black, web-like tracery. Drivvin has convinced his sister that he has the power to enslave the minotaurs, which would enable House Freth to defeat the forces of House Auvryndar and secure its power in Undermountain. But, having realized that he can't summon a goristro demon alone, the archmage understands that accepting Halaster's offer and his promise of assistance is the only way his plan will succeed. Drivvin knows that if he leaves his sister to become Halaster's apprentice—even though that act is ultimately for her own gain—he will be cast out from his family. Drivvin is looking for the right time to break the news to his sister, whose recent defeats at the hands of House Auvryndar have made her despondent.

Drivvin is a drow **archmage**, with these changes:

- He is neutral evil.
- He has these racial traits: He speaks Abyssal, Common, Dwarvish, Elvish, Goblin, and Undercommon. He has advantage on saving throws against being charmed, and magic can't put him to sleep. He has darkvision out to a range of 120 feet. He can innately cast *dancing lights* at will, and can cast *darkness*, *faerie fire*, and *levitate* (self only) each once per day. His spellcasting ability is Charisma (spell save DC 15). While in sunlight, he has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.
- He has cast *mind blank* on himself.
- Once per day as an action, Drivvin can summon a demon that has a challenge rating of 6 or lower. The summoned demon appears in an unoccupied space within 60 feet of him, acts as his ally, and can't summon other demons. The summoned demon remains until Drivvin dismisses it as an action or until the demon is reduced to 0 hit points.

If a fight breaks out here, Drivvin uses his first action in combat to cast *time stop*. He uses the extra time granted by the spell to summon a **barlgura** and cast *fire shield* on himself, as well as *mage armor* and *stoneskin* if he hasn't done so already. Drivvin fights to the finish to defend his sister.

Shrine of Lolth. This shrine resembles a 6-foot-tall cage of polished silver webbing with delicate hinged doors. The silver cage is fused to the wall and can't be detached from it. Inside the cage is a 3-foot-tall obsidian statue of Lolth in her drow form. The statue is smeared with sacrificial blood, and a blood-caked obsidian dagger rests at the statue's feet.

Any creature that removes the statue from the shrine immediately contracts a disease called slimy doom. The disease lasts for 7 days or until cured with a *lesser restoration* spell or similar magic. A creature afflicted with slimy doom begins to bleed uncontrollably, and has disadvantage on Constitution checks and Constitution saving throws. In addition, whenever the creature takes damage, it is stunned until the end of its next turn.

Treasure. Erelal wears a platinum web necklace with tiny black crystal spiders dangling from it (2,500 gp).

The statue of Lolth weighs 250 pounds and is worth 2,500 gp as an art object. The obsidian dagger at the shrine is worth 250 gp.

The delicate crystal decanter in the wine cabinet is worth 250 gp, but it shatters easily.

Drivvin wears an iron ring that serves as the control ring for the iron spider in area 12b.

Aftermath

If the characters fail to defeat Drivvin Freth, the drow archmage agrees to serve Halaster as an apprentice in exchange for the Mad Mage's help in summoning and binding a goristro. The summoning ritual takes 30 days to prepare, and it is performed by Drivvin and Halaster in the courtyard of the drow fortress.

When the demon appears, Halaster traps it in a 5,000 gp ruby and gives the gemstone to Drivvin. Under the cloak of an *invisibility* spell, Drivvin takes the gem to area 8a and breaks it, releasing the goristro there. Mistaking the demon for an emissary of Baphomet, the minotaurs watch as it devours the carrion in area 8a. When it has no more carrion to feed on, it begins devouring whatever it can kill. Once its hunger is satisfied, the demon sends its new minotaur lackeys to kill everything on level 11 and bring it more food to eat. The goristro considers any drow wearing the insignia of House Freth to be its ally, and orders its minotaurs to go forth and slay all other creatures.

If Erelal Freth survives, she gives birth to her eighth daughter, Amalica, and continues to wage war against House Auvryndar and its allies. Amalica's birth is viewed as a sign of Lolth's favor, renewing House Freth's resolve and turning the tide in its favor. Several houses formerly allied with House Auvryndar switch sides and send emissaries to Erelal with gifts for her blessed newborn.

If Erelal and Drivvin perish, House Freth's allies abandon the house out of fear that Lolth has forsaken them. Without these allies, House Freth becomes too weak to defend itself against even its minotaur neighbors. The survivors hole up in the fortress while envoys are dispatched to the Underdark to secure reinforcements. Those reinforcements won't arrive in time if Vlonwelv Auvryndar (see level 10) has her way.

Level 13: Trobriand's Graveyard

Known as the Metal Mage, Trobriand specializes in the manufacture of metal constructs. This level serves as his workshop, testing ground, and junkyard. Trobriand himself is an infrequent visitor, preferring instead to remain close to his master, Halaster, on level 23. Trobriand's Graveyard is designed for four 12th-level characters. Those who overcome this level's challenges should gain enough XP to reach 13th level.

What Dwells Here?

Trobriand's magical constructs populate this level. Among them lives a gnome named Zox Clammersham. Hobgoblins from level 14 sneak into Trobriand's Graveyard, eager to steal scrap metal for their fire giant overlords and also hoping to get their hands on the ring Zox uses to command many of the dungeon's constructs.

Scaladar

Foremost among the constructs that occupy Trobriand's Graveyard are the scaladar (see appendix A). Resembling massive scorpions with crushing claws and electrified stingers, scaladar act autonomously until forced to obey the commands of a creature that wears one of Trobriand's metal control rings.

Bore Worm

Trobriand modeled this 100-foot-long, 15-foot-diameter drilling machine after a purple worm. Unless Trobriand commands it to do otherwise, the worm tirelessly moves through well-worn tunnels and trenches. It mindlessly attacks anything that gets in its way, and occasionally ventures up to level 12 or down to level 14. Characters hear it long before they see it.

The worm has a challenge rating of 16 (15,000 XP) and is a **purple worm**, with these changes:

- The worm is a construct.
- It has immunity to poison and psychic damage, as well as bludgeoning, piercing, and slashing damage from nonmagical attacks not made with adamantine weapons.
- It has immunity to exhaustion and the blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned, and prone conditions.
- The worm regains 10 hit points at the start of each of its turns if it has at least 1 hit point.
- Replace its Multiattack and Bite action options with the options described below.

Multiattack. The worm makes two attacks: one with its grinding jaws and one with its stinger.

Grinding Jaws. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 22 (3d8 + 9) slashing damage.

Zox Clammersham

A clever rock gnome, Zox Clammersham is the sole survivor of his former party's failed Undermountain expedition. Since the demise of his friends, Zox has managed to secure a ring that allows him to command

CRAIG J SPEARING

the scaladar. He has put the constructs to work building a device he calls the Simulacrux. This device will, in theory, create a simulacrum of any scaladar that passes through it. Zox's intentions are not malevolent; he simply needs more scaladar in order to build all the things he has it in his head to build.

Hobgoblin Raiders

The bounty of salvage on this level has not gone unnoticed by the fire giants on level 14. They send hobgoblin minions to steal scrap metal, which the giants are using to build a great construct of their own. The hobgoblins raid in small bands, using trained rust monsters to distract Zox's constructs. These raiders are naturally violent but can be parlayed with by clever adventurers.

The hobgoblins recently figured out how Zox controls the scaladar, and now they aim to kill the gnome and take his control ring. So far, Zox has managed to elude all the hobgoblins sent to murder him.

Exploring This Level

All location descriptions for this level are keyed to map 13. Unless otherwise noted, tunnels connecting the various caverns have 30-foot ceilings.

1. Tunnels and Trenches

Trobriand's bore worm created the tunnels that connect this level to levels 12 and 14. The worm also dug 20-foot-deep trenches through areas 2 and 11 on this level. These tunnels and trenches have been worn smooth by the worm's repeated passage. Scaling a tunnel or a trench wall without magic or climbing gear requires a successful DC 20 Strength (Athletics) check.

Arching bridges of stone span the trenches at three points. A character can try to leap off a bridge onto the bore worm's back as it passes underneath. Any character trying to do so must make a DC 15 Dexterity (Acrobatics) check. On a successful check, the character lands on the worm's back without taking damage or falling prone. On a failed check, the character slips and falls off the worm, landing prone in the trench and taking 10 (3d6) bludgeoning damage from the fall.

2. Vast Cavern

This 120-foot-high cavern is abuzz with activity.

2a. Simulacrux

Simulacrux. A 20-foot-deep trench surrounds a 100-foot-tall, half-completed metal archway that rises from a bed of scrap metal.

Builders. Four **scaladar** (see appendix A) are hauling new pieces of metal to the arch and attaching them to it. The cavern is dark aside from the intermittent light of welding sparks coming from the constructs' tail stingers.

Arbalests. A dozen arbalests (use **quadrone** statistics) flit around the arch. Each arbalest resembles an oversized repeating crossbow with mechanical wings and four articulated metal legs.

Zox Clammersham is using the scaladar under his control to build the Simulacrux and to defend it, should it come under attack. The Simulacrux is designed to replicate scaladar through a variation of the *simulacrum* spell that uses rust as a component instead of snow. The arch is still months away from completion, and there's a good chance it won't function as intended. A character can ascertain the arch's purpose with a successful DC 30 Intelligence (Arcana) check.

The Simulacrux is a Gargantuan object with AC 19, 400 hit points, immunity to poison and psychic damage, and immunity to bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't made of adamantine. Destroying the arch all but dooms the project, since Zox lacks the resolve to start over.

The Simulacrux warps magic in its proximity. Any spell cast within 30 feet of the arch automatically triggers a wild magic surge, the effect of which is determined by rolling percentile dice and consulting the Wild Magic Surge table in the "Sorcerer" section in chapter 3 of the *Player's Handbook*.

The scrap metal around the arch is difficult terrain for creatures other than scaladar.

2b. Hobgoblin Vanguard

A **hobgoblin captain** named Kurlog has led a force of seven **hobgoblins** to this location. They are hunkered down behind scrap metal barricades sloppily arranged along the northwest ledge overlooking the trench.

The hobgoblins aim to draw out Zox Clammersham, defeat him, seize the ring he uses to control the scaladar, and return the ring to Doomcrown, the hobgoblin warlord on level 14. Kurlog will accept reasonable aid to complete this mission. In particular, he could use help taking down the arbalests that guard the Simulacrux.

2c. Detritus

Wreckage. This section of cavern is dotted with the remains of broken machines.

Corpses. Two ogres clad in iron armor lie dead among the metal detritus, their flesh pierced by dozens of metal crossbow bolts.

The ogres served the hobgoblins until they were shot dead by Zox's arbalests a few days ago.

3. Junkyard

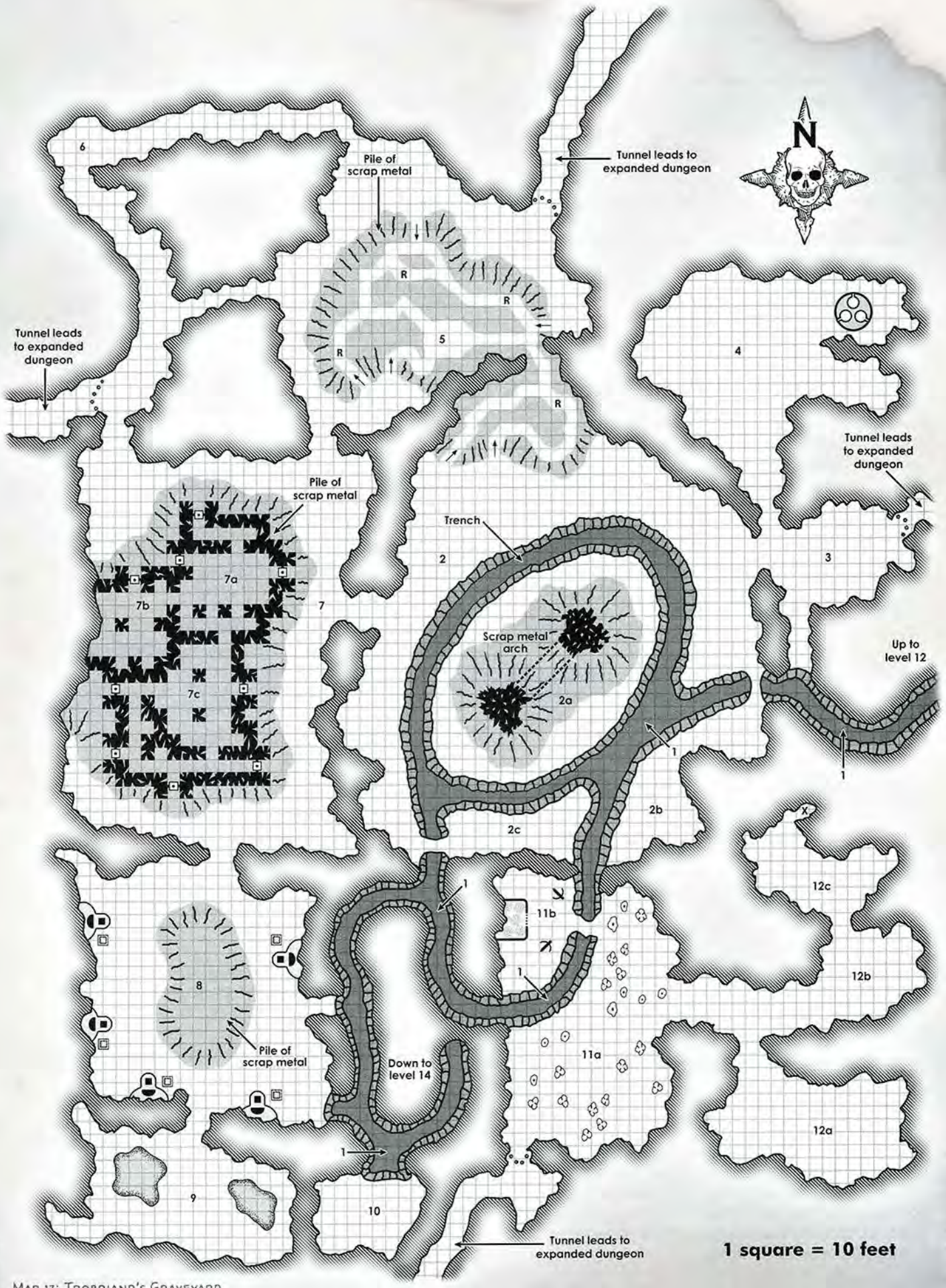
Metal Wasps. Buzzing about the 50-foot-high cavern are five giant wasps made of metal (see "Metal Wasps").

Discarded Junk. Half-completed and destroyed metal contraptions, most rusted beyond repair, lay strewn across the floor. Hidden amidthe wreckage are a couple discarded magic items (see "Treasure" below).

Rust Monsters. Three **rust monsters** gorge on the piles of scrap and are too distracted by the abundance of food to pose much of a threat. They fight only in self-defense.

Metal Wasps

The metal wasps are programmed to attack Medium humanoids; they ignore other creatures unless attacked by them. They are **giant wasps**, with these changes:



JIM HARTIN

Map 13: Trobriand's Graveyard

- The wasps are constructs with AC 16 (natural armor), 24 hit points each, and darkvision out to a range of 60 feet.
- They have immunity to poison and psychic damage, as well as immunity to the charmed, frightened, paralyzed, petrified, and poisoned conditions.

Treasure

Scattered among the discarded machinery are a couple of salvageable inventions. You can add other inventions of your own design.

Dodecahedron of Doom. A rare wondrous item, this twelve-sided metal die is 12 inches across and bears the numbers 1 through 12 engraved on its pentagonal sides. The dodecahedron contains arcane clockwork mechanisms that whir and click whenever the die is cast.

The dodecahedron can be hurled up to 60 feet as an action. A random magical effect occurs when the die comes to rest after rolling across the ground for at least 10 feet. If an effect requires a target and no eligible target is within range, nothing happens. Spells cast by the dodecahedron require no components. Roll a d12 and consult the following table to determine the effect:

d12	Effect
1–2	The dodecahedron explodes and is destroyed. Each creature within 20 feet of the exploding die must make a DC 13 Dexterity saving throw, taking 40 (9d8) force damage on a failed save, or half as much damage on a successful one.
3–4	The dodecahedron casts *light* on itself. The effect lasts until a creature touches the die.
5–6	The dodecahedron casts *ray of frost* (+5 to hit), targeting a random creature within 60 feet of it that doesn't have total cover against the attack.
7–8	The dodecahedron casts *shocking grasp* (+5 to hit) on the next creature that touches it.
9–10	The dodecahedron casts *darkness* on itself. The effect has a duration of 10 minutes.
11–12	The next creature to touch the dodecahedron gains 1d10 temporary hit points that last for 1 hour.

Orb of Gonging. This common wondrous item is a hollow, 5-inch-diameter orb that weighs 5 pounds. Its outer shell is composed of notched bronze rings, which can be turned so that the notches line up. Aligning the notches requires an action, and doing so causes the orb to gong loudly until the notches are no longer aligned. The sounds are spaced 6 seconds apart and can be heard out to a range of 600 feet.

4. Pretty Big Hate Machine

Trobriand uses this 50-foot-high cavern as a testing area for his most dangerous projects.

Wreckage. The cavern is charred from numerous fires and explosions. The broken remains of a scaladar and smaller, unidentifiable constructs litter the floor.

Shockerstomper. Not visible from the cavern entrance is a Gargantuan contraption made of wood, metal, and stone. It looms in the northeastern alcove.

Shockerstomper consists of a 30-foot-diameter, saucer-shaped platform mounted atop seven mechanical legs. Crowning the platform are three spherical turrets, each with a brass nozzle. The entire construction stands 20 feet tall. The control module is a chamber obscured from view in the center of the contraption, nestled between the three turrets.

Shockerstomper has blindsight out to a range of 60 feet and is blind beyond this radius. It activates when a creature comes within 60 feet of it. Once it is activated, Shockerstomper attempts to destroy all creatures in the cavern. It can't pursue creatures beyond the cavern, because it's too big to fit through the exit. The characters earn 11,500 XP for disabling or defeating it.

Shockerstomper is a Gargantuan construct with immunity to poison and psychic damage, as well as the blinded, deafened, charmed, frightened, paralyzed, and poisoned conditions. It has a walking speed of 40 feet. Its main body (saucer and turrets) has AC 18 and 300 hit points. Its legs can be attacked separately; each leg has AC 20 and 50 hit points. When a leg drops to 0 hit points, it is disabled, and Shockerstomper can use a reaction to detach it from its main body. Whenever one of its legs is disabled, Shockerstomper's walking speed is reduced by 10 feet. The whole contraption topples over and shuts down if four of its seven legs are disabled.

Shockerstomper's ability scores are as follows: Strength 23, Dexterity 10, Constitution 20, Intelligence 1, Wisdom 1, Charisma 1.

Shockerstomper's Traits

Electrified Surface. A creature that ends its turn in contact with Shockerstomper's body (saucer or turrets) must make a DC 15 Constitution saving throw, taking 22 (4d10) lightning damage on a failed save, or half as much damage on a successful one.

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

Shockerstomper's Actions

Multiattack. Shockerstomper makes three Lightning Turret attacks and two Stomp attacks.

Lightning Turret. The turret shoots a magical lightning bolt at one creature within 60 feet of Shockerstomper. The target must make a DC 15 Dexterity saving throw, taking 44 (8d10) lightning damage on a failed save, or half as much damage on a successful one.

Stomp. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one creature. *Hit:* 22 (3d10 + 6) bludgeoning damage.

Countermeasures

Shockerstomper and its elements can be disabled or destroyed in the following ways.

Control Module. A creature atop or above Shockerstomper's platform can locate its control module with a successful DC 15 Intelligence (Investigation) check or Wisdom (Perception) check. As an action, a character can try to open the control module's access panel, either by tearing it off with a successful DC 25 Strength (Athletics) check or by dislodging it with thieves' tools and a successful DC 25 Dexterity check. Behind the panel, embedded in the floor of the

control module, is a 5-foot-diameter pulsating crystal hemisphere with AC 10, 25 hit points, and immunity to poison and psychic damage. Destroying the crystal hemisphere shuts down Shockerstomper.

Lightning Turret. A character can try to plug the nozzle of a lightning turret with a 10-pound rock or similar object, doing so with a successful DC 15 Strength (Athletics) check. A plugged turret can't shoot lightning until a creature uses an action to try to clear the obstruction, which requires another successful DC 15 Strength (Athletics) check. Shockerstomper has no ability to clear an obstruction itself.

5. Scrap Metal Warren

A 40-foot-high mountain of scrap metal has 10-foot-diameter tunnels winding through it. The scrap metal pile spills into area 2, dominates the cavern north of it, and completely fills the opening between the two caverns.

The outer surface of the scrap pile is difficult terrain. In addition, any creature that tries to climb or walk across the jagged heap of metal must succeed on a DC 15 Dexterity (Acrobatics) check to avoid triggering a small avalanche that causes it to fall prone and take 7 (2d6) piercing damage.

The entrances to the warren are marked with arrows on map 13. The warren contains the following:

Rust Monsters. A **rust monster** gorges on scrap metal in each of the squares marked R on the map.

Central Chamber. In the heart of the warren is a 30-foot-wide, 40-foot-long, 10-foot-high chamber containing four dead hobgoblins. Ten **lava children** (see appendix A) hide in the walls and emerge to attack anyone who enters the room.

The rust monsters tend to ignore other creatures that maintain a respectful distance. If a character wearing metal armor or carrying a metal shield walks within 5 feet of a rust monster, there's a 30 percent chance that the creature attacks the character with the intention of devouring the armor or shield.

The lava children walk through the scrap metal as though it doesn't exist. They regard Zox as a trusted friend and, at his request, attack creatures that enter the central chamber. The lava children pursue fleeing creatures as far as the warren entrances before disappearing back into the scrap metal. While they are hidden in the metal walls, the lava children have total cover.

The hobgoblins were sent to find and kill Zox Clammersham but fell prey to the lava children. A character who examines the corpses and succeeds on a DC 10 Wisdom (Medicine) check ascertains that the hobgoblins were killed two days ago. A search of the hobgoblin corpses reveals that one has a charcoal sketch of Zox Clammersham on a crumpled-up sheet of parchment.

6. Back Tunnel

Corpses. Lying against the walls of this 20-foot-high tunnel are the mutilated corpses of ten hobgoblins.

Scaladar. Three **scaladar** (see appendix A) patrol the tunnel.

The scaladar hunt as a trio and have orders from Zox to kill any humanoids they see. Ideally, the characters should encounter the scaladar after they have had time to inspect the hobgoblin corpses.

The hobgoblins were sent to find and kill Zox but fell prey to the scaladar. A character who examines the corpses and succeeds on a DC 10 Wisdom (Medicine) check can ascertain that the hobgoblins have been dead for about a tenday. Half of them were torn apart by sharp claws, and the rest died from deep, charred puncture wounds.

7. Clammersham Palace

Ceiling. This cavern has a 90-foot-high ceiling.

Palace. Atop a 20-foot-high plateau of twisted scrap metal rises a rambling palace made of jagged metal plates welded together. Circular iron doors are recessed in the walls.

Scrap Pile. The slopes of the scrap pile are strewn with the mutilated corpses of several rust monsters.

Palace Features

The structural features of the palace are summarized here.

Ceilings. The ceilings throughout the palace are 20 feet high.

Doors. The palace is sealed off by 7-foot-diameter circular doors, each one made of riveted iron plates and fitted with iron handles, iron hinges, and a sturdy iron lock. Each lock is molded to look like a smiling gnome's face missing its nose. Zox carries a stubby iron key with a head shaped like a tiny bulbous nose that unlocks all nine doors. Zox fashioned a spare key but lost it during a recent Undermountain foray (see level 12, area 14).

A character can try to pick a door's lock using thieves' tools, doing so with a successful DC 20 Dexterity check. A *knock* spell or similar magic also works. A door can be forced open with a successful DC 30 Strength (Athletics) check. It can also be destroyed. Each door has AC 19, 40 hit points, a damage threshold of 10, and immunity to poison and psychic damage.

Zox has cast a *glyph of warding* spell on every door. Each glyph is inscribed on the inside of the door so that it can't be detected by anyone outside the palace. The glyph triggers when the door is opened by any means other than using the proper key. When triggered, the glyph erupts with magical energy in a 20-foot-radius sphere centered on it. Each creature in the area must make a DC 17 Dexterity saving throw, taking 31 (7d8) thunder damage on a failed save, or half as much damage on a successful one. The sound of a triggered glyph is audible throughout the cavern and the palace. Alerted to the presence of intruders, Zox awaits them in area 7c.

Illumination. The palace interior is dark. Zox relies on his darkvision to see.

Walls. The walls of the palace are 10 feet thick and made out of loose scrap piled between inner and outer bulwarks of welded metal. The fortress has no windows, but close examination reveals gaps in the walls that a Tiny creature or a creature in gaseous form can navigate.

7A. Junk Room

Zox stores curious bits of junk here until he finds creative uses for them. The room's contents are as follows:

Table. A 2-foot-high, roughly hexagonal table made of welded scrap metal is covered with scavenged bits of broken machinery and scraps of food.

Music. Tinny music emanates from the southern doorway (leading to area 7c).

7B. Living Quarters

Pet. A **giant badger** playfully chews on a stuffed toy in the middle of the room.

Furnishings. The dingy furnishings include an unmade bed, a drafting table, and an iron safe (see "Iron Safe" below).

Alcoves. Alcoves to the south contain a poorly draining privy and a modest kitchenette where food molders in unclean pots and filthy pans.

Arch. Set into the west wall is a stone arch decorated with inlaid images of dancing goblins. Carved into the arch's keystone is the letter D.

The giant badger fights only in self-defense. Characters who use magic to speak with it can learn the following information if they ask it the right questions:

- Zox is afraid of the "scary red metal wearers" (hobgoblins) and has befriended the "burning men" (azers) and "smileys" (lava children) that live in the surrounding caves. Zox has a bodyguard named Rex.
- Zox normally gets food from the nearby fungus forest (see area 12), but the "scary red metal wearers" recently set the forest on fire.
- The combination to Zox's iron safe is "prairie dog, wombat, badger, armadillo, wombat."

Arch Gate to Level 6. The arch embedded in the west wall is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- The gate opens for 1 minute if a creature stands within 5 feet of the arch and either sings a D note or plays a D note on a musical instrument.
- Characters must be at least 9th level to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 47a on level 6, in the closest unoccupied space next to the identical gate located there.

Iron Safe. The square iron safe measures 2 feet on a side and weighs 1,000 pounds. It has AC 19, 50 hit points, a damage threshold of 15, and immunity to poison and psychic damage. Instead of numbers, the lock has tiny pictographs of the following burrowing animals: armadillo, badger, chipmunk, gerbil, meerkat, mole, prairie dog, rabbit, tarantula, and wombat.

A character who spends 1 minute with an ear pressed to the safe door can try to pick the safe's combination lock, doing so with a successful DC 25 Dexterity (Perception) check. The correct combination is prairie dog, wombat, badger, armadillo, wombat. A *knock* spell or similar magic also opens the safe.

Treasure. The safe contains ninety 1-pound gold ingots (100 gp each), ten red garnets (100 gp each), a set of *Nolzur's marvelous pigments*, and Zox's spellbook, which is missing its cover and has lost a few pages due to adventuring mishaps. The spellbook contains all the spells Zox has prepared plus *animate objects*, *fabricate*, *glyph of warding*, *jump*, and *rope trick*.

7C. Tinker Shop

Tinkerer. A wild-haired gnome wearing a grease-stained apron over threadbare robes (Zox Clammersham) sits atop the table, using a set of tinker's tools to tune a Tiny music box that is playing a tinny tune.

Guardian. Rex, a **shield guardian** painted with gold stars and crescent moons, stands next to the table.

Loose Pages. The floor is strewn with sheets of parchment bearing sketches of metal contraptions (including the Simulacrux in area 2).

Rex the shield guardian accompanies Zox wherever he goes. Unlike most shield guardians, Rex doesn't have an amulet and thus can't be commanded by another creature. Zox has stored a *greater invisibility* spell in the shield guardian.

Zox Clammersham is a rock gnome **archmage**, with these changes:

- Zox is chaotic good.
- He has these racial traits: He speaks Aquan, Auran, Common, Gnomish, Ignan, and Terran. He is Small and has a walking speed of 25 feet. He has darkvision out to a range of 60 feet. He has advantage on all Intelligence, Wisdom, and Charisma saving throws against magic.
- He has the *confusion* spell prepared instead of *banishment*.

Zox retired to Trobriand's Graveyard after the rest of his adventuring party fell prey to the perils of Undermountain. Having lost all track of time, he doesn't know how long ago his companions perished or how long he's been by himself. Zox has no interest in joining another adventuring party, preferring to work alone.

Zox carries a key that unlocks the palace doors, and he wears a scaladar control ring on the middle finger of his left hand. This ring allows him to command the scaladar on this level. He never willingly parts with the ring, going so far as to swallow it to prevent its theft. If attacked or threatened, Zox activates the room's ball turrets, then orders his shield guardian to attack.

Zox's music box has no magical properties beyond its ability to play a tune. The music plays continuously but stops if the box is dropped, shaken, or otherwise handled roughly. The box is a Tiny object with AC 10, 1 hit point, and immunity to poison and psychic damage. Provided it has 1 hit point, the box can be repaired with tinker's tools. Repairing it requires 10 minutes and a successful DC 15 Dexterity check, whereupon the music resumes playing.

Zox plans to use the Simulacrux (see area 2a) to create enough scaladar to build new things and comfortably control what he now views as his domain. The biggest obstacles to his success are the hobgoblins that keep stealing his scrap metal.

8. Smithy

Zox has convinced the creatures living in this cavern that he is Trobriand's apprentice and thus deserves their cooperation. The 90-foot-high, soot-stained cavern contains the following:

Forges. Intense heat and thick smoke billow from five forges protruding from the cavern walls, their fires illuminating the cave. An **azer** smith stands at each forge.

Scrap Pile. A 20-foot-high pile of scrap metal dominates the middle of the cavern. Hiding in it are nine **lava children** (see appendix A).

Runes carved on the inside walls of the forge channel magical energy from the Elemental Plane of Fire. Destroying a forge causes it to stop generating fire and heat. Each forge has AC 17, 80 hit points, and immunity to poison and psychic damage.

Azers

The azers were brought here from the Elemental Plane of Fire by Trobriand to sculpt metal into desired shapes. Posing as Trobriand's apprentice, Zox orders the azers to craft parts for the Simulacrux (see area 2a) and his other pet projects. The azers understand the purpose of the Simulacrux (to replicate scaladar) but are under the false impression that Zox is building it at Trobriand's behest, not for his own ends. The azers are frustrated by Zox because the gnome is scatterbrained and has them working on multiple projects at once. They strongly dislike the hobgoblins, who rob them of metal.

A character can convince an azer to undertake a new project with a successful DC 19 Charisma (Persuasion) check. The azer works for free and can craft a functional metal weapon or a metal shield in 1d6 days, or a functional suit of metal armor in 3d6 days.

The azers are nonthreatening. If the lava children attack the party, the azers don't join the fight, preferring to observe from the periphery.

Lava Children

Lava children can pass through metal as though it doesn't exist. Those here lurk in the pile of scrap metal, emerging to attack any creature, other than Zox or the azers, that comes within 5 feet of their scrap heap.

9. Metal Pools

This cave has a 30-foot-high ceiling and contains two 10-foot-deep pools of shiny liquid metal drawn from the Elemental Plane of Earth. The western pool holds liquid iron, the eastern pool liquid steel. Despite being liquefied, the metal is cool to the touch. A *detect magic* spell reveals a strong aura of transmutation magic emanating from each pool. No matter how much metal is removed from a pool, its depth never changes.

Metal removed from the pool solidifies instantly, becoming as strong and immutable as wrought iron or cold steel. The metal instantly hardens upon leaving the pool and forms a hard coating around anything dipped in it. Prying off the hardened metal coating requires a successful DC 23 Strength (Athletics) check.

Those who know how can draw metal from the pools in cube form. A creature might learn the method by casting *identify* on a pool or by asking Zox. A creature must place one or more of its hands within 1 foot of the pool's surface and recite the following in Terran: *agrach taar azlach* (which, loosely translated to Common, means "shape to shapelessness"). This causes a cubic foot of liquid metal to rise out of the pool, harden into a solid 1-foot cube, and hang weightless in the air at the edge of the pool, where anyone can grab it. The act of bringing forth one of these cubes is magically tiring, and a creature that does so gains one level of exhaustion.

One minute after it hardens, the cube loses its weightlessness. A 1-foot cube of iron or steel weighs 500 pounds.

10. Resting Cave

This 30-foot-high cave has the remains of an adventuring party's campfire in the middle of it and no other features of note.

11. Hobgoblin Base Camp

Hobgoblins have turned this 60-foot-high cavern into a base camp. The camp's leader, the ruthless hobgoblin warlord Yargoth the Breaker, answers to a more powerful warlord named Doomcrown (see level 14).

11a. Stalactites and Stalagmites

Rock Formations. Stalactites ranging in height from 10 to 20 feet cling to the cave roof, while stalagmites of similar size thrust up from the floor.

Monsters. Lurking behind the cluster of stalagmites to the north are five domesticated **death dogs**, four **hobgoblins**, and the **hobgoblin warlord** Yargoth the Breaker.

When Yargoth gives the order, she and the death dogs spring into melee combat while the other hobgoblins take cover behind the rock formations and shoot arrows. The hobgoblins in area 11b also join the battle by loading, aiming, and firing the flame cannons in that location.

If the characters choose to parley with Yargoth, she suggests they combine forces and storm Zox's fortress. Yargoth knows that the fortress doors are locked and magically trapped, and that Zox is protected by a tall, golem-like construct (Rex the shield guardian). Yargoth wants Zox's scaladar control ring for her efforts; if the characters agree to help her, they are free to claim anything else they find in the fortress. Yargoth keeps her end of the deal, provided the characters do the same.

11b. Fire and Rust

Defenses. Six **hobgoblins** stand guard near a pair of flame cannons aimed at a natural stone bridge.

Lit Enclosure. Seven-foot-high stone walls form an enclosure that abuts the west wall. Inside are trapped four **rust monsters**. Tied to a rope and strung across the top of the enclosure like ornaments are glowing sacs (giant fire beetle glands) that shed orange light as brightly as torches.

Tools. Leaning against the walls of this enclosure are a pair of 10-foot poles, each with a loop of rope at one end, and a battered wooden tower shield.

When Yargoth gives the order to attack, three hobgoblins acting on the same initiative count load, aim, and fire each of the flame cannons. The hobgoblins discovered these siege engines during their initial exploration of Trobriand's Graveyard.

A flame cannon is a bulky mechanical contraption that hurls casks of alchemist's fire that explode on impact. Before one of these weapons can be fired, it must be loaded and aimed. It takes one action to load the weapon, one action to aim it, and one action to fire it. Each flame cannon has three casks of alchemist's fire resting next to it.

Flame Cannon. *Ranged Weapon Attack:* +4 to hit, range 60/240 ft., one target. *Hit:* 3 (1d6) bludgeoning damage plus 17 (5d6) fire damage, and the target catches fire. While on fire, the target takes 1d6 fire damage at the start of each of its turns. A creature can end this damage by immersing itself in water or by using an action to make a successful DC 10 Dexterity check to extinguish the flames.

The stone enclosure has a hinged gate made of sturdy wooden poles lashed together with rope and held shut with a simple latch. The hobgoblins like to starve the rust monsters for a few days, then set them loose on this level. The rust monsters can't escape from the pen on their own, but they are drawn to the scent of metal. The hobgoblins use the wooden tower shield and 10-foot poles to wrangle the rust monsters outside their pen and keep the beasts away from their metal armor.

Twelve giant fire beetle glands illuminate the rust monster pen. Each gland is the size of a small loaf of bread and glows for 1d3 days before going dark.

12. Paradise Lost

These 40-foot-high caverns once housed a thriving fungus forest and a colony of peaceful myconids. The hobgoblins slaughtered the myconids, then burned down the forest. A thin, pungent smoke hangs in the air throughout these caverns.

12a. Southern Forest

Burned Remains. Blackened and smoldering zurkhwood stalks, their caps destroyed by fire, stand amid the charred remains of what once were neatly tended fungus gardens.

Corpses. Lying amid the razed mushrooms are the charred corpses of 1d4 giant fire beetles, 1d6 myconid sprouts, and 1d8 myconid adults. The glands have been torn out of the fire beetles' bodies.

A character who inspects the corpses and succeeds on a DC 15 Wisdom (Medicine) check can determine that the beetles and myconids were killed by slashing weapons and arrows, then burned.

12b. Central Forest

This area contains the same features as area 12a.

12c. Northern Forest

In addition to features similar to those in area 12a, the body of an 8-foot-tall **myconid sovereign** lies among the dead—pierced by multiple hobgoblin arrows and burned like the other corpses. If the sovereign is touched, it trembles with life, having stabilized at 0 hit points. If it receives magical healing, it awakens and ejects a cloud of rapport spores so it can communicate with its rescuers. Award the party 450 XP for healing the sovereign.

The myconid sovereign, Chanterella, has a flaring yellow cap and a ruffled yellow body half cooked by fire. It recounts the hobgoblins' horrific attack and mourns the destruction of its colony. In gratitude for helping it, the sovereign gives characters its hidden treasure (see "Treasure" below). Chanterella then urges the characters to seek out Zox if they're looking for allies. The myconid has a high opinion of the gnome.

Chanterella won't leave these caverns. Although its colony has been wiped out, the myconid sovereign wants to try to regrow the fungus forest. After helping the characters as well as it can, it bids them farewell and invites them to return whenever they feel like it.

Treasure. A 1-foot-thick, 10-foot-square patch of luminous but soot-blackened purple mold covers the roof of the northern alcove (marked X on map 13). Buried in the mold are two gourds, one containing a *potion of diminution* and the other a *potion of longevity*. Chanterella grew the purple mold and can silently command it to extrude sticky tendrils, which it uses to lower the potions within easy reach.

Sunlight, any effect that cures disease, or any effect that deals radiant or necrotic damage destroys the mold. If the mold is destroyed while the potions are still hidden in its mass, the potions fall and shatter on the floor. A character in the alcove can use a reaction to try to catch one falling potion, doing so with a successful DC 11 Dexterity saving throw.

Aftermath

Defeating the hobgoblins calms this level for a tenday. After that, Doomcrown sends more hobgoblin raiders up from Arcturiadoom (level 14) to gather metal for his fire giant masters—unless the characters take the fight to him in the meantime.

Months of work are needed to finish construction of the Simulacrux. If work on the project continues and Zox completes his arch, there's no telling whether it functions as intended. Scaladar simulacra created by the arch might be defective or uncontrollable. It's also possible that the Simulacrux might be able to create rust simulacra of other creatures besides scaladar. It's equally likely that the Simulacrux won't function at all, prompting Zox to tear it down and build another metal monstrosity in its place.

If the myconid sovereign in area 12 survives, it releases spores to seed the scorched earth, giving rise to a new colony of myconid sprouts. The fungus forest recovers on its own, though it takes years.

Level 14: Arcturiadoom

Arcturiadoom is designed for four 13th-level characters, and adventurers who defeat the monsters on this level should gain enough XP to advance halfway to 14th level. The lich Arcturia, who dwells on level 23 of Undermountain, is one of Halaster's most accomplished apprentices, arguably the most powerful of the Seven, and a master of transmutation magic. Arcturiadoom is her personal retreat ("doom" being an archaic term for a lord's domain). Hidden on this level is Arcturia's phylactery, and adventurers would be wise to find and destroy it before facing the lich in battle on level 23.

What Dwells Here?

Arcturiadoom has been taken over by fire giants in the service of Halaster. The fire giants are accompanied by a large force of hobgoblins. Drow have also infiltrated this level of the dungeon, though they have no quarrel with adventurers.

Fire Giants

Emberosa, a fire giant, has come to Undermountain with six of her kin on a mission to raise fire giants to the top of the giant ordning, dethroning the mighty storm giants.

Emberosa hopes to obtain a lost rune of power created by the giants more than forty thousand years ago. She believes dwarves stole the rune from the giants and hid it under Mount Waterdeep. Halaster found the rune and hid it in on level 23, but he has agreed to part with it if the fire giants use their exceptional metal-forging abilities to build a giant construct for him. Work is under way, with the construct being assembled in area 15.

For more information on the giant ordning, see the "Giants" entry in the *Monster Manual*.

Death's Head Phalanx

The Death's Head Phalanx is a force of hobgoblins that came to Undermountain along with Emberosa and her fire giants. This force is commanded by a hobgoblin warlord named Doomcrown, who is the estranged son of Warlord Azrok (see level 3).

A devout follower of the godslayer Maglubiyet, Doomcrown wants fire giants to ascend to the top of the giant ordning, envisioning their brutal tyranny sweeping across Faerûn. He expects to play an important role in Emberosa's ascension and conquest, and he dreams of ruling what remains of the High Forest once the elves and other forest denizens are purged and the trees are reduced to ashen spines.

Since arriving in Arcturiadoom, however, Doomcrown has developed strange habits. He spends more and more time locked away in his quarters, chasing some strange new obsession. His followers remain loyal, but they worry about the mental state of their warlord.

Hobgoblin Patrols

Hobgoblins of Doomcrown's phalanx have secured most of the halls and chambers in Arcturiadoom. Consequently, the only wandering monsters of consequence

SAM KEISER

Polymorph Traps

Throughout Arcturiadoom lie magic traps designed to polymorph humanoids. (Creatures that aren't humanoids are unaffected.) These traps are marked P on map 14. The hobgoblins are aware of these traps and do their best to avoid them.

A polymorph trap is marked by a nearly invisible glyph inscribed on a 10-foot-square section of floor. A character searching the area for traps can detect the glyph with a successful DC 20 Wisdom (Perception) check. The first humanoid to pass over the 10-foot-square area triggers the glyph and must succeed on a DC 20 Wisdom saving throw or be transformed into a monster with average hit points. All items worn or carried by the creature are absorbed into its new form. The new form is hostile toward all other creatures and must attack any other creatures it can see.

Roll a d10 to determine the creature's new form:

1. **Carrion crawler**	6. **Hook horror**
2. **Chimera**	7. **Manticore**
3. **Fire elemental**	8. **Otyugh**
4. **Gelatinous cube**	9. **Owlbear**
5. **Gorgon**	10. **Wyvern**

When the polymorphed creature drops to 0 hit points, it reverts to its original form and is stable at 0 hit points.

Once a glyph is triggered, it disappears, rendering its space safe to pass through until Arcturia sees fit to replace it. A successful *dispel magic* spell (DC 17) cast on a glyph removes it.

are hobgoblin patrols. A typical patrol consists of four **hobgoblins**. Their marching footsteps and clanking armor can be heard well in advance of their arrival, and characters can't be surprised by them. Combat with a patrol is sure to alert other creatures in the vicinity.

If any hobgoblins are defeated while on patrol, subtract their numbers from the guards in area 32a.

House Freth

Three drow mages have infiltrated Arcturiadoom in the hope of securing powerful magic to conquer other levels of Undermountain. These drow belong to House Freth (see level 12). They avoid violent confrontations with adventurers and instead try to turn them against the fire giants and the hobgoblins.

Exploring This Level

All location descriptions for this level are keyed to map 14.

1. Entrance to Arcturiadoom

These caverns lie at the end of the worm-bored tunnel leading down from level 13.

1a. Worm Tunnel

The bore worm on level 13 wanders down here occasionally, looping around a central column of rock before traveling back up. This column supports the cavern's 30-foot-high roof. The cavern also has these features:

Double Door. A double door is framed with carvings of worm-ridden skulls. Carved into the lintel above the double door is a sconce sculpted to resemble a skeletal hand, with a *continual flame* spell cast in its palm.

Monsters. A pair of stalagmites flank the double door. Hiding behind each stalagmite is an invisible **drow mage** and an invisible **quasit**.

Rock Formations. Around the edges of the cavern are more stalagmites and stalactites. More of these formations fill a smaller cavern to the southeast (area 1b).

The two drow mages are males named Hulziin and Yrrprek. Each wears a cloak pin bearing the insignia of House Freth. They arrived here shortly before the adventurers and have *greater invisibility* spells cast on them. The drow and their two quasit companions try to remain hidden, allowing adventurers to move into Arcturiadoom ahead of them. Once the path is clear, they pass through areas 3 and 35 on their way to area 38.

One of their kin, Vanar, arrived early to scout and has already slipped inside. The characters might encounter him and his shadow demon in area 29.

1b. Stalactites and Stalagmites

This damp, dripping cave contains a veritable forest of stalagmites and stalactites.

1c. Claw-Shaped Cave

The drow have hidden supplies in the deepest arm of this otherwise empty cave. A search reveals three backpacks made of woven spiderwebs. Each pack contains a mess kit, 10 days of rations (dried mushrooms, moss, and boiled cockatrice eggs), 50 feet of spider silk rope, and a full water skin made from a lizard's bladder.

2. Natural Caves

This small network of caves lies outside the dungeon proper and serves as home to one of Arcturia's monstrous experiments.

2a. Deformed Duergar

Characters who enter this cave are soon attacked by a hideously deformed duergar. The creature has enlarged itself to a height of 9 feet.

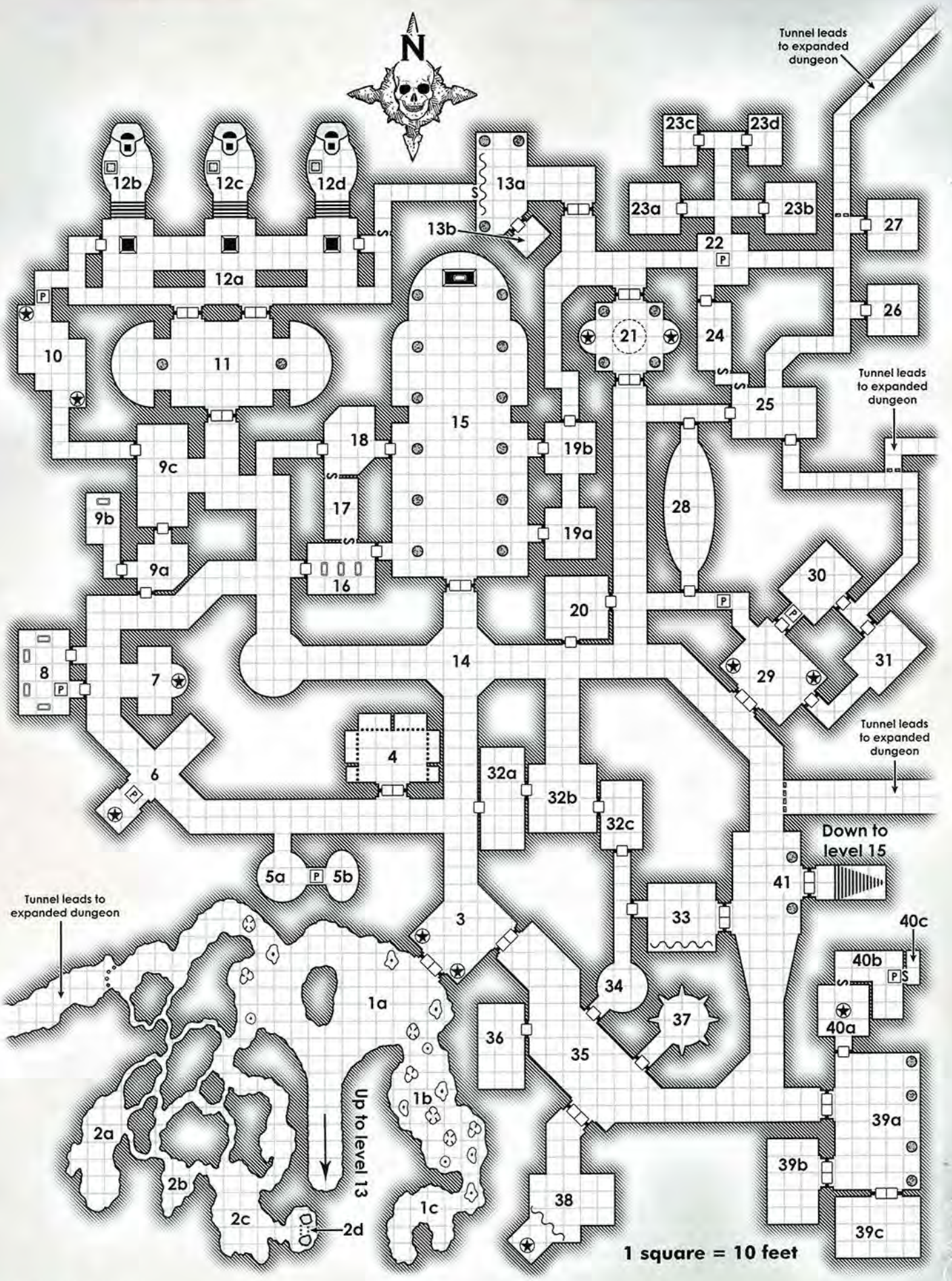
This creature used to be two separate duergar, a male named Blork and a female named Muatha. Arcturia fused them together into a single creature by using magic that only a *wish* spell can undo. Both skulls merged into one bulbous head that has three ears, three eyes, two noses, and two mouths. It has a third arm on the right side of its body, and its left leg splits into two at the knee, giving it three feet. The transformation drove the poor creature insane, and it regards all other creatures as threats that must be destroyed.

The creature is a **duergar**, with these changes:

- The creature has 40 hit points.
- It has advantage on Wisdom (Perception) checks and on saving throws against being charmed, frightened, stunned, or knocked unconscious.
- As a bonus action, it can make an attack with its javelin.

2b. Duergar's Crib

The deformed creature in area 2a sleeps here on a bed of spongy black mold that grows at the back of the cave.



Map 14: Arcturiadoom

2c. Fungus Gardens

The creature in area 2a comes here to feed, as do other creatures dwelling in the caverns. The cave has the following features:

Fungi. Gardens of fungus sprout from mounds of offal on the uneven floor. The fungi release clouds of dimly luminescent spores that fill the cave like a fine, hanging mist.

Carrion Crawlers. Four **carrion crawlers** dwell here. Two cling to the 10-foot-high ceiling, and two feed on the rotting corpse of a fifth carrion crawler lying amid the fungus.

The crawlers are natural enemies of the creature in area 2a, which recently killed one of them with a blow from its war pick. They ignore characters who keep a respectful distance.

A character who studies the fungus and succeeds on a DC 10 Intelligence (Nature) check can distinguish edible varieties from poisonous ones, and also ascertains that the spore clouds are harmless. A character unaware of this information who eats fungus has a 50 percent chance of consuming a poisonous variety and must succeed on a DC 10 Constitution saving throw or be poisoned for 1d4 hours.

2d. Standing Gate to Level 12

This cave contains a pair of standing stones with an inanimate minotaur skeleton embedded in each one, facing each other. These standing stones form one of Halaster's magic gates (see "Gates," page 12). The rules of the gate are as follows:

- Any creature that touches one of the standing stones is targeted by a *maze* spell (save DC 22).
- To open the gate, a creature must escape the labyrinth created by the *maze* spell. When it returns, the gate opens for 1 minute.
- Characters must be 12th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 12a on level 12, in the closest unoccupied space next to the identical gate located there.

3. Foyer

Monsters. Two male **fire giants** (named Druvax and Zelzzarf) and seven **hobgoblins** are sorting through pieces of scrap iron on the floor and tossing them noisily into piles.

Statues. Two statues of dwarves flank the double door to the southwest. Each statue stands atop a crumbling, 2-foot-high stone block. The statues have been magically reshaped in gruesome ways.

Arcturia used *stone shape* spells to mutilate the statues, which once depicted proud dwarf warriors. The statue to the west has stony pseudopods sprouting from it, while the statue to the south appears half-melted.

The giants and the hobgoblins aren't happy with drudge work and eagerly hurl themselves into combat if the chance presents itself. The scrap iron was brought down from level 13 and will later be transported to area 14 to be eventually melted down and recast.

4. Prison

Arcturia confines living subjects here until she finds time to experiment on them. The 15-foot-high room is engulfed in a permanent antimagic field (see the *antimagic field* spell for effects). The room has the following additional features:

Cells. Six 10-foot-high cells with arched ceilings are barred with iron portcullises. Lying in the southwest cell is a humanoid corpse clad in plate armor and riddled with arrows.

Lever. Bolted to the floor in the middle of the room is a 4-foot-wide, 7-foot-long iron plate with a comb-shaped hole in it. An iron lever protrudes from the hole.

The remains in the southwest cell are those of a female orog who was captured by Arcturia and stripped of her weapons. The hobgoblins found her, shot her full of arrows through the bars, and left her corpse to rot.

The iron lever operates the mechanism that raises and lowers the portcullises by sliding it along the comb-shaped hole in the floor plate. Depending on how the lever is positioned, it can be used to raise any of the portcullises one at a time, or to lower all the portcullises into place.

The portcullises are impervious to weapon damage. The gaps between the bars are 4 inches wide. Closed portcullises are locked in place; forcing one upward requires a successful DC 26 Strength (Athletics) check.

5. Side Chambers

Other than a polymorph trap (see "Polymorph Traps," page 180), these conjoined rooms contain little of note.

5a. Domed Chamber

This room has a domed ceiling 20 feet high. It is otherwise empty.

5b. Teleport Destination

This chamber has a flat ceiling 15 feet high. Creatures teleported from area 13a arrive here. The room is otherwise empty.

6. Statue of Arcturia

Here marks the perpendicular intersection of two corridors, one cut short by dead ends. Beyond an archway to the southwest is a stone statue of a 6-foot-tall skeletal figure with butterfly wings sprouting from its back and sharp bone spurs on its forearms and elbows. The statue stands atop a 3-foot-high stone base. The statue clutches a stone wand and points it toward the floor.

The statue represents Arcturia and is neither magical nor animate. The statue's wand points in the direction of the polymorph trap that is set before it (see "Polymorph Traps," page 180). Characters who search the floor for traps have advantage on checks made to detect the polymorph trap.

7. Statue of Halaster

Set into an alcove at the back of this dusty side chamber is a nonmagical, life-size statue of Halaster Blackcloak carved from granite. The statue is thrusting its stone staff outward in a threatening manner, its visage sculpted with a look of wild abandon. Its robe is engraved with hundreds of lidless eyes. The statue stands atop a 1-foot-thick granite disk.

Mithral Keys

A character who inspects the statue and succeeds on a DC 15 Wisdom (Perception) check discovers that one of the eyes carved into Halaster's robe is a button. Pressing this button causes two keys tucked under Halaster's robes to clatter onto the floor around the statue's base. Each key is a flat, 6-inch-long piece of mithral worked into a curious shape.

The first key is shaped like an **F**, the second like a **V** with a small loop at the bottom. These are two of the six keys required to activate the weapon of mass disintegration in area 37.

8. Dwarven Crypt

This room is a dusty crypt with an arched ceiling 20 feet high. It has the following features:

Sarcophagi. Four limestone sarcophagi with faded Dwarvish inscriptions line the room's perimeter. They contain only dust, shards of bone, and strips of moldy cloth.

Polymorph Trap. One 10-foot section of floor bears a hidden polymorph trap (see "Polymorph Traps," page 180).

9. Death's Head Watch Post

The hobgoblins of the Death's Head Phalanx have set up an outpost here to guard the foundry (area 12). Characters approaching this part of the dungeon hear the war chants of the hobgoblin phalanx in area 9c.

9a. Training Room

Characters who listen at the door hear guttural cheers coming from within. The room contains six **hobgoblins**. Two are engaged in mock swordplay with dulled blades in the middle of the room while the other four cheer them on. The room is otherwise empty.

9b. Crypt

A granite sarcophagus against the north wall has been opened, its lid dumped onto the floor. Dust and cobwebs cling to its sides, obscuring ancient inscriptions.

The sarcophagus contains the dusty remains of a Melairkyn dwarf entombed here thousands of years ago. The inscriptions on the sarcophagus, written in Dwarvish, translate as follows: "Thou hast found the final resting place of Harlsnod Darkshine—architect, trap builder, and drinker of fine ales."

9c. Hobgoblin Phalanx

Here, a **hobgoblin captain** has marshaled a phalanx of twenty **hobgoblins**. The captain faces east and recites a liturgy in Goblin to the dread god Maglubiyet while the soldiers stand at attention in two rows of ten, facing west. As she reaches dramatic peaks in the liturgy, the hobgoblins grunt and nod approvingly, banging their fists on their armor.

The hobgoblins attack intruders on sight. A battle here pulls reinforcements from areas 9a, 16, and 18. It also attracts the attention of the fire giant metalsmith in area 11.

10. Dwarves' Den

Tankard. A large iron tankard sculpture has torn loose from the 30-foot-high ceiling and fallen onto a stone table in the middle of the room, cracking it in half. Toppled stools surround the broken table.

Statues. Two 4-foot-tall statues of dwarves stand atop 2-foot-high blocks of stone at opposite ends of the room. The head of the southern statue has broken off and lies on the floor nearby.

This cast-iron tankard once hung from the ceiling by iron chains and is big enough for four dwarves to crawl inside. It weighs 1,500 pounds and makes a satisfying, bell-like clanging sound when struck—and the noise draws hobgoblins from area 9c.

Statues and Mithral Key

The north statue depicts a smiling female dwarf raising a stone tankard. Hidden in the tankard is a flat, 6-inch-long mithral key shaped like an **H** missing its top left stem. This key is one of six required to activate the weapon of mass disintegration in area 37.

The south statue depicts a headless male dwarf resting a large pair of stone tongs on one shoulder; its head cracked when it hit the floor, and it falls apart into two halves if disturbed.

11. Smithy

Characters who listen at the doors to this room hear loud hammering from beyond. The 30-foot-high room is warm and contains the following features:

Fire Giant. In the middle of the room, a male **fire giant** uses a massive hammer and anvil to pound a heated iron fragment into a rounded shape.

Fire Beetles. Resting on the floor next to the oversized anvil is an iron cage containing fifteen brightly glowing **giant fire beetles**. (The giant uses the cage as a lantern.)

Iron Pieces. Wings to the west and east contain pieces of sculpted iron of all shapes and sizes.

The giant, Hrossk, is hostile toward adventurers. He keeps his greatsword close at hand and hurls large metal cogs instead of rocks. Combat in this room can be heard by the fire giants in area 12, who investigate at once if a fight breaks out.

Hrossk's job is to recast hot iron into body parts for the giant construct in area 15. Without Hrossk, Emberosa lacks the metalsmithing skills needed to finish work on Mecha-Halaster. Hrossk is currently crafting a piece of what will become one of the construct's eyes.

The fire beetles can't harm anyone while confined to their cage. Unlatching the cage door requires an action. If released, the beetles attack indiscriminately.

The iron fragments littering the floor include curved sheets of outer plating, as well as internal gears, cogs, spindles, bars, and pipes. These pieces are waiting to be attached to the construct in area 15.

12. Melairkyn Foundry

The foundry is unbearably hot. Characters who linger here for 1 hour or more while the forges are operating are subject to the effects of extreme heat (see chapter 5 of the *Dungeon Master's Guide*).

12a. Hell Hounds

Ceiling. This hall has an arched, 30-foot-high ceiling.

Hounds. Five **hell hounds** patrol the hall. They obey the commands of fire giants and attack intruders on sight.

Open Pits. Three 10-foot-square pits in the floor contain discarded scraps of metal.

The pits are 70 feet deep but partially filled with scrap metal that reduces their effective depth. The western pit is 20 feet deep, the central pit is 50 feet deep, and the eastern pit is 10 feet deep. Any creature that falls into the pit lands on jagged shards of metal and takes slashing damage instead of bludgeoning damage from the fall.

12b–12d. Elemental Forges

These three identical chambers have stone stairs that climb 10 feet to each platform, at the back of which is a raging hot forge of blackened stone. The curved ceilings in these chambers are 20 feet high.

Three **fire giants** (two females named Dralkana and Ingritt and a male named Yarshoss) are stationed here, one at each forge. Their job is to melt down fragments of scrap iron so that Hrossk, the fire giant metalsmith in area 11, can reshape them for the construct in area 15. It's tedious work, and the fire giants are restless and spoiling for a fight.

The fires in the forges are conjured from the Elemental Plane of Fire. A stone lever built into each forge closes a valve in the back of it, extinguishing the flames. Any creature that enters a lit forge or starts its turn in one takes 55 (10d10) fire damage.

13. Transmutorium

Arcturia keeps some of her horrific handiwork here.

13a. Woven Eyes

Pillars. Three pillars of polished black stone stand in the corners of the room. Attached to each pillar at waist height is a tarnished silver knob.

Tapestry. A huge, sickly purple tapestry hanging on the west wall undulates as though alive. Its surface is covered with eleven unblinking eyes: one large central eye and ten small peripheral eyes. (Hidden behind the tapestry is a secret door.)

Crystal Door. A crystal door in one corner of the room stands closed. Beyond the door is a small, magically lit chamber. (See area 13b for details.)

All three pillars and their silver knobs radiate auras of transmutation magic under the scrutiny of a *detect magic* spell. Any creature that touches a pillar's silver knob is teleported to area 5b. Once a silver knob has teleported a creature, it disappears. Eight hours after the last knob vanishes, all three reappear.

Tapestry of Eyes. The fleshy tapestry is Xebekal, a beholder that invaded Arcturia's dungeon years ago. The lich snared the eye tyrant and used a *wish* spell to transform it. In the form of a tapestry, the beholder retains its darkvision and can see whatever is in front of it, but nothing behind it. It can't speak, and its movement is limited to harmless flapping. It can't use its Antimagic Cone trait or take any actions or reactions.

Xebekal can be contacted with telepathy. It promises wealth and power to anyone who restores it, but has no intention of honoring its promises. Only a *wish* spell can turn the tapestry back into the beholder it once was.

The tapestry has AC 5, 33 hit points, immunity to poison damage, and vulnerability to fire damage. If it is reduced to 0 hit points, the tapestry is destroyed. The characters gain no XP for killing the beholder in this form, given its present helplessness.

13b. Alteration Chamber

Crystal Door. The door to this chamber is made of 3-inch-thick transparent crystal.

Brass Panels. Embedded in the wall next to the door is a brass panel with four brass buttons arranged in a diamond formation. (A similar panel appears inside the chamber.)

Light. A crystal dome in the ceiling sheds pale white light, illuminating the whole chamber.

Key. Lying on the chamber floor is a flat mithral key.

The buttons on each brass panel and their effects are as follows:

The **top button** is engraved with an arrow pointing up. Pressing it opens the crystal door, which retracts into the ceiling. This button is locked and cannot be pressed if the door is already up.

The **bottom button** is engraved with an arrow pointing down. Pressing it shuts the crystal door by lowering it back into place. This button is locked and cannot be pressed if the door is already down.

The **left button** is engraved with a tiny human stick figure. The button is locked and cannot be pressed while the crystal door is open. If the button is pressed while the door is closed, the light emanating from the crystal dome on the ceiling flickers, and all creatures in the chamber behind the door magically shrink as though affected by the reduce effect of the *enlarge/reduce* spell (no saving throw allowed). The effect lasts for 24 hours.

The **right button** is engraved with a larger human stick figure and functions like the left button, except the creatures in the alteration chamber are enlarged instead of reduced.

If a magically reduced creature is subjected to the chamber's enlarge effect, or a magically enlarged creature is subjected to the reduce effect, the two alterations cancel each other out, and the creature reverts

to normal size. The effects of the chamber aren't cumulative—a reduced creature that is reduced again or an enlarged creature that is enlarged again doesn't change size further.

Each time the alteration chamber's reduce effect or enlarge effect is activated, roll a d6. On a 1, the chamber malfunctions. Instead of the normal effect, all creatures inside the chamber must make a DC 20 Constitution saving throw, taking 44 (8d10) force damage on a failed save, or half as much damage on a successful one. You can replace this damaging effect with a more benign one. For example, the chamber's magic might cause creatures' noses to elongate or turn their skin blue; an alteration of this sort can be undone with a *greater restoration* spell or similar magic.

Mithral Key. The flat, 6-inch-long mithral key is shaped like a **J** with a loop at the top. This key is one of six needed to activate the weapon of mass disintegration in area 37.

14. More Scrap Iron

Light. Mounted to the diagonal walls at this intersection are four iron torch brackets with *continual flame* spells cast on them.

Scrap Iron. Heaped in the middle of the intersection is a 9-foot-high pile of scrap iron.

Double Door. A 20-foot-tall double door blocks the hallway to the north. Leering skulls are carved around the door.

The scrap metal came from level 13. Whenever the characters leave this area and return, there is a 20 percent chance that Hrossk, the **fire giant** metalsmith in area 11, is here to collect a choice piece of scrap iron and bring it to area 12 to be melted down and recast.

15. Mecha-Halaster

Pillar Sconces. This hall has a 150-foot-high arched ceiling buttressed by stone pillars that have sconces protruding from them at 10-foot intervals. *Continual flame* spells cast on the sconces illuminate the hall.

Giant Construct. In the middle of the room, lying on its back on the stone-tiled floor, is a 100-foot-tall figure made of molded iron, its feet pointing toward the double door to the south. The construct is missing its head, and there are gaps in its outer shell through which the construct's inner supports and mechanisms can be glimpsed.

Emberosa. This female **fire giant** has 221 hit points and the innate magical ability to hurl fire at will (as the fire giant's Rock attack option, except it deals fire damage). She stands on the construct's chest, 20 feet above the floor. Flitting around her are her sidekicks, three **smoke mephits**.

Pit. At the north end of the room is a 20-foot-deep pit with a dusty stone sarcophagus at the bottom.

Emberosa is inspecting the work of her fellow fire giants and doesn't want to be disturbed. To say she has a temper would be an understatement. If intruders enter the hall, she tries to make quick work of them while her mephits taunt the new arrivals mercilessly. A battle here brings reinforcements rapidly from areas 16 and 18.

The construct is made of recast bits of scrap iron plundered from Trobriand's Graveyard (level 13). When complete, the construct will be the spitting image of Halaster Blackcloak himself—100 feet tall and made of iron. When the time comes to conquer Waterdeep, the Mad Mage plans to use Mecha-Halaster to destroy the city's walking statues. Without its head and the immense magic needed to power it, the iron construct is nothing more than a giant boondoggle. In its current state, it is considered an inanimate object, not a creature. Medium or smaller creatures that squeeze inside it can use the outer shell and inner mechanisms as cover. Bigger creatures can't fit inside the construct.

Pit and Sarcophagus

A character needs climbing gear or magic to scale the walls of the pit, which are made of smooth stone.

The sarcophagus at the bottom of the pit has a bas-relief of a laughing dwarf carved into its lid, the rim of which bears the following inscription in Dwarvish: "Here lies Lulz Klangphorn, trapsmith. He is survived by his work." The lid can be pushed aside with a singular or combined Strength of 18. The sarcophagus contains nothing but dust, bones, and Lulz's bronzed skull.

Removing Lulz's skull from the sarcophagus causes mechanisms in the surrounding walls to grind and clank loudly, as though a complex trap has been set in motion. The effect, though harmless, is meant to frighten tomb robbers. After 1 minute, the noise stops.

16. Death's Head Looters

Sarcophagi. Three dusty stone sarcophagi lie in a row in the middle of the room. Their flat stone lids have been pried off and cast aside.

Hobgoblins. Unless they have been drawn elsewhere, six **hobgoblins** are rummaging through the sarcophagi.

Secret Door. A secret door in the north wall opens into area 17. (The hobgoblins are unaware of the door.)

The hobgoblins, searching aimlessly for anything valuable, gang up on foes to quickly take them down.

Each sarcophagus contains the desiccated corpses of 1d3 humanoids in scorched robes, lying atop the dust of the ancient dead. The corpses are those of Arcturia's past apprentices and assistants, each of whom displeased her in some way and paid the ultimate price.

17. Hidden Storeroom

This chamber is hidden behind secret doors and choked with dust and cobwebs. It has the following features:

Casks. Five heavy carrying-casks (barrels 3 feet long and 2 feet in diameter with sturdy rope handles) are stacked in the middle of the room. The ale inside them turned to vinegar and evaporated long ago.

Crate. Next to the casks is a brittle crate containing sixty-six small brass oil lamps shaped like dragon heads with open, smiling jaws. Each lamp has a wick, but there's no oil to be found.

Stool. A three-legged stool lies on its side in the northeast corner. The bones of a dead stirge are nearby.

18. Death's Head Guard Post

Hobgoblins. Unless they have been drawn elsewhere, four **hobgoblins** guard this room. They gang up on foes, trying to take them down quickly.

Debris. Smashed wooden crates and furnishings piled along the walls are shrouded in dust and cobwebs.

Secret Door. A secret door in the south wall opens into area 17. (The hobgoblins are unaware of the door.)

19. Storerooms

Hanging from the handles of the doors to these rooms are wooden signs that read "KEEP OUT!" in Common.

19a. Spell Component Storage

Stove. An iron stove stands against the south wall.

Coffers. Rows of dusty niches line the walls. Roughly half of the niches contain small wooden coffers.

The stove was given a semblance of life through an *animate objects* spell made permanent by a *wish* spell. It tears free of its stovepipe and charges forward on clawed feet to attack intruders.

The stove is a Large construct with a challenge rating of 3 (700 XP). It has AC 17, 50 hit points, a walking speed of 30 feet, and the following ability scores: Strength 14, Dexterity 10, Constitution 10, Intelligence 3, Wisdom 3, and Charisma 1. It has blindsight out to a range of 30 feet and is blind beyond this distance. It has the following action options:

Slam. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d8 + 2) bludgeoning damage.

Belch Fire (Recharge 4–6). The stove belches fire in a 15-foot cone. Each creature in the area must make a DC 10 Dexterity saving throw, taking 22 (4d10) fire damage on a failed save, or half as much damage on a successful one.

Treasure. There are twenty-four wooden coffers in all, each one labeled in Common with the name of a spell and containing all the material components for one or more castings of that spell. The following table summarizes the coffers' contents:

Coffer	Contents
1	Three vials of human blood, three strips of flesh, and a pouch of bone dust (*animate dead*)
2	Iron filings (*antimagic field*)
3	Three patches of bat fur (*arcane eye*)
4	A cockatrice eggshell and a snakeskin glove (*Bigby's hand*)
5	A tuft of quaggoth fur, a piece of amber, and three silver pins (*chain lightning*)
6	A pouch containing the powder of a crushed black pearl worth 500 gp (*circle of death*)
7	A pouch of soot and a pouch of salt (*comprehend languages*)
8	Three shards of pale white crystal (*cone of cold*)
9	A small clay pot filled with grave dirt, a small clay pot filled with brackish water, and a black onyx stone worth 150 gp (*create undead*)
10	Three lodestones and a pouch of dust (*disintegrate*)
11	A pouch of sand, a jar of ink, and a writing quill (*dream*)
12	Eight squid tentacles (*Evard's black tentacles*)
13	Ten feathers (*feather fall* or *fly*)
14	Nine tiny balls of bat guano and sulfur (*fireball*)
15	A block of incense worth 250 gp and four ivory strips worth 50 gp each (*legend lore*)
16	A black crystal dodecahedron worth 500 gp (*magic jar*)
17	Three adder stomachs and a pouch containing powdered rhubarb leaves (*Melf's acid arrow*)
18	A vial holding ten pinches of diamond dust worth 25 gp per pinch (*nondetection*)
19	A spool of copper wire (*sending*)
20	A pouch of fine sand (*sleep*)
21	Eight tiny jars of ointment for the eyes worth 25 gp each, made from mushroom powder, saffron, and fat (*true seeing*)
22	A ball of string with toothpicks stuck in it (*unseen servant*)
23	Two pieces of phosphorus (*wall of fire*)
24	Ten small pieces of straw (*water breathing*)

19b. Inanimate Objects

Scattered about this room are inanimate objects that Arcturia animates using the *animate objects* spell:

- A brass brazier set atop a 3-foot-high tripod and a wooden broom (Small objects)
- A wooden coat rack; an iron torture chair festooned with spikes; a 10-foot-long, 250-pound chain; and a fat iron cauldron (Medium objects)
- A stone mine cart and a life-size, hollow bronze statue of a bull (Large objects)

20. Supplies

Two **hobgoblins** are stationed outside this room, one in front of each door. Their orders are to guard the food supplies. A battle here alerts the hobgoblins in area 32, who arrive quickly to aid their allies.

The room is packed with crates of rations and barrels of fresh water, with narrow aisles meandering between the containers. The giants and the hobgoblins rely on this supply, and there's enough food and water to last for weeks.

21. Night and Day

Timekeeper. Four pillars support the 20-foot-high ceiling. An iron ring 20 feet in diameter is suspended from iron brackets affixed to the tops of the pillars so that it hangs parallel to the floor 20 feet below. Nested inside this ring is a circular iron disk of slightly smaller diameter with a symbol of the sun embossed on one side and a symbol of the moon on the opposite side. Directly above the ring and the disk is a 10-foot-deep, dome-shaped concavity in the ceiling.

Statues. Nestled in alcoves are two life-size statues of robed human wizards, their faces obscured

under stony cowls and their arms raised toward the iron disk.

This room is one large timekeeping device. Every day at dawn and at dusk, the wizard statues exert invisible magical force upon the suspended iron disk, causing it to flip over within its circular frame like a coin. During the day, the sun symbol is visible on the disk's underside; at night, the disk displays the moon symbol on its underside. When the disk rotates, half of it swings up into the dome-shaped concavity in the ceiling. The lower half swings downward, with 10 feet of clearance between its outer edge and the floor.

A *detect magic* spell reveals auras of evocation magic and transmutation magic around the statues, which defy all attempts to move or break them. If a creature attempts to turn the disk manually, the statues discharge lightning that fills the room. All creatures in the room at that moment must make a DC 18 Dexterity saving throw, taking 22 (4d10) lightning damage on a failed save, or half as much damage on a successful one. Creatures in direct contact with the iron ring or the disk, as well as creatures clad in metal armor, have disadvantage on the saving throw.

22. Arcane Scribblings

Chalkboards. Mounted on the walls are several blackboards on which arcane phrases and formulas are written in chalk.

Table Trap. A wooden table in the middle of the room bears a collection of dusty flasks and beakers. The table is draped in cobwebs and obviously hasn't been disturbed in a long time. The paraphernalia is meant to distract viewers from the polymorph trap upon which the table rests (see "Polymorph Traps," page 180).

The chalk scribblings were left by one of Arcturia's failed apprentices. Any character who studies the markings and succeeds on a DC 16 Intelligence (Arcana) check can tell that they are attempts by one individual to unravel the secrets of spells beyond their comprehension. Spellcasters who have the *disintegrate* and *flesh to stone* spells on their spell lists can tell that those are the spells being researched, though neither spell can be learned from these incomplete scribblings.

Sounds of battle in this room can be heard by the hobgoblin guards in area 25, who investigate if alerted. (They approach from the east.)

23. Experiments

The doors to these rooms have *arcane lock* spells cast on them that allow Arcturia alone to pass. A door can be forced open with a successful DC 25 Strength (Athletics) check.

23a. Shoe Hulk

Lying in the middle of this room is an old shoe with a **scorpion** hiding in it. If the shoe is disturbed, the scorpion scuttles out and attacks the nearest creature.

The scorpion is, in fact, an **umber hulk** under the effect of a *polymorph* spell made permanent with a *wish* spell. The umber hulk reverts to its true form and attacks when its scorpion form is reduced to 0 hit points.

23b. Bad Blades

A corroded steel helm rests atop a pile of rusty swords in the middle of the room. When another creature enters the room, the pile of swords gathers into a vaguely humanoid form with the helm surmounting it and attacks. This assemblage of rusty steel has the statistics of **animated armor**, except that its attacks deal piercing damage instead of bludgeoning damage.

23c. Rodent of Unusual Size

Monster. A giant two-headed rat (use **death dog** statistics) is trapped here. This rodent is the size of a human and is hostile toward all intruders.

Meat Chute. In the ceiling near the north wall is a rectangular opening, 12 inches long by 6 inches wide, that forms the mouth of a stone chute leading up.

Every few hours, a brick of rotting meat slides down the chute from a hidden chamber above. The meat hits the floor with a wet smack and is promptly eaten by the monstrous rodent. A Tiny or gaseous creature can access this small, hidden chamber by climbing up the chute. There are no exits from the upper room, which contains only hundreds of bricks of pink, rotting meat and a magical mechanism that pushes them down the chute at random intervals. It's impossible to discern what sort of creature the meat has been harvested from.

23d. Guffaw the Stone Eater

This room contains the smashed remains of a dwarf statue and a plump **deep gnome (svirfneblin)** named Guffaw Gravelstock, who was plucked from his Underdark gem mine by Arcturia. He is unfamiliar with Undermountain.

Arcturia's magic has given the gnome an insatiable appetite for carved stone. He uses his war pick to break up the statue and is devouring it slowly, one piece at a time. He can't keep himself from stopping to eat any carved stone he sees—and there's no end to how much he can consume. He begs to be left alone so he can finish his meal in peace. A successful *dispel magic* spell (DC 19) cast on Guffaw rids him of his unique magical malady.

Treasure. The instant he is cured of his malady, Guffaw coughs up two diamonds (5,000 gp each). He is just as surprised to see the gemstones as anyone else, and he offers them to the characters as a reward for "saving" him. He then seeks out a way back to the Underdark, wanting nothing more to do with Undermountain.

24. Empty Classroom

Chalkboard. A blackboard covers the entire east wall. Written across it in big chalk letters are the words "YOU ALL FAIL!" in Common.

Desks. Whenever a creature enters the room, seven stone desks magically rise from the floor, facing the blackboard in an arc. (The desks sink back into the floor when all creatures leave the room.)

Secret Door. A secret door in the south wall pushes open to reveal a dusty, web-choked passage between this room and area 25.

25. Hobgoblin Guards

Guards. Two **hobgoblins** stand guard here, one in front of each door. They attack intruders, ganging up on one enemy at a time.

Arch. A stone arch embedded in the middle of the east wall has an image of an open book carved into its keystone.

Secret Door. A secret door in the north wall opens into a dusty, web-choked passage between this room and area 24.

Arch Gate to Level 9

The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- Holding an open book while standing within 5 feet of the arch causes the gate to open for 1 minute. The book turns to dust as the gate opens, even if it is a spellbook.
- Characters must be 10th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 49 on level 9, in the closest unoccupied space next to the identical gate located there.

26. Apprentice's Quarters

Like her former master Halaster, Arcturia takes on apprentices of her own from time to time, but they seldom survive for long. This room contains a moldy quilt draped over a stone bier against the north wall and a wooden desk with a high-backed chair in the southeast corner. On one corner of the desk rests a yellowed human skull topped with a half-melted wax candle.

27. Dead Apprentice

Quilt. A moldy quilt is draped over a stone bier against the south wall.

Desk. A wooden desk stands in the northeast corner. Slumped in a high-backed chair behind the desk is a human skeleton clad in perforated black robes.

The inanimate skeleton belongs to a human apprentice named Kazvark, whom Arcturia killed with a barrage of magic missiles for failing to complete a simple homework assignment. Arcturia destroyed Kazvark's spellbook but didn't check his pockets for valuables.

Mithral Key

Characters who search the apprentice's robes find a 6-inch-long, flat piece of mithral shaped like a **U** in one pocket. This key is one of six required to activate the weapon of mass disintegration in area 37.

28. Specimens

Characters who listen at either door to this room hear strange clicking noises from beyond.

Hook Horror. A **hook horror** is trapped in the room, but there's more to it than meets the eye.

Shelves. The curved walls are lined with stone shelves.

Smashed Jars. Hundreds of jars of body parts lie smashed on the floor.

A hobgoblin accidentally set off a polymorph trap and was transformed into this hook horror. The other hobgoblins decided to trap it in this room as a joke. Lacking hands, the hook horror couldn't open the doors to escape, and it swept the bottles off the shelves in a rage, spilling their contents.

When the hook horror drops to 0 hit points, it turns back into an unconscious **hobgoblin** named Jarrk. Despite his recent misadventure, Jarrk is fanatically loyal to Doomcrown and would never willingly betray him.

Arcturia collected body parts from all sorts of Underdark specimens. Characters who search through the detritus find moth wings, beetle shells, darkmantle eyes, stirge hooks, flumph tendrils, troglodyte claws, demon ichor, gelatinous residue, and other worthless creepy bits. At your discretion, some useful spell components might lie amid the refuse.

29. Laboratory

Vanar Freth. A **drow mage** named Vanar Freth and his summoned **shadow demon** companion are quietly searching the room when the characters arrive.

Statues. Standing in opposite corners are two 9-foot-tall statues of ogres transforming into giant flies.

Table. A large stone table stands in the middle of the room. Several curious items rest atop it, including a black cube-shaped box on a folded gray blanket, and the slimy, decapitated head of a mind flayer whose headless body has bled out on the floor nearby. The corpse is being feasted on by maggots.

Old Trap. The double door to the southwest and the floor around it are scorched by fire—the result of a trap set off long ago.

The drow mage has managed to get this far without being detected. Left to his own devices, he eventually finds the treasure hidden under the table (see "Treasure" below). The shadow demon watches for trouble while the drow busies himself with the search.

Vanar fights to keep any treasure he has found but otherwise avoids hostilities. Once his search of Arcturiadoom is complete, he plans to return to the House Freth fortress on level 12 and report to his master, Drivvin Freth.

Table

Until recently, Arcturia had a mind flayer assistant. She tore off its head to study the psychic energy stored in its brain. Next to the head is a long pair of steel tweezers and a ladle.

The 1-foot black cube is an ebony-framed box fitted with panes of black glass. The box has a hinged lid and radiates an aura of transmutation magic under the scrutiny of a *detect magic* spell. When a Tiny beast small enough to fit in the box (such as a rat or a lizard) is placed inside and the lid is closed tightly, the box magically transforms it into some other Tiny beast (your choice) unless it succeeds on a DC 15 Wisdom saving throw. The box can do this eight more times before its magic is fully spent, whereupon it crumbles to sand.

The folded gray blanket upon which the box rests is, in fact, the carefully removed skin of a doppelganger. Other items on the table include a jar of cockatrice tongues, a block of soft clay (the material component for the *stone shape* spell) wrapped in moist cloth, and a wooden coffer labeled "Polymorph" containing a dozen caterpillar cocoons (material components for the *polymorph* spell).

Treasure

Hidden in the floor under the table is a small secret compartment that can be discovered with a successful DC 20 Wisdom (Perception) check. It contains a jade circlet worth 1,500 gp (the material component for a *shapechange* spell) and a *spell scroll* of *polymorph*.

30. Hideous Transmutation

Carrion Ogre. Lying on the floor in the middle of the room, held down with chains, is a creature that has the body of an ogre and the head of a carrion crawler.

Body Parts. The ogre's severed head and the carrion crawler's decapitated body lie discarded in the northern corner of the room, where they have begun to putrefy and emit a dreadful stench.

Key Ring. Hanging from a stone peg on the northwest wall is an iron ring with three keys.

The creature chained to the floor is alive, having survived a ghastly magical ritual that can't be reversed or undone. It is malnourished and must feed on carrion to survive. The chains around it are looped through iron rings bolted to the floor and secured with three heavy padlocks, which can be unlocked with the keys hanging on the wall. If released, the creature rushes over to the rotting remains of its former bodies and begins devouring them.

The creature is an **ogre**, with these changes:

- While lashed to the floor, the creature is prone and restrained. It also suffers from two levels of exhaustion.
- It has an Intelligence of 1, and it can't speak or understand any language.
- Replace the ogre's action options with the following action options.

Multiattack. The creature makes two attacks: one with its tentacles and one with its bite.

Tentacles. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one creature. *Hit:* 4 (1d4 + 2) poison damage, and the target must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. Until this poison ends, the target is paralyzed. The target can repeat the saving throw at the end of each of its turns, ending the poison on itself on a success.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) piercing damage.

31. Illithid's Assistant

This room was reserved for Arcturia's mind flayer assistant, which met a grisly end in area 29. It has the following features:

Decor. The stone walls are sculpted to resemble tentacles entwining around and through bleached human skulls embedded in the stone.

Slime Pool. In the middle of the floor is a shallow oval pool filled with dark, foul-smelling slime. (The slime has a soothing effect on mind flayers but no magical properties to speak of.)

Assistant. Standing in the eastern corner of the room, facing the corner, is a male human wearing nothing but a leather harness and a loincloth.

The harness-wearing human is Ellix Gaspar (NE male Tethyrian human **mage** with no spells prepared). He holds a half-eaten loaf of bread. Arcturia pulled him out of Dweomercore (level 9) a few months ago to serve as her assistant, only to find him too obnoxious to bear. She cast a *feeblemind* spell on him and gave him to her mind flayer assistant, who promptly forced him to don new apparel befitting his station.

In his current state, Ellix is vacant-eyed and barely responsive, with a tendency to trip over his own feet and drool uncontrollably. He has a tenday left before he can attempt another saving throw to end the *feeblemind* effect. If he regains his senses, he smartly tries to flee Undermountain with the last shreds of his sanity and dignity. He doesn't know what happened to his spellbook (Arcturia hid it in area 40b), but once his faculties return, he recalls the layout of this level and how to return to the surface.

32. Death's Head Barracks

Hobgoblin forces are quartered in these rooms, which are engulfed in a permanent antimagic field similar to that created by an *antimagic field* spell (the result of a magical experiment gone awry).

32a. Soldiers' Quarters

Thirty **hobgoblins** rest in wooden bunk beds stacked three tiers high. There are enough beds to accommodate sixty guards. The hobgoblins sleep in their armor; their weapons and shields hang from hooks on the corners of their bunks.

32b. Guard Post

Four **hobgoblins** stand guard here—two flanking the door to area 32a, and two flanking the door to area 32c. Any battle here brings reinforcements from those areas, as well as from area 20.

32c. Captains' Quarters

Two **hobgoblin captains** converse quietly in this room, which contains three beds. Other furnishings include a stone table surrounded by six wooden stools, with an unlit iron chandelier suspended above it.

The captains are worried about the recent abnormal behavior of their warlord commander (see area 33) and contemplating what to do about it. So far, the captains have hidden Doomcrown's bizarre preoccupations from the rest of the hobgoblin legion and remain, for the time being, loyal subordinates.

33. Doomcrown's Quarters

Monsters. If he hasn't been drawn elsewhere, Doomcrown the **hobgoblin warlord** is here, attended by a **flumph** that speaks to him telepathically.

Underdark Model. Standing about the room are six 7-foot-tall, stalagmite-shaped spires made of tiny rectangular blocks, with a half-finished seventh tower under construction.

Furnishings. Furnishings include a wooden bed, an overstuffed leather chair with a matching ottoman, a stone shelf holding a wooden cask of ale, a handsomely carved stone table strewn with mason's tools and bits of stone, and a heavy wooden seafarer's trunk with a smashed lock.

Tapestry. On the south wall hangs an old, faded tapestry that depicts a beautiful crystal cavern.

A few days after settling in Arcturiadoom, the hobgoblin warlord commanded his underlings to bring him a set of mason's tools. Some old tools were gathered and promptly delivered to him. In the days since, Doomcrown has been carving rectangular blocks of stone (each 2 inches wide, 4 inches long, and 1 inch thick) and using them to build odd, tower-like structures resembling stalagmites. The endeavor has helped alleviate his boredom, even if he doesn't know exactly why he's building them. The answer lies with his strange companion.

Until recently, this flumph surreptitiously fed on the mental energy of Arcturia's mind flayer assistant. The illithid's sudden death (see area 29) cut off the flumph's food supply. Fortunately, it can get by for some time without needing to feed on more psionic energy. It shacked up with Doomcrown and has been trying to convince him to reform. The hobgoblin has proven to be stubbornly, irredeemably evil, but their lengthy telepathic contact has caused Doomcrown to exhibit odd traits, including a subconscious need to recreate the flumph's home—the Underdark—out of building blocks. The flumph knows that its longing to return home is affecting the hobgoblin's behavior, but it relies on Doomcrown for protection. If the two become separated, the flumph opts to return to the Underdark.

The characters can befriend the flumph and coax it into joining the party for a while. It has encountered adventurers in Undermountain before and is generally quite fond of them and their tales of the surface world.

Treasure

The wooden trunk contains the hobgoblins' loot: 2,500 gp, an electrum pepper shaker (25 gp), a pewter candlestick (25 gp), a red velvet cape (50 gp), an ornate coral statuette of a ship cresting a wave (250 gp), a dwarven beard comb made of lapis lazuli and set with gemstones (750 gp), a platinum crown with black pearl inlay (2,500 gp), and an elven helm made of leafed gold with a spiral horn of amethyst protruding from its brow (7,500 gp).

34. Shrieking Gas Spore

Floating in the middle of this otherwise empty room is a **gas spore** that has the added defense of a shrieker. When bright light or a creature comes within 30 feet of the gas spore, it uses its reaction to emit a shriek audible within 300 feet of it. The gas spore continues to shriek until the disturbance moves out of range and for 1d4 rounds afterward.

The shrieking of the gas spore alerts the hobgoblins in areas 32c and 33, who come to investigate.

35. Rallying Hall

This wide hall has a 50-foot-high ceiling that angles down to 20 feet high as it travels north and east. Shouts echo from area 36, the door to which is slightly open.

36. Death's Head Training

The door to this room hangs ajar, and shouts in Goblin come from within. The room contains the following features:

Hobgoblins. Twelve **hobgoblins** are practicing phalanx formation maneuvers in the middle of the room, overseen by a **hobgoblin captain**. When faced with an unknown threat, the hobgoblins close ranks and attack.

Furnishings. Around the perimeter of the room are wooden trestle tables and benches.

Wall Decor. The room is lit by *continual flame* spells cast on iron torch sconces bolted to the walls. Mounted on stone plaques between the sconces are the heads of three dwarves, two orogs, a troglodyte, and a gargoyle.

37. Weapon of Mass Disintegration

In the event that her experiments got out of hand or her enemies tracked her down, Arcturia built this chamber to purge them all at once while protecting herself and her apprentices (of which she currently has none). The chamber has the following features:

Plated Walls. At the end of a short hallway is a 20-foot-high domed chamber with seven narrow alcoves. Every surface is covered with gleaming mithral plates. Each alcove is brightly lit by the yellow glow of a small crystal dome embedded in its 8-foot-high ceiling.

Key Shapes. Set into the mithral-plated walls between the alcoves are six key-shaped indentations at chest height. Each indentation is 6 inches long.

Each alcove is 8 feet tall and 4 feet deep, and narrows in width from 3 feet to 1 foot. A *detect magic* spell reveals a strong aura of abjuration magic engulfing each alcove, which is just spacious enough to accommodate a single Medium creature. The crystal dome in the ceiling is the source of the alcove's magic, and destroying its globe renders an alcove dark and powerless. Each dome has AC 11, a damage threshold of 10, 1 hit point, and immunity to acid, fire, poison, and psychic damage.

Using the Mithral Keys

Six mithral keys are required to activate the chamber. Each conforms in shape to one of the six indentations in the walls, which are (from left to right, going clockwise around the room): an upside-down **Y**, a backward **J** with a small loop at the top, an upside-down **F**, an upside-down **U**, a **V** with a small loop at the bottom, and an **H** missing its top left stem. When the six keys (located in areas 7, 10, 13b, 27, and 39a) are placed in their corresponding indentations, a *magic mouth* spell counts down from 20 seconds (in Common). At the end of the countdown, there is an ear-splitting whine, and a powerful spell deals 150 force damage to every creature

on level 14 of Undermountain (no saving throw allowed). Any creature reduced to 0 hit points by this effect is immediately disintegrated and reduced to a pile of dust. The spell also disintegrates the six mithral keys.

Creatures that are standing in the lit alcoves when the spell goes off are unharmed, as are creatures inside an antimagic field. (The antimagic fields in areas 4 and 32 protect the creatures there.)

38. Guest Quarters

Arcturia keeps this room for special guests, such as Halaster or visiting wizards who have magic to trade. Its features are as follows:

Furnishings. A large canopied bed dominates the eastern alcove. At the foot of the bed rests a large iron chest with a flat lid and clawed feet. An owlbear rug is splayed across the floor in front of the chest and the bed.

Alcove. A black curtain conceals an alcove to the southwest. In front of the curtain is an overstuffed leather chair and a small table with a crystal decanter.

The alcove contains a stone statue that lacks fine features, resembling a blank-faced humanoid. A *detect magic* spell reveals an aura of transmutation magic around the statue, which alters its form to mimic the appearance of any Small or Medium humanoid that touches it. The statue has no other properties.

Trapped Chest

The chest has an iron key in its lock, and turning the key unlocks it. A *detect magic* spell reveals an aura of transmutation magic emanating from inside the chest.

The chest is empty except for a magic mirror fastened to the inside of its lid. Any creature that sees its reflection in the mirror is targeted by a *flesh to stone* spell (save DC 20). Once the spell has been triggered, the mirror ceases to be magical.

Treasure

The crystal decanter is worth 250 gp but is fragile. It contains cheap wine. The owlbear rug is worth 75 gp.

39. Arcturia's Boudoirs

Mounted above the double door to these chambers is a 4-foot-diameter, 2-inch-thick disk of black stone upon which is engraved a white symbol depicting a bony human hand. A *detect magic* spell reveals a powerful aura of abjuration magic around the seal.

The seal has AC 17, 30 hit points, and immunity to poison and psychic damage. If the seal is destroyed, the rakshasa bound to these chambers can escape.

39a. Gold and Black Boudoir

Light. The walls and ceiling are painted gold. Mounted to them are black iron sconces with *continual flame* spells cast on them. These fires cast the entire room in bright, flickering light.

Carpet and Cushions. Thick, wall-to-wall carpeting with alternating gold and black zigzagging patterns covers the floor, with a few soft, gold silk cushions strewn about.

Hammocks. Two tasseled hammocks are stretched between four black pillars near the east wall. Napping in one of them is a beautiful young man wearing gold sandals and a golden silk skirt. (The man is Alussiarr, a **rakshasa** using a *disguise self* spell to mask its true form.)

Braziers. Two braziers made of carved black basalt rest in the middle of the floor. Smoldering blocks of incense in each brazier fill the room with a pungent but pleasant aroma.

The rakshasa is bound to these boudoirs and can't travel beyond area 39, even through the use of spells, as long as the circular seal above the doors remains in place. (Spells that would transport the rakshasa away from the area simply fail.) Arcturia trapped the rakshasa here years ago and draws blood from the fiend to fuel her terrible transmutation rituals.

Alussiarr has no beef with the adventurers and doesn't want to distress them by revealing its true form. It does, however, ask them to set it free by breaking the seal outside the room. If the characters do so, the rakshasa turns invisible and makes its way out of Undermountain with the goal of working all manner of evil in Waterdeep—but not before telling the heroes where they can find Arcturia's spellbook (area 40b) and phylactery (area 40c), as well as the command word to reveal the bookshelves in area 40b. It also gives them a flat, 6-inch-long mithral key shaped like a **Y**, and tells them it's one of six keys required to activate the weapon of mass disintegration in area 37. Alussiarr doesn't know where the other five keys are kept.

If the characters haggle with the rakshasa, it also vows to provide up to three additional pieces of useful information in exchange for its freedom, such as the way to level 15. If the characters refuse to help Alussiarr, the rakshasa shrugs its shoulders, returns to its nap, and gives them nothing in return. It has waited years to escape—it can wait a few more.

39b. Skull and Bone Boudoir

Mosaics. Gruesome mosaics made from humanoid bones decorate stone-framed panels set into the walls.

Furnishings. Arrayed about the room are six divans made of stitched flesh stretched over bone frames and a table made entirely of glued teeth and fangs.

Arch. Set into the middle of the south wall is a stone arch. Carved into its keystone are three human-like stick figures holding hands.

Arch Gate to Level 17. The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If three humanoids hold hands while standing within 5 feet of the gate, it opens for 1 minute.
- Characters must be 14th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 11 on level 17, in the closest unoccupied space next to the identical gate located there.

39c. Crystalight Boudoir

Chandeliers. Four crystal chandeliers hang from the ceiling, bathing the chamber in magical light.

Harpsichord. A **living unseen servant** (see appendix A) plays a harpsichord in the southeast corner. Because the unseen servant is invisible, the harpsichord seems to be playing by itself.

Dancers. Waltzing about the room are a resplendently dressed man and woman. The man wears a gold ruffled shirt and blue trousers, while the woman wears a ruffled blue ball gown and a gold tiara.

The living unseen servant plays the harpsichord tirelessly and fights only in self-defense.

A *detect magic* spell reveals auras of transmutation magic around the dancers who, in truth, are a mated pair of **young blue dragons**. The dragons are Arcturia's guests, and their names are Nystalancer and Venasorrn. With the help of Arcturia's magic, they are experiencing what it's like to be human and pay no attention to new arrivals. If the music stops or either of them is touched or harmed by another creature, the dragons revert to their true forms simultaneously and attack. Their clothing and jewelry merge into their new forms. Arcturiadoom is not their lair, and they keep no treasure here.

40. Arcturia's Chambers

Arcturia has cleared out an old dwarven crypt and turned it into her private sanctum.

40a. Sentinel Statue

Statue. Standing in the middle of this 30-foot-high room is a life-size statue of a dwarf in plate armor, wearing a bucket helm and standing at attention atop a block of stone that measures 3 feet on a side.

Secret Door. Set into the north wall is a secret door that swings open into area 40b.

The dwarf statue is inseparable from its base, and its base is inseparable from the floor. If anyone other than Arcturia opens the secret door, the statue transforms into a 6-inch-thick wall of stone that bisects the room from east to west, creating separate chambers to the north and south. The wall is permanent. Each 10-foot-square section of it has AC 15, 180 hit points, and immunity to poison and psychic damage.

40b. Arcturia's Library

Pedestal. A 5-foot-tall stone pedestal carved in the likeness of a nalfeshnee demon stands near the southern wall.

Secret Door and Trap. A secret door in the east wall opens into area 40c. The 10-foot-square space in front of the secret door contains a polymorph trap (see "Polymorph Traps," page 180).

A *detect magic* spell reveals auras of transmutation magic around the pedestal and rectangular sections of the north wall where hidden bookshelves magically emerge (see "Treasure" below).

The pedestal is a Small object with AC 15, 20 hit points, and immunity to poison and psychic damage. Under certain conditions, it transforms into a **nalfeshnee** (see area 40c). The pedestal also transforms if it takes damage. With Halaster's help, Arcturia pressed the demon into service. Its primary task is to guard the lich's phylactery. While in pedestal form, the demon is unaffected by the weapon of mass disintegration in area 37.

Treasure. When the proper command word is spoken ("palimpsest"), tall stone bookshelves magically protrude from the north wall. The shelves are inaccessible otherwise. Packed into these shelves are dozens of spellbooks that Arcturia has accumulated over the years. They contain most of the wizard spells in the *Player's Handbook*, plus any others of your choosing.

All the 8th-level and 9th-level spells that can be found are contained in Arcturia's personal spellbook, which magically changes its appearance each dawn. When first discovered, it has black crystal covers and gold-leaf pages engraved with arcane runes and phrases. The book is titled *Arcturia's Arcane Esoterica: Vol. IX*, and it contains the following spells: *antimagic field*, *astral projection*, *dominate monster*, *feeblemind*, *gate*, *incendiary cloud*, *power word kill*, *power word stun*, *shapechange*, *telepathy*, *true polymorph*, and *wish*.

40c. Arcturia's Phylactery

A niche in the north wall holds a small box made of purple crystal—Arcturia's phylactery. The phylactery does not detect as magical. If the characters remove the phylactery from this room, the demonic pedestal in area 40b transforms into a **nalfeshnee** and attacks them.

Destroying this phylactery leaves Arcturia with no means to rejuvenate once her physical form is destroyed. The object can be destroyed only after being digested in the stomach of a mimic for three days. A *legend lore* spell or similar magic reveals the exact method of the phylactery's destruction.

41. Watchful Pillars

Two stone pillars, each carved with dozens of lidless eyes facing in all directions, flank a double door.

The doors swing inward, revealing a 10-foot-wide landing at the top of a staircase that descends hundreds of feet to level 15, area 1.

Aftermath

Arcturia returns to her home periodically to peruse her spellbooks, place new polymorph traps throughout the level, and alter the conditions that trigger existing ones, as needed. If intruders have laid waste to her defenses, she might forge an alliance with the mind flayers on level 17, intending to secure an illithid security force to further strengthen her hold on this level. If the dragons in area 39c are still alive, Arcturia bribes them into guarding the tunnels leading to levels 13 and 15.

Defeating Emberosa and her giants stalls the progress on Mecha-Halaster, but only until Halaster finds new metalsmiths (perhaps a band of azers) to continue the work. The Mad Mage considers the hobgoblins expendable.

Level 15: Obstacle Course

The Obstacle Course is designed for four 13th-level characters, and adventurers who defeat the monsters on this level should gain enough XP to advance to 14th level. Before running this level of Undermountain, review the description of the death tyrant in the "Beholders" entry in the *Monster Manual*, as that information will help you roleplay the death tyrant that claims the Obstacle Course as its lair.

What Dwells Here?

Visitors to this level must contend with mechanical traps left behind by the Melairkyn dwarves, magical traps crafted by the Mad Mage, and an undead beholder named Netherskull. They might also encounter nuisances from the Elemental Planes of Earth and Fire, and a band of githzerai on a special mission.

Netherskull the Death Tyrant

Many years ago, a beholder floated up from the Underdark and infiltrated Undermountain. After carving out a lair for itself, the beholder dreamed itself into undeath, becoming a death tyrant called Netherskull.

When Halaster and Netherskull met in battle, the wizard emerged triumphant, but he couldn't bring himself to destroy such a formidable dungeon guardian. Instead, Halaster agreed to let Netherskull remain the undisputed lord of this level on the condition that it permit Halaster to tinker with and maintain the level's traps, as well as add a magical, mean-spirited announcer that taunts visitors as they blunder from one room to another (see "Halaster's Play-by-Play," page 194).

Githzerai Zerths

Four githzerai zerths have taken refuge in the Obstacle Course. They use their psychic abilities and natural stealth to hide from Halaster's magical gaze and the death tyrant's watchful eyes.

The githzerai are aware that githyanki have conquered the Crystal Labyrinth (level 16) and are waging war against a mind flayer colony in Seadeeps (level 17). The githzerai wait patiently to see the outcome of the Seadeeps conflict but stand ready to assist should the githyanki need help. The leader of this githzerai band, Yrlakka, is a member of the Sha'sal Khou, a faction of renegade githyanki and githzerai who seek to reunify the gith races. By helping the githyanki defeat a common foe, Yrlakka hopes to demonstrate the merits of a single unified gith race—not only to the evil githyanki, but also to the younger githzerai zerths who follow him. Yrlakka is concerned because his most headstrong pupil, a githzerai named Ezria, has disappeared. He fears (correctly) that Ezria was captured by the githyanki on level 16 while trying to find weak spots in their defenses.

Lava Children and Friends

Several lava children (see appendix A) brought to Undermountain by Halaster's apprentice Trobriand have migrated from level 13 to the Obstacle Course and taken residence around a lava-filled chasm in the heart of the

ZOLTAN BOROS

level, joining the magma mephits that dwell there. Netherskull terrorizes the lava children and magma mephits from time to time, but not enough to force them to leave the warmth of the chasm. The evil mephits trick or goad the lava children into attacking all other creatures that blunder into their territory.

Traps

The Obstacle Course is replete with mechanical and magical traps. Two recurring types are described below.

Covered Pits

Melairkyn dwarves built these pits, and Halaster keeps them in working order.

A 10-foot-square slab of 2-inch-thick stone covers each pit. Each cover is carved to resemble the floor surrounding the pit. A character who has a passive Wisdom (Perception) score of 17 or higher recognizes the trapped section of floor as the cover of a pit. A character can also search the floor for traps, detecting the pit with a successful DC 17 Wisdom (Perception) check. Once a pit is detected, an iron spike or similar object can be wedged between the pit's cover and the surrounding floor to prevent the cover from opening. The cover can also be held in place using an *arcane lock* spell or similar magic.

When a weight of 25 pounds or more is placed on the cover, it swings downward (as long as it hasn't been prevented from opening) and remains open until Halaster happens by and decides to close it. Any creature or object on the cover when it swings open falls into the pit below. The pit's depth and other hazards vary by location, as described in the location's description. Regardless of a pit's depth, its walls are too smooth for characters to climb without the aid of climbing gear, magic, or the Spider Climb trait (or a similar ability).

Teleport Traps

Teleport traps are at the locations marked T on the map. A teleport trap is a magical effect usually cast on a 10-foot-square section of floor, set to trigger whenever a creature enters the trap's space. The trap extends all the way to the ceiling of the space that contains it.

A teleport trap is invisible to the senses, and a permanent *Nystul's magic aura* spell prevents divination spells such as *detect magic* from revealing the trap's presence. A successful *dispel magic* spell (DC 18) cast on the trapped section of floor destroys the trap.

A creature that enters the trap's space is teleported along with any objects it is wearing or carrying to another teleport trap (or the nearest unoccupied space). There is no saving throw to resist the teleportation effect, and the destination varies from trap to trap. Once a creature has been teleported in this way, it is unaffected by teleport traps on this level for 1 hour.

When a creature is teleported by a trap, Halaster's booming voice shouts "Teleported!" in Common. The magical voice originates at the point of departure and the point of arrival, and it is audible in both locations out to a range of 100 feet.

Some teleport traps have additional effects, as described in their encounter locations.

Halaster's Play-by-Play

Whenever a creature makes an attack roll, takes damage, or performs a death-defying stunt in the Obstacle Course, Halaster's disembodied voice magically chimes in with play-by-play commentary. The effect can't be dispelled, and its exact point of origin can't be ascertained. The play-by-play can be silenced for good by destroying the source in area 30b or by defeating the death tyrant Netherskull.

Improvise the play-by-play as you see fit. The commentary tends to be sarcastic, biting, and demoralizing. A few examples of what the disembodied voice might say are provided below:

When a character misses with a melee attack roll: "Swing and a miss!"

When a character misses with a ranged attack roll: "Missed that one by a mile!"

When a character takes damage: "Ouch, that'll leave a mark!"

When the characters kill a monster: "Score one for the underdogs!"

When the party cleric drops to 0 hit points: "The cleric is down! Stick a fork in it—this party's done!"

Splitting the Party. Teleport traps are designed to split the party—a situation that can challenge any DM. To ensure that every member of a split party gets attention, think of yourself as a film editor cutting scenes in a movie. Jump from one group of characters to the next while spending no more than a few minutes with any given group or individual. Tense moments are great times to "cut" from one group to another—don't be afraid to leave them hanging!

Exploring This Level

The following encounter locations are keyed to map 15. The most distinguishing feature of the level is a gaping chasm that borders several dungeon corridors and chambers (see area 40 for details).

The Obstacle Course is mostly devoid of furnishings, since the level was designed explicitly to dispose of intruders in an efficient yet entertaining manner.

1. On Your Mark! Get Set! Go!

A broad set of stairs descend to a large chamber with the following features:

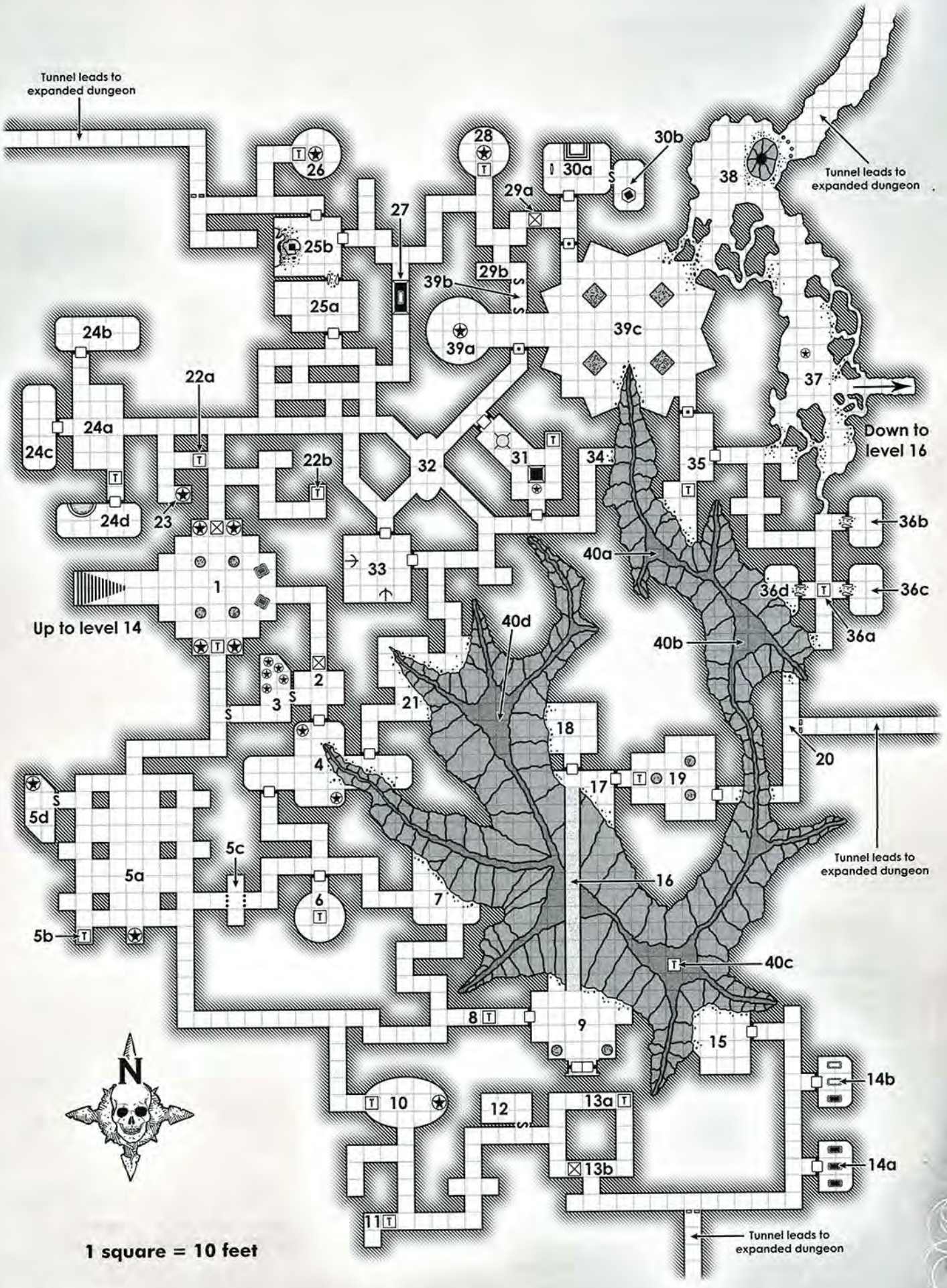
Pillars. Four stone pillars support a 35-foot-high, vaulted ceiling strung with cobwebs. When one or more humanoids approach within 30 feet of the northeast pillar, a *magic mouth* spell activates, forming a stone mouth on the pillar.

Statues. Tunnel exits to the north and south are flanked by 12-foot-tall stone statues of Halaster Blackcloak, depicted as a bearded, scowling old wizard wearing a robe covered with lidless eyes and clutching a stout scepter with a red dragon's head at each end.

Mine Carts. Two mine carts made of corroded iron stand near a tunnel exit in the east wall.

Halaster Statues

These statues can't be moved, knocked over, or damaged in any way. A *detect magic* spell reveals an aura of transmutation magic around each one.



TIM HARTIN

Map 15: Obstacle Course

Any nonmagical weapon that strikes a statue for the purpose of dealing damage to it turns to dust.

Magic Mouth

In Halaster's voice, the magic mouth speaks the following words in Common before disappearing: "Welcome to the Obstacle Course! Place all weapons and magic items in the carts for safekeeping. You won't need them. Hurry! Time is running out."

Mine Carts

The axles, wheels, and brake handles of the mine carts are rusted in place. A *prestidigitation* cantrip or similar magic can free the mechanisms and render a mine cart functional for the spell's duration, but it still squeals loudly when rolled across the floor.

The characters are under no compulsion to heed Halaster's *magic mouth* spell. Any items they place in the carts and leave there are safe for 24 hours. After that, all unattended objects in the carts disappear—taken by Halaster to area 5 on level 23. Characters can find the missing items waiting for them there.

Covered Pit

This 40-foot-deep hidden pit (see "Covered Pits," page 194) is located between the two northernmost statues. Halaster has cast a *glyph of warding* spell at the bottom of the pit, set to trigger a *fireball* spell (save DC 22) when a creature lands on the pit floor. The fireball is created using a 7th-level spell slot, engulfs all creatures in the pit, and deals 42 (12d6) fire damage on a failed save, or half as much damage on a successful one. Creatures in the pit have disadvantage on the saving throw, as there's precious little space to maneuver.

Teleport Trap

Halaster has placed a teleport trap (see "Teleport Traps," page 194) between the two southern statues. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–12	The teleport trap in area 10
13–18	The teleport trap in area 19
19–20	The teleport trap in area 40c

Additional Effect: Elder Rune. The first time a creature triggers this teleport trap, an elder rune (see "Elder Runes," page 12) appears in the air between the two southern statues a split second after the creature disappears, and at the same moment a booming voice shouts, "Teleported!" Draw a card from the Elder Runes Deck (see appendix B) to determine which rune appears. This rune targets all creatures within 60 feet of it with the same effect (bane or boon, determined randomly).

2. Clacking Floor

The stones that comprise the floor of this 10-foot-high chamber make clacking noises when stepped on—a crude but effective alarm system installed by dwarves long ago. A character who searches the floor for traps before stepping on it discovers the hidden alarm system with a successful DC 20 Wisdom (Perception) check.

A secret door in the west wall opens into area 3, and north of the room is a hidden pit trap.

Covered Pit

This hidden pit (see "Covered Pits," page 194) is 20 feet deep, but the bottom 10 feet is occupied by a **gelatinous cube**. Any creature that falls into the pit takes 10 (3d6) acid damage as it sinks into the cube and is automatically engulfed by it. If the cube is attacked from above, it rises out of the pit on its turn and tries to engulf anything in its path.

3. Stuffed Monsters

The secret doors leading to this chamber are 10 feet square. It takes a singular or combined Strength of 16 to push open each door. The room is choked with dust and cobwebs. Five dead creatures stuffed with sawdust and displayed in lifelike poses are crammed into the northern half of the room. The stuffed monsters and their weights are summarized below:

- An aarakocra with wings spread, clutching a javelin (120 pounds)
- A reared-up ankheg (600 pounds)
- A young brass dragon with wings tucked in, head lowered, and jaws agape (750 pounds)
- An ettercap with its arms raised menacingly (200 pounds)
- A hell hound with a *continual flame* spell cast in its gullet (150 pounds)

4. Caught in the Tentacles

Ceilings. The central portion of this chamber has a domed ceiling 20 feet high. Wings to the east and west have 15-foot-high arched ceilings.

Crevasse. Orange light and intense heat spill from a crevasse that splits the room nearly in two. (The source of the light is a river of lava 30 feet below, which widens toward the southeast, originating in area 40d.)

Statues. Two life-size iron statues of mind flayers sit in opposite corners of the central chamber, facing one another with their tentacles outstretched.

Halaster placed the mind flayer statues here and trapped them. A *detect magic* spell reveals auras of abjuration and evocation magic around each one. It doesn't require an ability check to realize that a humanoid head would fit nicely inside each mind flayer's tentacles.

Any humanoid that passes between the statues must succeed on a DC 22 Intelligence saving throw or be charmed by the statues for 1 minute. The charmed creature must use all of its movement on its turn to move toward the nearest statue and stick its head between the tentacles. (A Small humanoid must climb the front of the statue to do so.) Only one creature at a time can place its head between the tentacles. A humanoid that places its head between the tentacles is no longer charmed but is stunned and remains so until another creature separates it from the statue or until the statue is destroyed.

Each statue is rooted to the floor and is a Medium object with AC 19, 40 hit points, and immunity to all damage except force damage.

5. Antechamber

Several traps and obstacles await visitors to these areas. The ceilings are 10 feet high throughout.

5a. Halaster's Coin

Columns. Six 10-foot-wide columns support the ceiling.

Gilded Statue. An alcove in the south wall contains a gilded statue of Halaster Blackcloak holding what looks like coins in its outstretched right hand.

Secret Door. A northwest alcove contains a secret door that opens into area 5d.

The statue holds five gold-painted stone coins in its outstretched hand. Close inspection reveals that one of the coins is loose and can be removed from the statue's hand. Engraved on each side of the loose coin is Halaster's rune. A *detect magic* spell reveals an aura of abjuration magic around the coin, and an *identify* spell or similar magic reveals its magical property.

When an elder rune triggers within 60 feet of the creature that possesses the coin, the creature can use its reaction and the coin to change the elder rune's bane effect into a boon effect, or vice versa. After the coin is used once, it disappears in a flash, accompanied by Halaster's booming laugh.

5b. Teleport Trap

This trap is located in the far west alcove in the south wall (see "Teleport Traps," page 194). A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–10	The teleport trap in area 19
11–15	The teleport trap in area 28
16–20	The teleport trap in area 40c

5c. Electrified Portcullises

This empty, 30-foot-wide, 10-foot-deep, 10-foot-high chamber is closed off by two humming iron portcullises with 3-inch gaps between their 1-inch-thick bars. A winch on the north wall of the chamber raises and lowers both portcullises simultaneously, but it's beyond the reach of characters standing outside the room. A *mage hand* cantrip or an *unseen servant* spell cannot exert enough force to turn the winch, but a *telekinesis* spell does. A character can also circumvent one or both portcullises using a spell such as *misty step* or *gaseous form*. Any creature that touches either portcullis or passes between its electrified bars takes 22 (4d10) lightning damage, or 44 (8d10) lightning damage if the creature is made of ferrous metal or wearing metal armor.

5d. Deep Duerra's Den

This chamber, hidden behind a secret door, is choked with dust and cobwebs. The room's only feature is a 9-foot-tall stone statue of a cloaked female dwarf, her face half hidden under a cowl. In one outstretched hand, she holds an alien skull, yellowed with age.

The statue depicts Deep Duerra, the duergar god of conquest and psionics. Recognizing this sinister figure requires a successful DC 20 Intelligence (Religion) check; dwarves (including duergar) have advantage on the check. A successful DC 15 Intelligence (Arcana or Nature) check confirms that she is holding the skull of a long-dead mind flayer.

Treasure. A *detect magic* spell reveals an aura of illusion magic around the mind flayer skull, and an *identify* spell or similar magic reveals its magical properties. A creature with the skull in its possession is invisible to mind flayers, as is anything the creature is wearing or carrying. The skull crumbles to dust and is destroyed 1d10 days after leaving the statue's grasp.

6. Looted Chest

Scorch Marks. This circular chamber has a 20-foot-high domed ceiling. Every surface is scorched and covered with soot, in a manner suggesting that multiple fiery explosions have occurred here.

Xunderbrok. On a section of the back wall, an exclamation is scrawled in the soot: XUNDERBROK! (A previous explorer spelled this word on the wall. For information on its meaning, see area 39c on level 6.)

Chest. A stone chest also blackened by soot lies open in the middle of the floor. (The stone chest is empty, its contents looted long ago. It weighs 500 pounds.)

Teleport Trap

In addition to the empty chest, the middle 10-foot square of the room contains a teleport trap (see "Teleport Traps," page 194). A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–6	The teleport trap in area 13a
7–12	The teleport trap in area 22b
13–20	The teleport trap in area 40c

7. Fidelio's Folly

Chasm. This partially destroyed room is dimly lit by the lava at the bottom of the nearby chasm (see area 40). Past the chasm's ledge is a spectral bridge that connects two other partially destroyed chambers (see area 16).

Peeling Paint. The vibrant green paint that once adorned the walls has mostly peeled off from the chasm's extreme heat.

Ghost. As one or more characters attempt to cross the room, the **ghost** of Fidelio, a human paladin of Tyr, appears in the middle of the room. The air around it reeks of cheap cologne.

Fidelio's ghost has 80 hit points and appears as a translucent knight in shining armor, with the symbol of Tyr (a set of balanced scales) on his ghostly breastplate. The ghost is lawful good and speaks in Common. If the ghost is reduced to 0 hit points, it re-forms 24 hours later in a random location within the Obstacle Course and remains there until encountered again.

Over a century ago, Fidelio began his campaign to single-handedly rid Undermountain of evil, foolishly believing that Tyr would not let him perish. The arrogant paladin fought his way down to the Obstacle Course, only to be disintegrated unceremoniously by Netherskull. Fidelio's convictions are so strong, however, that his spirit cannot rest until it defeats Netherskull in battle. The ghost has confronted the death tyrant many times on its own, but these battles are always short-lived, ending with Netherskull destroying the ghost and causing it to re-form elsewhere in the dungeon.

Fidelio's ghost is looking for a potential host who is willing to be possessed by it. A character who allows the possession forgoes the saving throw to resist the effect, and you can allow the player to continue running the character. While possessed, the character gains the following flaw, which supersedes any conflicting personality trait: "I, Fidelio, favored son of Tyr, must strike down Netherskull at all costs, as justice demands." The character also reeks of cheap cologne while possessed.

His arrogance aside, Fidelio won't possess a humanoid without its consent. If it can't find a willing host, it offers to join the party on two conditions: the characters must seek out Netherskull with haste, combat it, and allow Fidelio to deal the death blow to it. The ghost knows the location of the death tyrant's lair (area 39c) but doesn't know how to open the doors that lead to it, or about the secret way in (area 39b).

If Netherskull is reduced to 0 hit points by a creature other than Fidelio's ghost or its host, the paladin of Tyr can't accept that someone other than he dealt the killing blow. The ghost wallows in despair, doomed to haunt the Obstacle Course until another follower of Tyr convinces it to move on with a successful DC 20 Charisma (Persuasion) check. A non-follower can attempt the check, but only by posing as a Tyr worshiper and fooling the ghost with a successful DC 10 Charisma (Deception) check.

If it succeeds in reducing Netherskull to 0 hit points, either as a ghost or when in possession of a host, Fidelio's ghost is laid to rest. "Victory at last!" says the ghost as it fades away. Afterward, Tyr bestows a *blessing of protection* (see "Supernatural Gifts" in chapter 7 of the *Dungeon Master's Guide*) on any character who served as Fidelio's host.

For laying Fidelio's spirit to rest, the characters should receive XP as if they had defeated the ghost in combat.

8. Teleport Trap

This unadorned hallway contains a teleport trap (see "Teleport Traps," page 194). A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–12	The teleport trap in area 11
13–16	The teleport trap in area 26
17–20	The teleport trap in area 31

9. Hidden Rune

This 20-foot-high chamber shows signs of past extravagance. It has the following features:

Chasm. The floor to the north gives way to a chasm and a hot, bubbling pool of lava 30 feet below. Intense heat from the lava fills this room.

Bridge. A 10-foot-wide spectral bridge—nothing more than a flat plane of wispy, magical force—extends across the chasm from this room to another ledge 120 feet away. (For more information on the bridge, see area 16. The far ledge is described in area 17.)

Double Door. At the south end of the room, two pillars carved with scores of eyes flank a stone double door engraved with a giant letter H.

If their handles are tugged, the double doors fly open, revealing a stone wall with a giant elder rune carved into it (see "Elder Runes," page 12). Draw a card from the Elder Runes Deck (see appendix B) to determine which rune waits beyond the doors. This rune targets all creatures in the room with the same effect (bane or boon, determined randomly). If Halaster's personal rune is indicated, an additional effect occurs: the pillars flanking the doorway shoot multicolored rays from their eyes, and each creature in the room becomes the target of a *prismatic spray* spell (save DC 22). Once this effect is resolved, the elder rune on the wall disappears, and the doors slam shut unless they are held open or otherwise prevented from closing.

When the doors close, the trap resets so that the next time the doors open, another randomly determined elder rune appears on the wall behind them.

10. Roller-Dragon

This oval chamber has a 10-foot-high ceiling. Standing against the east wall is a stone statue of a young gold dragon on stone rollers. The dragon's mouth is agape, teeth bared, and its wings are folded in tight.

Dragon Statue

The statue, which weighs 5 tons, can move forward or backward on its stone rollers. It moves on its own when the teleport trap triggers (see "Teleport Trap" below) but otherwise remains still. While the statue is still, its rollers are locked to prevent the statue from being moved.

The rolling statue is designed to fit snugly in the dungeon's 10-foot-wide passageways. It is a Large object with AC 17, 120 hit points, and immunity to all damage except force damage.

Teleport Trap

A teleport trap fills the 10-foot-square space in front of the west exit. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–12	The teleport trap in area 13a
13–18	The teleport trap in area 22b
19–20	The teleport trap in area 40c

Additional Effect: Rolling Dragon. When a creature is teleported to this location from another teleport trap, a disembodied voice shouts, "Teleported!" at the same moment the 10-foot-wide dragon statue rolls forward 60 feet, passing through the teleport trap's space and slamming into the wall of the corridor that leads west. Any creature in the path of the rolling statue, including the one teleported by the trap, must succeed on a DC 15 Dexterity saving throw to get out of its way. On a failed save, the creature is struck by the rolling statue, falls prone, and takes 55 (10d10) bludgeoning damage.

The statue returns to its original position against the east wall after 1 minute, ready to roll again the next time a creature teleports into the room.

11. Dead End

Teleport Trap. A teleport trap (see "Teleport Traps," page 194) is situated near the bend in the corridor.

Corpse. A dead drow lies on the floor at the end of the tunnel, around the corner from the teleport trap.

The rotting corpse of a drow mage lies slumped against a wall at the end of the tunnel, his face frozen in a scream, his black robe torn and dusty. The drow, Elvilac Zmirth, was killed by Netherskull's remote Death Ray (one of the death tyrant's regional effects) after finishing a long rest in this dead-end tunnel. His sister, Lorlynn, can be found in area 14b.

Treasure

Characters who search Elvilac's remains find a zurkhwood wand (used as an arcane focus), a spellbook with black leather covers, and a spider silk pouch containing three soft purple mushrooms that give off an aura when subjected to a *detect magic* spell or similar magic. Elvilac's spellbook contains all the spells he had prepared (see the **drow mage** stat block), plus *dispel magic*, *stoneskin*, and *telekinesis*. Each of the purple mushrooms can be eaten as an action and has the magical properties of a *potion of greater healing*.

Teleport Trap

A teleport trap fills the 10-foot-square space marked on map 15. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–12	The teleport trap in area 6
13–16	The teleport trap in area 24a
17–20	The teleport trap in area 28

12. Wheel Room

Hidden behind a secret door is a dusty, 10-foot-high room that contains the following features:

Lever. In the middle of the room, a 6-foot-diameter rusty iron wheel protrudes from the floor.

Unseen Servant. Standing silently in the northwest corner is a **living unseen servant** (see appendix A).

The rusty iron wheel can be rotated a half turn in either direction, squealing loudly until it clicks to a stop. Turning the wheel causes mechanisms under the floor to clank and whir, locking the lids of all the covered pits on this level and deactivating all the teleport traps on this level. Resetting the wheel to its original position reactivates these traps.

The living unseen servant doesn't announce its presence to anyone. If the characters turn the wheel but fail to destroy the unseen servant, it waits until they leave the room before using the wheel to reactivate the traps on this level.

13. Hidden Traps

Two traps are hidden in these unadorned halls.

13a. Teleport Trap

A teleport trap (see "Teleport Traps," page 194) fills the 10-foot-square space marked on the map. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–10	The teleport trap in area 19
11–18	The teleport trap in area 22a
19–20	The teleport trap in area 40c

Additional Effect: Summoned Devil. After a creature triggers the trap and is teleported away, an **ice devil** appears in the trap's space and attacks any other creatures it sees at the same moment a booming voice shouts, "Teleported!" The devil doesn't trigger any of the teleport traps on this level. It disappears when reduced to 0 hit points or after 1 minute. Each time the trap is triggered, a new ice devil appears.

13b. Covered Pit

This hidden pit (see "Covered Pits," page 194) is 40 feet deep, and a creature that falls the distance takes 14 (4d6) bludgeoning damage. In addition, Halaster has cast a *glyph of warding* spell at the bottom of the pit, set to trigger a *cloudkill* spell (save DC 22) when a creature lands on the floor of the pit. The poisonous fog created by the spell fills the pit and lasts for 10 minutes. The spell is cast using an 8th-level spell slot. It deals 36 (8d8) poison damage on a failed saving throw, or half as much damage on a successful one.

14. Sepulchers

This corner of the dungeon holds a pair of dusty crypts.

14a. Southern Crypt

The door to this room is engraved with a large rune, while the door frame is carved with leering dwarven skulls. A character who understands Dwarvish recognizes the rune on the door as a dwarven symbol of death (identical to the one in area 27).

Behind the door is a dusty, 10-foot-high crypt that contains the following features:

Sarcophagi. Three open stone sarcophagi rest in the middle of the crypt, their lids lying in pieces on the floor.

Skeletons. Piled against the back wall are scores of moldering dwarf skeletons (inanimate and harmless).

A pair of drow mages and siblings named Elvilac and Lorlynn searched and plundered the sarcophagi. Each sarcophagus rests atop a 1-foot-tall stone bier and is 7 feet long, 3 feet wide, and 3 feet tall. The contents of the sarcophagi are as follows:

- The northern sarcophagus contains the moldy bones of a dwarf with corroded bits of armor clinging to it. Its skull is hidden inside a rusty bucket helm.
- The middle sarcophagus is empty, but a body-shaped impression in the dust suggests that someone rested here recently. (Elvilac, the dead drow in area 11, rested here while he meditated.)
- The southern sarcophagus contains the bones and tattered robe of a long-dead mind flayer.

14b. Northern Crypt

The door to this room is identical to the one guarding area 14a, except for a triangular hole at the bottom. Behind the door is a dusty, 10-foot-high crypt containing the following features:

Skeletons and Sarcophagi. Twelve dwarf **skeletons** mill aimlessly around three unmarked stone sarcophagi in the middle of this crypt.

Lorlynn. The southern sarcophagus is missing its lid. A female **drow mage** named Lorlynn Zmirth rests inside. She sits up when intruders enter the crypt.

Lorlynn came to Undermountain with her twin brother Elvilac in hopes of finding useful spellbooks and magic. Netherskull has chosen to leave her alone for the time being. Her brother wasn't so fortunate (see area 11). Lorlynn doesn't know he's dead and is expecting him to return any moment, but news of his death doesn't upset her. So gloomy a creature was he that if Lorlynn can recover and animate his corpse, it will be as though he never died.

Lorlynn wears a tattered gray spider silk robe and cowl that, coupled with her gaunt features, makes her appear distinctly banshee-like. She abhors the company of other humanoids except her brother. She is in a relaxing trance when the characters first arrive. Normally indifferent toward adventurers, she turns hostile if she finds that the characters have her brother's spellbook and refuse to surrender it to her. If her skeletons are turned or destroyed and she is reduced to half her hit points or fewer, Lorlynn offers information in exchange for her life. She knows one random Undermountain secret, determined by drawing a card from the Secrets Deck (see appendix C). She also knows how to deactivate the pit traps and teleport traps on this level using the wheel in area 12, but knows nothing of the living unseen servant that Halaster recently put there.

Each sarcophagus sits atop a 1-foot-tall stone bier and is 7 feet long, 3 feet wide, and 3 feet tall. A character with a Strength score of 15 or higher can push off the lid of a sarcophagus easily. The contents of each sarcophagus are described below:

- The northern sarcophagus has a gaping crack in one of its sides, and four harmless rats have used this crack to creep inside and make a nest among the moldering bones of a sahuagin (placed here by Halaster to confound grave robbers). Lifting the lid or tapping on the sarcophagus causes 1d4 rats to emerge in a panic. The detritus in the nest includes two random trinkets, determined by rolling on the Trinkets table in chapter 5 of the *Player's Handbook*.
- The middle sarcophagus is full of cobwebs, hidden under which is a right-handed iron gauntlet with six fingers. Characters can use the gauntlet to activate the gate in area 24c.
- The southern sarcophagus (Lorlynn's bed) has a secret compartment in the bottom that can be found with a successful DC 20 Wisdom (Perception) check. Its contents are described in "Treasure" below.

Treasure. Lorlynn wears a black gold ring set with bloodstones (250 gp) on the index finger of her right hand and carries a bone wand (her arcane focus), a pouch containing two bone dice (1 gp each), and a blood-stained sackcloth doll with two jet eyes (100 gp per eye).

The secret compartment in Lorlynn's sarcophagus holds her spellbook, which has covers made of stitched elf flesh. It contains all the spells she has prepared plus *animate dead*, *arcane eye*, and *wall of stone*.

15. Ruined Armory

Chasm. The air is hot and dry. A crumbling ledge overlooks a great chasm brightly lit by a bubbling pool of lava 30 feet below. Visible from this location is a spectral bridge that spans the chasm (see area 16).

Debris. What's left of the floor is strewn with broken, corroded fragments of dwarf-sized chain mail and plate armor.

Arch. Embedded in the middle of the south wall is a stone arch made up of one hundred stone jigsaw pieces. This arch is one of Halaster's magic gates (see "Gates," page 12).

Arch Gate to Level 20

Each of the arch's one hundred jigsaw pieces weighs 10 pounds. The rules of this gate are as follows:

- Only one piece of the arch can be removed at any given time. A *detect magic* spell reveals that one of the pieces (determined randomly) is magical. When that piece is removed from the arch, it disappears, and the gate opens for 1 minute. When the gate closes, the piece removed from the arch magically reappears in its proper place, and a different piece becomes magical and must be removed to reopen the gate.
- If a wrong piece is removed from the arch, an **adult white dragon** magically appears in an unoccupied space within 60 feet of the arch and attacks any creature it can see. The dragon disappears when it is slain or after 1 minute. When the dragon disappears, the piece that was removed from the arch magically reappears in its previous place.
- Characters must be at least 16th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 9b on level 20, in the closest unoccupied space next to the identical gate located there.

16. Spectral Bridge

A 120-foot-long, 10-foot-wide bridge of wispy magical energy spans the lava-filled chasm, connecting areas 9 and 17. This bridge provides a relatively safe means of crossing the chasm, particularly given that the chasm suppresses *fly* spells and similar magic (see area 40).

The bridge, suspended 30 feet above the surface of the lava, is flat, translucent, and without railings. Normally, it is solid and safe to walk on—but any section of the bridge within 10 feet of a magic item becomes insubstantial. A creature or object passes through an insubstantial section of the bridge like it's not there. A successful *dispel magic* spell cast on the bridge (DC 18) causes the entire span to disappear for 1 hour.

In order to retain their magic items as they cross the bridge, the characters must devise a way to distance the items from the bridge as they cross it, such as by tying the items to ropes and dangling them more than 10 feet from the span.

Fireball Trap

Whenever a creature on the bridge crosses the midpoint of the span, there is a 25 percent chance that the lava pool below spouts a fireball that explodes at a point centered on that creature. The effect is that of a *fireball* spell (save DC 19) cast using a 7th-level spell slot. It deals 42 (12d6) fire damage on a failed saving throw, or half as much damage on a successful one.

17. Ruined Chamber

What's left of this room is perched above the lava at the north end of the spectral bridge (area 16). Most of the chamber was destroyed when the chasm was created, but the following features remain:

Frescoes. Damaged frescoes cling to the few walls that weren't destroyed by the chasm's formation. These frescoes depict obscene orgies between drow and demons.

Door Carving. Covering the north door (to area 18) is a silver-inlaid carving of a spider's web.

18. Ruined Shrine

This room stands empty except for fist-sized bas-reliefs of spiders at various heights along the walls. The furnishings of the shrine were either destroyed by the formation of the chasm or disintegrated by the death tyrant. What remains is an empty chamber with a crumbling ledge that overlooks a lava pool 30 feet below.

Characters who make no effort to conceal themselves as they approach the ledge are spotted by the creatures frolicking in area 40d: six **lava children** (see appendix A) and seven **magma mephits**. See area 40d for details.

Treasure

A character who searches the north wall and succeeds on a DC 15 Intelligence (Investigation) check discovers that one of the spider carvings on that wall can be detached. The carving is 6 feet off the floor, weighs 10 pounds, and acts as a plug sealing a stone tube. Removing the plug causes 250 pp to cascade out of the tube onto the floor.

19. Grabby Pillars

Ropers. Three **ropers** are disguised as 10-foot-tall pillars of rough-hewn stone that extend from floor to ceiling. Lying on the floor between the pillars is a key of bone. Set into each pillar at a height of 7 feet is a lidded eye fixed on the key. (These are the ropers' actual eyes, which appear still and lifeless.)

Frescoes. The walls are covered with faded frescoes that depict Underdark caverns and fungi forests.

Teleport Trap. A teleport trap (see "Teleport Traps," page 194) fills the space marked on the map.

The 6-inch-long key is carved from a dragon's finger bone, and its yellow head is shaped like an H. This key unlocks the doors to area 39c. A similar key can be found in area 30b.

The ropers remain still and hold their pillar-like shapes until the key is disturbed or until one or more of the ropers is attacked or poked in the eye, whereupon all three sprout tendrils and attack all other creatures in the room. The ropers ignore intruders otherwise, since Halaster keeps them well fed.

Teleport Trap

A creature teleported by this room's teleport trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–8	The teleport trap in area 5b
9–14	The teleport trap in area 13a
15–20	The teleport trap in area 26

20. Separated Hall

This empty hallway has been broken away from the rest of the level by the lava-filled chasm (described in area 40). Creatures in the hall can hear the lava children playing in area 40b to the north.

21. Destroyed Room

A crumbling ledge overlooks a great chasm brightly lit by a bubbling pool of lava 30 feet below. Characters who peer over the ledge can see several creatures frolicking in the lava.

Characters who make no effort to conceal themselves as they cross the room are detected and attacked by the creatures frolicking in the pool: six **lava children** (see appendix A) and seven **magma mephits**. See area 40d for details.

22. Teleport Traps

These tunnels contain two teleport traps (see "Teleport Traps," page 194).

22a. West Teleport Trap

A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–10	The teleport trap in area 26
11–20	The teleport trap in area 28

Additional Effect: Vergadain Lives! When a creature is teleported by this trap, a disembodied voice shouts, "Teleported!" at the same moment the **stone golem** in area 23 animates. This golem begins stalking through nearby tunnels, attacking all other creatures it sees. If it finds nothing to attack after prowling these tunnels for 10 minutes, it returns to its alcove and goes dormant.

22b. East Teleport Trap

A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–10	The teleport trap in area 6
11–20	The teleport trap in area 8

23. Statue of Vergadain

A 9-foot-tall **stone golem** carved in the likeness of Vergadain, the dwarven god of luck and wealth, stands in this alcove with shoulders squared and a smug look carved into its face. Dwarves immediately recognize Vergadain's likeness, while other characters can determine its identity with a successful DC 15 Intelligence (Religion) check. Its eyes are glittering black sapphires that can't be pried loose until the golem is destroyed (see "Treasure" below).

The golem remains motionless until it is attacked or activated by the trap in area 22a. It has the following additional trait:

Magic Theft. As a bonus action, the golem targets one creature it can see within 30 feet of it. The target must succeed on a DC 17 Charisma saving throw, or all magic items in its possession are teleported to the bottom of the pit in area 31.

Treasure. The two black sapphires embedded in the golem's eyes are worth 5,000 gp each.

24. Githzerai Retreat

Four githzerai have taken refuge in this corner of the Obstacle Course (see "Githzerai Zerths," page 193). Using psionics, they hide themselves from the scrying eyes of Halaster. They also avoid Netherskull.

The githzerai leader, Yrlakka, is a father figure to the others and serves as their mentor. They attack mind flayers and their thralls on sight, but all other creatures are treated with cautious respect until they prove themselves undeserving of such consideration.

All rooms and corridors in this part of the dungeon have flat, 10-foot-high ceilings.

24a. Hall of Smiths

Decor. Painted stone tiles of dwarf smiths at work once covered the walls, but most have cracked and fallen to the floor, where they lie in small heaps of swept-up rubble.

Scuff Marks. Scuff marks on the floor show evidence of stone furnishings long since removed.

Characters who hold bright light sources in this room or make a lot of noise alert the githzerai in area 24c, who remain where they are but can't be surprised.

Teleport Trap. This trap fills a 10-foot-square section of the passage leading to area 24d. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–8	The teleport trap in area 6
9–16	The teleport trap in area 8
17–20	The teleport trap in area 26

Since they can't avoid the trap, the githzerai steer clear of area 24d and the hallway that leads to it unless they need to use the trap to escape a greater danger.

24b. Resting Chamber

The githzerai use this chamber to sleep and meditate. Five bedrolls are laid out on the dusty floor, one for each githzerai (including the missing zerth).

24c. Zerths

The door to this room is ajar. Characters who approach stealthily might overhear the githzerai speaking quietly inside. The room's features are as follows:

Githzerai. Four **githzerai zerths** are having a hushed conversation in the middle of the room, speaking Gith. They stop talking and ready themselves for combat if they detect intruders.

Arch. A stone arch is embedded in the middle of the south wall. Carved into the arch's keystone is an image of a six-fingered gauntlet.

The zerths include Yrlakka, the group's leader, and three of his pupils: two female githzerai named Azal and Vond, and a male named Rishindar. Yrlakka's primary concern is the safe return of his missing pupil, Ezria, who he believes was captured while scouting the githyanki forces on level 16. If the characters agree to find Ezria, Yrlakka and his remaining pupils tag along unless the characters would rather complete the quest by themselves. If Ezria is rescued and reunited with his companions, Yrlakka rewards the characters with the wand in his possession (see "Treasure" below).

If the characters aren't interested in aiding the githzerai but request help getting through the Obstacle Course, Yrlakka tells them that the level is rigged with many traps and guarded by a death tyrant.

Arch Gate to Level 17. The arch is one of Halaster's magical gates (see "Gates," page 12). This gate's rules are as follows:

- The gate opens for 1 minute if a creature touches the arch with a six-fingered gauntlet (one can be found in area 14b).
- Characters must be 14th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 7a on level 17, in the closest unoccupied space next to the identical gate located there.

The githzerai have correctly deduced that a six-fingered gauntlet is required to activate the gate but don't know where to find such an item. (The characters can lo-

cate one in area 14b. A character proficient with smith's tools can also fashion one out of scrap metal in a tenday using an intact forge.)

Treasure. Yrlakka carries a *potion of resistance* (fire) in a tiny crystal vial fastened to a cord around his right ankle, and he has a *wand of magic detection* hanging from his belt.

24d. Fountain

In the west half of the room, a semicircular fountain emerges from the north wall. Fresh water springs from the mouth of a stone trout held in the arms of a merman bas-relief carved above the fountain's basin, which is filled almost to the brim.

The water pouring into the fountain is drinkable. It drains out slowly through holes along the inside lip of the basin.

25. Abandoned Smithy

Characters who listen at the doors to these rooms can easily hear the clanging of hammers striking metal, even though the forge was destroyed and abandoned long ago. The sounds are illusory effects created by the Mad Mage (see "Halaster's Lair," page 311) that end when any door to the smithy is opened.

25a. Empty Storage Room

Raw metal was stored here until it could be cast into weapons and armor. Now, the room has been mostly cleared out, and the door that leads to area 25b has been smashed to rubble.

What looks like a large iron book lies facedown on the floor in the northeast corner. Closer inspection reveals that the object is a cast-iron mold for smelting metal ingots. The hinged covers form the top and bottom halves of an ingot mold last used by duergar long ago. One side of the mold bears the image of a dwarf's head in profile, the other an image of a mind flayer's skull.

25b. Destroyed Forge

This room contains a rusty iron anvil and the shattered remains of a stone forge, cold and dark for centuries. Bare iron hooks line the walls, the floor is strewn with rubble, and the door to area 25a has been smashed.

If you haven't done so in a while, remind the players that their characters can't shake the feeling that they're being observed (one of Netherskull's regional effects).

26. Statue of Moradin

This 20-foot-high, domed chamber is dominated by a 12-foot-tall stone statue of Moradin, the great dwarven god of the forge. It stands in the middle of the room facing the only exit. The statue is veined with bright mithral, and with one hand it raises a stone hammer carved with faintly glowing runes. A steel plaque at the base of the statue reads in Dwarvish, "All that is made can be unmade."

The statue can't be budged or damaged. A *detect magic* spell reveals powerful auras of abjuration and transmutation magic surrounding both it and the hammer, which cannot be separated from one another.

Teleport Trap

This trap fills the 10-foot square directly in front of the statue. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–6	The teleport trap in area 1
7–14	The teleport trap in area 10
15–20	The teleport trap in area 35

Additional Effect: Moradin Smash! When a creature is teleported to this location from another teleport trap, a disembodied voice shouts, "Teleported!" at the same moment the statue of Moradin animates and takes a swing at the creature with its hammer. The target must succeed on a DC 17 Dexterity saving throw or take 40 (6d10 + 7) force damage. Any creature reduced to 0 hit points by this damage is disintegrated, along with all items it is wearing and carrying except for artifacts. After swinging the hammer once, the statue reverts to its inanimate state until the trap is triggered again.

27. Mark of Death

Halaster captured a dwarf vampire named Zorak Lightdrinker and magically bound him here.

Open Pit. A 20-foot-long, 40-foot-deep pit spans the width of the corridor. Blood stains the pit's sheer walls, which are too smooth to climb without climbing gear, magic, or a trait such as Spider Climb.

Sarcophagus. At the bottom of the pit rests a 6-foot-long, 3-foot-wide alabaster sarcophagus draped in cobwebs. Its lid is carved to resemble a giant bat with folded wings. (The sarcophagus contains a vampire.) Floating above the vessel is a magic rune that glows as bright as a candle flame.

A character who understands Dwarvish recognizes the glowing, magical rune as a dwarven symbol of death (identical to the one inscribed on the door to area 14a). The first time a creature crosses from one side of the pit to the other, the rune disappears and imprints itself as a death mark on a visible portion of the creature's face or body. The mark disappears when its bearer dies or when the vampire is destroyed. Only a *wish* spell or a deity can remove a death mark otherwise.

The sarcophagus at the bottom of the pit is a 2,000-pound chunk of hollowed-out alabaster. Zorak Lightdrinker, a vampire in mist form, is trapped inside. When the death mark is imprinted on a creature, the sarcophagus crumbles to dust and Zorak is released. The sarcophagus is otherwise indestructible.

A *geas* spell cast by Halaster compels Zorak to hunt down and destroy the creature bearing the death mark, singling out that target above all others. Zorak knows the exact location of the marked creature while the two of them are on the same plane of existence. Slaying the bearer of the death mark frees Zorak from Halaster's *geas* spell, whereupon the vampire seeks to return to his true lair in the Underdark.

If a successful *dispel magic* spell is cast on the rune (DC 19) before it imprints on a creature, the rune dis-

appears for 1 minute, allowing creatures to cross the pit in the meantime without the rune imprinting on any of them.

Dwarf Vampire

Zorak Lightdrinker is a shield dwarf **vampire**, with a challenge rating of 14 (11,500 XP) and these additional changes:

- Zorak has these racial traits: He speaks Common and Dwarvish. He has resistance to poison damage and advantage on saving throws against poison.
- He wears plate armor (AC 18), wields a *dwarven thrower*, and gains the action options described below.

Multiattack. Zorak makes two attacks with his *dwarven thrower*, only one of which can be a ranged attack.

Dwarven Thrower. *Melee or Ranged Weapon Attack:* +12 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 11 (1d8 + 7) bludgeoning damage, or 12 (1d10 + 7) bludgeoning damage when used with two hands to make a melee attack. On a ranged attack that hits, the hammer deals an extra 1d8 bludgeoning damage (2d8 if the target is a giant). *Hit or Miss:* If thrown, the weapon flies back to Zorak's hand after the attack.

28. Statue of Tharmekhûl

A 12-foot-tall stone statue with *continual flame* spells cast on its eyes stands facing the exit in the middle of this 20-foot-high, domed chamber. The statue represents Tharmekhûl, the dwarven god of fire and molten rock. It holds an obsidian greataxe above its head. A steel plaque at the base of the statue reads in Dwarvish, "Fire is the cure."

The statue can't be budged or damaged. A *detect magic* spell reveals powerful auras of abjuration and transmutation magic surrounding both the statue and the axe, which can't be separated from one another.

Teleport Trap

This trap fills the 10-foot square directly in front of the statue. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–3	The teleport trap in area 5b
4–6	The teleport trap in area 11
7–20	The teleport trap in area 40c

Additional Effect: Shearing Flame. When a creature is teleported to this location from another teleport trap, a disembodied voice shouts, "Teleported!" at the same moment the statue of Tharmekhûl animates and takes a swing at the creature. Flames spread across its obsidian axe as it slashes. The axe is considered a magic weapon in the statue's grasp. The target must succeed on a DC 15 Dexterity saving throw or take 16 (2d12 + 5) slashing damage plus 11 (2d10) fire damage. After swinging the axe once, the statue reverts to its inanimate state until the trap is triggered again.

29. Trapped Halls

A unusual pit and an unusual painting await adventurers in these tunnels.

29a. Pit of Brown Mold

This hidden pit (see "Covered Pits," page 194) is 50 feet deep, but the floor of the pit is lined with a 10-foot-square patch of brown mold. A creature that falls the distance takes 17 (5d6) bludgeoning damage plus damage from the brown mold (see "Dungeon Hazards" in chapter 5 of the *Dungeon Master's Guide*).

29b. Underbrew in Chains

Affixed to the back wall of the western alcove is a stone-framed painting of a scarred male dwarf wearing black plate armor. He is bound by heavy iron chains and shackles anchored to the floor of a dreary dungeon cell. The painting is 3½ feet wide by 7 feet tall.

Thanks to a permanent *Nystul's magic aura* spell cast on the painting, a *detect magic* spell does not reveal that the painting is magical. It is a magical prison that can hold one humanoid creature at a time. The first humanoid creature that approaches within 5 feet of the painting must succeed on a DC 22 Charisma saving throw or be magically pulled into it, switching places with the dwarf currently trapped inside (see below). A humanoid drawn into the painting finds itself chained in an extradimensional cell 10 feet on a side. While trapped in the cell, the creature is paralyzed. The painting has AC 11, 4 hit points, and immunity to poison and psychic damage. Destroying it frees the trapped creature, which appears in the closest unoccupied space adjacent to the painting.

Thwad Underbrew. The dwarf in the painting is a beard-stroking villain named Thwad Underbrew, a former champion of Gorm Gulthyn (the dwarven god of vigilance) who long ago set out to rid Undermountain of the evil that is Halaster Blackcloak. Halaster defeated Underbrew but offered to spare the dwarf's life if he vowed to serve the Mad Mage as an enforcer, ridding the dungeon of other invaders. Unwilling to face his own mortal end, Underbrew made this vow and convinced himself over time that the executions he performed were acts of mercy, because those he killed would never be forced to turn against their beliefs as he had. In time, these acts stopped weighing on Underbrew's conscience. In fact, the dwarf began to enjoy his grisly work.

Thwad Underbrew is a shield dwarf **champion** (see appendix A), with these changes:

- Underbrew is neutral evil.
- Instead of a greatsword, he wields a maul (which deals bludgeoning damage instead of slashing damage).
- He has these racial traits: He speaks Common and Dwarvish. He has darkvision out to a range of 60 feet, resistance to poison damage, and advantage on saving throws against poison.

30. Halaster's Handiwork

The challenges that await adventurers in these areas can be directly attributed to the Mad Mage.

30A. Netherskull's Biographer

Arch. A stone arch decorated with gold-inlaid images of soaring dragons is embedded in the middle of the north wall, atop a 3-foot-high red marble dais. Carved into the wall above the arch are the following words in Draconic: "Only a dragon can unlock this gate."

Gong. A 3-foot-diameter bronze gong hangs from a sturdy wooden frame anchored to the floor near the west wall. The gong is embossed with carvings of ears of corn. A padded wooden mallet dangles from a hook on one of the support posts.

Monsters. Sitting on the steps of the dais, scribbling madly in a journal with a quill pen, is a wretchedly pale man in a dusty black robe. He is watched over by two invisible **nycaloths**.

To flatter Netherskull, Halaster assigned a would-be apprentice to chronicle the death tyrant's history in a series of journals. This biographer is a skittish, ill-bred, and unkempt male human in his thirties named Kavil Mereshanter. Kavil is a **mage**, with these changes:

- Kavil is neutral evil.
- He speaks Dwarvish, Common, Giant, and Undercommon.

Kavil was denied admittance to Dweomercore (level 9), and Halaster robbed him of his spellbook. The Mad Mage has promised to return the book once Kavil completes his work. (In fact, Halaster has misplaced the spellbook, though Kavil is unaware of this.)

As Netherskull's appointed biographer, Kavil is expected to earn the death tyrant's trust, but Netherskull trusts no wizard, and has been reluctant to grant interviews. Kavil has instead filled one journal after another with his own narrative concoctions and self-pitying asides. The biography is a mostly fictionalized, somewhat sensationalized version of Netherskull's life, death, and undeath. Kavil knows that anyone who reads this drivel won't be fooled, but he's hoping the deluge of words will impress Halaster while simultaneously discouraging close examination of the work.

Kavil won't start a fight, but he sides with the nycaloths if a battle erupts, which is likely since the fiends have orders to slay intruders. If reduced to 33 hit points or fewer, Kavil switches sides and offers information in exchange for his life. He knows one random Undermountain secret, determined by drawing a card from the Secrets Deck (see appendix C), as well as a secret way into Netherskull's lair (see area 39b). Kavil isn't aware of the secret door that leads to area 30b.

Characters who spend at least 10 minutes poring over Kavil's journal can piece together bits of Netherskull's history and, with a successful DC 10 Wisdom (Insight) check, separate out Kavil's gibberish to learn the following truths:

- The beholder's true name is unknown. It changed its name to Netherskull after becoming a death tyrant.
- Netherskull has slain countless interlopers, none more deserving of death than a pompous human paladin named Fidelio, who wept bitter tears before his disintegration.
- Netherskull's primary goals are to destroy Halaster and take over Undermountain.

Arch Gate to Level 18. The arch in the north wall is one of Halaster's magic gates (see "Gates," page 12). The arch's gold inlay can't be removed. The rules of this gate are as follows:

- The gate opens for 1 minute when a real or illusory dragon touches the arch. An artistic rendering of a dragon, such as a dragon-shaped figurine or a drawing of a dragon, also opens the gate.
- Characters must be at least 15th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 16 on level 18, in the closest unoccupied space next to the identical gate located there.

Gong. A *detect magic* spell reveals an aura of conjuration magic around the gong. If the gong is struck with the mallet, three items appear on the floor before it: a small clay bowl filled with bland, edible food (hunks of bread and cheese, strips of meat, and dried nuts); an empty tin cup; and a glass carafe containing 1 gallon of water. The items disappear after 1 hour. Removing any of these items from the room also causes them to vanish. Once it is used to summon food and water, the gong can't do so again until the next dawn. If the gong is taken from this room, it loses its magical property.

30B. Play-by-Play Generator

This dusty room has a 10-foot-high ceiling. A 3-foot cube composed of equal parts adamantine and flesh sits atop a 3-foot-tall hexagonal plinth of carved stone. The surface of the cube facing the secret door bears Halaster's fleshy, grimacing visage.

Disturbing the cube causes it to sprout spindly arms, legs, and wings. It then fights until destroyed. It has the statistics of a **quadrone**, with these changes:

- The cube is chaotic evil.
- It speaks Common and is the source of Halaster's play-by-play (see "Halaster's Play-by-Play," page 194).
- Whenever it would normally make a shortbow attack, it instead hurls a magic dart at a target it can see up to 60 feet away from it. Each dart hits its target automatically (no attack roll required) for 5 (2d4) force damage.

As the cube attacks, it continues its play-by-play routine, commentating its battle with the adventurers. Destroying the cube ends the play-by-play throughout the Obstacle Course.

Hidden Key. A secret compartment is hidden atop the hexagonal plinth. Finding it requires a successful DC 15 Wisdom (Perception) check. It contains a 6-inch-long key carved from a dragon's finger bone, shaped like an H. This key, which is identical to the one in area 19, unlocks the doors to area 39c.

31. Hall of Embers

Brazier. A 5-foot-tall, 7-foot-diameter stone brazier dominates the northwest part of the room. Eight embers gather and swirl above the empty brazier like fireflies.

Statue. A 3-foot-tall, 5-foot-long statue of a giant toad sits beside a 10-foot-square, 50-foot-deep open pit in the southeastern part of the room.

Alcove. An empty alcove to the north contains a teleport trap (see "Teleport Traps," page 194).

Brazier

The eight embers swirling above the brazier radiate auras of conjuration and transmutation magic under the scrutiny of a *detect magic* spell or similar magic.

The embers easily slip through the grasp of *mage hand* spells and other magical effects, but a creature within reach of the brazier can use an action to try to catch an ember, doing so with a successful DC 20 Dexterity check. Catching an ember causes it to vanish and triggers a random magical effect, determined by rolling a d6 and consulting the Magic Embers table. Any creature that gains a benefit also gains awareness of that benefit. Embers that are caught do not reappear.

Magic Embers

d6	Magical Effect
1	The creature that caught the ember gains immunity to fire damage for the next 24 hours.
2	The ember becomes a single bead from a *necklace of fireballs*.
3	The creature that caught the ember gains the ability to speak and understand Ignan for the next 24 hours (useful for communicating with the mephits and lava children on this level).
4	The ember becomes an *elemental gem* (fire).
5	The ember becomes a diamond worth 5,000 gp.
6	The ember becomes a tiny iron key that unlocks the jaws of the giant toad statue.

Giant Toad Statue

The giant toad statue merges seamlessly with the floor and can't be moved. A character who inspects the statue and succeeds on a DC 15 Wisdom (Perception) check notices two things: the statue's jaws are hinged but locked shut, and a tiny keyhole is positioned just above its bulbous eyes. Inserting the proper key into the keyhole causes the statue's hinged mouth to open, as does a *knock* spell or similar magic. The mouth can also be opened by a character using thieves' tools who succeeds on a DC 20 Dexterity check.

Opening the statue's mouth causes a 50-foot rope ladder to tumble out, extending all the way to the bottom of the pit. The ladder is securely attached to a stone bar lodged in the toad's throat, and characters can use it to safely climb in and out of the pit.

Open Pit

This 50-foot-deep pit has walls too smooth to climb without climbing gear or a special climbing trait such as Spider Climb. An antimagic field like that created by an *antimagic field* spell fills the uppermost 40 feet of the pit, leaving a 10-foot cube at the bottom unaffected.

Treasure. Any magic items teleported away by the statue of Vergadain in area 23 or by the teleport trap in this room lie unharmed at the bottom of the pit.

Teleport Trap

This trap fills the alcove. A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–12	The teleport trap in area 26
13–20	The teleport trap in area 36a

Additional Effect: Magic Item Theft. When a creature is teleported to this location from another teleport trap, any magic items in its possession are teleported to the bottom of the pit in this room.

32. Empty Junction

Scrawled in chalk on the west wall is the word "LOOT" in Dwarvish, with an arrow pointing toward the southwest tunnel.

33. Shots in the Dark

This room is empty except for a pair of loaded wooden ballistae aimed squarely at the doors. When either door is opened, magic causes the ballista across from the door to discharge its wooden bolt, targeting the first creature in its path. Each ballista has a +6 bonus to hit and deals 16 (3d10) piercing damage on a hit.

The ballistae are securely bolted to the floor, and each comes equipped with one bolt.

34. Chasm's Edge

This hall terminates abruptly at the edge of the lava-lit chasm. If the characters make a lot of noise here, they attract the attention of Netherskull in area 39c, who flies into the chasm and attacks them.

35. Scythe-Seeing

Chasm. The southern end of this chamber has collapsed into a lava-filled chasm (see area 40). Sweltering heat from the lava fills the room.

Doors. The northern half of the room is empty except for two doors. The door in the north wall is round and made of adamantine (see area 39c).

Corpse. Between the northern and southern halves of the room, where the room is narrowest, a female dwarf has fallen prey to a scythe trap, her dead body pinned between the trap's blades and the western wall. Halaster has placed a teleport trap (see "Teleport Traps," page 194) just south of the scythe trap.

Scythe Trap

If the dead dwarf is disturbed, the scythe blades shatter due to the built-up pressure from the gears hidden in the walls. Any creature within 5 feet of the broken trap must succeed on a DC 14 Dexterity saving throw or be struck by flying broken blades for 9 (2d8) slashing damage. A character proficient with thieves' tools can use them to try to safely release the pressure and render the trap harmless, doing so with a successful DC 20 Dexterity check. If this check fails by 5 or more, the trap flies apart as described above.

Treasure. The dead dwarf was an adventuring rogue named Xelba Shunlight. She clutches a shortsword and wears torn and bloody studded leather armor, as well as a dungeoneer's pack (with no rations), a mess kit, a miner's pick, and a random trinket (roll on the Trinkets table in chapter 5 of the *Player's Handbook*). Tied to her waist is a hide pouch that contains a *figurine of wondrous power* (onyx dog).

Teleport Trap

A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–8	The teleport trap in area 6
9–14	The teleport trap in area 10
15–20	The teleport trap in area 24a

36. Looted Vaults

These dwarven vaults were looted long ago. The heavy iron vault doors have all been warped and pulled away from their frames, and they can no longer be closed.

36a. Teleport Trap

A creature teleported by this trap arrives at a location determined by rolling a d20 and consulting the following table:

d20	Teleport Destination
1–8	The teleport trap in area 1
9–20	The teleport trap in area 8

36b. Gold-Veined Vault

The lead door that once secured this room has been torn open with such force that it's bent and hanging from a single hinge.

This vault was plundered long ago. The 10-foot-high walls are lined with stone bricks veined with gold. A few of the bricks have come loose, revealing thin sheets of lead behind them. These lead sheets are designed to prevent magical senses from piercing the vault.

36c. Obsidian Vault

The lead door that once secured this room is bent inward at the bottom, creating a 3-foot-high triangular hole through which Medium and smaller creatures can fit.

Like area 36b, this vault was plundered long ago. The 10-foot-high walls are lined with obsidian bricks, behind which are thin sheets of lead designed to keep magical senses from peering inside.

36d. Damaged Stone Vault

Door. The lead door that once secured this room has been torn off its hinges and lies on the floor.

Chasm. The southwest corner of the chamber has fallen away, revealing a lava-filled chasm (see area 40).

The lava children in area 40b like to climb up to this room and leap off the edge into the lava below. If the characters didn't deal with the lava children already, they might encounter one or more of them here.

37. Harmless Halaster Statue

This cavern has a jagged, 20-foot-high ceiling. The floor is smooth and level except for a sloping tunnel that descends to level 16.

In the middle of the cave stands a life-size statue of Halaster with lidless eyes carved into its flowing robe. The statue is a Medium object with AC 17, 45 hit points, and immunity to poison and psychic damage. A character can topple the statue with a successful DC 15 Strength (Athletics) check.

38. Zombie Horde

Zombies. The stench of death fills this 20-foot-high cavern, which contains forty **zombies** in various states of decay. They shamble about aimlessly.

Sinkhole. A 70-foot-deep sinkhole has formed near the east wall.

The zombies are the remains of humanoids killed by Netherskull and animated by its Negative Energy Cone. They include several humans and dwarves, as well as a few elves, drow, tieflings, quaggoths, duergar, hobgoblins, troglodytes, and githyanki. Until Netherskull summons them, the zombies remain here and attack intruders on sight. You can expedite combat by dividing the zombies into mobs of ten or fewer and using the mob rules in chapter 8 of the *Dungeon Master's Guide*.

39. Netherskull's Sanctum

Adventurers who explore this area are doomed to face Netherskull the death tyrant if they haven't done so already. Netherskull can't be surprised in its lair.

39a. Hanging Beholder Statue

Hanging from the 30-foot-high, domed ceiling by three iron chains is a 6-foot-diameter carved stone beholder. Netherskull carved the statue using its carefully

VINCENT PROCE

manipulated Disintegration Ray, but the rough sculpture is clearly the work of a talentless amateur. Each chain has AC 19, 25 hit points, and immunity to poison and psychic damage. Breaking all three chains causes the statue to fall and shatter on the floor.

39b. Secret Tunnel

This dusty passage circumvents the adamantine doors to Netherskull's lair (see area 39c) and is hidden behind two secret doors. The death tyrant uses its Telekinetic Ray to open and close the secret doors when it comes and goes through this tunnel.

39c. Death Tyrant

All doors leading to this area are 1-foot-thick, 7-foot-diameter adamantine disks molded to look like concentric rings of bones with a leering human skull at the center. The skull's nose cavity contains an adamantine keyhole. When one of Halaster's bone keys (see areas 19 and 30b) is inserted into the lock and turned 90 degrees clockwise, four bolt locks slide back from the surrounding walls, and the door swings inward on adamantine hinges. The door remains open until it is closed, and the key can be removed at any time. Without the proper key, it takes four separate *knock* spells to open one of these doors, each spell causing one bolt to slide back. The doors are otherwise impregnable.

There is no keyhole on the inside of the doors. Instead, each door has an adamantine wheel in the middle of it that must be turned counterclockwise to slide back the bolts. This wheel can also be used as a handle to pull the heavy door open. When Netherskull wants to leave the room through a door, it uses its Telekinetic Ray to turn the wheel and leaves the door open until it returns.

Netherskull. Unless it has been defeated elsewhere, the **death tyrant** floats 30 feet above the stone-tiled floor of this 40-foot-high chamber. Netherskull seeks to destroy intruders and animate their corpses, turning them into zombie thralls. It calls forth the zombies in area 38 (assuming they haven't been defeated) and commands them to attack all intruders.

If the characters haven't silenced the level's play-by-play announcer (see "Halaster's Play-by-Play," page 194), it becomes increasingly excited as the battle with the death tyrant unfolds. If they defeat Netherskull, the announcer screams, "How could this happen?! This is unbelievable! This might be the greatest upset in the history of Undermountain!" It then falls silent for the rest of the time the characters spend on this level.

40. Netherskull's Chasm

The death tyrant carved out this immense chasm using its Disintegration Ray, and Halaster added his own touches by flooding it with lava and confounding magical flight within the chasm.

Spells and magic items that allow creatures to fly are suppressed within the chasm. Any character who enters the chasm under the effect of a *fly* spell or similar magic goes hurtling down into the lava. Spells that slow one's fall (such as *feather fall*) function normally.

Creatures who spend 1 hour or longer in the chasm or in any of the areas open to it are susceptible to the effects of extreme heat (as described in chapter 5 of the *Dungeon Master's Guide*). The chasm is brightly lit by the lava, which fills the bottom of the chasm to a depth of 20 feet. A creature that enters the lava for the first time on a turn or starts its turn there takes 55 (10d10) fire damage.

The surface of the lava is 30 feet below the floor level of the Obstacle Course. The walls in between are sloped and have abundant handholds and footholds. Climbing them requires a successful DC 10 Strength (Athletics) check; on a check that fails by 5 or more, the creature slips and falls into the lava.

40a. Magma Mephits

Four **magma mephits** lounge in this small lava pool. If the characters parley with the mephits in a language they understand, the mephits try to lure the characters toward area 39c, hoping they'll either kill Netherskull or die in the attempt. The mephits detest the death tyrant and care only about their own well-being.

40b. Lava Children's Pool

Eight **lava children** (see appendix A) swim and play in this lava pool. They also climb up to area 36d and do cannonballs into the lava from the top of the 30-foot-high ledge.

40c. Teleport Trap Destination

A creature teleported to this location by another teleport trap appears 30 feet above the lava and immediately plunges into it unless the creature has some way to stop the fall. (Remember that spells and magic items that allow creatures to fly are suppressed within the chasm.)

Unlike other teleport traps in the Obstacle Course, this trap doesn't teleport creatures to other locations.

40d. Magma Mephits' Pool

Six **lava children** (see appendix A) and seven **magma mephits** frolic in this lava pool and watch for intruders in areas 18 and 21. If intruders are detected, the mephits incite the lava children into climbing up the walls to attack the new arrivals, while the mephits use their breath weapons and keep their distance.

Aftermath

Netherskull's regional effects end with the death tyrant's destruction, and Halaster takes his time replacing the creature. Eventually he settles on abducting several beholders, releasing them in the Obstacle Course, and letting them vie for control of the level until only one remains. Halaster plans to help the winner transform itself into a new death tyrant.

Although most of the Obstacle Course's remaining inhabitants have no intention of leaving anytime soon, the githzerai stay only as long as they must to reunite with their missing comrade and ensure the destruction of the mind flayer colony on level 17.

Level 16: Crystal Labyrinth

Githyanki recently turned the Crystal Labyrinth into an outpost of their interplanar empire. It houses a gate to Stardock, a hollowed-out asteroid in orbit around the planet Toril (one of many that form the asteroid cluster known as the Tears of Selûne). Together, the Crystal Labyrinth and Stardock are designed for four 14th-level characters. Those who defeat the monsters on this level should gain enough XP to advance halfway to 15th level.

Before running this level of Undermountain, you should review the "Gith" entry in the *Monster Manual*, because it contains information that will help you roleplay githyanki effectively. Additional information about githyanki society can be found in *Mordenkainen's Tome of Foes*, although that resource is not required to run the Crystal Labyrinth.

What Dwells Here?

Githyanki tracking a splinter colony of mind flayers to Undermountain seized this level and turned what was once a crystalline maze into a fortress. From here, they launch attacks against the mind flayers on level 17. The githyanki also transformed Stardock into a crèche: a fortress dedicated to raising and training young warriors. Because creatures do not age on the Astral Plane, the githyanki must bring their offspring to the Material Plane to mature. Unfamiliar with the asteroid's actual name, the githyanki refer to Stardock as Crèche K'liir.

Githyanki

The militaristic githyanki who live in the Crystal Labyrinth and Stardock have three important tasks: protect the crèche, train young githyanki warriors, and destroy the mind flayer colony in Seadeeps (level 17).

Knights and the Draconic Tongue

Githyanki knights encountered in the Crystal Labyrinth and Stardock speak Draconic in addition to their native language of Gith—all the better to communicate with their red dragon mounts.

Githyanki Leaders

The githyanki are led by Al'chaia, a knight who is cruel to her trainees and soldiers. Al'chaia recently acquired a *manual of gainful exercise* and a *tome of clear thought*, and she has promised to award both items to her most accomplished soldier. In truth, she plans to read these tomes to gain their benefits herself, but uses the

The Original Crystal Labyrinth

Undermountain: Stardock, written by Steven E. Schend and published in 1997, was the third of three modules in the short-lived "Dungeon Crawl" series of adventures designed for the second edition D&D game. *Waterdeep: Dungeon of the Mad Mage* presents alternative versions of the Crystal Labyrinth and Stardock scaled for fifth edition and this product. If you want to expand this level of Undermountain, the original adventure would be a fine source of inspiration.

LARS GRANT-WEST

Crystal Golems

Crystal golems found throughout the Crystal Labyrinth look like 10-foot-tall githyanki warriors. They understand Gith but can't speak, and they attack any creatures that don't look like githyanki or red dragons. Each crystal golem is a **stone golem** with these additional traits:

Illumination. The golem magically sheds bright light in a 30-foot radius and dim light for an additional 30 feet. This light goes out when the golem is destroyed.

Light Intensity. Any creature that starts its turn within 10 feet of the illuminated golem and can see the golem must succeed on a DC 17 Wisdom saving throw or be blinded until the start of the creature's next turn.

A creature can avert its eyes to avoid the saving throw at the start of its turn. If the creature does so, it can't see the golem until the start of its next turn, when it can avert its eyes again. If the creature looks at the golem in the meantime, it must immediately make the save.

promise of this reward to trick her troops into running themselves ragged. Al'chaia's second in command, Urlon, is tired of the abuse and plots against her.

Red Dragons

Ashtyrranthor, an adult red dragon, is mother to six young red dragons that live in the Crystal Labyrinth and defend Crèche K'liir. Ashtyrranthor's children are named Ashranthax, Blazutranc, Infernexus, Meteoranzym, Smoakcant, and Zolcharrx.

Astyrranthor

Ashtyrranthor can't treat Stardock as her lair, so she has no lair actions here. However, she has the following Innate Spellcasting trait:

Innate Spellcasting. Ashtyrranthor's innate spellcasting ability is Charisma. She can innately cast the following spells, requiring no material components:

1/day each: *alarm, detect magic, gaseous form, misty step, passwall, see invisibility*

Ashtyrranthor spends most of her time on the outer surface of the asteroid, prowling through the wreckage of spacefaring vessels that crashed into Stardock long ago. If combat breaks out inside Crèche K'liir, there is a 10 percent chance that she hears the disturbance. She investigates immediately, joining the battle in progress and using her *gaseous form*, *misty step*, and *passwall* spells to enter hard-to-reach locations. Ashtyrranthor also keeps a specific watch over areas 12f, 13, and 16a from outside the asteroid. If she sees trouble or intruders in those areas, she attacks at once.

Crystal Dungeon

All area descriptions for this location are keyed to map 16. As one descends from level 15 or climbs up from level 17, the rough stone walls, floor, and ceiling give way to ever-widening veins of luminous crystal until every surface is made of the substance. In many areas, the githyanki have torn down the crystalline walls to create larger spaces.

Unless otherwise noted, the crystal dungeon has the following unique features:

- The dungeon is brightly lit throughout. The crystal walls, ceilings, and floor emit magical light that changes color every 10 minutes, shifting through all the hues of the rainbow.
- Doors are carved from single slabs of opaque white crystal similar in weight and consistency to stone.

1. Entry Hall

A crystal golem (see the "Crystal Golems" sidebar) stands guard here. It attacks any creature not escorted by a githyanki or a red dragon. If combat erupts here, the githyanki warriors from area 2a investigate.

2. Western Cavern

The githyanki knocked down several walls to create this chamber, and much of the debris has yet to be cleared.

2a. Ilmei's Watch

Crystal Stalactite. A 10-foot-long crystal stalactite hangs above a pit filled with silvery mist. Encased in the stalactite is Ilmei, a female **githyanki gish** (see appendix A for statistics; see also "Crystal Stalactites," page 212).

Guards. Around the pit, four **githyanki warriors** (two males and two females) spar with each other to pass the time.

Fresh out of Crèche K'liir, the young githyanki warriors are hostile toward intruders. If two of them fall, the remaining ones retreat to area 3b or dive into the pit.

Creatures that fall into the pit are immediately transported to the Astral Plane (see chapter 2 of the *Dungeon Master's Guide* for more information).

2b. Dragon Engravings

The walls of this chamber are engraved with images of armored githyanki knights riding red dragons.

2c. Illithid Heads

Twelve severed mind flayer heads are mounted on the east and west walls of this partially destroyed area. A *detect magic* spell reveals an aura of necromancy magic around each head, which is a Tiny object with AC 5, 3 hit points, and immunity to poison and psychic damage. Reducing a head to 0 hit points destroys it. Whenever a head is destroyed, any remaining mind flayer heads in the area that haven't been destroyed emit a telepathic scream. Each creature in the room takes 1d6 psychic damage for each screaming head (maximum 12d6).

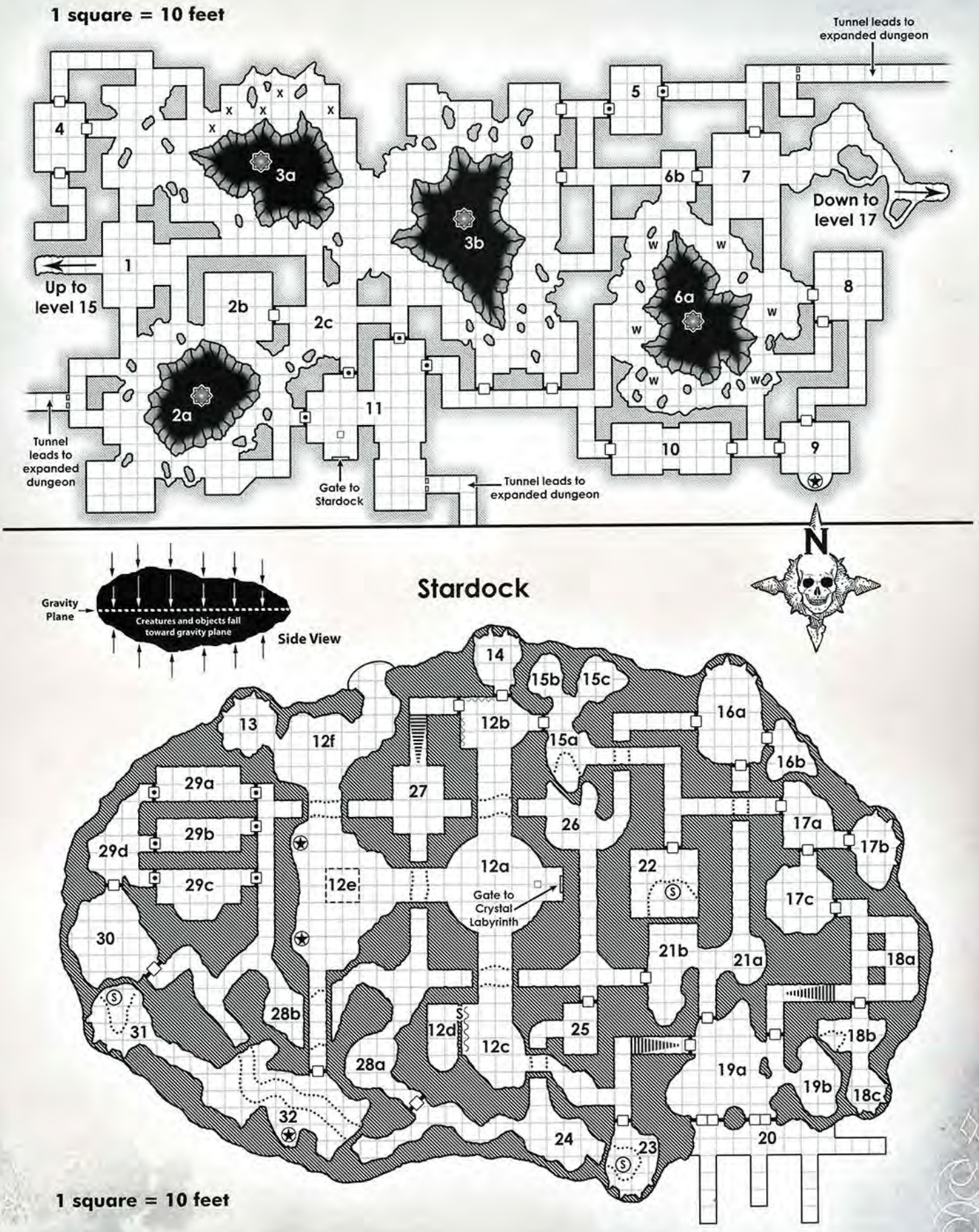
3. Main Cavern

Githyanki twins named Arbez and Surlock are contained within crystal stalactites in this cavern.

3a. Arbez's Watch

The creatures in area 3b investigate any disturbance in this portion of the cavern, which contains the following:

Crystal Stalactite. A 10-foot-long crystal stalactite hangs above a pit filled with silvery mist. Encased in the stalactite is Arbez, a male **githyanki gish** (see appendix A for statistics; see also "Crystal Stalactites," page 212).



TIM HARTIN

Map 16: Crystal Labyrinth

Crystal Stalactites

Four githyanki gish (see appendix A) are encased in transparent crystal stalactites in areas 2, 3, and 6. While encased, these githyanki remain aware of their surroundings but don't require air, food, or water. Until the crystal around them is destroyed, they can't be targeted by attacks or subjected to magical effects. Moreover, they are restrained and can't use their War Magic feature or make longsword attacks. They cast spells through the crystal as though it wasn't there.

Each crystal stalactite is a Large inanimate object with AC 15, 80 hit points, and immunity to poison and psychic damage. A stalactite reduced to 0 hit points shatters, freeing the githyanki within. A githyanki whose stalactite is destroyed is no longer restrained by it and falls into the pit of silvery mist below it, whereupon it returns to the Astral Plane.

Straw Dummies. Five freestanding straw dummies with the rough forms of mind flayers (marked X on map 16) stand north of the pit.

Creatures that fall into the pit are immediately transported to the Astral Plane (see chapter 2 of the *Dungeon Master's Guide* for more information).

Githyanki warriors use the straw dummies as targets in combat training exercises. Each is a Medium object with AC 10, 10 hit points, immunity to poison and psychic damage, and vulnerability to fire damage.

3B. Surlock's Watch

Crystal Stalactite. A 10-foot-long crystal stalactite hangs above a pit filled with silvery mist. Encased in the stalactite is Surlock, a male **githyanki gish** (see appendix A for statistics; see also the "Crystal Stalactites" sidebar).

Knight and Dragon. Near the eastern edge of the pit, a female **githyanki knight** named Deslarr sits astride Ashranthax, a female **young red dragon**.

If they are not alerted to the characters' presence, Deslarr and the dragon chat in Draconic about how many illithids they must kill to prove themselves worthy of "Al'chaia's magic books." They fight to the death.

Creatures that fall into the pit are immediately transported to the Astral Plane (see chapter 2 of the *Dungeon Master's Guide* for more information).

Treasure. Deslarr carries a *Stardock rod* (see "Stardock Rods," page 214). Her plate armor is set with eight black jaspers (50 gp each) and eight amber gemstones (100 gp each).

4. Barracks

Ten beds with pale white crystal frames are set along the walls. At any given time, ten **githyanki warriors** are resting in this area. If they have not been alerted, the githyanki are asleep when the characters arrive. They are hostile toward intruders and fight to the death.

5. Prison Cell

The crystal doors to this room are magically locked, but they open automatically for any creature that carries a *Stardock rod* (see "Stardock Rods," page 214). There are no physical locks to be picked, but a *knock* spell or similar magic also opens a door.

Magic wards in the room prevent any creature from teleporting into or out of it.

Marquox

A **mind flayer** named Marquox uses its *levitate* spell to float in the center of this otherwise empty room. It was captured while it searched this level for its companions, Tel'zact and Yeluit (see area 29c).

Marquox doesn't know why the githyanki are keeping it alive, but it knows it won't survive long in their captivity. If the characters don't attack it at once, Marquox proposes a deal. If they free it and help it rescue its companions, Marquox guarantees the party safe passage through level 17. A successful DC 16 Wisdom (Insight) check reveals that the illithid has no intention of making good on its promise. If the githzerai zerths from level 15 are with the party, they refuse to help the mind flayer and insist that the characters kill it. If the characters choose Marquox over them, the githzerai abandon the party and withdraw to level 15.

Marquox knows about Stardock but has never visited the asteroid. It also knows that the gate to Stardock is in area 11, and that a black crystal rod is needed to activate it. If the characters allow it, Marquox follows them to Stardock, fighting alongside them until it reunites with its kin. At that point, the mind flayers either turn against the party (if the characters appear weak) or lure the characters to the mind flayer colony on level 17, where Extremiton (the colony's ulitharid leader) can decide what to do with them.

6. Eastern Cavern

The githyanki knocked down several walls to create this chamber, and much of the debris remains.

6A. Mirrk's Watch

Crystal Stalactite. A 10-foot-long crystal stalactite hangs above a pit filled with silvery mist. Encased in the stalactite is Mirrk, a female **githyanki gish** (see appendix A for statistics; see also "Crystal Stalactites," page 212).

Guards. Unless they have been lured elsewhere, six **githyanki warriors** (three females and three males) stand guard around the edge of the pit in the squares marked W on map 16.

The warriors speak in Gith about their dislike of Al'chaia and their respect for Urlon. They are hostile toward intruders and fight until three or more of them fall, whereupon the remaining warriors retreat to area 7 or dive into the pit.

Creatures that fall into the pit are immediately transported to the Astral Plane (see chapter 2 of the *Dungeon Master's Guide* for more information).

6B. Scrying Chamber

The north wall of this chamber hums and glows purple. A *detect magic* spell reveals an aura of divination magic radiating from the wall. Any creature that spends 1 minute touching the wall can cast the *scrying* spell targeting the ulitharid on level 17, using the wall as a focus. A

character who examines the wall can, with a successful DC 14 Intelligence (Arcana) check, ascertain that it's a scrying device and figure out how it works.

7. Anti-Illithid Defense

Two crystal golems (see "Crystal Golems," page 210) guard this room. They attack any creature that enters this area unescorted by a githyanki, a crystal golem, or a red dragon. If combat breaks out in this chamber, the githyanki warriors in area 6a come to investigate.

A permanent enchantment in this chamber grants any creature in the area advantage on saving throws against being charmed, and causes the *levitate* and *detect thoughts* spells to automatically fail when cast.

8. Officer Quarters

Four beds with pale white crystal frames are set along the walls. A male **githyanki knight** named Eshant and a male **githyanki gish** (see appendix A) named Theru stand in the middle of the room, engaged in a tense debate. Characters who get close to this area without alerting the githyanki hear the two arguing in Gith about which of them is worthier of "Al'chaia's magic books." The debate is intense but stops short of physical violence. If the characters don't interrupt, the gish eventually backs down and withdraws to area 9 to cool his heels. Eshant and Theru attack intruders on sight.

Treasure

Eshant and Theru carry one *Stardock rod* apiece (see "Stardock Rods," page 214).

Eshant's plate armor is set with six black jaspers (50 gp each) and six red spinels (100 gp each). Eshant also carries a *potion of greater healing* in a crystal vial worn on a thin platinum chain (25 gp) around his neck.

9. Trophy Room

Stuffed Ulitharid. A 10-foot-tall, stuffed ulitharid (see appendix A) stands in a 15-foot-high alcove along the south wall of the room.

Illithid Heads. Fifteen mounted mind flayer heads decorate the walls.

10. Golem Laboratory

Urlon. Urlon, a male **githyanki gish** (see appendix A), is using a set of mason's tools to carve the head of a half-completed crystal golem lying atop a 10-foot-long, 5-foot-wide, 4-foot-high table in the west side of the room.

Golem. A crystal golem (see "Crystal Golems," page 210) stands guard in the east side of the room, surrounded by shelves stacked with books, spell components, pieces of crystal, and mind flayer skulls.

The crystal golem doesn't attack unless Urlon orders it to do so, or if the characters attack it or Urlon first.

Urlon does not attack the characters unless he has no other choice. Believing that his superior, Al'chaia, is a tyrant unfit for command, he tries to use the characters to eliminate her. This is true even if the characters are accompanied by githzerai from level 15; unlike most githyanki, Urlon sympathizes with githzerai and doesn't regard them with utter contempt.

If the characters are willing to listen, Urlon tells them in Common that Al'chaia keeps two magic tomes meant to enhance strength and intellect in a chest in her quarters on Crèche K'liir. If the characters offer to kill Al'chaia, Urlon opens the gate in area 11 for them. Urlon won't accompany the characters, however, since doing so would surely compromise his ability to assume command once Al'chaia is dead. He doesn't care whether they keep Al'chaia's magic books or not.

To earn the characters' trust, Urlon answers any questions they have about the current state of the Crystal Labyrinth and the asteroid. If the characters attack him, Urlon retreats to Stardock by way of the gate in area 11 while the crystal golem covers his escape.

Treasure

Urlon carries a *Stardock rod* (see "Stardock Rods," page 214), a set of mason's tools, and a green crystal wand (his arcane focus).

Amid the worthless skulls, spell components, and crystal fragments on the shelves are several books of interest:

- Wedged between red crystal bookends carved in the likeness of red dragons (250 gp for the pair) is a six-volume doctrine of planar philosophy written in Common titled *The Spectrum of Multiversal Beliefs*, which delves deeply into the conflicting cosmic philosophies of several different planar factions. Each volume is worth 250 gp separately, but the complete set is worth 2,500 gp.
- Stacked one atop another are three identical spellbooks shared by the githyanki gish. Each of these books contains the spells that Urlon and his fellow gish normally prepare (see appendix A), plus *detect magic*, *fabricate*, *haste*, *hold person*, and *shield*.

11. Stardock Gate

The crystal doors to this room are magically locked, but they open automatically for any creature that carries a *Stardock rod* (see "Stardock Rods," page 214). There are no physical locks to be picked, but a *knock* spell or similar magic also opens a door.

The room contains the following:

Golem. A crystal golem (see "Crystal Golems," page 210) stands in the southernmost section of the room. It attacks any creature not escorted by a githyanki, a crystal golem, or a red dragon.

Gate to Stardock. In the western section of the room, a stone arch set with glowing red crystals is embedded in the south wall.

Pedestal. Rising from the floor 10 feet in front of the arch is a 3-foot-high pedestal made of red crystal with a small hole in the top.

Together, the arch and pedestal comprise a teleportation gate. The hole bored into the top of the pedestal is 1 inch wide and 6 inches deep. When a *Stardock rod* (see "Stardock Rods," page 214) is inserted into the hole, the solid wall inside the arch disappears for 1 minute, replaced by an open doorway to area 12a. This

Stardock Rods

A *Stardock rod* is a 1-foot-long black crystal rod that is needed to open the magic gate in area 11 and its corresponding gate in area 12a. A *Stardock rod* weighs 1 pound, radiates an aura of conjuration magic under the scrutiny of a *detect magic* spell, and has no other magical properties.

magic gate remains open while the rod is in place and closes 1 minute after the rod is removed from the pedestal. While the gate is open, creatures in this room can clearly see into area 12a, and vice versa.

The pedestal and the archway are impervious to damage, and the red crystals embedded in the arch can't be removed. The first time a creature tries to pry a crystal from the arch, a random elder rune appears above the pedestal, targets a random creature within 60 feet of it, then disappears (see "Elder Runes," page 12). Determine the elder rune randomly by drawing a card from the Elder Runes Deck (see appendix B).

Stardock

All area descriptions for this location are keyed to map 16.

Originally carved by dragons, the asteroid known as Stardock orbits the planet Toril—one of hundreds that form the asteroid belt known as the Tears of Selûne. Over ages, illithids, undead mages, and spacefaring pirates have fought over and expanded Stardock's halls, but the asteroid was long abandoned by the time the githyanki and their red dragon allies moved in. The asteroid's features are as follows:

- The restrictions on magic in Undermountain don't apply here, since Stardock is outside the dungeon.
- Interior areas are brightly lit by *continual flame* spells cast on crumbling stone wall sconces.
- Tunnels have 20-foot-high arched ceilings, and rooms have flat 25-foot-high ceilings, unless otherwise noted. Staircases are carved out of solid rock and are 30 feet high and 30 feet long. Walls and ceilings are roughly hewn, and floors are smooth.
- The asteroid magically generates breathable air that fills Stardock's interior and extends out 120 feet from the asteroid. Beyond this range is the airless void of space. A creature can survive in space for a number of rounds equal to its Constitution modifier (minimum 1 round) before it dies.
- The temperature inside the asteroid's air envelope is 70 degrees Fahrenheit unless otherwise noted.
- An invisible gravity plane cuts through the asteroid along its equator, as illustrated in the Side View of the asteroid on map 16. Creatures and objects inside the asteroid's air envelope fall toward this gravity plane. Creatures and objects inside the asteroid fall toward the floor, as normal.
- There are no cardinal directions (north, south, east, or west) in Stardock or in space, and compasses don't function here.

Creatures can propel themselves through space using magic such as *fly* spells, but wings and other nonmagical means of propulsion are useless in the frictionless void.

12. Dragons' Domain

Ashtyrranthor and her six children make their home here. Magic keeps the temperature at 120 degrees Fahrenheit throughout these chambers, making it perfect for the dragons' comfort. Characters who stay in this area for more than 1 hour suffer the effects of extreme heat (see chapter 5 of the *Dungeon Master's Guide*).

12a. Arch Gate

Ceiling. This room has a 30-foot-high, domed ceiling.
Scales. The floor is littered with red dragon scales.
Gate to the Crystal Labyrinth. A stone arch set with glowing red crystals is embedded in the back wall of an alcove.
Pedestal. Rising from the floor 10 feet in front of the arch is a 3-foot-high pedestal made of red crystal with a small hole in the top.

Inserting a *Stardock rod* (see the "Stardock Rods," sidebar) into the hole in the pedestal creates an open doorway inside the arch that leads to area 11. The pedestal and archway are otherwise identical to those in area 11.

Any character who examines the scales and succeeds on a DC 15 Intelligence (Nature) check realizes that the scales came from multiple owners. Most were shed by an adult red dragon, while a few were cast off by one or more young red dragons.

12b. Tiamat Shrine

Tapestries. Two beautiful tapestries hang on the walls.
Carving. Carved into the floor is a stylized, 15-foot-diameter disk-shaped engraving of Tiamat, her five chromatic dragon heads spewing their breath weapons.

One tapestry depicts Tiamat combating twelve storm giants. The other shows Tiamat battling a bearded and bloodied old man in wizard robes with seven golden canaries circling his head. A character who succeeds on a DC 15 Intelligence (Religion) check recognizes the old man as a representation of Bahamut, the god of good dragons, in human form, and the seven canaries as his polymorphed gold dragon advisors.

Treasure. Each tapestry is 20 feet on a side, weighs 25 pounds, and is worth 750 gp intact.

12c. False Hatchery

Lava Curtain. A 30-foot-wide curtain of lava along one wall drains into a pool 1 foot deep, 30 feet long, and 10 feet wide. A secret door stands behind the lava curtain, opening into area 12d. The characters can't open or pass through the secret door without coming into contact with the lava.
Eggs. Six red-speckled dragon eggs sit in the lava pool.

The lava curtain is created magically but is not itself magical. A creature that enters the lava for the first time on a turn or starts its turn there takes 55 (10d10) fire damage.

Each egg is 4 feet tall, hollow, and 500 pounds. A character who inspects the eggs closely and succeeds on a DC 12 Intelligence (Investigation) check realizes that they are fakes made of polished stone.

12D. Dragon Hatchery

Lava Pool. The entire floor is a 1-foot-deep pool of lava. The lava is created magically but is not itself magical. A creature that enters the lava floor for the first time on a turn or starts its turn there takes 55 (10d10) fire damage.

Egg. A red-speckled dragon egg rests in the lava near the chamber's curved wall.

The red dragon egg stands 4 feet high and weighs 250 pounds. To properly develop, the egg must spend another six months in an environment of extreme heat. When the egg hatches, a **red dragon wyrmling** emerges. The wyrmling is loyal to no one except itself. If the characters steal the egg, Ashtyrranthor and every other dragon of her line will hunt the characters until the egg is recovered.

12E. False Hoard

Loud noises in this area alert the denizens of areas 12f and 13, who remain where they are but can't be surprised.

Illusion. A 20-foot-wide, 4-foot-high pile of coins, jewels, and art objects lies on the floor in the 20-foot-square area marked on map 16. The treasure pile is an illusion that can be dispelled (DC 16). A *detect magic* spell reveals its illusory nature. The treasure has no substance, so any physical interaction with the pile also reveals that it's an illusion.

Scales. The floor around the treasure pile is littered with cast-off red dragon scales.

Statues. Two 20-foot-tall, gilded statues of dragons of an unknown type stand along one wall.

Characters who examine the scales can tell that they came from a red dragon. A character who succeeds on a DC 15 Intelligence (Nature) check realizes that the scales came from multiple dragons. Most were shed by an adult red dragon, while a few were cast off by one or more young red dragons.

The ancient statues testify to the unknown draconic creators of this chamber. They are impervious to damage, which prevents any of their gold leaf from being removed.

12F. Dragons' Hoard

The characters hear the strumming of a lute (see area 13) as they approach this rough-hewn cave, the contents of which are as follows:

Hoard. An enormous pile of coins and gems fills this chamber. Sleeping under this hoard are two male **young red dragons** named Blazutranc and Meteoranzym.

Tunnel. A wide tunnel strewn with cast-off red dragon scales breaks through the outer shell of the asteroid and forms a ledge overlooking the planet Toril.

Blazutranc and Meteoranzym are slumbering beneath the treasure pile. Characters who approach quietly and succeed on a DC 14 Wisdom (Perception) check spot the gleaming red scales of the dragons beneath the treasure. When they become aware of intruders, the dragons fight until one of them is reduced to 60 hit points, whereupon they both leave the asteroid in search of their mother, Ashtyrranthor.

Treasure. The hoard consists of 249,280 cp, 121,472 sp, 11,302 ep, 6,025 gp, 200 pp, two ambers (100 gp each), four coral branches (250 gp each), two spinels (100 gp each), three bloodstones (50 gp each), five hematites (10 gp each), an old painting of a dwarf miner (25 gp), and a bear mask made of jade (250 gp).

13. Jerath's Quarters

Characters who heard the strumming lute in area 12f can follow the music to this chamber, which contains the following:

Jerath. Jerath, a blinded **githyanki knight** with no eyes or armor (AC 12), sits in a chair strumming a lute. His greatsword leans against a wall within easy reach.

Furnishings. A lavish wood-framed bed stands near the wall across from four 2-foot-high, 6-inch-wide window slits. By peering through the slits, one can see the starry void of space beyond.

Jerath lost his eyes in a battle against the ulitharid on display in area 9. He saved Ashtyrranthor's life when she was a wyrmling, and she has cared for him since his injury. Characters who speak Gith and succeed on a DC 12 Charisma (Deception) check can convince Jerath that they are githyanki. Jerath shares any information he knows with fellow githyanki, including the layout of Stardock, the unhappiness of the young dragon Infernexus, and Al'chaia's cruelty.

If Jerath believes the characters are not githyanki, he tries to keep them in this area with conversation or a song. He knows that Ashtyrranthor crawls by the window slits once every 10 minutes to check on him. If she sees or smells intruders in Jerath's presence, she storms into area 12f, makes her way here, and dispatches them.

14. Infernexus's Quarters

The unhappiest of Ashtyrranthor's brood, a male **young red dragon** named Infernexus, claims this chamber as his lair. The dragon sleeps across from the door underneath four 2-foot-high, 6-inch-wide window slits that peer into the starry void.

Ashtyrranthor's youngest child is miserable on Stardock. He is eager to leave the asteroid and begin life on his own, but his mother insists he help the githyanki. So he spends most of his time here, sleeping or darkly staring out into space.

If the characters do not attack him at once, Infernexus proposes a deal. He helps them achieve their goals in the asteroid if they promise to kill his mother and help him carve out a lair for himself in Undermountain. He's very particular and doesn't consider any lair other than the Twisted Caverns (level 4) suitable. If a deal is struck, Infernexus becomes the characters' loyal companion for 1d10 days. But if they haven't gotten the dragon to the Twisted Caverns by then, he betrays them.

If the characters attack Infernexus or refuse his deal, he fights until reduced to 100 hit points or fewer. He then screams for his mother, who hears the call and arrives at the window slits 1d4 + 1 rounds later.

15. Githyanki Trainees

Githyanki children are brought to the crèche to grow, train, and study in these connected caverns.

15a. Training Area

If the characters make any loud noise here, the **githyanki knight** in area 15b investigates. This cavern has the following features:

Straw Dummies. Straw dummies crafted to resemble mind flayers stand near the center of the chamber.

Apparatus. A large climbing apparatus made of black steel is mounted to one wall.

Inscriptions. Gith inscriptions cover the remaining walls. (They recount crimes perpetrated by the githzerai and the mind flayers against the githyanki.)

The straw dummies are used for combat practice. Each is a Medium object with AC 10, 10 hit points, immunity to poison and psychic damage, and vulnerability to fire damage.

15b. Tutor's Quarters

A male **githyanki knight** named Kaaltav dwells in this area. If not already alerted, the knight sleeps in a canopied four-poster and wakes at any loud noise. If he is alerted, the knight moves to area 15a to keep intruders from harming the children in area 15c.

Treasure. Kaaltav's plate armor is set with six zircons (50 gp each) and six violet garnets (100 gp each).

15c. Githyanki Quarters

Twenty githyanki children (noncombatants) sleep in small stone-framed beds in this room. Any movement in the room wakes 1d6 of them, who see the characters and shout out in alarm. The githyanki knight in area 15b arrives 1 round later as the other young awake. While the knight fights the characters, the githyanki young run throughout the crèche and raise the alarm.

16. Nursery

Infant githyanki are brought to the crèche shortly after birth and raised in this nursery until they are old enough to undertake their training.

16a. Sleeping Area

Children. Forty githyanki infants (noncombatants) sleep in crystal cradles arranged in five rows of eight.

Window Slits. Four 2-foot-long, 6-inch-wide window slits reveal the starry void of space beyond.

A creature moving through this chamber must succeed on a DC 10 Dexterity (Stealth) check to avoid waking the sleeping infants. On a failed check, or if any loud noise occurs in this area, the infant githyanki wake and begin to cry. Both githyanki knights in area 16b investigate quickly.

Ashtyrranthor crawls by the window slits once every 10 minutes to check on the area. If she sees intruders here but the infant githyanki appear safe, she holds off attacking for fear of harming them. As soon as the intruders move into another area of Stardock, the dragon uses her magic or her burrowing speed to enter the asteroid and attack them.

16b. Nursery Guardians

Two **githyanki knights**, a male named Ir'rigo and a female named Kritinaya, sleep in wooden beds against the walls. Any loud noise wakes the knights, who fight to the death against intruders.

Treasure. Ir'rigo's plate armor is set with six orange carnelians (50 gp each) and six amethysts (100 gp each). Kritinaya's plate armor is set with eight lapis lazuli gemstones (50 gp each) and two blue spinels (500 gp each).

17. War Wizards

Gish live and train in this section of Crèche K'liir.

17a. Gish Study

Furnishings. Six cushioned chairs form a circle around a brazier of purple fire at the center of the room.

Gish. A female **githyanki gish** (see appendix A) named Vheza sits in one chair, reading a tome.

If Vheza sees intruders, she flees to area 17b with her book and makes her stand there.

Treasure. The book that Vheza is reading is written in Gith and titled *The Ascension of Vlaakith*. It chronicles Vlaakith the Lich-Queen's rise to power in githyanki society and postulates that her absolute rulership would have been impossible had she not mastered arcane magic. The book also discusses the importance of wizardry as a githyanki tool for defeating their enemies and conquering the multiverse. The tome is worth 50 gp.

17b. Gish Quarters

Beds. Six beds framed in white metal stand in a row down the center of the rough-walled room.

Gish. Two female **githyanki gish** (see appendix A) named Evir and Hraznin sit on beds and debate the finer points of magic. Each gish uses a crystal orb as an arcane focus and fights to the death.

Window Slits. Four 2-foot-long, 6-inch-wide window slits offer views of stars, the planet Toril, and the occasional spectacular sunrise.

17c. Arcane Training Ground

The scorched remains of straw dummies crafted to resemble illithids are scattered around this rough-walled octagonal room. Burn marks from spell training cover the walls, floor, and ceiling.

18. Library

The githyanki keep a modest library of books and maps on shelves carved into the asteroid's rock walls. These shelves run from the floor to the 15-foot-high ceiling of each chamber. Most githyanki use *mage hand* to reach higher shelves, but a character can climb a shelf with a successful DC 12 Strength (Athletics) check.

18a. Book Collections

The walls of this cavern and the two columns that support the roof are lined with books. All the volumes here are in Gith and concern the githyanki's history battling illithids and githzerai (see the "Gith" entry in the *Monster Manual*).

18b. Map Room

The shelves along the walls of this cavern are piled high with leather and bone tubes holding maps of planar locations and small, unnamed dungeons. A character who searches through the maps for 1 hour and succeeds on a DC 15 Intelligence (Investigation) check discovers a recently updated map of Stardock, though none of the asteroid's rooms are labeled.

18c. Reading Room

Two cushioned chairs in this rough-walled room face 2-foot-long, 6-inch-wide window slits through which can be seen the void of space.

19. Warehouse

Food, water, and other supplies for the inhabitants of the crèche are stored here.

19a. Loading Dock

Warriors. Four **githyanki warriors** are organizing crates and setting aside food for the kitchen. They attack in response to any threat or suspicious activity. If two githyanki fall, the survivors retreat to area 21.

Containers. Stacked about the room are forty crates filled with nonperishable food and forty barrels of fresh water.

Beams. Two thick wooden beams lean against the wall between sets of double doors.

The food crates are each 2 feet on a side and weigh 50 pounds. The water barrels are 4 feet tall and weigh 500 pounds each. As an action, a creature can attempt a DC 22 Strength check to push over a stack of crates or barrels. A successful check triggers a domino effect, causing all the stacks to fall. Each creature on the floor of the room when the stacks topple must succeed on a DC 15 Dexterity saving throw or take 11 (2d10) bludgeoning damage and be knocked prone.

The beams can be used to bar the double doors from the inside—a defensive measure in case the asteroid is attacked by spacefaring creatures. Each beam is 8 feet long and weighs 250 pounds. Once the double doors are barred shut, only a siege engine or a creature that has the Siege Monster trait can force them open.

19b. Cold Storage

This area extends under area 18b, as indicated on the map. A magic ward keeps the temperature in this area at 10 degrees Fahrenheit. Characters who stay in this area for more than 1 hour suffer the effects of extreme cold (see chapter 5 of the *Dungeon Master's Guide*).

The githyanki keep twelve crates here, filled with fresh produce and meat and stacked in two rows of six. Each crate is 2 feet on a side and weighs 50 pounds.

The foodstuffs come from distant worlds and are unfamiliar to most of Toril's population. Labels written in Gith reveal some of the crates' more savory contents, such as infinity vine stalks, H'cathan doom radishes, aartuk tongues, giant space hamster hocks, dried mortiss meat, pickled jammer leeches, and puffer steaks.

20. Dock

This stone dock was carved out of the asteroid. Despite its incalculable age, it's sturdy and safe. Because the dock is built along the asteroid's gravity plane, creatures can stand on its underside as easily as atop it. The experience of standing on the topside or underside of the dock can be disorienting, however, what with the planet Toril looming large below the asteroid.

The air around the dock is no different from the air in the asteroid, and the temperature here is 70 degrees Fahrenheit. These things cease to be true when one leaves the asteroid's air envelope, where the inhospitable vacuum of space awaits.

Ashtyrranthor Attacks!

The **adult red dragon** Ashtyrranthor patrols the outside of the asteroid, staying inside its air envelope. If the characters stay on the dock for more than 10 minutes or make any loud noise while in this area, Ashtyrranthor notices them and swoops in for the kill.

Ship Arrivals

Spacefaring vessels dock here to bring in supplies for the inhabitants of Stardock. There are no ships at the dock while the characters are on the asteroid.

If you want to expand the characters' adventures to their widest possible extent, a githyanki astral ship or a spelljamming vessel could arrive while the characters are exploring Stardock. Where such a ship would go next is up to you.

21. Warrior Quarters

Githyanki warriors live and train in this area.

21a. Guard Post

A male **githyanki knight** named Raajna and his mount, a female **young red dragon** named Smoakcant, are on duty here. They keep the warriors in line and defend the nursery (area 16). If they are not alerted to the characters' approach, the two are talking in Draconic, discussing how to best torture new mind flayer prisoners. The githyanki and the dragon fight intruders to the death.

Treasure. Raajna's plate armor is set with six red spinels (100 gp each) and two peridots (500 gp each).

21b. Warriors' Quarters

This area extends under area 22, as indicated on map 16. The rough-walled chamber contains the following:

Warriors. Ten **githyanki warriors** (five females and five males) reside here. If they have not been alerted, half of the githyanki are asleep when the characters arrive. The others are playing Dragonchess and talking in their native language.

Furnishings. Fifteen wooden bunk beds are arranged in three rows of five in the narrower portion of the room. Six round tables, each encircled by five chairs, stand in the wider area.

Secret Trapdoor. A secret trapdoor in the 30-foot-high ceiling leads to area 22. The trapdoor is a 3-foot-square stone slab that requires a successful DC 13 Strength (Athletics) check to lift.

The githyanki fight intruders until six or more of them fall. The remaining warriors then retreat to area 27. The githyanki knight and the red dragon in area 21a investigate any combat or other disturbance in this area.

Treasure. There are five Dragonchess sets here. Each set has transparent crystal pieces and is worth 250 gp.

22. Al'chaia's Quarters

Al'chaia commands the githyanki forces in the Crystal Labyrinth and Crèche K'liir. This room serves as her quarters. The chamber's contents are as follows:

Al'chaia. Al'chaia, a **githyanki knight** with 140 hit points, stands at a 5-foot-diameter round table in the center of the room, poring over reports written in Gith that document recent clashes with the mind flayers on level 17.

Dragon. Zolcharrx, a female **young red dragon**, is curled up in a corner of the room, watching Al'chaia wearily.

Furnishings. A huge, well-carved canopy bed standing against one wall has a small, shiny, black metal chest next to it (see "Treasure" below). Mounted on other walls are thirteen stuffed mind flayer heads.

Secret Trapdoor. A secret trapdoor in the floor under the table opens into the ceiling of area 21b. The trapdoor is a 3-foot-square stone slab that requires a successful DC 13 Strength (Athletics) check to lift.

The characters can avoid a fight here if they quickly inform Al'chaia, in Draconic or Gith, that Urlon (see area 10) wants her dead. Al'chaia thanks them for the information. She then promises the characters safe passage back to and through the Crystal Labyrinth, provided they leave Crèche K'liir as soon as they complete "one small task" for her.

If the characters are reluctant to accept her terms, Al'chaia offers them a *manual of gainful exercise* or a *tome of clear thought* if they can get more information out of her githzerai prisoner, Ezria. Specifically, she wants to know why he's in Undermountain and how many other githzerai are with him. A successful DC 19 Wisdom (Insight) check reveals that Al'chaia has no intention of upholding her end of any deal.

If the characters agree to question Ezria, Al'chaia and Zolcharrx escort them to the prison (area 29b) to meet the prisoner. If the characters obtain the information Al'chaia requested, she and Zolcharrx usher characters from the prison to area 20, where Al'chaia pretends the books are located. She then shouts for Ashtyrranthor before she and Zolcharrx attack. Ashtyrranthor joins the fight 1d4 + 1 rounds later.

Al'chaia fights until reduced to 90 hit points or fewer, then flees. Zolcharrx, ever loyal, fights to the death to cover Al'chaia's escape.

Characters who understand the Gith language can translate the battle reports in Al'chaia's custody with a successful DC 15 Intelligence (Investigation) check. Doing so reveals how many githyanki are currently stationed on level 17 of Undermountain, as well as the names of the githyanki leaders on that level.

Treasure

Al'chaia's plate armor is set with eight black jaspers (50 gp each), eight red tourmalines (100 gp each), and four topazes (500 gp each).

The chest is locked. Al'chaia hides the key to the chest in the sphincter-like maw of the stuffed mind flayer head closest to the chest. A successful DC 25 Dexterity check using thieves' tools picks the lock, and a successful DC 30 Strength (Athletics) check forces the chest open. A *knock* spell or similar magic also opens it. The chest is a Small object with AC 19, 22 hit points, and immunity to poison and psychic damage. It contains 900 gp, a *manual of gainful exercise*, a *tome of clear thought*, and a *Stardock rod* (see "Stardock Rods," page 214).

23. Observation Room

This unoccupied room has four 2-foot-long, 6-inch-wide window slits that reveal starry space beyond. The githyanki observe incoming vessels from here.

A secret trapdoor in the floor opens into the ceiling of area 24. From here, it's a 30-foot drop to the floor of that chamber. The trapdoor is a 3-foot-square stone slab that can be lifted with a singular or combined Strength of 15 or higher.

24. Knights' Quarters

This area extends under area 23, as indicated on map 16. This chamber contains the following:

Knights. Two male **githyanki knights** named Kr'rison and Vlaadric are engaged in an argument that's on the verge of coming to blows.

Beds. Four stone-framed beds line the south wall.

Secret Trapdoor. A secret trapdoor in the 30-foot-high ceiling leads to area 23. The trapdoor is a 3-foot-square stone slab that requires a successful DC 13 Strength (Athletics) check to lift.

If the characters get close to this area without alerting the githyanki, they hear the two arguing in Gith about which one of them deserves "Al'chaia's magic books." If attacked, Kr'rison and Vlaadric fight together until one falls. The other then retreats to area 27.

Treasure

Kr'rison's plate armor is set with six red-brown carnelians (50 gp each) and four ambers (100 gp each). Vlaadric's plate armor is set with eight chalcedonies (50 gp each) and two aquamarines (500 gp each).

25. Memorial Hall

The names of githyanki who died hunting illithids on Toril are carved in neat rows on the walls of this chamber. The longest wall is dominated by a relief carving of a githyanki soldier battling three mind flayers.

26. Kitchen

The characters hear a lot of clatter as they approach this area, which extends under area 15a (as indicated on map 16). The kitchen contains the following:

Cooks. Four **githyanki warriors** (two females and two males) prepare a large meal, moving between a pair

of roaring iron stoves and a 10-foot-long table covered with pots, bowls, and cutlery.

Shelves. Shelves carved into the walls hold jars of spices and various other cooking ingredients.

The warriors attack intruders on sight. Combat here brings reinforcements from area 27.

The stoves are piping hot. Any creature that touches a stove for the first time on a turn takes 3 (1d6) fire damage.

27. Mess Hall

Furnishings. Six 10-foot-long tables, each set with eight chairs, stand in neat rows.

Githyanki. Unless they have been drawn elsewhere, five **githyanki warriors** (three females and two males) and one male **githyanki gish** (see appendix A) are eating together at a table, talking in low, angry tones.

If the characters get close to this area without alerting its occupants, they hear the githyanki complaining in Gith about Al'chaia's cruelty. The githyanki attack at once in response to any threat, fighting until four or more of them fall. Survivors then flee to area 30 without going through area 29.

28. Armory

The githyanki repair and store weapons and armor here.

28a. Armor Storage

Ten suits of plate armor and thirty suits of half plate hang on wooden stands throughout the room. The armor is crafted in the baroque style favored by the githyanki, and the suits of plate armor have empty sockets and fittings where gemstones are meant to be set (though none are present in the suits displayed here).

28b. Smithy and Weapon Storage

Githyanki. A female **githyanki warrior** named Salarrl is busy repairing armor at a forge. A wooden trestle table and an iron anvil are arranged nearby.

Weapons. Thirty greatswords hang on weapon racks mounted to the walls.

Salarrl is engrossed in her work. Any character who succeeds on a DC 12 Dexterity (Stealth) check can sneak by her unnoticed. If she detects intruders, Salarrl retreats to area 30.

29. Prison

Enemies of the githyanki are imprisoned in this area, which consists of three large cells (areas 29a, 29b, and 29c) and a guard post (area 29d). A separate and permanent antimagic field fills the interior of each cell.

The doors to the cells, which stand outside the range of the antimagic fields, are magically locked. Any creature that carries a *Stardock rod* (see "Stardock Rods," page 214) can open a cell door, which has no physical locks to be picked. A door can also be opened by a *knock* spell or similar magic cast outside the cells.

The guards in area 29d know when one of the cell doors is opened and investigate.

29a. Empty Cell

The walls of this cell are covered in crudely etched graffiti dating back to a time before the githyanki took over Stardock.

29b. Ezria's Cell

Ezria, a **githzerai zerth** with 32 hit points remaining, is imprisoned here. He lost his left eye years ago in a brawl with a blue slaad. An eye patch covers the loss but does little to hide the nasty scar across his face. He owes his fresh bruises to his githyanki hosts.

Ezria is normally calm and collected. That changes if the characters are accompanied by one or more mind flayers, whereupon Ezria loses his composure and tries to kill the illithids with his bare hands. He doesn't trust anyone who would ally with such creatures.

Ezria was caught spying on the githyanki in the Crystal Labyrinth. They have been torturing him for information, hoping to learn how many other githzerai are nearby. Ezria's will is nigh unbreakable, and he has answered none of the githyanki's questions. Ezria is not of a mind to share this information with the characters, either—at least not until they earn his trust by seeing him safely back to his friends on level 15.

If the characters profess to be enemies of the mind flayers, Ezria tells them that a mind flayer colony has formed in Seadeeps (level 17), and the githyanki are waging war against them. He will gladly accompany the characters if their intention is to wipe out the illithid colony. (As a party member, he's entitled to a full share of XP for defeating monsters.) At the very least, if the characters help Ezria escape, he asks to stay with them until they return to the Crystal Labyrinth. He then departs to rejoin his friends on level 15.

29c. Imprisoned Illithids

Tel'zact and Yeluit, two **mind flayers** from Seadeeps (level 17), are held captive here. Al'chaia is keeping them alive until they can be pitted against her finest githyanki knights in a display of battle prowess for the benefit of the young warriors in training.

If the characters try to engage with Tel'zact and Yeluit, the mind flayers propose a deal. With the aid of their *detect thoughts* spells, the illithids have learned that Al'chaia keeps a *manual of gainful exercise* and a *tome of clear thought* in her quarters. If the characters help the mind flayers escape, the illithids help them search for Al'chaia's quarters (area 22) and claim the books. If an opportunity arises to turn against the characters for personal gain, the freed illithids take advantage of it.

29d. Guard Room

Gish. Two female **githyanki gish** (see appendix A) named Aruut and Yangol stand in the middle of this unfurnished room, speaking to each other in low tones as they watch the cell doors.

Green Crystals. A glowing green crystal is embedded above each cell door.

Characters who get close to the githyanki without alerting them overhear them talking (in Gith) about the mind flayer prisoners in area 29c. Aruut and Yangol are

looking forward to the prisoners' executions. If a fight breaks out here, the githyanki in area 30 investigate.

A *detect magic* spell reveals an aura of divination magic around each green crystal. Whenever a cell door is opened, the crystal above the doorway to that cell goes dark until the door closes. This is true regardless of which of a cell's two doors is opened. When Aruut and Yangol see a crystal go dark, they enter the cell to make sure nothing is amiss.

Treasure. Each githyanki gish carries a *Stardock rod* (see "Stardock Rods," page 214).

30. Warrior Training

This area extends under area 31, as indicated on map 16. Characters who listen at a door to this room before entering hear a female voice barking commands in Gith and the sound of warriors in training. The chamber contains the following:

Githyanki. A female **githyanki knight** named Saziq leads six **githyanki warriors** (three females and three males) in weapon drills.

Training Equipment. Thirty straw dummies shaped like illithids are arranged throughout the cavern. Racks of ropes and weights line the walls.

Secret Trapdoor. A secret trapdoor in the 30-foot-high ceiling leads to area 31. The trapdoor is a 3-foot-square stone slab that requires a successful DC 13 Strength (Athletics) check to push open.

If combat breaks out here, the githyanki gish in area 29d come to investigate. The githyanki attack anyone they perceive as an intruder and fight until five of their number fall, after which the rest retreat to area 21b.

The straw dummies are used for combat practice. Each is a Medium object with AC 10, 10 hit points, immunity to poison and psychic damage, and vulnerability to fire damage.

Treasure

Saziq's plate armor is set with eight red-brown carnelians (50 gp each) and four deep green spinels (100 gp each). She also wears a plumed helm encrusted with eight citrines (50 gp each).

31. Observation Room

This room is devoid of furnishings and occupants. Four 2-foot-long, 6-inch-wide window slits look out toward the starry void of space.

A secret trapdoor in the floor opens into the ceiling of area 30. The trapdoor is a 3-foot-square stone slab that requires a successful DC 13 Strength (Athletics) check to lift.

32. Graduation Chamber

Githyanki who attain the rank of warrior by hunting down and killing their first mind flayer are celebrated here. This cavern is also used for demonstrations of githyanki battle prowess, during which prisoners are executed by githyanki knights while young warriors cheer.

This cavern has the following features:

Scrying Eye. When the characters enter this area for the first time, they see one of Halaster's scrying eyes floating in the middle of the cavern (see "Halaster's Lair," page 311). It studies the characters for a minute or two before disappearing.

Blood. The floor is stained with pools of dry blood.

Altar. An 8-foot-high, rune-etched stone altar is situated in an alcove. It's topped with a life-size statue of a dagger-wielding githyanki warrior slaying a mind flayer.

The engravings on the altar, written in Gith, tell the story of how the githyanki freed themselves from the yoke of their illithid masters, shattered the mind flayer empires across the multiverse, and carved out their own kingdom on the Astral Plane under the rulership of Vlaakith the Lich-Queen. The altar conveniently omits any mention of the githzerai, but specific mention is made of Gith, the githyanki champion who led her people to freedom, and the sacrifices she made to ensure the future of her people. The statue atop the altar depicts Gith slaying an illithid oppressor to win her own freedom.

Aftermath

If the party defeats Al'chaia and leaves Urlon in charge, the Crystal Labyrinth and Stardock remain largely unchanged in the short term. Fearing that his betrayal of Al'chaia might become known, Urlon orders his warriors to kill the characters if they ever cross paths with the githyanki again.

If the characters wipe out the githyanki and the red dragons, the mind flayers from level 17 are quick to take over the Crystal Labyrinth. If they acquire a *Stardock rod*, the illithids conquer the asteroid as well, hoping to commandeer the next astral vessel or spelljammer ship that comes to Stardock and invade new worlds.

The characters can secure Stardock as a base once the githyanki, dragons, and mind flayers are no longer threats. The asteroid is a quiet place most of the time, far removed from the perils and politics of Toril. The peace is interrupted every month or so by the arrival of a spelljamming vessel bearing provisions gathered from far-flung worlds. Such a vessel might be crewed by githyanki, gnomes, or some other spacefaring race.

About once a year, a githyanki-crewed astral ship delivers young githyanki to the crèche. A githyanki astral ship doesn't travel through space but rather shifts in and out of the Astral Plane, appearing literally out of nowhere next to the asteroid's dock and disappearing back into the silvery void once its delivery is complete. If the githyanki discover that Crèche K'liir has fallen, they retreat to the Astral Plane and return in short order with an overwhelming force to recapture the asteroid.

Halaster cares more about the Crystal Labyrinth than he does about Stardock. Suddenly unhappy with the "renovations" the githyanki have made, the Mad Mage might assert his control over the labyrinth and reshape it to suit his whims.

Level 17: Seadeeps

Seadeeps is designed for four 14th-level characters, and adventurers who defeat the monsters on this level should gain enough XP to advance to 15th level. Before running this level, consider reviewing the "Gith" and "Mind Flayer" entries in the *Monster Manual*, as well as the "Ulitharid" entry in appendix A. They will help you roleplay the monsters on this level and bring their conflict in Seadeeps to life.

What Dwells Here?

Mind flayers from the Underdark have formed a new colony on this level of Undermountain, though githyanki from level 16 are determined to wipe it out.

Mind Flayers

Deep in the Underdark, a githyanki vanguard force attacked a large colony of mind flayers controlled by an elder brain. Fearing the colony's destruction, the elder brain instructed its most loyal vassal, an ulitharid called Extremiton, to establish a splinter colony somewhere safe from githyanki incursions. Extremiton made its way to Undermountain with a group of mind flayers, laid claim to level 17 of the dungeon, and began fortifying it against attacks from the githyanki and others. The dungeon's proximity to Waterdeep guaranteed the mind flayers a limitless supply of brains to feed on, while Undermountain's existing defenses offered an unprecedented level of security.

Enemies at the Gates

Through methods unknown to the illithids, the githyanki vanguard force tracked the survivors of their attack on the colony to Undermountain. Having recently secured the nearby Crystal Labyrinth (level 16), the githyanki now wage war against the mind flayers in Seadeeps. Uncertainty about its own future has forced Extremiton to hold off on transforming into an elder brain. Instead, it is focused on defending the colony and destroying its githyanki neighbors. With only a dozen mind flayers remaining under its rule, Extremiton has resorted to breeding a neothelid (see appendix A) and plans to set it loose in the Crystal Labyrinth to finally wipe out the githyanki force. Extremiton is also gathering thralls of every race to help defend the colony if the neothelid is destroyed or fails in its task.

City of the Mind

Extremiton can sense intelligent creatures within 2 miles of it and is able to communicate with them telepathically. Using this ability judiciously, the ulitharid has learned a great deal about the city above and its inhabitants. Waterdeep has, in a way, captured the ulitharid's imagination.

Extremiton intends to enslave the population of Waterdeep, but not before it fully understands this strange city and its people. The telepathic communications the ulitharid has initiated with random Waterdavians has provided it with plenty of information, but no firsthand knowledge of how city dwellers behave and react on a daily basis.

SCOTT MURPHY

Qualith Door Locks

Mounted on both sides of every door in the mind flayer colony (areas 9 through 20) is a burnished plate of dark, alien metal embossed with a braille-like form of tactile writing known as Qualith. Mind flayers use their tentacles to read Qualith, which is composed in four-line stanzas indecipherable to other creatures. A creature that touches a Qualith inscription, however, can receive fragmentary insight into the multilayered thoughts contained in it. A non-illithid that wants to understand a Qualith inscription in Seadeeps can make a DC 18 Intelligence check to interpret the inscription. A failed attempt results in a crushing headache and requires the creature to succeed on a DC 11 Wisdom saving throw or develop a random form of short-term madness (see "Madness" in chapter 8 of the *Dungeon Master's Guide*). A *comprehend languages* spell provides understanding of the inscription roughly equivalent to what a mind flayer would get from it.

Each door plate is imbued with psionic energy that functions like an *arcane lock* spell. The Qualith inscription on the plate describes the genuflections a mind flayer must make with its tentacles to open the door. Other creatures with at least four tentacles (such as flumphs) can imitate these motions to bypass the lock, provided they can interpret the inscription. A creature must be within 5 feet of the door to open it in this way. Creatures without the requisite tentacles and knowledge must deal with the lock by more conventional means, such as a *knock* spell. If magic is unavailable, a locked door can be forced open with a successful DC 30 Strength (Athletics) check.

Clever adventurers might discover that a decapitated mind flayer head, animated through an *animate dead* spell, can be used to access the locks.

In the heart of Seadeeps, the ulitharid has built an enormous dynamo that channels the energy of an underground river to power a series of interconnected metal capsules called psipods. The illithids under Extremiton's command have kidnapped humanoids from Waterdeep and Undermountain and put them to sleep in these capsules, which link their dreaming minds to the ulitharid's dizzying intellect. These captives believe they're in Waterdeep, but the city they see and experience around them is a fabrication created wholly by the ulitharid. Within this alternate reality Waterdeep, or "Alterdeep," Extremiton appears as any character it wants. Its favorite role to play is that of Durnan, the gruff, tight-lipped proprietor of the Yawning Portal.

Extremiton can make any environmental changes to Alterdeep and observe how its captive audience reacts. Meanwhile, it continues to use its telepathy to reach out to the Waterdavians in the city above, gathering more information to better realize its version of the city.

Githyanki

After tracking the splinter colony of mind flayers to Undermountain, githyanki forces from level 16 have begun their systematic eradication of the illithid presence.

The githyanki forces on this level await reinforcements from level 16. Yaveklar, the knight in command, intends to personally cut off the ulitharid's head and present it to her superiors. Her second in command, Lashiir, wants to see Yaveklar stripped of her command for incompetence.

Exploring This Level

All location descriptions for this level are keyed to map 17.

The caverns surrounding the mind flayer colony are dark and damp. The space occupied by the colony is smoothly carved from solid stone. Throughout this level, adventurers hear the constant thunder of the underground river, which is especially loud in area 12 and slightly less so in areas 16 through 20.

1. Tunnel Plexus

The natural tunnel that descends from level 16 levels out before splitting into several passages that connect to areas 2, 5, and 6. These passageways have uneven floors and ceilings, the distance between which varies from 10 to 15 feet. Characters who navigate these tunnels occasionally come across the bodies of flumphs slain by the githyanki.

2. Dripping Cave

Water drips from stalactites that cling to the roof of this damp, 30-foot-high cave.

3. Halaster's Maw

Most of this 30-foot-high cavern is taken up by a gaping pit roughly 50 feet long, 30 feet wide, and 30 feet deep. Its sides slope inward so that the floor of the pit is 30 feet long by 10 feet wide. A statue of a humanoid figure lies shattered at the bottom of the pit.

The broken statue is all that remains of Aasathra Raghthroknaar, a female dragonborn adventurer who was turned to stone and placed here by Halaster to lure other adventurers to their doom (see "Pit Trap" below).

Pit Trap

A *detect magic* spell reveals an aura of transmutation magic around the pit. Each time part of the statue is disturbed, the pit magically snaps shut like a giant mouth and then slowly opens again. Creatures in the pit when it closes are crushed between its rocky walls and must make a DC 17 Dexterity saving throw, taking 88 (16d10) bludgeoning damage on a failed save, or half as much damage on a successful one. Creatures that are gaseous, amorphous (such as an ooze), or protected by an impenetrable magical barrier (such as that created by an *Otiluke's resilient sphere* spell) take no damage.

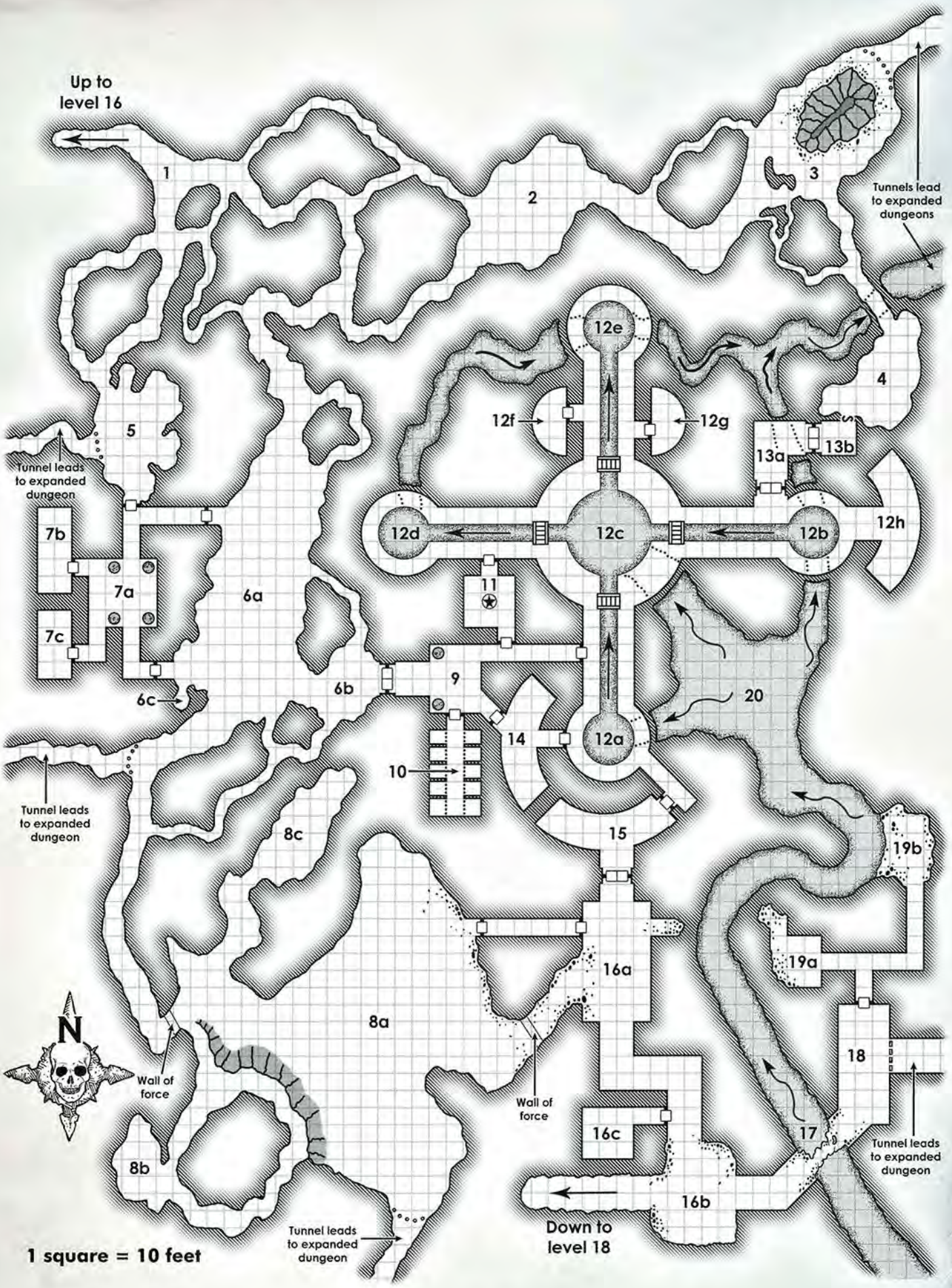
4. Flumph Cloister

Flumphs. Stalactites cling to the roof of this 20-foot-high cavern. Lurking among them are nine **flumphs**. The flumphs are passive creatures that fight only in self-defense.

Secret Door. A secret door in the south wall is carved to resemble natural stone.

The flumphs telepathically share the following information with friendly visitors:

- Mind flayers have established a splinter colony on this level (areas 9 through 20). An ulitharid called Extremiton leads the colony. Once the colony is secure and its



TIM HARTIN

Map 17: Seadeeps

enemies are eradicated, Extremiton will undergo a transformation ritual to become an elder brain.

- Githyanki want to destroy the illithid colony and any flumphs they encounter. The mind flayers have spawned a neothelid—a worm-like behemoth—to defend their colony and destroy their githyanki enemies. Right now, the neothelid is trapped behind several *wall of force* spells (in area 8).
- The mind flayers have captured many humanoids from Waterdeep and Undermountain, most of whom are kept as "cattle." The rest are turned into mindless thralls in service to Extremiton.

The flumphs don't need to enter the mind flayer colony to feed on the illithids' immense psionic energy. This cave is close enough to the colony that the flumphs can nourish themselves from a safe distance.

The flumphs are aware of the secret door but reluctant to speak of it, since they have come to rely on the illithid colony for sustenance. The flumphs would rather feed on the psionic energy of the mind flayers, who couldn't care less, than the energy of the githyanki, who abhor the flumphs and attack them on sight.

5. Githyanki Grave

Seepage. Water seeps into this 30-foot-high cave through minuscule cracks in the ceiling, flowing in rivulets down the walls and disappearing through natural drains in the floor.

Corpses. Lying in alcoves to the east are the corpses of ten githyanki who perished fighting the mind flayers and their thralls.

6. Battleground

This area has become the main battleground in the conflict between the githyanki and the mind flayers. The ceilings throughout are 20 feet high.

6a. Cave of Carnage

Corpses. The uneven floor is strewn with the corpses of githyanki, troglodytes, duergar, ogres, and orogs, as well as eight decapitated mind flayers and two flumphs.

Githyanki. Four **githyanki warriors** with *nondetection* spells cast on them lurk behind rock formations in the middle of the cavern.

The githyanki report to the knights in area 7c. Three fight to the death to defend the cavern, while the fourth retreats to area 7a to alert their allies.

6b. Severed Heads

Double Door. Embedded in the east wall is a stone double door sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless it is held open, the door automatically closes and locks.

Heads on Pikes. Seven decapitated mind flayer heads with limp tentacles are mounted on pikes in the middle of the cavern, facing the double door. (They were left here by the githyanki.)

6c. One Brave Flumph

A **flumph** lurks in the shadows of this alcove, surreptitiously feeding on the psionic energy of the githyanki warriors in area 6a. A successful DC 12 Wisdom (Perception) check is required to detect the creature. The flumph has the same helpful disposition and information as the rest of its kin on this level (see area 4).

7. Githyanki Stronghold

Two githyanki knights and eight githyanki warriors are stationed here. These githyanki are alert and won't give up their stronghold without a fight. Yaveklar, the knight in command, carries a *potion of supreme healing*, which she uses if she becomes grievously wounded.

7a. Arch Gate to Level 15

Light. Torches burn in iron brackets mounted to four pillars that support the 20-foot-high ceiling.

Githyanki. Four **githyanki warriors** stand guard next to the pillars.

Arch. Embedded in the east wall is a stone arch, its keystone carved with an image of a six-fingered gauntlet.

The githyanki warriors follow orders without question and have no authority to negotiate; that task falls to the knights in area 7c. A fight here brings reinforcements from areas 7b and 7c.

Arch Gate. The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- The gate opens for 1 minute if a creature touches the arch with a six-fingered gauntlet. (Such an item can be found on level 15.)
- Characters must be 13th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 24c on level 15, in the closest unoccupied space next to the identical gate located there.

7b. Barracks

Light. Resting on the floor are two glass lanterns with *continual flame* spells cast on them.

Wounded Githyanki. Four **githyanki warriors** are recovering from wounds inflicted on them by the mind flayers' thralls. Each has 30 hit points remaining.

Fountain. Embedded in the north wall is a stone fountain with a semicircular basin. The fountain is carved in the likeness of a winged fish with water spouting from its mouth.

The githyanki obey the knights in area 7c and won't accept healing from strangers without their superiors' consent.

The water spouting from the stone fish falls into the semicircular basin beneath it and drains out through small holes inside. The water is cool and clean, and serves the githyanki as a source of fresh water.

7c. Knights' Quarters

Light. Resting on the floor is a glass lantern with a *continual flame* spell cast on it.

Knightly Argument. Left undisturbed, two female **githyanki knights** argue quietly with one another in the middle of the room. One of the knights has a decapitated mind flayer head hanging from her belt.

The older githyanki knight, Yaveklar, commands the githyanki forces on this level. Though she is eager to slay the ulitharid and wipe out the mind flayer colony, Yaveklar is cautious and patient. She has suffered more losses than her superiors would consider acceptable, so she's waiting for reinforcements before launching any further assaults.

The younger knight, Lashiir, stands ready to take over in the event that Yaveklar is removed from command. Lashiir is proposing to attack the neothelid in area 8, using *misty step* spells to bypass the walls of force containing it. Yaveklar is not convinced that her forces are strong enough to defeat the neothelid and still maintain a foothold on this level.

If the characters can communicate with the knights, they can attempt to forge a truce with the githyanki. Yaveklar orders them to slay the neothelid as proof of their worth. If the characters kill the neothelid but return to Yaveklar in a very weakened state, she takes advantage of their situation and tries to finish them off. If they kill the creature and return with strength to spare, Yaveklar agrees to let them travel through Seadeeps unmolested and will even commit forces to a joint operation to conquer the mind flayer colony. If Yaveklar is neutralized, Lashiir readily fills the power vacuum and behaves much like her predecessor.

The illithid head dangling from Yaveklar's belt is a trophy from a recent skirmish. Resourceful characters can animate the head and use its writhing tentacles to unlock doors equipped with Qualith locks (see "Qualith Door Locks," page 222).

Treasure. Each githyanki knight wears a suit of baroque half plate armor set with three alexandrites (500 gp each) and ten citrines (50 gp each). In addition, Yaveklar carries a *potion of supreme healing*.

8. Operation: Eat Them All

The mind flayers have spawned a neothelid and trapped it behind magic walls of force controlled from area 16c. The illithids are waiting for Extremiton to give the order to unleash the savage creature on their githyanki enemies in Seadeeps and the Crystal Labyrinth.

8a. Neothelid's Cave

Magic walls of force seal off all tunnels leading to this enormous cavern (see "Walls of Force" below). The floor, while uneven throughout, has been worn smooth by the creature trapped here. The cavern has the following features:

Neothelid. A 210-foot-long **neothelid** (see appendix A) is curled up in the middle of the cavern, waiting to be fed.

Ceiling. The ceiling is uneven—ranging in height from 60 to 90 feet—and festooned with stalactites.

Ledge. A ledge climbs the western wall to a maximum height of 20 feet. At the back of this ledge are two tunnels leading to area 8b.

Food in the form of humanoids is delivered to the neothelid through a stone door set into the east wall, beyond which is a smoothly carved tunnel leading to area 16a. The door is sealed with a Qualith lock (see "Qualith Door Locks," page 222).

The neothelid is always hungry and tries to devour any creature that enters its cave. It lacks the intelligence to distinguish one kind of prey from another and feeds indiscriminately.

Tunnel to Expanded Dungeon. If you decide to expand the dungeon southward, the passage in the south wall exists but is sealed off with a wall of force.

Walls of Force. The illithids have a psionic device in area 16c that generates the magic walls of force sealing off the neothelid's cavern. Each wall is identical to that created by a *wall of force* spell, with these differences:

- The walls last until the psionic force generator in area 16c is deactivated.
- A *disintegrate* spell cast on a wall destroys it for 1 minute, after which the psionic force generator in area 16c resummons the wall.

8b. Standing Gate to Level 19

In the middle of this otherwise empty cave is a pair of standing stones topped with a lintel, carved into which is a symbol of an arrow. The standing stones form a magic gate (see "Gates," page 12). Its rules are as follows:

- If an arrow or a crossbow bolt is shot between the standing stones, the gate opens for 1 minute.
- Characters must be 15th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 15 on level 19, in the closest unoccupied space next to the identical gate located there.

8c. Dead-End Cave

The tunnel leading to this cave narrows dramatically, but not enough to keep the neothelid from reaching prey that flees here. The cave is empty.

9. Guard Post

The doors to this area are made of stone and sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless they are held open, the doors automatically close and lock. This area has the following features:

Sentries. Two **mind flayers** stand behind eight **orogs** (lined up in two rows of four) facing the double door to the west.

Pillars. Two stone pillars with glowing veins of crystal stand to either side of the western hallway.

The mind flayers have orders to thwart any frontal assault on the colony. The orogs are thralls under the illithids' command and defend their alien masters to the death.

10. Detention Facility

The mind flayers use this detention facility to hold "cattle"—the term they use to describe humanoids they consider a food source.

The door to the cell block is made of stone and sealed with a Qualith door lock (see "Qualith Door Locks," page 222). Unless it is held open, the door automatically closes and locks.

The cell block is 10 feet high throughout and contains the following:

Cells. Spaced along the corridor are ten cells with doors made of sturdy iron bars through which a Tiny creature could squeeze. Each cell door is fitted with a Qualith door lock (see "Qualith Door Locks," page 222).

Prisoners. Three prisoners are locked in separate cells when the characters arrive: a foul-smelling **troglodyte**, a young male human **veteran** wearing the uniform of a City Watch constable of Waterdeep, and an elderly female **grimlock** in a soiled gray robe.

The three prisoners subsist on a slimy but nutritious gray mold delivered to them in bowls once a day by illithid thralls.

The troglodyte, Glorz, has a dinner date with the neothelid in area 8 and, given its chaotic evil alignment, can't be trusted to behave itself if set loose.

The City Watch constable, Ishan Toru (LG male Kozakuran human), waits to have his brain devoured by the illithids. Toru's weapons were taken from him and discarded, and he plans to meet his death with whatever courage he can muster. He remembers being lured into an alley by a young girl who claimed her father was being accosted by ruffians. Toru was knocked unconscious by an unseen foe in the alley and awoke in this cell. If set free, he joins forces with his liberators and helps them in any way he can, but is eager to report to his superiors in Waterdeep about what he has witnessed here. He also has parents and siblings who are no doubt wondering what happened to him.

If his death seems likely, Toru asks one of the characters to take his City Watch badge and return it to his father in Waterdeep. If this is done, Toru's mother—a renowned jewelry artist—gives that character a sapphire bracelet or pendant worth 2,500 gp as a show of her gratitude.

Ahpok, the old grimlock, has an **intellect devourer** in her skull. She is used by the mind flayers to lure other grimlocks to the colony to have their brains devoured. Ahpok has been unable to leave the colony in recent weeks because of the githyanki, so the illithids have stationed her here with orders to keep an eye on the other prisoners. The grimlock speaks Undercommon. Ahpok claims to know this level of Undermountain by sound, smell, and touch, and offers her services as a guide if the characters agree to set her free. If the characters follow her, Ahpok leads them to the neothelid to be killed and consumed. If the intellect devourer is deprived of its host, it teleports away to seek a new one.

11. Halaster Is Glowing

The stone doors to this chamber are sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless they are held open, the doors automatically close and lock. The ceiling here is 10 feet high. The room has the following features:

Arch. Embedded in the middle of the east wall is a stone arch. Carved into its keystone are three human-like stick figures holding hands.

Statue. In the middle of the room, a statue of a thin, bearded, wild-haired man wearing a robe covered with eyes stands atop a 3-foot-high block of stone. The statue is surrounded by a faint nimbus of multicolored light and points a stony finger at the eastern arch.

The glowing statue depicts Halaster Blackcloak. It is a magic trap that casts a *prismatic spray* spell every time a creature emerges from the arch gate in the east wall. (Simply passing between the statue and the gate doesn't trigger the trap.) The rays created by the spell originate from the statue's pointed finger and target all creatures between the statue and the gate (save DC 19).

A *detect magic* spell reveals auras of abjuration magic and evocation magic around the statue. It melds seamlessly with its base and the floor, as though one with both. It can't be toppled and is impervious to damage.

Close examination of the statue reveals that the eyes carved into its robe, twenty in all, have lids that are locked open. Casting an *arcane lock* spell on the statue closes the eyelids on all the robe's eyes and deactivates the statue. Encompassing the statue in a *darkness* spell suppresses the trap for the duration.

Arch Gate to Level 14

The arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If three humanoids hold hands while standing within 5 feet of the gate, it opens for 1 minute.
- Characters must be 13th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 39b on level 14, in the closest unoccupied space next to the identical gate located there.

12. Dynamo

The central feature of the mind flayer colony is a psionic, quasi-magical turbine powered by a thunderous underground river that flows through it.

River water entering the dynamo is channeled along 10-foot-deep troughs. As the water courses through each trough, it passes U-shaped, gold-plated metal conductors bolted to the sides and bottom of the trough at 10-foot intervals. The energy from the water is transferred to the conductors and used to power the apparatus in area 12g and the psipods in areas 14 and 15. After flowing through the dynamo, the water exits through submerged, rough-hewn tunnels carved into the sides of cisterns. The underground river then resumes its natural course, eventually emptying into the Underdark.

Underground River

The underground river on this level is swift and loud. Creatures within 20 feet of it are deafened by the roar unless a soundproof barrier or a *silence* spell blocks the noise. Any creature that starts its turn in the river and isn't anchored must make a DC 15 Strength saving throw. On a failed save, the creature is swept 60 feet downriver; on a successful save, the distance is halved to 30 feet. The river flows just as strongly through area 12 as it does elsewhere.

Creatures can walk along a stone ledge that hugs the perimeter of the dynamo. The ledge is 1 foot above water level, and four arching wooden bridges span the troughs near the central hub (area 12c). These bridges are securely bolted to the floor. The ceilings above the water collectors are domed and vary in height. The connecting tunnels between the collectors and the bridges have flat, 15-foot-high ceilings.

All doors leading to this area are made of stone and sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless they are held open, the doors automatically close and lock.

12a. South Water Collector

The ceiling in this chamber forms a dome 20 feet higher than the floor around the cistern, which is 10 feet deep. Water pouring in from the east travels north along a trough that leads toward area 12c.

12b. East Water Collector

This area is watched by the ettins that lurk in area 12h.

The ceiling in this chamber forms a dome 20 feet higher than the floor around the cistern, which is 15 feet deep. Water pouring in from the south travels west along a trough that leads toward area 12c. Excess water flows north through a submerged tunnel blocked by a 10-foot-diameter, circular iron grate that Tiny creatures can slip through. Forcing open the grate while fighting off the current requires a successful DC 30 Strength (Athletics) check.

12c. Central Hub

The ceiling in this chamber forms a dome 40 feet higher than the floor around the cistern, which is 20 feet deep and fed by a submerged tunnel to the southeast. Water also pours in from 10-foot-deep troughs to the south and east, and forced westward and northward along troughs that lead to areas 12d and 12e, respectively.

12d. West Water Collector

The ceiling in this chamber forms a dome 20 feet higher than the floor around the cistern, which is 30 feet deep. Water pouring in from the east exits through a submerged tunnel in the north wall of the cistern, 20 feet below the water's surface.

12e. North Water Collector

The ceiling in this chamber forms a dome 20 feet higher than the floor around the cistern, which is 40 feet deep. Water flowing in from the south and west exits through a submerged tunnel in the east wall of the cistern, 30 feet below the water's surface.

Two dead grimlocks float in the cistern, with the brains torn out of their skulls. This is where the mind flayers dispose of creatures they feed on. Eventually, the corpses sink and get swept downriver.

12f. Dining Experience

The stone door to this room is soundproof, airtight, and sealed with a Qualith door lock (see "Qualith Door Locks," page 222). The ceiling is 10 feet high and flat. The room contains the following features:

Grimlock. A stunned male **grimlock** is slumped in one of three stone chairs that face the door.

Illithids. Two **mind flayers** are present. One stands behind the grimlock, feasting on its brain while telepathically communicating the experience to the second mind flayer, which looks on.

Dining on brains is a spectator event for mind flayers. With the aid of telepathy, the diner can convey the pleasures of a meal to other illithids in range. These mind flayers don't like being outnumbered. They try to stun as many characters as possible, then gather reinforcements from area 12h.

Most of the grimlock's brain is consumed by the time the characters arrive. Short of a *raise dead* spell or similar magic, there's no way to save the creature from its fate.

12g. Control Room

The stone door to this room is soundproof, airtight, and sealed with a Qualith door lock (see "Qualith Door Locks," page 222). The ceiling is 10 feet high and flat. The room contains the following features:

Extremiton. In the middle of the room, the **ulitharid** (see appendix A) sits on a swiveling crystal throne shaped like a cocoon. The throne's base is shaped from a dark, alien metal. Dozens of thick copper wires connect it to plates of a similar metal bolted to the floor.

Crystal Screen. When the characters first arrive, the throne faces the room's curved back wall, which has rows of pale white crystals embedded in it. These crystals project the flickering, spectral image of the Yawning Portal's taproom, as seen through the eyes of its proprietor, Durnan.

Extractor Staff. A thin crystal stand near the throne holds a black metal staff shaped like a warped, alien spinal column. This is Extremiton's extractor staff (see the "Ulitharid" entry in appendix A).

While seated in its crystal throne, Extremiton is psychically linked to the psipods in areas 14 and 15 and is maintaining its Waterdeep simulation (see "Alterdeep," page 229). If it leaves the throne, the simulation deactivates and the psipods shut down. When this happens, the mind flayers in areas 14 and 15 make their way here to find out why the ulitharid ended the simulation. It takes them 4 rounds to arrive.

Extremiton has enough on its mind without battling adventurers. If cornered here, it tries to negotiate a peaceful settlement. As a lawful evil creature, it tries to uphold its end of any agreement while twisting a badly worded deal to its advantage. Primarily, Extremiton is

concerned with its own safety and the elimination of the githyanki. The welfare of the rest of the colony comes second. It places no value on prisoners and gladly releases them if doing so is enough to preserve its life.

The scene projected on the back wall is what Extremiton sees when it looks through the eyes of the virtual Durnan in the alternate version of Waterdeep. The view changes abruptly whenever the ulitharid switches characters in the simulation, and the scene fades entirely when the ulitharid leaves its throne.

Given a chance to do so, the ulitharid is delighted and eager to show off its Alterdeep simulation, which it is using to learn more about Waterdeep and its multifaceted culture. Extremiton fails to mention that once it becomes an elder brain, it plans to use its newfound knowledge to enslave the entire city.

12h. Ettin Thralls

This curved chamber has a flat ceiling 10 feet high. Lurking in the dark, empty alcoves to the north and south are four scrawny **ettins**. At full health, each ettin has 60 hit points.

The ettins' minds have been broken by *dominate monster* spells cast on them repeatedly by the illithids over many months. These drooling, gibbering, malnourished thralls won't attack illithids or creatures in their company. All other creatures are attacked on sight. The starving ettins hungrily devour any kills.

13. Back Door

The double doors to these rooms are airtight, soundproof, made of stone, and sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless they are held open, the doors automatically close and lock. The ceiling here is 10 feet high.

The mind flayers use this back door to their fortress as a means of escape, in case the colony is overrun by githyanki or other invaders.

13a. Treasury

Two chests carved from zurkhwood sit atop low stone tables against the west wall of this room.

Treasure. The chests contain treasure that the mind flayers use to bribe creatures they can't devour or enslave. Each chest contains 800 pp. Characters who dig through the gold also find a pair of purple-tinted crystal spectacles with platinum frames (2,500 gp), a *potion of resistance* (acid), a *Quaal's feather token* (tree), and a drow-made dagger with silver web filigree. The dagger magically plays a fragment of a guitar solo when struck or used to strike a foe. The dagger is worth 750 gp.

13b. Outer Guard Post

The north wall of this empty, unfurnished room contains a secret door.

14. Psipod Nexus I

The doors to this room are made of stone and sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless they are held open, the doors automatically close and lock. The ceiling here is 10 feet high. The room contains the following features:

Psipods. Resting in iron brackets along the curved walls are fifteen coffin-sized bronze cylinders with lids of transparent crystal. Each capsule is tilted at a 45-degree angle, connected to metal floor panels with thick copper wires, and coated in a thin, slimy residue.

Illithids. Four **mind flayers** carrying dark sheets of metal resembling clipboards are inspecting the capsules, nine of which contain unconscious humanoids.

The mind flayers are tasked with ensuring that the equipment in this room is functioning properly. They try to stun intruders and trap them inside empty psipods (see "Psipods" below). Their "clipboards" are thin sheets of metal with braille-like writing (Qualith) embossed on them. The mind flayers use their tentacles to interpret the writing, which provides technical schematics for the psipods. A *comprehend languages* spell or similar magic reveals as much, enabling characters to discern what the psipods do and how to disable them.

Psipods

A psipod is a magic device that connects the mind of an unconscious humanoid to the mind of the ulitharid in area 12g. The psychic residue that coats each psipod is a byproduct of this connection. The residue is sticky and foul-smelling, but harmless. It dissolves after a few hours.

Any creature that enters a psipod's bronze cylinder must succeed on a DC 17 Constitution saving throw or fall unconscious, lulled into that state by a soothing psionic vibration that the ulitharid produces. A creature that succeeds on the saving throw must repeat it at the end of each of its turns unit it exits the cylinder.

While in a psipod, an unconscious creature finds itself drawn into a simulated reality created by the ulitharid (see the "Alterdeep" sidebar) and can survive in this state for the remainder of its natural life, its mind and body nourished by the psipod's psychic energy. If the psipod is shut down, or if the unconscious creature is removed from it, the creature can repeat the DC 17 Constitution saving throw at the end of each of its turns, waking on a success. The creature also awakens if it takes damage in the real world, but not if it takes damage in the Waterdeep simulation.

A psipod shuts down if it is disabled or destroyed. To disable a psipod, a creature must disconnect three of the eight copper wires connecting it to the metal panels in the floor. The mind flayers' schematic pads identify which three wires to disconnect on each psipod. (The combination of wires varies from one psipod to another.) If wires are torn out at random, roll a d8 three times (rerolling duplicate results) to determine which three wires shut down that particular psipod, then roll a d8 for each wire that is disconnected to see if it's one of the correct ones. Disconnecting a wrong wire triggers a magical surge that targets all creatures within 5 feet of the psipod except the one inside it. A targeted creature must make a DC 17 Wisdom saving throw, taking 22 (4d10) psychic damage on a failed save, or half as much damage on a successful one. A magical surge from one psipod has no effect on the others.

All the psipods shut down if the ulitharid dies or leaves the crystal throne in area 12g. Each psipod is a

ALTERDEEP

Unconscious creatures in psipods experience the equivalent of a shared dream as they appear with all their carried possessions in Waterdeep—or rather, an alternate version of Waterdeep created by Extremiton.

Through extensive telepathic contact with Waterdavians, the ulitharid has created a realistic simulation of Waterdeep that is constantly being refined for greater authenticity. Within "Alterdeep," the ulitharid takes on various personas and quietly observes how creatures that are projected into the setting by the psipods interact with each other and the fake creatures and objects around them.

Alterdeep looks, sounds, smells, and feels like Waterdeep. Prolonged exposure to this alternate world, however, increases the possibility of detecting a flaw that betrays its true nature. Although Extremiton has created an impressive facsimile, characters who are drawn into the environment notice slight discrepancies in the way familiar NPCs act, or pick up on minor details that the ulitharid has gotten wrong or can't reasonably duplicate: slight changes in decor, books that are blank between the covers, foul-tasting elven wine, dwarves unable to speak Dwarvish, and so on.

As soon as a character encounters such a discrepancy, the ulitharid also becomes aware of it, since their minds are linked. When confronted with an error, Extremiton either takes steps to correct it or tries to draw attention away from it. For example, it doesn't know Dwarvish well enough to cause the residents of Alterdeep to speak it fluently, so it might subtly remove all known Dwarvish-speaking characters from the simulation until its familiarity with that language improves significantly.

The Yawning Portal. The most accurate and fleshed-out location in Alterdeep is the Yawning Portal. Extremiton is particularly fascinated with the establishment, its owner, and its clientele. Most newcomers to the simulation awaken here, and Extremiton tries to create enough situations of interest in the tavern to keep its captive audience engaged. Extremiton appears in the Yawning Portal as its gruff proprietor, Durnan, though it can inhabit other fake NPCs as well. The ulitharid has focused most of its attention on the Yawning Portal because that location sits atop the entrance to Undermountain and is a hotbed of humanoid interaction.

Damage, Death, and Healing. Creatures can be hurt, healed, and killed in the simulation just as they can be in the real world, and a character reduced to 0 hit points makes death saving throws as normal.

Any creature that joins the simulation by entering a psipod and dies in the simulation also dies for real from the shock, as though it had taken enough psychic damage to instantly kill it. Creatures immune to psychic damage can't be killed by this kind of system shock and stabilize automatically inside the simulation.

Leaving Alterdeep. If characters in the simulation try to escape Alterdeep's city limits, Extremiton creates situations to dissuade them: bad weather, a city-wide lockdown, a festival—whatever it takes. The ulitharid hasn't researched areas outlying the city. Consequently, nothing but thick fog lies beyond the city gates. The same is true for Alterdeep's version of Undermountain; characters who descend the well in the Yawning Portal taproom find themselves enshrouded in fog with nowhere to go but back up. Extremiton, in the guise of Durnan, discourages exploration of Undermountain by claiming that the Mad Mage has magically sealed it off.

Characters who are brought into the simulation can escape only if Extremiton allows it or if their psipods are shut down. The ulitharid might remove one or more characters from the simulation if it finds them too disruptive, in which case they're taken out of their psipods and confined to area 10 until they can be fed to the neothelid in area 8. The characters can also try to form an alliance with the ulitharid. Extremiton might release them if, in exchange, they promise to destroy the githyanki that are threatening the mind flayer colony. You can roleplay these interactions or have the characters make ability checks to convince Extremiton to let them back into the real world.

Large object with AC 15, 50 hit points, and immunity to poison and psychic damage. A creature inside a psipod has total cover against attacks originating from outside the capsule.

Unconscious Humanoids

Eight of the humanoids in the psipods are **commoners** of mixed race, alignment, and ethnicity. Their names are Daundarak Steelfist (LG male shield dwarf), Jarana Hammerstone (LG female shield dwarf), Falain Tlandrue (CG female moon elf), Merrily Shadowstep (NG female lightfoot halfling), Jagtar Uythrapp (LG male Mulan human), Lament (N male tiefling), Stormal Voss (LE male Illuskan human), and Lander Hellwind (CG male Illuskan human). All were abducted from Waterdeep. Apply racial traits to them as warranted, and remember that dwarves, elves, and tieflings have darkvision.

The ninth humanoid is Selphorn Amcathra (NE male Tethyrian human **noble**). A resident of the town of Amphail, he was abducted after attending the funeral of a cousin in Waterdeep. Selphorn promises a reward of 500 gp for his safe return to the City of Splendors and makes good on his promise, but he puts his self-interest above all other concerns. Characters from Waterdeep would know that House Amcathra is one of the city's wealthiest noble families.

15. Psipod Nexus II

This room is identical to area 14, with these alterations:

- The room contains twenty empty psipods in various stages of completion. (Half of the psipods are fully assembled and functional.)
- Three **mind flayers** are busily assembling one of the unfinished psipods.

16. Old Dwarven Halls

The doors in this area are made of stone and sealed with Qualith door locks (see "Qualith Door Locks," page 222). Unless they are held open, the doors automatically close and lock. Rooms here are 20 feet high with 10-foot-high corridors connecting them.

16a. North Guard Post

Scaladar. Two modified scaladar guard the hall. They are described in more detail below.

Furnishings. Water seeps into the hall through cracks in the arched, 20-foot-high ceiling, spilling onto a 40-foot-long stone table surrounded by stone chairs as big as thrones.

Dishware. Shallow niches in the walls hold stone dishes and tankards. Some of the dishware contains

globs of edible gray slime. (The mind flayers use these dishes to bring food to prisoners in area 10.)

Wall of Force. The rubble-strewn passage to area 8a is blocked by an invisible wall of force that is generated from area 16c.

The mind flayers gained control of two **scaladar** (see appendix A) and implanted duergar brains in them, bestowing on each construct an Intelligence of 11 and the ability to understand (but not speak) Dwarvish and Undercommon. Each duergar brain is contained in a glass sphere embedded in the construct's head. These scaladar obey the commands of illithids and attack any creatures that aren't mind flayers or their thralls. Trobriand's rings no longer have any effect on these constructs.

16b. South Guard Post

This misshapen, 20-foot-high room sits at the top of a sloped tunnel that descends for hundreds of feet to level 18. Guarding the otherwise empty room are eight **duergar**. If they see light approaching, the duergar turn invisible and enlarge themselves, then ambush anyone that enters the chamber. These duergar have had their minds broken by the mind flayers and fight to the death.

16c. Psionic Force Generator

Pedestal. In the middle of the room, two **mind flayers** grip the top of a 4-foot-tall, three-sided crystal pedestal with a fist-sized diamond floating 1 foot above it.

Anvils. Piled against the walls are scores of rusty iron anvils forged and abandoned long ago by the Melairkyn dwarves. (Each one weighs 500 pounds.)

The crystal pedestal with the diamond levitating above it is a psionic force generator, a magic device that allows the mind flayers to create and sustain the walls of force that enclose area 8. The mind flayers provide the mental energy that powers the generator. If these mind flayers are attacked, one maintains contact with the crystal pedestal while the other defends it.

The diamond no longer floats if removed from its place above the pedestal. A creature within reach of the diamond can use an action to take it. Without the diamond, the generator shuts down and the walls of force in area 8 disappear. The device can't function without the diamond (or another of the same or greater value). The walls of force also disappear if the mind flayers are pulled away from the pedestal—though the walls reappear if contact is reestablished, as long as the diamond is still floating in place. If the walls disappear, the neothelid in area 8 escapes in search of prey, killing and consuming any creatures it finds.

The crystal pedestal is embedded in the floor and can't be knocked over, but it can be destroyed, rendering the generator irreparable. The pedestal is a Small object with AC 13, 20 hit points, and immunity to poison and psychic damage.

Treasure. The diamond is worth 5,000 gp.

17. Crumbling Bridge

Spanning the river at this point is a crumbling stone bridge that can support 200 pounds at a time. Any more weight causes it to collapse. A creature on the bridge when it collapses can leap to one side or the other with a successful DC 15 Dexterity saving throw. On a failed save, the creature falls in the river and might get swept away (see "Underground River," page 227).

18. Gray Mold

The walls of this room are streaked with a slimy gray mold, some of which has been scraped off. Under the mold are bas-relief sculptures of dwarves chopping down large mushrooms.

The mold growing here is edible and nutritious, but not tasty. The mind flayers feed it to their prisoners. A small cup of the mold is nutritionally equivalent to a day's worth of rations.

19. Unguarded Area

Neither the mind flayers nor their thralls come here.

19a. River's Roar

Creatures in this 10-foot-high, partially collapsed chamber have disadvantage on Wisdom (Perception) checks that rely on hearing due to the loud roar of the underground river nearby.

19b. Safe Shoreline Cave

The 10-foot-high, rough-hewn chamber is strewn with rubble. The shore is rocky and covered with loose dirt.

20. River Branches

The river (see "Underground River," page 227) reaches a depth of 20 feet at this point, where it splits off in three directions. A creature swept along by the river's strong current is pulled in a random direction determined by rolling a d6. On a 1, the creature is swept into area 12a. On a 2, the creature is swept into area 12b. On any other result, the creature is swept into area 12c.

Aftermath

If freed from its confinement, the neothelid wanders Seadeeps and consumes any other creature that crosses its path. Characters might try luring it to another level of Undermountain, where it can wreak even more havoc. If the neothelid becomes too great a nuisance, Halaster takes strides to either destroy or contain it.

Killing Extremiton completes a quest (see "Uncover the Telepathic Spy," page 10). Deprived of their leader, the surviving illithids disappear into other corners of Undermountain or return to the Underdark. With the illithids gone, the githyanki move to secure the level with reinforcements from level 16—assuming there are any githyanki left. If the githyanki are wiped out and Extremiton is allowed to live, it eventually turns itself into an elder brain, which attracts more illithids to the colony. In addition, the illithids continue to capture people from Waterdeep for their Alterdeep simulation, which grows more intricate and nuanced every day.

Level 18: Vanrakdoom

Vanrakdoom is designed for four 15th-level characters, and those who defeat the monsters on this level should gain enough XP to advance halfway to 16th level. The level is named after Vanrak Moonstar, a Waterdavian noble who turned to the worship of Shar (god of darkness and loss), descended into Undermountain, and became a death knight. To grasp what's happening on this level and why, one needs to know the fate that befell Lord Moonstar.

The Dark Fate of Lord Vanrak Moonstar

Adherents of Shar have been active in the shadow of Mount Waterdeep ever since a disastrous expedition to the Black Jungles mounted in the Year of the Dark Dawn (1104 DR) by Lord Vanrak Moonstar, a charismatic, outgoing swashbuckler. Vanrak was but a pale shadow of his former self when he returned. A few tendays later, his father, Lord Andvarran Moonstar, the family patriarch, died of a strange wasting disease that could not be cured by healing magic.

Upon assuming leadership of House Moonstar, Vanrak publicly broke with the temple of Selûne (god of the moon), which he blamed for his father's untimely death. Consumed with bitterness, the Dark Ranger, as Vanrak came to be known, secretly embraced Selûne's sister: Shar, the Lady of Loss.

By the Year of the Howling Moon (1130 DR), House Moonstar was in open schism. Family members who still venerated Selûne aligned themselves with Lord Vanrak's sister, Lady Alathene, and Selûne's priesthood. Meanwhile, Lord Vanrak and his followers extended their dark influence over much of the city's harbor with the aid of a small army of mercenaries bolstered by followers of Shar.

Lady Alathene appeared in open court and asked the Lords of Waterdeep to strip her brother of his title and banish him from the city. She also presented evidence of her brother's numerous crimes, including slavery, arson, theft, and murder. The Lords ordered the immediate capture of the Dark Ranger, but by the time the City Watch had breached the gates of his villa, Vanrak and his followers had already fled through a secret portal into Undermountain. He and his followers remained there until, in the Year of the Dark Mask (1171 DR), they conquered the level of Undermountain that came to be known as Vanrakdoom.

Operating from his new base, Vanrak extended his influence throughout much of Undermountain and even periodically dispatched elite strike teams to battle followers of Selûne in the city above. He achieved his most dramatic success in the Year of the Tomb (1182 DR), when his followers infiltrated the High House of Stars through its cellars, slaughtered most of the inhabitants before they could raise an alarm, engulfed the temple in black fire, and burned it to the ground. The invaders also acquired enough treasure from the temple vaults to fund Lord Vanrak's personal quest for immortality. Within a few years, the Dark Ranger had transformed himself into a death knight.

ERIC BELISLE

The Lords of Waterdeep didn't make things easy for Vanrak Moonstar in the years that followed. They hired waves of adventurers to descend into Undermountain to bring Vanrak and his followers to justice. Although none of these adventurers succeeded, they winnowed down Vanrak's army to the point where he could no longer threaten the city.

Halaster Blackcloak compounded Vanrak's woes by urging other Undermountain dwellers to invade Vanrakdoom from time to time. In a desperate move, the few remaining priests of Shar performed rituals to harness the despair of Vanrak's shadow dragon mount, Umbraxakar, and use him to transport Vanrakdoom into the Shadowfell. In the end, Halaster's magical hold over Undermountain proved too strong to overcome, yet a small section of Vanrakdoom crossed over into the Plane of Shadow and became ensconced there.

Confronted by failure, Vanrak came to believe that Shar had deceived him and had orchestrated his downfall solely to spite her nemesis, Selûne. Vanrak had lost his family, his title, and most of his army, and he was in danger of losing hold over his domain. In the Year of Silent Shadows (1436 DR), he renounced his faith in Shar and begged Selûne's forgiveness for the destruction of her temple and its followers. In a desperate act of redemption, the death knight destroyed his undead form using a *sun blade*. A vampire cleric of Shar named Keresta Delvingstone has ruled Vanrakdoom ever since.

With the shadow of Vanrak faded from memory, House Moonstar has prospered. The Waterdavian family is currently overseen by the once shrewd but now senile Lady Wylynd Moonstar, a venerable human noblewoman who, by last estimate, is well over a century old. Although she has no children of her own, Wylynd is surrounded by distant relatives, including a savvy half-drow grandnephew named Helion Moonstar, whom she has chosen to be her heir. The family's business interests lie in cartography and exploration, and Wylynd has been known to fund expeditions to Undermountain from time to time for reasons she prefers to keep to herself.

What Dwells Here?

This level is controlled by servants of Shar and creatures of shadow.

Keresta Delvingstone

Keresta Delvingstone grew up in the streets of Waterdeep and is no stranger to hardship. Hoping to make a better life for herself, she became an adventurer and sought fame and fortune in Undermountain. Keresta met her end in the lair of a vampire and became a vampire spawn under its command.

After Vanrak destroyed the vampire and conquered its lair, he took Keresta under his wing. Consumed by darkness and loss, Keresta was drawn to Shar like a moth to a flame and rose to become a vampire cleric of the evil god. She now leads Shar's debased cult in Vanrakdoom and intends to send the group on a mission to destroy the Spires of the Morning, the temple of Lathander (god of birth and renewal) in Waterdeep. She also has her sights set on destroying the House of the Moon—Waterdeep's temple of Selûne, whom she blames for the destruction of Vanrak Moonstar.

Keresta is a **vampire**, with these changes:

- Keresta summons **giant centipedes** instead of wolves.
- She gains the Spellcasting feature described below.

Spellcasting. Keresta is a 9th-level spellcaster. Her spellcasting ability is Wisdom (spell save DC 15, +7 to hit with spell attacks). She has the following cleric spells prepared:

Cantrips (at will): *guidance, mending, resistance, thaumaturgy*
1st level (4 slots): *bane, command, inflict wounds, ray of sickness*
2nd level (3 slots): *blindness/deafness, ray of enfeeblement, spiritual weapon*
3rd level (3 slots): *animate dead, bestow curse, dispel magic, spirit guardians*
4th level (3 slots): *blight, death ward, divination*
5th level (1 slot): *antilife shell, destructive wave*

Regional Effects

Vanrakdoom is Keresta's lair, and the following regional effects are noticeable throughout it:

- Fog creeps into areas of dim light or darkness. It vanishes when light is brought to bear on it but reappears when the light passes. A permanent fog hangs in some areas regardless of light, as noted in the descriptions of those areas.
- Rats and bats are plentiful. In areas where they are not specifically mentioned, droppings and guano betray their presence, and they can be heard constantly scuttling and shrieking in the distant darkness.

If Keresta is destroyed, the fog disperses, and the rats and bats gradually die off until only a scattered few remain.

Umbraxakar

The shadow dragon Umbraxakar used to be a lawful good bronze dragon named Glyster. Fond of assuming human form, Glyster was Vanrak Moonstar's friend and companion, remaining by the noble's side even after Vanrak's fall from grace. Glyster tried to turn Vanrak away from the worship of Shar, to no avail, and the dragon sank into despair. In this forlorn state, he allowed Shar's priests to transform him into a shadow dragon to better serve Vanrak in the battles to come. Thereafter, Glyster became known as Umbraxakar ("shadowborn" in Draconic).

The death knight and the shadow dragon fought side by side for many years, expanding their domain and then defending it against adventurers and other invaders. By this time, Umbraxakar had stopped caring about anything except his friendship with Vanrak. The friendship finally ended when Vanrak destroyed himself with a *sun blade*, leaving Umbraxakar and the remnants of Shar's wicked cult to fend for themselves.

Visions of Umbraxakar

As characters explore areas of Vanrakdoom, they experience magical visions of terrible things that the dragon experienced long ago. These visions, byproducts of Umbraxakar's despair, provide clues that can help free the dragon from his dark curse. A character does not ex-

perience such visions within an antimagic field or while under the protection of a *dispel evil or good* spell.

Characters also encounter magical projections of Umbraxakar. These shadowy images take the form of harmless, dragon-shaped clouds of black fog. A projection that is targeted by a *dispel magic* spell or touched by an antimagic field is destroyed instantly. It otherwise cannot be harmed.

Cult of Shar

The cult of Shar in Vanrakdoom consists mainly of vampire spawn under the command of Keresta Delvingstone. Living cultists also find their way here from time to time, guided through Undermountain by the dark grace of Shar herself. Keresta turns the most promising acolytes into vampire spawn. Those deemed unworthy of Shar's blessing nourish Keresta and her spawn with their blood, after which Umbraxakar devours the exsanguinated corpses.

Cultists are neutral evil humans who wear dusty gray robes over their armor. These robes bear the symbol of Shar: a black circle bordered in dark purple.

Into the Shadowfell

Areas 19 through 33 of Vanrakdoom are ensconced in the Shadowfell and remain there as long as Umbraxakar is alive. In these areas, bright light is reduced to dim light, and dim light to darkness. In addition, all color has been drained from these areas, and a deathly stench hangs in the air. The walls are severely cracked, the floor tiles are buckled and broken in numerous places, and the ceilings have begun to sag as though they won't remain in place much longer.

Areas within the Shadowfell are no longer part of Undermountain and therefore aren't subject to its magical restrictions (see "Alterations to Magic," page 10).

The shadow dragon's despair can cause other areas of Vanrakdoom to slide in and out of the Shadowfell at irregular intervals—sometimes for a few seconds or minutes, sometimes for hours. Any such shift happens at your discretion and lasts as long as you want. When an area slides into the Shadowfell, all colors and lights within the area become muted as described above.

Shadowfell Despair

Characters who linger in the Shadowfell might become fraught with despair (see "Optional Rule: Shadowfell Despair" in chapter 2 of the *Dungeon Master's Guide*).

Exploring This Level

All location descriptions for this level are keyed to map 18. Areas of Vanrakdoom that have shifted into the Shadowfell have darker shading around them on the map.

1. Entrance

Characters who descend the tunnel from level 17 come to a series of rough-hewn tunnels that open into a 10-foot-high corridor of smooth worked stone.

2. Dusty Emptiness

This room and its connected corridors have 10-foot-high ceilings and floors covered with dust.

3. Statue of Shar

Fog. The room is lightly obscured by fog.

Statue. The east corner holds a black marble statue of a cloaked woman wielding two daggers. Three dust-covered human skeletons lie at the statue's feet

Robed Figure. Kneeling before the statue is a humanoid figure in a purple and black robe.

The kneeling figure is an empty robe that collapses into a pile on the floor if it is disturbed or targeted by a *dispel magic* spell.

The skeletons lying at the statue's feet are the remains of long-dead adventurers placed here as a warning not to disturb the 7-foot-tall statue. A character who succeeds on a DC 15 Intelligence (Religion) check can ascertain that the statue depicts Shar.

4. Old Friends

Fog. The room is lightly obscured by fog.

Tapestries. Shredded tapestries that once depicted coastal scenes lie in heaps near the walls. Disturbing the tapestries causes a harmless, smoky projection of Umbraxakar to appear in the middle of the room. It rushes toward intruders, hoping to scare them away.

Vision. Any character who moves more than halfway into the room experiences one of the shadow dragon's fleeting visions.

Dragon's Vision

In this vision, the character is standing before a cloaked nobleman (Lord Vanrak Moonstar) on a windy cliff overlooking the sea. The noble asks the character to join him on a dangerous quest into the Black Jungles. Putting a hand on the character's shoulder, the man asks, "We are the best of friends, Glyster, are we not?" With that, the vision ends.

5. Umbraxakar's Gift

Fog. The room is lightly obscured by fog.

Bas-Reliefs. The walls are covered with bas-relief carvings of jumbled human skeletons.

Vision. Any character who moves more than halfway into the room experiences one of the shadow dragon's fleeting visions.

Dragon's Vision

In this vision, the character is camped in a jungle with a handsome nobleman (Lord Vanrak Moonstar). The character hands the knight a polished coral ring as a token of their enduring friendship. Putting the ring on his hand, the nobleman smiles and says, "I will treasure this gift forever." With that, the vision ends.

Treasure. The first character to receive this vision steps on a ring lying on the floor. Close examination reveals that the ring is the one from the dragon's vision: a polished coral band that glimmers with a rainbow of color. The ring is nonmagical and worth 250 gp.

6. Cultists' Quarters

Furnishings. Six empty wooden bunk beds line the north and east walls. Between the bunks are stone shelves stocked with rations, casks of water, wooden dishware, and steel utensils.

Arch. Embedded in the south wall is a stone arch, its sides carved in the form of scantily clad elves (one male and one female) holding fingers to their lips in a gesture of silence.

Secret Door. A secret door in the east wall leads to area 5.

Arch Gate to Level 6

The stone arch is one of Halaster's magic gates (see "Gates," page 12). Its rules are as follows:

- If a *silence* spell is cast so that the arch falls within the spell's area, the gate opens for 1 minute.
- Characters must be 9th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 47a on level 6, in the closest unoccupied space next to the identical gate located there.

7. Halls of Worship

Cultists gather in this area to worship Shar and suffer Keresta's tests of devotion.

7a. Crawling Rats

Characters hear human voices chanting as they approach this chamber, which contains the following:

Purple Flames. The walls are lined with rusty iron sconces, each holding a torch coated in black wax that burns with a purple flame.

Cult Ritual. Six human **cultists** of Shar kneel on rough woven mats in the center of this area, chanting in low tones. A human **cult fanatic** engulfed in a **swarm of rats** stands quietly in their midst.

The kneeling cultists are named Caradoc, Feldar, Hong, Khafra, Serenade, and Xandeval. They are chanting the following verse over and over in Common: "Darkness quench the sun. Darkness swallow the moon. We are nothing but the night."

Keresta Delvingstone is using the swarm of rats to test the cult fanatic, whose name is Jian. To pass the test, Jian must allow the rats to crawl over his body without fear or protest, or else they will devour him. Only by passing this test can Jian qualify to become one of Keresta's vampire spawn.

The arrival of intruders prompts the cultists to take up arms and attack. Jian, however, does nothing while the rats swarm over him. If he takes damage, Jian panics and is swiftly devoured by the rats. If the swarm loses more than half its hit points, it scatters and flees.

7b. Ritual Preparation

Table. In the middle of the room stands a wooden trestle table bearing a small pile of treasure, along with bottles of oil and flickering candles.

Cultists. Two human **cultists** of Shar are anointing the precious baubles with oil.

The cultists are named Elthimar and Zelaya. They are carefully anointing items that have been plucked from Umbraxakar's hoard—treasures that will be used in rituals to tether the shadow dragon's memories to specific areas of Vanrakdoom.

Treasure. The items on the table include three silver bowls (25 gp each), two ceremonial daggers with wavy obsidian blades (75 gp each), a coral figurine of a mermaid clutching a pink pearl (250 gp), a carved harp of exotic wood with ivory inlay and zircon gemstones (750 gp), and a crystal dragon mask (2,500 gp).

7c. Feeding Hall

Cultists unworthy of becoming vampire spawn are brought here to nourish Keresta's brood.

Vampires' Feast. A dead male human lies naked on a chaise longue in the center of the room, his castoff purple and black robe draped over a small table nearby. Two **vampire spawn** loom over the body, one slurping ferociously at the corpse's wrist while the other sinks her fangs deeper into the corpse's thigh.

Purple Flames. The walls are lined with rusty iron sconces, each holding a torch coated in black wax that burns with a purple flame. Situated between the sconces are fancy wooden chairs with red-cushioned seats and backrests.

Secret Door. A secret door in the east wall leads to area 8.

The vampire spawn, named Angelica and Yaveros, hiss at intruders and demand they leave at once, attacking those who disobey. Close examination of the dead cultist reveals no signs of a struggle, suggesting that he offered no resistance as he died from exsanguination.

8. Scintilmorn's Rest

Fog. The room is lightly obscured by fog.

Vision and Hilt. Any character who moves more than halfway into the room experiences one of the shadow dragon's fleeting visions and notices the shiny hilt of a longsword lying on the fog-shrouded floor (see "Treasure" below).

Dragon's Vision

In this vision, the character confronts a man in a mithral chain shirt (Lord Vanrak Moonstar). The man's eyes brim with madness as he levels a longsword with a radiant blade at the character and screams, "What have we to fear from darkness, you and I? Undermountain is where we belong. It calls to us—can't you hear it?" Waving the sword in the air like a lunatic, he continues, "Together we shall see the Moonstar name elevated to glorious heights my father could never dream of! Waterdeep will shudder at the very sound of it!" With that, the vision ends.

Treasure

The hilt lying on the floor is carved to resemble a bronze dragon with its wings spread and its mouth agape. This device is a *sun blade* that has held many names over the

TIM HARTIN

Map 18: Vanrakdoom

years, including Sunlight's Wrath and Shar's Bane. A *legend lore* spell reveals its true name (Scintilmorn) and its original purpose: to destroy vampires and other creatures of the night.

Umbraxakar's Projection. If the hilt of the *sun blade* is picked up, Umbraxakar's smoky projection forms in the middle of the room (see "Visions of Umbraxakar," page 232). It can't leave the area.

9. Shadow Vigil

Double Door. Carved into the double door to the north are two figures: a skeletal warrior clutching the bladeless hilt of a sword on the left door, and a handsome young man with dragon wings on the right door. Above the double door is a 3-foot-diameter disk painted black with a purple metal rim (the symbol of Shar).

Cultists and Rats. Twelve human **cultists** of Shar are chanting outside the doors. Crawling around their feet are four **swarms of rats**.

Purple Flames. Mounted on the back walls of four wide alcoves are rusty iron sconces, each holding a torch coated in black wax that burns with a purple flame. The walls of the alcoves are cracked and pitted.

The rats attack creatures not dressed as cultists of Shar. The cultists are chanting to help focus the power of the ritual taking place in area 10, and they try to kill anyone they believe is not a Shar worshiper. They chant the following verse over and over in Common: "Darkness quench the sun. Darkness swallow the moon. Darkness claim this dungeon and all that dwell within."

Knowing that the ritual in area 10 must not be disturbed, the cultists do everything they can to prevent the doors to that area from being opened. If characters enter through the double door, the cultists assume the ritual has already been interrupted and attack immediately.

10. Ritual Chamber

Purple Flames. Black wax candles set in niches along the walls of this 20-foot-high room burn with a purple flame, filling the room with dim light.

Cult Ritual. Six **cult fanatics** are chanting in unison. Each one stands next to a black stone pillar and is focused on a roiling fog cloud, 8 feet in diameter, that floats at the center of the room 10 feet above the floor. Lines of black energy run between the pillars and the cloud.

The cult fanatics are named Abberoch, Belora, Liana, Shanzo, Torfiana, and Uzalyn. They are performing a ritual designed to anchor one of Umbraxakar's memories to this room, which will enable the shadow dragon to pull more of Vanrakdoom into the Shadowfell. They chant the following verse over and over in Common: "Darkness quench the sun. Darkness swallow the moon. Darkness claim this dungeon and all that dwell within." If attacked, they continue to chant while also defending themselves.

Killing a cult fanatic deactivates one of the pillars, destroying the line of energy emanating from it and weakening the ritual. When all six lines of energy are destroyed, the fog cloud vanishes.

As long as at least one column is active, characters see a faint image in the cloud of an adult bronze dragon surrounded by figures in black robes wearing the holy symbol of Shar and reading from scrolls. As the great creature writhes in pain, its bronze scales begin to darken.

The lines of black energy between the pillars and the cloud are 10 feet above the floor and easily avoided. Any creature that comes into contact with one takes 10 (3d6) necrotic damage from it.

Surprise!

Each time a cult fanatic dies, a **shadow assassin** (see appendix A) rises from the fanatic's corpse and joins the battle, acting on the same initiative count as the fanatic that "birthed" it. The shadow assassins guard the room thereafter.

Treasure

Each cult fanatic carries an obsidian holy symbol of Shar (25 gp each). The leader, Abberoch, also has a silver rod with one end formed in the shape of a key (70 gp). The rod unlocks the double door in area 18.

11. Tunnels and Caverns

These rough-hewn tunnels are centuries old, but they offer no clues as to their origin. A tunnel to the north slopes downward and eventually leads to level 19.

12. Candlelit Halls

The walls of these 10-foot-high corridors and chambers are lined with shallow niches holding black wax candles that burn with a purple light.

If the characters have had an easy time thus far, Keresta might send waves of **vampire spawn** to harangue them as they make their way through these candlelit halls. The vampire spawn attack in packs of 1d4 + 2 and avoid the pit traps in areas 12c and 12d by crawling along the walls.

12a. Bat Roosts

The bare walls and floors of these connected chambers are covered with bat guano, and the 10-foot-high ceiling is made of rough stone. Four **swarms of bats** gather here. They shriek in response to intruders and flee the area if disturbed.

Secret Door. A secret door in the north wall leads to area 8.

12b. Magic Mouth

The first character to move past the midpoint of this area triggers a *magic mouth* spell cast on the floor, which says in Common, "Turn back now, or abandon hope!" The spell resets after 1 hour.

12c. Pit of Darkness

An open 20-foot-deep pit spans the corridor in this location. The pit is filled with impenetrable darkness similar to that created by the *darkness* spell. A successful *dispel magic* spell cast on the magical darkness ends it, though the darkness reappears after 1 hour. Other than the darkness, the pit contains nothing.

12D. Pit of Bones

A 20-foot-deep pit spans the corridor in this location. The bottom of the pit is filled with the bones of rats that fell in and fed on each other until they all died.

13. Vampire Dens

The stench of death pervades these filthy dens.

13A. Mad Spawn

Brek, a **vampire spawn** who succumbed to despair and madness after falling out of Keresta's favor, is crouching on the ceiling in the northeast corner of this otherwise empty room, muttering to himself. He believes intruders to be figments of his imagination until they attack.

13B. Resting Spawn

The floor of this room, littered with scores of wooden coffins, is difficult terrain. Some of the coffins are intact, while others have fallen apart with age. Most are empty, but three of the coffins contain resting **vampire spawn** named Deviana, Ezra, and Yuri. Characters who succeed on a DC 15 Dexterity (Stealth) check can move through this room without waking the spawn. Otherwise, all three awaken and attack.

Treasure. Characters who search through all the coffins find a silver rod with one end carved in the shape of a key (70 gp). The rod unlocks the double door in area 18.

13C. Empty Hall

Six web-draped pillars buttress the 20-foot-high ceiling of this otherwise empty hall.

14. Temple Chandlery

Torches used throughout Vanrakdoom are coated with a black wax that burns with a purple flame. The cultists of Shar know the secret process of making this wax, which they also use to fashion their candles.

This room contains all the supplies and tools needed to create black wax candles and torches, including flasks of oil, ceramic crucibles, and wooden candle molds. The supplies and tools rest on wooden tables spaced haphazardly about the room.

15. Shattered Throne

Ceiling. The vaulted ceiling soars to a height of 30 feet and is braced by ornate, crumbling stone arches.

Fog. The room is lightly obscured by fog.

Vision and Crumbled Throne. Any character who crosses the chamber's midpoint experiences one of the shadow dragon's fleeting visions and notices a pile of rubble at the end of the hall: the shattered remains of a stone throne.

Dragon's Vision

In this vision, the character is standing next to a skeletal warrior with red pinpricks of light in his eye sockets (Lord Vanrak Moonstar). Slumped in a stone throne, he says, "Is this to be the legacy of Vanrak Moonstar? A shadow king damned to rule these moonless halls, fending off assassins, mad wizards, and ghosts of the ancient dead? Is this all that Shar has to offer? I have drunk my fill of darkness and loss, old friend." With that, the vision ends.

Vanrak's Throne

Fog swirls around the pile of shattered stone near the south wall that was once Vanrak's throne. If anyone approaches within 10 feet of the rubble, a smoky projection of Umbraxakar rises from the shattered throne and tries to frighten away interlopers, though it can do no harm. It fades away if the rubble is disturbed.

Treasure. Buried under the rubble is Vanrak Moonstar's ancient *mithral armor* (chain shirt), which has the additional property of granting its wearer darkvision out to a range of 60 feet. If a character dons this armor in Vanrakdoom, two **shadow assassins** (see appendix A) materialize nearby and attack the character.

16. Arch Gate to Level 15

Ceiling. This chamber soars to a height of 30 feet.

Arch. A stone arch set into the south wall is decorated with gold-inlaid images of dragons in flight. Carved into the wall above the arch are the following words in Draconic: "Only a dragon can unlock this gate."

Fountains. Alcoves to the west and east contain stone fountains, each carved to look like a perched bronze dragon spouting water into an ornate stone basin.

The fountains are fed by an underground spring and flow with clean, cool water. The living inhabitants of Vanrakdoom depend on this water for their survival.

A fountain's 4-foot-tall dragon sculpture can be broken off with a successful DC 20 Strength (Athletics) check and used to activate the arch gate in this room. Each sculpture is a Small object that weighs 500 pounds.

Arch Gate

The arch is one of Halaster's gates (see "Gates," page 12). Its rules are as follows:

- The gate opens for 1 minute when a real or illusory dragon touches the arch. An artistic rendering of a dragon, such as a dragon-shaped figurine or a drawing of a dragon, also opens the gate.
- Characters must be 13th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 30a on level 15, in the closest unoccupied space next to the similar gate located there.

17. Lost Dwarven Horn

Fog. The room is lightly obscured by fog.

Hooks and Horn. The walls are lined with small iron hooks upon which pictures were once hung. Hanging from a hook on the east wall is a gold horn encrusted with gems (see "Treasure" below).

Vision. Any character who spends at least 1 minute searching the room experiences one of the shadow dragon's fleeting visions.

Dragon's Vision

In this vision, the character is in a great hall buttressed by six columns (area 32), looming above six blindfolded adventurers bound to the columns with rope. A hollow voice (that of Lord Vanrak Moonstar) issues a terrible command: "Umbraxakar, give these fools the death they deserve!" A cone of necrotic energy erupts from the character as the shadow dragon engulfs the nearest prisoner, a male dwarf stripped of gear, with its breath weapon. As the dwarf shrivels and dies, an undead shadow rises from his corpse, and the vision ends.

Treasure

A character who studies the gem-encrusted gold horn and succeeds on a DC 25 Intelligence (History) check recognizes it as a one-of-a-kind warning horn entrusted to the royal heir of the Thurumbra clan, a family of shield dwarves thought to have been wiped out by orcs more than a century ago in the distant Sunset Mountains. Dwarf characters have advantage on the check. The horn is worth 2,500 gp as an art object but can be sold for 7,500 gp to a buyer who appreciates its status as a historical relic.

18. Shadow's Edge

Two tunnels converge on a 20-foot-high chamber that contains the following features:

Statues. Two 12-foot-tall obsidian statues stand atop 5-foot-high blocks of stone in alcoves, facing one another. Each statue depicts a faceless robed woman holding a silver thread taut between her outstretched hands.

Shadow Curtain. A thin, translucent curtain of shadow stretches between the statues, rippling like black cloth in a light breeze.

Locked Double Door. Beyond the shadowy curtain is a 12-foot-tall arched double door with an ornate carving of a bronze dragon above it, its wings forming the door frame. Draconic letters are carved into the floor in front of the double door.

A *detect magic* spell reveals an aura of conjuration magic around each strand of silver thread. The threads can be cut only by a magic sword. Cutting a thread causes it to disappear but also causes an elder rune (see "Elder Runes," page 12) to momentarily appear between the statue's hands. This elder rune specifically targets the creature that cut the thread. To determine which rune appears, draw a card from the Elder Runes Deck (see appendix B). The shadow curtain disappears when both silver threads are cut.

The rippling curtain of shadow that stretches between the two statues extends from floor to ceiling and radiates a strong aura of necromantic magic under the scrutiny of a *detect magic* spell. The statues are flush with the walls behind them, so circumventing the curtain is not possible.

Any creature that moves through the curtain must make a DC 17 Constitution saving throw, taking 22 (4d10) necrotic damage on a failed save, or half as much damage on a successful one. The greater danger of the curtain is less obvious: if the double door is forced open, six **wraiths** emerge from the curtain and attack, pursuing creatures that flee. A wraith that has nothing to attack on its turn enters the shadow curtain and vanishes. The wraiths don't appear once the curtain disappears.

Locked Double Door

The Draconic inscription on the floor in front of the double door reads, "The shadow is the key." Carved into the floor above the inscription is a small, 3-inch-deep keyhole that contains no locking mechanism. A silver rod with a key-shaped end, which can be found in areas 10 and 13b, fits into this keyhole perfectly. Using a light source to cast the shadow of a rod-key onto the doors causes them to swing open, allowing access to area 19. It is this shadow, not the key itself, that unlocks the doors. Unless they are held open, the doors close and lock on their own after being open for 1 minute. The doors are not locked from the other side and can be opened from area 19 without a rod-key.

The locked doors can also be opened with a *knock* spell or similar magic, or forced open with a successful DC 28 Strength (Athletics) check.

19. Hall of Death

Characters entering this hall for the first time feel as though they've crossed a planar threshold of some kind, but a successful DC 20 Intelligence (Arcana) check is needed to confirm that this part of the dungeon resides in the Shadowfell. All color has been drained from this hall, which greets visitors with the stench of death (see "Into the Shadowfell," page 233). The hall's other features are as follows:

Ceiling. The ceiling is arched and 30 feet high.

Skulls and Bones. Old skulls and bones (the remains of dead adventurers and monsters) have been swept into alcoves along the hall's southern stretch.

Vision. Any character who opens a door leading west or east experiences one of the shadow dragon's visions.

If the bones are disturbed, a giant spectral mouth with fangs appears, floating 10 feet in front of the double door to the south. It recites the following verse in Common before disappearing:

Welcome to Umbraxakar's lair.
A dragon held in the grip of despair
Conjures memories of his departed friend:
Upon sunlight's blade, he met his end.

Dragon's Vision

In this vision, the character is engaged in hand-to-hand combat with a man wearing a mithral chain shirt (Lord Vanrak Moonstar). The brawl ends when the man is knocked to the floor, stumbles to his feet, draws the bronzed hilt of a *sun blade* that suddenly burns with radiance, and says, "Remember this? Your gift to me? Challenge me again, and I'll carve out that big heart of yours and eat it!" The viewer's perspective changes as the character transforms into a bronze dragon and says in Common, "Vanrak! I am your friend. Listen to me. She's using the pain of your father's death to lead you down the darkest of all paths. For the love of Selûne, do not follow her!" With that, the vision ends.

20. Any Moonstars in Here?

Furnishings. Along the room's perimeter are padded wooden chairs and fine tapestries that have fallen apart with age, leaving piles of moldy lumber and tattered cloth. An oval rug covering much of the floor is tattered and severely worn with age.

Projection. The first time any creature steps into the room, a menacing draconic form takes shape in the fog. The draconic form looms in the middle of the room and tries to frighten away interlopers with its foreboding presence. Like the shadow dragon's other projections, this one is harmless.

A character who examines the rug and succeeds on a DC 15 Wisdom (Perception) check notices that it bears a large, faded crest of a silver crescent moon and four silver stars set against a field of royal blue. A successful DC 15 Intelligence (History) check reveals that the crest belongs to the Moonstar family of Waterdeep, presided over by the venerable Lady Wylynd Moonstar.

21. Clutter

This 10-foot-high room is cluttered with decaying furnishings and the skeletal remains of adventurers and monsters killed long ago. Because of the detritus, the floor of the room is difficult terrain.

22. Under Black Sheets

Sheets and Statues. Black sheets are draped over six wooden statues in the northern portion of the room. (Each statue is a painted, life-size representation of Lord Vanrak Moonstar as a death knight.)

Vision. Any character who lifts or pulls away a black drape experiences one of Umbraxakar's visions.

Dragon's Vision

In this vision, the character is in the presence of Vanrak Moonstar, a death knight wearing a mithral chain shirt and clutching a bladeless sword hilt. "This is not the fate either of us deserved," he says mournfully. "In darkness, we have lost our way." With that, he causes a blade of light to spring from the sword hilt and drives it down his own throat, reducing his skeletal form to dust. The blade is snuffed out, and all goes dark as the hilt clatters to the floor alongside the death knight's mithral chain shirt. The vision ends with a dragon's anguished roar.

23. Decrepit Dining Hall

Two rusty iron chandeliers hang like giant spiders from the 20-foot-high ceiling, their chains attached to winches mounted to the east wall. Beneath the chandeliers stretches a long wooden table surrounded by twelve high-backed wooden chairs. The furnishings are decrepit and draped in cobwebs.

24. Decrepit Kitchen

The centerpiece of this 10-foot-high chamber is a freestanding stone oven that was once heated by magical flames but now stands dark and unused. Lining the walls are worktables and cupboards piled with dishware and utensils that haven't seen use in years.

25. Prisoner of Darkness

The characters are not the only adventurers to have recently explored this level. One of those who came before them has succumbed to the Shadowfell's despair.

25a. Vampiric Guards

Corroded, broken weapons litter this hall, as if a battle had been fought here long ago. Clinging to the ceiling above the eastern door are three **vampire spawn** named Darvanos, Hekella, and Tozu. They guard the prisoner in area 25b and attack anyone they don't recognize.

Hekella carries the key that unlocks the prisoner's shackles in area 25b.

25b. Pantry

Mold. Black mold clings to the walls, and the air is heavy with the scent of rot.

Prisoner. A human adventurer named Portia Dzuth is chained up to the north. Her armor and equipment lie in a heap to the south.

Portia Dzuth hails from Rashemen. She is the sole survivor of an adventuring party hired by Lady Wylynd Moonstar of Waterdeep to find Umbraxakar the shadow dragon and transform him back into Glyster the bronze dragon, friend of House Moonstar. Portia thinks Umbraxakar's curse can be undone by ridding the dragon of its despair, but she has no idea how to accomplish this. She and her companions were captured less than a month ago, but Portia has lost track of time and believes she has been imprisoned in Vanrakdoom for much longer. The vampire spawn feed on Portia whenever blood is in short supply, and she has the bite marks to prove it. After each feeding, Keresta charms Portia to keep her calm and under control.

A character can free Portia from her shackles using the key in area 25a, or by picking the lock with thieves' tools and a successful DC 20 Dexterity check. A character can also free Portia by snapping her chains with a successful DC 30 Strength (Athletics) check.

Portia sank into madness and despair after she was forced to watch Umbraxakar devour the corpses of her slain companions one by one. She stays close to her rescuers, serving as a loyal follower until she is safely out of Undermountain or until Keresta asks her to betray them. While fighting on the party's side, Portia claims an equal share of all XP gained. She is a **champion** (see appendix A), with these changes:

- Portia is lawful neutral and speaks Common.
- She is magically charmed by Keresta and regards the vampire as a trusted friend to be heeded and protected. This effect wears off in 12 hours unless Keresta charms her again.
- She suffers from Shadowfell despair manifesting as unshakable dread. Until the despair ends, she has disadvantage on all saving throws and gains the following flaw: "I'm convinced that I'm going to die in Vanrakdoom." She can attempt to end her despair each time she finishes a long rest, doing so with a successful DC 15 Wisdom saving throw. A *calm emotions* spell also ends her despair, as does any spell or other magical effect that removes a curse.

26. Vampire Boss

If the characters haven't already encountered and defeated Keresta Delvingstone, she's here when they arrive (see "Keresta Delvingstone," page 232). The vampire is not alone. The room's features are as follows:

Ceiling. The 30-foot-high ceiling is supported by two thick stone columns that have rusty iron torch brackets mounted to them.

Vampires in the Fog. The floor is heavily obscured by a 2-foot-deep blanket of fog. Nine **vampire spawn** crawl under the fog and try to remain hidden until Keresta commands them to attack.

Keresta Delvingstone. Keresta looks like a pale woman with a large dragon tattoo imprinted on her pale skin. She stands in the middle of the room, studying a large piece of parchment spread across a wooden table in front of her. Looming behind her is Thagor, an 18-foot-tall **abominable yeti** that serves as her protector.

The haughty Keresta welcomes the characters to their doom and promises them a swift death. If asked about Lord Vanrak Moonstar or Umbraxakar, Keresta laughs and says that Shar's darkness consumes all things in the end.

If reduced to 0 hit points, Keresta turns to mist and retreats to her resting place in area 31 (via area 30). In mist form, she can pass through the cracks under doors and blend in with the fog to become effectively invisible.

The abominable yeti and the vampire spawn fight to the death to protect Keresta, as does Portia Dzuth (see area 25b) if she is present and still charmed by Keresta. The squad of vampire spawn is composed of adventurers and cultists who have been turned into undead by Keresta. Their names are Aryk, Bartho, Callia, Gaston, Hector, Ilsuban, Nath, Rhylzar, and Rose.

The parchment on the table is a map of Waterdeep, drained of color like everything else in this part of Vanrakdoom. A quill pen and several ink pots rest nearby. Two daggers stuck in the map mark the Spires of the Morning (the temple of Lathander in the Castle Ward) and the House of the Moon (the temple of Selûne in the Sea Ward). Written around them are the names of various clerics and paladins of Lathander and Selûne whom Keresta plans to assassinate.

27. Altars of Loss

This chamber contains two identical altars in alcoves. Each altar is sculpted from a single chunk of obsidian and inscribed with the following words in Common: "Memories are the shackles that bind us to the lost."

28. Forgotten Chambers

Each of these rooms is heavily obscured by fog and has low piles of dusty gray rubble along the walls.

28a. Hall of Centipedes

The walls and floor of this 20-foot-high room bear carvings of centipedes. The room is otherwise empty.

28b. Empty Room

This 10-foot-high room is vacant.

28c. Shadow Assassins

Three **shadow assassins** (see appendix A) lurk in the far corners of this 10-foot-high room. When the door opens, they attack the first character to enter.

29. Foggy Hall

The floor of this room is heavily obscured by a 2-foot-high blanket of thick fog. It swirls lazily around the base of a 20-foot-diameter, cylindrical stone column that supports the 20-foot-high ceiling. Rusty iron torch sconces mounted to this central column stand empty.

30. Path to the Tomb

Keresta uses this hallway to reach her tomb.

30a. Secret Door

A bas-relief mural covers the southwest wall of this 20-foot-high room. The mural depicts Shar in the form of a young woman, her billowing cloak becoming one with the night sky as she descends upon unsuspecting human mourners in a graveyard. In each hand, she clutches a dagger. Characters who examine the mural closely and succeed on a DC 15 Wisdom (Perception) check notice four 1-inch-diameter holes bored into the gravestones. Keresta uses these holes to pass through the wall in mist form.

Secret Door. The entire southwest wall is a stone secret door that pivots on a central axis. The secret door is locked but can be opened with a *knock* spell or similar magic. It can also be forced open with a successful DC 30 Strength (Athletics) check.

30b. Hidden Hallway

This dusty, 20-foot-high corridor is hidden behind two large secret doors. Rusty chains and manacles hang on the walls at 10-foot intervals.

31. Vampire's Tomb

Sarcophagus. A lidless amethyst sarcophagus stands atop a 1-foot-high stone bier near the south wall of this 30-foot-high, vaulted chamber. An *antipathy/sympathy* spell protects the sarcophagus and tries to repel humanoids with its antipathy effect.

Mural. A 20-foot-square bas-relief mural dominates the east wall and covers a secret door.

Amethyst Sarcophagus

The sarcophagus is a Large object weighing 1,100 pounds. It has AC 17, 80 hit points, and immunity to poison and psychic damage. It contains a bed of grave dirt upon which Keresta sleeps. If reduced to 0 hit points and allowed to retreat here in mist form, Keresta returns to this sarcophagus and remains here, paralyzed in vampire form for 1 hour. At the end of the hour, she regains 1 hit point and is no longer paralyzed. She waits here until her Regeneration trait returns her to full hit points, then gathers her forces (including Umbraxakar) and sets out to destroy any enemies still in Vanrakdoom.

Treasure. For every point of damage the sarcophagus takes, a piece of it breaks off. Each piece weighs 13 pounds and is worth 100 gp. Eighty pieces can be gathered if the sarcophagus is destroyed.

Bas-Relief Mural

The mural depicts Lord Vanrak Moonstar as a skeletal death knight, riding on the back of Umbraxakar, the shadow dragon. Lying at the dragon's feet are piles of withered corpses with hideous shadows hovering over them. Characters who examine the mural closely and succeed on a DC 15 Wisdom (Perception) check notice four 1-inch-diameter holes bored into some of the corpses. Keresta uses these holes to pass through the wall in mist form.

Secret Door. The mural covers a stone secret door functionally identical to the one in area 30a.

32. Umbraxakar's Lair

Umbraxakar the shadow dragon dwells here and cannot be surprised by the characters, whose presence he has sensed since they first stepped into the Shadowfell.

Characters who experienced the vision in area 17 recognize this hall as the same one seen in that vision. The hall contains the following:

Shadows. The 40-foot-high vaulted ceiling is buttressed by eight stone columns, around which gather eleven **shadows** and four **shadow assassins** (see appendix A) under Umbraxakar's command. (These undead act immediately after the dragon in the initiative count.)

Dragon's Dais. To the south, stone steps climb 10 feet to a dais, where Umbraxakar is perched.

Statues. A double door at the back of the dais is flanked by two 20-foot-tall, black marble statues, one depicting Shar as a cloaked woman wielding a dagger in each hand and the other showing Halaster Blackcloak clutching a staff. The statues glare at one another like mortal enemies.

Shadow Dragon

Umbraxakar is a Huge **adult bronze dragon** with the shadow dragon template, which causes the following changes to his statistics:

- Umbraxakar is neutral evil.
- He has resistance to necrotic damage. While in dim light or darkness, he has resistance to all damage that isn't force, psychic, or radiant, and he can take the Hide action as a bonus action.
- His Stealth skill modifier is +10.
- While in sunlight, he has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.
- His Lightning Breath becomes Shadow Breath, dealing necrotic damage instead of lightning damage. A humanoid reduced to 0 hit points by this damage dies, and an undead **shadow** rises from its corpse and acts immediately after Umbraxakar in the initiative count. The shadow is under Umbraxakar's control.

Umbraxakar and the shadows under his command try to destroy intruders as quickly as possible, enabling the shadow dragon to revel in their misery rather than his own.

Umbraxakar's Despair. The dragon has spent more than a century lamenting the fall of Vanrak Moonstar, his friend. As the dragon ages and becomes more powerful, his despair causes Vanrakdoom to sink deeper into the Shadowfell. Halaster has made no effort to prevent this from happening because it intrigues him to see part of Undermountain pulled away in such a manner. He's happy to let adventurers kill the dragon and return Umbraxakar's shadowy domain to Undermountain where it belongs.

Characters can try to turn Umbraxakar back into a bronze dragon by ending his despair and breaking Shar's hold over him. To accomplish this, they must present the shadow dragon with items he cherishes and succeed on three separate ability checks to lift his spirits (see below). If they fail more than one such check, they won't have enough gifts left to turn the shadow dragon back into a bronze dragon.

As an action, a character can give Umbraxakar a gift that holds emotional significance for the dragon. Four such items can be found in Vanrakdoom:

- Vanrak's polished coral ring in area 5 (a symbol of friendship)
- Vanrak's *sun blade* in area 8 (a symbol of light)
- Vanrak's *mithral armor* in area 15 (a symbol of preservation and resilience)
- The gold horn in area 17 (a symbol of guilt)

While gifting one of these items, the character must speak sympathetic words to the dragon and succeed on a DC 20 Charisma (Persuasion) check. Other characters can't help on this check; it is made with advantage, however, if the character claims to be an emissary of House Moonstar or refers to the dragon by his true name, Glyster. If the character tries to deceive the dragon in any way, replace the Persuasion check with a DC 20 Charisma (Deception) check. On a failed check, the dragon is not swayed by the characters' words but still keeps the gift.

With each successful check, the dragon becomes visibly more conflicted as moonlight magically flickers across his scales, making them appear more solid and less translucent. A character who sees this magical moonlight can sense, with a successful DC 20 Wisdom (Insight) check, that it's of divine origin. (The moonlight is a blessing from Selûne, though there's no way for the characters to confirm this.)

Three successful checks are needed to rid the dragon of his despair, whereupon he dismisses any remaining undead under his command, causing them to vanish and never return. His spirits lifted by the characters' gifts and words, Umbraxakar changes back into an **adult bronze dragon**, returns the characters' gifts, and insists on being called Glyster henceforth. He offers to help the characters clear out the rest of Vanrakdoom as well as to explore deeper levels of Undermountain in the hope of finding a gate that he can use to escape from Undermountain. Glyster would like to take his collected treasures with him (see area 33) and offers the characters a few choice items if they help him transport the hoard.

Glyster is an archetypal bronze dragon who likes to assume a variety of humanoid and beast forms. For roleplaying guidance, see the "Bronze Dragon" entry in the *Monster Manual*.

Out of the Shadowfell

If Umbraxakar dies or turns back into a bronze dragon, all areas of Vanrakdoom currently in the Shadowfell immediately return to the Material Plane and become subject to Undermountain's magic-altering effects (see "Alterations to Magic," page 10). The light-dimming effect of the Shadowfell is also lifted, and natural colors are restored, but the stench of death lingers (see "Into the Shadowfell," page 233). The fog encountered throughout Vanrakdoom is not a byproduct of Umbraxakar's despair and remains until Keresta is destroyed.

33. Dragon's Hoard

Altar and Rift. Above an altar of black stone in the middle of this 30-foot-high vault floats a 10-foot-tall, dagger-shaped rift of wispy shadow that moans.

Statues. Steps climb to alcoves in the north, west, and south walls. At the back of each alcove is a wooden statue with coins piled around its base.

Altar and Extradimensional Rift

A *detect magic* spell reveals auras of conjuration magic around the altar and the moaning rift above it. If the altar comes in contact with bright light, four **cloakers** fly out of the rift and attack all other creatures in the room. Once the cloakers emerge, the rift stops moaning.

Altar. Inscriptions carved into the altar are written in a secret language known only to Shar's faithful. A *comprehend languages* spell or similar magic reveals that these inscriptions spell out the core tenets of Shar's faith:

- In darkness, act. Never wait for the darkness to pass before making your move.
- Quench the light of the moon when you can. Hide from it when you can't.
- Keep secrets from all except Shar's faithful.
- Only a fool believes in hope.

The altar is a Large object with AC 17, 50 hit points, vulnerability to radiant damage, and immunity to poison and psychic damage. If the altar is destroyed, the shadowy rift collapses, and any creatures trapped in the extradimensional prison beyond are released. They appear in random unoccupied spaces throughout the room.

Extradimensional Prison. Any creature that enters the rift's space is transported to an unoccupied space in an extradimensional prison that takes the form of a 30-foot-diameter cave with no light sources and no exits. If the cloakers haven't been released, they attack any creature that appears in their prison.

Characters can escape the prison with a *plane shift* spell or similar magic. Destroying the altar also releases any trapped creatures, as described above.

Statues and Treasure

The statues and their treasures are as follows:

North Statue. This painted wooden statue, 8 feet tall, depicts Keresta Delvingstone with her claws outstretched and her fangs bared. Around its neck, the statue wears a large ruby pendant on a gold chain (750 gp), and draped over its shoulders is a *cloak of the bat*. Piled around the base are 13,700 sp.

South Statue. This wooden statue, 10 feet tall, depicts Umbraxakar in humanoid form, appearing as a muscular man with charcoal-colored skin, bronze-colored eyes, and dragon wings. Piled around the statue are 9,300 gp.

West Statue. This stone statue stands 9 feet tall and is painted jet black. It depicts Shar as a cloaked woman with a dagger in each hand. A character who searches the statue and succeeds on a DC 15 Wisdom (Perception) check discovers that one of its daggers is a lever that opens a compartment at the base of the statue. The compartment contains a rolled-up painting of Shar (250 gp) and a vial containing 2 doses of midnight tears (see "Poisons" in chapter 8 of the *Dungeon Master's Guide*). Piled around the statue's base are 22,150 ep.

Aftermath

Destroying Keresta Delvingstone puts one last nail in the coffin of the cult of Shar. Any remaining cultists and vampire spawn disperse like rats fleeing a sinking ship. Several months later, the characters (if they're still alive) receive the deed to a run-down estate in Waterdeep worth 15,000 gp along with an official property transfer notice signed by a magistrate and authorized by the Lords of Waterdeep.

Accompanying the deed is a brief letter written in human blood that thanks the characters for destroying Keresta Delvingstone, whom the letter's writer describes as a "thorn in my side for more than a century." The letter is signed with the initials "A.M."

Several Masked Lords of Waterdeep use every resource at their disposal to discourage and thwart investigations into the letter writer's identity. With enough luck and patience, however, characters might come to learn that "A.M." stands for Artor Morlin, the Baron of Blood, a powerful vampire who dwells in a dungeon complex under Waterdeep and can't abide other vampires preying on his city. The baron's presence is one of Waterdeep's most closely guarded secrets.

Freeing Umbraxakar from his curse completes a quest (see "Save the Dragon," page 9) and earns the characters the friendship of a powerful bronze dragon eager to leave Undermountain and return to his coastal lair, helping the characters as he goes.

Halaster doesn't mourn the loss of the shadow dragon or the cult of Shar. He simply cordons off large sections of Vanrakdoom until he can restock them with new monsters and traps.

Level 19: Caverns of Ooze

Named for the primordial ooze that flows through its naturally formed tunnels and chambers, this cavernous level of Undermountain is designed for four 15th-level characters. Those who overcome its challenges should reach 16th level. Whimsical even by Undermountain's standards, the Caverns of Ooze offer DMs the rare opportunity to sing, should they wish to portray the genies on this level in the vein of characters from an animated feature film.

What Dwells Here?

Halaster bound two genies to this level and pitted them against one another. The Mad Mage also captured a spelljamming vessel and deposited it here, along with its crew. Finally, the demented followers of an evil god of oozes and slimes make their home here.

Genies of Earth and Water

A dao and a marid live here, having struck bargains with Halaster to rid level 20 of the lich Ezzat. The genies compete with one another. Whichever one obtains the lich's phylactery wins its freedom, damning the other to spend the remainder of its existence in Undermountain. By the rules of Halaster's game, the genies can use adventurers to get the job done, but they can't cause bodily harm to one another, either directly or indirectly. A disgruntled mud mephit named Urm has been forced to act as the genies' go-between.

Scavenger Crew

The Mad Mage captured a spacefaring pirate ship called the *Scavenger*, stole the magic device that propels it, and left the derelict vessel and its crew to rot in the Caverns of Ooze. The ship's mind flayer captain (see "Captain N'ghathrod," page 250) was forced to eat the brains of several shipmates to survive. The remainder of the crew fled into the caverns and have taken refuge in the ooze-filled caverns around the ship. Now the illithid waits for new humanoid brains to deliver themselves into its waiting tentacles.

Worshipers of Ghaunadaur

The Caverns of Ooze have, at various times, served as a temple and sanctuary for worshipers of Ghaunadaur, the evil god of oozes, slimes, and other subterranean horrors. Halaster rewards these mad zealots by transforming them into oozes that retain most of their memories and intelligence. These servants of Ghaunadaur believe the god himself has blessed them. The Mad Mage does nothing to discourage this impression.

Followers of Ghaunadaur whom Halaster lures to Undermountain invariably visit a floating orb that weeps primordial ooze in area 4. The orb is thought to be part of Ghaunadaur himself. His worshipers sometimes refer to the object as the Weeping Eye. In truth, Halaster found the oozing orb and brought it here solely to flood the caverns and mislead Ghaunadaur's vile devotees.

ERIC BELISLE

Wandering Monsters

Most of the ooze that flows through this level is harmless elemental waste, but this level is also home to meandering Ghaunadaur worshipers and orog space pirates looking for food. You can use the following encounters to harry restless or resting adventurers.

Huge Gray Ooze

The characters encounter six Ghaunadaur-worshiping duergar who were transformed by Halaster's magic into a single **gray ooze** with a challenge rating of 8 (3,900 XP) and these changes:

- The ooze is Huge, with 152 (16d12 + 48) hit points and a Strength score of 18.
- As an action, it can make two attacks with its pseudopods (+7 to hit). On a hit, a pseudopod deals 21 (6d6) acid damage, or 42 (12d6) acid damage while the ooze is enlarged.
- The ooze has the Enlarge and Invisibility traits below.

Enlarge (Recharges after a Short or Long Rest). For 1 minute, the ooze magically increases in size. While enlarged, the ooze is Gargantuan, doubles its damage dice with its pseudopod attack, and makes Strength checks and Strength saving throws with advantage.

Invisibility (Recharges after a Short or Long Rest). The ooze magically turns invisible for up to 1 hour until it attacks, it uses its Enlarge, or its concentration is broken (as if concentrating on a spell).

Intelligent Black Puddings

The characters encounter two Ghaunadaur-worshiping drow who were transformed by Halaster's magic into **black puddings**, with these changes:

- The black puddings understand Elvish and Undercommon, but can't speak.
- Each pudding has an Intelligence of 14 and the following Innate Spellcasting trait:

Innate Spellcasting. The pudding's spellcasting ability is Intelligence (spell save DC 12, +4 to hit with spell attacks). It can cast the following spells, requiring no components:

At will: *dancing lights, mage hand*
3/day each: *darkness, faerie fire, shield*
1/day: *Melf's acid arrow*

Space Orogs

The characters encounter 1d4 + 1 **orogs** hunting for easy prey. These orogs were raised in deep caverns on H'catha, a wheel-shaped planet ruled by beholders and the farthest world from Toril's sun. The orogs wear bucket helms resembling bulbous mind flayer heads, with large, glass-covered eye holes and tentacle-like breathing tubes.

In addition to its armor and weapons, each orog carries a tangler grenade. The orogs use these grenades to restrain foes before charging into melee.

Tangler Grenades. A tangler grenade is an alchemical, nonmagical item with an ovoid resin shell that shatters on impact. An as action, a creature can throw a tangler grenade at a point up to 60 feet away. Each creature within 10 feet of a shattered tangler grenade must succeed on a DC 15 Dexterity saving throw or be restrained by sticky white webs. As an action, a creature can try to free itself or another creature within its reach from the webs, doing so with a successful DC 20 Strength (Athletics) check. A gallon of alcohol dissolves the webs produced by a single tangler grenade. Otherwise, the webs dissolve on their own after 1 hour, freeing any creatures restrained by them.

Elemental Ooze

The orb in area 4 weeps a steady stream of ooze channeled from the Swamp of Oblivion, the border realm between the Elemental Planes of Earth and Water. This ooze is a thick, viscid brown effluvium with streaks of orange, green, yellow, and black. It smells like rotten eggs and sticks to anything it touches. The ooze is never more than 5 feet deep in any given location and is difficult terrain. It moves slowly in the direction indicated by the wavy arrows on map 19 and also behaves like it's alive, occasionally extruding harmless pseudopods or amorphous shapes that bear passing resemblances to familiar creatures.

Exploring This Level

The following encounters are keyed to map 19. Many of the caverns and tunnels are natural formations, while purple worms dug others long ago. The ooze that flows through much of the level smells foul but is harmless (see the "Elemental Ooze" sidebar).

1. The Resplendent Grotto of Ichthyglug the Voluminous

Halaster has used his magic to tailor these caves to the satisfaction of Ichthyglug the marid.

1a. Shipwreck

This 50-foot-high cavern contains the wreck of a cog (a 54-foot-long cargo vessel with a single mast). The wreck's features are as follows:

Hull. The ship has broken in half, the shattered bow aiming northward and the aft section leaning against the east wall. The oak hull is soft and waterlogged, as though the vessel has been underwater for years, and both halves are encrusted with barnacles.

Mast and Anchor. The mast and anchor have broken off and lie in the middle of the cave, with the mast pointing toward a shimmering curtain of water to the west.

No Sails, No Rigging, No Crew. The ship's square sail, rigging, and crew are all missing. (The sail and the rigging disintegrated long ago.)

Characters who search the wreck discover its name carved over the barnacle-encrusted rudder: the *Blue Opal*. A character who learns the ship's name and succeeds on a DC 20 Intelligence (History) check recalls that the *Blue Opal* sank in Waterdeep's harbor a few years ago under mysterious circumstances, and that the crew was rescued by merfolk who live in the harbor. Armed with this knowledge, a character can examine the hull for signs of foul play and, with a successful DC 15 Intelligence (Investigation) check, discover a square, smooth-cut hole in the aft section below what would have been the water line. A successful DC 16

Map 19: Caverns of Ooze

Intelligence (Arcana) check confirms that a *disintegrate* spell made the square hole, but there's no way to know who cast the spell or why the ship was sunk.

If more than one character enters the aft section at the same time, the partial hull shifts under the added weight, topples to one side, and collapses in on itself with a thunderous racket. Any creature inside the aft section when it collapses must make a DC 15 Dexterity saving throw, taking 22 (4d10) bludgeoning damage from falling debris on a failed save, or half as much damage on a successful one. The watery curtains in area 1b prevent the sound of the collapse from reaching area 1c.

1b. Curtains of Water

This passage has a 20-foot-high, arched ceiling and contains three 1-foot-thick, magic curtains of translucent, shimmering green seawater. Each watery curtain stretches from floor to ceiling and wall to wall. Sound passing through a curtain is greatly reduced; only creatures within 5 feet of it can hear anything from the other side.

Any object thrown or shot through a watery curtain has a cost of 60 feet immediately applied to its distance traveled. If this added distance changes a ranged weapon attack from normal to long range, the attack roll is made with disadvantage. An object that enters the curtain and can travel no farther falls to the floor inside the curtain.

Spell effects that would not reasonably pass through the watery curtain are stopped by the barrier as though it were a solid wall. For example, a *magic missile* spell could pass through the curtain to hit creatures on the far side of it, but the explosion from a *fireball* spell would not get through the barrier.

A creature that passes through a watery curtain gets drenched but suffers no other ill effects. In addition, lit torches and other open flames of a nonmagical nature are doused as they pass through the water. Any creature that takes damage from water, such as a fire elemental, takes 11 (2d10) cold damage when it starts its turn in a watery curtain or enters it for the first time on a turn.

If a watery curtain takes 50 cold damage or more from a single source, it becomes a 1-foot-thick wall of ice (as if created by a *wall of ice* spell) for 10 minutes before reverting to its original form. A watery curtain targeted by a successful *dispel magic* spell (DC 17) is destroyed for good.

1c. Ichthyglug's Cavern

Music. Magical harp music fills this 30-foot-high cavern.

Pool. A 15-foot-deep freshwater pool is home to a **marid** and six **swarms of quippers**.

Walls. The damp walls have harmless snails and giant starfish clinging to them.

The marid, Ichthyglug, is swimming in his pool when the characters first arrive. He greets them with a song (see the "Ichthyglug's Song" sidebar). As he sings, Ichthyglug uses his magic to cause fountains of water to erupt from the pool as quippers leap out of the water around him. Ichthyglug is neither good nor evil, but always unpredictable. His attitude toward the characters reflects their attitude toward him.

After concluding his song, Ichthyglug floats up to characters who seem receptive and gives them the opportunity to flatter his singing. After these pleasantries, he offers the characters a quest: destroy the lich Ezzat on level 20 and give the lich's phylactery to Ichthyglug. The marid promises fabulous treasure in exchange, even going so far as to mention that he is forced by Halaster's magic to make good on this promise (see "Treasure" below).

If the characters complete Ichthyglug's quest and give Ezzat's phylactery to the marid, the pool in this cavern turns into a vortex that draws Ichthyglug, the water, the quippers, and the lich's phylactery back to the Elemental Plane of Water. The characters find Ichthyglug's promised reward at the bottom of the drained pool. Characters who complete Ichthyglug's quest should receive XP as if they had defeated the marid and the swarms of quippers in combat.

If the characters destroy Ezzat but give the lich's phylactery to Jarûk the dao in area 11b, Ichthyglug knows this. Furious, he attacks the characters the next time he sees them.

Ichthyglug can't leave his cave without Ezzat's phylactery. If the marid dies here, his body disintegrates into a burst of water and foam, only to re-form 24 hours later. (The characters don't receive XP for killing Ichthyglug more than once.)

The marid commands the quippers to attack anyone who dares to enter his pool. The swarms pose no danger to creatures on land.

Treasure. Ichthyglug wears a pair of golden bracers shaped like octopi (250 gp each) and a large silk vest studded with ten blue spinels (500 gp each). These baubles vanish with the marid when he returns to the Elemental Plane of Water.

Ichthyglug's reward consists of a suit of *mariner's armor* (scale mail) and two common wondrous items: a *candle of the deep* and a *pole of angling* (both described below). These items appear only after the characters complete Ichthyglug's quest and help the marid escape from Undermountain.

The flame of the *candle of the deep* is not extinguished when immersed in water. It gives off light and heat like a normal candle.

Ichthyglug's Song

Welcome to my grotto!
Call me king of the cray.
Ichthyglug's my name—
I'm the catch of the day.

The ocean's my oyster.
The waves are mine to rule.
Ichthyglug's my name—
Baddest fish in the school.

I'm current. I'm the tide.
I'll rain on your parade.
Ichthyglug's my name—
I'm the siren's serenade.

I'll drown you in riches.
I might go overboard.
Ichthyglug's my name—
But please call me "my lord."

The *pole of angling* looks like a 10-foot pole. While holding the pole, one can speak the command word ("Ichthyglug") and transform it into a fishing pole with a hook, a line, and a reel. Speaking the command word again changes the fishing pole back into a normal 10-foot pole.

2. Space Orogs

Eyes. The 15-foot-high ceiling of this passage is carved with hundreds of glaring eyes. (Halaster used magic to create the eyes, which are harmless.)

Orogs. Twelve hostile **orogs** (see "Space Orogs," page 244) are camped here. Subtract from this number any orogs previously encountered and defeated as wandering monsters.

One of the orogs has 60 hit points and is bigger than the others. Her name is Rukha, and until recently she served as first mate aboard the *Scavenger* (see area 13).

Treasure

Rukha the orog has a *sending stone* tucked in one of her gauntlets. Rukha's mate, the former cook of the *Scavenger*, had the matching stone but lost it (see area 13c).

3. Ooze There?

The characters see odd shapes form out of the ooze that flows nearby.

3a. The Great Ooze March

The river of ooze flows north through this 15-foot-high cave (see "Elemental Ooze," page 244). When the characters first arrive, the ooze rises and takes the form of a conga line of modrons stretching as far as the characters can see. The modrons march against the sluggish flow and make little progress. After 1 minute, they sink back into the ooze. The ooze modrons aren't creatures or spell effects, and they can't be harmed or dispelled.

3b. Ooze Halaster

An artery of ooze flows down this tunnel and pools in a slight depression in the rocky floor. The first time anyone comes within 10 feet of the pool, the ooze rises up, takes the form of Halaster Blackcloak, and flails its arms in a way that suggests it might be trying to cast a spell. After 1 minute, the effigy of Halaster loses its form and becomes a pool of ooze once more. The ooze isn't a creature and can't be harmed, nor is it a magical effect that can be dispelled.

4. The Weeping Eye

Ooze. This 60-foot-high cavern contains a large pool of viscid, foul-smelling ooze that flows sluggishly northwest.

Urm. A **mud mephit** named Urm crouches near the edge of the ooze (at the spot marked M on map 19), absently poking it with a short pole while mumbling to itself.

Orb. Near the east wall, a 10-foot-diameter orb of ooze floats 5 feet above the pool. The orb weeps a continuous stream of ooze into the pool and appears to be its source (see "Orb of Ooze" below).

Rock Formations. The cavern's ceiling is dotted with stalactites, and the ooze flows around a few stalagmites that rise from the rocky floor.

Urm had the misfortune of being caught up in the ooze being siphoned from the Swamp of Oblivion and deposited here. Halaster found the mud mephit and cast a *geas* spell on it, compelling it to serve Jarûk the dao and Ichthyglug the marid. The genies use Urm as an intermediary to communicate insults to one another, but the mephit has grown weary of the genies' game. It wants to be free of Halaster's *geas* spell.

Urm knows all about the competition between Jarûk and Ichthyglug, and tries to lead adventurers to both genies, one after the other. Urm offers to take characters to see Ichthyglug first (area 1), since the marid is closer. If the characters have already spoken with Ichthyglug, Urm offers to guide them to Jarûk's caverns (area 11) by following the river of ooze.

Urm is lazy and selfish, inclined not to help characters beyond what it must do to satisfy the terms of its *geas* spell. It is familiar with the dangers lurking in the Caverns of Ooze but denies knowing anything. Removing Halaster's *geas* spell makes the mephit somewhat more helpful but doesn't change its wicked disposition. In exchange for its newfound freedom, Urm shares the following information, which is a mixture of truth and lies:

- The ooze that spills from the orb and fills these caverns comes from a place called the Swamp of Oblivion (true).
- Halaster captured a strange-looking vessel and hid it in a giant cavern nearby (true). The ship is alive (false).
- A powerful demon is trapped in a statue to the north (false).

Orb of Ooze

The orb is immobile, though it can be moved with a *telekinesis* spell or similar magic. Casting a *disintegrate* spell on the orb destroys it and stops the flow of ooze into the cavern. Other spells have no effect on the orb.

Creatures and objects can pass through the orb, which is made of the same ooze found throughout this level of the dungeon. Any creature that enters the orb is restrained by it. A creature restrained by the orb can use an action to make a DC 15 Strength (Athletics) or Dexterity (Acrobatics) check, freeing itself on a success. Another creature outside the orb can use an action to attempt the check if its within reach of the restrained creature; on a successful check, the creature is freed from the orb.

5. In the Grip of Ghaunadaur

A 15-foot-high tunnel containing an open pit connects two caves with 20-foot-high ceilings.

5a. Pudding Pit

This naturally formed pit is 20 feet across and 20 feet deep. At the bottom of the pit are three intelligent black puddings (see "Intelligent Black Puddings," page 244) that used to be drow worshipers of Ghaunadaur. When they detect prey nearby, the puddings climb the sides of the pit and use *faerie fire* spells to outline their intended

targets before attacking with their pseudopods. The puddings cast *Melf's acid arrow* spells at prey beyond their reach.

5B. Standing Gate to Level 12

At the north end of this 20-foot-high cave are two 15-foot-tall standing stones hewn from black basalt. Carved into the lintel spanning them is a large, blood-red X. The standing stones form one of Halaster's magic gates (see "Gates," page 12).

When a creature comes within 5 feet of the gate, rivulets of blood begin to seep from the rocky pores of the standing stones. The rules of this gate are as follows:

- The gate opens for 1 minute if a creature marked with a bloody X stands within 5 feet of it.
- Characters must be 12th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 8b on level 12, in the closest unoccupied space next to the identical gate located there.

6. Cave with a View

Stalactites. A few stalactites cling to this cavern's 30-foot high, domed ceiling.

Vessel. An enormous vessel is clearly visible through openings in the northwest wall (see area 13).

7. Standing Gate to Level 21

Rubble. The floor of this 20-foot-high cave is strewn with stony rubble that acts as difficult terrain.

Fake Beholder. A **gas spore**, easily mistaken for a beholder, floats near a pair of 15-foot-tall menhirs made of semitransparent crystal. Imprisoned inside each menhir is a sleeping **nalfeshnee**, its leathery wings wrapped tightly around its head and body.

The gas spore drifted into this cave from area 8. Its spores contain memory fragments of the dead beholder that birthed it. A creature that inhales the spores inherits a random memory, determined by rolling on the Beholder Memories table. These memories are experienced from the eye tyrant's point of view.

Beholder Memories

d100	Memory
01–20	The beholder chases a deep gnome through a fungal forest in a vast Underdark cavern illuminated by glowing mushrooms and phosphorescent fungi.
21–40	The beholder encounters another of its kind in the Underdark and, after a fierce volley of eye rays, it turns its rival to dust with a Disintegration Ray.
41–60	The beholder examines a tower-sized stalagmite with a large crystal atop it (see level 20, area 14).
61–80	The beholder is swallowed by a purple worm and uses its Charm Ray to make the worm release it.
81–00	The beholder falls into a sinkhole as it succumbs to Halaster's *finger of death* spell (see area 8).

Nalfeshnees

The sleeping demons can't be targeted by spells or attacks while trapped inside the crystal menhirs. They remain asleep until awakened (see "Standing Gate" below). An awakened nalfeshnee teleports out of its menhir and attacks, then returns to slumber in its menhir when there are no more enemies in sight.

Standing Gate

The crystal menhirs are indestructible and form one of Halaster's magic gates (see "Gates," page 12). Striking either menhir with a hard object or targeting it with a *shatter* spell deals no damage but causes the standing stone to ring loudly, awakening the demon inside. Nothing else causes these demons to awaken. While outside its menhir, a nalfeshnee can be magically compelled to divulge the command word that activates the gate. A *legend lore* spell or similar magic also reveals the command word. The current word is "Kelserath," but Halaster changes it every few days.

The rules of this gate are as follows:

- The gate opens for 1 minute if a creature speaks the proper command word within 10 feet of it.
- Characters must be 16th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 23b on level 21, in the closest unoccupied space next to the identical gate located there.

8. Thanks for the Memories

Ceiling. This cavern has a 30-foot-high ceiling.

Gas Spores. Three **gas spores** float above a large sinkhole surrounded by rubble. Another ten **gas spores** float inside the sinkhole, which plunges 100 feet into darkness. (At the bottom of the sinkhole lies a moldering beholder corpse.)

Elevated Tunnel. A 10-foot-diameter tunnel in the west wall can be reached by climbing a 10-foot-high ledge. (This ledge is further described in area 9.)

Halaster killed a beholder that sought to carve out a domain on this level. From its moldering corpse grew a host of gas spores. Inspection of the remains accompanied by a successful DC 15 Intelligence (Medicine) check reveals that the beholder died from fire, force, and necrotic damage. Inspection also reveals a treasure (see "Treasure" below).

The gas spores carry the memories of the beholder that birthed them. A creature that inhales the spores inherits a random beholder memory, determined by rolling on the Beholder Memories table. These memories are experienced from the eye tyrant's point of view.

The walls of the sinkhole have abundant handholds and can be scaled with a successful DC 10 Strength (Athletics) check.

Treasure

The dead beholder has a gold tongue stud set with a peridot (750 gp).

9. High Ground

This 30-foot-high cavern contains two 10-foot ledges—a smaller one to the west and a bigger one to the south. Five **gargoyles** perch on the north ledge. When the gargoyles detect intruders, one of them flies north to warn the dao (in area 11) that visitors have arrived. If this gargoyle is wounded or waylaid, all the gargoyles attack. Otherwise, the gargoyles that remain speak to visitors in Terran, welcoming them to the "magnificent subterranean domain of Jarûk the dao." They hurl mean insults at the characters if they don't seem to comprehend what the gargoyles are saying.

Treasure

A gargoyle that dies but isn't disintegrated outright falls to stony pieces, revealing a fist-sized, transparent red garnet (500 gp) where its heart used to be.

10. Culvert

The normally sluggish river of ooze flows a bit faster as it approaches a natural, 10-foot-diameter culvert in the north wall. Any creature in the ooze that ends its turn in the culvert must succeed on a DC 15 Strength saving throw or be irresistibly pulled under. Unless the creature is tethered to something, it drowns in ooze as it is borne deep into the Underdark.

11. The Glittering Caverns of Jarûk the Prismatic

These crystal-lined caves are home to a dao and its minions.

11a. Fortune Favors the Boulders

Columns and Crystals. Two columns of rock support the 30-foot-high ceiling of this cave, the walls of which are encrusted with crystals that catch and reflect light.

Boulders. The floor is strewn with boulders and rubble. Six **galeb duhr** beholden to Jarûk hide here, disguised as boulders.

Music. Dissonant music emanates from a smaller cave to the southeast (area 11b).

If the characters attack Jarûk in area 11b, the galeb duhr attack the characters when they return to this cave. Otherwise, the creatures remain motionless and pose no danger. If provoked into attacking, the galeb duhr animate boulders. The galeb duhr and their boulders can pursue prey beyond the confines of this cavern.

11b. Jarûk's Cavern

Music. Rock music fills this 30-foot-high cavern, which resembles the inside of a geode. The walls and ceiling are encrusted with crystals that catch and reflect light.

Dao in the Sand. The floor is concave and filled with golden sand to a depth of 10 feet. A **dao** hides in the sand until visitors appear.

Medusas. Two **medusas** wearing black robes and veils lurk in the northern alcove.

The dao, Jarûk, rises out of the sand when the characters first arrive. He greets them with a song (see the "Jarûk's Song" sidebar). As he sings, the veiled medusas emerge from their alcove and begin to dance around him as the sand swirls and forms little dust devils. Jarûk is evil and cruel, but his current predicament motivates him to be a civil host.

Once his song has ended, Jarûk offers the characters a quest: destroy the lich Ezzat on level 20 and bring him the lich's phylactery. The dao promises treasure in exchange and is forced by Halaster's magic to make good on this promise (see "Treasure" below). If the characters complete Jarûk's quest and give Ezzat's phylactery to the dao, the sandy floor turns into a giant vortex that draws Jarûk, the medusas, the sand, and the lich's phylactery back to the Elemental Plane of Earth. The characters find Jarûk's promised reward on the floor of the emptied cave. Characters who complete Jarûk's quest should receive XP as if they had defeated the dao and the medusas in combat.

If the characters destroy Ezzat but give the lich's phylactery to Ichthyglug the marid in area 1c, Jarûk knows this and attacks the characters the next time he sees them.

Jarûk can't leave his cave without Ezzat's phylactery. If the dao dies here, his body disintegrates into crystalline powder, only to re-form 24 hours later. (The characters don't receive XP for killing Jarûk more than once.)

The medusas defend the dao to the best of their ability. Jarûk is immune to their Petrifying Gaze.

Treasure. Jarûk wears a pair of golden hoop earrings studded with obsidian (500 gp for the pair) and an amber diadem (7,500 gp). These baubles vanish with the dao when he returns to the Elemental Plane of Earth.

Jarûk's reward consists of a *gem of brightness* and two common wondrous items: *boots of false tracks* and an *orb of direction* (both described below). These items appear only after the characters complete Jarûk's quest and help him escape from Undermountain.

The wearer of *boots of false tracks* can choose to have the boots leave tracks like those of another kind of humanoid of the wearer's size. Only humanoids can wear these boots.

Someone who holds an *orb of direction* can use an action to determine which way is north. This property functions only on the Material Plane.

Jarûk's Song

Welcome to my cavern!
I'm master of this hole.
Jarûk is who I am—
The khan of rock and roll.

I'm the sand in your shoes.
I'm the soil in your graves.
Jarûk is who I am—
The diamond in these caves.

I leave no stone unturned.
My wealth's beyond belief.
Jarûk is who I am—
A god in bas-relief!

Gold runs through my veins.
It seeps through all my pores.
Jarûk is who I am—
The pleasure is all yours.

12. Ghaunadaur Shrine

Intelligent Oozes. Clinging to the 20-foot-high ceiling are three intelligent black puddings that were once drow worshipers of Ghaunadaur (see "Intelligent Black Puddings," page 244). These oozes are hostile toward all intruders. (A battle here also attracts the Huge gray ooze in area 14.)

Shrine. Nestled in a 12-foot-high alcove at the back of the cave is a misshapen granite altar. Staring out from it is a 1-foot-diameter purple disk inscribed with a black, glaring eye. Looming behind the altar is a 9-foot-tall statue carved in the form of an amorphous, forward-lurching pillar that reaches out with a dozen clawed human arms.

The disk embedded in the altar can be removed by turning it 360 degrees counterclockwise. Removing the disk causes copper coins to spill out from a hollow cavity inside the altar (see "Treasure" below).

If the altar is opened, the multiarmed representation of Ghaunadaur animates and attacks creatures within 10 feet of it or within 5 feet of the altar. The statue is a Large object with AC 17, 50 hit points, a speed of 0 feet, and immunity to acid, poison, and psychic damage. It has the following ability scores: Strength 14, Dexterity 10, Intelligence 3, Wisdom 3, and Charisma 1. It has blindsight out to a range of 10 feet and is blind beyond this radius.

As an action, the animated statue makes a single melee weapon attack (+10 to hit) with its claws. On a hit, the claws deal 22 (5d6 + 5) slashing damage to the target, and any nonmagical armor worn by the target is destroyed.

Treasure

The altar's hidden cavity contains 2,000 cp.

13. The Scavenger

The *Scavenger* is a 290-foot-long, 50-foot-wide, 25-ton spelljamming vessel—a ship designed to travel through space. Halaster detected the vessel as it orbited Toril and lured it through a magic gate into Undermountain. He then boarded the vessel, stole its spelljamming helm (the magic device that propels and steers the craft), and took the helm to level 23, leaving the captain and crew to fend for themselves.

Mind flayers constructed the *Scavenger* to resemble a giant cuttlefish. Its hull is made of an alien resin as hard as thick wood. Behind the ship's tentacle-shaped rams are two circular windows of transparent crystal resembling eyes, and an upper deck (area 13a) equipped with four ballistae manned by gray slaadi. An open hatch on the upper deck provides access to the lower deck (areas 13b through 13h). The ceilings on the lower deck are 10 feet high.

The ship sits in a 5-foot-deep pool of ooze in an immense cavern, the ceiling of which varies from 30 to 50 feet high. A character can climb the ship's hull with a successful DC 15 Strength (Athletics) check; the distance from the cavern floor to the upper deck is roughly 20 feet.

Captain N'ghathrod

The captain of the *Scavenger* is an illithid pirate named N'ghathrod. N'ghathrod is a mind flayer arcanist (see the sidebar in the "Mind Flayer" entry in the *Monster Manual*) with 111 hit points. It uses a crystal orb as an arcane focus and dresses in pirate garb. A wooden peg replaces one of its feet, which it lost in battle years ago. Tucked in the pockets of its overcoat are four fist-sized gray gemstones—the control gems for the gray slaadi that guard the ship's upper deck. N'ghathrod carries a rapier as an affectation but it not proficient with the weapon.

Before it turned to a life of space piracy, N'ghathrod lived in a mind flayer colony on the ringed planet of Glyth, which is farther from the sun than Toril. A few weeks after the *Scavenger* became trapped in Undermountain, N'ghathrod turned on its orog crew out of hunger, killing four of them and eating their brains. The remaining orog crew members fled to avoid a similar fate. The arrival of adventurers provides N'ghathrod with an unexpected but welcome food source. It tries to separate one party member from the others with a *wall of force* spell. It then uses its Mind Blast to stun its prey as a prelude to extracting its brain.

If N'ghathrod is reduced to 55 hit points or fewer, its survival instinct supersedes its hunger, prompting it to surrender telepathically. The mind flayer apologizes for its assault and proposes an end to hostilities. Given a chance, it recounts how the *Scavenger* was orbiting Toril when it was pulled through a magic gate to its current location. It also reveals that the ship's spelljamming helm vanished shortly thereafter (spirited away by a *wish* spell, though the mind flayer doesn't know it). If the mind flayer and the characters establish a truce, N'ghathrod offers to "guard the ship" while the characters set out to retrieve the stolen helm. If the characters succeed, N'ghathrod allows them to claim the vessel as their own, accepting a demotion until it finds a way to get rid of them.

Lair Actions. When fighting aboard the *Scavenger*, N'ghathrod can take lair actions. On initiative count 20 (losing initiative ties), N'ghathrod can take one lair action to cause one of the following effects:

- N'ghathrod creates a magical duplicate of itself anywhere aboard the ship. Formed out of psionic energy, this duplicate lasts until it is reduced to 0 hit points, until it is dispelled (DC 15), or until N'ghathrod takes another lair action. The duplicate has the statistics of a normal **mind flayer** and is friendly toward N'ghathrod, but not under its control. It cannot leave the *Scavenger*.
- N'ghathrod fills all interior areas of the ship with mind-warping images and sounds of the Far Realm that last until initiative count 20 on the next round. Any creature that isn't an aberration that starts its turn inside the ship must succeed on a DC 15 Wisdom saving throw or take 10 (3d6) psychic damage.

The *Scavenger* is buoyant but has no sails, oars, or other means of propulsion without its spelljamming helm. The vessel can hold up to 10 tons of cargo, and its standard crew complement is twenty. It has AC 15, 400 hit points, a damage threshold of 20, and immunity to poison and psychic damage.

Only a carefully worded *wish* spell can free the *Scavenger* from the cavernous depths of Undermountain. Characters who free the ship from its confines can sell it for 20,000 gp, minus 50 gp for each point of damage the ship has taken.

13a. Upper Deck

Ballistae. Three ballistae are mounted on the forward deck, and a fourth on the aft deck. Four **gray slaadi** shapechanged into orogs operate the ballistae, one per weapon.

Hatch. Not visible from the floor of the cavern is an open hatch with a ladder that descends to area 13b.

A ballista is a Large object with AC 15, 50 hit points, and immunity to poison and psychic damage. Before it can be fired, a ballista must be loaded and aimed. (The ballistae are loaded when the characters first arrive.) It takes one action to load the weapon, one action to aim it, and one action to fire it (+6 to hit, range 120/480 ft., one target). On a hit, a ballista bolt deals 16 (3d10) piercing damage.

Each ballista comes with ten bolts stored in a rack built into the weapon's stand. A swivel base gives each ballista a firing arc of 180 degrees.

The slaadi have been trained to load, aim, and fire the ballistae. They defend the deck against all boarders, relying on their darkvision to keep watch.

13b. Cargo Hold

Ladder. A ladder bolted to a wall climbs to the upper deck (area 13a). Hanging upside down on the ladder is a dead orog in plate armor.

Crates. A second dead orog in plate armor, along with its greataxe, lies amid the wreckage of several wooden crates. Toward the back of the hold are five intact wooden crates and five wooden chests secured under heavy cargo nets.

Dead Cook. The hallway leading toward the lower deck's forward sections contains a third dead orog, this one wearing a bloodstained apron and no armor.

The dead orog on the ladder hangs by one of its spiked boots. A character can use an action to dislodge the dangling fellow. Examination of all three orogs reveals that their skulls were cracked open and their brains sucked out—the hallmark of a mind flayer attack. The orog in the apron lies outside the door to area 13c.

Treasure. The crew plundered most of the food supplies before fleeing the ship, leaving behind five treasure chests and five intact crates (numbered below for ease of bookkeeping). The chests are unlocked, their locks broken off.

Chest 1 contains 400 sp, 180 gp, and three gold bracelets (25 gp each). Half buried by coins is a 5-inch-diameter miniature beholder made of enameled gold with a black pearl central eye and multicolored spinels at the ends of its eyestalks (2,500 gp).

Chest 2 contains six bolts of elven silk (50 gp each) and an engraved box containing five 3-inch-tall figurines—each one depicting a kind of metallic dragon and made of the appropriate metal (250 gp for the set).

Chest 3 contains six vials of stardust that radiate an aura of illusion magic under the scrutiny of a *detect magic* spell. An *identify* spell or similar magic reveals that the dust has a singular magical property. Any creature that sprinkles the dust over itself gains the ability to cast the *dream* spell once as an action (spell save DC 15), requiring no components.

Chest 4 contains 320 gp and a silk pouch holding four blue pellets, each of which reproduces the magical property of a *potion of healing* when swallowed.

Chest 5 contains a matching set of five copper goblets with silver filigree (25 gp each), a black coral necklace (250 gp), and a mummified elven hand wearing two gem-studded gold rings (250 gp each).

Crates 1 through 3 contain poisoned rations. A character who inspects these rations and succeeds on a DC 10 Wisdom (Survival) check can tell that they're unfit to eat. Any creature that ingests a helping of poisoned rations must succeed on a DC 15 Constitution saving throw or be poisoned for 24 hours.

Crate 4 contains 60 days of edible dry rations.

Crate 5 is stamped with the symbol of a smiling gnome face encircled with the words "KRICKENHOF'S KRAFTWERKS" in carnival letters. Packed in peanuts are three gnome inventions: a spring-loaded pogo stick (25 gp), a wind-up tomato masher (125 gp), and a strap-on helmet with a wooden propeller mounted to the top of it. This *propeller helm* is an uncommon wondrous item to which only a Small humanoid can attune. While worn, the helm allows its wearer to use an action to cast the *levitate* spell, requiring no components. The helm's propeller spins and whirs loudly until the spell ends. Each time the spell ends, there is a 50 percent chance that the helm loses its magic and becomes nonmagical.

13c. Galley and Mess Hall

This room contains a dining table, six stools, and a small iron stove. Cupboards built into the walls have been thrown open, their contents (utensils and dishware) scattered across the floor.

Casting a *detect magic* spell in this cabin reveals an aura of evocation magic emanating from inside the wall that separates this room from area 13d.

Treasure. Characters who search the cabin and succeed on a DC 20 Wisdom (Perception) spot a tiny hole at the base of the wall that separates this cabin from area 13d. Two feet above this hole, lodged inside the wall, is a *sending stone*. (The matching stone can be found with the orog first mate in area 2.)

If a character removes the *sending stone* from the wall, a miniature giant space hamster scuttles out of the hole in the base of the wall and looks rather put out. The space hamster looks remarkably like a normal hamster. It has the statistics of a **rat** but no attacks (and is worth 0 XP). It has made a nice lair for itself in the walls of the ship but poses no danger if it's disturbed. A character can befriend the hamster by offering it food.

13d. Captain's Stateroom

Walls. The resin walls are sculpted and painted to look like glossy black tentacles entwined around one another and the screaming elves in their grasp.

Easel and Paintings. Resting on a wooden easel in the middle of the cabin is a half-finished canvas painting of a colorful alien landscape. Next to the easel, several paintbrushes and jars of paint lie on a small table. Five finished paintings of other alien landscapes are leaning against the back of the easel.

Chair. A bloodstained wooden chair with iron wrist-clamps bolted to its armrests sits in a forward alcove. A pool of sticky blood covers the floor around it.

Secret Compartment. A character who searches the cabin for secret doors and succeeds on a DC 15 Wisdom (Perception) check finds a small hatch built into the floorboards. This hatch conceals a shallow compartment containing Captain N'ghathrod's spellbook.

N'ghathrod straps captives to this chair before devouring their brains. A creature shackled to the chair can use an action to try to escape, doing so with a successful DC 20 Strength (Athletics) or Dexterity (Acrobatics) check.

Treasure. Before he was transformed into an illithid by the process known as ceremorphosis, Captain N'ghathrod was a spacefaring elf. Although it has no memories of its former life, the mind flayer retains its elven fondness for celestial beauty. The paintings, which illustrate worlds that N'ghathrod has visited, are worth 100 gp each.

N'ghathrod's spellbook is bound in leather, its contents written in a Braille-like script. The mind flayer uses its tentacles to read the script, which other creatures can decipher with a *comprehend languages* spell. The book contains all the spells N'ghathrod has prepared, plus *animate dead*, *Bigby's hand*, and *Evard's black tentacles*.

13e. Starboard Crew Cabin

This cabin contains two sets of bunks stacked three tiers high.

13f. Port Crew Quarters

This cabin is furnished like area 13e and also contains a dead orog lying face down on the floor. Examination of the corpse reveals that the orog's skull was cracked open and its brain sucked out. Lying at the orog's feet is a greataxe.

13g. Bridge

The door to the bridge stands slightly ajar. N'ghathrod, ther mind flayer captain, is here (see the "Captain N'ghathrod" sidebar). The features of the bridge are as follows:

Windows. Two circular, 9-foot-diameter windows of bulging, transparent crystal rest in bronze fixtures.

Celestial Chart. Painted on the sloped ceiling are familiar constellations and unfamiliar planets.

Grooves. Grooves in the middle of the floor suggest that a piece of furniture once rested there.

Characters who examine the grooves and succeed on an Intelligence (Investigation) check can ascertain that they're designed to secure a heavy chair or chair-shaped object to the floor. The grooves conform to the footprint of the ship's spelljamming helm, which can be found on level 23.

The chart on the ceiling has the sun at its center, with elongated rings showing the paths of the eight planets that orbit it: rocky Anadia; Coliar the gas giant; Toril and the small asteroid cluster orbiting it called the Tears of Selûne; the water worlds Karpri and Chandos; the noxious ringed planet Glyth; the asteroid cluster of Garden, which is held together by an enormous plant; and the wheel-shaped H'catha. Beyond the planets are the constellations of Realmspace, all visible in the night skies of Toril at various times of the year.

13h. Oh Captain, My Captain!

The floor here is covered with shattered glass and brine, the remains of jars that once held pickled humanoid brains. The curved walls bear empty shelves where Captain N'ghathrod stored its emergency food reserves. The mind flayer was forced to eat the pickled brains after its crew fled and now hungers for fresh food.

14. Ooze Den

This 10-foot-high cave has become the lair of a Huge gray ooze (see "Huge Gray Ooze," page 244), which lurks in the northernmost alcove to the right of the entrance. If the characters already fought this ooze in area 12, the cave is empty.

15. Standing Gate to Level 17

Rising out of a 2-foot-deep pool of ooze is a pair of 15-foot-tall standing stones topped with a lintel, carved into which is a symbol of an arrow. The standing stones form a magic gate (see "Gates," page 12). Its rules are as follows:

- If an arrow or a crossbow bolt is shot between the standing stones, the gate opens for 1 minute.
- Characters must be 14th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 8b on level 17, in the closest unoccupied space next to the identical gate located there.

16. Tunnel to Level 20

At the top of the tunnel that descends to level 20 is an 18-foot-high, ring-shaped cavern created by a purple worm that Halaster disposed of long ago.

Aftermath

The characters have a couple of reasons to return to this level after exploring it:

- If they acquire the phylactery of the lich Ezzat, the characters must come back to the Caverns of Ooze with the phylactery to claim their prizes from the marid in area 1c or the dao in area 11b. Giving the phylactery to one genie makes an enemy of the other.
- If the characters recover the spelljamming helm that was stolen by Halaster, they can return it to the *Scavenger* and use a *wish* spell to expel the vessel from Undermountain.

The level changes little in the characters' absence, at least in the short term. If Ichthyglug or Jarûk is set free, Halaster might trap an efreeti on this level and pit it against whichever genie was denied Ezzat's phylactery, setting up the new arrival in a cave befitting its fiery nature.

Level 20: Runestone Caverns

Runestone Caverns is designed for four 16th-level characters, and characters who defeat the monsters on this level should gain enough XP to advance halfway to 17th level. This level introduces the characters to a potentially powerful ally in their fight against Halaster—or an enemy whose destruction can put them in the Mad Mage's good graces.

What Dwells Here?

The Runestone is a large magic crystal, created by Halaster Blackcloak, that is embedded in the top of a huge, hollowed-out stalagmite that rises from the center of this level's main cavern. This spire serves as the lair of a lich named Ezzat, who has long been Halaster's enemy.

In an effort to destroy Ezzat, Halaster created a legion of stone golems modeled after himself, placing a fragment of the Runestone in each one to imbue it with more intelligence and personality. When Ezzat learned what Halaster was up to, the lich placed wards on the stalagmite tower to prevent constructs from assailing it. This countermove prompted Halaster to abandon his golems and stop making new ones.

Ezzat the Lich

Ezzat has become obsessed with destroying Halaster and usurping his control over Undermountain. As his mania and thirst for power grows, the lich becomes more like Halaster with each passing day.

Characters who destroy Ezzat and locate his phylactery earn Halaster's favor. Those who ally with the lich earn Halaster's enmity.

Stonecloaks

Halaster created stone golems in his own likeness and used fragments of the Runestone to imbue them with intelligence. Then he set them loose on this level. Called Stonecloaks, these 10-foot-tall golems worship the Mad Mage as a god and regard the Runestone as his eye into their dark domain. The Stonecloaks don't like it that a lich has taken refuge in the stalagmite tower, but Ezzat's wards mean that there's little they can do about it.

Unless otherwise noted, a Stonecloak uses the **stone golem** statistics, with these changes:

- A Stonecloak has Intelligence and Charisma scores of 9.
- It understands the following languages but can't speak: Abyssal, Celestial, Common, Draconic, Dwarvish, Elvish, Infernal, and Undercommon. Stonecloaks use a system of eye blinks to communicate nonverbally with one another.

Wandering Monsters

The magical emanations of the Runestone attract earth-dwelling creatures such as bulettes, earth elementals, purple worms, and xorn to this level. The characters might also come across an expedition that has traveled from Shadowdusk Hold.

ZOLTAN BOROS

Shadowdusk Expedition

An expeditionary force has been sent from Shadowdusk Hold (level 22) to collect Runestone fragments. The force consists of a chaotic evil human **archmage** named Akarrth Shadowdusk, a **beholder** named Gz'zarp, two **grells**, and two **nothics**. The grells and nothics are Akarrth's servants, the beholder his tenuous ally.

The characters can easily strike up an alliance with Akarrth, but any such pact is doomed to crumble in short order because the archmage is insane.

Treasure. Akarrth carries a wooden rod carved with tentacles that serves as an arcane focus (10 gp), as well as a spellbook bound in mind flayer skin that contains all the spells he has prepared.

Runestone Caverns

All location descriptions for this level are keyed to map 20. The caverns and tunnels are uniformly damp from water that enters through narrow cracks in the walls and ceilings, and the sound of dripping water echoes throughout.

1. Desiccating Symbol

At the end of the tunnel that leads down from level 19, Ezzat has inscribed a glyph on the floor using a modified version of the *symbol* spell, requiring a successful DC 20 Intelligence (Investigation) check to spot. Cast using a 9th-level spell slot, the glyph triggers the death effect (save DC 20) when any creature crosses over it. After the effect is triggered, ghostly skulls float above the area where the glyph is inscribed.

2. Mad Golem's Lair

Characters who approach this cavern from any direction hear stone smashing against stone. The cavern has a peaked roof 50 feet high and the following features:

Construct. A hulking, mobile mass of jumbled stone stands atop a natural rise in the center of the cavern. It is using its fists to smash something.

Forge. Carved into one wall is a stone forge that hasn't been lit in ages. A rusty iron anvil sits atop a 1-foot-high granite plinth in front of the forge.

The jumbled construct was once a 10-foot-tall stone golem created in the image of Halaster. In its madness, it has attached so many pieces of other Stonecloaks to itself that it has become a lumbering, 17-foot-tall amalgamation of stone torsos, limbs, and heads—all of which resemble parts of the Mad Mage.

Any character who gets close can see that the object being destroyed by the mad golem is a stone golem that resembles Halaster. Even if the characters intervene quickly, the Stonecloak is already in pieces and can't be saved.

As the characters observe it for the first time, the mad golem removes the Runestone fragment from the pulverized remains of its latest victim and swallows it, then begins attaching pieces of the destroyed stone golem to itself. Swallowing the Runestone fragment allows the mad golem to ignore its Immutable Form trait and restores all its hit points. Characters who interrupt or attack the golem incur its enmity. Otherwise, it shows little interest in them.

The mad golem is a **stone golem** with a challenge rating of 12 (8,400 XP) and these changes:

- The golem is Huge and has 264 (23d12 + 115) hit points.
- Each of its slam attacks deals 24 (4d8 + 6) bludgeoning damage on a hit.
- It has Intelligence and Charisma scores of 9.
- It understands the following languages but can't speak: Abyssal, Celestial, Common, Draconic, Dwarvish, Elvish, Infernal, and Undercommon.

The golem is too big to fit down any tunnel smaller than 10 feet wide. Left to its own devices, it remains here and waits for another Stonecloak to wander into the area, then attacks it.

Treasure

Any character who searches the interior of the forge and succeeds on a DC 15 Wisdom (Perception) check finds the soot-covered tinderbox, which contains a single *bead of force*.

3. Sunken Paradise

This cavern has a peaked roof 30 feet high and features a broad crevasse 300 feet deep. A rocky ledge surrounds the crevasse.

After descending 200 feet, the crevasse breaks through the roof of a vast cavern not shown on map 20. This otherworldly cavern is 100 feet high, 1,200 feet long, and 800 feet wide. It has the following features:

Light. The cavern is lit by phosphorescent moss that grows on weird rock formations along the walls. A dozen **giant fire beetles** that primarily feast on carrion dwell here, adding to the illumination.

Fungi Forest. Half the cavern is a forest of towering zurkhwood, interspersed with barrelstalks, bluecaps, and trillimacs (see "Fungi," page 59).

Lake. The other half of the cavern contains a 30-foot-deep lake fed by three small waterfalls. Several small rocky islands rise out of the lake, each holding a number of empty huts (an abandoned kuo-toa settlement).

The fungus forest and the underground lake are home to all kinds of subterranean wildlife, including bats, fish, and non-biting insects. For characters who reach it safely, the cavern provides a secure, idyllic refuge from the perils of Undermountain.

4. Myconid Colony

A myconid colony manages to thrive in this area, since the tunnels leading to these caves are too narrow for the Stonecloaks to squeeze through. The myconids must endure the occasional gargoyle attack, however.

The myconids provide strangers with food, water, shelter, and safe passage through their small domain.

4a. Melding Cave

Most of the myconids live in this cave, the ceiling of which is uneven and ranges in height from 15 to 30 feet. The cave's other features are as follows:

Up to level 19
1
2
13f
12a
12c
12b
3
13g
Tunnel leads to expanded dungeon
13d
Tunnel leads to expanded dungeon
Stalagmite Tower (areas 15-23)
11c
11a
11b
4b
13e
14
Runestone
4a
13a
Down to level 21
4c
10
13b
13c
5
9a
7
9b
6b
6a
8a
8b
Tunnel leads to expanded dungeon
N
8d
6c
8c
1 square = 10 feet

Stalagmite Tower

Fourth level
23

Third level
22b
21
22a

Second level
18
20
19

First level
16
15
17

1 square = 10 feet

TIM HARTIN

Map 20: Runestone Caverns

Moss. Thick moss grows on the walls and the ceiling.
Fungi. The earthen floor gives rise to a forest of fungi, including barrelstalks, timmasks, tongues of madness, and trillimacs (see "Fungi," page 59).
Giant Insects. Six **giant centipedes** and four **giant fire beetles** are meandering among the fungi.
Myconids. The northern alcove is mostly clear of moss and fungi and filled with clouds of spores. Ten **myconid sprouts** and thirteen **myconid adults** gather here in silent meditation.

The centipedes and the fire beetles share this delicate ecosystem with the myconids, serving to help control the growth of fungi in the caverns. The light from the fire beetles' carapaces is the cave's only illumination. These creatures are not under the myconids' control and fight only in self-defense.

The myconid sprouts form an inner ring 6 feet in diameter, and the adults are in a protective ring 10 feet in diameter around them. The myconids use their Rapport Spores action option to peacefully meld with one another. Creatures that approach within 10 feet of the outer ring are subject to the spores' effect.

Characters who make telepathic contact with the myconids are greeted warmly. The myconids offer to take visitors to their sovereign (area 4b) or escort them to the edge of their domain. The friendly fungus folk are blissfully unaware of the conflict happening outside their caverns, but they're afraid of the "rock giants" (Halaster's stone golems) and "rock demons" (gargoyles) that dwell in the caves around them.

4b. Friendly Sovereign

Sloped Floor. The cave floor slopes upward, reducing its height from 15 feet near the entrance to 10 feet at its north end.
Fungi. Exotic mushrooms sprout from the earthen floor. The walls are lined with ripplebark (see "Fungi," page 59).
Sovereign. A 9-foot-tall **myconid sovereign** stands near the back of the cave. Its bioluminescent cap sheds bright light in a 10-foot radius and dim light for an additional 10 feet.

When not melding with its subjects, the myconid sovereign—named Floot—spends its time cultivating exotic mushrooms and crafting potions. Using its Rapport Spores action option to facilitate telepathic communication, Floot welcomes characters to its domain and offers them two potions as gifts (see "Treasure" below). Floot expects nothing in return, but if the characters are of a mind to reciprocate, the sovereign urges them to destroy any "rock demons" (gargoyles) they encounter, for the good of the myconid colony.

Treasure. Floot offers the characters a *potion of mind reading* and a *potion of superior healing*. Each potion is held in a clay gourd and hidden inside a hollowed-out trillimac (see "Fungi," page 59).

4c. Quaggoth Spore Servants

Guards. Five **quaggoth spore servants** gather here.
Fungi. The walls are lined with ripplebark (see "Fungi," page 59).

The animating spores of the myconid sovereign have given the dead quaggoths a semblance of life. While in the presence of one or more myconids, the quaggoth spore servants regard all creatures with detached indifference and refrain from attacking. But they turn hostile if there are no myconids around to pacify them.

5. Giggling Chasm

A 20-foot-wide, 70-foot-deep crevasse has opened up in the floor of this 20-foot-high cavern. The sound of an old man giggling rises from the depths of the crevasse every minute or so. This is a harmless illusion, one of Halaster Blackcloak's regional effects (see "Halaster's Lair," page 311).

6. Lair of the Mummy Lord

These caves form the lair of a duergar mummy lord named Gorka Tharn. Characters who cast spells in these areas or disturb the features of the caverns awaken the mummy lord, allowing the creature to bring its lair actions and regional effects into play (see the "Mummies" entry in the *Monster Manual*). In its lair, the mummy lord has a challenge rating of 16 (15,000 XP).

6a. Toothy Maw

This 20-foot-high cavern resembles a tooth-filled maw because of its numerous stalactites and stalagmites. The plentiful rock formations make it difficult for large and cumbersome creatures to pass through the cavern, so the Stonecloaks avoid this area.

Casting a spell of 1st level or higher in this cavern has a chance of waking the mummy lord equal to the spell's level × 10 percent. If the mummy lord awakens, the duergar mummies in area 6b rise out of their mass grave and emerge from that area, moving to attack all creatures in the mummy lord's lair.

6b. Mass Grave

The floor of packed earth in this 10-foot-high cave is a shallow grave for eight duergar **mummies** (Gorka Tharn's former disciples). The mummies burst out of the ground and attack any creatures that enter this area. If intruders flee, the mummies pursue. If the mummies awaken, so too does Gorka Tharn.

6c. Mummy Lord's Crypt

Niches. Niches carved into the walls of this damp 20-foot-high cavern contain hundreds of moldy skulls (a mix of dwarf and duergar). A few fallen skulls rest on the cavern floor.
Shrine. A small chamber to the east contains a chipped stone altar with treasure piled around it. The wall behind the altar is painted with a faded mural.
Alcove. An alcove to the northwest features a central stalagmite and stalactite, each 8 feet tall and covered with soot drawings of snakes and scorpions.

Stealing any of the treasure around the altar or touching the stalagmite automatically awakens Gorka Tharn. In addition, casting a spell of 1st level or higher in this cavern has a chance of waking the mummy lord equal to the spell's level × 10 percent.

Gorka Tharn was a duergar priest of Laduguer, now transformed into a **mummy lord**, with these changes:

- The mummy lord speaks Dwarvish and Undercommon.
- It has the *stone shape* spell prepared instead of *divination*.
- It has the Enlarge and Invisibility action options described below.

Enlarge (Recharges after a Short or Long Rest). For 1 minute, the mummy lord magically increases in size, along with anything it is wearing or carrying. While enlarged, the mummy lord is Large, doubles its damage dice with its Rotting Fist attack, and makes Strength checks and Strength saving throws with advantage. If the mummy lord lacks the room to become Large, it attains the maximum size possible in the space available.

Invisibility (Recharges after a Short or Long Rest). The mummy lord magically turns invisible for up to 1 hour or until it attacks, it casts a spell, it uses its Enlarge, or its concentration is broken (as if concentrating on a spell). Any equipment the mummy lord wears or carries is invisible with it.

The stalagmite in the northwest alcove is hollow and serves as Gorka Tharn's sarcophagus. The mummy lord is lodged inside the stalagmite's funnel-shaped interior. When it awakens, the mummy lord uses a *stone shape* spell to create an opening large enough for it to emerge. It destroys any intruders in its lair, then returns to its sarcophagus and its slumber.

At the bottom of the stalagmite's hollow cavity, four 1-foot-tall clay urns contain Gorka Tharn's preserved internal organs, including the mummy lord's shriveled heart. Only by destroying the heart can the characters prevent the mummy lord from rejuvenating. The heart is a Tiny object with AC 5, 25 hit points, and immunity to all damage except fire.

Stone Altar and Treasure. The altar is carved from a single block of granite and dedicated to Laduguer, the evil god of the duergar. The mural painted on the wall behind the altar depicts a shadowy figure cradling a pile of gemstones in its arms. Any character who has an appropriate background or who succeeds on a DC 15 Intelligence (Religion) check confirms that the mural is meant to depict Laduguer.

Piled around the altar are 5,000 cp, 2,300 sp, 470 gp, five flawed diamonds (100 gp each), and an electrum teapot (25 gp). A rusty warhammer is also found among the valuables. It disintegrates the first time it is used to strike anything hard.

7. Crypt Raiders

This 12-foot-high cave contains six **duergar**, three males and three females, who have come up from level 21 to loot the shrine of Laduguer (area 6c). The male duergar are Klom Xornbane, Skrac Blackskull, and Anchok Muzgardt. The female duergar are Akith Xornbane (Klom's sister), Garlynth Ironhead, and Xarta Muzgardt (Anchok's sister). The duergar are hard to tell apart, since all of them wear mean-looking iron bucket helms with visors.

Having slipped past the Stonecloaks and the gargoyles in areas 8 and 9, these duergar have just started a short rest to recharge their Invisibility when the characters happen upon them. The hateful, xenophobic duergar enlarge themselves and attack. They are too stubborn and determined to back down or surrender.

Each duergar carries a small gray sack holding 5 days of rations, and a large, empty gray sack to carry loot from the shrine.

A character who interrogates a duergar captive and succeeds on a DC 20 Charisma (Intimidation) check learns the following information:

- The duergar live in the Deep Mines (another name for the Terminus Level), the next level down from the Runestone Caverns.
- The Deep Mines are ruled by Fazrian, a "bald, green-skinned giant with glowing eyes and white-feathered wings." Any character who succeeds on a DC 18 Intelligence (Religion) check realizes, based on this description, that Fazrian is a planetar.
- The duergar have come to plunder a shrine of Laduguer on this level, then return to the Deep Mines with loot to earn Fazrian's favor. They know the shrine's location (area 6c) but nothing about the mummy lord that guards it.

8. Made of Stone

Gargoyles and stone golems watch over these caves, and Halaster has left a few other surprises here as well.

8a. Gargoyles and Golems

Ceiling. This cavern has walls that slope inward to form a 30-foot-high peak.

Gargoyles. Six **gargoyles** cling to ledges 20 feet up the walls, three at the north end of the cavern and three at the south end.

Golems. Two **stone golems** carved to resemble Halaster (see "Stonecloaks," page 253) stand watch on the cavern floor. One is positioned near the tunnel to area 9a; the other is close to the tunnel to area 6a.

The gargoyles serve Halaster. They remain motionless unless they are attacked or combat erupts in this area, whereupon they fight as allies of the stone golems.

The golems are hostile toward any creature that doesn't look like Halaster or a gargoyle. A character disguised as Halaster can make a Charisma (Deception) check contested by the golems' Wisdom (Insight) check, with advantage on the check if the portrayal is particularly convincing. On a successful check, the golem won't attack that character unless the character attacks it.

8b. Natural Frieze

Rivulets of water trickling down the back wall of this damp 15-foot-high cave have eroded the stone in a spectacular way, creating a natural frieze that resembles a hunched male human leaning down to pick up a staff while a great blue dragon sneaks up behind him. Halaster's contribution to the natural carving is the staff, which he formed out of the rock.

8c. Acid Tentacles

The gargoyles and golems in area 8a won't enter this empty cavern, the ceiling of which is a rough 15-foot-high dome. A *detect magic* spell reveals an aura of conjuration magic throughout the cave—the effect of a magic trap placed here by Halaster.

When one or more creatures reach the cavern's midpoint, 15-foot-long tentacles of acid magically erupt from the floor, walls, and ceiling. A creature that enters the tentacle-filled cavern for the first time on a turn or starts its turn there must succeed on a DC 22 Dexterity saving throw or take 10 (3d6) acid damage and be grappled by a tentacle (escape DC 22). A creature that starts its turn grappled by a tentacle automatically takes 10 (3d6) acid damage.

The tentacles can't be damaged, and *dispel magic* has no effect on them. The tentacles disappear when all creatures have left the cavern. If the words "Halaster, save us!" are spoken aloud in the cavern in Common, the tentacles disappear, and the trap can't trigger again for 1 hour.

8d. Golden Haungharassk

Slime. A thin layer of slime covers the walls and floor of this 20-foot-high cavern.

Fungus. A patch of glowing fungus sprouts from the east wall.

Giant Snail. In the northern part of the cave lurks Haungharassk, a magical snail as large as an elephant, with a shell of gleaming gold.

Halaster placed Haungharassk here, setting up the trap in area 8c both to confine the creature and to prevent others from killing it. The giant snail is an unaligned Huge beast with AC 6, 52 (7d12 + 7) hit points, and walking and climbing speeds of 10 feet. It can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check. Its ability scores are as follows: Strength 20, Dexterity 3, Constitution 13, Intelligence 3, Wisdom 10, Charisma 3. It has no attacks and can't speak. A pound of salt thrown onto the snail's skin deals 1d6 acid damage to the creature.

The glowing golden hue of Haungharassk's shell is augmented by veins of real gold. That gold can be stripped from the shell, but only if the snail is dead (see "Treasure" below). Killing the snail yields no XP.

A *detect magic* spell reveals a powerful aura of abjuration magic around the snail. A creature that uses an action to touch the living snail gains 6 temporary hit points that last for 24 hours. Any creature or object that touches the living snail also gains the benefit of a *remove curse* spell. The snail loses these magical properties if it dies.

The characters can lead Haungharassk around by feeding it plants, fungi, or algae. A successful DC 10 Intelligence (Nature) check enables a character to discern what the giant snail likes to eat.

The patch of glowing fungus magically regrows each time it is picked. It is the snail's food source. The fungus dies if taken from this area.

Treasure. Characters who kill Haungharassk can strip 100 pounds of gold from the snail's shell with a few hours' work. The gold is worth 20,000 gp.

9. Way to the Gate

These out-of-the-way caverns hold one of Halaster's magic gates, the approach to which is closely watched by his servants.

9a. Stonecloak Sentries

Two **stone golems** carved to resemble Halaster (see "Stonecloaks," page 253) stand east of the two columns of rock that support the 20-foot-high ceiling of this otherwise empty cave. Characters who enter the area through the northwest tunnel can't see the golems right away because the rock columns provide total cover.

The golems are hostile toward any creature that doesn't look like Halaster. A character disguised as Halaster can make a Charisma (Deception) check contested by the golems' Wisdom (Insight) check, with advantage on the check if the portrayal is particularly convincing. On a successful check, the golem won't attack that character unless the character attacks it.

9b. Arch Gate to Level 15

Rubble. The floor of this 50-foot-high cavern is strewn with the remains of a dozen gargoyles. (The gargoyles once guarded the gate in this cavern, but the Stonecloaks destroyed them.)

Arch. A ramp hugs the south wall and climbs to a 20-foot-high ledge. A stone arch is embedded in the wall at the west end of the ledge.

The arch is one of Halaster's gates (see "Gates," page 12). It is composed of one hundred stone jigsaw pieces, each weighing 10 pounds. The rules of this gate are as follows:

- Only one piece of the arch can be removed at any given time. A *detect magic* spell reveals that one of the pieces (determined randomly) is magical. When that piece is removed from the arch, it disappears, and the gate opens for 1 minute. When the gate closes, the piece removed from the arch magically reappears in its proper place, and a different piece becomes magical and must be removed to reopen the gate.
- If a wrong piece is removed from the arch, a **beholder** magically appears in an unoccupied space within 60 feet of the arch and attacks any creature it can see. The beholder disappears when it is slain or after 1 minute. When the beholder disappears, the piece that was removed from the arch magically reappears in its previous place.
- Characters must be 13th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 15 on level 15, in the closest unoccupied space next to the identical gate located there.

Puzzle Piece. On the ledge near the arch, not visible from the cavern floor, a 25-pound chunk of smooth stone is carved in the shape of a jigsaw puzzle piece and painted with part of an unknown image on one side. This stone is the missing piece of the jigsaw puzzle in area 10.

10. Mad Mage's Puzzle

Indentation. A 4-inch-deep, 8-foot-wide, 10-foot-long rectangular indentation is carved into the floor of this 20-foot-high cavern.

Jigsaw Pieces. A loose pile of carved, painted stones stands near the south wall.

The pile contains ninety-nine chunks of stone, each weighing 25 pounds and carved in the shape of a jigsaw puzzle piece. The pieces form an image of Halaster, his head thrown back in laughter as he rides a great blue dragon. With a successful DC 15 Intelligence (Investigation) check, a character can fit all the puzzle pieces together with 1 hour's work. If other characters assist, the character gains advantage on the check, but the time to complete the puzzle is not reduced. When all the pieces are placed, the characters realize that one puzzle piece is missing. (It can be found in area 9b.)

When all one hundred jigsaw puzzle pieces are placed properly in the rectangular indentation on the floor, an elder rune appears above it and targets a random creature in the cave (see "Elder Runes," page 12). Draw a card from the Elder Runes Deck (appendix B) to determine which rune appears.

11. Weird Magic

Halaster fills these caves with magical effects designed to confound adventurers.

11a. Hammer Time

Motes. This 20-foot-high cave is dimly lit by dozens of tiny, tinkling motes of light that flit about like moths.

Golem. Swinging ineffectually at the lights is a **stone golem** that has stone mallets at the end of its arms instead of hands.

The hammer-handed golem is carved to resemble Halaster (see "Stonecloaks," page 253) and is hostile toward any creature that doesn't look like the Mad Mage. When the golem hits a creature with one of its mallets, the target must succeed on a DC 17 Constitution saving throw or be stunned until the end of its next turn.

A character disguised as Halaster can make a Charisma (Deception) check contested by the golem's Wisdom (Insight) check, with advantage on the check if the portrayal is particularly convincing. On a successful check, the golem is indifferent toward that character.

The magical light motes are harmless but attracted to movement, and they swirl around any creatures that pass through the cave. The lights can't be dispelled, but they are suppressed in the area of an *antimagic field* spell or similar effect.

11b. Statue of Transformation

This dead-end cave has a domed ceiling 15 feet high. A 5-foot-tall statue stands atop a 2-foot-tall granite plinth near the east wall. The ancient-looking statue depicts a hooded woman with her hands cupped in front of her. Part of the statue's head has broken off, and spongy white toadstools are growing out from the broken stone.

The statue is a Medium object with AC 17, 30 hit points, and immunity to poison and psychic damage. A *detect magic* spell reveals an aura of transmutation magic around it. Whenever a nonmagical object weighing 10 pounds or less is placed in the statue's cupped hands, it turns into a different object as determined by rolling percentile dice and consulting the Object Transformation table. The statue becomes nonmagical if it loses more than half its hit points.

Object Transformation

d100	New Object
01–10	Bag of 20 caltrops (2 lb.)
11–25	Bar of soap (1/4 lb.)
26–35	Clay bowl containing 20 candied plums (1 lb.)
36–50	Dead, rotting fish (2 lb.)
51–60	Full water skin (5 lb.)
61–75	Hunk of moldy cheese (1/4 lb.)
76–90	Stirge meat pie (1 lb.) served piping hot
91–00	Magic Halaster doll (1 lb.) that says something each time it is squeezed

Each time an object is removed from the statue's cupped hands, there is a 20 percent chance that the white toadstools growing out of the statue's broken head release a cloud of milky-white spores. The cloud fills a 20-foot-radius sphere centered on the statue and lasts for 1 minute. Any creature that starts its turn in the cloud must succeed on a DC 15 Constitution saving throw or contract a disease called blinding sickness, which lasts until cured with a *lesser restoration* spell or similar magic. Pain grips the diseased creature's mind, and its eyes turn milky white. Until the disease is cured, the creature is blinded and has disadvantage on Wisdom checks and Wisdom saving throws.

Sunlight or any effect that deals fire damage or radiant damage destroys the toadstools.

11c. Unreliable Oracle

This empty, 10-foot-high cavern has a large question mark carved into the east wall. If anyone asks a question in this cave, a whispering voice replies with an answer dsetermined by rolling percentile dice and consulting the Oracle Answers table.

Oracle Answers

d100	Answer
01–25	"No more answers today! Come back tomorrow." The oracle then ceases to function for 24 hours.
26–40	"You already know the answer."
41–65	"Ah, one of life's great mysteries."
66–80	"Can you please rephrase the question?"
81–00	"Hold, please." This answer is followed by 1d10 minutes of instrumental music, during which time the oracle answers no further questions. When the music ends, roll again on this table.

12. Old Behir Lair

A mated pair of behirs once occupied this corner of the dungeon, but the Stonecloaks killed them.

12a. Bones and Stones

Uneven Surfaces. The cavern's roof and floor are jagged and uneven, with the distance between them ranging from 10 to 30 feet.

Scorched Walls. The walls are covered with scorch marks (from the behirs' lightning).

Skeletons. The skeletons of two enormous, multilegged reptiles (behirs) lie in the middle of the cavern, surrounded by glimmering blue scales.

Shattered Statue. Rubble from what looks like a large statue are spread around the skeletons.

The behirs were smashed to a pulp by Halaster's stone golems, but their skulls and bones are mostly intact.

One of Halaster's stone golems was destroyed in the battle that took place here. Among its shattered limbs and various unrecognizable fragments, characters can find the right half of the golem's shattered head. A *detect magic* spell reveals an aura of illusion magic around the partial head. The first time a character approaches within 10 feet of the head, the source of the aura becomes apparent as a *magic mouth* spell cast on it says, in Ezzat's voice and in Common:

Down and down and down once more
Awaits the mad one's doom;
Between there and here, heaven's tears.
Evil knocking on the Far Realm's door.

12b. Treasure Cave

This cave contains a hoard left behind by the behirs.

Treasure. The behirs' unguarded hoard consists of 12,000 cp, 5,450 sp, 1,825 gp, four garnets (100 gp each), a dwarven burial circlet fashioned from mithral and set with four aquamarines (2,500 gp), and a *chime of opening*.

12c. Column of Eyes

A natural column of rock stands in the entrance to this cave. A *detect magic* spell reveals an aura of conjuration magic surrounding the column. Whenever a creature comes within 10 feet of the column, dozens of eyes open on its surface, staring in all directions. The eyes follow creatures that move past the column, but they are only harmless magical effects created by Halaster. Casting *dispel magic* on the column removes the eyes from it permanently.

The cave once served as a larder for the behirs. It is strewn with the bones of past victims: unlucky adventurers, duergar, drow, quaggoths, cloakers, darkmantles, hook horrors, and umber hulks. Nothing of value can be found among the bones.

13. Runestone Caverns

An immense central cavern (area 13a) has several smaller caverns extending off it (areas 13b through 13f). A howling wind echoes throughout this area, and its source can be traced to a broad chasm (area 13g).

13a. Main Cavern

Characters see a bright blue-white light ahead as they approach this cavern. The cave's features are as follows:

Runestone. The cavern is lit by a 10-foot-diameter circular lozenge of crystal (the Runestone) embedded at the peak of a 120-foot-tall stalagmite.

Stalactites. The cavern walls taper inward as they rise, becoming a curved, 200-foot-high ceiling dotted with stalactites 10 to 15 feet long. A 60-foot-long stalactite hangs directly above the stalagmite tower, its tip 10 feet above the brightly glowing Runestone.

Stalagmites. The cavern floor is level and dotted with stalagmites 10 to 15 feet high.

Each time the characters visit this area, there is a 25 percent chance that Halaster links to the Runestone and uses it to spy on the main cavern. If he sees the characters and has any reason to want them dead, Halaster casts spells with a suitably long range at them through the Runestone, including *Bigby's hand*, *chain lightning*, *fireball*, and *meteor swarm*, as the opportunity presents itself. See area 14 for information on the Runestone.

13b. Glaring Gargoyles

This side cavern has an uneven floor and ceiling 50 feet high and is adorned with a scattering of stalagmites and stalactites. Three **gargoyles** perch atop 10-foot-high stalagmites. These servants of Halaster watch and listen to the Runestone, waiting for new commands from their lord and master. The gargoyles attack any group of creatures they outnumber, but they avoid the Stonecloaks.

13c. Moldy Cave

Water drips from the ceiling onto a floor carpeted in thick gray mold. The mold is edible but not nutritious.

13d. Rotting Xorn Carcass

Rats and vermin nibble away at the rotting carcass of a xorn that lies at the back of this cave. Seven days ago, the xorn ran afoul of the golem in area 2 and was mortally wounded. It retreated to this cavern and died here.

Treasure. Cutting open the xorn's carcass reveals an undigested *ring of x-ray vision* and a lumpy, half-digested topaz (50 gp).

13e. Old Campsite

A ring of fire-scarred stones near the north wall of this 10-foot-high cave marks a long-abandoned campsite. Someone has used a knife to scratch the following warning, in Dwarvish, into the east wall: "The Mad Mage watches us. The Runestone is his eye!"

13f. Halaster's Head

Lying on the floor of this otherwise empty 10-foot-high cave is an oversized stone head resembling the head of Halaster Blackcloak. The stone head once belonged to a Stonecloak that was cannibalized by the renegade golem in area 2.

13g. Gusting Chasm

A howling, 60-mile-per-hour wind blows up and out of this 300-foot-deep chasm. A magical effect created by Halaster, the wind is strong enough in the immediate

vicinity of the chasm to snuff out torches and other open flames of a nonmagical nature.

The chasm has abundant handholds and is easily climbed. Characters who descend to the floor find it jagged, uneven, and littered with the broken pieces of stone golems (tossed into the chasm by the mad golem in area 2), four dead gargoyles in pieces, and the bones of a dwarf (a miner who slipped and fell into the chasm over a century ago). The miner's pick lies near the bones.

14. The Runestone

The tip of the giant stalagmite at the center of area 13a is pierced by a large hole. Set within this hole is a 10-foot-diameter, circular lozenge of translucent white crystal called the Runestone. The crystal radiates bright blue-white light in a 120-foot radius and dim light for an additional 120 feet. Halaster's red-glowing rune floats inside it.

The Runestone is a Large object with AC 10; 90 hit points; immunity to bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't adamantine; and immunity to poison and psychic damage. Provided it has at least 1 hit point, the crystal can magically repair itself, regaining 10 (3d6) hit points each hour.

As an action, Halaster can establish a magical link with the Runestone from anywhere inside Undermountain, provided the crystal hasn't been destroyed. This link allows him to see, speak, and cast spells through the Runestone as though he were standing in its space. Spells he casts through the Runestone appear to originate from the rune lodged inside it. Halaster can end the link at any time (no action required).

While Halaster is linked to the Runestone, its light changes from blue-white to red-orange, and Halaster's rune turns from bright red to fluorescent purple. The brightness and extent of the light doesn't change.

Capturing Ipses

Characters who lurk outside the stalagmite tower long enough might see Ezzat open the outer door to release his pseudodragon, Ipses (see area 17). The lich stands in the open doorway while Ipses hunts vermin and gathers up any Runestone fragments it finds in the surrounding cavern. Once the pseudodragon has eaten and taken care of business, it returns to the tower. The outer door then shuts and locks as Ezzat and Ipses retreat inside.

Ipses has long been denied the taste of good food and simply can't resist an offering of fruit, candy, cheese, or some other delicacy. If the pseudodragon goes missing in the cavern, Ezzat locks up the tower and searches for it. Characters who capture Ipses can hold the pseudodragon hostage and use it to wring information from Ezzat, as you determine. (See "Roleplaying Ezzat," page 262, for more information.)

In exchange for the pseudodragon's safe return, the lich also offers to trade the potions in area 20. If the characters demand more, Ezzat throws in what he claims is a *staff of frost*. If that deal is done, the sentient staff (see area 16) reveals its true nature and attacks Ipses's abductors as soon as the pseudodragon is safe.

Runestone Fragments

The surface of the Runestone is rough and splintered. Every 12 hours, a pebble-sized fragment of the Runestone breaks off and falls to the cavern floor, though the Runestone shows no signs of ever being diminished by shedding these fragments. A broken-off fragment is magical but no longer glows. It comes to rest 1d4 × 10 feet from the base of the stalagmite.

Ezzat's pseudodragon companion, Ipses, gathers up Runestone fragments as it hunts for food around the stalagmite, but a few occasionally escape its notice. A character who examines the cavern floor around the spire with a *detect magic* spell finds 1d4 fragments. Without such magical aid, a character can find one fragment with a 1-hour search and a successful DC 20 Wisdom (Perception) check.

Halaster has discovered a process for implanting Runestone fragments in constructs to imbue them with more intelligence and personality. These fragments might also have other magical properties, at your discretion.

Delivering a Runestone fragment to Jalester Silvermane in Waterdeep completes a quest (see "Retrieve a Runestone Fragment," page 9).

Stalagmite Tower

The stalagmite tower at the center of the main cavern is 120 feet tall and has chambers hollowed out of the lower two-thirds of its height. Those hollowed-out areas have 3-foot-thick outer walls, 2-foot-thick inner walls, and 3-foot-thick floors, all hewn from solid rock. All ceilings in the tower are 20 feet high. The outer surface of the stalagmite has numerous footholds and ledges, and can be climbed with a successful DC 15 Strength (Athletics) check.

The stalagmite tower is impervious to damage, as well as to magic that would alter its form (such as a *stone shape* spell) or create openings through it (such as a *passwall* spell or a *portable hole*). A creature can exit the tower by using magic, but the tower prevents any creature from entering it in similar fashion. Spells such as *dimension door* or *teleport* thus can't be used to get inside the tower, nor can creatures be magically summoned inside it by anyone except Ezzat.

No constructs can approach within 10 feet of the stalagmite. Such creatures encounter what feels like an unbreakable wall of force surrounding the entire stalagmite and extending under the cavern floor.

15. Outer Door and Foyer

The tower entrance is on the eastern side of the stalagmite and offers the only access to Ezzat's lair.

Outer Door

Bas-Relief. The outward-facing side of the door bears a bas-relief sculpture of a humanoid skull with a black sapphire embedded in each eye socket.

Words of Unwelcome. Carved into the frame above the door are the words "GO AWAY!" written in Common.

Alarm. An *alarm* spell silently warns Ezzat if any other creature opens the door.

A *detect magic* spell reveals a powerful aura of abjuration magic around each sapphire. Close examination reveals the image of a tiny black spider etched into each one. Two drow **vampires** are trapped in the gemstones and are magically released the first time a creature other than Ezzat opens the door or pries either gemstone out. Each vampire initially appears as a cloud of mist, then spends its first turn in combat reverting to its true form. The vampires' names are Sabatene Xilzzrin and Tebran Madannith. Their houses were destroyed long ago. They have spent the last fifty years imprisoned by Ezzat, thirsting for blood.

Neither Sabatene nor Tebran can enter the stalagmite without Ezzat's invitation, since the tower is his residence. Far removed from their resting places, they have nowhere to go if their physical forms are destroyed. A drow vampire reduced to 72 hit points or fewer attempts to flee rather than risk destruction. Although they have common enemies and similar needs, the two vampires are allies only by circumstance and care nothing for each other.

Treasure. The black sapphires (500 gp each) can be pried out of the door with a dagger or similar tool.

Foyer

A wooden coat rack stands in the north corner of this otherwise empty room.

16. Animated Staff

Light. Wax candles in stone holders light the room.

Furnishings. In the middle of the room, a wooden chair faces a small wooden table upon which rests a game board topped with painted figurines.

Staff. Floating next to the table is a 5-foot-long staff made of chiseled ice.

Ezzat animated a *staff of frost* and imbued it with sentience. Because of the alterations made to it, the staff is a creature and no longer usable as a magic item.

The animated staff is a Medium construct with AC 17, 40 hit points, resistance to cold damage, immunity to poison damage, a flying speed of 30 feet, and the ability to hover. It has blindsight out to a range of 60 feet and is blind beyond this radius. The staff's alignment is neutral evil. It can speak and understand Common. It has the following ability scores: Strength 12, Dexterity 12, Constitution 10, Intelligence 18, Wisdom 14, Charisma 10. Reducing the staff to 0 hit points destroys it.

The staff is friendly toward Ezzat and Ipses (the lich's pseudodragon), and hostile toward all other creatures. It has no concern for its own well-being and fights without mercy. Ezzat calls off the staff if its destruction seems likely, or if he has cause to parley with intruders.

The staff can use its action to make a melee weapon attack against a creature within 5 feet of it: +5 to hit; 7 (2d6) bludgeoning damage plus 1 cold damage on a hit.

The staff has 10 charges. As an action, it can expend 1 or more of its charges to cast one of the following spells (save DC 12): *cone of cold* (5 charges), *fog cloud* (1 charge), *ice storm* (4 charges), or *wall of ice* (4 charges). It regains 1d6 + 4 expended charges daily at dawn. If the staff expends its last charge, roll a d20. On a 1, the staff turns to water and is destroyed.

Roleplaying Ezzat

Ezzat was a mage who had an opportunity to become Halaster's apprentice. A good-aligned human priest discouraged him from pursuing that evil path. After his priest friend died of old age and Ezzat became a lich to avoid a similar fate, he became obsessed with finding a way not only to destroy Halaster but to gain control over Undermountain.

Ezzat is a lich who speaks Common, Dwarvish, Draconic, Elvish, Sylvan, and Undercommon. He plans to destroy Halaster when he's good and ready. Until then, he'd rather not be disturbed. If the characters ask for help in destroying Halaster, the lich shares what he knows about the Mad Mage but declines to aid them in any other way. Assume that Ezzat knows all the information about Halaster given in appendix A, including the Mad Mage's lair actions and regional effects, but not his statistics.

If the characters appear intent on destroying Ezzat, the lich accuses them of being the unwitting tools of the Mad Mage. He uses all the magic at his disposal to get rid of them. See areas 16 and 17 for more information.

A creature can grab the staff out of the air with a successful grapple check against the staff, and grappling the staff does not reduce the creature's speed. Any creature that successfully grapples the staff must succeed on a DC 12 Charisma saving throw or be charmed by the staff until the staff is no longer in its grasp. While the creature is charmed, the staff can issue commands to it, which the creature does its best to obey. The creature can repeat the saving throw each time it takes damage, ending the effect on itself on a success. A creature that successfully resists the staff's control can't be charmed by it for 24 hours.

A creature holding the staff that isn't charmed by it can use an action to attempt to break the staff over a knee or against a solid surface, doing so with a successful DC 17 Strength (Athletics) check. Breaking the staff in this manner destroys it.

Treasure

The game on the table is called Coroniir, more commonly known as crowns. A game of strategy like chess, it enables two players to reenact a battle of the Crown Wars between two elven coronals. The set features a varnished oak game board and painted wooden figurines, weighs 5 pounds, and is worth 250 gp intact. The game board doubles as a carrying case for the figurines.

The position of the figurines on the board suggests that a game is in progress. The staff is waiting for Ezzat to return so that they can finish their game, which the lich is presently four moves away from winning. The staff moves its own pieces.

17. Lich's Study

Ezzat the **lich** spends much of his time in this dusty, cobweb-filled room, poring over books that claim to shed light on Halaster's mastery of Undermountain. The lich's neutral evil **pseudodragon** companion, Ipses, stays close to its master.

Light. Dozens of wax candles light the room, perched atop candle holders or affixed to skulls, petrified rats, and other miscellaneous objects.

Books. The room is cluttered with stacks of books, most of them caked with dust (see "Books" below).

Desk and Chair. A path between the books leads from the door to an old desk and chair by the east wall.

Stairs. A spiral staircase climbs to area 18.

If the characters discover the lich here, see the "Roleplaying Ezzat" sidebar for guidelines on determining his reaction. The characters gain no XP for defeating Ezzat unless they also destroy the lich's phylactery (located in area 23).

Ezzat has the *forcecage* spell prepared instead of *plane shift*, and he wears an *amulet of proof against detection and location* that conceals him from divination magic and scrying sensors.

Ezzat's pseudodragon is selfish and doesn't like sharing its master with strangers. The lich lets the pseudodragon out of the tower once a day so that it can catch food and scour the cavern floor for Runestone fragments (see "Capturing Ipses," page 261).

Ezzat enjoys the pseudodragon's company but does not need its assistance in battle. If a fight breaks out, Ipses settles atop the lintel of the nearest door and tries to stay out of harm's way. It has little cause to fear for the destruction of its master as long as Ezzat's phylactery remains secure in area 23. Ipses won't willingly betray Ezzat by divulging the phylactery's location.

Books

Ezzat has amassed a large collection of books written by self-proclaimed experts on Undermountain. Most of the tomes are filled with information of questionable worth and accuracy. The lich has spent years separating truth from fiction, trying to learn how Halaster's command of the dungeon has gone unchallenged and how Undermountain changes to serve its master's whims.

Ezzat's Journal. A book lies open on the desk, next to a quill and a jar of ink. This is Ezzat's journal, a distillation of the lore found in his other books. Any character who reads the journal learns Undermountain's history (see "Dungeon History," page 6) as well as the ways in which the dungeon affects magic (see "Alterations to Magic," page 10). Ezzat's advanced understanding of this lore is what enabled him to create such potent magical defenses around his tower.

In later entries, Ezzat postulates that Jhesiyra Kestellharp, one of Halaster's original seven apprentices, is the key to seizing control of Undermountain (see "Jhesiyra Kestellharp," page 10). The lich describes how Jhesiyra was imprisoned by her master, only to escape during the Spellplague. She then used a *wish* spell to imbue herself into the stones of Undermountain and hide from Halaster.

Ezzat believes that Jhesiyra can affect Undermountain in ways that even Halaster cannot, and the lich longs to find some means to contact her. In the journal's final entry, he writes of wanting to use *wish*—a spell he does not yet know—to forge an alliance with Jhesiyra, defeat Halaster, and end the Mad Mage's reign in Undermountain forever. (The lich doesn't realize that Jhesiyra is beyond the reach of any mortal magic.)

Treasure

Ezzat wears an *amulet of proof against detection and location* and carries an ebony wand (25 gp) that he uses as an arcane focus.

18. Gnomes' Landing

Standing in an alcove at the top of the spiral staircase leading to this area is a 6-foot-tall stone statue depicting three smiling gnomes balanced precariously on each other's shoulders.

19. Ezzat's Scrying Mirror

Mounted on the south wall 6 inches above the floor is a 3-foot-wide, 9-foot-tall rectangular mirror with a stone frame. Carved into the top of the frame is a human-sized eyeball.

Ezzat uses the mirror as a focus for his *scrying* spell. Whenever this mirror is used to scry Halaster, the spell appears to succeed automatically but shows a false image of Halaster sweeping a dungeon floor with a broom. The image pauses every few minutes to wave at the viewer, do a little dance, or strum the broom as if it were a guitar. Ezzat understands that this scene is one of Halaster's magical tricks, and he does not bother trying to scry the Mad Mage from here.

20. Laboratory

Table. A stone table cluttered with decrepit alchemical apparatus and dirty bottles of reagents stands at the center of the room. Among the clutter on the table is a small clay bowl containing crystal pebbles (see "Runestone Fragments").

Cabinet. A narrow cabinet with glass doors stands in the northwest corner.

Stairs. A stone staircase with no railing hugs the outer wall and climbs to area 21.

The bowl contains six crystal pebbles, each one a Runestone fragment that has been collected by Ipses the pseudodragon (see area 14). Bringing a fragment to Jalester Silvermane in Waterdeep completes a quest (see "Retrieve a Runestone Fragment," page 9).

Treasure

Sitting on the top shelf of the cabinet are two *potions of resistance* (force and lightning). The other shelves are strewn with spell components, including two forked mithral rods (250 gp each). These are material components for the *plane shift* spell, attuned to the Astral Plane and the Shadowfell, respectively. They serve little use in Undermountain, given the dungeon's restrictions on such magic.

21. Lit Landing

A small crystal embedded in the ceiling flickers with the light of a candle flame. If the crystal is pried from its cavity, it goes dark. This room is otherwise empty.

22. Rooms of Magic

Ezzat summons and speaks to planar beings in area 22a, and keeps his spellbook in area 22b.

22a. Magic Circle

Circle. A circle of runes is inscribed on the floor.

Door Symbol. The door to area 22b has a large symbol chiseled into it. (The symbol is Ezzat's personal sigil, which appears nowhere else in the tower. It is purely decorative.)

A character who examines the circle and succeeds on a DC 13 Intelligence (Arcana) check can determine that it confers the same benefit as a *magic circle* spell that affects celestials, elementals, fey, and fiends all at once. The circle is permanent, but defacing any part of its inscribed length renders it nonmagical.

22b. Ezzat's Spellbook

Statue. A shallow alcove holds a 6-foot-tall painted statue of Ezzat as he appeared in life. A leather-bound tome (Ezzat's spellbook) is clutched to the statue's chest.

Secret Door. Hidden in the ceiling is a secret door leading to area 23 (see "Stone Plug" below).

The statue projects an antipathy effect like that created by an *antipathy/sympathy* spell (save DC 20) while the spellbook is in its grasp. The spell affects all creatures except Ezzat and is inactive whenever the spellbook is removed from the statue.

No spells or other magical effects can move or damage the statue, which is a Medium object with AC 17, 33 hit points, and immunity to poison and psychic damage. If the statue is destroyed, it turns to dust. A *delayed blast fireball* spell (save DC 20) then immediately detonates in its space.

Stone Plug. The secret door in the ceiling is an airtight, circular stone plug 8 feet in diameter. A character who examines the ceiling closely can spot the circular seam in the rock with a successful DC 15 Wisdom (Perception) check.

The stone plug, which weighs 1,000 pounds, has its rim beveled to keep the plug from falling through the hole. It can be pushed upward with a *telekinesis* spell or similar magic, or obliterated entirely with a *disintegrate* spell. Characters who have a combined Strength of 34 or higher can push the plug out of the hole, provided they have something firm to stand on.

Treasure. Ezzat's spellbook weighs 13 pounds and contains all the spells the lich has prepared, plus the following: *alarm*, *arcane lock*, *burning hands*, *charm person*, *clairvoyance*, *comprehend languages*, *cone of cold*, *delayed blast fireball*, *Evard's black tentacles*, *fear*, *feeblemind*, *flesh to stone*, *geas*, *hold person*, *ice storm*, *imprisonment*, *knock*, *levitate*, *magic mouth*, *maze*, *meteor swarm*, *mislead*, *plane shift*, *prismatic wall*, *remove curse*, *telekinesis*, *true polymorph*, *unseen servant*, *wall of force*, and *web*.

23. Ezzat's Phylactery

Lich Cave. This room is carved to look like a natural cave with a 20-foot-high, domed roof. Hundreds of pebble-sized crystals (fragments of the Runestone) line the walls, flickering like tiny stars as they catch the light.

Demon. A **marilith** demon slithers about the room.

Phylactery. Lying in the middle of the floor is a small ornate metal box (Ezzat's phylactery).

Ezzat recently summoned the marilith to guard his phylactery. A *geas* spell cast on it by the lich requires the demon to protect the phylactery against theft or destruction. The marilith takes out its frustration at being stuck here by attacking intruders. If a character snatches the phylactery and flees, the marilith tries to pursue so as to avoid taking psychic damage from Ezzat's *geas* spell. The stone plug in the floor is too heavy for the marilith to lift.

A *detect magic* spell reveals an aura of transmutation magic radiating from the walls, which have more than six hundred Runestone fragments embedded in them. Each fragment extends the duration of the *geas* spell affecting the marilith by 30 days. The Runestone fragments disappear if the spell ends, their magic spent. The Runestone fragments can't be pried from the walls, since the same magic that protects the stalagmite tower from damage prevents their removal.

Phylactery

Ezzat's phylactery is a box 6 inches long, 3 inches wide, and 4 inches tall that weighs 2 pounds. It is made of adamantine with gold trim, and its interior is inscribed with tiny silver runes. A *detect magic* spell reveals a powerful aura of necromancy magic around it. Any character who examines the box and succeeds on a DC 15 Intelligence (Arcana) check recognizes it as a lich's phylactery. (For more information on lich phylacteries, see the "Lich" entry in the *Monster Manual*.)

Destroying Ezzat's phylactery requires that it be struck by eight *disintegrate* spells at the same time. A *legend lore* spell cast on the box provides the following insight: "Seek out eight magi who possess the power of disintegration and bring them to common purpose. Their combined force can destroy the phylactery." Other reliable divination spells provide similar advice.

Aftermath

If the characters destroy Ezzat and give his phylactery to one of the genies on level 19 (or remove it from the dungeon themselves), the lich is effectively kicked out of Undermountain. This outcome pleases Halaster, who allows a promising apprentice to take over the stalagmite tower. Drivvin Freth, the drow archmage encountered on level 12, is a good choice. If Drivvin is unavailable, Halaster invites some other evil archmage to take up residence in the tower.

Halaster uses a magic scrying sensor (see "Halaster's Lair," page 311) to check on Haungharassk, his prized giant snail, once a day. If he discovers that the snail has been killed or stolen, the Mad Mage uses the Runestone to scream epithets that echo throughout the caverns.

If the characters destroy the Runestone, Halaster sets out to destroy all the gargoyles and Stonecloaks on this level for failing him. He then begins luring and binding demons to the Runestone Caverns—nalfeshnees, glabrezus, hezrous, and vrocks, for a start. Eventually, he might get around to trapping a demon lord here as well.

Level 21: Terminus Level

Known also as the Deep Mines, this level of Undermountain originally revealed its riches to dwarves and, later, to warmongering duergar. The gray dwarves have long controlled the mines, first depleting them of mithral, then excavating the iron to supply their forges. Now, Halaster's whims and depraved planar influences have supplanted the duergar as the most dangerous inhabitants of the level.

The Terminus Level is designed for four 16th-level characters. Those who overcome this level's challenges should gain enough XP to reach 17th level.

Because duergar feature prominently on this level, consider familiarizing yourself with their entry in the *Monster Manual*.

What Dwells Here?

The Terminus Level is where Halaster dumps his failed monster experiments. Some time ago, a planetar named Fazrian slew most of these blasphemous horrors, but succumbed to its own blood lust. The fallen angel has since claimed the level as its own and judges all intruders who enter its domain. Those found guilty are slain and fed to a trio of otyughs—denizens of the Terminus Level that the planetar deigned to spare.

The planetar's "court" is full of evil sycophants, including yugoloths that were sent by Halaster to advise Fazrian and duergar under the command of a conniving despot named Valtagar Steelshadow.

Fazrian the Planetar

Fazrian is a planetar formerly in the service of Torm, god of courage and self-sacrifice. The planetar was summoned to Undermountain months ago by an adventuring cleric. Sickened by the foulness it beheld, Fazrian sought to cleanse the Terminus Level of corruption, but the magic suffusing Halaster's abominations corrupted the planetar's divine zeal. The more horrors it destroyed, the more joy Fazrian took in their slaughter. Fazrian's fall from grace was swift, culminating in the murder of the cleric and her companions. The planetar now passes judgment on all who stand before it. Those who lack the willingness to sacrifice themselves for a greater end (such as greedy treasure-seekers drawn to Undermountain for no other reason) are found guilty and executed.

A mote of goodness still burns within the planetar. If the characters can make Fazrian realize that it has become what it sought to destroy, the planetar will end itself and, with its self-sacrifice, earn Torm's forgiveness.

Regional Effects

The Terminus Level has been warped by Fazrian's presence, which creates the following magical effects that end when the planetar dies:

- A faint breeze bears the scent of roses mixed with sulfur. Characters who try to track the breeze to its source are led toward Fazrian in area 23b. Warm blood oozes from the walls and drips from the ceiling, starting and stopping for no apparent reason. (The

SAM KEISER

blood might attract ravenous, blood-drinking creatures such as stirges or vampire spawn.)
- The song of an unholy choir echoes through an area whenever a fight breaks out, then fades away when combat ends.

Yugoloths

Halaster recently sent Fazrian a host of yugoloths to command. They include a pair of arcanaloths named Aximus and Exekarus; the nycaloth, Raxxus; and the ultroloth, Xindulus. Why Fazrian spared these yugoloths and destroyed the others is uncertain, but one could speculate that the planetar didn't want to seem entirely ungrateful. The survivors wormed their way into Fazrian's evil graces, coming to believe that the fallen angel is destined for glory. In Fazrian they see the potential for great rewards—or, at least, compensation beyond the modest sum the Mad Mage promised them.

The yugoloths place their own welfare above all others. If more profitable prospects come along, they don't hesitate to abandon Fazrian in favor of whatever lucrative offer catches their attention.

Duergar Calassabrak

A duergar prince named Valtagar Steelshadow traveled to Undermountain to plunder its mines and use the wealth to buy his way back into the court of his older brother, King Horgar Steelshadow V, the Deepking of Gracklstugh (see the adventure *Out of the Abyss* for more information on this subterranean duergar city). Valtagar's problems began years earlier, when he led a hunting expedition into a region of the Underdark patrolled by the drow houses of Menzoberranzan. Valtagar was captured by drow scouts, and Horgar was forced to pay a king's ransom in coin and slaves to free him. Hungry for vengeance, Valtagar and his followers began attacking drow outposts, hoping to foment war between Gracklstugh and Menzoberranzan. When drow ambassadors confronted Horgar with proof of Valtagar's plot, Horgar banished Valtagar and his co-conspirators, who would henceforth be known as *calassabrak*—outcasts no longer welcome in Gracklstugh.

After long holding the Deep Mines, Valtagar and his duergar followers were forced back into the Underdark by the planetar's sudden arrival and subsequent bloody crusade. Weeks after retreating, they returned to discover that the mines were much changed and even deadlier than before. The planetar slaughtered a number of Valtagar's followers until the prince stood before the planetar alone, empty-handed and daring the fallen angel to kill him. Valtagar's gesture of self-sacrifice moved Fazrian, who judged him worthy of remaining alive. Valtagar now holds a tenuous position as Lord of the Mines, one of the fallen angel's advisors. Despite now being "vassals" of Fazrian, all the duergar on this level remain loyal to their prince and follow Valtagar's orders without question.

Valtagar intends to overthrow Fazrian, buy off the yugoloths, and seize control of the Terminus Level. Toward that end, he is quick to forge alliances with adventurers who are also interested in bringing about the planetar's downfall.

Wandering Monsters

Halaster continues to use the Terminus Level as a dumping ground for stray monsters. Duergar also patrol the mines.

Beholder Zombies

Four **beholder zombies**, set loose by Halaster, wander the Terminus Level. Once they're destroyed, no more are encountered.

Duergar Patrol

The characters encounter six **duergar** (three males and three females) on patrol, their heavy helms and armor dripping with blood (see "Regional Effects," page 265). These duergar have orders to deliver adventurers to Valtagar Steelshadow unharmed. If a fight breaks out, they use Enlarge and defend themselves. If the battle goes poorly for them, the duergar turn invisible, retreat, and report to Valtagar in area 15.

Remorhaz

Released here by Halaster, this **remorhaz** creeps up on the characters and attacks. There is a 50 percent chance that a passing duergar patrol (see above) hears the ruckus and arrives on the scene at the end of the third round of combat. If the remorhaz is still around, the duergar help defeat it. Afterward, the duergar grumble that the remorhaz is but the latest monstrosity the Mad Mage has loosed in the mines. They otherwise behave as any other duergar patrol.

Exploring This Level

All location descriptions for this level are keyed to map 21. The walls, floors, and ceilings are streaked with blood (see "Regional Effects," page 265), and the air is warm and dry.

1. Entrance

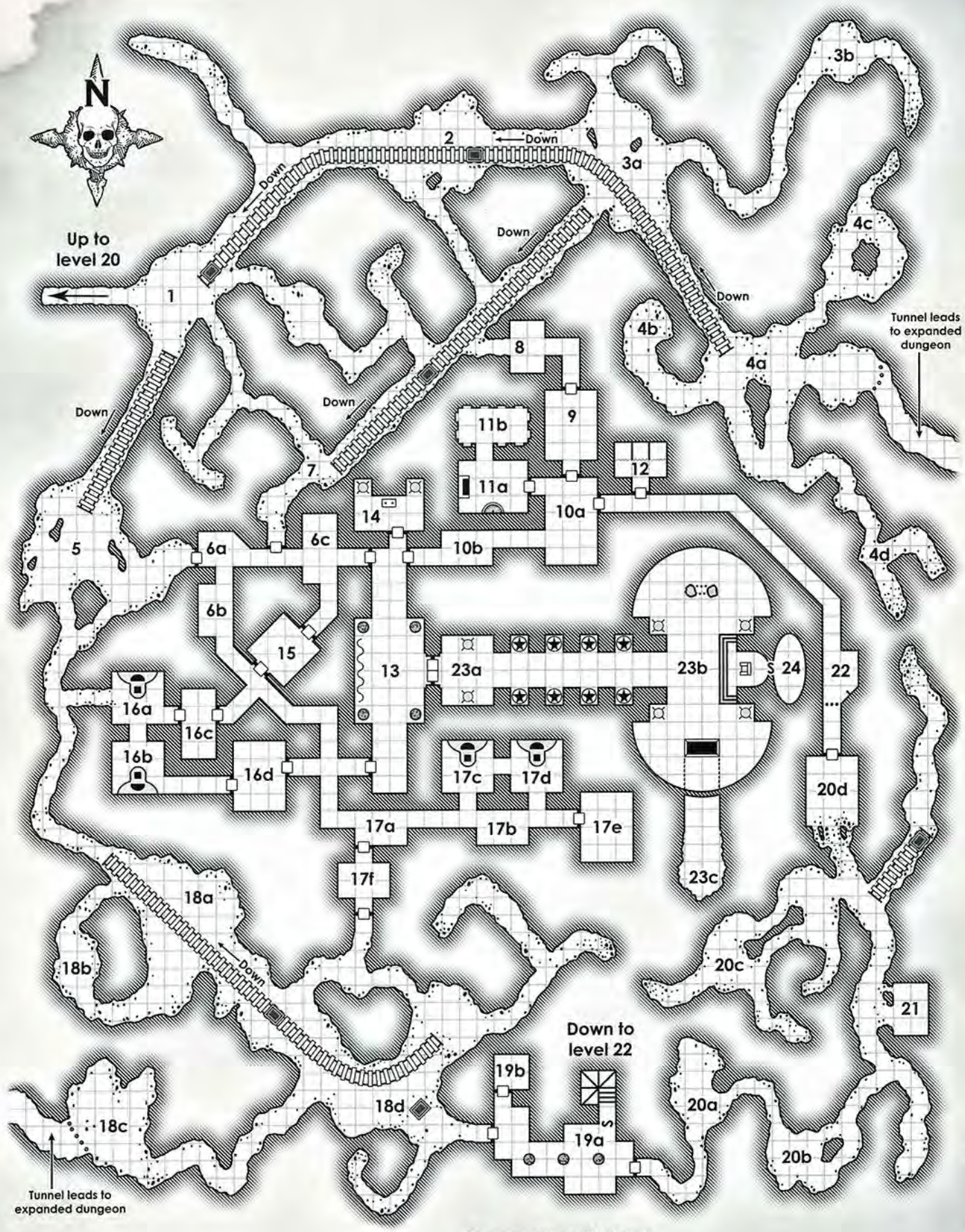
The tunnel from level 20 leads to a featureless, 20-foot-high cavern with four tunnel exits, two of which contain iron tracks. An empty mine cart rests at the end of the northern track.

Mine Tracks and Carts

The Terminus Level has iron tracks throughout, and iron mine carts ride the rails. Since the tracks are built on slopes, carts are secured with chocks—two sets of two zurkhwood blocks attached to one another by a length of rope. If its chocks are removed, a cart begins to roll. Its initial speed of 10 feet increases by 10 feet every round until it comes to the end of its track or reaches its maximum speed of 60 feet. A cart stops if it hits a stopped cart or the iron guard barrier at either end of the track.

Each cart weighs 300 pounds empty and is equipped with a hand brake. A creature inside a cart or next to one can use its action to pull the hand brake to reduce the cart's speed by up to 30 feet, bringing it to a stop if its speed drops to 0.

Moving out of the way of a rolling cart requires a successful DC 10 Dexterity saving throw, and any creature struck by a cart takes 10 (3d6) bludgeoning damage.



1 square = 10 feet

TM MARTIN

Map 21: Terminus Level

2. Ore-Filled Cart

This 20-foot-high cavern has tracks running through it. A mine cart laden with iron ore has chocks holding it in place. If these wooden blocks are removed, the cart rolls down the tracks toward area 1, building up speed as it goes (see "Mine Tracks and Carts," page 266).

3. Depleted Mine

This area was once a mithral mine, but picks and hammers no longer ring out here.

3a. Large Chamber

Iron tracks run through this 20-foot-high cave. A few abandoned mining tools lie scattered on the floor.

3b. Discarded Mining Gear

The floor of this 10-foot-high cave is strewn with rusty mining gear, including helmets, picks, shovels, and an iron sled for dragging ore.

4. Deeper Mines

Driven out of the Underdark by rampaging demons, two fomorians have taken refuge in this depleted mithral mine. The duergar are spying on the fomorians to determine whether they should be eradicated or enslaved.

4a. Invisible Spies

Silt. The floor of this 20-foot-high cave is covered in a 2-inch-thick layer of fine silt in which can be seen giant-sized bare footprints and smaller boot prints.

Duergar. Three invisible **duergar** lurk in the cave's eastern alcove.

The duergar are spying on the fomorians and trying to remain unseen. If a battle erupts between the characters and the fomorians in these caves, the duergar use the distraction to skulk away and report to Valtagar in area 15. If the characters detect them, the duergar explain their purpose and offer to escort them to Valtagar.

Characters who succeed on a DC 15 Wisdom (Survival) check can identify the bare footprints as belonging to two separate bipedal creatures, both very large and deformed. These tracks crisscross the cave with enough frequency to imply that their makers dwell nearby. A successful check also reveals three sets of dwarf-sized boot prints, allowing the tracker to follow the prints straight to the invisible duergar.

4b. Something Wicked

Two **fomorians** dumped here by Halaster rest at the back of this 20-foot-high cave. These hideously misshapen giants are new to Undermountain and believe the mines are haunted by dwarven ghosts. In actuality, they have been rattled by the sounds of invisible duergar moving about and talking to one another.

The fomorians are tired of licking blood and slime off rocks to fill their bellies, prompting them to attack smaller creatures on sight.

Treasure. At the back of the fomorians' cave are two sacks made of gas spore hide. One sack contains 2,100 cp, 1,590 sp, 480 gp, and the broken pieces of a wooden rocking chair. The other contains thirteen misshapen chunks of yellow quartz (50 gp each) and a rusty iron rowboat anchor that weighs 30 pounds.

4c. Dead-End Loop

This mine tunnel loops back on itself. The floor is littered with slime-covered rocks, which the fomorians have been licking for nourishment.

4d. Dead-End Fork

This tunnel terminates in two dead ends, both heaped with piles of rubble. The west fork once connected with a tunnel to the south, but the roof caved in. The collapse looks recent—within the past month or so.

5. Rubble-Strewn Cavern

Dust and Debris. Dust falls from cracks in the 15-foot-high ceiling, covering a rubble-strewn floor.

Noise. A tunnel to the south (leading to areas 16 and 18) echoes with the sounds of hammers and picks striking stone.

6. Duergar Outpost

Areas 6a through 6c have 10-foot-high ceilings. Streaks of blood cover their tiled floors and walls.

The duergar stationed in these areas have orders to escort visitors to Valtagar Steelshadow in area 15. If combat erupts in one room, the occupants of the other two rooms join the fight. The duergar in areas 17a and 17b also hear the commotion and investigate, moving 50 feet per round. Valtagar and others in nearby areas might also hear the activity, but they remain where they are.

6a. North Watch Post

Two female **duergar** named Kavalra and Nisha guard this chamber.

6b. South Watch Post

Four **duergar**, two males named Duldor and Grimdor and two females named Marna and Ukzorra, maintain a guard station here.

6c. Command Post

The northern half of the room contains a stone desk and a high-backed chair—furnishings brought here from area 16d. Seated behind the desk is Valtagar's captain of the guard, Rojkarn Ironhead, a **duergar** with 40 hit points. He wears a tall helm bristling with spikes and fitted with a scowling iron mask. He is flanked by two female **duergar** bodyguards named Brona and Ubrix.

Rojkarn is cruel, cantankerous, and blindly loyal to Valtagar Steelshadow. It pains him to see Valtagar submit to the evil planetar's will. Rojkarn spends much of his waking hours complaining about how the planetar is nothing but a mad tyrant and ranting about how duergar are meant to rule, not be ruled. With each new tirade, Brona and Ubrix roll their eyes in exasperation.

7. Cleric's End

This tunnel slopes up toward the northeast, intersecting multiple rubble-strewn passages along the way. A mine track runs the length of the passageway.

When the characters first arrive, a silent, spectral scene plays out before them: a middle-aged human cleric wildly swings her *mace of smiting* at an unseen foe. The cleric wears a blood-streaked breastplate emblazoned with a white right-handed gauntlet (the symbol of Torm). Suddenly, as she pulls her mace back for another swing, her head separates from her shoulders, sliced off by an invisible blade. Then the image fades.

8. Mining Equipment

This 10-foot-high room contains rusty helmets, picks, hammers, and pitons on stone shelves along the walls.

9. Miners' Quarters

This 10-foot-high room is constructed of interlocking, blood-streaked stone tiles. Rectangular stone slabs lie in neat rows against the east and west walls. These slabs once served as beds for dwarf miners, but they have not been used in centuries.

A thick layer of dust covers everything.

10. Common Areas

Most of the ceilings in this area are 10 feet high. Blood-smeared tiles cover the floors and walls throughout.

10a. Dining Hall

This room has a vaulted ceiling, rising 15 feet high. The guards in area 10b notice any light or noise here and quickly investigate. The room has the following features:

Table and Benches. A 25-foot-long stone dining table is in the middle of the room, flanked by two equally long stone benches.

Hutch. A stone hutch against the west wall contains assorted iron plates and flatware.

10b. Den

This room is largely empty, having been stripped of furniture. Two male **duergar** guards named Malgorn and Zelk stand watch here. They have orders to escort visitors to Valtagar Steelshadow in area 15.

Malgorn is one card away from owning a complete deck of Three-Dragon Ante cards made of thin-pressed gold. He has begun obsessing over the missing card ("The Thief") and complains about it incessantly. He has found the other cards scattered throughout the Terminus Level and is storing them in a pouch tied to his belt. He's not optimistic about finding the last card, though. Sick of hearing about the situation, Zelk adds to Malgorn's misery by repeatedly asking him if he has searched in places he knows Malgorn has already thoroughly checked.

Treasure. Each of the sixty-nine gold cards in Malgorn's incomplete deck is worth 10 gp, but the set is worth 2,500 gp once the deck contains all seventy cards. The characters can find the missing card in area 23c.

11. Kitchen and Pantry

Food is stored and prepared here. The blood that leaks from the walls and floors makes little of it appetizing.

11a. Kitchen

Fireplace. This 15-foot-high room is warm and smells of cheap spices. A large fireplace dominates the west wall. A bed of hot coals fills the hearth with smoke and orange light. Suspended above the coals is a covered iron cauldron.

Duergar Cook. An old, hunchbacked duergar wearing what amounts to a dusty gray sack stirs the cauldron with an iron spoon. He is without armor or weapons.

Preparation Area. Short stone tables in the middle of the kitchen are used for food preparation. Utensils hang from hooks above them.

Sink. A stone faucet and handle jut from the south wall, just above a semicircular basin enclosed by a 2-foot-high retaining wall.

The cook, Lorga, prepares bland mushroom stew. Despite his blinding cataracts, he knows his way around the kitchen and the adjoining pantry. If he hears one or more characters enter, he shouts in Dwarvish, "The stew will be ready when it's ready! Get out, lest ye taste none of it!" If they don't leave at once, he says, "My eyes are clouded, but my ears and nose work fine. Test not my resolve!"

A *lesser restoration* spell or similar magic restores Lorga's sight. He offers no thanks to whoever rids him of the disability. As dour and pessimistic as any other duergar, he quickly finds something else to complain about.

Lorga poses no threat (0 XP). He merely wishes to die serving Valtagar, whom he has known since the prince was a child. Lorga isn't holding out hope that he'll ever hear the belching forges of Gracklstugh again, but it infuriates him that Valtagar—a duergar prince—must kowtow to the "mad giant" Fazrian. Lorga suggests that the characters locate Valtagar and forge an alliance with him before they all fall to the giant's sword.

Once the hot coals are doused or swept from the fireplace, the chimney can be climbed easily. After 90 feet, it breaks into a damp, soot-stained natural cave roughly 50 feet square. The cave contains nothing of interest.

Turning the handle on the faucet opens a valve that allows fresh, cold water from an underground stream to pour into the basin and mix with the blood pooling there (see "Regional Effects," page 265). A stone plug covers the drainpipe in the bottom of the basin.

11b. Pantry

Fifty gray sacks rest atop stone shelves carved into the walls of this 10-foot-high room. The sacks contain edible fungi and dried moss.

12. Miners' Potty

Thin, crumbling brick walls divide the northern half of this 10-foot-high room into three stalls, each one tucked behind a rusty chain-link curtain that hangs limply from the ceiling. Cut into the floor of each stall is a circular hole that leads to a cesspit.

13. Grand Vestibule

Blood. Blood leaks down the walls and across the decor of this once grand hall.

Pillars. Four stone pillars buttress the 30-foot-high vaulted ceiling. The middle third of each pillar is carved to look like a scowling dwarf with bulging muscles that supports the column's upper third on its broad shoulders. Blue sapphires glitter in the dwarves' eyes.

Double Door. The doors in the east wall stand 18 feet high, a carving of a mighty waterfall spanning their surfaces. Mithral inlays make the carved falls look like they are running with molten metal.

Curtain. A 40-foot-long, 20-foot-high curtain of black dragon scales hangs from an iron rod bolted to the west wall. (The scales have become brittle with age and are not valuable.)

Hanging Horn. Suspended from the ceiling by iron chains is a 20-foot-long iron horn with etched Dwarvish runes coiling around it.

The giant horn weighs 2 tons. It dangles 20 feet above the floor on three thick, 5-foot-long iron chains. The Melairkyn dwarves forged the horn and placed it here to guard the treasure in this hall (see "Treasure" below). A *detect magic* spell or similar magic reveals an aura of conjuration magic around the horn. A character who understands Dwarvish can translate the horn's runes, not all of which are visible from the floor. The runes visible from the floor read, "If you blind us." A character must fly up to the horn or climb above it to read the message in its entirety, which is "If you blind us, shall we not revenge?"

Removing one or more gemstones from the pillars causes the horn to magically emit a somber tone. As the horn sounds, the spirits of thirteen dwarf warriors appear in unoccupied spaces throughout the hall and attack all other creatures in the area. These unaligned spirits use the **champion** statistics (see appendix A), except that they wield greataxes instead of greatswords. They understand Dwarvish but can't speak, and they can't leave the hall. They disappear after 1 hour or when they drop to 0 hit points. Once the horn has sounded, it can't sound again until 7 days have passed. If no gemstones remain in the pillars when this time elapses, the horn becomes nonmagical and can no longer summon dwarven spirits. Removing the instrument from the hall also renders it nonmagical.

Treasure

Eight blue star sapphires (1,000 gp each) are embedded in the eyes of the dwarf carvings—two gemstones per pillar. Each gem is set 18 feet above the floor and can be pried out with a dagger or similar tool.

14. Shrine of Laduguer

As a gesture of goodwill toward its new duergar allies, Fazrian had this waiting chamber converted into a shrine of Laduguer, the duergar god of labor and slavery. Presiding over the shrine are two **arcanaloths** named Aximus and Exekarus. These fiends use *alter self* spells to appear as duergar priests. Valtagar and the duergar under his command avoid the shrine, finding the yugoloths' presence insulting and their motives suspicious.

The room has a flat, 10-foot-high ceiling. Although blood often flows from gaps between the room's wall tiles (see "Regional Effects," page 265), Aximus and Exekarus regularly use *prestidigitation* cantrips to clean it away. The room's other contents are as follows:

Haze. A thin, smoky haze fills the room. (The haze doesn't obscure the room's other features.)

Braziers. Alcoves in the north wall contain two braziers fashioned from melted-down iron armor and weapons. Each is alight with burning coals that shed bright light in a 10-foot radius and dim light for an additional 10 feet.

Altar and Shield. Between the alcoves, an iron altar traced with silver and shaped like a giant anvil rests beneath a round, 10-foot-diameter iron shield mounted on the north wall. The shield bears the symbol of a broken arrow with a jagged arrowhead. Standing before the altar are a pair of duergar (Aximus and Exekarus) in drab robes.

To prepare for their roles, the arcanaloths learned everything they could about Laduguer's principles of conduct. To their surprise, Aximus and Exekarus found these principles compelling. Some of the arcanaloths' favorite maxims include:

- "No matter how much wealth and power you have, it's never enough."
- "The fight never ends. Take what you deserve and destroy all who stand in your way."
- "Let no emotion rule you. Abandon joy, love, pride, anger, and ambition, for they are signs of weakness. Know your role and perform it to the best of your ability."

Laduguer's dogma guides Aximus and Exekarus as much as it does any duergar, and the yugoloths try to impose these principles on all who claim to serve Fazrian. If the characters haven't encountered Fazrian, Aximus and Exekarus insist on taking them to meet the planetar, whom they admire. Those who refuse to accompany the arcanaloths are left behind as Aximus and Exekarus proceed to area 23b to inform Fazrian that visitors have arrived. Obedience to Fazrian is all that matters to Aximus and Exekarus—at least until someone convinces the arcanaloths to switch allegiances.

The arcanaloths' attitude toward the characters is indifferent at the start, though the fiends quickly turn hostile if attacked. The arcanaloths' attitude changes to friendly if the characters appeal to their love of magic by giving them a single very rare magic item, multiple rare magic items, or a spellbook containing at least one spell of 6th level or higher. Aximus and Exekarus make their love of all things magical known to anyone that seeks their assistance. If their attitude toward the characters is changed in this way, the arcanaloths repay the party's kindness any way they can—short of placing themselves in harm's way. Their helpfulness doesn't last long, however. After 24 hours, the arcanaloths' attitude toward the party becomes indifferent once more, and further bribes are needed to regain their assistance.

The large iron shield hanging on the wall weighs 750 pounds and bears the broken arrow symbol of Laduguer. Any duergar recognizes the symbol right away, while non-duergar recognize it with a successful DC 15 Intelligence (Religion) check. Any humanoid that touches the shield becomes cursed with the flaw: "I take no joy or pleasure in anything." This flaw supersedes any opposing flaw. Casting a *remove curse* spell or similar magic on the creature ends the curse on it.

Treasure

Aximus and Exekarus hide their spellbooks in the folds of their robes. Each book contains all the spells the arcanaloths have prepared, plus *eyebite*, *forcecage*, and *incendiary cloud*.

15. Valtagar's Quarters

The walls and floor of this 15-foot-high chamber are covered with interlocking stone tiles. The room contains the following:

Valtagar. When the characters first arrive, Valtagar Steelshadow (see below) is reading his spellbook—a bound stack of mithral plates. The book rests atop a stout, stone lectern in the middle of the room.

Golem. Standing in the south corner is an **iron golem** that looks like a 10-foot-tall duergar. The golem understands Dwarvish and obeys Valtagar's commands.

Masks. Dozens of iron masks hang from hooks on the southeast wall (see "Iron Masks" below).

Other Furnishings. Against the northwest wall stands a low double bed. In the middle of the room, a locked iron strongbox rests atop a low marble table flanked by two stone chairs.

Valtagar Steelshadow

Valtagar wears a black robe with a cowl that obscures his face. Suspicious and volatile, he is a duergar **archmage**, with these changes:

- Valtagar is lawful evil.
- He has the *Otiluke's resilient sphere* spell prepared instead of *banishment*.
- He has these racial traits: He speaks Common, Dwarvish, Infernal, Terran, Troglodyte, and Undercommon. His walking speed is 25 feet, and he has darkvision out to 120 feet. He has advantage on saving throws against poison and resistance to poison damage. He gains the Enlarge and Invisibility action options described below.

Enlarge (Recharges after a Short or Long Rest). For 1 minute, Valtagar magically increases in size. While enlarged, Valtagar is Large, doubles his damage dice on Strength-based weapon attacks, and makes Strength checks and Strength saving throws with advantage. If Valtagar lacks the space to become Large, he attains the maximum size possible in the space available.

Invisibility (Recharges after a Short or Long Rest). Valtagar magically turns invisible for up to 1 hour or until he attacks, he casts a spell, he uses his Enlarge, or his concentration is broken (as if concentrating on a spell). Any equipment he wears or carries is invisible with him.

Archmages are exceedingly rare in duergar society, and Valtagar's gift for wizardry never sat well with the clans of Gracklstugh. He doesn't put himself in harm's way unless he has a clear tactical edge. If the characters threaten him after they gain entry to his quarters, he orders his golem to attack while he grabs his spellbook off the lectern, casts *teleport*, and joins his wife in area 18d.

Valtagar has faced adventurers before and has a healthy fear of them. If the characters are willing to engage in civil discourse, he tries to hire them to slay Fazrian. The patience of his duergar followers is wearing thin, and he loses nothing by setting the adventurers loose against the planetar. In exchange, Valtagar guarantees safe passage through his domain whenever they need it and promises to tell them the location of a secret staircase that descends to the next level of Undermountain (see area 19a). To establish trust, he tells them about the secret vault hidden behind Fazrian's throne (see area 24) and shares what he knows about Fazrian and its allies:

- A powerful cleric summoned a celestial being of immense power named Fazrian, then directed it to slay a host of monsters that once haunted the Deep Mines.
- That act of slaughter corrupted Fazrian. After slaying many monsters, it decapitated the cleric and installed itself as lord of the Deep Mines. Fazrian rarely leaves its throne hall and keeps the cleric's headless corpse as a memento.
- Fazrian takes advice from four yugoloths. These fiends arrived shortly after Fazrian's madness took hold. Aximus and Exekarus can be found in the nearby shrine of Laduguer (area 14). Raxxus is at Fazrian's side (area 23b). Valtagar says that Xindulus roams where it will, choosing not to reveal that the ultroloth guards the secret staircase down to the next level of Undermountain (area 19a).

Iron Masks

The iron masks are visors taken from the helmets of duergar warriors who followed Valtagar throughout his exile, only to fall in battle. Valtagar displays them not for sentimental reasons, but to reinforce his determination to return home.

Treasure

The mithral spellbook on the lectern weighs 30 pounds. It contains all the spells Valtagar has prepared. Its cover is embossed with a broken arrow, the symbol of Laduguer.

The iron strongbox contains 600 pp. Minted in Gracklstugh, these coins bear the stern visage of Deepking Horgar Steelshadow V on one side, the mind flayer skull symbol of Deep Duerra (the duergar god of conquest and psionics) on the other, and a Dwarvish motto on the rim that translates as "As low as we can go."

16. Fire and Iron

The duergar use the forges in areas 16a and 16b to mold iron into 10-pound bars, which are stored in area 16c. Area 16d is an old overseer's office that the duergar have turned into a barracks. A total of fifteen duergar work and sleep in these areas.

The floors and walls are covered with interlocking, blood-streaked stone tiles. The ceiling is 10 feet high throughout.

16a. Northern Smelter

Smoke and Heat. Smoke fills this room, making the area lightly obscured. The temperature inside the room is a searing 120 degrees Fahrenheit.

Forge. Roaring flames fill a stone forge that protrudes from the north wall.

Smiths. Two sweaty, unarmored **duergar** are working the forge, smelting iron. Both wear tinted goggles and thick gloves.

Buckets. Piled around the forge are buckets of iron ore.

The duergar are a male named Brok and a female named Fumira. Brok uses long-handled iron tongs to place chunks of iron ore in the forge. Once the iron melts, Fumira scoops out the molten iron with a long-handled ladle and pours it into two iron molds, which Brok clamps shut. They then take the clamped molds to area 16c to cool. Afterward, they return to the forge with two empty molds and repeat the process.

Without their armor, Brok and Fumira have AC 10. They keep their war picks and javelins close by, but fight only in self-defense. If they detect intruders, they stop working and grouchily offer to escort the new arrivals to Rojkarn Ironhead, the captain of the guard (area 6c)—leading the party through areas 16c, 6b, and 6a. The duergar have nothing much to say to visitors, preferring to let Rojkarn answer any questions they might have.

If a fight breaks out, the duergar in areas 16b and 16d quickly join the battle. (The duergar in area 16c is deaf.)

The forge puts out tremendous heat thanks to a **fire elemental** magically trapped inside it. Runes carved on the inside walls of the forge prevent the elemental from escaping or harming anyone outside the forge. Destroying the forge releases the elemental, whereupon it attacks everyone in sight. The forge has AC 17, 80 hit points, and immunity to poison and psychic damage.

16b. Southern Smelter

This room is identical to area 16a except that the forge protrudes from the south wall, and the two unarmored **duergar** working here are a pair of females named Krinxa and Wolthra.

16c. Iron Stockpile

Duergar. In the north half of the room, an elderly male **duergar** carrying an iron cane and an ear horn sits in a stone rocking chair next to a pile of iron molds and clamps.

Iron Bars. The south half of the room contains four uneven stacks of iron bars, each stack nearly filling a 6-foot cube.

Old age has rendered the duergar smith, Ghorso, deaf and nearly immobile. His walking speed is 10 feet with the cane or 5 feet without it. Despite his age, he is fully armed and armored. He would rather die in combat than succumb to the ravages of age, but he fights only in self-defense. If the characters try to talk to him, he plays dumb and is not the least bit helpful. A *lesser restoration* spell or similar magic can restore Ghorso's hearing, for which he is not the least bit grateful. "Now I can hear every wretched noise in this gods-forsaken place!" he says with a sneer.

Clamped iron molds from areas 16a and 16b are brought here to cool. Once they reach room temperature (50 degrees Fahrenheit), Ghorso unclamps the molds, opens them, pries out the hardened iron ingots, and stacks them atop the existing piles. It's a tedious, thankless job.

Treasure. Stockpiled here are 12,800 iron bars, each worth 1 gp and weighing 10 pounds.

16d. Barracks

This room contains two dozen iron cots arranged haphazardly in the middle of the space. Ten **duergar**, five males and five females, are asleep here at any given time, snoring loudly. The males are named Bulborm, Daarsh, Krod, Mranhaim, and Muzdrok. The females are named Azgra, Narlith, Roxinda, Sorka, and Svilla.

The duergar sleep in their armor and keep their weapons within reach. They awaken to sounds of combat in areas 16a or 16b. A creature that succeeds on a DC 10 Dexterity (Stealth) check can sneak about the room without waking the duergar.

17. Hammers and Anvils

This part of the dungeon rings with the sound of hammers on anvils. As one approaches the forges (areas 17c and 17d), the sound grows louder and is joined by the roaring and crackling of flames. The light of the forges spills out into the main hallway and, when the door is open, into area 17e.

The duergar guards stationed in these areas have orders to escort visitors to Valtagar Steelshadow in area 15. If combat erupts in one room, the occupants of the other rooms join the fight. The duergar in areas 6a, 6b, and 6c hear echoes of the commotion and investigate, moving 50 feet per round. The inhabitants of other nearby areas go about their business.

The stone floors and walls are covered with bloody tiles. The ceiling is 10 feet high throughout.

17a. Western Guard Post

Two male **duergar**, Kalrog and Klang, keep guard here. Klang is Kalrog's older brother, and the two are highly competitive.

17b. Eastern Guard Post

Smoke and heat from the forges billow into this chamber, keeping it a sweltering 90 degrees Fahrenheit. Two **duergar**—a male named Prax and a female named Torga—mind this watch post, incidentally standing guard over a variety of extra supplies that are stored here. Driven into the south wall are twelve stone pegs on which soot-stained leather aprons and tinted goggles are hung.

17c. Western Smithy

Smoke and Heat. Smoke fills this room, rendering everything in the area lightly obscured. The temperature here is a scorching 120 degrees Fahrenheit.

Forge. Crackling flames fill a stone forge that protrudes from the north wall. An iron anvil squats in front of the forge (which is similar to the one in area 16a).

Smiths. Two sweaty, female **duergar** are fashioning an iron javelin. Both are unarmored, wearing leather aprons and gloves. One of them wears tinted iron goggles as she hammers the javelin into shape. The other has an iron eye patch and uses tongs to hold the metal in place as it's struck.

Iron. The floor is covered with small stacks of iron bars and loose piles of scrap iron.

The duergar, Falthra and Helgra, craft weapons here. Years ago, a flying piece of molten iron put out Helgra's right eye; an iron eye patch bolted to her skull covers the empty eye socket.

Without their armor, Falthra and Helgra have AC 10. They keep their war picks and javelins close by, but fight only in self-defense. Visitors who trouble them are told to seek out Rojkarn Ironhead, the captain of the guard. "He wears a big helmet," one says with a sneer. The other can provide directions to area 6c, where Rojkarn's office is located.

Treasure. Sixty iron bars are stacked on the floor. Each bar is worth 1 gp and weighs 10 pounds.

17D. Eastern Smithy

This room is identical to area 17c except that the two unarmored **duergar** working here are males named Forn and Wulluk, and they're fashioning shields and bits of scale mail instead of weapons. Forn is fat and lazy, Wulluk old and cantankerous. They grate on each other's nerves and constantly put each other down. They otherwise behave similarly to the duergar in area 17c.

17E. Armory

Stone pegs in the walls display six dwarf-sized suits of scale mail, ten helmets, ten shields, thirteen war picks, and thirty javelins, all fashioned from iron.

17F. Equipment Storage

The walls of this 10-foot-high room are lined with low stone shelves that hold worn mining picks and hammers. Rusty iron buckets, helmets, and shovels hang from stone pegs above the shelves.

18. Iron Mine

The duergar mine these tunnels for iron ore, which is taken to areas 16a and 16b to be smelted. The operation runs smoothly because of the merciless oversight of Stalagma Steelshadow, Valtagar's wife.

The area is filled with the sounds of hammers and picks striking stone. The ceiling is roughly 10 feet high throughout.

18A. Old Scaffolding

A mine track passes through this cave, which is filled with torn-down iron scaffolding. Duergar miners can be heard to the west (area 18b) and the south (areas 18c and 18d).

18B. Duergar Miners

Seven **duergar**—three males named Greorx, Hwahl, and Uzwurn, and four females named Awmok, Nezza, Proxna, and Warda—mine iron ore here. Eager for any distraction, the miners attack intruders on sight. Given the noise that echoes throughout the tunnels, the sound of clashing steel is unlikely to be noticed by the duergar in areas 18c and 18d. Magical explosions or other unusual sounds do draw their attention, though.

18C. A Miner Disturbance

Eleven **duergar** work here. Three of the workers are enlarged female duergar (Brakka, Korla, and Zagra) who use picks to break up a vein of iron ore that runs through the ceiling. Six normal-sized males (Hax, Mruuzdain, Oznur, Ramdrax, Tarnvur, and Yarox) work on expanding the cavern northward, while two normal-sized females (Nura and Speleosa) use hammers and spikes to separate iron from loose chunks of rock. If the miners notice the party, they attack, letting their enlarged allies barrel in first.

18D. Overseer

This section of the mine has been depleted of mithral and iron ore. It contains the following:

Stalagma. Stalagma Steelshadow, a female adult steel dragon in duergar form, is mounted on a **gorgon** near the bend in the mine track. (If Valtagar Steelshadow escaped from area 15, he is riding behind Stalagma on the gorgon.)

Xorn. Three **xorn** under Stalagma's command are gathered around a broken mine cart filled with coins.

Stalagma is Valtagar Steelshadow's beloved mate, and only Valtagar knows that his wife is a dragon in disguise. In her true form, Stalagma looks like a slender, 30-foot-long dragon with shiny steel-gray scales covering her body, steely talons, and blade-like horns that sweep back from her narrow head. She has the statistics of an **adult silver dragon**, with these changes:

- Stalagma is lawful evil.
- While in duergar form, she has the Duergar Resilience and Sunlight Sensitivity traits of a **duergar**, as well as its Enlarge and Invisibility action options. In this form, she wields a glaive and can use her action to attack with it three times (+13 to hit), dealing 13 (1d10 + 8) slashing damage on a hit, or 19 (2d10 + 8) slashing damage in her enlarged duergar form.
- Instead of Cold Breath, she breathes acid in a 60-foot-long, 5-foot-wide line. The breath weapon deals acid damage instead of cold damage.
- She speaks Draconic, Dwarvish, and Terran.

Stalagma is as miserable and conniving as any duergar. She raised the gorgon, and it allows no one except her to ride it. The beast is smart enough to obey Stalagma's verbal commands, and it's strong enough to bear her weight while she's in her enlarged duergar form.

Stalagma attacks any non-duergar who aren't under her husband's protection. If additional reinforcements are needed, Stalagma bellows, "To arms!" in Dwarvish. Her booming voice causes the duergar in areas 18b and 18c to stop working and converge on her location with

their weapons drawn. The battle cry also awakens the guards sleeping in area 19b, who collect their weapons and investigate. If her gorgon mount is killed or she is taking too much damage as a duergar, Stalagma uses her next action to revert to her true form. Other duergar who see Stalagma in her true form flee unless Valtagar is present to reassure them that the dragon is their ally.

Stalagma controls the xorn by feeding them treasure from the broken-down mine cart. In addition to Dwarvish and Draconic, she speaks Terran, so the xorn can understand her.

Xorn. The xorn are initially hostile toward Stalagma's enemies. They quickly become indifferent toward characters who offer them gems as food, preferring such delicacies to the coins that Stalagma usually feeds them.

Treasure. The mine cart has two broken axles. It contains 2,000 sp and 3,200 gp.

19. Outpost

These chambers guard the stairs to level 22. The ceilings are 20 feet high throughout.

19a. Way to Level 22

Debris. In the west side of the room lie the crumbling remains of a stone table and four stone stools.

Pillars. Three stone pillars in the east side of the room are streaked with glittering mithral veins that look like lightning bolts shooting up from the floor. (Any attempt to extract the mithral from the pillars proves futile.)

Xindulus. An invisible **ultroloth** named Xindulus guards a secret door leading to a 10-foot-wide spiral staircase that descends to level 22 (see "Secret Door" below).

If anyone opens the secret door, the ultroloth appears and tries to slay them. It ignores those who leave the secret door alone, allowing them to move through the area unmolested. If threatened by three or more enemies, it tries to summon 1d6 **mezzoloths**, 1d4 **nycaloths**, or another **ultroloth** (see the "Variant: Yugoloth Summoning" sidebar in the "Yugoloths" entry in the *Monster Manual*).

Xindulus won't negotiate with adventurers unless they offer it something immensely valuable, such as a legendary magic item or an artifact.

Secret Door. A fresco that depicts dwarves battling a black pudding conceals the secret door in the north wall. Bloodstains mar the carving, making the dwarves look horribly wounded and giving the ooze a disgustingly realistic sheen. The secret door stands in a section of wall that bears the image of a dwarf wizard wielding a staff. The staff is made of real iron and is partially embedded in the stone.

An *arcane lock* has been cast on the secret door. A *knock* spell causes the door to swing inward, revealing a dusty tunnel that ends at a downward-spiraling staircase. Forcing open the magically locked door requires a successful DC 25 Strength (Athletics) check. Touching an iron object to the iron staff in the fresco suppresses the *arcane lock* spell for 1 minute.

19b. Empty Barracks

This room is empty.

20. Poisonous Mine

These chambers have 15-foot-high ceilings, with 10-foot-high tunnels connecting them. The sounds of picks striking stone echo throughout, becoming louder as one approaches areas 20b and 20c.

Noxious gas seeps into this mine through small fissures in the walls, filling areas east of the door to area 19a and south of the door at area 20d, except for area 21. The gas is invisible, but characters can smell the toxic fumes and hear a faint hissing. It takes 1 minute for the gas to build up in a creature's system, after which the creature must succeed on a DC 15 Constitution saving throw or become poisoned. A creature that holds its breath for the whole minute has advantage on the saving throw, while a creature that doesn't need to breathe automatically succeeds. A creature can end the gas's effect on itself by finishing a short rest in a location with clean air. A *lesser restoration* spell or similar magic also ends the effect on a creature.

20a. Halaster's Watching!

The characters encounter one of Halaster's scrying eyes (see "Halaster's Lair," page 311) in this otherwise empty cave. The scrying sensor watches them until they leave, then disappears.

20b. Poisoned Miners

Three poisoned **duergar** (two males and one female) use picks to chip iron ore from the walls of this cave. If outnumbered, they turn invisible and join their fellows in area 20c. Otherwise, they attack. The males are named Orn and Thumrok. The female is named Durundra.

20c. Poisoned Miners

Eight poisoned **duergar** (six males and two females) lethargically swing their picks, working iron veins in the cavern walls. They are hostile toward non-duergar. They're bold if they outnumber their foes but flee to area 21 if that situation changes. The males are named Hrok, Jarazk, Krod, Mraginar, Norl, and Rok. The females are named Bralith and Sunmerva.

The cave is strewn with old mining equipment: shovels, broken picks, rusty iron sleds for dragging ore, and so forth. A casual search also yields a pair of empty water skins, a shattered wooden ale cask, and a 20-foot-long coil of hempen rope too old to be of much use.

20d. Empty Room

Dwarves dug through the south wall of this room, hoping to find rich veins of mithral. Instead, they found iron and poisonous gas. The room is empty, though characters can hear the miners working in areas 20b and 20c.

21. Clean Air Station

The duergar come here to shake off the effects of the poison gas. Runes are chiseled into the smooth gray walls. A character who studies the runes and succeeds on a DC 15 Intelligence (Arcana) check realizes they are part of an ancient spell that continually and perpetually freshens the air in this room while hedging out poisonous gases and similar effects, magical or otherwise.

22. Guard Post

Walls. Interlocking stone tiles cover the floor and walls of this 10-foot-high room.

Portcullis. An iron portcullis blocks the tunnel to the south. The portcullis can be forcibly lifted by creatures who have a combined Strength of 50 or higher. The bars of the portcullis are spaced 3 inches apart.

Lever. A stone lever in the down position juts from the angled wall east of the portcullis. (Moving this lever to the up position raises the portcullis.)

23. Fazrian's Court

Time and neglect have diminished the grandeur of these vaulted halls, wherein the fallen angel awaits.

23a. Grand Foyer

The 18-foot-high double doors to the west swing inward, revealing a stone-tiled foyer with a 40-foot-high ceiling. The area contains the following features:

Braziers. The foyer is heated and dimly lit by two 6-foot-tall, 6-foot-wide stone braziers filled with burning coals. Smoke and embers rise from each.

Statues. Extending eastward from the foyer is a 20-foot-wide, 30-foot-high arched hall lined with 15-foot-tall iron statues of armored dwarves draped in cobwebs. *Continual flame* spells flicker behind the eye holes of their helms, and their iron greataxes are raised high.

23b. Hall of Final Judgment

The floor of this 40-foot-high chamber is shaped like the head of a double-bladed axe. The room, which smells of roses and sulfur, contains the following:

Fazrian and Fiend. A hairless, green-skinned planetar with white-feathered wings and eyes of molten silver sits on a bone throne in a raised alcove. Lurking in the shadows behind the throne is Raxxus, a **nycaloth**. (The yugoloth passively guards the wall behind it, which contains a secret door to area 24.)

Braziers. The chamber is dimly lit by four 6-foot-tall, 6-foot-wide stone braziers filled with burning coals that produce smoke and embers.

Standing Gate. To the north stands a pair of crystal menhirs, each imprisoning a **marilith**.

Open Pit. A gaping pit lies to the south, its rectangular mouth measuring 10 feet wide by 20 feet long by 30 feet deep, with a 20-foot-high, 20-foot-wide passage at the bottom leading south. Characters near the lip of the pit can hear large creatures (the otyughs in area 23c) shuffling in the darkness below.

Fazrian is a lawful evil **planetar** that lacks the Healing Touch action option. Unless he is incapacitated, Fazrian can take one of the following lair actions on initiative count 20 (losing initiative ties) while on the Terminus Level:

- Blood flows from Fazrian's eyes until initiative count 20 on the next round. No creature within 120 feet of the planetar can regain hit points until the effect ends.
- Fazrian's eyes become smoldering black voids until initiative count 20 on the next round. All other creatures within 120 feet of the planetar have disadvantage on saving throws until the effect ends.
- Blinding magical light springs from Fazrian's eyes until initiative count 20 on the next round. If a creature starts its turn within 120 feet of the planetar and the two of them can see each other, Fazrian can force the creature to make a DC 20 Constitution saving throw. On a failed save, the creature is blinded. The blindness lasts until the creature receives a *lesser restoration* spell or similar magic.

Once an exemplar of courage and good judgment, Fazrian now seeks to destroy any creature it believes is undeserving of continued existence. Fazrian's views are a mockery of what they once were. Every creature is guilty of "deformity" in the planetar's eyes. Unless someone can swiftly prove their innocence, Fazrian sentences that individual to an immediate death.

Persuading the planetar to render a verdict of not guilty requires at least one party member to submit to Fazrian's judgment. That character must then offer to surrender their own life to spare the lives of the others. Any character who stands before Fazrian and shows both courage and self-sacrifice is found innocent of the crime of deformity. Denials, protests, and challenges to Fazrian's authority are met with stern pronouncements of guilt. The planetar can tell when it is being lied to (thanks to its Divine Awareness trait), and characters who lie to Fazrian are immediately judged guilty.

The planetar has delusions of raising an army to sweep through Undermountain and purge it of those it deems abhorrent. Before letting innocents off the hook, Fazrian demands that they each swear an oath to serve it henceforth. Those who refuse to take the oath are found guilty of the crime of cowardice and sentenced to death.

Once judgment is rendered, Fazrian orders Raxxus to step forth, slay the guilty party or parties, and cast their bodies into the pit (see area 23c). After the guilty have been punished, those found innocent are escorted by Raxxus to the arcanaloths in area 14 for indoctrination. If the nycaloth is killed, the planetar takes up its sword and attacks the guilty.

Only a character judged innocent by Fazrian can alter the planetar's disposition enough to make it realize how corrupt it has become. Such a character can use an action to call on the planetar to look inward and judge itself, making a DC 26 Charisma (Persuasion) check as part of that action. If the player roleplays well, grant the character advantage on the check. A character who gets a failure on the check can't try again, but they can still help another character who then tries to convince the planetar of its own guilt. On a successful check of this sort, a lingering shred of goodness in Fazrian is awakened. The planetar weeps as it begs Torm for forgiveness. Then, in a final act of atonement and self-sacrifice, it impales itself on its sword and dies.

If the planetar dies by its own hand or at the hands of the characters, Torm bestows on each character a *blessing of protection* (see "Supernatural Gifts" in chapter 7 of the *Dungeon Master's Guide*). This blessing is permanent if its receiver is a worshiper of Torm; otherwise, the blessing lasts for 10 days. Torm's blessing is

not bestowed on any character who releases one or both mariliths that are trapped in the crystal menhirs (see "Standing Gate to Level 19" below).

Nycaloth. Raxxus serves as the planetar's executioner, ready to step forward and slay whatever Fazrian commands it to kill. Raxxus can summon other yugoloths (as described in the "Variant: Yugoloth Summoning" sidebar in the "Yugoloths" entry in the *Monster Manual*) and tries to do so if reinforcements are needed. Characters who defeat the planetar can tempt Raxxus with a bribe. Treasure in the amount of 10,000 gp or more can change the nycaloth's attitude toward the party from hostile to indifferent; treasure in the amount of 25,000 gp or more changes its attitude to friendly. Raxxus won't hurt the characters if it's indifferent toward them and helps the characters if it's friendly toward them. The nycaloth's disposition reverts to hostile if the characters threaten it or fail to make payment in a reasonable amount of time.

Standing Gate to Level 19. The crystal menhirs are indestructible and form one of Halaster's magic gates (see "Gates," page 12). Striking either menhir with a hard object or targeting one or both with a *shatter* spell deals no damage, but causes an affected standing stone to emit a loud ringing that awakens the marilith demon inside. Nothing else causes these demons to awaken.

The first thing an awakened marilith does is free itself using its Teleport action option. The mariliths are hostile toward all creatures that aren't demons, and they despise angels most of all. If a marilith is released in Fazrian's presence, the demon and the angel fight until only one is left standing. If the planetar is forced to fight one marilith by itself, assume that Fazrian emerges victorious with 60 hit points remaining. If forced to fight both mariliths by itself, Fazrian is killed and each demon is left with 60 hit points.

After being released from its menhir, a marilith can be magically compelled to divulge the command word that activates the gate. A *legend lore* spell or similar magic also reveals the command word. The current command word is "Yuraj," but Halaster changes it every few days. The rules of this gate are as follows:

- The gate opens for 1 minute if a creature speaks the proper command word within 10 feet of it.
- Characters must be 15th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 7 on level 19, in the closest unoccupied space next to the similar gate located there.

23c. Garbage Disposal

A 20-foot-wide, 20-foot-high tunnel at the bottom of the pit in area 23b leads south before coming to a dead end. The floor of the tunnel is covered with bones, bits of adventuring gear, and other debris.

At the end of the tunnel lurk three hungry **otyughs**. When they detect other creatures in the pit, they rush forth and attack while using their Limited Telepathy to taunt prey.

Treasure. Scattered among the bones at the south end of the tunnel are 1,300 sp, 600 gp, and a thin gold playing card stamped with the image of a masked man and titled "The Thief." The card is worth 10 gp and completes a deck of cards found in area 10b.

24. Secret Vault

This oval chamber has a domed ceiling 20 feet high, as well as the following features:

Bloody Hand. Dry blood stains every surface except for a patch in the shape of a giant hand on the back wall.

Head and Mace. Piled in the middle of the room are ten shattered stone chests. A mace and a headless human corpse lie on the floor next to this rubble. The corpse's severed head lies a few feet away. Maggots feast on the rotting remains.

Any character who succeeds on a DC 15 Intelligence (Religion) check realizes that the hand shape on the back wall resembles the symbol of Torm.

Characters who witnessed the ghostly scene in area 7 recognize the corpse as that of the cleric in the vision. Brythia Mulspeer and her adventuring companions were exploring Undermountain when the perils became too much for them. Brythia petitioned Torm for aid, and Fazrian answered the summons. The planetar provided much-needed assistance and healing, then chose to remain by Brythia's side as the adventurers descended deeper into Undermountain. When blood lust finally took hold of the planetar, it turned on the adventurers and decapitated Brythia with its greatsword. This former cleric of Torm can be questioned using *speak with dead*. Having succumbed to Fazrian's blood lust, Brythia wishes only to see the planetar redeemed.

Treasure

The mace is a *mace of smiting* that belonged to Brythia. Characters who witnessed the ghostly scene in area 7 recognize the mace as the weapon used by the cleric in that vision.

The stone chests once contained coins hidden here by Melairkyn dwarves. The duergar broke open the chests and dumped the coins in a mining cart in area 18d.

Aftermath

Fazrian's death enables the duergar to regain control of the Terminus Level. Valtagar has no immediate plans other than to fortify the level and prepare for his eventual return to Gracklstugh.

Any yugoloths that remain make the best of a bad situation. Aximus and Exekarus are more likely to ally with the duergar than with a band of adventurers, while Raxxus prefers to accompany the adventurers rather than stay with the duergar. If Xindulus is alive, the ultroloth takes its chances in Shadowdusk Hold (level 22), trying to forge an alliance with the death knights there.

Regardless of what happens, the Mad Mage continues to use the Terminus Level as a dumping ground for failed monster experiments. Characters who leave the level and later return might encounter one or more of these horrors.

Level 22: Shadowdusk Hold

Shadowdusk Hold is designed for four 17th-level characters, and characters who defeat the monsters on this level should gain enough XP to advance halfway to 18th level.

What Dwells Here?

A Waterdavian noble family driven into exile long ago has carved out a home for itself on this level.

The Shadowdusks

The Shadowdusk family, like many other Waterdavian noble lineages, made its fortune in trading. Three sisters named Arandraya, Maelweene, and Yarlithra Shadowdusk became famous for sponsoring and then leading adventuring expeditions into Undermountain. One of the items they recovered from the dungeon was a tablet of black crystal that allowed contact with entities of the Far Realm. Their brother, Xerrion, came to possess the tablet and used it to contact otherworldly beings in an attempt to destroy his family's business rivals and political enemies. This contact drove Xerrion mad, and it didn't take long for the madness to spread to other members of the Shadowdusk family and come into public view. As the family's behavior grew more bizarre, local broadsheets circulated rumors that the Shadowdusks had been replaced by aberrant horrors in human guise. Their ancestral villa, Shadowdusk Hold, was burned to the ground in the Year of the Harp (1355 DR). The Waterdavian authorities who investigated the blaze never made their findings public, but the commonly held belief is that the city's Watchful Order of Magists and Protectors was responsible.

All three of Xerrion's sisters were killed in the fire that consumed Shadowdusk Hold. Xerrion escaped and fled to his sisters' redoubt in the depths of Undermountain. From there, he used *sending* spells to contact Shadowdusk family members living abroad and brought them to live with him in a twisted, underground version of Shadowdusk Hold. Among those who answered the call was Margaraste Shadowdusk, a distant cousin whom Xerrion would later marry.

Level 22 of Undermountain became a safe haven where the Shadowdusks could treat with Far Realm horrors away from the prying eyes of their fellow Waterdavians. In the end, Xerrion and Margaraste stepped through a gateway into the Far Realm and were never seen again. In their absence, the torch of leadership passed to Xerrion's niece and nephew, Dezmyr and Zalthar—the twin children of his late sister Yarlithra. These former paladins of Torm abandoned their faith long ago, becoming death knights.

Over the years, Halaster Blackcloak has kept his eye on the Shadowdusks and their plots, even as he allows the family free rein in their corner of his domain. The Mad Mage has decided that these are the kinds of nobles that need to be making decisions and wielding power in Waterdeep—so that he can secretly rule the city using them as puppets. As such, he encourages the Shadowdusks to consolidate power in preparation for a triumphant and bloody return to Waterdeep, after which Halaster will seize power as the city's Shadow Lord.

ERIC BELISLE

Star Spawn

Creatures from the Far Realm visit Shadowdusk Hold from time to time. If you have a copy of *Mordenkainen's Tome of Foes*, you can add one or more star spawn from that book to the roster of creatures encountered on this level of Undermountain.

The Shadowdusk family motto used to be "No secrets without truth." After the family's fall, its motto changed to "We do not fear the darkness." The family's crest is a lit torch with three embers rising from the flame, set against a purple background. In the wake of the family's descent into Undermountain and madness, this crest has been literally turned upside down, so that the torch flame points downward.

Dezmyr and Zalthar

The current leaders of Shadowdusk Hold are the twins Dezmyr and Zalthar Shadowdusk. They have remained close throughout life and undeath, and might have led their mortal family skillfully if circumstances had played out differently.

The twins are devoted to each other and are obsessed with returning their family to prominence and ultimately seizing control of Waterdeep.

Exploring This Level

All location descriptions for this level are keyed to map 22.

The following features apply throughout Shadowdusk Hold unless otherwise noted in an area's description:

- The hold consists of three tiers. Ceilings in rooms and hallways are 15 feet high unless stated otherwise. The floors are smooth stone polished to a mirror finish.
- Any humanoid that dies in Shadowdusk Hold rises from its corpse 1d4 hours later as a **will-o'-wisp** under the DM's control. Casting *dispel evil and good* on the corpse before the will-o'-wisp forms prevents such an occurrence, as does bringing the body out of Shadowdusk Hold or into the area of a *hallow* spell.
- Sconces throughout Shadowdusk Hold flicker with torchlight created by *continual flame* spells. These magic torches are set in upside-down sconces, and their magical flames point downward.

Tier 1

The uppermost tier of Shadowdusk Hold closely resembles the style and architecture of the family manor in Waterdeep before it was destroyed. This section of the hold resembles a mausoleum. The Far Realm's influence on this tier is faint.

Two members of the Shadowdusk family reside here: a wizard named Melissara Shadowdusk and her mad husband, Derrion.

1. Grand Foyer

The stairs from level 21 descend to a grand entry chamber that contains the following features:

Pillars. Pillars support the 40-foot-high, vaulted ceiling.

Grells. Six **grells** float behind the pillars to the north. The grells attack visitors and can use their tentacles to open and close doors as needed.

Apparitions. Spectral images of dead servants and adventurers occasionally fade into view, wander the hall, then fade away. These images are harmless regional effects created by Halaster (see "Halaster's Lair," page 311).

Statues. Statues depicting two well-dressed humans stand in alcoves to the south.

The statues show the Shadowdusk twins, Zalthar and Dezmyr, as they appeared in life. Zalthar's statue is in the west alcove and stands 6 feet 11 inches tall. Dezmyr's statue to the east stands 6 feet 3 inches tall. An inscription on the bottom of each statue identifies its subject.

2. Twisted Gallery

Bas-Reliefs. The curved walls are lined with bas-relief carvings, and plaques mounted beneath them tell the story of a forgotten Waterdavian family.

Statues. Two 9-foot-tall statues stand on raised platforms in alcoves to the north and south.

The bas-reliefs carvings depict Arandraya, Maelweene, and Yarlithra Shadowdusk negotiating trade deals in Waterdeep, exploring Undermountain in their free time, pouring treasure into family coffers, and giving a black tablet to their brother, Xerrion. The carvings go on to show the original Shadowdusk Hold (in Waterdeep) on fire, Xerrion Shadowdusk escaping into Undermountain with the black tablet, the creation of a new Shadowdusk Hold in the dungeon's depths, Xerrion's marriage to Lady Margaraste, and the married couple stepping through a gate of tentacles into the Far Realm.

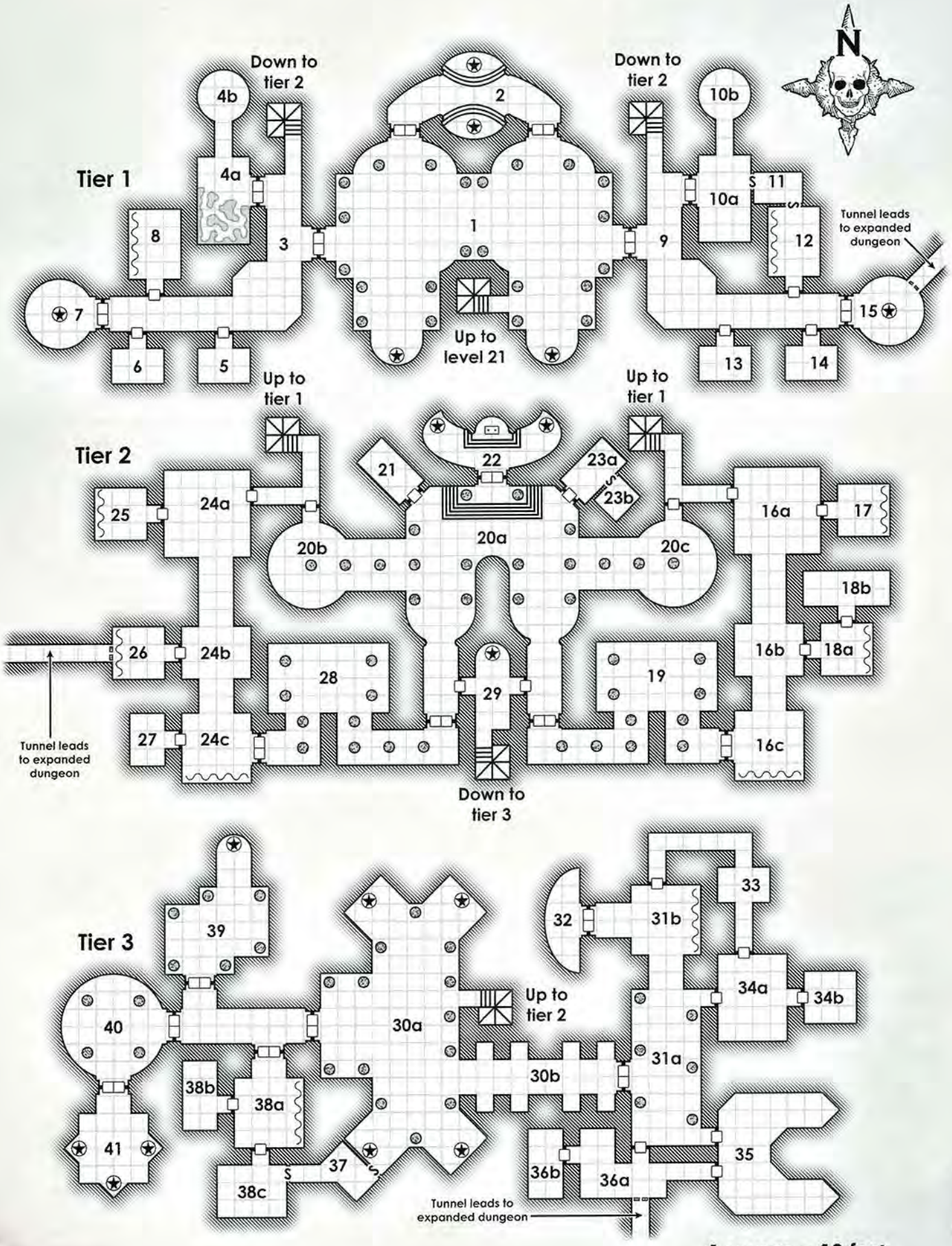
A successful DC 15 Intelligence (History) check identifies the family crest in the reliefs—a lit torch with an orange flame and three embers trailing off it—and the two mottoes of House Shadowdusk: "No secrets without truth" and "We do not fear the darkness." The crest appears upright in earlier scenes and inverted in later scenes. A character who recognizes the crest and the family mottoes also knows that the Shadowdusks were presumed destroyed.

The statue to the north depicts Lord Xerrion Shadowdusk, a male human of middle age with regal bearing and sharp features. The south statue depicts Lady Margaraste Shadowdusk, a middle-aged female human with long, curly hair and a kind smile. An inscription on the bottom of each statue identifies its subject.

3. West Wing

Four **nothics** lurk in the northern arm of this L-shaped gallery, poring over wall carvings and chattering to themselves. Beyond the nothics, a staircase descends 50 feet to tier 2.

The nothics are puzzled by the carvings, which depict various deceased members of the Shadowdusk family. They attack intruders on sight.



TIM HARTIN

Map 22: Shadowdusk Hold

4. Decayed Quarters

This suite of chambers has been destroyed by the creatures now in residence here, all traces of the rooms' previous purposes obliterated.

4a. Grell Nest

A hive-like nest with multiple dark openings fills the southern half of this room. Seven **grells** lurk inside the wet, papery nest and emerge from it to attack intruders.

4b. Mad Creature

Nothic. A **nothic** squats near the east wall, frantically scratching at the stone.

Scrawls. Scrawled exhortations in Deep Speech and Undercommon cover the walls, floor, and ceiling.

The nothic used to be an apprentice mage named Rhamagant, who served as Vertrand Shadowdusk's assistant (see area 17 for more information about Vertrand). The nothic remembers nothing of its previous life and fights only in self-defense. A character who questions the nothic in a language it understands can glean the following useful information amid its mad ravings:

- This level of Undermountain is called Shadowdusk Hold, and it has three tiers.
- The deeper into Shadowdusk Hold one goes, the closer one gets to the Far Realm.
- There's a secret room on each tier.

The nothic knows the locations of all the secret doors leading to the secret rooms in Shadowdusk Hold (areas 11, 23b, and 37). Any character who can communicate with the nothic can, with a successful DC 20 Charisma (Intimidation or Persuasion) check, convince it to accompany the party and point out secret doors. When it comes within 10 feet of a secret door in Shadowdusk Hold, the nothic begins scratching at it while muttering the words "secret door" in Undercommon.

5. Storeroom

Cold. This chamber is kept magically cold.

Shelves. Shelves line every wall, all of them stacked with wine, ale, and perishable food.

Casks. Several wooden casks of drinkable water stand along one wall.

6. Kitchen

Furnishings. This room contains an iron stove, three wooden tables for preparing food, and a cupboard holding silver utensils and dishware.

Unseen Servants. Four **living unseen servants** (see appendix A) prepare meals on command and use brooms to sweep the floor.

7. Derelict Shrine

An incomplete statue partially hewn from marble stands in the middle of the area. The stone is carved into the rough shape of the god Torm. Someone who succeeds on a DC 15 Intelligence (Religion) check identifies the statue's unfinished features as the iconography of the god of duty, loyalty, and law.

8. Nothic's Niche

Fissure. A **nothic** hides in a 5-foot-wide natural fissure in the 20-foot-high ceiling.

Furnishings. A rectangular stone table with ten chairs stands at the center of the room. The table and the floor around it are strewn with debris from the crumbling ceiling.

Tapestry. A great tapestry covers the west wall. It depicts a noble wedding inside a vast chamber that has shadowy tentacles sprouting from its dark corners.

The nothic uses the fissure in the ceiling as a private lair. It observes intruders and uses its Weird Insight on interesting-looking characters so it can later report any secrets it learns to Dezmyr Shadowdusk. It leaves the niche only if attacked and fights to the death to defend its lair.

Treasure

Stashed on a shelf inside the nothic's ceiling niche are 15 pp and 200 gp in a leather sack, and a *potion of supreme healing* in a glass vial fastened to a silver necklace (25 gp).

The tapestry depicts the ghastly wedding of Xerrion and Margaraste Shadowdusk. It is worth 750 gp and weighs 50 pounds.

9. East Wing

Drifting Light. A visible **will-o'-wisp** drifts through this long, L-shaped gallery.

Carving. An alcove in the corner of the L bears a relief carving of Shadowdusk nobles being paid respect by the common folk.

Stairs. A staircase at the end of the north arm of the gallery descends 50 feet to tier 2.

The will-o'-wisp serves Melissara in area 10a. It wanders from one end of the hall to the other, waiting for her summons, but turns invisible and flees to warn her at the first sign of intruders.

10. Noble Quarters

This suite belongs to Melissara Shadowdusk, a distant cousin of the Shadowdusk twins, and her deranged husband, Derrion.

10a. Melissara's Chamber

Melissara. A middle-aged woman (Melissara Shadowdusk) sits in an easy chair in the northeast corner, reading and muttering to herself.

Other Furnishings. A canopied bed and an armoire stand against the south wall, and a silk curtain obscures a corridor to the north.

Secret Door. A secret door in the east wall opens into Melissara's study (area 11).

Melissara has so far managed to escape the horrible insanity that besets the rest of her family, but she can sense that her mind is slowly being eroded by contact with the Far Realm. Fearing that her descent into madness is inevitable, she lives in a state of self-imposed exile and chooses to remain in Shadowdusk Hold despite every instinct telling her to flee.

Melissara is a human **archmage**, with these changes:

- Melissara is neutral.
- She speaks Common, Deep Speech, Draconic, and Dwarvish.
- She has the *dimension door* spell prepared instead of *banishment*.

If the characters address her in a civilized manner, Melissara listens to what they have to say. She then implores them to destroy Dezmyr and Zalthar before they can enact their plan to conquer Waterdeep, not realizing that death knights are not so easily vanquished. Melissara asks that she and Derrion be left out of the ensuing conflict and provides the following information to the characters in good faith:

- All members of the Shadowdusk family have, to some extent, been corrupted by the Far Realm. To the best of Melissara's knowledge, the damage is irreparable.
- Other family members living in Shadowdusk Hold include Melissara's three cousins: the wizards Berlain, Cassiok, and Vertrand.
- Dezmyr and Zalthar are death knights that dwell on the lower tiers of Shadowdusk Hold. Contact with the Far Realm has given Dezmyr the ability to warp reality to a limited extent. Zalthar has no such ability but wields a sword that drains souls.
- The lowest tier of Shadowdusk Hold is home to a blue dracolich in league with the death knights. (Melissara knows the dracolich's phylactery is hidden somewhere in Shadowdusk Hold, but doesn't know where.)

If the characters have no interest in conversing with Melissara, she uses *dimension door* to get to area 11 and sends her lunatic husband to eliminate them.

Treasure. The armoire holds fine clothing and a wooden jewelry box containing a pair of matching gold bracelets (250 gp each), a gold-and-pearl necklace (1,250 gp), and the key to the strongbox in area 10b.

10b. Derrion's Chamber

Derrion. A middle-aged man with a scarred face (Derrion Shadowdusk) is pacing about the room anxiously.

Furnishings. These include a simple bed to the west, a dresser filled with clothes to the east, and a weapon and armor rack.

Derrion enjoys killing unwelcome visitors. He is a human **champion** (see appendix A), with these changes:

- Derrion is chaotic evil.
- He speaks Common and Deep Speech.
- Derrion stores his weapons and plate armor on the equipment racks. If he doesn't have time to don his plate armor, he makes do with a chain shirt (AC 15).

Derrion accompanies Melissara whenever she leaves their suite, fearing that she will come to harm without his protection. He lives in constant fear that adventurers might invade Shadowdusk Hold and lay waste to it. Prolonged exposure to the Far Realm has made him sleep-deprived and irritable. His eyes are bloodshot, and he hears whispers of things that aren't real. Only Melissara can control his inexplicable rage toward visitors.

Treasure. Under the bed is a locked strongbox containing 200 pp and 1,000 gp. The key in area 10a unlocks the strongbox, which can also be opened with a *knock* spell or similar magic, or by a character using thieves' tools who succeeds on a DC 15 Dexterity check.

11. Melissara's Study

Bookcase. A long bookcase with glass doors takes up much of the north wall (see "Bookcase" below).

Desk. A sturdy writing desk covered in stacks of parchment stands against the east wall (see "Desk" below).

Workbench. A workbench near the south wall holds a set of alchemist's supplies.

Bookcase

The bookcase's glass doors aren't locked.

Treasure. The case holds texts on various arcane subjects, focusing on evocation magic and planar travel. Three of the texts are valuable (100 gp each). They are titled *Tenebrous and the True Path to Lichdom*, *Musings of a Planar Traveler*, and *Touched by the Far Realm: A Wizard's Lamentable Descent into Lunacy*. Tucked among these mundane tomes is Melissara's spellbook, which bears the (right side up) Shadowdusk family crest on the cover and contains the spells Melissara has prepared, plus *arcane lock* and *glyph of warding*.

Desk

The desk holds an orderly stack of notes. Half of the notes detail meticulous magical experiments and studies regarding the nature of the Far Realm. The other notes are nonsensical ravings that hint at a fractured mind slowly coming undone.

The bottom drawer is sealed with an *arcane lock* spell cast by Melissara. Inside is a small black journal. The first page of the book is trapped with a *glyph of warding* spell, whose explosive runes deal fire damage (save DC 15). The glyph is keyed to go off if anyone but Melissara opens the journal (a precaution to prevent her cousins from reading it and discovering her secrets).

The journal details Melissara's unease with her family, as well as her growing fear of losing her mind and soul to the Far Realm. She seems desperate to use her writings in the journal as a touchstone to her own mind.

12. Lounge

Tapestry. A beautiful tapestry covers the west wall (see "Treasure" below).

Furnishings. Several sitting areas with comfortable chairs and side tables are arranged about the room. An empty bottle of fine wine stands on an end table next to a used wineglass.

Secret Door. A secret door in the north wall opens into Melissara's study (area 11).

Treasure

The tapestry depicts the original Shadowdusk Hold, an impressive villa overgrown with ivy that stood in Waterdeep's Sea Ward until it was burned to the ground. The tapestry is worth 250 gp and weighs 50 pounds.

13. Walking Dead

Zombie. A human **zombie** in rotting, soiled robes shuffles back and forth through the room. A powerful stench of decay accompanies it.

Furnishings. Moldy furnishings include a bed, a desk strewn with yellowed papers, and a barren bookshelf.

The zombie is what remains of Zail Ephram, a human wizard and adventurer who was killed in Shadowdusk Hold. Melissara Shadowdusk (see area 10a) used an *animate dead* spell to animate the wizard's corpse. The zombie has nothing of value and attacks any creature that disturbs it other than its creator.

The papers on the desk are architectural drawings. Characters who spend 1 hour studying the drawings can piece together accurate maps of tiers 1 and 2 of Shadowdusk Hold, except for secret doors and areas hidden behind them.

14. Training Room

Mannequins. Two wooden practice dummies stand near the east and west walls.

Racks. A weapon rack and an armor rack hang on the north wall, one to each side of the doorway.

Mats. Canvas mats stuffed with straw are spread out to create a sparring area in the middle of the room.

The armor rack contains two shields and two suits each of leather, studded leather, chain shirt, and plate armor. The weapon rack contains one matched pair each of longswords, daggers, battleaxes, quarterstaffs, warhammers, and spears.

15. Fountain

A low-walled marble fountain with a statue of an aboleth as its centerpiece dominates the room. Water spills from the aboleth's mouth and splashes noisily into the stone basin. Drain holes in the basin's rim prevent overflow.

Treasure

A *detect magic* spell cast on the fountain reveals an aura of conjuration around the aboleth statue, contained within which is the source of the water: a *decanter of endless water*. The decanter can be obtained only by destroying the statue, which has AC 17, 60 hit points, and immunity to poison and psychic damage.

Tier 2

Stairs from areas 3 and 9 lead down 50 feet to tier 2. Vertrand and Berlain, two thoroughly corrupt and evil members of the Shadowdusk family, inhabit this tier.

Barely perceptible whispers can be heard throughout the tier, and shadowy forms constantly writhe and recoil at the corner of each character's eye.

16. Arcane Sanctum

Three invisible **will-o'-wisps** linger in this area in case Vertrand or Berlain require their services.

16a. Burned Library

Berlain (see area 18b) lost her temper here a tenday ago and used multiple *fireball* spells to destroy the room's contents.

Burned Shelves and Racks. The walls are lined with burned bookshelves and scroll racks.

Charred Furnishings. The charred remains of three padded chairs and three coffee tables lie atop badly burned rugs in the middle of the floor.

16b. Laboratory

A workbench along the west wall of this area is covered with tools, components, and magical apparatus.

Treasure. The bench holds a set of alchemist's supplies, a poisoner's kit, a healer's kit, and an unlit lantern filled with oil. A recently brewed *potion of invisibility* rests among other vials that contain mundane liquids.

16c. Clean Room

Antimagic. All magic is suppressed here, as if by an *antimagic field* spell.

Tapestry. A tapestry on the south wall depicts a landscape of trees made of tentacles, and floating islands of rock covered with drooling mouths and bloodshot eyeballs (see "Treasure" below).

This room is used to rid objects and creatures of undesirable magical energy that might destabilize a sensitive experiment. In addition to the antimagic effect always active in the room, any creature that passes through this area has any magic items it carries and any magical effects active on it suppressed for 1d4 minutes after it exits. *Detect magic* cast from outside the room does not detect the antimagic field.

Treasure. The tapestry weighs 30 pounds and is worth 250 gp (assuming the characters can find a buyer who appreciates its disturbing, otherworldly imagery).

17. Vertrand's Room

Vertrand. A bald, elderly man (Vertrand Shadowdusk) sits at a writing desk to the north, his back to the doorway.

Bed. A simple bed stands against the south wall.

Tapestry. A tapestry hanging on the east wall depicts noble members of the Shadowdusk family, their features distorted in unnatural and frightening ways. (Close examination reveals that the tapestry has been damaged by mold, rendering it worthless.)

Vertrand has smooth flesh where his eyes should be, for he surrendered his ocular orbits to a Far Realm entity in exchange for blindsight. Having foreseen the arrival of intruders, Vertrand has elected to face them alone. "Death owns us all," he says, before rising to his feet and unleashing his destructive spells.

Vertrand is a human **archmage**, with these changes:

- Vertrand is chaotic evil and speaks Abyssal, Common, Deep Speech, and Undercommon.
- He has blindsight out to a range of 60 feet, but is blind beyond this radius.
- He has the *confusion* spell prepared instead of *banishment*.

Vertrand's desk holds writing implements and handwritten notes written by Vertrand before he lost his eyes. The notes are difficult to follow and require a successful DC 20 Intelligence (Investigation) check to decipher. The notes detail Vertrand's research into magical vortices, and how to widen and destabilize planar portals.

Treasure. Vertrand's spellbook is in the desk's top drawer. It contains all the spells he has prepared, plus *legend lore*, *conjure elemental*, and *planar binding*. The spells are written out using a form of Braille script.

18. Berlain's Suite

A horribly disfigured mage named Berlain Shadowdusk claims these chambers.

18a. Study

Furnishings. A black stone desk stands to the south. Next to the desk is a slender stone lectern with an open book resting on it.

Tapestry. A tapestry covering the east wall shows a tentacled creature from nightmare stuffing a number of naked, terrified humanoids into its black maw.

Berlain's notes, strewn across her desk, are a blend of arcane esoterica and insane pronouncements. All of it paints a picture of horrific experiments performed on living humanoids. A recently scrawled annotation laments a lack of fresh subjects that is stalling her work.

Treasure. Berlain's spellbook rests atop the lectern. It contains all the spells she has prepared, plus *fireball* and *modify memory*.

The tapestry weighs 40 pounds and is worth 250 gp (assuming the characters can find a buyer who appreciates its disturbing imagery).

18b. Bedchamber

Furnishings. A chest of drawers and a bed heaped with pillows stand along the west wall. A sitting area with comfortable chairs is set up against the east wall.

Monsters. A mutated humanoid (Berlain Shadowdusk) sits on the edge of the bed, patching gashes in her robe. Floating nearby are two **grells**.

A little over a year ago, Berlain and her brother Korva briefly entered the Far Realm, whereupon they became fused into a single physical form. This merging obliterated most of Korva's body and personality, leaving Berlain with an extra mouth and an extra set of arms that once belonged to her brother. She also inherited a few of his internal organs and personality traits. She can speak using one or both of her mouths.

Berlain has dirty blonde hair, piercing dark eyes, and two mouths where one would normally be—one below the other, canted at an angle. Sprouting from her misshapen shoulders are two pairs of arms—her original limbs above those of her brother. She wears a poorly stitched robe made from other garments and designed to fit her mutated form.

Berlain has a close kinship with Vertrand, and the two wizards work well together. Berlain has no interest in forging alliances with visitors and tries to capture intruders for use as experimental subjects.

Berlain is an **archmage**, with these changes:

- Berlain is a chaotic evil aberration who speaks Common, Deep Speech, Grell, and Undercommon.
- She has the *polymorph* spell prepared instead of *banishment*.
- As a bonus action, she can use her extra mouth and arms to cast any cantrip she has prepared.

The grells serve as Berlain's valets, and she communicates with them in their own language. The grells try to grapple and subdue intruders on sight.

Treasure. The chest of drawers contains torn-up scraps of clothing. In the bottom drawer is an unlocked coffer containing 300 gp, a polished crystal orb carved to look like a glistening doppelganger eyeball (usable as an arcane focus), and a *spell scroll* of *flesh to stone*.

19. Shadowdusk Hold Fresco

This chamber is empty except for a dusty fresco on the north wall. Measuring 30 feet long by 15 feet tall, it depicts a stately, ivy-covered mansion and estate that once stood in Waterdeep—the original Shadowdusk Hold.

Situated in small niches that form the mansion's windows are tiny, 3-inch-tall painted wooden busts representing members of the Shadowdusk household circa 1355 DR. Characters who have seen other depictions of Arandraya, Maelweene, Yarlithra, and Xerrion Shadowdusk recognize their tiny likenesses alongside the busts of other family members and servants. Two window niches are noticeably empty, because Zalthar has removed the busts within (see area 34a).

20. Pillared Hall

Stone pillars support the flat, 40-foot-high ceiling. Every sound here is amplified, such that even a whispered voice or soft footstep can be heard throughout areas 20a, 20b, and 20c. Dexterity (Stealth) checks to move silently through the area are made with disadvantage.

20a. Central Chamber

Guards. Five invisible **will-o'-wisps** patrol this area.

Dais. Five steps lead to the top of a stone dais, at the back of which is a set of gold-plated double doors that open into area 22.

If visitors arrive unannounced, the will-o'-wisps become visible and impatiently question the new arrivals. Characters must present a plausible reason for their presence and succeed on a DC 20 Charisma (Deception or Persuasion) check to convince the will-o'-wisps not to attack them. If they don't like what they hear, three of the wisps attack. The other two break away to warn Vertrand (area 17) and Berlain (area 18b), who, along with Berlain's grell valets, converge on this area. If a battle erupts here, the nothics in area 20b join the fray.

20b. West Atrium

Five **nothics** hide behind the pillars in this area. They fight alongside the will-o'-wisps in area 20a but avoid combat otherwise. If the characters attack the nothics, any will-o'-wisps in area 20a come to the nothics' aid.

20c. East Atrium

This side chamber is unoccupied.

21. Parlor

Simple yet comfortable furniture is set around this dusty parlor, which has not seen much use in recent years. A sideboard standing against the northwest wall has a large, steel-framed mirror mounted above it.

22. Torm's Shrine

Altar and Fresco. Three steps ascend to an alcove holding a stone altar. The wall behind the altar bears a fresco of a large white gauntlet (the symbol of Torm).

Statues. Standing in the "tips" of the crescent-shaped room, flanking the altar, are a pair of life-size stone statues that depict human paladins clad in plate armor. (The statues resemble Dezmyr and Zalthar Shadowdusk as they appeared when they were alive.)

23. Meditation Rooms

Shadowdusk family members use these rooms for silent reflection and contemplation.

23a. Outer Sanctum

Soft cushions and woven mats adorn the floor of this fragrant room. Brass censers hold cones of unlit incense. A secret door in the southeast wall leads to area 23b.

23b. Black Crystal Tablet

This chamber contains no light sources and is unnaturally dark. Any bright light that shines into this room or inside it is reduced to dim light, and dim light is reduced to darkness. Darkvision functions normally here.

A stone table rests against the wall opposite the door. A tablet made of black crystal inscribed with strange writing rests on the table. The tablet is cold to the touch, and its writing appears to writhe.

Treasure. Xerrion Shadowdusk originally used the tablet to contact beings of the Far Realm. Other family members have used it for similar purposes over the years. It weighs 11 pounds and measures 7 inches wide, 13 inches tall, and 2 inches thick.

The *black crystal tablet* is a legendary magic item that requires attunement by a creature that has proficiency in the Arcana skill. Any creature that attunes to the tablet must make a DC 20 Wisdom saving throw at the end of its next long rest. On a failed save, the creature becomes afflicted with a random form of long-term madness (see "Madness" in chapter 8 of the *Dungeon Master's Guide*).

As an action, a creature attuned to the *black crystal tablet* can use it to cast *eyebite* or *gate* (the portal created by this spell links to the Far Realm only). After the tablet is used to cast a spell, it cannot be used again until the next dawn.

24. Nothic Warrens

This wing of Shadowdusk Hold serves as the home of family members whose mad thirst for arcane knowledge transformed them into nothics.

24a. Communal Area

Twelve **nothics** gather here and glare suspiciously at strangers while spouting nonsense among themselves. If the characters do anything to startle the nothics, they attack; otherwise, the nothics let characters pass through this room unmolested.

24b. Peek-a-Boo

Two **nothics** cower beneath mounds of rotting tapestries piled against the east wall. The nothics sheepishly observe passersby and avoid combat.

24c. Rotting Refuse

The nothics throw garbage here, including the half-eaten corpses of rats, bats, and other vermin. The shredded remains of a tapestry depicting the city of Waterdeep hang on the south wall.

25. Abandoned Chamber

This room served as quarters for members of the Shadowdusk family until they became nothics. Nothing remains except for splintered furniture and a shredded, unidentifiable tapestry hanging on the west wall.

26. Hoarded Secrets

The nothics steal books and store them in this chamber, the features of which are as follows:

Tapestry. A tapestry depicting silhouetted figures standing before a starry sky covers the west wall.

Towers of Books. Stacks of books are set around the room, some rising almost to the ceiling.

Treasure

A search of the stacks turns up four profoundly philosophical texts worth 250 gp each to an interested sage. Their titles are *Patterns in the Tapestry of Time*, *The U'keth Prophecies*, *Whispers of a Bygone Truth*, and *Tales of Existential Dread*.

The tapestry features a stunning night sky set with pearls and diamond chips as stars, but the constellations match none known in Faerûn. The tapestry is worth 2,500 gp and weighs 30 pounds.

27. Privy

This room contains several filthy latrine stalls and is caked in waste. The Shadowdusks use chamber pots that the nothics empty into this area. The nothics use the privy with no regard for its condition.

28. Legacy of Xerrion

Two sets of double doors lead to this hall, and opening either set alerts the creatures on guard here. The hall's contents are as follows:

Slaadi. Four invisible **death slaadi** stand guard next to the northernmost pillars. The slaadi serve at the pleasure of Dezmyr and Zalthar, and they attack intruders on sight.

Fresco. Two stone benches arranged side by side in the middle of the hall face a colorful fresco on the north wall. The fresco, 30 feet long by 15 feet tall, depicts a slender, middle-aged human wizard (Xerrion Shadowdusk) standing before a magic portal with tentacles pouring out of it. The wizard is smiling, and clutched in his arms is a black crystal tablet.

29. Landing

Statue. To the north is a 10-foot-tall statue of a grimacing man being crushed to death by stony tentacles erupting from the floor.

Stairs. To the south, a spiral staircase descends 50 feet to area 30a.

Tier 3

The unnatural corruption of the Far Realm pervades the deepest level of Shadowdusk Hold. Any creature other than a denizen of the hold that finishes a long rest in this tier must make a DC 15 Wisdom saving throw. On a failed save, the creature gains no benefit from the rest and is afflicted with a random form of long-term madness (see "Madness" in chapter 8 of the *Dungeon Master's Guide*).

30. Lower Halls

The staircase from tier 2 ends before these halls, which look older than the rest of Shadowdusk Hold.

30a. Shadowdusk Hall

House Crest. Set into the middle of the floor is a 20-foot-diameter disk of purple stone, inscribed upon which is the Shadowdusk crest: a lit torch with three trailing embers, its orange flame pointed toward the double door to the west.

Mosaics. The 40-foot-high, vaulted ceiling bears peeling mosaics of cloudy, dramatically lit skies.

Scorch Marks. The walls and pillars have numerous scorch marks.

Statues. Four 8-foot-tall statues of human nobles stand in wide alcoves to the north and south.

A character who succeeds on a DC 20 Intelligence (Investigation) check can ascertain that the scorch marks on the walls and pillars were made by a blue dragon's breath weapon. Years ago, Halaster lured a dracolich named Lynnorax to Shadowdusk Hold. Dezmyr and Zalthar pressed the dracolich into service. The dracolich waits for intruders in area 40 and guards the death knights' vault (area 41).

The statues in the northern alcoves depict Arandraya and Maelweene Shadowdusk. The statues to the south depict their brother, Xerrion, and their other sister, Yarlithra. Each statue stands atop a 2-foot-high block of stone that bears an inscription of the noble's name.

Secret Door. A locked secret door is hidden in the wall next to the statue of Xerrion in the southwest alcove. A character who examines the statue and succeeds on a DC 20 Wisdom (Perception) check notices that one of the rings on Xerrion's left hand can be twisted around his finger. Turning the ring unlocks the secret door and causes it to swing open into area 37.

30b. Family Crypts

This arched, 15-foot-high hall is lined with alcoves. Each alcove contains a dusty stone casket holding the remains of a dead Shadowdusk family member, but no treasure.

31. Approach to Madness

The Far Realm has twisted these rooms, causing the lines where floor, walls, ceiling, and pillars meet to appear warped.

31a. Warped Foyer

This chamber is lined with twisted columns that seem to change shape slightly every few minutes.

31b. Threshold of Insanity

Far Realm Proximity. A strange energy can be felt emanating from the double door to the west. The closer a creature comes to the doors, the more uneasy it feels.

Slaadi. Four invisible **death slaadi** stand in front of the double door leading to area 32. The slaadi serve at the pleasure of Dezmyr and Zalthar, and they attack intruders on sight.

Tapestry. A tapestry on the east wall depicts a group of humans twisting, warping, and melting into one amorphous, blasphemous entity.

Treasure. The tapestry weighs 50 pounds and is worth 750 gp to one who appreciates such horrid decor.

32. Far and Gone

The curving west wall of this room is a seething mass of color and sickly light—a partially breached portal to the Far Realm. Creatures can't physically pass through the portal, but the Far Realm's influence bleeds out into the Material Plane from this place. A character can ascertain the true nature of the portal with a successful DC 20 Intelligence (Arcana) check.

Any creature that comes into contact with the back wall must succeed on a DC 20 Wisdom saving throw or become charmed by the wall for 1 minute. While charmed in this way, the creature is stunned and stares at the wall, absorbing the power and madness of the Far Realm. The effect ends if the creature takes damage, or if another creature uses an action to shake or slap it. When the effect ends, the creature that was charmed gains a random form of indefinite madness (see "Madness" in chapter 8 of the *Dungeon Master's Guide*).

33. Shrine

Zalthar maintains this area as a shrine to his sister Dezmyr. Her painted likenesses—both as she was in life and as a death knight—hang in frames on every wall.

34. Zalthar's Chambers

Zalthar languishes in these chambers, shunning all other creatures except his sister.

34a. Zalthar Shadowdusk

Furnishings. This room is furnished with several chairs and sofas, all covered in dust and cobwebs.

Easel. A wooden easel stands in the northeast corner, draped in a black cloth. (Under the cloth, resting on the easel, is a half-finished portrait of Dezmyr as she was in life, lying nude on a bed of tentacles.)

Zalthar. Seated in a chair, facing the northern and western doors, is Zalthar Shadowdusk—a death knight in

black armor. In his withered hands, he holds two tiny painted wooden figurines (busts of himself and his sister as young children, which he took from the fresco in area 19).

The adventurers catch Zalthar in a moment of reflection, and he considers their presence an affront. He is a **death knight**, with these changes:

- Zalthar wields a *nine lives stealer* longsword with 5 charges remaining. He has a +13 bonus to hit with the weapon. On a hit, he deals 11 (1d8 + 7) slashing damage, or 12 (1d10 + 7) slashing damage if used with two hands, plus 18 (4d8) necrotic damage.
- He has the *locate creature* spell prepared instead of *banishment*.
- He speaks Abyssal, Common, and Deep Speech.

When intruders enter the room, Zalthar stands, draws his sword, and says, "Dezmyr foretold your arrival. I've been waiting for you." He then tries to destroy them.

34b. Black Obelisk

This 20-foot-high room contains a single object: a 15-foot-tall, tapered obelisk of black stone situated in the middle of the room.

The Shadowdusks found the obelisk on another level of Undermountain and brought it here after subjecting it to Far Realm energies. It radiates a strong aura of abjuration magic under the scrutiny of a *detect magic* spell or similar magic, and a paladin using Divine Sense can detect a celestial presence trapped within it.

Characters who have a combined Strength of 60 or higher can topple the obelisk, which is a Huge object with AC 17, 90 hit points, and immunity to poison and psychic damage. Toppling or destroying the obelisk releases a **couatl** trapped within. The couatl, named Tezca-Zyanya, appears in the form of a Tiny yellow frog. Using its telepathy, the disguised couatl thanks the characters for releasing it. Exposure to the Far Realm has deprived the couatl of its memories, including those that would explain its entrapment and the purpose of the obelisk.

If the party includes no evil characters, Tezca-Zyanya offers to accompany its rescuers and assist them until its services are no longer required. It continues to pass itself off as a frog until circumstances force it to reveal its true form. Trapped in the obelisk for millennia, it knows nothing about Undermountain or Waterdeep.

35. Eyes of Stone

This chamber is the only means by which characters can enter level 23 of Undermountain.

Arch. A stone arch is embedded in the east wall between the two arms of the chamber. The arch's keystone is carved with the visage of Halaster, whose eyes follow any creature that approaches the arch.

Petrified Beholder. In the northern arm of the room, a petrified beholder sprawls on its side on the floor.

The beholder has been here longer than the Shadowdusks. If released from its petrified state with a *greater restoration* spell or similar magic, it attacks other creatures indiscriminately.

Arch Gate to Level 23

The arch is one of Halaster's gates (see "Gates," page 12). Its rules are as follows:

- If any creature touches the arch, the face shouts out in Common: "Yield magic for safe passage!" A stone arm with a flat, outstretched hand then rises from the floor before the arch. If a magic item of at least uncommon rarity is placed into the hand, it sinks back into the floor with the item, which is teleported to Halaster's study in area 37 of level 23. The gate then opens for 1 minute. If an appropriate magic item is not placed in the hand within 10 seconds of its appearance, it points to the nearest creature that Halaster's visage can see. That creature must succeed on a DC 22 Constitution saving throw or be petrified.
- Characters must be 17th level or higher to pass through this gate (see "Jhesiyra Kestellharp," page 10). The first creature to pass through the gate triggers an elder rune (see "Elder Runes," page 12).
- A creature that passes through the gate appears in area 1 on level 23, in the closest unoccupied space next to the similar gate located there.

36. Vacant Rooms

The Shadowdusks never visit these rooms. Characters who rest here are unlikely to be disturbed.

36a. Empty Chamber

This room stands empty.

36b. Rubble-Strewn Room

Rubble is scattered across the floor beneath a 20-foot-long, 5-foot-wide gash where part of the ceiling has collapsed.

37. Secret Room

This unlit chamber connects areas 30a and 38c by way of secret doors. The secret doors are readily identifiable and easily opened from inside the room.

Xunderbrok

If the word "xunderbrok" is spoken aloud anywhere in this room, a granite cone magically appears on the floor in the southernmost corner of the room. (See level 6, area 39c, for the significance of this word.) The cone is 4 feet tall and 2 feet wide at the base. Close examination reveals that the top of the cone unscrews to reveal a hollow compartment under the cap.

Treasure. The cone's compartment contains a *potion of giant strength* (cloud) in a stoppered, J-shaped crystal flask worth 25 gp.

38. Dezmyr's Chambers

Dezmyr dwells here, plotting the conquest of Waterdeep and the destruction of her family's ancient enemies.

38a. Memento Mori

Tapestry. A large tapestry depicting the city of Waterdeep hangs on the east wall.

Skull. A charred human skull rests atop a 3-foot-high stone pedestal in front of the tapestry.

The charred skull is all that remains of Dezmyr's mother, Yarlithra Shadowdusk, who perished in the blaze that destroyed the original Shadowdusk Hold in Waterdeep. Dezmyr keeps her mother's skull as a memento to remind her of her ambitions and purpose.

Treasure. Examination of the tapestry reveals that all the flags flapping above the city bear the upright Shadowdusk family crest. The tapestry is worth 250 gp and weighs 50 pounds.

38b. Storage

This room contains unused furniture draped in cobwebs, including a canopied bed and a claw-footed armoire. A headless wooden mannequin in the southwest corner wears a dusty yellow ball gown more than a century out of fashion.

38c. Dezmyr's Sanctum

Dezmyr. Dezmyr Shadowdusk (see below) stands in the middle of the room, clad in ancient armor and joined by six **wraiths** (her counselors).

Portraits. Dozens of framed portraits hang from hooks on the south and west walls. (The portraits represent various members of the Shadowdusk family. All the depictions are warped in subtle ways. Some of the family members have starry eyes, while others have melted flesh or tentacles sprouting from their faces.)

Fresco. A 10-foot-square, tiled fresco on the middle of the east wall depicts Dezmyr and Zalthar Shadowdusk as heavily armored human paladins of Torm, riding on armored horses and brandishing shields. Zalthar's shield is mostly hidden behind his body and horse, but displayed prominently on Dezmyr's shield is the Shadowdusk family crest (a lit, upright torch with three embers trailing off it, set against a purple disk).

Dezmyr is so touched by the Far Realm that she speaks in riddles. As soon as one or more characters enter the room, she says, "The stars turn, and a time presents itself." She then draws her sword and attacks, aided by the wraiths. Dezmyr is a **death knight**, with these changes:

- As a bonus action on her turn, Dezmyr can warp reality, undoing damage dealt to herself or another creature that she can see within 20 feet of her. The beneficiary of this warped reality instantly regains 10 hit points.
- She has the *locate creature* spell prepared instead of *banishment*.
- She speaks Abyssal, Common, and Deep Speech.

Secret Door. Set into the east wall, north of the fresco of Dezmyr on horseback, is a locked secret door. Any character who studies the fresco and succeeds on a DC 20 Wisdom (Perception) check can tell that the family crest on Dezmyr's shield can be rotated. Turning it so that the torch is upside down instead of upright unlocks the secret door and causes it to swing open into area 37.

39. Dracolich's Phylactery

The Far Realm has warped the fabric of this chamber and its current occupant. The contents of this 20-foot-high room are as follows:

Dezmyr Shadowdusk

Undulations. The walls and pillars undulate and bulge, as though the stone were amorphous. (The effect is unnerving but harmless.)

Statue. A deep alcove in the north wall contains a life-size statue whose human features seems to change every few seconds (see "Morphing Statue" below).

Cassiok and Pet. Facing the statue with its back to the rest of the room is a black-robed creature (Cassiok Shadowdusk) leaning heavily on a staff. Next to Cassiok is his loyal pet, a **grick alpha**, and an invisible **gray slaad** that serves as his valet.

Cassiok Shadowdusk is a middle-aged man transformed by prolonged exposure to the Far Realm. Although his head remains human, his body is that of a giant beetle that walks on its hind legs.

Cassiok is an **archmage**, with these changes:

- He is a chaotic evil aberration who speaks Common, Deep Speech, Infernal, and Undercommon.
- He has the *phantasmal killer* spell prepared instead of *banishment*.
- He wears the gray slaad's control gem (a fist-sized gray gem) on a chain around his neck.
- He wields a *staff of power* that grants him a +2 bonus to Armor Class, spell attack rolls, and saving throws. His insectoid physiology prevents him from making melee attacks with the staff.

Shawn Wood

Cassiok is insane and attacks anyone who isn't a member of his family. The grick and the gray slaad defend him. If reduced to 20 hit points or fewer, Cassiok uses his next action to break his *staff of power* in a retributive strike, cursing the characters as he does so.

Morphing Statue

A *detect magic* spell cast on the statue reveals an aura of transmutation magic surrounding it and a powerful source of necromancy magic deep inside it.

Without significantly changing its mass, the statue shifts form every few seconds, becoming various members of the Shadowdusk family and, every so often, depicting Halaster Blackcloak or other humanoid creatures that have come into contact with it over the years. When a humanoid creature touches the statue, it temporarily morphs into that creature before assuming one of its other forms. Regardless of the form the statue takes, its features are slightly deformed, as though carved by an inept sculptor.

Phylactery. Embedded in the heart of the statue is a black sapphire the size of an apple. This gemstone is worth 5,000 gp and serves as the phylactery of Lynnorax the dracolich (see area 40). If the dracolich is slain, its life force becomes trapped in the jewel until it can possess another dragon corpse and rise again. The gem is destroyed if subjected to the fiery breath of an ancient red or gold dragon; it is otherwise impervious to damage. The statue containing the gemstone is a Medium object with AC 17, 40 hit points, and immunity to all damage except force damage.

Treasure

In addition to his *staff of power*, Cassiok carries a spellbook bound in green slaad hide. It contains the spells Cassiok has prepared.

40. Lynnorax's Lair

Ceiling. This room has a 40-foot-high, domed ceiling.
Dracolich. Lynnorax, an **adult blue dracolich**, faces the double door to the east and exhales lightning in that direction as soon as it sees intruders.
Pillars. The four pillars that buttress the ceiling are carved out of black crystal and inscribed with arcane runes.

Lynnorax fights without fear, knowing that its phylactery (hidden in area 39) will preserve its life force if its skeletal body is destroyed.

A *detect magic* spell reveals auras of abjuration magic around the crystal pillars, which grant the dracolich a damage threshold of 40. While in this room, the dracolich doesn't take damage from any single source unless that damage is equal to or greater than its damage threshold, in which case it takes the damage as normal. Damage that fails to meet or exceed the dracolich's damage threshold is magically negated by the pillars. Each time the pillars negate damage to the dracolich, their arcane runes glow brightly.

The dracolich loses the pillars' protection it leaves the room, so it prefers to fight here.

Each pillar is a Huge object with AC 13, 60 hit points, and immunity to poison and psychic damage. Destroying a pillar reduces the dracolich's damage threshold by 10.

41. Shadowdusk Vault

The Shadowdusks store their family's wealth here. The walls climb 15 feet vertically before angling inward, coming to a point 30 feet above the floor. The room's contents are as follows:

Hoard. Treasure is piled in the middle of the room.
Statues. Three statues stand in shallow alcoves. Each depicts a monstrously warped humanoid.

Each statue is roughly 6 feet tall and shows a human figure in robes, standing with arms outstretched. Each one has been warped by the power of the Far Realm:

- The western statue has a mass of tentacles where a normal creature's head would be.
- The face of the southern statue has been replaced with a chisel-toothed maw, and its arms resemble oily pseudopods. The head of the eastern statue has begun to flow and melt, but it is still recognizable as Halaster.

Treasure

The treasure hoard consists of the following:

- 2,200 pp, 24,800 gp, and 14,000 sp
- Three gemstones amid the coins: a topaz (500 gp), a star ruby (1,000 gp), and a jacinth (5,000 gp)
- A tiny, incandescent blue sphere easily mistaken for a magic gemstone (actually an *ioun stone of insight*)
- A child's rocking horse, half scorched by fire, with a gold music box (750 gp) tucked in a small compartment under the hinged saddle

Aftermath

Any humanoid member of the Shadowdusk family killed on this level returns as a **will-o'-wisp** unless certain precautions are taken (see "Exploring This Level," page 278).

If Zalthar and Dezmyr are destroyed, they eventually re-form as death knights are wont to do. Their ambition and hatred burn too fiercely for them to be able to give up their dreams of conquest, and they are too corrupted by the Far Realm to be redeemed.

If they return to find the rest of their family destroyed, the death knights expand their hatred to include the adventurers who dared oppose them. Out of desperation, the twins try to forge alliances with other denizens of Undermountain, such as the drow of House Auvryndar or House Freth, the mind flayers of Seadeeps (level 17), or the cult of Shar in Vanrakdoom (level 18). If no such allies remain, Dezmyr and Zalthar look deep into the Underdark and the Far Realm, drawing forth aberrant horrors by offering them promises of a new life in Undermountain.

Level 23: Mad Wizard's Lair

Halaster makes his home in the lowest level of Undermountain, which is optimized for four characters of 17th level or higher. Characters who defeat the monsters on this level should gain enough XP to reach 20th level.

Who Dwells Here?

In addition to Halaster, two of the Mad Mage's apprentices reside on this level: Arcturia and Trobriand.

Halaster Blackcloak

If the adventurers have made their way to this level, Halaster is equal parts impressed and curious. He is ready to grant the characters an audience, having kept an eye on their progress. True to the nature that earned him the moniker "Mad Mage," Halaster's demeanor toward the characters can change on a whim. He might alternate between seeming furious, baffled, annoyed, amused—or simply bored, depending on what the characters have accomplished before reaching this level. See appendix A for more information on the Mad Mage.

If the characters and their actions support Halaster's current goal (see "Halaster's Goals," page 11), the Mad Mage is not necessarily hostile. For example, if his primary goal is to find an apprentice, Halaster has kept an eye on any arcane spellcasters in the party. He might suggest that those characters prove their worth by surviving the Mad Wizard's Lair and "freeing up" an apprenticeship by eliminating Arcturia or Trobriand. If this is done, Halaster is willing to take on an appropriate character as a new apprentice. Halaster has no sentimental attachment toward his apprentices, and he often enjoys secretly tormenting them.

Arcturia

Arcturia is a lich and a master of transmutation magic. She has altered her form dramatically over the years, now appearing more alive than undead. Gossamer wings sprout from her shoulders, and bone spurs jut from her forearms and elbows.

If the characters destroyed her phylactery on level 14, Arcturia attacks them on sight. She has no beef with them otherwise.

Trobriand the Metal Mage

Trobriand specializes in the creation of magical constructs. Characters who have passed through the upper levels might have encountered some of his creations.

Fed up with the frailty of the flesh, Trobriand has transferred his spirit into the body of a specially prepared iron golem. This merging of spirit and metal has done nothing to improve his sanity, however.

The Dungeon

Locations in the dungeon portion of this level (areas 1 through 21) are keyed to map 23. No tunnels or staircases connect this dungeon complex to the upper levels of Undermountain. Characters arrive in area 1 after passing through a gate in Shadowdusk Hold (area 35 on level 22).

SCOTT MURPHY

1. No Retreat

Arch. The north wall is set with a stone arch, its keystone bearing Halaster's visage whose animated eyes follow any creature that approaches the arch. Carved into the wall above the keystone is a sigil.

Statue. An alcove to the south contains a life-size, painted stone statue of Halaster perched atop a 4-foot-tall granite plinth like a vulture, squatting with arms outstretched and fingers curled like talons, as though ready to leap down and claw at anyone who stands before it (see "Halaster Statue" below).

Frescoes. Six 10-foot-square painted frescoes adorn the walls around the arch: two flanking the arch on the north wall, two side by side on the west wall, and two side by side on the east wall. Each fresco displays a magically animated image of Halaster performing one or more mundane activities: stretching and yawning, juggling rods, sweeping the floor with a broom, trying to escape from a straitjacket, doing handstands, and shadowboxing.

Secret Door. Hidden behind the fresco that depicts Halaster stretching and yawning is a secret door.

Targeting an animated fresco with a *dispel magic* spell has no effect other than to cause Halaster's image to silently mock the spell's caster. The images become motionless while in the area of an antimagic field.

Arch Gate to Level 22

The sigil inscribed above the arch is Halaster's personal rune. Both it and the face carved into the keystone are harmless.

Halaster can open the gate for 1 minute by touching the arch. The gate cannot otherwise be opened from this side. A creature that passes through the gate appears in area 35 on level 22, in the closest unoccupied space next to the gate located there.

Halaster Statue

Anytime a creature other than Halaster tries to cast a spell in this room, the statue's arms animate and perform the quick series of somatic gestures needed to cast *counterspell*. After casting its spell, the statue reverts to its inanimate state until triggered again. The counterspell attempt succeeds automatically.

The statue is a Large object with AC 17, 50 hit points, and immunity to all damage except force damage. The statue falls to pieces and loses its spellcasting ability if it is reduced to 0 hit points. Destroying the statue triggers a *magic mouth* spell; the mouth appears amid the shattered remains and says, "Is this the end of Halaster Blackcloak? Ha! I think not."

2. Reversed Library

Everything in this room is upside down because gravity in the room is magically reversed. The room is furnished thusly:

Bookshelves. The walls are lined with upside-down bookshelves, fully stocked with upside-down history books from the many parts of the world Halaster has explored.

Desk. In the middle of the 15-foot-high ceiling is an upside-down desk topped with a stack of tomes held between two golden, upside-down bookends shaped like bulettes bursting out of the ground.

The reverse gravity field can't be negated, though it is suppressed within an antimagic field. Unless anchored, held down, or affected by a *fly* spell or similar magic, any creature or object that enters this room falls up toward the ceiling.

The desk is empty except for the array of nine books held between the bulette-shaped bookends. Eight of the books contain essays pertaining to the eight schools of magic, one book dedicated to each school. The cover and the pages of the ninth book appear blank.

Placing the other books in alphabetical order by school of magic between the bookends causes Halaster's rune to appear on the cover of the ninth book and spells to appear on its pages. This tome is one of Halaster's spellbooks (see "Treasure" below).

Treasure

The gold bookends are worth 500 gp for the pair, while the eight books detailing the schools of magic are worth 100 gp each.

Halaster's spellbook contains the following spells: *Bigby's hand*, *color spray*, *crown of madness*, *enlarge/reduce*, *fabricate*, *false life*, *gaseous form*, *gust of wind*, *hold monster*, *ice storm*, *jump*, *maze*, *Otto's irresistible dance*, *reverse gravity*, *sleet storm*, and *weird*.

3. Talking Heads

This 10-foot-high room has wooden shelves covering the walls from floor to ceiling. Hundreds of wide-mouthed jars line the shelves, each containing a severed head floating in brine.

The heads in the jars are specimens that Halaster has collected throughout Undermountain: goblins, drow, kuo-toa, duergar, troglodytes, githyanki, mind flayers, and other creatures. Although detached from their bodies, the heads remain alive and sedate as a result of Halaster's magic. Tapping on a jar is enough to stir a head to consciousness. The heads speak only the languages they knew in life and have no recollection of how they ended up in their disembodied state. A character can prompt a head for information, which it's happy to provide. Each head shares one Undermountain secret determined by drawing a card from the Secrets Deck (see appendix C). A head can also confirm that Halaster spends a lot of time on this level of Undermountain.

Removing a head from a jar or removing a jar from this room ends the magic that animates the head, which immediately dies.

4. Helmed Horrors

Six **helmed horrors** float in the alcoves marked H on map 23. These constructs attack intruders on sight and fly after those who flee.

Teleportation pillars

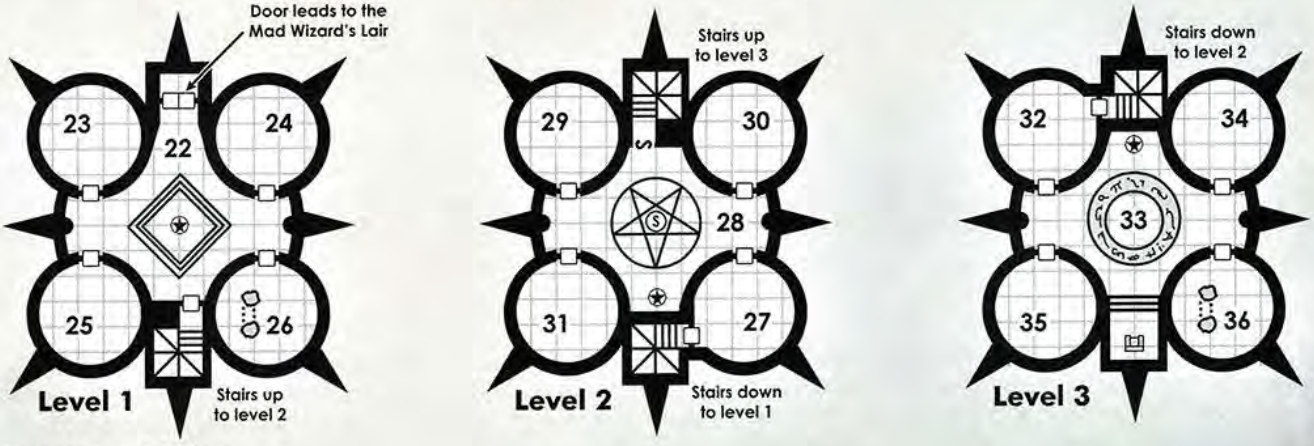
Tunnel leads to expanded dungeon

Tunnel leads to expanded dungeon

Door leads to Halaster's tower

1 square = 10 feet

Halaster's Tower



1 square = 10 feet

TIM HARTIN

Map 23: Mad Wizard's Lair

5. Magical Repository

Ceiling. This room has a 30-foot-high vaulted ceiling.

Statues. Four statues, each one carved to look like a 20-foot-high purple worm bursting up through the floor, fill the corners of the room. (These statues are harmless.)

Dome. A deep, 20-foot-high alcove in the north wall contains four **invisible stalkers** trapped inside an invisible, dome-shaped wall of force rising from the floor. (Any items that Halaster removed from the mine carts in level 15, area 1, lie on the floor inside the dome. The dome appears to contain nothing else.)

The dotted circle on map 23 marks the edge of the dome, which was created by a *wall of force* spell made permanent by Halaster. The dome can't be dispelled by *dispel magic*, but a *disintegrate* spell destroys it, freeing the invisible stalkers within.

The invisible stalkers attack any creature other than Halaster that enters the dome using magic (such as a *dimension door* or *misty step* spell). They also attack if the dome is destroyed. The stalkers like to gang up on one opponent at a time.

6. Wizardly Wards

A trapped hall (area 6a) guards two of Halaster's vaults (areas 6b and 6c).

6a. Lightning Pillars

This two-chambered hall has a 20-foot-high ceiling supported by ten copper-plated pillars of iron. The pillars generate arcs of magic lightning, as well as bolts that leap from one pillar to another. Creatures standing outside the hall are safe, as are creatures within the 20-foot-square space marked on map 23. A creature that ends its turn in any other space in the hall is struck by lightning from the nearest pillar and must make a DC 15 Dexterity saving throw, taking 22 (4d10) lightning damage on a failed save, or half as much damage on a successful one.

A character who uses an action to study the pillars and succeeds on a DC 20 Intelligence (Investigation) check notices a pattern in the lightning discharges and gains advantage on saving throws made against the pillars. In addition, the character identifies the safe space in the middle of the hall.

6b. Angelic Shield

Mounted on the door to this chamber is a bronze knocker shaped like Halaster's mad visage, his beard entwined around the knocker's ring-shaped handle. A tiny bronze plaque mounted below the knocker reads in Common, "Knock first before entering."

Using the knocker triggers a *glyph of warding* spell cast at 8th level. The glyph creates a 20-foot-radius sphere of magical flame. Each creature in the area must make a DC 22 Dexterity saving throw, taking 45 (10d8) fire damage on a failed save, or half as much damage on a successful one. The tiny glyph can be found on the backside of the knocker's handle with a successful DC 22 Intelligence (Investigation) check.

Shield. The room is empty except for a steel shield hanging on the south wall. The shield is cast in the form of a serene, angelic visage wreathed in bronze feathers.

A *detect magic* spell reveals an aura of abjuration magic around the otherwise ordinary shield, inside which is trapped a **pit fiend** named Kastzanedes. Any ability that detects the presence of fiends, such as a paladin's Divine Sense class feature, reveals the presence of such a creature bound within the shield.

If an *identify* spell is cast on the shield, or if it is brought within 10 feet of its sister shield in area 9b, the pit fiend is released. It appears within 5 feet of the shield's bearer or in the nearest unoccupied space. The freed pit fiend attacks any other creatures it can see, targeting celestials above all others.

While trapped in the shield, the pit fiend can communicate telepathically with the shield's wielder. It pretends to be a sentient magic item that is unwilling to disclose its secrets, trying to goad the characters into casting *identify* on it. If that tactic doesn't work, the pit fiend tries to talk the shield's wielder into undertaking a quest to find its sister shield. The pit fiend suspects that the other shield is nearby, but does not know its location.

6c. Components Storeroom

This room contains wooden trestle tables laden with material components for spells, including linen-wrapped slabs of butter, casks of licorice root shavings, bottles of snake tongues, a terrarium filled with glowworms, and wax-sealed jars of rotting eggs.

7. Teleportation Pillars

Eight black marble pillars form a circle in this 20-foot-high room. Carved into each pillar is a symbol representing one of the eight schools of magic (Abjuration, Conjuration, Divination, Enchantment, Evocation, Illusion, Necromancy, and Transmutation).

The first time a character enters the circle of pillars, a *magic mouth* spell activates on the floor and speaks the following riddle in Common before vanishing:

A crown festooned my dwarven brow.
I rest beneath the mountain now.
Who am I?

The answer is "Melair," the dwarf king who is buried on level 6. The characters can use divination magic to determine the correct answer if they can't work it out.

Speaking Melair's name aloud while standing in the room causes the symbols on the pillars to glow bright colors. The symbols continue to glow for 1 minute. During that time, any creature that enters the area inside the pillars or starts its turn there is teleported to a similar location in area 8, along with anything it is wearing or carrying.

8. Teleportation Pillars

Eight black marble pillars stand in a circle near the walls of this 20-foot-high room. A fist-sized yellow sapphire is embedded in each of the five easternmost pillars at a height of 10 feet, such that all five gemstones face inward. Each of the remaining three pillars, in the west side of the room, bears an empty indentation where a

similar gem is meant to be placed. The three missing gems can be found in area 17.

When all eight yellow sapphires are placed in their pillars, they glow brightly as the pillars' magic activates. Any creature that enters the area inside the pillars or starts its turn there is teleported to a similar location in area 7, along with anything it is wearing or carrying.

The sapphires can be pried from their fixtures, but removing even one of them deactivates the pillars.

Treasure

The yellow sapphires are worth 1,000 gp each.

9. Vaults

These chambers have 15-foot-high, flat ceilings.

9a. Hall of Staffs

Mosaics. Tiled mosaics depicting a variety of magic staffs cover the walls. (Hidden behind a mosaic depicting a *staff of thunder and lightning* is a secret door.)

Dead End. Part of the eastern wall has been obliterated, leaving behind a jagged dead-end tunnel.

The mosaic of the *staff of thunder and lightning*, unlike the others, is cracked and scorched. If this section of wall is targeted by any effect that deals lightning or thunder damage, the secret door hidden behind the mosaic swings opens into area 9b. *Knock* spells and similar magic have no effect on the secret door, but a *disintegrate* spell destroys it. No amount of physical force can open the secret door from this side, but the door opens easily from area 9b.

9b. Diabolical Shield

Hanging on the west wall of this otherwise empty 15-foot-high room is a steel shield cast in the form of a scowling devil's face wreathed by bronze flames.

A *detect magic* spell reveals an aura of abjuration magic around the otherwise ordinary shield, inside which is trapped a **deva** named Aryx. While trapped in the shield, Aryx can't communicate with anyone. Any ability that detects the presence of celestials, such as a paladin's Divine Sense class feature, reveals the presence of such a creature bound within the shield. If a *dispel evil or good* spell is cast on the shield, or if the shield comes within 10 feet of a fiend, the deva is released, appearing within 5 feet of the shield or in the nearest unoccupied space. Once freed, the deva uses its *detect evil and good* spell to determine if there are any evil creatures in its presence. If so, Aryx attacks them, targeting fiends above all others.

Aryx was sent by Tyr, the god of justice, to talk some sense into Fazrian, the fallen planetar on level 21. Before Aryx could approach Fazrian, however, Halaster trapped the deva in the shield. Aryx must complete its mission before it can return to Tyr's heavenly realm. If the characters claim to have killed Fazrian or helped the planetar achieve atonement, the deva uses a *commune* spell to verify as much. If the characters speak the truth, Aryx shows its gratitude by granting each party member a *blessing of health* (see "Supernatural Gifts" in chapter 7 of the *Dungeon Master's Guide*). If the characters have not yet dealt with the fallen planetar on level 21, Aryx offers to fight alongside the party until such time as it can leave this level and complete its mission, provided the characters aren't predominantly evil. If the characters help Aryx defeat Fazrian later on, the deva shows its gratitude by bestowing upon them the *blessing of health*.

10. Arcane Display

These areas have 20-foot-high, arched ceilings.

10a. Zigzagging Gallery

Characters who make a loud racket in this hall attract the seven **flameskulls** in area 10b. The features of this hall are as follows:

Chandeliers. Radiant crystal chandeliers levitate near the ceiling.

Paintings. Paintings line the walls. They come in many sizes and have gilded frames.

The hall contains three chandeliers, their locations marked on map 23. Each chandelier magically sheds bright light in a 20-foot radius and dim light for an additional 20 feet. A chandelier can bear up to 150 pounds of additional weight before falling. Casting *dispel magic* on a chandelier causes it to go dark and fall to the floor with a loud crash.

The paintings are stuck to the walls with *sovereign glue* and require *universal solvent* to remove without destroying them. A *detect magic* spell reveals an aura of illusion magic around each painting, of which there are hundreds. Half of them are portraits of Halaster, looking as demented as ever in his *robe of eyes*. About a quarter of them are portraits of other wizards (former apprentices). The remainder are paintings of unknown people with the heads of small beasts (badgers, mice, rabbits, birds, fish, and so forth). The paintings' eyes (including the eyes on Halaster's robes) seem to follow visitors as they move through the hall—a minor magical illusion.

10b. Shield Trap

Flameskulls. Unless they were drawn to area 10a, seven **flameskulls** float here, their green flames the only sources of light in this room.

Decor. More paintings like the ones in area 10a line the walls. A golden shield encrusted with gemstones hangs on the south wall among the paintings.

Halaster made the flameskulls from the skulls of wizards who tried and failed to become his apprentices. They attack intruders on sight, bombarding them with *fireball* spells in the first round of combat. The flameskulls pursue intruders that flee, using their *mage hand* spells to open doors if needed.

Hanging on a stone peg that juts from the wall, the gold-plated shield is etched with arcane runes. A *detect magic* spell reveals an aura of necromancy magic radiating from the shield. A character who examines the runes and succeeds on a DC 18 Intelligence (Arcana) check can ascertain that the runes give the shield the magical ability to trap creatures inside it.

Any creature that touches the shield must succeed on a DC 18 Wisdom saving throw or become trapped inside it, along with everything the creature is wearing or carrying. The shield displays a faint image of the trapped

Scaladar

creature in its reflective outer surface. The shield can trap only one creature at a time. Whenever it traps a new creature, the shield releases its current prisoner, which appears in an unoccupied space as close to the shield as possible.

A creature trapped in the shield can do nothing except attempt a DC 18 Charisma saving throw at the end of each of its turns. On a successful save, the creature is released and appears in an unoccupied space as close to the shield as possible. On a failed save, the creature takes 31 (7d8) necrotic damage. If this damage reduces the trapped creature to 0 hit points, its body is destroyed as its soul is released into the afterlife.

Treasure. The shield is worth 7,500 gp and can be used as an ordinary shield, but battle damage might reduce its value as an art object at your discretion.

11. Trobriand's Workshop

These areas have 20-foot-high, flat ceilings.

11a. Work in Progress

Scrap Metal. Workbenches lining the east and west walls are covered in metal scraps.

Unfinished Construct. In the center of the room is a Huge scorpion constructed from metal. (This is an incomplete scaladar that is not active.)

11b. Scaladar

Guards. Two **scaladar** (see appendix A) guard this room and won't leave it under any circumstances.

Secret Door. The walls, floor, and ceiling are covered in 5-foot-square steel tiles. One tile conceals a secret door in the east wall at floor level.

11c. Trobriand's Body

The body of a frail man in dark robes lies atop a stone slab near the south wall. The man has long, wavy hair and a thick beard the color of iron, and he wears a metal ring on the index finger of his left hand.

Characters who have seen images of Trobriand know that the body lying on the slab is his. After Trobriand successfully transferred his spirit to an iron golem (see area 13), his body was placed here by the scaladar servants that guard area 11b. The body is in stasis but can be attacked normally. It is unconscious and has AC 12 and 99 hit points. Without its spirit, the body is an empty vessel, and Trobriand is unaware of what's happening to it while his spirit resides elsewhere. Destroying this body prevents Trobriand's spirit from returning to it when the spirit is forced to vacate the golem in area 13, effectively killing the Metal Mage.

Treasure. Trobriand wears a black metal ring on the index finger of his left hand that controls scaladar and overrides all other rings that have that property. It functions only within Undermountain (see the "Scaladar" entry in appendix A).

12. Gate to the Stone Bridge

Standing Gate. Two 15-foot-tall standing stones are positioned near the west wall of this 20-foot-high room.

Bas-Relief. Spanning the wall behind the standing stones is a bas-relief depicting an armored dwarf with a greataxe fighting a hill giant atop a long, flat bridge.

The bas-relief depicts Torhild Flametongue, king of the ancient dwarven kingdom of Besilmer, fighting a mortal enemy atop the Stone Bridge, a monument that spans the River Dessarin to this day. With a successful DC 20 Intelligence (History) check, a character recalls the legendary battle and the king's fate (he was struck from the bridge and fell to his death).

If a creature uses a finger or a staff to trace Halaster's rune on the surface of either of the standing stones, a gate forms between them and lasts for 1 minute. A *legend lore* spell or similar magic reveals the way to activate the gate, its destination, and the fact that it's one-way only. Any creature that steps through this gate appears, along with any objects it is wearing or carrying, atop the middle of the Stone Bridge. (More information on this location can be found in *Princes of the Apocalypse*.)

13. The Metal Mage

This 20-foot-high room contains an iron golem that has a head shaped like a metal skull. It stands between three iron-plated stone pillars that hum with magical power. With the aid of these pillars, Trobriand recently transferred his spirit into the golem.

Trobriand is looking forward to testing his new body and attacks intruders on sight, showing no mercy.

Trobriand

While his spirit is bound within the golem, Trobriand has a challenge rating of 22 (41,000 XP) and the statistics of an **iron golem**, with these changes:

Leesha Hannigan

- Trobriand has an Intelligence of 20.
- He has the Spellcasting trait described below.

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

Cantrips (at will): *fire bolt, mage hand, prestidigitation*
1st level (4 slots): *detect magic, magic missile, shield*
2nd level (3 slots): *blur, detect thoughts, misty step, shatter*
3rd level (3 slots): *counterspell, dispel magic, fireball, haste*
4th level (3 slots): *blight, greater invisibility*
5th level (3 slots): *animate objects, Bigby's hand, scrying*
6th level (1 slot): *chain lightning, globe of invulnerability*
7th level (1 slot): *finger of death, forcecage*
8th level (1 slot): *incendiary cloud, power word stun*
9th level (1 slot): *power word kill*

Deactivating or destroying one or more of the pillars, destroying the golem, or forcing the golem out of the room causes Trobriand's spirit to vacate the golem and attempt to reunite with his normal body, which is hidden in area 11c. If the characters have not destroyed his body, Trobriand's spirit returns to it immediately, and he awakens in area 11c as an **archmage** with the same spell list as in his golem form and the same spell slots remaining as he had when he left his golem body. His primary goal thereafter is to destroy the characters for meddling in his affairs.

If the golem in this room has not been destroyed when Trobriand's spirit leaves it, the golem becomes an ordinary **iron golem** under the Metal Mage's command and attacks intruders on sight.

If the characters have already destroyed Trobriand's body in area 11c, and then they deactivate or destroy at least one of the pillars in this room, Trobriand's spirit is forced to leave the golem but has nowhere to go, effectively killing him.

Iron-Plated Pillars

A *detect magic* spell reveals an aura of transmutation magic radiating from each humming pillar. A character who examines the pillars notices tiny runes etched into them. With a successful DC 20 Intelligence (Arcana) check, a character can ascertain that the pillars are empowering the golem in some way. A successful *dispel magic* cast on a pillar (DC 19) deactivates it for 1 minute.

Each pillar is a Huge object with AC 17, a damage threshold of 10, 80 hit points, and immunity to poison and psychic damage.

14. Man with the Rabbit's Head

A short, plump, rabbit-headed man wearing a dirty servant's uniform cowers in the square marked X on map 23. "Rabbithead" is a **commoner**, with these changes:

- Rabbithead is unaligned and unarmed (0 XP).
- He has the head of a rabbit. He can't speak and knows no languages.

This poor fellow is a rabbit transformed by Arcturia's magic into a unique humanoid. The transformation is permanent and can't be undone except with a *wish* spell. Because he's no longer a beast, *speak with animals* can't be used to communicate with him. A character who examines the creature and succeeds on a DC 19 Intelligence (Arcana) check can confirm that it exhibits the traits of a rabbit that has been given humanoid form by a *true polymorph* spell rendered permanent.

Rabbithead retreated here to escape Arcturia's presence and latches onto the adventurers, hoping they'll protect him from her wrath. Characters who succeed on a DC 12 Wisdom (Insight) check can glean that the source of his fear is somewhere to the south, and indeed he grows more nervous the closer he gets to area 17.

If Rabbithead is shown the yellow sapphires from area 8, he indicates through gestures and furtive glances that the missing ones are kept in area 17.

15. Gate to Neverlight Grove

A pair of 15-foot-tall standing stones dominates this room, the ceiling of which rises 30 feet high. The stones are covered with moss and have clumps of colorful mushrooms growing on them.

If a creature uses a finger or a staff to trace Halaster's rune on the surface of either of the standing stones, a gate forms between them and lasts for 1 minute. A *legend lore* spell or similar magic reveals the way to activate the gate, its destination, and the fact that it's one-way only. Any creature that steps through this gate appears, along with any objects it is wearing or carrying, in Neverlight Grove, a fungus-filled cavern deep in the Underdark. (More information on Neverlight Grove can be found in *Out of the Abyss*.)

16. Broom Room

This room is empty except for a dusty wooden broom that leans against the far wall.

17. Arcturia's Court

Characters who listen at the doors to this room hear harp music beyond. The room has a vaulted ceiling 20 feet high and contains the following:

Arcturia. Arcturia—a gaunt figure with blue scales, bone spurs on her forearms and elbows, gossamer wings, and a flowing gown—dances to music atop a stepped dais 5 feet higher than the rest of the room.

Butterfly Swarm. Next to Arcturia, a harmless swarm of yellow butterflies has assumed a vaguely humanoid shape and is playing an elegant harp (see "Treasure" below). The harp rests on a stout wooden table. The swarm is under Arcturia's control and disperses when Arcturia isn't around.

Dais Doors. Set into the back wall of the dais are two identical doors. The southeast door is trapped (see "Southeast Door" below).

Furnishings. Arranged throughout the hall are four stuffed chairs, four padded footstools, two divans, and two large coffee tables. (These furnishings are twelve **mimics** in disguise. Arcturia considers them her most trusted friends. If the lich comes under attack or takes umbrage with visitors, the mimics are quick to reveal their true forms and fight alongside her.)

Animal-Headed People. Standing between eight pillars are six humanoids that have the heads of beasts. Three wear servants' uniforms and carry feather dusters, and three wear heavy armor and carry swords.

Arcturia

Arcturia is a **lich**, with these changes:

- In addition to her walking speed, Arcturia has a flying speed of 60 feet and can hover.
- She can cast the *alter self* spell at will and uses the following list of prepared spells:

Cantrips (at will): *mage hand, prestidigitation, ray of frost*
1st level (4 slots): *detect magic, magic missile, shield, thunderwave*
2nd level (3 slots): *detect thoughts, enlarge/reduce, Melf's acid arrow, mirror image*
3rd level (3 slots): *counterspell, dispel magic, fireball, slow*
4th level (3 slots): *blight, polymorph*
5th level (3 slots): *animate objects, telekinesis*
6th level (1 slot): *disintegrate, flesh to stone*
7th level (1 slot): *reverse gravity, teleport*
8th level (1 slot): *feeblemind, maze*
9th level (1 slot): *true polymorph*

Unable to abide normalcy and consistency, Arcturia fixates on transforming herself, her surroundings, and other creatures. Her moods are ever-changing as well.

If the characters destroyed her phylactery on level 14, Arcturia knows what they did and attacks them at once. Otherwise, she has no grievance with the adventurers and is happy to let them go on their way, neither helping or hindering their efforts.

Animal-Headed Humanoids

Like Rabbithead in area 14, these six creatures are animals transformed into humanoids by Arcturia's magic. They have the following traits in common:

- They are unaligned.
- They can't speak and know no languages.

The three humanoids wearing armor are **champions** (see appendix A) with the heads of a dingo, an iguana, and a stork. If Arcturia becomes embroiled in a battle, two of them fight on her side. The one with the dingo head, who secretly despises Arcturia, sides with her enemies against her. Each guard carries a yellow sapphire (see "Treasure" below).

The three servants are unarmed **commoners** with the heads of an aardvark, a moth, and a shrew. Whenever Arcturia snaps her fingers and points to a spot in the room, these servants begin dusting that location and don't stop until she snaps her fingers again. They otherwise avoid combat.

Southeast Door

This door has a stone wall behind it, inscribed upon which is an elder rune (see "Elder Runes," page 12). Determine the rune randomly by drawing a card from the Elder Rune Deck (see appendix B). The rune targets the creature closest to the open door. It then vanishes until the door is closed, whereupon another elder rune appears in its place.

Treasure

The harp played by the butterfly swarm is an *instrument of the bards* (Anstruth harp).

The yellow sapphires carried by the animal-headed guards fit into the pillars in area 8. Each gemstone is worth 1,000 gp.

18. Animated Hallway

This 250-foot-long, downward-sloping hallway has been set into permanent animated motion by Halaster's magic. It twists and undulates continuously, making it tricky to negotiate. Any creature that enters the corridor or starts its turn there must succeed on a DC 15 Dexterity saving throw or take 5 (1d10) bludgeoning damage as it is knocked about. If the creature is standing, walking, or running on the floor, the ceiling, or a wall when it fails this saving throw, it tumbles 20 feet down the tunnel before landing prone. A flying creature has advantage on the saving throw and doesn't tumble or fall prone if it fails the save.

19. Double Door Roulette

Double Doors. Seven sets of double doors, six of them at the end of short hallways, stand closed.

Scintillating Pillar. A pillar at the center of the 20-foot-high room has deep notches cut into it, which pulse with a shifting rainbow of light.

Behind most of the double doors are blank stone walls. Only the southern set of doors holds a path forward: pulling open these doors reveals area 22 beyond. Creatures that pass through the doorway get no sense that they're leaving Undermountain and entering Halaster's extradimensional tower.

Whenever a double door in this area is opened—except the one to the south (see above)—the pillar emits colored rays from its myriad notches, duplicating the effect of a *prismatic spray* spell (save DC 22) that targets all creatures within 60 feet of the pillar. Any creature that would be transported to another plane by this effect instead appears in the arms of the Halaster statue in area 22.

Shawn Wood

20. Hidden Helm

A 10-foot-square, 1-foot-thick secret door conceals this room. Despite its size, the door swings open easily.

Beyond the secret door is a circular room with a 20-foot-high, domed ceiling. It has these features:

Spelljamming Helm. In the middle of the room is a gilded wooden throne with a cushioned seat and backrest covered in black velvet sewn with silver stars. This high-backed, 200-pound chair is the *helm of the Scavenger*, which was stolen by Halaster from the ship of the same name (see level 19, area 13).

Sensors. Near the ceiling float four invisible scrying sensors created by the four **ultroloths** in area 21a using *clairvoyance* spells. If the ultroloths spot intruders in the room, they teleport to this location and attack.

Helm of the Scavenger

Wondrous item, legendary (requires attunement by a spellcaster)

This ornate chair is designed to propel and maneuver a ship through space.

Passive Properties. The following properties of the helm come into play even when no creature is attuned to it:

- When placed aboard a vessel weighing between 1 and 100 tons, the helm generates an envelope of fresh air around the ship while it is in the void of space (but not underwater). This envelope extends out from the edges of the hull in all directions for a distance equal in length to the vessel's beam, so that creatures aboard and near the ship can breathe normally in space. The temperature within the air envelope is 70 degrees Fahrenheit.
- When placed aboard a vessel weighing between 1 and 100 tons, the helm generates an artificial gravity field while the ship is in the void of space, so that creatures can walk on the ship's decks as they normally would. Creatures and objects that fall overboard bob in a gravity plane that extends out from the main deck for a distance equal in length to the vessel's beam.

Active Properties. The sensation of being attuned to the helm is akin to being immersed in warm water. While attuned to the helm, you gain the following abilities while you sit in it:

- You can use the helm to propel the vessel across or through water and other liquids at a maximum speed in miles per hour equal to your highest-level unexpended spell slot.
- You can use the helm to propel the vessel through air or space at a maximum speed in miles per hour equal to your highest-level unexpended spell slot × 10.
- Provided you have at least one unexpended spell slot, you can steer the vessel, albeit in a somewhat clumsy fashion, in much the same way that oars or a rudder can maneuver a seafaring ship.
- Whenever you like, you can see what's happening on and around the vessel as though you were standing in a location of your choice aboard it.

Drawback. While attuned to the helm, you cannot expend your own spell slots.

21. Displaced Vault

These chambers were built by Melairkyn dwarves on another level. Halaster moved them here.

21a. Acid and Glass

Ultroloths. Four **ultroloths** (each marked with a U on map 23) lurk in alcoves along the north and south walls of this 30-foot-high room.

Glass-Covered Acid Pit. The floor is a 6-inch-thick sheet of transparent glass, below which is a 30-foot-deep pit containing a 20-foot-deep pool of yellow acid. Visible through the churning, translucent acid are three 1-foot-diameter pitted iron wheels affixed to the pit floor in a triangular formation.

Secret Door. A secret door in the east wall is locked.

The ultroloths spend most of their time using *clairvoyance* spells to scry on area 20, but they emerge from their alcoves to attack anyone other than Halaster who enters this room. Their purpose here is to guard area 21b. The acid pit doesn't concern the ultroloths, since they have immunity to acid damage.

Each 10-foot-square section of glass floor has AC 13, a damage threshold of 10, 25 hit points, and immunity to poison and psychic damage. Destroying three or more 10-foot-square sections causes the remainder of the glass floor to shatter, dropping all creatures standing on it into the acid. Any creature that enters the acid or starts its turn in it takes 33 (6d10) acid damage.

A character can use an action to try to turn one of the iron wheels at the bottom of the acid pit, doing so with a successful DC 16 Strength (Athletics) check. A wheel can also be turned by a character using a *telekinesis* spell or similarly powerful magic. Turning all three wheels unlocks the secret door to area 21b.

The secret door is above the acid and held shut by three internal sliding bolt locks, each of which is attached to one of the submerged iron wheels in the acid pit. In lieu of turning those wheels, characters need three separate *knock* spells to open the door (one per lock). The door can't be forced open otherwise. Once all three bolts are slid back, the door pushes open easily.

21b. Nimoar's Shield

This room appears empty except for dust and cobwebs. A thorough search reveals a stone peg protruding from the middle of the east wall at a height of 6 feet.

Treasure. If the word "xunderbrok" is spoken aloud anywhere in this room, a wooden shield materializes on the stone peg. Iron spikes protrude from the shield's edges, and a cracked orc skull is painted in black on its outer surface. A *legend lore* spell reveals that the shield was crafted for Nimoar, a legendary human warlord who died in 936 DR. After his death, the shield disappeared from Nimoar's Hold (a fortress that stood where Castle Waterdeep stands today), only to find its way here.

Nimoar's shield is a *+3 shield* with no additional magical properties.

Halaster's Tower

Encounters in Halaster's tower (areas 22 through 36) are keyed to map 23. The tower is contained in a demiplane that exists outside Undermountain, yet all the normal restrictions to magic apply (see "Alterations to Magic," page 10). A portal connects areas 23 and 26, allowing passage to and from the tower.

Ceilings in the tower are 20 feet high and flat. All interior spaces are lit by *continual flame* spells cast on gaudy iron wall sconces.

22. Tower Entrance

The double door to the north pushes open to reveal area 19 beyond. Creatures that head north through the doorway get no sense that they're leaving Halaster's extradimensional tower and returning to Undermountain.

This room, which has several other doors leading away from it, contains the following features:

Statue. Standing atop a raised stone dais in the middle of the room, facing the double door, is a life-size statue of Halaster, his arms raised before him and his face bearing an awkward smile.

Rat. Gnawing on a piece of celery at the foot of the statue is an ordinary, harmless rat.

When he is not incapacitated, Halaster can touch the statue to teleport himself and anything he is wearing or carrying to a space within 5 feet of the statue in area 28 or the statue in area 33 (no action required).

23. Gnome with No Name

A 4-foot-tall, 2-foot-wide bronze-framed mirror leans against the far wall in this otherwise empty room. A creature that gazes into the mirror sees its reflection take the form of a female gnome in leather armor. She speaks Common and Gnomish, and is surprised to see the characters. Halaster trapped her in the mirror so long ago that she has lost track of time. The gnome has forgotten her name, after not interacting with other creatures for centuries. She longs to be free and asks the characters to help her.

The mirror is a Medium object with AC 11, 4 hit points, and immunity to poison and psychic damage. Breaking it or casting a successful *dispel magic* spell (DC 19) on the mirror frees the gnome. However, without the mirror's magic to sustain her life, she instantly ages and dies, leaving nothing but dust, bones, and scraps of leather armor behind.

24. Potion Brewery

Cauldron. Fire erupts from a hole in the middle of the floor. Floating 1 foot above the fire is a hefty iron cauldron big enough for a person to hide in. A plume of black smoke rises from inside the cauldron.

Paraphernalia. Behind the cauldron rests a wooden table cluttered with brewing equipment. The floor around the table is strewn with shattered glass and empty flasks. Tucked under the table is a wooden crate with Halaster's personal rune burned into its sides.

Demilich. Floating behind the table is a **demilich** that looks like a human skull with a jagged crack that extends above and below one eye socket.

Shelves and Ladder. The walls are lined with 10-foot-tall, wooden shelves packed with jars of pickled newts, frogs' eyes, and other common ingredients used in the brewing of potions. A wooden ladder on rollers is attached to a rail mounted above the shelves.

This demilich is all that remains of Branta Myntion, a wizard who fell in with a bad crowd. Her hunger for magic set her on an evil path as she hunted down and killed other wizards to acquire their spellbooks. Before old age could claim her, Branta transformed herself into a lich. In this form, she came to Undermountain to plunder its magic. Halaster captured and enslaved her, promising to free her if she helped him brew potions. Tragically, that promise went unfulfilled.

Deprived of the ability to feed souls into her phylactery, which lies hidden in a dungeon far from Waterdeep, Branta's skeletal form deteriorated. Now, over a century later, only her skull remains. Years of captivity have driven the demilich insane, and it attacks anyone other than Halaster.

Although powerful wards prevent the demilich from leaving Halaster's tower, the tower is not considered its lair. Consequently, the demilich doesn't gain lair actions, nor does the tower exhibit the demilich's lair traits.

Cauldron

The cauldron is held aloft by magic, and the fire beneath it is also magical. Casting *dispel magic* on the cauldron causes it to fall; casting the spell on the fire extinguishes it.

Elixir of Timelessness. The cauldron contains twenty doses of a hot, oily black elixir that has grains of sand floating in it. A creature that imbibes a single dose of the liquid gains the ability to cast *time stop* once in the next 24 hours. A creature that imbibes multiple doses of the elixir gains the benefit of only the last dose consumed. One minute after it is removed from a heat source, the elixir cools and loses its magic.

Crate

The crate contains thirty corked and labeled bottles of Halaster's Futuristic Frogmash, a foul-tasting homebrewed wine. Each label bears Halaster's rune and the date 1531 DR.

A *detect magic* spell reveals an aura of abjuration magic around one of the bottles. Uncorking this bottle causes an elder rune to appear in the air above it (see "Elder Runes," page 12). The rune targets the creature that opened the bottle. If the bottle was opened with a *mage hand* spell or similar magic, the rune targets the caster of the spell, provided the caster is within 60 feet of the opened bottle. Determine the rune randomly by drawing a card from the Elder Runes Deck (see appendix B).

25. Factory

Unseen Servants. Six **living unseen servants** (see appendix A) are gathered around two wooden tables, where they are using mortars and pestles to grind

dead beetles into ink, and wooden frames and stone scrapers to stretch and scrape leather to create sheets of parchment. The servants ignore visitors.

Shelves. Standing against the walls are wooden shelves lined with jars of ink and rolled sheets of blank parchment.

26. Gate to Icewind Dale

The room contains a pair of 15-foot-tall standing stones. Carved into each stone are pictographs of primitive humans using spears to hunt reindeer and fend off yetis.

If a creature uses a finger or a staff to trace Halaster's rune on the surface of either of the standing stones, a gate forms between them and lasts for 1 minute. A *legend lore* spell or similar magic reveals the way to activate the gate, its destination, and the fact that it's one-way only. Any creature that steps through this gate appears, along with any objects it is wearing or carrying, in Icewind Dale, a mile north of the town of Bryn Shander. (More information on Bryn Shander and Icewind Dale can be found in *Storm King's Thunder*.)

27. Rantantar's Wand

This room serves as a parlor where Halaster entertains guests (infrequent though they may be).

Furnishings. Ornate wooden chairs with padded seats and backrests line the walls. Between the chairs stand alabaster busts of Halaster atop wooden pedestals.

Wand. Lying on the floor in the middle of the room is a 20-foot-diameter, frayed circular rug adorned with Halaster's personal rune. Floating 10 feet above the rug is a golden wand with spinning orbs of colored glass at one end (see "Treasure" below). It attacks any creature that enters the room unaccompanied by Halaster.

Treasure

Following the destruction of Rantantar, one of his oldest apprentices, Halaster recovered the dead archmage's *wand of wonder*—only to discover that Rantantar had somehow bound his evil spirit inside it. The spirit can do nothing other than animate and discharge the wand, which currently has 7 charges.

The animated wand has the statistics of a Tiny animated object (see the *animate objects* spell description in the *Player's Handbook*). As an action, the animated wand can expend 1 of its charges and target a random creature with one of its randomly determined effects. Any such effect that would target the wand's user targets the wand instead. If reduced to 0 hit points, the wand crumbles into dust and is destroyed.

A *dispel evil or good* spell cast on the wand rids it of Rantantar's evil spirit, whereupon the wand clatters to the floor and becomes an inanimate *wand of wonder*. An *antimagic field* spell suppresses the wand's magic but doesn't oust the spirit lodged inside it.

If the animated wand is grabbed while Rantantar's spirit is lodged inside it, a contest of wills ensues. The creature grabbing the wand must immediately make a DC 20 Charisma saving throw. On a failed save, the creature is forced to release the wand. On a successful save, the wand becomes inanimate until the creature lets go of it. If a spellcaster holds the wand long enough to become attuned to it, that act banishes Rantantar's evil spirit from the wand forever.

28. Hidden Treasure

Pentagram. A large pentagram is inscribed on the floor.

Statue. A life-size stone statue of Halaster wearing a blindfold stands in an alcove. The statue holds a stout staff that has a red dragon's head at each end of it and is pointing the staff toward the pentagram.

Secret Door. A secret door in the northern alcove conceals a staircase that leads up to area 32.

The pentagram and the space above it (a cylinder 20 feet high and 40 feet in diameter) are contained within a permanent antimagic field (see the *antimagic field* spell description in the *Player's Handbook* for effects). This field prevents spells from detecting a magic item that is hidden beneath a secret trapdoor in the middle of the pentagram (see "Shield of the Uven Rune" below). A character who examines the floor inside the pentagram and succeeds on a DC 15 Wisdom (Perception) check finds the trapdoor, which is locked. A character can use thieves' tools to try to unlock the trapdoor, doing so with a successful DC 20 Dexterity check.

Shield of the Uven Rune

Wondrous item, very rare (requires attunement)

This shield is made from the scale of an ancient white dragon. It has a rune burned into its outward-facing side. A character who examines the rune and succeeds on a DC 20 Intelligence (History) check recognizes it as an uven ("enemy" in Giant) rune that confers great power.

While holding the shield, you benefit from the following properties.

Winter's Friend. You are immune to cold damage.

Deadly Rebuke. Immediately after a creature hits you with a melee attack, you can use your reaction to deal 3d6 necrotic damage to that creature.

Bane. You can cast the *bane* spell from the shield (save DC 17). The spell does not require concentration and lasts for 1 minute. Once you cast the spell from the shield, you can't do so again until you finish a short or long rest.

Gift of Vengeance. You can transfer the shield's magic to a nonmagical weapon by tracing the uven rune on the weapon with one finger. The transfer takes 8 hours of work that requires the two items to be within 5 feet of each other. At the end, the shield is destroyed, and the rune is etched or burned into the chosen weapon. This weapon becomes a rare magic item that requires attunement. It has the properties of a *+1 weapon*. The bonus increases to +3 when the weapon is used against one of the following creature types, chosen by you at the time of the magic weapon's creation: aberrations, celestials, constructs, dragons, elementals, fey, fiends, giants, or undead.

Statue of Halaster

A character who examines the statue and succeeds on a DC 15 Wisdom (Perception) check notices that the dragon heads on the ends of the staff can be pushed toward each other with a click. When this is done, the secret trapdoor in the middle of the pentagram unlocks and pops open.

When he is not incapacitated, Halaster can touch the statue to teleport himself and anything he is wearing or carrying to a space within 5 feet of the statue in area 22 or the statue in area 37 (no action required).

29. Apprentice Portraits

Seven tall, framed portraits hang on the walls of this room. Embedded in the wall beneath each portrait is a small bronze plaque bearing a name. A character who examines the portraits and plaques can, with a successful DC 20 Intelligence (History) check, confirm that these are paintings of Halaster's original seven apprentices, showing them as they were before they descended into Undermountain and were overcome by madness.

Each apprentice is shown wearing a horned ring on one finger; these rings are identical and resemble the *horned ring* worn by Halaster. The other features of each portrait are as follows:

Rantantar is a fat, frowning man scarred by fire. He wears ornate purple robes and grasps what looks like a *wand of wonder* in his burned right hand.

Nester is a handsome, slender man with thinning hair and a penetrating stare. He wears a plain black robe and many rings on his steepled fingers. Tattooed on his forehead is a tiny black rune. A successful DC 10 Intelligence (Arcana) check confirms that the rune represents the School of Necromancy.

Trobriand the Metal Mage is a stoic, bearded man with black hair, black robes, and tinker's goggles. Perched on his shoulder is a tiny iron scorpion.

Muiral the Misshapen is an ugly, powerfully built man with messy brown hair and a cruel sneer. He wears battered plate armor and has a steel helm with a scorpion motif tucked under his right arm. Clutched in his left hand is a longsword that drips blood.

Arcturia has straw-like hair, bony features, blue-tinged skin, and an exasperated expression. She wears a wide-brimmed conical hat and a robe of butterflies. She holds up a finger, above which floats a tiny, glowing sigil. A successful DC 10 Intelligence (Arcana) check confirms that the sigil represents the School of Transmutation.

Marambra Nyghtsteel is a striking woman with long auburn hair and an empty, distant gaze. She wears a black robe and holds a staff topped with a rune. A successful DC 10 Intelligence (Arcana) check confirms that the rune represents the School of Evocation.

Jhesiyra Kestellharp is a young, plain-looking woman dressed in yellow and blue robes. Her face betrays the subtlest hint of a smile. Her portrait has been slashed in half.

The first character who steps within 5 feet of the torn portrait of Jhesiyra Kestellharp hears a woman's voice whisper in their head: "So close ..." If the portrait is repaired using a *mending* cantrip or similar magic, the image appears to come alive momentarily. Within the portrait, Jhesiyra removes the ring from her finger, causing the actual ring to tumble out of the painting onto the floor, from where it can be claimed. This *horned ring* is a very rare magic item that allows an attuned wearer to ignore Undermountain's magical restrictions (see "Alterations to Magic," page 10).

30. Scrying Room

Hanging on the wall are what appear to be realistic paintings of cityscapes in gilded wooden frames. In truth, these "paintings" are magical scrying sensors that are fixed on the following locations in Waterdeep:

- The city's north gate, as seen from inside the city
- The city's south gate, as seen from inside the city
- The Swordmaiden, one of the walking statues of Waterdeep, in the North Ward
- Heroes' Garden, a park in the Sea Ward
- The exterior of the House of Wonder (temple of Mystra) in the Sea Ward
- The exterior of the Font of Knowledge (temple of Oghma) in the Castle Ward
- The exterior of Ahghairon's Tower in the Castle Ward
- The exterior of Blackstaff Tower in the Castle Ward
- The Market in the Castle Ward
- The interior of the Yawning Portal's taproom and the entrance to Undermountain

Characters acquainted with Waterdeep can easily recognize the locations being scried upon, since they are all prominent landmarks. Breaking a scrying device's frame or removing it from the wall destroys its magic.

31. Art Studio

Eight **living unseen servants** (see appendix A) are painting four new portraits of Halaster and carving a statue of him in this room. Characters who enter the room see the following features:

Painters. Brushes held by invisible hands are dabbing paint onto rectangles of canvas propped up on four wooden easels. At the same time, floating hammers and chisels are nibbling away at a large block of stone.

Subject. Posing next to the stone block is a silent, illusory image of Halaster Blackcloak in a seductive pose.

The illusion of Halaster has no substance and changes its pose every minute. A successful *dispel magic* spell cast on the illusion (DC 16) ends it.

The unseen servants ignore visitors, but they attack if their work is interrupted or if the illusion of Halaster is dispelled.

32. Jhesiyra's Warning

This room is furnished identically to area 27 (except for the presence of Rantantar's wand), perhaps causing characters to think they have reentered that room somehow.

As one or more characters cross this room and head toward the door to area 33, Jhesiyra (see "Jhesiyra Kestellharp," page 10) sends each of them the follow-

ing telepathic warning in a language they know: "The Mad Mage waits for you beyond the next door. Prepare yourselves!"

33. Mad Mage Showdown

Halaster Blackcloak (see appendix A) awaits the characters in this room, which has the following features:

Raised Alcove. Steps ascend to a raised alcove that contains a purple marble throne surrounded by stacks of aged books. Carved into the wall behind the throne is Halaster's personal rune, and beneath the rune is a locked iron chest. (Halaster sits in the throne and is invisible when the characters enter.)

Statue. On the opposite side of the room from the throne is a life-size stone statue of a nude Halaster wearing a cowboy hat and riding a donkey.

Magic Circle. Inscribed on the floor in the middle of the room is a 40-foot-diameter circle of glowing runes. Halaster uses it to summon an **empyrean** who owes him a favor. (The circle serves no other purpose.)

When he is seated in the throne, Halaster remains invisible even while attacking or casting spells. When he sees one or more characters enter the room, he waves an invisible hand and causes the circle of runes on the floor to summon Nalkara (see "Nalkara the Empyrean" below). He then uses the power of the throne to throw his voice so that he doesn't betray his location when he speaks to the empyrean.

Halaster orders Nalkara to slay the characters, regardless of his feelings toward them. If the characters pass the test by defeating the empyrean, Halaster again uses the throne to throw his voice and congratulates them. His next actions depend on his current goal (see "Halaster's Goals," page 11):

- If the characters took any actions to further Halaster's current goal, he greets them warmly, thanks them for their help, returns any magic items they sacrificed to reach this level (see area 35 on level 22), and allows them to leave his tower by way of the standing gate in area 36 (which he activates for them). The characters gain no XP for "defeating" Halaster in this fashion. If they refuse to leave, Halaster becomes annoyed and attacks them.
- If the characters took any actions to hinder Halaster's current goal, the Mad Mage expresses his displeasure and attacks them.

Five minutes after Halaster dies, the demiplane containing his tower collapses, scattering its contents across the Astral Plane (see "Conclusion," page 302).

Halaster's Throne

The throne has the following magical properties:

- When seated in the throne, a creature can use a bonus action to turn invisible or to end the effect. The invisibility ends automatically when the creature is no longer seated in the throne.
- A creature that speaks while seated in the throne can choose to throw its voice, making it seem to originate from any point in the room that the creature can see.

Nalkara the Empyrean

Nalkara is the neutral evil daughter of Auril, the god of winter, and Thrym, the god of the frost giants. She looks like a strikingly beautiful frost giant with pale blue skin, cold blue eyes, and crackling blue flames for hair. When she is happy, everything around her seems bright and warm. When she's unhappy, her surroundings become darker and colder.

Statue of Halaster Riding a Donkey

When he is not incapacitated, Halaster can touch this statue to teleport himself and anything he is wearing or carrying to a space within 5 feet of the statue in area 22 or the statue in area 28 (no action required).

Treasure

Hidden behind the stacks of books are any magic items the characters sacrificed to reach this level (see area 35 on level 22).

Most of the books piled around the throne are worthless, rambling texts on the nature of magic and the multiverse. Among them are nine leather-bound spellbooks bearing Halaster's personal rune. Collectively, these spellbooks contain every spell on the wizard's spell list in the *Player's Handbook*. Individually, each book holds the spells of a specific level, 1st through 9th. Add spells from other sources you see fit.

Hidden in the cut-out pages of a leather-bound novel titled *Longsaddle Sunset* is a revolver loaded with six bullets (see "Firearms" in chapter 9 of the *Dungeon Master's Guide*).

The iron chest behind the throne has an *arcane lock* spell cast on it that Halaster alone can ignore. A *knock* spell or similar magic opens the chest, as does a successful DC 25 Dexterity check made by a character using thieves' tools. The chest contains a gold-plated herald's trumpet (250 gp); a coral beer stein painted with scenes of underwater life (500 gp); a cloak made of giant eagle feathers (750 gp); a delicate, multicolored, blown-glass lily trimmed with gold (1,250 gp); and a rolled-up painting of the Battle of Emridy Meadows, a conflict that transpired on a distant world called Oerth (2,500 gp).

34. Flying Saucer

This room contains one of Halaster's magical creations: a 20-foot-diameter flying saucer made of gleaming metal with its three landing struts extended. Surmounting the saucer is a hinged metal dome that is opaque from the outside and transparent from the inside. The entrance to the cockpit is 10 feet off the floor when the saucer is landed.

The saucer is a Huge object with AC 19, 200 hit points, a flying speed of 60 feet, the ability to hover, and immunity to poison and psychic damage. It is not airtight. Provided it has 50 or more hit points remaining, the saucer can be repaired as follows:

- Each casting of the *mending* cantrip restores 1 hit point to the damaged saucer.
- A character who has tinker's tools, proficiency in the Arcana skill, and 10 gp worth of replacement parts can spend 1 hour making repairs; at the end of the hour, the saucer regains 1d4 hit points.

A *detect magic* spell reveals an aura of transmutation magic around the saucer. A *knock* spell or similar magic opens the dome, as does a successful DC 15 Dexterity check made by a character using thieves' tools.

The dome covers a cockpit that contains a padded leather seat and a slanted metal console. Embedded in the console is an ornate metal joystick (see "Treasure" below) and three metal buttons labeled "Hover," "Land," and "Teleport." The rest of the saucer's interior is taken up by arcane machinery.

Pressing the "Hover" button causes the landing gear to retract and the saucer to levitate 10 feet in the air. When the saucer is airborne, the joystick can be used to fly the saucer in any direction the pilot desires.

Pressing the "Land" button causes the landing gear to extend and the saucer to sink at a rate of 10 feet per round until it lands on a surface that can bear its 2-ton weight. The joystick locks in place and is immovable while the saucer is landed.

Pressing the "Teleport" button teleports the saucer and its pilot, along with anything the pilot is wearing or carrying, to a lonely hilltop in the Forlorn Hills east of Waterdeep. The ship can't teleport again for 24 hours, and pressing the button again has no effect until this power recharges.

Treasure

The joystick that controls the flying saucer is a *rod of lordly might*. The rod's normal magical properties are suppressed while it is attached to the flying saucer's console. The rod can be torn from the console by force with a successful DC 20 Strength (Athletics) check. A character can also use thieves' tools or tinker's tools to detach the rod from the console or reattach it, which requires 1 minute and no ability check. Without the rod in place, the flying saucer does not function.

35. Exercise Room

Golems. Two **flesh golems** are working out in this room. One golem is doing shoulder shrugs with two 100-pound iron kettlebells. The other switches back and forth between jumping jacks and shadowboxing.

Exercise Equipment. Padded leather mats are strewn upon the floor amid kettlebells and stacks of iron plates of various weights. Against the far wall rests a padded workout bench and an iron barbell bearing 400 pounds of weight. Behind the bench, hanging on the wall, is a set of boxing gloves.

If a character uses any of the room's equipment, the nearest golem stops its workout and stands ready to assist. The golems attack only if damage causes them to go berserk.

If a character dons the boxing gloves, one golem moves to the middle of the room, raises its fists, and trades blows with anyone who tries to box with it. It takes no damage from an adversary's gloved fists.

36. Gate to Triboar

This room contains a pair of 15-foot-tall standing stones. Lashed to each stone with 50 feet of hempen rope is an inanimate scarecrow, like the ones found in farmers' fields. Perched atop the northernmost standing stone is an ordinary crow (use the **raven** statistics). The crow caws at anyone who enters the room and bonds with a random character.

If a creature uses a finger or a staff to trace Halaster's rune on the surface of either of the standing stones, a gate forms between them and lasts for 1 minute. A *legend lore* spell or similar magic reveals the way to activate the gate, its destination, and the fact that it's one-way only. Any creature that steps through this gate appears, along with any objects it is wearing or carrying, in a small cornfield behind a farmhouse on the outskirts of Triboar, a town far north of Waterdeep. (More information on Triboar can be found in *Storm King's Thunder*.)

Conclusion

If Halaster is killed, the demiplane around his tower (areas 22 through 36) collapses 5 minutes later without warning. As the tower is torn asunder, its contents are blasted into the far corners of the Astral Plane. Characters who are holding onto one another or are tethered together end up in the same place on the Astral Plane until they find a means of escape or until a githyanki-crewed astral warship stumbles upon them. See chapter 2 of the *Dungeon Master's Guide* for more information on the Astral Plane and its perils.

Halaster's death also deactivates all gates in Undermountain. These gates reactivate when the Mad Mage re-forms 1d10 days later in a random dungeon location.

During Halaster's absence, Jhesiyra (see "Jhesiyra Kestellharp," page 10) tries to seize control of Undermountain. Does she succeed? That's up to you. If she is successful, Jhesiyra takes her place as the new master of the dungeon, and Halaster does not return. Whether Jhesiyra remains disembodied or assumes a corporeal form when she usurps Halaster's control over Undermountain is also for you to decide, but one thing she won't do is reactivate Halaster's gates. She doesn't trust them and would prefer to create her own gates in due time. If Arcturia and Trobriand are still around, Jhesiyra plots to destroy them before they turn against her, and she might even draft adventurers to help her.

Existing in a disembodied state for so long has done little to preserve Jhesiyra's sanity, and it remains an open question whether Undermountain becomes a safer place with her in charge. In all likelihood, the dungeon will remain a perilous location, as Jhesiyra's fear that Halaster might someday return prompts her to ward the dungeon against that eventuality.

If Jhesiyra is unable to seize control of Undermountain, she continues to lurk in the dungeon as a disembodied entity, waiting for another opportunity to emerge. Unaware of Jhesiyra's attempt to dethrone him, Halaster re-forms in Undermountain as he has done many times before. He doesn't take being killed personally, but it inspires him to toughen Undermountain's defenses so that the next group of adventurers can't thwart him so easily. Much of his time in the coming months is spent creating a new demiplane and a new tower to replace the ones that were destroyed after he died.

Skullport

Skullport is a grim, cutthroat outpost of civilization where adventurers can resupply and take refuge. Yet few souls of the surface world have any clue how to reach this shadowy reflection of Waterdeep, making any talk of the Port of Shadow akin to a rumor, or a warning—which is just how its denizens like it.

Reaching Skullport

The routes by which adventurers can arrive at Skullport are described below.

Through Undermountain

Skullport is connected to level 3 of Undermountain by the underground River Sargauth and by five meandering subterranean passageways: Beggar's Rest Pass, Shadow Pass, Steamfall Pass, Taglath's Gap, and Whisperhaunt Pass. See maps 25 and 26 in this section for the locations of these routes.

Through the Sea Caves

Skullport can be reached by traveling through a series of natural caverns and magical locks that stretch from the South Sea Caves on Waterdeep's shore to the River Sargauth far below Mount Waterdeep. Crashing waves and jagged rocks make the outermost of these flooded caves dangerous to navigate. Dozens of old ships lie wrecked within, their swollen hulks home to sea hags, merrows, and other aquatic creatures.

The waters grow calmer as one travels deeper into the mountain, where a series of magic locks control the water level. Vessels descend hundreds of feet as they pass between them. Where the locks end is a vast cavern containing a smooth stone retaining wall that rises 10 feet above the water's surface. The partially collapsed remnants of a ten-story-tall hoist loom above the retaining wall. This contraption was designed to lift a vessel of almost any size, swing it over the wall, and lower it down the other side to the River Sargauth 100 feet below. Skullport lies just a few hundred yards farther along the underground river. Time and neglect have rendered the hoist nonfunctional, thus preventing large ships from reaching the Port of Shadow. Many denizens of Skullport would like to fix it, but they lack the mutual trust and cooperation required for such a project to succeed. The absence of the hoist hasn't stopped all manner of nefarious sorts from using their own ropes to haul rowboats and other small craft over the barrier wall.

Skullport Overview

Skullport fills an immense cavern. The town has three levels: a lower level, a middle level, and a top level. A stone bridge connects the southern end of the town to an island around which flows the sluggish River Sargauth. The island is called Skull Island, and atop this island stands a fortress garrisoned by minions of the beholder crime lord known as Xanathar.

JULIAN KOK

What Dwells Here?

The Port of Shadow has been held, claimed, or occupied over the years by duergar, drow, dwarves, crazed wizards, slavers, and pirates. Currently, the town is under the sway of Xanathar, who has turned the forlorn settlement into a haven for its criminal organization. (The beholder inhabits a dungeon complex under Skullport that is described in *Waterdeep: Dragon Heist*.)

Few folk have permanent residences in the Port of Shadow, and most of the local businesses are presently shut down. The people who do remain in business pay Xanathar for protection. Adventurers can find food, drink, shelter, and supplies here—or perhaps a quick death, if they antagonize the locals.

Flameskulls

Thirteen ancient **flameskulls** haunt Skullport. These entities, which have defended the town since its founding, are all that remain of the Sargauth Enclave, a settlement of Netherese wizards. The flameskulls consider themselves the true rulers of Skullport, but they have lost touch with reality, their minds drifting in and out of the present and the past. They rarely communicate, and when they do it is often in a dead language.

Exploring Skull Island

All location descriptions for Skull Island are keyed to map 24. The island's features are as follows:

- The island sits in the middle of a vast cavern with a roughly dome-shaped roof that rises to a height of 120 feet above the water level.
- Atop the island is a stone fortress, its 20-foot-high outer walls interrupted at irregular intervals by 30-foot-high (two-story) towers topped with battlements, ballistae, and flame cannons (see the "Skull Island Weaponry" sidebar).
- A natural column of rock rises from the heart of the fortress and merges with the cavern ceiling. (See area 9 for more information on this spire.)

Skull Island Weaponry

The fortress on Skull Island bristles with ballistae and flame cannons. Before one of these weapons can be fired, it must be loaded and aimed. It takes one action to load a weapon, one action to aim it, and one action to fire it. Each ballista or flame cannon is a Large object with AC 15, 50 hit points, and immunity to poison and psychic damage.

A ballista is a massive crossbow that fires heavy bolts. A flame cannon is a bulky mechanical contraption that hurls casks of alchemist's fire that explode on impact.

Ballista. *Ranged Weapon Attack:* +6 to hit, range 120/480 ft., one target. *Hit:* 16 (3d10) piercing damage.

Flame Cannon. *Ranged Weapon Attack:* +4 to hit, range 60/240 ft., one target. *Hit:* 3 (1d6) bludgeoning damage plus 17 (5d6) fire damage, and the target catches fire. While on fire, the target takes 3 (1d6) fire damage at the start of each of its turns. A creature can end this damage by immersing itself in water or by using an action to make a DC 10 Dexterity check to extinguish the flames.

1. Murkspan Bridge

An arched stone bridge connects the island to the town. The middle 30-foot span of the bridge is rigged to collapse. Two stone levers hidden in secret compartments at the south end of the bridge trigger the collapse when they are pulled simultaneously (requiring an action for each one). Characters who search the south end of the bridge can find the levers and discern their purpose with a successful DC 20 Wisdom (Perception) check.

2. Main Gate

The main entrance to the fortress is protected by a sturdy iron gate. Winches in the flanking guard towers open and close this gate.

3. Harbors

Skull Island has two natural harbors (area 3a and area 3b). Each harbor is 60 feet deep and lined with rotted wooden docks. Steel augers installed along the mouth of each harbor can be raised or lowered on rusty iron chains connected to winches in the towers to either side of the harbor. When they are raised, the augers pierce the hulls of passing ships, flooding their lower decks and causing them to sink.

4. Duergar Barracks

Ten **duergar** are quartered in this two-story building.

5. Human Barracks

This three-story edifice looms over the northeast harbor (area 3b). Seventy human **thugs** are quartered here.

6. Depleted Armory

The Xanathar Guild plundered this two-story building after taking control of the fortress. It stands empty.

7. Bugbear Barracks

Sixty **bugbears** inhabit this two-story stone building.

8. Gargoyle Towers

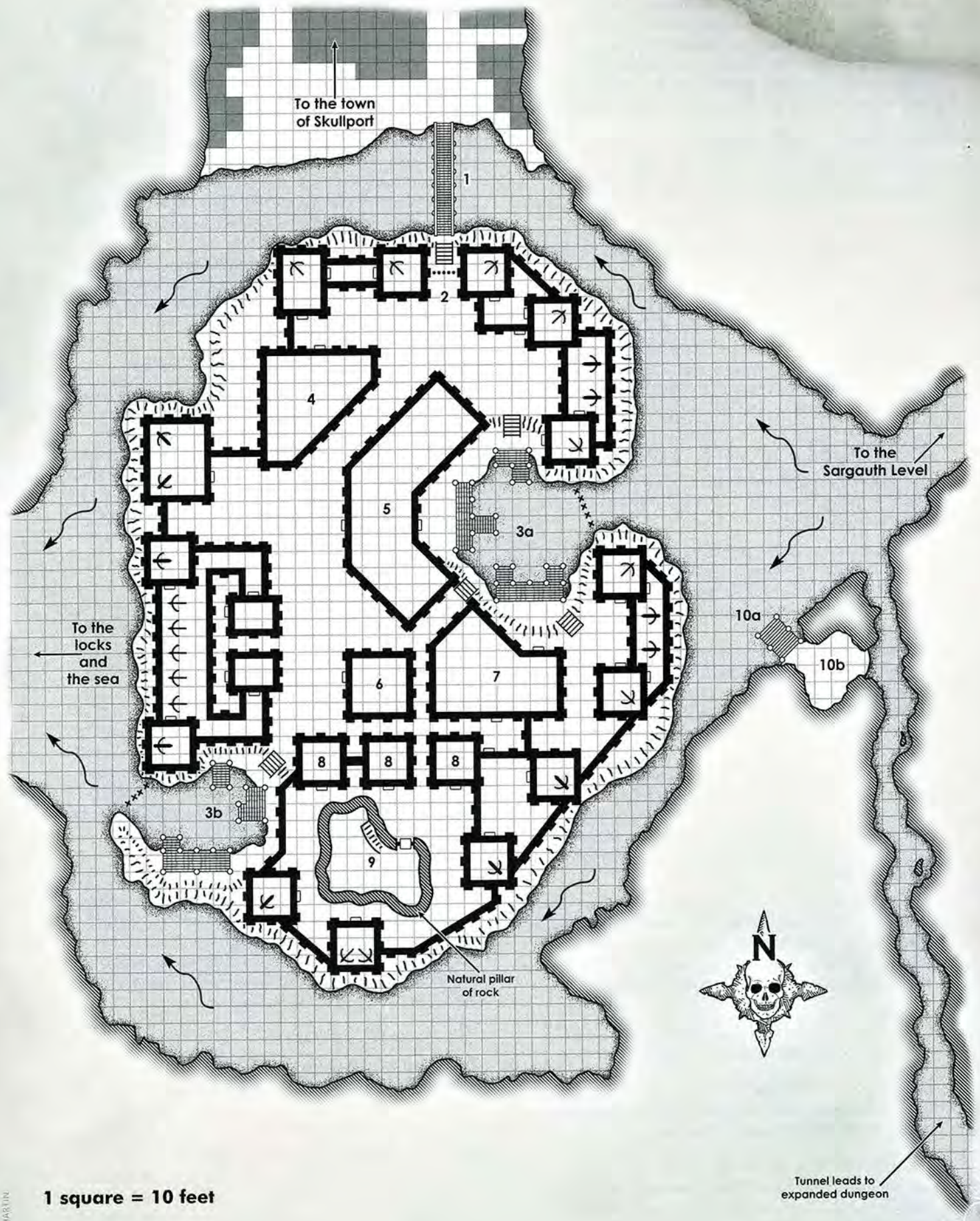
Twelve **gargoyles** perch on the battlements of these three-story stone towers (four atop each tower).

9. Tower of the Seven Woes

The fortress's half-ogre commander, Sundeth, lives in this hollowed-out spire with his **wyvern** mount. Sundeth is a hideous, 8-foot-tall, half-ogre **champion** (see appendix A), with these changes:

- Sundeth is chaotic evil.
- He has these racial traits: He is Large and has darkvision out to a range of 60 feet. He speaks Common and Giant.

The column merges with the cavern roof, narrows in the middle (where a stalactite and a stalagmite converged eons ago), and has abundant ledges and handholds on the outside. The outer door is made of iron and squeals loudly when opened, alerting the spire's occupants.



1 square = 10 feet

TIM MARTIN

MAP 24: SKULL ISLAND

Carved into the column is a seven-story prison composed of windowless torture chambers connected to one another by rough-hewn stairways. Worshipers of Loviatar used this tower to imprison and torture slaves. The walls throughout are lined with manacles; rusted shackles lie strewn amid torture racks, spiked cages, and other contraptions that have fallen into disrepair.

10. Kuo-toa Lair

East of the island fortress, an old dock protrudes from the mouth of a damp cave like a wooden tongue.

10a. Old Dock

The dock creaks and groans but is safe to stand on.

10b. Kuo-toa Cave

A hungry **kuo-toa** named Hlool crouches in the middle of this cave. If the characters give it food, Hlool eats the food, then dives to the bottom of the River Sargauth, returns minutes later with a bundled-up *cloak of the manta ray* that it took from a dead adventurer, and gives it to the characters as a thank-you gift.

Exploring the Town

All location descriptions for the town of Skullport are keyed to maps 25 and 26. The town's key features are summarized below:

- Everything has a deteriorated, haphazard look to it. Tightly packed buildings of wood and stone are piled atop one another, creating three levels: a lower level (often called the street level), a middle level, and an upper level.
- Unnamed thoroughfares wind through the town at street level. Above this labyrinth run mazes of catwalks made from the wood of old shipwrecks. Old rigging is used to suspend the creaky catwalks.
- The 90-foot-high cavern ceiling is covered with a forest of stalactites.
- Most of the lanterns that once illuminated Skullport are gone, turned to rust or stolen by thieves long ago. Denizens carry their own light sources or rely on darkvision to see. Flameskulls are often mistaken from a distance for bobbing torches as they drift through town.

The town has no general store, and some merchandise that is abundant in Waterdeep simply isn't available here. Prices in Skullport are five times higher than normal. If an NPC is mentioned by name with no pointer to a stat block, assume the NPC is a **commoner**.

11. Old Markets

These open-air spaces are dreary and forlorn.

11a. Old Fish Market

Closed shops and warehouses enclose an abandoned market dotted with empty fish stands.

11b. Old Slave Market

The shops that surround this abandoned slave market appear vacant. Further investigation reveals that one shop (area 12) is open for business.

12. Dead Man's Corner

A **sea hag** named Olive Stillwater sells human zombies out of this dilapidated shop. She appears as an old woman covered with snails and barnacles.

Olive keeps a dozen human **zombies** in her cramped shop. "They're great for setting off traps!" she says with a chuckle. As payment for each zombie, she demands a tiny vial of the buyer's blood and three hairs plucked from the buyer's head. She owns a pair of rusty iron shears that can be used to draw blood and cut hair. After consuming this payment, Olive gains the innate ability to cast the *animate dead* spell once per day for the next three days.

Each zombie wears a rope noose around its neck. A character who buys a zombie must lead it around by the noose; otherwise, the zombie stands still and does nothing.

13. Thimblewine's Pawnshop

A cheery rock gnome named Krystaleen runs this shop. She is the niece of the pawnshop's previous owner, Thimblewine, who died of old age a few years ago.

Krystaleen buys reusable goods from visitors at normal cost (as listed in the *Player's Handbook*). If the characters are looking to buy a nonmagical item, there is a 10 percent chance that Krystaleen has such an item in stock. All merchandise is sold at five times the normal cost.

14. Heralds' Meet

This town square is littered with trash. Nearly all the buildings that surround it are abandoned.

15. The Black Tankard

The proprietor of this squalid, one-story tavern is a fat, dour **duergar** named Droon Stonedark, who works for Xanathar. Two **minotaurs** stand in dark corners, ready to give unruly patrons the heave-ho. A **spectator** floats amid the rafters and provides additional security.

Droon sells Wyrmwizz, an alcoholic swill, for 2 sp per mug. No food and no other drinks are available.

16. Gyudd's Distillery

This dwarven distillery is a three-story stone building with a sagging roof. Gyudd, the shield dwarf distiller, makes Amberjack (a sherry), bitter Goat's Head Ale, and a muddy alcoholic swill called Wyrmwizz. The cost of a 5-gallon cask is 20 gp for Amberjack, 10 gp for Goat's Head Ale, and 5 gp for Wyrmwizz.

17. Skull Square

Empty buildings surround this square, which is festooned with iron gibbets dangling from wooden masts.

18. The Sea Chest

This shop used to sell chests, strongboxes, and other containers, but the place is closed up. Its proprietor, a shield dwarf named Tor Grayfell, had his brain eaten by a mind flayer believed to still be at large in Skullport.

TIM HARTIN

Map 25: Skullport, Lower and Middle Levels

19. The Flagon and the Dragon

This wood and stone tavern is a step up from the Black Tankard (area 15). Tending bar is the proprietor, a female half-drow named Cal'al Claddani. She always introduces herself by asking, "What's your poison?"

Cal'al took over the tavern after its previous owners fled. She sells two local beverages: a sherry called Amberjack (8 sp per glass) and Goat's Head Ale (4 sp per flagon). She also keeps a few rare spirits behind the bar.

If the characters drop a few coins here, Cal'al is happy to furnish them with information about Skullport's other inhabitants and establishments. Cal'al also fancies herself a gatherer of secrets and might share one or two with characters she trusts (see appendix C).

20. Dark Harvest Market

Food harvested from the Underdark is sold here by 1d6 **duergar**, who employ an equal number of **wererats** as bodyguards.

21. The Sword and Sextant

A pair of strongheart halflings named Oleander and Will buy and sell maps out of this modest shop. They are eager to procure accurate maps of Undermountain.

22. The Guts & Garters

A sullen, soft-spoken tiefling named Quietude runs Skullport's last remaining inn and spies on guests for Xanathar. The inn is a run-down structure with windows so shrouded in grime as to be almost opaque. Quietude rents bedrooms for 5 gp per day.

The inn's cellar contains a secret door that requires a successful DC 15 Wisdom (Perception) check to detect. Beyond the secret door is a 300-foot-long, rough-hewn tunnel heading west to Xanathar's dungeon hideout (described in *Waterdeep: Dragon Heist*).

23. The Feathered Rat

Ulvira Snowveins, a venerable half-elf and Harper spy, runs this single-story pet store. Ulvira's merchandise and prices are as follows: bat (5 cp), cat (5 sp), frog or toad (5 cp), giant fire beetle (25 gp), giant rat (10 sp), lizard (5 cp), rat (5 cp), spider (5 cp), and stirge (10 sp).

24. Thaglar's Foundry

Skullport's ugly stone foundry stands four stories tall. Inside, **duergar** smiths under the command of a brutal duergar taskmaster named Thaglar Xundorn fashion weapons, armor, and tools.

25. The Bat's Roost

This building, once a seedy tavern, is now a fighting den where visitors can settle their differences through fisticuffs while spectators place bets on the outcome.

26. The Keel Hall

This two-story festhall shut down after the Spellplague and never reopened its doors. The Zhentarim now use it as a hideout.

Bosskyn Gorrb, a blind tiefling **spy**, leads the Zhentarim in Skullport and uses flying snakes to deliver messages to his underlings. If one or more characters are members of the Zhentarim and can prove it, Bosskyn offers to help them in one or both of the following ways:

- He allows the party to use the festhall as a sanctuary and a resting place for as long as they need it.
- He uses one of his flying snakes to deliver a message to anyone in Waterdeep on the party's behalf.

27. The Poisoned Quill

There's not much need for an expert forger in Skullport these days, but that doesn't concern the owner of the Poisoned Quill, Tasselgryn Velldarn, who makes money from visitors needing to leave Skullport in a hurry.

"Tas" is an elderly **archmage**. Her secret is that she and Halaster are friends. The Mad Mage visits her about once a month for tea, and she catches him up on the latest news and gossip. When they are together, Halaster and Tasselgryn act like an old married couple.

If the characters come seeking an escape from Skullport, Tasselgryn offers to cast the *teleportation circle* spell but demands payment of 50 gp per party member up front. She knows the address of another teleportation circle in Waterdeep (in the attic of an orphanage in the Dock Ward) and sends the characters there if they don't have a teleportation circle address of their own.

Halaster has placed enchantments on Tasselgryn's shop that enable her (and her alone) to cast *teleportation circle* spells within its confines, ignoring the restriction that Undermountain places on such magic (see "Alterations to Magic," page 10).

28. Twinbeard's Traps

This single-story building contains the workshop of Xanathar's shield dwarf trapsmith and engineer, Thorvin Twinbeard. He's rarely here, however, since Xanathar keeps him busy. (For more information on Thorvin, see *Waterdeep: Dragon Heist*.)

29. Sargauth's Bounty

Darum and Duram Ghaz, a pair of shield dwarf brothers, sell junk salvaged from the River Sargauth. There is a 50 percent chance that the shop is closed and the brothers are away on a salvage mission.

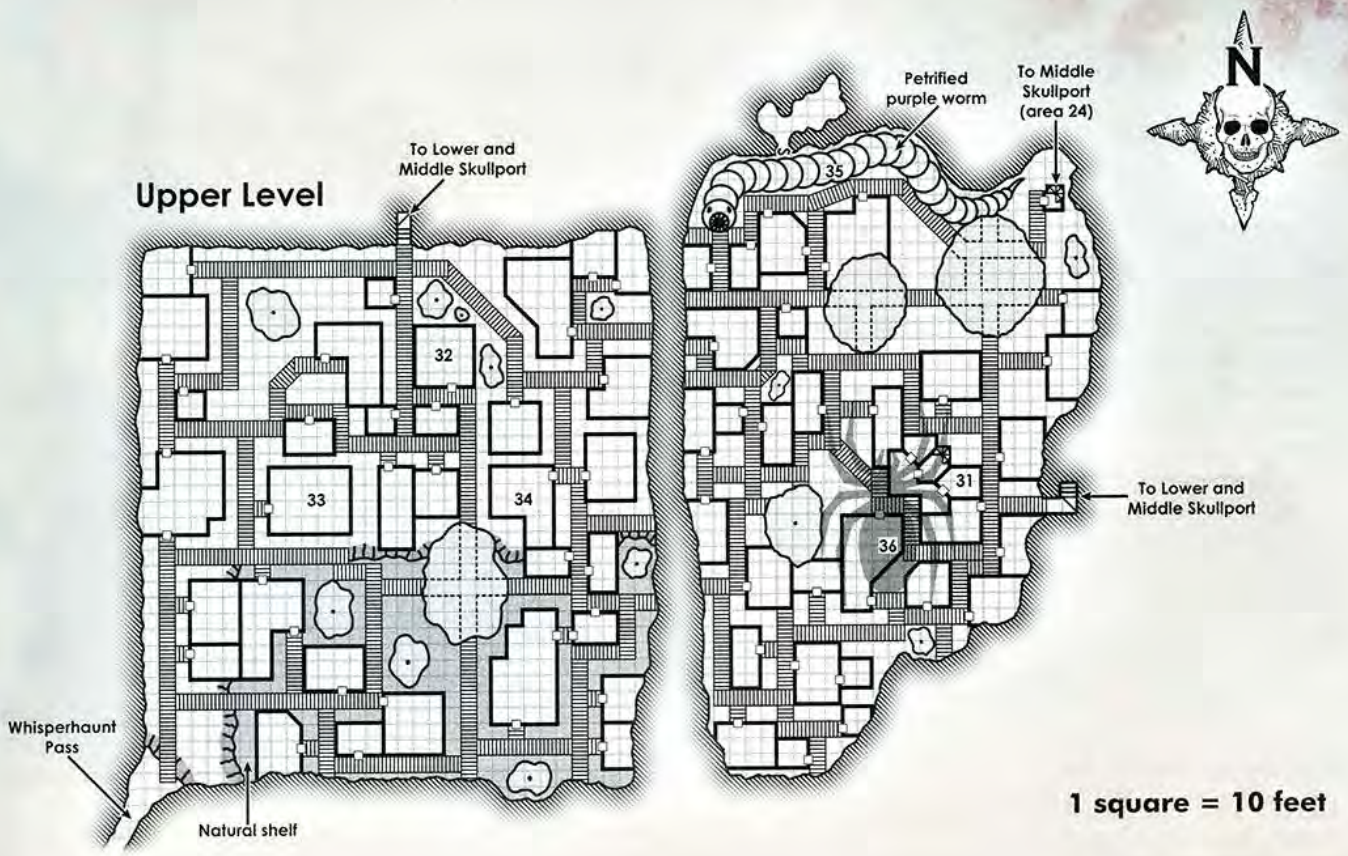
30. The Lanternlighter's

Anderian Dusk, an old half-elf with a long white beard, sells lanterns. The light in Anderian's eyes has gone out, as time has slowly crushed his hopes or dreams. Around his neck he wears a *hag eye* pendant given to him by the sea hags of the Sargauth River (see area 10c on level 3). The hags pay him to wear it so they can spy on folk passing through Skullport.

If the characters need oil for their lanterns, Anderian directs them to the Overflowing Urn (area 33).

31. Dalagor's Fortress

Dalagor was an evil warrior who surrounded himself with necromancers and undead. He and his minions



Map 26: Skullport, Upper Level

were destroyed or driven out during the Spellplague, leaving behind a bleak, three-story stone mansion that the Harpers have seized and turned into a hideout.

Felrax, a dragonborn **mage** with copper-colored scales, watches over the mansion. A *light* cantrip cast on his staff allows Felrax to see in the dark interior. If one or more characters are Harpers, Felrax offers to help them in one or both of the following ways:

- He allows the party to use the mansion as a sanctuary and a resting place for as long as they need it.
- If the characters need to leave Skullport in a hurry, he tells them that Tasselgryn Velldarn (area 27) has access to a teleportation circle and charges 50 gp per person for its use.

32. Dumathoin's Jest

Ygarra Urmbaalt, a **duergar**, appraises gemstones for a flat fee of 20 percent of a gem's value. Her establishment is a one-story, ugly stone building.

33. The Overflowing Urn

This store rests atop another structure that is crumbling with age. As a result, the building tilts slightly to the east. Inside, a man calling himself Garryth sells flasks of oil for 5 sp each and casks of pitch for 2 gp each.

Five years ago, a **doppelganger** killed Garryth and assumed his identity after disposing of the body. The doppelganger is content running the business and has no qualms about paying money to Xanathar for protection.

34. Nightshade's Caress

Displayed in the window of this shop are various herbs, elixirs, vials of poison, and baskets of medicinal fungi. The store is cluttered with more such goods, all labeled and clearly priced. The apothecary, Nightshade, is an undead creature (use the **mummy** statistics) that looks like a withered crone dressed in a tattered black robe.

35. The Worm's Gullet

The only restaurant in town is located inside a petrified, hollowed-out purple worm. The food and the service have gone downhill ever since Xanathar installed a new manager: a heartless **duergar** named Gharz Stonedark.

Gharz makes meals out of whatever his **kobolds** can find, and patrons are expected to eat whatever Gharz serves them. Common meals include stirge loaf, carrion crawler soufflé, flumph stew, and hot shrieker pie. The house ale is Wyrmwizz, straight from the local distillery (area 16). A meal with a drink costs 5 sp per person.

36. Tanor'thal Refuge

Carved by the drow of House Tanor'thal, this stronghold resembles an upside-down spider that looms above the rest of Skullport like a great, dark god. The spider's hollowed-out head, thorax, and abdomen contain windowless living quarters filled with thick webs and a host of **giant spiders**. Other denizens of Skullport avoid this place, making it an excellent refuge once the spiders are cleared out. The drow left nothing of value behind when they vacated their refuge.

Appendix A: Dungeon Denizens

This appendix contains information on Halaster Blackcloak, as well as monsters and NPCs not found in the *Monster Manual*. After the Mad Mage, the creatures are in alphabetical order.

Halaster Blackcloak

Halaster, the Mad Mage of Undermountain, is the deranged individual behind most of the traps and horrors found in the great dungeon under Waterdeep. Undermountain is his home, an amusement gallery in which others perform to entertain him.

The Mad Mage knows the ever-changing ways of Undermountain as no one else does, for he is the one who controls those changes. He prefers to remain unseen, skulking about invisibly or peering through scrying sensors that resemble wide-open eyes surrounded by sparkling motes of light.

Halaster's abilities far exceed those of most mortal wizards. His expertise with magic gates allows him to travel far and wide to engage in magical research. He

CLINT CEARLEY

Halaster Blackcloak

Medium humanoid (human), chaotic evil

Armor Class 14 (17 with *mage armor*)
Hit Points 246 (29d8 + 116)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	18 (+4)	18 (+4)	24 (+7)	18 (+4)	18 (+4)

Saving Throws Int +14, Wis +11
Skills Arcana +21, History +21, Perception +11
Damage Resistances fire and lightning (granted by the *blast scepter*; see "Special Equipment" below)
Senses darkvision 120 ft., passive Perception 21
Languages Abyssal, Celestial, Common, Draconic, Dwarvish, Elvish, Infernal, Undercommon
Challenge 23 (50,000 XP)

Special Equipment. Halaster wears a *robe of eyes* that lets him see in all directions, gives him darkvision out to a range of 120 feet, grants advantage on Wisdom (Perception) checks that rely on sight, and allows him to see invisible creatures and objects, as well as into the Ethereal Plane, out to a range of 120 feet.

Halaster wields a *blast scepter* (a very rare magic item that requires attunement). It can be used as an arcane focus. Whoever is attuned to the *blast scepter* gains resistance to fire and lightning damage and can, as an action, use it to cast *thunderwave* as a 4th-level spell (save DC 16) without expending a spell slot.

Halaster also wears a *horned ring* (a very rare magic item that requires attunement), which allows an attuned wearer to ignore Undermountain's magical restrictions (see "Alterations to Magic," page 10).

Arcane Recovery (1/Day). When he finishes a short rest, Halaster recovers all his spell slots of 5th level and lower.

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

Rejuvenation. If Halaster dies in Undermountain, he revives after 1d10 days, with all his hit points and any missing body parts restored. His new body appears in a random safe location in Undermountain.

Spellcasting. Halaster is a 20th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 22, +14 to hit with spell attacks). He can cast *disguise self* and *invisibility* at will. He can cast *fly* and *lightning bolt* once each without expending a spell slot, but can't do so again until he finishes a short or long rest. Halaster has the following wizard spells prepared:

Cantrips (at will): *dancing lights, fire bolt, light, mage hand, prestidigitation*
1st level (4 slots): *mage armor, magic missile, shield, silent image*
2nd level (3 slots): *arcane lock, cloud of daggers, darkvision, knock*
3rd level (3 slots): *counterspell, dispel magic, fireball*
4th level (3 slots): *confusion, hallucinatory terrain, polymorph*
5th level (3 slots): *Bigby's hand, geas, wall of force*
6th level (2 slots): *chain lightning, globe of invulnerability, programmed illusion*
7th level (2 slots): *finger of death, symbol, teleport*
8th level (1 slot): *maze, mind blank*
9th level (1 slot): *meteor swarm, wish*

Actions

Blast Scepter. Halaster uses his *blast scepter* to cast *thunderwave* as a 4th-level spell (save DC 16).

Legendary Actions

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

Cast Spell. Halaster casts a spell of 3rd level or lower.
Spell Ward (Costs 2 Actions). Halaster expends a spell slot of 4th level or lower and gains 5 temporary hit points per level of the slot.

spends much of his time creating gates, moving them around, and casting elder runes on them. Halaster's gates connect the different levels of Undermountain, thus enabling him to bring new monsters into the dungeon to replenish those that die or escape. Even as groups of adventurers try to gain decisive control of just a small section of Undermountain's halls, Halaster constantly alters the dungeon's perils to thwart them.

Halaster's true form is that of a tall, gaunt, male human, but he uses magic to take on many other visages and shapes. No matter what form he wears, the Mad Mage giggles and mutters incessantly. Contrary to appearances, however, Halaster is alert and attentive to the activities and preparations of all beings near him. He never willingly enters combat without first casting *mage armor* and *mind blank* on himself.

Halaster's Lair

As the master of Undermountain, Halaster can alter the entire dungeon to some extent. His lair actions and regional effects don't extend beyond Undermountain.

Lair Actions

On initiative count 20 (losing initiative ties), Halaster takes a lair action to cause one of the following effects:

- Halaster targets a volume of unoccupied space or solid stone no larger than four 10-foot cubes within 30 feet of him, turning the open space to solid, worked stone or vice versa.
- Halaster causes one door or archway within 30 feet of him to disappear and be replaced by a blank wall, or he restores a door or an archway previously removed in this way.
- Halaster deactivates or reactivates one of Undermountain's magic gates. The gate must be within 120 feet of him.

Regional Effects

When Halaster is in Undermountain, the following effects can occur in any location within the dungeon or in any extraplanar extension of the dungeon:

- A magical scrying sensor appears, taking the form of a ghostly, 1-foot-diameter humanoid eye surrounded by motes of light. The sensor is stationary, though Halaster can reorient the eye to face in any direction. Halaster can see through the eye as though he was in its space. The eye can't be harmed or dispelled, but it winks out within an antimagic field. A scrying eye lasts until Halaster ends the effect (no action required).
- A minor illusory effect is triggered, as though Halaster had cast *minor illusion* in an area. Common illusions include the echo of rattling chains, the distant sound of explosive spells being cast, a dusty cloak or a rusty helm floating as though worn by an invisible figure, and illusory footprints appearing on a dusty floor.
- Silent apparitions of dead adventurers drift through halls and rooms as though they are lost. An apparition can't be harmed, and it doesn't acknowledge creatures or objects in any way. It can't be dispelled but is suppressed within an antimagic field.

Archdruid

Archdruids watch over the natural wonders of their domains. They seldom interact with civilized folk unless there is a great threat to the natural order, and their lairs are often guarded by allied beasts, plants, and fey.

Archdruid

Medium humanoid (any race), any alignment

Armor Class 16 (hide armor, shield)
Hit Points 132 (24d8 + 24)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	12 (+1)	20 (+5)	11 (+0)

Saving Throws Int +5, Wis +9
Skills Medicine +9, Nature +5, Perception +9
Senses passive Perception 19
Languages Druidic plus any two languages
Challenge 12 (8,400 XP)

Spellcasting. The archdruid is an 18th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 17, +9 to hit with spell attacks). It has the following druid spells prepared:

Cantrips (at will): *druidcraft, mending, poison spray, produce flame*
1st level (4 slots): *cure wounds, entangle, faerie fire, speak with animals*
2nd level (3 slots): *animal messenger, beast sense, hold person*
3rd level (3 slots): *conjure animals, meld into stone, water breathing*
4th level (3 slots): *dominate beast, locate creature, stoneskin, wall of fire*
5th level (3 slots): *commune with nature, mass cure wounds, tree stride*
6th level (1 slot): *heal, heroes' feast, sunbeam*
7th level (1 slot): *fire storm*
8th level (1 slot): *animal shapes*
9th level (1 slot): *foresight*

Actions

Scimitar. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) slashing damage.

Change Shape (2/Day). The archdruid magically polymorphs into a beast or elemental with a challenge rating of 6 or less, and can remain in this form for up to 9 hours. The archdruid can choose whether its equipment falls to the ground, melds with its new form, or is worn by the new form. The archdruid reverts to its true form if it dies or falls unconscious. The archdruid can revert to its true form using a bonus action on its turn.

While in a new form, the archdruid retains its game statistics and ability to speak, but its AC, movement modes, Strength, and Dexterity are replaced by those of the new form, and it gains any special senses, proficiencies, traits, actions, and reactions (except class features, legendary actions, and lair actions) that the new form has but that it lacks. It can cast its spells with verbal or somatic components in its new form.

The new form's attacks count as magical for the purpose of overcoming resistances and immunity to nonmagical attacks.

Champion

Champions are mighty warriors who honed their fighting skills in gladiatorial pits. To soldiers and other people who fight for a living, champions are as influential as nobles, and their presence is courted as a sign of status among rulers.

Githyanki Gish

Their keen minds and psionic gifts allow the githyanki to master magic. Gish blend their magical abilities with swordplay to become dangerous foes in battle. Their specialized capabilities make them well suited for assassination, raiding, and espionage.

Lava Child

Physically identical to one another, lava children have muscular builds and childish, perpetually grinning faces. Most are born in the Fountains of Creation, also known as the Plane of Magma, which is wedged between the Elemental Planes of Earth and Fire. Within volcanic caverns, lava children form communities, serving primordial beings out of fear or worshiping gods of earth and fire.

Though they're not violent by nature, lava children fiercely defend territory they claim as their own. Many intruders have been fooled by a lava child's smile, believing themselves welcome when in fact they're about to be torn limb from limb. Lava children typically stick close to their lairs, but actively hunt when food grows scarce.

Lava Born. The first lava children were created by the merging of spirits of earth and fire. Upon reaching adulthood, a lava child gains the ability to procreate by itself. An adult lava child lays several eggs in its lifetime, which is roughly fifty years. These eggs incubate in pools of molten magma until they hatch. The pink, smiling newborn matures at the same rate as a human. The parent protects its offspring until the new lava child is strong enough to defend itself and forage on its own. Lava children eat meat, bones, paper, plants, and just about anything else not made of metal or stone. Cooked meat is their favorite.

Champion

Medium humanoid (any race), any alignment

Armor Class 18 (plate)
Hit Points 143 (22d8 + 44)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	14 (+2)	10 (+0)	14 (+2)	12 (+1)

Saving Throws Str +9, Con +6
Skills Athletics +9, Intimidation +5, Perception +6
Senses passive Perception 16
Languages any one language (usually Common)
Challenge 9 (5,000 XP)

Indomitable (2/Day). The champion rerolls a failed saving throw.

Second Wind (Recharges after a Short or Long Rest). As a bonus action, the champion can regain 20 hit points.

Actions

Multiattack. The champion makes three attacks with its greatsword or its shortbow.

Greatsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage, plus 7 (2d6) slashing damage if the champion has more than half of its total hit points remaining.

Shortbow. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage, plus 7 (2d6) piercing damage if the champion has more than half of its total hit points remaining.

Githyanki Gish

Medium humanoid (gith), lawful evil

Armor Class 17 (half plate)
Hit Points 123 (19d8 + 38)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	14 (+2)	16 (+3)	15 (+2)	16 (+3)

Saving Throws Con +6, Int +7, Wis +6
Skills Insight +6, Perception +6, Stealth +6
Senses passive Perception 16
Languages Gith
Challenge 10 (5,900 XP)

Innate Spellcasting (Psionics). The githyanki's innate spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). It can innately cast the following spells, requiring no components:

At will: *mage hand* (the hand is invisible)
3/day each: *jump, misty step, nondetection* (self only)
1/day each: *plane shift, telekinesis*

Spellcasting. The githyanki is an 8th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). The githyanki has the following wizard spells prepared:

Cantrips (at will): *blade ward, light, message, true strike*
1st level (4 slots): *expeditious retreat, magic missile, sleep, thunderwave*
2nd level (3 slots): *blur, invisibility, levitate*
3rd level (3 slots): *counterspell, fireball, haste*
4th level (2 slots): *dimension door*

War Magic. When the githyanki uses its action to cast a spell, it can make one weapon attack as a bonus action

Actions

Multiattack. The githyanki makes two longsword attacks.

Longsword. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands, plus 18 (4d8) psychic damage.

SHAWN WOOD

Living Spell

Areas of wild magic and sites that have been ravaged by powerful eldritch forces can give rise to spell effects that refuse to dissipate. These so-called living spells haunt the places where they were created, subsisting on ambient magical energy.

A living spell appears much like a normal spell effect, except that its magical energy lingers and moves with purpose.

Constructed Nature. A living spell doesn't require air, food, drink, or sleep.

Magical Essence. The process that creates a living spell changes the nature of its magic. A living spell isn't subject to *dispel magic* and isn't affected by an antimagic field.

Living Unseen Servant

Like an overzealous butler or maid, a living unseen servant spell busies itself with tasks in hopes of pleasing its creator. It can wield simple weapons but prefers not to. *See invisibility*, *true seeing*, and similar effects reveal that the servant has a shape similar to that of a slender humanoid adult.

Lava Child

Medium humanoid (lava child), neutral

Armor Class 11
Hit Points 60 (8d8 + 24)
Speed 25 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	13 (+1)	16 (+3)	11 (+0)	10 (+0)	10 (+0)

Skills Athletics +6, Survival +2
Damage Immunities fire; bludgeoning, piercing, and slashing from metal weapons
Senses darkvision 60 ft., passive Perception 10
Languages Common, Ignan
Challenge 3 (700 XP)

Metal Immunity. The lava child can move through metal without hindrance, and it has advantage on attack rolls against any creature wearing metal armor or using a metal shield.

Actions

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

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage.

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

Living Unseen Servant

Medium construct, unaligned

Armor Class 10
Hit Points 4 (1d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
2 (−4)	10 (+0)	11 (+0)	1 (−5)	10 (+0)	1 (−5)

Skills Perception +2, Stealth +4
Damage Immunities poison
Condition Immunities exhaustion, paralyzed, petrified, poisoned, unconscious
Senses blindsight 60 ft. (blind beyond this radius), passive Perception 12
Languages understands one language (usually Common) but can't speak
Challenge 0 (10 XP)

Invisibility. The unseen servant is invisible.

Actions

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

Muiral

Large monstrosity, chaotic evil

Armor Class 16 (natural armor)
Hit Points 195 (23d10 + 69)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	11 (+0)	16 (+3)	18 (+4)	13 (+1)	18 (+4)

Saving Throws Con +8, Int +9
Skills Arcana +9, Athletics +9, Perception +6, Stealth +5
Senses darkvision 120 ft., passive Perception 16
Languages Common, Dwarvish, Elvish, Goblin, Undercommon
Challenge 13 (10,000 XP)

Spellcasting. Muiral is a 13th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). He has the following wizard spells prepared:

Cantrips (at will): *dancing lights, mage hand, prestidigitation, ray of frost, shocking grasp*
1st level (4 slots): *expeditious retreat, fog cloud, magic missile, shield*
2nd level (3 slots): *darkness, knock, see invisibility, spider climb*
3rd level (3 slots): *animate dead, counterspell, lightning bolt*
4th level (3 slots): *greater invisibility, polymorph*
5th level (2 slots): *animate objects, wall of force*
6th level (1 slot): *create undead, flesh to stone*
7th level (1 slot): *finger of death*

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

Actions

Multiattack. Muiral makes three attacks: two with his longsword and one with his sting.

Longsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage, or 15 (2d10 + 4) slashing damage if used with two hands.

Sting. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 9 (1d10 + 4) piercing damage. The target must make a DC 16 Constitution saving throw, taking 27 (6d8) poison damage on a failed save, or half as much damage on a successful one.

Legendary Actions

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

Cast Cantrip. Muiral casts a cantrip.
Lunging Attack (Costs 2 Actions). Muiral makes one longsword attack that has a reach of 10 feet.
Retreating Strike (Costs 3 Actions). Muiral moves up to his speed without provoking opportunity attacks. Before the move, he can make one longsword attack.

Muiral

Muiral was an accomplished human warrior who long served as Halaster's bodyguard. His descent into madness began when he asked the Mad Mage to tutor him in the wizardly arts. Muiral learned enough magic to transform himself into a half-scorpion monstrosity, becoming known as Muiral the Misshapen. He then retired to the level of Undermountain that would later be called Muiral's Gauntlet, driving out and slaying its original drow denizens. Muiral now spends his days hunting adventurers and other interlopers for fun. Long years alone—and Halaster's influence—have rendered him utterly insane.

SIDHARTH CHATURVEDI

Neothelid

When an illithid colony's tadpoles are no longer fed by their caretakers, they turn to devouring one another out of hunger. Only one tadpole survives out of the thousands in the colony's pool, and it emerges as a neothelid—a slime-covered worm of immense size.

A feral thing, a neothelid knows nothing beyond the predatory existence it has lived so far. It prowls subterranean passages in search of more brains to sate its constant hunger, growing ever more vicious.

Neothelid

Gargantuan aberration, chaotic evil

Armor Class 16 (natural armor)
Hit Points 325 (21d20 + 105)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	7 (−2)	21 (+5)	3 (−4)	16 (+3)	12 (+1)

Saving Throws Int +1, Wis +8, Cha +6
Senses blindsight 120 ft., passive Perception 13
Languages —
Challenge 13 (10,000 XP)

Creature Sense. The neothelid is aware of the presence of creatures within 1 mile of it that have an Intelligence score of 4 or higher. It knows the distance and direction to each creature, as well as each creature's Intelligence score, but can't sense anything else about it. A creature protected by a *mind blank* spell, a *nondetection* spell, or similar magic can't be perceived in this manner.

Innate Spellcasting (Psionics). The neothelid's innate spellcasting ability is Wisdom (spell save DC 16). It can innately cast the following spells, requiring no components:

At will: *levitate*
1/day each: *confusion, feeblemind, telekinesis*

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

Actions

Tentacles. *Melee Weapon Attack:* +13 to hit, reach 15 ft., one target. *Hit:* 21 (3d8 + 8) bludgeoning damage plus 13 (3d8) psychic damage. If the target is a Large or smaller creature, it must succeed on a DC 18 Strength saving throw or be swallowed by the neothelid. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the neothelid, and it takes 35 (10d6) acid damage at the start of each of the neothelid's turns.

If the neothelid takes 30 damage or more on a single turn from a creature inside it, the neothelid must succeed on a DC 18 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the neothelid. If the neothelid dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

Acid Breath (Recharge 5–6). The neothelid exhales acid in a 60-foot cone. Each creature in that area must make a DC 18 Dexterity saving throw, taking 35 (10d6) acid damage on a failed save, or half as much damage on a successful one.

Scaladar

Scaladar are constructs created by Trobriand, one of Halaster's apprentices. They move and attack like giant scorpions, grabbing prey with two large pincer claws and delivering a deadly pulse of lightning with their metal stinger tails.

Trobriand's Rings. Trobriand crafted magic rings to control the scaladar. Each ring is a black metal loop with a stinger-shaped protrusion. No scaladar can harm the wearer of such a ring, and any scaladar within 100 feet of a ring wearer must obey its spoken commands. The magic of the ring enables the scaladar to understand and interpret these commands, even though the creatures have no language of their own. If given contradictory commands from two different ring wearers, a scaladar immediately shuts down and becomes incapacitated for 1 hour. Trobriand has a master ring that lets him override the commands of other ring wearers without causing a scaladar to shut down. Trobriand's rings function only in Undermountain.

Constructed Nature. A scaladar doesn't require air, food, drink, or sleep.

Scaladar

Huge construct, unaligned

Armor Class 19 (natural armor)
Hit Points 94 (7d12 + 49)
Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	25 (+7)	1 (−5)	12 (+1)	1 (−5)

Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities force, lightning, poison
Condition Immunities charmed, paralyzed, poisoned
Senses darkvision 60 ft., passive Perception 11
Languages —
Challenge 8 (8,900 XP)

Lightning Absorption. Whenever the scaladar is subjected to lightning damage, it takes no damage, and its sting deals an extra 11 (2d10) lightning damage until the end of its next turn.

Scaladar Link. The scaladar knows the location of other scaladar within 100 feet of it, and it can sense when any of them take damage.

Actions

Multiattack. The scaladar makes three attacks: two with its claws and one with its sting.

Claw. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 10 (1d12 + 4) bludgeoning damage, and the target is grappled (escape DC 15). The scaladar has two claws, each of which can grapple one target.

Sting. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 9 (1d10 + 4) piercing damage plus 11 (2d10) lightning damage.

Shadow Assassin

A shadow assassin looks like an undead shadow (as described in the *Monster Manual*) that wields shortswords also made of shadow. It exists only to slay the living.

Undead Nature. A shadow assassin doesn't require air, food, drink, or sleep.

Ulitharid

Very rarely, an illithid tadpole transforms an individual into an ulitharid rather than an ordinary mind flayer. Ulitharids are larger than mind flayers and have six tentacles instead of four. Illithids innately recognize that an ulitharid's survival is more important than their own. In most colonies, an ulitharid becomes an elder brain's most favored servant, invested with power and authority. In others, the elder brain perceives the ulitharid as a potential rival, manipulating or quashing the ulitharid's ambitions accordingly.

Shadow Assassin

Medium undead, chaotic evil

Armor Class 14
Hit Points 78 (12d8 + 24)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (−2)	19 (+4)	14 (+2)	13 (+1)	12 (+1)	14 (+2)

Saving Throws Dex +8, Int +5
Skills Perception +9, Stealth +12
Damage Vulnerabilities radiant
Damage Resistances acid, cold, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities necrotic, poison
Condition Immunities exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft., passive Perception 19
Languages understands the languages it knew in life but can't speak
Challenge 9 (5,000 XP)

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

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

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

Actions

Multiattack. The assassin makes two Shadow Blade attacks.

Shadow Blade. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage plus 10 (3d6) necrotic damage. Unless the target is immune to necrotic damage, the target's Strength score is reduced by 1d4 each time it is hit by this attack. The target dies if its Strength is reduced to 0. The reduction lasts until the target finishes a short or long rest.

If a non-evil humanoid dies from this attack, a shadow (see the *Monster Manual*) rises from the corpse 1d4 hours later.

Ulitharid

Large aberration, lawful evil

Armor Class 15 (breastplate)
Hit Points 127 (17d10 + 34)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	15 (+2)	21 (+5)	19 (+4)	21 (+5)

Saving Throws Int +9, Wis +8, Cha +9
Skills Arcana +9, Insight +8, Perception +8, Stealth +5
Senses darkvision 120 ft., passive Perception 18
Languages Deep Speech, Undercommon, telepathy 2 miles
Challenge 9 (5,000 XP)

Creature Sense. The ulitharid is aware of the presence of creatures within 2 miles of it that have an Intelligence score of 4 or higher. It knows the distance and direction to each creature, as well as each creature's Intelligence score, but can't sense anything else about it. A creature protected by a *mind blank* spell, a *nondetection* spell, or similar magic can't be perceived in this manner.

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

Psionic Hub. If an elder brain establishes a psychic link with the ulitharid, the elder brain can form a psychic link with any other creature the ulitharid can detect using its Creature Sense. Any such link ends if the creature falls outside the telepathy ranges of both the ulitharid and the elder brain. The ulitharid can maintain its psychic link with the elder brain regardless of the distance between them, as long as they are both on the same plane of existence. If the ulitharid is more than 5 miles away from the elder brain, it can end the psychic link at any time (no action required).

Innate Spellcasting (Psionics). The ulitharid's innate spellcasting ability is Intelligence (spell save DC 17). It can innately cast the following spells, requiring no components:

At will: *detect thoughts, levitate*
1/day each: *confusion, dominate monster, eyebite, feeblemind, mass suggestion, plane shift* (self only), *project image, scrying, telekinesis*

Actions

Tentacles. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 27 (4d10 + 5) psychic damage. If the target is Large or smaller, it is grappled (escape DC 14) and must succeed on a DC 17 Intelligence saving throw or be stunned until this grapple ends.

Extract Brain. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one incapacitated humanoid grappled by the ulitharid. *Hit:* 55 (10d10) piercing damage. If this damage reduces the target to 0 hit points, the ulitharid kills the target by extracting and devouring its brain.

Mind Blast (Recharge 5–6). The ulitharid magically emits psychic energy in a 60-foot cone. Each creature in that area must succeed on a DC 17 Intelligence saving throw or take 31 (4d12 + 5) psychic damage and be stunned for 1 minute. A target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

When an ulitharid finds sharing leadership with an elder brain to be insufferable, it breaks off from the colony, taking a group of mind flayers with it, and forms a new colony. After the death of the ulitharid's body, mind flayers place its brain in a brine pool, where it grows into an elder brain over a few days.

Extractor Staff. Each ulitharid carries a psionically enhanced staff made of black metal. When the ulitharid is ready to give up its body, it attaches the staff to the back of its head and uses the staff to crack open its own skull and peel it apart, enabling its brain to be extracted and placed in a brine pool, where it can grow into an elder brain. The staff serves no other purpose.

Werebat

A werebat is a humanoid afflicted with a rare form of lycanthropy that enables it to transform into a giant bat or a bat-humanoid hybrid. (See the *Monster Manual* for more information on lycanthropy.) Most werebats are of goblin stock.

Deep Dwellers. Werebats are shunned even by goblin society because of their need to feed on blood to survive. They prefer to lair in dark places, such as attics and caves, and typically adopt nocturnal hunting habits.

Blood Drinkers. A werebat must consume at least 1 pint of fresh blood each night, or it weakens and gains one level of exhaustion that no amount of rest alone can remove. Each pint of blood the werebat consumes removes one level of exhaustion gained in this fashion.

Werebat Lycanthropy. A player character who becomes a werebat gains a Dexterity of 17 if their score isn't already higher. Attack and damage rolls for the werebat's bite attack are based on the character's Strength or Dexterity score, whichever is higher.

SHAWN WOOD

Werebat

Small humanoid (goblin, shapechanger), neutral evil

Armor Class 13
Hit Points 24 (7d6)
Speed 30 ft. (climb 30 ft., fly 60 ft. in bat or hybrid form)

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

Skills Perception +3, Stealth +5
Damage Immunities bludgeoning, piercing, and slashing from nonmagical attacks not made with silvered weapons
Senses darkvision 60 ft., passive Perception 13
Languages Goblin (can't speak in bat form)
Challenge 2 (450 XP)

Shapechanger. The werebat can use its action to polymorph into a Medium bat-humanoid hybrid, or into a Large giant bat, or back into its true form, which is humanoid. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

Echolocation (Bat or Hybrid Form Only). The werebat has blindsight out to a range of 60 feet as long as it's not deafened.

Keen Hearing. The werebat has advantage on Wisdom (Perception) checks that rely on hearing.

Nimble Escape (Humanoid Form Only). The werebat can take the Disengage or Hide action as a bonus action on each of its turns.

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

Actions

Multiattack (Humanoid or Hybrid Form Only). In humanoid form, the werebat makes two scimitar attacks or two shortbow attacks. In hybrid form, it can make one bite attack and one scimitar attack.

Bite (Bat or Hybrid Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) piercing damage, and the werebat gains temporary hit points equal to the damage dealt. If the target is a humanoid, it must succeed on a DC 10 Constitution saving throw or be cursed with werebat lycanthropy.

Scimitar (Humanoid or Hybrid Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Shortbow (Humanoid or Hybrid Form Only). *Ranged Weapon Attack:* +5 to hit, range 80/320 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Appendix B: Elder Runes Deck

Anarath

Elder Rune of Protection and Sacrifice

Bane Effect: The target must succeed on a Constitution saving throw or it can't regain hit points until a *remove curse* or *greater restoration* spell is cast on it.

Boon Effect: The target is immune to the blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned, and stunned conditions. In addition, the target stabilizes immediately when it drops to 0 hit points. This boon effect lasts for 24 hours.

Angras

Elder Rune of War

Bane Effect: The target must succeed on a Constitution saving throw or it gains vulnerability to all damage and a –2 penalty to death saving throws for 24 hours.

Boon Effect: When the target hits with an attack, the target can turn that hit into a critical hit, after which this boon effect ends.

Halaster

Elder Rune of the Mad Mage

Bane Effect: The target must make a Constitution saving throw, taking 20d6 force damage on a failed save, or half as much damage on a successful one.

Boon Effect: The target recovers its expended spell slots of 6th level and lower. If the target has no spell slots to recover, a magical shield surrounds the target for 1 hour instead. This shield grants the target resistance to all damage and can't be dispelled, though contact with an antimagic field destroys it.

Korombos

Elder Rune of Chaos

Bane Effect: The target must succeed on a Wisdom saving throw or suffer the effect of a *confusion* spell with a duration of 1 minute.

Boon Effect: When the target rolls damage, it can reroll any of the damage dice once. It must use the new rolls, after which this boon effect ends.

Laebos

Elder Rune of Fire

Bane Effect: The target must make a Dexterity saving throw, taking 10d10 fire damage on a failed save, or half as much damage on a successful save.

Boon Effect: The target gains a pool of ten d6s. Up to two of these dice can be expended at a time and added to any damage roll the target makes when it hits with a weapon attack. The damage added by these dice is fire damage.

Lammath

Elder Rune of Security

Bane Effect: For the next 24 hours, the target can't gain advantage on attack rolls, ability checks, or saving throws.

Boon Effect: Once within the next 24 hours, the target can use its reaction to reduce the damage it takes from one source by 10d6.

Nchasme

Elder Rune of Decision

Bane Effect: The target must succeed on a Wisdom saving throw or be incapacitated for 1 hour. While incapacitated in this way, the target gains the following personality flaw, which supersedes any opposing flaw: "I fundamentally disagree with everything anyone else says."

Boon Effect: The target can cast the *augury* spell as an action three times, requiring no components and with no chance of a random reading.

Savaros

Elder Rune of Goblinkind

Bane Effect: All nonmagical coins and gems on the target's person vanish.

Boon Effect: The rune magically summons a goblin (use the goblin stat block in the *Monster Manual*), which appears in an unoccupied space within 20 feet of the target. The goblin is rude to everyone except the target and obeys the target's commands. The goblin vanishes in a puff of smoke if it drops to 0 hit points.

Ullathar

Elder Rune of Passage

Bane Effect: The target must succeed on a Wisdom saving throw or be restrained for 24 hours.

Boon Effect: For the next 24 hours, the target gains the following benefits:

- The effects of the *freedom of movement* spell
- The ability to cast the *knock* spell at will, requiring no components

©2018 WIZARDS OF THE COAST LLC. PERMISSION IS GRANTED TO COPY AND DISTRIBUTE THIS PAGE FOR HOME GAME USE

Appendix C: Secrets Deck

Guild of Many Eyes
A thieves' guild that was driven from Waterdeep long ago still lurks in Undermountain, waiting and scheming to win back power in the city above. These villains make the sewers unsafe for honest folk to venture into. They have recently taken over Skullport, a subterranean town connected to Undermountain.

Immortal Insanity
The Mad Mage of Undermountain has destroyed himself or been destroyed many times, but his demise is always short-lived. Folk say the dungeon cannot exist without him, and so it magically re-creates the archmage whenever he meets his end within its crumbling halls. Each time Halaster returns, less of his sanity remains.

Skullport
Skullport overlooks the Sargauth River, a watery thoroughfare that cuts through the third level of Undermountain. Pirates once used the subterranean settlement as a trade port, but now it's a monster-infested haunt where spies and assassins hone their craft. Beware the fortress overlooking the river! Its garrison is commanded by an evil knight with a wyvern mount.

Tangled Web
Secret temples exist in great numbers in Undermountain, particularly those of evil gods not welcomed in the city above. The vile servants of these deities are locked in an endless war for supremacy in the dark dungeon. Lolth, the Demon Queen of Spiders, is the fiendish mastermind behind many of these bloody conflicts.

Arcturiadoom
One of Halaster's apprentices was a human transmuter named Arcturia, who created all manner of new monsters and often made herself the subject of her own horrid magical transformations. She claimed an entire level of Undermountain as her lair and polymorphed prisoners into monsters to guard it. It's likely that Arcturia resides in Undermountain still, in one form or another.

What Drow Fear
Part of Undermountain was carved out by the drow. Muiral, said to be a former bodyguard and apprentice of Halaster's, claims this domain and hunts trespassers for sport. These halls are littered with the bones of the slaughtered. Even the dark elves speak of Muiral in hushed tones. Anyone who can terrify the drow should be avoided at all costs.

Dwarfcraft
Much of Undermountain was built long ago by the shield dwarves of the Melairkyn clan. These dwarves were masters of stonework and hid many of their rooms behind secret doors. They also dug deep in search of precious metals. These mines were later stripped by duergar invaders, leaving a maze of worthless tunnels and caverns for monsters to inhabit.

School of Magic
Rumor has it that a wizards' academy has opened on one of Undermountain's levels. It's not known who runs this academy—perhaps one of Halaster's apprentices or the Mad Mage himself—but many mages have been drawn down to it. What wizard wouldn't want to glimpse the powerful magic gathering dust in the depths of Undermountain?

Mad House
The Shadowdusks were a Waterdavian noble family whose quest for political supremacy ended centuries ago after Shadowdusk wizards opened portals to the Far Realm. Twisted by madness and driven from their home, they sought assistance from Halaster and sank into the depths of Undermountain, never to be seen again—yet vestiges of the noble house undoubtedly remain.

©2018 WIZARDS OF THE COAST LLC / PERMISSION IS GRANTED TO COPY AND DISTRIBUTE THIS PAGE FOR HOME GAME USE.

Underground Forest

The River of the Depths connects the fourth and fifth levels of Undermountain, skirting the edges of vast caverns filled with trees, shrubs, birds, other animals, and sunlight. An entire forest, as real as any found on the surface, waits to be explored, but an archdruid protects it. And explorers traveling downriver have seen a huge green dragon as well, perched on a tower near a bridge that spans the river.

Scavenger

The Sea of Swords has borne its share of pirate ships, none stranger than the *Scavenger*. This vessel could travel below the waves and through the air. No one has seen it in years. Perhaps it sank or was lost in the starry maelstrom of the night sky, but divination spells suggest it found its way into Undermountain. Others have searched for it below Waterdeep, but no one has found it and lived to tell the tale.

Trobriand's Army

Trobriand was one of Halaster's most promising and demented apprentices. Fascinated by machines, he carved out a level of the Mad Mage's dungeon for himself and set to work building an army of constructs there. It is said that Trobriand controls his creations with a metal ring, and that he crafted similar rings of lesser power for his apprentices, to protect them in the event that his constructs went insane.

Death Tyrant

The Mad Mage has transformed an entire level of Undermountain into a proving ground for adventurers who seek to reach the deepest layers of the dungeon and the treasures hidden within. At the end of this underground obstacle course waits the greatest challenge of all: Netherskull the Death Tyrant, an undead beholder that hates wizards above all.

Nester's Fate

Halaster brought seven apprentices with him to Undermountain. One of them, Nester, became a lich using spells and methods of his own devising. But his process was flawed, and over time Nester's phylactery and body disintegrated until only his floating skull and skeletal arms remained. Driven mad by his failure to achieve true lichdom, Nester continues to haunt Undermountain in this weakened form.

Dark Elf Menace

Recent conflicts in Menzoberranzan have left weakened drow houses fearing for their future. Drow are coming to Undermountain in droves to carve out sanctuaries for one house or another. Halaster can't be happy to see them return in force, but who knows? Maybe the Mad Mage orchestrated the upheaval to bring the dark elves scurrying back for reasons beyond the comprehension of the sane.

Emerald Blade

Waterdeep was erected atop the bones of a dwarven kingdom built on the dust of a much older elven kingdom. It is said that a relic of the elves still waits to be found in Undermountain: a magic sword so sharp that its edge can slice through stone. Many adventurers have vanished during their hunt for the weapon, which, it is said, the elves blessed with the heart of a warrior and the soul of a poet.

Gith Who's Coming to Dinner?

Githyanki have invaded Undermountain. Perhaps they seek to destroy a mind flayer colony hidden in the depths of the dungeon, or perhaps they are planning to attack and plunder Waterdeep. There's one other possibility: the githyanki might be building a crèche—a stronghold away from the timeless Astral Plane where they can raise their young and train them in the art of war.

Spire and Snail

Deep within Undermountain is a vast cavern containing a giant stalagmite that has been hollowed out to serve as a wizard's tower, perhaps even a refuge for the Mad Mage himself. The tower is guarded by stone constructs. No one knows what dwells inside. Not far from this tower lurks a most peculiar creature: a giant snail with a shell of pure gold.

©2018 WIZARDS OF THE COAST LLC. PERMISSION IS GRANTED TO COPY AND DISTRIBUTE THIS PAGE FOR HOME GAME USE

The Greatest Dungeon of Them All

In the city of Waterdeep rests a tavern called the Yawning Portal, named after the gaping pit in its common room. At the bottom of this crumbling shaft is a labyrinthine dungeon shunned by all but the most daring adventurers. Known as Undermountain, this dungeon is the domain of the mad wizard Halaster Blackcloak. Long has the Mad Mage dwelt in these forlorn depths, seeding his lair with monsters, traps, and mysteries. To what end? That question is a constant source of speculation and concern.

This adventure picks up where *Waterdeep: Dragon Heist*™ leaves off, taking characters of 5th level or higher all the way to 20th level should they explore the entirety of Halaster's home. Twenty-three levels of Undermountain are detailed herein, along with the subterranean refuge of Skullport. Treasures and secrets abound, but tread with care!

A DUNGEONS & DRAGONS adventure for characters of levels 5-20

For use with the fifth edition *Player's Handbook*®, *Monster Manual*®, and *Dungeon Master's Guide*®

DungeonsandDragons.com

ISBN 978-0-7869-6626-4
9 780786 966264 54995> EAN
Sug. Retail: US $49.95 CAN $65.95
Printed in USA C46590000