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SHINING KINGDOMS: THE DWELLERS BELOW

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With Thanks To

The Robert E. Howard Foundation,
Professor John Kirowan, H.P.
Lovecraft, Fred & Jay at Cabinet
Entertainment

Published By

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Legal

Modiphius Entertainment
Product Number: MUHO52395

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ADVENTURE

THE DWELLERS BELOW

*"Here scum is quick and crawling filth alive
And nameless, shapeless horrors breed and crawl,
And serpent-things horrific writhe and thrive—
But through the nauseous muck I hear the Call—
There still are deeper Hells of Time to plumb,
Dark demon shapes more terrible and vast—
Unheard, unguessed, un-dreamed of, broods the drum,
That crouch along the sky-line of the Past."*

— Laughter in the Gulfs, Robert E.
Howard, "The Hour of the Dragon"

CHAPTER ONE INTRODUCTION

OVERVIEW

An earthquake releases a cursed race who burst forth from the bowels of the earth to plague a town built upon the ruins of their ancient city. Trapped in the town and besieged by blasphemous monstrosities, the adventurers must discover the foul heart of the monstrous horde and cut it out in order to lift the siege and save the lives of many.

Rarely are things so straight-forward, however. The adventurers must not only descend into a cankerous cyst of cursed night to confront the monsters, but they must protect a Shemite princess from enemies within as well as enemies without, stave off a daylight raid by a Turanian bandit prince, and confront an ancient and stinking lake of sentient ooze that serves as the patron god of *The Dwellers Below*.

BACKGROUND

DEATH FROM ABOVE

Millennia ago, a great city once stood near the current border of Shem and Khoraja. Its people had prospered greatly from trading their great mineral wealth with surrounding kingdoms, but with that prosperity came decadence and decline. The people, wanting for nothing and bored with their lot, reveled in immorality and committed blasphemies against their great sky god.

The priests warned that their god would not be so abused, and would cleanse the city if the people did not repent. The king declared the priests to be frauds and charlatans and ordered them defiled and dismembered, the pieces of their bodies fed to the prisoners in the great dungeons beneath

the city, and decreed that from that day forth, there would be no god greater than the people.

It was at that moment that a fiery cataclysm rained down from the sky, first striking the great tower of the king and then razing the city, purifying it with great balls of burning iron. The people fled into the dungeons and tombs of their ancestors seeking shelter and were sealed in forever, cursed to eternal darkness for their transgressions. All that remained of their city were scattered ruins, a testament to the price of blasphemous hubris.

“What purgatory can be worse than life itself? So we are all damned together from birth. Besides, who would not sell his miserable soul for a throne?”

— *The Hour of The Dragon*

THE GREAT QUAKE

The Shemite town of Tizrah sits within sight of these ruins, although their origin has long since been forgotten, their story having faded into antiquity. No harm has ever come from the pile of scorched stone, and the iron boulders that laid amongst the crumbling walls were long ago harvested for their ore, leaving little evidence of what might have caused the city's downfall. Still, the whole area radiates an aura of pervading doom and no one has set foot there in living memory. Even passing strangers instinctively give the ruins a wide berth.

This changed when Amatai, a Shemite scholar from the royal court, came to Tizrah to study the ruins. Despite the misgivings and warnings of the townspeople, he pursued his investigations with much fervor and soon began bringing back artefacts. It was after the return of one particular artefact, an obsidian seal of ancient and mysterious origin, that a massive earthquake shook the area, doing great damage to the town. Amitai was forbidden to journey to the ruins again and the town began to rebuild.

After weeks of poring over what little he had managed to bring back, and desperate to find out what damage had been done to the ruins, Amitai waited until nightfall and, taking advantage of one of the unrepaired breaches in the protective wall around the town, crept back to survey the site. He found that the earthquake had levelled much of what remained standing in the ruins but soon discovered, to his great delight, that it had also opened up an entranceway into the ancient catacombs of the city! Eager to plumb the depths of an ancient civilization, he descended the marble stairs into the unknown.

The next day, the gatekeepers of Tizrah were surprised to see the young scholar running from the ruins, clothes tattered, face contorted in horror, and screaming like a madman before collapsing just outside the town gates. After he was brought in and revived, his mad ravings about ‘things that should not be’ and ‘the underworld swallowing the sky’ forced Ben-Tizrah, the local adjudicator, to lock him away until a doctor from the royal court could be sent for.

THE DWELLERS BELOW

Though sealed in eternal darkness, those who survived the great storm of fire by retreating into the bowels of their ancient city did not die. At first, the strongest preyed on the weak to survive, but eventually, an entrance into a vast underground cavern system was discovered, and the people set about to explore it. They found underground forests of luminous fungi, massive lakes teeming with blind fish and a host of other resources to not only keep their bloodline from going extinct, but to thrive in the eternal night. They turned their backs on the surface world, forswore their treacherous sky god and embraced their new, cursed existence as ‘The Forsaken.’

A millennia of life underground consuming toxic fungi, while exposed to rare and dangerous minerals in the dark, has twisted the descendants of those survivors into pasty, saucer eyed monstrosities. Despite this, their civilization has proven its fecundity and has spread throughout the underworld beneath Shem, to become a minor kingdom in its own right. This kingdom of the Forsaken is primitive, barbarous, and decadent, but it has survived the ages undiscovered and undisturbed, as its people have relentlessly wormed their way through the earth like pale maggots through a decaying corpse.

And so it would have remained until the earthquake shook their domain, collapsing great chunks of their world and isolating them from the ‘Road of Fiends,’ the great underground tunnel system connecting the various pocket cities of their civilization. This was not the first time the earth had moved to crush them, however, so they did not fall into despair but immediately set about digging to reconnect their road and rebuild. It was then that they discovered the quake had opened up a mysterious new tunnel.

The tunnel descended for most of a mile before opening into a massive cavern containing a vast lake of grey-black sludge. Obscene, twisted things rose from the sludge and attacked, chasing the Forsaken from the cavern and, eventually, following them up the tunnel to wreak havoc upon them. They fought the creatures back for a time, but every day, the black lake spawned new demons to further decimate them and push them back towards the surface.

Out of desperation, the Forsaken took one of their own and threw her into the pool as a living sacrifice to appease



the rampaging 'earth god' who was crushing them as mercilessly as once did their god of the sky. Miraculously, the sacrifice did not die but was returned, covered in a thin skein of sludge. This 'Black Priestess' declared that the pool was an old god, one older and greater than their former sky god, whose rising signaled a return to power for their lost civilization. The Forsaken would rise and conquer the surface world riding a tide of black horrors, but to build up their strength, their god demanded sacrifices. And it has provided a way back to the surface to procure them...

SETTING

The Dwellers Below is set in the kingdom of Shem, in and around the small walled town of Tizrah, which is located roughly 30 miles south of the Shamala Pass on the Shemitish border with Khoraja. The ruins of the ancient city sit some 300 yards east of the town, but these are merely the visible remains. The rest lies buried beneath the hilly terrain that makes up the area and Tizrah itself sits atop the ruins of the ancient city temple. The people of the town are completely unaware of this.

TIZRAH

Sitting at the cross roads of the eastern desert, the Khorajan border and a major trade route, Tizrah is a strange mix of Shemitish and frontier culture. The people are more rugged, self-reliant, and practical than the western Shemites and, despite somewhat regular trade, they are an insular and suspicious people (most likely a result of having spent a lifetime living on top of the remains of a cursed city).

Tizrah's main mercantile commodities are sheep and textiles. They are remarkably good weavers who make colorful and long-lasting dyes out of the various wildflowers that grow in the area, as well as a powerful, sweet tasting liquor made from a rare local cactus. They trade these with passing caravans for any other supplies they need.

Besides the usual buildings and streets found in the typical frontier town (blacksmith, brothel, market, etc.) there are four buildings of note in Tizrah.

The Dervish

Located close to the gates in the North-eastern quarter, the Dervish is the largest tavern and inn in town, and the most popular with travelers. Its owner, Aram, worked as a provisioner for a mercenary company for many years before winning the Dervish in a game of Liar's Dice, at which point he decided to stay in Tizrah. Aram is a typical townspeople, but has an Intelligence of 12 and Knowledge 4 from his wide travels and an almost perfect memory for the tales told in his tavern.

The Temple

Located in the south-western quarter of Tizrah, the temple to Ishtar is a 30-yard-long rectangular building, with a set of wide steps leading up to heavy oaken doors, which are engraved with the symbols and imagery of the goddess. Inside, the temple is large, taking up 2/3rds of the building, with only the back third of the building dedicated to the living needs of Esther (p. 32) and her 2 acolytes (use standard townspeople stats).



The House of Ben-Tizrah

At the very center of the town is the house of the adjudicator, Ben-Tizrah (p.31). This large, two story affair has a simple garden out back. It is not ostentatious, and Ben-Tizrah would prefer to live in something smaller and more common, but his people are proud of him and insist that he be well-rewarded for all that he does for them.

Ben-Tizrah's home not only functions as his home, but is used to house visiting dignitaries, the last being Amitai before he became stark raving mad and had to be confined to a cell. Amitai's room has been left undisturbed since that time.

The Jail

Tizrah's jail is rarely used. No local has ever needed to be confined there and most strangers who get a look at Ben-Tizrah are disinclined to test his authority. It does happen on occasion, however, and if the transgression is more of a nuisance than a serious crime, the perpetrator will be locked up here until their caravan or party is ready to leave, or simply thrown out of town if they are on their own.

Amitai (p. 33) is the only resident of the jail at this time. He sits babbling incoherently to himself in a corner, scraping symbols and gibberish into the walls of his cell, his only visitors being the sisters of the temple who care for him.

THE RUINS

The ruins to the east of the town sit upon a large hill and cover roughly an acre, but this labyrinthine collection of crumbling walls and rubble only represents the visible remains of the ancient city, the highest point of a formerly sprawling metropolis. What the ancient storm of iron didn't crush into rubble was covered in acres of dirt and pulverized stone thrown up by the cataclysm, creating the hilly landscape that now surrounds Tizrah, and many of those mounds of earth conceal further ruins. The town of Tizrah, itself, is built on a hill that covers the city temple (which lies, surprisingly intact, a mere 12 yards beneath them).

At the center of the ruins lies the base of the old King's tower, nothing more than a circular foundation with strange symbols along its circumference. It is from the center of this foundation that Amatai removed the obsidian seal, leaving a hexagonal hollow in its place. The earthquake that later ensued cracked open a secret door along the edge of the foundation, revealing a spiral staircase that descends into the King's dungeons, then the haunted catacombs, and from there to the stygian underworld of the Forsaken.

CHARACTER HOOKS

The most obvious way to get the adventurers involved with the town of Tizrah is through the caravan. They could be mercenaries assigned to protect it, merchants within it, or camp followers, travelling alongside it for protection on their way to some other city in the north. The text of the adventure assumes that they are travelling in this capacity.

A second option is for the characters to be part of a band of brigands, or perhaps hired mercenaries, intent on sacking the caravan before it gets to Tizrah. They will be waiting on the far side of the ruins, hoping to ambush the convoy before it rounds the bend and comes within sight of the town. If this is the case, change the timing so that the moon rises at that point and the brigands find themselves suddenly and inexplicably in the midst of a rising tide of horror, fighting for their lives alongside the people they meant to slay.

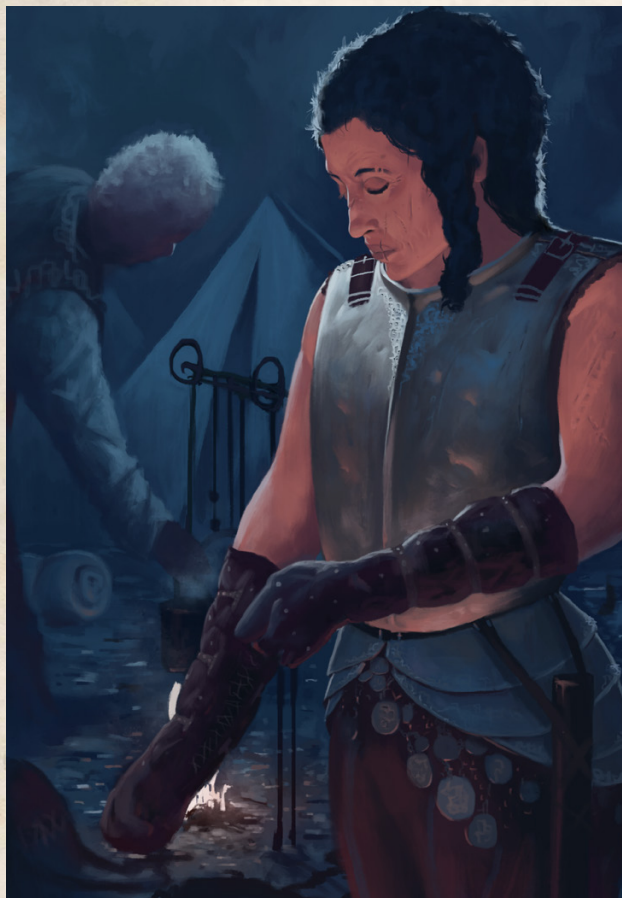
A third option is to have the adventurers secretly escorting some mysterious object or personage for the King of Shem, working with Nil-Habin to keep this important item or persona safe and hidden until the caravan reaches Khoraja.

ALTERNATIVE SETTINGS

If your campaign is focused far from Shem, you can relocate the town of Tizrah to any border location that serves as an artery of commerce and diplomacy between two relatively civilized countries. The Road of Kings near the border of Nemedra and Corinthia is an excellent example.

Alternatively, if your campaign is of a more military bent, particularly if your adventurers are soldiers or mercenaries serving a particular kingdom, you can replace the town with a border fort and place it along any contested stretch of frontier between two feuding powers, like the Yellow River bordering Nemedra and Brythunia. The adventurers can be assigned to the fort, or assigned as protective escort for the princess.

In either case, the mission should remain largely the same, but the tone might change considerably depending on the relationship between the two bordering states. You should be sure to play up any tensions or prejudices between the two factions and possibly add an extra scene or two to highlight the differences between them. The relationship between Koth and Shem, for example, would be reflected in a much more hostile environment than that between Shem and Khoraja, with great distrust on both sides and possible encounters with assassins or even a company of Kothian soldiers.



THE TRADE ROUTE & SHEMITE CARAVAN

The trade route past Tizrah meanders through the hilly region, rounding the ruins to the east before passing between them and the town on the way north to the Shamala Pass and into Khoraja. The road is ancient, not as old as the ruins, but older than Shem, and is maintained by the towns and villages that depend on it to bring the caravans to them.

A caravan, run by trader and ex-mercenary Nil Habin (p.30), is slowly working its way towards the town as the story begins. It boasts a dozen wagons carrying various spices, textiles and other goods. The lead wagon is driven by Nil-Habin, himself.



CHAPTER TWO EPISODES

EPISODE 1: RISE OF THE BLACK TIDE


As the setting sun paints the surrounding land in the deep orange, red, and purple of its dying light, the caravan of Nil-Habin skirts a large hill crowned with the ancient ruins of a long dead race on its way to the town of Tizrah. As the full moon starts to rise, the caravan finally rounds a bend in the road, bringing the town into view. Scouts have already approached the town and negotiated entrance, so the gates open as the wagons come into view, the warm glow inside inviting weary travelers to rest.

SCENE 1: FORM A REAR-GUARD!


The guards' attention, fatigued as it is after a long day, is distracted by the welcome sight of the town. Their thoughts turned towards wine and women, it is little wonder that they fail to notice the shadows gathering on the hill behind them. Adventurers who are looking in that direction, however, may make a Challenging (D2) Observation or Daunting (D3) Insight test to notice a pale white figure, glowing in the moonlight and surrounded by shiny, black blots that seem to stain the hilltop.

As the caravan approaches within fifty yards of the town, the shadows explode from the ruins, pouring down the hillside in an inky, gibbering mass to strike at the caravan. At first, the caravan will be in disarray as the black spawn descend upon it. Adventurers who succeeded at

X ENEMIES

The ebb and flow of a large battle or siege means that a group of adventurers never know just how many, or what quality, of foes they will face at any particular moment. As the battle line shifts from place to place, they may find themselves on the edge of the melee or embroiled at its center, with little say in the matter. To reflect this, this adventure will often ask you to roll X  to determine the number of enemies they will have to fight at any given time, where X is the number of dice to roll. Read these dice as follows:


Roll	Result
1	2 Minions, or 1 Toughened (GM Choice)
2	4 Minions or 2 Toughened (GM Choice)
3,4	No additional enemies at this time.
5,6	3 Toughened or 1 Nemesis (GM Choice)

At times, the number of dice rolled will be based on the number of adventurers present. For example, if asked to roll 2  per adventurer, and there are 3 adventurers you will roll 6 combat dice and then, using the chart above, determine the number and type of enemies.

their Observation or Insight test will react quickly enough to draw their weapons and raise the alarm, but everyone else will strike *after* the creatures during the first round of combat. After this initial round, Nil-Habin will have formed a rear-guard, leading it to protect the caravan until the wagons can make it safely inside the gates of the town.

During the rear-guard action, the adventurers must decide if they will aid Nil-Habin or take some other action.

Defend the Wagons!



A horde of Spawn equal to 3  per adventurer (including those not in combat) must be held at bay in order for the drovers to get the caravan's twelve wagons, with their panicking animals, into the town in good order. The Spawn will form Mobs and Squads where possible. For every 2 Momentum spent from the adventurers group pool at the end of a round, 1 wagon makes it safely into the town.

When all remaining wagons are within the city gates, there is a lull in the onslaught and the attackers momentarily

thin out. The town's defenders rush out and help the remainder of the rear-guard make a fighting retreat, picking up any unconscious or badly wounded adventurers they can in the process.

A massive battle erupts around the gate, as the creatures regroup and try to get into the town before the portal closes. Fight one more round of combat, at the end of which Ben-Tizrah charges into the fray. As the gates are slowly, inexorably closed against the black tide, the scene ends.


Complications during combat could include:

- Slipping on the oily remains of a dissolving Spawn and becoming *Staggered*.
- Spawn crawling all over the adventurer and causing them to become *Dazed*.
- A townsman fires an arrow from the wall in aid, but accidentally hits an adventurer.
- 1  of Spawn arrive to reinforce the horde attacking the adventurers
- Horror at the chattering horde of black chitinous death overwhelms the adventurer, causing 2  Mental stress.
- A weapon gets stuck in the body of one of the creatures, requiring an Average (D1) Brawn test to free it.
- The gamemaster may spend 2 Doom to destroy one wagon.

Aid the Drovers!

Adventurers with animal handling skills might want to help calm the pack animals and lead them into the town. This requires a Challenging (D2) Animal Handling roll. Any Momentum gained may be added spent on saving wagons at the end of the round, as described above.


Complications could include:

- One of the animals is spooked and starts to move south. The next wagon to reach safety requires 1 extra Momentum to do so.
- Some of the Spawn get through to the drovers and animals. A swarm of Spawn equal to 1  per adventurer must be fought.
- One of the pack animals is killed (possibly in connection with the complication above). The adventurers must succeed at an Average (D1) Craft test to reset the harness so the rest of the team can move on. Alternately, an attack or series of attacks that cause 6 points of damage could be used to hack the beast free.

- One of the drovers starts to panic, and his erratic driving slows down the caravan. It now takes 4 Momentum to save a wagon until at least 1 more wagon is saved or an adventurer can succeed at an Average (D1) Command, Challenging (D2) Counsel, or Daunting (D3) Persuade test.
- A wagon becomes stuck in a rut or patch of soft ground, requiring a Daunting (D3) Athletics test to help push it back onto the road or it is considered destroyed.

- The gamemaster may spend 2 Doom to destroy one wagon.

Every Dog for Himself!

This includes self-serving actions that benefit only the adventurer, but not the caravan. None of the Momentum gained by any of these actions may be used to get wagons to safety. Those of a more cowardly inclination might simply run for the gates and safety. They must make their way through a swarm of 1  Spawn before they make it, however.

RUNNING THE SIEGE OF TIZRAH

Rather than fight the entire battle 'real-time', this fight will be divided into a series of scenes that represent particular moments of vital action during the evening, occurring sometime between the first assault and the last. Like the Rear-Guard scene, the adventurers' actions can affect the larger conflict through the use of the Momentum Pool. At the end of each scene, have one of the adventurers make an Average (D1) Warfare, Challenging (D2) Command or Daunting (D3) Melee or Ranged Weapon test. Any living and still conscious characters may provide Assistance on this roll. Count the number of successes and look up the results on the following chart

# of Successes	Siege Of Tizrah Result
0	The gamemaster picks one NPC from Ben-Tizrah, Nil-Habin, or Esther. One of them is killed or carried off with scores of townspeople. (-2 Troop Strength, +1 Doom)
1	The Spawn kill several townspeople and drag off dozens of others. (-1 Troop Strength)
2	Stalemate. The Spawn are driven back, but several townspeople are taken.
3	The enemy have carried one of the breaches! Fight an extra round of combat against 4  Spawn and then check again!
4	The townsfolk gain the upper hand (+1 Troop Strength, +1 to the adventurer's Momentum Pool)
5	The Spawn are completely driven from the town (+2 Troop Strength, +2 to the adventurer's Momentum Pool)

Siege Of Tizrah Modifiers


For each point of Doom spent on the result...	-1
Opponents eliminated within 3 rounds...	+1
Opponents eliminated within 4-6 rounds...	+0
Opponents eliminated after 6+ rounds...	-1

Troop Strength

Several of the entries add or remove Troop Strength, which represents the abstract strength of the forces available to aid the adventurers in Episode 3. The gamemaster should keep track of this total throughout the adventure. The rules for using Troop Strength are detailed on p.20





Others may see an opportunity to pilfer from the wagons. This is only an Average (D1) Thievery test, but complications will typically involve being spotted and attacked by either 1 guard or 1  Spawn per thieving adventurer. If they succeed, however, have them roll a D20 to see what they manage to pilfer and then another D20 to determine its worth, in Gold:

Roll	Result
1-3	A bottle of wine.
4-6	Spices.
7-9	A Kit.
10-13	A Weapon.
14-16	Cloth or an item of clothing.
17-20	Exotic Foodstuff.

SCENE 2: THE CALM BEFORE THE STORM

The adventurers now have a brief respite to rest and gather their wits. Allow them to tend their wounds, check on their belongings, and interact with NPCs. As soon as they get their bearings, an alarm is raised by the guards on the walls. The creatures have regrouped in even larger numbers and are approaching the town in a great black tide.

The battle that follows will take most of the night, as wave after wave of Spawn smash themselves against the walls of the town in an attempt to gain entrance and capture as many people as possible. The enemy will take full advantage of the damage done to the town wall by the earthquake, exploiting the few remaining unrepaired breaches to terrible effect. The adventurers cannot plug all the gaps alone, so the best they can do is mitigate the damage in the areas they can cover.




DESCRIBING THE SIEGE

The major thematic element of this siege is unrelenting fear and panic. The sudden and seemingly endless sea of attackers, compromised defences, and no way to get outside help should be heavily emphasized when describing the night's events to the players. They should feel constantly under threat with no means of relief, and this can be augmented by narrative events that show them the desperation of their situation even as they cut their nearby enemies down like so many stalks of wheat before a scythe.

Have defenders overwhelmed around them, pulled down from the walls or engulfed in a pile of the black horrors. During Scene 4, after the Spawn have infiltrated the town, have men, women, and children carried off by the creatures in one quarter even as the adventurers are holding the line in another. Knock down lamps and set buildings on fire, casting grotesque shadows across people cowering on the ground praying for Ishtar, Mitra, or even Set to save them just before they are dragged off or eaten outright. Everywhere they look, the scene is

stained by nightmarish shadows, gibbering and howling in demonic delight.

Chaos is key. Never let the adventurers feel on the verge of anything but despair at the situation. Complications are extremely useful for this, and the gamemaster should use them to show the adventurers the price of failure, especially those that force the players to make agonizing choices, like holding a breach or leaving their post to save a child from a burning building. Endeavour to use complications to wound the characters spirit (2  Mental) rather than their bodies during the siege, leaving them with mental scars to go with their physical ones.


And then, when the players are at their breaking point, end the battle and have the black tide wash back out of the town. Describe the eerie calm punctuated by soft weeping of grieving townsfolk, the groans of the dying, and the heaving of the adventurer's own breath. Give them a moment to reflect and perhaps take an action or two. Then suddenly, and without warning, throw the creatures at the town once again.

SCENE 3: WAVES OF STYGIAN NIGHT

The first wave hits the town like a tide of black slime, the creatures pouring over one another to overwhelm the defenses. Where the wall has been hastily barricaded, but not fully repaired, the creatures ooze through the breaches like pus from an infected wound.


The adventurers may go anywhere and try just about anything they like during this scene, but unless the breaches and walls are held, the town will quickly succumb to the black mass inundating it. The gamemaster should make this clear to the players as the siege starts.

To the Breaches!

Adventurers who attempt to hold the breaches will be joined by a large group of armed townsfolk just as that particular breach is flooded with shiny black bodies. For each breach defended by the adventurers, roll 2  for each adventurer present: they have to hold off that many Spawn to keep the breach closed. Keep track of the number of Rounds it takes the adventurers to finish off their respective mobs.


Complications during combat could include:

- Slipping on the oily remains of a dissolving Spawn and becoming *Staggered*.

- Spawn crawling all over the adventurer and causing them to become *Dazed*.
- A townsfolk tries to help, but misses and accidentally hits the adventurer.
- A weapon gets stuck in the body of one of the creatures, and an Average (D1) Brawn test must be made to free it.
- The gamemaster may reinforce the attackers at a cost of 1 Doom per .
- See *Describing the Siege* in the sidebar.

To the Walls!

Adventurers who are defending the walls will face a horde of the creatures climbing over the bodies of their brethren like a swarm of horrid misshapen ants in order to reach the parapet. An adventurer on the wall will have five rounds to shoot at the rising hill of horror as it grows at the base of the wall.

After that, each adventurer will have to individually face 2  Spawn (minus any killed by the adventurer's arrow fire), as they flow onto the parapet and engage them in a fierce melee. Again, keep track of how long it takes them to finish off their respective hordes.

Complications while defending the walls are much the same as those for defending the breaches.

To Aid and Assist!

Adventurers not participating in the battle directly may still aid the defenders in a number of ways. From tending to the wounded and fallen, to rescuing people from burning buildings, or using magic to aid the town. Any Momentum gained by these actions may be added to the group pool, as normal, to be used in determining the results of the siege.

In the Shadows!

Any number of selfish actions or nefarious deeds may be overlooked under the cover of the siege. Adventurers may attempt to hide, pilfer homes, or take advantage of the distraction caused by the horrors besieging the town. No Momentum earned during these activities will count toward impacting the progress of the siege.

The Long, Black Night

Even after all enemies from this scene have been defeated, the battle continues on, with the adventurers continuing to hold their respective areas or move on to aid others in various ways. Let the players declare what they want to do. Narrate the results of these actions as you see fit, but none of these actions should affect the final result unless you feel they are particularly clever, in which case you might allow them to attempt a Challenging (D2) action roll to add Momentum to the group pool. After you narrate the results of their actions, tell them that the battle lasts for another couple of hours and then check the *Siege of Tizrah Results*.

SCENE 4: RATS WITHIN THE WALLS

After the first wave subsides, there will be another brief respite as the shadowy forces gather upon the hill for another assault. Give the characters a few actions to rest and act on their own as Ben-Tizrah and Nil-Habin dash about, assessing the remaining strength of their forces and working together to re-organize the defenses.

They don't have much time to do so before the creatures attack the walls once again. Only this time, they're aided by small groups of spawn exploding out of various buildings along the edges of the town, where they stayed hidden after the first wave fell back, forcing the defenders to fight on two fronts.

Fight out this portion of the siege as *Scene Three: Stygian Waves of Night*, but unless the adventurers scored 5 or more successes on the *Siege of Tizrah Results* in the last scene, they must also contend with the spawn inside the town. After they fight off their respective opponents, they will need to fight the 'rats inside the walls.' A few possibilities include:

- **Defend the Temple!** The Temple of Ishtar is currently being held by Esther and a few of the temple sisters against a small horde of spawn equal to 3 per adventurer. If they manage to protect the temple priestess and her followers, they immediately gain 1 point of Fortune.
- **Defend the Dervish!** A small horde of spawn equal to 2 per adventurer are attacking the inn, which is currently serving as a refuge for a number of women and children as well as Aram, who is holding them back as best he can. If they manage to protect occupants of the inn, the family members of those inside who are currently fighting rally to the cause (add +1 to Troop Strength).
- **Defend the Gates!** The main force of the creatures is pressing against the gate, clawing and biting and trying to gain entry. A large crack indicates that they have succeeded in causing a breach! Treat this as *To The Breaches* from *Scene 3*.

The adventurers can attempt all three of these by splitting their forces or focus on one or two, but any not protected will be lost, reducing future Troop Strength by 1 each.

Eventually, after another hour or more of fighting, the enemy relents once more, the black wave washing back to surround the white figure at the top of the hill. Add the number of rounds it takes for the Adventurers to complete this second set of challenges to the total number for the first part of the scene, and then check the *Siege of Tizrah Results* once again.



SCENE 5: SALLY FORTH!

Every time the creatures retreat, they rally around the pale figure silhouetted at the top of the hill just outside the ruins, who howls and motions wildly to the gathered shadows. The creatures appear to be controlled by this being, suggesting that its elimination might break the horde for good. If the adventurers fail to recognize this after the second wave has been pushed back, have them make Challenging (D2) Warfare or Daunting (D3) Insight tests to realize this.

If they relay this to Ben-Tizrah, he will suggest that a concerted sally might surprise the creatures. To this end he goes about gathering volunteers for an attack on the hill before the besiegers can reinforce their numbers from whatever hell they are being spawned from. If they fail to notice or suggest this, he will eventually figure it out on his own and do it anyway.

If the adventurers plan on joining the attack, ask them where they want to be during the assault on the hill: the *Rear-Guard*, who will be responsible for keeping the force from being surrounded; the *Main Body*, led by Nil-Habin, who will strike at the center of the enemy forces; or the *Tip of the Spear*, who will head straight for the white figure at the top, with Ben-Tizrah in the lead.

When playing out the attack, resolve each round of events in the *Rear-Guard* first, the *Main Body* second, and then the *Tip of the Spear*, last. This represents each group supporting the group ahead of it through Momentum placed in the Group Pool.

The Rear Guard

Adventurers in the rear-guard will have their hands full fending off the few remaining Spawn who have been lurking about in the terrain surrounding the town, and which immediately advance towards the hill when their leader is threatened. Adventurers here will make an Average (D1) Warfare or Challenging (D2) Melee or Ranged Weapon test each round. Each success is assumed to kill one Spawn and any Momentum gained can be added to the Group Pool.

Any Complications add 1 Doom to the Doom Pool.

The Main Body

Adventurers in the main body will find themselves bogged down in the wake of Ben-Tizrah's uphill charge, fighting 3 Spawn per adventurer, over rough terrain as the creatures regain their senses and start to fight back. It is literally an uphill battle and the gamemaster should treat the terrain as *Hazardous* (3, Stun, Fall).

Three rounds into the combat, the adventurers in the main body will see Nil-Habin being overwhelmed by 4 Spawn. If they have dispensed with their enemies, they can rush to his aid.

Complications during this scene could include:

- Tripping over the terrain, resulting in the adventurer becoming *Staggered*.
- The adventurer must make an Average (D1) Brawn test or suffer 1 Fatigue.
- The adventurer must make an Average (D1) Athletics test to avoid being slipping or being pushed downhill (Fall).
- A weapon gets stuck in the body of one of the creatures, requiring an Average (D1) Brawn test to free it.

- Friendly fire. Someone fires an arrow that accidentally hits the adventurer.
- The gamemaster may spend 3 Doom to have the adventurers Ambushed by a mob of 5 Spawn.

"He's gathered them and whipped them into a frenzy. If he doesn't lead them into battle quickly, they'll fall to quarreling with each other. They're like blood-mad tigers."

— Beyond The Black River

The Tip of the Spear

Adventurers in the tip of the spear will burst through the horde, which is taken completely by surprise at the humans' recklessness, and find themselves fighting amongst the ruins with 2 Spawn per adventurer, to get at the white creature, who ducks back into the ruins as soon as they approach. Once the adventurers deal with the creatures in front of them, they may try to track it through the crumbling walls and broken columns.

Trying to find their quarry in the maze-like terrain of the ruins (which count as a *Hindrance* to movement) is difficult. Each round the adventurers and Ben-Tizrah will need to make Daunting (D3) Survival Tests. Those who fail are still tracking it through the runs and must fight another 2 Spawn per adventurer.

Anyone who succeeds locates the creature, a Forsaken Packmaster (p.35), standing at the center of the ruins, and must fight it and its bodyguard (2 Toughened Spawn per adventurer + 4 more for Ben-Tizrah, if he is there).

Complications while fighting in the ruins can include any of those already listed for the *Main Body* above, in addition to:

- Getting separated and lost. The adventurer must make a Challenging [D2] Survival roll to return to the melee.
- Being Ambushed by 2 Spawn (in addition to any already present).
- Disturbing an unstable part of the ruins, which collapse on the hapless adventurer (3, Staggered, Challenging [D2] Athletics Test to clear)

Once the Forsaken Packmaster is slain, all the creatures still on the hill will scatter in every direction. No longer under control and free from their progenitor, they will continue to randomly wander and plague the countryside for months until they are all finally exterminated, or the Black Priestess rises above ground to regain control of them.

THE ELDER SEAL

The Elder Seal uses an ancient symbol that, when properly inscribed using the appropriate rituals, serves as a ward against certain beings of the Outer Dark. This particular rendition of the symbol is inscribed into a hexagonal block of obsidian, which fit neatly into the center of the foundation of the old King's Tower.

The power of the seal is limited to a 30-yard radius, an area within which no minion of the outer gods may penetrate. Most such minions, being able to sense the power of the seal from three times that distance, will flee in fear at its approach, unless forced to do otherwise. The power of this particular seal is not great enough to turn back a proper Outer God, however, only to cause it distress or pain, so merely throwing it at such a being only makes it angrier.

Instead, the seal was set at the exact center of circle of 18 arcane symbols forged by the great race of Yag, who built the entire tower in a single night. These Symbols of Yag augment the force of the Elder Seal to such proportions that it could successfully contain or repel even an Outer God. Removing it caused a massive feedback of such sorcerous power that shook the entire region and freed the horrors underneath.

The item, bound as it is to the symbols in the ruins, is useless if taken out of the area. And Ben-Tizrah, once he realizes it is needed to contain the foul forces that lie beneath the town's foundations, will not let the adventurers take it at any rate. If they should manage to abscond with it, they are pursued to the ends of the earth by not only the agents of Shem, but a host of other, more dangerous and wicked, characters who want it for its magical potential.

SCENE 6: BLOODY-FINGERED DAWN

Dawn breaks as the last creatures scuttle away, illuminating a hillside covered with bodies and black stains, the latter of which slowly dissolve into nothingness in the cleansing light of the sun. The town is a smoking scene of mass carnage, and the people busy themselves with the clearing away of the dead and putting out any remaining flames. Everyone looks haggard and near death with exhaustion after the long night, and no one is celebrating.

If the adventurers saved Nil-Habin, he will declare them Sword Brothers and become a valuable ally for them in the future. He will see that they are fed, their wounds treated with rare ointments from the caravan's stock (completely healing 1 Wound) and that they are generally well taken

care of out of his caravan's supplies. In addition, he will assign extra hands to help them in future endeavors (+1 Troop Strength).

If they slew the Forsaken Packmaster, Ben-Tizrah will be similarly well-disposed towards them and they will be considered heroes by the people of Tizrah (although the townsfolk are in a far from congratulatory mood), and this will make them much more willing to help the adventurers in the future (+1 Troop Strength)

All the adventurers who fought with Nil-Habin or Ben-Tizrah will also be given rooms in Ben-Tizrah's house for much needed rest. Adventurers who did not will have to find their own accommodations in the town. If they befriended or saved any of the townsfolk, they will be welcomed into their homes, but shirkers and cowards won't even be welcome at the inn and will be relegated to sleeping in the streets with the rest of the dogs. Such scoundrels will recover Vigor at only half the normal rate while relegated to such conditions.

EPISODE 2: THE SACK OF TIZRAH

The sun beats down upon a town that is uncharacteristically still and silent for the time of day. Having spent an entire night under attack and most of the morning clearing away the dead and shoring up the defenses, the vast majority of the exhausted people of Tizrah are taking much needed rest. Ben-Tizrah has set minimal patrols, working short rotations on the walls, and all able-bodied men have been ordered to keep their arms and armor handy even when sleeping. He is not convinced that the town is safe yet, but is fairly certain that the enemy will wait until night to renew their assault.

Although he can't possibly know it, he is right. The town will enjoy uninterrupted peace until just before dusk.

SCENE 1: BORROWED TIME

The adventurers will likely be resting as well, and those without the *Sentry* talent will need at least 4 hours (awakening around noon) to keep from suffering a point of Fatigue. After this, the gamemaster should allow the players to describe any other activities they wish to engage in, before moving on to the next scene. These activities can be resolved as the gamemaster sees fit, but shouldn't require more than a single die roll to determine success or failure, along with a short narrative description of the action. Assume every particular activity takes roughly an hour out of the day.

Here are a few specific activities that they might want to pursue in the time they have allotted.



Talking to the Tizrahites

Adventures might seek more information on the town and the events surrounding the assault on it. Those who are guests of Ben-Tizrah may easily obtain information from even the tight-lipped Tizrahites with a Simple (D0) Persuade test. Those who are not his guests but have proven themselves against the enemy will require an Average (D1) test. Those who haven't even proven that will find the test Dire (D4) and will most likely be told to mind their own business.

Citizens of the town can divulge the most basic information: the town was hit by an earthquake. Momentum can be spent to get more information out of them, mostly rumors about how a young nobleman from the court went poking his nose about in things better left alone, and speculation that the earthquake, and most likely the horde of demons as well, was a result of that activity. If the adventurers spend 3 or more Momentum, the townsfolk will tell them that young man went mad, now resides in the town jail and is only seen by the Sisters of Ishtar.

Aram, at the Dervish, will tell the players everything they need to know, but not for free. He will challenge them to a game of Liar's Dice first. If they play him for at least 3 rounds, at a bet of at least 1 Gold per round, he will gladly answer any questions they have (within reason, although he is remarkably well informed).

The Diary of a Madman

If he is still alive, and the players are guests in his house, Ben-Tizrah can elucidate on the matter of Amitai, his exploration of the ruins, and eventual madness and incarceration (see p.29). His room is completely undisturbed, and a Challenging (D2) Persuade test will convince Ben-Tizrah to allow them inside to search for clues.

A cursory search of the spare chamber will uncover a number of curious artefacts as well as his research notes. Any player who examines the artefacts and makes a Challenging (D2) Sorcery or Dire (D4) Insight test will recognize one of the objects as an Elder Seal. This is the Obsidian Seal Amitai brought back from the ruins (see p.13).

Talking to Amitai requires the adventurers get permission from Esther. This is a Daunting (D3) task, as she is very concerned about the state of his mind and is reluctant to burden it further. If Ben-Tizrah can be convinced this is necessary for the safety of the town, however, he will add the weight of his voice to the adventurers, dropping it to Average (D1).

Talking to Amitai is problematic due to his madness but the shrewd use of the Counsel skill will get some answers out of him. The first test starts out Simple (D0), with Amitai answering a number of questions equal to 1 + any Momentum spent. Each subsequent test increases the Difficulty by 1, however, until the Difficulty goes above 5, at which point he snaps in whatever way the gamemaster sees fit. He may go catatonic, turn back to etching strange symbols into the wall, or even attempt to attack the adventurers, but he won't answer any more questions for now.



Adventurers may try to ascertain the meaning of the symbols and phrases scratched into the walls of Amitai's cell by making a Daunting (D3) Sorcery or Dire (D4) Insight test. On a success, they gain +1 Expertise in Sorcery and a feeling of deep-seated unease (2 Mental, Staggered) as it is revealed to them that Amitai has been in the presence of an Elder God.

Scouting the Ruins

If they found themselves at the center of the ruins the previous night, the adventurers might want to go back and investigate that area. If they have the seal and place it back in the hollow at the center of the circle, it will not repair the circle. It will take a great deal more sorcerous work to repair the damage that Amitai has inadvertently wrought by removing it.

THE SACK OF TIZRAH RESULTS

Just like the *Siege of Tizrah* (p.8) have one of the adventurers make an Average (D1) Warfare, Challenging (D2) Command, or Daunting (D3) Melee or Ranged Weapon Test at the end of each scene. Any living and still conscious characters may provide Assistance on this roll. Count the number of successes and look up the results on the following chart

# of Successes	Siege Of Tizrah Result
0	The gamemaster picks one NPC from Ben-Tizrah, Nil-Habin, or Esther. One of them is killed or carried off with scores of townspeople. (-2 Troop Strength, +1 Doom)
1	Giant Tentacles emerge from the holes and drag many defenders to their doom! (-1 Troop Strength, 4  Mental)
2	The cries of the taken claw at your ears as their fingers claw at the dirt (3  Mental)
3	The Spawn are being decimated, but the townsfolk are as well.
4	One of the exits has been denied to the enemy (+1 Troop Strength, +1 Momentum)
5	The adventurers haven't lost anyone yet (+2 Troop Strength, +2 Momentum)

Siege Of Tizrah Result

For each point of Doom spent on the result...	-1
Opponents eliminated within 3 rounds...	+1
Opponents eliminated within 4-6 rounds...	+0
Opponents eliminated after 6+ rounds...	-1

WAR IS HELL

While the adventurers should be given free rein to do as they please during the battle (within reason), it is true that, no matter what they do, you will be driving them down a very particular path during this scene. Some would refer to this as 'railroading,' or providing false choice, but the truth is, from a soldier's standpoint, battles are often wild, chaotic things that flow in waves of violence which drive them uncontrollably towards an unknown fate. This is especially true of situations where the entire army is taken by surprise, badly outnumbered, and in disarray (as is the case here) and you should heavily emphasize that. The key is to balance the despair of the inevitable with brief moments of victory brought about by the players own actions, and then use vivid description to accentuate those moments. For example, if the adventurers manage to save even one townspeople, describe how the survivor re-joins their loved ones, who are then escorted to safety by the town guard. Or describe the victory yells of the townspeople as one of the burrowing beasts comes crashing to the ground, its body crushing its lesser brethren by the dozen just before they can attack a cowering family.

When it comes time to force the characters back onto the only available path, make sure you describe it in the most heroic terms. Don't bother rolling, just describe how they valiantly fight off the advancing hordes, splitting them asunder by the dozens, but are inexorably driven before the mass of inky black bodies.

Whatever you do, don't ever simply resort to 'You hit. Roll Damage,' especially in a massive battle where the adventurer is but a single blade in a sea of swords. Make every blow tell a tale. Every wound a story. Even if they speak of inevitable defeat...



If they decide to descend the stairs, head on to *Episode 3: Kingdom of the Forsaken*.

"Without emotion Olmec told of hideous battles fought in black corridors, of ambushes on twisting stairs, and red butcheries."

— Red Nails

SCENE 2: DEATH FROM BELOW

While the town has been resting, the Forsaken have been busy.

The Black Priestess, using whatever living sacrifices were gained in the first attack, has summoned new creatures from the black pool, hulking abominations specifically created to dig into the town from below. Normally, this would take some time, but the presence of the intact temple under the town means the creatures only needed to burrow a scant dozen yards before breaching the surface, which they manage shortly after dusk.

The appearance of the creatures within the walls throws the entire town into chaos. Once again, the adventurers will be trying to slay the enemy and protect the townsfolk, but this time, the odds are truly against them. Not only are large multi-limbed monstrosities burrowing up through the streets of the town in totally random locations, the holes they leave in their wake begin to vomit forth an inky black stream of Spawn that snatch people and drag them screaming into the ground.


Let the adventurers decide how they want to focus their attention, but these are the main threats that they will have to face at one point or another, either together or alone, before the battle is through.

SCENE 3: TAKE THE BEASTS DOWN!

The largest threats are the mammoth sized Abominations (see p.39) that now rampage through the town, smashing buildings, swallowing livestock whole, and crushing underfoot anyone too slow to get out of the way. Five such behemoths assail the city, with one near each wall and one somewhere between the center of town and the main gate. The one near the south wall is attacking the temple of Ishtar, defended by Esther, her acolytes and a handful of townspeople.

They are stoppable, but only a great fool would attempt to do so alone. Taking them down will take coordinated action on the part of the defenders. Setting up rope lines to fell them, luring them into a building and then setting it on fire, pretty much any strategy the adventurers can come up with should be given a chance, so long as they are using their wits as well as their sword arms.


Complications could include:

- The beast falls, or goes berserk and charges, into a crowd of screaming townsfolk (-1 Troop Strength).
- 1  Spawn form out of the slime pouring from its wounds.
- A weapon gets stuck in the body of one of the creatures, and a Challenging (D2) Brawn test must be made to free it.
- Add +1 Doom to the Doom Pool.
- See *Describing the Siege* in the sidebar on p.10.

Check the *Sack of Tizrah* chart (p.15) at the end of this scene.

SCENE 4: FONTS OF DARKNESS

The other concern for the adventurers are the townspeople being taken from the streets and dragged into the holes. The fact that the holes are large and scattered around the town makes it impossible to cover them all, but with a few extra men, they could try and prevent the creatures from escaping through one, or maybe two.

Each round that the adventurers spend fighting to save the townspeople, they must face a Mob of 4  Spawn, who are carrying a victim to one of the holes. If they cannot stop the beasts in one round, at least one of the monsters will manage to drop the victim down the hole (where they will be caught and taken to the *Cave of Bones* (see p.27)). Another mob will then appear with another victim.

Complications include:

- Slipping on the oily remains of a dissolving Spawn and becoming *Staggered*.
- Spawn crawling all over the adventurer and causing them to become *Dazed*.
- Accidentally striking the person you're trying to save.
- A massive tentacle of slime (treat as an Abomination tentacle with a Vigor of 12) erupts out of the hole to grab an adventurer.
- Add +1 Doom to the Doom Pool.



- See *Describing the Siege* in the sidebar on p.10

After a 6 Rounds of this, the adventurers will have to back away from the hole. The creatures are too numerous and they must make a fighting retreat or join the screaming victims being dragged underground.

Make a roll on the *Sack of Tizrah* chart (p.15) after this scene is over, subtracting 1 Success for every victim lost.

SCENE 5: THE PRIESTESSES TAKEN

As the adventurers are being driven backwards, they see Esther and her sisters driven back as well, only to be overwhelmed and carried off. The adventurers can rush to their aid, but the appearance of another Abomination from under the ground stops their pursuit. This and another flood of Spawn will drive the defenders into a fighting retreat back towards the center of town which takes between three and five rounds. Anyone who is foolish enough to hold their ground will be overwhelmed and taken.

Again, check the *Sack of Tizrah* chart (p.15) after this scene is over. Then move on to *Scene 6: The Last Redoubt*.

SCENE 6: THE LAST REDOUBT

As the remaining forces, both the townsfolk and raiders, are pushed backwards towards the center of town, it appears that their last stand will be made at the house of Ben-Tizrah. He and Nil-Habin will be here, if they have survived, as will the adventurers.

The fighting retreat continues until the defenders get within 30 yards of the house, at which point the Spawn and beasts start to slow, struggling to move forward, their skins rippling in waves as though blown by a strong wind, although no such wind is apparent. Eventually, the creatures are halted altogether, prevented from coming any closer, the clambering bodies forming a circular barrier of inky blackness with a clearly defined radius around that corner of the house.

At this point, the defenders may butcher the creatures effortlessly, slicing into the wall of horror freely and without fear of counterattack. They Spawn cannot move forward, and the press of their brethren from the rear keeps them from retreating or attacking effectively. After a short period of slaughter, the creature's ranks thin to the point that their remaining Spawn will retreat back to the underworld.

SCENE 7: AFTERMATH

The battle is over, the town is devastated. Most of its citizens have been lost, taken below ground to suffer some nightmarish fate. The remaining defenders are worn down and demoralized. The adventurers have a number of options at this point, but most of them revolve around the following potential paths.

The Path of the Cur

The adventurers could just call it quits and leave the town to its fate, escaping while the way is (seemingly) clear. They will be looked upon as cowards by the town folk and NPCs, only allowed to leave with what they came with, but they will live to fight another day. For them, the adventure is over.

Or is it? The gamemaster will have to determine the ultimate fate of the town after the adventurers leave. Will Ben-Tizrah lead the charge into the underground to rescue his kinsmen? And how successful will he be? Enough to at least slow down the advance of the Forsaken or even kill the Black Priestess?

If you decide that the town falls and the adventurers leave it to its fate, the plans of the Black Priestess progress unabated, eventually leading to a sweeping invasion of the upper world. When that happens, feel free to remind the adventurers of how their moment of cowardice may well be responsible for any future woes they suffer as a result.

The Path of the Sage

Some may be curious as to the forces behind their miraculous survival. The townsfolk will just claim that Ishtar, herself, personally intervened, but the adventurers may question why, if that is the case, she didn't intervene much earlier, and then choose to investigate.

If the adventurers closely examine the area, or make a Challenging (D2) Insight test, it will be clear that the area of clear ground around Ben-Tizrah's home, a circular area whose radius is clearly delineated by the sea of black slime left over from the corpses of the Spawn, is centered on the northwest corner of the house. If investigated, it will become clear that the exact center lies within the room of Amitai, the maddened court scholar (unless the seal was previously moved, see the sidebar on p.13)

The results of investigating Amitai's rooms and interviewing the madman, himself (who, by some miracle, was not taken), can be found on p.14

The Path of the Hero

Rescuing the townsfolk will be a priority for Ben-Tizrah and he will rapidly begin organizing supplies for an expedition into the underworld to recover his people. He gladly to advice on strategy, assuming the adventurers have proven their expertise.

The adventurers can load up on just about anything the gamemaster deems reasonable before their descent. When they are ready, they can approach the underground from two possible directions: the Cursed Stair (p.20) or down through the holes into the Old Temple (p.23).

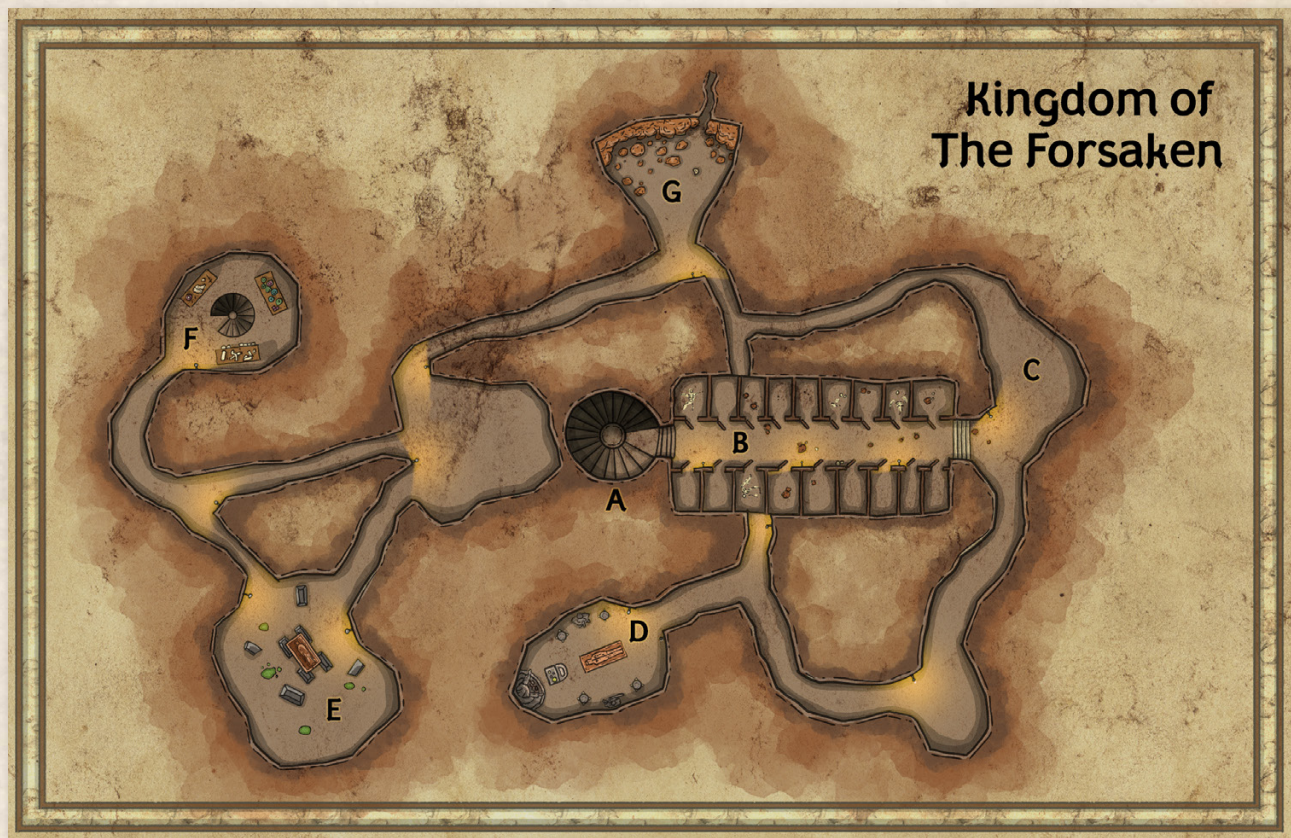
The Path of the Leader

If Ben-Tizrah is dead or missing, then it will be up to the adventurers to whip the demoralized mob into shape and get them prepared to take the fight to the enemy. They will be aided in this by Nil-Habin, if he has previously declared one or more of them Sword Brothers.

The remaining townsfolk can be persuaded to follow the adventurers with a Challenging (D2) Command or Daunting (D3) Command test. The gamemaster might lower the difficulty by 1 if they feel the speech is particularly moving, leave it the same if it is not especially motivating, or even raise it if the adventurers abuse the townsfolk verbally or just start ordering them about.

Success means that the adventurers will have the full backing of the remaining defenders for whatever they decide to do. The townsfolk will treat the adventurers as commanders. Failure means that only a handful of men will follow the adventurers, and you should reduce the total *Troop Strength* earned up to this point by half.





EPISODE 3: THE KINGDOM OF THE FORSAKEN

The underworld kingdom of the Forsaken stretches north from Tizrah, up to Khanyria in Khoraja, and south to Stygia, reaching under the Mountains of Fire to a point just outside of Sabatea. The portion of the kingdom underneath Tizrah is part of the original colony carved out by the ancient ancestors of this devolved subhuman race, and after the earthquake, it has been cut off and reduced considerably in size.

Lighting is almost non-existent in the underworld. There is none at all in the underground catacombs of the city and only dim illumination in the caves, where phosphorescent fungi provide a dull purplish glow, so adventurers will likely want some form of artificial light while exploring the lair of the Forsaken.

Scouting the Ruins

The adventurers can end up here early on in the story if they decide to scout the ruins before the attack from beneath the town. If this happens, and they want to take some extra

soldiers as backup, Ben Tizrah will only release a few (if any), preferring to keep the town's strength up rather than waste valuable man-power on a simple scouting mission. This force of men will have a Troop Strength equal to whatever the adventurers earned during the previous night's siege. The adventurers may be able to convince Nil-Habin to accompany them, a Daunting (D3) task (he has a caravan full of valuables to protect, after all) unless he has declared them 'Sword Brothers,' in which case it is simply Average (D1). He will bring some of his caravan guards (+1 Troop Strength) but other than that, they are on their own.

Time and Tunnels Wait for No Man

Some scenes will change based upon whether the adventurers scout the catacombs early or proceed into them only after the town is invaded from below. As such, there will be a main entry for each scene, describing the area and its normal state, and sub entries describing the state of the area before and after the town is sacked.

The Seal

Should the adventurers think to bring the Seal from Amitai's room when they plunge into the underworld, then they can safely ignore any encounters with Spawn, as the creatures will sense the presence of the ward as it approaches and

ACHERON THE GREAT

Acheron rose to prominence by uniting all the small tribal nations in the area into a larger more unified kingdom. One such tribe was so degenerate in mind and body, however, that he would not tolerate their presence in his new order and he ordered them to be removed from the land and exiled far from the ken of decent people.

The tribe worshipped a horrid thing, a pool of black filth that radiated eldritch energies and ancient malevolence. They called to it for aid and it spat forth nameless horrors by the score to fight Acheron and his armies, who beat the monsters back after a great deal of effort.

Acheron ordered his armies to kill every last man, woman, child, and beast linked to the tribe, hoping that cleansing the land of the god's followers would starve it of worship and power. It did not. He forged the Elder Seal to banish it below the earth, but it was too powerful. Finally, he and a cabal of the most powerful sorcerers of the age summoned, at great personal risk, help from Outer Dark, where beings as powerful as the slime god dwelled.

Their summons were answered by the great race of Yag, who were mortal enemies of the being plaguing Acheron and his people. The alien entities constructed the Great Tower of the King in a single night, inscribing their runes into its foundation so that the power of the Elder Seal at its center would be magnified 360 times over, binding and burying the ancient entity so deeply it would never again rise from its cavern beneath the earth.

With that final act, King Acheron claimed his throne at the top of the tower, and ruled wisely for a hundred years, establishing a kingdom that prospered and grew for as long as he lived.

scurry away from it in whatever direction they can, with most of them heading back to the *Cave of Abomination*, if possible.

Let Slip the Dogs

It is in this episode that the Troop Strength becomes useful. For general tasks, like clearing rubble, freeing captives, etc. where having extra hands makes for a lighter load, you can use this rating to add dice to skills tests (up to the normal limit of 5d20).

You may also permanently lower Troop Strength to perform certain types of tasks automatically. Once spent, those points are gone, but judicious use of them can help the adventurers deal with overwhelming encounters or avoid them altogether.

Example tasks that you might spend your rating on are listed below, but this is not an exhaustive sample and the gamemaster should be ready to improvise cost and effect when the adventurers come up with novel uses for their troops.

Example Tasks	Troop Strength Cost
'Eliminate' 4 Minions, 2 Toughened or 1 Generic (not named) Nemesis from an encounter...	1
Take the effects of a surprise ambush, sprung trap, spell, etc...	1
Other tasks that require a large amount of expendable manpower to complete...	1-3

The men and women represented by Troop Strength are willing soldiers, but this does not mean that adventurers may abuse them or use them in needless or callous ways. If the adventurers continually throw them into the jaws of death for personal gain by consciously sending them in to set off traps, or using them to fight minor enemies while running away (without very good reason), the gamemaster is well within their rights to reduce the rating by a point or two as the troops become demoralized or desert the mission entirely.

SCENE 1: THE CURSED STAIR (A)

At the approximate center of the ruins lies the base of the old King's tower. The ruined walls that once hid it from view collapsed during the earthquake and all that is left is a circular foundation, approximately 39 yards in diameter. Thirty-six strange symbols are carved into its circumference, all of them connected by radiating lines to a hexagonal depression at its center, which formerly held the obsidian seal. Along one edge of that foundation there is a large section of collapsed stone, revealing a steep staircase descending into the dark, below.

There is barely enough room for one, slim, unarmored person to get through, but the rubble can be cleared with about an hour's work. This is a simple (Do) Brawn task, but every Success gained reduces the amount of time needed to clear the stair by 10 minutes.

Once the stairway is cleared, it spirals down approximately 50 yards into the earth before opening up into the old dungeon (Scene 2).


SCENE 2: THE DUNGEON (B)

The stairs spiral down what used to be the outside wall of the tower. After about 50 yards, the stairs open up to reveal the tower dungeon, before descending another 10 yards to the dungeon floor. This room is large, with walls of stone and floors covered in cracked paving stones. Another stairwell, on the opposite wall from those leading to the entrance, descends into the floor.

There are eighteen small (6'x6') cells built into the surrounding walls, all of which are open, their walls and floors stained brown. This used to be a simple jail for political prisoners, but the last king turned it a hellish realm in which he could satiate his infernal lust for torture, so there are also a wide selection of obscene and cruel mechanical devices scattered about as well.

The floor is strewn with bones in such quantity that it crackles with each step. In the ensuing weeks after the fall of the city, the ancestors of the Forsaken turned to eating the prisoners who were trapped in the dungeon. When that supply of food ran out, they would bring their weaker living members here to butcher for meat.

Before the Sack of Tizrah

This room will contain 3  Spawn and a Forsaken Packmaster, who are protecting the entrance to the underworld in anticipation of a retaliatory strike. The Packmaster will be hiding in the cell just under the ascending stairs, while the Spawn meander about the room aimlessly. Any light coming down the stairs will immediately alert them, and they will pounce on the first person who enters the dungeon proper (treat as an Ambush).

After the Sack of Tizrah

The dungeon will be empty except for a single Spawn trying to suck the marrow out of long dried up bones.

SCENE 3: THE CATACOMBS (C)

The downward staircase in the dungeon goes down another 60 yards into the royal catacombs. This is a large complex of tunnels and chambers which runs underneath the old temple as well.

The catacombs were built into natural caverns that ran under the city, so while they do have walls of worked stone and floors paved in flagstones, they are not set out in an orderly fashion, following the myriad chambers and tunnels of the cave system in a meandering fashion. It is easy to get lost if one does not keep their wits about them, and once they have been entered, a Daunting (D3)


Observation test will be needed to find one's way back to any particular point within.

Most of the corridors are filled with bodies of long-dead lesser nobility, stacked on top of each other like cordwood in alcoves built into the walls. The larger chambers contain more important personages: ancient kings and queens, barons, high priests and the like.

Adventurers' intent on ransacking the catacombs will find little of value in the corridors of the dead. Most minor nobility were stripped of any valuables of worth, their finery replaced with costume jewelry, and cheap, but flashy, clothing that rotted away long ago. The major nobility were buried with valuables, but there are few left that haven't already been ransacked by the Forsaken.

As the adventurers explore the catacombs, they will eventually encounter four areas of particular interest: the Tomb of Lilah; the Tomb of Acheron the Great; the Mortuary; and the Crack in the Wall.

Before the Sack of Tizrah

After the initial siege on Tizrah, the catacombs crawl with Forsaken and Spawn moving back and forth between the ruins and the underworld. Unless the room description says otherwise, the adventurers will have a 3 in 6 chance of encountering a hunting pack with a single Forsaken Packmaster and 3  Spawn per adventurer, before encountering each of the following rooms.

After the Sack of Tizrah

After the Sack of Tizrah, the forces of the Forsaken and Spawn will have thinned out in the upper levels, most having returned to their underground lairs to rest, feed, and prepare for the mass sacrifice of the victims. Only a few remain behind to guard the entrances against the possibility that the surviving humans might try something foolish, and this reduces the chance of meeting a hunting pack to 1 in 6.

The Tomb of Laleh (D)

This tomb bears the remains of none other than the first High Priestess of the lost city, who oversaw the construction of the great temple long before her ancient civilization fell into decline. Unlike the other tombs, this one has remained completely untouched, protected by her supernatural presence (a Toughened Ghost, see *Conan* p.337), which was dragged back from the afterlife and trapped in her tomb by the ancient and twisted sorceries of the last King. The Forsaken know of her and are terrified of her, and will not enter this tomb under any circumstances.

The spirit does not typically appear until someone approaches her sarcophagus, at which point she shows herself, first beautiful and beckoning, only to shift into a mask of undead horror (Fear increases to 3) as interlopers approach within reach.

If the adventurers bear the Elder Seal and present it after she appears, she will revert back to her normal appearance and start weeping, even though it has no supernatural effect on her. They may be able to communicate with her at this point. This is a Daunting (D3) Persuade or Challenging (D2) Counsel test, but if they succeed, she can divulge one of the following pieces of information.


Successes	Results
Basic Success	Her name, her previous position, and how the last king captured her spirit for use as a seer.
+1 Momentum	The story of the fall of the ancient city.
+2 Momentum	The origins of the Forsaken and details on how to find their caves.
+3 Momentum	The presence of an elder horror of god-like power, but not an actual god, in the lower chambers of the caves, and the story of how Acheron sealed it in (see the sidebar on p.20).

If they fail to convince her to speak, she will simply fade away, her sobs echoing through the chamber for some time after her form completely dissolves into the cold, dank air of the tomb. The only thing that will bring her back is violating her sarcophagus, which will cause her to materialize in her horror form and attack without mercy.

The Tomb of Acheron the Great (E)

This is the largest tomb in the catacombs, a full 30 yards on each side. The center of the tomb is comprised of a raised, obsidian dais, 10 yards in diameter. On top of the dais is a white marble sarcophagus flanked top and bottom by two great marble chests. The lid of the sarcophagus is carved in the likeness of a great king holding a mighty sword. The sword held by the stone figure is real, and light glints off of its shining blade, which appears unblemished despite the passing of millennia.

The floor surrounding the dais seems to be made of the same flagstone surface, but a five-foot chunk of it near the entrance, as well as several smaller patches around the tomb, appears to have collapsed into some sort of opaque and sluggish liquid underneath the surface of the floor. Closer examination and an Average (D1) Craft test reveals the flagstones to be only about an inch thick and designed to collapse the moment any real weight is placed on them.

The liquid is a highly corrosive acid that fills a 10-foot-deep pool under the floor. Anyone heavier than 90 pounds will break through the floor and fall into the acid. It has weakened over time, but is still potentially deadly (3 , Incendiary 2, Fearsome) and will leave gruesome scars (+1

Difficulty on all Persuade attempts, except Intimidation, for each point of Harm caused).

If the characters can figure out a way to make it to the dais, they may examine the chests and sarcophagus. The marble figure on the lid is that of the first King of the ancient city, Acheron the Great. His story is written on the side of the sarcophagus in an ancient tongue, a proto-dialect that preceded Stygian and Shemitish. Anyone who speaks one of those languages and who can pass a Dire (D4) Linguistics test, may translate it (see sidebar).

If the sword is examined, it is found to be in excellent shape. It is a two-handed sword with a blade made of intricately carved and detailed meteoric iron. Such is the nature of the metal and the sorcery used in its creation that the blade will not blemish or rust with age, and it is extremely durable (the gamemaster must spend 3 Doom to break it on a complication).

The sword can be removed from the statue by grabbing its hilt and sliding it towards the head of the sarcophagus. It is pretty well set in the stone, however, so this will be a Dire (D4) test of Brawn. If the test results in a Complication, the sword will come out suddenly, causing the person grabbing it to fall off of the dais, through the flagstone floor and into the acid bath underneath it unless they can make an Average (D1) Athletics or Acrobatics test, in which case they land right on the edge of the dais instead. The sword, however, will skitter across the floor, through a hole and into the acid below.

The two stone chests contain a wealth of coins and jewelry equal to 120 Gold total (60 in each). The chests, unfortunately, are built into the side of the sarcophagus, so the adventurers will have to transport the treasure in some other container.

The Mortuary (F)

At the far western end of the catacombs lies a circular chamber, with a set of stairs spiraling up and disappearing into the ceiling some 10 yards above the floor. This walls and floors of this room, however, are made of white marble and, instead of torture instruments, the room contains three large marble tables with small reservoirs cut into the tabletop in a symbolic pattern. Several large urns are scattered around the room, each one marked in an ancient language.

This was the mortuary for the nobility of the city. They would be prepared here and then placed in whichever part of the catacombs was most appropriate for their station. The stairs lead up to the old temple.

The Black Priestess has led her minions to ransack and desecrate this area thoroughly. Crude drawings and trails of black slime now mar the formerly pristine white walls.

The Crack in the Wall (G)

At the far northern end of the catacombs lies a half-finished tomb, part of it converted and the other half clearly an unfinished cavern. Chisel marks can be seen in the cave walls, rubble and tools fill the corners and a pile of flagstones sits near the partially paved entrance.

This was to be the tomb of the last great king, before his blasphemies buried his entire race. It was during its excavation, however, that the workers broke through the back of the cave wall and discovered another tunnel into the much wider system of caverns that would eventually become the underworld kingdom of the Forsaken.

The crack is thin, only about three feet wide at most, but opens up quickly into a large tunnel that slopes sharply down and leads to *The Fungal Forest*. This doesn't bother the gangly Forsaken or the somewhat gelatinous Spawn, who squeeze through with little effort, but it could cause problems for adventurers of ample girth or wearing bulky armor. At the gamemaster's discretion, they may have to take their armor off to squeeze through, a dangerous proposition in this area.

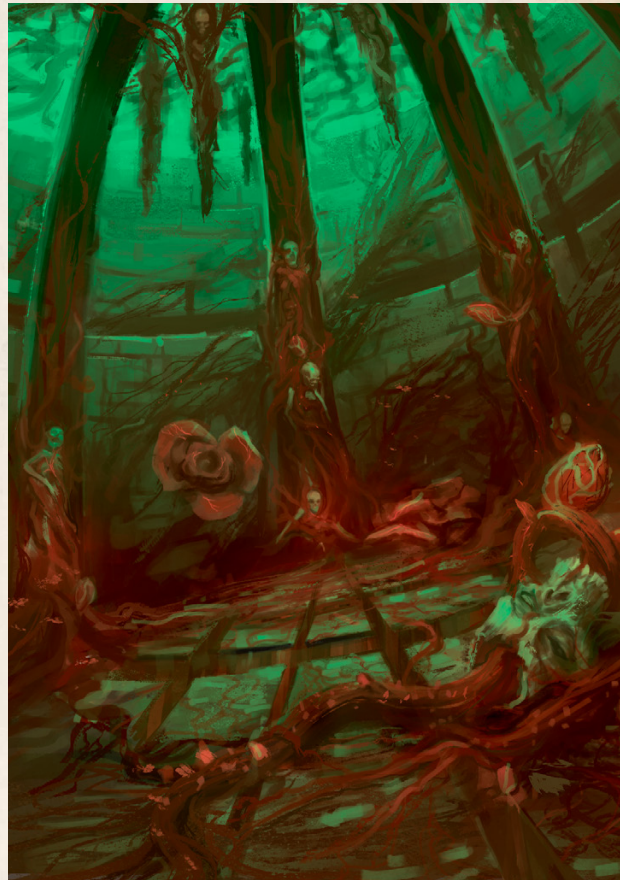
Alternately, they may try to widen the hole using the tools lying around by making a Simple (Do) Brawn test. This will take an hour, minus 10 minutes for every point of Momentum earned. The noise draws a number of Forsaken and Spawn to the area every 10 minutes, as determined by the GM.



SCENE 4: THE OLD TEMPLE

All of the buildings in the city were reduced to so much rubble during the cataclysmic venting of the sky god's fury. All, that is, except for one: his grand temple. It remains whole to this day, though buried under a 30-yard layer of crushed rock and dirt. Whether a case of exceedingly sturdy architecture, the protection of its god, or a combination of both, the temple had lain undisturbed for millennia, as the Forsaken avoided it out of a deep seated, ancestral fear of the god it represents.

This changed with the rise of the Black Priestess, who decided that her people needed to face their ancient enemy and weaken his power by defiling his temple. This they have done thoroughly, so that the interior space is barely recognizable as a place of worship. The furniture all smashed (treat the remains as Hinderances), the altar has been fouled and



several of the 2 dozen ornately carved columns supporting the roof have been toppled.

The walls have become a living historical document for the Forsaken, with crude images drawn in feces and other less identifiable substances, telling the story of the fall of the city and the rise of the Black Priestess from their point of view. They also show the plans of the Black Priestess, written down as prophecy: the sacrifice of victims; the gathering of Spawn at the black pool; the uniting of her people; the invasion of the overworld; and, finally, the fall of the sky god who is consumed slowly in a great feast.

There are a dozen lesser statues in the temple, all about 10 feet in height, which used to represent great figures in the history of the city, like Laleh and Acheron. These have also been defaced, their features crudely carved, and then dung added to create images of the last king, great figures in Forsaken history and, finally, the Black Priestess herself.

The one statue they cannot seem to harm, however they've tried, is the gigantic, 36-foot-tall statue of the sky god himself, which stands at the eastern end of the Temple, just in front of the stairs to the mortuary. No tool has managed to make a mark on this great piece of marble, and the best the Forsaken have been able to do is sacrifice a number of Spawn so that the image is now covered, head to toe, in black slime.

Before the Sack of Tizrah

By late afternoon, the Black Priestess will be in the temple using sorcery, powered by the sacrifice of previously captured victims, to combine a large number of her existing Spawn into a massive multi-tentacled being of grotesque girth and stature with her controlling it at its center (treat as an Abomination with 30 Vigor, p.39). Just before dusk, she will have completed the ritual and the beast will be fully formed. At that point, she will use its tentacles to lift smaller abominations to the ceiling so they can start burrowing up into the town.

If the adventurers enter the temple before she arrives, they will have some time to scout out the area with a 3 in 6 chance of encountering 3 Forsaken 'scholars' busily scrawling on the wall, but little else. If they tarry too long, however, they may run into the Black Priestess and her escort (6 Abominations, 2D20 Forsaken and more minor Spawn than it is worthwhile to count) on the way out.

If they enter after the Black Priestess has started her ritual, they will come up behind her as she is performing her sorcerous rite at the altar in front of the great statue. The odds of stopping the sacrifice, interrupting the ritual, and possibly killing the Priestess are good if they are stealthy enough, and they might even live if they can do it quickly. They will be attacked by 3 ☠ spawn per adventurer every round until she is dead.

If they wait until she is finished, the victim dies in such a grisly manner that all characters who witness it suffer 3 ☠ Mental stress. The Black Priestess becomes protectively encased in a gigantic tentacled slime beast. Their odds will be slightly better after the Spawn race up to the surface, however, as with the Spawn gone and unable to return until she can focus her attention on them, the adventurers will only have the Forsaken and the tentacle beast to deal with.

Once she is slain, however, all of the spawn will immediately break and flee from Tizrah above or the temple below, tearing each other apart in their eagerness to escape, but miraculously avoiding the adventurers on the way out (a parting gift of protection from the ancient Sky God, although they may never know or even suspect it).

"Grim and horrific it brooded there, like the shadow cast by one of the apish gods that squat on the shadowy altars of dim temples in the dark land of Stygia."

— The Phoenix on the Sword

After the Sack of Tizrah

All that will be left is a great puddle of slime coating the entire floor, the remains of the tentacle beast after the Black Priestess let her spell expire. Not even the sacrificial victim remains, her body having been removed to the Cave of Bones (see p.27) to prepare it for the Black Priestess' dinner table.

SCENE 5: THE FUNGAL FOREST

Possibly the weirdest, but also the most beautiful part of this underground domain, this massive cavern is filled with a forest of strange underground flora. Instead of trees, giant mushrooms tower into the air. Instead of grass, the ground is covered in a soft phosphorescent moss. The air is humid and dank with the smell of fungi and many strange plants that grow without sunlight, and the whole area is lit by a soft, purple glow. The cavern also hosts abundant animal life, including many forms of insect and reptile grown to huge proportions. These can prove dangerous to unwary travelers.

The Forsaken farm this cavern and it, along with the Eternal Lake, is their main source of food. The weaker members of the race can often be found here scrounging for rare but delectable foodstuffs that they might use in trade with stronger brood-mates who might otherwise devour them.


From a vantage point at the top, the whole cavern appears to slope downwards for about a mile but it is hard to be certain, especially in the dim purplish light which deceives the eyes and makes it hard to judge distance. Those who can make a Dire (D4) Awareness test will just be able to make out a large black mass on the other end of the cavern that seems to ripple in the half-light.

The cavern is vast, the terrain difficult and the flora clumped together in such a manner that it will take the adventurers an hour or more to navigate the many twisting paths through it to the other side. The constant tread of the Forsaken provides a ready trail to follow, but it is hard to see using only the cavern's natural phosphorescence, so finding the correct path is a Dire (D4) Survival test. Using artificial light reduces the Difficulty to merely Challenging (D2), but also increases the chances of the adventurers attracting unwanted attention.

The adventurers must generate a total of 6 Momentum to make it through the forest and to the edge of the Eternal Sea on the other side of the cavern. Complications could include:

- Slipping on the moss and sliding down the slope and out of sight of your companions (1 ☠, Staggered)
- Walking into an animal trap left by a Forsaken scavenger (3 ☠, Hindered).
- A light source going out.

- The trail goes over rock, increasing the Difficulty of the next Survival test to continue on the trail.
- Adding 1 Doom to the Doom Pool.
- Immediately running into one of the encounters listed below.

If after any roll, the adventurers have not yet generated the required momentum to reach the shore of the Eternal Lake, the gamemaster should roll a D20, adding +3 if the adventurers are using an artificial light source. If the number rolled is 15 or greater, then they will have one of the following encounters (choose one or roll a D20 to determine one randomly). Each encounter is unique, and should the adventurers encounter them all, any further encounters will be with 2  Forsaken travelling back and forth between the catacombs and the sea.

1-4: Centipede Nest (p.40)

The adventurers disturb a nest of 3-foot-long centipedes living inside it. The creatures burst out of the trunk and attack viciously (a total of 3 for every adventurer).

5-8: The Ooze (p.41)

The trail ends at the edge of a steep rocky incline with a well-worn and slippery set of steps carved into it. The adventurers must travel down the incline and pick the trail up again at the bottom. Have the first adventurer down the stairs test for Surprise against the Ooze waiting in ambush for them. If they succeed, they notice a puddle of clear sludge rippling as they come near and may act before it extends a pseudopod to capture them.

9-12: The Whip Spider (p.40)

After coming upon an intersection of several paths, the trail the adventurers are following is lost. They must search the various paths to pick it up again. As one of them successfully finds it and looks up to motion to the others in their party, test for Surprise. If they succeed, they notice the Whip Spider dangling over them from the underside of a giant mushroom cap before it strikes.


13-15: Carnivorous Plant (p.42)

After entering an area of bizarre flowering plants of a bewildering variety of shapes and sizes, the characters find a lone Forsaken scavenger tending to a trap. It immediately spots them and darts into the thick vegetation. If they don't give chase, they will hear a squeal and a gurgle followed by strange shuffling noises. This will be quickly followed by whip like roots of a pod of Carnivorous Plants (1 per Adventurer) shooting out of the vegetation to impale and grab them. If they do give chase to the scavenger immediately, they will run right into the plants, instead.

16-18: The Plain of Mold

The larger mushrooms thin out and grow smaller, around the size of a large bush, leaving the adventurers to cross through an open area covered in lichen, molds, and smaller fungi, some of which spray spores into the air as they detect the heat and vibrations of the passing strangers. These do not bother the Forsaken, who have built up an immunity to their effects over the millennia. The adventurers are not so lucky and will be randomly blasted by clouds of choking spores as they traverse the Plain of Mold.

For every point of Doom spent, the adventurers will trigger a cloud of spores at some point along the trail. The cloud engulfs up to three Adventurers and NPCs, selected randomly. Roll a D20 for the type of spore. Doom may be spent to raise the result by +1:

D20	Spore Effects
1-7	Harmless
8-11	Soporific: 3  Mental, Sleep 1  hours.
12-14	Blinding: 3  Mental, Blind 1  hours
15-17	Hallucinogenic: 4  Mental, Staggered 1  hours.
18-20	Poisonous: 4  , Persistent 3

After the first such blast, the adventurers may come up with a number of ways to protect themselves. Some options are given below, along with the soak bonus gained from employing them. Such bonuses are cumulative.

- Throwing large rocks to set off spores well in advance. +1 Soak.
- Sweeping the path with an open flame to burn out the fungi and mold. +1 Soak
- Covering mouth and nose with a cloth or mask of some sort. +2 Soak against all but Blinding

Clever players may seek to harvest some of these for use as weapons. This requires a Daunting (D3) Survival test. On a success, they will gather 1 dose + 1 per point of Momentum. Failure results in a face full of spores.

19-20: Forsaken Scavengers (p.34)

The adventurers pass through an abnormally thick grouping of giant mushrooms, which are growing so close their trunks are practically impassable and their tops have melded together to form a canopy over the trail. As they pass through the center of this strange, fungal tunnel, have each adventurer make a Daunting (D3) Observation test if using the

glow of the forest, or an Average (D1) Observation test if using a torch or other artificial light source.

Every adventurer that fails will be caught up in a net trap that leaves them dangling about 4 yards above the ground. As the trap is sprung, a number of Forsaken Scavengers (equal to thrice the number of Adventurers) will flood the tunnel from both ends to attack.

SCENE 6: THE ETERNAL SEA

At the eastern edge of the Fungal Forest lies the shoreline of an immense underground sea. The sea is cold, black, and vast, and it is impossible to see the northern shore. This was a major waterway on the 'Road of Fiends,' that connected the northern portion of the Forsaken kingdom to the southern portion, but a massive cave in at the tunnel entrance to the cavern has blocked all travel back and forth for the foreseeable future.

The shoreline on this side of the lake continues in a narrow strip that curves around the southeast side of the cavern and goes on for a distance before ending at a major worked tunnel entrance that leads into the bowels of the Forsaken warrens. Clear tracks in the sand clearly show that this is the direction the Forsaken have come from.

However scary the black waters look, there are no monsters of any sort lurking in the sea, just blind, albino fish and crustaceans. It is impossible for the adventurers to know this, of course, and the gamemaster should regularly spook them with the occasional violent thrash or ripple that is indicative of the constant undersea battle for survival, but otherwise totally harmless to them.

Before the Sack of Tizrah

Depending on the time of day, there may be quite the processional travelling to and from the warrens to the catacombs. The morning after the siege will be relatively quiet, as the fiends have all but retreated to their warrens while the Black Priestess summons up more monstrosities. In this case, the only inhabitants of the shore will be a group of three Forsaken in a small pontoon boat, who have just returned from examining the collapsed tunnel. Once they are disposed of, and assuming none escape to warn the others, the boat will make an excellent platform for scouting the shoreline.

The midafternoon will find The Black Priestess and her people marching purposefully towards the catacombs to prepare the old temple for the sacking of the town above. The boat will have been left on the shore, so if the adventurers can get to it without being seen by the advancing

forces, they might be able to get past them and into The Warrens with little resistance.

After the Sack of Tizrah

The way will be perfectly clear and, the tracks will clearly show that a large number of beings went around the lake, some of them dragging bodies. The boat will be there unless the players have somehow moved it already.


SCENE 7: THE WARRENS

This small collection of caves and tunnels, and the creatures that dwell within them, are all that remains of the local Forsaken domain after the earthquake buried the vast majority of the area and population under tons of solid rock. Like the catacombs, the area is twisted and meandering, and follows the natural geography of the caverns, but unlike the catacombs, there are no flagstones, no attempt to cover the walls and not a trace of art, decoration, or anything resembling a proper, functioning culture.

While exploring the warrens, the adventurers will see several tunnel offshoots that are now completely caved in, sometimes with the stump of a rotting arm or leg sticking out from beneath the rubble. The main tunnel funnels




them directly to the heart of the complex with little chance of getting lost.


Finding their way out of the warrens and into the *Cave of Bones* (or back the other way) will require a series of three Challenging (D2) Survival tests. After the first two successful tests, the adventurers will face a set encounter (7A followed by 7B). On an unsuccessful test, they will encounter 1  Forsaken per adventurer directly before the encounter. On a complication, they are ambushed by those Forsaken right outside the encounter area, the noise of which will bring whatever is inside running out to join the fight.

After the third successful test, they will find themselves moving out of the warrens proper and into *Scene 8: The Cave of Bones*.

Before the Sack of Tizrah


There will be a good deal of Spawn wandering the warrens. Add 2  of them to any encounter.

After the Sack of Tizrah

The Spawn supply will be severely depleted, with most of them collecting around the *Cave of Bones* to attend to the needs of the Black Priestess, as will a number of the Forsaken themselves. Add 1  to any encounter, ignoring results of 5 and 6.

The Breeding Pits

This extremely large chamber has a several large pits carved into the floor. From the cave entrance, it is impossible to see what is in the pits, but standing around the center one are 3 Forsaken Bulls (p.34). One of them pokes at something inside the pit with a spear. Each poke brings forth a howl of pain, which the monsters laugh at maniacally.

If the adventurers look into a pit, they will see a morbidly obese, and presumably female, Forsaken rolling helplessly, with several 'pups' crawling about her at the bottom of the pit. Each pit is the same, except for the one with a Bull inside it, which is a scene of such depravity that it will strain the sanity of any who look upon it (3  Mental, Staggered 1 Round).


Any adventurer who falls into or voluntarily enters one of the pits will be attacked by the female and her pups, even if they have slain the beasts responsible for torturing them.

The Larder

This disgusting chamber is cluttered with boxes of foodstuffs gathered from the fungal forest, barrels of pickle brine and fish, and mounds of stinking offal and refuse. There are a number of meat hooks hanging from the ceiling with the corpses of various creatures, including several townspeople and even a couple of Forsaken, impaled upon them. In the center of the chamber, there is large stone table where a single, extremely large Forsaken is butchering one of the


"Presently the dim light shone on a black arch, and into this Conan turned. Nataia cringed at what she might see, but the light revealed only a tunnel similar to that they had just left."

— The Slithering Shadow

dead townspeople with a massive cleaver. The sight of this place attacks the sanity of anyone who sees it (4  Mental, Staggered).


The Butcher (p.36) will charge as soon as he realizes intruders are in his kitchen.

SCENE 8: THE CAVE OF BONES

This huge cavern is appropriately named. Every surface is covered over with a jigsaw of bones of all shapes and sizes, whole, broken, and in splinters, to make a morbid mosaic of nightmarish apprehension (1  Mental to all upon first seeing it). Even the floor is covered in the bony refuse of a millennia, and the unstable surface counts as a Hindrance to movement. Originally, this was a refuse pit for the Forsaken, but with the coming of the elder god and the elevation of the Black Priestess, it has become a temple.

The front end of the cavern is level with a wide stone shelf at the opposite end, but the floor between the two slopes downwards in a series of wide steps for about 60 yards towards the back, dropping off into a deep gorge 6 yards before, and 5 yards below, the lip of the shelf.

A series of cages, made from long bones, sinew and gut string, dangle over the gorge, held up by black sticky ropes that cling to the ceiling by some supernatural power. These semi-sentient bonds can be 'willed' by the Black Priestess to extend, contract, or move along the ceiling so that the contents may be accessed, said contents consisting of captured townsfolk and the occasional Forsaken who has displeased her.

The stone shelf comprises an area roughly 10 yards deep and as wide as the cavern itself, and is only accessible by a narrow ledge that runs along the right side wall, from the lip of the shelf to the floor of the cavern, just before the edge of the gorge. Due to its narrow width (about 3 feet) and slickness, the ledge is a Hazard (1  Fall) to both movement and combat.

At the back of the stone shelf is a crack in the wall, 3 yards wide at the base, which stretches from floor to ceiling. This is the entrance to the *Cave of Abomination*.

Before the Sack of Tizrah

The Black Priestess will be here, personally leading the doomed townsfolk, a few at a time, to be sacrificed to her god.

She has three burly Bull Acolytes who help her to pull the victims from the cages, but no other Forsaken is allowed to penetrate this vile sanctum. Instead, two Spawn shaped like small balls with stubby legs and a mass of sticky tentacles, restrain the screaming victims as she leads them into the crack and down to their doom. The trio reappear, after 10 minutes or so, to repeat the process, two victims at a time.

On the floor of the cavern, 30 Forsaken, including 5 Forsaken Bulls, will be in attendance for the service. Every time the Black Priestess enters the crack, they will fall to their knees and bow their faces to the ground, their arms outstretched in worship and will not stand again until she returns (unless intruders make themselves known, of course).

After she has sacrificed all but a few of the victims, she will make her way to the old temple with her entourage of Forsaken and Spawn. If the adventurers somehow manage to make their way into the Cavern of Bones after she has left, there will be absolutely no one in attendance, as no Forsaken dares to enter the cavern when she is absent and all remaining Spawn have flocked to her call.

After the Sack of Tizrah

The Black Priestess will be here in meditation, awaiting the preparation of her victory feast. She is attended by her three Acolytes. 2☞ Forsaken bow at the edge of the gorge in deference.

There will be many cages, all stuffed to the brim with townsfolk after the sacking of the town, so many so that they are strung up all over the cavern and a few, including the one holding Esther, are sitting on the rock shelf around the Black Priestess.

When attacked, the Black Priestess will summon forth a horde of Spawn from the depths of the Spawning pools. This resource is largely tapped for now, however, as the elder god needs to regain its strength through sacrifice, so only 1☞ Spawn will appear from the crack each round. If she is hard pressed and has the opportunity, she will escape into the crack, taking along one of the townspeople for sacrifice to add to her ranks.

SCENE 9: THE CAVE OF ABOMINATION

The crack in the Cave of Bones leads into a tunnel that is clearly not naturally formed. The walls are smooth as glass and the floor carved into steps. The tunnel descends steeply for some time before emerging into a cavern lit by

a twilight glow similar to the one found in the rest of the caves, but the light is of a bizarre hue that doesn't exist in the natural world.

The floor of the cavern is smooth, black, and glass like, except where bizarre, crystalline stalagmites jut forth, some ankle high, some taller than a man. The ceiling is made of the same material and hemispherical, not natural, or at least not natural to our world.

At the center of the cavern is a large black lake of slime with a crystalline island jutting from its very center. The slime bubbles and ripples as shapes continuously form in it: tentacles, eyes, mouths and, occasionally, a Spawn, which claws its ways ashore like some monstrous infant, howling in the pangs of its birth before one of the tentacles grabs it and draws it back into to be devoured. The very sight of this abominable scene can break the mind of mortal men (4☞ Mental, Staggered).

The pool, and possibly the entire cavern, is the physical manifestation of a cross-dimensional alien entity from a time before time. It is known as the 'The Fecund One Who Devours Her Children' to the Forsaken, but it has been known, and worshipped, under many names since before mankind emerged to rule this world. The last time it had influence over the world above, it was defeated by Acheron the Great, who banished it by use of the Elder Seal. It was only after the seal was removed that it could break free again.

Adventurers who enter this place are not just in mortal danger, but are risking their very souls. Anyone who falls into the pool will be devoured, physically and spiritually, and once it has you in its grip, it is almost impossible to get free before being set upon, and horribly masticated by, rapidly forming mouths, mandibles, and chelicerae. Those who do not fall in, but come within a few yards of the pool, will be attacked by a succession of randomly forming tentacles, limbs, pseudopods, and tongues and may be drawn into the pool. The gamemaster may also spend a point of Doom to generate 2☞ Spawn per round to try and drive the adventurers within tentacle reach.

Before the Sack of Tizrah

If the adventurers happen to enter the cavern during the sacrifices, they will be greeted by the sight of the entity chewing several screaming victims slowly to death (add +3☞ to the trauma caused by viewing the entity). The Black Priestess and her Spawn will be here if she has not already been killed, and she will try and maneuver the



adventurers closer to the pool so that they can be grabbed by the grasping limbs of the entity.

The entity will be spawning a steady collection of nightmares, using the soul energy of the poor sacrifices brought to it. Along with the normal attacks from the entity itself, 2 Spawn will emerge from it each round.

If it is approached after the Black Priestess has already taken her horde to the old temple, there will be no Spawn and the pool will be still as glass, its energies having been fully expended in an orgy of directed procreation. This will not last for long, however, and just a few rounds after the adventurers enter, it will slowly ripple to life once again.

After the Sack of Tizrah

If the Black Priestess escapes here, the adventurers will arrive just in time to see her turn to make a last stand... right before a tentacle and an arm pick her up, rip her in half and drag her, screaming, into the pool to be devoured. It will then use her soul energy to generate a single Abomination to finish off any remaining intruders.

To Defeat a God

The adventurers have about as much likelihood of slaying this eldritch horror as a fly does an elephant. They could try, but not even Acheron the Great and a coterie of Sorcerer-Kings could do that. Part of the reason is that this is merely a part, a 'finger' if you will, of a much larger entity protruding into this world. The best they can hope to do is contain it.

Amitai, even in (and possibly because of) his maddened state, is the best person to advise them on the best course of action: close off the cavern, replace the seal in the center of the tower foundation, and repair the circle. This will require sorcerous help and much work, but if the plan is put into action, the adventurers will have done their part and need not concern themselves with the particulars. Trying to get him to talk lucidly on the subject instead of rambling insanely, however, will require a Daunting (D3) Counsel or Dire (D4) Persuade test.

If Amitai is too incoherent to help or is otherwise unavailable, the adventurers must attempt Dire (D4) Sorcery test to try and infer how best to defeat the entity. Of course, gathering the information from the tale of Acheron will be of great help here, and with this information the Difficulty is reduced to merely Challenging (D2)

One thing that will not work is simply tossing the seal into the body of the pool. This merely angers the entity and causes it to rapidly diminish itself to create an army of Spawn which will quickly devour the adventurers and overrun the cavern and town. If anyone foolishly suggests this course of action, have one of the other adventurers make an Average (D1) Sorcery or Daunting (D3) Insight test to realize that, considering the considerable time and effort put into sealing the creature in the last time, maybe just

throwing the seal into the pool was not really an option. If they fail, the gamemaster should consider using the *Success at Cost* rules on p.99 of the Core Book, unless a coterie of dead adventurers and an army of Spawn running wild on the Shemite border has some appeal.

Sealing off the Cavern

Whatever the adventurers do, their first priority should be to seal off the cavern so no other creatures can emerge. This will hold the entity for a short while, as it will need time to recuperate before it can reach out again, at least long enough to finish replacing the seal. If the seal is never replaced, the entity will eventually find another creature to possess and will be free again to plague Tizrah and Shem.

EPILOGUE

If the adventurers manage to defeat the Black Priestess, the black strands holding the cages up will slowly stretch out to a point just above the floor and snap, dropping the cages unceremoniously to the ground. The people inside will be bruised, but otherwise unharmed. The one exception to this will be those hanging over the gorge, who will be dropped to their doom if something isn't done quickly (a good use for any leftover Troop Strength).

Once the townspeople are free, they will have to fight their way out of the caves and back to the surface. The gamemaster might handle this narratively, describing the violence unleashed on the remaining creatures by the vengeful townsfolk with the adventurers leading the charge, instead of going backwards through the encounter list. The adventurers will likely have earned it by this point.

Once at the surface, the town will begin to rebuild and riders will be sent with requests for aid in restoring the town and repairing the seal. Amitai will be sent with them in hopes that he might find rest and healing far from the origin of his madness.

Unless they were particularly onerous or unsuccessful, the adventurers will be heroes in the town, Ben-Tizrah will make sure they are celebrated and honored and, after they leave, the word of their deeds will spread via the caravans that pass through the town in the future.

Future Adventures

There are a number of possible adventures that could come about due to the events of *The Dwellers Below*.

If the adventurers made an ally out of Nil-Habin, he may call upon them for a particularly tricky caravan trips to dangerous places, like Cimmeria, the far east, or even the southern jungles in search of a rumored city of gold.

Amatai can be assumed to recover from his ordeal, and gain strength from it, or never recover and find himself

locked away to prevent his becoming a burden and an embarrassment to his family. Another interesting possibility is that his madness imparts sorcerous insight upon him and he becomes obsessed with gaining power through the patronage of things man was not meant to know. As his powers grow, he might well turn up as the antagonist in a future adventure, although the players might not recognize him, at first.

Finally, while the eldritch abomination has been sealed below the earth, news of its presence might reach the ears of some insane sorcerer (possibly Amitai) who decides that he might have something to gain by releasing it. The adventurers could be staying in Tizrah, enjoying the hospitality of those who remember their great deeds, when the foul wizard arrives and begins his wretched work.

CHAPTER THREE NPCS

THE CARAVAN

NIL-HABIN, CARAVAN MASTER (NEMESIS)

Nil Habin spent most of his youth as a mercenary, selling his sword to causes and kingdoms across the Thurian continent. After twenty years as a dog brother, however, he came to realize that battle no longer held the allure it once had, and he grew to appreciate the comfort of a soft bed, a hot meal, and a warm woman more than the thrill of battle. As with many old warriors, he no longer savored the ring of steel against steel in his ears or the acrid smell of blood in his nostrils; even the heady rush of power from watching the life fade from an enemy's eyes no longer fulfilled him as it once had.

His final job as a sellsword was as a hired guard for a number of merchant caravans travelling the Road of Kings. He learned much about trade, wisely invested his earnings and, after many years of work, has established a thriving mercantile business of his own. He often leads the caravans himself, partly because he is still a dangerous warrior and the safety of the goods often hinges upon his battle experience, but also because the wanderlust which led him to a mercenary's life as a young man has never truly faded.

Nil-Habin is an older man in his fifties (quite a respectable age for a former mercenary), and his bulky frame, somewhat fattened by years of softer living, conceals a muscular physique hardened by years of battle. Indeed, although his reflexes are somewhat slower, his experience more than compensates, and he is still very much a warrior to be reckoned with. He is cunning, extremely charming, honorable to a fault, loyal and generous to his friends and servants, and hell incarnate to his enemies.



ATTRIBUTES

Awareness	Intelligence	Personality	Willpower
10	11	10	10
Agility	Brawn	Coordination	
9	10	9	

FIELDS OF EXPERTISE

Combat	3	Movement	1
Fortitude	2	Senses	2
Knowledge	2	Social	2

COURTLY INTRIGUE

One way to expand the adventure is to have Nil-Habin (because of his reputation, having served the Shemite royal family a number of times as a mercenary before taking up the mantle of a merchant) as a secret envoy to deliver some special item, like an ancient heirloom, or personage, like a princess destined for political marriage, to the court of Khoraja. The item or person is hidden or disguised within the caravan, and he is the only person who knows its true nature and purpose.



Or is he? It is possible that elements within the court do not want to see this delivered to Khoraja, for personal or political reasons. The gamemaster might introduce such a sub-plot by having spies in the town who will try to steal away with the object or person during the adventure, which the adventurers happen to stumble across during the course of events. They could ingratiate themselves to the aging caravan master by helping to stop the theft.

The adventurers might, themselves, be working for this mysterious Shemite noble at the beginning of the story, arriving at Tizrah a few days before it to ambush it outside, or try and pilfer it when it comes to rest within the walls. In that case, They will find Nil-Habin a dangerous foe and one wrong move can also bring down the wrath of Ben-Tizrah on their heads as well. Will the rewards offered by their master be worth the risk?

STRESS & SOAK

- **Stress:** Vigor 12, Resolve 12
- **Soak:** 3 (Heavy Hauberk), Courage 2

ATTACKS

- **2x Battleaxe (M):** Reach 2, 6 , Unbalanced, Intense, Vicious 1
- **Steely Glare (T):** Range C, 4  mental, Stun

SPECIAL ABILITIES

- **Whirling Death:** Nil-Habin became well known for his vicious, whirlwind assaults using a pair of well-bloodied battleaxes. He may attack twice, or take one free Reaction to Parry each round.

DOOM SPENDS

- **Golden Years:** Nil-Habin's spirit is always willing, but occasionally, his aging flesh lets him down. The gamemaster may spend a Doom to reduce his Vigor by 1 to represent a minor sprain or other complaint that slows him down.

CARAVAN GUARDS (TOUGHENED)

ATTRIBUTES

Awareness	Intelligence	Personality	Willpower
9	8	8	9
Agility	Brawn	Coordination	
10	10	10	

FIELDS OF EXPERTISE

Combat	2	Movement	1
Fortitude	1	Senses	1
Knowledge	—	Social	—

STRESS & SOAK

- **Stress:** Vigor 10, Resolve 9
- **Soak:** 2 (Brigandine) Courage —

ATTACKS

- **Scimitar (M):** Reach 2, 5 , 1H, Calvary 1, Parrying
- **Shield (M):** Reach 2, 4 , 1H, Knockdown, Shield 2

SPECIAL ABILITIES

- **Interpose!:** Nil-Habin's guards, all former mercenaries, are loyal unto the death. If within one zone of Nil Habin when he is attacked, the guard may make an Average (D1) Parry attempt to take the blow in his stead.

THE TOWN OF TIZRAH

BEN-TIZRAH, ADJUDICATOR (NEMESIS)

The people of Tizrah are not led by elected officials or town elders, nor do they have a standard legal system. Instead, the duty of maintaining order and settling disputes in the town are all handled by a single man known as 'The Adjudicator.' Ben-Tizrah was appointed by Ishtar herself (or so they say) to take the burden of judgement, leaving the rest of the townsfolk to get on with the business of life.

During peaceful times, Ben uses his power wisely and without hubris, ordering nothing, but commanding such respect for his position that all in the town of Tizrah follow his advice without hesitation. Visitors soon learn to do likewise, or they discover the other side of Ben-Tizrah: a merciless judge who deals harshly with troublemakers.

When Tizrah is under attack, Ben becomes its general and all the people his unquestioningly loyal army. During

these times, to disobey him is to court death, although none of the townsfolk would even contemplate such disrespect. Adventurers and other visitors will be given one warning, out of courtesy and the need for able-bodied warriors in times of war, but Ben-Tizrah will never give a second, judging, sentencing, and possibly executing the perpetrator on the spot.



Ben-Tizrah is a bear of a man dressed in ceremonial robes and armor, and always carries a large, ceremonial staff (see below) wherever he goes. Around his neck he wears a chain made of meteoric iron, clasping a golden amulet that bears the mark of Ishtar upon it. The same symbol can be found on his chest, as a birthmark just above his heart.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
12	12	12	13
Agility		Brawn	Coordination
10		13	10
FIELDS OF EXPERTISE			
Combat	2	Movement	2
Fortitude	2	Senses	2
Knowledge	2	Social	2

STRESS & SOAK

- **Stress:** Vigor 15, Resolve 15
- **Soak:** 4 (Full Plate), Courage 3

ATTACKS

- **Staff of Judgment (M):** Reach 3, 7 , 2H, Area, Knockdown, Parrying
- **Steely Glare (T):** Range C, 5 , mental, Stun

SPECIAL ABILITIES

- **Beloved of Ishtar:** Ben-Tizrah's golden amulet provides him (and only him) with 1 Fortune point.
- **Paragon of Leadership:** All townsfolk within sight of Ben-Tizrah have +1 Courage.
- **The Staff of Judgement:** This intricately carved ebony staff is crowned on both ends by metal mace heads made of meteoric iron. In the hands of an Adjudicator appointed by Ishtar, it provides +1D20 when trying to determine whether a subject is lying, or guilty of some specified crime.



ESTHER, HIGH PRIESTESS OF ISHTAR (TOUGHENED)

Esther leads a small group of six women who tend to the local shrine to Ishtar. She is a devout and unyielding woman when it comes to her beliefs, but she is extremely warm and outgoing, not cold and dour as most temple leaders tend to be. She is also an incurable romantic with a penchant for powerful, but fleeting affections, and may well focus her amorous attentions on one of the adventurers. Have the adventurers all compete in a Daunting (D3) Personality Struggle against each other when they first meet her. If one of them succeeds and beats all the others, he will find himself the target of her infatuation.

She and her sisters function as the town healers as well as spiritual leaders, and she provides these services free of charge to those who live in Tizrah. Strangers must make donations, however, if they wish to take advantage of said



services (although the one she desires may be encouraged to pay in ways other than money).

During the siege and the sack, she will defend the shrine with her sisters until driven out by overwhelming odds and the adventurers will find that she is quite the competent warrior. Those who assist in her defense of the shrine will find special favor with her (she will no longer require donations to assist them) as well as Ishtar, who will grant them a Fortune Point after the battle.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
10	10	12	12
Agility		Brawn	Coordination
12		7	9

FIELDS OF EXPERTISE			
Combat	1	Movement	2
Fortitude	1	Senses	3
Knowledge	3	Social	2

STRESS & SOAK	
■ Stress: Vigor 7, Resolve 12	
■ Soak: —, Courage 2	

ATTACKS	
■ Scimitar (M): Reach 2, 3  , 1H, Calvary 1, Parrying	
■ Light of Ishtar (T): Range M, 8  mental (physical against Spawn), Area, must expend 1 Fortune	

SPECIAL ABILITIES	
■ Beloved of Ishtar: Esther is blessed with 1 Fortune.	
■ Sister of Mercy: Esther adds +1D20 when using her Knowledge to heal others.	

AMITAI, ROYAL SCHOLAR (TOUGHENED)

Amitai is an addict of a most peculiar sort, for it is not drugs, power, or deviant needs of the flesh that enslave him as they do other men. Amitai is addicted to knowledge.

This driving addiction has put him in the path of deprivation and danger numerous times, plumbing the depths of forgotten lands and crumbling ruins in search of insights long ago lost to man. This reckless disregard for his own safety has given him broad understanding of a wide variety of subjects both evident and esoteric, and earned him the position of Royal Scholar in the Shemite court.

But as with any addict, Amitai pursues knowledge with little regard to the fact that there are some things man was meant to forget, depths of understanding which should remain unplumbed, and cursed spaces which should remain

undisturbed. It is this recklessness that has lodged the town of Tizrah in its current situation, positioned the Forsaken to invade the surface world, and cost him his sanity in the process.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
8	12	9	10
Agility		Brawn	Coordination
8		8	8

FIELDS OF EXPERTISE			
Combat	1	Movement	1
Fortitude	1	Senses	1
Knowledge	3	Social	1

STRESS & SOAK	
■ Stress: Vigor 8, Resolve 10 (Currently 0)	
■ Soak: —, Courage —	

ATTACKS	
■ Scimitar (M): Reach 2, 3  , 1H, Calvary 1, Parrying	



SPECIAL ABILITIES

- **Insane:** If Amitai is placed under duress, which includes heavy questioning about the things he has seen or forcing him to confront the subject of his mental breakdown, the gamemaster may spend X Doom to trigger his insanity. The more Doom spent, the more extreme his behavior, from incoherent rambling to comatose drooling to violently lashing out and trying to escape the area. It will require a Counsel test at a Difficulty equal to the amount of Doom spent to calm him and make him coherent again.

TOWNSPEOPLE OF TIZRAH (MINIONS)

All the people of Tizrah are prepared to fight and die when the Adjudicator calls, and are surprisingly effective combatants. The stats below are an average, of course, and certain townsfolk may have an additional + or - 2 in a certain attribute or Field of Expertise. The gamemaster should play this by ear as the adventurers interact with people around the town.

ATTRIBUTES

Awareness	Intelligence	Personality	Willpower
8	8	8	8
Agility	Brawn	Coordination	
8	8	8	




FIELDS OF EXPERTISE

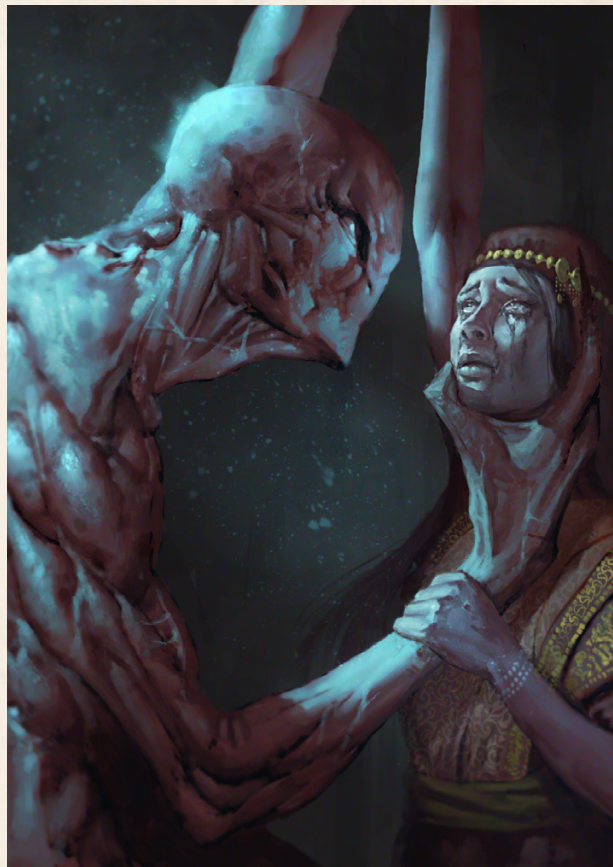
Combat	1	Movement	—
Fortitude	—	Senses	2
Knowledge	—	Social	—

STRESS & SOAK

- **Stress:** Vigor 4, Resolve 4
- **Soak:** 2 (Brigandine), Courage —

ATTACKS

- **Scimitar (M):** Reach 2, 3 , 1H, Calvary 1, Parrying
- **Shield (M):** Reach 2, 2 , 1H, Knockdown, Shield 2
- **Shemite Bow (R):** Range L, 3 , Piercing 1, Volley



THE DWELLERS BELOW

SCAVENGER (MINIONS) / FORSAKEN (TOUGHENED) / BULL (NEMESIS)

Devolved descendants of a decadent people, the Forsaken (as they refer to themselves in their guttural tongue) are nightmarish humanoids of monstrous disposition. Although they have built a civilization for themselves in the benighted caverns of the underworld, it is a savage one where might makes right and the weakest members often end up on the tables of the strongest.

The average Forsaken is chalk white and wan, with long, gangly limbs, and crusty black claws on its feet and hands which allow it to scale the rock walls of its cavern home with little difficulty. Its rangy build belies knotted muscles and great strength, which drives their powerful claws and snapping jaws with force enough to rip a man's head from his shoulders. The strongest members of the race are as mighty as a cave bear and quick as a jungle cat.

The eyes of a Forsaken are ridiculously large and saucer like, enabling it to see in the dim illumination provided by

phosphorescent fungi used for lighting in the otherwise lightless realm. Comically large ears and a truly gargantuan nose allow it to hear and smell quite effectively as well, meaning that even in total darkness, they will find you.

In contrast to the lanky, muscular build of the average Forsaken, females who can bear prodigious offspring are fattened up to grotesque proportions and kept secluded in breeding chambers accessible to only the most powerful males. Barely able to move, their only function is to create endless offspring, and the abuse they suffer at the hands of the sadistic males makes them even more savage than the rest of their ilk.

All Forsaken are plagued by fear and paranoia of the underworld, the surface world, and each other. For all their pretense in aping the civilization of their forbearers, in a vain attempt to prove they have not fallen so far, they are really nothing more than deranged, deformed, barely sentient beasts driven by an eternal hatred of man and god. But the coming of the elder god has given them new purpose and a target for their vile malice, so they follow it blindly and obediently.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
10	6	6 / 8 / 10	6 / 8 / 10
Agility	Brawn	Coordination	
9	9 / 11 / 13 (10)	9	

FIELDS OF EXPERTISE			
Combat	— / 1 / 2	Movement	3
Fortitude	— / 1 / 2	Senses	3
Knowledge	—	Social	—

STRESS & SOAK	
■ Stress: Vigor 5 / 11 / 17, Resolve 3 / 8 / 10	
■ Soak: —, Courage — / — / 2	

ATTACKS	
Scavengers	
■ Crude Spear (M): Reach 3, 5  , 1H, Thrown	
■ Teeth & Talons (M): Reach 1, 3  , 1H, Improvised, Piercing 1	
Forsaken	
■ Axe (M): Reach 2, 5  , 1H, Thrown, Vicious 1	
■ Teeth & Talons (M): Reach 1, 4  , 1H, Improvised, Piercing 1	
Bulls	
■ Teeth & Talons (M): Reach 1, 6  , 1H, Improvised, Piercing 1	

SPECIAL ABILITIES

- **Keen Senses - Hearing:** The ears of a Forsaken are so keen that it reduces the Difficulty of all Observation or Insight tests using hearing by 2.
- **Night Vision:** Observation tests taken by the Forsaken do not increase in Difficulty due to poor lighting. Bright light hurts their eyes, however, and full sunlight or the equivalent functionally blinds them until they can get out of the light (although it does not affect their other senses).
- **Scent:** A Forsaken may use its Senses Field of Expertise to track prey or threats, and may re-roll one d20 on all Senses tests made to detect a target by scent.

Bulls

- **Inhuman Strength:** A Forsaken Bull gains 1 automatic success on any Brawn test.


DOOM SPENDS

- **Rend and Worry:** If a Forsaken is fighting with only its Teeth & Talons and makes a successful attack, the gamemaster may spend 1 Doom to allow it to immediately make a second attack.

PACKMASTERS (NEMESIS)

Packmasters are specially selected Forsaken Bulls who have been gifted with a skullcap made from the viscous ooze from the black pool. This allows them to direct the Spawn, after a fashion. Whenever the adventurers meet a combination of Spawn and Forsaken, one of the latter will be a Packmaster.

For game purposes, a Packmaster is a Bull (see above) with the following special ability:

- **Summon Spawn:** As a Standard action, the Packmaster can mentally summon any local Spawn to come to their aid. Each round, 2  Spawn will enter the scene under their control.



THE BUTCHER (NEMESIS)

This Forsaken is unusually large and fat for a member of his race, and is always covered from head to toe in the grisly backslash of his handiwork. He wears a leather apron made from the cured skins of several of his kin, which is festooned with carving instruments and a random collection of bones, and always bears a large meat cleaver, his primary tool and weapon.

The most striking thing about this monster, however, is his pungent presence. If the horror of his work doesn't give the adventurers pause, the thick aroma of decaying flesh and offal in the room and covering his person is enough to incapacitate them with nausea...



ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
11	7	9	12
Agility	Brawn	Coordination	
7	13(1)	8	

FIELDS OF EXPERTISE			
Combat	2	Movement	—
Fortitude	3	Senses	3
Knowledge	—	Social	—

STRESS & SOAK

- **Stress:** Vigor 17, Resolve 15
- **Soak:** 1 (Leather Apron), Courage 2

ATTACKS

- **Massive Cleaver (M):** Reach 2, 8 , Unbalanced, Intense, Vicious 1
- **Teeth & Talons (M):** Reach 1, 6 , 1H, Improvised, Piercing 1



SPECIAL ABILITIES

- **Fear 1**
- **Inhuman Strength:** A Forsaken Bull gains 1 automatic success on any Brawn test.
- **Keen Senses - Hearing:** The ears of a Forsaken are so keen that it reduces the Difficulty of all Observation or Insight tests using hearing by 2.
- **Night Vision:** Observation tests taken by the Forsaken do not increase in Difficulty due to poor lighting. Bright light hurts their eyes, however, and full sunlight or the equivalent functionally blinds them until they can get out of the light (although it does not affect their other senses).
- **Scent:** A Forsaken may use its Senses Field of Expertise to track prey or threats, and may re-roll one d20 on all Senses tests made to detect a target by scent.

DOOM SPENDS

- **Rend and Worry:** If a Forsaken is fighting with only its Teeth & Talons and makes a successful attack, the gamemaster may spend 1 Doom to allow it to immediately make a second attack.
- **Stench:** By spending Doom, the gamemaster may force every adventurer within C range of the Butcher to make a Resistance test at a Difficulty equal to the amount of Doom spent. Those who fail are Dazed. Those who suffer a complication are Staggered, instead. The only way to recover from this effect is by attempting another Resistance test as a Standard action, or by finding some way to cover over the smell (a cloth dipped in perfume, for instance).

THE GREAT MOTHERS (MINIONS)

These, great, bloated travesties of nature wallow in the bottom of the breeding pits, surrounded by their own filth and several 'pups' constantly fighting and vying for food and attention. They hate everything but their offspring, and they're none too gentle with those as a rule.

They are largely sedentary, able to roll and undulate to get around, but there is limited space for them to do so in the pits. This makes it easy to avoid their pitiful attempts at violence, unless someone is foolish enough to get close to their mouths or claws, in which case they lunge quicker than one might expect. Treat this as an attack from a Scavenger.



SPECIAL ABILITIES

- Swarm of Vicious Offspring:** For every Effect the Great Mother scores on her CD, she may roll an additional CD to represent one of her pups nipping and clawing at the target as well. These extra dice can also generate additional CD.

THE BLACK PRIESTESS (NEMESIS)

One of the lesser members of her kind, too ill to bear offspring, too weak to find a place higher up the food chain, the Forsaken who would become The Black Priestess would certainly have been slaughtered the next time one of her brood mates got hungry or bored, if not for the coming of the elder god. Instead, she became the perfect sacrificial victim and, when her kin sought to appease the rampaging god and its minions, she was thrown into the stinking lake to die. To their surprise, instead of being devoured, she emerged covered from head to toe in it, completely unharmed.

While submerged, her skin burning from the touch of the ooze, her mind was touched by something alien. An intelligence, but not an ordered one. She was mentally linked with the entity, whose body was the lake of sludge, and it communicated to her sights and ideas that snapped her already fragile mind and left in its place a new being with a fowl purpose. The Black Priestess now has a massive

messiah complex, and seeks to not only bring her message to the rest of her people (at the head of a wave of black horrors who will silence all dissenters) but to take that message to the surface world and create new breeding pools for her god to spread across the earth.

The Black Priestess is one of the smallest specimens of her race, but the thin skein of alien entity that covers her body has infused her with supernatural abilities and given her mental control over the Spawn of the black pool. This, along with the fact that she is more than willing to sacrifice her own people to appease her god, has placed her at the top of the food chain and the rest of the brood will do whatever she commands.

ATTRIBUTES

Awareness	Intelligence	Personality	Willpower
11	12	12	12
Agility	Brawn	Coordination	
9	6	9	




FIELDS OF EXPERTISE

Combat	1	Movement	3
Fortitude	3	Senses	3
Knowledge	3	Social	1

STRESS & SOAK

- **Stress:** Vigor 9, Resolve 15
- **Soak:** 3 (Black Skein), Courage 2




ATTACKS

- **Black Blade (M):** Range C, 4 , 1H
- **Black Spite (R):** Range M, 3 , 1H, Piercing 2, Persistent 1
- **Unnatural Aura (T):** Range C, 5  mental, Stun
- **Tentacles:** Range C, 4  + 1  per additional tentacle, Grapple. Persistent 1
- **Black Swarm:** Range L, X , Piercing X, Stun.

SPECIAL ABILITIES

- **Black Sorcery:** The Black Priestess is possessed of supernatural abilities, very similar to sorcery, through the skein of black slime that coats her body. It is astrally linked with the black pool below, allowing it to replenish as she uses it. Aside from the boosts to her mental stats, fields of expertise, and armor soak bonus, she may spend Doom to create objects, and even creatures out of the substance of the skein. Almost anything can be created, but some suggestions are given below.
- **Keen Senses - Hearing:** The ears of a Forsaken are so keen that it reduces the Difficulty of all Observation or Insight tests using hearing by 2.
- **Night Vision:** Observation tests taken by the Forsaken do not increase in Difficulty due to poor lighting. Bright light hurts their eyes, however, and full sunlight or the equivalent functionally blinds them until they can get out of the light (although it does not affect their other senses).
- **Scent:** A Forsaken may use its Senses Field of Expertise to track prey or threats, and may re-roll one d20 on all Senses tests made to detect a target by scent.

DOOM SPENDS

- **Black Weapons:** For 1 point of Doom, the Black Priestess may make an Average (D1) Sorcery test to summon any type of weapon she desires. The weapon starts off with Reach 1, 1 , size 1H. For every point of Momentum gained, she may extend the Reach by one, add +1  or add a single Weapon Quality. For an extra point of Doom, she make the attack ranged, giving it a Range of M. Alternately, she can skip the roll and summon any of the weapons listed under attacks, including: a Black blade that stretches and flexes like a whip to strike targets all the way out to C range (and which may be retained from round to round); a blast of thin, black spikes that poison the target; or a strange pulsating aura that befuddles those who see it. These are weapons she has used repeatedly and they are more or less instinctive.
- **Black Tentacles:** For 1 point of Doom the Black Priestess may make an Average (D1) Sorcery test to summon 1 tentacle, +1 for every point of momentum. These can be used to grab objects with a strength equal to 8 + the number of tentacles, anchor her, or move the Priestess 1 Zone for each tentacle used, as a Minor Action. They can also be used to attack and crush opponents. Tentacles count as Minions, so may be attacked, and have Vigor 3.
- **Black Swarm:** By spending Doom, the Priestess can summon a small cloud of black flies that will swarm an opponent of her choosing, out to long range. For every point of Doom spent, the swarm cause 1  of damage with Piercing 1 and Stun.



THE BLACK SPAWN

Twisted, multi-form horrors made from semi-sentient black ooze, the Black Spawn come in a dizzying variety of shapes and sizes, from Piscean horrors moving about on beds of tentacles, to walking mouths, undulating oozes, and a variety of imp-like creatures who bear all manner of features from insect, mammal, fish and fowl. Most are spawned completely at random from the black pool and only make it a few meters from the shore before being grabbed by a tentacle and drawn back in to be devoured. Some manage to escape and wander the cavern randomly attacking and devouring anything they come across.

With the advent of the Black Priestess, however, creatures with more definitive forms and functions are spawned from the pool, gifts from ‘The Fecund One Who Devours Her Children’ in answer to her internal supplications. Some are being grown to massive proportions for the work of tunneling into Tizrah from the ruined temple below, but the creation of such large beasts has slowed down the generation of normal spawn and more sacrifices are needed to feed the god and renew its energies.

SPAWN (MINIONS / TOUGHENED)

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
6	—	—	—
Agility	Brawn	Coordination	
9 / 12	6 / 9	9 / 12	
FIELDS OF EXPERTISE			
Combat	1 / 3	Movement	3 / 1
Fortitude	—	Senses	—
Knowledge	—	Social	—
STRESS & SOAK			
<ul style="list-style-type: none"> Stress: Vigor 3/9, Resolve — Soak: —/1, — 			
ATTACKS			
<ul style="list-style-type: none"> Tooth, Claw, Tentacle, Proboscis, etc. (M): Reach 1, 2 , 1H, Grappling, Fearsome 1 			

SPECIAL ABILITIES

- Brain Dead:** Unless controlled by The Black Priestess or one of her Packmasters. Spawn are essentially mindless creatures, driven purely by instinct. They will mindlessly move towards and attack the nearest living creature with any weapons they possess. If they cannot see or hear a living creature, they will move towards the nearest source of bright light or loud noise, or otherwise move around randomly if no such source exists. Spawn cannot attempt Reactions, are immune to any mind-influencing effects, and cannot suffer mental damage.
- Fear 1**

DOOM SPENDS



- Swarm:** For 1 point of Doom, a number of extra Spawn equal to 1  appear.

ABOMINATION (NEMESIS)


All the madness and horror of a Spawn writ large, the abominations are just as variable in form, but within that variation lies a purpose driven by the inner desires of the Black Priestess. From giant earth moving things, to multi-tentacled beasts designed to lift and transport her Spawn army and their victims to and from the underground temple, almost anything needed can be called forth from the black pool. Doing so costs the elder god a great deal of energy, however, so they are limited in numbers or require sorcerous rituals and the sacrifice of living victims or a host of smaller Spawn to create.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
6	—	—	—
Agility	Brawn	Coordination	
6	15 (2)	6	
FIELDS OF EXPERTISE			
Combat	3	Movement	—
Fortitude	3	Senses	—
Knowledge	—	Social	—
STRESS & SOAK			
<ul style="list-style-type: none"> Stress: Vigor 20, Resolve — Soak: 2 (Thick Hide), Courage — 			


ATTACKS

- **Tooth, Claw, Proboscis, etc. (M):** Reach 1, 8 , 1H, Grappling, Fearsome 1
- **Tentacles (M):** Range M, 8 , Grapple

SPECIAL ABILITIES

- **Brain Dead:** Unless controlled by The Black Priestess or one of her Packmasters. Spawn are essentially mindless creatures, driven purely by instinct. They will mindlessly move towards and attack the nearest living creature with any weapons they possess. If they cannot see or hear a living creature, they will move towards the nearest source of bright light or loud noise, or otherwise move around randomly if no such source exists. Spawn cannot attempt Reactions, are immune to any mind-influencing effects, and cannot suffer mental damage.
- **Fear 3**
- **Monstrous Creature:** The considerable bulk and mass of this creature makes it less agile and graceful than smaller creatures, and hinders it moving through confined spaces. Increase the Difficulty of tests by one step in instances where great size or weight would be problematic. However, Monstrous Creatures can use Unbalanced or Two-handed weapons in one hand without an increase in Difficulty.
- **Tentacles:** The Abomination will lash out with 1  Tentacles every turn. Tentacles count as Minions, so may be attacked, and have Vigor 6.

DOOM SPENDS

- **Spawn:** For 1 point of Doom, a number of extra Spawn equal to 1  appear.

FLORA AND FAUNA OF THE FUNGAL FOREST

CAVE CENTIPEDE (MINION)

These 3' long arthropods live amongst the rot and detritus of the cave eco-system, favoring the stems of giant mushrooms as nesting sites. They attack in masse, with a combination of bites from their mandibles and stings from their tails, both of which are poisonous.

ATTRIBUTES

Awareness	Intelligence	Personality	Willpower
8	3	5	3
Agility	Brawn	Coordination	
7	6	4	

FIELDS OF EXPERTISE

Combat	1	Movement	1
Fortitude	—	Senses	—
Knowledge	—	Social	—

STRESS & SOAK

- **Stress:** Vigor 3, Resolve 2
- **Soak:** —, —

ATTACKS

- **Bites or Stings (M):** Reach 1, 2 , Persistent 1, Vicious 1

SPECIAL ABILITIES

- **Inured to Disease**
- **Inured to Venom (species venom only)**
- **Keen Senses (Scent)**

DOOM SPENDS

- **Always More Where That Came From:** For each Doom spent on reinforcements, two additional centipedes arrive as reinforcements at the end of the turn. These may join any existing Mob.
- **Venom:** When a character takes a Wound, the gamemaster may spend one Doom to inflict the Staggered Condition on that character.

GIANT WHIP SPIDER (NEMESIS)

Also known as 'Tailless Whip Scorpions,' the Whip Spider resembles a spider with long whip like antennae in place of its front legs and mantis-like, grasping pedipalps. It has no webbing or venom. This ambush predator uses its antennae to find prey and then quickly snatches them up in its spiked limbs for mastication.


The Giant Whip Spider is a much larger and rarer cousin of the smaller versions commonly found in caves. It averages about 6' in body length, with legs a little more than twice that in span. Its antennae can reach over 20' to find prey.

It attacks with its pedipalps first. Any prey that is grappled is immediately subject to a bite attack. If confronted by too many opponents, it will try to grab one victim and then escape to feast at its leisure.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
8	4	5	7
Agility		Brawn	Coordination
11		10(1)	9

FIELDS OF EXPERTISE			
Combat	2	Movement	3
Fortitude	1	Senses	2
Knowledge	—	Social	—

- STRESS & SOAK**
- **Stress:** Vigor 11, Resolve 7
 - **Soak:** 2 (Chitinous Shell), Courage 1

- ATTACKS**
- **Spiked Pedipalp (M):** Reach 3, 5 , Grappling
 - **Bite (M):** Reach 1, 5 , Unforgiving 1
 - **Unnerving (T):** Range C, 3 , mental, Area

- SPECIAL ABILITIES**
- **Camouflaged:** Whip Spiders gain two bonus Momentum on tests to Ambush or Surprise their prey.
 - **Fear 1**
 - **Night Vision**
 - **Spider-climb:** A giant spider reduces the Difficulty of all Movement tests to climb by three steps. A giant spider does not need climbing equipment to climb, and can freely move across sheer walls and ceilings.

OOZE (TOUGHENED)

A giant, multi-cellular amoeboid creature some 5' in diameter, the Ooze attempts to grab victims with pseudopods and then drag them back into the main body mass to be dissolved. Its touch is highly corrosive and its body largely impervious to damage, as it tends to simply flow around attacks instead of actually being injured by them. It is extremely vulnerable to fire and poisons, however, and these are the surest ways of defeating it.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
6	—	—	—
Agility		Brawn	Coordination
6		8	6

FIELDS OF EXPERTISE			
Combat	3	Movement	—
Fortitude	3	Senses	—
Knowledge	—	Social	—

- STRESS & SOAK**
- **Stress:** Vigor 8, Resolve —
 - **Soak:** Special, —

- ATTACKS**
- **Corrosive Touch (M):** Reach 1, 2 , 1H, Grappling, Intense

- SPECIAL ABILITIES**
- **Brain Dead:** Oozes have no brain and are driven purely by instinct. They will mindlessly move towards and attack the nearest living creature. If they cannot see or hear a living creature, they will move towards the nearest source of bright light or loud noise, or otherwise move around randomly if no such source exists. Oozes cannot attempt Reactions, are immune to any mind-influencing effects, and cannot suffer mental damage.
 - **Colony-Organism:** The ooze is a colony creature made up of millions upon millions of individual fungi cells. It will take no more than 1 point of damage from any weapon. It will take double damage from fire or other forms of intense heat, however, and normal damage from any poisons, including those used to coat blades.
 - **Corrosive Touch:** Once an Ooze has grappled a victim, it will continue to do damage to them, and reduce the Soak value of any non-metallic armor they are wearing by 1, at the end of each of the victim's turns.

- DOOM SPENDS**
- **Flow:** After an adventurer makes a successful attack with a normal weapon (or their fists if they are masochistically inclined), the game-master may spend a point of Doom to have the Ooze immediately flow up and over the weapon to attack the bearer's hand. This is a free attack that does not count towards the Ooze's normal actions.

CARNIVOROUS PLANT (TOUGHENED)

Due to the lack of sunlight, plants are rare in the underworld and those that exist have found other ways to survive. This particular species survives on the blood of whatever animals come within reach of its thorny tendrils, and then uses the body as a host for its seeds.

ATTRIBUTES			
Awareness	Intelligence	Personality	Willpower
10	—	—	—
Agility	Brawn	Coordination	
7	11 (3)	6	

FIELDS OF EXPERTISE			
Combat	1	Movement	—
Fortitude	2	Senses	1
Knowledge	—	Social	—

STRESS & SOAK	
■ Stress: Vigor 16, Resolve —	
■ Soak: —, —	

ATTACKS	
■ 2x Lashing Thorny Tendrils (M): Reach 3, 7☞, Grappling	

SPECIAL ABILITIES	
■ Blood-Drain: When it has successfully grappled a victim, it will drain it of blood, doing 3☞ damage at the end of each of the victim's turns.	
■ Brain Dead: These plants have no brain and are driven purely by instinct. They will mindlessly attack the nearest living creature. They cannot attempt Reactions, are immune to any mind-influencing effects, and cannot suffer mental damage.	
■ Inhuman Brawn 3	

