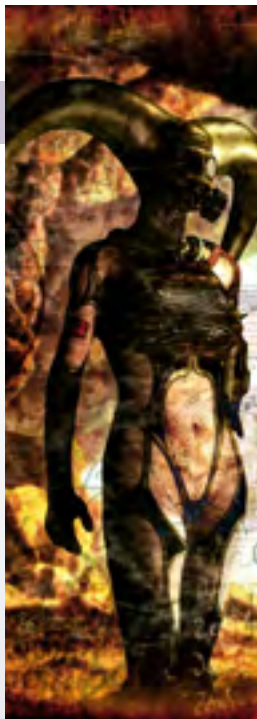


# NUMENERA™



## IN STRANGE AEONS: LOVECRAFTIAN NUMENERA

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## PART 1

# BRINGING LOVECRAFT TO THE NINTH WORLD

*“Some had come down from the stars; a few were as old as the cosmos itself, others had arisen swiftly from terrene germs as far behind the first germs of our life-cycle as those germs are behind ourselves. Spans of thousands of millions of years, and linkages to other galaxies and universes, were freely spoken of. Indeed, there was no such thing as time in its humanly accepted sense.”*

—The Shadow Out of Time

*“What do we know ... of the world and the universe about us? Our means of receiving impressions are absurdly few, and our notions of surrounding objects infinitely narrow. We see things only as we are constructed to see them, and can gain no idea of their absolute nature. With five feeble senses we pretend to comprehend the boundlessly complex cosmos, yet other beings with wider, stronger, or different range of senses might not only see very differently the things we see, but might see and study whole worlds of matter, energy, and life which lie close at hand yet can never be detected with the senses we have.”*

—From Beyond

*“There had been aeons when other Things ruled on the earth, and They had had great cities. Remains of Them, he said the deathless Chinamen had told him, were still be found [sic] as Cyclopean stones on islands in the Pacific. They all died vast epochs of time before men came, but there were arts which could revive Them when the stars had come round again to the right positions in the cycle of eternity.”*

—The Call of Cthulhu

This supplement assumes that readers are fairly familiar with Lovecraftian horror and the Cthulhu Mythos. If that isn't the case, or if you'd just like to learn more, see Recommended Reading, page 12.

## LOVECRAFTIAN NUMENERA

HP Lovecraft is a writer whose influence, particularly on horror, science fiction, and roleplaying games, can't be overstated. These days, everyone knows Cthulhu and the Great Old Ones, either as horrific villains out to destroy the world or as cute little plush dolls. (Or even as the representations of dark, cosmic horror Lovecraft actually meant them to be.)





Making something “Lovecraftian” doesn’t just mean adding more tentacles. It isn’t just about monsters from space. Lovecraftian horror is cosmic horror. It is the terror that comes from the realization that the universe is vast, inhospitable, and uncaring. Humanity’s desire to find our place in it is fruitless. We have no place. We are insignificant and meaningless specks in the unfathomable reaches of both space and time. Worse, there are entities so monstrous and vast that should we come to comprehend them—even a little—we would go mad, and should they ever notice us, they might destroy us with but a thought.

This fits Numenera particularly well, actually. Humans of the Ninth World who begin to think about the billion or so years behind them, and the immense civilizations that have come and gone in that time—each so much greater than the Ninth World that humans can’t even comprehend them—can easily begin to feel the grip of cosmic horror.

### COREBOOK CALLOUTS



Throughout this supplement, you’ll see page references to various items accompanied by this symbol. These are page references to the Numenera corebook, where you can find additional details about that item, place, creature or concept. It isn’t necessary to look up the referenced items in the corebook; it’s an optional way to learn more about the Ninth World and provide additional information to your players.

### SCIENCE NOT MAGIC

Lovecraftian horror—and the Cthulhu Mythos in general—is usually draped in magic and sorcery. Cultists cast spells to summon byakhee, evil antediluvian sorcerers wield magic which shrivels their victim’s body or imprisons their soul, and the Great Old Ones warp time and space with their thoughts and communicate with mortals in their dreams. However, it’s not hard to look at this “magic” as “science we don’t understand.” Lovecraft’s “gods” are actually alien beings so vast and powerful that humans see them as gods. Sorcery and the supernatural in Lovecraft stories seem to simply be the result of limited humans trying to explain the cosmically inexplicable. Other than his Dreamlands stories, Lovecraft’s work can just as easily be seen as science fiction rather than fantasy. Or at the very least, in a grey area that lies in between.

Doesn’t seem so far from Numenera, does it? The creatures, technology, and creations of the

past civilizations, as seen from the perspective of the Ninth World, are no less incomprehensible than Lovecraft’s gods, monsters, and sorcery. In this way, Numenera is already fairly Lovecraftian. The main difference between Lovecraftian Numenera and the standard game is that in Numenera, the people of the Ninth World can learn to understand the things and ideas of the past, at least enough to make use of them. Sure, like characters in a Lovecraft story, they might refer to this strange stuff as magic, but discovery in Numenera is a good thing. The implication is that as time goes on, the people of the Ninth World will master this stuff and craft a civilization as great as the previous eight. Just give them a few hundred centuries. Or a few thousand.

The insinuation behind Lovecraftian Numenera, however, is quite different. The more a character begins to understand the numenera, the more its alien incomprehensibility will drive her mad. In this darker version of the game, humanity can never truly master these ancient sciences. That they would even make the attempt is hubris. That they are surrounded by the dangers the numenera presents is tragic. Like every Lovecraftian protagonist, they are doomed from the start. That’s what then turns Numenera into a horror game, and more specifically (and more importantly) a cosmic horror game.

### NUMENERA AS A HORROR GAME

*“The oldest and strongest emotion of mankind is fear, and the oldest and strongest kind of fear is fear of the unknown.”*

—*Supernatural Horror in Literature*

Numenera is all about discovery. But in Lovecraftian Numenera, every discovery is both a victory and a doom. A boon and a bane. The GM’s main job in crafting a Lovecraftian game is maintaining the proper mood. Danger lurks around every corner, but never more so than in the ruins of the past civilizations. These monuments to ancient power and inhuman understanding hide horrors waiting to be unleashed upon the world. Treasures, too, to be sure, but isn’t every treasure also a lurking horror? If you can’t truly understand a thing, should you really try to use it—and do you deserve what happens to you when it all goes wrong?

In Lovecraftian Numenera, cyphers and artifacts are even less understandable, predictable, or reliable. At any time, GM intrusion can change the way a device works, making it suddenly impossible to use again without studying it further, or making it a danger to the user, or simply changing its function altogether.

People who study the numenera, or use it regularly, can’t be trusted. In fact, they should be feared. Nanos? **Aeon Priests?** These are dangerous folk, and they’re probably mad.

*In Lovecraft’s fiction, much of the time a character plumbs the depths of things better left alone. So too do Lovecraftian Numenera characters risk themselves by exploring and looking for discoveries. In effect, they bring about their own dooms. But in the dark, uncaring universe, even their dire fates really do not matter.*





*Aeon Priest, page 269*  
*Jiraskar, page 242*  
*Callerrail, page 234*

The horrible beast wandering through the wilderlands—the *jiraskar* or the *callerrail*, say—hunts for flesh, but it also represents a threat to one’s sanity. These terrors should not exist, the human mind says when it encounters them. Knowing that such monstrosities walk the Earth is enough to torment the dreams of those aware of them.

A location that remains from one of the prior worlds isn’t just a ruin or monument; it’s an incomprehensible creation of non-Euclidian geometries shifting and twisting in and out of the world we can observe as well as those we cannot. Humans cannot perceive, let alone understand, the depths of these unearthly dimensions. We cannot imagine the cosmic horrors that dwell there.

In Numenera, GMs are encouraged to make things weird. In Lovecraftian Numenera, if anything, it should be weirder. Nothing from the past should be understandable, measurable, or quantifiable. In other words, if anything is weird, make it weirder. But in so doing, make it darker as well. And remember that the weird can tear at the sanity of those encountering it.

### Running a Horror Game

While entire books could be (and have been) written on the subject of conveying horror, for our purposes here, GMs should keep the following few notes in mind:

- Horror works best when contrasted by the mundane (just like the weird). Provide some time in between encounters and adventures for things to seem “normal” for a bit. Let the PCs almost feel safe for a while, but never let them be really safe. Just as they get complacent, spring something horrible upon them.
- Focus on the startling and unexpected when you can. Blood and gore can be shocking sometimes, but only in a context in which they are unexpected. In other words, not on the battlefield, but certainly in the middle of a happy religious ceremony or family gathering.
- Fear of the unknown is the greatest, most primal fear. It’s the thing the PCs don’t see that scares them the most. Take your time and allow them to hear the horrific creature approach before the encounter begins. Let them see its shadow before they see it. Let them react to the unknown threat before they can truly identify it.

### Lovecraftian Stories

Although any Numenera adventure can be a Lovecraftian Numenera adventure, the GM can focus her attention on making adventures and encounters horrific (as opposed to just weird). This is not so much a change in the PCs’ actions, but in a change in mood that comes from the results of their actions, and what

they learn about the world around them. The end result of Lovecraftian stories should be:

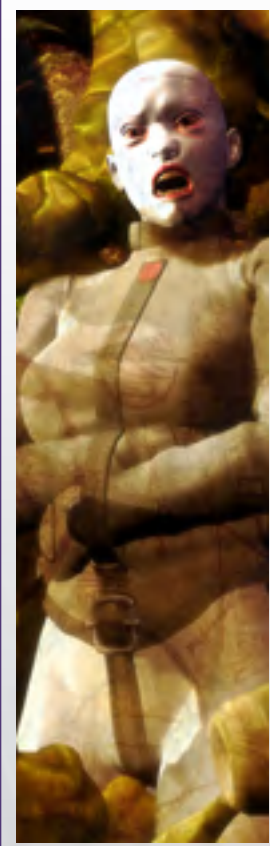
- Events should transpire that show the PCs how small and insignificant they are (and all of their society is) in the scheme of the universe.
- Things should happen that make the PCs distrustful of those around them, particularly those who seem different or strange (mutants, visitants, etc.) People are not who (or what) they say they are.
- It should become clear that safety is an illusion. Even at the heart of a human city, danger lurks beneath the surface (literally or figuratively). The shadows anywhere cloak unnamable and indescribable horrors.
- Anything that looks to be a blessing can also be a curse. A protective numenera item can, in an instant, become a threat. The numenera can never be fully relied upon.
- Any new discovery or understanding can open the door to a heretofore unknown danger.

H.P. Lovecraft was, unfortunately, a horrible racist. Luckily, the Ninth World is far removed from that kind of prejudice. Humans of the Ninth World do not think in those terms—they are all one race, essentially. (Lovecraft, of course, was also classist, and the Ninth World retains that vice to a great degree.)





Mad descriptor,  
page 6



## USING THE RULES

GMs hoping to portray the mood of cosmic horror will want to play up the incomprehensible nature of the prior worlds and their inhabitants even more than Numenera already does. But that's a story concern. It affects mood and description, but concretely things remain the same. So how does the veil of Lovecraft change the rules of Numenera?

Not much. And that's the beauty of it.

There's no need to alter standard characters to play in a Lovecraftian Numenera game. You can use the same characters, the same campaign setup, and the same adventures that you would in a normal Numenera game. The changes you'll make are mostly those story concerns described above.

However, you'll want to think about the sanity of the PCs in the game. You'll want to offer a couple of new descriptors to help convey the mood. And of course you'll want to toss in some of those wonderful Lovecraftian creatures for the PCs to encounter.

### Degrading Sanity

*"The most merciful thing in the world, I think, is the inability of the human mind to correlate all its contents. We live on a placid island of ignorance in the midst of black seas of infinity, and it was not meant that we should voyage far. The sciences, each straining in its own direction, have hitherto harmed us little; but some day the piecing together of dissociated knowledge will open up such terrifying vistas of reality, and of our frightful position therein, that we shall either go mad from the revelation or flee from the light into the peace and safety of a new dark age."*

—The Call of Cthulhu

Characters descending into madness is an interesting facet of cosmic horror, and it also sets up an interesting (albeit difficult and disturbing) situation where the very thing that the PCs want—the discovery of cool, useful, powerful numenera devices that will protect their characters against the dangers in the world—is the very thing that might prove their undoing.

The easiest way to portray blows to a character's sanity is through Intellect damage. When a character encounters and directly interacts with some new expression of the numenera ("new" being the operative, but also entirely subjective, term) he should make an Intellect defense roll based on the level of the device, creature, or discovery. Failure means that he suffers Intellect damage equal to the level. If a character would normally move one step down the damage track due to this kind of damage, he instead immediately regains 1d6 + tier points in his Intellect Pool but loses one point from his maximum in that Pool. A character whose Intellect Pool reaches 0 permanently is insane. He loses his

current descriptor and adopts the Mad descriptor, regains 1d6 + tier points to his Intellect Pool, and gains +1 to his Intellect Edge. If he ever reaches a permanent Intellect Pool maximum of 0 again, he goes stark raving mad and is no longer playable.

Intellect Edge offers an interesting means to portray a character who is both knowledgeable (and perhaps even powerful as far as mental abilities or esoterics might go) and yet mentally fragile. A character with a low Intellect Pool but a high Intellect Edge is one who can perform Intellect actions (where Edge is very helpful) well but is still vulnerable to Intellect damage (where Edge is of no help).

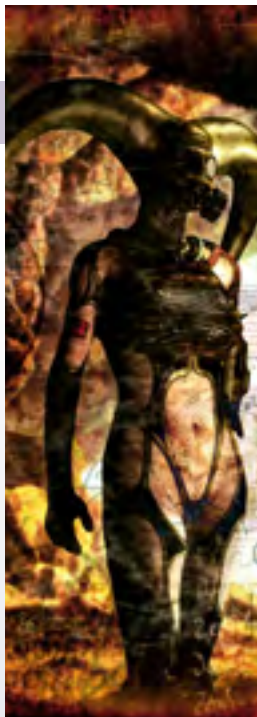
But there are other, less mechanical, ways to portray a shock to a PC's sanity, too. A GM intrusion is often appropriate in sanity-blasting moments that send a PC fainting, running away screaming, or standing and gibbering for a bit, unable to form a coherent thought.

Since Numenera is a game about story, players should recognize that the degrading sanity of their character in this kind of cosmic horror game is a part of the story. Players who feel that their character is going mad can talk to the GM, and the two of them can work out the means to portray that by use of the Mad descriptor, trading perhaps up to 4 points from their Intellect Pool permanently for a +1 to their Intellect Edge, or anything else that seems appropriate. Mental disorders, manias, psychopathy, schizophrenia, or simple phobias can be added to a character's traits, but these do not need to be quantified in game statistics or die rolls. They're simply a part of the character.

Inabilities in such areas as personal interaction or anything requiring focus might be appropriate (perhaps allowing the affected PC to gain training in the numenera or some related skill or "forbidden knowledge"). Or perhaps just the opposite is true—as the character's mind slowly slips away, he becomes oddly compelled or can obsessively focus on a single task for indefinite periods, and thus gains training in that topic or skill. These then, could be balanced with other inabilities, such as the ability to remember important details.

Or perhaps the GM just takes Intellect-based tasks that would obviously be considered routine (difficulty 0), such as "remembering one's friends and family" or "caring what happens to one's best friend" or even "keeping oneself from injecting a mysterious substance into one's own veins" and makes them difficulty 1, 2, or even higher. Now the PC must make rolls to do these things.





## PART 2

# LOVECRAFTIAN DESCRIPTORS AND SKINS

Numenera doesn't require a lot of tweaking to turn it into a Lovecraftian-flavored game. Here are two new descriptors, as well as some suggestions for reskinning existing characters and creatures.

## MAD

You have delved too deeply into subjects humans of the Ninth World were not meant to know. You are knowledgeable in things beyond the scope of most, but this knowledge has come at a terrible price. You are likely in questionable physical shape and occasionally shake with nervous tics. You sometimes mutter to yourself without realizing it.

**Knowledgeable:** +4 to Intellect Pool

**Skill:** You are trained in numenera knowledge.

**Inability:** Your mind is quite fragile. Whenever you try to resist a mental attack, the difficulty is increased by one step.

**Fits of Insight:** Whenever such knowledge is appropriate, the GM will feed you information for which there is no clear explanation as to how you could know such a thing. This is up to the GM's discretion, but should happen as often as once each session.

**Erratic Behavior:** You are prone to acting erratically or irrationally. When you are in the presence of a major numenera discovery, or at times of great stress (such as a serious physical threat), the GM can use GM intrusion *without awarding XP* that directs your next action. You can still pay 1 XP to refuse the intrusion. The GM's influence is the manifestation of your madness, and thus will always be something you would not likely do otherwise (but it is not directly, obviously harmful to yourself unless there are extenuating circumstances).

**Initial Link to the Starting Adventure:** Choose how you became involved in the first adventure.

1. Voices in your head told you to go.
2. You instigated the whole thing and convinced the others to join you.
3. One of the other PCs obtained a book of numenera knowledge for you, and now you're repaying that obligation by helping her with the task at hand.
4. You felt compelled by inexplicable intuition.

## DOOMED

You are quite certain that your fate is leading you, inextricably, toward a terrible end. This fate might be just yours, or you might be dragging along the others closest to you.

**Jumpy:** +2 to Speed Pool

**Skill:** You are always on the lookout for danger, and so are trained in perception-related tasks.

**Skill:** You are defensive minded, so you are trained in Speed defense tasks.

**Skill:** You are cynical and expect the worst. Thus, you are resistant to mental shocks. You are trained in Intellect defense tasks having to do with losing your sanity.

**Doom:** Every other time the GM uses GM intrusion on your character, you cannot refuse it and do not get an XP for it (you still get an XP to award to another player). This is because you are doomed. The universe is a cold, uncaring place, and your efforts are futile at best.

**Initial Link to the Starting Adventure:** Choose how you became involved in the first adventure.

1. You attempted to avoid it, but events seemed to strangely conspire to draw you to where you are.
2. Why not? It doesn't matter. You're doomed no matter what you do.
3. One of the other PCs saved your life, and now you're repaying that obligation by helping her with the task at hand.
4. You suspect that the only hope you have of avoiding your fate might lie on this path.

## RE-SKINNING NPCs AND CREATURES

Standard NPCs and creatures from Numenera work well in a Lovecraftian game, assuming you change the mood slightly (as described earlier). However, you might want to occasionally offer different kinds of NPCs and creatures that simply feel more true and more specific to Lovecraft.

The first way is to take existing characters and creatures and re-skin them. The process of re-skinning changes them mechanically. Although it technically makes them more powerful, that's not entirely the point. The point is to alter the encounter



to give it a different feel, and to magnify the horror.

Choose one (or more) of the following Lovecraftian skins and add them to the NPC's or creature's stats:

### Non-Euclidian

Non-Euclidian creatures don't exist fully in this dimension, in this sphere, or in this phase-state of reality. They are sometimes difficult to see clearly, their forms blurry or half hidden even out in the open.

Non-Euclidian creatures are 1 level higher in Speed defense and in stealth tasks. They can slip into the spaces between spaces to effectively teleport up to short distances.

### Squamous

Lovecraft might have described people (and creatures) with this skin as having "the Innsmouth look," but there is no "Innsmouth" in the Ninth World, so we'll use the term squamous. Such creatures have scaly, slimy flesh, wide eyes, a sickly stench, and—if they speak at all—slurred speech.

Squamous creatures have +1 Armor. They are 2 levels higher for swimming, jumping, and escaping tasks. They are 2 levels lower in all tasks that involve an attempt to peacefully influence someone.

### Tentacular

It's Lovecraft. You've got to throw some tentacles

in. Tentacular creatures have tentacles or tendrils sprouting from their body somewhere. Perhaps they are out in plain view, springing from their head, out of their mouths, or from the tips of their fingers. Or perhaps they are hidden within orifices or underneath clothing, their eventual, sudden revelation instilling those nearby with extreme shock and horror.

Tentacular creatures possess the ability to attack an additional target as a part of an action. This additional attack is with their tentacles, and if the creature hits, the victim is held fast, assuming it is about its size or smaller. The victim must make a Might-based roll to get free. If they do not, they suffer automatic damage each round.

### Unnamable

These things are just wrong. Wrong with a capital W. They have too many legs, impossible physiologies, flesh that scintillates with colors that no one can name, indescribable eyes, or some other quality that marks them as things that should not be.

Unnamable creatures are 1 level higher in all types of defense rolls due to their extreme alien nature. They are treated as 2 levels higher when a character makes an Intellect defense roll to retain sanity upon encountering them.





*Deep ones value craftsmanship, making jewelry and even weapons from various metals and coral.*



**GM Intrusion:** *The deep one produces a net and throws it over the character. The only physical action the character can take is to try to get free, either as a Might or Speed-based action.*

## PART 3

# LOVECRAFTIAN CREATURES

The following are just a small sample of creatures taken from Lovecraft's own Cthulhu Mythos and adapted for a Numenera game. Feel free to use these as examples from which to create your own.

### DEEP ONE

4 (12)

*"I think their predominant color was a greyish-green, though they had white bellies. They were mostly shiny and slippery, but the ridges of their backs were scaly. Their forms vaguely suggested the anthropoid, while their heads were the heads of fish, with prodigious bulging eyes that never closed. At the sides of their necks were palpitating gills, and their long paws were webbed. They hopped irregularly, sometimes on two legs and sometimes on four. I was somehow glad that they had no more than four limbs. Their croaking, baying voices, clearly used for articulate speech, held all the dark shades of expression which their staring faces lacked ... They were the blasphemous fish-frogs of the nameless design—living and horrible."*

—*Shadow Over Innsmouth*

Some deep ones dwell in coastal regions on land, usually in isolated villages where they might attempt to pass for human. They are able to breathe both air and water. Most, however, thrive in the ocean depths, in ancient underwater cities like "Cyclopean and many-columned Y'ha-nthlei." Deep ones sometimes breed with insane humans to produce squamous offspring that eventually develop fully into deep ones well after maturity (or even middle age).

In a way, deep ones might be considered abhumans. Like others of that kind, they hate most humans and enjoy seeing them perish (usually painfully).

**Motive:** Hungers for flesh

**Environment:** Anywhere near a large body of salt water

**Health:** 15

**Damage Inflicted:** 5 points

**Armor:** 2

**Movement:** Short (Long in the water)

**Modifications:** Swims as level 6, perception as level 3

**Combat:** Deep ones attack with tooth and claw most often, although occasionally one might use a weapon.

Two deep ones that have grown colossal and powerful over time are called Mother Hydra and her consort, Father Dagon. They both serve as deity-rulers among the deep ones. Each stands 15 feet (4.5 m) tall and is level 8, with 38 health and 4 Armor, and inflicts 10 damage.

**Interaction:** Deep ones are a strange mix of utter alienness and the vestiges of lost humanity. They are foul and degenerate creatures by human standards, however. Many still retain the ability to speak human languages like the Truth, but all speak their own slurred, unearthly tongue.

Deep ones spend a great deal of their time involved in the sincere adoration of their gods, Mother Hydra, Father Dagon, and Cthulhu. Their religion demands frequent blood sacrifices.

**Use:** The PCs wander into a small coastal village where everyone seems standoffish and oddly distant. A few appear to be sickly and malformed, perhaps from mutation or simply birth defects (the Ninth World is certainly no stranger to such). Some of the people there are re-skinned with the squamous skin, as they are in the midst of transformation to deep ones. And of course, a number of actual deep ones hide within the community as well...

**Loot:** A few deep ones will have a cypher.





GREAT RACE OF YITH

6 (18)

*"[T]he Great Race ... waxed well-nigh omniscient, and turned to the task of setting up exchanges with the minds of other planets, and of exploring their pasts and futures. It sought likewise to fathom the past years and origin of that black, aeon-dead orb in far space whence its own mental heritage had come—for the mind of the Great Race was older than its bodily form. The beings of a dying elder world, wise with the ultimate secrets, had looked ahead for a new world and species wherein they might have long life; and had sent their minds en masse into that future race best adapted to house them—the cone-shaped beings that peopled our earth a billion years ago."*

—The Shadow Out of Time

*"The Great Race's members were immense rugose cones ten feet high, and with head and other organs attached to foot-thick, distensible limbs spreading from the apexes. They spoke by the clicking or scraping of huge paws or claws attached to the end of two of their four limbs, and walked by the expansion and contraction of a viscous layer attached to their vast, ten-foot bases."*

—The Shadow Out of Time

**Motive:** Knowledge

**Environment:** Anywhere

**Health:** 22

**Damage Inflicted:** 6 points

**Armor:** 2

**Movement:** Short

**Modifications:** All knowledge as level 8, Intellect defense as level 7, Speed defense as level 5 due to size and speed

**Combat:** Although large and hardy, members of the Great Race are ill-suited to physical combat. If they must engage in melee, they use pincer-like claws. They almost always wield artifacts and cyphers, however, which make them dangerous opponents. Assume a yithian has one or more of the following abilities arising from numenera devices:

- A force field that grants them +3 Armor
- A mental field that gives them 4 Armor against any mental attack
- A ray emitter with long range that inflicts 7 points of damage
- A cloaking field that renders them invisible for up to 10 minutes
- A stun weapon with short range that makes the target fall unconscious for 10 minutes

Yithians have the ability to transfer their consciousness backward or forward through time, "swapping minds" with a creature native to the era they wish to observe. A yithian inhabiting the body of another creature is in complete control of that body. A creature trapped in the body of a yithian must attempt Intellect-based tasks each time it wishes to exert control. For the most part, it is trapped in the yithian's body and is merely "along for the ride."

It is worth noting that the bodies the yithians use are not their original bodies, but instead the bodies of supremely ancient creatures that they inhabit. The Great Race hales originally from some extraterrestrial world.

**Interaction:** The Great Race is not malicious, but it is quite focused and relatively uncaring about other races, such as humans.

**Use:** There are two ways that PCs can encounter the Great Race. One is directly and physically in the Ninth World, assuming that the yithian has used numenera to either put its body in stasis or transported itself forward through time. The second, however, is to have a PC be the victim of a yithian projecting its mind across the aeons, swapping consciousnesses with the character. While controlling the character's body, the yithian is there mainly to learn and observe, and rarely takes any violent actions.

**Loot:** A yithian encountered in the flesh will have 1d6 cyphers and very likely an artifact.

Although it's impossible to distinguish (and ultimately doesn't even matter), the Great Race likely predates even the eight prior worlds.



**GM Intrusion:** The yithian produces a cypher that has a function that is perfect for its current situation: a teleporter to get away, a protective field to protect it against precisely the kinds of attacks being used against it, or a weapon that exploits a weakness of the character's.



*Mi-go prefer remote areas such as the Beyond, where they are less likely to be disturbed, and they can cloak their activities behind local superstitions and legends.*

*"[T]he creatures were a sort of huge, light-red crab with many pairs of legs and with two great batlike wings in the middle of the back. They sometimes walked on all their legs, and sometimes on the hindmost pair only, using the others to convey large objects of indeterminate nature. On one occasion they were spied in considerable numbers, a detachment of them wading along a shallow woodland watercourse three abreast in evidently disciplined formation. Once a specimen was seen flying—launching itself from the top of a bald, lonely hill at night and vanishing in the sky after its great flapping wings had been silhouetted an instant against the full moon."*

*—The Whisperer in Darkness*

These extraterrestrial creatures are known as the Fungi from Yuggoth or the Abominable Ones. They are some bizarre amalgam of insect and fungal entity with many limbs and wings that can carry them aloft. They sometimes enslave humans to work for them in strange factories, or drit mines, or to scavenge through ancient ruins for numenera.

**Motive:** Knowledge and power

**Environment:** Usually cold or temperate hills or mountains

**Health:** 19

**Damage Inflicted:** 5 points

**Armor:** 1

**Movement:** Short (Long when flying)

**Modifications:** All knowledge as level 6

**Combat:** Mi-go use pincers and claws to defend themselves, but are more likely to use numenera devices as weapons. Assume a mi-go has one of the following abilities arising from a numenera device:

- Projects a blast of electricity at long range that inflicts 6 points of damage
- Emits poison gas in a cloud that fills short range and inflicts 4 points of Intellect damage if the victim fails a Might defense roll (the mi-go is immune)
- Projects a holographic image of the mi-go to one side that increases the difficulty of attacks aimed at it by 2 steps
- Projects a sonic field that provides +2 Armor

They have access to other devices as well, including translators, cylinders that can preserve a human's brain without its body, sophisticated tools, collars that control the actions of the wearers, and even weird vehicles.

Mi-go suffer no damage from cold and do not need to breathe.

**Interaction:** Although very few mi-go speak human languages, peaceful interaction with these creatures is not impossible. It's just very difficult (level 7), as they see most humans as little more than animals.

**Use:** The characters are attacked by mi-go intent on capturing them and putting them to work as slaves. If caught, they are sent into a site from the prior worlds to look for numenera devices.

**Loot:** Mi-go always have 1d6 cyphers and oddities.

**GM Intrusion:** *Fungal spores from the mi-go's body overcome the character. She must succeed at a Might defense roll immediately or lose her next turn. If she does not get at least a short distance away to get a clean breath, she faces this risk each round she is within immediate distance.*

*Mi-go are more likely to communicate with humans who appear to be learned. Such humans often think that this implies some sort of respect, but it does not. To the mi-go, it is merely easier to deal with a trained animal than an untrained one.*



SHOGGOTH

7 (21)

*Rumors abound of a few very rare, particularly intelligent shoggoths that intentionally reduce their own mass and learn to take on the forms of humans so that they can integrate themselves into society (and prey upon humans at their leisure).*

**GM Intrusion:** *The character is engulfed in the shoggoth, his gear scattered throughout the thing's undulating form, and his body turned upside down so that the difficulty of attempts to escape is increased by 1 step.*

*“It was a terrible, indescribable thing vaster than any subway train—a shapeless congeries of protoplasmic bubbles, faintly self-luminous, and with myriads of temporary eyes forming and un-forming as pustules of greenish light all over the tunnel-filling front that bore down upon us, crushing the frantic penguins and slithering over the glistening floor that it and its kind had swept so evilly free of all litter.”*

—At the Mountains of Madness

Shoggoths vary in size, but usually the smallest are 10 feet (3 m) across at least. They are the product of incredibly advanced bio-engineering by some strange race in the distant past. They are angry, vicious predators feared by any who have ever heard of these rare creatures (or who have encountered them and somehow survived to tell the tale).

**Motive:** Hungers for flesh

**Environment:** Anywhere

**Health:** 35

**Damage Inflicted:** 10 points

**Movement:** Long

**Modifications:** Speed defense as level 6 due to size

**Combat:** Shoggoths sprout tendrils and mouths and spread their wide, amorphous forms, allowing them to attack all foes within immediate range. Those struck by the shoggoth's attack are grabbed and engulfed by the thing's fluid, gelatinous body and suffer damage each round until they manage to pull themselves free (and they can take no other physical action while they are caught). Further, each round of entrapment, one object in the victim's possession is destroyed by the foul juices of the amorphous horror.

Shoggoths regenerate 5 points of health each round.

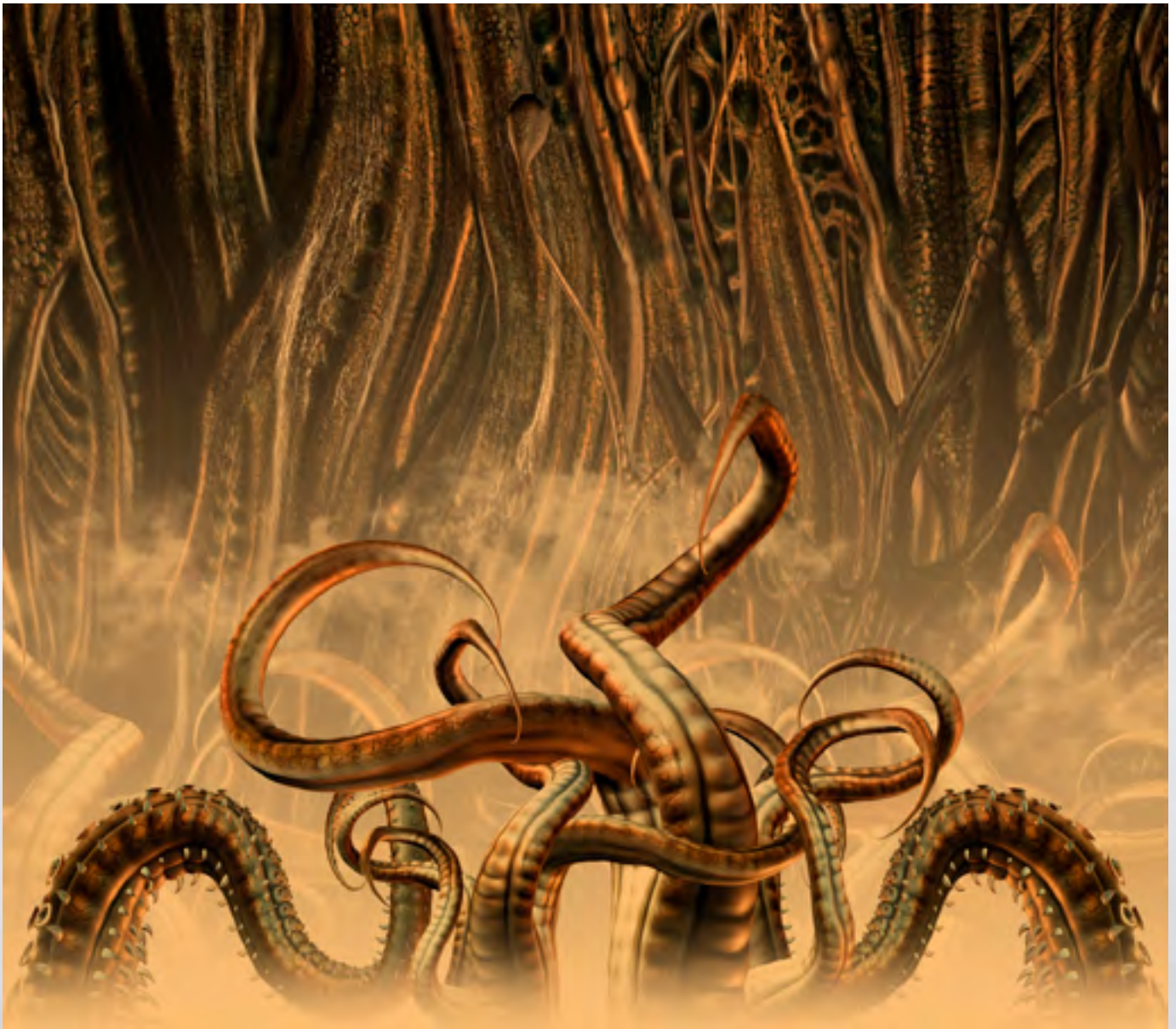
They have 10 points of Armor against fire, cold, and electricity.

**Interaction:** One does not reason with a shoggoth.

**Use:** The PCs find an ancient structure of metal and stone. Wandering through it, they note that every surface is clear of dirt and debris. Soon they discover why—a shoggoth squirms through its halls, absorbing everything it comes upon (and it fills the passages it moves down, floor to ceiling, wall to wall).

**Loot:** Within a shoggoth, one might find a cypher or oddity.





## RECOMMENDED READING

While most of Lovecraft's works serve as a great basis for Lovecraftian horror, the following are particularly useful for Numenera GMs:

*From Beyond*  
*The Lurking Fear*  
*The Call of Cthulhu*  
*At the Mountains of Madness*  
*The Whisperer in the Dark*  
*The Shadow Out of Time*  
*The Colour Out of Space*  
*Shadow Over Innsmouth*

And for an excellent, general look at horror:  
*Supernatural Horror in Literature*

And a few related media appropriately capturing the feel of cosmic horror:

### Comics

*Hellboy*  
*BPRD*

### Movies

*Alien*  
*Aliens*  
*Prince of Darkness*  
*The Thing*

### Games

*Call of Cthulhu*  
*Trail of Cthulhu*  
*Cthulhutech*