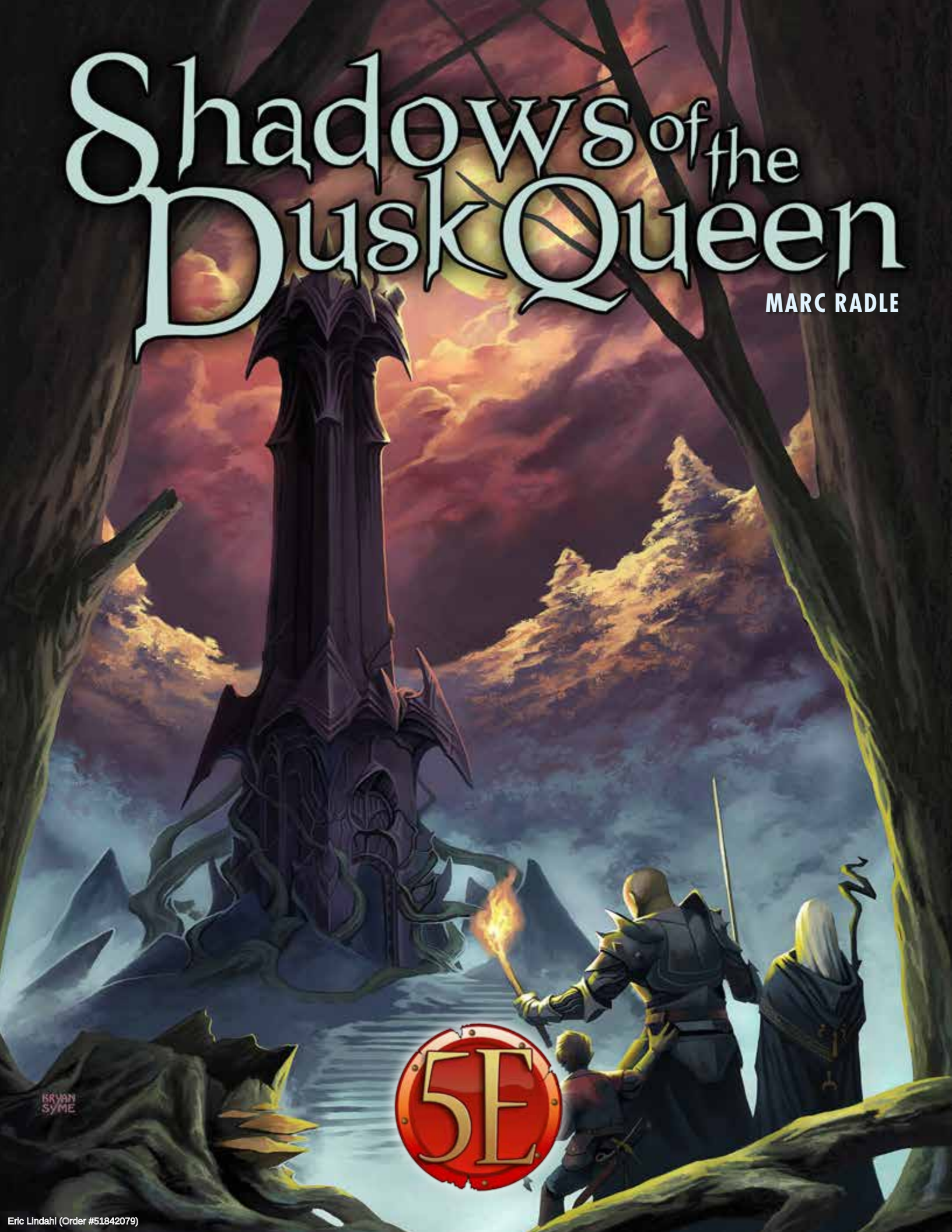
Shadows of the Dusk Queen

MARC RADLE



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Shadows of the Dusk Queen

By Marc Radle

A 5th-Edition Adventure For 8th-level Characters

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Throughout the land, legends of the Dusk Queen persist. They speak of a sometimes kind, other times cruel, yet always mysterious fey queen who ruled from her Dusk Tower—a tall spire of smooth, dark stone in the heart of a great, shadowy forest. Perhaps the most gripping legends, however, whisper of the Dusk Queen's sudden and mysterious disappearance.

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Adventure Background

A mysterious shadow fey known as the Dusk Queen left the Winter Court and came to a forest of shadows where she ruled the land from a great stone tower. Although capable of surprising acts of kindness, the vast majority of her reign was marked by cruelty, violence, and death. At some point, the Dusk Queen encountered a powerful wizard from a land of pitiless, burning sun and endless sand traveling in her realm for unknown reasons. Against all logic, they fell in love, eventually exchanging dark and secret vows in the queen's throne room. Because of his homeland, the wizard came to be known as the Sun King.

The two were happy in their own, strange way until the Dusk Queen had a magical mirror created. This powerful item, which was infused with shadowy strands of the Dusk Queen's very life essence, greatly expanded her powers and her ambition. The mirror allowed her to spy on her enemies (both real and imagined), cast powerful spells through it across vast distances, and even magically transport herself or her minions to the farthest locations. The Dusk Queen used her mirror with rapidly growing paranoia and zeal, wreaking havoc and death throughout the land. The Sun King found it more and more difficult to overlook the Queen's escalating acts of evil and violence. When he learned the Dusk Queen was secretly plotting to invade his homeland, the Sun King knew he had to act.

In the deepest part of a cold, moonless night, the Sun King wove his most powerful spells while the Dusk Queen slept, magically banishing her to a hidden and unknown prison. Once she was gone, the wizard smashed the Dusk Queen's mirror and departed the tower, vowing never to return.

HOOKS

How and why the PCs have come to the Shadow Forest is left to the GM and the needs of the campaign. The party could simply happen upon the forest while traveling through some desolate or otherwise unexplored area and decide to investigate. Alternatively, the forest could be a place well known but avoided by locals that the PCs have specifically come to explore. Local leadership might even hire the PCs to enter the forest, find out if the rumors of the Dusk Queen's return are true and, if so, rid the forest of her foul taint once and for all.

Reluctant PCs can be tempted with legends of specific magical treasures rumored to be within the forest. The party wizard, for example, might hear of a powerful, intelligent spellbook hidden somewhere in the forest and decide to investigate.

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The Sun King's magic did not work as he had planned, however. Due perhaps to the lingering spark of love he still harbored within his heart, the Dusk Queen's magical imprisonment was not permanent. Likewise, the destruction of her mirror was also incomplete—five shards of glass exploded from the mirror and, impossibly, came to rest in various locations throughout the surrounding forest, waiting to be found. . . .

Getting Started

The adventure begins with the characters coming upon a deep and mysterious forest filled with ever-shifting shadows. When the PCs first approach the forest, read the following to get the adventure underway:

Before you is a dark forest with trees rising as much as a hundred feet into the air. Foreboding and sorrow seem to emanate from within. Occasionally, shadowy creatures, only glimpsed, move among the trees. Slow, plaintive howls echo among the dark branches as a cool wind begins to blow, as if whispering barely discernible words . . .

She has returned. She has returned. She has returned.

The trees directly before you slowly part, forming a natural opening that leads into the shadowy woods beyond.

A successful DC 10 Wisdom (Perception) check by anyone peering into the dark forest reveals the following:

As your eyes slowly adjust to the dim light, you see the silhouette of a large, tree-like creature emerge from perhaps 30 paces into the woods and step onto the path. The strange creature completely blocks the way and seems to be watching you and waiting.

A. THE WEEPING TREANT

XP Threshold: 2,300

The shadowy silhouette is a weeping treant. It does not respond or react to the PCs in any way unless they enter the forest and approach it. Once the PCs get within 30 feet, read:

A large, living tree with dark, cracked bark blocks the trail in front of you. Black eyes watch you intently. Thick, dark sap runs unchecked like tears down its gnarled face. The strange creature shows no other sign of emotion. Suddenly, it speaks in a deep, powerful voice:

"She has returned! The Dusk Queen has returned! Have you come to retrieve the mirror shards for her?"

The weeping treant watches the PCs, silently waiting for an answer. The creature completely blocks the path and lets no one pass until it receives a satisfactory response.

DEVELOPMENT

PCs attempting to gain information from the weeping treant, convince it they have indeed come to retrieve the shards for the Dusk Queen, or otherwise deceive it in any way must succeed on a DC 13 Charisma (Deception) or Charisma (Persuasion) check. If the PCs manage to fool the treant, it reveals the locations of the five shards throughout the forest:

One rests at the bottom of a dark pool
One is embedded in the trunk of the Hanging Tree
One lies beneath a mound of smooth, black stones
One has fallen into a deep pit of shadows
One is somewhere within the Putrid Bog

Once the weeping treant has given this cryptic information, it insists the PCs leave immediately to retrieve the shards for the Dusk Queen, who resides once again in her tower. The weeping treant might be persuaded to answer a few additional questions, but very quickly becomes impatient and suspicious.

INTELLIGENCE (ARCANA) OR INTELLIGENCE (HISTORY)

DC	Result
5	The Dusk Queen ruled the Shadow Forest and surrounding lands for many years until she vanished mysteriously.
8	The Dusk Queen possessed a powerful magic mirror that she used to control and terrorize her subjects; someone known as the Sun King smashed the mirror shortly before the Dusk Queen's mysterious disappearance.
12	The Shadow Forest is thought to be inhabited by frightening creatures, many of which come from the Plane of Shadow itself!
16	The Dusk Queen was protected by a dark paladin; many whispered that this dread guard was much more to her than simply a royal guard.
20	The Dusk Queen was a shadow fey who journeyed to the Shadow Forest from the fey realm of the Winter Court. She was also said to be a true theurge, able to wield both arcane and divine magic in powerful and unique ways.

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Should the PCs at any point fail to convince the weeping treant, or if it determines the PCs have been deceiving it, the creature furiously and relentlessly attacks!

THE WEEPING TREANT

This twisted tree's cracked, black bark is knotted into vaguely humanoid features, with branches for arms and roots for legs. Thick, sap-like black tears run unchecked down its face.

Weeping treants clearly are related to other treants, but they are smaller than the normal variety, little more than 30 feet tall with a trunk 3 feet in diameter, and weighing no more than 4,500 lb. Their gnarled trunks are often twisted, and their wood often groans when they move.

Forest Wardens. Weeping treants are protectors of dark, shadowy forests, and they are as long-lived as the trees themselves. They act as guardians for an entire forest or for something specific within the forest—they have no pity for those carrying axes or fire.

Skeptical Mein. Weeping treants are terrifying and relentless when fighting in defense of their charge. They are inherently distrustful, particularly of anything not of the natural or shadow world, and they're notoriously difficult to fool or deceive.

Enchanted Bitter Tears. Sages and scholars debate why these creatures weep, but no one has come forward with a compelling reason beyond "it's what trees do." The weeping treants themselves refuse to speak on the matter. Their tears are occasionally components in druidic spells or items.

WEEPING TREANT

Huge plant, neutral

Armor Class 17 (natural armor)

Hit Points 105 (10d12 + 40)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	8 (–1)	18 (+4)	12 (+1)	16 (+3)	11 (+0)

Damage Resistances bludgeoning and piercing

Damage Vulnerabilities fire

Senses darkvision 60 ft., passive Perception 13

Languages Common, Druidic, Elvish, Sylvan

Challenge 6 (2,300 XP)

Siege Monster. The treant deals double damage to objects and structures.

Treespeech. A weeping treant can converse with plants, and most plants greet them with a friendly or helpful attitude.

Acidic Tears. Thick tears of dark sap stream continuously down the treant's face and trunk. These tears are highly acidic—anyone who attacks the treant from a range of 5 feet or less must succeed on a DC 15 Dexterity saving throw or take 6 (1d12) acid damage from splashed tears. This acidic matter continues doing 6 (1d12) acid damage at the start of each of the creature's turns until it or an adjacent ally uses an action to wipe off the tears or three rounds elapse.

ACTIONS

Multiattack. The treant makes three slam attacks.

Slam. *Melee Weapon Attack*: +8 to hit, reach 5 ft., single target. *Hit:* 15 (3d6 + 5) bludgeoning damage.

Rock. *Ranged Weapon Attack*: +8 to hit, range 60/180 ft., one target. *Hit:* 21 (3d10 + 5) bludgeoning damage.

TREASURE

The weeping treant has no treasure.

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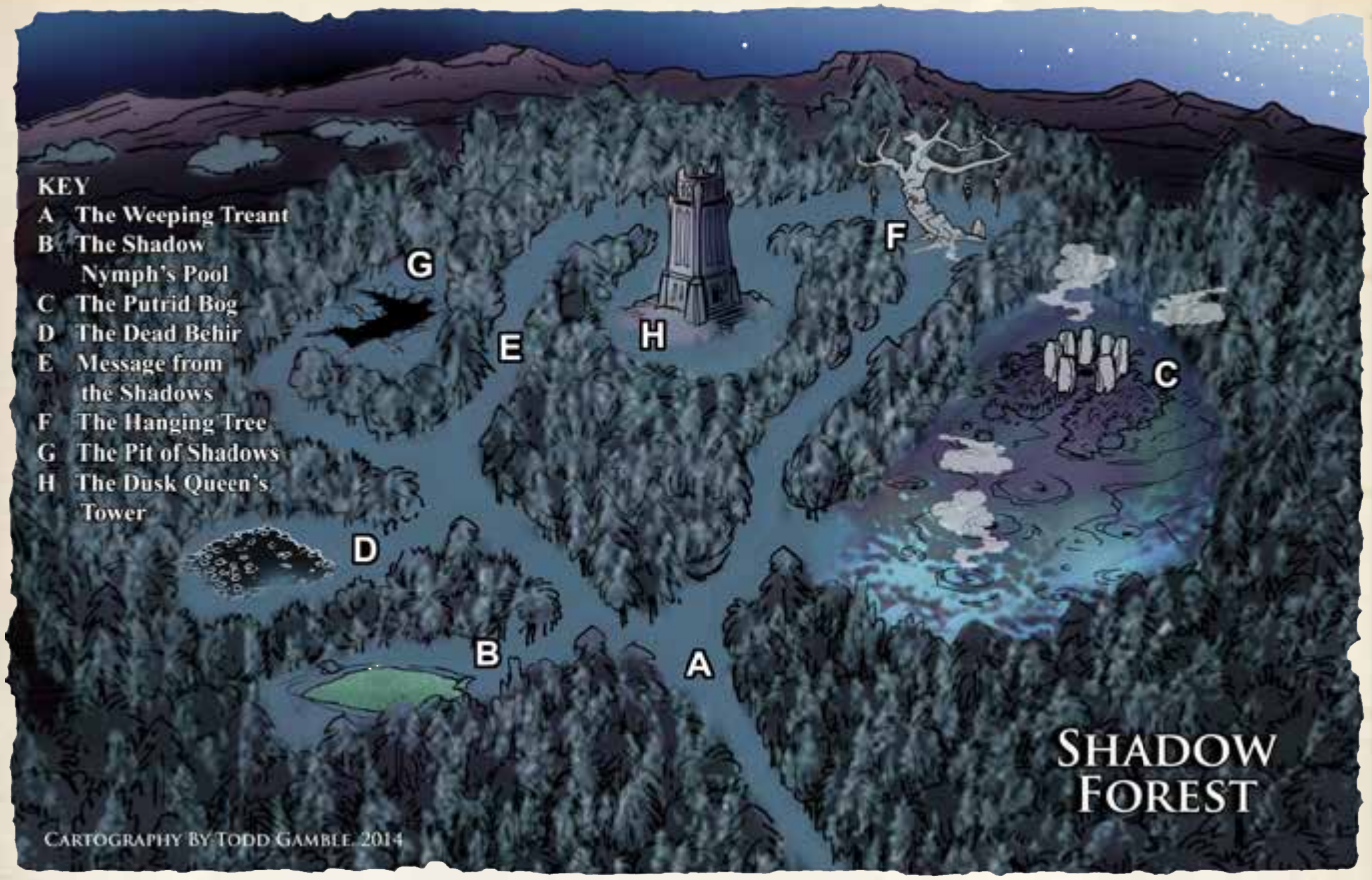

The Shadow Forest

When the PCs enter the forest itself, the feeling of foreboding and sorrow subtly intensifies. The mysterious, plaintive howls continue to echo among the branches and the chilling wind continues to whisper . . .

She has returned. She has returned. She has returned.

A powerful abjuration aura permeates the entire forest, limiting magical transportation such as *dimension door* or *teleport* to a maximum of 30 feet at a time, regardless of the spell's normal range.

Swarms of **black stirges** (see sidebar) dwell in the upper reaches of the tree tops. They viciously attack any who attempt to climb or fly into the forest's thick upper canopy.

The Search for the Shards

Remember to continually reinforce the dark and mysterious atmosphere as the PCs move throughout the forest. Long, thick shadows obscure vision; the heroes randomly hear the sounds of animals and other, even stranger beasts in the distance; and the cold wind whistles and howls through the trees. During moments of inactivity, the wind again seems to wail . . .

She has returned. She has returned. She has returned.

BLACK STIRGES

Treat as standard stirges (see SRD) with the following changes:

Shadow Blend: In conditions of illumination other than full daylight, a black stirge disappears into the shadows, gaining the equivalent of heavy obscurement. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability; a *daylight* spell, however, does. A black stirge can suspend or resume this ability as a bonus action.

Strength Drain: *Melee Weapon Attack*: +5 to hit, reach 5 ft., one creature. Hit: 5 (1d4 + 3) piercing damage, and the stirge attaches to the target. While attached, the stirge doesn't attack. Instead, the target's Strength score is reduced by 1d4. The target dies if this reduces its Strength to 0. Otherwise, the reduction lasts until the target finishes a short or long rest. The stirge can detach itself by spending 5 feet of its movement. It does so after it drains 4 points of Strength from the target or the target dies. A creature, including the target, can use its action to detach the stirge. This replaces the stirge's Blood Drain action.

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WANDERING MONSTERS

Although the paths are relatively safe and easy to travel, the same cannot be said if the PCs attempt to stray from the paths and venture into the dense woods themselves, which is considered difficult terrain. There is a 50% chance of a random encounter for every 2d6 rounds spent in the forest depths instead of on the paths. It's possible PCs might decide to stay and fight the creatures if they have little trouble with some of the fights. It is up to the GM's discretion to increase the difficulty of the random encounters if she wishes to emphasize the danger of straying or decrease the likelihood of PCs fighting endless battles.

WANDERING MONSTERS TABLE (SEE SRD)

d%	Encounter
1–10	2d4 giant spiders
11–17	1d6 awakened shrubs
18–25	1d4 giant bats
26–32	1d3 worgs
33–38	1 shrieker and 1d6 zombies
39–50	1d4 shadows
51–56	1d4 winter wolves
57–64	3d6 ettercaps and 2d8 giant spiders
65–75	2d8 skeletons
76–84	2d4 awakened trees
85–90	1 shambling mound
95–100	1 wraith

B. THE SHADOW NYMPHS' POOL

XP Threshold: 5,400

A small pool of calm, dark water lies nestled in a secluded clearing. As you watch, two delicate figures rise gracefully from the still pool. The painfully beautiful creatures have long black hair that falls down their bare backs before gathering around their waists on the surface of the dark water.

The two dark beauties stare at you for a moment with calm, suspicious eyes before at last speaking, "Why have you come to our pool? Are you here to harm us?"

Sapphyl and Lasralith, two **shadow nymphs**, guard one of the shards. They keep it extremely well hidden at the bottom of their deep, dark pool (DC 22 Wisdom [Perception] check to find). The shadow nymphs have no love for the Dusk Queen and are not happy she has escaped from her long imprisonment. A successful DC 12 Charisma (Persuasion) check convinces the distrustful shadow nymphs the PCs are not loyal to the Dusk Queen and mean them no harm.

Sapphyl and Lasralith show great relief and beg the PCs to destroy the Dusk Queen once and for all. If the PCs agree, the shadow nymphs gladly volunteer to give the PCs the mirror shard they have been hiding since they first found it.

The nymphs are desperate to see the Dusk Queen destroyed. However, Sapphyl and Lasralith also fear for their lives should the queen learn they've aided the PCs and are unwilling to offer any additional assistance beyond what has been detailed here.

DEVELOPMENT

The Shadow Nymphs reveal (or confirm) the locations of the other four shards. They stress that the forest is extremely dangerous and the PCs should remain on the trails at all costs. Additionally, they share a rumor that says if all five shards can be found and placed physically together, the combined shards can produce a magic powerful enough to greatly aid in any battle against the Dusk Queen.

TREASURE

Sapphyl and Lasralith have three *potions of greater healing* and one scroll of *lesser restoration* which they gladly give the PCs to help them in their quest.

GM NOTE

It is important to remember Sapphyl and Lasralith have lived in the forest a very, very long time and can answer most questions the PCs might have regarding the Dusk Queen and her tower (essentially, the GM should use the shadow nymphs to move the story along, clear up any confusion the players might have so far, and fill in missing plot points).

SHADOW NYMPHS (2)

Medium fey, neutral

Armor Class 15

Hit Points 76 (9d8 + 36)

Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	21 (+5)	18 (+4)	16 (+3)	17 (+3)	25 (+7)

Saving Throws Dex +10, Cha +10

Skills Deception +10, Persuasion +10, Stealth +8

Senses darkvision 60 ft., passive Perception 16

Languages Common, Sylvan

Challenge 5 (1,100 XP)

Blinding Beauty: All creatures within 30 feet of a shadow nymph who look directly at her must succeed on a DC 18 Charisma saving throw or be blinded permanently. A creature can avoid this effect for one full round by choosing to avert its eyes at the start of its turn, but it then has disadvantage on any attacks or other rolls directed against the shadow nymph until the start of its next turn. A shadow nymph can suppress or resume this ability as a bonus action. Anyone who successfully saves against this effect cannot be affected by it from the same shadow nymph for 24 hours.

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Unearthly Grace. A shadow nymph applies her Charisma modifier to all of her saving throws in place of the normal ability modifier.

Water Spirit. The shadow nymph is under the effect of *freedom of movement* whenever she is in contact with a body of water.

Shadow Blend: In conditions of illumination other than full daylight, a shadow nymph disappears into the shadows, gaining the equivalent of heavy obscurement. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability; a *daylight* spell, however, does. A shadow nymph can suspend or resume this ability as a bonus action.

Spellcasting. The shadow nymph is an 8th-level spellcaster. Her spellcasting ability is Charisma (spell save DC 18, +10 to hit with spell attacks). She requires no material components to cast her spells. The shadow nymph has the following druid spells prepared:

Cantrips (at will): *guidance, mending, produce flame, resistance*

1st level (4 slots): *animal friendship, cure wounds, detect magic, entangle, faerie fire, fog cloud*

2nd level (3 slots): *bark skin, flame blade, moonbeam*

3rd level (3 slots): *call lightning, water breathing, water walk*

4th level (2 slots): *conjure woodland beings, control water*

ACTIONS

Dagger. *Melee Weapon Attack*: +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d4 + 5) piercing damage.

Stunning Glance. The shadow nymph mentally disrupts a creature within 30 feet with a look. The target must succeed on a DC 18 Wisdom saving throw or be stunned for 2 rounds. Anyone who successfully saves against this effect cannot be affected by it from the same shadow nymph for 24 hours.

C. THE PUTRID BOG (CR 9)

XP Threshold: 3,900

The forest gives way suddenly to a thick bog of twisted trees and dripping vines. A few small hillocks and other areas of soft, damp ground peek out from the stagnant water and muck.

A strange gray mist hangs in the air, slowly swirling and drifting though the misshapen trees and vines as if possessing a mysterious sentience. The putrid stench of rot and decay threatens to nauseate even those with the stoutest fortitude.

THE MIRROR SHARDS

Each of the mirror shards is as wide as a man's fist and just under an inch in thickness. Although apparently made of normal glass, they are extremely difficult to break.

Because the shards have the Shadow Queen's essence within them, they possess a spark of quasi-intelligence. The mirror shards' primary goal is to be rejoined with the Dusk Queen's mirror. A shard continually urges any PC possessing it to take it to the Queen's Tower. If a PC attempts to damage a mirror shard, remove it from the forest, or do anything else contrary to the shard's goal, it attempts to force the PC into compliance (DC 11 Wisdom saving throw to resist).

A mirror shard has: AC 13; 5 (2d4) hp; damage threshold 20; INT 4 (–3), WIS 20 (+5), CHA 21 (+5) (as long as the Dusk Queen is alive)

COMBINED MIRROR SHARDS

Wondrous item, legendary

If all five mirror shards are held together so they are stacked front to back, front to back, they have the following powers:

- Wielder can cast *sacred flame* three times per day as if by an 11th-level caster
- Instead of the above, the wielder can opt to cast a single robust *sacred flame* spell once per day. This causes maximum (24) damage, and any target creature with vulnerability to radiant damage rolls its saving throw with disadvantage

Anyone can use the five mirror shards in this way, even non-spellcasters.

Although the shards' edges are certainly sharp, reasonably careful PCs should be in no danger of cutting themselves when using the shards in this way. A clever PC might even bind the five shards together with strong cord, wire, or rope in order to keep them together and make it easier to use them.

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ENVIRONMENT

The Putrid Bog is covered in brackish water and thick mud ranging from only a few inches deep at most points to as much as a few feet at others. It is difficult terrain.

Any non-resident of the bog must make a DC 17 Constitution saving throw or gain the poisoned condition by the bog's putrid stench for as long as he remains within its confines. A successful save renders him immune to the effects of the bog's stench for the duration of his visit. A *protection from poison* spell removes the effect from the sickened creature and renders him immune to the effects for the remainder of his visit. Creatures with immunity to poison are unaffected, and creatures with poison resistance receive their normal advantage on the saving throws.

Despite the overwhelming smell of death and decay, the Putrid Bog is in fact teeming with life, most of it vile.

At the heart of the Putrid Bog lies a ring of ancient standing stones:

An earthen mount rises from the muck. Tall, twisted standing stones form a ring on the center of the mound, like some misshapen stone claw. The mysterious rocks encircle an ancient stone altar of black rock carved with strange, barely discernible symbols. A mirror shard lies on the altar's surface.

A palpable feeling of evil and dark magic radiates from the entire area and the black altar in particular.

The mound is solid enough to walk on unimpeded and is one of the few areas within the bog not considered difficult terrain. The mound is approximately 50 feet across and rises 5 feet above the swampy waters of the bog. The ring of standing stones, each anywhere from nine to 12 feet tall, is approximately 30 feet in diameter.

The black rock altar radiates a permanent *symbol of stunning* (successful DC 16 Wisdom saving throw negates) which is triggered by anyone not of evil alignment passing through the ring of standing stones.

DEVELOPMENT

Any spellcaster placing both hands on the black altar causes the symbols to glow faintly. For the next 24 hours, any necromancy spell that spellcaster casts functions as if cast at three spell slots higher than it actually was. A spellcaster may only benefit from this effect once per week.

CREATURE

The **spirit naga** Vessh Ossk lurks within the ring of standing stones. She was drawn to the stone circle and the dark magic of the black altar and has claimed both as her own. Vessh Ossk found the mirror shard some time ago and has been placing it on the altar each night as an experiment. The naga is aware of the Dusk Queen's return but has yet to decide if she wishes to return the shard or keep it for herself.

The spirit naga is supremely evil, highly intelligent, and extremely manipulative. If she learns the PCs possess any of the other shards, she uses lies, deception and then outright threats to get them for herself. If the PCs refuse, she viciously attacks. Vessh Ossk does not give up her own shard under any circumstances and fights to protect it. She does not leave the confines of the bog for any reason, however.

Spirit Naga: **AC** 15, **hp** 75, +7 hit, 7 (1d6 + 4) piercing dmg, poison, rejuvenation, spellcasting, see SRD.

TREASURE

Vessh Ossk has a collection of gems buried near the altar. The collection consists of one small ruby (100 gp), two diamonds (150 gp each), and a pyramid carved from deep green jade (260 gp).

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D. THE DEAD BEHIR

XP Threshold: 9,000

Countless pebbles and other small stones litter this large clearing. In the center, you see a large mound of smooth, black stones. Lying on the ground in front of the mound is the dead body of a large black reptilian creature, its fearsome head crowned with two large curling horns.

Surrounding the carcass stand a number of hulking, dark- furred creatures with tiny, milk-white eyes.

ENVIRONMENT

The large pile of black stones is approximately 30 feet in diameter and 20 feet tall. Each stone is perfectly smooth and about the size of a man's head. Both the mound and clearing are considered difficult terrain.

The strange black behir carcass is approximately 40 feet long and fills much of the area directly in front of the mound of black stones.

CREATURES

A band of **bugbears** has recently ventured into the forest, hoping to claim it as new hunting grounds. Three bugbears are focused on picking over the recently slain carcass of the black behir while six others are spread out across the clearing, busily repairing weapons or performing other chores. The bugbears are all focused on their tasks and most likely unaware of reasonably cautious PCs.

The bugbears are led by **Gothrolg**, a powerful half-umbral dragon bugbear who is currently out of view on the far side of the mound but quickly flies up on top of the black stones at the first sign of trouble.

Gothrolg is a sadistic creature who delights in torture, pain, and suffering and has a taste for flesh, both living and undead. The half-umbral dragon bugbear recently recovered the shard, which the slain black behir had been guarding, and is unsure what to do with it. He is more than willing to fight to keep the shard, and will happily sacrifice the bugbears in the process. However, Gothrolg has no particular allegiance to the Dusk Queen and is unwilling to die for her or the shard; if reduced to 5 hp or fewer, he attempts to flee.

GOTHROLG

This massive bugbear has coarse, black fur, muscular bare arms resembling tree-trunks, and draconic features, including large, bat-like dragon wings. A grisly necklace of ears and fingers hangs loosely around its neck. The hulking creature's beady red eyes glint with sadistic intelligence and a lust for killing.

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GOTHROLG

Medium humanoid (goblinoid), chaotic evil

Armor Class 16 (+1 leather armor, +1 ring of protection)

Hit Points 65 (10d8 + 20)

Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	14 (+2)	16 (+3)	11 (+0)	12 (+1)	11 (+0)

Skills Intimidation +3, Stealth +5, Survival +3

Damage Resistances necrotic

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 14

Languages Common, Draconic, Goblin

Challenge 5 (1800 XP)

Brute. A melee weapon deals one extra die of its damage when Gothrolg hits with it (included in the attack).

Indominable Heart. Gothrolg has advantage on saving throws against being charmed, frightened, paralyzed, poisoned, stunned, or put to sleep.

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

ACTIONS

Multiattack. Gothrolg makes two melee attacks.

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

Javelin. *Melee or Ranged Weapon Attack*: +4 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage in melee or 7 (1d6 + 4) piercing damage at range.

Necrotic Breath (Recharge 5–6): Gothrolg exhales a burst of withering energy in a 15-foot cone. Each creature in that area must make a DC 15 Dexterity saving throw, taking 24 (7d6) necrotic damage on a failed save, or half as much damage on a successful one.

Bugbears (9): **AC** 16, **hp** 27 ea., +4 hit, 11 (2d8 + 2) piercing melee dmg or 9 (2d6 + 2) piercing ranged dmg, surprise attack, see SRD.

TREASURE

Gothlorg wears a suit of *+1 leather armor* and a *+1 ring of protection*.

Searching the mound of black stones requires a successful DC 12 Intelligence (Investigation) check. Buried within the mound are three broken potion bottles (empty), a *ring of cold energy resistance*, and a *wand of secrets*.

E. MESSAGE FROM THE SHADOWS

A hauntingly beautiful woman silently emerges from the shadows and stares at you with cold, dark eyes. The surrounding shadows seem to pool around her, and power pours from her body. She smiles, but her dark eyes remain cold as she speaks to you in soft, soothing tones.

"You are gathering my shards for me, and for that I am eternally grateful. Once you have all five, I trust you will bring them to me at once. If you do, I will reward each of you handsomely. I assure you, the rumors about me have been greatly exaggerated; I am not the monster many believe me to be. Bring me the shards and I shall be pleased. Keep them for yourself, though . . ."

The woman's voice trails off and her cold eyes narrow menacingly.

The Dusk Queen is using *major image* in an attempt to manipulate the PCs. Once the message has been delivered, the image continues to regard the PCs quietly for a few moments before slowly fading away.

GM NOTE

Although keyed to a specific location on the map, this encounter can actually occur at any point along the path, after the PCs have acquired two or three of the shards.

Ideally, this should take place during a lull in the action and should be used for maximum dramatic effect.

F. THE HANGING TREE

XP Threshold: 7,600

A lone, twisted tree rises from a small hill ahead of you. Skeletons, some with their hands still bound behind their backs, hang from strong branches high up in the tree. The branches creak as the skeletons twist and sway in the wind. By all appearances, these gruesome remains have been here for a very long time.

High up on the trunk, a mirror shard is deeply embedded in a thick branch.

This was once known as the Hanging Tree. The skeletons belonged to people who displeased the Dusk Queen during her reign. Unless the PCs possess magical means to reach the shard, they will likely need to climb to reach it (DC 12 Strength [Athletics] or Dexterity [Acrobatics] check).

ENVIRONMENT

The shard is embedded in a thick branch 40 feet up the tree. A PC who reaches the shard may attempt to pry it loose (DC 10 Dexterity check) or forcibly yank it free (DC 10 Strength check). Failing either of these checks by 3 or more requires a DC 12 Dexterity saving throw to avoid being cut by the shard for 3 (1d6) slashing damage. Failing either

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check by 10 or more requires a successful DC 17 Dexterity saving throw to avoid falling from the tree for 14 (4d6) bludgeoning damage.

The shard is too firmly embedded in the tree for *mage hand* or similar magic to pull free.

CREATURES

A **specter** and two **wraiths** guard the shard. They swarm out suddenly from the surrounding shadows and attack as soon as the shard is disturbed.

Specter: **AC** 12, **hp** 22, +4 hit, 10 (3d6) necrotic dmg, incorporeal movement, sunlight sensitivity, life drain, see SRD.

Wraiths (2): **AC** 13, **hp** 67 ea., +6 hit, 21 (4d8 + 3) necrotic dmg, incorporeal movement, sunlight sensitivity, life drain, create specter, see SRD.

TREASURE

A *ring of the ram* is on one of the skeleton's hands.

G. THE PIT OF SHADOWS

XP Threshold: 6,200

An oblong pit yawns like a jagged wound in the ground in front of you. It is perhaps 20 feet across and at least twice that in length. A dense, almost palpable blackness seems to rise up from the depths of the pit.

ENVIRONMENT

It is particularly difficult to see very far into the pit. PCs without darkvision cannot see more than a few feet. Even PCs who can see in the darkness find they are able to penetrate the thick blackness only half as far as normal.

A DC 10 Wisdom (Perception) check reveals a partially worn and eroded set of ancient stone steps cut into the sides of the pit. They wind their way precariously downward into the darkness before eventually ending at a stone ledge 60 feet below that juts out abruptly. The steps are extremely steep and uneven, making them difficult to navigate. PCs failing a DC 7 Strength (Athletics) or Dexterity (Acrobatics) check fall from the steps and crash to the stone ledge below, taking 10 (3d6) bludgeoning damage.

If the PCs take precautionary measures, such as using rope or other climbing gear, the checks are made with advantage.

GM NOTE

Although characters falling from the steps should normally have a chance of missing the stone ledge and falling downward into the swirling darkness, doing so would certainly take the character out of the adventure! Therefore, be sure to play up the dramatic impact of a falling character barely managing to grab hold of something as he crashes onto the ledge and narrowly avoids falling down into the swirling darkness below!

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THE PIT

Once the PCs are close enough to the stone ledge, read:

Peering over the edge of the stone outcrop, you see a swirling miasma of inky blackness some 50 feet farther down. This strange vortex of darkness resembles impossibly dense storm clouds which completely fill the remainder of the deep pit.

This mysterious, swirling cloud of darkness is in fact a portal to the Plane of Shadow. Although specific details regarding what lies beyond are well beyond the scope of this adventure, the GM is free utilize this gate at a later point in the campaign if she wishes.

Once on the ledge, the PCs discover a cave opening. Like the rest of the shadowy darkness within the pit, visibility is difficult even for those with darkvision.

The cave opening leads directly into a natural cavern 60 feet across and 40 feet high. At the center of the cavern, narrow steps leading up to a stone ring are just barely discernible.

ENVIRONMENT

The stone ring is approximately two feet high, 10 feet in diameter and encloses a pool of dark water 15 feet deep. A DC 12 Wisdom (Perception) check reveals a glint from a mirror shard that lies at the very bottom of the pool.

CREATURE

Ilmareth, an **elder shadow drake**, dwells here with his two "pet" **shadows**. Ilmareth, who had been the Dusk Queen's fiercely devoted mount, was devastated and confused by her sudden disappearance. He retreated here to his lair and sank into a long, deep depression. Ilmareth knew of the shard in his pool, but until the recent whispers of his Queen's return, he was unsure what to do with it.

As soon as anyone touches or otherwise interacts with the water, read:

A large dragon-like creature with black scales and shadowy wings emerges suddenly from the darkness. The creature's red eyes glare at you as it speaks in a deep, monotone voice:

"I know why you have come, but I am a loyal servant of the queen. You'll not take this shard; the only thing I will give you is DEATH!"

Ilmareth attacks with reckless abandon to protect his shard, as do the two shadows that share his cave with him. If the battle goes particularly poorly for him, he attempts to escape the cave with the shard and retreat to the Dusk Tower.

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ILMARETH, ELDER SHADOW DRAKE

Large dragon, chaotic evil

Armor Class 16 (natural armor)

Hit Points 114 (12d10 + 48)

Speed 20 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	13 (+1)	18 (+4)	8 (–1)	9 (–1)	13 (+1)

Saving Throws Dex +4, Con +7, Cha +4

Skills Perception +5, Stealth +7

Damage Vulnerabilities radiant

Damage Immunities cold

Condition Immunities paralyzed, unconscious

Senses darkvision 120 ft., passive Perception 15

Languages Common, Draconic, Umbral

Challenge 7 (2,900 XP)

Shadow Blend. In areas of dim light or darkness, an elder shadow drake is treated as invisible. Artificial illumination, such as a lantern or a *light* or *continual flame* spell, does not negate this ability; nothing less than true sunlight or a *daylight* spell does. The drake cannot use its Speed Surge or its Stygian Breath while invisible. An elder shadow drake can suspend or resume this ability at will, so long as the drake is in dim light or darkness.

Shadow Jump (3/Day). An elder shadow drake can travel between shadows as if by means of a *dimension door* spell. This magical transport must begin and end in an area of dim light or darkness, and the distance must be no more than 60 feet.

Speed Surge (3/Day). The elder shadow drake takes one additional move action on its turn. It can use only one speed surge per round.

ACTIONS

Multiattack. The drake makes one bite attack and one tail slap attack.

Bite. *Melee Weapon Attack*: +9 to hit, reach 10 ft., one target. *Hit:* 22 (3d10 + 6) piercing damage.

Tail Slap. *Melee Weapon Attack*: +9 to hit, reach 10 ft., one target. *Hit:* 19 (3d8 + 6) bludgeoning damage.

Stygian Breath (Recharge 5–6). The elder shadow drake exhales a ball of black liquid that travels up to 60 feet before exploding into a cloud of frigid black mist with a 20-foot radius. Each creature in that sphere takes 42 (12d6) cold damage, or half damage with a successful DC 15 Constitution saving throw. Within the area of effect, the mist snuffs out nonmagical light sources and dispels magical light of 1st level or lower.

Shadows (2): **AC** 12, **hp** 16 ea., +4 hit, 9 (2d6 + 2) necrotic dmg., amorphous, shadow stealth, sunlight weakness, Strength drain, see SRD.

TREASURE

A *bead of force*, a slightly rusted *mace of disruption* with the word "Nanroc" faintly carved into the head, and 120 gp can be found at the bottom of the well.

The Queen of Shadows

Once the PCs have all five shards, they must confront the Dusk Queen, making their way to the clearing near the center of the forest and infiltrating the Dusk Tower itself.

THE DUSK QUEEN'S TOWER

When the characters approach the tower, read:

The tower appears to be made of smooth black stone. There are no windows and only a single door. The tower is clearly in disrepair; bits of the stone have crumbled away and cracks run like spider webs across its surface. Vines snake up the outside, as if trying to choke the life from the tower or perhaps pull it to the ground.

A single ornate door, crafted of sturdy darkwood and reinforced with black iron, is the tower's only entrance. Although the door is not physically locked, it is warded with *arcane lock* and protected by a *glyph of warding* (7d8 cold damage, DC 18 Dexterity saving throw for half).

The darkwood door is three inches thick, has AC 15, 18 hit points, and damage threshold 5.

SHADOWY NEGOTIATIONS

Once the PCs enter the tower, read:

A single large chamber opens before you. There is no ceiling overhead; the wooden floors of the upper levels appear to have crumbled away long ago. A massive chandelier lies twisted and broken in the middle of the floor, apparently having crashed to the floor when the ceiling above rotted away. Thick shadows fill the upper reaches of the tower.

Directly across from you, on a black marble dais at the far end of the chamber, sits an ornate black throne.

To either side of the throne, once-majestic stairs climb the walls, reaching as high as a man's head before crumbling away.

To the right of the throne, a large oval mirror in a thick darkwood frame hangs on the stone wall. The frame is carved with delicate runes, many of which look chipped or defaced. The glass in the mirror has clearly been shattered; thousands of tiny cracks create a chaotic spider-web pattern across its surface. In five distinct spots, large pieces of the glass, each about the size of a man's hand, are missing entirely.

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ENVIRONMENT

A large tapestry depicts the Dusk Queen riding her shadow drake mount, Ilmareth, against the backdrop of a stormy night sky. Well-worn, the tapestry is of superior workmanship and worth at least 300 gp to the right buyer.

DEVELOPMENT

The **Dusk Queen** is invisible and flying overhead in the shadowy, upper portion of the chamber. Once the PCs enter the throne room, she addresses them in a soothing and friendly tone, using the strange acoustics of the tower to throw her voice so she does not give away her position:

Greetings, my friends. I trust you have retrieved all of my mirror shards for me? Please kindly place them on my throne and then step back. Once you have done so, I will reward you handsomely as promised. I am, after all, a just queen, true to my word.

The Dusk Queen focuses all of her charisma and powers of persuasion to cajole the shards from the PCs. If they foolishly obey her command, **Aazael** attacks them while she swoops in to claim her precious shards and tries to repair her mirror. She can replace one shard each round.

If she is unsuccessful in convincing the heroes to obey, the Dusk Queen quickly becomes furious and addresses the PCs in a menacing voice:

"FOOLS! If you will not listen to reason, then I will pluck the shards from your cold, lifeless hands!"

As the Dusk Queen's angry words echo throughout the chamber, an ominous-looking warrior clad in black armor and wielding a glowing black glaive appears out of the shadows. Lifeless eyes burn from inside the dread knight's hollow skull.

BATTLE FOR THE SHARDS

XP Threshold: 10,800

The Dusk Queen attacks relentlessly from above, using every means at her disposal to destroy the PCs and take the shards while the Dread Knight pummels them in combat on the ground.

ENVIRONMENT

Because there are no longer any upper floors, the inside of the tower is essentially a shadowy, 80-foot-high shaft.

GM NOTE

A PC with all five shards attempting to use the *sacred flame* power against the Dusk Queen or her dread knight must succeed on a DC 16 Wisdom saving throw each time in order to force the shards to comply.

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AAZAEL, THE DREAD KNIGHT

Medium undead, chaotic evil

Armor Class 20 (*+1 plate, +1 ring of protection*)

Hit Points 85 (9d8 + 45)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	20 (+5)	12 (+1)	16 (+3)	18 (+4)

Damage Resistances bludgeoning, piercing and slashing from nonmagical weapons

Damage Immunities necrotic, poison

Condition Immunities charmed, exhaustion, frightened, poisoned

Senses darkvision 60 ft., passive Perception 13

Languages Abyssal, Common

Challenge 6 (2,300 XP)

Special Equipment. Aazael has *+1 plate*, a *+1 ring of protection*, and a *+1 glaive*.

Fear Aura: Any creature hostile to Aazael that starts its turn within 20 feet of the dread knight must make a DC 15 Wisdom saving throw, unless Aazael is incapacitated. On a failed save, the creature is frightened until the start of its next turn. If a creature's saving throw is successful, the creature is immune to Aazael's fear aura for the next 24 hours.

Magic Resistance: Aazael has advantage on saving throws against spells and other magical effects.

Rejuvenation: One day after Aazael is destroyed, his armor begins to rebuild the undead body trapped within. This process takes 1d10 days—if the body is destroyed before that time passes, the armor merely starts the process anew. After this time has elapsed, Aazael wakens fully healed (see sidebar for more information).

Spellcasting. Aazael is a 9th-level spellcaster. His spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). He has the following paladin spells prepared:

1st level (4 slots): *command, compelled duel*

2nd level (3 slots): *aid, magic weapon*

3rd level (2 slots): *dispel magic, elemental weapon*

Undead Nature. Aazael doesn't require air, food, drink, or sleep.

ACTIONS

Multiattack. Aazael makes two melee attacks.

+1 Glaive. *Melee Weapon Attack*: +9 to hit, reach 10 ft., one target. *Hit:* 11 (1d10 + 6) slashing damage plus 7 (2d6) necrotic damage.

Summon Pet (1/Day): Aazael may summon Annominc, his fiendish black panther servant (see sidebar), which immediately appears adjacent to him. Annominc remains for 1 hour, until it or Aazael dies, or until Aazael dismisses it as an action.

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ANNOMINC

Medium fiend (beast), chaotic evil

Armor Class 14

Hit Points 45 (10d8)

Speed 50 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	19 (+4)	10 (+0)	8 (–1)	14 (+2)	7 (–2)

Damage Resistances cold and fire

Skills Perception +4, Stealth +8

Senses darkvision 60 ft., passive Perception 14

Languages —

Challenge 1 (200 XP)

Keen Smell: The panther has advantage on Wisdom (Perception) checks that rely on smell.

Pounce: If the panther moves at least 20 feet straight toward a creature and then hits it with a claw attack on the same turn, that target must succeed on a DC 12 Strength saving throw or be knocked prone. If the target is prone, the panther can make one bite attack against it as a bonus action.

ACTIONS

Bite: *Melee Weapon Attack*: +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage plus 4 (1d8) necrotic damage.

Claw: *Melee Weapon Attack*: +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) slashing damage plus 3 (1d6) necrotic damage.

AAZAEL'S DREAD KNIGHT ARMOR

Aazael's armor is a preternatural second skin fused over the desiccated flesh and scarred bones locked within; the undead warrior's life force lingers on in his armor, much like a lich's essence is bound within a phylactery. Unless every part of Aazael's armor is ruined along with his body, Aazael will rejuvenate after it is destroyed.

Aazael's suit of deep black plate armor has AC 19, 45 hit points, and damage threshold 10. Merely breaking Aazael's armor does not destroy it; it must be ruined, such as by being disintegrated, exposed to the Positive Energy Plane, or thrown into the heart of a volcano.

THE DUSK QUEEN

A hauntingly beautiful woman stares at you with cold, dark eyes. Shadows pool around her and power can almost be felt emanating from her body.

Medium fey, neutral evil

Armor Class 16 (*mage armor*, +1 ring of protection*)

Hit Points 77 (14d8 + 14)

Speed 40 ft., fly 60 ft.*

STR	DEX	CON	INT	WIS	CHA
9 (–1)	15 (+2)	12 (+1)	20 (+5)	20 (+5)	21 (+5)

Saving Throws Dex +5, Con +4, Cha +8

Skills Perception +8, Stealth +5

Damage Resistances fire*, lightning*, bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't cold iron

Condition Immunities charmed, frightened, exhaustion

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 18

Languages Common, Elvish, Giant, Sylvan

Challenge 7 (2,900 XP)

Special Equipment. The Dusk Queen has scrolls of *darkness* (x2), *dominate person, freedom of movement*, harm, mage armor*, protection from energy* (×2)*, *see invisibility, shield, slow, stoneskin*, and *true seeing**, a *handy haversack*, and a *ring of feather falling* (those marked with * indicate spells cast before combat begins).

Fey Ancestry. The Dusk Queen has advantage on saving throws against being charmed, and magic can't put her to sleep.

Innate Spellcasting. The Dusk Queen's innate spellcasting ability is Charisma. She can cast the following spells innately, requiring no material components.

3/day: *misty step* (when in shadows, dim light, or darkness)

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

Arcane Spellcasting. The Dusk Queen is a 7th-level spellcaster. Her arcane spellcasting ability is Intelligence (spell save DC 16, +8 to hit with spell attacks). She knows the following wizard spells:

Cantrips (4 slots): *chill touch, control flames, minor illusion, ray of frost*

1st level (4 slots): *color spray, ray of sickness, protection from evil and good, witch bolt*

2nd level (3 slots): *blindness/deafness, cloud of daggers, enlarge/reduce*

3rd level (3 slots): *counterspell, dispel magic, major image*

4th level (1 slot): *phantasmal killer*

Divine Spellcasting. The Dusk Queen is a 7th-level divine spellcaster. Her divine spellcasting ability is Wisdom (spell save DC 16, +8 to hit with spell attacks). She knows the following cleric spells:

Cantrips (4 slots): *guidance, mending, resistance*

1st level (4 slots): *bane, guiding bolt, sanctuary*

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2nd level (3 slots): *enhance ability, hold person, silence*

3rd level (3 slots): *dispel magic, meld into stone, protection from energy*

4th level (1 slot): *stone shape*

Traveler in Darkness. The Dusk Queen has advantage on Intelligence (Arcana) checks made to know about shadow roads and shadow magic spells or items.

ACTIONS

Dagger: *Melee Weapon Attack*: +5 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage..

TACTICS

The Dusk Queen has been monitoring the party's progress for some time and has had plenty of time to prepare for their arrival. She uses her large supply of scrolls to cast *fly, greater invisibility, freedom of movement, globe of invulnerability, mage armor, protection from energy (fire), protection from energy (lightning),* and *true seeing* (these additional boons are noted in the statistics block above and marked with an * where applicable). During combat, The Dusk Queen attacks with spells while remaining well hidden and protected in the shadows high overhead for as long as possible.

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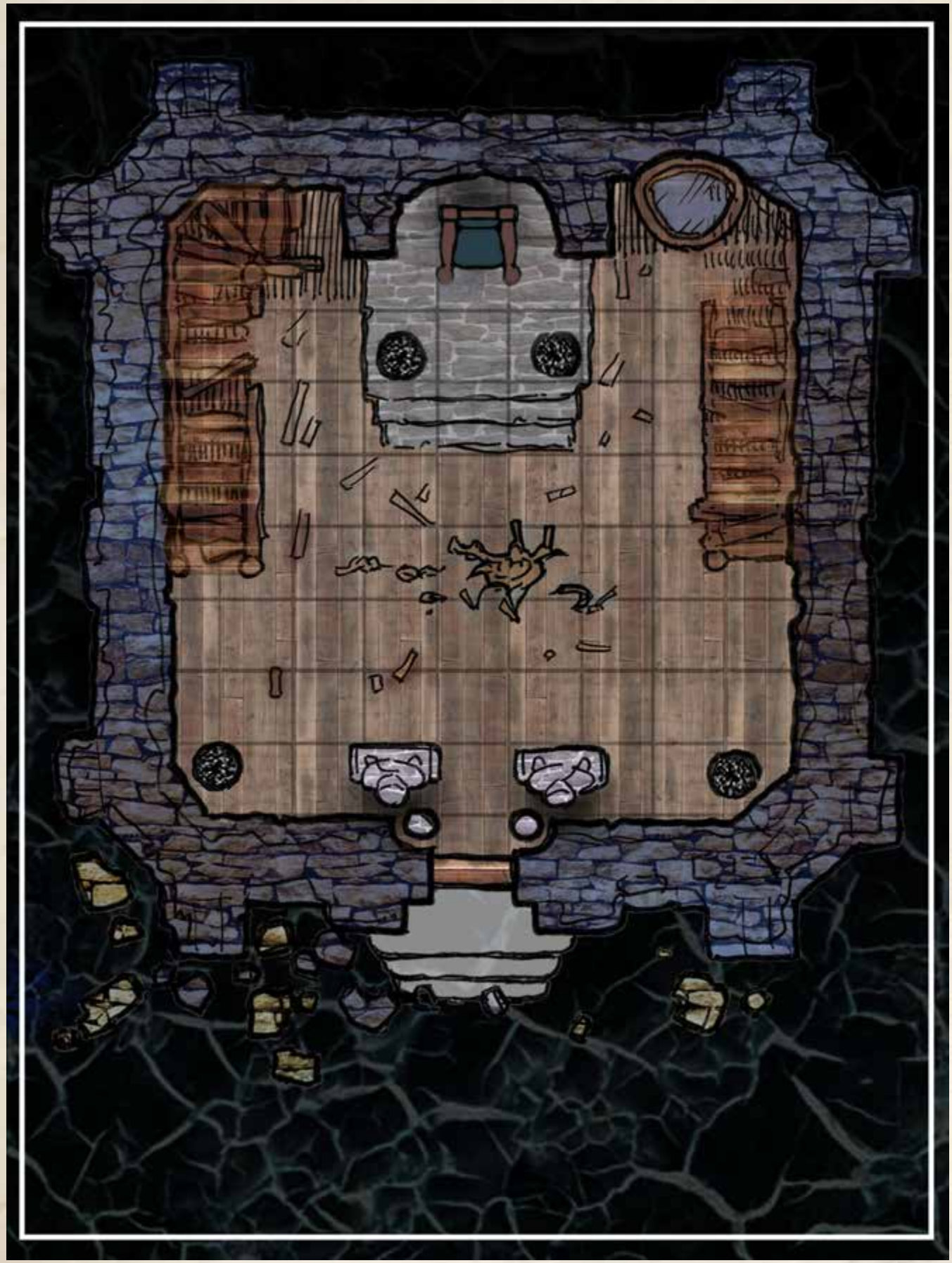

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Adventure Conclusion

Replacing the five shards into the empty spots on the broken mirror is simple enough, assuming the PCs still wish to. When the first shard is replaced, the mirror's frame begins to glow slightly but the thousands of spidery cracks remain. Once the final shard is placed into the mirror, all five immediately fuse into the rest of the glass and the cracks magically repair themselves, leaving a perfectly smooth and whole mirror once again! The mirror is firmly attached to the wall with powerful magic and cannot be removed by anything short of a *wish* or similar magic.

If repaired, the mirror allows the PCs to step into the glass and magically transport themselves away from the tower, as via *teleport*. Without the various command words and intimate knowledge of how the mirror works, however, the PCs will be unable to use any of the mirror's other powers.

Clever PCs may realize there is little compelling reason to repair the mirror at all, now that the Dusk Queen has been destroyed, and might instead decide to keep the five mirror shards. If so, the shards keep their magical qualities. What's more, if the Dusk Queen is dead, the shards no longer possess the queen's life essence and therefore no longer require a Wisdom saving throw when using their *sacred flame* ability. The PCs will have acquired a unique and powerful treasure indeed!

TREASURE

In addition to the shards and the considerable magic possessed by the Dusk Queen and her Dread Knight, a successful DC 15 Wisdom (Perception) check reveals a compartment concealed in the base of the throne. Hidden inside is the Shadow Grimoire.

THE TOWER'S FATE

Once the PCs have had time to catch their breath and search the throne room, read the following:

A tremor ripples across the floor of the throne room. Moments later, an even stronger tremor rocks the entire tower. Dust and bits of stone begin to fall as large cracks appear on the stone walls! The shaking quickly grows more and more violent, making it abundantly clear the tower is in danger of collapse!

If the PCs move quickly, they are able to get out in time and move to a safe distance just as the entire tower crashes to the ground in a cacophonous and deafening roar, leaving nothing but a massive pile of stone, rubble, and absolute destruction!

If, for some reason, the PCs choose to remain inside the tower, they most certainly meet with the same grim fate.

GM NOTE:

The tower's collapse utterly destroys the Dusk Queen's mirror. The force of the collapse is not powerful enough to ruin Aazael's armor, however, which means the dread knight begins to rejuvenate 1d10 days later, while still buried under the rubble.

The Shadow Grimoire

Wondrous item, legendary
(requires attunement by an arcane spellcaster)

This thick tome is covered in inky black nightmare hide leather and bound with iron overlaid with silver. Delicate silver runes are inlaid in a circular pattern across the cover. The pages within are written in silver ink on jet-black paper. The book is extremely well-crafted, durable and waterproof, and measures just over 12 inches tall, 9 inches wide and 1 inch thick.

The Dusk Queen received the Shadow Grimoire as a gift while she still dwelt in the fey realm of the Winter Court.

Warded. The Shadow Grimoire is protected by a *glyph of warding*. The glyph is triggered by the Grimoire itself if it feels threatened. The glyph causes explosive runes to erupt in a 20-foot-radius sphere. Each creature in the area must make a DC 16 Dexterity saving throw. A creature takes 45 (10d8) cold damage on a failed save, or half as much damage on a successful one.

Bookish. The Shadow Grimoire can open and close itself and flip instantly to any page it desires, including the current scroll page (see below) as an action. A DC 30 Strength check is required to close it, pry it open, or tear out a page against its will.

Scroll Page. The Shadow Grimoire always contains one spell, from among all the spells transcribed within it, that the owner may cast directly from the book as if it were a scroll. Once the spell is cast, another spell (other than the one just cast) randomly becomes the next spell that can be cast directly from the book. The owner must spend an action to flip pages and find the new scroll-page spell. Once found, the scroll page can be marked for future reference. The owner does not need to provide a material component if it costs under 100 gp, and casting the spell does not remove it from the spellbook. The Grimoire does not have the ability to cast this spell itself.

Innate Spellcasting. The Shadow Grimoire's innate spellcasting ability is Charisma. It can cast the following spells innately, requiring no material components:

3/day: *misty step* (when in shadows, dim light, or darkness only)

Shadow Knowledge. The Shadow Grimoire's secrets cling to its owner's mind like the Shadowfell itself. As long as the owner is in possession of the Grimoire, he gains advantage on all skill checks pertaining to shadow or darkness magic or the geography, history, and denizens of the Plane of Shadow.

Sunlight Vulnerability. The Shadow Grimoire must remain cloaked in shadow or the darkness of night at all times. The spellbook is immediately damaged if exposed to direct sunlight (not merely a *daylight* spell) for even an instant. For every minute the Shadow Grimoire is exposed to sunlight, it takes 4 (1d8) radiant damage. If this damage exceeds the book's total hit points, the Shadow Grimoire bursts into gray flame and is forever destroyed.

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Spells. The Shadow Grimoire currently contains the following spells (spells marked with a† can be found in the *Midgard Heroes Handbook* by Kobold Press):

5th level: *cone of cold, dark dementing*†, *dream, shadow realm gateway*†

4th level: *black hand*†, *black tentacles, night terrors*†, *phantasmal killer, shadow monsters*†

3rd level: *call shadow mastiff*†, *feign death, fly, legion*†, *shadow trove*†, *shield of star and shadow*†

2nd level: *blindness/deafness, dark path*†, *darkbolt*†, *darkness, darkvision, negative image*†, *shadow puppets*†, *slither*†

1st level: *black ribbons*†, *cloak of shadow*†, *cloying darkness*†, *color spray, ray of enfeeblement, shadow armor*†, *shadow hands*†

Cantrips: *chill touch, claws of darkness*†, *douse light*†, *shadow bite*†, *shadow blindness*†, *silhouette*†

Sentience. The Shadow Grimoire is a sentient neutral book with an Intelligence of 16, a Wisdom of 14, and a Charisma of 14. It has hearing and darkvision out to a range of 30 feet. The book can speak, read, and write Common, Elven, Sylvan, and Umbral, and can communicate with its owner telepathically.

Personality. The book is intelligent, haughty, and extremely proud of its abilities and its unique nature. Once it decides to reveal its sentience and awareness, it expects to be treated in every possible way like a highly regarded equal. As long as the Grimoire is confident its owner shares its outlook and goals, it reveals its abilities and complies with most requests.

The Shadow Grimoire is often mysterious, cryptic, and prone to falling silent for long periods of time without cause or explanation. If it feels it is being mistreated or not shown the proper level of respect, the Grimoire snaps itself shut and refuses to open or use any of its abilities. If such behaviors persist, it attempts to hide itself or escape from its owner using *misty step*. It even shouts for help when the party encounters someone the Grimoire feels would be a more suitable owner.

The Grimoire has little interest in good or evil, law or chaos. Its primary interests lie in magic, specifically shadow and darkness magic or anything pertaining to the Shadowfell. The Grimoire is single-minded in its desire to learn all it can about shadow magic and it expects its owner to share this desire. It insists that its owner prepare a minimum of three shadow or darkness spells from among the highest level spells the owner can cast each day. If the owner refuses, the book finds a more suitable owner by whatever means necessary.

GM NOTE

The value of the Shadow Grimoire may seem high for characters at this level. However, it is important to understand that a living spellbook is much easier to manage than other magical items of a similar rarity. For example, PCs cannot memorize spells beyond what their caster level allows. Also, the Shadow Grimoire is the final authority on if and when its powers are used. The book typically acquiesces to the owner's wishes, but that is hardly absolute—the Grimoire always retains full control of its abilities.

Essentially, the GM should treat the Shadow Grimoire as an NPC as well as a magic item, which makes it an excellent tool for dispensing special clues and other campaign information that might not be easy to convey otherwise. The Grimoire can be a teacher and mentor as well as a mysterious source of secrets and knowledge.

If a PC decides to keep the Grimoire, the GM should observe and cultivate the symbiotic relationship between them carefully. While a living book retains control over its special abilities, it still relies on its owner to carry it around so it can learn and influence events.

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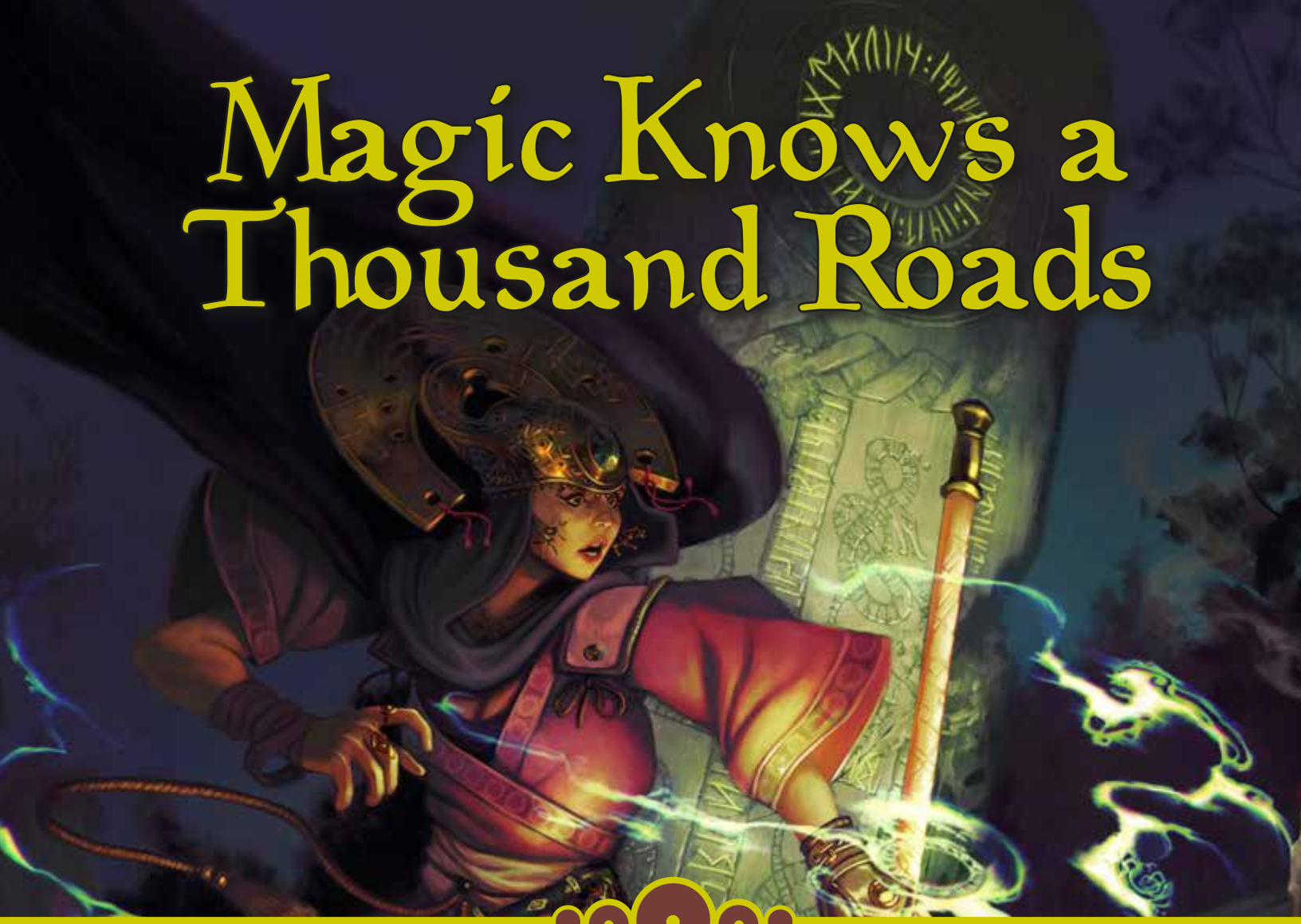
Magic Knows a Thousand Roads



There's more to spellcasting than flying and fireballs! The **Deep Magic** series gives you access to entire new schools of magic, including:

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The Queen of Shadows

Throughout the land, legends of the Dusk Queen persist. They speak of a sometimes kind, other times cruel, yet always mysterious fey queen who ruled from her Dusk Tower—a tall spire of smooth, dark stone in the heart of a great, shadowy forest. Perhaps the most gripping legends, however, whisper of the Dusk Queen's sudden and mysterious disappearance ... and her even more mysterious return.

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