RAPPAN ATHUK

Level 7B



NECROMANCER GAMES





FROG GOD GAMES

BAPPAN ATHUK Level 7B: Caves and Caverns of the Ancient Gods

Authors: Bill Webb Developer: Bill Webb Producers: Bill Webb and Charles A.Wright Editors: Dawn Fischer, Skeeter Green Layout and Graphic Design: Charles A. Wright Front Cover Art: Charles A. Wright

FROG GOD GAMES IS

CEO Bill Webb

Creative Director: Swords & Wizardry Matthew J. Finch

> Creative Director: Pathfinder Greg A. Vaughan

Staff Editor Dawn Fischer

V.P. of Marketing & Sales Rachel Ventura

> Art Director Charles A. Wright

> > Mr. Wolf Skeeter Green



©2012 Bill Webb, Frog God Games & Necromancer Games. All rights reserved. Reproduction without the written permission of the publisher is expressly forbidden. Frog God Games and the Frog God Games logo is a trademark of Frog God Games. Necromancer Games and the Necromancer Games logo is a trademark of Necromancer Games. All rights reserved. All characters, names, places, items, art and text herein are copyrighted by Frog God Games, Inc. The mention of or reference to any company or product in these pages is not a challenge to the trademark or copyright concerned.



NECROMANCER GAMES



Level 7B: Caves and Caverns of the Ancient Gods

What You Have in Your Hands

You have our congratulations and deepest gratitude for supporting **Frog God Games** in its quest to publish the world's greatest megadungeon, *Rappan Athuk*. If you are holding this book in your hands, you were one of those who stepped up to help us fund the creation of this project in May and June 2012, and you now have the exclusive bonus module only available to premium subscribers. We again thank you and hope that your delvings into this vast dungeon complex provide you with endless hours of entertainment.

This level was inserted into the author's game as an extension of a secret tunnel added to Level 13C–10, with a steeply (up) sloping egress into Area 7B–1. It came about because of an ever-persistent group that would just not take "no" for an answer to the possibility that the passage would just "dead end". After hours of mining rock and rubble, they came out into a new cavern about 600 vertical ft. higher than where they started, and thus this area was discovered. They later learned that some things were best left undiscovered.

For Referees who wish to do so, you may add several rumors to those available in Zelkor's Ferry, or as knowledge found from the priests of Tsathogga in their temple or dungeon. For it is these foul priests that seek this level; there is an ancient shrine to the frog demon-god here, as well as lost knowledge of the distant past that they would find useful. Any players bragging of their exploits or discoveries here would find that they become targets of interest by those cultists who follow the primordial god of slime.

New Rumors:

• It is said the frog worshippers seek some undiscovered evil, deep within the earth (True.)

• "I hear that them nice priests built a temple nearby to scourge the thralls of Orcus from this place, I say welcome to them!" (True, from a strange perspective, but they are not nice)

• "Frogs, everywhere! I swear the river was brimming with them!" (True.)

• "Deceivers and evil wizards I tell you, one of those priests even turned me into a frog! I got better." (False.)

History of this addition

"This was a squat, plain temple of basalt blocks without a single carving, and containing only a vacant onyx pedestal. . . It has been built in imitation of certain temples depicted in the vaults of Zin, to house a very terrible black toad-idol found in the red-litten world and called Tsathoggua in the Yothic manuscripts. It had been a potent and widely worshipped god, and after its adoption by the people of K'n-yan had lent its name to the city which was later to become dominant in that region. Yothic legend said that it had come from a mysterious inner realm beneath the red-litten world — a black realm of peculiar-sensed beings which had no light at all, but which had had great civilizations and mighty gods before ever the reptilian quadrupeds of Yoth had come into being."

-H. P. Lovecraft and Zealia Bishop, "The Mound"

Many ask why the evil armies of Orcus selected Rappan Athuk, along with its associated cave complex, as the place to settle and fortify. No one alive knows the answer; however uses of *legend lore* or clever research by sages could reveal that they were drawn by some ancient evil presence. Long before armies of man roamed the earth, an eldritch evil festered deep beneath the earth. These caverns contain a putrid power so old it has been forgotten. The minions of Orcus never breached the ancient caverns deep under Rappan Athuk, and perhaps they were lucky they did not. What they sought, and what possible interactions would come to pass between minions of the two demons are unknown.

Level 7B

Equivalent Dungeon Level: 10 Entrances: Secret tunnel from Level 13C, Area 13C–10, passageway from Wilderness Area 4. Exits: Underdark via river tunnel from Area 7B–14. Wandering Monsters: Check once per hour on 1d20:

| 1 | 1d6 black puddings |
|-------|---|
| 2 | 1d6 headless horrors (see Area 7B–5) |
| 3 | 3d6 frog spawn of Tsathogga (see Area 7B-9) |
| 4 | 1d8 cavern lizards |
| 5 | 1 gloom crawler |
| 6 | 1 patch of green slime |
| 7 | 1d6 violet fungi and 2d6 shriekers |
| | (see Area 7B–12) |
| 8 | 1 shambling mound (see Area 7B–12) |
| 9 | 1d3 piercers |
| 10-20 | No encounter |
| | |

Detections: Extreme evil from the statue and pool of Tsathogga in **Area 7B–8**.

Standard Features: The floors and ceilings are covered with stalagmites and stalactites. Walls, columns and other features on this level are dry. Random fungus and dripping water are everywhere, and a stench of decay permeates the air. This area is fungus-filled. 20% of the fungus is edible while 10% is poisonous. Druids, rangers, and dwarves can tell which are edible.

Black Pudding: HD 10; AC 6 [13]; Atk (3d8); Move 6; Save 5; AL N; CL/XP 11/1700; Special: Acidic surface, immune to cold, divides when hit with lightning.

Cavern Lizard: HD 4; AC 5 [14]; Atk 1 bite (2d4); Move 9 (6 climb); Save 13; AL N; CL/XP 4/120; Special: Grab.

Gloom Crawler: HD 10; AC 3 [16]; Atk 10 tentacles (1d6 plus constrict), bite (2d8); Move 9; Save 5; AL C; CL/XP 11/1700; Special: Constrict, all-around senses, vulnerable to sunlight.

Green Slime: Green slime isn't technically a monster, just





an extremely dangerous hazard in underground tombs and other such places. Any metal or organic substance it touches begins to turn to green slime (saving throw). It can be killed with fire or extreme cold, and the transformation process can be arrested by the use of a *Cure Disease* spell.

Small Piercers (1 HD): HD 1; AC 3[16]; Atk 1 drop and pierce (1d6); Move 1; Save 17; AL N; CL/XP 1/15; Special: None.

7B-1. Tunnel Entrance from Below

This blocked tunnel rises up 600 ft. at a slight angle from Level 13C. The tunnel is blocked and filled with rubble for the first 80 ft. It takes 1 character turn (10 minutes) to clear each 5 ft. of tunnel, with a maximum of 3 characters able to work (e.g. 3 characters can clear 15 ft. in 10 minutes). Dwarf players count as 2 characters for purposes of clearing the debris. This material must be cleared in order to pass through and into Area 7B–3. Hints of space beyond should be given to the players, such as a slight breeze in the air causing torches to flicker near the rubble pile. Once the rubble is moved to reveal a 5 ft. tunnel, other hints like cave paintings and ochre or charcoal stains on the walls can be given, indicating that "something" lies behind the blocked corridor.

Keep in mind that clearing this material not only takes a great deal of time, but also makes a lot of noise, possibly drawing random encounters to players from the **Level 13C** encounter chart. The good news is that gravity aids the players trying to clear the rubble (the tunnel slopes down), the bad news is that each turn there is a 20% chance of a collapse and rubble slide filling a 20 ft. by 10 ft. section of the tunnel (save or take 4d6 damage, save again or be trapped under a pile of rubble, taking 1d6 damage per round until freed by others [takes 1d3 rounds to free a trapped character]).

7-2. Empty Rooms

Self-explanatory, although this is a good time to roll for wandering monsters. The Referee should also fill these areas with whatever dungeon dressing he feels is appropriate, perhaps noting the abundance of stalactites.

7B-3. The Egg

This 60 ft. diameter cavern is smooth walled and has a slightly sloping ceiling, peaked in the middle, giving the whole a rather unnerving egg-shaped look. Covering the walls and ceiling are thousands of painted images of what look like cavemen worshipping frog demons and sacrificing humans and animals to some weird frog god. The paintings are quite primitive; though clear in their intent and meaning. The floor of the cave contains only a thin veneer of soil over clean solid rock.

7B-4 Meow!

This large cavern contains mounds of churned up soil and rock, spread in piles 5–10 ft. in diameter, randomly spaced throughout its base. The cavern itself is nearly 400 ft. in diameter, with an 80 ft. ceiling. Bats and small insets flit about in the darkness, although no other random encounters occur in this room, as other denizens of this level have learned to avoid coming here. The cavern floor is highly uneven, and all movement here is halved. Running or moving in combat requires a save each round to avoid tripping and falling prone (taking 1 point of damage from the sharp rocks). The biggest problem here is of course the **3 bulettes**: *Gimmli, Remington,* and *Jackson* that are the cause of the uneven floor.

Being able to sense movement on the ground, these landsharks attack any that enter the room 2d6 rounds after the cavern is entered. *Gimmli, Remington,* and *Jackson* (the bulettes) each shows up separately (on a 2d6 timer) as soon as anyone has entered 20 ft. into the cavern. The bulettes have grown fairly lazy, and do not pursue anyone fleeing out of this area unless the party includes halflings (they have a special taste for the short folk).

Bulette: HD 9; AC –1 [20]; Atk 2 claws (2d6), 1 bite (3d12); Move 15 (Burrow 3); Save 6; AL N; CL/XP 11/1700; Special: Burrow.

Tactics: The bulettes first attack comes from underground. Each surprises a victim on a 1–5 on d6 in the first round of combat as it burrows up from below. A *silence 15' radius* spell prevents a character from being attacked in this way, although *invisibility* or other visual obfuscation has no effect. Likewise, anyone not touching the ground is safe. Once they are at the surface, the bulettes attack randomly, choosing a victim from all targets within range, although they always preferentially attack a halfling, and only attack dwarves if he is the only target (dwarves taste yucky). If reduced to 25% of their original hit points, each retreats underground.

Treasure: Below this cavern, the bulette tunnels lead to **Area 7B–6**. Digging through the tunnels requires clearing away 20 ft. of rubble, and results in a fall of 20 ft. (2d6 damage) as the tunnel clears into that area (save avoids the fall).

7B–5. So what if you have a Vorpal Weapon?

This is the den of a small tribe of **31 headless horrors**. The cavern itself is 300 ft. in diameter and has an 80 ft. ceiling, sloping down to 50 ft. in the southern end. Numerous small ledges and cubby holes dot the southern end of the area, creating individual nests for the tribe of headless that reside here. A total of **9 nest areas** exist on this wall.

Nest 1—This nest consists of a 20–ft. diameter cave and contains 1 male and 1 female headless, and 2 small cubs (non-combatant). They have no treasure.

Nest 2—This nest consists of a 10–ft. diameter cave and contains **1** male headless. He has no treasure.

Nest 3—This nest consists of a 40–ft. diameter cave and contains **1** male and **2 female headless**. They have **6 cubs**. One of the cubs wears a strangely carved necklace of bones and rock chips that acts as a +2 amulet of protection.

Nest 4—This nest consists of a 40–ft. diameter cave and contains **3** male headless. They have no treasure.

Nest 5—This nest consists of a 60–ft. diameter cave and contains 1 male chieftain headless named **Kelzurn**, his mate **Fwand**, and **3 cubs**.

Nest 6—This nest consists of a 30–ft. diameter cave and contains **3** female headless, one rather sickly cub, and no treasure.

Nest 7—This nest consists of a 20–ft. diameter cave and contains **1** male and **1 female headless** and have a small vein of mithral in the back of their cave (500 pounds of ore, generates 10 pounds of mithral if mined and refined (worth 16,000 gp).

Nest 8—This nest consists of a 20–ft. diameter cave and contains **2** male headless and no treasure.

Nest 9—This nest consists of a 60–ft. diameter cave and is the home of **Seraficer**, a male warlock headless. This witchdoctor wields a *staff of withering* and has a suit of armor made from bulette hide (AC 0). A strangely shaped statue of some weird forgotten god stands at the back of the cave. It appears as a headless man with 6 arms and a maw in its chest. This is *Uhm*, the god of the headless, and will be detailed in a future *Rappan Athuk* module. This statue grants boons to any headless within 40 ft. (regeneration 1 hp/round, +2 on all attacks and damage, and +4 on all saves; not included in stats).

Headless Horror: HD 6; AC 4 [15]; Atk 2 claws (2d6) and bite (1d4); Move 12; Save 11; CL/XP 8/800; Special: Rend, immune to magic (except from their own clerics).

Seraficer, Warlock: HD 11 (66 hp); AC 4 [15]; Atk 2 claws (2d6) and bite (1d4) or *staff of withering*; Move 12; Save 5; CL/XP 16/3200; Special: Rend, immune to magic (except from their own clerics), cast spells as 11th level cleric.

Fwand, Large Female: HD 8 (47 hp); AC 4 [15]; Atk 2 claws (2d6) and bite (1d4); Move 12; Save 8; CL/XP 10/1400; Special: Rend, immune to magic (except from their own clerics).

Kelzurn, Chief: HD 10 (60 hp); AC 4 [15]; Atk 2 claws (2d6) and bite (1d4); Move 12; Save 5; CL/XP 12/2000; Special: Rend, immune to magic (except from their own clerics).

Tactics: The headless horrors swarm to defend their lair. If they are not surprised, one female in each nest moves any cubs present to the witchdoctor's nest. Three females remain with the cubs, while the rest of the tribe join in and attack any intruders. The headless are not stupid, and gather and mass attack rather than slowly join in. Note that they are highly proficient climbers and that they know all of the easy ways up and down into their nests. They can reach the cavern floor in 1 round per 20 ft. of descent or ascent. Any headless except the chieftain that is wounded over 50% retreat to the witchdoctor's cave and make a final stand there.

7B-6. Under Cavern of the Bulettes

This cavern is the nest of the bulettes in **Area 7B–4**. It contains large castings of creatures they have previously devoured, as well as a fairly obvious large quartz vein streaking through the north side wall. Examination of this quartz vein reveals that in addition to the milky quartz, there are flecks of gold and silver. A dwarf or any character with mining experience immediately realizes that this is a mother lode vein. There is a total of 112,000 gp of gold ore and 950,000 sp of silver ore present in the vein. It takes 8 hours to mine 1% of the ore (which weighs 1 ton until refined). A truly committed group of players could make quite a large amount of money here, although the logistics of removal are difficult.

Additionally, there are **4 bulette eggs** present in the nest, as well as any wounded bulettes from **Area 7B–4** that may have retreated.

7B-7. The River of Filth

This cavern is 70 ft. wide and has a 40 ft. ceiling. Running down its center is a 20 ft. wide, slow moving river, leading from **Area 7B–8** to the lake in **7B–9**. The river oozes and bubbles with slime and filth, flowing forth from the rock formation in **Area 7B–8**. It has a stench of sulfur and rotting slime. The water itself contains billions of harmful bacteria. Contact with the water is harmless, although exposure to any cuts or ingestion of the water itself forces a save to avoid contracting a fatal disease (death in 2d6 days).

Swimming in the river are **24 frog spawn of Tsathogga**. They attack any that approach within 30 ft. of the river bank. They attack mindlessly and have no treasure. Frogs do not enter **Area 7B–8**.

Frog Spawn: HD 1+4; AC 7 [12]; Atk 2 claws (1d2) and bite (1d4+1 + disease); Move 3 (or 150ft leap); Save 17; CL/XP 3/60; Special: Leap, disease (save or transmitted).

7B-8. Tsathogga and the Black Pool

A river flows from the western edge of this cavern, flowing out of a naturally formed image of the frog god, Tsathogga. The stone formation truly resembles the demon-frog himself, and has been blessed (or cursed) by that vile one as an unholy altar. Merely passing within 60 ft. of the rock

image requires a save to overcome the fear caused by this blessing. The cavern itself is 100 ft. in diameter, with walls of polished and smoothed rock. Flanking the stone formation on either side are two carved stone pools.

The Statue of the Frog God—This image truly was naturally formed from cave deposits over thousands of years, until it was discovered by worshippers of Tsathogga. The evil priests placed two huge gems (100,000 gp uncut sapphires) into its eyes. These evil ones consecrated the image as an altar of the frog god, and as a blessing the god rewarded their efforts by creating the following effects (treat as an artifact):

 \bullet The stone is immune to all attacks by weapons of less than +4 enchantment

• The image putrefies any water touching it, creating a disease ridden, sulfurous smelling vile substance that causes a fatal disease (save or die in 2d6 days) if ingested of if it enters one's bloodstream.

• The eye gems cannot be removed without a +4 or better weapon. Anyone trying to remove the eyes must make a save at -4 or immediately dive into the black pool closest to the player (telepathic *suggestion* spell).

• The image causes *fear* (save or refuse to move within 60 ft. of the image).

• Magic Resistance 75%.

• If the statue is damaged, the **3 hezrou demons—Kth'luh, Ruhioa and Tolith** bound to the statue as servants are released. Their names are prominently inscribed on the statue in a demonic language (requires read languages or equivalent to decipher). If their names are spoken, they are summoned as well, attacking any that are present unless a priest of Tsathogga is present, in which case they obey the commands of the priest.

• The image grants a boon to the *formless ones* (black puddings) within 100 ft., giving them maximum hit points and 30% magic resistance.

• The image resummons any black puddings slain within 1 day.

• The statue can only be destroyed by physical damage from holy or blessed weapons, and its powers destroyed only by then grinding the metal from those weapons and mixing the powdered metal into the rubble. Otherwise, the image reforms in 2d6 months.

The Black Pools—each of these pools is 7 ft. deep, and contains a large **black pudding**. Due to the presence of the demon statue, these puddings have maximum hit points and 30% magic resistance. They attack any in the chamber after 2d6 rounds, or if anyone gets within 5 ft. of the pools (surprise 1–5 on d6). If burned for over half hit points, the puddings retreat into their pool or the river to put out the fire if possible.

Black Pudding: HD 10, hp 80; AC 6 [13]; Atk 1 attack (3d8); Move 6; Save 5; CL/XP 11/1700; Special: Acidic surface, immune to cold, divides when hit with lightning, magic resistance (30%).

7B-9. The Dark Lake

This 600 ft. by 400 ft. cavern contains a large subterranean lake. The river from **Area 7B–8** flows into the lake area, dissipating its disease causing waters into it (the water still contains disease, but all saves are made at +4 due to dilution). All around the shoreline are bones of cavemen and frogs. Most appear to be gnawed on and cracked. Once per 10 minutes, any within the cavern draw the attention of **2d6 frog spawn of Tsathogga**. They attack mindlessly and have no treasure. There are literally hundreds of these foul creatures here, so they continue to attack until 500 have been slain.

Frog Spawn: HD 1+4; AC 7 [12]; Atk 2 claws (1d2) and bite (1d4+1 + disease); Move 3 (or 150 ft. leap); Save 17; CL/XP 3/60; Special: Leap, disease (save or transmitted).

Careful inspection of the lake itself reveals shallow steps set into the water on the northern side of the cavern, leading to a center platform in the middle of the lake. The frogs avoid this area and any in combat retreat as soon as they get within 30 ft. of the platform.

The platform itself is constructed of pure black stone (obsidian, worth

200,000 gp if somehow removed). Beneath the platform is the blob **Masika**, a **gargantuan black pudding**. It attacks intelligently, waiting for players to become complacent and catching their breath from frog attacks. This monster is an ancient creature, and is the undisputed apex predator on this level.

Masika: HD 20 (91 hp); AC 6 [13]; Atk 1 attack (6d8); Move 6; Save 3; CL/XP 21/4700; Special: Acidic surface, immune to cold, divides when hit with lightning.

7B-10. 2001, a Space Oddity

The entrance to this side cavern is again blocked by rubble. If touched with bare hands, the rubble itself seems to slightly hum and vibrate, with the vibrations increasing in intensity as the corridor is cleared. Beyond the 20–ft. rubble filled passage is a small cave, 20 ft. in diameter. In the center of the cave is a black stone pylon.

The pylon itself is made of an indestructible material, and is etched with mathematical symbols. If touched, a random effect takes place (no save is allowed against any of these effects):

1. Random attribute is raised by 1

- **2**. Random attribute is lowered by 1
- **3**. The character gains 1 level
- 4. The character loses 1 level
- 5. The character gains a natural -1 [+1] AC bonus
- 6. The character loses 1d4 hit points permanently

7. The character *levitates* on top of the ground for 3d6 hours (1 inch off the ground)

- **8**. The character moves at half speed for 3d6 hours
- 9. The character gains a +2 bonus on all saves for 24 hours
- 10. The character incurs a -2 penalty on all saves for 24 hours
- **11**. Random attribute raised by 1d3
- 12. Random attribute is lowered by 1d3
- 13. The character gains a permanent +1 bonus to attacks made with his hands
- 14. The character gains a permanent -1 penalty to all hand to hand attacks

15. The character grows 6 inches (gains +1 Strength). Equipment does not grow.

16. The character shrinks 6 inches (incurs -1 Strength). Equipment does not shrink.

17. The character gains a permanent immunity to cold (+4 on saves, half damage)

18. The character gains a permanent vulnerability to cold (-4 on saves, double damage)

19. The character gains a permanent immunity to fire (+4 on saves, half damage) $\$

20. The character gains a permanent vulnerability to cold (-4 on saves, double damage)

The pylon can affect each character only twice. Touching the pylon a third time results in an electric shock for 3d6 damage (save for half).

7B-11. Night Terror

The tunnel leading down to this cavern slopes steeply and contains loose rubble and sand. Characters must make a save each round or lose their footing and slide 1d6 x 5 ft. until they reach the bottom (80 ft.). The cave itself creates a feel of darkness and foreboding, an aura of spine-tingling fear that pervades all the way to its edge. The cave itself is 50 ft. in diameter, with large chunks of rubble filing the floor. The back of the room seems darker than the rest, and light does not penetrate as far (light distances halved) in the back 20 ft., almost as if a curtain of darkness is dampening the light. As the area is approached, a large pile of gold and silver ore (total value 20,000 gp, weighs 400 pounds) can be seen mounded in a pile.

As one would expect, guarding this pile of treasure is an incorporeal creature known as a **night terror**. The night terror attacks as soon as any touch the treasure.

Night Terror: HD 8 (47 hp); AC –8 [27]; Atk 1 touch (3d6 + fear); Move Fly 12; Save 8; AL C; CL/XP 15/2900; Special: Immune to fire and electricity, *phantasmal killer*, incorporeal (silver or magic weapon to hit, half damage from silver weapons).

7B-12. The Topiary

This huge cavern is different than most of the others on this level in that it is filled wall to wall with various types of fungus and subterranean plants. Water drips form the 200 ft. ceiling and a slight breeze indicates that there must be a passage somewhere "up there" to the surface. Bats flit about along the ceiling, and a few small birds can be observed by anyone flying near the roof of the cavern. Following these birds and bats reveals a 2–ft. diameter, 40–ft. long tunnel leading out to the surface, just to the south of the troll lair (**Wilderness Area 4**). Most of the plants and fungus are harmless; however a few areas contain dangerous bits, as well as one area that is the home of a **topiary beast**.

The cavern itself is approximately 500 ft. in diameter, with its floor pocked with stalagmites and columns, as well as dozens of small pools of water. The whole cavern is damp and earthy smelling. Dangerous areas are noted below.

Area A—This area contains a large patch of **yellow mold**, spread over a 30 ft. area.

Yellow Mold: HD n/a; AC n/a; Atk 1d6 damage + spore cloud; Move 0; Save n/a; AL N; CL/XP 3/60; Special: Poisonous spore cloud, killed by fire.

Area B—This area contains a patch of **8 violet fungi**. The fungi attack any creature passing within 10 ft. The remains of 4 adventurers who came in from the ceiling (and unfortunately landed in this area) are mixed in with the ground fungus and detritus. Most of the gear is rotted away and useless, however amidst the rusty metal and moldy cloth can be found 122 gp, a silver holy symbol, 2 *potions of flying*, a *ring of fire resistance* and a *necklace of adaptation*.

Violet Fungus: HD 3; AC 7 [12]; Atk 4 tendrils (rot); Move 1; Save 14; AL N; CL/XP 4/120; Special: Tendrils cause rot.

Area C—This area contains a large patch of 22 shriekers, and is the nesting area of the **topiary beast**. The topiary beast appears to be a large shrieker at first, only revealing itself if the party is engaged by another creature or appears to be slaughtering the shriekers. There is a 90% chance that the shambling mounds from **Area D** are drawn to combat by the shriekers. The shriekers have no tactics.

Shrieker: HD 3; AC 7 [12]; Atk None; Move 1; Save 14; AL N; CL/XP 3/60; Special: Shriek.

Topiary Beast: HD 12; AC 4 [15]; Atk 2 claws (1d10) and bite (4d6); Move 12; Save 3; AL N; CL/XP 15/2900; Special: Rend, noxious breath, deafening roar, swallow whole.

Area D—This area is the nest of **4 shambling mounds**. The mounds attack any that come near their lair.

Shambling Mound: HD 8; AC 1 [18]; Atk 2 fists (2d8); Move 6; Save 8; AL N; CL/XP 11/1700; Special: Damage immunities, enfold and suffocate victims.

7B-13. Dem Bones

This dry cave contains literally thousands and thousands of bones. It was once used as a midden for the cavemen that lived here. The cave itself is 120 ft. in diameter, and there are over 400,000 bones here. None animate, attack or are magical in any way. Of interest, however, is one

large skull of a triceratops (worth 5,000 gp to the right buyer). It weighs about 800 pounds.

7B-14. Lothar Wolf

This cavern area differs from the rest of the level because it has been carved to create flat walls and floors. The ceiling has been smoothed, and crude but obvious signs of stoneworking are present everywhere. The cavern itself is 60 ft. long and 40 ft. wide, and the ceiling rises to a height of 30 ft. At the far end of the cavern is a carved throne-like structure, flanked by two large statues of wolves. The throne is composed of a reddish-pink stone, and is inlaid with various uncut gems and stones. If removed or pried loose, the gems themselves are worth 5,000 gp. Intact, the stone throne would be worth 30,000 gp. One minor problem however; the two stone wolves are in fact **carytid columns**, and the long-dead **spectre** of the last caveman king, **Lothar**, hides his incorporeal self within the stone block.

Caryatid Columns (2): HD 5 (27, 20 hp); AC 5 [14]; Atk 1 bite (1d8+1); Move 9; Save 12; AL N; CL/XP 7/600; Special: Immune to most magic (*transmute rock to mud* deals 1d6 points of damage per caster level, *transmute mud to rock* heals all damage and *stone to flesh* makes it subject to damage from normal weapons), half damage from normal weapons, shatter weapons.

Spectre: HD 7; AC 2 [17]; Atk 1 spectral weapon or touch (1d8 + level drain); Move 15 (Fly 30); Save 9; CL/XP 9/1100; Special: Drain 2 levels with hit, immune to non-magical weapons.

Tactics: The carytid columns attack any within the room. While wolf shaped, they fight as any others of their kind. Lothar meanwhile, waits until the players are engaged in combat, and then reaches up through the floor to attack, focusing on spellcasters first. Unless turned, he returns underground and repeats his attacks, avoiding combat with players until he drains a character totally (and gets a free helper out of the deal).

Appendix A: New Monsters

Topiary Beast

A topiary beast is a large, semi-intelligent creature that most frequently resides within patches of large fungus or plants. It is a master of camouflage, and can alter its color to suit its surroundings. While it itself is not a plant, it can change form to appear to be a tree, a giant mushroom or many other types of plants. There is a 90% chance that it remains unseen if such plants or fungi are available for it to hide in, although Druids recognize it 50% of the time. Topiary beasts range in size from 4–12 hd, and have various special attacks depending on their size. Once revealed, Topiary beasts appear as a large plant creature with 4 arms, a large, gaping maw, and 4 small beady eyes.

A topiary beast attacks with its large claws and fangs. Any creature hit by 2 or more claws is rended for an additional 2d6 points of damage. If all 4 claws hit a single opponent, he takes an additional 4d6 points of damage. In addition, Topiary beasts with 6 or higher hit dice can vomit forth a nauseating breath 1/day (cone shaped, save or be affected as per a *stinking cloud* effect, 30 feet range). Topiary beasts with more than 9 hit dice can let loose a loud roar (deafens all within 20 feet, save to avoid, 1 day), and can swallow halfling-sized opponents whole if their mouth attack roll is 4 higher than the number required to hit. Creatures with 12 hit dice can swallow man-sized opponents whole if their mouth attack roll is 4 higher than the number required to hit. Any creature swallowed is chewed on by the beast's shark-like teeth (no roll required to hit, continuous damage each round).

Topiary Beast: HD 4 to 5; AC 4 [15]; Atk 2 claws (1d6) and bite (2d6); Move 12; Save 13 to 12; AL N; CL/XP 4/120 or 5/240; Special: Rend.

Topiary Beast: HD 6; AC 4 [15]; Atk 2 claws (1d6) and bite (2d6); Move 12; Save 11; AL N; CL/XP 7/600; Special: Rend, noxious breath.

Topiary Beast: HD 7 to 8; AC 4 [15]; Atk 2 claws (1d8) and bite (3d6); Move 12; Save 9 to 8; AL N; CL/XP 8/800 or 9/1100; Special: Rend, noxious breath.

Topiary Beast: HD 9 to 11; AC 4 [15]; Atk 2 claws (1d10) and bite (4d6); Move 12; Save 7 to 4; AL N; CL/XP 11/1700 or 12/2000 or 13/2300; Special: Rend, noxious breath, deafening roar.

Topiary Beast: HD 12; AC 4 [15]; Atk 2 claws (1d10) and bite (4d6); Move 12; Save 3; AL N; CL/XP 15/2900; Special: Rend, noxious breath, deafening roar, swallow whole.

Night Terror

A night terror is a neutral, incorporeal creature that lives and feeds off the energy of the dying. Many say it is related in some way to a will-o'wisp, and that it is the dark cousin of those creatures. Night terrors are only found in the deepest recesses of the earth, as they are slain instantly by contact with sunlight, and even moonlight causes them pain. Night terrors live to feed, and always attack living creatures using their spell-like abilities, only resorting to their physical attacks if cornered.

Night terrors can use the *phantasmal force* spell once per round that is so terrifying it forces the target to pass a saving throw or die. Even if the subject saves, they suffer 3d6 points of damage. Once per day, the monster can use the same attack on all creatures within 30 ft. of it.

A night terror's physical attack consists of an icy-cold touch that inflicts 3d6 points of damage and causes a *fear* spell effect on the victim. Similar to the will-o'-wisp, the night terror is immune to most spells. Only *magic missile*, *maze* and *remove fear* have any effect on a night terror. They are particularly susceptible to *remove fear*, which causes them to fall asleep for 24 hours (no save) unless disturbed. Any contact with sunlight causes them to save or die each round, and moonlight causes them to recoil and flee. They are unaffected by magical light or firelight, and are immune to fire and electricity.

Night Terror: HD 8; AC –8 [27]; Atk 1 touch (3d6 + fear); Move Fly 12; Save 8; AL C; CL/XP 15/2900; Special: Immune to fire and electricity, phantasmal killer, incorporeal (silver or magic weapon to hit, half damage from silver weapons).

Headless Horror

These abominations only exist in the darkest reaches of the earth. Ancient creatures, they resemble a fur-covered ape with no head or neck. Eyeless, their mouth resides in the center of their chest. They are carnivorous creatures, feeding on anything they can catch. They are not extremely intelligent, (similar to apes), but have decent combat tactics and have been known to attack as a pack with some coordination. They climb and hide extremely well (as a level 10 thief).

Headless horrors have an extreme sense of touch and hearing, and are able to sense any creature within 60 feet as if they had sight, using the slight tremors of ground movement to track their prey. They can be rendered "blind" by use of a *silence* spell, and anyone moving silently counts as "invisible" to them. They in turn can move with incredible stealth, surprising opponents on a 1–4 on 1d6.

Headless horrors attack with their powerful arms and claws, tearing their prey to shreds with their brute strength. Creatures hit by both of a headless horror's claw attacks suffer an additional 2d6 points of rending damage. They have a bite attack as well, although they generally prefer to convert prey into bite-sized pieces prior to ingestion, only biting grappled opponents while rending them. Worse, they are completely immune to magic. Some larger headless are known to exist (chiefs have 10 hd) and tribes have been known to have witchdoctors (clerics) of levels 4 to 10.

Headless Horror: HD 6; AC 4 [15]; Atk 2 claws (2d6) and bite (1d4); Move 12; Save 11; AL C; CL/XP 8/800; Special: Rend, immune to magic (except from their own clerics).

Frog Spawn of Tsathogga

These 2–3 foot long horrid creatures live in the filth and vile waters of the underworld. They are essentially large toothed frogs with no eyes. Being spawn of the leprous frog demon, Tsathogga, they have evolved into pack-like carnivores that swarm on prey like piranhas. Blind from lack of light, these "deep-frogs" know no fear and have learned to eat anything they can catch.

Deep frogs use a swarm attack, with up to 8 animals attacking a single man-sized opponent at a time. They fight with two claws and a diseased bite. This deadly diseases causes death in 2d6 days once it is contracted.

Frog Spawn: HD 1+4; AC 7 [12]; Atk 2 claws (1d2) and bite (1d4+1 + disease); Move 3 (or 150ft leap); Save 17; AL C; CL/XP 3/60; Special: Leap, disease (save or transmitted).

Product Identity: The following items are hereby identified as Product Identity, as defined in the Open Game License version 1.0a, Section 1(e), and are not Open Content: All trademarks, registered trademarks, proper names (characters, deities, etc.), dialogue, plots, storylines, locations, characters, artwork, and trade dress. (Elements that have previously been designated as Open Game Content or are in the public domain are not included in this declaration.)

Rappan Athuk is written under version 1.0a of the Open Game License. As of yet, none of the material first appearing in **Rappan Athuk** is considered Open Game Content.

OPEN GAME LICENSE Version 1.0a

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a)"Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b)"Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d)"Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3.Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5.Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6.Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to

Open Content: Except for material designated as Product Identity (see above), the game mechanics of this game product are Open Game Content, as defined in the Open GameLicense version 1.0a Section 1(d). No portion of this work other than the material designated as Open Game Content may be reproduced in any form without written permission.

copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10. Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12. Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13. Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14. Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15. COPYRIGHT NOTICE

Open Game License v 1.0a Copyright 2000, Wizards of the Coast, Inc. *System Reference Document* Copyright 2000-2003, Wizards of the Coast, Inc.; Authors Jonathan Tweet, Monte Cook, Skip Williams, Rich Baker, Andy Collins, David Noonan, Rich Redman, Bruce R. Cordell, John D. Rateliff, Thomas Reid, James Wyatt, based on original material by E. Gary Gygax and Dave Arneson. *Swords & Wizardry Core Rules*, Copyright 2008, Matthew J. Finch

Monster Compendium: 0e, Copyright 2008, Matthew J. Finch

Cavern Lizard The Tome of Horrors Complete. Copyright 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Green. Gloom Crawler The Tome of Horrors Complete. Copyright 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Green. Caryatid Column The Tome of Horrors Complete. Copyright 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Green, based on original material by Jean Wells.

Rappan Athuk—Level 7B: Caves and Caverns of the Ancient Gods- Copyright 2012 Bill Webb, Frog God Games