

WARLOCK

GUIDE TO THE SHADOW REALMS



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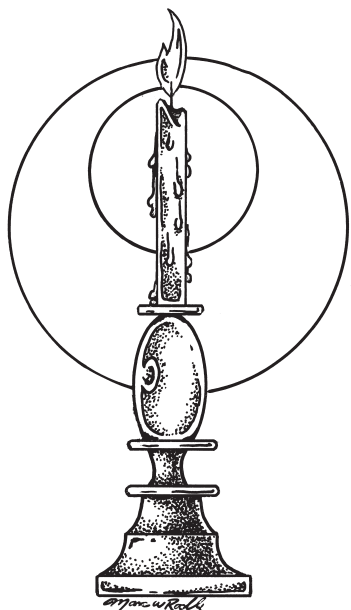
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7 SECRETS OF THE SHADOW REALM

1. **The Shadow Realm is the home of the shadow fey, though it also holds a sizable goblin population.** While some of these goblins were originally average goblins who have since been marked by the Shadow Realm, others were shadow fey or humans transformed as a punishment for their misdeeds against powerful fey. Shadow goblins are more intelligent but just as craven as regular goblins; their fear of their shadow masters ensures they do what it takes to avoid a lashing.
2. **Sarastra, Queen of Night and Magic and ruler of the Shadow Realm, has shown support for a ghoul uprising, though to what end none can be sure.** The members of the Order of the Ebon Star bare crests denoting their dedication. Much of the Order exists in the mortal realm, but those ghouls who visit the Shadow Realm are left to travel unhindered in most areas (see *Warlock 8: Undead* for more information on the Order of the Ebon Star).
3. **The Shadow Realm exists in a state of perpetual twilight;** there is no day and night cycle. While there is illumination, it is not sunlight and does not affect creatures who suffer from sunlight.
4. **The Shadow Realm is the shadow of the mortal world.** Distances and locations shift and distort; those who successfully navigate their journey one day may be unable to return by the same means the next. Canny and capable individuals have been known to utilize the shadow roads to travel great distances across the mortal realm, but the Shadow Realm is not without its own dangers.
5. **The umbral vampires of Oshragora, the City Fallen into Shadow, do not feed on blood and are not true vampires.** They are beings who believed they could avoid the passage of time. When the great magics protecting their city eroded, lifetimes passed in minutes and these souls were sent tumbling through time, emerging from the turmoil as twisted creatures of shadow.
6. **Water and food can be difficult to find in the Shadow Realm.** Rivers are swift, frigid, and filled with the spirits of creatures that died in or near the river. Such spirits drag unwary drinkers into the dark water never to be heard from again. The few springs that produce clear water are heavily protected by the denizens who have not entirely given themselves over to shadow. Berries and other plants are often black and glossy, and those who can stomach the rotten taste find them sustaining but unpleasant. Individuals who are



not careful while foraging for food or drinking the realm's dark water put themselves at risk of shadow corruption (*Midgard Worldbook*, p. 414).

7. **Corremel, the City of Lanterns**, is considered by many to be one of the safest place in the Shadow Realm and is often visited by those seeking strange, powerful, or eclectic items unavailable anywhere else. Coin is accepted as payment in some locations, though other forms of barter are also common. Those looking to cross the dangerous River Lethe find Corremel's bridge the safest place to do so.

LOCATIONS OF THE SHADOW REALM

Though a dark reflection of Midgard with many of the same characteristics, the Shadow Realm holds its own features not seen elsewhere.

THE RING

The Ring, a large, perfectly-round stone building, appears at random throughout the Realm, only to disappear once more. Its exact size is difficult to determine as it seems to shrink and expand based on its current location. Whether it is stretching over a mile in diameter when in an expansive field of flowers or shrinking to one hundred feet in diameter when nestled between the craggy foothills of the Mistcall Mountains, one thing remains constant: those who circle the building in the hopes of locating a door, or even a window, are disappointed to learn it seems to be devoid of an entrance. Those attempting to pass through the walls via magic such as *passwall* or *ethereality* find there is actually nothing there. The building, which seems to be solid, is actually only quasi-real: a tangible, three-dimensional shadow cast by a building in an entirely separate location.

History

The Ringmaster, as he is now known, once operated a tavern in a thriving metropolis full of powerful spellcasters. Many visitors passed through the doors, and the proprietor was known to give down-on-their-luck guests a chance to earn their stay by entertaining the other guests. Eventually, the tavern became fondly known as the Circus for all the strange tricks and performances one could view there on any given night.

The metropolis was unlike so many others thanks to the work of great archmages who resided there, twisting time and diverting its flow. Months and years could pass, but the citizens of the city remained as youthful as ever, unaffected by the passage of time. For generations, the Circus saw all manner of visitors who were eager for an enjoyable evening's entertainment in the ageless city. Then, one day, the magics protecting the great city eroded, sending it and its inhabitants plummeting through the storms of time they tried to deny.

When the dust settled and Oshragora, the City Fallen into Shadow, was born, the Ringmaster found his tavern as changed by the experience as he himself was. Instead of opening to the street and a decently-maintained exterior yard, the large entry chamber was now gone, replaced with an additional small guest room. No exterior doors were visible, but doorways inside the building would shift and change, sometimes opening to a guest room and other times creating a portal to another location entirely.

A Stay at the Inn

While The Ring itself exists in Oshragora, a three-dimensional shadow of the building moves about the Shadow Realm. Countless adventurers who have stumbled upon this strange building have spent hours attempting to find their way inside to no avail. The Ring can only be accessed



through one of the portals connected to the doors inside the Ring. Many of these portals exist throughout the Shadow Realm, but a few visitors have found their way to this inn by stumbling through circular doorways on other planes.

The Ringmaster cordially welcomes all guests to his establishment within moments of their arrival. Should he be preoccupied with another task, staff immediately greet newcomers and escort them to the central chamber to await the proprietor. The Ringmaster encourages all who arrive at his establishment to enjoy the amenities. As departing without the Ringmaster's approval is difficult, visitors quickly learn to curry his favor.

A stay at the Ring can be purchased by many means, none of which are coin. Canny creatures, especially those familiar with the ways of the Shadow Realm, have more success in reaching a fair value for the services offered and in negotiating finer details, such as securing an exit to a location of their choice or a guarantee that any goods they brought with them are accessible before they depart. In keeping with the merriment of the Circus, a good performance is often

accepted as a form of payment, though the Ringmaster has a strange fondness for having a guest make a fool of themselves in the name of entertainment. Those who do not wish to perform may agree to an exchange that seems insignificant, trivial, or minor at the time, but these payments often leave the guest in a bind down the road. Some examples of payments made in the past include the promise of the sharpest blade the guest possesses (to be claimed at the whim of the Ringmaster at a later date), the memory of a loved one since passed, a future moment of great triumph, or a favor.

A large, central chamber dominates the inside of the Ring. It holds a series of descending rings with a large open area at the bottom. Banks of chairs, each with a small table, sit secured to the descending platforms, affording each viewer a perfect view of the bottom.

Live entertainment is often available, but on some occasions the entertainment is illusory figures performing various acts. These illusions are the shadowy echoes of favorite or well-regarded past performances, not all of which were favored by the entertainer at the time they occurred.

TRAVEL TO AND FROM THE RING

The Ring can be accessed only via the portals the building creates. Once a creature, or group of creatures, enters the Ring via a portal, it cannot exit via a doorway portal until the Ringmaster wills it. Alternatively, a creature wishing to enter or exit the Ring can beseech another creature capable of powerful door-oriented magic, such as a Red Portal wizard, Hune the Doorlord, a herald of the Great Wyrms, or Zobeck's Dragged Woman, though there is no guarantee such an entity would aid the supplicant or

that it would ask for any lesser payment than the Ringmaster. Magic that allows instantaneous or planar travel does not allow entrance to the Ring. If a spellcaster attempts to use such magic to leave the Ring, it takes 45 (10d8) force damage and the spell fails. A creature using *passwall*, *etherealness*, or other similar magic to leave the Ring is blinded for 1 minute and shunted to a random location in the city of Oshragora. There is a 50% chance the next doorway this individual uses is a portal back into the Ring.

Some of the most repeated shows include Fernando the Bastard, the esteemed hero of the Trioloan army, dancing a jig for the audience wearing only his undergarments and a hat covered in bells, famous ballerina Annelise Proulxon hurdling low braziers while wearing a full suit of plate mail, and a weeping nameless satyr being shaven bare.

Four stone archways lead out of the central chamber into circular hallways. Lined with doors on the exterior walls, these hallways are gateways to just about anywhere. The doors, which vary in color, detailing, and even size, twist and change and may lead outside of the establishment into the Shadow Realm, into an alley in a busy city in Midgard, out of a cave in the depths of a dark forest, or onto another plane entirely. These doors cannot be unlocked by anyone other than the Ringmaster, and he is instantly aware of anyone opening or attempting to unlock the a door in the Ring without his permission.

When a room has been purchased by a guest, the doorway to their room remains in place so long as the guest is paid up. The rooms at the Ring are modest and comfortable, but not extraordinary.

Much like the rooms, the food at the Ring is adequate but not astonishing. Food appealing to mortals and Shadow Realm denizens is readily available, including stews, breads, and the strange, dark fruits of the Shadow Realm. The kitchen area of the Ring is inaccessible to guests and those who attempt to enter the room find themselves passing through a different doorway back into the same hallway they just exited.

While the stone building itself remains in an unknown location inside the city of Oshragora, the shadow essence of the Ring is often flickering from one site to another. When this happens, observant individuals may notice a change in some of the doors in the hallways, as these come and go based

on location. The fickle nature of these doors, and the host, has resulted in many an adventurer being granted leave from the Ring, only to be unable to retrace his steps and return to whence he came.

With no windows or exterior doors, the passage of time is difficult to determine inside the establishment, and, due to the host's nature, one can never be sure how long of a stay their payment has procured.

The Ringmaster

The Ringmaster is a tall, pale, gaunt figure dressed in colorful finery. His face is clean-shaven, and his black hair is slicked back into a low ponytail and secured with a ribbon. Misty strands of darkness leak from his empty eye sockets, his yawning nasal cavity, and his mouth.

Despite his off-putting appearance, he is polite at all times and operates the Ring as a seemingly civil establishment. It is said the Ringmaster never leaves the Ring and knows all which goes on inside its walls.

Like the other citizens of Oshragora, the Ringmaster is vague when it comes to time and chronological order. He seems to know far more than he says, and it is believed he reports at least some of the information he obtains from guests to a ruling council of umbral vampires in the city. Exactly how the information is passed remains a mystery, even to the Queen of Night and Magic. The Ringmaster has no love for the fey rulers of the realm and gladly trades establishment services for proof of trouble caused to such individuals.

Shadowy Nature. The Ringmaster doesn't require air, food, drink, or sleep.

THE RINGMASTER

Medium fiend, chaotic neutral

Armor Class 16

Hit Points 153 (18d8 + 72)

Speed 0 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	23 (+6)	18 (+4)	16 (+3)	18 (+4)	22 (+6)

Saving Throws Dex +11, Wis +9, Cha +11

Skills Deception +11, History +8, Perception +9, Persuasion +11, Stealth +11

Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 19

Languages Common, Elven, Umbral, Void Speech

Challenge 13 (10,000 XP)

Bound to the Ring. The Ringmaster is bound to the building in Oshragora known as the Ring. He can't willingly leave the Ring, but he knows all that happens within its walls as if the entire building was under the effect of a *clairvoyance* spell. As an action, he can see or hear any location within the Ring. If the Ringmaster is destroyed and the Ring is intact, he gains a new body in 1d10 days, regaining all his hp and becoming active again. The new body appears in a location of his choosing within the Ring.

Incorporeal Movement. The Ringmaster can move through other creatures and objects as if they were difficult terrain. He takes 5 (1d10) force damage if he ends his turn inside an object.

Legendary Resistance (3/Day). If the Ringmaster fails a saving throw, he can choose to succeed instead.

Shadow Blend. When in dim light or darkness, the Ringmaster can Hide as a bonus action, even while being observed.

Strike from Shadow. The reach of the Ringmaster's umbral grasp attack increases

by 10 feet and his damage increases by 4d6 when both the Ringmaster and the target of the attack are in dim light or darkness and the Ringmaster is hidden from the target.

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

Innate Spellcasting. The Ringmaster's innate spellcasting ability is Charisma (spell save DC 19, +11 to hit with spell attacks). The Ringmaster can innately cast the following spells, requiring no material components.

At will: *mirror image*, *plane shift* (can't cast on himself), *pratfall**

1/day each: *bane*, *black tentacles*, *legend lore*

*indicates a spell found in this book



ACTIONS

Multiattack. The Ringmaster makes three rapier attacks. He can use his Umbral Grasp in place of one rapier attack.

Rapier. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 10 (1d8 + 6) piercing damage. The Ringmaster's rapier is silvered and magical.

Umbral Grasp. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 27 (6d6 + 6) cold damage, and the target's Strength score is reduced by 1d6. The target dies if this reduces its Strength to 0. Otherwise the reduction lasts until the target finishes a short or long rest.

If a non-evil humanoid dies from this attack, a shadow rises from the corpse 1d4 hours later.

LEGENDARY ACTIONS

The Ringmaster can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The Ringmaster regains spent legendary actions at the start of his turn.

At Will Spell. The Ringmaster casts one of his at will spells.

Flight. The Ringmaster flies up to half his flying speed.

Umbral Grasp (Costs 2 Actions). The Ringmaster makes one umbral grasp attack.

Paralyzing Gaze (Costs 3 Actions). The Ringmaster fixes his gaze on one creature he can see within 10 feet of him. The target must succeed on a DC 17 Wisdom saving throw or become paralyzed until the end of its next turn.

TENEBOUS PLAIN

An plain of tall, luscious grass downstream from the Forest of the Firebirds stretches out around a tributary of the River Lethe. Gnarled trees and skeletal, leafless shrubs contrast sharply with the serene greenspace, creating a foreboding atmosphere. The shadows cast by the plants, both living and dead, fall in strange directions with some stretching further than others.

A fast-moving tributary flows through the plain, winding its way around the strange, misshapen vegetation. This offshoot of the

River Lethe is fickle, alternating between flowing with the same inky blackness as most water sources found in the Shadow Realm and running as clear and cool as the most refreshing of streams in Midgard. This happens on the whim of Oma Rattenfanger, the Keeper of the Plain.

It is difficult to say what causes her to show such generosity, but tales tell of countless mortals who make offerings in the Tenebrous Plain, eager for the untainted water. On some occasions, the inky blackness disappears from the riverbed, leaving behind perfectly drinkable water; however, tales also tell of ungrateful young adventurers greedily guzzling the clear water only to have it swirl with black motes while they're drinking it. Some say lost souls who have been mistreated by those they looked up to are likely to find aid from Oma Rattenfanger, but others say such individuals are never seen again, recruited into her eternal service.

Oma Rattenfanger, Keeper of the Plain

Oma Rattenfanger resembles a small, plump, motherly elf with a kind smile and cold, wicked eyes. She wears a well-made, clean but slightly-worn dress with a large skirt, and a matching bonnet-style cap sits on her head. Oma's slightly-iridescent wings give away that she was once a pixie, though her time in the Shadow Realm has significantly changed her. The fey has a fondness for young lost souls who make their way to the Shadow Realm, and she eagerly takes them under her wing.

Oma Rattenfanger staked her claim in the Tenebrous Plain a great time ago. Since then, the plain has grown and shifted under her care, giving her orphans a home where they can thrive. With the addition of other creatures over the centuries, Oma Rattenfanger's power in the Tenebrous Plain has only grown. Her home is a small,

thatched hut that can appear wherever she wants on the plain.

OMA RATTENFANGER

Tiny fey, chaotic neutral

Armor Class 17 (studded leather)

Hit Points 143 (26d4 + 78)

Speed 10 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	20 (+5)	17 (+3)	16 (+3)	15 (+2)	22 (+6)

Saving Throws Dex +9, Con +7, Wis +6

Skills Deception +10, Intimidation +10, Perception +6, Persuasion +10

Condition Immunities charmed, unconscious

Senses truesight 60 ft., passive Perception 16

Languages Common, Elvish, Umbral

Challenge 12 (8,400 XP)

Keeper of the Children. As a bonus action, Oma Rattenfanger instructs one allied skeleton, zombie, or orphan of the black within 30 feet of her to make one attack as a reaction against a creature Oma attacked this round.

Legendary Resistance (3/Day). If Oma Rattenfanger fails a saving throw, she can choose to succeed instead.

Shadowy Weapons. Oma Rattenfanger's weapon attacks are magical. When Oma hits with any weapon, the weapon deals an extra 2d8 necrotic damage (included in the attack).

Innate Spellcasting. Oma Rattenfanger's innate spellcasting ability is Charisma (spell save DC 18). She can innately cast the following spells, requiring no material components.

At will: charm person, command, create food and water, dancing lights, druidcraft

3/day each: bane, bless, confusion, detect thoughts, silence, zone of truth

1/day each: black tentacles, blight, plant growth

ACTIONS

Multiattack. Oma Rattenfanger makes two attacks with her mentor's cane. She can use Scold in place of any melee attack.

Mentor's Cane. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 5) bludgeoning damage plus 9 (2d8) necrotic damage.

Scold. *Ranged Spell Attack:* +10 to hit, range 120 ft., one target. *Hit:* 14 (4d6) psychic damage.

Invisibility. Oma Rattenfanger turns invisible until she attacks or uses Call Children, or until her concentration ends (as if concentrating on a spell). Any equipment she wears or carries is invisible with her.

Call Children (1/Day). Oma Rattenfanger magically calls 2d4 skeletons or zombies to fight beside her. While on the Tenebrous Plain, Oma can call 1 orphan of the black instead. The called creatures arrive in 1d4 rounds, acting as allies of Oma and obeying her spoken commands. The creatures remain for 1 hour, until Oma dies, or until Oma dismisses them as a bonus action.

LEGENDARY ACTIONS

Oma Rattenfanger can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Oma Rattenfanger regains spent legendary actions at the start of her turn.

Flight. Oma Rattenfanger flies up to half her flying speed.

Mentor's Cane. Oma Rattenfanger makes one attack with her mentor's cane.

Time to Play. Oma Rattenfanger commands all skeletons, zombies, and orphans in black she controls within 60 feet of her to move up to half their speed. A creature that moves out of an enemy's reach because of this movement doesn't provoke an opportunity attack.

Oma Knows Best (Costs 2 Actions). Oma Rattenfanger targets one creature she can see within 30 feet of her. The target must succeed on a DC 18 Charisma saving throw or be charmed for 1 minute. The charmed target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a target's saving throw is successful or the effect ends for it, the target is immune to her Oma Knows Best for the next 24 hours.

HIDDEN DANGERS

While some of the creatures of the Shadow Realm don't dare tread in Oma Rattenfanger's domain, there are plenty of dangers awaiting those who travel the Tenebrous Plain. Oma Rattenfanger is the Keeper not just of the plain itself, but of its

TENEBOUS PLAIN ENCOUNTERS (LEVELS 1-4)

D100	ENCOUNTER
01-04	2d6 plant, awakened shrubs
05-10	1d4 goblin, shadow**
11-14	1d4 mandrakes**
15-16	1d4 swarms of insects
17-20	2d6 alliumites**
21-26	1d6 zombies
26-29	1d6 fungi, violet fungus
30-34	2d4 giant moths**
35-37	1d6 stryx*
38-39	1d2 shadow blights**
40-42	1d4 dark servants**
43-44	1d2 phantoms**
45-49	1d4 child of the briar*
50-51	1d3 fungi, wirbeln**
52-54	1d2 mandrake, great**
55-56	1d3 bat, giant vampire**
57-62	1d4 orphans of the black***
63-65	1d4 ratfolk*
66-68	1d3 skeleton, shadow**
69-70	1d4 tendrill puppets*
71	1d2 shadhavar*
72-75	1d3 plant, awakened tree
76-78	1d2 dark eyes**
79-80	1d3 gloom flowers**
81-83	1d2 bagiennik*
84-86	1d2 mindrot thralls*
87-91	1 death butterfly swarm*
92-93	1 razorleaf**
94-95	1 shadowspider swarm***
96	1 dark voice**
97	1 karakura**
98	1 hound of the night*
99	1 shambling mound
100	1 treant, weeping*

TENEBOUS PLAIN ENCOUNTERS (LEVELS 5-10)

D100	ENCOUNTER
01-07	3d4 goblin, shadow**
08-10	2d6 mandrakes**
11-15	2d6 swarms of insects
16-17	3d6 alliumites**
18-20	2d4 shadow blights**
21-24	2d6 dark servants**
25-26	1d8 mandrake, great**
27-31	3d4 orphans of the black***
32-34	2d4 skeleton, shadow**
35-36	1d4 shadhavar*
37-40	2d4 dark eyes**
41-43	1d6 gloom flowers**
44-45	2d6 mindrot thralls*
46-47	1d4 death butterfly swarm*
48-50	1d4 razorleaf**
51-55	1d6 shadowspider swarm***
56-59	2d4 dark voice**
60-62	1d4 karakura**
63-67	2d4 hound of the night*
68-69	1d6 shambling mound
70-73	1 treant, weeping*
74-75	1d3 crimson mist**
76-79	1d2 greater death butterfly swarm*
80-81	1d4 vine lord*
82-84	1d2 drake, elder shadow*
85-88	1 herald of darkness*
89-90	1d2 feyard tree*
91-92	1 ankou soul seeker**
93-95	1 moon nymph**
96-97	1 dragonleaf tree*
98-99	1 shadow river lord**
100	1 nightgaunt**

* *Tome of Beasts*

** *Creature Codex*

*** *Guide to the Shadow Realm*

various inhabitants, including the **orphans of the black** (see page 29). These feral childlike creatures are mistreated youths who have been changed by their time in the Shadow Realm, and they lurk behind the trees and in the grass of the plain, eager to seek revenge on people in positions of authority. While orphans of the black are not often loyal creatures, those residing in

CORREMEL, THE CITY OF LANTERNS

SYMBOL: A white bridge above a golden lantern on a blue field.

RULER: Hander Svenk, the Black Prince (NE male shadow fey ranger 12)

IMPORTANT PERSONAGES: Aten Aerlich, First Blade of the City Watch (LN male shadow fey duelist [*Tome of Beasts*]), Bort, seneschal to the Black Prince (LE male shadow goblin [*Creature Codex*]), Marti Dwerik, Head Lamp of the Lamplighter's Guild (NG female elf enchanter [*Creature Codex*]), Rodrig Goldseam (N male dwarf bandit lord [*Tome of Beasts*]), Tristelia Caernefille, Second Blade of the City Watch (LE female shadow fey forest hunter [*Tome of Beasts*]), Oyreppl Flinders (LE male gnome warlock 6), Smiling Aymag, First Tormentor of Scourge Circle (NE female shadow fey enchantress [*Tome of Beasts*]), Gunrik Stoll (LE male dwarf necromancer [*Creature Codex*]), Henrik Stoll (LE male dream eater [*Tome of Beasts*]), Ander Wyth, Master of the Market Stalls (LE male shadow fey knight of the road [*Creature Codex*]), Twylla Yoop, Mistress of the Sheltered Market (LE female shadow fey knight)

POPULATION: 50,000 (30,000 shadow fey, 15,000 goblins, 5,000 dark fey and traders)

GREAT GODS: Sarastra (patron), Loki, Mammon, Ninkash, Rava

the Tenebrous Plain are fiercely devoted to Oma Rattenfanger. Anyone attempting to harm her are forced to contend with these savage souls.

Oma Rattenfanger has granted sanctuary to other creatures seeking shelter from Midgard. Shadow-touched plants such as **shadow blights** (*Creature Codex*, p. 326) and **razorleafs** (*Creature Codex*, p. 317) find comfort in Oma's domain. Others, such as a grove of **weeping treants** (*Tome of Beasts*, p. 388), have been on the Tenebrous Plain as long as Oma and watch over the Keeper and the plain. A single **feyward tree** (*Tome of Beasts*, p. 200) roams the plain, protecting the area from fey creatures looking to trespass. It doesn't harm Oma or those in her care, a mystery the tree's victims do not have a chance to solve.

CORREMEL, CITY OF LANTERNS

A ray of light amidst the mysterious darkness of the Shadow Realm is Corremel, City of Lanterns. The busy metropolis, sometimes referred to as Corremel-in-Shadow, is lit by countless lanterns made of an assortment of materials: black iron, sparkling silver, polished glass, and, on occasion, bone. Corremel is situated on the banks of the River Lethe near two shadow roads. These shadow roads connect Corremel-in-Shadow with the Nurian city of Corremel and the Free City of Zobeck, making the City of Lanterns a distinct trade hub that sees creatures from all nations of Shadow and many of Midgard. This combining of cultures has left Corremel with a distinct architectural style that is an amalgam of central Midgardian, Nurian, and shadow fey.

Prominent Locations

1. Horn Gate Inn. Many mortal visitors to the city find this lively tavern, blaring with music and conversation, to be their best first stop. Located on the northern edge of town,

this large horn-colored mansion is bedecked with numerous gables and turrets and has a slate grey roof. The exterior of the stone building holds numerous balconies with detailed balustrades, while the inside features hand-carved trim, detailed hardwood floors, a hand-carved wood staircase, and massive stained-glass windows. Each bedroom has a stone fireplace and small-but-comfortable bunks or a bed large enough for two. The entertaining hall is an expansive room with a worn, wooden floor and numerous wooden tables and chairs.

The music inside the Horn Gate Inn varies from night to night, but it is always merry. Playing for the inn's patrons is an honor only granted to the most talented of musicians. Locals often visit the inn to dance a jig with their friends and visitors alike. Unlike most establishments in this realm, the Horn Gate Inn deals in the currency most common in the mortal realm, and its owners accept coins or other goods in exchange for lodging. Food, also available for purchase with coin, is typical of the mortal realm and free of the Shadow Realm's corruption.

Harried Harald, a dishevelled, hardworking human **commoner** in his late fifties is almost always behind the bar, pouring drinks and sharing information with patrons looking for rumors and directions. Tamikula, a fair-haired **elfmarked** (*Creature Codex*) woman with sharp green eyes and soft cheeks, waits the tables. Her patience with demanding customers is thin, but she is always willing to assist polite travelers. The inn is run by Rodrig Goldseam, a portly, middle-aged dwarf, who reports interesting findings to the city's Second Blade, Tristelia Caernefille.

The inn's most opulent room, called the Whispering Room by the staff, is haunted by the spirit of Loris Treik, a maiden who was seduced by Gunrik Stoll and then murdered in the room by Stoll's jealous

human mistress, Hiernanda Kitza. Loris' ghost rarely materializes in the room, preferring to haunt the dreams of those who take their night's rest in it (see Whispering Room sidebar).

2. The Pluming Lantern Pleasure Salon.

This establishment, sometimes referred to as The Stick and Dome by locals, is a large, square structure made of turquoise marble. A handful of small windows sit on each side of the building, and two small doors stand at its front and back. A crystal dome rests atop the building, casting broken rainbows and providing much of the light inside the otherwise solid structure. A single, narrow tower juts up from one corner of the building. Capped with a pointed roof, the almost featureless cylindrical tower has a single balcony which rings its girth. Layers of perfume and incense hang in the air and stick to any cloth inside the pleasure salon. Plush carpets line the floors of the salon,

WHISPERING ROOM

A creature who takes a long rest in this room is wracked by vivid dreams, which rapidly alternate from a warm embrace and the sound of whispered endearments to skeletal hands wrapped around the dreamer's throat and the sound of hissed curses. At the end of the long rest, the creature gains no benefit from the rest, takes 10 (3d6) psychic damage, and gains 1 level of exhaustion. A successful DC 20 Wisdom saving throw avoids the psychic damage but not the other effects.

To end the haunting and bring rest to the ghost, Loris' murderer, Hiernanda Kitza (LE female human **archmage**), now a powerful magic user, must spend a full night in the room. Ending the curse of the Whispering Room earns Rodrig Goldseam's eternal gratitude, which he expresses in the form of free lodging to the heroes for the rest of his life.

and tapestries depicting lewd images of fey creatures consorting with bestial humanoids hang from the walls. The colors, once vibrant, have been bleached by time and the Shadow Realm.

A public **bath** costs 1 sp. A private bath, which can accommodate up to eight Medium creatures, costs 1 gp per attendee. A secret bath, named for its enchantments which prevent magical or mundane eavesdropping, costs 100 gp per attendee. A secret bath room can accommodate up to ten Medium creatures and is a popular place to make deals despite the high cost.

Those seeking to exercise more carnal desires can find nearly any consensual pleasure at the Pluming Lantern, barring congress with children and the dead. The rates for such activities range from 10 gp for thirty minutes with one of the skilled courtesans, to several thousand gold for such complex joys as being immersed completely in the spun daydreams of young lovers while being whipped by gossamer strand-wielding sprites. Payment at the Pluming Lantern must be made in Midgard coin—the establishment does not trade services for goods or other services.

The Pluming Lantern is currently run by Masika Gamall (CG werelion **war priest** [*Creature Codex*]), a priestess of Bastet in exile from her home in Per-Bastet. Masika fled to Corremel-in-Shadow to escape the wrath of the city's ruler, Meskhenit, for her hand in directing the slaughter of a group of Mharoti slavers. She was unaware that the slavers were in fact Per-Bastet spies returning with urgent news regarding an impending Mharoti incursion against the city. Meskhenit is furious with Masika's actions and will pay handsomely for information that leads to her capture.

3. The Sheltered Market. This massive, ancient, obsidian building is surrounded on all sides by fluted columns which support a gently-sloped roof. Inside the Sheltered Market, friezes depicting diplomatic scenes of the shadow fey interacting with other species decorate the walls and ceiling. The Sheltered Market is where most of the goods that make their way into Corremel are bought and sold.

Unlike the market stalls in other parts of the city, the Sheltered Market is almost staid. Spaces are leased in uniform-sized lots

GOING TO THE SHELTERED MARKET

In theory, a consumer can find nearly any non-artifact item at the Sheltered Market, though availability and price varies.

- A consumer can find any mundane, non-consumable item in 1d3 hours. A successful DC 10 Charisma (Deception, Intimidation, or Persuasion) check reduces this to 1 hour.
- A consumer can find an exotic item or an uncommon magical item with 1d6 hours of talking and searching and a successful DC 20 Charisma (Deception, Intimidation, or Persuasion) or Intelligence (Investigation) check.
- A consumer can find a rare magical item with 4d6 hours of talking and searching and a successful DC 25 Charisma (Deception, Intimidation, or Persuasion) or Intelligence (Investigation) check. Vendors selling these items rarely accept coin for them.
- Very rare or especially unique magical items might or might not be at the Sheltered Market, at the GM's discretion, and a consumer looking for such an item usually must endure a dangerous task in exchange.



with more prosperous merchants tending to lease several adjacent lots to display their wares. Mistress Twylla Yoop, the current manager of the Sheltered Market, runs it with greedy efficiency, levying fines and penalties against any creature who disobeys the edicts clearly posted around the market. When disputes arise between merchants or consumers, she rules in favor of whomever pays her the largest bribe, and she often levies a steep tariff on the loser of the dispute for wasting her valuable time. Twylla is a confidante and sometimes lover of Gunrik Stoll, and she turns a blind eye to most Stoll Cartel activity in her demesne.

Those who cannot pay the fines assessed against them at the Sheltered Market are held for humiliation at Scourge Circle. Detainment usually lasts 1 day for every 50 gp in value which cannot be paid, though

punishments last less or more time at Twylla's discretion. She is said to be more lenient toward musicians and much harsher toward kobolds and goblins.

4. Prince Hander Svenk's Palace. The Black Prince's palace is a series of six amethyst towers, each topped by a statue of a former city ruler. Each tower is attached to a larger, central tower, which is topped with a conical-pyramid roof and flying buttresses.

The lower floors of the central tower are accessible to the public, and visitors often tour them to view the tower's ancient and exquisite collections of art, artifacts, murals, friezes, and wall hangings. The upper floors of the central tower aren't open to the public and house the Black Prince and his numerous concubines and shadow fey servants. Excepting his seneschal, Bort,

the Black Prince's hundreds of shadow goblin servants live in a pair of basement levels below the central tower. On occasion, the Black Prince's younger sister, an uncharacteristically pale shadow fey named Rosali Svenk, wanders the floors of the central tower, unnerving his staff and visitors alike. No matter her location in the tower, its occupants always hear the subtle clinking of the tiny animal skulls tied to her gnarled staff as if she is walking just behind them. For more information on Rosali Svenk, the Pale Witch, see *Courts of the Shadow Fey*.

The six adjoining towers are cleverly-designed prisons housing the few creatures who have truly pricked the Black Prince's ire. Three of the towers are occupied and hold the following prisoners.

Nuallia Hillier. She is the Black Prince's first lover who was imprisoned when she spurned him. She can move through her beautifully-appointed tower freely, but she is treated with indifference by any guards or servants who attend to her needs.

Ceres. This assassin came close to publicly ending the Black Prince's life. The tower is full of greased platforms and illusory warriors who constantly assault the prisoner.

Tig. This shadow fey critic made the mistake of publishing a satire depicting the Black Prince as a kind-hearted

fairy. His tower prison resounds with mocking laughter at all hours. Every time he moves to another room, an audible parody of his sentencing hearing plays throughout the tower.

5. Firefade Park. Located along the northern banks of the River Lethe, this park is filled with maple and oak trees separated by narrow paths of gray cobblestone. The entire park is suffused with a dim orange-yellow illumination, and the park's central clearing is never empty as visitors and residents alike come to enjoy the view of the park's large fountain. The majestic fountain, made of a white marble similar to the marble of the bridge across the River Lethe, depicts a bear's head in profile with a human head caught in its jaws. The human head in turn has a frog in its mouth, and the frog has a carp by the tail. The carp's body is carved as if the frog caught it mid-leap, and its mouth emits a constant stream of pure, clear water. The fountain is guarded by six well-armed **shadow fey guardians** (*Tome of Beasts*). Those wishing to drink at the fountain must make a sufficient payment to the clerk, Tamrana Lanzt (**shadow fey ambassador** [*Creature Codex*]), before they can consume the water. The clerk works on behalf of Prince Hander Svenk and accepts coin as well as more esoteric payments for use of the fountain.

Fire damage is halved while in the confines of the park, and creatures caught attempting to burn the trees are detained for trial at the Black Prince's leisure. Those caught attempting to consume the water without sufficient payment are also detained for trial at the Black Prince's leisure.

6. Shady Lane. While the bright lanterns of the city illuminate most of the streets and buildings, less savory individuals have a knack for discovering darkened nooks and crannies. Shady Lane, located off Guild Avenue, is a small alley shrouded

FIREFADE PARK FOUNTAIN

The crystal-clear water flowing from this fountain comes directly from the Plane of Water. It is pure, cold, and delicious. A creature that drinks this water removes 1 level of exhaustion and gains temporary hit points equal to its CR or level. Once a creature has drunk from the fountain, it must finish a long rest before it can benefit from the fountain's water again.

in shadows. Lanterns are dimmer in this narrow alley, and even magical light is muted, much to the consternation of the city's lamplighters. The light in Shady Lane is never brighter than dim light. On rare occasions, creatures who have stumbled into Shady Lane exit confused onto another road in the city which is not connected to the lane.

7. Lamplighter's Guildhall. In the Shadow Realm's most well-lit city, the Lamplighters Guildhall, unsurprisingly, sees reasonable traffic. This ostentatious mansion has multiple gables and turrets, and the exterior of the building is made of wood painted bright blue with gold trim. While the building has no balconies, a large, covered porch runs along one side of the building and over the main entrance. The building has many windows, and its tallest turrets are four stories high.

The current head of the Lamplighter's Guildhall is Head Lamp Marti Dwerik, a ruthless careerist who detects and exterminates potential rivals before they can formalize any sort of opposition against her. Marti is a controlling guild master who demands her dozens of underlings report directly to her throughout the day, before returning to their task of ensuring the lanterns about the city remain lit.

Most of the lights throughout the city are magical, and the Lamplighter's Guild is comprised of numerous magically-talented individuals. Dozens of individuals possessing little to no magical ability, often referred to as "skips" behind their backs, are responsible for the care and maintenance of the non-magical lights in Corremel. These guildmembers also report any non-functioning magical lights to the Illuminator's Committee.

In recent years, the Lamplighter's Guild has been infiltrated by doppelgangers working for the Stoll Cartel. As new

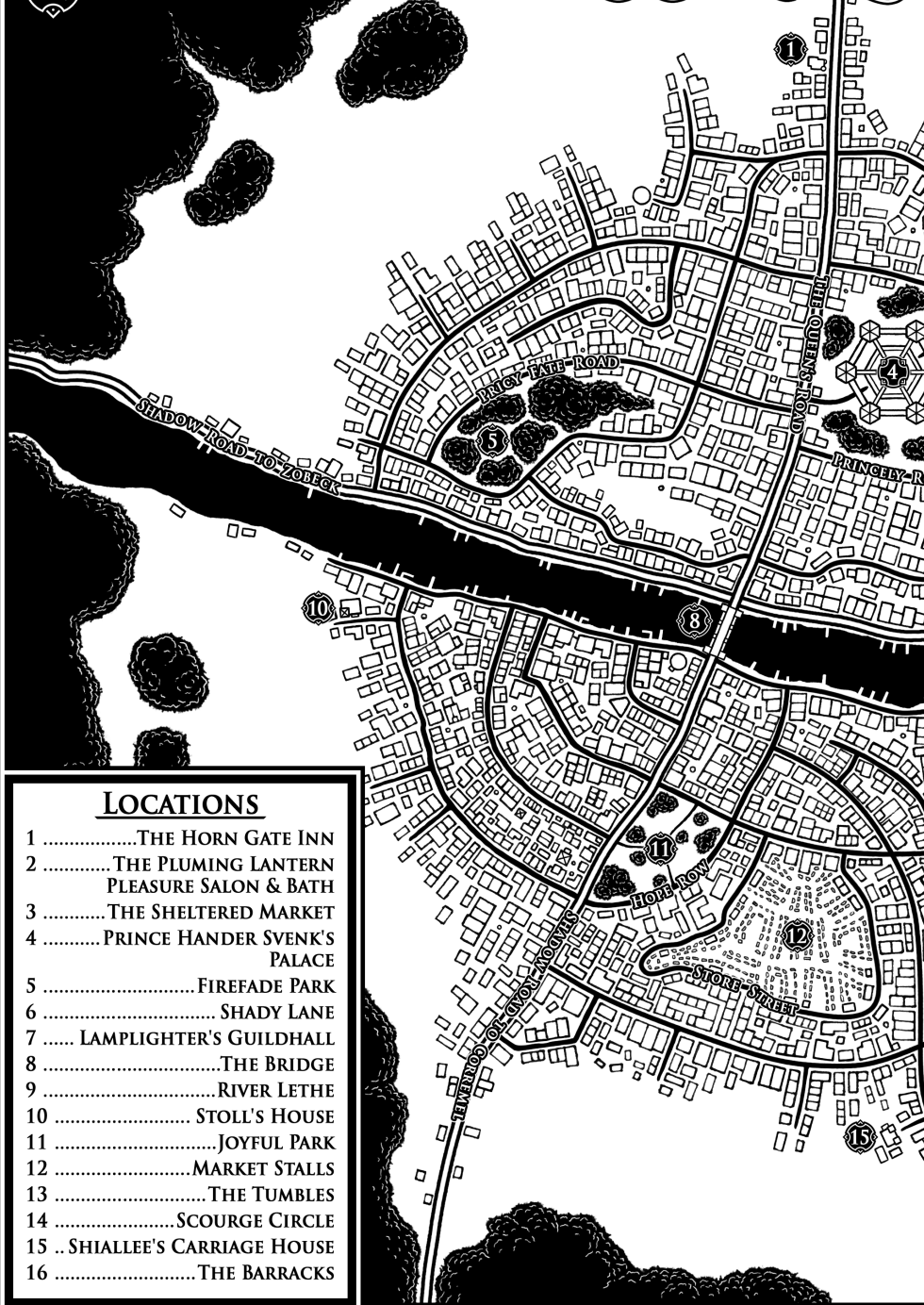
doppelganger agents become available, Henrik Stoll assigns them the task of murdering a member of the guild and assuming that member's life and personality. It is the Stoll brothers' hope that the year is not too far away when their agents can rise up and butcher the guild's leadership. Once this occurs, the brothers plan to assume control of the guild and exploit local homes and businesses for preferential illumination. Unbeknownst to the Stoll brothers, a large contingent of the doppelgangers actually enjoy their new lives and aren't too keen on replacing the guild's current leadership.

8. The Bridge. Easily one of the most notable features of the city, the bridge is an expansive white marble structure spanning the width of the black River Lethe. This overpass provides one of the few ways to safely cross the specter-haunted river, making it one of the busiest and most well-traveled locations in the entire city. The bridge is truly ancient, and its creation is rumored to predate the founding of Corremel. Each of the bridge's supports features a carving of an unfortunate soul who has recently been lost to the waters of the River Lethe. The expressions of the graven figures that appear are always both horrified and haunting. The images are ever-changing as the Lethe quickly claims the unwary who fall into its dark waters. The Lanternkeepers regularly patrol the bridge to ensure the safe passage of those crossing it.

9. The River Lethe. One of the major waterways in the Shadow Realm, the River Lethe is a dangerous torrent of inky, black shadow running through Corremel. Like all black shadows passing for water in this realm, the River Lethe is frigidly cold and haunted by the creatures who perished in or near it. Many a soul has attempted to wade or swim across this river, only to be consumed by it or its hungry spirits. For this



CORREMEI



LOCATIONS

- 1THE HORN GATE INN
- 2 THE PLUMING LANTERN
PLEASURE SALON & BATH
- 3THE SHELTERED MARKET
- 4PRINCE HANDER SVENK'S
PALACE
- 5FIREFADE PARK
- 6 SHADY LANE
- 7 LAMPLIGHTER'S GUILDHALL
- 8THE BRIDGE
- 9RIVER LETHE
- 10 STOLL'S HOUSE
- 11JOYFUL PARK
- 12MARKET STALLS
- 13 THE TUMBLES
- 14SCOURGE CIRCLE
- 15 ..SHIALLEE'S CARRIAGE HOUSE
- 16THE BARRACKS

IN-SHADOW



reason, the bridge in Corremel is a popular and busy destination for safe passage across this treacherous body of water. A shadow road stretches along the river bank inside the city, connecting Corremel to the Crossroads area of central Midgard near the Free City of Zobeck.

10. Stoll's House. Like a dead flower in a flawless garden, this small dwelling stands out from the beautiful buildings in the southwest area of town. Peeling paint, crumbling roof tiles and other evidence of neglect make this run-down peasant's abode appear to belong more in The Tumbles than anywhere else.

In reality, Stoll's House is a façade for the extensive network of catacombs below it that house the network of spies, assassins, and other criminals Gunrik and Henrik Stoll employ. Officially, the group is called the Queensman's Guild, though most locals simply call it the Stoll Cartel. The guild is responsible for most organized crime in

Corremel, excepting slavery, which is run by Oyreppe Flinders (see Joyful Park). The guild's inability to break into the slavery racket is a sore subject with the Stoll brothers, and they would pay a pretty penny to any group or individual who could assist them in dismantling Oyreppe Flinders' organization.

The Queensman's Guild is largely comprised of human, shadow fey, and doppelganger agents with a few halflings, tieflings, and elfmarked. The Stoll brothers do not employ darakhul, dwarves, or gnomes. The organization has 117 members with other specialists contracted as needed.

The Stoll brothers appear to be Cantonal dwarves, and indeed Gunrik is what he appears to be. Henrik, however, was dispatched and replaced by a **dream eater** (*Tome of Beasts*) about a decade ago. Since Henrik's ideals were largely the same as his replacement's, the change has gone unnoticed.

11. Joyful Park. Joyful Park sits on the southern banks of the River Lethe. Countless visitors to Corremel stop for a rest here, enjoying the park's proximity to the bridge and the assortment of entertainments found performing at the small amphitheater. Very few guests are aware of a hidden secret: a subterranean slave market sits beneath Joyful Park. Here unfortunates who have been picked up by slavers are auctioned off to the highest bidder. The varied assortment of bidders makes it difficult to determine a slave's fate; some purchasers have been known to work their new property to death, while others prefer to house their recent acquisition in comfort, merely withdrawing a memory at a time until there is nothing left.

The slave market is overseen by Oyreppe Flinders, a gnome from Niemheim who secretly serves Nislev the Tidy, a **young blue dragon**. Oyreppe stole the dragon's

THE LAW IN CORREMEL

There are a few laws all visitors to the city should be aware of.

1. To speak ill of the Queen of Night and Magic or the Black Prince is treason.
2. Vandalizing an image of any member of the Court is grounds for permanent expulsion from the city.
3. Damaging another's reputation will be punished as severely as if the offender had harmed the victim's body, possibly more so.
4. The offender doesn't have the right to representation. Guilt or innocence can be determined in the offender's absence.
5. Ignorance is no excuse for acting ignorant.
6. The Black Prince has the final word and is exempt from all laws.

egg from a smuggler who escaped into the Shadow Realm from Nuria Natal over seventy years ago. He cultivated the dragon's greed and vanity over the decades and now serves the powerful creature in the shadows of the Joyful Park. Nislev's ultimate goal is to assemble a hoard that contains a living member of every sentient race, and he encouraged the gnome to open the slave market a few decades ago to further his goal. Oyrepple's minions, a seemingly endless number of **dark folk** (*Creature Codex*), murder anyone who causes trouble for him, Nislev, or the slave market.

12. Market Stalls. This collection of carts, makeshift structures, mats piled high with goods, hawkers, and wandering peddlers is a riot of color, scents, and sounds. The Market Stalls are where the majority of the foodstuff in Corremel is bought and sold. Vendors from Midgard, the Shadow Realm, and many other planes fill the stalls, trying to earn a living in the City of Lanterns. They learn quickly there is no point getting too comfortable in a location, as they are unlikely to have the same spot on their next visit to the city.

The Market Stalls are administered by Ander Wyth, a charmingly wry shadow fey who treats all vendors equally. When disputes between customers and vendors are brought to him, Ander generally rules in

the most ironic fashion possible, ensuring neither party is truly satisfied.

13. The Tumbles. The exteriors of the buildings in the Tumbles are crumbling or rotten, and some homes are missing large portions of their structure. While the buildings remain standing, pieces of houses have been known to shift and fall on the unsuspecting passerby. People who live in this area of the city are generally more desperate, and most residents of Corremel avoid the area as much as possible.

Invisible portals to other planes form in this area of the city as an instability in the fabric of the Shadow Realm around the Tumbles increasingly worsens. These portals are short-lived, eventually collapsing in on themselves and tearing small portions of the nearby area away with them. Those adventurous or desperate enough to brave the area wander aimlessly among its buildings, looking for an escape to somewhere else. A few enterprising locals sometimes hire their services out as guides of the area. A small shrine to Loki resides in the Tumbles, though residents say it can only be found by those who aren't looking for it.

14. Scourge Circle. This small square is tiled in marble and contains numerous cages, platforms, stocks, pillories, and other devices used to punish criminals. At any

GOING TO THE MARKET STALLS

Given enough time, a consumer can find almost any type of consumable, prepared or raw, in the Market Stalls.

- A consumer can find common foodstuff, including dishes from all nations of the mortal realm in less than an hour.
- A consumer seeking more exotic consumables must spend 1d4 hours searching the chaotic jumble of stalls and succeed on a DC 15 Charisma (Deception,

Intimidation, or Persuasion) or Intelligence (Investigation) check.

- A consumer wanting a rare or illicit substance must spend 2d4 hours of searching and succeed on a DC 20 Charisma (Deception, Intimidation, or Persuasion) or Intelligence (Investigation) check. At the GM's discretion, some substances may not be found at the market stalls.

given time, there are upward of 20 creatures suffering punishment of some sort in the area.

While painful punishments and executions are not unknown in Corremel, the most common form of punishment is humiliation. The First Tormentor, Smiling Aymag, is particularly inventive in devising humiliations to inflict upon the prisoners in her care. She is currently fond of having prisoners stripped, shaven, coated in honey, rolled in breadcrumbs, and posed improbably for the viewing public.

Prisoners are housed in sparse cellhouses located directly north of Scourge Circle.

15. Shiallee’s Carriage House. This expansive lot has ample space to park carriages, and the building offers repairs to those who need it. Those traveling through the city find this a worthwhile stop as the workers of the carriage house are knowledgeable and meticulous in their appraisal of vehicles under their care.

An immense, white brick mansion dominates the beautifully maintained lot, and it welcomes all visitors to Corremel, for a fee of course. This fee often limits the carriage house’s clientele to denizens of the Shadow Realm and the more successful merchants of Midgard. The

PLANAR TRAVEL VIA THE TUMBLES

For every hour a creature spends wandering through the Tumbles, there is a 4% chance it encounters a portal. A creature must succeed on a Wisdom (Perception) check to detect the portal and not accidentally walk into it. A creature must succeed on an Intelligence (Arcana) check to discern the portal’s destination. The creature has advantage on this check if it knows the *gate* or *teleportation circle* spells or if it is a member of the Red Portal Society. Use the Portals in the Tumbles table to determine the portal, its DC, and its noticeable characteristics.

PORTALS IN THE TUMBLES

D20	DESTINATION PLANE	DC	CHARACTERISTICS
1-2	Eleven Hells	13	The portal is slightly warmer than its surroundings and smells of sulfur.
3	Ginnungagap	13	A chill hangs in the air around the portal.
4-7	Klingedesh	15	The sharp scent of spices and the sound of thousands of whispering voices wafts through the air near the portal.
8	Ravatet	14	The air around the portal smells of iron and tastes of metal.
9	Silendora	14	Faint motes of floating light dance around the portal.
10	Geirrhöth	13	The scent of blood hangs heavy in the air around the portal, and the faint sounds of clashing blades and screams echo from it.
11-16	Random Shadow Realm location	16	Shadows thicken around the portal, and the air feels oily.
17-20	Random Midgard location	17	Colors around the portal are brighter, and the air smells fresh.



carriage house, owned by the elusive and rarely-seen Shiallee, is run by the numerous people under her employ. It has twenty guestrooms, a small bathhouse, two dining rooms, a small ballroom, a large study, and a games room. All of the guest room are on the upper floor, while the shared rooms are located on the main level. A separate wing, the host's, holds rooms unavailable to the public. The bathhouse can house no more than 6 people at a time, but admission, and a bar of handcrafted scented soap, is included with a stay at Shiallee's. The large study features an extensive collection of books from various planes on a broad range of topics. The games room features a billiards table, darts, chess, assorted cards and dice, and all manner of other games. Guests can dance each evening inside the ballroom, a beautifully-detailed space with hand-carved wood panels and exquisite glass lanterns floating near the high ceiling. The music is always played by the house musicians, a quintet of shadow fey.

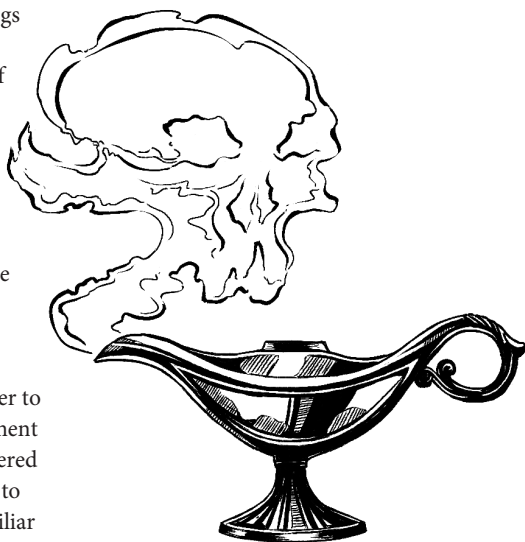
Coin and other goods are rarely accepted as payment in the mansion, though they may be accepted for work on a carriage. Shiallee prefers payment in favors, services, or information and often sells such things to others. If it happened in the Shadow Realm, chances are Shiallee has heard of it or knows someone who has.

16. Lanternkeepers' Barracks.

Located on the south side of the city, the Lanternkeepers' Barracks is a large communal home made of gray stone with a peaked, black roof that houses the city's watch. Members of the city watch are known as Lanternkeepers for the distinctive lanterns they carry as their badges of office, though many locals refer to them simply as Keepers. Martial equipment litters many of the rooms, cleverly scattered to allow the Lanternkeepers easy access to weaponry while hindering those unfamiliar

with the layout. The barracks are run by First Blade Aten Aerlich and Second Blade Tristelia Caerneffle. A small building near the gates of the barracks houses an on-duty Lanternkeeper, who is meant to assist the general public. In truth, any individual stationed at this post despises it and spends as little of their time as possible conversing with visitors to the city. The gates to the barracks themselves are kept closed, except during changes of the watch.

There are several hundred Lanternkeepers in Corremel, with a minimum of twelve five-person patrols active in the city at any given time. An average patrol consists of 1 **city watch captain** (*Tome of Beasts*) and 4 **guards**, though it is not uncommon to find a **mage** or **priest** of Sarastra in a given patrol. Each Lanternkeeper carries a distinctive, oval lantern made of silver that glows with magical light. These lanterns serve as the badges of office for each Lanternkeeper, and it is a crime punishable by death for a non-Lanternkeeper to possess one. If a lantern is ever lost or stolen, the entire barracks comes to life with activity as every resource is expended to retrieve the lantern.



ETIQUETTE IN THE SHADOW REALM

The shadow realm is home to many unique creatures and species, but it is arguably best known as the home of the shadow fey. The shadow fey look similar to other humanoids, such as humans or elves, but their culture is quite alien to most who live in Midgard, being full of changing and confounding rituals, edicts, and rules. While this is true—some shadow fey preferences and mores do change over time—certain facts remain constant.

The Court is Ruled by Sarastra Aestrum, the Queen of Night and Magic, and Ludomir Imbrium the XVI, the Moonlit King. The Moonlit King is in power during the Winter Court's rule, and Sarastra is in power during the Summer Court's rule. Sarastra also has worshippers who work miracles in her name and with her aid. Offending her is a mistake few beings are powerful enough to survive with their dignity intact. If an individual acts in a manner as prescribed by Sarastra, its time in the Courts and when dealing with members of the Courts is often easier and safer.

There Are Wheels Within Wheels. When dealing with the shadow fey, it is important to realize, more than most beings, what they say is not necessarily what they mean. The shadow fey are immortal creatures of whimsy and caprice. They enjoy watching mortals struggle to comprehend what their true intent is.

Status Matters. The Courts of the Shadow Fey are impenetrable to creatures who simply lack the status and importance required to interact with them. There are ways to increase or decrease one's esteem in the eyes of the Courts (see the Shadow Realm Status table). The Status optional rule is detailed on page 25 of the *Midgard Worldbook*.

The Shadow Fey Envy Mortals. While few of the capricious creatures would admit to it, the shadow fey are jealous of mortals. They view mortal experiences as being both truer and more primal than the experiences of longer-lived races.

Harming a Servant is Dishonorable. While the shadow fey may or may not like or trust their servants, they do rely upon the creatures to make their lives comfortable. Harming or killing a servant is therefore abhorrent to them.

The following are some examples of shadow fey etiquette and mores that are mutable and might change depending on the week or month or on which Court is in power at that time.

- Do not eat root vegetables, they are disgusting and offensive to the sensibilities of all civilized creatures.
- Do not harm any shadow fey outside of an honorable duel.
- Do not run, it causes one to sweat like a common laborer.
- You must have your presence announced in song before entering a room.
- Civilized folk wear powdered wigs.
- Clothing made of sackcloth is all the rage. Anyone not wearing a sackcloth dress or breeches is to be considered a fool.
- True gentlefolk duel with insults, not steel.
- Hunting is only to be done on the sixth day of the week.
- Only pretentious twits play cards.
- All the ladies of the Court must use illusions to appear human.
- Boasting of one's own achievements is never acceptable on the second day of the week.
- One above a certain station must have exactly thirteen servants.

Shadow Realm Status Adjustments

STATUS	ACTION
-8	Threaten or attack the Queen of Night and Magic or the Moonlit King
-3	Perpetrating vandalism or arson against a member of the Court or their holdings
-3	Get caught brawling or otherwise causing a violent scene in the Court
-2	Be fooled by a shadow fey illusion
-2	Flee a member of the Court who seeks your arrest or imprisonment
-2	Disobey a direct order or deny a request from a member of the Court
-2	Be seen sneaking over the palace walls
-1	Be the victim of a shadow fey prank
-1	Kill more than one shadow goblin or other shadow fey servant
-1	Lose a shadow fey consort's affections
-1	Threaten a courtier to gain an audience with the Court
+1	Defeat a shadow fey with a challenge rating equal to or greater than your level in single combat. This can be done a maximum of 5 times.
+1	Successfully use Charisma (Deception, Intimidation, or Persuasion) on a shadow fey with a challenge rating equal to or greater than your level to gain information or a favor. This can be done no more than once per shadow fey, and no more than 5 times total.
+1	Successfully learn a fact about a specific shadow fey or about the workings of the Courts with an Intelligence or Charisma check. This can be done no more than 5 times total.
+1	Successfully play a prank on a shadow fey with a challenge rating equal to or greater than your level. This can be done no more than once per shadow fey. Continually pranking the same shadow fey likely results in reprisal and the potential loss of status.
+1	Take a shadow fey consort
+1	Receive a gift from a member of the Court
+1	Receive an invitation to dine or hunt with a member of the Court. This benefit can be gained only once from any given member of the Court.
+2	Join a shadow fey organization
+2	Save a member of the Court's life or dignity.
+5	Be acclaimed by the Queen of Night and Magic as her champion. This benefit can be gained only once.

SPELLS

The spells presented here were created by the shadow Fey or by those traveling in their domain. Check with your GM before selecting these spells.

BARD SPELLS

CANTRIPS (0 LEVEL)

Obfuscate Object

1st LEVEL

Pratfall

CLERIC SPELLS

8th LEVEL

Child of Light and Darkness

SORCERER SPELLS

1st LEVEL

Pratfall

2nd LEVEL

Shadow Adaptation

8th LEVEL

Child of Light and Darkness

WARLOCK SPELLS

CANTRIPS (0 LEVEL)

Obfuscate Object

1st LEVEL

Pratfall

2nd LEVEL

Shadow Adaptation

WIZARD SPELLS

1st LEVEL

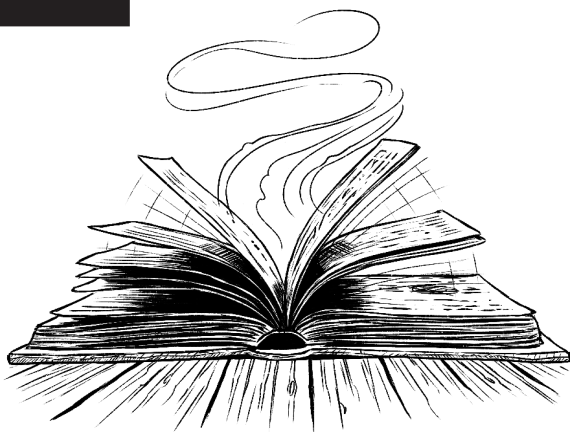
Pratfall

2nd LEVEL

Shadow Adaptation

8th LEVEL

Child of Light and Darkness



CHILD OF LIGHT AND DARKNESS

8th-level transmutation

Casting Time: 1 action

Range: Self

Components: V, S, M (a pebble from the Shadow Realm that has been left in the sun)

Duration: 1 minute

Roll a d20 at the end of each of your turns for the duration of the spell. On a roll of 1-10, you take the form of a humanoid made of pure, searing light. On a roll of 11-20, you take the form of a humanoid made of bone-chilling darkness. In both forms, you have immunity to bludgeoning,

piercing, and slashing damage from nonmagical attacks, and a creature that attacks you has disadvantage on the attack roll. You gain additional benefits while in each form:

Light Form. You shed bright light in a 60-foot radius and dim light for an additional 60 feet, you are immune to fire damage, and you have resistance to radiant damage. Once per turn, as a bonus action, you can teleport to a space you can see within the light you shed.

Darkness Form. You are immune to cold damage, and you have resistance to necrotic

damage. Once per turn, as a bonus action, you can target up to three Large or smaller creatures within 30 feet of you. Each target must succeed on a Strength saving throw or be pulled or pushed (your choice) up to 20 feet straight toward or away from you.

SHADOW ADAPTATION

2nd-level transmutation

Casting Time: 1 action

Range: Self

Components: V, S, M (a scrap of black cloth)

Duration: 8 hours

Your flesh and clothing pale and become faded as your body takes on a tiny fragment of the Shadow Realm. For the duration of this spell, you are immune to shadow corruption and have resistance to necrotic damage. In addition, you have advantage on saving throws against effects that reduce your Strength score or hit point maximum, such as a shadow's Strength Drain or the *harm* spell.

OBFUSCATE OBJECT

Illusion cantrip

Casting Time: 1 bonus action

Range: 10 feet

Components: S

Duration: Concentration, up to 1 minute

While you are in dim light, you cause an object in range to become unobtrusively obscured from the sight of other creatures. For the duration, you have advantage on Dexterity (Sleight of Hand) checks to hide the object. The object can't be larger than a shortsword, and it must be on your person, held in your hand, or otherwise unattended.

You can affect two objects when you reach 5th level, three objects at 11th level, and four objects at 17th level.

PRATFALL

1st-level conjuration

Casting Time: 1 action

Range: 60 feet

Components: V, S

Duration: Instantaneous

You cause a small bit of bad luck to befall a creature, making it look humorously foolish. You create one of the following effects within range:

- A small, oily puddle appears under the feet of your target, causing it to lose balance. The target must succeed on a Dexterity saving throw or be unable use a bonus action on its next turn as it regains its footing.
- Tiny particles blow in your target's face, causing it to sneeze. The target must succeed on a Constitution saving throw or have disadvantage on its first attack roll on its next turn.
- Strobing lights flash briefly before your target's eyes, causing difficulties with its vision. The target must succeed on a Constitution saving throw or its passive Perception is halved until the end of its next turn.
- The target feels the sensation of a quick, mild clap against its ears, briefly disorienting it. The target must succeed on a Constitution saving throw to maintain its concentration.
- An invisible force sharply tugs on the target's trousers, causing the clothing to slip down. The target must make a Dexterity saving throw. On a failed save, the target has disadvantage on its next attack roll with a two-handed weapon or loses its shield bonus to its Armor Class until the end of its next turn as it uses one hand to gather its slipping clothing.

Only one of these effects can be used on a single creature at a time.

MAGIC ITEMS

Many of the magical items found in the Shadow Realm are focused on navigating or surviving its dangers.

UNERRING DOWSING ROD

Wondrous item, rare

This gnarled willow root is worn and smooth. The wood is dark from long centuries spent absorbing the living darkness of the Shadow Realm.

When you hold this rod in both hands by its short, forked branches, you feel it gently tugging you toward the closest source of fresh water. If the closest source of fresh water is located underground, the dowsing rod directs you to a spot above the source and then dips its tip down toward the ground. When you use this dowsing rod on

SHADOW FEY WINE

Grapes do not grow easily or well in the Shadow Realm. The few grapes that do mature are jealously guarded and harvested by skilled vintners who hand pick the precious fruit themselves. These vintners are loath to share their secrets with outsiders.

A batch of Winter Court wine takes approximately a decade to go from the crush to bottling, with most of its time spent mellowing in ash casks. The rarer and more fragile Summer Court wine takes a century or more to reach completion. The arbutus casks that hold the wine are considered works of art in and of themselves and are often carved with scenes of rapturous dancing and feasting.

Harming a shadow fey winemaker is considered a capital crime in the Shadow Realms. The perpetrators are slowly skinned and coated in molasses then left tied and exposed in areas festooned with biting insects.

the Material Plane, it directs you to bodies of water, such as creeks and ponds. When you use it in the Shadow Realm, where fresh water is much more difficult to find, it directs you to bodies of water, but it might also direct you toward homes with fresh water barrels or to creatures with containers of fresh water on them.

EARRINGS OF ECLIPSE

Wondrous item, uncommon

These two cubes of smoked quartz are mounted on simple, silver posts.

While you are wearing these earrings, you can take the Hide action while you are motionless in an area of dim light or darkness even when a creature can see you or when you have nothing to obscure you from the sight of a creature that can see you. If you are in darkness when you use the Hide action, you have advantage on the Dexterity (Stealth) check. If you move, attack, cast a spell, or do anything other than remain motionless, you are no longer hidden and can be detected normally.

GLOVES OF THE WALKING SHADE

Wondrous item, very rare (requires attunement)

Each glove is actually comprised of three, black ivory rings (typically fitting the thumb, middle finger, and pinkie) which are connected to each other. The rings are then connected to an intricately-engraved onyx wrist cuff by a web of fine platinum chains and tiny diamonds.

While wearing these gloves, you gain the following benefits:

- You have resistance to necrotic damage.
- You can spend one Hit Die during a short rest to remove one level of exhaustion instead of regaining hit points.
- You can use an action to become a living shadow. While you are a living

shadow, you can move through a space as narrow as 1 inch wide without squeezing, and you can take the Hide action as a bonus action while you are in dim light or darkness. Once used, this property of the gloves can't be used again until the next nightfall.

MOONSEEKER'S LANTERN OF SAFE RETURNS

Wondrous item, rare (requires attunement)

This pyramid-shaped lantern has clear, crystal sides and is made of black iron woven with sparkling silver.

While holding this lantern, you can use an action to speak its command word. The lantern floats two feet away from you at shoulder height, and it sheds bright light in a 30-foot radius and dim light for an additional 30 feet. You and any of your companions within 30 feet of the lantern while it is shedding light can't be surprised, except when incapacitated by something other than nonmagical sleep. When you are in the Shadow Realm, the lantern also emits a pinpoint of light in the direction of Corremel, City of Lanterns.



WINE OF THE WINTER COURT

Potion, uncommon

This wine, so dark red in color it is nearly black, pours from its bottle in a syrupy flow. When you drink it, you taste notes of sour apple, bitter ash, and jealousy, and your thoughts are occupied with vivid memories of heartbreak and loss.

When you drink this wine, you have disadvantage on Charisma-based ability checks for 1 hour, but you are immune to being charmed and can add your proficiency bonus to Wisdom saving throws for the duration. If you already add your proficiency bonus to Wisdom saving throws, your bonus is instead doubled for the duration.

WINE OF THE SUMMER COURT

Potion, rare

This white wine is stained slightly pink from the rose petals added to the grapes prior to the crush. It is light and airy in consistency and evaporates within an hour if left exposed to the air. The wine tastes of peach, grapefruit, and your first kiss. Drinking it fills you with giddy thoughts of dancing, romance, and adventure.

When you drink this wine, you have advantage on Charisma-based ability checks for 1 hour, and you can reroll one failed attack roll, saving throw, or ability check during the duration.

CREATURES OF SHADOW

The Shadow Realm slowly corrupts all who live there, infecting creatures with its power and permanently changing the creatures that stay too long.

SHADOWSPIDER SWARM

This mass of fist-sized black spiders flows like a creeping mist. While they move like a shadow across the ground, they do not cast one themselves.

BORN OF DARKNESS. Shadowspiders are not alive in the traditional sense. A

shadowspider swarm is a creeping mass of spiders formed out of the primordial darkness of the Shadow Realm itself. They are born in the oldest and darkest regions of the Shadow Realm, often in areas where the planar barriers have grown thin. Unable to survive outside of its swarm, a shadowspider separated from its swarm evaporates in a greasy swirl of black smoke.

AFFINITY WITH UNDEATH. While shadowspider swarms form in places where two planes are close, they are particularly



common in regions where the Shadow Realm is coterminous with Evermaw, the Plane of Undeath. Because of this, shadowspider swarms are often found alongside the undead that sometimes spill forth in these regions.

INSATIABLE HUNGER FOR WARMTH.

Shadowspider swarms are always hungry, especially for the warmth of mortals. When a shadowspider swarm senses the warmth of a living creature, it immediately moves to consume the creature.

SHADOWSPIDER SWARM

Large swarm of Tiny monstrosities, neutral evil

Armor Class 15 (natural armor)

Hit Points 102 (12d10 + 36)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	16 (+3)	8 (-1)	10 (+0)	5 (-3)

Damage Resistances bludgeoning, piercing, slashing

Damage Immunities cold, necrotic

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses darkvision 120 ft., passive Perception 10

Languages —

Challenge 5 (1,800 XP)

Darkwalkers. While in darkness, the shadowspider swarm is invisible.

Sense Life. The shadowspider swarm can pinpoint the location of a warm, living creature within 30 feet.

Swarm. The shadowspider swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny shadowspider. The swarm can't regain hp or gain temporary hp.

Wasting Wave. A creature that enters the swarm's space for the first time on a turn or ends its turn in the swarm's space must succeed on a DC 14 Constitution saving throw or gain 1 level of shadow corruption (*Midgard Worldbook*, p. 414).

ACTIONS

Shadow Bites. *Melee Weapon Attack:* +7 to hit, reach 0 ft., one creature in the swarm's space. *Hit:* 14 (4d6) piercing damage, or 7 (2d6) piercing damage if the swarm has half of its hp or fewer. The target must make a DC 14 Constitution saving throw, taking 9 (2d8) necrotic damage and 9 (2d8) cold damage on a failed save, or half as much damage on a successful one.

ORPHANS OF THE BLACK

Appearing to be an unkempt human child between the ages of six and ten, this creature has bare feet and long, ragged, dirty nails. The matted mop of hair upon the creature's head has the odd blade of grass stuck in it. Its face is gaunt, with black, expressionless eyes, and its mouth is twisted into a sneer.

NEGLECTFUL BEGINNINGS. Once children of the Material Plane, these poor souls were mistreated by their guardians or people in positions of authority. Through their sadness and neglect, they inadvertently opened doorways to the Shadow Realm, and, eager for an escape from their lives, they stepped through the doorways. Over time, the atmosphere of the Shadow Realm corrupted and twisted these children into feral creatures. Orphans of the black carry no weapons or belongings, except for a single, tattered blanket or broken toy.

PROBLEM WITH AUTHORITY. Orphans of the black hate those who hold command over others. Whenever possible, they target creatures prominently displaying rank or other title and those who issue orders. An orphan of the black may sympathize with a creature that feels belittled or neglected, and it might forgo attacking the creature to attempt to coerce the creature into becoming an orphan of the black as well.

ORPHAN OF THE BLACK

Small fey, neutral evil

Armor Class 13

Hit Points 49 (9d6 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	14 (+2)	8 (-1)	10 (+0)	13 (+1)

Damage Resistances bludgeoning

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 10

Languages Common

Challenge 2 (450 XP)

Forbiddance. An orphan of the black can't enter a residence without an invitation from one of the occupants.

Sense Law. An orphan of the black can pinpoint the location of a lawful creature within 30 feet of it.

Transmit Pain. A creature that hits the orphan of the black with an attack must succeed on a DC 12 Wisdom saving throw or take 7 (2d6) psychic damage.

ACTIONS

Multiattack. The orphan of the black makes two melee attacks.

Slam. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.
Hit: 6 (1d6 + 3) bludgeoning damage.

Incite Violence (Recharge 5-6). The orphan of the black forces a creature it can see within 15 feet of it to commit an outburst of violence. The target must make a DC 12 Wisdom saving throw. On a failed save, the creature must use its action on its next turn to attack the nearest creature other than the orphan of the black. On a success, the creature takes 7 (2d6) psychic damage from the violence boiling at the edge of its consciousness. A creature immune to being charmed isn't affected by the orphan's Incite Violence.



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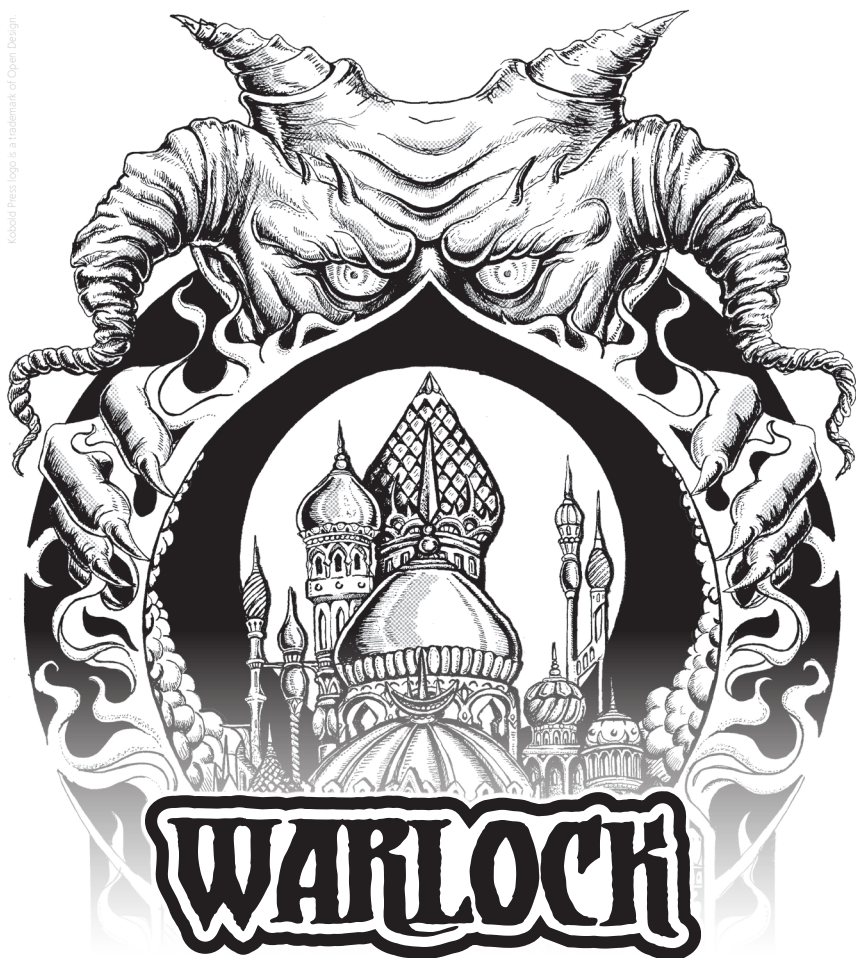
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