

BREAKING YÛLASH

Part Five of the Yûlash Series

The city of Yûlash is under siege. Can you and a small allied force break the siege, save your allies, and discover who or what is behind the assault?

A Four-Hour Adventure for 11th–16th Level Characters



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INTRODUCTION

Welcome to *Breaking Yûlash*, a D&D Adventurers League™ adventure, part of the official D&D Adventurers League™ organized play system and The Role Initiative's *Yûlash* series.

This adventure takes place in the city of Yûlash on the Moonsea in the Forgotten Realms campaign setting.

This adventure is designed for **three to seven 11th–16th level characters** and is optimized for **five characters with an average party level (APL) of 13**. Characters outside this level range cannot participate in this adventure.

ADJUSTING THIS ADVENTURE

This adventure provides suggestions in making adjustments for smaller or larger groups, characters of higher or lower levels, and characters that are otherwise a bit more powerful than the adventure is optimized for. You're not bound to these adjustments; they're here for your convenience.

To figure out whether you should consider adjusting the adventure, add up the total levels of all the characters and divide the total by the number of characters (rounding .5 or greater up; .4 or less down). This is the group's APL. To approximate the **party strength** for the adventure, consult the following table.

DETERMINING PARTY STRENGTH

Party Composition	Party Strength
3-4 characters, APL less than	Very weak
3-4 characters, APL equivalent	Weak
3-4 characters, APL greater than	Average
5 characters, APL less than	Weak
5 characters, APL equivalent	Average
5 characters, APL greater than	Strong
6-7 characters, APL less than	Average
6-7 characters, APL equivalent	Strong
6-7 characters, APL greater than	Very strong

Some encounters may include a sidebar that offers suggestions for certain party strengths. If a particular recommendation is not offered or appropriate for your group, you don't have to make adjustments.

BEFORE PLAY AT THE TABLE

Before you start play, consider the following:

- Read through the adventure, taking notes of anything you'd like to highlight or remind yourself of while running the adventure, such as a way you'd like to portray an NPC or a tactic you'd like to use in a combat. Familiarize yourself with the adventure's appendices and handouts.
- Gather any resources you'd like to use to aid you in running this adventure—such as note cards, a DM screen, miniatures, and battlemaps.
- Ask the players to provide you with relevant character information, such as name, race, class, and level; passive Wisdom (Perception), and anything specified as notable by the adventure (such as backgrounds, traits, flaws, etc.).

PLAYING THE DUNGEON MASTER

You have the most important role—facilitating the enjoyment of the game for the players. You provide the narrative and bring the words on these pages to life.

To facilitate this, keep in mind the following:

You're Empowered. Make decisions about how the group interacts with the adventure; adjusting or improvising is encouraged, so long as you maintain the adventure's spirit. This doesn't allow you to implement house rules or change those of the Adventurers League, however; they should be consistent in this regard.

Challenge Your Players. Gauge the experience level of your **players** (not the characters), try to feel out (or ask) what they like in a game, and attempt to deliver the experience they're after. Everyone should have the opportunity to shine.

Keep the Adventure Moving. When the game starts to get bogged down, feel free to provide hints and clues to your players so they can attempt to solve puzzles, engage in combat, and roleplay interactions without getting too frustrated over a lack of information. This gives players "little victories" for figuring out good choices from clues. Watch for stalling—play loses momentum when this happens. At the same time, make sure that the players don't finish too early; provide them with a full play experience.

ADVENTURE PRIMER

In the Ruins of Yûlash:

"It was an alien place, as much inhuman as it was ungodly. There was no life in this place. It was a different world altogether. This world was dead."

—Angelo Tsanatelis, *Origins*

ADVENTURE BACKGROUND

The city of Yûlash sits atop a huge plateau overlooking the Moonsea. The city has long been caught between the warring city states of Zhentil Keep and Hillsfar. Recently, the citizens of the city have been forced out and have settled nearby. One of the small villages the citizens founded was called Hilltop. When bizarre happenings were reported in the town, some heroes discovered many of the inhabitants had been replaced by kaorti shapechangers—foul abominations from the Far Realm that can take the shape of other creatures.

After the shapechangers had been subverted, the heroes found a mind flayer hive deep beneath Yûlash where an elder brain opened a massive gate to the Far Realm, releasing many aberrant threats (including the shapechangers) into the surrounding area.

An ulitharid known as Szthezik, who was a former servant of the elder brain, helped the party defeat it and then disappeared.

Since the hive was destroyed along with the portal, the Hillsfar government and the Red Wizards of Thay have united to rebuild the city and have set up a base at the Hillsfar Fortress—an old dilapidated structure within the city's walls.

Zulkir T'zavik Sa'neer has brought a contingent of Red Plumes beyond the city's walls and have taken up residence at Hillsfar Fortress. They were there for just over a day when a horde of orcs and hill giants led by Kaorti shapechangers started to lay siege to the city.

The shapechangers serve Azth-ul, an illithilich—a mind flayer alhoon that has attained lichdom.

The illithilich is looking for Szthezik, to prove he deserves to take over the mind flayer hive beneath the city. He will stop at nothing to see Szthezik dead.

First Lord Vuhm Yestral has gathered a contingent of Red Plumes, mercenaries, and Red Wizards to assault Yûlash, break the siege, and to free the plateau of evil for good.

Meanwhile, the kaorti and illithilich have been hard at work. The kaorti have been using their Far Realm ooze to turn orcs, ogres, and even a dragon into thralls. But worse, they've been taking the shape of citizens and Red Plumes within Yûlash, sowing discord and distrust.

The illithilich has found its own weapon of mass destruction: a zombified dragon turtle it plans to use to wreck Yûlash once and for all along with his arch enemy Szthezik.

When the characters arrive as the First Lord's champions, they see the city is under attack yet again, this time the blow may be fatal for the people of Yûlash.

LOCATION AND NPC SUMMARY

This adventure takes place in and around Yûlash, a fortress town positioned between Zhentil Keep and Hillsfar.

The following NPCs and locations feature prominently in this adventure.

Vuhm Yestral (Vyoom YES-tral). The First Lord of Hillsfar has taken great interest in helping the city of Yûlash. With his Red Plume soldiers, he has been intent on removing all evil threats from the area surrounding the town.

Zulkir Dar'lon Ma (DAR-lon MAH). A Red wizard that has been helping with the Yûlash rebuilding efforts.

Zulkir T'zavik Sa'neer (ZA-vick SA-neer). A Red Wizard archmage who has led a small force into the city of Yûlash. He is currently holed up in the city and is actually a Kaorti shapechanger.

Szthezik (ZITH-zick) An Ulitharid who used to be the hand of the Elder Brain. He seeks to reclaim the mind flayer hive to use it to establish trade routes in the Underdark.

Azth-ul (AZ-ooth OOL). A mind flayer alhoon (arcane wizard) that has attained lichdom.

Knewt (NEWT). A young boy whose family was replaced by shapechangers in the village of Hilltop.

ADVENTURE OVERVIEW

The adventure is broken down into three parts:

Introduction. The Defenders of Yûlash—15 Minutes. The party meets at the Red Plume outpost a short ride from Yûlash. Here they learn about the siege and Zulkir T'zavik Sa'neer.

Part One. The Siege—75 Minutes. The characters arrive at Yûlash in the first light of dawn, facing a force of orcs and hill giants that barricade them from approaching Yûlash. The characters must run a gauntlet of attacks and survive to enter the gates of Yûlash. Once inside, they will meet Zulkir T'zavik Sa'neer and his Red Plume soldiers.

Part Two. Defending Yûlash—90 Minutes. From the lofty vantage point of the wall surrounding Hillsfar Fortress, the characters identify important targets within the besieged city. They then must complete missions to cleanse the city. The final encounter in the section will have Azth-ul, the alhoon smash through the city. The mind flayer commands a zombie dragon turtle and force of undead minions.

Part Three. Betrayal in the Darkness—60 Minutes. The characters are betrayed by T'zavik, who attacks them in the Zhentarim tower. He is an

archmage and is protected by several champions and an alhoon. Upon his death, he is revealed to be a kaorti shapechanger.

ADVENTURE HOOKS

Faction Mission (Emerald Enclave). Lyria, a halfling ranger and hunter for the Emerald Enclave, wishes you to meet her at the Red Plume outpost outside of Yûlash to help with breaking the siege.

Faction Mission (Order of the Gauntlet). Orithin, a half-orc priest that serves the Order of the Gauntlet is especially fond of a historical site in Yûlash. He wishes you to meet him at the Red Plume outpost outside of Yûlash.

Friends of the First Lord. If you have participated in any of the Yûlash modules, The First Lord has called on you directly to help him save a small contingent of Red Plume soldiers who are holed up in the middle of a siege on the Yûlash plateau.

Job Opportunities. Word has spread that First Lord Yestral is looking for able bodied heroes to help reclaim the city of Yûlash and then to help build it anew. Anyone interested can meet him at the Red Plume outpost just outside the city.

INTRODUCTION. THE DEFENDERS OF YÛLASH

Estimated Duration: 15 minutes

The adventurers are at the Red Plume garrison just an hour's ride outside Yûlash.

You find yourselves in a wooden structure not appointed for nobility, but one of war. The cool air outside surrenders to the heavy weight of the humidity that hits you as you enter. The smell confirms no one has left this room for some time.

Wooden tables line the outside walls of the room surrounded by stools. Parchment and inkwells adorn the tables and men and women wearing the tabards of Hillsfar stand around them planning out their various strategies.

In the center of this command tent is a large table holding a map of a city that has the shape of a war shield. The shape is easy to recognize, its design can be seen for at least a day's ride away, the ruins of Yûlash.

In stark contrast with the soldiers filling this tent, a tall, bald man stands at the center table, his face and head are covered in tattoos of flames and runes. He watches the activity in the room calmly, his hands resting in the sleeves of his red robe.

A tall woman standing near the center table notices your arrival and turns her head back towards the group who stands over the map, the red plume on her helmet dancing as she turns. "First Lord, the adventurers have arrived."

Allow the party to introduce themselves to each other and the First Lord.

The First Lord looks around the room and a wide grin spans his face. "Friends of Hillsfar, welcome! I wish we were meeting under better terms, but sadly we are not. Three days ago, a contingent of Red Plumes—as well as the Red Wizard T'zavik Sa'neer—scouted a base within the walls of Yûlash. The base is being called Hillsfar Fortress for now. Unfortunately for them, a hoard of orcs, giants, and even undead have laid siege to the city.

We must free our brothers in arms from this horrible assault. Then, with our combined forces within the city's walls, we can destroy these attackers and save our city!" Cheers erupt as everyone jumps into action.

The First Lord calls your group off to the side and tells you the following:

You are going to be a strike team. The main force of the army will assault the siege directly from the southwest hopefully pulling most of the invading force that way. I want you to come from the east. Head to the docks

that some are calling Newport and rush the city. You must make it to Hillsfar Fortress and free the Zulkir and the troops.

I will offer each of you 2,000 gp for freeing the fortress and I'm sure there will be more if you can clean up whatever mess there is inside the walls.

If you free them, you will have a hundred Red Plumes that will assist you as much as possible, as well as Zulkir Sa'neer.

You will bear the seal of the First Lord, after breaking the siege and getting to the Zulkir, the party may speak in the First Lord's name and administer his justice as they see fit.

He will not admit it, but the First Lord obviously expects betrayal from the Red Wizards. A successful DC 16 Wisdom (Insight) check conveys this understanding to the party.

If pressed about why Yûlash must be rebuilt, the First Lord explains:

- The city is located on the mouth of the River Tesh. It could be an amazing hub of trade under the proper management.
- Also, tactically it is a great vantage to keep watch over Zhentil Keep, as Hillsfar and Zhentil Keep have been fighting over the control of Yûlash since before the Spellplague.

A successful DC 16 Wisdom (Insight) check reveals that the First Lord wants something else from Yûlash. Pressing him further on the matter shuts down his conversation and forces his hand to offer the contract.

FACTION ASSIGNMENT: ORDER OF THE GAUNTLET

If there are any Order of the Gauntlet members in the group, read them the following:

You are approached by a half-orc priest of Ilmater who introduces himself as Orinthin. "Hello, sworn brother. In addition to being a healer for the Order, I also have a fondness for history. Inside the walls of Yûlash lies a famous tavern called the Wet Whistle. I know, I know, how is a tavern important right? Well there is something special about this one. You see, Yûlash has been the center of many wars over the centuries and yet this tavern has survived. It has been used as a base of operations as well as a medicine facility in those wars. Simply put, I want you to make sure it is protected." He hands you a golden sword. "Thrust this into the ground in the center of the tavern and a protective shield will surround it. The magic will take some time to activate, and be sure to get out before it does!" Thanks for everything, brother!

FACTION ASSIGNMENT: EMERALD ENCLAVE

If there are any Emerald Enclave members in the group, read them the following:

You are approached by a Halfling ranger who introduces herself as Lyria. "Hello, friend. The Enclave appreciates you putting yourself at risk in this endeavor. If you are successful, we have a favor to ask of you. Beneath Yûlash is a temple to the dreaded Moander. The entrance was somewhere in the city marked by a hand with a mouth on it. With all the chaos going on in the city, looting will soon follow if it hasn't started already. We would like you to go into the temple and gather anything having to do with the cult, especially magical artifacts and bring them to us. We can't risk people learning about the temple!"

When the party is ready to continue, they set off to break the siege!

PART 1. THE SIEGE

Estimated Duration: 75 minutes

The ruins of Yûlash are surrounded by a timber wall reinforced with iron bands. Four timber towers that reach 25 feet tall stand around the wall at its cardinal sides. Several buildings stand outside the wall—a barracks, kennel, and stable among them. The wall was built to watch into the ruins, in order to guard against anything coming up from the tunnels beneath the city.

GENERAL FEATURES

The siege has taken its toll on the walls, and there are multiple points that can be used for entry.

Terrain. Ruins litter the area inside Yûlash, and vegetation grows sporadically throughout.

Weather. The sky is clear and the cold northern air is biting as usual

Light. Within the ruins there are few light sources, mostly from flaming tar or will o' wisps.

Smells and Sounds. The smell of blood and sweat fill the air along with the sounds of combat.

ATTACK!!

The once great walls of Yûlash are in great need of repair. There are holes throughout from previous battles, and some places have collapsed completely. In the past, the city itself must have been at least as populated as Hillsfar, Phlan, or any other prominent Moonsea city.

As you make your way closer, you see a tide of orcs and hill giants march their way to meet the First Lord's army. A few stragglers stay behind, many of which continue to attack the city's walls.

Modifying your path to get around what is left of the army, you see a cloud of dust rolling across the plain. It quickly resolves into several enemies, charging straight at you!

KAORTI THRALLS

Creatures that have been turned into thralls of the kaorti look no different than others of their kind, but they do the bidding of the kaorti without question. Thralls use their same statistics, but gain the following abilities:

Thrall. The creature gains advantage on saving throws against being charmed or frightened and is immune to these conditions if a kaorti shapechanger is within 60' of the creature.

Death Throes. When kaorti creatures die, their remains secrete a gray sludge that covers the body and puddles around it.

A group of four **hill giants**, two orc shamans (these use the **hobgoblin devastator** stat blocks), and

one **mouth of Grolantor** have noticed the party. The enemies start 200 feet away from the party when initiative is rolled. The monsters have been corrupted by kaorti slime and are under control of the mouth of Grolantor (which is really a kaorti shapechanger).

ORC SHAMAN (HOBGOBLIN DEVASTATOR)

- Change creature type to *Medium humanoid (orc)*
- Replace language: Goblin with Orc
- Add:

Aggressive. As a bonus action, the orc can move up to its speed toward a hostile creature it can see.

SETTING UP THE ENCOUNTER

Very Weak

- **Hill Giant (2):** AC 13, 105 hp, Init -1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (2):** AC 15, 60 hp, Init +1

Weak

- **Hill Giant (3):** AC 13, 105 hp, Init -1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (2):** AC 15, 60 hp, Init +1

Average

- **Hill Giant (4):** AC 13, 105 hp, Init -1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (2):** AC 15, 60 hp, Init +1

Strong

- **Hill Giant (2):** AC 13, 140 hp, Init -1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (4):** AC 15, 60 hp, Init +1

Very Strong

- **Hill Giant (3):** AC 13, 105 hp, Init -1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +5
- **Orc Shaman (3):** AC 15, 60 hp, Init +1

The hill giants and orc shamans attack in a coordinated effort. Anyone with a passive Insight of 17 or higher may use their action to make an Intelligence (Nature) check. On a success, that character notices that the mouth of Grolantor appears to be directing the others, which is contrary to how such a battle would proceed. When the mouth of Grolantor is defeated, it collapses into a puddle of black ichor.

KAORTI SLIME VESSELS

Each hill giant carries a stone vessel that they hurl into melee (treat as a thrown rock ranged weapon attack). When thrown, these vessels break open to release a pool of kaorti slime. Each vessel creates a circular pool of kaorti slime 20 feet in diameter at the point of impact. This gray slime is difficult terrain.

KAORTI SLIME

Creatures in the area when kaorti slime first appears must make a DC 15 Dexterity saving throw or be restrained. A target restrained by the slime can use an action to make a DC 15 Strength or Dexterity check (target's choice). On a success, the creature is no longer restrained by the slime. Other creatures can make a DC 15 Strength check to pull a restrained creature out of the ooze, assuming they can reach the creature without become restrained themselves.

Creatures that begin their turn restrained by the slime take 7 (2d6) acid damage. In addition, nonmagical armor worn by the creature is partly dissolved and takes a permanent and cumulative –1 penalty to the AC it offers. The armor is destroyed if the penalty reduces its AC to 10.

TRICKS OF THE TRADE

The kaorti slime and the gray sludge that appears out of dead thralls look remarkably similar. While the gray sludge is harmless, and the kaorti slime will not enthrall a character, they don't know that, and you are encouraged to play upon any fears expressed by players whose characters have been affected by the kaorti slime.

TREASURE

The hill giant's bags are filled with pieces of canonical red shingles as well as bits of bone, hair, and other items of no value. The shamans have gems worth 500 gp.

RUNNING THE GAUNTLET

Once the characters defeat the attackers, they'll have to run through a narrow, dangerous path to reach the Hillsfar Fortress and relative safety.

To reflect the chaotic, brutal nature of running through a literal horde of enemies, you'll assault your players with attacks from the horde as if the horde was a dynamic trap.

The party will have to traverse through the broken old wall and to the gates of Hillsfar Fortress.

As you make it to the walls of the city, five Red Plume soldiers meet you and tell you they've been waiting for you. One of them introduces himself as Commandant Alexander Tyros, and tells you they are in charge of getting you to Hillsfar Fortress.

Coming around a large ruined building, a crash of sound hits you like a gust of wind. Between you and Hillsfar's gray stone fortress is a sea of raving orcs, hobgoblins, and giants laying siege against the fort.

A small clearing stands between you and the horde. Rubble and detritus are piled haphazardly throughout the courtyard. Near one side a lonely fountain stands, its proud human centerpiece has lost its features to time and the harshness of nature and streams of rust colored paths lead down into the dry basin.

Upon seeing this, Commandant Tyros turns to you. "Are you ready to run? I will send the signal, and the

soldiers will open a path for you. Zulkir T'zavik awaits you inside." Tyros pulls a scroll tube from their pack and pulls the cap off one end. Pointing it into the air, he twists the bottom of the tube and blue and red sparkling light flies high above the battle below with a high pitched whistle. Just as the light begins to descend it explodes into a burst of color and sound.

In response to this festive display, a brief hush falls over the scene, the screams and howls giving way to the boom and pop of the signal. A bright ball of flame the size of a boulder comes soaring from behind the forts walls. Landing in front of the gate, it bursts open leaving a burning tar and opening a treacherous path between yourself and the defenders.

Once the characters set off to the fortress, begin the encounter with the trap. Players should roll initiative and act in order to drive closer to the objective.

THE GAUNTLET

Complex trap (level 11–16, dangerous threat)

The characters must travel 300 feet to reach the Hillsfar Fortress. Along the way they must contend with the battlefield that lies between them and their goal.

Trigger. The gauntlet is triggered as soon as the characters begin to make their way to the fortress.

Initiative. The gauntlet goes on initiative counts 15, 10, and 5.

Active Elements. The gauntlet contains a haphazard pathway through the horde of monsters to the fortress gates. The three elements include an orc horde, defensive elements such as burning pitch, and Kaorti slime puddles.

Orc Horde (Initiative 15). The orc horde makes a melee greataxe attack against each adventurer. If characters are flying and within 120 feet of the ground, instead make a ranged javelin attack.

Greataxe. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (1d12 + 4) slashing damage.

Javelin. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage

Burning Pitch (Initiative 10). Burning pitch is spilled over the battlefield, creating burning, difficult terrain. Every creature not flying must succeed on a DC 15 Dexterity saving throw or take 18 (4d8) fire damage. Creatures that are flying must succeed on a DC 15 Constitution saving throw or be blinded until the end of their next turn. Flying creatures do not take fire damage from the burning pitch.

Kaorti Slime (Initiative 5). Creatures on the ground must succeed on a DC 15 Dexterity saving throw or the kaorti slime causes 7 (2d6)

acid damage. In addition, nonmagical armor worn by the creature is partly dissolved and takes a permanent and cumulative –1 penalty to the AC it offers. The armor is destroyed if the penalty reduces its AC to 10. Flying creatures cannot be targeted by this element.

Dynamic Elements. Creatures who do not move on their turn, or who attack the orcs attract the notice of the orc horde.

Orc Horde. Any creature that stops or attacks the orc horde takes an automatic 10 (1d12 + 4) slashing damage from the orcs closing around them. Flying creatures that stop or attack take an automatic 7 (1d6 + 4) piercing damage from a barrage of javelins. Creatures flying more than 120 feet above the battlefield can't be damaged in this way.

Countermeasures. The orc horde and the burning pitch can be thwarted by particular countermeasures. The kaorti slime is a constant threat.

Orc Horde. If the characters fight the orc horde, they can hinder the enemy. Treat the horde as having AC 13 and 180 hp. Defeating the horde stops the orc horde from acting on Initiative 15 during the rest of the gauntlet.

Burning Pitch. The characters can stop the burning pitch from activating on initiative 10 during the gauntlet if they deal 50 hp of cold damage targeting the pitch in a single round. If the pitch is extinguished, it is deactivated for the duration of the gauntlet.

TRICKS OF THE TRADE

Characters using *dimension door*, *etherealness*, or other spells or abilities should get full advantage for doing so. Do not punish them for using those hard-earned talents.

ZULKIR T'ZAVIK SA'NEER

When the characters reach the fortress, they're greeted by two Red Plume commanders. They lead the characters to the roof. Here, the Zulkir marshals his forces and prepares defenses for the fort.

The great gates of the fortress close behind you as black javelins thud into the stout doors.

Two soldiers wearing the gleaming helms of the Red Plumes flank a tattooed human dressed in crimson robes, his tattoos depict gates, demons, angels, and strange shapes.

"Good work so far, adventurers. You've been expected, and I see the First Lord has hired only the best in the Moonsea." The tattooed man walks forward, tapping his ebony staff on the flagstones. "I am Zulkir T'zavik Sa'neer, and you've arrived just in time."

He takes you to the top of the wall and points his staff at the blasted city scape. You see a massive

sinkhole, which has swallowed the heart of Yûlash. Even as you watch, chunks of earth break away and fall into the chasm. The red-robed Zulkir shouts, "The city is falling, but with you here to aid, we shall save it together!"

WHAT ZULKIR T'ZAVIK SA'NEER KNOWS

T'zavik will answer the characters' questions, but time is of the essence. Before he takes questions, he explains the following:

"The giant sinkhole, called the Maw, opened in the night and shortly after, the city was assaulted by the orc tribe. The Maw has been filling with befouled water. Undead hordes have been appearing from the sinkhole and the timing of the orc horde cannot be a coincidence. Red Plumes have uncovered agents within the ruins feeding a foul gray substance to prisoners. These unfortunate souls then seem to be under the control of the horde.

It is rumored that the Zhentarim buried a weapon of great power beneath their citadel on the other side of the city. I will meet you at the citadel in ninety minutes. Kill as much of this vermin as you can and if you get a chance, figure out what is happening in The Maw."

When he's done explaining what's happened, the Red Wizard answers questions about the following:

- He will not reveal the Red Wizards' ultimate plan, saying they only wish to establish a critical trading post in partnership with Hillsfar. A successful DC 18 Wisdom (Insight) check reveals he's not lying, but he's not telling the whole truth either. This same check result reveals he is afraid of what's happening in the Underdark.
- Soldiers have seen undead rising from their fallen comrades, no doubt under the control of a powerful necromancer. There seems to be no way to break this domination.
- The Red Plumes can't spare men to help the characters, it is taking everything they have to hold position.
- If the characters would like to take a short rest, this will be their only opportunity as there will be nonstop action in the war-torn city.

PART 2. DEFENDING YÛLASH

Estimated Duration: 90 minutes

In this part, the characters make their way through Yûlash to reach the old Zhentarim citadel on the other side of the city. Along the way, the party can have multiple different encounters. These encounters **DO NOT** need to be run in the order they are written or even at all if you don't want to use them!

If there are Emerald Enclave or Order of the Gauntlet members in the party, be sure to run their encounters! Once you have run encounters for an hour (real time), proceed to encounter 7, "The Maw."

Know your table! If your players enjoy combat, then by all means run all the combat encounters first! The same goes for roleplaying and exploring!

ENCOUNTER 1. A FAMILIAR FACE (ROLEPLAY)

The clang of metal subsides in the distance and is replaced by screams and sobbing. As you turn the corner, you see an overturned wagon that has ignited in flames. It sounds like a child is trapped inside and can't get out!

The characters notice several things without needing to make any checks:

- The fire spread from the timbers of a collapsed building nearby. The timbers lay on top of the cart.
- Aside from the fire, there is no other damage to the wagon.
- The child trapped inside is terrified.

Allow the party to come up with ways to extinguish the fire. Dealing 30 points of cold damage to it will extinguish the fire. Two *create water* spells can extinguish the fire as well. Removing the beam requires a DC 20 Strength (Athletics) check. If the beam is still on fire, anyone attempting to move it takes 14 (4d6) fire damage. Once the beam is removed, the cart can be overturned to reveal a familiar face.

Character who have played in (CCC-TRI-01, "Into the Darkness") recognize this boy as Knewt—a boy from the nearby village of Hilltop whose parents were replaced by kaorti shapechangers. The party can attempt to calm Knewt down with a *calm emotions* or with a DC 20 Charisma (Persuasion) check. If the character trying to persuade Knewt has played Into the Darkness, they make the check with advantage. If the party is able to calm Knewt down, he gives them the following information:

- "I snuck into the city two days ago cuz I heard they were rebuilding the houses. I wanted to see!"
- "I was hungry and found this wagon with fruits in it."

- "Three Red Plume soldiers flipped the cart over and then the monsters showed up. I don't know why they would do that."
- "I saw some weird plants growing on a building what looked like a tavern."
- "I haven't seen the big monster but I heard it roar. It shook the ground."

At this point in time, the party may be suspicious of shapechangers. If they ask, allow them to do things like see if Knewt bleeds etc. Knewt isn't a shapechanger and is here to present a complicated decision. What do you do with a boy in the middle of a siege?

Allow the party to come up with ideas on what to do with Knewt. They could ask him to tag along but if they do that, be sure to roll initiative for him and treat him like any other combatant (use **commoner** statistics).

Other options like escorting him back to the Fortress are available but will take time. Let the party have fun trying to decide what to do. If the party takes too long, you can always have Knewt run off to hide in a ruined home.

XP AWARD

If the party successfully saves Knewt, award each character 1,000 XP.

ENCOUNTER 2. DEMORALIZED TROOPS (ROLEPLAY)

As you move stealthily through the streets, you come across the end of a battle. A Red Plume soldier finishes off a huge skeletal figure while several others cower behind him and one more holds on to a gnarled spear piercing his chest. The victorious warriors spin around to their wounded comrade and begin dressing his wounds while the fourth soldier screams, "What's the bloody point? Tyros sent us to our deaths! Did you see it? The beast they speak of? It will kill us all before day's end!" One of the other soldiers responds, "We've got no chance sir, we should just retreat to the fortress!"

A successful DC 14 Wisdom (Medicine) check shows that the field dressing the commander is giving probable won't stop the bleeding. The spear must be removed and healing magic needs to be given to the soldier to seal up the wound or he will die within the hour.

The four cowering soldiers are truly demoralized and sit on the ground sharing a water skin and complaining about the impossibility of surviving the siege. They are currently demoralized. To get the soldiers back into the fray, the party must get the group to feel confident. Doing so requires four successful DC 15 Charisma (Persuasion) checks in a row. A failure reverts the soldiers to their demoralized condition.

If they wish, allow the characters to come up with different ways to boost confidence instead of making persuasion checks (a use of the Inspiring Leader feat, paying them extra gold, a *calm emotions* spell etc.). Each use will count as a successful persuasion check.

XP AWARD

If the party successfully made the soldiers feel confident, award each character 1,000 XP.

ENCOUNTER 3. ZHENT SPY (ROLEPLAY)

When you'd like to start this encounter, read the following to the character with the highest passive perception (no matter what the score is):

Out of the corner of your eye, you notice a black humanoid-sized mass duck behind the ruined wall of a building. It appears as though you are being watched.

The spy has hidden himself beneath some rubble behind a destroyed building. Finding him requires a successful DC 20 Intelligence (Investigation) or a DC 22 Wisdom (Perception) check. If the characters fail this check, they assume the spy ran during the explosion even though they don't find any foot prints. If the party believes this, feel free to run a variation of this encounter later.

If the party succeeds on the check, they find a half elf man wearing a black cloak and black mask underneath a pile of rubble. When they uncover him, the spy puts his hands on his head and says the following:

"I am Lorne Deepshadow and I work for the Zhentarim. Recently, some bad stuff went down at Zhentil Keep with a necromancer who fancied himself a lich. We destroyed him, and a small Zhent contingent has settled on the southern shore of the keep. In recent weeks, I have heard several of the Zhentarim higher-ups talking about Yûlash. They've been saying Yûlash was ripe for the pickings as it had been destroyed by mind flayers. They even talked about the siege that is currently happening."

If any of the characters reveal they are also members of the Zhentarim, Lorne also reveals the following:

"One Zhentarim leader even mentioned there was some item of great power in the vaults beneath the old Zhentarim base here. Not completely sold on what the Zhentarim leaders were talking about, I decided to come and see what was happening to the city myself.

My plan was to report my information to Risan Thiayiss, as he is one of the only Zhent leaders I trust with my life!"

Some characters may recognize the name Risan Thiayiss from CCC-ROZK01-1. He is a wizard that operates out of the Waypoint Bindery outside Zhentil Keep. A successful DC 15 Intelligence (History) check can reveal this information if the characters haven't played the Zhentil Keep series yet (though no one has heard of Lorne Deepshadow before).

Allow the party member to decide what they want to do with the spy. A DC 18 Wisdom (Insight) check reveals that Lorne is being honest but isn't telling everything he knows. If the party tries to pull it out of him, Lorne will stand up and run for the wall of the city.

If the party decides to kill Lorne Deepshadow, they earn the "Shots Fired" story award.

ENCOUNTER 4. TEMPLE OF MOANDER (EXPLORATION) (EMERALD ENCLAVE FACTION ASSIGNMENT)

Around the corner you see what looks like an eruption of roots, vines, and fungi shooting forth from a sinkhole. On the ground in front of the sinkhole is a symbol of a hand with a gaping, fang-filled mouth drawn over the palm. The acrid scent of death emanates from the sinkhole.

A successful DC 15 Intelligence (Religion) check reveals this symbol to be the symbol of Moander. Members of the Emerald Enclave should remember being told that the Temple of Moander was beneath Yûlash. This must be the way in.

Getting to the sinkhole is quite the ordeal as some of the vines and roots are so large they need to be climbed. As they get to the sinkhole, characters walking on the plants must succeed on a DC 15 Dexterity (Acrobatics) check or fall into the hole, taking 28 (8d6) falling damage and landing prone at the bottom of the hole.

Halfway down the sinkhole, it becomes apparent that the sinkhole is actually a collapsed ceiling into an underground chamber. A spiral staircase circles the mass of vegetation down to the bottom of the shaft. The plants continue on through a carved hallway at the bottom of the shaft. Characters at the bottom of the staircase can attempt a DC 16 Intelligence (Investigation) check. If they succeed, the characters notice the remains of a humanoid body whose parts have been churned up by the growing plants. Alongside the body is a golden necklace with the holy symbol of Moander dangling from it. Members of the Emerald Enclave may wish to keep this symbol.

The vegetation leading through the hall is so massive, the only way to get by is to crawl over it. Several tendrils sway to and fro above the vines as the plants quiver spasmodically.

If the characters wish to attack the plants in an attempt to get through, they may however, the plants will defend themselves. You may choose which type of defenses the plants have.

DEFENSES: SPORE CLOUD

When the plants take damage, they spurt out a cloud of poisonous spores.

Trigger. Dealing damage to the plants.

Effect. Each creature within 20 feet must succeed on a DC 18 Constitution saving throw or take 21 (6d6) poison damage and become poisoned for 1 hour. While poisoned in this way, a character cannot regain hit points by any means.

DEFENSES: CHEMICAL SPRAY

When the plants take damage, viscous goo erupts, covering everyone in the chamber.

Trigger. Dealing damage to the plants.

Effect. Each creature must succeed on a DC 18 Dexterity saving throw or become covered in the thick, sticky goo. Characters wearing metal armor or wielding metal weapons are subjected to effects similar to that of a *heat metal* spell until the items are sufficiently washed off.

DEFENSES: THORN SPRAY

When the plants take damage, needle-sharp thorns spray out at everyone in the chamber.

Trigger. Dealing damage to the plants.

Effect. Each creature must succeed on a DC 18 Dexterity saving throw or take 30 (6d8) piercing damage and every 5 ft, they move, they take 5 (1d8) piercing damage until they are healed. If a character succeeds on the saving throw, they take half the initial damage and no damage when they move

Once the characters make it down the tunnel, read the following:

The roots and vines start to decrease in size as they enter an open chamber. The walls of the chamber show carved pictures of crops decaying and dead forests. One fairly elaborate carving depicts a giant plant monster standing over the body of a wizard who cowers in the creature's presence.

The vines and roots all flow to the top of an altar where they seem to disappear at a single point.

Characters who succeed on a DC 15 Intelligence (Religion) check realize that the intricate carving depicts Moander standing over the wizard.

Characters that wish to investigate the altar notice that the roots and vines are all coming from a single bean-shaped seed. The plants can be severed from the bean by dealing 1 point of slashing damage to them. (The plants in this room have no defenses.) Freeing the seed and returning it to the Emerald Enclave completes their mission.

Characters can also make a DC 15 Intelligence (Investigation) or Wisdom (Perception) check to discover small, wispy roots as fine as spider silk coming from one of the roots and traveling along cracks in the floor. The tendrils disappear into a crack between the floor and wall. The secret door here can be opened by putting pressure on it and then releasing.

Inside, the characters find a small wooden chest that is completely wrapped by the thin vines. Removing the vines is an easy task.

TREASURE

Inside the chest are 100 pp, a robe with the symbol of Moander stitched into it, a *spell scroll of blight*, and a book entitled, "Killer Frost: A Working Theory by Grypht." The book details a possible way to empower cold spells to destroy Moander's Rot. A major library or the Emerald Enclave would probably pay around 500 gp for it. Characters who have played in the CCC-ELMW series of adventures or that succeed on a DC 15 Intelligence (History) check recognize Grypht as a person who helped banish Moander from this world.

ENCOUNTER 5. THE WET WHISTLE (COMBAT) (ORDER OF THE GAUNTLET FACTION ASSIGNMENT)

You turn the corner to see an abnormality in the destroyed city. A small building stands amidst the smoke and destruction, apparently completely untouched by the recent fighting. Jutting out from the wall is a wooden sign dangling from an iron pole. The design etched into the sign shows a profile of a mouth with a stein tipping toward it. Beneath the image bold, blocky letters read, "The Wet Whistle."

While this encounter is for the Order of the Gauntlet mission, you can also use it for a party without that faction's members. Curious parties may be interested in why this building is still standing. Entering into the building may give the party the idea that it is a great place for a short rest. Feel free to let them explore the small tavern, which has no apparent reason for remaining intact. Once the party has explored or started to take a short rest, proceed to the encounter, but do not have the dome appear.

If there is an Order of the Gauntlet member in the party, they must find the center of the building and thrust the golden sword into the ground. When they do, read the following:

As you thrust the sword into the ground, you feel a warm pulsing coursing through your hands. A faint humming can be heard as a bright light burst forth from the blade. As you blink the afterimage away, you see that the building is surrounded by the undead!

Attacking the tavern from the windows and the front and back doors are four **greater zombies**, one **devourer**, and two skeleton evokers (use **evoker** stats).

The party has 10 rounds to dispatch the enemies or they become trapped inside a massive domed wall of force that surrounds the building. If they don't get out, they must use teleportation magic to escape. Otherwise, they must dispel the dome (level 8 spell) or disintegrate it. After doing so, they may remove the sword and then replace it in the ground, which causes the effect to go off again with the same delay. The gold sword is specially attuned to this location and will not work anywhere else if thrust into the ground.

SKELETON EVOKER (EVOKER)

- Change creature type to *Medium undead, lawful evil*
- Add: **Damage Vulnerabilities** bludgeoning
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** exhaustion, poisoned
- Add: **Senses** darkvision 60 ft.

SETTING UP THE ENCOUNTER

Very Weak

- **Greater Zombie (2):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (2):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init+1

Weak

- **Greater Zombie (3):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (2):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init+1

Average

- **Greater Zombie (4):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (2):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init+1

Strong

- **Greater Zombie (4):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (3):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init+1

Very Strong

- **Greater Zombie (2):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (4):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init+1

XP AWARD

If the party successfully gets out before the dome spell goes off, award each character an additional 1,000 XP.

ENCOUNTER 6. DEATH FROM ABOVE (COMBAT)

The sky darkens even more as you rush across a small courtyard. A volley of arrows assaults you from above. As you look up, you see two winged beasts with skeletal archers atop their backs. The beasts unleash a horrifying roar as they descend to attack you.

There are two **young red shadow dragons** and four skeleton archers (use **archer** stats) riding on their backs that have spotted the party. The undead creatures attack the party until they are defeated, focusing on firing from the air. The dragons will not land until they are at half of their hit points.

SKELETON ARCHER (ARCHER)

- Change creature type to *Medium undead, lawful evil*
- Add: **Damage Vulnerabilities** bludgeoning
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** exhaustion, poisoned,
- Add: **Senses** darkvision 60 ft.

ADULT WHITE ZOMBIE DRAGON (ADULT WHITE DRAGON)

- Change creature type to *Huge undead*
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** poisoned
- Add:
 - Undead Fortitude.** If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On success, the zombie drops to 1 hit point instead.
- Remove: **Legendary Actions**

SETTING UP THE ENCOUNTER

Very Weak

- **Young Red Shadow Dragon:** AC 18, 178 hp, Init +0
- **Skeleton Archer (2):** AC 16, 75 hp, Init +4

Weak

- **Young Red Shadow Dragon (2):** AC 18, 178 hp, Init +0
- **Skeleton Archer (3):** AC 16, 75 hp, Init +4

Average

- **Young Red Shadow Dragon (2):** AC 18, 178 hp, Init +0
- **Skeleton Archer (4):** AC 16, 75 hp, Init +4

Strong

- **Young Red Shadow Dragon:** AC 18, 178 hp, Init +0
- **Adult White Zombie Dragon:** AC 18, 200 hp, Init +0
- **Skeleton Archer (4):** AC 16, 75 hp, Init +4

Very Strong

- **Adult White Zombie Dragon (2):** AC 18, 200 hp, Init +0
- **Skeleton Archer (4):** AC 16, 75 hp, Init +4

TREASURE

Two of the skeleton archers are carrying pouches with 1,000 gp in them.

ENCOUNTER 7. THE MAW (EXPLORATION AND COMBAT)

Note: Do this encounter last!

As you make your way to the Zhentarim Citadel, your path becomes disrupted by a massive sinkhole. You remember Zulkir T'zavik Sa'neer telling you that this was what they called The Maw and he wanted you to explore it, as this is where the undead within the city have been coming from. The staggering 150 foot drop causes you to pause as you notice a milky-gray pool at its bottom. Bubbles rise from the liquid as it seems to flow like water.

Give the party time to figure out how they want to descend into the pit. The walls are slick but have handholds which can be climbed with a DC 18 Strength (Athletics) check made with disadvantage.

THE PIT

The gray water at the bottom of The Maw is befouled with toxins from the Underdark. Creatures that begin their turn with at least half of their body submerged in the water must succeed on a DC 18 Constitution saving throw or be poisoned until they leave the water and for 1 minute afterwards. If a character fails the saving throw by 5 or more, the amount of time it takes them to start drowning is cut in half. If a character succeeds on this saving throw, they are immune to these effects for 24 hours.

- Casting *water breathing* will allow characters to breathe in the water, but the toxins are still present, and they will continue to need to make the saving throws until they succeed.
- The murky water filling the pit heavily obscures anything submerged within it. Creatures in the liquid can only see five feet in front of them.
- Once the characters are submerged, roll initiative. Keep track of how many rounds they are under the water—you may also want to ask each character's Constitution modifier.

SUFFOCATION (DROWNING) RULES

A creature can hold its breath for a number of minutes equal to 1 + its Constitution modifier (minimum of 30 seconds).

When a creature runs out of breath, it can survive for a number of rounds equal to its Constitution modifier (minimum 1 round). At the start of its next turn, it drops to 0 hit points and is dying, and it can't regain hit points or be stabilized until it can breathe again.

—D&D Basic Rules, *Player's Handbook*

The distance from the surface of the water to the tunnel below is 40 feet. The tunnel is 100 feet long.

Character with a passive perception of at least 20, or those who succeed on a DC 20 Wisdom

(Perception) check, sense there is water flowing from a hole at the bottom of the pit. A character can also attempt a DC 15 Intelligence (Investigation) check with disadvantage to find the small cave the water is coming from. Feel free to get rid of the disadvantage to the investigation check for good roleplaying like, “feeling along the wall,” “polymorph into an octopus,” etc.

Once the party feels their way into the tunnel at the base of The Maw, allow them to continue to roleplay their way through. The tunnel only has a 10-foot diameter. Upon exploring the edges of the tunnel, the players notice they are made out of packed earth.

SKELETAL ARMS

Simple trap (level 11–16, dangerous threat)

Starting 10 feet into the tunnel are hundreds of humanoid arms, with hands reaching out.

Trigger. A creature moves past the forest of skeletal arms.

Effect. The triggering creature must succeed on a DC 18 Strength saving throw or become restrained. Creatures who are not restrained may attempt to free an immobilized character. The arms have AC 18, 50 hp, and a damage threshold of 10. A character can also attempt an opposed athletics check to break free; the arms have +10 to their roll.

XP Award. If the party navigates the water hazard without anyone drowning, award each player 1,000 XP.

INTERLUDE

Once the party breaks free of the arms, they follow the tunnel unhindered the rest of the 100 feet until it opens up into a cavern above them. When they break the water's surface, read the following:

As you break the surface of the water, you are assaulted by the smell of death. Grey liquid oozes down the walls of the chamber around you. A small land mass lies a mere thirty feet away and upon it rests piles upon piles of humanoid skulls. The tops of the skulls are completely missing. You sense movement behind one of the piles as a large purple creature with long tentacle jutting from its face turns to you. “Well, it took you long enough,” you hear in your head. “Come, I have much to tell you.”

The ulitharid introduces himself as Szthezik. Characters that have played in CCC-TRI-02, “Impression Left Behind” remember Szthezik, as he freed Elanil Elassidil from the rogue elder brain's evil contraption. He tells the party the following:

I was the one who freed Elanil from that lunatic elder brain Kszanzeth. I couldn't watch it continue to poison our hive with the Far Realm creatures. I used to serve

as Kszanzeth's hand. It never even considered the possibility I would turn on it.

Kszanzeth had a second hand after I left. His name was Azth-ul. Azth-ul helped Kszanzeth open the portal and showed him how to manipulate arcane magic. He was obsessed with necromancy.

Normally rejected by a mind flayer hive, Azth-ul was embraced even though he had become an alhoon. I fear that Azth-ul has returned to lay claim to the hive beneath Yûlash and to see me killed. It would appear as though this is where he devised his plans.

Allow the party to attempt Insight checks if they wish but no matter what they roll, they feel Szthezik is telling the truth and almost appears scared.

If the party strikes up a conversation, Szthezik will partake but when the conversation dies down, he tells the party that he must return to the mind flayer hive to ensure it is defended. He tells the party to finish saving the city and he will meet up with them as soon as he feels the hive is safe.

Treasure. Searching the cavern with a successful DC 15 Intelligence (Investigation) check reveals some treasure beneath a short stack of skulls. There are two *potions of greater healing*, and a total of 2,000 gp.

Once the party is ready, they can swim back out, the Skeletal Arms will not trigger on their way out. Once the party has made it to the top of The Maw, move on to "The Beast."

THE BEAST

You crest the surface to a somewhat peaceful silence. The sounds of battle have dissipated, creating an almost eerie feeling inside you. As you look to the Zhentarim Citadel just a few hundred feet away, you feel the ground rumble as though an earthquake has hit. The silence is then shattered by the sound of screams of terror as a colossal creature that looks like a turtle with a dragon's head smashes through the city's wall, flinging bodies through the air.

The massive creature's shell is easily a hundred feet across. Fused to the shell are dozens of old wrecked ships that crumble with every step the turtle takes along with the remnants of buildings it steps on.

Upon the turtle's head stands a mind flayer who points in your direction and screams telepathically into your heads, "Turn over the traitor Szthezik and I'll eat your brains last!"

Characters who have played CCC-TRI-14, "The Voice in the Night" recognize this turtle as the lair of the morkoth Razzeltryx.

The mind flayer Azth-ul is an **alhoon** who is riding atop a **zombie dragon turtle**. A **tyrannosaurus zombie** (the Disgorge Zombie ability is depleted) walks alongside the turtle. The party may well think

this is the final battle and you should make it feel that way. Doing so will make the surprise in part 3 that much more meaningful.

ZOMBIE DRAGON TURTLE (DRAGON TURTLE)

- Change creature type to *Gargantuan undead*
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** poisoned
- Add:
Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On success, the zombie drops to 1 hit point instead.

SETTING UP THE ENCOUNTER

Very Weak

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
No Steam Breath attack.
- **Azth-ul:** AC 15, 120 hp, Init +1

Weak

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
Steam Breath is Recharge 6.
- **Azth-ul:** AC 15, 120 hp, Init +1

Average

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
Steam Breath is Recharge 6.
- **Azth-ul:** AC 15, 120 hp, Init +1
- **Tyrannosaurus Zombie:** AC 11, 136 hp, Init -2

Strong

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
+20 on Undead Fortitude saving throws
- **Azth-ul:** AC 15, 120 hp, Init +1
- **Tyrannosaurus Zombie:** AC 11, 136 hp, Init -2

Very Strong

- **Zombie Dragon Turtle:** AC 20, 400 hp, Init +0
+20 on Undead Fortitude saving throws
- **Azth-ul:** AC 15, 120 hp, Init +1
- **Tyrannosaurus Zombie:** AC 11, 136 hp, Init -2

Azth-ul will do its best to stay on top of the dragon turtle and hurl spells down at the party. The zombie dragon turtle will use its steam breath and then proceed to attack any creature it can reach.

CLIMBING ON THE DRAGON TURTLE

Climbing the dragon turtle's slick shell requires a successful DC 17 Strength (Athletics) check. The dragon turtle can use its reaction to make an opportunity attack with its bite against characters that attempt this check. Characters on the turtle's back may not be attacked by claw attacks. The back of the dragon turtle has an armor class of 30 instead of 20. If a character on the dragon turtle gets hit with a tail attack and gets pushed off the shell, they take 14 (4d6) falling damage and land prone.

Treasure. Azth-ul has 1,500 gp in gems, a *spell scroll of fabricate*, and a *wand of polymorph* on him.

FINDING THE ZULKIR

Once the party is victorious, they should decide to go visit Zulkir T'zavik Sa'neer at the Zhentarim Citadel. If the party wishes to take a short rest at this time and can rationalize a safe spot to do so, you can allow it. However, a party member might remember the Zulkir specifically asked for their help in 90 minutes (which is about right now).

If they do decide to rest, the Zulkir has time to find another champion to join the welcome party. Be sure to add it to the next encounter.

PART 3. BETRAYAL IN THE DARKNESS

Estimated Duration: 60 minutes

The gates to the citadel are heavy and strong, but are not barred. As you pull the doors open your muscles howl as they strain to move the great barricade. Inside lies a large open hall of plain stone. Where banners once proudly hung there are only tattered memories and great pillars standing silently in the darkness.

The end of the hall is swallowed by the darkness for all those with anything less than superior darkvision.

Though the door is heavy, no roll is needed to open it.

The hall is 80 feet long and 40 feet wide. A *glyph of warding* is set halfway down the hall and is set off when any living creature that is not from the Far Realm steps within its area. The ward is cleverly disguised beneath some dust and therefore difficult to see without specifically looking for it.

DEAFENING WARD

Simple trap (level 11–16, moderate threat)

A ward glows blue and emits a hypersonic whine that pierces the party's sense of hearing and warns the enemies.

Trigger. A living creature, not from the Far Realm, steps on or moves over the ward.

Effect. Each creature in the hall must succeed on a DC 18 Constitution saving throw or be deafened for 1 hour. The alarm also alerts the enemies downstairs.

Countermeasures. A successful DC 17 Intelligence (Investigation) or (Arcana) check reveals the runed ward. The ward can be deactivated by casting *dispel magic* (5th-level) or a DC 27 Intelligence (Arcana) check.

At the back of the grand hall, a collapsed hole in the floor leads into a sub basement. A makeshift set of ramshackle stairs descend into the darkness below. At the bottom of the hole lies a shattered marble dais and a black stone throne. At the far end of the sub basement, there is a hole in the wall. A flickering light emanates from the hole.

THE ZULKIR'S BETRAYAL

Mounds of fresh dirt are heaped throughout the room along the walls and the smell of overturned earth overpowers the musty smell of the dust that blankets the interred.

Further chambers can be seen beyond on either side while at the far end of the passage a rough, jagged hole has been broken through the thick stone revealing an earthen path. A strange dim glow pulses from somewhere further in the tunnel. A low humming quietly

washes over your ears.

Zulkir T'zavik Sa'neer, another mind flayer, and two Red Plume commanders stand in a large domed chamber. The mind flayer looks eerily similar to the one you just killed on the turtle above.

A massive slice in the fabric of space floats in the air and reveals another place. The strange rift seems to blend with the area surrounding it.

The Zulkir's tattoos writhe and shake as he stares at you with wide blank eyes and a gaping smile. The commanders flank him to either side.

"Well, well, well, you survived! You are heroes indeed. I'm sorry that it was all for nothing. You see, the siege was just a distraction. While the armies have been slap fighting above, we have used these rifts to infiltrate the other planes. Sadly, you never had a chance, and now you will fall just like the rest of the multiverse." The mind flayer points at you and whispers into your head, "And now . . . you die!"

The adventurers are betrayed!

Zulkir T'zavik Sa'neer is an **archmage**, the two bodyguards are **champions**, and the mind flayer is an **alhoon**. If the party set off the Deafening Ward, the enemies have advantage on their initiative checks.

The enemies in this encounter are really kaorti shapechangers—when they are slain, they turn into puddles of black ichor. As an action, any shapechanger may absorb a puddle to heal up to 50% of their maximum hit points, if they are below 50%. The puddles can be destroyed if they are dealt any damage from a spell or attack.

SETTING UP THE ENCOUNTER

Very Weak

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init+1

Weak

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init+1
- **Champion:** AC 18, 143 hp, Init +2

Average

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init+1
- **Champion (2):** AC 18, 143 hp, Init +2

Strong

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init+1
- **Champion (2):** AC 18, 143 hp, Init +2
- **War Priest:** AC 18, 117 hp, Init +0

Very Strong

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init+1
- **Champion (2):** AC 18, 143 hp, Init +2
- **War Priest (2):** AC 18, 117 hp, Init +0

Party members that wish to check out the rift instead feel like they should see what happened to the coalition army and report to the First Lord.

When the party defeats the shapechangers and eventually makes it back to the city, read the following:

You walk out into the smoke to see the welcome relief of the coalition army purging the city of the remaining undead. First Lord Yestral stands in the shadow of the dragon turtle hulk in awe of the destroyed landscape. He looks to you and asks, "What news do you have, soldiers?"

Allow the party to tell the First Lord about the shapechangers and the rift below. He looks at them and responds, "Well then, it appears our work isn't yet done!"

REWARDS

Make sure players note their rewards on their adventure log sheets. Give your name and DCI number (if applicable) so players can record who ran the session.

EXPERIENCE

Total up all combat experience earned for defeated foes, and divide by the number of characters present in the combat. For non-combat experience, the rewards are listed per character.

COMBAT AWARDS

Name of Foe	XP Per Foe
Hill Giant	1,800
Mouth of Grolantor	2,300
Hobgoblin Devastator	1,100
Greater Zombie	1,800
Skeleton Evoker	5,000
Devourer	10,000
Skeleton Archer	700
Young Red Shadow Dragon	10,000
Adult White Zombie Dragon	10,000
Ulitharid	5,000
Dragon Turtle	18,000
Tyrannosaurus Zombie	3,900
Alhoon	5,900
Archmage	8,400
Champion	5,000
War Priest	5,000

NON-COMBAT AWARDS

Task or Accomplishment	XP Per Character
A Familiar Face	1,000
Demoralized Troops	1,000
The Wet Whistle	1,000
Surviving the Skeletal Arms	1,000

The **minimum** total award for each character participating in this adventure is **14,500 experience points**.

The **maximum** total award for each character participating in this adventure is **16,500 experience points**.

TREASURE

The characters receive the following treasure, divided up amongst the party. Treasure is divided as evenly as possible. Gold piece values listed for sellable gear are calculated at their selling price, not their purchase price.

TREASURE AWARDS

Item Name	GP Value
Shaman Gems	500
Moander Cache	1,000
Killer Frost: A Working Theory	500
Skeleton Archers	2,000
The Maw	2,000
Azth-ul Gems	1,500
Breaking the Siege	2,000

Consumable magic items should be divided up however the group sees fit. If more than one character is interested in a specific consumable magic item, the DM can determine who gets it randomly should the group be unable to decide.

Permanent magic items are divided according to a system detailed in the *D&D Adventurers League Dungeon Master's Guide*.

WAND OF POLYMORPH

Wand, very rare (requires attunement by a spellcaster)

This black metal wand feels sticky to the touch and is molded into the shape of a tentacle. When you use this item, you lose the ability to speak until the end of your next turn. This item can be found in **Player Handout 2**.

POTION OF GREATER HEALING

Potion, uncommon

This item can be found in the *Dungeon Master's Guide*.

SPELL SCROLL OF BLIGHT

Scroll, rare

This item can be found in the *Dungeon Master's Guide*.

SPELL SCROLL OF FABRICATE

Scroll, rare

This item can be found in the *Dungeon Master's Guide*.

STORY AWARDS

During the course of this adventure, the characters may earn the following story awards:

Shots Fired. You have committed an act of war against the Zhentarim by killing a spy while working for First Lord Yestral. This story reward may come into play in the future.

More information can be found in **Player Handout 1**.

REOWN

Each character receives **one renown** at the conclusion of this adventure.

Members of the Emerald Enclave that find and recover the seed in Moander's temple earn **one additional renown point**.

Members of Order of the Gauntlet that successfully defend the Wet Whistle until the sword activates earn **one additional renown point**.

DM REWARDS

In exchange for running this adventure, you earn DM Rewards as described in the *D&D Adventurers League Dungeon Master's Guide* (ALDMG).

APPENDIX. DRAMATIS PERSONAE

The following NPCs are featured prominently in this adventure:

Vuhm Yestral (VYOOM YES-stral). The First Lord of Hillsfar has taken great interest in helping the city of Yûlash. With his Red Plume soldiers, he has been intent on removing all evil threats from the area surround the town.

Zulkir Dar'lon Ma (DAR-lon MAH). A Red wizard that has been helping with the Yûlash rebuilding efforts.

Zulkir T'zavik Sa'neer (ZA-vick SA-neer). A Red Wizard archmage who has led a small force into the city of Yûlash. He is currently holed up in the city and is actually a kaorti shapechanger,

Szthezik (ZITH-zick). An ulitharid who used to be the hand of the Elder Brain. He seeks to reclaim the mind flayer hive to use it to establish trade routes in the Underdark.

Azth-ul (AZ-ooth OOL). A mind flayer alhoon (arcane wizard) that has attained lichdom.

Knewt (NEWT). A young boy whose family was replaced by shapechangers in the village of Hilltop.

APPENDIX. MONSTER/NPC STATISTICS

ADULT WHITE DRAGON

Huge dragon, chaotic evil

Armor Class 18 (natural armor)

Hit Points 200 (16d12 + 96)

Speed 40 ft., burrow 30 ft., fly 80 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	10 (+0)	22 (+6)	8 (–1)	12 (+1)	12 (+1)

Saving Throws Dex +3, Con +11, Wis +6, Cha +6

Skills Perception +11, Stealth +5

Damage Immunities cold

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 21

Languages Common, Draconic

Challenge 13 (10,000 XP)

Ice Walk. The dragon can move across and climb icy surfaces without needing to make an ability check. Additionally, difficult terrain comprised of ice or snow doesn't cost it extra movement.

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

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage plus 4 (1d8) cold damage.

Claw. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Tail. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 14 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Cold Breath (Recharge 5–6). The dragon exhales an icy blast in a 60-foot cone. Each creature in that area must make a DC 19 Constitution saving throw, taking 54 (12d8) cold damage on a failed save, or half as much damage on a successful one.

LEGENDARY ACTIONS

The dragon 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 dragon regains spent legendary actions at the start of its turn.

Detect. The dragon makes a Wisdom (Perception) check.

Tail Attack. The dragon makes a tail attack.

Wing Attack (Costs 2 Actions). The dragon beats its wings. Each creature within 10 feet of the dragon must succeed on a DC 19 Dexterity saving throw or take 13 (2d6 + 6) bludgeoning damage and be knocked prone. The dragon can then fly up to half its flying speed.

ALHOON

Medium undead, any evil alignment

Armor Class 15 (natural armor)

Hit Points 120 (16d8 + 48)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	16 (+3)	19 (+4)	17 (+3)	17 (+3)

Saving Throws Con +7, Int +8, Wis +7, Cha +7

Skills Arcana +8, Deception +7, History +8, Insight +7, Perception +7, Stealth +5

Damage Resistances cold lightning, necrotic

Damage Immunities poison; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses truesight 120 ft., passive Perception 17

Languages Deep Speech, Undercommon, telepathy 120 ft.

Challenge 10 (5,900 XP)

Magic Resistance. The alhoon has advantage on saving throws against spells and other magical effects.

Innate Spellcasting (Psionics). The alhoon's innate spellcasting ability is Intelligence (spell save DC 16). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*, *levitate*

1/day each: *dominate monster*, *plane shift* (self only)

Spellcasting. The alhoon is a 12th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 16, +8 to hit with spell attacks). The alhoon has the following wizard spell prepared:

Cantrips (at will): *chill touch*, *dancing lights*, *mage hand*, *prestidigitation*, *shocking grasp*

1st level (4 slots): *detect magic*, *disguise self*, *magic missile*, *shield*

2nd level (3 slots): *invisibility*, *mirror image*, *scorching ray*

3rd level (3 slots): *counterspell*, *fly*, *lightning bolt*

4th level (3 slots): *confusion*, *Evard's black tentacles*, *phantasmal killer*

5th level (2 slots): *modify memory*, *wall of force*

6th level (1 slot): *disintegrate*, *globe of invulnerability*

Turn Resistance. The alhoon has advantage on saving throws against any effect that turns undead.

ACTIONS

Chilling Grasp. *Melee Spell Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 10 (3d6) cold damage.

Mind Blast (Recharge 5–6). The alhoon magically emits psychic energy in a 60-foot cone. Each creature in that area must succeed on a DC 16 Intelligence saving throw or take 22 (4d8 + 4) psychic damage and be stunned for 1 minute. A target can repeat the saving

throw at the end of each of its turns, ending the effect on itself on a success

Source: *Volo's Guide to Monsters*

ARCHER

Medium humanoid (any race), any alignment

Armor Class 16 (studded leather)

Hit Points 75 (10d8 + 30)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	16 (+3)	11 (+0)	13 (+1)	10 (+0)

Skills Acrobatics +6, Perception +5

Senses passive Perception 15

Languages any one language (usually Common)

Challenge 3 (700 XP)

Archer's Eye (3/Day). As a bonus action, the archer can add 1d10 to its next attack or damage roll with a longbow or shortbow.

ACTIONS

Multiattack. The archer makes two attacks with its longbow.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 1d6 + 4) piercing damage.

Longbow. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage.

Source: *Volo's Guide to Monsters*

ARCHMAGE

Medium humanoid (any race), any alignment

Armor Class 12 (15 with mage armor)

Hit Points 99 (18d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	20 (+5)	15 (+2)	16 (+3)

Saving Throws Int +9, Wis +6

Skills Arcana +13, History +13

Damage Resistance damage from spells; nonmagical bludgeoning, piercing, and slashing (from *stoneskin*)

Senses passive Perception 12

Languages any six languages

Challenge 12 (8,400 XP)

Magic Resistance. The archmage has advantage on saving throws against spells and other magical effects.

Spellcasting. The archmage is an 18th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). The archmage can cast *disguise self* and *invisibility* at will and has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *light*, *mage hand*, *prestidigitation*, *shocking grasp*

1st level (4 slots): *detect magic*, *identify*, *mage armor*,* *magic missile*

2nd level (3 slots): *detect thoughts*, *mirror image*, *misty step*

3rd level (3 slots): *counterspell*, *fly*, *lightning bolt*

4th level (3 slots): *banishment*, *fire shield*, *stoneskin**

5th level (3 slots): *cone of cold*, *scrying*, *wall of force*

6th level (1 slot): *globe of invulnerability*

7th level (1 slot): *teleport*

8th level (1 slot): *mind blank**

9th level (1 slot): *time stop*

*The archmage casts these spells on itself before combat.

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

CHAMPION

Medium humanoid (any race), any alignment

Armor Class 18 (plate)

Hit Points 143 (22d8 + 44)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	14 (+2)	10 (+0)	14 (+2)	12 (+1)

Saving Throws Str +9, Con +6

Skills Athletics +9, Intimidation +5, Perception +6,

Senses passive Perception 16

Languages any one language (usually Common)

Challenge 9 (5,000 XP)

Indomitable (2/Day). The champion rerolls a failed saving throw.

Second Wind (Recharges after a Short or Long Rest). As a bonus action, the champion can regain 20 hit points.

ACTIONS

Multiattack. The champion makes three attacks with its greatsword or its light crossbow.

Greatsword. *Melee weapon attack:* +9 to hit, reach 5 ft. one target. *Hit:* 12 (2d6 + 5) slashing damage, or 19 (4d6 + 5) slashing damage while enlarged plus 7 (2d6) slashing damage or 14 (4d6) slashing damage if the champion has more than half of its total hit points remaining.

Light Crossbow. *Ranged weapon attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage plus 7 (2d6) piercing damage if the champion has more than half of its total hit points remaining.

Source: *Volo's Guide to Monsters*

DEVOURER

Large fiend, chaotic evil

Armor Class 16 (natural armor)

Hit Points 178 (17d10 + 85)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	20 (+5)	13 (+1)	10 (+0)	16 (+3)

Damage Resistances cold, fire, lightning

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 10

Languages Abyssal, telepathy 120 ft.

Challenge 13 (10,000 XP)

ACTIONS

Multiattack. The devourer makes two claw attacks and can use either Imprison Soul or Soul Rend.

Claw. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage plus 21 (6d6) necrotic damage.

Imprison Soul. The devourer chooses a living humanoid with 0 hit points that it can see within 30 feet of it. That creature is teleported inside the devourer's rib cage and imprisoned there. A creature imprisoned in this manner has disadvantage on death saving throws. If it dies while imprisoned, the devourer regains 25 hit points, immediately recharges Soul Rend, and gains an additional action on its next turn. Additionally, at the start of its next turn, the devourer regurgitates the slain creature as a bonus action, and the creature becomes an undead. If the victim had 2 or fewer Hit Dice, it becomes a **zombie**. If it had 3 to 5 Hit Dice, it becomes a **ghoul**. Otherwise, it becomes a **wight**. A devourer can imprison only one creature at a time.

Soul Rend (Recharge 6). The devourer creates a vortex of life-draining energy in a 20-foot radius centered on itself. Each humanoid in that area must make a DC 18 Constitution saving throw, taking 44 (8d10) necrotic damage on a failed save, or half as much damage on a successful one. Increase the damage by 10 for each living humanoid with 0 hit points in that area.

Source: *Volo's Guide to Monsters*

DRAGON TURTLE

Gargantuan dragon, neutral

Armor Class 20 (natural armor)

Hit Points 341 (22d20 + 110)

Speed 20 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	10 (+0)	20 (+5)	10 (+0)	12 (+1)	12 (+1)

Saving Throws Dex +5, Con +10, Wis +6

Damage Resistances fire

Senses darkvision 120 ft., passive Perception 11

Languages Aquan, Draconic

Challenge 17 (18,000 XP)

Amphibious. The dragon turtle can breathe air and water.

ACTIONS

Multiattack. The dragon turtle makes three attacks: one with its bite and two with its claws. It can make one tail attack in place of its two claw attacks.

Bite. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 26 (3d12 + 7) piercing damage.

Claw. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 16 (2d8 + 7) slashing damage.

Tail. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 26 (3d12 + 7) bludgeoning damage. If the target is a creature, it must succeed on a DC 20 Strength saving throw or be pushed up to 10 feet away from the dragon turtle and knocked prone.

Steam Breath (Recharge 5–6). The dragon turtle exhales scalding steam in a 60-foot cone. Each creature in that area must make a DC 18 Constitution saving throw, taking 52 (15d6) fire damage on a failed save, or half as much damage on a successful one. Being underwater doesn't grant resistance against this damage.

EVOKER

Medium humanoid (any race), any alignment

Armor Class 12 (15 with *mage armor*)

Hit Points 66 (12d8 + 12)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (–1)	14 (+2)	12 (+1)	17 (+3)	12 (+1)	11 (+0)

Saving Throws Int +7, Wis +5

Skills Arcana +7, History +7

Senses passive Perception 11

Languages any four languages

Challenge 9 (5,000 XP)

Spellcasting. The evoker is a 12th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). The evoker has the following wizard spells prepared:

Cantrips (at will): *fire bolt*,* *light*,* *prestidigitation*, *ray of frost**

1st level (4 slots): *burning hands*,* *mage armor*, *magic missile**

2nd level (3 slots): *mirror image*, *misty step*, *shatter**

3rd level (3 slots): *counterspell*, *fireball*,* *lightning bolt**

4th level (3 slots): *ice storm*,* *stoneskin*

5th level (2 slots): *Bigby's hand*,* *cone of cold**

6th level (1 slot): *chain lightning*,* *wall of ice**

*Evocation spell

Sculpt Spells. When the evoker casts an evocation spell that affects other creatures it can see, it can choose a number of them equal to 1 + the spell's level. The chosen creatures automatically succeed on their saving throws against the spell, and they take no damage if they would normally take half damage on a successful save.

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 2 (1d6 – 1) bludgeoning damage, or 3 (1d8 – 1) bludgeoning damage if used with two hands.

Source: *Volo's Guide to Monsters*

GREATER ZOMBIE

Medium undead, neutral evil

Armor Class 15 (natural armor)

Hit Points 97 (13d8 + 39)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	17 (+3)	4 (-3)	6 (-2)	6 (-2)

Saving Throws Wis +1

Damage Resistances cold, necrotic

Damage Immunities poison

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses darkvision 60 ft., passive Perception 8

Languages understands the languages it knew in life but can't speak

Challenge 5 (1,800 XP)

Turn Resistance. The zombie has advantage on saving throws against any effect that turns undead.

Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the zombie drops to 1 hit point instead.

ACTIONS

Multiattack. The zombie makes two melee attacks.

Empowered Slam. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) bludgeoning damage and 7 (2d6) necrotic damage.

Source: *Tales from the Yawning Portal*

HILL GIANT

Huge giant, chaotic evil

Armor Class 13 (natural armor)

Hit Points 105 (10d12 + 40)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	8 (-1)	19 (+4)	5 (-3)	9 (-1)	6 (-2)

Skills Perception +2

Senses passive Perception 12

Languages Giant

Challenge 5 (1,800 XP)

ACTIONS

Multiattack. The giant makes two greatclub attacks.

Greatclub. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 18 (3d8 + 5) bludgeoning damage.

Rock. *Ranged Weapon Attack:* +8 to hit, range 60/240 ft., one target. *Hit:* 21 (3d10 +5) bludgeoning damage.

HOBGOBLIN DEVASTATOR

Medium humanoid (goblinoid), lawful evil

Armor Class 13 (studded leather)

Hit Points 45 (7d8 + 14)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	12 (+1)	14 (+2)	16 (+3)	13 (+1)	11 (+0)

Skills Arcana +5

Senses darkvision 60 ft., passive Perception 11

Languages Common, Goblin

Challenge 4 (1,100 XP)

Arcane Advantage. Once per turn, the hobgoblin can deal an extra 7 (2d6) damage to a creature it hits with a damaging spell attack if that target is within 5 feet of an ally of the hobgoblin and that ally isn't incapacitated.

Army Arcana. When the hobgoblin casts a spell that causes damage or that forces other creatures to make a saving throw, it can choose itself and any number of allies to be immune to the damage caused by the spell and succeed on the required saving throw

Spellcasting. The hobgoblin is a 7th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks). It has the following wizard spells prepared:

Cantrips (at will): *acid splash*, *fire bolt*, *ray of frost*, *shocking grasp*

1st level (4 slots): *fog cloud*, *magic missile*, *thunderwave*

2nd level (3 slots): *gust of wind*, *Melf's acid arrow*, *scorching ray*

3rd level (3 slots): *fireball*, *fly*, *lightning bolt*

4th level (1 slot): *ice storm*

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) bludgeoning damage, or 5 (1d8 + 1) bludgeoning damage if used with two hands.

Source: *Volo's Guide to Monsters*

MOUTH OF GROLANTOR

Huge giant (hill giant), chaotic evil

Armor Class 13 (natural armor)

Hit Points 105 (10d12 + 40)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	10 (+0)	18 (+4)	5 (-3)	7 (-2)	5 (-3)

Skills Perception +1

Condition Immunities frightened

Senses passive Perception 11

Languages Giant

Challenge 6 (2,300 XP)

Mouth of Madness. The giant is immune to *confusion* spells and similar magic.

On each of its turns, the giant uses all its movement to move toward the nearest creature or whatever else it might perceive as food. Roll a d10 at the start of each of the giant's turns to determine its action for that turn:

1–3. The giant makes three attacks with its fists against one random target within its reach. If no other creatures are within its reach, the giant flies into a rage and gains advantage on all attack rolls until the end of its next turn.

4–5. The giant makes one attack with its fist against every creature within its reach. If no other creatures are within its reach, the giant makes one fist attack against itself.

6–7. The giant makes one attack with its bite against one random target within its reach. If no other creatures are within its reach, its eye glaze over and it becomes stunned until the start of its next turn.

8–10. The giant makes three attacks against one random target within its reach: one attack with its bite and two with its fists. If no other creatures are within its reach, the giant flies into a rage and gains advantage on all of its attack rolls until the end of its next turn.

ACTIONS

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one creature. *Hit:* 15 (3d6 + 5) piercing damage, and the giant magically regains hit points equal to the damage dealt.

Fist. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 18 (3d8 + 5) bludgeoning damage.

Source: *Volo's Guide to Monsters*

TYRANNOSAURUS ZOMBIE

Huge undead, unaligned

Armor Class 11 (natural armor)

Hit Points 136 (13d12 + 52)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	6 (-2)	19 (+4)	1 (-5)	3 (-4)	5 (-3)

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 60 ft., passive Perception 6

Languages —

Challenge 8 (3,900 XP)

Disgorge Zombie. As a bonus action, the tyrannosaurus zombie can disgorge a normal **zombie**, which appears in an unoccupied space within 10 feet of it. The disgorged zombie acts on its own initiative count. After a zombie is disgorged, roll a d6. On a roll of 1, the tyrannosaurus zombie runs out of zombie to disgorge and loses this trait. If the tyrannosaurus zombie still has this trait when it dies, 1d4 normal **zombies** erupt from its corpse at the start of its next turn. These zombies act on their own initiative count.

Undead Fortitude. If damage reduces the tyrannosaurus zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the zombie drops to 1 hit point instead.

ACTIONS

Multiattack. The tyrannosaurus zombie makes two attacks: one with its bite and one with its tail. It can't make both attacks against the same target.

Bite. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 33 (4d12 + 7) piercing damage. If the target is a Medium or smaller creature, it is grappled (escape DC 17). Until this grapple ends, the target is restrained and the tyrannosaurus zombie can't bite another target or disgorge zombies.

Tail. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 20 (3d8 + 7) bludgeoning damage.

Source: *Tomb of Annihilation*

ULITHARID

Large aberration, lawful evil

Armor Class 15 (breastplate)

Hit Points 127 (17d10 + 34)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	15 (+2)	21 (+5)	19 (+4)	21 (+5)

Saving Throws Int +9, Wis +8, Cha +9

Skills Arcana +9, Insight +8, Perception +8, Stealth +5

Senses darkvision 120 ft., passive Perception 18

Languages Deep Speech, Undercommon, telepathy 2 miles

Challenge 9 (5,000 XP)

Creature Sense. The ulitharid is aware of the presence of creatures within 2 miles of it that have an Intelligence score of 4 or higher. It knows the distance and direction to each creature, as well as each creature's Intelligence score, but can't sense anything else about it. A creature protected by a *mind blank* spell, a *nondetection* spell, or similar magic can't be perceived in this manner.

Magic Resistance. The ulitharid has advantage on saving throws against spells and other magical effects.

Psionic Hub. If an elder brain establishes a psychic link with the ulitharid, the elder brain can form a psychic link with any other creature the ulitharid can detect using its Creature Sense. Any such link ends if the creature falls outside the telepathy ranges of both the ulitharid and the elder brain. The ulitharid can maintain its psychic link with the elder brain regardless of the distance between them, so long as they are both on the same plane of existence. If the ulitharid is more than 5 miles away from the elder brain, it can end the psychic link at any time (no action required).

Innate Spellcasting (Psionics). The ulitharid's innate spellcasting ability is Intelligence (spell save DC 17). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*, *levitate*

1/day each: *confusion*, *dominate monster*, *eyebite*, *feblemind*, *mass suggestion*, *plane shift* (self only), *project image*, *scrying*, *telekinesis*

ACTIONS

Tentacles. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 27 (4d10 + 5) psychic damage. If the target is Large or smaller, it is grappled (escape DC 14) and must succeed on a DC 17 Intelligence saving throw or be stunned until this grapple ends.

Extract Brain. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one incapacitated humanoid grappled by the ulitharid. *Hit:* 55 (10d10) piercing damage. If this damage reduces the target to 0 hit points, the ulitharid

kills the target by extracting and devouring its brain.

Mind Blast (Recharge 5–6). The ulitharid magically emits psychic energy in a 60-foot-cone. Each creature in that area must succeed on a DC 17 Intelligence saving throw or take 31 (4d12 + 5) psychic damage and be stunned for 1 minute. A target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Source: *Volo's Guide to Monsters*

WAR PRIEST

Medium humanoid (any race), any alignment

Armor Class 18 (plate)

Hit Points 117 (18d8 + 36)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	10 (+0)	14 (+2)	11 (+0)	17 (+3)	13 (+1)

Saving Throws Con +6, Wis +7

Skills Intimidation +5, Religion +4

Senses passive Perception 13

Languages any two languages

Challenge 9 (5,000 XP)

Spellcasting. The priest is a 9th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 15, +7 to hit with spell attacks). It has the following cleric spells prepared:

Cantrips (at will): *light*, *mending*, *sacred flame*, *spare the dying*

1st level (4 slots): *divine favor*, *guiding bolt*, *healing word*, *shield of faith*

2nd level (3 slots): *lesser restoration*, *magic weapon*, *prayer of healing*, *silence*, *spiritual weapon*

3rd level (3 slots): *beacon of hope*, *crusader's mantle*, *dispel magic*, *revivify*, *spirit guardians*, *water walk*

4th level (3 slots): *banishment*, *freedom of movement*, *guardian of faith*, *stoneskin*

5th level (1 slot): *flame strike*, *mass cure wounds*, *hold monster*

ACTIONS

Multiattack. The priest makes two melee attacks.

Maul. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage.

REACTIONS

Guided Strike (Recharges after a Short or Long Rest).

The priest grants a +10 bonus to an attack roll made by itself or another creature within 30 feet of it. The priest can make this choice after the roll is made but before it hits or misses.

Source: *Volo's Guide to Monsters*

YOUNG RED SHADOW DRAGON

Large dragon, chaotic evil

Armor Class 18 (natural armor)

Hit Points 178 (17d10 + 85)

Speed 40 ft., climb 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	10 (+0)	21 (+5)	14 (+2)	11 (+0)	19 (+4)

Saving Throws Dex +4, Con +9, Wis +4, Cha +8

Skills Perception +8, Stealth +8

Damage Resistances necrotic

Damage Immunities necrotic

Senses blindsight 30 ft., darkvision 120 ft., passive Perception 18

Languages Common, Draconic

Challenge 13 (10,000 XP)

Living Shadow. While in dim light or darkness, the dragon has resistance to damage that isn't force, psychic, or radiant.

Shadow Stealth. While in dim light or darkness, the dragon can take the Hide action as a bonus action.

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

ACTIONS

Multiattack. The dragon makes three attacks: one with its bit and two with its claws.

Bite. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage plus 3 (1d6) necrotic damage.

Claw. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Shadow Breath (Recharge 5–6). The dragon exhales shadowy fire in a 30-foot cone. Each creature in that area must make a DC 18 Dexterity saving throw, taking 56 (16d6) necrotic damage on a failed save, or half as much damage on a successful one. A humanoid reduced to 0 hit points by this damage dies, and an undead shadow rises from its corpse and acts immediately after the dragon in the initiative count. The shadow is under the dragon's control.

APPENDIX. ENCOUNTER SETUP

ATTACK!!

VERY WEAK PARTY STRENGTH (8,100 XP)

- **Hill Giant (2):** AC 13, 105 hp, Init –1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (2):** AC 15, 60 hp, Init +1

WEAK PARTY STRENGTH (9,900 XP)

- **Hill Giant (3):** AC 13, 105 hp, Init –1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (2):** AC 15, 60 hp, Init +1

AVERAGE PARTY STRENGTH (11,700 XP)

- **Hill Giant (4):** AC 13, 105 hp, Init –1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (2):** AC 15, 60 hp, Init +1

STRONG PARTY STRENGTH (13,900 XP)

- **Hill Giant (2):** AC 13, 105 hp, Init –1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (4):** AC 15, 60 hp, Init +1

VERY STRONG PARTY STRENGTH (14,600 XP)

- **Hill Giant (3):** AC 13, 105 hp, Init –1
- **Mouth of Grolantor:** AC 13, 140 hp, Init +0
- **Orc Shaman (3):** AC 15, 60 hp, Init +1

ORC SHAMAN (HOBGOBLIN DEVASTATOR)

- Change creature type to *Medium humanoid (orc)*
- Replace language: Goblin with Orc
- Add:

Aggressive. As a bonus action, the orc can move up to its speed toward a hostile creature it can see.

THE WET WHISTLE

VERY WEAK PARTY STRENGTH (23,600XP)

- **Greater Zombie (2):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (2):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init +1

WEAK PARTY STRENGTH (25,400 XP)

- **Greater Zombie (3):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (2):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init +1

AVERAGE PARTY STRENGTH (27,200 XP)

- **Greater Zombie (4):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (2):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init +1

STRONG PARTY STRENGTH (32,200 XP)

- **Greater Zombie (4):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (3):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init +1

VERY STRONG PARTY STRENGTH (33,600 XP)

- **Greater Zombie (2):** AC 15, 97 hp, Init +0
- **Skeleton Evoker (4):** AC 15, 66 hp, Init +2
- **Devourer:** AC 16, 178 hp, Init +1

SKELETON EVOKER (EVOKER)

- Change creature type to *Medium undead, lawful evil*
- Add: **Damage Vulnerabilities** bludgeoning
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** exhaustion, poisoned
- Add: **Senses** darkvision 60 ft.

DEATH FROM ABOVE

VERY WEAK PARTY STRENGTH (11,400 XP)

- **Young Red Shadow Dragon:** AC 18, 178 hp, Init +0
- **Skeleton Archer (2):** AC 16, 75 hp, Init +4

WEAK PARTY STRENGTH (22,100 XP)

- **Young Red Shadow Dragon (2):** AC 18, 178 hp, Init +0
- **Skeleton Archer (3):** AC 16, 75 hp, Init +4

AVERAGE PARTY STRENGTH (22,800 XP)

- **Young Red Shadow Dragon (2):** AC 18, 178 hp, Init +0
- **Skeleton Archer (4):** AC 16, 75 hp, Init +4

STRONG PARTY STRENGTH (22,800 XP)

- **Young Red Shadow Dragon:** AC 18, 178 hp, Init +0
- **Adult White Zombie Dragon:** AC 18, 200 hp, Init +0
- **Skeleton Archer (4):** AC 16, 75 hp, Init +4

VERY STRONG PARTY STRENGTH (22,800 XP)

- **Adult White Zombie Dragon (2):** AC 18, 200 hp, Init +0
- **Skeleton Archer (4):** AC 16, 75 hp, Init +4

SKELETON ARCHER (ARCHER)

- Change creature type to *Medium undead, lawful evil*
- Add: **Damage Vulnerabilities** bludgeoning
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** exhaustion, poisoned,
- Add: **Senses** darkvision 60 ft.

ADULT WHITE ZOMBIE DRAGON (ADULT WHITE DRAGON)

- Change creature type to *Huge undead*
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** poisoned
- Add:
Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On success, the zombie drops to 1 hit point instead.
- Remove: **Legendary Actions**

THE BEAST

VERY WEAK PARTY STRENGTH (23,900 XP)

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
No Steam Breath attack.
- **Azth-ul:** AC 15, 120 hp, Init +1

WEAK PARTY STRENGTH (23,900 XP)

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
Steam Breath is Recharge 6.
- **Azth-ul:** AC 15, 120 hp, Init +1

AVERAGE PARTY STRENGTH (27,800 XP)

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
Steam Breath is Recharge 6.
- **Azth-ul:** AC 15, 120 hp, Init +1
- **Tyrannosaurus Zombie:** AC 11, 136 hp, Init -2

STRONG PARTY STRENGTH (27,800 XP)

- **Zombie Dragon Turtle:** AC 20, 341 hp, Init +0
- **Azth-ul:** AC 15, 120 hp, Init +1
- **Tyrannosaurus Zombie:** AC 11, 136 hp, Init -2

VERY STRONG PARTY STRENGTH (27,800 XP)

- **Zombie Dragon Turtle:** AC 20, 400 hp, Init +0
- **Azth-ul:** AC 15, 120 hp, Init +1
- **Tyrannosaurus Zombie:** AC 11, 136 hp, Init -2

ZOMBIE DRAGON TURTLE (DRAGON TURTLE)

- Change creature type to *Gargantuan undead*
- Add: **Damage Immunities** poison
- Add: **Condition Immunities** poisoned
- Add:

Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On success, the zombie drops to 1 hit point instead.

BETRAYAL IN THE DARKNESS

VERY WEAK PARTY STRENGTH (14,300 XP)

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init +1

WEAK PARTY STRENGTH (19,300 XP)

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init +1
- **Champion:** AC 18, 143 hp, Init +2

AVERAGE PARTY STRENGTH (24,300 XP)

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init +1
- **Champion (2):** AC 18, 143 hp, Init +2

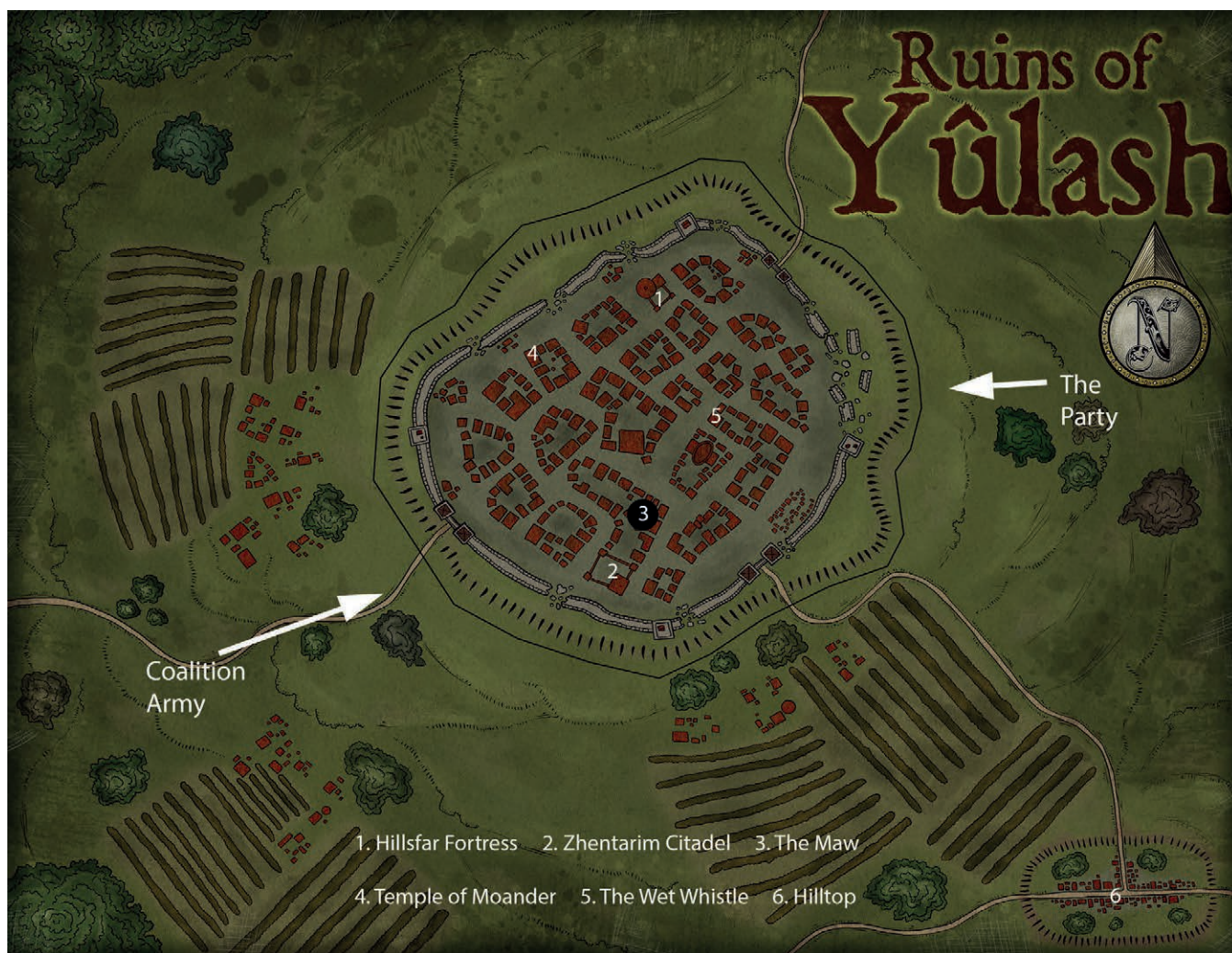
STRONG PARTY STRENGTH (29,300 XP)

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init +1
- **Champion (2):** AC 18, 143 hp, Init +2
- **War Priest:** AC 18, 117 hp, Init +0

VERY STRONG PARTY STRENGTH (34,300 XP)

- **Archmage:** AC 15, 160 hp, Init +1
- **Alhoon:** AC 15, 120 hp, Init +1
- **Champion (2):** AC 18, 143 hp, Init +2
- **War Priest (2):** AC 18, 117 hp, Init +0

APPENDIX. YÛLASH MAP



PLAYER HANDOUT 1. STORY AWARD

During the course of this adventure, the characters may earn the following story award. If you are printing these out for your characters, print as many as you may need to ensure that any eligible character receives a copy:

STORY AWARD

Shots Fired. You have committed an act of war against the Zhentarim by killing a spy while working for First Lord Yestral. This story reward may come into play in the future.

PLAYER HANDOUT 2. MAGIC ITEM

During the course of this adventure, the characters may find the following permanent magic item:

WAND OF POLYMORPH

Wand, very rare (requires attunement by a spellcaster)

This wand has 7 charges. While holding it, you can use an action to expend 1 of its charges to cast the *polymorph* spell (save DC 15) from it.

The wand regains 1d6 + 1 charges daily at dawn. If you expend the wand's last charge, roll a d20. On a 1, the wand crumbles to ashes and is destroyed.

This black metal wand feels sticky to the touch and is molded into the shape of a tentacle. When you use this item, you lose the ability to speak until the end of your next turn.

This item can be found in the *Dungeon Master's Guide*, page 211.