

# ARCANA OF THE ANCIENTS™

THE WONDER AND WEIRDNESS OF  
SCIENCE-FANTASY—FOR ANY 5E CAMPAIGN

**5e**  
COMPATIBLE

By Monte Cook, Bruce R. Cordell, and Sean K. Reynolds  
With an introduction by Jim Davis and Jonathan Pruitt of Web DM







# ARCANA OF THE ANCIENTS™



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## INTRODUCTION

## NUMENERA'S FRESH TAKE ON FANTASY

**D**o you remember the first time you experienced that glorious, blended genre known as science-fantasy? That heady mixture of fantasy and science fiction is as potent a source of inspiration for us today as it was when we first came across it.

As kids, action cartoons—He-Man and the Masters of the Universe, Thundercats, and Voltron—laid the foundation for us to appreciate science-fantasy in fueling our imaginations. These shows had technology alongside ancient civilizations: swords, laser guns, castles, spaceships, mutants, dragons, skeletal madmen—they had it all.

But over the years, boundaries between genres became more rigid in our adult minds. Our fantasy gaming had a relatively narrow focus: the big quest, the ancient evil, the destined heroes. It was evocative and satisfying, but something was missing. So often, fantasy can be static, a return to an idyllic past, to comfort, normality, and an objective good. Even when the fantastic is present, its implications aren't often available to fully explore.

We found what we were missing in science fiction. The best sci-fi takes technology or an idea, pushes it to the boundaries of the possible, and shows you how it affects the society that created it. You might move beyond restoring the rightful king when contact with the fantastic allows you to transcend feudalism itself.

But we didn't play many sci-fi TTRPGS. Perhaps it was the aesthetics. Gunmetal gray walls, boxy space ships, and long stints in empty space didn't evoke the same richness and excitement as a fantasy world.

Then, just as we were digging into the roots of the hobby, reading about the weird magic in Jack Vance's *Dying Earth* and the deep history of Judges Guild's *Wilderlands of High Fantasy*, we found Numenera. In a lot of ways, Numenera was a synthesis of ideas we wanted to incorporate into our fantasy games. Technology is seen as magic. Exploration, discovery, skill, and pluck often supplant destiny, honor, the gods, and fate. A world shaped by natural forces and prior civilizations, rather than gods, gave our roleplaying a newfound weight and realness.

Numenera redefined a fantasy setting by taking the familiar trappings of isolated settlements and feudal technology and injecting them with a hyperdense dose of science-fantasy. Everything is remade by the premise, a world shaped by ancient, cosmic civilizations. Fantasy adventures in that world, the monsters, dungeons, treasure, and secrets waiting to be discovered are all fundamentally shaped by something different. We're confident that *Arcana of the Ancients* will bring that same sense of discovery to your world.

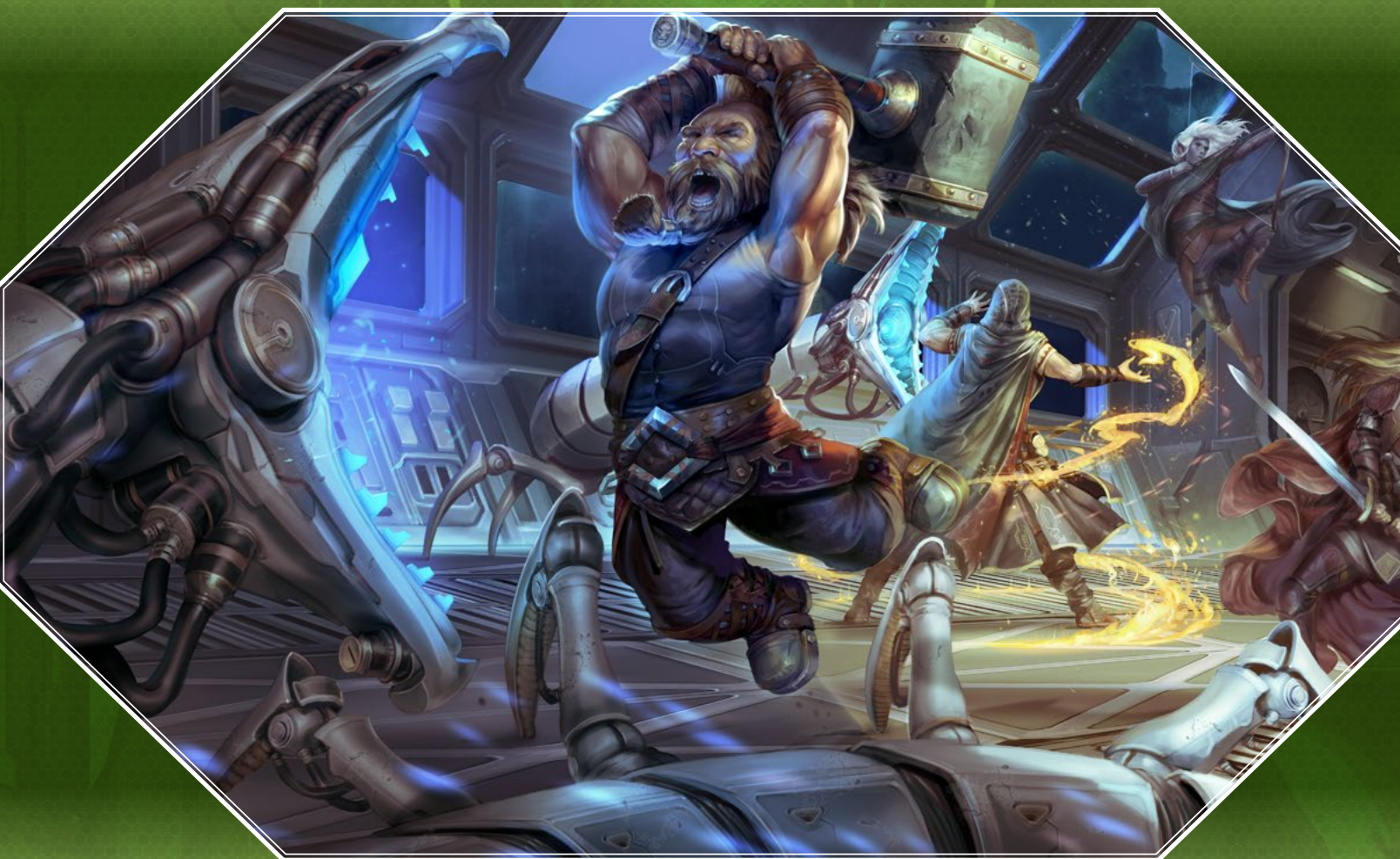
If this is your first time incorporating science fiction into your game, may this book spark your imagination as much as Numenera sparked ours. With this book, you'll expand the conceptual boundaries of the game. There are new places for your players to explore, with lost technology awaiting recovery. The party can become archeologists of the secret history of your setting and square off against forces of alien malice.

Sounds like great D&D to us.

Jim Davis and Jonathan Pruitt  
Co-hosts, Web DM



# PART 1: THE REVELATION



Chapter 1: How to Use this Book

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Chapter 2: The Hills of Crooked Sleep

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# HOW TO USE THIS BOOK

**A**rcana of the Ancients is a sourcebook to help you introduce science-fantasy elements into your campaign. Some of the material in this book first appeared in the roleplaying game, Numenera, however, all the material here is fully redesigned to be compatible with 5E games. In fact, Arcana of the Ancients assumes you have access to the 5E ruleset, which you need to get the most out of this material. In addition, throughout Arcana of the Ancients, terms occasionally appear in bold. These terms refer to relevant game stats that can be found in the 5E SRD or other source of 5E rules.

If you want to jump right in, turn to Chapter 2, an introductory adventure called The Hills of Crooked Sleep. It's set up to run like a traditional fantasy adventure, but incorporates science-fantasy elements as the PCs get deeper into its mysteries. What's more, it offers an event that explains the sudden appearance (or rather, reappearance) of science-fantasy material from the world's prehistory.

Arcana of the Ancients, you see, builds upon a single idea as its foundation: long before recorded history, even before the

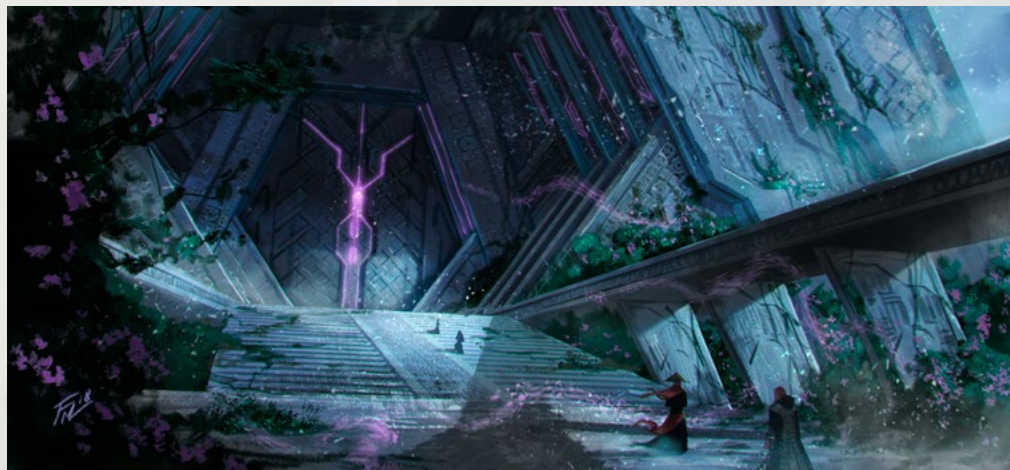
elves, the dwarves, and the oldest dragons, there were the Ancients—beings of great intelligence with a command over science that allowed them to work wonders that most people would liken to that of gods. They traveled to other worlds, reshaped the landscape, built intelligent machines, and harnessed the very building blocks of the universe itself.

And now they're gone. Long gone.

Loooooong gone.

But they left behind caches of their wondrous technologies and creations, which people lump together under the term "numenera."

When you're done reading through—and using—The Hills of Crooked Sleep, this book offers more adventures, but perhaps more importantly, it offers new items (cyphers and relics), new character enhancements (iron flesh and mutations), and new monsters, all centered around the existence of the Ancients. For GMs, Chapter 5 offers a wealth of information on how to use this material in your own adventures, and for creating a science-fantasy setting of your own.







# THE HILLS OF CROOKED SLEEP

*The Hills of Crooked Sleep is an adventure intended to introduce material from Arcana of the Ancients to your 5E game.*

**L** In The Hills of Crooked Sleep, strange visions and the appearance of inexplicable objects make the yearly Caracara Fair more exciting than anyone really wants. If PCs investigate, they discover a series of secrets that ultimately reveals the Arcana of the Ancients.

This adventure could be a standalone scenario, inserted into an existing campaign, or could be used to kick off a new campaign devoted to the *Arcana of the Ancients* material. It can be easily inserted into any fantasy campaign setting.

The hooks presented under Getting the PCs Involved are designed so that the characters have a reason to work together and/or look into things further, even if their backgrounds and character types are very different.

## BACKGROUND

The locals have long-considered the **Crooked Hills** haunted and best avoided, lest one's sleep be plagued with nightmares. These rambling, hollow hills shelter sleepwalking goblinoids, unquiet dead, cursed constructs, the source of **bizarre dreams**, and a far deeper secret underneath. Here, a wizard's quest to unlock a mystery more ancient than even she understands will soon succeed. That wizard is **Umeli of the Nine Hands**.

Umeli came to the Crooked Hills—also known as the Hills of Crooked Sleep—some years ago by way of the nearby town

Caracara, following occult clues describing entities possessed of abilities beyond even the gods' ken. She found the ruins of an old temple and a subterranean warren choked with the sorts of foul creatures that often fill up such dark places. Those creatures feared and sought to keep buried the “necropolis” that lay still deeper. But not Umeli; she delved farther yet, until she found a petrified forest of geometric shapes squatting in depths miles under the hills, and what lay at the forest's center: the **Singing Monolith**.

The Singing Monolith confers images or information from some other realm at random times. These unexpected bursts of knowledge are often nonsensical, rarely useful or pertinent, and sometimes disturbing. These emanations sometimes seed incomprehensible dreams in the minds of travelers passing on the surface road. Occasionally, the Singing Monolith produces more than just dreams, manifesting a strange object known as a **cypher**. Each cypher is unique, granting a single powerful effect before burning out. In recent years, cyphers have made their way to the nearby yearly celebration known as **Caracara Fair**. There they have gained a certain notoriety.

Aided by Umeli's efforts, the Singing Monolith will soon yaw wide and reveal an Ancients' cache.

But the characters starting the adventure have no reason to suspect that they might eventually find themselves under the Crooked Hills facing unimaginable

*Caracara pronunciation:  
care-ah-CAR-ah*

*Singing Monolith,  
page 35*

*Crooked Hills, page 13  
Cyphers, page 40*

*Bizarre dreams, page 12  
Caracara Fair, page 10*

*Umeli of the Nine  
Hands, page 34*

Higher-level PCs could play *The Hills of Crooked Sleep*, though adding higher-level encounters with monsters of the appropriate challenge rating is advisable. For instance, change out the goblin sleepwalkers to sleepwalking versions of a humanoid or other creature with a higher challenge rating, and give Umeli archmage rather than mage stats.

*Sleepwalkers, page 16*

*Cypherwight, page 23*

machines that herald a far greater change to come. Because as it happens, PCs begin play on the road to Caracara Fair (assuming you use the provided hooks), an event that at least a few of them are eager to attend for fun and possibly sport.

## ADVENTURE SYNOPSIS

This adventure is designed for four or five 3rd-level player characters. A group of lower-level PCs who play smart and make alliances within the Crooked Hills can also make it to the end, though they may have to run from some challenges rather than face them head-on.

The PCs will spend some time in each of the following sections of the adventure.

**Caracara Fair.** The celebration helps the PCs establish relationships with each other (if they don't already) and with NPCs in the region, as well as other interaction opportunities. The fair also provides PCs with clues about the nature of the Crooked Hills. In addition, PCs can retreat to the town hosting the fair for rest and resupply.

**Under the Crooked Hills.** A tribe of degenerate goblinoids lairs in the uppermost tunnels and hollows of the Crooked Hills, itself the ruins of an old (though not Ancients-old) temple dedicated to prophecy. In the generations since they've moved in, otherworldly effects endemic to the area altered the goblins in physically obvious ways. These goblin sleepwalkers sometimes threaten nearby surface-dwellers and travelers.

**Necropolis.** Over the centuries, various peoples have recognized the Crooked Hills as ideal for "prophecy." A series of temples were built up there, only to fall to ruin in turn. In addition to an upper level of ruined temple chambers, a deeper level, already delved by far older hands, served as a necropolis. The remains have lately stirred to animation, empowered not by necromancy, but by incorporation of cyphers thanks to Umeli's inspiration. These so-called **cypherwights** are less rarely seen

abroad, but often come into conflict with sleepwalkers, who seem driven to oppose them.

**Petrified Forest.** Beneath and at the center of it all is a hollow filled with a "petrified forest" of frozen geometric shapes, each larger than the next. Sometimes they move. The forest surrounds a colossal, floating, amber-hued monolith from which melodies constantly emanate. The Singing Monolith, an intelligent construct and keystone of the Ancients, has conspired for time out of mind to recall technological knowledge that once ordered all things. But an opposing Ancients safeguard has worked against it during the same period, manifesting most recently as the sleepwalkers. Despite that hindrance, the Singing Monolith's goal has nearly been achieved in the last few years thanks to Umeli's aid.

**Ancients' Cache Revealed.** The PCs' efforts can delay or and modify specific bad outcomes—such as the direct benefit Umeli would otherwise gain and the horrific loss of life that would otherwise occur—of opening the Ancients' cache. But even if such terrible results are averted, events have come too far. Eventually, the whole valley shudders as a massive monolith rises, shaking loose from the ground and lifting high into the air, visible for miles around. The cache is fully open, and reality itself bends as the influence of the Ancients returns.

## GETTING THE PCS INVOLVED

The PCs could become involved in this adventure in one of the following ways. Each PC might have a different hook, share some hooks among them, or merely get caught up in the situation as it unfolds.

*Make It a Surprise:* If you want to ease the PCs into the adventure so that it is a complete surprise, don't use the Solving a Mystery hook immediately. Instead, the PCs could obtain that hook during their time at the fair.

*Ignore the Fair:* Some groups may have no interest in attending a fair. In this case, start





the game with the PCs poised to explore under the [Crooked Hills](#).

**Kite-fighting Entrant.** One of the big draws of Caracara Fair are the kite fights. Each kite is highly decorated. Many are falcon-themed (especially kites owned by locals). The fights draw many observers and competitors every year. One or more of the PCs is entering a kite of their own.

**Working the Fair.** All kinds of vendors show up at the fair every year, and one or more of the PCs might be one of them, selling a specialty food item, crafted items, entertainment in the form of song or a staged production, and so on. On the other hand, a PC could have been hired to provide security.

**Meeting a Friend.** One or more of the PCs has a friend named [Rodor the Rat](#). Rodor has a reputation for “luckily finding” interesting objects, then selling them for a lovely sum. A message from Rodor reached the PC some time ago asking that the character meet her at Caracara fair. The

reason? “At last year’s fair, I won a magic trinket of a sort I’ve never seen. No one knew where it came from. We need to find out. Help me, and I’ll split the proceeds with you. See you there!”

**Looking for Umeli.** One of the PCs had a wizard mentor who came to Caracara years ago named Umeli, and they’re hoping to catch up. Umeli was a stern taskmaster and certainly had a cruel streak, but taught the PC much.

**Solving a Mystery.** A strange device—a [knowledge enhancement cypher](#)—was previously discovered by a PC during an unrelated earlier adventure, or is gained while the PC is at the fair. (If previously obtained, the cypher appeared in Caracara a few years ago, then was sold, transferred, or stolen, eventually ending up in the hoard of some foe the PC defeated and looted.)

Managing to activate the cypher, the PC has a vision of a petrified forest of geometrical shapes where a stern woman, surrounded by several floating metal hand-like objects, sings a strange, unknown tune

*Crooked Hills, page 13*

*Knowledge enhancement, page 85*

*Rodor the Rat, page 26*

*The PC's past experiences with Rodor is that she is basically a good person, though given to shading the truth if there's a chance she will glean a few extra coins in the exchange.*



*Caracara Fair judges wear easily visible, wide yellow banners proclaiming them as such. Judges have commoner stats with Insight +4, except for Head Judge Marta.*

*Head Judge Marta is a tall, slender woman with colorful, fashionable clothes (worn under a chain shirt) with hair cut short and a mace at her belt. She has priest stats, but doesn't bring her beliefs into her position as head judge.*

*The road winds, but as the crow flies, it is 2 miles from Caracara to the Crooked Hills.*

*Lure of the Crooked Hills, page 12*

*Iban Coorith is a bearded, heavyset male who smells of frosting and honey wine, but keeps a shield and spear close at hand. He's tougher than he looks, having gladiator stats, making him ideal to guard the prizes against those who might decide to try their hands at a prize directly.*

*Chapter 3: Cyphers, Relics, and Iron Flesh, page 38*

to something not seen. Certain knowledge comes to the PC that the song is the key of a gate soon to open. The only other information provided is the general location of the town of Caracara. This knowledge arrives in time, if the PCs previously used the cypher, for the annual Caracara fair.

## CARACARA FAIR NEAR THE CROOKED HILLS

READ ALOUD

The road to Caracara passes over a natural ridge in the landscape, revealing series of weirdly leaning grass-covered downs rolling away to the north. A shallow valley opens below, which seems filled by a sea of tents and tiny colorful kites.

Unless travelers have some reason to suspect there's more to the hills than their weird aspect, nothing immediately suggests they are worth investigating.

If the PCs are interested, several activities are available at the fair to delight and entertain them. During this period, weave the rumors, hints, and discoveries described under *Lure of the Crooked Hills* into their fair encounters. Even if the fair is not their thing, PCs may still seek out individuals working the festival to question them about the Crooked Hills.

The fair and the town it's named after are a continuous whole during the ten-day festival that swells the population from a few hundred to five or more times that number in attendees. Many attendees simply camp around the periphery, though several let rooms from town residents. While the fair is on, tents, pavilions, temporary stalls, and carts filled with food, games, and crafts are everywhere. A wide field is set aside where the kite-fighting competitions run from morning through midday and well into the night (with lantern-lit kites). Attendees range from simple farmers with ogling eyes to richly clad individuals from distant places, some wearing masks or other elaborate costumes as part of the event. There is dancing, drinking, singing, performing, dueling, eating, selling, buying, and more to be had.

*Season:* Tweak the time of year when the fair is held to accommodate the PCs' travel if you're using *The Hills of Crooked Sleep* as part of your ongoing campaign.

*Is That an Elf?* If your game includes elves, dwarves, and other humanoid species besides humans, they are also present at the fair, though none are specifically called out as NPCs. Just assign a species other than human to any NPC you choose.

## ACQUIRING AND SPENDING FAIR TOKENS

For many, the best part of the fair is winning at games, impressing audiences with wit or storytelling prowess, being judged the best maker of pies or charms, and so on. Anytime someone wins or impresses one of the many *Caracara Fair Judges* wandering the event, they are given a fair token: a bronze coin stamped with what appears to be raven. Attendees can redeem their fair tokens at the Pavilion of Prizes, with the value of the prize

### PAVILION OF PRIZES

This grand edifice of golden cloth and tall poles has a commanding position within the fair. Inside, the PCs can redeem fair tokens from *Iban Coorith*.

#### Tokens Prize

1	Fancy writ designating bearer as an official "Knight of the Caracara Fair"
2	Basket of delightful baked goods or a ribbon-wrapped bottled spirit
3	A dagger or tankard, with Caracara Fair etched into the blade or side
4	A cypher!

**Cypher.** Iban talks up how amazing it would be to win a cypher, a "wonder of the world," a lost gewgaw of the gods, who knows? No one's ever seen anything like them. If the PCs win a cypher, roll for one randomly on the tables in *Chapter 3: Cyphers, Relics, and Iron Flesh*. If any fair worker, including Iban, is quizzed more deeply about the nature of cyphers, refer to the material under *Lure of the Crooked Hills*.



commensurate with the number of tokens redeemed. The average person has a hard time acquiring more than just a single token or two, though sometimes games of chance reward even the least talented. Using spells or magic items (or cyphers) to influence an outcome is considered cheating, so judges watch out for that and pass around descriptions of cheaters.

## GAMES AND CONTESTS

The games and other activities the PCs can participate in during the fair include the following. Winning or otherwise impressing a Caracara Fair Judge is, generally speaking, a DC 14 ability check appropriate to the activity (though in some cases, contests might be more appropriate if a PC engages a particular NPC). Each success means a judge awards a PC a fair token, which can be redeemed in the Pavilion of Prizes. If more than one PC is part of the same game or contest, then in addition to beating out the NPCs, the GM must determine which PC wins that particular game, whether that is with a dice contest or some other method.

At the end of the fair, Head Judge Marta provides special awards to any standouts. These rewards include a bag of 50 gp and a couple more cyphers.

**Capacity for Drink (Constitution).** Several fairgoers are seated at a long table. A banner overhead reads “Contest of Heroic Drinking.” A few revelers are passed out and snoring at the table. The table is tended by **Bearic**, who pours out drinks from a huge jug of potent liquor. PCs who want to play must pay Bearic 2 sp, which covers all their pours for the duration of the one-hour event. Toasts are offered and drunk, and then everyone’s mug is refilled. A PC may try their hand at consuming enough to impress a judge. If the character fails, they pass out for an hour and are treated as poisoned for an hour after that. But even on a success, they are inebriated for about an hour (awake, but treated as if poisoned).

Bearic owns a tavern and inn called The Sleeping Elephant; the Contest of Heroic Drinking table is set out before it. As a

bartender, Bearic is a great source of gossip and rumors about the fair, the Crooked Hills, or whatever.

**Dance (Dexterity).** A large group of fairgoers in extravagant dress and masks dance at the center of a massive tent with planks laid down to make a hard floor. Unlike most other attempts to impress a judge, all the PCs can try their hand. If half or more of them succeed on the DC 14 Dexterity check, everyone in the group gains 1 fair token.

**Dueling (Dexterity).** Two or three groups of duelists pair off with slender blades, fighting to first blood. A PC may try their hand with a borrowed rapier if they have none of their own. This is a contest that varies based the particular **duelist** against which the PC is paired.

**Epic Poems (Wisdom).** A cluster of earnest young people clutch tatty books. They take turns reciting beautiful or epic poems. The PCs may recite a poem of their own, made up or from memory, to impress a judge.

*Overheard:* The PCs hear a haunting poem describing a woman with nine hands sometimes seen after dark when Caracara Fair is finally over each night.

**Kite-fighting (Intelligence).** A colorful collection of kites always hovers over this field. Many of the kites bear fantastic decorations and a few have long tails or are made up to look like creatures. At night, tiny lanterns light up the kites. To gain a fair token, a PC must cut the lines of at least five other competitor’s kites. Multiple kite fights happen during the course of the fair, though some contestants prove more of a challenge than others. Of course, PCs who want to compete will need a kite.

*Go Fly a Kite:* Simple kites can be had for about 5 gp from fair artisans. If PCs want a top-notch kite, one fashioned so well that it allows a character to add their proficiency bonus to any ability checks they make to fly or fight with the kite, that’ll cost 50 gp.

*Duelists usually have guard stats, but some are better, and may have veteran or even knight stats.*

*Bearic is a gray-bearded, balding, round-faced male. His thick girth is at least half muscle. He has veteran stats.*



*Even if a PC knew Umeli as a mentor, they don't know what she wants revenge for. Taciturn and often bitter, it seemed like she only tolerated people, and had no close friends, only associates.*

*Cypher Table, page 42*

*Bearic, page 11  
Marta, page 10*

*Umeli of the Nine Hands, page 34*

**Tall Tales (Charisma).** This tent is always busy with both regular folks and the occasional skilled speaker telling stories that seem likely to be made up, or at least highly exaggerated. However, they're all entertaining. The PCs may try to tell a tall tale of their own to impress a judge.

*Fair Favorite:* A fair favorite is a story about how children escaped the goblin sleepwalkers that live in the nearby Crooked Hills by closing their eyes and pretending to be asleep.

**Wrestling (Strength).** Contestants stripped down to their smallclothes with oiled skins compete in a ring, while onlookers cheer and jeer. A PC may try their hand at best two throws out of three to impress a judge and win a fair token.

## LURE OF THE CROOKED HILLS

Incorporate the following rumors, hints, and discoveries into the PCs' fair encounters by way of other NPC competitors, judges, or as events that just happen. In addition, characters may question NPCs; some answers are found here.

### CYPHERS IN CARACARA

**Asking about Cyphers.** The average Caracara resident knows that cyphers are randomly found almost anywhere, as if dropped by an absent-minded wanderer. But people like **Bearic**, **Marta**, and other named NPCs suspect the cyphers' true source lies beneath the Crooked Hills, and they're sometimes dispersed by goblin sleepwalkers (false; they do just randomly appear). The only "expert" on cyphers was the wizard named **Umeli**.

**Cypher Danger.** While the PCs are attending the fair, an NPC who has previously accumulated four cyphers suffers a terrible mishap. An explosion occurs, affecting a 10-foot-radius sphere centered on the NPC who triggered the cypher danger. Each creature in the area takes 10 (3d6) lightning damage on a failed DC 15 Dexterity save, or half that if successful. This should bring home the fact that while cyphers may seem like innocent fun, they can be deadly. The

Caracarans, though they treat the event solemnly, don't change their behavior toward cyphers after this event. They treat it as they would a firework mishap, another cost of holding a yearly festival.

### UMELI IN CARACARA

**Asking about Umeli.** The wizard Umeli, known for her eponymous Nine Hands spell, came to Caracara about seven years ago. From the outset she was interested in cyphers, the strange dreams people had, and the Crooked Hills. She paid a bounty on every cypher brought to her. But she's been missing for most of three years now. People assume she went to explore under the Crooked Hills and met an untimely fate.

**Umeli's Home.** If a PC asks to see it, they are shown her tiny boarded-up home. No one wants to stay there because anyone who sleeps inside is plagued by terrible dreams that make no sense.

A search uncovers a random cypher (roll on the **Cypher Table**) fallen behind a piece of furniture, and a few loose scraps of journal paper, apparently fallen out of a larger tome thanks to poor binding.

The journal pages have a lot of out-of-context notes on them, but do contain the following passage of interest penned in Umeli's hand: *"The monolith is the key. It's the true source of all the dreams, and the physical manifestation of the strange devices I've dubbed cyphers. I've also found other machines, more durable: relics. I've taken a few of these and fashioned my nine hands into something truly impressive.*

*The monolith isn't aware; it just is, forever seeking to fulfill a purpose. It lacks oversight or understanding of the world. Could I become its link, its overseer, and set order to the rambling progress of millennia? Yes. It should be me who claims the Arcana of the Ancients. Then I can finally have my triumph. And my revenge."*

### BIZARRE DREAMS

If a PC passes out from losing a drinking contest, sleeps in Umeli's house, or sleeps in or near the Crooked Hills, they are rocked with an almost impossible-to-describe dream of strange structures, creatures



of flesh and metal, vast swathes of void speckled with orbs of fire vaster than worlds, and many more scenes that words can't convey. Each of these dreams ends with the image of an amber-hued monolith floating in a field of frozen geometric shapes somewhere deep underground.

Some people might find these exhilarating, but the average person finds them terrifying.

## RUMORS OF THE CROOKED HILLS

Sometimes a PC must ask, but sometimes they'll just hear one of these rumors from the mouth of another NPC attending the fair.

- Few locals know the history of the Crooked Hills, but all know goblins live there now. Goblins who never open their eyes, but always seem to know where they are. Maybe it's the strange metallic horn most have sprouted from the top of their heads like some malefic growth? A character who succeeds on a DC 17 Intelligence (History) check knows that the Crooked Hills once contained a temple where monks claimed to speak prophecy for a god with no name, though hardly anything of those times remain above ground. Hollow areas beneath the hills predated even those structures. A few Caracarans, such as Head Judge Marta, also know this.
- Fairgoers are warned not to pitch their tents within a mile of the Crooked Hills, lest they be plagued by bad dreams, and worse, attacked by goblins that reside within.
- The missing wizard Umeli is generally considered to be lost beneath the Crooked Hills. Some say the strange dreams people have near the place is her spirit calling out for succor. (Ignoring the fact that the dreams preceded the wizard's disappearance.)

## GOBLIN ATTACK

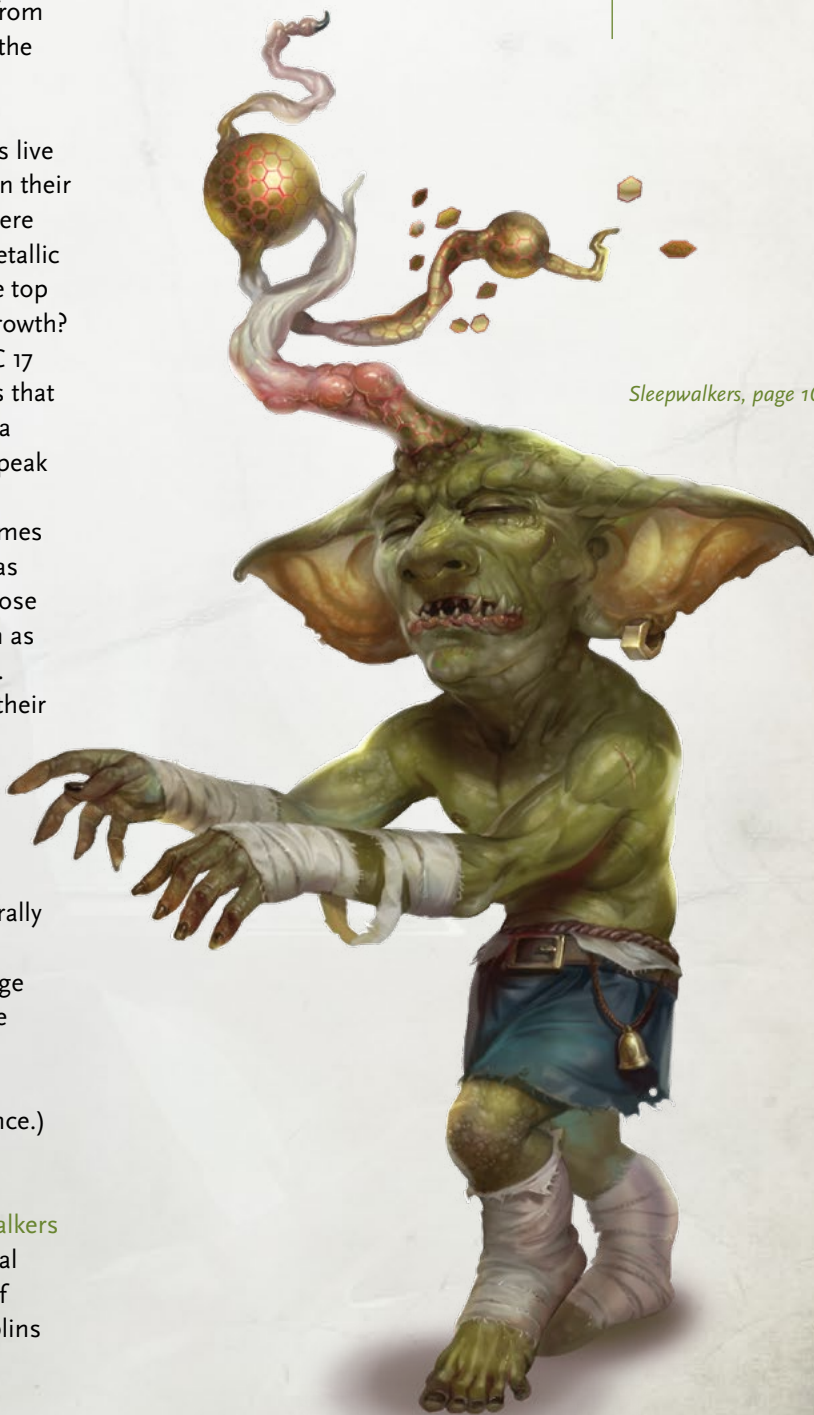
Late one night, a group of ten *sleepwalkers* attack, attempting to steal away several attendees, unless the PCs intervene. If PCs investigate, they discover the goblins

targeted attendees who won cyphers. If the goblins do manage to abduct people, PCs may be asked to help find missing friends, or hired to do so by Head Judge Marta.

## THE CROOKED HILLS

### READ ALOUD

A series of weirdly leaning grass-covered downs rolls away to the north. Sometimes they resemble leaning structures, other times colossal beasts, frozen in the moment of falling over.



*Sleepwalkers, page 16*



*Bizarre dreams, page 12*

The uppermost Crooked Hills tunnels feature the ruins of an old temple where prophecy was once spoken and dreams interpreted. Goblins and a few other opportunistic creatures live and sleep in this area now. Those who attempt to rest in the area have a troubled sleep filled with **bizarre dreams**.

*Wider repercussions, page 35*

**Further Hill Digging.** If the PCs possess some means of excavating into any one of the weirdly leaning hills—each measuring about 200 feet wide, between 500 and 1,000 feet long, and 200 feet high—they discover under many feet of earth and stone a core of strangely textured, compacted metallic substance, as if some truly ancient complex iron machine had been compacted, pelletized, then dropped. Time covered them over. Whatever they were, they're now completely inert. (That could change along with other **wider repercussions** if the cache is opened . . . )

*The glass wall is about 20 feet long, 10 feet high, and 3 inches thick.*

## UNDER THE CROOKED HILLS KEYED LOCATIONS

The level immediately under the hills was once the underground level of a temple where a group of monks, wizards, and even a few clerics sought to use mediation and magic to draw up the “energies” of the site to empower themselves, with a focus on reading, or even altering, the future. For all their efforts, they never found their way down to the **Singing Monolith**. They're centuries gone, but their ruins remain, serving as a lair for goblins and other opportunistic creatures. For their part, the goblins have been changed by their long association with the place in a way earlier residents never were.

*Singing Monolith, page 35*

*Sleep Haze, page 16*

*Goblin sleepwalker, page 16*

Unless noted otherwise in the text, doors encountered are unlocked. Rubble is common. Light is absent in areas where it's not noted.

### 0. CRACKS IN THE EARTH

Above ground, the hills extend from the road north for several miles. Investigating their oddly leaning shapes by walking between them and across their tops reveals all sorts of dark cracks leading into the ground. Some are wide enough only for vermin, but many are more than wide

*Cyphers, page 40*

enough to allow people to squirm in (or goblins to squirm out).

Spending about 10 minutes searching and achieving a DC 11 Wisdom (Perception or Survival) check reveals one crack with lots of footprints of poorly shod and unshod small feet (goblin feet). Other smaller animal footprints can also be seen.

**Tight Squeeze.** PCs must succeed on a DC 13 Dexterity check to worm their way into a crack without getting stuck. A stuck PC is restrained. It takes a few minutes to escape (escape DC 16).

**Creatures.** Stuck PCs are nibbled by a family of five **giant rats** that nest just inside, especially if they can nibble while other PCs remain on the other side of the crack.

### 1. GLASS WALL

#### READ ALOUD

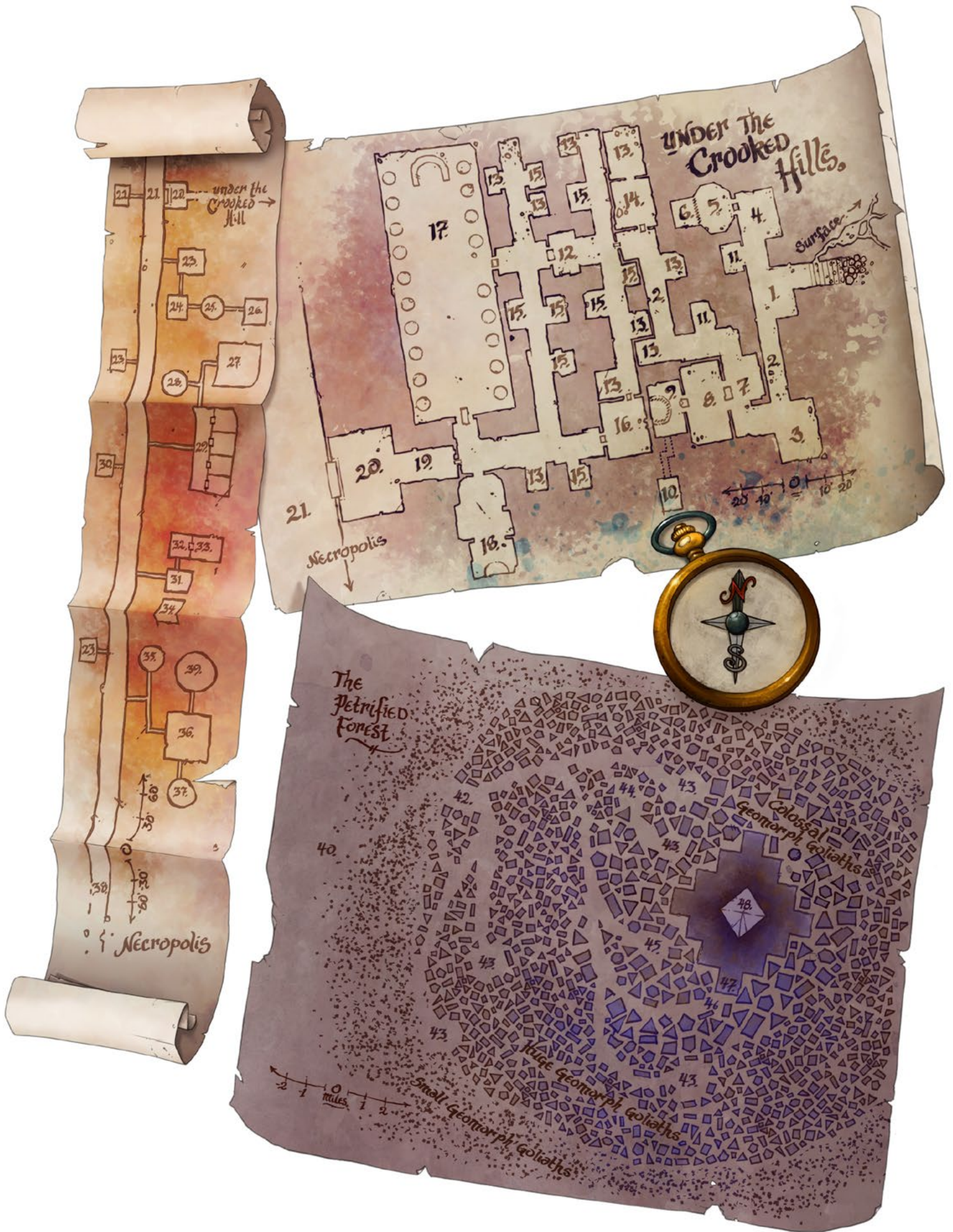
An expanse of silvery glass fills the west wall of this otherwise ruined chamber. Visible in the glass are streaks of light and obscure shapes, but it's impossible to make anything out distinctly. An otherworldly music resonates up from the floor.

If a PC hums along to the music and stares into the glass, they must succeed on a DC 12 Wisdom saving throw or fall into a deep sleep that lasts one hour. During that period, the PC has a dream of a walking across a featureless white plane under a nighttime sky filled with unfamiliar stars. PCs who have such a dream are also affected as if affected by the **Sleep Haze** action of a goblin **sleepwalker**.

### 2. GOBLIN PIT

Goblins dug old-fashioned pit traps at locations keyed to this entry. Spying the trap before stumbling into it requires a successful DC 15 Wisdom (Perception) check, otherwise the first one or two characters to enter the area fall through a trapdoor, where a 30-foot fall onto spikes deals 10 (3d6) bludgeoning damage and an additional 7 (2d6) piercing damage. One pit keyed to this entry (as determined by the GM) holds a goblin corpse, long-withered. In place of one eye, the corpse has weird device shoved into the socket (a **cypher**; roll randomly to determine what variety).







## Goblin Sleepwalker

Goblin sleepwalkers resemble regular goblins, but always have their eyes closed. All of them also have some variation of a single, horn-like (or maybe fungal stalk-like) projection growing up through their forehead, whorled and metallic. This is a gift of *Safeguard*. The goblins retain many normal goblin habits and activities, but perform them as if half asleep. They are also driven to oppose the efforts of the cypherwrights and the Singing Monolith. They seek to destroy cyphers and keep cypherwrights from escaping the lower necropolis level.

The goblins beneath the Crooked Hills have endured the sleepwalker condition for so many generations that it has become part of them, and not something curable. However, some remember the habit of speech, if PCs attempt to communicate verbally.

*Safeguard, page 20*

*Cypherwright, page 23*

*Necropolis, page 8*

*Goblin chief, page 20*



Sleepwalkers have **goblin** stats, plus the following additional qualities:

- truesight 120 ft.
- telepathy 120 ft. but only among other sleepwalkers (or a PC affected by Sleep Haze)

About one in five goblin sleepwalkers has the following special action:

- **Sleep Haze (Recharge 6).** The goblin exhales a 15-foot cone of gas (made up of nanomachines). Each creature in that area must succeed on a DC 11 Constitution saving throw or fall asleep 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. A creature affected by the sleep must also succeed on a DC 11 Constitution saving throw or become diseased. The disease has no effect for 1 minute and can be removed by any effect that cures disease. After 1 minute, the diseased creature begins to grow a horn-like stalk from their forehead like the goblins. At this point, the creature is treated as if charmed by the sleepwalkers. The effect can only be removed by a 6th-level spell or higher, or an Ancients device that removes disease.

Cypherwrights, despite being animated remains, are vulnerable to Sleep Haze, and if affected, lose animation.

**Interacting with Sleepwalkers.** The first interactions PCs have with goblin sleepwalkers may be antagonistic, but PCs could eventually figure out that the sleepwalkers are in conflict with the cypherwrights of the necropolis, and with Umeli herself, who has been accelerating the changes sought by the Singing Monolith. If the PCs question them about Umeli or otherwise try to communicate or reach a deal, the goblins, assuming they react positively, require a token of good faith from the PCs, which could be seeing the PCs destroy a cypher, or doing something else helpful to the goblins. The PCs are likely taken to the **goblin chief** to broker any such deal.



## 3. OILY POOL

### READ ALOUD

Oily water fills a cavity of unknown depth at the center of this crumbling chamber. Discarded rusted pots, worn-out water skins, and other refuse litter the area around the pool.

**Pool.** Drinking from the pool is safe enough, if a bit oily.

**Creatures.** Twice a day, a group of six to ten **sleepwalkers** visit to fill water skins. If they arrive while the PCs are here or vice versa, the goblins react badly and attack, unless the PCs negotiate a ceasefire.

## 4. HAPHAZARD ORACLE

### READ ALOUD

*Rubble spills out into the hall from this partially collapsed chamber. The western wall remains intact, as does a stone door with a woman's face relief-carved on its surface. She wears an eight-sided amulet, a different unknown symbol carved on each side.*

**Locked Door.** The relief-carved door's lock is susceptible to a variety of different methods of bypass, all generally requiring a DC of 22, unless some method of traveling through walls is used, or the key in **room 14** is found and used here.

**Snakes.** Activity rouses the **swarm of giant snakes** that inhabit the rubble, hungry for prey that isn't goblin.

## 5. RULE OF EIGHT

### READ ALOUD

Dust is thick on the floor of this eight-sided chamber. Carved into the floor near the center of each wall is a different unknown symbol. A spherical wooden shape lies near the center of the room, about the size of a human head, inscribed with the same symbols as carved into the floor.

**Mechanism.** The ancient mechanism used by the monks to demonstrate prophecy by random processes was to throw a wooden ball into the chamber and see where it landed. If it landed on an auspicious symbol, the secret door to room 6 would slide open. If it lands anywhere

else, magical lightning plays through the room, dealing 10 (3d6) lightning damage on all creatures who fail a DC 13 Dexterity save, or half that if successful.

A panel on one wall—DC 15 Wisdom (Perception) check to find after searching—allows someone to pre-set which symbol is active, and which ones will generate an electrical pulse. Currently, the symbols associated with the numbers 1, 2, 3, 5, 7, and 8 are set to release an electrical pulse; the symbols associated with 4 and 6 open the secret door.

## 6. SHRINE OF CLEROMANCY

### READ ALOUD

A skeletal figure in a robe sits on a throne carved of stone set against the west wall. The figure's skeletal hands grasp a small box with no markings. Dust is a thick coat over everything.

**Figure and Box:** This shrunken, mummified figure was once an oracle of the temple of prophecy. In addition to a total of four ruby rings worn by the figure (worth 20 gp each), the box is a **deck of illusions**.

## 7. SACRIFICIAL ORACLE

### READ ALOUD

The western wall features a stone door with a relief-carved bearded man's face and upper body. He holds out a sacrificial bowl sooty with many past burnt offerings.

**Locked Door and Offering Bowl.** A mechanism in the bowl is triggered by heat, so burning oil or anything that would burn as hot as oil causes the door the carving is set into to unlock and swing open. Otherwise PCs require some other method to bypass it should they wish, generally requiring they succeed on a DC 22 check.

**Goblins.** Sleepwalkers come here fairly often. Eight goblin **sleepwalkers** could surprise the PCs while they're investigating, especially if the PCs light the bowl.

*The water collects from rainwater that seeps in from above before filtering into regions farther below via cracks too small for anything larger than Tiny creatures to traverse.*

*Goblin sleepwalker, page 16*

*A keyhole can be found in the relief carving on the amulet the woman wears by a character who succeeds on a DC 12 Wisdom (Perception) task.*

*Room 14, page 19*

*Unlike the Haphazard Oracle, the dust here is much disturbed. The small offering bowl has been used within the last few hours.*

*Sleepwalkers, page 16*

## 8. ALCOVE OF ACCEPTANCE

### READ ALOUD

A massive rusted iron oven is bolted to the west wall. The oven's door is easily large enough to admit an adult human. It's currently open, and fire roars inside.

**Oven Door.** The door to room 9 lies through the oven.

**Fire Elemental.** The oven isn't fuel; the fire is actually a **fire elemental** that PCs must contend with. It may allow a group to pass if they sacrifice something of value (at least 20 gp) that is flammable to the oven. It automatically succeeds on all attacks on creatures that attempt to move through the oven and on into room 9 if nothing is sacrificed, and it may leave the oven to continue attacks against trespassers who didn't pay.

## 9. SHRINE OF OFFERING

### READ ALOUD

An empty throne carved of stone is set against the west wall. A wide bowl sits in the floor before the chair, apparently containing a swirling void of nothingness.

**Bowl of Nothing.** If something is placed in the bowl, it is apparently destroyed and disappears with an earsplitting crack. Back when the shrine was active, the attending oracle would give a reading after something was thrown into the bowl, presumably powered by the energy released. However, the swirling nothingness is only an illusion (DC 15 Intelligence (Investigation) check to discern it as such; mere interaction doesn't reveal it as an illusion). A wide tube, about 5 feet in diameter, deposits anything dropped into—or that falls into—the bowl directly into the secret room (room 10) that lies 30 feet below.

**Goblins.** Goblins occasionally come here to dispose of cyphers. They don't realize it's a trick; they think they've successfully destroyed dozens of cyphers and other devices they've taken from cypherwrights.

**Secret Door.** A secret door requiring a successful DC 15 Wisdom (Perception) check to detect is set in the south wall. This door can be opened by accessing a tiny

lever hidden under the lip of the bowl. The lever can be found with a successful DC 15 Wisdom (Perception) check, if someone is willing to risk apparent destruction. If opened, steep stairs switchback down 30 feet to room 10 immediately below room 9.

## 10. SHRINE OF RECEIVING

### READ ALOUD

Fallen shelves and rubble fill this chamber. Littered over everything is a layer of strange objects, many metallic but many made of much stranger substances. Some glow steadily, a few pulse with varicolored lights. A handful emit odd noises, discordant and plaintive.

**Cyphers.** Of many dozens of **cyphers** dropped from above, most are disabled by sleepwalkers prior to being dropped, or broken by their drop; only six cyphers still function. Roll on the **Cypher Table** to determine which ones the PCs discover should they sort through them, a process of at least fifteen minutes.

**Other Offerings.** Older "sacrifices" were stored here on shelves, before the shelves tumbled. Many were perishable, but a search through the mess uncovers clay vases containing 200 sp, 125 gp, four garnets worth 20 gp each, and a **potion of healing**.

## 11. OLD GUARD

### READ ALOUD

Skeletal figures, most bearing weapons of some kind, lie scattered about the chamber. Decorative tiles that once covered the walls have mostly fallen and smashed on the floor.

**Skeletons.** The monks and other would-be oracles kept defenses, including 1d6 + 3 **skeletons** per chamber keyed to this entry. The sleepwalkers can slip by them, but newcomers may not be so lucky. The skeletons attack any non-undead creature that enters whose eyes are open. If a PC keeps their eyes closed (effectively becoming blind) for a full round, the skeletons ignore them.

*The possibility for cypher danger from too many cyphers in one place only triggers if an intelligent creature gathers the devices to their person.*

*Cyphers, page 40*

*Cypher danger, page 40*

*Cypher Table, page 42*

*The bowl's mouth is 6 feet in diameter, and the lip rises about 3 feet from the floor.*



*Goblin sleepwalkers resemble regular goblins, but are always encountered with their eyes closed. A single, fungal, stalk-like horn grows up through their forehead, whorled and metallic.*

## 12. SLEEPWALKER WATCH

### READ ALOUD

Several goblins with odd forehead protrusions are here. They give the impression of watching the approach for intruders, except their eyes are tightly shut and they are utterly quiet.

**Guards.** The room serves as a barracks and sentry post for goblin **sleepwalker** guards. Normally eight goblins can be found here. They attack intruders, and if possible, drive them back to the pits keyed to entry 2. Being telepathic among each other, speaking is not required for coordination. Nor do they need to physically send a warning of an attack, beat a gong, or sound a horn. The warning goes out mind to mind. If the PCs spend more than five rounds in the area, they hear the booming footfalls of something huge approaching. If they stay around to discover what it is, they encounter **Bog**.

## 13. RANSACKED ROOMS

When the ruin was a functioning temple housing nearly a hundred people, rooms were set aside for storage, living quarters, and other day-to-day uses. Now they are filled with dust, looted cupboards, smashed furniture, and all manner of goblin garbage. A few also contain oddments of value that the goblins haven't seized for themselves.

**Treasure.** Remnants include the following. On a roll of 17, 18, 19, or 20, the first time a character searches a room, they uncover a gemstone or other valuable worth about 10 gp.

**Captives.** If goblin sleepwalkers stole away any Caracara Fair attendees who won cyphers during a **goblin attack**, one of the rooms nearest the **goblin commons** houses half of them, in poor health. (**Rodor the Rat** is not among them; she is in **room 28**, and the remaining captives are in **room 29**.)

The **goblin chief** may agree to give them up willingly if the PCs reach an agreement with it.

## 14. EMPTIED ARMORY

### READ ALOUD

Toppled weapon racks, empty armor stands, debris, and a lot of dust fill this chamber.

**Remnants.** Probably creatures other than goblins looted this armory, with its smashed iron doors now hanging off their hinges. Still, a PC determined to find something is rewarded by the discovery of, among a stash of rusting daggers, one **dagger of venom** if they succeed on a DC 15 Wisdom (Perception) check. An additional DC 15 Wisdom (Perception) check also uncovers the key to **room 5**.

## 15. GOBLIN DEN

### READ ALOUD

Rustling, the sound of breathing, and the glow of a cookfire signal that creatures active in the area even before the goblins, eyes shut, are visible.

**Goblins.** Groups of 2d6 goblin sleepwalkers reside at the locations keyed to this entry. About half in any group is able and willing to fight intruders; the rest run to room 17 if a conflict occurs. Though the creatures never call out aloud, **Bog** from room 16 arrives to defend the first goblin den PCs attack, unless the PCs have already dealt with him.

**Treasure.** Any given goblin den contains 2d20 cp, 1d20 sp, 1d6 gp, a 20% chance for a random common magic item, and a 10% chance of a random cypher. (The cyphers manifest spontaneously throughout the region, but seem drawn to intelligent creatures; the goblins in any given den don't realize that these cyphers have "infiltrated" their belongings.)

*Goblin chief, page 20*

*Sleepwalkers, page 16*

*Room 5, page 17*

*Bog, page 20*

*Goblin attack, page 13*

*Room 17, page 20*

*Rodor the Rat, page 26*

*Room 28, page 26*

*Room 29, page 26*

## 16. BOG

### READ ALOUD

Oversized furnishings, roughly cut of timber and stone, occupy this chamber splashed with all manner of decaying food and filth.

**Bog the Giant.** Bog, a hill giant with sleepwalker traits, spends much of his time here, having been “converted” by the goblins, essentially becoming one of them. He has to bend to fit his frame through some of the corridors, but is willing to put up with a lot for the cause. He’s not too sure what that cause is other than it involves smashing cyphers or other devices of the Ancients he finds. And of course, smashing any intruders, too.

**Treasure.** Bog has an old sack filled with half-gnawed bones, including three human skulls he has named, and a silver amulet encrusted with gems worth 150 gp.

## 17. GOBLIN COMMONS

### READ ALOUD

This massive open area is supported by great stone pillars running the length of two walls. More than a dozen goblins, each sprouting a convoluted horn, fitfully slumber on the floor, spreading from the foot of a great throne-like seat of worn stone at one end. Placed on that seat is a mirrored 2-foot-diameter orb that sporadically glimmers along hairline cracks that immediately heal themselves.

**Mirrored Orb (Safeguard).** The orb is an Ancients device, thus related to the Singing Monolith, though apparently in opposition. The goblins call it Safeguard. Not really conscious in the way a creature is, Safeguard yet has a purpose: to keep those of its own sort (the Ancients) securely locked away and forgotten. In recent generations, as the Singing Monolith has increased its activity, so has Safeguard. The goblin sleepwalkers are the result.

PCs can’t question the orb (it doesn’t respond), though they can try to glean its purpose by interacting with the goblins in the chamber, probably the goblin chief, who knows a common tongue with the PCs.

**Goblin Sleepwalkers.** Not actually asleep, the approximately twenty sleepwalkers in this chamber rouse if intruders are sensed. If the PCs are treated as intruders, additional goblins from nearby dens and watch stations that the PCs haven’t already dealt with are roused to provide additional aid, though PCs could attempt to interact to gain aid, by speaking with the goblin chief.

**Goblin Chief.** The goblin chief, also a sleepwalker, is larger than the others, better armed with a greatsword, and it can speak a language the PCs know. It coordinates attacks against intruders, but may parlay with PCs who are persuasive. If the chief gets the sense that the PCs want to help stop Umeli, it offers to aid them, if they help it first. If the chief gets the sense that the PCs want to exploit the “Ancients power” for themselves, it turns against them.

The goblin chief answers the following questions, or variations thereupon, especially if the PCs destroy a cypher to demonstrate their good faith, as so:

*What is going on here?* “We sleep beneath the Crooked Hills, guarding against the dreams of long before. Safeguard says so.”

*Dreams of long before?* “The Ancients, who came before everything. Forgotten by all, except in secret caches, like this one. Safeguard says so. But the Singing Monolith is awake. It sings a song of opening.”

*Why should we oppose the Singing Monolith/prevent the Ancients from being remembered?* “Safeguard says so.”

*Have you seen a wizard?* “Down below, beneath the necropolis, at the heart of the petrified forest, aiding the Singing Monolith. She seeks the power of the Ancients. Her magic, fused with the cyphers of the Ancients, animated wights from the remains in the necropolis. These cypherwights seek to further the ends of the Singing Monolith, but we have contained them. Still, they grow stronger and more numerous all the time.”

*Where is Rodor the Rat?* “The cypherwights have that one. She tried to steal Safeguard, so we tossed her into the necropolis and locked the door.”

*Sleepwalkers, page 16*

*Bog, having the telepathic trait of other sleepwalkers, is probably encountered reinforcing goblin guards at one of the rooms keyed to entry 12.*

*The goblin chief has hobgoblin stats, with sleepwalker trait modifications. In addition to its equipment, it also has a key to the necropolis entrance and wears boots of levitation.*

*Necropolis entrance, page 22*

*Singing Monolith, page 35*

*Safeguard has AC 22 and 50 hit points. In many ways, it can be treated as a sentient magic item, though its abilities are limited to afflicting those who gaze into it overlong as with the Sleep Haze ability.*

*Sleep Haze, page 16*



*What can we do to gain safe passage through the goblin warrens?* “Slay Umeli of the Nine Hands. She wears an amulet that animates the cypherwights. Crush it. Bring back the wizard’s head, and Safeguard is sure to grant you a great reward.”

If the PCs convince the goblin chief they wish to aid Safeguard, the goblin chief uses the key to the necropolis door it keeps. Otherwise it turns the whole goblin warren against them.

**Treasure.** In addition to the key to the necropolis, the goblin chief keeps a chest in its bedroll that contains 220 gp, three 50 gp gems, and a gold cup with 75 gp. It also wears the magical boots previously noted.

## 18. ANTHROPOMANCY ORACLE

### READ ALOUD

A series of three rooms, once presumably separated by walls and doors, now lies revealed with a floor thick with debris. The far southern wall remains intact, holding an ornate fountain of three lithe human figures dancing as if in rain, though the fountain is dry. Stone benches line both sidewalls.

**Fountain.** A PC who succeeds on a DC 15 Wisdom (Perception) check notices a faint inscription in an antique version of Common along the rim of the dry fountain, “See what is revealed by asking aloud.” Should a PC repeat this line aloud, magic triggers a shearing trap. A character who succeeds on a DC 20 Wisdom (Perception) notices a thin gap in the rim of the fountain just below the text before the trap is sprung.

**Shearing Trap.** Shearing blades emerge from a thin gap in the rim of the fountain forth, attempting to disembowel a human-sized target and spill their entrails out upon the floor or into the fountain. The PC nearest to the fountain must succeed on a DC 15 Dexterity save or take 21 (6d6) slashing damage. The trap resets every twelve hours, unless destroyed.

## 19. GOBLIN ACID SPRAY

Goblins created a more elaborate pit trap here, meant more for cypherwights and intruders from the surface. Spying the trap

before stumbling into it requires a DC 15 Wisdom (Perception) check or the first one or two characters to enter the area fall through a trapdoor, taking 10 (3d6) bludgeoning damage from the fall and an additional 7 (2d6) piercing damage from the spikes. However, anyone still in the corridor who avoids falling into the trap is subject to a secondary effect when bulbs set in the ceiling spray the corridor in both directions in a 20-foot-wide, 30-foot-long line with caustic fluid that deals 21 (6d6) acid damage on a failed DC 13 Dexterity save, or half that if successful.

## 20. GATEWAY

### READ ALOUD

A massive metallic vault door is hinged directly into the stone here. The door is iron, and though it has a veneer of rust, seems impressively sturdy. The stone surrounding the vault is mottled with small veins of a strange dark substance. Remains of over a dozen humanoid creatures in advanced states of decay are scattered here and there about the floor, mixed with broken fragments of metal, crystal, wire, and less easily identified materials.

**Humanoid Remains.** Cypherwight remains are scattered here. Most of them were battered to pieces by a combination of Bog’s power and goblin sleepwalker sleep haze, which the cypherwights are strangely vulnerable to. PCs find that various different kind of cyphers are fused into the flesh of these remains, though all are burned out, used up, or otherwise inactive.

**Locked Vault.** The 2-foot-thick, 8-foot-diameter iron vault door opens with the key kept by the goblin chief. Otherwise opening it requires a successful DC 22 Dexterity check to pick a lock if someone has thieves’ tools, or a DC 30 Strength (Athletics) check to break it down.

**Open Vault.** If the metallic doors are opened, they release a strange hiss as they do so, as if the air on the far side wanted to escape. The door alerts a sarrak that guards the door.

**Sarrak.** A sarrak—a creature set by Umeli (in room 22) should any goblin be foolish



Sarrak, page 230



enough to open the vault again—seizes the opportunity to keep the vault door open. It attacks the openers a few rounds after the vault is breached, unless PCs manage the feat stealthily. If the PCs somehow contrive to break the door so it can't be closed again, the creature is more tempted to negotiate with PCs; see more about the sarrak in the entry for room 22.

## THE NECROPOLIS

When the temple of prophecy was built in the Crooked Hills and the underground temple environments were dug, the excavators found a strange, previously fashioned area that was completely alien. Suspecting that the area was related to the strange visions, they began interring their dead within the location and calling it a necropolis. They hoped that if they couldn't understand the nature of prophecy revealed to them in life, perhaps death would serve as a better conduit to enlightenment.

**Interior Areas.** The passages and chambers in the necropolis are composed of a dark metallic substance with a whorled texture (AC 21) that lie in scale-like layers and textures. Main passage widths and heights are generally about 12 feet wide and high. When creatures Medium size or larger move within the necropolis, illumination wakes in the walls and ceiling, providing dim light in the area until about 10 minutes after the movement ceases. Closer examination of the walls and ceiling reveal that the metal is suffused with tiny white threads, apparently also some kind of strange metal. The light comes from these threads. If a section is dug out of the wall (a DC 20 Strength check and a sharp dagger required), the thread length burns away when exposed to direct air.

**Unkeyed Areas.** Most of the corridors and chambers shown on the map are not keyed. Generally speaking, these chambers either are empty or contain bits of scrap: non-working exposed sections of otherworldly machines, and metallic and crystal debris.

## 21. NECROPOLIS GRAND GALLERY

### READ ALOUD

A 30-foot-wide, tube-like hall lit by dim violet light extends as far as the eye can see both north and south. Here and there along the wall to the south, perfectly square tunnels, about 5 feet on a side, lead to the east and west. No such tunnels are visible to the north.

**Grand Gallery.** Though it looks straight at first glance, the Grand Gallery is actually a massive ring many miles in diameter, and someone studying the far “ends” of the hall soon distinguishes that there is indeed a gradual curve. The ring surrounds and lies above the deeper region of the *Petrified Forest*.

**Speeding Messenger.** If PCs spend at least three rounds observing the tunnel before entering, they hear what at first sounds like a low rushing wind coming from the north. That rapidly swells over the course of just a single round, announcing a massive red worm-like metal contraption (20 feet in diameter and 50 feet long) that fills most the width of the ring, traveling at unbelievable speed. With a terrific roar, it passes to the south, rapidly dopplering down in pitch.

Another (actually the same) speeding messenger passes on an erratic schedule several rounds (or minutes) later.

Treat the speeding messenger as if it had *dark fathom* stats, but with the noted change to overall shape, behavior (it just speeds around the Grand Gallery ring over and over), and movement (it has a variable fly speed in excess of any actual living thing, allowing it to traverse the entire ring in as few as two rounds). If the PCs come up with a way to stop it, then its other stats and abilities may come into play as it attempts to deal with them, though its primary task is to return to its speedy route, for reasons likely inexplicable to PCs.

**Collision “Trap.”** The speeding messenger makes travel within the ring dangerous, as the object moves at inconstant velocity. Sometimes only a single round separates one passage around the ring from the next. Any time characters move within the ring, roll a d20.

*Petrified Forest, page 31*

*Dark fathom, page 164*



## CYPHERWIGHT

Cypherwights have much in common with regular **wights**, including an attack that drains life. All of them also have a cypher fused into their flesh, sometimes replacing an eye, other times protruding from their chests, the back of their heads, crawling or flying along behind them, or even acting like a weird halo. This incorporation is the work of **Umeli** bending the power of the Singing Monolith to her will. Prior to their (and her) entrapment by goblin sleepwalkers, she sent the cypherwights wandering across the outside world for many miles in every direction, reaching beyond the influence of the Singing Monolith, thus dispersing cyphers widely.

Cyphers have **wight** stats, plus the following additional qualities:

- **Sleep Haze Vulnerability.** Cypherwights have disadvantage to saves against the Sleep Haze ability of goblin sleepwalkers (and other sources of that attack). If they are affected, the fused cypher that partially grants their animation burns out, and the creature collapses, inert. (Any other effect that would use or burn up the cypher also kills a cypherwight.) All cypherwights also have the following reaction:

- **Cypher Burst.** The cypherwight triggers a cypherlike effect (that does not burn out its fused cypher) after taking damage it feels is egregious (half or more of its total). GMs may roll on the cypher table to see which attack the creature has. Characters must succeed on a DC 13 Dexterity saving throw avoid the cypher's intended effect.



### d100 Cypher effect

- 01–20 **Banish.** The cypherwight generates a burst of energy that teleports a creature or object 10 feet in a random direction (not up or down). The teleported creature has disadvantage on all actions on its next turn.
- 21–30 **Disruption.** The cypherwight generates a burst of miniscule machines that directly attack living bodies. The affected target takes 3 (1d6) necrotic damage and is stunned until the end of its next turn.
- 31–60 **Heat.** The cypherwight generates a burst of heat, dealing 7 (2d6) fire damage.
- 61–80 **Visual displacement.** The cypherwight creates a hologram of another creature that distracts and at times seems to menace the target, imposing disadvantage on the target's attacks, saves, and checks for the next minute.
- 81–95 **Shock.** The cypherwight generates a burst of electricity, dealing 7 (2d6) lightning damage.
- 96–00 **Disintegration.** The cypherwight generates a burst of miniscule machines that directly attack living bodies, rapidly disassembling them. The affected target takes 21 (6d6) force damage. If this damage reduces the target to 0 hit points, it is disintegrated.

### Interacting with Cypherwights:

Cypherwights are undead, hungry for life as well as eager to exit the necropolis in which they are trapped. The creatures only pass up an opportunity to siphon life force if they believe a way to the surface is available, though an internal struggle may cause some to freeze for a round or longer as dual motivations collide.

*Umeli of the Nine Hands, page 34*



*Salvaging, page 39*  
*Safe corridor, page 106*

On a roll of 1–10, they hear the sound of the speeding messenger approaching. PCs have one round to escape into a new side tunnel entrance along the ring. If they are unable to move quickly enough, on the following round at the beginning of the messenger's turn, PCs still in the tunnel must succeed on a DC 15 Dexterity saving throw or be struck by the oncoming object for 24 (7d6) bludgeoning damage. In addition, those who fail the save are knocked 150 feet further along the tunnel and are prone.

## 22. SARRAK LAIR

### READ ALOUD

This perfectly cube-shaped chamber is scattered with the remains of well-chewed goblins, though aged enough that even the smell of rot has mostly faded. Amid them are a variety of strange devices, some humming and blinking, others dead with open sides dangling wires.

**Sarrack.** The sarrack noted in the necropolis entrance lairs here, bowing to Umeli's direction and resenting it. Still, it is also driven by the will of the Singing Monolith. Moreover, it can't actually exist far beyond the confines of the Crooked Hills unless the Singing Monolith succeeds, and reality bends to a new (actually, ancient) path. So, it obeys for now.

But if Umeli succeeds, the sarrak plans to usurp her. Particularly clever PCs *might* be able to negotiate something with the creature, but it views those who now walk

the world as little more than degenerate animals playing with forces they don't understand. (Thanks to its interactions with Umeli, this sarrak speaks a language that the PCs also understand.)

**Treasure.** To occupy itself, the sarrak gathers various devices from other parts of the necropolis and assembles strange devices. If the PCs search through this chamber and attempt to extract something of value and figure out how to salvage devices of the Ancients, they obtain a safe corridor relic.

## 23. PRESERVATION VAT

### READ ALOUD

A circle of green material about 20 feet in diameter paints the center of this chamber.

**Green Circle.** The circle lies in the room's center, leaving a good 10 feet or so of normal floor to walk about around the room's edges. The circle is actually a permeable, translucent membrane. If an object is placed on or a creature touches the material, a suction-like effect draws them down and through the surface and into a vat of preservative fluid under the membrane on a failed DC 15 Strength saving throw. Once in the vat, a creature is blinded and restrained, it has total cover against attacks and other effects outside the vat, and it takes 7 (2d6) cold damage at the end of each of its turns. A creature in the vat can try to escape by taking an action to make a DC 12 Strength check. On a success, the creature escapes and enters a space of its choice within 5 feet of the circle's edge.

More than one room is keyed to this entry. One of the vats keyed to this entry, as determined by the GM, contains an active cypherwright, who tries to keep a trapped PC submerged. In addition to other actions, its presence gives the PC's escape attempts disadvantage.

Attacks against the permeable substance of the vat might trigger the attacker having to resist being drawn in. However, attacks that deal 20 or more points of energy damage against AC 15 destroy the covering.

*Sarrak, page 230*  
*Necropolis entrance,*  
*page 22*



## 24. ARCH OF UNDERSTANDING

### READ ALOUD

A golden arch stands 9 feet high and wide at the center of this chamber, audibly humming and buzzing. A dozen stone sarcophagi—worn, chipped, and glaringly out of place in their design and composition—are stacked haphazardly along the walls and in the corners.

**Arch.** Touching the buzzing arch deals 6 lightning damage. Passing through it deals 6 psychic damage and puts the target to sleep for about a minute, during which time they can't be roused, though they thrash and moan. When they wake, their eyes are the color of molten silver (which fades over the course of an hour), and they can speak in a language not currently spoken in the world (they also retain any languages previously spoken). If others go through the arch, they also gain the ability to speak in the same unknown language, and they can make themselves understood to each other using it.

**Sarcophagi.** Opening any particular sarcophagus (a total of twelve are here) requires a successful DC 13 Strength (Athletics) check. Only dust remains in nine, as well as 2d10 gp of ancient mintage. However, three contain a random **cypher** in addition to 2d10 gp. In these three, the remains are more substantial, with actual bones, and in some cases solid (if withered) flesh. It almost seems as if the dust is regenerating into original remains, accreting around the cypher as if it were a seed.

If PCs try to detect magic, a subtle influence is wound about each of these cyphers; they are not magical themselves, but some kind of convoluted conjuration curse spreads from each. If allowed to proceed, **cypherwrights** form in the sarcophagi containing cyphers in a just a few more hours. Removing or destroying the cypher prevents that. Though over the course of days, more cyphers spontaneously appear throughout this area and other areas of the necropolis (and beyond).

## 25. COOL BOIL

### READ ALOUD

A square pool about 10 feet on a side boils with milk-white fluid. Six stone sarcophagi are stacked haphazardly along the walls and in the corners.

**Pool.** The white fluid is cool to the touch, and utterly inert. It does not satisfy thirst, but does numb the mouth and stomach if consumed.

**Sarcophagi.** As described for room 24, except two of six sarcophagi here have random cyphers, and the re-forming remains are much more complete.

*Umeli and many of the cypherwrights have all availed themselves of the arch. The nearby sarrak and creatures in the petrified forest called killisti speak in the same tongue.*

41. Killist Camp, page 31

Cyphers, page 40

Cypherwright, page 23



## 26. STORAGE

### READ ALOUD

Several dozen 1-foot-diameter transparent cylinders rise floor to ceiling in this circular chamber. Most are filled with what appears to be hundreds of unmoving, multi-legged green reptiles, each no more than 6 inches long.

*Laak, page 194*

**Cylinders.** The cylinders are filled with dead, though perfectly preserved, **laak**. If characters work the small control lever found on each cylinder, they can cause a cylinder to disgorge a single laak at a time from a small chute in each, at which time the disgorged laak begins to rot normally.

## 27. PERFECT FIT

### READ ALOUD

*A 10-foot-high platform is raised on metallic rods at the center of this large chamber, accessible by a ramp that juts up from the floor as if formed that way. Blue crystal pyramids, each about 4 feet to a face, hover at each corner of the platform. At least two dozen stone sarcophagi are stacked haphazardly along the walls and in the corners.*

*Rodor the Rat is a short female with a roguish, infectious smile. She has spy stats.*

*Goblin chief, page 20*

*Cypherwright, page 23*

*Umeli of the Nine Hands, page 34*

**Cypherwright.** A **cypherwright** emerges from one of the sarcophagi after PCs enter the room, attempting stealth, and if successful, an ambush.

**Platform.** This raised space is part of a machine that includes the floating blue pyramids. If any creature walks onto the platform, violet lightning leaps from the pyramids and then to the creature after a round. On a failed DC 17 Constitution saving throw, a powerful and painful transmutation that takes a full minute overcomes the target—during which they are incapacitated. When it is over, the target is 2 inches taller, and can't be affected by the platform again. (This transformation goes to completion regardless of whether allies pull an affected creature off the platform.)

**Sarcophagi.** As described for room 24, except five of the two dozen sarcophagi here have random cyphers, and the re-forming remains around these cyphers are only about 30 minutes from completion.

## 28. THIRSTY POD

### READ ALOUD

A bulb of translucent cyan material sprouts from the center of the floor. Fine lines etched in perfect parallel lines march across it. Like a forgotten toy, a brownish doll lies in one corner.

**Bulb.** Characters who interact with the bulb-shaped machine must succeed on a DC 15 Constitution saving throw or be perfectly dehydrated, becoming an inert leathery husk not much larger than a doll. The condition is in many ways similar to being petrified, except the husk is leathery, and anyone can reconstitute the character by dipping them in a volume of water large enough to hold the husk. An affected character's clothing is similarly dehydrated, though objects not made of cloth, leather, or other organic materials are not affected.

**Doll.** The doll is actually **Rodor the Rat**, who could be resuscitated with the addition of water. If that is done, she confirms the **goblin chief's** story; they threw her into the necropolis. She had some run-ins with animate remains down here, but before she got too far, she encountered a wizard calling herself **Umeli**, around whom nine mechanical hands floated. Rodor pledged her allegiance, but at the first opportunity, tried to steal one of the hands and make a break for it. She doesn't remember anything after that. She is also mad as hell that her belongings are nowhere to be found. She wants revenge on Umeli!

## 29. PROCESSING

### READ ALOUD

This 120-foot-long hall fronts four glass-sided chambers, each sealed with a crystal panel. At least two dozen stone sarcophagi are stacked haphazardly along the north wall of the hall. Three of the five chambers contain humanoid figures slumped or sleeping. Each figure seems to have some kind of device attached to them. A complicated mass of other strange devices and machines also fills each room.



**Figures.** If goblin sleepwalkers abducted any Caracara Fair attendees who won cyphers during a **goblin attack**, these figures represent half of them (the others are in **room 13**). Each has been forcefully fitted with a cypher by Umeli, using a combination of magic and aid of the devices in these rooms. She is working on making more cypherwights, but ones with knowledge of the current world rather than a world several hundred years out of date like those randomly animated in the necropolis have.

The three figures have **ghoul** stats with the additional qualities gained by a cypherwight. However, they retain the minds of people for now, so they are also confused and afraid, not yet under Umeli's sway. (That could change in a few hours or days, if the cypher isn't removed, though doing so destroys it.)

**Machines.** PCs can attempt to **salvage** the machines in these rooms for devices, now that they've seen so many cyphers. Maybe if they pull off a few parts, they can make something useful of their own?

## EARLY UMEI ENCOUNTER

The PCs likely eventually encounter Umeli in the **Sanctuary of the Singing Monolith**. That said, the wizard moves about the petrified forest and necropolis a lot, doing experiments on strange devices and attempting to infuse her magic. Thus, she could first encounter the PCs as they make their way through the necropolis, probably as they engage in some other task, such as figuring out how to deal with transformed captives or salvaging relics from Ancients machines. She spends a round or two watching and gauging the PCs unobserved (if she can), then attacks. However, she is extremely cautious, and never goes anywhere without her nine hands. In addition, she uses her **teleporter of bounding** cypher to immediately return to her camp in the Sanctuary if it seems likely PCs could even potentially defeat her, where she begins to prepare her defenses. She assumes the PCs are there to steal her claim on the Ancients' cache.

To do so, they must spend at least 10 minutes in each room and succeed on a DC 12 Wisdom (Perception) check or Intelligence (Investigation) check.

**Sarcophagi.** As described for room 24, except four of the two dozen sarcophagi here have random cyphers, and the re-forming remains are almost complete.

## 30. HUNGER MANAGEMENT

### READ ALOUD

Green metal filaments cover the walls and floors of this cube-shaped chamber, everywhere except for the door. It smells slightly of the sea.

**Green Filament.** If a living creature that hasn't previously entered the chamber does so, it must succeed on a DC 13 Constitution saving throw or be paralyzed for one minute. During the paralysis, the creature vibrates and steams, and cannot break the effect. Afterward, the creature is ravenous. They can think of nothing else, and will do anything to get a bite of food. After the creature has eaten at least five days' worth of food, they can go without food indefinitely so long as they spend at least one hour in sunlight each day.

*Goblin attack, page 13*

*13. Ransacked Rooms, page 13*

*Salvaging, page 39*

*Sanctuary of the Singing Monolith, page 35*

*Teleporter of bounding, page 116*



## 31. BLAST SITE

### READ ALOUD

Debris from shattered machinery and scorch marks on the floor attest to a great explosion in this chamber. Some of the machines spark and hum erratically. An odd shimmer suffuses the air. A couple dozen stone sarcophagi are tumbled and dispersed, apparently also thrown back by the blast.

**Broken Machines.** Moving through the chamber is dangerous, and each character attempting to reach the passage leading to area 32, and/or who takes the time to look through the sarcophagi, must succeed on a Dexterity 13 saving throw or be teleported with a tremendous clap of thunder to room 34.

Figuring out how to reverse the teleportation process requires at least thirty minutes and a successful DC 17 Intelligence (*Arcana*) check, whereupon all creatures occupying room 34 reappear here (living, dead, or undead).

**Sarcophagi.** As described for room 24, except none of the sarcophagi have remains or cyphers; it's as if they have been swept clean.

## 32. ARMORING ARCH

### READ ALOUD

A scarlet arch stands 9 feet high and wide at the center of this chamber. A reddish haze hangs in the arch's center. Six stone sarcophagi are stacked haphazardly along the walls and in the corners.

**Arch.** If a creature passes through the arch, the haze forms a halo of tiny circling particles around it. The haloed creature gains a +2 bonus to AC for one day. However, they can't take long rests because the circling halo keeps flowing and shifting erratically, disturbing their sleep or meditation.

**Sarcophagi.** As described for room 24, except only one has a *cypher*, and half are empty, as if the occupants got up and left.

## 33. MALFUNCTIONING CONTROL

### READ ALOUD

Machines are set along all the walls, each flashing small pips or wide rectangular windows that show only a pattern reminiscent of snow.

**Machines.** Any interaction with these machines by a character bearing a cypher causes a short circuit, dealing 7 (2d6) lightning damage to everyone in the chamber who fails a DC 13 Dexterity saving throw, or half that if successful. On the other hand, these machines could be salvaged as described in *room 29*.

## 34. DEPOSITORY

### READ ALOUD

Random debris is heaped on the floor in a tottering pile 10 feet high. Some of that debris includes humanoid remains. No obvious exits are visible.

**Pile.** The shifting pile of broken iron, crystal, glass, and unknown substances is difficult terrain. Worse, the precarious nature of the pile means that anytime a creature moves, it must also succeed on a DC 11 Dexterity check or fall prone.

**Cypherwight.** A *cypherwight* crawls out of the garbage and attacks any PC that finds themselves teleported here from room 31.

**Getting Out.** If all other possibilities are exhausted, a particularly handy character could try to assemble some kind of return conduit to room 31, using the broken numenera devices in this chamber. Doing so requires about 10 minutes of effort and a successful DC 17 Intelligence (*Arcana*) check, whereupon everything (including the pile of device trash) occupying room 34 reappears in room 31. Anyone in room 31 must succeed on a DC 17 Dexterity save or take 22 (5d8) damage and be buried (restrained) until they can dig their way out (DC 15 Strength check).

29. *Processing*, page 26

Optional Rule:  
*Intelligence (Ancients  
Arcana)*, page 259

*Cypherwight*, page 23

*Cyphers*, page 40



## 35. EMPTY

### READ ALOUD

A square basin about 10 feet across is empty. A strange skeleton lies at its bottom. It is a multi-limbed, asymmetrical creature with three-fingered hands and a large, triangular skull.

**Skeleton in Basin.** If PCs think to check, the skeleton does have some equipment, most of which is flaked into weird white dust, except for a metallic bracer strapped around one wrist, which is an **empty hand**.

## 36. CAUGHT

### READ ALOUD

A splinter of obsidian-like stone is embedded in the chamber's center. Visual distortions haze the air around it, sometimes static, sometimes swirling around the splinter like a whirlpool. Standing utterly frozen in midstride are half a dozen figures. Those closest to the chamber's edges resemble cypherwights. Other figures, closer to the crystal, also stand unmoving, though these are not human, and some are not even humanoid.

**Time Splinter.** A temporal effect has trapped several creatures here. Some have been here for months or years, and those nearest the splinter for geological ages. To them, time is passing normally and they're simply moving to touch the crystal. But who knows how many millions of years have passed for them?

If PCs sidle around the chamber's edges to circumnavigate the room, they are fine, other than feeling some strange tugs along the way, as if space itself is pulling at them. Those that end their turn in a space that's not within 5 feet of the chamber's edge—either purposefully or accidentally—must succeed on a DC 15 Intelligence save or become stuck in time like the rest.

Pulling a figure out of frozen time is as simple as lassoing a figure—a DC 10 Dexterity check—and pulling it free. Apparently, the time effect only freezes combined masses of objects and creatures closer to Small size and larger. Destroying the splinter (AC 22 and 200 hit points) also

releases the time freeze, assuming those attacks weren't similarly caught in time.

**Figures.** Five **cypherwights** are caught here, nearest the edges. Three humans in robes with stylized eyes on their hoods—**oracles** from the temple that interred all their dead in this place—are also frozen here. If released, they are very confused about how active everything down in the “necropolis” has become; in their time, it was all dark. They are also just generally confused by being cast out of their own time.

Finally, a random mix of six other strange creatures are frozen even closer to the splinter: two **varakith**, one **thuman**, a **pygmy hapax**, a **nevajin**, and a **killist**. If released, they remain incapacitated until such time as the Singing Monolith succeeds in bending existence.

## 37. DEFUNCT

### READ ALOUD

Dozens of odd devices are built into the walls and floor, all dark. Four stone sarcophagi are also piled here.

**Cypherwights.** Two newly-risen cypherwights lurk here, driven to leave and head to the surface by the Singing Monolith's imperative, but their hunger at the lifeforces trapped in time in room 36 keeps them rooted. The arrival of PCs breaks them out of their mental paralysis.

**Broken Machines.** PCs can **salvage** the machines here with a successful a DC 12 Wisdom (Perception) check or Intelligence (Investigation) check.

**Sarcophagi.** As described for room 24, except all are empty.

## 38. GRAND GALLERY IS A RING

As described for **room 21**, the apparent straightness of the grand gallery tube is only a visual illusion. It's actually a huge ring about 60 miles in diameter. However, other than the side passages described for rooms 22–39, the ring is unbroken, so a journey along it proves long, dangerous (on account of the speeding messenger), and mostly fruitless.

*Even if PCs do well on any knowledge checks they think to try, they can't identify the creature.*

*An oracle has acolyte stats.*

*Empty hand, page 69*

*Two cypherwights lurk in room 37. If they go unnoticed, one attempts to push a PC into the time splinter's effect.*

*Varakith, page 240*

*Thuman, page 238*

*Pygmy hapax, page 222*

*Nevajin, page 207*

*Killist, page 193*

*Any creature that weighs 40 pounds or more is subject to the time-freeze effect.*

*Salvaging, page 39*

*21. Necropolis Grand Gallery, page 22*

*Other than the shaft of sunlight, the Petrified Forest grotto is completely enclosed in bedrock.*

*Choose a couple of encounters using creatures from Chapter 4 whose challenge is equal to or slightly greater than the PCs' average level.*

*Chapter 4: Creatures, page 140*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

*Sleep Haze, page 16  
Goblin sleepwalker, page 16*

However, a very determined PC might make the trip, if they can come up with a way to reliably avoid the speeding messenger, perhaps by crawling, sliding, or flying low. If they do, after traveling about halfway around the ring, they come upon the smashed flat defunct corpse of a **young red dragon** that somehow made its way down here decades ago, carrying a portion of its hoard with it. Roll on the **treasure hoard table** for a challenge 10 creature to determine what it carried.

### 39. SAFEGUARD SPHERES

#### READ ALOUD

A shaft of sun-bright illumination from an unseen source fills the central area of this room, creating a cylindrical region some 30 feet in diameter. Floating around the shaft are five glass spheres, each about 3 feet in diameter, equidistantly spaced. Each has a slightly different aspect, but all call to mind disembodied eyes.

**Shaft.** Treat the shaft as actual sunlight. Without the knowledge imparted by the surrounding disembodied eyes, it has no other effect. Otherwise, those in the know can use the sunlight to “slide” to room 40 in the Petrified Forest, a teleportation effect that requires an action to transact.

**Eyes.** The first PC who gazes at a sphere for more than a few seconds draws the sphere’s gazes in return. The sphere locks “eyes” with PCs, unless they look away. PCs who don’t avert their gaze feel their minds “itch” with a vision of a petrified forest of geometrical shapes. If they don’t resist, they gain an insight planted directly into their mind on how to mentally manipulate the light of the shaft to initiate a transfer to the place shown in the vision (area 40).

If they resist, they must succeed on a DC 13 Intelligence saving throw (PCs who have skill in **Arcana** can apply their proficiency bonus to this save). On a failed save, the PC is affected as if by the **sleep haze** of a goblin **sleepwalker**, and works to keep other PCs from entering the shaft of sunlight until cured of their disease.

### 40. PETRIFIED FOREST ARRIVAL

#### READ ALOUD

A shaft of sunlight shines from impenetrable darkness far overhead. A miles-wide subterranean grotto is revealed in the dim light radiating from the shaft, and by discrete glows and fire-bright flares from features within the cavern itself. The floor is tiled with pale 1-foot cubes, forming a slightly uneven surface. Groves of geometric shapes—more cubes, but also pyramids, octahedrons, dodecahedrons, and many shapes with far more faces—stand on a single point. Each is a different color, and a handful glow, or even shine brightly. Along the edges of the vast grotto, the geometric groves are only about shrub-high, but larger specimens are visible nearer the center, standing tall as trees. Several more miles inward, a few seem tall as mountains. An amber glow leaks around the edges of those most distant, massive shapes, as do the faintest strains of a barely audible series of tones, like a song you’ve never heard.

A curving indentation in the ground wends away, path-like, from where the shaft of sunlight deposited you, passing between geometric groves.

**Path.** Taking the path is the easiest way forward, as newcomers are likely to quickly figure out.

**Off the Path.** The thick growth of the unmoving solids blocks easy travel, and the uneven surface is not easy to navigate. Simply making a beeline for the central glow is difficult, as PCs keep finding their way blocked. In general, treat the terrain as difficult. That said, it is possible to make such a trip. Along the way, PCs encounter a few randomly generated, recently “emerged” **creatures** with no idea where they are, and who or what the PCs represent other than as a possible food or energy source.

PCs able to fly the distance still encounter one or two similar creatures that similarly have the ability to fly.

**Shaft.** PCs who used the shaft of light in area 39 to arrive here can use it to return whenever they wish if they stand within the light.



## THE PETRIFIED FOREST

The Petrified Forest is a circular plain set deep beneath the earth that's many miles in diameter. (It lies a few miles beneath the great circular ring in which the **speeding messenger** flies.) The shaft of light from room 40 comes down near an edge. Along the edges of the region, the geometric shapes are only about shrub high. But nearer to the center of the forest, they are huge, and closer yet, they are as colossal as the tallest redwoods, or in some cases even larger.

Most of the time, these stone shapes remain where they are. But sometimes, the tree-sized (or even larger) ones wander. These are **geomorph goliaths**.

**Geomorph Goliaths.** Geomorph goliaths mostly ignore other creatures and remain fixed in place. But sometimes, they stir. When they do, they drag their edges along the ground with a movement speed of up to 30 feet, creating a low, thunder-like rumbling audible for miles, and a furrow about 10 feet wide. The cube-tiled ground self-heals within a few hours, so instead of a sharp divot, only the outlines of the divot remain. These are source of the paths that wind through the Petrified Forest.

If attacked or damaged, they move to defend themselves, battering foes with their entire face. They also move to attack any creature affected by **Safeguard**, such as goblin sleepwalkers. And sometimes, they just move randomly, and may crush creatures in their way.

### 41. KILLIST CAMP

#### READ ALOUD

Crude huts of piled white cubes and shattered geomorphic stones slump near to the path here. More than a dozen greasy, corrupt-looking humanoids squabble around a large flame emerging from the vent in a cobbled machine. Whatever's on the spit looks suspiciously similar to those gathered around the flame.

**Killisti.** The fourteen creatures here are **killisti**. Being aggressive and hungry, interactions with PCs might well end in violence.

But if PCs try to interact with the creatures, one calling itself Gash becomes a spokescreature, though only after a squabble among the killisti, and assuming the language barrier can be overcome. (A couple of killisti haltingly speak the language conferred by the **arch of understanding** found in the necropolis.) If so, then it's revealed that the last thing they recall of their former existence in what they thought of as the normal world was that the sky darkened, the earth shook, and . . . the next thing they knew, they were waking up in this strange subterranean realm of scarce food that seems to offer no escape. They've only recently "emerged" from behind a bend in existence due to the Singing Monolith and Umeli's combined efforts.

If quizzed on the topic, the killisti know that a scary person accompanied by floating hands lies farther to the east at the edge of the "bottomless chasm where the big stone sings." They avoid her, because she killed half their original number. They could conceivably ally with the PCs, at least for a little, if food is provided, but they are thieves, murderers, cannibals, and worse, so any alliance eventually falls apart.

If an alliance does form, Gash tells the PCs about the "deadly flowers" (**area 45**) that seems to be the woman of many hands' bane. One of their number witnessed her retreating in real fear when she chanced upon a grove of them. Gash will show PCs the way (though he is actually hoping the "flowers" disable the PCs so the killisti can feed on the characters).

**Treasure.** They don't have much, but among them the corrupt beings have three **cyphers** and one **relic**. If you randomly determine that one of these is particularly useful, Gash might use it when interacting or fighting with the PCs.

*Killisti, page 193*

*Speeding messenger, page 22*

*24. Arch of Understanding, page 25*

*Tree-sized geomorph goliaths have stone golem stats, but move and behave as indicated here.*

*45. Flower Bed, page 33*  
*Safeguard, page 20*

*Cyphers, page 40*  
*Relics, page 45*

## 42. IMITATIVE FLUID

### READ ALOUD

Black fluid ripples in a low spot where two tracks come together, creating a shallow basin some 300 feet or so in rough diameter. The ripples are vigorous, constant, and interact in complex ways, sometimes canceling each other out, other times building upon each other, which at their heights seem to burn.

**Fluid-filled Basin.** Any contact with the fluid, including a tossed rock, triggers a portion of it to rise up in the rough shape of the PC or creature that disturbed it, forming a **plasma image**. (The basin ripples cease, and no new plasma images can be triggered until the active one becomes inactive.) The plasma image follows the creature that triggered it at a preferred distance of 5 feet. It defends itself if attacked, but otherwise takes no action until such time as that PC would fail a saving throw against some kind of attack, in which case it takes that attack, then expires with a flash.

*Salvaging, page 39*  
A plasma image has plasmar stats, but looks and behaves as described here.

*Plasmar, page 218*

*Poison brain implant, page 98*

## 43. END OF THE PATH

### READ ALOUD

The path ends at the foot of a massive, apparently immobile, multi-sided solid planted in the ground.

**Path Termination.** In each area keyed to this entry, the geomorph goliath that created the path stands unmoving at the termination. More wakeful than its surrounding neighbors, one could be induced to move again by striking it lightly, without dealing damage. In this case, the geomorph begins plowing forward again, moving at a rate of 30 feet per round, pushing aside all that would otherwise block its way, or going around colossal geomorphs in its path. In this fashion, the PCs could actually “steer” the pathmaker—with a successful DC 13 Charisma check—toward the central area that gleams with amber light visible from miles away (**Sanctuary of the Singing Monolith**). If so, all other potential “off the path” encounters are also avoided.

*Sanctuary of the Singing Monolith, page 35*  
*Off the path, page 30*

Dealing damage also gets a geomorph goliath moving, but it spends a few rounds attacking and pursuing the characters in this case before it breaks off and moves forward.

**Optional Encounters.** PCs who travel to the end of any particular path might simply find a stalled geomorph goliath. But you could also include one of the following additional situations.

**Armored:** Laying a bit off the path is a 10-foot-tall humanoid creature wearing some kind of mechanized armor. The entity is dead and mummified, but its equipment can be **salvaged** for 1d6 cyphers and one relic.

**Pale Splinter:** A splinter of smooth, pale-colored material about twice as big as a human (AC 18, 150 hit points), is embedded in the ground nearby. Touching the shard causes it to seemingly “implode,” leaving behind a small white pellet. If left alone, the pellet reforms into its original splinter shape after a minute. If it is taken, the splinter doesn’t return. The pellet is a **poison brain implant** relic.

**Abnormal Goliath:** The geomorph goliath at the end of the path looks odd compared to others. When approached, it hums and blink with tiny glowing lights set along its faces, and becomes aggressive to the PCs. If they can get more than 30 feet away from it, it coasts back into immobility.

## 44. SPARKLING STRANDS

Nothing immediately reveals this 20-foot-long section of the path is different than any other part of the path the PCs have traversed.

**Sparkling Strands.** PCs only notice the cobweb-like masses of silver threads stretching across the path ahead of time if they succeed on a DC 17 Wisdom (Perception) check. Otherwise, at least one character walks into them. Even once discovered, the threads sparkle in and out of visibility. They easily part and dissolve when moved through or prodded, creating a snake-like hissing. If a character moves through or prods a strand, they must succeed on DC 15 Constitution check, or a



bit of sparkling thread adheres to them and begins insinuating itself under their skin, dealing 1 piercing damage each minute. An infected character who sustains damage in any other way causes the sparkle under their skin to grow dormant, ending its periodic damage. Whatever happens, if the character dies at any point later in their career, a new patch of sparkling strands sprouts from their corpse.

## 45. FLOWER BED

### READ ALOUD

The path ends at the foot of a massive, apparently immobile, multi-sided solid planted in the ground. Around it grows what appears to be a patch of wildflowers with massive blooms of vivid purple. Even from a distance, they smell of baking bread and honeyed syrup.

**Flower Bed.** In fact, the flowers are three *jesanthum*. Moving to within 10 feet reveals several sets of killisti remains concealed beneath the leaves, but that's also close enough that the *jesanthum* attack non-stealthy targets.

If PCs wish, they can take a cutting from a defeated *jesanthum* or make some similar arrangement, if they learned from the humanoids in [area 41](#) that Umeli feared them for some reason.

## 46. GEOMORPH PASS

### READ ALOUD

The path grows increasingly uneven as it curves among and under the many-sided mountains that obscure the amber glow. Cracked and shattered in places, the milk-colored constituent cubes making up the surface are plainly revealed. Finally, the path lurches over a steep rise. An amazing vista of an apparently bottomless chasm at least 5 miles across is revealed. Floating at the center of chasm's throat is a colossal amber monolith, easily ten times larger than the largest surrounding shape through which you've been passing. It shines with amber light, and pulses with otherworldly music.

**Chasm.** A fall probably proves fatal for those unable to arrest their descent; it's not actually bottomless, but is about 30 miles deep. However, a great protrusion projects out from the chasm wall here where the path terminates.

**Protrusion.** The protrusion into the chasm is formed by a single fallen geomorph goliath, like a crooked tooth in a titan's mouth of otherwise straight teeth; the path reaches the edge of the chasm by going through the gap where the "tooth" once was. The uppermost face of the protrusion is about three-quarters of a mile in length, is relatively level, and at the far edge nearest the monolith, Umeli has fashioned her research camp (area 47).

The protrusion into the chasm created by the fallen geomorph goliath is adhered to the side of the chasm courtesy of a massive numenera machine—Umeli calls it a "binding machine"—set up by the wizard, who salvaged it from equipment she found up in the necropolis level. If PCs try to break it, they can either attempt to smash it (AC 17, 300 hit points), or figure out how to make it stop binding (requiring three successive DC 15 Intelligence (*Arcana*) checks, each requiring about a minute of concentration). If either is finally successful, the protrusion gives way slowly, its far end

*The flower smell is an odor so potent that many recall their own best memories of eating sweets as a child.*

*Jesanthum, page 188*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

*41. Killisti Camp, page 31*



pitching farther and farther down to point into the chasm, and then finally giving way after 10 rounds have elapsed.

In any case, Umeli notices when the edifice upon which her research camp is built begins shuddering the moment the PCs first start working on the binding machine, and attempts to intervene.

## 47. UMELI'S RESEARCH CAMP

### READ ALOUD

At the protrusion's edge is a rough camp composed of five tents, multiple surfaces cobbled to serve as workbenches, magic runes mixed with sparking wires, odd contraptions everywhere, and a litter of disassembled machines surrounding everything.

**Umeli of the Nine Hands.** Umeli confronts anyone entering her camp, or who attempts to mess with her machine.

The wizard appears as a mature female human with a voluminous shock of white hair. She is always surrounded by nine, iron, hand-like machines (though only a couple have five digits; some have just four, others seven, and a few just waving tendrils).

**Umeli's Assets.** Unless she's already used it, Umeli has a **teleporter of bounding cypher**, a **detonation of gravity cypher**, a **rejuvenator cypher**, and her nine hands.

**Nine Hands:** Each functions as a limited version of a **gauntlet of protection** relic: all hover within 3 feet of her (counting as being worn and attuned), but each can only be used once per day as a reaction to grant her a single instance of a +2 bonus to AC and magic resistance for one round. Treat it like one device with 9 charges. In addition, the hands allow her to take a bonus action on any round, up to and including casting one additional spell.

**Amulet of Cypherwrights:** An amulet of finger bones clutched around a small device hangs around Umeli's neck. This amulet is what keeps animating new cypherwrights. If destroyed (AC 14, 20 hit points), all active cypherwrights fall back into their original remains, leaving a cypher behind in the dust.

**Amber Crystal:** She also keeps a small crystal shard, glowing with the same amber light as the Singing Monolith.

Concentrating on it allows the bearer to enter a dream-like state where the music of the Singing Monolith seems much clearer, and the sense of a state of communion with something vast beyond understanding is achieved. This shard has allowed Umeli to learn so much over the last three years, and with it, she precipitated the emergence the Monolith has so long sought. PCs will require a few months of experimentation with it to unlock whatever secrets the GM deems fitting.

**Umeli's Allies.** Besides her nine hands, the wizard may also call one **cypherwright** that lies inert in one of the tents to her aid, though if she judges the PCs inconsequential, she may not (possibly to her regret later).

**Umeli's Weakness.** If PCs have cuttings from the "flower bed," they can brandish them to gain a free round of actions while the wizard spends the round frightened, before mastering her fear and trying to kill all the PCs.

**Talking to Umeli.** Umeli isn't immediately hostile unless the PCs are, or if they are wrecking her binding machine. She prefers to begin an interaction by talking, or at least boasting, which she does so in a mocking and cruel manner. She considers the PCs hardly better than insects, having already imagined herself as possessed of the power of the Ancients. She considers the power hers alone, and the PCs as usurpers. They'd have to be incredibly convincing at boot-licking to convince her that they are here to serve her, not compete with her. (A PC who once served as Umeli's student gains a +1 bonus to any checks to influence the wizard in their favor.)

**Too Late Anyway.** Umeli seems both smug and exhilarated whenever the PCs mention the Monolith or the Ancients, or ask her about her purposes. Sooner or later she tells them that the "great change" is too far along to stop now. The Singing Monolith is already singing its final song, and when that happens, everything will change. If asked to explain, she simply says, "You'll see."

**Treasure.** If the PCs have the time to look around, they discover 1d6 **cyphers** and two **relics** in Umeli's camp besides

*If the PCs are higher than 3rd level, Umeli can call two or more cypherwrights to her aid.*

*Cypherwright, page 23*

*Umeli has **mage** stats, plus the assets noted. She also knows how to use any numenera device she comes upon thanks to her years-long communion with the Monolith.*

*45. Flower Bed, page 33*

*Teleporter of bounding, page 116*

*Detonation of gravity, page 63*

*Rejuvenator, page 104*

*Gauntlet of protection, page 77*

*Cyphers, page 40*

*Relics, page 45*



what she carries with her. In addition, roll on the **treasure hoard table** for a challenge 6 creature to determine what else can be found in her camp.

## 48. SINGING MONOLITH

### READ ALOUD

Alone and vast, the glowing amber monolith floats in the throat of the bottomless chasm. Tiny winged figures, like specks of dust, flit here and there about it. Far down along the base is a mechanism of rotating rings, moving and thrumming, creating a rhythm of booms, trills, and a pattern of otherworldly music that communicates a desire to be free.

**Amber Monolith.** The “Singing Monolith” is a mysterious object 2,000 feet tall that hovers in place. It contains mechanisms that interface with all possible realities, modifying local laws of existence to allow ancient beings and their works, long forgotten, to return from whatever weird exile, sabbatical, or other excursion they endured. At long, long last, the Monolith has finally succeeded.

The primary variable is whether Umeli is around to precipitate the change.

## MONOLITH RISING

### READ ALOUD

With a glass-shattering roar, the Monolith pulses bright, and begins to rise. It ascends, shouldering aside the limits of the cavern that have so long confined it, and the limits of reality too narrow to contain it. It moves upward relentlessly, pushing up and smashing through miles of Earth. The Monolith bursts out, into the light, and floats up several hundred feet into the empty air. A beacon visible far and wide that the world has changed.

**Repercussions.** Short-term repercussions revolve around the PCs’ interaction with Umeli.

*Umeli Defeated:* If the PCs intervene and stop Umeli, the Singing Monolith is still too far along to stop from rising, but the emergence is much less violent; it rises

within a day of the characters’ arrival on the scene, but with minimal destruction of the surrounding landscape, saving many hundreds of lives on the surface in Caracara (even if no one there knows it). In addition, Umeli won’t be around to begin phase two of her selfish and ultimately evil plan of power consolidation.

*Umeli Victorious:* Urged on by Umeli’s efforts, the Singing Monolith rises within an hour of the PCs’ defeat at her hands. Its ascension is violent, and much of the Petrified Forest tumbles into a much wider chasm, killing most entities there that had recently emerged. This might include the PCs if they can’t put several miles between themselves and the chasm’s edge.

The wizard ascends with the Monolith, drawn in sympathetic lockstep with the Ancients’ cache, arriving safely on the surface. There she begins consolidating her power, the details of which go beyond the bounds of this adventure. At the very least, Umeli’s grasp of the Ancients’ arcana is years in advance of anyone else who comes upon the scene (including much more powerful beings native to the world), giving her a fantastic head start.

The nearby town and surrounding fair of Caracara are destroyed, and Umeli takes delight in this fact. That bodes ill, for she is certain to greatly expand her mastery of Ancients tools she’ll find both within the Monolith and in nearby areas previously inaccessible, curled up in dimensions that now begin to unfurl.

**Wider Repercussions.** In the aftermath of the Singing Monolith’s rise (which it comes to be known as), the influence of the Ancients is fully released into your game world, as opposed to being confined to the area immediately beneath and around the Crooked Hills. What that means for you and your game varies on how you handle things. At minimum, it serves as a rationale to begin using select material from *Arcana of the Ancients* in your game. This topic—Introducing *Arcana of the Ancients* to Your Game—and several others are further discussed in [Chapter 5: GM Advice for Arcana of the Ancients](#).

*Umeli could be defeated, but get away, in which case some of the Umeli Victorious repercussions could later come into play, but without the initial huge loss of life.*

*The tiny winged figures fly in small flocks of three around the Singing Monolith, but are likely too far away to be identified by the PCs. (They’re rasters.)*

*Raster, page 226*

*Introducing Arcana of the Ancients to Your Game, page 251*

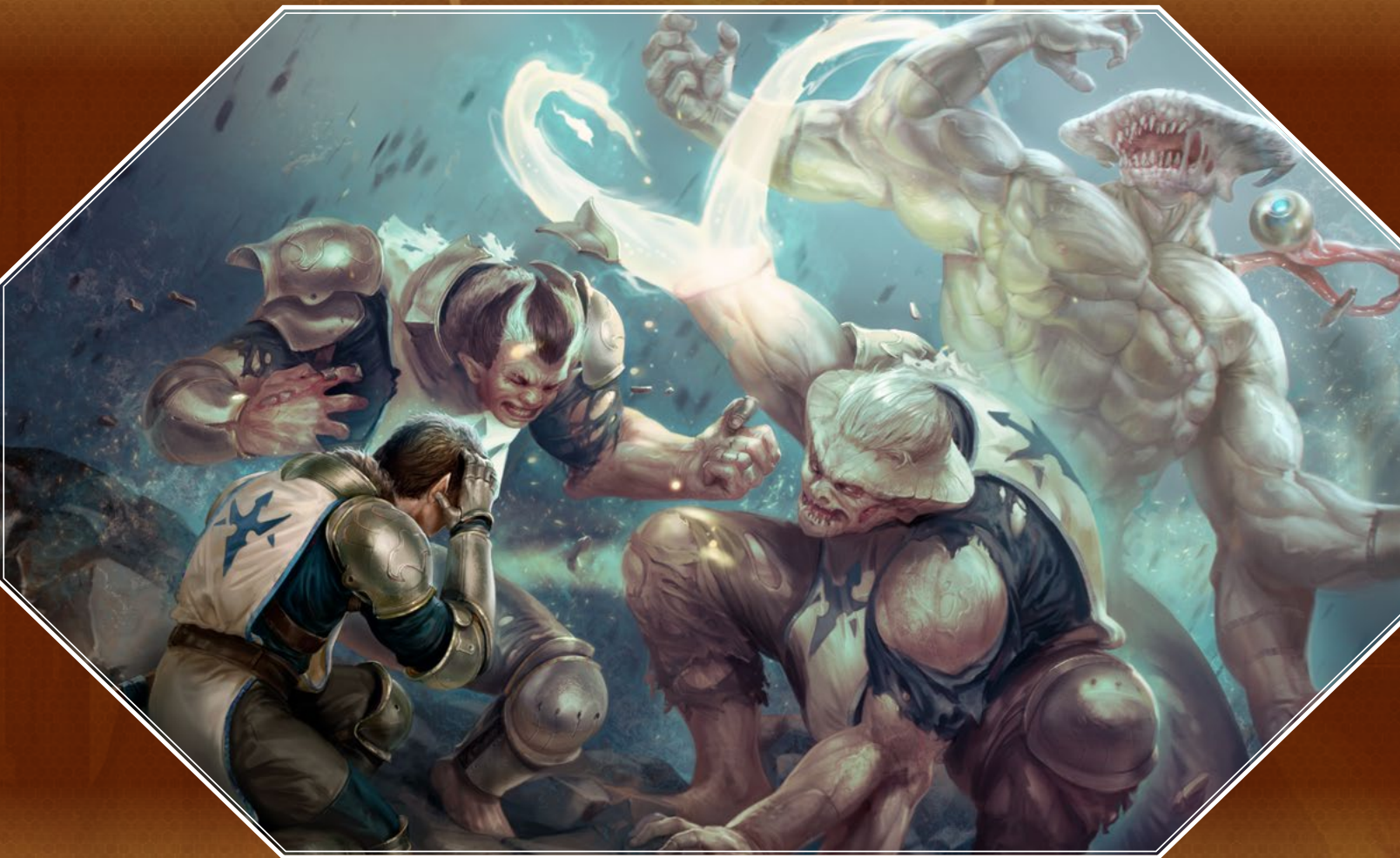
*Chapter 5: GM Advice for Arcana of the Ancients, page 250*







# PART 2: ANCIENTS ARCANANA



Chapter 3: Cyphers, Relics, and Iron Flesh

38



# CYPHERS, RELICS, AND IRON FLESH

*Cyphers, page 40*

*Relics, page 45*

*Iron flesh, page 49*

*Oddities, page 126*

*Mutations, page 129*

*Discoveries, page 138*

*Numenera Device Shapes and Materials, page 254*

*Astute weapon nodule, page 53*

The Ancients built their civilizations, reaching heights we cannot even fully imagine now. They spoke to the stars, reshaped the creatures of the world, and mastered form and essence. They built cities and machines that have since crumbled to dust, leaving the barest remnants.

These remnants are usually called “the numenera,” a term that refers to anything that originates from a cache of Ancients’ lore, such as bio-shaped creatures, beings partly replaced with machine-flesh, and creatures brought here from alien worlds and dimensions heretofore unknown. It also includes things that have been indirectly created by the incomprehensible lore of the Ancients—mutants and flesh-shaping accidents, the descendants of experiments, and so on.

Although the comparison between “magic” and the numenera is worthwhile, taking it too far is likely a mistake. Yet it’s still just as mysterious and strange, mostly because the numenera is varied and unpredictable to those who don’t understand it, which is pretty much everyone.

There are people, however, who *attempt* to understand it—at least to some degree. Not everyone lives in terror of it. Some recover numenera from Ancients’ caches, study it, comprehend a bit of it, and then use it for their own purposes.

Player characters may be just such people. Though their hand may be forced by events surrounding the discovery of the Ancients, such as the activation of an Ancients device that could spell doom unless it is at least partially comprehended, then deactivated or channeled in some fashion.

## NUMENERA DEVICE ASPECT

Devices of the Ancients can be categorized as **cyphers**, **relics**, and **iron flesh**, as well as **oddities**, **mutations**, and **discoveries**. These categories show how the PCs interact with the numenera—how it is (or isn’t) useful to them. When thinking about technology, the GM can also consider origin and appearance. This approach looks at devices not from a game-mechanic standpoint, but from the point of view of people living in the world.

**Shape and Substance.** Sometimes, numenera devices are complex metallic devices. However, their **shape and substance can vary wildly**, so much that those unused to Ancients’ craft may not even realize that they’re interacting with a machine or device, at least not initially.

**Size.** The size of numenera devices is variable, even between instances of the same cypher, relic, or iron flesh. If a size isn’t specified in the item description, if it becomes necessary to know, the GM should simply determine how large the sphere, cube, nodule, disc, and so on, as seems reasonable based on the overall description. A **weapon nodule**, for instance, must be small enough to be applied to a weapon in a way that doesn’t interfere with the weapon’s use.

Devices pulled from an ancient ruin might be complete devices found intact, but many are likely portions of another device that can be used for a function all their own. Examples of the former include a bracer-like device with a touch-sensitive activation surface that the wearer can manipulate to create a powerful energy field around them. The latter might be a glass pane taken from a vast machine that by itself allows the user to see through an inch of normal matter.



## FINDING THE NUMENERA

Cyphers, relics, iron flesh, oddities, and discoveries are often found in Ancients' caches or in the hoard of a conquered monster that previously visited an Ancient's cache.

Locations include those containing machines and machine scrap, functioning or dead installations, integrated machines, crashed or working vehicles, automatons (a kind of construct), or caches of alchemical substances or other materials.

Monsters with such devices include those associated with a particular vault or cache, or creatures who have previously looted such a place or otherwise obtained arcana of the Ancients.

## SALVAGING

The salvaging process includes extracting a functioning device of the Ancients from some larger device, machine, or even a defunct construct or creature with devices integrated into its flesh. This process also often includes manipulating what is found to cobble together something that works (though identifying what it does before it's used is a separate Intelligence (Arcana) check). For example, the PCs' search might entail not just finding a device but also figuring out that if they hook it up to a nearby energy-producing object, open a small panel, and fiddle with the workings, they produce the device's effect (which might not be the device's original use at all).

When the PCs come upon an area where salvaging numenera might be possible, the GM may call for a Wisdom (Perception) check or an Intelligence (Investigation) check. It's ideal if characters can devote at least ten minutes to an hour to exploring and poring over a suitable source. Characters skilled in Intelligence (Arcana) can apply half their regular proficiency bonus.

The GM sets the salvaging DC, usually 10.

Numenera devices have rarities that correspond with magic items: common, uncommon, rare, very rare, or legendary. These rarities provide a rough gauge on each item's relative power. If the GM is in the habit of using **treasure hoard tables**, those rarities roughly correspond to magic

## OPTIONAL RULE: INTELLIGENCE (ANCIENTS ARCANA)

Characters can apply half their Arcana skill proficiency (if any) to task for salvaging or identifying numenera. After the character has had some time gaining familiarity with the numenera, the GM may allow a character to develop their Arcana skill—or gain a completely new Ancients Arcana skill—to allow a character to apply their full proficiency bonus.

item rarities in terms of relative power. However, they do not correspond to actual odds of being found as part of random treasures, because all Ancients items are extremely rare, usually only associated with Ancients' vaults and caches, or in the possession of NPCs or creatures that have looted such a cache.

## IDENTIFYING THE NUMENERA

Once the PCs find or salvage a device of the Ancients, identifying what it might actually do ahead of time, before the item is first used, is an additional Intelligence (Arcana) check (halved proficiency, unless the Ancients Arcana optional rule is used).

The GM sets the check DC, usually 10 for cyphers and oddities, and 15 for relics and iron flesh. The process takes 1 to 10 minutes. If the attempt fails, PCs may retry, but all identification retry checks have disadvantage.

A character can attempt to use a device that is not identified; this is usually a DC 15 Intelligence (Arcana) check. Failure might mean that the PC can't figure out how to use the device or that they use it incorrectly (GM's discretion). Of course, even if the PC uses the unidentified device correctly, they have no idea what its effect will be. Most of the time, using an identified Ancients device is one action, unless specified otherwise.

*Optional Rule:  
Intelligence (Ancients  
Arcana), page 259*

*For a traditional  
randomization of  
items, see Appendix  
B, Arcana by Rarity,  
arranged by type and  
rarity on page 297.*

## FIRST NUMENERA DEVICE IDENTIFICATION

The rules for identifying the numenera assume that a character has previously had some experience finding and figuring out similar items of the Ancients. The GM may wish to put more of a spotlight on the PCs' *first* interaction with and attempts to identify a device's function. In this case, the character needs to make Intelligence checks before failing two to identify the object and determine what it does when triggered. Each failure might have some small side effect (such as a weird buzz, glow, a shock, or something related to the item's function). If the overall attempt is a failure, the GM may introduce a complication that results in the device being prematurely triggered, probably negatively affecting the PC.

After a PC has identified a device of the Ancients once or twice, use the regular rules for identifying the numenera.



*Using Cyphers, page 253*  
*Chapter 5: GM Advice for Arcana of the Ancients, page 250*

## CYPHERS

A cypher is a leftover device of vanished civilizations so advanced that even their cast-off technology provides amazing effects. The use a PC finds for the cypher is probably not the use originally intended. Cyphers are not magical, though their effects may seem so.

Cyphers are often found in groups of one to six (the GM can roll 1d6 to determine the number found). The GM can prepare a list ahead of time of what successful searchers find. Sometimes this list is random, and sometimes logic can dictate content. For example, the PCs might find four different pills in the same location, which once might have stored pharmaceuticals.

Cyphers are consumable items. Using a cypher usually requires an action, but could take longer, as specified in its description. Once used, a cypher takes effect immediately, leaving behind a defunct device with no further obvious function. Cyphers that can be used to make attacks include a relevant save DC in their descriptions.

## CYPHER LIMIT

If too many cyphers are carried by the same PC—usually more than 3—a strange and dangerous resonance builds between the devices and the PC's mind and body. Most don't wait to find out what happens if that resonance goes to completion, because it's usually bad . . . if not right away, then eventually. When things finally go bad, the cyphers that exceed this limit are destroyed. More serious consequences involve permanent reduction in the PC's physical stats when all their cyphers melt together into a burning slag heap, a horrendous war machine of the Ancients spontaneously arising at the location, or the character being sucked through a brief, tiny singularity and destroyed beyond recovery.

Using the Cypher Danger Table, roll d100 and then add 10 to the result for each cypher over the character's maximum limit. For cyphers that don't seem like they should be particularly volatile, such as pills, elixirs, or other simple or mundane items, add nothing—or, if you prefer, subtract 10 from the result. If the result is nonsensical, move up one result. If it is still nonsensical, move down one result from the original. Continue until a logical result occurs. Roll on the table each day that the cyphers are gathered together.

Additional GM guidance for [using cyphers](#) is provided in [Chapter 5](#).





## CYPHER DANGER TABLE

d100	Effect
01–60	Nothing happens.
61–70	There's an odd smell, tingling sensation, or aura around the cyphers. This is merely ominous and not inherently dangerous. If this result occurs on two consecutive days, use the 71–80 result instead.
71–80	One of the cyphers is destroyed/no longer functions/loses all potency.
81–90	The character feels a bit off. They have disadvantage on all tasks for one day. If this result occurs on two consecutive days, use the 96–100 result instead.
91–95	Two of the cyphers involved are destroyed/no longer function/lose all potency.
96–100	The character falls ill as a result of minor alchemical or radiant aura interaction of the cyphers. All their actions have disadvantage for 1d6 days. If this result occurs on two consecutive days, use the 111–120 result instead.
101–110	All cyphers involved are destroyed/no longer function/lose all potency.
111–120	Two or more of the cyphers in proximity react alchemically, either through small leakage, emissions, or direct contact. The cyphers are destroyed, and a mass of acid is produced, burning the character for 2d6 acid damage.
121–130	The energy radiating from two or more of the cyphers reacts poorly. The cyphers are destroyed, and an explosion occurs, burning the character for 3d6 lightning damage and all within 10 feet for 1d6 lightning damage.

131–140 The character is permanently harmed. Reduce all ability scores by 3. All cyphers are destroyed.

141–199 A sentience arises in the cyphers. All cyphers are consumed, forming a device with powers related to the cyphers and a personality that is likely hostile to the PC. (The GM determines the powers and personality.)

201+ A tiny gate (a singularity) is created that lasts for only a nanosecond, consuming the character and all their equipment, including the cyphers.

*If PCs are subject to damage or other ill effect from exceeding their cypher limit, no save to avoid that damage is usually allowed, but a GM could always grant an exception.*

## CYPHER FORMS

Cyphers have different forms based on three parameters: internal, wearable, and usable. Internal cyphers are things you ingest or inject. Wearable cyphers are articles of clothing, jewelry, or other things you wear on your physical body. Usable cyphers are basically anything else.

Individual cypher descriptions present the most common form they are found in. Most cyphers can exist in more than one form, but all forms work the same way. For example, an **antivenom** can be found in the form of a pill, an ingestible liquid, or an injector. GMs can go with the indicated cypher form to speed play. However, nothing is impossible. If the GM wants a pill that allows anyone swallowing it to teleport, then it exists.

*Antivenom, page 52*



## RANDOM CYPHER TABLE 1

### do0 Cypher

01	Adhesion gloves
02	Alertness stimulant
03	Antivenom pill
04	Arm bifurcator
05	Astute weapon nodule
06	Attractor
07	Automaton seed
08	Banishing nodule
09	Beast lure
10	Blinking nodule
11	Body duplicator
12	Bridge builder
13	Calm center
14	Catholicon
15	Catseye
16	Chemical factory
17	City shroud
18	Clean bright
19	Comprehension graft
20	Controlled blinking nodule
21	Corpse likeness
22	Crafter's eyes
23	Death protector
24	Deception filter
25	Density nodule
26-35	Detonation (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
36	Detonation of blindness
37	Detonation of deafening
38	Detonation of decoy sounds
39	Detonation of desiccation
40	Detonation of flesh-rotting
41	Detonation of gravity
42	Detonation of matter disruption
43	Detonation of peace
44	Detonation of soap
45	Detonation of sobriety
46	Detonation of spawning
47	Detonation of telekinesis
48	Detonation of the black sphere
49	Detonation of tracking
50	Detonation of webs
51	Detonation, greater (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
52	Device stabilizer
53	Diagnostic graft
54	Disrupting nodule
55	Eagleseye
56	Eclipse projector
57	Effort enhancement
58	Emotion smoother
59	Extradimensional hand
60	Farspeaker
61	Fireproofing spray
62	Flame-retardant wall
63	Fleshy head disguise
64	Force cube projector
65	Force nodule
66	Force screen projector
67	Force shield projector
68	Friction-reducing gel
69	Frigid wall projector
70	Gas bomb
71	Glue emitter
72	Gravity changer
73	Gravity nullifier
74	Gravity-nullifying spray
75	Hardening spray
76	Harmony lamp
77	Health resonator
78	Heat nodule
79	Hiding alarm nodule
80	Hunter/seeker
81	Image projector
82	Immobilizer
83	Inferno wall projector





84	Infiltrator
85	Infrastructure drill
86	Instant item
87	Instant servant
88	Instant shelter
89	Instant wall
90	Instant workshop
91	Intellect boost
92	Intellect enhancement patch
93	Iron tamer
94	Kaon preserver
95	Knowledge enhancement
96	Leadership bud
97	Lightning wall projector
98	Lore siphon
99	Machine control implant
00	Magnetic attack drill

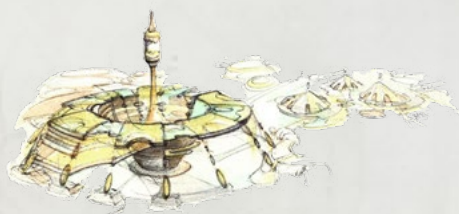


## RANDOM CYPHER TABLE 2

### doo Cypher

01	Magnetic master
02	Magnetic shield
03	Matter evaporator
04	Memory goggles
05	Mental scrambler
06	Metal death
07	Midnight field
08	Mimetic replicator
09	Monoblade
10	Morale trauma
11	Motion sensor
12	Nanite resistance
13	Null orb
14	Object micronizer
15	Object replicator
16	Organ factory
17	Otherspace stasis chamber skeleton key
18	Otherspace weapon nodule
19	Personal environment field
20	Personal telekinesis field
21	Phase changer
22	Phase disrupter
23	Phasing detector
24	Phasing gloves
25	Poison of detonation
26	Poison of emotion
27	Poison of mind control
28	Psychic communique
29	Psychic defense nodule
30	Puppeteering sleeves
31	Quantum backtracker
32	Quantum boost
33	Rage thrower
34	Rally beacon
35	Rampaging form

36-41	Ray emitter (roll d20)
1-10	Heat/concentrated light
11-12	Cell-disrupting radiation
13-16	Force
17	Lightning
18	Molecular bond disruption
19-20	Cold
42	Ray emitter of numbing
43	Ray emitter of paralysis
44	Reality spike
45	Rejuvenator
46	Remote viewer
47	Repair unit
48	Retaliation nodule
49	Retriever
50	Road builder
51	Rodule of branding
52	Rodule of inquisition
53	Shapemetal
54	Sheen
55	Shocker
56-61	Skill boost (roll d20)
1	Acrobatics (Dex)
2	Animal Handling (Wis)
3	Arcana (Int)
4-5	Athletics (Str)
6	Deception (Cha)
7	History (Int)
8	Insight (Wis)
9	Intimidation (Cha)
10	Investigation (Int)
11	Medicine (Wis)
12	Nature (Int)
13	Perception (Wis)
14	Performance (Cha)
15	Persuasion (Cha)
16	Religion (Int)
17	Sleight of Hand (Dex)
18	Stealth (Dex)
19	Survival (Wis)
20	Arcana (Int)
62	Sleep inducer
63	Sonic hole



*Optional Rule:  
Intelligence (Ancients  
Arcana), page 259*



64	Sound dampener
65	Spatial warp
66	Speed boost
67	Spider line dispenser
68	Stealth coating
69	Stealth thrower
70	Stim
71	Strength boost
72	Structural reinforcer
73	Subdual field
74	Summoning alarm nodule
75	Sustenance implant
76	Telepathy implant
77	Teleportation beacon
78	Teleporter of bounding
79	Teleporter of traveling
80	Temporal viewer
81	Time dilator of defense
82	Time dilator of offense
83	Time skipper
84	Tracer
85	Trail blazer
86	Transdimensional lens
87	Travel bubble
88	Troglit creche
89	Unarmored nodule
90	Universal solvent
91	Ventriloquist nodule
92	Visage changer
93	Visual displacement device
94	Vocal translator
95	Voicebox graft
96	Wasp drone
97	Water breather
98	Water spigot
99	Waterproofing spray
00	X-ray viewer



## RELICS

Relics are the devices left over from the civilizations of the past. These are devices of a more permanent nature than cyphers (unless they run out of power) with more straightforward applications—weapons, armor, utility items, and so on. Still, they are rarely straightforward in actual use. Rather than find a device that was meant to be used as a weapon, the PCs are far more likely to find an item that was originally intended for another purpose but that has been modified (as best as contemporary understanding can manage) and now can be used as a ranged weapon.

Remember that relics are incomprehensible devices, likely powered by transdimensional siphons using nanotechnology to rewrite reality on an atomic or subatomic level. Even to someone who understands a great deal about Ancients' arcana, most relics *appear* to be more magic than machine. Of course, they are not actually magical.

Still, some relics require **attunement** to use. You can be attuned to no more than three attunable relics at a time. If you bear more than three attunable items (including attunable magic items and iron flesh), only a subset of them will provide their functions and/or magic abilities, depending on which you've selected.

## RELIC DEPLETION

Many relics have a chance of power depletion per use, rather than having a set number of charges per day like some magic items and iron flesh. If a relic with a depletion is used or activated, the player rolls the designated die (1d6, 1d10, 1d20, or 1d100). If the die shows the depletion number(s), the item works, but that is its last use. Some devices never deplete, some require attunement, and those with an entry of "automatic" can be used only once.

For instance, a **mephitic staff** has a depletion of 1 in 1d20. When a player rolls a d20 to check the depletion and gets a 1, the relic depletes, and that usage is the last time the relic works.

If a relic with a depletion could be used in a way that doesn't require a depletion roll, the circumstances under which the depletion must be checked are specified.

**Attunement:** Some devices of the Ancients require a deep connection between user and device to function. This need is similar enough to the attunement some magic items require that the same mechanics apply to both classes of item, as if the numenera devices were attunable magic items.

*Mephitic staff, page 89*

## RELIC QUIRKS

Relics often aren't entirely what they seem. An item that functions like a weapon in the PC's hands once might have been a part of a very different device with a very different purpose. Another relic might be a cobbled-together mess of various parts, created by someone who didn't really understand what they were doing. Thus, sometimes relics don't do what is expected, or they do something in addition to their desired function. These are relic quirks.

Quirks might be a requirement for activation. They could be side effects that happen all the time with the relic, either continuously or each time it is activated. They might also be something that happens occasionally—for example, quirks could be a good time for the GM to throw a complication at a PC.

## LIST OF RELIC QUIRKS

### d100 Effect

- 01–06 Activated by sound (user must hum, whistle, sing, or speak in a specific way)
- 07–10 Activated only in complete darkness
- 11–14 Activated only in direct sunlight
- 15–17 Activated only when user is in correct frame of mind
- 18–20 Activated only in a certain temperature
- 21–23 Activated by application or insertion of a special substance (water, saliva, sand, plant matter, ice, blood, flesh, paper, **synth**, metal)
- 24–27 Creates a terrible smell
- 28–32 Creates annoying black smoke
- 33–36 Produces an oily residue
- 37–39 Makes a strange sound
- 40–42 Makes a very loud sound
- 43–46 Creates a bright flash
- 47–48 Produces a strange hologram along with the effect
- 49–50 Produces strange telepathic sendings along with the effect

- 51–54 Creates a small electric shock (no damage)
- 55–56 Creates a major electric shock (3d6 lightning damage)
- 57–60 Gets annoyingly warm
- 61–62 Gets dangerously warm (3d6 fire damage)
- 63–66 Drains heat around it
- 67–68 Drastically drains heat around it (1d4 cold damage to all within 10 feet)
- 69–70 Drains mental energy (1d4 points psychic damage)
- 71–74 Causes animals to flee from it
- 75–77 Attracts animals to it
- 78–81 Once it functions, cannot be used again for an hour while it recharges
- 82–85 Produces a rash or lesions on the user's flesh
- 86–89 Sickens user (all tasks at disadvantage for one minute)
- 90–94 Frequently breaks down (one time out of every six uses), requiring one minute of repair time
- 95–99 Creates any variety of strange effects due to a reality-warping nature (roll each time, using only results that make sense)
- 00 Takes over user's mind for one round; user stands still and speaks gibberish



*Synth, page 255*





## RANDOM RELIC TABLE 1

doo	Relic
01	Aggression eye
02	Amber casement
03	Amulet of numenera safety
04	Analyzing shield
05–06	Armored flesh
07	Augmentation heptagon
08	Automated bath
09	Automated cook
10	Battle armor
11	Battlesuit
12–13	Bounding boots
14	Brain bud
15	Brain fogger
16	Bread sprayer
17	Breathing field spinner
18	Burrowing boots
19–20	Carryall
21	Cellular annealer
22	Chameleon cloak
23	Clawed extremity
24	Cloak of finery
25	Cohesion stabilizer
26–27	Cypher bag
28	Cypher stabilizing suit
29	Detextilizer
30	Detonating scuttler (roll d20)
1–4	Acid
5–6	Cold
7–11	Fire
12–13	Lightning
14–15	Necrotic
16–20	Piercing
31	Devitalizer
32	Dimensional armor
33	Disruption blade
34	Drill spear
35	Drink distiller
36	Ecstasy paralyzer
37	Empath's lenses
38	Empty field generator
39	Empty hand
40–41	Endless coil
42	Endless stomach
43	Energy nullifier
44	Evolution bud
45–46	Exploding arrow
47	Explorer's gloves
48	Explorer's lenses
49	External skeleton
50	Extradimensional viewer
51	Eye-eating loop
52	Eyepiece of understanding
53	Fearmaker
54	Fiery hellmaker
55–56	Filtration straw
57	Flame suppressor
58	Flesh disruptor
59–60	Flesh ink pen
61–62	Food scanner
63–64	Food tube
65	Force dome
66–67	Glowbrand
68	Golden aura cloak
69	Gravitevator
70	Headroom helmet
71	Healing sword
72–73	Hover belt
74	Hover square
75–76	Imager
77	Instant bridge
78	Kinetic shield
79	Lacewing shirt
80–81	Launcher
82	Light spike
83	Liquid armor
84	Liquid sword
85	Liquid transfer orb
86	Living armor sheath
87	Living conceptualization sheath
88	Machine steed
89	Machine stimulator
90	Melding projector
91–00	roll on Random Iron Flesh Table



## RANDOM RELIC TABLE 2

Roll	Relic
01	Memory extractor
02-03	Mephitic staff
04	Metabolism bud
05	Midnight suit
06-07	Mind imager
08	Mindspeaking implant
09-10	Molecular bonder
11	Monster repulsor
12	Motion stabilizer
13	Multi-opener
14	Multidimensional blade
15	Murder globe
16	Nano-needler
17	Natalitial
18-19	Net arrow
20	Operon reservoir
21-22	Otherwhere torch
23	Pacifying needler
24	Perception extender
25-26	Phasing piton
27-28	Plant jar
29	Poison brain implant
30	Portable feast
31	Precognitive hoop staff
32	Prevarication exponent
33	Prostheticlick
34	Psychic eradicator
35	Psychic helmet
36-37	Psychic whistle
38	Psychosome
39-40	Recorder headband
41-42	Redlight clip
43	Reflective shield
44	Remote clamp
45	Repeating blade
46	Retaliation implant
47	Rumbler
48	Sacrilock
49	Safe corridor
50	Salvage pack
51	Second skin
52	Shadowpath blade
53	Shapestone sprayer
54	Shatter wand
55	Shock manacles
56	Skull blaster
57	Slugsplitter
58-59	Smoke ink pen
60	Snipewand
61	Stability spike
62	Stasis pod
63	Structural extruder
64	Stunner
65-66	Surgeon sphere
67-68	Suspensor belt
69	Telepathic wire
70	Telltale glass
71	Temporal duplicator
72	Temporary wing
73	Tendrill graft
74	Tentacle injector
75	Thunder cannon
76-77	Toolbox blade
78	Toxic fogger
79	Trackdarter
80	Transdimensional mixer
81	Transdimensional ray projector
82	Trigger trap
83	Vigilant eye
84	Vision relay
85	Weapon graft
86	Windrider
87	Windslice blade
88	Wondrous pocket
89-90	Wood ink pen
91-00	roll on Random Iron Flesh Table





## IRON FLESH

Some machines discovered in the crypts of the Ancients latch onto explorers, implanting their flesh with a sparking iron device. The intruding object could slowly render the explorer to a fine powder, insinuate their mind with horrific images, or enact some other unwanted change. However, the implant could instead grant an all-new beneficial capability.

Such beneficial implants are known as iron flesh.

Though the abilities conferred by an iron flesh implant may seem supernatural, iron flesh is not magical.

Iron flesh almost always requires attunement to use. You can be attuned to no more than three iron flesh implants at a time. If you bear more than three attunable items (including attunable magic items and relics), only a subset of them will provide their functions and/or magic abilities, depending on which you've selected.

Once attuned with your iron flesh, you gain an intuitive understanding of how to use it. Using iron flesh usually requires an action, but could take longer, as specified in its description. Once used, a capability granted by your iron flesh takes effect immediately.

Iron flesh implants use charges of internal energy that must be expended to activate their properties. The number of charges an implant has is revealed when the iron flesh is identified. A user attuned to iron flesh also always knows how many charges are available. If the last charge is used on a given day, nothing untoward happens other than the object becoming inert until the following day when some of its charges renew.

## IRON FLESH QUIRKS

Iron flesh follows the rules set forth for relics for quirks.

## IRON FLESH EXCLUSIVITY

You can have multiple instances of iron flesh, except in cases in which common sense would argue otherwise. For instance, you could have up to two iron flesh eye implants (one for each eye), two iron flesh gauntlets (one for each hand), but only one helm, spine, or heart. If you have an iron flesh that comes in the form of a spine implant, you could later replace it with a different spine, but lose the first.

Normal rules for attunement also continue to apply.

*Those who have teased out the lore of the Ancients know that iron flesh was called "cybernetics" by its creators.*



## REMOVING IRON FLESH

Using iron flesh requires more of a commitment than other items, given that iron flesh essentially becomes part of the creature using it. Sometimes someone with iron flesh wants to remove it because it has stopped working, because a PC wants to put a different implant in its place, or because it is doing something unexpected. The procedure for removing iron flesh is akin to pulling out a minor organ. Unless a machine of the Ancients is found that can accomplish the procedure somewhat safely, removing a piece of iron flesh drops a character to 0 hit points, at which point they must begin making death saving throws each round until they stabilize (three DC 10 successes) or die. Of course, allies with healing abilities could step in with immediate assistance so the character never has to face death saving throws.



## OPTIONAL RULE: CHOOSING IRON FLESH

At certain levels, your class gives you the Ability Score Improvement feature. This optional rule operates like the feats optional rule; you can forgo taking the Ability Score Improvement feature to implant iron flesh instead. You can implant each iron flesh only once, unless noted otherwise. However, you do not need to attune to the iron flesh, as described in the other acquisition method.

This option assumes that you have access to a crypt, cache, or other vault of Ancients machinery and either are yourself, or know someone, with some skill in *Arcana* (or who routinely succeeds at very hard Intelligence ability checks).

In addition, the game master may choose to limit which iron flesh you can choose, only making one or more of them available after you have discovered a machine capable of implanting it in you.

*Optional Rule:*  
*Intelligence (Ancients*  
*Arcana), page 259*

## RANDOM IRON FLESH TABLE

01–06	Eye of mental contact
07–08	Eye of mental supremacy
09–13	Flame cloak
14–16	Flame gauntlet
17–18	Flame halo
19–24	Gauntlet of protection
25–27	Gauntlet of shield brandishing
28–32	Helm of illusion
33–38	Helm of metal control
39–40	Helm of metal mastery
41	Helm of phantasm
42	Mask of machine command
43–48	Mask of machine speaking
49–50	Skin of phasing
51–53	Skin of steel
54–58	Spikes of the zephyr
59–60	Spine of gravity
61–66	Spine of impact
67–69	Spine of might
70–74	Spine of shock
75–79	Stormheart
80	Stormheart tempest
81–82	Sunfire corona
83–88	Sunfire crown
89–92	Synthetic body
93–95	Twilight skin
96–98	Wings of thunder
99–00	Winter torque





## ANCIENTS ARCANA TABLES

When your game master randomly determines treasure that includes devices of the numenera, the preceding tables can be used to determine what's found.

## NUMENERA DEVICES A–Z

Devices of the Ancients are presented in alphabetical order. Each description indicates a device's name, its category, its rarity (relative to each other), and its special properties.

### ADHESION GLOVES

*Cypher, uncommon*

These synth gloves are covered in thousands of slightly sticky black dots. When activated, for the next 30 minutes while wearing them, you can move up, down, and across vertical surfaces and upside-down along ceilings, while leaving your hands free. You also gain a climbing speed equal to your walking speed.

### AGGRESSION EYE

*Relic, uncommon*

This artificial eye is made of glass, metal, or crystal. You must press this into your empty eye socket and hold it there for at least one minute while filaments plug into your brain. Once the eye is properly installed, you can see through it as if it were a normal eye. The eye automatically scans each creature within 10 feet and gives you targeting suggestions based on the creature's vulnerabilities and injuries, giving you advantage on attack rolls against them. Because the eye is constantly feeding you information about potential threats and ways to attack everyone it sees, you have disadvantage on Persuasion rolls and other pleasant social interactions. You can remove the eye as your action, but doing so is painful and traumatic, giving you disadvantage on all rolls for the next hour.

An aggression eye has a depletion of 1 in 1d6, checked each month.

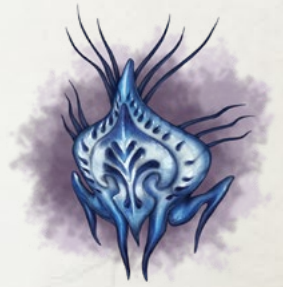
## ARBITRARY DISTRIBUTION OF THE NUMENERA

Unlike magic items sometimes found in treasure hoards, the chance of discovering a device of the numenera is more inscrutable, and doesn't follow expected rhyme or reason. For instance, a particular Ancients' cache may contain a handful of cyphers. One cypher might make the air smell sweeter for an hour, while the one found right next to it could have the power to blast a hole in the fabric of space for a few seconds, destroying all creatures within 60 feet. This means that finding a device that confers a fantastic ability might be somewhat more likely when exploring a cache. However, Ancients' caches are equally likely to contain inscrutable threats that are difficult to discern or avoid, even when the devices looted from it do not seem especially powerful.

## ALERTNESS STIMULANT

*Cypher, uncommon*

This unrecognizable pattern can be applied to your skin like a tattoo and removed again. When activated with a firm tap, it keeps you awake and alert for three days, negating your need for sleep. You can still choose to sleep while affected by this cypher. You gain advantage on all rolls to resist being forced to sleep or rendered unconscious (such as from mental attacks or drugs, but not from falling to 0 hp). After the cypher's effect ends, you become exhausted—one level of exhaustion for each night you didn't sleep. Each full night of sleep after the cypher ends reduces your exhaustion by one level.



*Numenera Device Shapes and Materials, page 254*

*Every once in a great while, cyphers produce additional effects that develop later. For instance, certain detonations explode, but also seed oases.*

*Detonation, page 62*

*Very rare and legendary versions of this amulet may exist.*

*Ray emitter, page 103*

## AMBER CASEMENT

*Relic, legendary*

This **complex device** is composed of a series of short, rounded tubes and hoses and is about 1 foot long. When activated as an action, it solidifies the air in a 10-foot cube of space, the center of which must be within 60 feet of the device. The air is turned into an amber-like substance, and each creature in that area must make a Dexterity saving throw (DC 20) or be trapped in the amber. Trapped creatures can make one DC 30 Strength (Athletics) check. On a success, the creature breaks free and destroys the solidified amber around it and any other creatures also trapped. Otherwise, those trapped in it will likely suffocate or starve.

Amber casement has an automatic depletion; it can be used only once.

## AMULET OF NUMENERA SAFETY

*Relic, rare*

This plain metallic disc hangs from a metal chain. When the amulet is touched to a numenera weapon (such as a cypher, relic, or iron flesh) and activated as an action, the weapon becomes synchronized with the amulet and cannot be activated to harm the amulet's wearer. For example, if you're wearing the amulet, a synchronized **ray emitter** won't fire at you, a synchronized **detonation cypher** won't explode if you would be affected, and so on. The amulet can only be synchronized to one weapon at a time, and only to weapons that have a rarity equal to or less than the amulet itself.

## ANALYZING SHIELD

*Relic, uncommon*

This shield is made of a transparent material as hard as metal. You can see through it, and it has a display that automatically analyzes targets you view through it and indicates the best place for you to strike them. You can use your reaction to add your Intelligence bonus to a melee attack roll against a target you can see through the shield.

## ANTIVENOM PILL

*Cypher, uncommon*

This orange pill neutralizes one poison currently afflicting you (determined randomly if you have multiple poisons in your system). For the next five hours, you gain advantage on saving throws against being poisoned, and resistance to poison damage.

## ARM BIFURCATOR

*Cypher, uncommon*

This gelatinous pill has a hard outer surface and a blue liquid interior. When you swallow the pill, your forearms split lengthwise from your elbow through the hand, such that two of your limbs become four. The divided limbs are complete (including thumbs) and function just like your original ones, although your actions with the divided limbs have disadvantage until you spend a few minutes practicing with them. The hands can hold objects, wield weapons, hold a shield, and so on. You gain no additional actions from this (although the GM may allow you to do additional things in a round that aren't actions, such as writing, giving hand signals, carrying something, and so on). The cypher lasts for four hours, after which your extra forearms and hands turn to dust.

## ARMORED FLESH

*Relic, uncommon (requires attunement)*

This appears to be a collection of organic armored plates, like a carapace or very large fish scales. Attuning to this item grafts it to you permanently, covering your entire body with scales that protect you (AC 17) but do not hinder your movement in any way, even when attempting to be stealthy.

The relic augments your muscles; your Strength score is 15 while you wear it. This has no effect on you if your Strength is 15 or higher without them. However, the benefits come at a cost. Fibrous tendrils extend into your flesh and eventually reach your spine and brain over the next week, permanently reducing your Intelligence by 2 (to a minimum score of 1).

Voluntarily ending attunement causes your body to reject the plating, destroyed the relic. This ends the augmented Strength, but not the reduced Intelligence.



## ASTUTE WEAPON NODULE

*Cypher, rare*

This device of crystal and synth must be attached to a weapon to function; applying the nodule takes an action. The affected weapon then becomes a sentient item for the next day, with a personality and outlook similar to yours. It can speak, read, and understand one language in common with you, has hearing and normal vision out to 60 feet and an alignment that is either the same or within one step of yours. Its Intelligence, Wisdom, and Charisma are 12 (+0). It can fly at a speed of 5 feet. It helps you in combat by moving itself toward your opponent's vital spots, giving you advantage on attack rolls while wielding it.

## ATTRACTOR

*Cypher, rare*

When you activate this weaponlike device and point it at an unanchored item of Medium size or smaller within 100 feet, that item is pulled to you and arrives just before the start of your next turn. The item has no momentum when it arrives.



## AUGMENTATION HEPTAGON

*Relic, uncommon*

This metallic box has seven sides, a pair of handles inside, and is large enough for you to put both of your hands in it at the same time. As your action, you can grab both handles at the same time, which makes the relic inject you with a potent serum. For the next three days, you have an enhanced ability with one skill or task. Whenever you make a roll for that skill or task, add your proficiency bonus. If you normally would add your proficiency bonus for that skill or task, you instead add double your proficiency bonus. Each augmentation heptagon is keyed to a different skill or task, including the following:

### d20 Skill or Task

1	Acrobatics
2	Animal Handling
3	Athletics
4	Calligraphy
5	Deception
6	History
7	Identifying Numenera
8	Insight
9	Intimidation
10	Investigation
11	Medicine
12	Nature
13	Perception
14	Persuasion
15	Religion
16	Riding
17	Salvaging
18	Sleight of Hand
19	Stealth
20	Survival

An augmentation heptagon has a depletion of 1 in 1d20.

*If the astute weapon's bearer has the ability to select a permanent companion, such as a ranger's beast companion, the GM may allow the character to select the weapon as a companion, in which case the weapon's intelligence is permanent and it may have specific knowledge to be revealed later.*

Poor soil with few minerals might create an inferior or erratic automaton.

Basic automaton, type three, page 247

## AUTOMATED BATH

*Relic, common*

This hovering sphere is made of metal with some hard nonmetallic components; hanging from it are metal arms with tubes and cleaning tools. You can use your action to command it to clean a willing target within 30 feet. The sphere moves to the target and begins cleaning it of all dirt and grime, including cleaning teeth, washing and brushing hair, and trimming nails. If the target is a creature, the sphere also cleans their clothing and equipment.

An automated bath has a depletion of 1 in 1d100.

## AUTOMATED COOK

*Relic, uncommon*

This cube is made of metal and other substances, and can extend and retract metallic arms and tools. When given water and organic compounds (even ones that are not normally edible to humanoids), it prepares a hot, nutritious, delicious meal from them. The amount of food is approximately equal to the amount of materials it is given (approximately 1 pound of materials are needed to create a meal for one person).

An automated cook has a depletion of 1 in 1d100, checked per day of use. When it depletes, there are equal chances that

it completely ceases to function, spews out unpalatable sludge before ceasing to function, or creates one last normal-seeming meal that is actually poisonous (anyone who eats it must succeed on a DC 13 Constitution saving throw or be poisoned for 1d6 hours).

## AUTOMATON SEED

*Cypher, rare*

This cypher is in the form of an oblong metallic seed or lozenge approximately 1 inch long. When placed in soil, it absorbs minerals and fabricates a **type three basic automaton**, which emerges from the ground 1d6 minutes later. The automaton remains active for 10 hours, following you or going where you direct it (this is not an action).

Different seeds grow different kinds of automatons, including those presented on the Automaton Seed Table.

## BANISHING NODULE

*Cypher, uncommon*

This crystal nodule must be affixed to a melee weapon to function; applying the nodule takes an action. The affected weapon then gains the following additional ability for 1 day. Each time the nodule-bearing weapon strikes a solid creature or object, it generates a burst of energy that teleports the creature or object struck 10 feet in a

## AUTOMATON SEED TABLE

d10	Follower	Modifications or Special Qualities
1	Chef	Creates and prepares one quality meal for you
2	Admirer	Tells impressive stories about you and grants you advantage on any task to impress others
3	Carpenter	Performs the equivalent of one day's crafting or assisting for carpentry items
4	Mender	Adds your proficiency bonus to Hit Die rolls to recover hit points
5	Scholar	Grants you advantage on Intelligence skill checks
6	Tailor	Creates one quality set of clothing for you
7	Porter	Carries one cypher for you (this doesn't count against your cypher limit)
8	Mason	Performs the equivalent of one day's crafting or assisting for masonry items
9	Scout	Spies and reports on what it sees, has proficiency and advantage on Stealth
10	Creature	Machine duplicate of a creature of challenge rating 1/4



random direction (not up or down). The teleported creature has disadvantage on all actions, as well as on saving throws, on its next turn.

## BATTLE ARMOR

*Relic, very rare (requires attunement)*

This full suit of armor is made of steel and a hard unknown substance. It resembles plate armor but is far lighter than any known smith can create, and its very fine articulation points cover the entire body, even at complicated joints like the neck. It protects you as plate armor (AC 18) but with a +2 bonus. The armor is entirely sealed (airtight and watertight) and has its own eternally renewed internal atmosphere, allowing you to breathe normally in any environment and giving you advantage on saving throws made against harmful vapors and gases (such as inhaled poisons and the breath weapons of some dragons). The armor also gives you resistance against cold and fire damage.

The relic does not deplete, but the GM may rule that a high amount of damage compromises the armor's sealed environment; this ends its breathing benefits and resistance to cold and fire, but still provides its full AC.

## BATTLESUIT

*Relic, legendary (requires attunement)*

This full suit of armor is made of steel and a hard unknown substance. It resembles plate armor but is far lighter than any known smith can create, and its very fine articulation points cover the entire body, even at complicated joints like the neck. It protects you as plate armor (AC 18) but with a +2 bonus. The armor is entirely sealed (airtight and watertight) and has its own eternally renewed internal atmosphere, allowing you to breathe normally in any environment and giving you advantage on saving throws made against harmful vapors and gases (such as inhaled poisons and the breath weapons of some dragons). The armor also gives you resistance against cold and fire damage.

The relic augments your muscles; your Strength score is 17 while you wear it. This

has no effect on you if your Strength is 17 or higher without them. You also have advantage on Strength (Athletics) checks and checks requiring brute strength (such as lifting heavy objects, but not attack rolls).

The relic does not deplete, but the GM may rule that a high amount of damage compromises the armor's functions; this ends its breathing benefits, resistance to cold and fire, Strength bonus, and Strength advantage, but still provides its full AC.

## BEAST LURE

*Cypher, uncommon*

This bulky device has a pointy "foot" that pierces the ground. When activated, it sends out a call to a range of about 3 miles, luring one beast (such as a [ravage bear](#) or [seskii](#)) whose challenge rating is no higher than 3. The beast makes its way to the cypher's location at its normal speed and calmly remains there for up to one hour. During this time, you can impart a basic concept or question to the beast, and the beast can convey a simple answer in return. If the beast is attacked, the calming effect immediately ends. After the hour of calm, the beast returns to its previous territory (although it may be sidetracked by prey or attacked along the way).

## BLINKING NODULE

*Cypher, uncommon*

This crystal nodule must be affixed to your armor (or a piece of clothing) to function; applying the nodule takes an action. For the next day, whenever you are struck hard enough to take damage, you teleport about 10 feet in a random direction (not up or down). Because you're expecting this teleport and your opponents aren't, your foes have disadvantage on their next attack against you.



*Ravage bear, page 227*  
*Seskii, page 233*

## BODY DUPLICATOR

*Cypher, rare*

This lozenge is coated in a waxy material inscribed with unidentifiable writing. When you activate it (by touching it to your tongue, the inside of your cheek, or a few drops of your blood), it begins to synthesize a duplicate of your body. This duplicate isn't alive—it's just inert tissue—but is based on your flesh, so any modifications you have (such as iron flesh, scars, tattoos, and so on) are not present on the duplicate. Because it is flesh identical to yours, its tissue can be grafted onto or swapped for yours (such as for an organ transplant) with no immune response. The duplicate takes about one hour to grow. It decays at the normal rate for a dead body. Your soul does not have an automatic connection to this body, so if you die, your soul doesn't automatically transfer to the duplicate (although if your original body was destroyed and you needed a body for your soul to live in, the duplicate is perfectly compatible).



## BOUNDING BOOTS

*Relic, uncommon*

This device is two sets of flexible straps studded with metallic and crystalline items. When attached to a pair of footwear (such of boots or shoes), they reduce the pull of gravity on you. Your walking speed becomes 30 feet (unless it is already higher). Being encumbered or wearing heavy armor doesn't reduce your walking speed. You can jump three times the normal distance, although this doesn't allow you to jump farther than your remaining movement would allow.

Bounding boots have a depletion of 1 in 1d10, checked once at the end of each day the boots were used.

## BRAIN BUD

*Relic, rare*

This organic pod, almost like a small hemispherical bit of fruit, must be affixed to a living creature in order to function; applying the bud takes an action. Once applied, it permanently grafts to you, taking on the hue and texture of your flesh.

Thereafter, once per day you can gain advantage on any skill check modified by Intelligence (such as History or Investigation).

A brain bud has an automatic depletion; it can be used only once.

## BRAIN FOGGER

*Relic, uncommon*

This backpack-sized device is worn on the back and has a metallic wand connected with hoses and wires. When activated as your action, the wand emits a prodigious stream of fog that moves with the prevailing air, filling an area about 500 feet across to a depth of about 20 feet. In addition to making the area lightly obscured, the fog affects the minds of living creatures. Their Intelligence checks and saves have disadvantage as long as they remain within the cloud. Creatures immune to poison gas are usually unaffected by the mind-hampering nature of the fog. The fog persists for about an hour, but can be dispersed by a moderate wind.

A brain fogger has a depletion of 1 in 1d10.

## BREAD SPRAYER

*Relic, uncommon*

This canister is made of metal or a similar hard material and has a long flexible tube extending from one end. It has two modes of operation. In the default mode, you can use your action to dispense a hand-width cylinder of brown dough-like material, up to 10 feet long per round, which cooks itself into a bland sort of hard-crust bread after about one minute. By building up multiple layers, you can create larger structures such as walls and doorways, but it is still just hard bread. The bread is filling and nutritious as bread goes, but not something a human could live on for an extended period.

In burst mode, when activated as your action, the tube dispenses a high-volume slurry of dough in a 10-foot cone, which instantly flash-bakes itself into hard bread. All creatures within the cone take 1d4 fire damage and must succeed on a DC 13 Dexterity saving throw or else the creature



is restrained as long as it remains in the cooked bread or until it breaks free. A creature restrained by the hard bread can use its action to make a DC 13 Strength check. If it succeeds, it is no longer restrained. Unlike a *detonation of webs* cypher, the material created by this relic is permanent, but (like regular bread) it might be eaten by animals, softened by water or other liquids, and so on.

A bread sprayer has a depletion of 1 in 1d20, checked per hour of use in default mode or each use in burst mode.

## BREATHING FIELD SPINNER

*Relic, uncommon*

This metal globe is pierced with dozens of tiny apertures and rests on top of a collapsible metal tripod. It takes two rounds to assemble and set up this device. When activated as your action, for the next hour the globe begins to spin, sending out fresh, breathable air in all directions in a continuous wind. In calm air, this wind extends out to about 120 feet, but currents, weather, and air pressure can shrink this to a smaller area. Creatures within the area can breathe normally even if the surrounding air is harmful. The sphere of breathable air repels or redirects mists, fogs, poison gas clouds, and other effects that normally drift with the wind. Creatures in the sphere gain advantage on saving throws against gas effects directed into it, such as green dragon breath.

A breathing field spinner has a depletion of 1 in 1d20.

## BRIDGE BUILDER

*Cypher, rare*

This bulky, handheld device looks like two nearly identical pieces fused together. When activated, the two pieces separate; you must place the second piece anywhere up to 500 feet away and then activate either piece. With this second activation, a wave of nanobots sweeps out from one of the pieces, moving about 60 feet per round, leaving behind a strip of solid, gray material 10 feet wide and 1 foot thick. Eventually the wave and the strip behind it connect to the other cypher-piece endpoint, creating

a stable road-like surface between them. The strip swerves around objects, terrain features, and structures, but it bridges ravines and other gaps in the landscape less than 300 feet wide. The strip becomes a permanent fixture of the landscape.

## BURROWING BOOTS

*Relic, uncommon*

These oversized boots are connected by wires to a metal box on a belt. When activated as your action, you can burrow through the ground or back up to the surface as if you had a burrow speed of 20 feet. Using the complex controls on the belt device, you can either leave behind a narrow, smooth-sided tunnel, or leave no tunnel at all as the material closes up again behind you. The boots do not give you the ability to move through empty air, so if you break into a pocket or other open space, you might fall. By default, you can move straight up or down, but you can use the controls to adjust your burrowing path up to 15 degrees from vertical. The boots can burrow through sand, mud, gravel, or hard-packed earth, but not solid rock.

Burrowing boots have a depletion of 1 in 1d20, checked each hour of use.

*Detonation of webs, page 66*

*More powerful (and rarer) versions of burrowing boots might be able to move faster or pierce harder materials such as stone.*





## CALM CENTER

*Cypher, uncommon*

This smooth pill is a soothing color and has an appealing fragrance. When you swallow it, you become utterly calm, emanating peace and assurance. Merely being near you is relaxing and inspiring. All creatures in a 60-foot-radius sphere centered on you gain advantage on one roll of their choice within the next minute. After a minute, the effect ends (and any unused advantage from the cypher is lost).

## CARRYALL

*Relic, uncommon*

This device consists of a metal box or chest with tracked wheels on either side. A metal badge affixed to one end of the box can be removed and worn on your belt. The box follows the badge at a speed of 30 feet, always attempting to remain within 10 feet of it. A button on the badge allows you to command the box to stay where it is or come to your location (so long as it is within about 10 miles of your current location). The box is mostly hollow and can hold up to 5,000 pounds.

A carryall has a depletion of 1 in 1d20, checked per day of use. When it depletes, there is a 50% chance that instead of ceasing to function entirely, its carrying capacity reduces by half.

## CATHOLICON

*Cypher, uncommon*

This swirling liquid neutralizes one disease currently afflicting you (determined randomly if you have multiple diseases). For the next five hours, you gain advantage on saving throws against disease, and resistance to damage from disease (including disease effects that decrease your maximum hit points).

## CATSEYE

*Cypher, uncommon*

The silvery liquid of this injection gives you the ability see in the dark, granting you darkvision for the next day.



## CELLULAR ANNEALER

*Relic, rare*

This small handheld device has a few simple controls. When activated as your action, it produces a faint beam of energy that stimulates healing in a living or organic target. The target recovers 1d8 + 5 hit points. If they are unconscious, they become conscious. If they are incapacitated, they are no longer incapacitated.

A cellular annealer has a depletion of 1 in 1d10.

## CHAMELEON CLOAK

*Relic, uncommon*

This thin, lightweight transparent cloth is crudely cut into the shape of a cloak. When activated, it takes on the colors and textures of everything around you for the next 10 minutes, concealing your shape. You have advantage on Dexterity (Stealth) checks made to hide. Other creatures actively or passively trying to notice you have disadvantage on Wisdom (Perception) checks made to see you.

A chameleon cloak has a depletion of 1 in 1d100.

## CHEMICAL FACTORY

*Cypher, rare*

This large pill uses your biological system as a factory to create a useful liquid, which you sweat out over the next hour, creating a total of 1d6 doses, which lose their potency after one week. Doses don't count as a cypher. Roll on the following table to see what effect the sweat has:

01–04	Euphoric for 1d6 hours (disadvantage on all rolls)
05–08	Hallucinogenic for 1d6 hours (disadvantage on all rolls)
09–12	Stimulant for 1d6 hours (advantage on all rolls, followed by disadvantage on all rolls for an equal amount of time)
13–16	Depressant for 1d6 hours (disadvantage on all rolls)
17–20	Nutrient supplement (counts as one healthy meal)
21–25	Antitoxin

26–30 Cures one disease affecting the drinker

31–35 Darkvision for one hour

36–65 Heals 2d4 + 2 hit points

66–75 Advantage on all Strength rolls for one hour

76–85 Advantage on all Dexterity rolls for one hour

86–95 Advantage on all Intelligence rolls for one hour

96–00 Heals 8d4 + 8 hit points

## CITY SHROUD

*Cypher, very rare*

When activated, this complicated-looking cypher splits into two pieces. If either piece is moved to a location up to 1 mile away from the other and activated, the area between them becomes the outermost diameter of a sphere of visual distortion. It hides any artificial structures within from anyone viewing the location from outside the area (including roads, which blend into the area as if they are so neglected and eroded as to be useless). The effect lasts for a day. Outside viewers see only a continuation of the natural landscape around the affected area. The cypher can be used to hide a small community, ruins, or some other site, assuming it fits within an area no more than 1 mile across. Because the distortion doesn't hide sound, smell, taste, or touch, anyone in the area must be careful to not reveal their presence; the cypher is best for fooling an approaching army that there isn't a settlement in the area.



## CLAWED EXTREMITY

*Relic, uncommon*

This device resembles a hollow three-fingered hand that is about twice the size of a human hand. When worn on your hand or foot and activated as your action, it attaches to you and can't be removed unless you spend your action to deactivate it. As your action, you can extend or retract hard claws from the digits of this extremity, allowing you to use it as a slashing natural

weapon that deals 1d8 points of damage. However, the claws make it difficult to use that extremity for other tasks. If you wear it on your hand, you gain disadvantage on rolls to hold or manipulate objects with that hand. If you wear it on your foot, you gain disadvantage on rolls to walk, run, climb, or keep your balance.

A clawed extremity has a depletion of 1 in 1d20, checked each week of use.

## CLEAN BRIGHT

*Cypher, rare*

This handheld projector resembles a censer attached to a metal pole. When you activate it next to or within a structure of up to Huge size, over the course of the next hour, scrubbing nanobots move through the structure, cleaning and tidying it as if subject to the expert attention of a reliable cleaning service.

## CLOAK OF FINERY

*Relic, uncommon*

This multilayered cloak is made of glittering material and studded with miniature devices. When you put it on, it automatically adjusts to fit you. When activated as your action, for the next minute, the cloak makes you more impressive by changing color, creating a gentle glow, amplifying the sound of your voice, modulating your tone, and (in a limited fashion) editing what you say to correct for grammar mistakes, misspoken words, and awkward pauses. While active in this way, you gain advantage on and add your proficiency bonus to Deception, Intimidate, Performance, and Persuasion skill checks.

A cloak of finery has a depletion of 1 in 1d20.

## COHESION STABILIZER

*Relic, rare*

This wristband-mounted device has a few simple controls on it. It can instantly create a subtle invisible field of energy that protects the shape and dimensional location of your physical form. As a reaction, you can activate the device to resist any attempt to polymorph you, disintegrate you, **disrupt your flesh**, move

you to another dimension, or make you insubstantial or incorporeal. If the source of this transformation has a DC of 15 or lower, it automatically fails. If the source's DC is 16 or higher, you gain advantage on your saving throw against it and resistance against any damage the effect causes.

A cohesion stabilizer has a depletion of 1 in 1d10, checked each time it is used. When it depletes, there is a chance of an **accidental rift**.

## COMPREHENSION GRAFT

*Cypher, uncommon*

When applied to your head, this disc immediately unleashes microfilaments that enter your brain. Within five minutes, you can understand the words of a specific language keyed to the graft. If you could already understand that language, the cypher has no effect. Once the graft attaches, the effect is permanent, and this device no longer counts against the number of cyphers you can bear.

You can use this cypher on another creature instead of yourself. It works even if you use it on a creature that doesn't normally have a language, such as a wolf.

## CONTROLLED BLINKING NODULE

*Cypher, rare*

This crystal nodule must be affixed to your armor (or a piece of clothing) to function; applying the nodule takes an action. For the next day, whenever you are struck hard enough to take damage, you teleport about 10 feet away in a random direction (not up or down). Because you're expecting this teleport and your opponents aren't, your foes have disadvantage on their next attack against you.

## CORPSE LIKENESS

*Cypher, uncommon*

This cypher is a metallic orb with several glass lenses on its surface. The first time you activate it, you touch it to a corpse that is no more than a few days old. After one minute, the cypher begins to glow red, indicating it has recorded the corpse's appearance. When you activate the orb again, your appearance changes to match

*Accidental rifts, page 258*

*Although comprehension grafts are useful for ambassadors, diplomats, and travelers, the cyphers are especially valuable to beast trainers.*

*Presumably the cloak has a limited artificial intelligence that studies your language and speech, even when it is not activated, so it can learn to improve your words. Whether the cloak sends this information to someone or something else is not known.*

*Such as with a flesh disruptor relic or a detonation of flesh-rotting.*

*Flesh disruptor, page 74*

*Detonation of flesh-rotting, page 63*



that of the corpse, including its clothing, armor, weapons, and other belongings. This is not a physical transformation—if the corpse is wearing a hat and you are not, objects will pass through the hat, and anyone who touches it will feel nothing or would feel your head and hair. In casual settings, you can pass as a living version of the recorded person (assuming they don't have any obvious mortal wounds). You can also pass as a corpse of the recorded person (if you remain still) or perhaps a zombie version of them (if you aren't still). To discern that you are disguised, a creature can use its action to inspect your appearance and must succeed on an Intelligence (Investigation) check against DC 13 (with disadvantage if you're pretending to be a corpse instead of a living person). The disguise lasts an hour.

## CRAFTER'S EYES

*Cypher, uncommon*

These thick lenses are attached to a metal frame and worn over your eyes like spectacles. When activated, they guide your crafting work to make you more efficient for the entire day, allowing you to complete 100 gp worth of crafting progress in just one day. You still need everything you'd normally need for crafting (materials, appropriate tools, proficiency in those tools, and a basic idea of how to craft the thing you're trying to create).

## CYPHER BAG

*Relic, uncommon*

This bag is made of a flexible unknown substance about as durable as wood. It can hold up to three cyphers as long as each is no larger than a typical handheld device. Any cyphers in the bag do not count toward your **cypher limit**.

A cypher bag has a depletion of 1 in 1d20, checked each time you put a cypher in the bag.

## CYPHER STABILIZING SUIT

*Relic, uncommon*

This flexible garment is covered in ports and plugs. You can connect up to four uncommon cyphers to the suit using its built-in ports. If you are wearing the suit and activate a cypher connected to it, as a bonus action you can preserve the cypher (so it isn't used up) and instead have the suit make a depletion roll. (If the suit depletes, the cypher is still usable.) Some cyphers (particularly pills and injections) cannot be connected to the suit in this way.

A cypher stabilizing suit has a depletion of 1 in 1d6.

## DEATH PROTECTOR

*Cypher, rare*

This harness device can be worn against your skin or over clothing, but not over armor. If you die, the harness automatically activates and injects you with nanobots that sustain and animate your cells. For the next minute, your body moves (using the Dash action) on its turn, always moving you away from danger by the safest available route. After the end of this minute, you roll one Hit Die to recover hit points (even if you've spent all of your Hit Dice for the day), which brings you back to life.

Coming back from the dead is an ordeal. You take a -4 penalty to all attack rolls, saving throws, and ability checks. Every time you finish a long rest, the penalty is reduced by 1 until it disappears.

## DECEPTION FILTER

*Cypher, uncommon*

This small device looks like a badge you'd affix to a hat or shirt. When you activate it, for the next hour you cannot speak deliberate lies. You are aware that you are prevented from deliberately telling lies and are not compelled to speak if questioned. You can be evasive with your answers as long as you remain within the boundaries of the truth.

*Rarer varieties of the cypher stabilizing suit exist, allowing you to connect rarer cyphers to it.*

*There may be very rare but more efficient versions of the death protector that negate the normal penalties for coming back from the dead.*

*Cyphers in a cypher bag cannot be used while in the bag.*

*Cypher limit, page 40*

*A deception filter cypher is something that someone could willingly wear to show their good faith during an important discussion or negotiation.*

## DENSITY NODULE

*Cypher, uncommon*

This crystal nodule must be affixed to a melee weapon to function; applying the nodule takes an action. The affected weapon then gains the following additional ability for 1 day. Each time the nodule-bearing weapon strikes a solid creature or object, it suddenly increases dramatically in weight, dealing an additional 1d4 damage (this damage is the same type that the weapon normally deals).

## DETEXTILIZER

*Relic, uncommon*

This handheld device has multiple prong-like extensions. When activated as your action, it emits a faint beam that strikes one target within 120 feet. On a failed DC 13 Constitution saving throw, the target's commonplace clothing dissipates in a puff of dust. The device does not affect magic items, numenera, stone, or metal, just typical organic clothing materials such as linen, leather, silk, and wool.

A detextilizer has a depletion of 1 in 1d20.

## DETONATING SCUTTLE

*Relic, rare*

This palm-sized device has a dozen metallic legs and resembles an insect. When activated as your action, it follows simple movement instructions provided by you, moving up to 500 feet away from you and then detonating. Instructions can include moving in a specific pattern, chasing a designated target that you can see and point out, or following a creature or object making a particular noise. If you provide more complex instructions that require some judgment on the scuttler's part (such as waiting a period of time, querying potential targets and waiting for an unacceptable answer, and so on), you must make an Intelligence check (with the difficulty determined by the GM). If you succeed, the scuttler performs as you intended, otherwise it explodes when that condition occurs. The scuttler has a walking speed of 30 feet. When it detonates, all creatures within a 10-foot-radius sphere must make a DC 15 Dexterity saving throw. A target takes 2d6 + 2 damage on a failed save, or half as much on a successful



one. The type of damage is one of the following types:

1-4	Acid
5-6	Cold
7-11	Fire
12-13	Lightning
14-15	Necrotic (harms only flesh)
16-20	Piercing

A detonating scuttler has an automatic depletion; it can be used only once.

## DETONATION

*Cypher, uncommon*

This small device is made of synth and strange metals. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground). All creatures within a 10-foot-radius sphere must make a DC 13 Dexterity saving throw. A target takes 2d6 + 2 damage on a failed save, or half as much on a successful one. The type of damage depends on what type of detonation it is:

1-2	Cell disruption (necrotic damage, harms only flesh)
3-6	Corrosion (acid damage)
7-8	Lightning (lightning damage)
9-10	Frost (cold damage)
11-15	Flame (fire damage)
16-20	Daggers (piercing damage)

These detonations are usually named after the type of damage they inflict: detonation of cell disruption, detonation of corrosion, and so on.

## DETONATION OF THE BLACK SPHERE

*Cypher, very rare*

This handheld device is a cluster of heavy metal rods with jewel-like tips. You can activate it and point the rods at an area (range 30/120) as part of the same attack action. It creates a temporary hole in the universe (approximately 2 feet across) at the target location. All creatures within a 25-foot-radius sphere (whether or not they come in contact with the hole) must



make a DC 17 Constitution saving throw. All unsecured objects and creatures within 10 feet are drawn toward the hole and have disadvantage on their saving throw against it. A target takes  $4d6 + 4$  force damage and is stunned for one round on a failed save, or half as much damage and is not stunned on a successful one.

## DETONATION OF BLINDNESS

*Cypher, uncommon*

This small device is made of synth and dozens of tiny glasslike facets. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground) and creates an intense flash of light. All creatures within a 10-foot-radius sphere must make a DC 13 Constitution saving throw. A target is blinded for one minute and takes 1d6 radiant damage on a failed save, or is not blinded and takes half damage on a successful one.

## DETONATION OF DEAFENING

*Cypher, uncommon*

This handheld device is made of bands of black metal around a gray synth sphere. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes with a horrifying sound when it hits a creature or solid object (such as the ground). All creatures within a 10-foot-radius sphere must make a DC 13 Constitution saving throw. A target is deafened for 30 minutes and takes 1d6 thunder damage on a failed save, or is not deafened and takes half damage on a successful one.

## DETONATION OF DECOY SOUNDS

*Cypher, uncommon*

This small device appears to be multicolored wires wrapped around a central core. You can activate it and throw it (range 20/60) as part of the same attack action. Upon impact, it plays a loud prerecorded sound for three minutes. Most of these cyphers have two or three prerecorded sounds (such as beastly roars, machines grinding, and an explosion with

roaring fire) and you choose which one to activate (this is part of the action to activate it). Some of these cyphers also have the ability to record a new noise. Prerecorded sounds are about as loud as a ravage bear, but a user-recorded sound is exactly as loud as what the user recorded.

## DETONATION OF DESICCATION

*Cypher, uncommon*

This small device is made of synth and dangerous chemicals. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground) and drains moisture from the area (open water in the area vanishes). All creatures within a 10-foot-radius sphere must make a DC 13 Dexterity saving throw. A target takes  $2d6 + 2$  necrotic damage on a failed save, or half as much on a successful one. An elemental composed of mostly water has vulnerability to this damage.

## DETONATION OF FLESH-ROTTING

*Cypher, uncommon*

This fist-sized device bearing dimly winking lights can be thrown up to 60 feet away. When it reaches the end of its trajectory, the device detonates with a low roar into an explosion of cell-disrupting purple-black energy. Each creature in a 20-foot-radius sphere centered on that point must make a DC 13 Dexterity saving throw. A target takes 8d6 necrotic damage on a failed save, or half as much damage on a successful one.

The necrotic influence spreads around corners. It kills plants and other natural growth in the area.

## DETONATION OF GRAVITY

*Cypher, very rare*

This fist-sized device bearing dimly winking lights can be thrown up to 60 feet away. When it reaches the end of its trajectory, the device detonates with a low roar into an explosion of inverted gravity. Each creature in a 20-foot-radius sphere centered on that point must make a DC 17 Dexterity saving throw as they're smashed flat to the ground. A target takes 8d6 bludgeoning damage on a failed save, or half as much damage on a successful one.



The inverted gravity spreads around corners. All creatures in the area, whether they succeed on their saving throw or not, are crushed to the ground for one round and cannot take physical actions.

## DETONATION, GREATER

*Cypher, rare*

This handheld device is a metal tube, weighted and closed on one end. As your attack action, you can use the device to launch a projectile at an area (range 30/120). The projectile explodes when it hits a creature or solid object (such as the ground). All creatures within a 25-foot-radius sphere must make a DC 15 Dexterity saving throw. A target takes 4d6 + 4 damage on a failed save, or half as much on a successful one. The type of damage depends on what type of detonation it is:

1–2	Cell disruption (necrotic damage, harms only flesh)
3–6	Corrosion (acid damage)
7–8	Lightning (lightning damage)
9–10	Frost (cold damage)
11–15	Flame (fire damage)
16–20	Daggers (piercing damage)

These detonations are usually named after the type of damage they inflict: greater detonation of cell disruption, greater detonation of corrosion, and so on.

## DETONATION OF MATTER DISRUPTION

*Cypher, rare*

This small device is made of synth and contains billions of tiny nanomachines. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground), releasing the nanomachines, which rearrange matter in random ways—solids melt and are reconfigured, flesh turns to glass, metal turns to wood, and so on. All creatures within a 10-foot-radius sphere must make a DC 15 Constitution saving throw. A target takes 4d6 + 4 necrotic damage on a failed save, or half as much on a successful one.

*Some sobriety detonations affect other drugs instead of intoxicants like alcohol. Some have an opposite or different effect on nonhumans.*

## DETONATION OF PEACE

*Cypher, uncommon*

When activated, this wristband projector creates a psychic burst. All creatures within a 100-foot-radius sphere must succeed on a DC 13 Wisdom saving throw or become indifferent about any creatures they were feeling hostile toward, and end any violent actions they were performing or going to perform. This indifference ends if the target is attacked or harmed by an effect, or if it witnesses any of its friends being harmed. After a minute, the effect ends, and affected creatures become hostile again unless the GM rules otherwise.

## DETONATION OF SOAP

*Cypher, uncommon*

This small device is made of thin synth and filled with a dense liquid. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground), filling a 10-foot-radius sphere with a slippery foam similar to soap bubbles. Vision in the area is obscured as if by a dense mist. Each creature standing in the area must succeed on a DC 13 Dexterity saving throw or fall prone. A creature that enters the area or ends its turn there must also succeed on a Dexterity saving throw or fall prone. Creatures have disadvantage to climb walls and other upright surfaces in the area. The foam is not flammable and will smother fires. After about an hour, the foam collapses into a slimy residue, which vanishes completely in another hour.

## DETONATION OF SOBRIETY

*Cypher, uncommon*

This small device is made of red and blue synth. You can activate it and throw it (range 20/60) as part of the same attack action. It creates a burst of green energy in a 10-foot-radius sphere that neutralizes the effects of alcohol and similar intoxicants, as if the affected creatures had spent three hours abstaining in order to sober up.



## DETONATION OF SPAWNING

*Cypher, rare*

This bulky, knobby sphere is made of metal and synth has a long, handle-like rod. You can activate it and point the rod at an area (range 30/120) as part of the same attack action. It explodes at the targeted area. Targets in a 10-foot-radius sphere must make a DC 15 Constitution saving throw. A target is blinded for one minute and takes 2d6 radiant damage on a failed save, or is not blinded and takes half damage on a successful one. On the next round, the sphere separates into 1d6 additional detonations, which fly to random spots within 60 feet and explode. All creatures within each 10-foot-radius sphere of these secondary detonations must make a DC 15 Dexterity saving throw. A target takes 4d6 + 4 damage on a failed save, or half as much on a successful one. The type of damage depends on what type of detonation it is:

01–10	Cell disruption (necrotic damage, harms only flesh)
11–30	Corrosion (acid damage)
31–40	Lightning (lightning damage)
41–50	Frost (cold damage)
51–75	Flame (fire damage)
76–00	Daggers (piercing damage)

These detonations are usually named after the type of damage they inflict: detonation of spawning cell disruption, detonation of spawning corrosion, and so on.



## DETONATION OF TELEKINESIS

*Cypher, uncommon*

This small device is made of metal and highly-energized particles. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground). All creatures within a 10-foot-radius sphere must make a DC 13 Constitution saving throw. A target takes 2d6 + 2 force damage on a failed save, or half as much on a successful one. Objects in the area that weigh less than 20 pounds are pushed out of the area.

## DETONATION OF TRACKING

*Cypher, uncommon*

This cypher is a wristband projector with a glass screen. As your attack action, you can use the device to launch a projectile at an area (range 30/120). The projectile creates an explosion of shrapnel when it hits a creature or solid object (such as the ground). All creatures within a 25-foot-radius sphere must make a DC 15 Dexterity saving throw. A target takes 2d6 + 2 piercing damage on a failed save, or half as much on a successful one. For the next week, you can use the screen on the cypher to track the direction and distance of all creatures in the explosion.

*A detonation of tracking is useful for tracing raiders back to their hidden lair.*

## DETONATION OF WEBS

*Cypher, uncommon*

This small device is made of synth and organic material. You can activate it and throw it (range 20/60) as part of the same attack action. It explodes when it hits a creature or solid object (such as the ground), releasing sticky strands of goo that last 1 hour. Creatures within a 10-foot-radius sphere must succeed on a DC 13 Dexterity saving throw or be restrained as long as they remain in the webs or until they break free.

Any creature that enters the area of sticky strands must save against the detonation as if they were in the area when it exploded.

A creature restrained by the webs can use its action to make a Strength check against the detonation's save DC. If it succeeds, it is no longer restrained.

Webs layered over a flat surface have a depth of 5 feet.

## DEVICE STABILIZER

*Cypher, uncommon*

This crystal nodule must be attached to a cypher to function. When you activate it, it bonds itself to the other cypher, stabilizing it so when the attached cypher is used, the device stabilizer prevents the attached cypher from being used up. You must make a DC 13 Intelligence (*Arcana*) check when the attached device is activated. A failed roll means the device stabilizer detaches and the other cypher is used up as normal. A successful roll means the device stabilizer is used up and the attached cypher can be used again. Some cyphers (particularly pills and injections) cannot be stabilized in this way.

## DEVILIZER

*Relic, rare*

This strange helmet, harness, gloves, and boots are connected by translucent flexible tubes. When you wear all the pieces and activate it as your action, the relic drains all the fluids from your body over the course of one minute, turning you into an inert, leathery doll-like version of yourself that is about 1 foot tall and weighs only a few pounds. In this form you are helpless, in stasis, and can remain so indefinitely. Your

doll form has resistance to all damage. If you are immersed in about ten gallons of water, your doll-body absorbs the water over the course of one minute, awakening you and returning you to normal.

A devilizer has a depletion of 1 in 1d100.

## DIAGNOSTIC GRAFT

*Cypher, uncommon*

This small ovoid device is a little too large to be considered a pill. When swallowed, it embeds itself in your body cavity and unleashes microfilaments that connect to various organs. The cypher monitors your body for diseases, parasites, poisons, and contaminants. When it detects such things, it indicates their presence with a pattern of lights (visible through your skin), sounds, or vibrations that show the location of the problem and the nature of the threat. You must succeed at a DC 9 Intelligence or Wisdom (Medicine) ability check to correctly interpret the signals (such as "brain parasite," "lung cancer," "blood venom," or "stomach fungus"). The alarm repeats every hour unless you acknowledge it with a firm tap, and it repeats each day until the threat ends. Once the graft attaches, the effect is permanent, and this device no longer counts against the number of cyphers you can bear.

## DIMENSIONAL ARMOR

*Relic, very rare (requires attunement)*

This full suit of armor is made of steel and a hard, unknown substance. It resembles plate armor but is far lighter than any known smith can create, and its very fine articulation points cover the entire body, even at complicated joints like the neck. It protects you as plate armor (AC 18) but with a +2 bonus. When activated as your action, for the next 10 minutes it randomly shifts your phase, which gives your opponents disadvantage on attack rolls with physical attacks. Special multidimensional weapons and effects ignore this phase-shifting.

The dimensional armor has a depletion of 1 in 1d10, checked each time you activate the phase shifting ability. When the armor depletes, the phase shifting no longer works, but it still functions as armor.

*Rather than strands of sticky goo, some detonation of webs fill the area with a mass of quick-hardening foam that accomplishes the same thing.*

*Unlike a web spell, a detonation of webs doesn't need to be anchored between solid masses, nor are they flammable.*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

*You might have bad dreams while in doll form, but a devilizer is an ideal way to store excess population during a drought or famine.*



## DISRUPTING NODULE

*Cypher, uncommon*

This crystal nodule must be affixed to your weapon to function; applying the nodule takes an action. The affected weapon then gains an additional ability for 1 day: each time the nodule-bearing weapon strikes a solid creature, it generates a burst of nanites that directly attack organic cells. The affected creature takes 1d4 necrotic damage and is incapacitated for one round on a failed DC 13 Constitution save, or takes 1d2 necrotic damage on a successful one.

## DISRUPTION BLADE

*Relic (any bladed weapon), rare*

This sword, axe, or cleaver has strange devices embedded in the blade and hilt. When activated as your action, it radiates a field of disruptive energy on your next turn. If you hit with the weapon on your next turn, the energy deals an additional 3d6 necrotic damage.

A disruption blade has a depletion of 1 in 1d6.

## DRILL SPEAR

*Relic, uncommon*

This spear's haft may be made of wood or an unknown wood-like substance. Its head resembles a spiral metallic drill. If you hit with it as a melee attack, as a bonus action you can activate the spear and let go so it drills into your opponent, dealing an additional 2d6 piercing damage. On your opponent's turn, they can remove and drop the spear as an action, reaction, or bonus action.

A drill spear has a depletion of 1 in 1d20, checked each time you activate it.

## DRINK DISTILLER

*Relic, uncommon*

This bulky belt is made of metal and glass tubes. It filters alcohol out of your blood, reducing by half how long a drink affects you. Half of the alcohol you drink is distilled by the relic into a small attached flask. The resulting contents have about the same potency as a hard alcohol such as vodka or whiskey.

A drink distiller has a depletion of 1 in 1d20, checked each month of use.

## EAGLESEYE

*Cypher, uncommon*

This large blue pill enhances your vision. For the next three hours, you have advantage on Perception rolls based on sight.

## ECLIPSE PROJECTOR

*Cypher, rare*

This bulky device has a series of odd spikes extending upward. If you activate it outside during daylight, it projects a cluster of pellets high in the direction of the sun. The pellets form into an opaque shield that blocks out sunlight in an area 10 miles in diameter. Within that area, the sun looks like it is experiencing a total eclipse. The apparent eclipse grants you advantage on Deception, Intimidation, and Persuasion rolls against superstitious or primitive creatures who would be alarmed and frightened by an eclipse.

## ECSTASY PARALYZER

*Relic, uncommon*

This strange handheld device has several obvious control points on its outer surface. When activated as your action, it fires a beam of energy that strikes one target within 120 feet. On a failed DC 13 Wisdom saving throw, the target's mind is overwhelmed with pleasure, incapacitating them for one round. The device can fire multiple times per round, so if you have the ability to attack twice as an Attack action, you could make two attacks with the ecstasy paralyzer.

An ecstasy paralyzer has a depletion of 1 in 1d20, checked each time it is fired (firing multiple times in the same round requires multiple depletion rolls).



*A damaged or erratic drink distiller might filter other, necessary things out of your blood.*

## EFFORT ENHANCEMENT

*Cypher, rare*

This metallic pill is filled with nanomachines that can transmit and receive signals to an unknown but incredibly intelligent bodiless entity. When you use the pill, the entity gains a limited access to your thoughts and it can subtly stimulate and encourage you when you perform one kind of task. For the next day, whenever you make a roll for that kind of task, add your proficiency bonus. If you normally would add your proficiency bonus on that sort of task, you instead add double your proficiency bonus. The tasks normally associated with this cypher are restricted to the following:

- 1-2    Melee attacks
- 3-4    Ranged attacks
- 5-8    Identifying and using numenera
- 9-10   Salvaging numenera
- 11-12   Perception
- 13-14   Persuasion
- 15    Medicine
- 16    Dexterity saves
- 17    Intelligence saves
- 18    Wisdom saves
- 19    Athletics
- 20    Stealth



## EMOTION SMOOTHER

*Cypher, uncommon*

This cypher looks like a patch of pale flexible synth that is smooth on one side and feels like sandpaper on the other. When activated (by sticking the rough side to your skin and slapping the smooth side), for the next hour it blocks the part of your mind that produces emotions. This allows you to experience situations you might not otherwise be able to handle, to fairly weigh options without emotional shortcuts, or to tell completely convincing lies because you are no longer generating micro-expressions or other telling responses due to emotional inconsistency. Any charm, fear, or other emotion-based effects on you are suppressed while the patch is active. You gain advantage on Deception rolls. When the effect ends, any suppressed effect returns (if its duration didn't expire while the cypher was still functional).

## EMPATH'S LENSES

*Relic, uncommon*

This is a mask-like device worn over your face, with thick transparent lenses where the eyes are. When activated as your action, for the next minute the device projects images onto the lenses, identifying facial microexpressions, body-language cues,





mannerisms, and methods of speech of anyone you're looking at within 10 feet. This gives you a far deeper insight into what other people are thinking and feeling. You gain advantage on Deception, Intimidation, and Persuasion rolls against anyone you view through the lenses.

A set of empath's lenses has a depletion of 1 in 1d20.

## EMPTY FIELD GENERATOR

*Relic, uncommon*

This complex antenna array is built on top of a 12-foot-tall tripod, with a complex control surface near its base. It takes two rounds to assemble and set up this device. When activated as your action, for the next hour, all creatures, structures, and other artificial alterations in the landscape are visually smeared out in a 500-foot radius. From outside of the area, nothing is visible except an illusion of bare ground and innocuous brush. From within the area, creatures can see what's around them normally, although all illumination drops by one category.

An empty field generator has a depletion of 1 in 1d20.

## EMPTY HAND

*Relic, rare*

This yellow metallic cuff can be worn on the wrist. While worn, your hand protrudes into an artificial extradimensional space about 6 feet on a side. To an observer, it seems like you have no hand, but instead a palm-sized sphere of faint light hovering at the end of the cuff. You can use the field to manipulate items in your environment normally, as if you had a hand (instead of a limited telekinetic effect). In addition, you can transfer anything you can hold in your hand into the extradimensional space as an action, or produce something you've already stored as an action.

An empty hand has a depletion of 1 in 1d100, checked per day of use. When it depletes, there is a chance of an **accidental rift**.

## ENDLESS COIL

*Relic, rare*

A 50-foot length of thin but exceptionally strong stranded material (AC 19) can be pulled from the mouth of this fist-sized metallic device as your action. The strand emerges from an otherwise inaccessible artificial extradimensional space. Additional length can be pulled out each round, 50 feet at a time, to an arbitrary length. It can be cut or pulled back in; either way, the endless coil continues to produce rope, until the relic depletes.

An endless coil has a depletion of 1 in 1d100, checked per day of use. When it depletes, there is a chance of an accidental rift.

## ENDLESS STOMACH

*Relic, rare*

This device can be fitted into your mouth like a dental appliance. You can still talk and eat normally, though doing so without a bit of a lisp takes a few days of practice. When you wish, the appliance opens into an artificial extradimensional space about 10 feet on a side, allowing you to "eat" almost anything you can fit in your mouth as an action, and produce that object again as an action at some future need.

An endless stomach has a depletion of 1 in 1d100, checked per day of use. When it depletes, there is a chance of an accidental rift.

## ENERGY NULLIFIER

*Relic, rare*

This crystal dish is attached to a 12-foot-tall tripod, with a control box at chest height. It takes two rounds to assemble and set up this device. When activated as your action, it sends out an invisible burst of energy up to 2 miles away that affects a 250-foot-radius sphere. Cyphers, relics, iron flesh, and other numenera devices that use energy lose power for about one hour if their rarity is common or uncommon, rendering them temporarily useless.

An energy nullifier has a depletion of 1 in 1d6.

*Very rare and legendary versions of the energy nullifier may exist.*

*Someone who has lost their normal hand could use an empty hand as an effective a prosthetic.*

*Accidental rifts, page 258*

Other types of lenses, similar to the empath's lenses and explorer's lenses, have been identified, including those that provide aid in preparing food recipes, building things, and interacting with animals.

Beneficial mutation, page 131

Pandimensional: existing on multiple levels of reality at once.

One advantage of an exploding arrow over a detonation cypher is that the arrow doesn't count toward your cypher limit.

Detonation, page 62  
Cypher limit, page 40

## EVOLUTION BUD

*Relic, rare*

This fleshy pod resembles a hemispherical piece of fruit. When activated as your action, it grafts onto you (usually near your brain and spine) and injects chemicals that cause you to develop a new mutation over the course of the next day. If you later reproduce, your children also develop this mutation after they pass through adolescence. Each evolution bud provides a specific mutation, usually a **beneficial mutation**.

An evolution bud has an automatic depletion; it can be used only once (the pod withers and falls off after one day).

## EXPLODING ARROW

*Relic, uncommon*

This slender rod has a tiny metallic device at one end, and is similar enough to an arrow or crossbow bolt that it can be used with those weapons. It explodes when it hits a creature or solid object (such as the ground). All creatures within a 10-foot-radius sphere must make a DC 13 Dexterity saving throw. A target takes 2d6 + 2 piercing damage on a failed save, or half as much on a successful one (if the arrow struck a creature, the creature also takes 1d6 piercing damage from the arrow itself).

An exploding arrow has an automatic depletion; it can be used only once.

## EXPLORER'S GLOVES

*Relic, uncommon*

These thick but flexible-fingered gloves feel like the plushiest velvet on the palms side. When activated as your action, for the next hour the microscopic adaptive hairs on the palms let you climb any solid surface, even extremely difficult or impossible ones such as a wall of ice or a force field. Any other action while climbing that uses one or both of your hands requires you to activate the gloves again, otherwise they deactivate so you can use your hands normally.

A pair of explorer's gloves has a depletion of 1 in 1d20.

## EXPLORER'S LENSES

*Relic, uncommon*

This is a mask-like device worn over your face, with thick transparent lenses where the eyes are. When activated as your action, for the next hour the device projects images onto the lenses, highlighting likely trails, tracks, and potential gaps in natural features. You gain advantage on checks relating to tracking and navigation.

A set of explorer's lenses has a depletion of 1 in 1d20.

## EXTRADIMENSIONAL HAND

*Cypher, rare*

This glove of synth and wire mesh is slightly too long and has too many fingers, but can fit on a human hand. When you activate it, for the next 30 minutes your hand becomes pandimensional, able to touch and affect extradimensional and out-of-phase creatures and objects as if they were completely solid or insubstantial (whichever you prefer). For example, if your hand is out of phase, you could punch a creature on the Ethereal Plane, reach through a solid wall, or pick up an extradimensional object. This pandimensional state extends just beyond your flesh (including clothing and armor on your hand, a small object that can be held in a closed fist, and so on).

## EXTERNAL SKELETON

*Relic, rare*

This series of metallic rods are linked together in the approximate shape of a human frame. When worn and activated as your action, for the next hour the relic gives you advantage on all Strength rolls and melee attacks using Strength, but gives you disadvantage on all Dexterity rolls.

An external skeleton has a depletion of 1 in 1d20, checked each time you activate it.

## EXTRADIMENSIONAL VIEWER

*Relic, rare*

This lightweight helmet is made of a translucent hard material with crystalline lenses. When activated as your action, for the next hour it transmits images and sounds perceptible only to you, showing you everything in a nearby dimension out to about



60 feet away. These images override what you might see in your current dimension, making you effectively blind to anything not in the viewed dimension (you can remove or put on the helmet as a bonus action).

The relic includes a limited machine intelligence that automatically adjusts to view the most appropriate nearby dimension when there are multiple options (such as showing an interesting demiplane or extradimensional space rather than an empty parallel dimension), but you can manually adjust it by succeeding at an Intelligence (*Arcana*) check.

An extradimensional viewer has a depletion of 1 in 1d20, checked each hour of use.

## EYE-EATING LOOP

*Relic, rare*

This metallic staff has a hollow loop at the end whose inner edge bleeds darkness. Unless covered, it automatically reduces bright light within 10 feet to dim light. It has the following additional abilities.

**Chill:** If you use the staff to make a melee attack and hit, as your bonus action you can make the staff release a burst of energy, dealing an extra 2d6 cold damage.

**Darken:** As your action, you can increase the light-draining effect of the loop, causing all creatures within 120 feet to fall into complete darkness for about an hour.

**Ray:** As your action, you can use the staff to emit a blast of chill darkness from the loop with a range of 120 feet. Make a ranged attack roll for the ray. On a hit, the target takes 1d8 cold damage and must succeed on a DC 15 Constitution saving throw or be incapacitated for one round.

An eye-eating loop has a depletion of 1 in 1d20.

## EYE OF MENTAL CONTACT

*Iron flesh, uncommon (requires attunement)*

This prosthesis replaces one of your eyes with a slightly oversized metallic version that you can see with normally. In addition, all creatures with minds you can sense within a 100 feet are limned (in your sight) with a glowing aura, allowing you to gauge a creature's relative strength of mind (weak, moderate, strong, godlike), and see its

silhouette in otherwise lightless conditions.

The eye has 4 charges and regains 1d4 expended charges daily at dawn. You can speak telepathically with others who are within 60 feet, by using 1 charge per contact. Communication is two-way, but the other party must be willing and able to communicate. You don't have to see the target of telepathy, but you must know that it's within range. You can have more than one active contact at once, but you must establish contact with each target individually as an action. Each contact lasts up to 10 minutes.

## EYE OF MENTAL SUPREMACY

*Iron flesh, very rare (requires attunement)*

This prosthesis replaces one of your eyes with a slightly oversized metallic version that you can see with normally. It has 20 charges and regains 2d10 expended charges daily at dawn. It has the same telepathic functions as the eye of mental contact, plus a couple more abilities.

You can read the surface thoughts of a creature within 60 feet of you that you can see (1 charge). The target must succeed at a DC 17 Wisdom saving throw to avoid the effect. Once you have established contact, you can read the target's thoughts for up to one minute.

In addition, you can blast waves of mental force into the minds of up to five targets within 60 feet (1 charge per target); each must make a DC 17 Wisdom saving throw or take 8d6 psychic damage on a failure, or 4d6 psychic damage on a successful save.

Finally, you can attempt to take mental dominion over a humanoid within 60 feet of you that you can see or sense (1 charge). The target must succeed on a DC 17 Wisdom save or come under your control. This effect lasts for 1 minute, 10 minutes if 3 charges are used, or an hour if 5 charges are used. Additionally, you can attempt to target any creature you can see if you spend an additional 2 charges.

Once you have established control, you maintain mental contact with the target and sense what it senses. You can allow it to act freely or override its control on a case-by-case basis.

*Optional Rule:  
Intelligence (Ancients  
Arcana), page 259*

*The eyepiece of understanding might have difficulty with certain creatures or unusual species, providing little information or erroneous results.*

## EYEPIECE OF UNDERSTANDING

*Relic, rare*

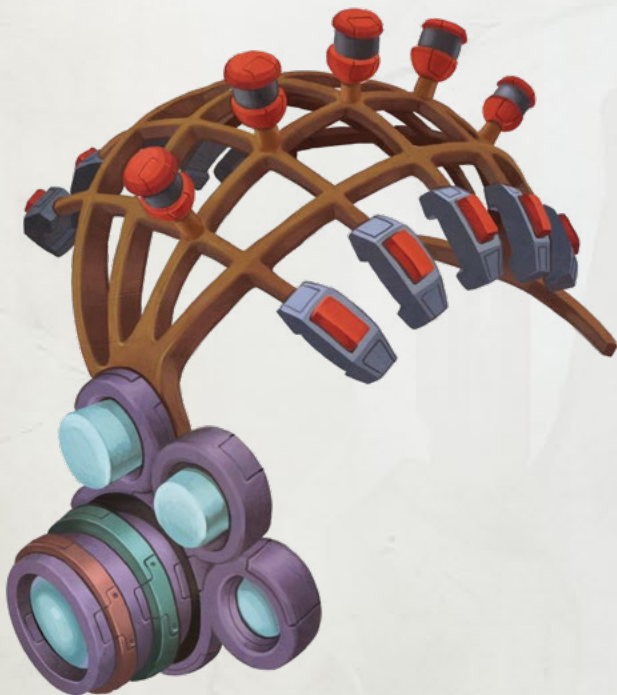
This narrow metal tube has about the same length and proportions as a spyglass. When activated as your action and used to look at an object or creature within 500 feet for one minute, images projected within the tube help you gain an understanding of the target's abilities and weaknesses. Add your proficiency bonus on ability checks to understand or identify the target you're viewing through the relic. If you normally would add your proficiency bonus for those checks, you instead add double your proficiency bonus.

An eyepiece of understanding has a depletion of 1 in 1d6.

## FARSPEAKER

*Cypher, uncommon*

This cubical device partially unfolds into an angular ovoid shape. After you activate it, you choose a location that you can see (up to about 2 miles away, weather permitting). Anything you say can be heard at that location as if you were actually there and speaking at the same volume. You can also hear sounds in that area if you were at that location and trying to listen, although only sounds within 60 feet of that location are clear.



## FEARMAKER

*Relic, rare*

This pole with a metal cone on top has several parts that bend outward to create a stable frame. It takes two rounds to assemble and set up this device. When activated as your action, the fearmaker affects the minds of all thinking creatures within a 120-foot cone. All creatures in the area must succeed on a DC 15 Wisdom saving throw against fear or drop what they're holding and do one of the following:

Roll	Action
01–50	Flee for 1d6 rounds
51–90	Cower (drop prone) and lose their action for 1d6 rounds
91–00	Fall unconscious for one minute (or until they take damage or someone spends an action to shake or slap them awake)

A fearmaker has a depletion of 1 in 1d6.

## FIERY HELLMAKER

*Relic, rare*

This vertical pole has a metal disc on top, a control box in the center, and several sturdy metal legs that bend outward to support it. It takes two rounds to assemble and set up this device. When activated as your action, the disc fires a barrage of burning metal in all directions. Each creature within range (except for a 3-foot-radius area at the base of the device) must make a DC 15 Dexterity saving throw. Targets take 2d4 piercing damage and 2d4 fire damage on a failed save, or half as much on a successful one.

A fiery hellmaker has a depletion of 1 in 1d6.

## FILTRATION STRAW

*Relic, uncommon*

This thin, foot-long tube is made of an unknown material that is lighter than wood. Any water that passes through it is made free of poison, disease, and most other contaminants (generally anything that deals less than 1d6 points of damage is rendered harmless). Most liquids other than water drawn through it (such as mud, potions, blood, wine, and milk) come out the other end as purified water (or mostly water).



## FIREPROOFING SPRAY

*Cypher, uncommon*

When you activate this synth and metal canister, it sprays aromatic droplets up to 10 feet. The spray dries within seconds, creating an invisible coating. Anything coated by the droplets gains fire resistance for 1 day. The spray can completely coat one Medium creature or about a 10-foot-by-10-foot flat area (such as a wall).

## FLAME CLOAK

*Iron flesh, rare (requires attunement)*

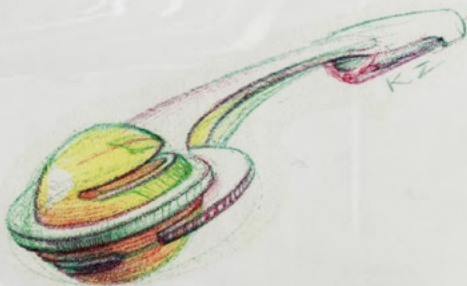
This disc implanted in your head has 4 charges and regains 1d4 expended charges daily at dawn. At your mental command, your entire body becomes shrouded in flames that last up to one hour (1 charge). The fire doesn't burn you, but it automatically deals 1d6 fire damage to anyone who tries to touch you or strike you with a melee attack. While the shroud is active, you gain a +1 bonus to AC and fire resistance.

## FLAME GAUNTLET

*Iron flesh, very rare (requires attunement)*

This prosthesis replaces one of your hands with a slightly oversized metallic version that you can use normally. It has 12 charges and regains 1d12 expended charges daily at dawn. It has the same shroud of flame function as flame cloak, plus the following ability.

While your shroud of flame is active, you can extend it to cover a weapon you wield for one hour as a bonus action. It ignites with a roar, exhaling a thick spiral of black smoke from its tip. The flame ends if you stop holding or carrying the weapon. While the flame lasts, the weapon deals +2d8 fire damage.



## FLAME HALO

*Iron flesh, very rare (requires attunement)*

This disc implanted in your head has 12 charges and regains 1d12 expended charges daily at dawn. It has the same shroud of flame function as flame cloak, plus a couple more abilities.

While your shroud of flame is active, you can reach into it and hurl a handful of fire at a target up to 60 feet away that you can see (1 charge). The target must make a DC 15 Dexterity saving throw. It takes 8d6 fire damage on a failed save, or half as much damage on a successful one.

Finally, while your shroud of flame is active, you can spread wings of fire, gaining a flying speed of 60 feet for 1 minute (2 charges).

## FLAME-RETARDANT WALL

*Cypher, uncommon*

This metal bracelet has several fine controls on it. When activated, it creates an immobile transparent wall of energy, 15 feet on a side, centered on you. This wall is similar to a force field except it only prevents fire from passing through it—any fire that inflicts 10 fire damage or less stops at the wall. A burning object such as a torch is extinguished if it passes through the wall. The energy wall lasts for 3 hours.

## FLAME SUPPRESSOR

*Relic, rare*

This forearm-sized collapsible metal tube expands to 3 feet wide and 6 feet long, and is wrapped in multiple smaller tubes of an unknown hard material. When activated as your action, it launches a spherical device into the air that hovers overhead for a moment and then seeks out open flames within 500 feet. Over the next hour, it draws moisture from the air and quenches any small fires it finds within the area. If deployed against a larger fire (such as a burning building or portion of a town), everyone in the area gains advantage on rolls to extinguish or block the fire.

A flame suppressor has a depletion of 1 in 1d6.

*The flame gauntlet's weapon-shrouding ability confers its ability to both melee and ranged weapons. In the latter case, arrows or similar items shot from the melee weapon are affected.*

## FLESH DISRUPTOR

*Relic, rare*

This handheld device has a few simple controls. When activated as your action, it emits a beam of energy that strikes one target within 60 feet. On a failed DC 17 Dexterity saving throw, the target takes 5d8 necrotic damage. The beam only affects organic creatures and materials. The device can fire multiple times per round, so if you have the ability to attack twice as an attack action, you could make two attacks with the flesh disruptor.

A flesh disruptor has a depletion of 1 in 1d10, checked each time it is fired (firing multiple times in the same round requires multiple depletion rolls).

## FLESH INK PEN

*Relic, uncommon*

This device is a narrow pointed cylinder about six inches long that comfortably fits in your hand. When used like a pencil on a surface, it creates lines of thin living tissue, which can be built up like a lattice to create three-dimensional structures. The pen can create skin, nerves, cartilage, and vascular tissue. Using the pen gives you advantage on Medicine rolls and similar tasks where being able to create healthy flesh would be useful (such as crafting a homunculus).

A flesh ink pen has a depletion of 1 in 1d20, checked each hour of use.

## FLESHY HEAD DISGUISE

*Cypher, uncommon*

This adhesive patch of synth has a yellow side and a green side. To use it, you must first press the yellow side against a creature and activate it, which scans that creature. When you activate the green side, the cypher creates a lifelike fleshy model of that creature's head that can be worn as a full-head prosthetic mask.

The model has muscles, nerves, and blood vessels that react to your face and head movements, including speech, facial expressions, blushing, and blinking, but does so with the copied creature's appearance (including scars and retinal scans). The worn model gives you proficiency and advantage on checks to

disguise yourself as the copied creature, although if the wearer has a very different shape than the copied creature, it is unlikely that anyone will believe it. The model lasts for four hours, after which it melts into harmless goo.

## FOOD SCANNER

*Relic, uncommon*

This handheld device has several controls and a wide dish at one end. When activated as your action and pointed at food within 10 feet, it sounds an alarm if the food has any contaminants or poisonous substances.

A food scanner has a depletion of 1 in 1d20.

## FOOD TUBE

*Relic, uncommon*

This device is of similar size and shape to a scroll case. When activated as your action, it produces a gray paste that provides enough nutrition for one person for one day.

A food tube has a depletion of 1 in 1d10. When it depletes, there are equal chances that it completely ceases to function, spews out unpalatable sludge before ceasing to function, or creates one last batch of paste that seems normal but is actually poisonous (anyone who eats it must succeed on a DC 13 Constitution saving throw or be poisoned for 1d6 hours).

## FORCE CUBE PROJECTOR

*Cypher, rare*

This glowing metal ring contains a powerful, short-lived force field generator. When activated, it creates a cube of solid force, 30 feet on a side and 1/4 inch thick, centered on you, lasting 1 hour. It conforms itself to the space available. If the cube cuts through a creature's space when it appears, the creature is pushed to one side of the cube (your choice which side). Nothing can physically pass through the cube. It is immune to all damage and can't be dispelled. A *disintegrate* spell destroys it instantly. The cube also extends into the Ethereal Plane, blocking ethereal travel through the cube.

*Most people report that the paste from a food tube tastes awful.*

*A human wearing a fleshy head disguise of a ravage bear makes for an interesting costume but won't be mistaken for a natural ravage bear because the creatures are quadrupeds.*

*Despite the fact that the walls are not gas-permeable, there is likely enough air within the cube created by a force cube projector for trapped creatures to breathe for the hour it lasts.*



## FORCE DOME

*Relic, rare*

This pole with a glass globe on top has a control box in the center and several flexible legs that create a stable support for it. It takes two rounds to assemble and set up this device. When activated as your action, it creates a powerful spherical force field with a radius of 30 feet. If the dome passes through a creature's space when you create it, the creature is pushed to one side of the force field (your choice). Nothing can pass through the force field. It can't be dispelled, but can be disintegrated. The force field is essentially invulnerable. It lasts for one day, during which time the air inside is enough to support six people.

A force dome has a depletion of 1 in 1d20.

## FORCE NODULE

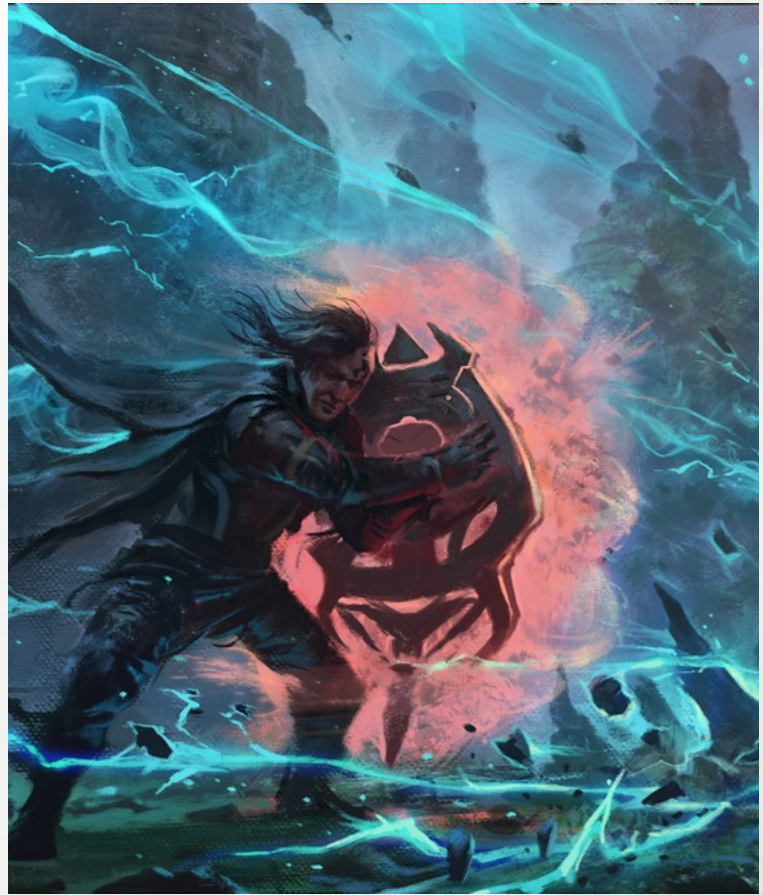
*Cypher, rare*

This synth nodule must be affixed to your armor (or a piece of clothing) to function; applying the nodule takes an action. For the next day, the armor is bolstered by a force field that subtly repels attacks against you. The force field grants you a +1 bonus to AC and saving throws.

## FORCE SCREEN PROJECTOR

*Cypher, rare*

When activated, this bulky metal and synth belt creates an immobile plane of force, 20 feet on a side and 1/4 inch thick, that lasts for 6 hours. It conforms itself to the space available. If the wall cuts through a creature's space when it appears, the creature is pushed to one side of the wall (your choice which side). Nothing can physically pass through the wall. It is immune to all damage and can't be dispelled. A *disintegrate* spell destroys it instantly. The wall also extends into the Ethereal Plane, blocking ethereal travel through the cube.



## FORCE SHIELD PROJECTOR

*Cypher, very rare*

This injector contains a golden fluid made up of nanites. When injected into your body, the nanites travel through your flesh and create a skin-tight energy shield around you for 1 hour, which grants you a +3 bonus to AC.

## FRICITION-REDUCING GEL

*Cypher, uncommon*

When you activate this synth and metal canister, it sprays pungent droplets up to 10 feet. The spray dries within seconds, creating an invisible coating on a 10-foot-by-10-foot area (such as a patch of ground). For the next 3 hours, the area is difficult terrain. When the coating appears, each creature standing in its area must succeed on a DC 13 Dexterity saving throw or fall prone. A creature that enters the area or ends its turn there must also succeed on a Dexterity saving throw or fall prone. If the area is a wall or other upright surface, attempts to climb it have disadvantage.

*Very powerful creatures, such as those with a challenge rating of 10 or higher, may be able to eventually bring down the force field.*

*Force nodules tend to have dangerous side effects when used together or with other items that provide similar effects.*

*Some force walls, shields, and cubes are transparent. Others are translucent. A few are opaque.*

## FRIGID WALL PROJECTOR

*Cypher, rare*

When activated, this synth and crystal device creates a wall of supercooled air, 30 feet on a side and 1 foot thick, that lasts for 10 minutes. When the wall first appears, each creature within its area must make a Dexterity saving throw. That creature takes 4d6 + 4 cold damage on a failed save, or half as much damage on a successful one. A creature moving through the sheet of frigid air for the first time on a turn must make a Constitution saving throw against the wall instead of a Dexterity save.

## GAS BOMB

*Cypher, rare*

This metal wristband sometimes emits smelly fumes from small pores on its surface. As your attack action, you can use it to launch a small capsule at an area

*Creatures that do not need to breathe or are not alive may be unaffected by many kinds of gas bomb poisons.*



(range 30/120). The capsule explodes when it hits a creature or solid object (such as the ground), creating a poisonous cloud that fills a 10-foot-radius sphere. The cloud lingers for 1d6 rounds unless conditions dictate otherwise. All creatures within the cloud (and any creature that enters it for the first time on a turn) must succeed on a DC 13 Constitution saving throw or suffer an effect. The effect of a failed saving throw on a target depends on what kind of poison it is:

- 01–10 *Harmless thick smoke*: occludes sight while the cloud lasts but has no other effect.
- 11–20 *Choking gas*: choking and coughing incapacitates and suffocates for 6 rounds.
- 21–50 *Poison gas*: deals 2d6 + 2 poison damage (half damage on a successful save).
- 51–60 *Corrosive gas*: deals 2d6 + 2 acid damage (half damage on a successful save).
- 61–65 *Hallucinogenic gas*: hallucinations and visions incapacitate for 6 rounds.
- 66–70 *Nerve gas*: grants disadvantage on Dex rolls and saves for 6 rounds.
- 71–80 *Mind-numbing gas*: deals 2d6 + 2 psychic damage (half damage on a successful save).
- 81–83 *Fear gas*: frightened and flees in a random direction (or is paralyzed with fear) for 6 rounds.
- 84–86 *Amnesia gas*: permanently loses all memory of the last minute.
- 87–96 *Sleep gas*: falls asleep for 6 rounds (or until they take damage or are shaken or slapped awake).
- 97–00 *Rage gas*: uses its action to make a melee attack against a randomly determined creature within its reach for the next 6 rounds (if no creature is in reach, it instead does nothing on its turn).



## GAUNTLET OF PROTECTION

*Iron flesh, uncommon (requires attunement)*

This prosthesis replaces one of your hands with a slightly oversized metallic version that allows you to use your hand normally. It has 4 charges and regains 1d4 expended charges daily at dawn. As a reaction (1 charge) you can take when attacked, the gauntlet manifests a small plane of pure translucent force that flickers and gleams, taking on a shield-like shape that hovers near you for 1 round, granting you a +2 bonus to AC and advantage on saving throws against spells and other magical effects.

## GAUNTLET OF SHIELD BRANDISHING

*Iron flesh, very rare (requires attunement)*

This prosthesis replaces one of your hands with a slightly oversized metallic version that allows you to use your hand normally. The gauntlet has 10 charges and regains 1d10 expended charges daily at dawn. It has the same shield-generating function as the gauntlet of protection, plus the following additional abilities.

If you expend 3 charges as an action, the shield manifested lasts for 1 minute instead of 1 round.

If you expend 5 charges as an action, instead of creating a shield (or replacing your shield if already manifested), you create a shimmering force wall within 10 feet of you that lasts for up to one hour (or until you manifest a shield again). The immobile plane of solid force is up to 20 feet wide and tall, and 1/4 inch thick. The plane of the force wall conforms to the space available. If the wall cuts through a creature's space when it appears, the creature is pushed to one side of the wall (your choice which side).

Nothing can physically pass through the wall.

## GLOWBRAND

*Relic, uncommon*

This adhesive patch gently sticks to metal, flesh, leather, and many other substances. As a bonus action you can tap it in a specific sequence to set it to bright light, dim light, or off. When set to bright light, it provides bright light within 120 feet for one hour. When set to dim light, it provides dim light within 60 feet, indefinitely.

A glowbrand has a depletion of 1 in 1d20, checked each time you set it to bright light.

## GLUE EMITTER

*Cypher, uncommon*

This fat synth ring is almost as long as your knuckle, has a small aperture on one side and a dial on the opposite side. You can activate it in one of two modes: slow or fast. In slow mode, the aperture produces a liquid glue that hardens after a preset time (anywhere from one round to one minute, depending on how you set the dial) into a hard, permanent synth bond. The hardened glue has a DC of 13. The glue won't stick to or bond with the cypher itself. The cypher can produce a line of glue that is 1 inch in diameter and about 50 feet long, enough to affix a 10-foot-square panel to a wall or seal shut a couple of human-sized doors. Ten minutes after you first activate the cypher, the remaining glue clogs it up and makes it unusable.

In burst mode, the cypher acts much like a [detonation of webs](#) cypher, except the rapidly cured glue lasts only about 10 minutes before degrading.

## GOLDEN AURA CLOAK

*Relic, uncommon*

This surplice-like garment is embedded with bulky devices. When activated as your action, it creates a calming golden radiance for about 10 hours. This glow provides dim light within 60 feet. Anyone within the glow has advantage on Persuasion, pleasant interactions, and Intelligence saving throws. Anyone who spends Hit Dice for healing while within the glow can reroll each Hit Die and take the better result.

A golden aura cloak has a depletion of 1 in 1d20.



*Detonation of webs, page 66*

## GRAVITEVATOR

*Relic, uncommon*

This heavy backpack-like device is made of metal, glass, and unknown materials. As your action, you can unfold it into a 3-foot-square platform, which activates it for one hour. If you stand on the platform, you can use your bonus action to have it levitate you to whatever height you say, up to a maximum of 120 feet above the platform. If the platform is set up next to a structure, you can safely step from this levitated elevation onto the structure. If you step from a higher elevation into the space above the platform, it automatically catches you and levitates you down to the platform.

A gravitevator has a depletion of 1 in 1d20, checked each time it is activated.

## GRAVITY CHANGER

*Cypher, rare*

This pair of metallic plates is held together by a weak magnetic attraction, and weighs much less than would be expected. When you activate the cypher, the direction of gravity changes in the space between the plates (up to a sphere 60 feet across), as decided by you using settings on one of the plates. The warped gravity could be continuous across the affected area, or it could bend and curve, changing directions within the area up to five times. The strength of gravity in the area is always normal, but it might pull things sideways or at an angle instead of directly down. The warped gravity lasts for a day.

## GRAVITY NULLIFIER

*Cypher, uncommon*

This metal ring has an unusual buoyancy and inertia (like a gyroscope). When you activate it, you can levitate up or down 20 feet as part of your move. If you are not on the ground, you can only move horizontally by pushing or pulling against a fixed object within reach (such as a wall or ceiling), which allows you to move as if you were climbing. The effect lasts for one hour. A typical gravity nullifier has a weight limit of 300 pounds.

*Because a gravitevator doesn't require attunement, after activation, anyone can use it to levitate up or down.*

*Gravity nullifiers are frequently called flight rings or belts, levitators, or invisible wings.*

## GRAVITY-NULLIFYING SPRAY

*Cypher, uncommon*

When you activate this synth and glass canister, it sprays elastic droplets up to 10 feet. The spray dries within seconds, creating an invisible coating. Any object coated by the droplets floats 1d20 feet in the air permanently and no longer has weight if carried, though it needs to be strapped down to prevent it from floating off with air currents. The spray can completely coat one Medium object or about a 10-foot-by-10-foot flat area (such as a wall).

## HARDENING SPRAY

*Cypher, uncommon*

This bulky handheld device has a large tank and a rubbery hose with a wide aperture. When activated as your action, a fine mist of scintillating dust emanating from the device covers and adheres to walls or defensive structures of up to 30 feet wide by 30 feet tall per round; the cypher has about 10 rounds worth of charge, which means a total area of up to 300 feet by 300 feet could be so treated. For the next day, the walls and structures sprayed gain a +5 bonus to their object AC (to a maximum of 22).

## HARMONY LAMP

*Cypher, uncommon*

The interior of this crystal orb intermittently glows even in its passive state. When activated, for the next hour it emits a combination of colored light, gentle sound, subtle odors, and healing nanobots that permeate a 30-foot-radius sphere, which together make everyone there more open-minded and relaxed. Creatures who've made up their minds about a topic may be open to revisiting the issue. Everyone gains advantage on Animal Handling and Persuasion rolls. Any characters spending Hit Dice to regain hit points in the area add their proficiency bonus to the amount they heal from resting.



## HEADROOM HELMET

*Relic, rare*

This helmet is made of a hard, smooth, clear substance similar to crystal. When worn, your head and most of the helmet except for a metallic collar protrude into an artificial extradimensional space just large enough for comfort. The helmet allows you to see, hear, and communicate into the Material Plane almost normally, though with some distortion. To observers, it seems as if you have no head. While worn, you gain resistance to psychic damage, immunity to attacks that would blind you, as well as any other attacks that require your head to be targeted for the effect to be transferred.

A headroom helmet has a depletion of 1 in 1d100, checked per day of use. When it depletes, there is a chance of an **accidental rift**.

## HEALING SWORD

*Relic, uncommon*

This sword-like blade has a strange hilt made of several exotic materials. As your bonus action, you can squeeze the hilt in a precise way, causing it to inject a healing substance into your body, restoring 1d8 + 1 hit points.

A healing sword has a depletion of 1 in 1d10, checked each time the healing ability is used. When the healing ability depletes, it still functions as a normal sword.

## HEALTH RESONATOR

*Cypher, uncommon*

This bulky device requires two hands to use, partly because of its size and partly because the controls are inconveniently placed. When activated, all creatures within a 60-foot cube gain 5 temporary hit points. These last about an hour, unless they are depleted first.

## HEAT NODULE

*Cypher, uncommon*

This deep orange crystal nodule must be affixed to a melee weapon to function; applying the nodule takes an action. The affected weapon then gains the following additional ability for 1 day. Each time the nodule-bearing weapon strikes a solid creature or object, it generates a burst of heat, dealing 1d6 fire damage.

## HELM OF ILLUSION

*Iron flesh, rare (requires attunement)*

This smooth helm permanently covers your head, giving you a mirror-like expanse instead of a face. You can see, breathe, eat, hear, and speak normally; from your perspective, you still retain your normal features. However, all others see only their own faces reflected back; this situation confers disadvantage to your Persuasion attempts.

The helm has 4 charges and regains 1d4 expended charges daily at dawn. If you expend 1 charge, you can create a single image of a creature or object within 10 feet of you. The image must fit within a 10-foot cube. The image can move (for example, you could make the illusion of a person walk or attack), but it can't leave the area defined by the cube. The illusion includes sound but not smell. It lasts for 10 minutes, but if you want to change the original illusion significantly—such as making a creature appear to be wounded—you must concentrate on it again as your action. If you move more than 20 feet away from the area, the illusion vanishes. If directly interacted with, the illusion is revealed as a mere image.

*Accidental rifts, page 258*



## HELM OF METAL CONTROL

*Iron flesh, uncommon (requires attunement)*

This helm studded with strange devices is permanently attached to your head; however, an opening in the front and sides allows you to see, breathe, eat, hear, and speak normally.

The helm has 4 charges and regains 1d4 expended charges daily at dawn.

You can exert force on metal objects within 50 feet that you can see or sense for one round as your action (1 charge). You can use it to move metal objects, push against metal objects, and so on. Strength contests to resist your manipulation are DC 15. For example, in your round, you could lift and pull a light metal object anywhere within range to yourself or move a heavy object (like a piece of furniture) about 10 feet. This power lacks the fine control to wield a weapon or move objects with much speed, so in most situations, it's not a means of attack. You can't use this ability on your own body. The power lasts for one hour or until the iron flesh's charges are depleted on some other use, whichever comes first.

## HELM OF METAL MASTERY

*Iron flesh, very rare (requires attunement)*

This helm studded with strange devices is permanently attached to your head; however, an opening in the front and sides allows you to see, breathe, eat, hear, and speak normally.

The helm has 20 charges and regains 1d20 expended charges daily at dawn. It has the same metal-moving function as the helm of metal control (except the DC for Strength contests is DC 17), plus a couple more abilities.

If 2 charges are expended as a reaction you can take when attacked, you gain advantage against one incoming attack that uses metal. If you spend 4 charges as a reaction you can take when attacked, all incoming, ranged, metallic projectile attacks (such as arrows, bullets, a thrown metal knife, and so on) are pulled to ground, giving you immunity to such attacks until your next turn begins.

Finally, if you expend 5 charges, you reshape a metallic item as you desire as

your action. The item must be within sight and within 60 feet of you, and its mass can be no greater than your own. You can affect multiple items at once as long as their combined mass falls within these limits, including fusing multiple items together. You can use this power to instantly tear, rip, or burst a Large or smaller nonmagical metal object; if the target is a Huge or larger metal object or, this function tears a 10-foot-cube portion of it (a magic metal item is unaffected by this function).

Alternatively, you can expend 5 charges to craft metal into another desired shape (crudely, unless you are proficient with tools related to the object you are trying to create) as your action.

You can then move the new object anywhere within range. For example, you could take a few metal shields, fuse them together, and use the resulting shape to block a doorway. You can use this ability to make an attack—causing a foe's armor to constrict, rendering a metal item into shards that you fling across the battlefield, and so on—against one target within short range. Regardless of the form of the attack, it is DC 17 to resist and a successful attack deals 8d8 damage (bludgeoning or slashing, depending).

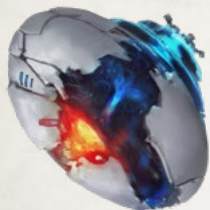
## HELM OF PHANTASM

*Iron flesh, legendary (requires attunement)*

This smooth helm permanently covers your head, giving you a mirror-like expanse instead of a face. You can see, breathe, eat, hear, and speak normally; from your perspective, you still retain your normal features. However, all others see only their own faces reflected back; this situation confers disadvantage to your Persuasion attempts.

The helm has 20 charges and regains 1d20 expended charges daily at dawn. It has the same illusion image function as the helm of illusion, plus a couple more abilities.

If 2 charges are expended, you can create an illusory guise to appear as someone or something else, roughly of your size and shape, for up to one hour. Once created, the disguise requires no concentration. For





each additional charge you spend, you can disguise one other willing creature within 10 feet. All disguised creatures must stay within sight of you or lose their disguise. A creature that becomes suspicious of the disguise can use its action to inspect your disguise and make an Intelligence (Investigation) check against DC 17. If it succeeds, it becomes aware of the disguise.

If you expend 4 charges, the helm creates images that would appear terrifying to creatures that you choose within a 120-foot-radius sphere centered on you. Those images appear within that area and menace the appropriate creatures. Each creature you want to affect must succeed on a DC 17 Wisdom save, or flee in terror for 1 minute, pursued by its nightmares. Success means the creature ignores the images, which do not hamper it in any way.

Finally, you can make the illusion you create that fits within a 10-foot cube (as described in the helm of illusion) permanent if you expend 8 charges. Even if someone sees through the illusion or disperses it, the illusion returns again later, seeming as real as ever.



## HIDING ALARM NODULE

*Cypher, very rare*

This starfish-like device is made of crystal and synth. When placed on a numenera structure (no larger than a 60-foot cube) and activated, the cypher protects the structure from attacks. For the next day, if the structure is hit hard enough to take damage, it goes out of phase for one hour. Everything inside the structure goes out of phase as well, although leaving the structure ends the departing occupant's phased state.

*Out-of-phase objects can't be affected by normal matter but can be attacked with energies tuned to attacking out-of-phase targets.*

## HOVER BELT

*Relic, uncommon*

This odd-fitting metallic mesh belt has a metal box attachment with several dial controls. When activated as your action, the belt functions for 10 minutes. While the belt is active, as your move you can manipulate the dials to make yourself float 20 feet up or down, or up to 5 feet sideways.

A hover belt has a depletion of 1 in 1d20, checked each time you activate it.

## HOVER SQUARE

*Relic, uncommon*

This thick piece of stiff material is approximately 1 foot square and unfolds into a square that is 8 feet by 8 feet, with subtle control buttons built flush into its top surface. When activated as your action, the unfolded square hovers slightly off the ground for one hour. The hovering platform can hold up to 5,000 pounds, and a person riding it can use their move to press the control buttons to move the platform up to 60 feet horizontally. The platform cannot otherwise fly—it moves like a ground vehicle.

A hover square has a depletion of 1 in 1d20, checked each time you activate it.

## HUNTER/SEEKER

*Cypher, rare*

This tube-like apparatus is worn over one shoulder like a satchel. As your attack action, you can use it to launch an intelligent missile at a target you specify. You must be able to see the target and it must be within 120 feet. The missile tracks the target, and if it misses, it continues to attack three more times until it hits or has used all four of its attempts. Different hunter/seekers have different effects:

01–50 Target takes 4d6 + 4 piercing damage.

51–80 Target takes 2d6 + 2 piercing damage and must make a DC 15 Constitution saving throw or take 2d6 + 2 poison damage, or half damage on a successful save.

81–90 Explodes in a burst of flame. Targets within 10 feet must make a DC 15 Dexterity save (the target has disadvantage on this save). Targets take 2d6 + 2 fire damage on a failed save, or half damage on a successful one.

91–95 Target takes 2d6 + 2 lightning damage and must make a DC 15 Constitution saving throw or be incapacitated for 3 rounds on a failed save, or no additional effect on a successful one.

96–00 Target must make a DC 15 Dexterity saving throw (the target has disadvantage on this save). The target is covered in an instantly-hardening sticky goo on a failed save (as detonation of web cypher), or not affected on a successful one.

## IMAGE PROJECTOR

*Cypher, uncommon*

This heavy headband has a small device attached to its front end. As your action, you can activate it so it creates an immobile image for one hour. The image appears up to 60 feet away. Scenes include movement, sound, and smell, but not tactile effects. In effect, this is a nonmagical illusion with DC 13. The image is built into the device

and what image appears is not under your control:

01–20 Terrifying Large creature of an unknown species, perhaps one no longer alive in the world

21–40 Gargantuan machine that obscures sight

41–50 Beautiful pastoral scene filling a 50-foot cube

51–60 Food that looks delicious but may not be familiar to you, filling a 10-foot cube

61–80 Solid color that obscures sight in a 50-foot cube

81–00 Incomprehensible scene in a 20-foot cube that is disorienting and strange

## IMAGER

*Relic, uncommon*

This rectangular handheld device has a clear panel of glass-like material. As a bonus action, you can use the imager to record the image (more accurate and realistic than a painting by a skilled artist) of anything viewed through the clear panel. The imager can store thousands of images, and you can use your action to make it display any image it has stored.

An imager has a depletion of 1 in 1d100. When it depletes, all images stored on it are lost.

## IMMOBILIZER

*Cypher, uncommon*

This wand-like device has a group of open hexagonal tubes at one end. As your attack action, you can use the device to create a mass of rapidly expanding and hardening foam at one target (range 20/60). The target must make a DC 13 Dexterity saving throw with disadvantage. On a failed saving throw, the target is restrained by rock-hard foam. A creature restrained by the foam can use an action once per minute to make a Strength check with disadvantage against the cypher's save DC 13. If it succeeds, it breaks free and is no longer restrained. After an hour, the foam crumbles into powder.





## INFERNO WALL PROJECTOR

*Cypher, rare*

When activated, this synth and metal device creates a wall of extreme heat, 30 feet long and 1 foot thick, which lasts for 10 minutes. When the wall first appears, each creature within its area must make a DC 17 Dexterity saving throw. That creature takes 4d6 + 4 fire damage on a failed save, or half as much damage on a successful one. A creature moving through the wall for the first time on a turn must make a Constitution saving throw against the wall instead of a Dexterity save.

## INFILTRATOR

*Cypher, uncommon*

This saucer-sized device has a loosely-attached thumbnail-sized piece. When activated, the device adheres to your temple and launches the smaller piece in the direction you indicate. The small piece can fly, can see in all directions out to 150 feet, and identify basic layout, creatures, and major energy sources within its sight range. Its movement is blocked by any physical or energy barrier. Both parts of this cypher stop working when the smaller piece has moved a total of 1,500 feet.

## INFRASTRUCTURE DRILL

*Cypher, uncommon*

This device is a large sphere with a spiral of dense crystals extending from one end. When placed on or near a structure and activated, it drills into under the structure for the next hour, creating a series of tiny tunnels that weaken the structure and other structures within 100 feet. The affected structures gain vulnerability to all damage.

## INSTANT BRIDGE

*Relic, uncommon*

This handheld device looks like a rod with a few controls on one end. You can use your action to make it shoot a cable up to 120 feet away. The end of the cable has a powerful magnet that automatically sticks to any metal surface it strikes. When you anchor the other end (by tying it in place or connecting the embedded magnet to another metal surface), the cable automatically goes taut and extends horizontal planks to create a narrow bridge about 3 feet wide. The bridge can support 1,000 pounds. You can use your action to disengage the magnets, withdraw the planks, and retract the cable into its portable rod form.

An instant bridge has a depletion of 1 in 1d20, checked each time you launch the cable.

## INSTANT ITEM

*Cypher, uncommon*

This angular amulet has a two-stage activation. The first time you activate it, it synchronizes with an object you are touching. The object must be something you can hold in one hand (up to about the size of a shield). The synchronized object then vanishes into a pocket of subspace, stored away safely. If you activate the amulet a second time, or if the amulet is destroyed, the stored object immediately appears in your hand.

*An instant bridge could, in theory, be used to grab a metallic target and pull it toward you. The object would need to weigh less than you. Your attack roll to hit the target has disadvantage because the device is not meant for such precision work.*

**Infiltrator device:** As type one basic automaton, with fly 60 feet (hover) and no attacks.

*Basic automaton, page 246*

*An attempt can be made to track down and intercept an active infrastructure drill, but doing so is a DC 15 Wisdom (Survival) check. Because of its speed and erratic motion, waiting 1 minute or more after finding it means it has moved to another area.*



*Basic automaton,  
page 246*

## INSTANT SERVANT

*Cypher, uncommon*

This plate-sized device is made of synth and metal. When you activate it, it expands into a humanoid **type one basic automaton** that is roughly 2 feet tall. It can understand your verbal commands (commanding it is not an action). It can attack or perform actions as you order to the best of its abilities, but it cannot speak. It never voluntarily goes more than 120 feet away from you. At the GM's discretion, the servant might have specialized knowledge, such as how to operate a particular device. Otherwise, it has no special knowledge. In any case, the servant is not artificially intelligent or capable of initiating action. It does only as commanded. The servant operates for 3 hours.

## INSTANT SHELTER

*Cypher, uncommon*

This handheld device has multiple apertures and coiled tubes. When you activate it in the presence of air and at least one gallon of water (it can draw water vapor from the air on a humid day outside), it rapidly builds a simple one-room structure with a door and a transparent window. The structure is 10 feet by 10 feet by 20 feet and is made from stone. It is permanent and immobile once created.

## INSTANT WALL

*Cypher, uncommon*

This handheld device has multiple apertures and coiled tubes. When you activate it in the presence of air and at least one gallon of water (it can draw water vapor from the air on a humid day outside), it rapidly builds a simple wall up to 10 feet tall, 30 feet long, and 2 feet thick. The wall is made from stone. It is permanent and immobile once created.

*Detonation of matter  
disruption, page 64*

## INSTANT WORKSHOP

*Cypher, rare*

This small device expands into a sturdy workbench that fixes itself in place. The workbench provides an adjustable-height work surface with a light and a variety of attached tools suitable for working with numenera and crafting mundane objects (effectively these are carpenter's tools, cobbler's tools, leatherworker's tools, mason's tools, smith's tools, tinker's tools, and woodcarver's tools). The workbench and all its components are made of steel, and the workbench is permanent and immobile once created.

## INTELLECT BOOST

*Cypher, uncommon*

When you place this adhesive patch on your skin as an action, you gain advantage on Intelligence ability checks for 1 hour.

## INTELLECT ENHANCEMENT PATCH

*Cypher, common*

This adhesive patch is saturated with a slimy goo and threaded with fine silver wires. When you activate it by placing it on your head and slapping it, it increases the efficiency of your brain. You gain advantage on all Intelligence ability checks and saving throws for 1 hour.

## IRON TAMER

*Cypher, very rare*

This bulky device has many dials, screens, and sensors, and must be set on the ground to be used. When you activate it, it creates an immobile 60-foot-radius sphere that suppresses the activity of dangerous nanobots, such as a **detonation of matter disruption**. Within the sphere, these nanobots are immediately negated and destroyed, producing no harmful effect. The suppressing sphere lasts for 10 hours—which, hopefully, is long enough to ride out an entire storm of iron wind.





## KAON PRESERVER

*Cypher, uncommon*

This crystal handheld device is filled with tiny glowing blue vortices of concentrated force. If activated as your action, a target within 5 feet of you must succeed on a DC 13 Constitution saving throw or become locked in temporal stasis for an amount of time you specify when you activate it, with no apparent maximum value. Another kaon preserver can prematurely break this stasis. (Temporal stasis is a state in which the flow of time stops for the subject, but not for everyone else around subject.) Attacks against a subject in stasis are ineffective unless they are **transdimensional** in nature.

## KINETIC SHIELD

*Relic, rare*

This object is composed of a band that can be worn around the wrist with a metallic-crystal device attached. When this device is activated as a reaction when a physical projectile such as an arrow, thrown knife, or bullet-like missile comes within 4 inches of the wearer's body, a powerful energy field activates automatically and attempts

to slow or deflect the projectile. You have a +1 bonus to AC and advantage on Dexterity saves against such attacks.

A kinetic shield has a depletion of 1 in 1d10.

## KNOWLEDGE ENHANCEMENT

*Cypher, common*

When you place this silvery adhesive patch on your skin as an action, you can apply double your proficiency bonus to any check related to finding, salvaging, identifying, understanding, or using devices of the numenera for 1 hour.

## LACEWING SHIRT

*Relic, very rare*

This shirt-like garment is covered in overlapping scales made of an unknown flexible cloth-like substance. When activated as your action, the scales expand into hundreds of lacy bright green wings, granting you a fly speed of 120 feet for the next 5 minutes. You steer by adjusting the angle of your arms, and cannot use your arms for anything else while flying or you will fall.

A lacewing shirt has a depletion of 1 in 1d20.

*Sometimes the cyphers in the form of adhesive patches refuse to come off immediately, becoming a colorful tattoo that the character wears for a few weeks or months until it finally flakes off.*

*Transdimensional attacks, such as those made by a transdimensional ray projector, breach multiple dimensions, including the dimension of time.*

*Transdimensional ray projector, page 120*

## LAUNCHER

*Relic, uncommon*

This metal tube, wrapped in winding smaller tubes of strange material, projects anything placed in it no larger than the size of a fist with great force. When activated as your action, it launches the object up to 1,000 feet away. If used as an attack with an inert object like a rock, one target you can see within 500 feet must succeed on a DC 15 Dexterity saving throw or take 5d8 bludgeoning damage. If something more potent were projected, such as a **detonation of flesh-rotting**, the target would be subject to the same attack and damage, plus save against the effect of the detonation.

A launcher has a depletion of 1 in 1d20.

## LEADERSHIP BUD

*Cypher, uncommon*

This small sphere of flesh is infused with metallic threads. It must be affixed to a living creature in order to function; applying the bud takes an action. Once applied, it temporarily grafts to you, unleashing microfilaments that enter your brain. For the next day, the bud whispers helpful advice that grants advantage to all Intelligence, Wisdom, and Charisma ability checks. The bud dries up and falls off after it has provided its benefit, leaving only a tiny blemish.

A leadership bud has an automatic depletion; it can be used only once.

## LIGHTNING WALL PROJECTOR

*Cypher, uncommon*

When you trigger this fist-sized **complex machine** by fixing it to the ground as your action, you create a wall of lighting up to 30 feet by 30 feet by 1 foot within 30 feet of the device. When the wall appears, each creature within its area must make a DC 13 Dexterity saving throw or take 5d8 lightning damage, or half that if successful. Creatures that attempt to pass through the wall face the same effect; in addition, those that fail their saving throw are thrown back and cannot pass that round.

## LIGHT SPIKE

*Relic, rare*

When this fingerless glove of semirigid smooth substance is activated as a bonus action, a spike of solid, red-hot energy is emitted from the back of your hand, fixed and hovering, which lasts for 10 minutes. If you are proficient with unarmed attacks, you are proficient with the activated light spike. You gain a +2 bonus to attack and damage rolls made with this weapon, which deals fire damage instead of slashing damage. When you hit with it, that target takes an extra 1d8 fire damage.

A light spike has a depletion of 1 in 1d10.

## LIQUID ARMOR

*Relic, rare*

This silk-like belt with two metallic cylinders attached to it is heavier than it looks. When activated as a bonus action, a liquid sprays out of the cylinders on the belt. A humming field shapes this strange fluid, causing it to form a protective shell around you, not unlike plate armor, which lasts for four hours (or until deactivated). The fluid becomes immediately—but selectively—rigid when struck, providing a +1 bonus to AC.

Liquid armor has a depletion of 1 in 1d20.

## LIQUID SWORD

*Relic, rare*

This silk-like wristband with a metallic cylinder attached to it is heavier than it appears. When activated as a bonus action, a liquid sprays out of the cylinders on the belt. A humming field shapes this strange fluid, causing it to form a sword-like shape. The fluid becomes immediately rigid and incredibly sharp, and can be wielded as a weapon (**any sword**) for up to four hours, or until deactivated. When you attack with the liquid sword and hit, maximize your weapon damage dice against the target.

A liquid sword has a depletion of 1 in 1d20.

*Detonation of flesh-rotting, page 63*

*Numenera Device Shapes and Materials, page 254*

*With a little fiddling, a liquid sword wielder can cause the rigid sword that forms to take the shape of any desired sword.*



## LIQUID TRANSFER ORB

*Relic, rare*

This head-sized amber orb is inscribed with countless tiny metallic lines. Using the relic requires a few rounds. First, the orb is broken into two halves. One half must be submerged in a liquid medium of any kind. Then, at any later date, the other half can be activated as your action. For the next day (or until deactivated), liquid from the submerged half of the relic pours out of the other half, teleported across any distance (including planar separations). Up to 150,000 gallons can be transferred during a one-day activation period.

A liquid transfer orb has a depletion of 1 in 1d100.

## LIVING ARMOR SHEATH

*Relic, rare*

When not affixed to a creature, a living armor sheath looks like a mass of heavy fabric. When being used, it looks like heavy, leathery flesh. Wriggling into the living armor sheath takes a couple rounds. It is worn directly on your skin (and under clothes and other armor; however, the skin bulks you up, requiring some wardrobe changes if your clothing was already tight). The living material adheres and conforms to your body shape. Once in place, you have advantage on saves to resist poison and disease and gain a +1 bonus to AC.

A living armor sheath has a depletion of 1 in 1d20, checked each day of use.

## LIVING CONCEPTUALIZATION SHEATH

*Relic, uncommon*

This looks like a mass of heavy fabric. When worn, it adheres and conforms to your body shape so it looks like heavy, leathery flesh. You gain advantage on Intelligence, Wisdom, and Charisma saving throws. Because the sheath is so bulky, you cannot wear armor over it. You can remove it as your action (which does not harm or deplete it).

A living conceptualization sheath has a depletion of 1 in 1d100, checked each day of use.

## LORE SIPHON

*Cypher, rare*

When you activate this metal and synth amulet, it connects you with an unknown intelligence (perhaps a creature, perhaps a machine, or something even stranger). The connection remains open for about 1 minute, during which time you can ask one question. The GM answers each question with one word, such as “yes,” “no,” “maybe,” “never,” “irrelevant,” or “unclear” (if the entity doesn’t know the answer to the question). If a one-word answer would be misleading, the GM might instead offer a short phrase as an answer.

## MACHINE CONTROL IMPLANT

*Cypher, uncommon*

This metal disc adheres to your forehead. When activated as an action, the cypher splits into two pieces. One remains adhered to your forehead; the other can be affixed to a numenera device that you can reach. You can then use your mind to control the device up to 120 feet away that you can sense or see for up to one hour, bidding it to do anything it could do normally. Thus, a device could be activated or deactivated, or a machine capable of movement (like a vehicle) could be guided. If the control half is affixed to a machine that is also a creature, it can attempt a DC 13 Wisdom saving throw each round to ignore your command.

## MACHINE STEED

*Relic, rare*

This device looks like a large metal barrel weighing 100 pounds, made of multiple sections held together by a hard, flexible material. When activated as your action, it unfolds legs, struts, and other odd devices until it vaguely resembles a quadruped creature such as a horse with a built-in saddle. It serves you as a fearless steed. It has the game stats of a riding horse, except it has AC 15 and the construct type. You gain advantage on all riding rolls for controlling the mount. You can use your action to return it to its barrel form.

A machine steed has a depletion of 1 in 1d100, checked each day of use.

*Some machine steeds don't look like any recognizable creature that exists in the world today, and may have more or fewer limbs, but they function essentially the same as the horse-like version.*

## MACHINE STIMULATOR

*Relic, very rare*

This 15-foot-tall collapsible metal tripod has a large, directional crystal dish-like projection at the top. It takes two actions to assemble and set up this device, and then it requires your action to activate. When activated, this device produces an invisible signal that fills a 2-mile sphere centered on the tripod, so long as the tripod has direct line of sight. Within the affected area, numenera devices—including automatons and some creatures that are part machine (including PCs with iron flesh)—gain advantage (when applicable) on all checks, attacks, and defenses for one hour. In addition, any time a cypher would burn out after being used, treat it instead like a relic with a depletion of 1 in 1d4 while the stimulation signal lasts.

A machine stimulator has a depletion of 1 in 1d6.

## MAGNETIC ATTACK DRILL

*Cypher, rare*

This fist-sized sphere has a thick screw protrusion. When thrown at a target within 60 feet as your action, the target must succeed on a DC 15 Dexterity saving throw or the cypher begins drilling into the target, dealing 6d6 piercing damage. The drill remains stuck in the target and continues to drill down until it is dislodged. At the start of each of its turns until the drill stops, the target must succeed on a DC 15 Constitution saving throw or take 1d6 piercing damage. On a successful save, the drill is dislodged, at which point the cypher becomes inert. If the target is wearing metal, is made of metal, or is sporting one or more pieces of iron flesh, their saves against the drill have disadvantage.

## MAGNETIC MASTER

*Cypher, rare*

This small, pyramid-shaped metallic device can be used as an action to establish a connection with one metal object within 60 feet that a human could hold in one hand for one hour. After this connection is established, you can move or manipulate the linked object anywhere within 60 feet

(each movement or manipulation is an action). For example, you could wield a weapon or drag a helm affixed to a foe's head to and fro (giving them disadvantage on their actions).

## MAGNETIC SHIELD

*Cypher, uncommon*

This small, pyramid-shaped device can be activated as an action. For one hour, metal objects cannot come within a 10-foot-radius sphere of the activated device. Metal items already in the area when the device is activated are slowly pushed out at a rate of 5 feet per round. Strength contests to resist this push are versus DC 13, which increases by +1 per round the force is successfully resisted, up to a maximum of DC 25.

## MASK OF MACHINE COMMAND

*Iron flesh, legendary (requires attunement)*

This implanted mask permanently attaches just like a mask of machine speaking, and conveys the function of a mask of machine speaking. In addition, it has 5 charges. It regains 1d4 + 1 expended charges daily at dawn.

You can expend 2 charges as an action to attempt to take command of a machine within 60 feet that you can see or sense. It must succeed on a DC 17 Wisdom saving throw or obey your will for one hour. (Advantage applies to its saving throw if you or your allies are already embroiled in a conflict with it.) If you expend all 5 charges instead of 2 charges, you can either increase the DC to 19 or increase the duration to 8 hours.

While charmed, you enjoy a machine channel of communication with the target that extends across all locations. This channel allows you to sense using the machine's senses if you use an action to do so. You can issue commands (no action required) that the machine attempts to obey. Each time the commanded machine takes damage, it makes a new Wisdom saving throw against the effect. If the saving throw succeeds, the effect ends.

*The obscure term "magnetic" is associated with many arcana of the Ancients. Apparently, it is the term Ancients used to describe that strange force that infuses lodestones.*



## MASK OF MACHINE SPEAKING

*Iron flesh, uncommon (requires attunement)*

This implanted mask covers your face, neck, arms, and hands with a permanent silvery-gold tracery that pulses with threads of light. The iron flesh conveys information to you regarding machines, including **cyphers**, **relics**, and other instances of **iron flesh**, giving you advantage on tasks for finding and salvaging them, but also when attacking or interacting with machines.

## MATTER EVAPORATOR

*Cypher, rare*

This bulky backpack-like metal device has a connected tube with a metal mouth at one end. When activated as your action, the mouth sprays a thick, bubbling fluid that dissolves and erases a Large or smaller object within 5 feet that has an object AC of 21 or less. Bigger targets lose a 10-foot-cube portion to the substance. A creature targeted by this cypher must succeed on a DC 17 Dexterity saving throw or take 10d6 + 40 acid damage.

## MELDING PROJECTOR

*Relic, very rare*

This handheld device always hums, though it's only audible within 5 feet. When activated as your action, the device emits a subtle bonding influence—either immediately or up to 1 minute later (your choice)—in a 120-foot sphere centered on the device that causes all surfaces in contact with other surfaces to bond together for about an hour. The bond can be broken with a successful DC 13 Strength (Athletics) check. Note that surfaces include creatures holding weapons, creatures attempting to fire a ranged weapon (the ammunition is bonded into the weapon), creatures who blinked their eyes shut when the relic was used, and creatures standing on a surface. Breaking a bond doesn't inflict damage (usually), and once a bond is broken, it does not reform.

A melding projector has a depletion of 1 in 1d6.

## MEMORY EXTRACTOR

*Relic, rare*

These thick lenses protrude from a slender device worn on the upper face and eyes. When activated as your action, you can selectively delete one specific memory from a target within 10 feet that you vocally specify if the target fails a DC 15 Wisdom saving throw. (The target must be able to hear and understand you.) Memories most easily deleted are those of specific incidents whose duration was no more than about a minute. Memories that are interwoven into a target's daily existence (like their name, how to speak, the names of ordinary things, and so on) can't be deleted, though attempting to do so stuns the target on a failed save, preventing them from taking their next turn.

A memory extractor has a depletion of 1 in 1d20.

## MEPHITIC STAFF

*Relic, uncommon*

This relic is a short metal and glass tube fitted onto a well-made wooden quarterstaff. When activated as a bonus action, usually made as part of a successful attack, the tip of the staff releases a concentrated blast of noxious fumes. In addition to taking 1d6 bludgeoning damage from this simple melee weapon, an affected creature must succeed on a DC 13 Constitution saving throw or lose its next turn to coughing and choking.

A mephitic staff has a depletion of 1 in 1d20.

## MEMORY GOGGLES

*Cypher, uncommon*

When these goggles are activated as an action, you mentally record everything you see for 2 minutes and store the recording permanently in your mind. (You must be wearing the goggles to gain this benefit). This cypher is useful for watching someone pick a specific lock, enter a complex code, or do something else that happens quickly.

*Naming a memory the target doesn't have while using a memory extractor relic has no effect.*

*Cyphers, page 40*

*Relics, page 45*

*Iron flesh, page 49*

Some mental scramblers only have one effect for the entire duration of their effect, rather than switching every round.

Some metabolism buds at higher rarities increase the metabolism by 2 or more points to a maximum of 25 or even higher.

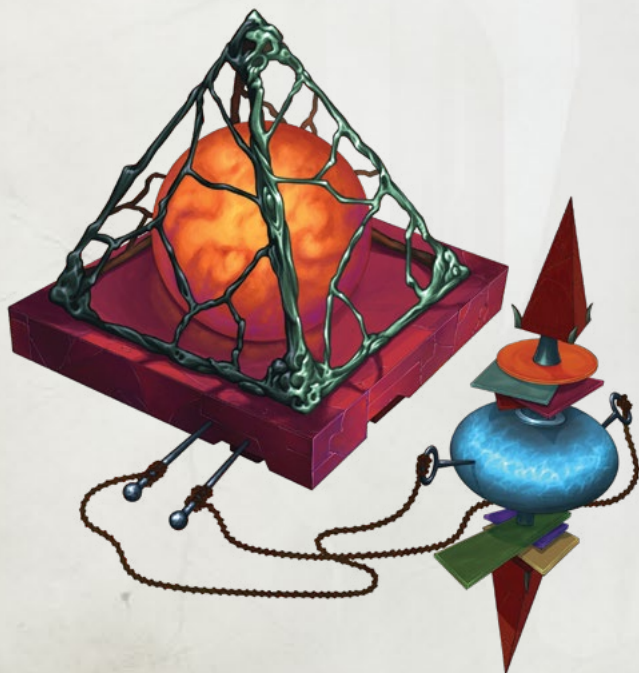
## MENTAL SCRAMBLER

*Cypher, rare*

This complex metal and glass device can be held in one hand by one of several metallic loops. Two rounds after being activated as an action, the device creates an invisible field, filling a 60-foot sphere centered on the device that lasts for one minute. The field scrambles the mental processes of all thinking creatures. The effect lasts as long as they remain in the field and for 1d6 rounds after, although a DC 15 Wisdom saving roll is allowed each round to act normally (both in the field and after leaving it). Roll for the effect the scrambler has each round:

### d100 Effect

01–30	Victims cannot act.
31–40	Victims cannot speak.
41–50	Victims move slowly (no more than 10 feet) and clumsily (actions have disadvantage).
51–60	Victims cannot see or hear.
61–70	Victims lose all sense of direction, depth, and proportion.
71–80	Victims do not recognize anyone they know.
81–88	Victims suffer partial amnesia.
89–94	Victims suffer total amnesia.
95–98	Victims lose all inhibitions, revealing secrets and performing surprising actions.
99–00	Victims' ethics are inverted.



## METABOLISM BUD

*Relic, rare (requires attunement)*

This organic pod, almost like a small hemispherical bit of fruit, must be affixed to a living creature in order to function; applying the bud takes an action. Once applied, it permanently grafts to you (unless you later unattune), taking on the hue and texture of your flesh. Thereafter, your maximum Dexterity score is increased by 1 point (to a maximum of 21).

## METAL DEATH

*Cypher, uncommon*

This canister with a hose produces a stream of foam when you use your action to trigger it. The foam fills a 5-foot cube within 5 feet of you, transforming any metal that it touches that isn't being worn or carried into a substance as brittle as thin glass. The foam affects metal to a depth of about 6 inches. Worn or carried items may be affected, if the creature in the area doesn't vacate by succeeding on a DC 13 Dexterity saving throw.

## MIDNIGHT FIELD

*Cypher, uncommon*

This metal amulet can be activated in one of two modes: personal or cloud. In personal mode, it surrounds you in a skintight field of absolute blackness, darker than black paint or a cloudy night under a new moon, lasting 40 minutes. In dim light and darkness, you gain advantage on Stealth checks. Because you appear completely black (without any highlights), viewing you is slightly disorienting, so attacks against you have disadvantage. An attacker is immune to this effect if it doesn't rely on sight, as with blindsight, or can see through illusions, as with truesight. The field allows a small amount of light to reach your eyes (otherwise, you'd be blind), and at best you can see as if in dim light.

In cloud mode, the cypher bursts in a 10 foot sphere, creating a cloud of darkness that lasts four minutes. Bright light in the area becomes dim light, and dim light becomes darkness. The darkness spreads around corners. This is not a magical darkness; it counts as a level 2 effect for the purpose of interacting with light spells.



## MIDNIGHT SUIT

*Relic, rare*

This metallic container holds an inky black fluid that doesn't reflect light. When activated as your action, the liquid surrounds you in a skintight field of absolute blackness, darker than black paint or a cloudy night under a new moon. In dim light, you gain advantage on Stealth. In very dim light or darkness, you gain advantage on Stealth and add double your proficiency bonus to Stealth rolls. Because you appear completely black (without any highlights), viewing you is slightly disorienting, and attacks against you have disadvantage. The field allows a small amount of light to reach your eyes (otherwise you'd be blind), and at best you can see as if in dim light.

As your action, you can make the suit create an immobile 10-foot spherical cloud of darkness that lasts for one minute. The cloud of darkness is enough to obscure bright lights brought into it, but very bright light sources (such as a miniaturized star or a portal to a dimension of light) are only slightly diminished.

A midnight suit has a depletion of 1 in 1d20, checked each minute of use and each time you use it to make a cloud of darkness.

## MIMETIC REPLICATOR

*Cypher, common*

This crystal cannister with a metallic base contains about a quart of translucent goo. If an object no larger than a curled fist is dropped into the goo as your action, three rounds later, that object is duplicated exactly by the goo, which reforms into the duplicate object. The original object is unharmed. Simple objects and substances can be replicated, including functional cyphers, but not relics, magic items, or other instances of mimetic replicators.

## MIND IMAGER

*Relic, uncommon*

This handheld device contains a window that displays images on one side and trailing wires. If the wires are affixed to the head of a willing (or helpless) creature within 5 feet as your action, the window shows visual images of what the creature

is thinking (or if unconscious, dreaming) for up to one hour, or until the wires are removed.

A mind imager has a depletion of 1 in 1d20.

## MINDSPEAKING IMPLANT

*Relic, rare (requires attunement)*

This device resembles a 1-inch worm or leech made of a slick flexible material, with a large single eye where its mouth should be. When you attune to it, it burrows into your forehead tail-first (leaving its eye visible) and plugs itself into your brain. As your bonus action, you can initiate telepathic contact with any creature you can see within 30 feet, allowing you two to silently communicate. This communication is two-way, but the other creature must be willing and able to respond to you. You don't need a common language for it to understand you, but it must know at least one language. Once you initiate contact with a creature, the connection remains available for about 10 minutes and up to 120 feet away.

A mindspeaking implant has a depletion of 1 in 1d10, checked each month.

## MOLECULAR BONDER

*Relic, uncommon*

This handheld device with a number of buttons and switches has a pointed end. When activated as your action, the device fuses two objects or willing/helpless creatures together at a point of contact about as wide as your palm. Treat bonded objects as a single object; breaking the bond requires dealing damage, usually equal to half the combined objects' hit points. If flesh is bonded in this way (whether to an object or to other flesh), breaking the bond requires use of a cutting implement, dealing 5d6 slashing damage to the creature(s) to remove the bonded object (or break the bond with another creature, which takes the same amount of damage).

A molecular bonder has a depletion of 1 in 1d6.

*Once installed, a mindspeaking implant gives its user the appearance of having an additional eye, though one that is obviously much different in shape and hue than the eyes they were born with.*

*An object replicator cypher can replicate three objects at once, but cannot duplicate cyphers.*

*Object replicator, page 94*

*A creature can attempt to resist any given attempt to disclose secrets when a mind imager is affixed to them by thinking of something neutral, but must succeed on a DC 17 Intelligence check each minute to do so successfully.*

## MONOBLADE

*Cypher, rare*

When this stud-like injection into your fingertip is activated as an action, a 6-inch blade of force extends from it for 10 minutes. The blade cuts through any nonmagical material not being worn or carried, ignoring object AC. If used as a weapon, treat as a dagger that deals slashing damage. If you roll a 20 on the attack roll, that target takes an extra 11 slashing damage. Then roll another d20. If you roll a 20, you lop off one of the target's limbs, with the effect of such loss determined by the DM. If the creature has no limb to sever, you lop off a portion of its body instead.



## MONSTER REPULSOR

*Relic, rare*

This 6-foot-tall collapsible metal tripod has a clarion-like cone extension on top. It takes two rounds to assemble and set up this device. Once set up, it requires an action to activate. When activated, this device sends out an audible signal for about an hour in a 500-foot sphere centered on the device that most creatures hear as an annoying, low-pitched whine.

The monster repulsor is currently set to cause creatures known as *margr* to sense the whine as an overwhelming scream that makes them frightened and want to flee on a failed DC 13 Wisdom save that they must make every two rounds. Once out of the area, an affected creature remains frightened for 1 additional minute.

If you want to open up the relic and attempt to tweak it to increase its effectiveness against all living creatures, you must succeed on a DC 17 Intelligence (*Arcana*) check after spending about a minute fiddling. To tune the relic to affect a particular type of creature (such as orcs), you must succeed on a DC 19 Intelligence (*Arcana*) check. On a failure, the relic depletes and you take 2d6 lightning damage from an energy surge.

Otherwise, a monster repulsor has a depletion of 1 in 1d10.

*Margr, page 197*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

## MORALE TRAUMA

*Cypher, rare*

This 1-foot-long cylindrical device has a red sphere attached at one end. When the cypher is activated as your action, it broadcasts a deleterious psychic influence to creatures within immediate range that propagates outward to other creatures in a 30-foot increment each round, affecting each in turn in a spreading ripple that can affect every creature in a 500-foot sphere centered on the device, assuming there are enough creatures within 30 feet of each other to propagate the effect. On a failed DC 15 Wisdom saving throw, targets become frightened for one minute.

## MOTION SENSOR

*Cypher, rare*

This odd amulet operates for 8 hours once activated as an action. It indicates (via a buzz or series of lighted symbols you are able to interpret) when any movement occurs within a 60-foot sphere centered on the device, or when Large, Huge, or Gargantuan creatures or objects move within a 500-foot sphere centered on the device (the cypher distinguishes between the two types of movement). It also indicates the number and size of the creatures or objects in motion.

## MOTION STABILIZER

*Relic, rare*

This full-body suit is made of a flexible material that is as thin as cloth but as tough as leather. When you wear it, you gain advantage on rolls to resist sudden and unwanted motion, such as falling, being knocked prone, or being pulled or pushed. The suit recognizes when you are initiating these movements (including tumbling, running, swinging from ropes, and so on) and does not hamper your actions.



*The multidimensional blade's ability to ignore resistances and immunities means it deals normal damage to creatures that resist nonmagical attacks.*

## MULTI-OPENER

*Relic, rare*

This slender metallic box appears seamless save for a single button. When attached to a lock or onto the surface of a machine and activated as your action, the box opens to reveal several smaller telescoping elements. These tiny manipulators set to work, and can overcome any lock of up to DC 20. Puzzle boxes or machines fall open like peeled fruits if the DC required to open or disassemble them is within the same range.

A multi-opener has a depletion of 1 in 1d10.

## MULTIDIMENSIONAL BLADE

*Relic, legendary (requires attunement)*

This sword-like blade (*any sword*) has a few buttons and switches on the hilt. It seems ordinary in use, until activated as your action, at which point the blade begins to shimmer for one minute. In addition to shimmering, the activated blade exists on many levels of reality at once. This confers two benefits. First, you gain a +3 bonus to attack and damage rolls made with this sword. Second, the multidimensionality of the blade allows you to ignore the target's damage resistances and immunities, dealing full damage.

A multidimensional blade has a depletion of 1–3 in 1d100.

## MURDER GLOBE

*Relic, rare*

This 3-foot-tall collapsible metal tripod features a large metal globe at the top. The globe has a number of holes in it, but it is not hollow. It takes two actions to assemble and set up this device, and then it requires your action to activate. When activated, this device does nothing for five rounds. After that, if anything larger than a mouse comes within 120 feet of it, the globe fires a powerful projectile at that target. Creatures attempting to be stealthy must succeed on a DC 17 Dexterity (Stealth) check for

each 30 feet they move closer to the globe to avoid triggering it. Attacked creatures must succeed on a DC 17 Dexterity save or take 10d10 piercing damage. The device can attack up to ten times per round, but it never attacks the same target more than once per round.

A murder globe has an automatic depletion. (It remains on watch for one day or until it has made one hundred attacks, whichever comes first.)

## NANITE RESISTANCE

*Cypher, rare*

This container of smoky liquid contains nanobots programmed to counteract injuries caused by other nanobots. When you drink the liquid, for the next day you have advantage on and add your proficiency bonus to all saving throws against effects that rely on harmful nanobots (such as a *detonation of matter disruption*), including follow-up rolls made to deal with an earlier nanobot attack.

## NANO-NEEDLER

*Relic, rare*

This small handheld device features a tiny tube at one end and a small glass-like cavity with a cap. Using the nano-needler effectively requires preparation; the small glass cavity can be filled with up to four doses of poison or acid, or something beneficial such as healing potion, or whatever. When activated as your action, the device projects a single needle—far smaller in width than a human hair—up to 500 feet at a target you can see or sense, who must succeed on a DC 17 Dexterity save to avoid being struck. The minuscule needle penetrates clothes, armor, and skin. The needle deals no damage, and the injection is so tiny that the victim doesn't feel it. However, one dose of whatever was loaded in the glass cavity takes effect the following round.

A nano-needler has a depletion of 1 in 1d10.

*Even if someone resists being killed or directly harmed by the iron wind, its touch might still visibly alter them in some weird fashion.*

*Detonation of matter disruption, page 64*

*With a little fiddling, a multidimensional blade wielder can alter the shape of the sword-like blade to replicate any desired sword.*

## NATALITIAL

*Relic, rare*

This odd helm set with small devices restricts your field of vision, granting disadvantage on Wisdom (Perception) checks. When activated as your action, the helm projects illusionary images, sounds, and scents. On subsequent rounds, lasting for up to an hour, the helm produces a celebratory atmosphere in a 120-foot sphere centered on the device, superimposing colorful streamers, hanging lamps, festive music, and potentially additional visual and auditory factors (depending on your wishes).

The natalitial has a depletion of 1 in 1d20.

## NET ARROW

*Relic, uncommon*

This slender rod has a tiny metallic device at one end, and is similar enough to an arrow or crossbow bolt that it can be used with those weapons. When it hits something solid, the tip releases a net of exceptionally strong fibers that entangle whatever the arrow struck. The target must make a DC 13 Dexterity saving throw. On a failed save, it is restrained until it breaks free or is freed. A creature restrained by the webs can use its action to make a DC 13 Strength check. If it succeeds, it is no longer restrained.

The net works best on targets no larger than a Medium creature. Against larger targets, the creature has advantage on its rolls to avoid or break free of the net.

A net arrow has an automatic depletion; it can be used only once.

## NULL ORB

*Cypher, uncommon*

This 2-foot-diameter iron orb is warm to the touch and buzzes slightly. When activated as your action, the null orb tumbles away in the direction you toss it with a fly speed of 60 feet for about a minute. The moving orb has AC 20 and 60 hit points. It tends to move in straight lines, but bounces off fixed surfaces, and thus might be set to bounce back and forth across a field of conflict for the duration of the effect. After a minute has passed, the orb tumbles to the ground, burned out, unless destroyed. While active,

any creature that finds itself within 30 feet of the bouncing orb must succeed on a DC 13 Dexterity save or take 5d8 lightning damage.

## OBJECT MICRONIZER

*Cypher, rare*

This crystal nodule shrinks an object that you can hold in one hand to about one-tenth its original size in all dimensions (length, width, height) and about a thousandth of its original mass. Most micronized commonplace items (weapons, tools, and so on) aren't usable, but if the object is a cypher or relic, it still functions, although wearable cyphers might pose a problem. If activating the normal-sized device requires manipulating switches or other controls, doing so for a micronized device requires a successful DC 15 Dexterity (Sleight of Hand) check. Failure means the item doesn't activate but isn't used up or depleted. The shrinking lasts 7 hours, after which the item returns to its normal size.

## OBJECT REPLICATOR

*Cypher, uncommon*

This crystal nodule can be affixed to another object as your action. If affixed to an object that weighs no more than 10 pounds, three additional copies of the object are created in a haze of flashing dust over the course of a couple rounds, appearing immediately next to the original object. Simple objects and substances can be replicated, but not functioning cyphers, relics, magic items, or similar objects.

## OPERON RESERVOIR

*Relic, very rare (attunement required)*

This metallic pod is about 3 inches in diameter. When activated as your action, it fuses to your skin and extends filaments throughout your body. Thereafter, as a bonus action you can exert yourself when attempting to succeed on a particularly tough ability check, gaining double your normal proficiency bonus for that check.

An operon reservoir has a depletion of 1 in 1d20.

*A micronized cypher still counts toward a character's cypher limit.*

*One advantage of a net arrow over a detonation of webs cypher is that the arrow doesn't count toward your cypher limit.*

*Detonation of webs, page 66*

*Cypher limit, page 40*

*A mimetic replicator cypher can only duplicate one object, but can duplicate some cyphers.*

*Mimetic replicator, page 91*



## ORGAN FACTORY

*Cypher, rare*

This shimmering golden liquid comes in a tube-thin vial. If ingested as your action, nothing seems to immediately result. However, over the course of a full day, you grow an external, fully viable living organ or limb. This is a somewhat painful process that effectively restrains you for the last half of the process (though others could move you). The completely grown organ or limb can be transferred to another creature simply by placing it on their body and waiting a few rounds. If the recipient sustained damage to the same kind of organ or limb, the newly grown one replaces it over the course of about a minute, during which time the recipient is stunned. Otherwise, the unneeded duplicate organ or limb withers and dies.

Duplicate organs must be used within one week. All organs and limbs are sealed within a partially living, protective, translucent caul. The cypher produces a particular organ or limb chosen by the user at the time of the cypher's use.

## OTHERSPACE STASIS CHAMBER SKELETON KEY

*Cypher, uncommon*

This small device is keyed to a specific pocket dimension where a creature is held in stasis. Activating it releases the creature, which appears up to 60 feet away. On the round it appears, the creature has disadvantage on all actions as it recovers from the stasis effect. The creature is not under your control, and the cypher does not grant you any way to communicate with it or return it to the otherspace. Depending on the creature's nature, it is likely to fight or flee. The challenge rating of the released creature is usually 5, but about half of these cyphers release a creature of challenge rating 3 or less.

## OTHERSPACE WEAPON NODULE

*Cypher, rare*

This crystal nodule must be affixed to a melee weapon to function; applying the nodule takes an action. The affected weapon becomes "keyed" so that it becomes associated with a tiny alternate pocket dimension. Once the cypher is attached to a melee weapon, at the weapon user's option, targets struck by the weapon who fail a DC 15 Wisdom save are transferred to the alternate dimension instead of taking damage. The weapon retains this quality for up to 1 day or until ten creatures have been transferred, whichever occurs first.

The alternate dimension is random, and the creatures may be lost forever (assuming they don't have a method of planar travel), unless it is an alternate dimension that you can reach in some other fashion, and took the time to key this cypher to that location before using it.

*A replacement brain can be chosen, however, this effectively kills the organ recipient, replacing their mind with that of a newborn child.*

*Otherspace weapon nodules can also be attached to ranged weapons, but they confer the ability to transfer targets for only about an hour.*



*Most creatures trapped in otherspaces are dangerous beasts or people. A few otherspaces contain people wishing to leave the "past" behind and wait for a more interesting future, or those who have a fatal disease or injury that could not be cured at the time they were put into stasis.*

## OTHERWHERE TORCH

*Relic, uncommon*

This palm-sized crystal disc could be fitted to a staff head, eyepiece, or frame, or left as is. When activated as your action, the lens produces a bright light filling, a 20-foot sphere for one hour. The light, however, is produced in a bizarre dimension, and has one additional effect within the area illuminated; roll each time the light is activated anew.

### d10 Effect

- 1 Blue light causes blue mold to sprout on inanimate surfaces.
- 2 White light causes all living creatures to appear translucent.
- 3 Flickering light makes strange moving geometric shadows on surfaces.
- 4 Yellowish light causes bugs, worms, and other similar creatures in the ground to rise to the surface.
- 5 White light causes small objects in the area to vibrate and buzz.
- 6 Slowly pulsing light seems perfect for relaxing, meditating, and sleeping.
- 7 Light is sometimes blocked or shadowed by strange figures and bizarre faces of unknown creatures looking through the lens from the other side.
- 8 Light intensity can be purposefully pulsed in the area for one hour, blinding creatures who fail a DC 13 Constitution saving throw for one round.
- 9 Light shines through as if the lens were a prism, creating nine unique bands of different color.
- 10 The light produced decreases natural bright light in the area to dim light.

An otherwhere torch has a depletion of 1 in 1d100, checked per day of use. When it depletes, there is a chance of an **accidental rift**.

## PACIFYING NEEDLER

*Relic, very rare*

This small handheld device features a tiny tube at one end. When activated as your action, the device projects a single needle—

far smaller in width than a human hair—up to 500 feet at a target you can see or sense, who must succeed on a DC 17 Dexterity save to avoid being struck. The minuscule needle penetrates clothes, armor, and skin. The needle deals no damage. Instead, if one needle is fired as your attack, the target creature must succeed on a DC 17 Constitution save or be calmed for at least 1 minute or until they are attacked; this calming effect even pacifies a belligerent, raging, or attacking creature.

If two needles are fired as one attack (requiring two depletion rolls), the target falls asleep for up to a minute or until they are damaged.

A pacifying needler can be activated to fire all its needles at once on a countdown timer, creating a detonation-like blast that affects all creatures in a 120-foot sphere centered on the device. This depletes and destroys the relic.

A pacifying needler has a depletion of 1 in 1d20 (unless all needles are used at once, which automatically depletes the relic).

## PERCEPTION EXTENDER

*Relic, rare*

This handheld device has a transparent screen that displays lines of changing text in glowing symbols. When activated as your action paired with a question, you can ask the GM a very simple, general question about the current physical aspect of the landscape in a 2-mile sphere centered on the device, including flora, fauna, structures located within it, and so on. Typical questions such as, “Where is the orc camp?” or “Where did we leave the wagon?” are answered simply and correctly in a language you can read. (If you can’t read a language, the symbols displayed have no meaning). If attempting to determine the location of specific creatures or individuals within the area that are somehow shielded from easy observation, targets are allowed a DC 17 Wisdom saving throw; if they succeed, no information is provided.

A perception extender has a depletion of 1 in 1d20.

*Accidental rifts, page 258*



## PERSONAL ENVIRONMENT FIELD

*Cypher, uncommon*

When this disc-like device (which can be worn on a belt or carried in a pack) is activated as an action, it creates an aura of temperature and breathable atmosphere that will sustain a human or similar creature safely for one day. The aura extends just a few inches from your skin. If you are subject to an attack that inflicts fire or cold damage, you have resistance against that attack, then the cypher burns out prematurely.

## PERSONAL TELEKINESIS FIELD

*Cypher, uncommon*

Swallowing this lumpy pill surrounds you with a thin cloud of nanites that respond to your thoughts, allowing them to exert fine and precise force on objects within about 1 inch. You can use this force to move objects, push against objects, and so on, using your Intelligence in place of your Strength or Dexterity for checks, saves, and attack rolls as appropriate (such as trying to turn a stuck doorknob or quickly pull an object out of reach of someone trying to grab it). Although this power allows for very fine control (you can tie or untie laces, activate a specific switch on a cypher, brush your hair, and so on), the limited reach of the field makes it difficult to use it directly as an attack—throwing a dagger with it would generate only as much strength as a short, quick flip with your hand. You can't use this telekinesis on your own body. The cloud of nanites lasts for thirty minutes.

## PHASE CHANGER

*Cypher, rare*

When you activate these weird bracers as an action, you go “out of phase” (become incorporeal) for one minute. During this time, you can pass through solid objects as though they were entirely insubstantial. You cannot make physical attacks or be physically attacked, nor do magical attacks affect you. If you end your turn in another object, you both take 5d10 bludgeoning damage, and you are forced out the nearest edge.

## PHASE DISRUPTER

*Cypher, uncommon*

This canister with a hose produces a stream of foam when you use your action to trigger it. The foam puts a portion of a physical structure (like a wall or floor) out of phase for one hour. It affects an area equal to six 5-foot cubes. While the area is out of phase, creatures and objects can pass freely through it as if it were not there, although one cannot see through it, and it blocks light.

## PHASING DETECTOR

*Cypher, uncommon*

This set of goggles enhances your perception of extradimensional and out-of-phase creatures and objects. For the next day, you have advantage on perceiving and interacting with these creatures and objects, including attacking and defending against them.

## PHASING GLOVES

*Cypher, uncommon*

These gloves are studded with green, scale-like flecks. When activated as your action, they can selectively pass through solid objects with object AC 20 or less in a fashion that allows you to see what you are touching (by causing the surrounding material to become transparent within a few feet of your gloved hands). This effectively grants advantage to ability checks to pick a lock, disable a trap, or check for hidden objects. They also allow you to extract objects through the previously solid barrier, such as coins in a chest or letters in a locked bureau. Once activated, the gloves can selectively phase for up to 10 minutes before burning out.



*A very rare version of the personal environment field creates an aura that extends out far enough to sustain all creatures within 5 feet of you.*

*A phasing detector is useful for perceiving things that are out of phase due to numenera, as well as those on the Ethereal Plane or using magic to alter their phase.*

*A personal telekinesis field is useful for moving small objects around under your clothes so they can't be found, manipulating your equipment when your hands are being watched, and other subtle tasks.*

*When you go out of phase, you are not partially inhabiting the Ethereal Plane, as some might expect. Instead, you are phasing into a different, previously “curled-up” adjacent plane that was not accessible before the Ancients vaults opened.*



## PHASING PITON

*Relic, uncommon*

This metallic spike has a single toggle stud. When activated as your bonus action, the piton becomes partially incorporeal and can be inserted up to 6 inches into almost any material. When deactivated, the piton becomes solid again and remains embedded solidly in the material. If used as a simple weapon (requiring one bonus action to activate as you attack, and a second action to deactivate), the piton deals 3d6 piercing damage (and is stuck in your foe).

A phasing piton has a depletion of 1 in 1d100.

## PLANT JAR

*Relic, uncommon*

This large glass-like canister has a sealable cap and a humming machine attached to its base. A living plant placed inside this device remains alive until removed regardless of light, water, or other conditions, including how much time passes until it is removed.

A plant jar never depletes.

## POISON BRAIN IMPLANT

*Relic, very rare*

This pill-sized capsule shimmers with red and green threads of light. When swallowed as your action, the device travels through your body to your brain over the course of three rounds and nests there. Henceforth, whenever a creature establishes contact with your mind (whether using a mental attack, attempting telepathic communication, trying mind control, and so on), the creature is attacked mentally itself. On a failed DC 17 Wisdom save, it is stunned for one round (losing its next turn) and it takes 8d8 psychic damage. This effect does not prevent the initial contact or attack.

A poison brain implant has a depletion of 1 in 1d10.





## POISON OF DETONATION

*Cypher, uncommon*

If you use this device to produce a drop of shimmering liquid as an action, and successfully adulterate the food or drink of a potential target who consumes it within a week, they must succeed on a DC 15 Constitution saving throw, or become explosively poisoned. Explosive poison does not incur the regular poisoned condition, but instead concentrates itself in the victim's brain and activates when a specific detonation mechanism occurs anytime within 1 month. When detonated, the victim takes 50 fire damage. If this kills the victim, all creatures within a 10-foot sphere centered on the victim take 5d6 fire damage on a failed DC 13 Reflex saving throw, or half that if successful. Each explosive poison cypher has a predetermined detonation mechanism; roll for it when the cypher is discovered.

### d100 Effect

- 01–25 A detonator on the original poison-distilling device is activated (must be within 120 feet).
- 26–40 A specified amount of time passes.
- 41–50 The victim takes a specific action.
- 51–55 A specific note is sung or played on an instrument within short range.
- 56–60 The victim smells a specific scent within immediate range.
- 61–80 The victim comes within 120 feet of the detonator on the original poison-distilling device.
- 81–00 The victim is no longer within 120 feet of the detonator on the original poison-distilling device.



## POISON OF EMOTION

*Cypher, uncommon*

If you use this device to produce a drop of shimmering liquid as an action, and successfully adulterate the food or drink of a potential target who consumes it within a week, they must succeed on a DC 15 Wisdom saving throw or become emotionally poisoned. Emotional poison does not incur the regular poisoned condition, but instead the victim feels one of the following emotions for one hour. Each emotion poison cypher has a predetermined effect; roll for it when the cypher is discovered.

### d100 Effect

- 01–20 Anger. Likely to attack anyone who disagrees with them. Very hard to interact with; all Wisdom (Insight) and Charisma (Persuasion) actions have disadvantage.
- 21–40 Fear. Victim gains the frightened condition.
- 41–60 Lust. Cannot focus (has disadvantage) on any activity that doesn't relate.
- 61–75 Sadness. All tasks have disadvantage.
- 76–85 Complacency. Has no motivation. Convincing the target to do anything requires a successful DC 15 Charisma (Persuasion) check.
- 86–95 Joy. Easy to interact with in a pleasant manner; all Charisma (Persuasion) checks to influence the target have advantage.
- 96–00 Love. Much easier to interact with; all Charisma (Persuasion) checks to influence the target have advantage, and temporary attachment is likely.



## POISON OF MIND CONTROL

*Cypher, uncommon*

If you use this device to produce a drop of shimmering liquid as an action, and successfully adulterate the food or drink of a potential target who consumes it within a week, they must succeed on a DC 15 Constitution saving throw, or become suggestively poisoned. Suggestive poison does not incur the regular poisoned condition, but instead concentrates itself in the victim's brain and activates when a specific trigger occurs anytime within one month. When triggered, the victim takes a specific action. Each suggestive poison cypher has a predetermined trigger and resultant action; roll for it when the cypher is discovered.

### d100 Effect

- 01–20 Lies down for one minute with eyes closed when told to do so.
- 21–40 Gains the frightened condition when threatened.
- 41–60 Answers questions truthfully for 1 minute.
- 61–75 Attacks close friend for one round when within 10 feet.
- 76–85 Obeys next verbal command given (if it is understood).
- 86–95 For next day, becomes attracted to the next creature of its own species that it sees.
- 96–00 For one minute, moves toward the next red object seen in lieu of all other actions, even ignoring self-preservation.



## PORTABLE FEAST

*Relic, rare*

This heavy pack-like device composed of metal and smooth, translucent components unfolds itself into a small fixed box about 3 feet on a side as your action. On the following round it begins producing—in continuous fashion over a 1-hour period—enough food and water to nutritiously feed up to a hundred people. The food is in the form of greenish 1-inch cubes that are chewy and bland, while the water is somewhat salty.

A portable feast has a depletion of 1 in 1d20.

## PRECOGNITIVE HOOP STAFF

*Relic, rare*

This 6-inch diameter bronze hoop is attached to a long staff of an unknown wood-like material. The device has the ability to sense future threats and warns you about them by creating intangible images within the hoop. The images are representative of the danger and do not accurately depict what will happen. For example, an ambush by hostile bandits might trigger a warning image of amorphous creatures making aggressive motions, and dangerous weather might prompt an image of lightning bolts coming from a cloud. The GM decides when and how the staff warns you of danger (it might be hours or days in advance, depending on circumstances). For inexplicable reasons, sometimes the staff fails to deliver any warning at all (thus, it's all right if the GM forgets occasionally). In times of frequent danger (such as within a dungeon or in a war campaign), the images might become so frequent and overlapping that it becomes hard to predict when the threats might occur.

A precognitive hoop staff has a depletion of 1 in 1d100, checked each time it creates a predictive image.





## PREVARICATION EXPONENT

*Relic, rare*

This metallic helm features a rotating cone-shaped projection of glass. You can trigger the helm as your action. For the next hour, the helm exerts a subtle psychic influence that induces creatures in a 120-foot sphere centered on the device to lie rather than speak the truth on any given topic on a failed DC 15 Wisdom saving throw. Lies are usually the opposite of the truth. An affected creature knows that it lied, but not necessarily why, and might attempt to correct itself (requiring another save). If a creature successfully tells the truth in one instance, all additional attempts gain advantage.

A prevarication exponent has a depletion of 1 in 1d20.

## PROSTHETICCLICK

*Relic, rare (requires attunement)*

This device looks like a hand or foot made of metal and a hard smooth substance. You can only attune to it if you are missing a limb or part of a limb. Attuning to it causes it to extend wires and filaments into your body where your limb should be, with its internal components telescoping outward to create a replacement limb of the proper type and length. Once this prosthetic is attached, it acts in all ways like a natural limb, though it looks artificial and often makes clicking or other audible noises.

## PSYCHIC COMMUNIQUE

*Cypher, common*

When this metallic disk-like device that adheres to temple is used as an action, you can project a one-time, one-way telepathic message lasting up to 30 seconds, with an unlimited range, to anyone you know, if they are on the same plane of existence.

## PSYCHIC DEFENSE NODULE

*Cypher, uncommon*

This crystal nodule can be affixed to the side of your head as your action. For the next day, each time you would be affected by an attack that attempts to sway your actions or beliefs or that deals psychic damage, you instead go into temporal stasis for one

round and remain unaffected by the attack. While in stasis, you also lose your next turn. (Temporal stasis is a state in which the flow of time stops for you, but not for everyone else around you.) Attacks against you while you are in stasis are ineffective unless they are **transdimensional** in nature.

## PSYCHIC ERADICATOR

*Relic, very rare*

This 15-foot tall collapsible tripod bears a complex bundle of interconnected wires on top and a control box in the center. Assembling the relic for use takes two rounds. Once set up, as your action, the device emits a field that affects all creatures in a 500-foot sphere centered on the relic. Within that area, all checks and saves relying on psychic effects, such as telepathy and psychokinesis, have disadvantage. Furthermore, saving throws to resist psychic effects gain a +2 bonus.

A psychic eradicator has a depletion 1 in 1d10.

## PSYCHIC HELMET

*Relic, rare*

This lightweight helmet is made out of a strange, smooth, milk-colored material and set with small devices. While worn, it grants psychic damage resistance and a +2 bonus to saves to resist psychic damage.

A psychic helmet has a depletion of 1 in 1d20, checked with each psychic attack.

## PSYCHIC WHISTLE

*Relic, uncommon*

This 1-inch-long metal device bears a single button. When the relic is activated as your action, a whistle-like sound is heard by humans within 500 feet. The device doesn't actually produce sound but instead produces it inside the human mind. It has no effect on nonhumans.

A psychic whistle has a depletion of 1 in 1d100.

*If a prevarication exponent is deployed in a community or in a gathering of normally cooperating creatures, discord may result. All checks and saves related to diplomacy, easing social disquiet, and so on have disadvantage.*

*Transdimensional attacks include those made by a transdimensional ray projector, breach multiple dimensions, and those that act in the dimension of time.*

*Transdimensional ray projector, page 120*

*Some prostheticlicks have more or fewer than five fingers and toes, or have them in inhuman proportions or configurations. A human user is able to adapt to these differences after a few days of wearing it.*

*A legendary version of a psychic helmet grants immunity rather than resistance to psychic damage.*

*Some rare psychic commune cyphers can transmit their message across planar boundaries.*

*There are psychic whistles keyed to the brain patterns of creatures other than humans.*



## PSYCHOSOME

*Relic, rare*

This starfish-like device is made of metal cables and smooth tubes that connect to your head, neck, and shoulders. If your mind is compromised (charmed, controlled, dominated, mind blasted, and so on), the psychosome automatically activates. The psychosome causes you to take predetermined actions lasting up to 1 minute, ignoring whatever effect compromised your mind. Usually that predetermined action is to run away or attack the creature trying to influence your mind. During a short rest, you can record a different set of actions that the psychosome performs for you when triggered.

A psychosome has a depletion of 1 in 1d10.

## PUPPETEERING SLEEVES

*Cypher, rare*

This pair of metal mesh tubes is worn on your arms. As a reaction, you can activate the sleeves and use them to record physical actions for up to 7 minutes and perform those actions at will for the next 7 hours. For example, you could watch someone tie a complex knot, reassemble a dismantled device, stylishly flip a dagger from one hand to the other, and perform a complicated secret handshake, all within the recording period, then repeat any of those actions at will within the performance period. Because the repeated action is based on your perception of the recorded task, it isn't always perfect (the GM may decide that the task has disadvantage).

*The GM may allow the wearer of puppeteering sleeves to perform physical combat abilities (including using feats) and other purely physical abilities if they don't rely on nanotechnology, psychic ability, extradimensional power, and so on. Essentially, anything that a normal human could do with proper training can be copied.*

## QUANTUM BACKTRACKER

*Cypher, rare*

This 3-inch crystal pod is filled with glittering points of light and is set as the central piece in an amulet. When activated as your reaction to something that happened this round that you dislike, you move one round back in time, allowing you to relive the round and even change what action you took.

## QUANTUM BOOST

*Cypher, uncommon*

This 3-inch crystal pod is filled with glittering points of light and is set as the central piece in an amulet. When activated as your action, you move forward in time about 1 minute. For you, no time passes, but for everyone else, you are simply gone for about a minute.

## RAGE THROWER

*Cypher, uncommon*

This bulky handheld device is attached to large metal tanks and features a hose with a wide aperture. When activated as your action, a fine mist of scintillating dust covers all creatures within a 60-foot cone emanating from the device, who must succeed on a DC 13 Constitution save or be affected by the dust. The dust (filled with countless tiny machines) enters their blood and stimulates their behavior for an hour, making them more violent but less able to feel pain. This grants them a +1 bonus to AC, but they gain disadvantage on Intelligence ability checks and saving throws for the same period, and fills them with a simmering anger that can be easily directed by someone with the wherewithal to point out a target for that resentment.

## RALLY BEACON

*Cypher, rare*

This bulky backpack-like device has a slender metallic mast rising about 2 feet. When activated as your action, all creatures you can see within 15 feet of you at the moment of activation gain a +1 bonus to AC for one hour.



*Characters should think twice before using a rampaging form cypher, because while changed, they view even their closest friends as potential prey.*

## RAMPAGING FORM

*Cypher, very rare*

When this metallic device with a needle on one end is plunged into your flesh as your action, a burning sensation travels through your body, and you enter a trance-like state for 1 minute as fever grips your body and your size increases, turning you into a Large creature (if you are not already). When the change is complete after 1 minute, you are revealed as an uncontrolled beast, and rampage for an hour.

While rampaging, you attack any and every living creature you can see or sense within 60 feet. In addition to being Large, you gain a +3 bonus to AC, 23 Strength, advantage on all saving throws and checks (except in one case; see hereafter), and resistance to all damage types. While in beast form, you can attempt to change back

to your normal form before the duration ends as a bonus action and a DC 19 Intelligence saving throw, however you have disadvantage on the save. When the effect is over, you return to normal size and (if still alive) temperament following another one-minute fevered trance.

## RAY EMITTER

*Cypher, common*

When this handheld metallic device of interlocking hollow metal rings and arcs is activated as your action, a destructive beam of energy targets one creature within 120 feet. On a failed DC 13 Dexterity saving throw, the target takes 5d8 damage. Each ray emitter cypher has a predetermined damage type; roll for it when the cypher is discovered.

### d20 Effect

1–10	Heat/concentrated light (fire)
11–12	Cell-disrupting radiation (necrotic)
13–16	Force (bludgeoning)
17	Lightning
18	Molecular bond disruption (acid)
19–20	Cold

## RAY EMITTER OF NUMBING

*Cypher, common*

When this handheld metallic device of sharp spikes and wires is activated as your action, a beam of energy targets one creature within 120 feet. On a failed DC 13 Dexterity saving throw, one of the target's limbs is numbed, rendering it useless for 1 minute.

## RAY EMITTER OF PARALYSIS

*Cypher, common*

When this shoulder-mounted disk-like device is activated as your action, a beam of energy targets one creature within 120 feet. On a failed DC 13 Dexterity saving throw, the target is paralyzed for 1 minute.

*Even weirder ray emitters:*

- Turns target inside out
- Deals damage and turns flesh blue
- Renders target mute
- Only damages plants
- Only damages inorganic matter
- Turns flesh to dead, stone-like material



*Some rare ray emitters of paralysis induce paralysis that lasts for one hour, and very rare ones can paralyze for a day.*



*Basic automaton, type one, page 246*

*Snipewand, page 110*

## REALITY SPIKE

*Cypher, uncommon*

When this metallic spike with trceries of light moving faintly beneath the surface is activated as your action, the spike becomes fixed in space at that exact location. It does not move—ever—even if activated in midair. Those attempting to move the spike must succeed on a DC 23 Strength (Athletics) check (or deal 60 points of damage on this object with AC 20); this moves the spike and burns it out.

## RECORDER HEADBAND

*Relic, uncommon*

This leather-like headband has a small device attached to it that pulses with dim light every few rounds. When activated as your action, the headband records everything the wearer sees as moving images that can be replayed and reviewed. Switching off the recording is also an action. It stores up to 100 hours of images. When the device is depleted, all stored images are lost.

A recorder headband has a depletion of 1 in 1d20, checked each hour of use.

## REDLIGHT CLIP

*Relic, uncommon*

This metal clip is easily affixed to clothing. When within 15 feet of poisonous gas or dangerous radiation, the relic begins to flash a red warning light.

A redlight clip has no depletion.

## REFLECTIVE SHIELD

*Relic, rare*

This small metallic device is usually worn on the wrist or arm. When a physical projectile such as an arrow, thrown knife, or metal slug from a **snipewand** comes within 4 inches of your body, as your reaction you can activate the relic so it attempts to reverse the projectile's course. The attack against you has disadvantage. If the projectile misses you, it returns along its course and attacks whoever made the attack against you. Make an unmodified d20 roll against the attacker (this is part of your reaction). If the roll is a hit, the projectile hits the attacker.

A reflective shield has a depletion of 1 in 1d20.

## REJUVENATOR

*Cypher, rare*

When you place this adhesive patch on your skin as an action, you regain 8d4 + 8 hit points.

## REMOTE CLAMP

*Relic, rare*

This 3-foot metal clamp has a detachable control mechanism. The detachable mechanism allows you to remotely open and close the clamp as your action, so long as you remain within 500 feet of the clamp. If a creature is somehow clamped (or the clamp is used to secure some other method of capture, such as a chain, around a creature), breaking free requires a DC 22 Strength (Athletics) check.

A remote clamp has a depletion of 1 in 1d10.

## REMOTE VIEWER

*Cypher, rare*

This box-like device splits into two parts when activated as your action, one with a glass window covering one side. For 6 hours, the window shows everything going on in the vicinity of the other part, regardless of the distance between the two parts, even across planar boundaries.

## REPAIR UNIT

*Cypher, rare*

This bulky handheld device becomes a multiarmed sphere that floats when activated as your action (treat as a **type one basic automaton**). It repairs one designated common, uncommon, rare, or very rare numenera device that has been damaged but not destroyed. The repair unit can even create spare parts, unless the GM rules that the parts are too specialized or unobtainable (in which case, the unit repairs the device entirely except for the specialized part). Repair time is 1d100 + 20 minutes.

## REPEATING BLADE

*Relic, rare*

This longsword has numenera embedded in the blade and hilt. If you successfully strike a creature with it, the sword helps you aim



at that target with your later attacks, giving you advantage against that creature for the remainder of the combat.

A repeating blade has a depletion of 1 in 1d20, checked each target.

## RETALIATION IMPLANT

*Relic, rare (requires attunement)*

This small device is built into an injector. As your action, you can inject it under your skin, which activates it automatically. Each melee attack that hits you triggers a small burst of electricity that deals 2d6 lightning damage to your attacker (this doesn't require an action or roll by you).

## RETALIATION NODULE

*Cypher, uncommon*

This crystal nodule is activated when affixed to a set of armor as your action. For the next day, melee attacks against the creature wearing the armor that the nodule is attached to triggers a small burst of lightning that deals 2d6 lightning damage to the attacker. No action or roll is required by the armor's wearer.

## RETRIEVER

*Cypher, common*

This cypher consists of two pieces; a rubbery glove and a small metallic nodule. Using the cypher requires preparation by attaching the small metallic nodule to an object of up to your size or smaller. At any later time when the worn glove is activated as your action, the item to which you attached the device is teleported to you if it is within 10 miles, appearing either within 5 feet of you, or in your hand if small enough to be carried.

## ROAD BUILDER

*Cypher, rare*

This bulky handheld device has a crystal display that glows with a dim greenish light. When activated as your action, the cypher splits into two pieces. If either piece is moved to a location up to 10 miles away at any time thereafter, and activated as an additional action, a wave of industrious dust (made up of minuscule machines) sweeps out from the activated piece, moving at a rate of 1 mile per hour. In the wave's wake is

left a strip of solid gray stone, 10 feet wide and 1 foot thick. Eventually the wave and the strip behind it connects to the other cypher piece endpoint, creating a stable road-like surface between them. Tunnels with a navigable space 30 feet high are created through natural and artificial barriers, and bridge-like struts are extended to support the strip over ravines and other gaps. The strip swerves around objects and structures. The strip becomes a permanent fixture of the landscape.

## RODULE OF BRANDING

*Cypher, common*

This 1-foot-long crystal rod has a glowing blue tip. You can use the rod as your action to permanently mark the forehead (or other specified location that you can touch) of a target with a simple symbol, sign, or up to three words of your choice. Targets who'd prefer not to be branded must succeed on a DC 13 Dexterity saving throw to avoid gaining the brand, unless they are completely covered and therefore immune. The brand is as permanent as a tattoo.

*The brand created by a rodule of branding could be punitive, could mark the target as a member of some society or group, or could be merely decorative.*



## RODULE OF INQUISITION

*Cypher, rare*

*The user of a rodule of inquisition is subject to the effects of a detonation just like the magical target touched and any other nearby creature or object.*

This 1-foot-long crystal rod has a glowing amber tip. You can use the rod as your action to gain complete knowledge of an object or creature touched with the rodule. Targets who'd prefer not to disclose such information must succeed on a DC 15 Dexterity saving throw to avoid being touched, then a DC 17 Wisdom saving throw to resist. Information provided includes the target's resistances and immunities, sensory capabilities, special qualities, special abilities, weaknesses, HD, and so on. If the object is a numenera relic or a complex piece of equipment, the user understands how to use it.

A rodule of inquisition doesn't confer knowledge of magical powers, magical abilities, or spells possessed by the creature or object touched, and instead detonates if used on such a target. All creatures in a 10-foot sphere centered on the exploding rodule must succeed on a DC 15 Dexterity save or take 6d10 piercing damage, or half that if the save is successful.

## RUMBLER

*Relic, legendary*

This 9-foot-tall collapsible tripod bears a complex bundle of interconnected wires leading to a disc set in the ground at the base of the tripod and a control box in the center. Assembling the relic for use takes two rounds. Once set up, as your action the relic begins to agitate the ground underneath. For the next five rounds, every structure and creature in contact with the ground within a 250-foot-radius sphere centered on the device is affected by severe shaking. Creatures and structures within 20 feet of the device are unaffected.

During all rounds of shaking, checks, attacks, and saves that require movement or balance (including attacks) have disadvantage. In addition, each creature in contact with the ground in the area must succeed on a DC 17 Dexterity save each round or be knocked prone.

The rumble builds to peak severity on the third round, at which time 100 bludgeoning damage is dealt to any structure in contact

with the ground in the affected area. If a structure drops to 0 hit points, it collapses. Creatures that are inside or within 10 feet of the structure must succeed on a DC 17 Dexterity saving throw or take 5d6 bludgeoning damage. At the GM's option, they are also knocked prone and buried in the rubble, requiring a DC 20 Strength (Athletics) check as an action to escape. On a successful save, the creature takes half as much damage and doesn't fall prone or become buried.

A rumbler has a depletion of 1–3 in 1d6.

## SACRILOCK

*Relic, rare*

This handheld metallic device has crystal fork-like prongs extending from either end. When activated as your action, an intense beam of focused psychic energy strikes a target within 120 feet that you can see or sense, even if you do not have direct line of effect. On a failed DC 15 Wisdom saving throw, the target takes a number of d8s of psychic energy equal to the number of hit points that you willingly sacrifice (as if taking psychic damage yourself), up to a maximum of 10 hit points (dealing up to 10d8 psychic damage to your target).

A sacrilock has a depletion of 1 in 1d20.

## SAFE CORRIDOR

*Relic, rare*

This relic is composed of two separate metallic capsules about the size of a human's head, each with a large glass plate. When the device is activated as your action from one of the capsules, the space between them forms an invisible corridor of breathable atmosphere with a moderate temperature. It hedges out dangerous vapors, vacuum, insects, radiation, and other small bits of matter (including tiny machines the Ancients called "nanites.") The corridor is 8 feet wide and can be up to 1 mile long. It must be relatively unobstructed—uneven terrain is fine, but walls, hills, and so on will block it. The corridor remains for one day.

A safe corridor has a depletion of 1 in 1d20.

*A sacrilock is only half as effective in the hands of a creature with psychic damage resistance, and does not function for a creature with psychic damage immunity.*



## SALVAGE PACK

*Relic, rare*

This pack-like object is made of a smooth and flexible mysterious substance with a mouth that can be loosened to open as wide as 6 feet in diameter as your action. It is larger on the inside than on the outside thanks to transdimensional outpocketing, and it can contain up to five tons of material until it depletes.

A salvage pack has a depletion of 1 in 1d100, checked each time something is added to the pack; on depletion, all objects are expelled from the pack.

## SECOND SKIN

*Relic, very rare*

When not affixed to a creature, this relic looks like a mass of diaphanous fabric. When adhered to a creature, it is almost invisible, and doesn't restrict what you can wear over it. When stretched over your skin (requiring several rounds), this organic material adheres and conforms to your body shape. While wearing the second skin, you have poison and disease resistance.

A second skin has a depletion of 1 in 1d100, checked each day while the skin is worn.

## SHADOWPATH BLADE

*Relic, legendary*

This blade (sometimes found in conformations suitable for use as a longsword, other times as a two-handed blade, and sometimes as a shortsword) is made from a flaw in space, held open by a power source in the hilt. As such, the cutting "edge" is actually the thin periphery of another dimension, giving it nearly unequalled sharpness. You gain a +3 bonus to attack and damage rolls made with this weapon. When you hit with it, that target takes an extra 2d8 slashing damage. This use does not require a depletion roll.

The blade can also be used to form a portal as your action, which allows you to travel from your current location to someplace else where you previously used this relic ability (or to a place that a previous owner used it) through an artificial nether realm that connects these paths across and distance or between planes of existence. The traverse takes only a single round.

A shadowpath blade has a depletion of 1 in 1d20, checked each time a portal is made. Upon depletion, the sword loses its ability both to allow travel and to function as a weapon.

## SHAPEMETAL

*Cypher, uncommon*

This clear canister contains a silvery, shapeable clay. When extruded and shaped over the course of about five minutes, the metallic clay can be shaped and greatly expanded to create individual tools or objects such as a hammer, a ladder, or a basic structure such as a wall, bench, floor, staircase, and so on, as long as the total volume created could fit in a 10-foot cube. Once formed, the structure or objects are permanent.

## SHAPESTONE SPRAYER

*Relic, rare*

This canister is made of metal or a similar hard material and has a long flexible tube extending from one end. It has two modes of operation. In the default mode, you can use your action to dispense a hand-width cylinder of grey dough-like material, up to 10 feet long per round, which hardens into a material similar to sandstone after about one minute. While soft, the dough can be sculpted or smoothed by hand or with tools, such as to patch a crack or create a simple relief sculpture. By building up multiple layers, you can create larger structures such as walls and doorways.

In burst mode, when activated as your action, the tube dispenses a high-volume slurry of the dough in a 10-foot cone, which instantly hardens into sandstone, trapping things inside it. All creatures within the cone must make a DC 15 Dexterity saving throw. On a failed save, the creature is restrained as long as it remains trapped in the stone. A creature restrained by the stone can use its action to make a DC 13 Strength check. If it succeeds, it is no longer restrained. Unlike a **detonation of webs** cypher, the material created by this relic is permanent.

A shapestone sprayer has a depletion of 1 in 1d20, checked each hour of use in default mode or each use in burst mode.



*If a shadowpath blade depletes, it may create an accidental rift.*

*Accidental rifts, page 258*

*Detonation of webs, page 66*

*A shatter wand crystallizes flesh by "realigning the molecular structure of an organic target," according to lore translated from the Ancients.*

## SHATTER WAND

*Relic, legendary*

This broad, 8-inch-long, wand-like rod bears a single button. When activated as your action, an invisible beam of influence targets one creature within 120 feet. On a failed DC 17 Dexterity saving throw, the target's flesh begins to crystalize, dealing 12d6 cold and force damage (a creature would have resistance or immunity to both damage types to gain any protective effect). Further, if the target is slain by the device, the target shatters, exploding in a 10-foot sphere centered on the victim. Other creatures in the area must succeed on a DC 17 Dexterity save or each be affected as if the original target.

A shatter wand has a depletion of 1 in 1d20.

## SHEEN

*Cypher, uncommon*

When this metallic device with a needle on one end is plunged into you as your action, a burning sensation travels through your body. For one week afterward, you gain a +1 bonus to AC. However, healing is more difficult during this time; you regain 1 less hit point than normal per Hit Die rolled.

## SHOCK MANACLES

*Relic, rare*

This pair of metallic manacles are fitted with small blinking devices. The restraints are variable in aperture, and as such they can restrain Small, Medium, and Large creatures, if fitted to them. Once fitted, breaking free requires a successful DC 22 Strength (Athletics) check. Whether the attempt to break free succeeds or not, the attempt triggers a response that automatically deals 3d6 lightning damage to the restrained creature(s). Once active, the manacles operate for one day, then release.

Shock manacles have a depletion of 1 in 1d20, checked each day of use.

*Optional Rule: Intelligence (Ancients Arcana), page 259*

## SHOCKER

*Cypher, uncommon*

When you use this short rod as a simple weapon to make a melee attack as your action, it deals 10d8 lightning damage if you hit. The shocker burns out after inflicting its damage once.

## SKILL BOOST

*Cypher, rare*

When this metallic device with a needle on one end is plunged into your flesh as your action, a burning sensation travels through your body, and you enter a trance-like state for one minute as fever grips your body. When your head clears, you recall visions of a howling void and booming alien voices thundering across it, incomprehensible to you. However, for the next day, you gain a proficiency in one skill; if you already have proficiency in that skill, you double the proficiency bonus you can apply. Each skill boost cypher has a predetermined skill it boosts; roll for it when the cypher is discovered.

1	Acrobatics (Dex)
2	Animal Handling (Wis)
3	Arcana (Int)
4-5	Athletics (Str)
6	Deception (Cha)
7	History (Int)
8	Insight (Wis)
9	Intimidation (Cha)
10	Investigation (Int)
11	Medicine (Wis)
12	Nature (Int)
13	Perception (Wis)
14	Performance (Cha)
15	Persuasion (Cha)
16	Religion (Int)
17	Sleight of Hand (Dex)
18	Stealth (Dex)
19	Survival (Wis)
20	Ancients Arcana (Int)



## SKIN OF PHASING

*Iron flesh, very rare (requires attunement)*

This artificial skin of thin glistening material lays itself in strange patterns and disquieting glows across large sections of your natural skin, ultimately replacing those sections with prosthetic skin. It has 20 charges and regains 5d4 charges daily at dawn. When you expend 1 charge as a bonus action when you begin taking your move, you can slowly pass through physical barriers at a rate of 1 inch per round (minimum of one round to pass through any barrier) for one minute, or until you make it all the way through. You can't act (other than moving, or using this iron flesh implant again) or perceive anything until you pass entirely through the barrier. You can't pass through energy or magical barriers. (If you expend 3 charges, you can move at your speed through barriers.)

If you expend 2 charges as an action (or 3 charges as a reaction you can take when attacked), you can change your phase so that some attacks pass through you harmlessly. For the next 10 minutes, attacks targeting you have disadvantage.

If you expend 3 charges as an action, you become invisible for up to 30 minutes; if you attack or do something else requiring serious attention, the effect ends at the beginning of your following turn.

If you expend 5 charges as a bonus action as part of an attack, your attack partly phases through your foe's armor or tough skin, doubling the total proficiency bonus you would normally apply to that attack, unless your foe is also partially or completely incorporeal.

## SKIN OF STEEL

*Iron flesh, very rare (requires attunement)*

This artificial skin of articulated shining steel and tiny integrated machines lays itself across large sections of your natural skin, ultimately replacing those sections with prosthetic skin. The skin grants you +6 points to your maximum hit points, +1 bonus to AC, and increases your Strength and Dexterity score each by 1. However, it also limits your ability to rest and heal through normal means. Whenever you

regain hit points from rest or magical healing, you only regain half (round up) of what is otherwise indicated.

The skin of steel has 12 charges and regains 2d6 charges daily at dawn.

When you touch another Ancients device as an action (1 charge), tiny filaments from your fingers extend to interface with the object for a round. Afterward, attempts you make to identify and use it have advantage.

When you spend 1 charge as an action, you can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light for 10 minutes.

You can drain all the remaining charges for the day as an action (so long as it has at least one), granting yourself a power surge that temporarily grants you an additional +1 bonus to AC, increases your Strength and Speed score each by an additional 1 point, and grants an additional number of hit points to your current hit points (even if that exceeds your normal maximum equal to the number of charges you expended). This benefit lasts for 10 minutes. Any excess hit points you retain above your maximum afterward (if any) bleed away in a harmless energetic display.

## SKULL BLASTER

*Relic, rare*

This headband has an attached cylinder that runs along the left side of a wearer's head. When worn, and activated as your action, a brilliant beam of focused light targets one creature within 500 feet. On a failed DC 15 Dexterity saving throw, the target takes 8d6 fire damage.

A skull blaster has a depletion of 1 in 1d20.

## SLEEP INDUCER

*Cypher, common*

When a lever on this metallic object is depressed as your action, glowing yellow gas emerges from a pinpoint hole and envelops a willing target within 5 feet of you. The target falls asleep for 10 minutes or until awoken by a violent action or an extremely loud noise. If used as an attack, the target must succeed on a DC 13 Constitution saving throw or be similarly affected.

*When you go out of phase, you are not partially inhabiting the Ethereal Plane, as some might expect. Instead, you are phasing into a different, previously "curled-up" adjacent plane that was not accessible before the Ancients' vaults opened.*

## SLUGSPITTER

*Relic, rare*

This 3-foot-long handheld device is a metal tube with mechanical modules embedded along its length. When activated as your action, it fires a tiny slug of metal (range 30/120) at a target. If you hit, it deals 1d8 piercing damage. The device can fire multiple times per round, so if you have the ability to attack twice as an attack action, you could make two attacks with the slugspitter.

A slugspitter has a depletion of 1–2 in 1d10, checked each time it is fired (firing multiple times in the same round requires multiple depletion rolls).

## SMOKE INK PEN

*Relic, uncommon*

This device is a narrow pointed cylinder about 6 inches long, which comfortably fits in your hand. When used like a pencil on a surface or in midair, it creates lines of durable black or white smoke, allowing you to write or draw just about anywhere. The smoke remains in place unless disturbed, such as by physical contact or a breeze. The smoke is more fragile than a human hair, and even a large dense scribble can't support more than a pebble's weight.

A smoke ink pen has a depletion of 1 in 1d20, checked each hour of use.

## SNIPEWAND

*Relic, very rare*

This 3-foot-long handheld device features a tiny plate of glass (a lens) along its length. When sighting through the glass, you can view targets up to 1 mile away as if they were only 30 feet away. You must have a direct line of sight to the target—the device cannot penetrate barriers or go around corners. Once a target is sighted, the snipewand can be activated as your action, firing an almost-silent tiny slug of metal at the target. The target must succeed on a DC 17 Dexterity save or take 12d10 points of piercing damage.

A snipewand has a depletion of 1 in 1d20.

## SONIC HOLE

*Cypher, uncommon*

When this belt-mounted device is activated as your action, it draws all sound within 120 feet into the device for one minute. Within the affected sphere centered on the point where the device was used, no sound can be heard within or is allowed to pass through the area. Thunder damage can't emanate from or reach into the area, and creatures are essentially deafened while within the area. Effects that rely on sound likewise can't be triggered in the area, such as verbal components for spells.

## SOUND DAMPENER

*Cypher, common*

When this boot-mounted device is activated as your action, sound you generate is dampened, granting you advantage on Dexterity (Stealth) checks for 10 minutes. However, you are effectively rendered mute for the duration.

## SPATIAL WARP

*Cypher, uncommon*

When this small metal ring that constantly produces a low, barely audible pulse of sound is affixed to another numenera device that affects a single target at range (not touch), that range is increased to 1 mile with no penalties. Space is temporarily warped in terms of seeing and reaching the target. If direct line of sight is important to the device's effect, it remains important. The enhanced-range numenera device can be used once, then this cypher burns out.

## SPEED BOOST

*Cypher, uncommon*

When you place this adhesive patch on your skin as an action, you gain advantage on Dexterity ability checks for one hour.





## SPIDER LINE DISPENSER

*Cypher, uncommon*

This dusty-smelling liquid allows you to pull rope made of a clear, durable, flexible substance from your mouth. As an action, you can create up to 10 feet of this substance, which is effectively silk rope. The rope is actually a twisted hollow tube of this material and, if cut, the ends can be sealed with heat to create clear flexible bags that are about 1 foot wide and as long as desired. You can create a total of 60 feet of this rope before the cypher ends.

## SPIKES OF THE ZEPHYR

*Iron flesh, rare (requires attunement)*

These prostheses replace both your lower legs with 2-foot-long pyramid-like spikes. Though it appears precarious, you can move normally on the spikes. The spikes have 8 charges and regain 1d8 charges daily at dawn. When you expend 1 charge as a bonus action, your perception of time changes, as everything around you seems to slow down this round and until the beginning of your next turn. During this time, your speed is doubled, you gain a +2 bonus to AC, you have advantage on Dexterity saving throws, and you can take an additional action during the same turn you activate this function.

## SPINE OF GRAVITY

*Iron flesh, very rare (requires attunement)*

This strip of banded metal implanted vertically in your back has 20 charges and regains 5d4 charges daily at dawn. When you expend 1 charge, gravity slowly releases its hold over you. You can concentrate to remain motionless in the air, or float up to 60 feet on your turn, but no more; otherwise, you drift with the wind or with any momentum you have gained. This effect lasts for up to 10 minutes.

If you expend 2 charges, you can manipulate gravity so well that you gain a fly speed of 60 feet for 10 minutes.

If you expend 3 charges, you can reverse gravity for a few seconds in an area up to 30 feet across within 60 feet of you. Creatures and objects in the affected area that are not secured fall up about 60 feet, then fall back

down the same amount, and may be subject to falling damage (dealing 1d6 bludgeoning damage for every 10 feet fallen. If a ceiling intersected a target's fall upward, the target might take falling damage twice.

Finally, you greatly increase the weight of one creature by expending 4 charges. The target must succeed on a DC 17 Constitution saving throw or take 8d6 + 20 bludgeoning damage, and restrained. You can choose to attempt to keep the target restrained by spending another 3 charges, in which case it can attempt another save to avoid the same effect in each subsequent round you concentrate.

## SPINE OF IMPACT

*Iron flesh, uncommon (requires attunement)*

This strip of banded metal implanted vertically in your back has 4 charges and regains 1d4 charges daily at dawn. When 1 charge is expended as a reaction when you are attacked or fall, you gain resistance against bludgeoning damage from one incoming attack, or from the impact of one fall.

## SPINE OF MIGHT

*Iron flesh, very rare (requires attunement)*

This strip of banded metal implanted vertically in your back has 4 charges and regains 1d4 charges daily at dawn. When 2 charges are expended as a bonus action, for one hour your Strength score increases to 21 and you gain a +2 bonus to AC as a reinforcing field suffuses your flesh. This has the side effect of causing you to discharge harmless static electricity whenever you touch an object or creature.

## SPINE OF SHOCK

*Iron flesh, rare (requires attunement)*

This strip of banded metal is implanted vertically in your back. It has 10 charges and regains 1d10 expended charges daily at dawn. It has the bludgeoning resistance function, plus one additional capability.

Track how many times bludgeoning resistance reduced the damage you would have otherwise taken, up to a total of ten times (the spine can't safely store more than ten instances at one time). You can



*Numenera Device Shapes and Materials, page 254*

release that stored energy as an action, producing a shockwave that ripples out from you 30 feet in all directions. All creatures in the affected area must succeed on a DC 15 Dexterity saving throw or take a number of d8s of bludgeoning damage equal to the amount of impacts stored; you decide how many impacts to release at one time. If you ever absorb eleven impacts, a shockwave is immediately triggered, spending all the stored energy then and there, regardless of the situation.

## STABILITY SPIKE

*Relic, rare*

This 12-foot-tall collapsible tripod has a central tube that extends a spike into the earth when deployed. Assembling the relic for use takes two rounds. Once set up, you can activate the device as your action; however, it takes one more round for a powered internal spike inside the tube to emerge and penetrate the ground. (The spike can penetrate any surface of up to object AC 20 or less.) When activated, this device stabilizes the ground and any structures built on the ground within a 500-foot sphere centered on the relic for one day. This essentially eliminates shaking, swaying, or vibration, potentially keeping a tower or buildings caught in an earthquake from collapsing.

A stability spike has a depletion of 1 in 1d10.

## STASIS POD

*Relic, very rare*

This rounded chamber of a translucent unknown substance and steel is studded with small machines. The chamber seems just large enough to hold a recumbent human. A creature placed in the chamber remains alive and in perfect hibernation, requiring no air, food, or water, until the chamber is opened again from the exterior. A hibernating subject does not age or suffer other ill effects, such as from external

attacks or dangerous environments. For them, no time seems to have passed.

A stasis pod has a depletion of 1 in 1d100, checked every century a subject remains inside.

## STEALTH COATING

*Cypher, common*

This handheld device disperses light-resistant particles over the surface of an object (or several objects) that can fit in a 10-foot cube as your action. The object is no longer visible to casual observation, and attempts to find or perceive the treated object(s) have disadvantage. The effect lasts until the objects are moved or damaged.

## STEALTH THROWER

*Cypher, uncommon*

This bulky handheld device is attached to large metal tanks and features a hose with a wide aperture. When activated as your action, a fine mist of color-adapting dust covers all creatures within a 60-foot cone emanating from the device. The dust coating provides adaptive camouflage for an hour, granting advantage on Dexterity (Stealth) checks.

## STIM

*Cypher, very rare*

When you place this adhesive patch on your skin as an action, add +20 to the next attack, save, or check you make within 10 minutes of activation.

## STORMHEART

*Iron flesh, rare (requires attunement)*

This crackling sphere is implanted directly into your chest, where it subsumes and partly replaces your heart, dropping you to 0 hit points and requiring you to start making death saving throws until you stabilize, or until you receiving healing (which could negate the need for death saving throws if received soon enough). If the implant successfully takes, a portion of sphere remains visible, crackling and shining.

*A stasis pod has AC 20 and 150 hit points; destroying a pod releases the subject from hibernation and the pod.*

*Stasis pods filled with castaways from another time are sometimes found in groups of twenty or more.*



The stormheart has 6 charges and regains 1d6 charges daily at dawn. When 1 charge is expended as a bonus action when you attack with a melee weapon or your hands, the attack deals an additional 3d8 lightning damage.

## STORMHEART TEMPEST

*Iron flesh, legendary (requires attunement)*

This sphere is permanently implanted in your chest in exactly the same way as a stormheart, with the same chance of death.

The tempest has 40 charges and regains 2d20 expended charges daily at dawn. It has the same additional lightning damage function as the stormheart, plus a couple more abilities.

You can move 120 feet instantaneously as your move, carried by a bolt of lightning (4 charges). You must be able to see the new location, and there must be no intervening barriers.

When you expend 4 charges as an action, lightning crackles across your body for 10 minutes, granting you a +1 bonus to AC. While so empowered, you have lightning resistance, and you deal +1d8 lightning damage on any creature that touches you or attacks you with a melee weapon that conducts lightning.

When you expend 7 charges as an action, you discharge a lightning bolt 100 feet long and 5 feet wide. Targets in the area must succeed on a DC 17 Dexterity saving throw and take 12d6 lightning damage on failure, or half as much damage on a successful save. Flammable objects not worn or carried in the line of the lightning ignite.

Finally, when you expend 7 charges as an action, you can flash across the miles, moving to an open location on the earth that you're familiar with almost instantaneously, transformed into a bolt of lightning. If you expend 3 additional charges, you can attempt to penetrate covered locations that you're aware of as long as a route exists from the open air to the area you want to reach that electricity can easily follow.

## STRENGTH BOOST

*Cypher, uncommon*

When you place this adhesive patch on your skin as an action, you gain advantage on Strength ability checks for one hour.

## STRUCTURAL EXTRUDER

*Relic, very rare*

A series of short, rounded tubes and hoses about 12 inches long connects to a device that can be carried or worn as a pack. When activated as your action, it produces a solid piece of amber-colored crystal (a resilient substance with AC 19) over the course of a minute that can take one or two simple shapes: a plank up to 10 feet long or a plane up to 10 feet by 10 feet by 2 inches that could be used as a floor, a wall partition, a ramp, etc.

A structural extruder has a depletion of 1 in 1d10, checked per week of use.



## STRUCTURAL REINFORCER

*Cypher, uncommon*

This bulky backpack-like device has a connected tube with a crystal mouth. When sprayed on a structure within 5 feet over the course of 1 minute, a skin-like material is laid down over a portion of the structure that would fit within a 50-foot cube. This effectively grants a +2 bonus to the object AC of the structure. Additional uses of this type of cypher on the structure provide no additional benefit.

## STUNNER

*Relic, rare*

This handheld device looks like a 5-inch metal sphere with a handle. When activated as your action, this device fires a beam of dim light at a target within 60 feet. The target must succeed on a DC 15 Constitution save or be incapacitated for one round.

A stunner has a depletion of 1 in 1d20.

## SUBDUAL FIELD

*Cypher, uncommon*

When this **complex device** about as large as two fists is activated as your action, an invisible field of influence fills a 60-foot-radius sphere centered on the device two rounds after activation. The field lasts for 1 minute. It affects the minds of thinking beings within the field, preventing them from taking hostile actions. The effect lasts as long as they remain in the field and for 1d6 rounds after, although a DC 13 Wisdom saving throw is allowed each round to act normally (both in the field and after leaving it).

## SUMMONING ALARM NODULE

*Cypher, common*

This crystal nodule can be affixed to a wall, structure, or object as your action. For the next day, each time the structure or object to which the nodule is attached is struck hard enough to deal damage (but not more than once per round), you are teleported from any location within 500 feet to a location within 5 feet of the struck structure or object.

## SUNFIRE CROWN

*Iron flesh, uncommon (requires attunement)*

This radiant golden disc is implanted directly onto the crown of your head, where it subsumes and partly replaces the top and back of your head. It always produces bright golden light, filling a 10-foot sphere centered on you. Though impressive, the implant interferes with your rest; you regain 1 less hit point than normal per Hit Dice rolled.

The sunfire crown has 4 charges and regains 1d4 charges daily at dawn. When 1 charge is expended as an action, the crown seems to ignite with light bright as the sun (though with an odd bluish cast to it), surrounding you with bright light in a 60-foot radius for one minute. This light discomfits vampires, but not as severely as sunlight normally does; they have disadvantage on attack rolls and ability checks, but take 5 radiant damage per turn in sunlight instead of 20.

## SUNFIRE CORONA

*Iron flesh, very rare (requires attunement)*

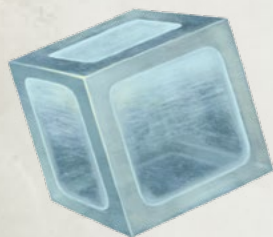
This disc is permanently implanted on your head in exactly the same way as a sunfire crown, with the same effect on your rests.

The sunfire corona has 20 charges and regains 1d20 expended charges daily at dawn. It has the same illumination function as the sunfire crown, plus a couple more abilities.

If 4 charges are expended as an action to ignite the crown's 60-foot-radius bright sunlight (with a bluish cast) that lasts for one minute, the effect has these additional properties in addition to those noted for a sunfire crown. First, the initial flare dazzles creatures not ready for it in the area; on a failed DC 15 Constitution saving throw, they have disadvantage on their actions on their next turn. In addition, you can see invisible creatures and objects as if they were visible, and you can see into adjacent dimensions, including into **bags of holding** as well as into the Ethereal Plane, as well as other adjacent planes not previously appreciated prior to the vaults of the Ancients opening.

Finally, you can expend 3 charges as an action to project a ray of burning blue-white fire from the corona to attack a target within

*Numenera Device Shapes and Materials, page 254*





120 feet that you can see. On a failed DC 17 Dexterity save, the target takes 10d6 fire damage, or 3d6 fire damage on a successful save, as the threads of fire singe the target. A target that takes full damage also ignites in flame. On each of its subsequent turns, it takes an additional 1d6 fire damage. (It can spend an action to extinguish the flames.)

## SURGEON SPHERE

*Relic, uncommon*

This spherical **type one basic automaton** is about 8 inches in diameter. A removable metal badge affixed to its top can be removed and worn on your belt. When activated, the sphere floats in the air, following the badge at a speed of 30 feet, always attempting to remain within 10 feet of it. A button on the badge allows you to command the sphere to stay where it is or come to your location (so long as it is within about 10 miles of your current location). If you are a living creature and you take damage, the automaton attempts to heal you with medical tools and chemical stimulants, restoring a number of hit points equal to  $1d8 + 1$ . This healing does not require you to take any action. The sphere can heal up to five times per day this way, after which it continues to follow the badge for the rest of the day but ignores any further injuries.

A surgeon sphere has a depletion of 1 in 1d20, checked per day of use.

## SUSPENSOR BELT

*Relic, uncommon*

A number of brass disks are affixed to this belt-like swath of milky material that can be securely closed around the waist. The belt provides lift once secured, though not enough to provide actual levitation for Medium creatures or larger. On the other hand, the lift makes all movement easier for a Medium creature, granting advantage on all Dexterity checks and saves.

The suspensor belt has a depletion of 1 in 1d20, checked per day of use.

## SUSTENANCE IMPLANT

*Cypher, common*

This disc adheres to your stomach as your action. For the next six days, you feel no ill effects from not eating or from overeating. You also gain advantage on all Constitution saves to resist effects of poisoned or diseased food.

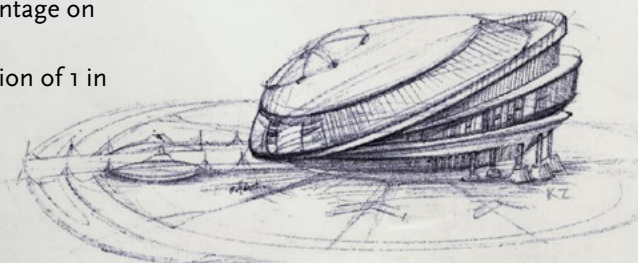
## SYNTHETIC BODY

*Iron flesh, very rare (requires attunement)*

This device resembles a large amulet with flexible tendrils extending out of the interior side. When activated as your action, the tendrils gently pierce your flesh and study your body. Then the amulet falls off and begins creating an artificial body that is an improved duplicate of your natural body. This artificial body is a mixture of metal, cloned flesh, and other unknown substances, with the amulet device at its heart. After about 10 hours, the new body is complete, resembling you at the peak of your health. When you activate the completed body, your mind transfers into it, killing your original body and animating the artificial body. Your new artificial body has resistance to bludgeoning, piercing, and slashing damage. With this body, you gain +6 points to your maximum hit points, and increases your Strength and Dexterity score each by 1. However, the new body limits your ability to rest and heal through normal means. Whenever you regain hit points from rest or magical healing, you only regain half (round up) of what is otherwise indicated. Unlike a normal living body, the artificial body could last for hundreds or thousands of years if properly maintained and repaired.

A synthetic body has a depletion of 1 in 1d100, checked each decade.

*Basic automaton, page 246*



## TELEPATHIC WIRE

*Relic, very rare*

This metallic wire on a spindle can be rolled out to surround an area up to 500 feet in diameter, requiring several minutes to deploy, or longer if trying to hide the wire so it's not immediately obvious to observers who come upon it. Once deployed, all creatures within the area gain the ability to telepathically speak with other creatures in the area. Should the wire be broken, all creatures in the area take 1d6 psychic damage (and lose the ability to telepathically communicate granted by this item).

A telepathic wire has a depletion of 1 in 1d20, checked per year of use.

## TELEPATHY IMPLANT

*Cypher, common*

This disc adheres to your forehead as your action, activating it with respect to one willing creature you can see or sense within 60 feet. For four hours, the device enables two-way mental communication between you and the target while you are within 120 feet of each other (whether you can see them or not).

## TELEPORTATION BEACON

*Cypher, rare*

This handheld device is covered in glowing knobs. When you activate it, it splits into two pieces, one of which you carry and the other you attach to a numenera structure. As an action, you can activate the piece you carry, immediately teleporting you and all willing targets within 10 feet to a safe area next to the numenera structure. There is no chance of arriving off-target. Once you activate the teleport, both parts of the cypher are destroyed.

## TELEPORTER OF BOUNDING

*Cypher, common*

When this sparkling device about as large as your thumb is activated as your action, you teleport up to 500 feet to a location you can see. You arrive safely with your equipment but cannot take anything else with you.

## TELEPORTER OF TRAVELING

*Cypher, uncommon*

When this sparkling device about as large as your palm is activated as your action, you teleport up to 1,000 miles to a location you have previously visited. You arrive safely with your equipment but cannot take anything else with you.

## TELLTALE GLASS

*Relic, rare*

This clear container could be used as a drinking glass. The glass turns red if anything poisonous is put into it, even in very small quantities.

A telltale glass has no depletion.

## TEMPORAL DUPLICATOR

*Relic, rare*

This odd-fitting metallic helmet has a metal box attachment and dial controls. When activated as your action, at the start of your next turn, two additional copies of you appear. You and both duplicates can then each take an action that round (because the duplicates are you, you decide what actions they take). The duplicates persist until the beginning of the turn after that (the second turn after you activated the relic), at which time they disappear back into the timestream. If a duplicate takes damage or is otherwise hurt, that same damage and any other conditions transfer from them to you when they disappear. If any of a duplicate's gear is consumed, lost, or expended (including ammunition, cyphers, items with charges, and relic depletion), your own equipment is likewise affected.

A temporal duplicator has a depletion of 1 in 1d10. When it depletes, there is a chance of an **accidental rift**.

## TEMPORAL VIEWER

*Cypher, rare*

This box-like device small enough to fit on your palm features a glass window covering one side. For one hour after you activate the device as your action, the window displays moving images and sound, depicting events that occurred at the current location up to one year prior. You specify the time period shown by the temporal viewer.

*Sometimes multiple telepathy implant cyphers are found together and allow intercommunication between all of them.*

*Accidental rifts, page 258*



## TEMPORARY WING

*Relic, rare*

This harness composed of an unknown flexible, rubbery material has several buttons and a small thumb-lever that can be pushed in any direction. When activated as your action, the harness instantly releases wide wings of a gossamer material (AC 15, 30 hp), each about 20 feet long. The wings grant you a 60-foot flying speed for one hour.

A temporary wing has a depletion of 1 in 1d20.

## TENDRIL GRAFT

*Relic, very rare (requires attunement)*

This whip-like length of organic material looks almost like living flesh. It is sedentary unless it is held to the base of your spine (requiring an action), where it sinks in tendrils and attaches. At this point, you can control the tendril like a limb. You can use it like a whip even if your hands are full, gaining proficiency in using the tendril just

so. You can also use it like a prehensile tail that can hold up to your weight (assuming you are roughly Medium or smaller) or another object up to half your size.

The tendril graft has no depletion.

## TENTACLE INJECTOR

*Relic, rare*

This device is shaped like a heavy bracelet and has a small aperture on one end. When activated as your bonus action, the relic extends a thin tendril out of the aperture and automatically stings a creature you strike that round with your melee attack. The stinging tendril deals 1 piercing damage and the target must succeed on a DC 15 Constitution saving throw or take 1d4 poison damage. The tendril is somewhat prehensile and about a foot long; it can help you on simple tasks such as untying a rope, but not something complex like picking a lock.

A tentacle injector has a depletion of 1 in 1d100.

*The tendril graft is partially alive, and establishes a symbiotic relationship with its user, or "host." It gains all the nutrients it needs by absorbing them from its host. People with such grafts find that they need to eat and drink about 25% more than normal.*



*Some toolbox blades take the form of other similar-sized weapons such as axes or warhammers.*

## THUNDER CANNON

*Relic, very rare*

This large, heavy tube with a bell-shaped end has a number of controls at the opposite end. It is a massive device, barely able to be held or carried by a single person (treat as a heavy two-handed weapon). When activated as your action, it emits a 120-foot cone of thunderous sound. Creatures in that area that fail a DC 15 Constitution save are knocked prone and stunned for one round. Unfixed items of Medium size or smaller are toppled and/or moved at least 5 feet. Larger objects might also be toppled.

A thunder cannon has a depletion of 1 in 1d10.

## TIME DILATOR OF DEFENSE

*Cypher, uncommon*

This crystal nodule must be affixed to armor to function; applying the nodule takes an action. The affected armor then gains the following additional ability for 1 day. The wearer of the armor moves in seemingly random, rapid jumps, a few inches to one side or the other, when attacked. (From the wearer's perspective, they're just moving normally.) All attacks made on the wearer during this period gain disadvantage.

## TIME DILATOR OF OFFENSE

*Cypher, uncommon*

This crystal nodule must be affixed to a melee weapon to function; applying the nodule takes an action. For 1 day, the weapon wielder moves at a variable—but always faster—speed when they wield the weapon. Thus, the wielder rolls a d8 each time they attack or make a saving throw, gaining that number as a bonus to any given attack or Dexterity saving throw they make while holding the weapon until the duration expires.



## TIME SKIPPER

*Cypher, rare*

When activated, this adhesive patch skips you forward in time in the same physical spot you left. To you, no time passes. To all others, you vanish in a flash and return later in another flash. Usually (80%) these cyphers send you a few minutes into the future, but some (20%) skip you forward a couple of hours.

## TOOLBOX BLADE

*Relic, uncommon*

This longsword has numenera embedded in the hilt and blade, with very subtle controls concealed in the hilt. As your action, you can transform or extrude the weapon into almost any tool included in a set of artisan's tools. Extruded tools remain connected to the relic by a thin flexible cable about 10 feet long. If the connecting cable is destroyed, the relic can still extrude a new copy of that tool. If left alone for a few hours, the relic returns to its weapon configuration.

A toolbox blade has a depletion of 1 in 1d100, checked each day the tools are used and each time it has to make a new extruded tool to replace one that was severed from it. If the relic depletes, it can still be used as a longsword.

## TOXIC FOGGER

*Relic, very rare*

This large backpack-sized metallic device features a crystal wand connected to the device with transparent flexible hoses and wires. When activated as your action, the toxic fogger produces a prodigious amount of translucent yellowish fog in a 200-foot sphere initially centered on the device. The fog lasts an hour and moves with the prevailing air in a cloud. For each minute a creature is exposed to the fog, it must succeed on a DC 13 Constitution save or take 2d6 poison damage, or half that if successful.

A toxic fogger has a depletion of 1 in 1d10.



## TRACER

*Cypher, common*

When this band that can be worn around your wrist is activated as your action, the device fires a microscopic tracer that clings to any surface within 60 feet. If that surface is a creature or equipment carried by a creature, it can avoid the tracer with a successful DC 13 Dexterity check, assuming it is aware of the attempt in the first place. (The tracer sinks into the target, making it difficult to find, let alone remove.) For the next day while the tracer remains in place, the band displays symbols that the user can interpret as the distance and direction to the tracer, as long as it is in the same dimension.

## TRACKDARTER

*Relic, rare*

This 3-foot-long handheld device is a metal tube with mechanical modules embedded along its length and a glass screen on one end. When activated as your action, it fires a tiny metal needle (range 30/120) at a target. If you hit, it deals 1 piercing damage and the needle embeds itself in the creature's flesh. The embedded needle gives off an invisible signal that the screen on the relic can detect, indicating approximate direction and distance to the needle so long as you are no more than 5 miles away from it.

The device can fire multiple times per round, so if you have the ability to attack twice as an attack action, you could make two attacks with the trackdarter.

A trackdarter has a depletion of 1–2 in 1d100, checked each time it is fired (firing multiple times in the same round requires multiple depletion rolls). The needles have a depletion of 1 in 1d10, checked each day.



## TRAIL BLAZER

*Cypher, uncommon*

This complex device can be attached to a worn boot as your action. For the next day, each time the boot touches down on solid ground, it deposits a patch of special dust (tiny machines) that mark the area with a symbol. At any time before the duration expires, you (so long as you're still wearing the boot with the attached cypher) and up to one other person that can be carried along can teleport back to any of these symbols as your action. The teleportation effect burns out the cypher.

## TRANSDIMENSIONAL LENS

*Cypher, common*

This complex device features a lens through which you can view the world with only slightly distorted colors. When activated as your action, you can see phasing, out-of-phase, invisible, ethereal, and transdimensional creatures, objects, and sources of energy within long range. Once activated, the lens functions for one day.

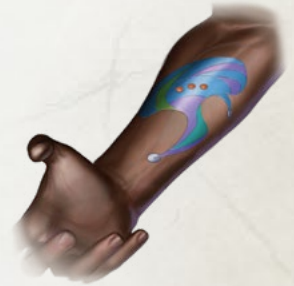
## TRANSDIMENSIONAL MIXER

*Relic, rare*

This 9-foot-tall collapsible tripod bears a complex bundle of interconnected wires on top and a control box in the center. Assembling the relic for use takes two rounds. Once set up, you can activate the device as your action, causing it to emit a transdimensional pulse that affects all creatures in a 120-foot sphere centered on the relic, spreading out their continuity so that they exist on many levels of reality at once for about an hour. Such creatures can neither be affected by normal physical phenomena nor affect the normal world of physical matter, though they may interact normally with each other, with "phased" creatures, and with creatures that are normally incorporeal.

A transdimensional mixer has a depletion of 1 in 1d10.

*Numenera Device Shapes and Materials, page 254*



The multidimensional ray projector's ability to ignore resistances and immunities means it deals normal damage to creatures that resist nonmagical attacks.

Characters skilled in Intelligence (Arcana) can initially only apply half their regular proficiency bonus to checks for understanding and using numenera; however, see the optional rule for Intelligence (Ancients Arcana) on page 259.

The spherical force field is nearly immune to all damage and most magic, though certain effects could breach it. In addition, transdimensional attacks could reach past the wall, or attacks that originate in a different plane of existence.

Some troglit crèches have faulty programming and do not stop reproducing.

Troglits have the stats of a Tiny challenge creature appropriate to their animal family, such as a cat, crab, frog, hawk, lizard, octopus, rat, or weasel.

## TRANSDIMENSIONAL RAY PROJECTOR

*Relic, very rare*

This handheld device has a number of controls and a wide dish at one end. When activated as your action, a stroke of energy that exists on many levels of reality at once forms a line 100 feet long and 5 feet wide from the device in a direction you choose. Each creature in the line must make a DC 17 Dexterity saving throw and take 10d6 force damage on a failed save, or half as much damage on a successful one. The multidimensionality of the attack allows you to ignore damage resistances and immunities, dealing full damage.

## TRAVEL BUBBLE

*Cypher, rare*

This handheld device is spherical, translucent, and can be held in the palm of one hand. When activated as your action, you and additional targets that can fit in a 10-foot sphere centered on you are encapsulated in a spherical, nearly transparent force field for up to 10 hours or until you collapse it. The sphere hovers at all times and moves as you wish, vertically or horizontally up to 60 feet each round.

## TRIGGER TRAP

*Relic, rare*

This small, complex box of metal has a variety of sensor plates, wires, and controls. A cypher of virtually any kind can be added to this trigger device to turn it into a trap. First, a cypher is added to the device as an action if you succeed on a DC 17 Intelligence (Arcana) check. If successful, another action or two is required to affix the various wires and plates to something—a nearby surface, door, hinge, and so on, to serve as a physical trigger. When the trap is triggered, the cypher is activated. If the cypher inflicts damage or some other unwanted effect on nearby creatures or whoever triggered it, the save DC is 15.

A trigger trap has an automatic depletion; it can be used only once.

## TROGLIT CRECHE

*Cypher, uncommon*

When activated, this canister synthesizes and releases a batch of 1d6 pigeon-sized creatures called troglits that wander the area in search of food. Troglits are slow, harmless, and omnivorous. They may have features of any kind of animal family (mammal, bird, reptile, fish, insect, and so on) and can subsist on scrub grass, bark, manure, and other organic materials that humans can't eat. After one day of eating its fill, a troglit grows to twice its original size and gives birth to 1d6 immature troglits. Troglits are palatable and nutritious. They are genetically programmed to become sterile after about five days after the initial batch, no matter what generation they are.





## TWILIGHT SKIN

*Iron flesh, very rare (requires attunement)*

This artificial skin of thin ultra-black material lays itself in swaddling, tight ribbons of darkness across large sections of your natural skin, ultimately replacing those sections with prosthetic skin. It has 13 charges and regains 1d12 + 1 charges daily at midnight. When you expend 1 charge as an action, darkness adheres to you, transforming you into an utterly featureless silhouette for 10 minutes, granting you advantage on all Dexterity (Stealth) checks and a +1 bonus to AC.

If you expend 2 charges as an action, darkness so thick that it has a sort of substance condenses within an area 30 feet in diameter within 120 feet of you, manifesting as a swarm of hungry black ribbons for one minute. Creatures in the area have disadvantage on all actions, and leaving the area requires that the creature succeed on a DC 17 Strength (Athletics) check, and even if successful, requires their entire turn to complete. All tasks attempted by creatures in the area gain disadvantage. Leaving the area requires the creature's entire action to move. You can dismiss the dark matter early as an action.

If you expend 3 charges as an action, you form dark matter into a large structure occupying a volume that would fit into ten 10-foot cubes. The structure can be somewhat complex, though everything has the same matte black color from which no light shines. Otherwise, the structure can possess different densities, textures, and capacities. This means it can include windows, doors with locks, furnishings, and even decor, as long as it is all black as pitch. For example, you could shape the dark matter into a large, defensible structure; a sturdy 100-foot bridge; or anything similar. The structure lasts for one day, unless destroyed. (Treat the structure's walls as if made of stone for purposes of withstanding damage. Each 10-foot section has AC 15 and 60 hit points. You can't keep more than one such structure solid at any one time.

## UNARMORED NODULE

*Cypher, uncommon*

This patch of hard synth fabric must be affixed to your armor to function; applying the nodule takes an action. For the next day, your armor becomes invisible, making you appear to be unarmored. The cypher does not block the armor's noises or change how it feels to touch it, so careful scrutiny can reveal the deception.

## UNIVERSAL SOLVENT

*Cypher, uncommon*

When you break open this thin metallic canister and pour out the organic slime as an action, each round the material dissolves 1 cubic foot of non-magical material (stone, iron, a machine house, and so on). After 5 rounds, the slime "dies" and becomes inert.

If your target is a creature, it must succeed on a DC 13 Dexterity save. If it fails, it takes 4d6 acid damage, and another 4d6 acid damage each round until 5 rounds have passed or it succeeds on a subsequent DC 13 Constitution saving throw on its turn, rendering the slime inert.

## VENTRILOQUIST NODULE

*Cypher, uncommon*

When activated, this crystalline nodule splits into two pieces. You place or throw one piece somewhere, and put the other piece in your mouth. At any time, you can speak normally, project your voice through the other piece of the cypher (up to 500 feet), or both. The remote piece sounds exactly like you, and the sound can be up to twice as loud as your actual voice. The cypher stops working after 3 hours.



## VIGILANT EYE

*Relic, rare*

This device is a thin cone about the length of a longsword topped with an eye-like device. When activated as your action, it hovers about a foot off the ground and follows you with a walking speed of 30 feet. It has a passive Wisdom (Perception) score of 15 and is always alert for danger, traps, and hidden creatures. If it detects any such threat, it warns you with a series of clicks and blinking lights. Because it can't discern the intent of creatures in the area, it often gives false alarms about creatures that actually mean no harm (particularly in places like cities where there are many creatures moving about).

A vigilant eye has a depletion of 1 in 1d20, checked each week of use.

## VISAGE CHANGER

*Cypher, uncommon*

When this metallic device with a needle on one end is plunged into your flesh as your action, a burning sensation travels through your body, and you enter a trance-like state for 1 minute as fever grips your body. When your head clears, you recall the echo of unbelievable pain, and find that your face and body have stretched and changed according to a mental image you held in your head, effectively disguising yourself to appear as that being, so long as it is generally same shape and size you were before activation. Your changed visage lasts one day. A suspicious onlooker trying to discern that you are disguised must succeed on a DC 15 Intelligence (Investigation) check. Your body returns to its normal visage when the duration expires, putting you through the same process in reverse.

## VISION RELAYER

*Relic, rare*

This relic is a pair of flat rigid disks that gently adhere to flesh, fur, wood, or metal. You must attach one disk to your head and the other to another creature's head. When activated, for the next 10 minutes the two disks transmit signals to each other, allowing you to see out of the other

creature's eyes instead of your own. As your bonus action you can switch your vision to your own eyes or back to the creature's eyes.

A vision relayer has a depletion of 1 in 1d20, checked each time you activate it.

## VISUAL DISPLACEMENT DEVICE

*Cypher, common*

When this band that can be worn around the wrist is activated as your action, it projects illusory images of you to confuse attackers. The images appear around you for 30 minutes, during which time creatures have disadvantage on attack rolls against you. An attacker is immune to this effect if it doesn't rely on sight or can see through illusions.

## VOCAL TRANSLATOR

*Cypher, common*

When this shoulder-mounted clump of metal and crystal is activated as your action, it begins to pulse a deep crimson. For the next day, an extremely loud alien voice translates everything you say into a language that anyone can understand for one day.

## VOICEBOX GRAFT

*Cypher, uncommon*

When pressed to a living creature's head and activated, this small metallic disk immediately unleashes microfilaments that enter the brain. Within five minutes, the device reacts to the creature's ability to communicate and make concepts, translating those impulses into audible words in a specific language keyed to the graft. The graft gives the creature a vocabulary of about thirty words, although very simple creatures might be able to use far fewer. Typical words in a creature's vocabulary are: hunger, hunt, food, danger, predator, prey, left, right, up, down, move, stop, fast, slow, cold, hot, pain, fear. If a creature is capable of learning vocal commands or pet tricks, those words are suitable additions to its spoken vocabulary. Approximately half of these grafts have a limited machine intelligence that adds some syntax to the creature's words so it is easier to understand.





## WASP DRONE

*Cypher, uncommon*

This fingertip-sized artificial insect is made of metal, biological parts, and a sturdy but flexible reinforcing material. When activated, it responds to your voice commands and travels to a designated area you can see within 500 feet (if you have line of sight to a particular creature, you can instead designate that creature). The drone flies to that area, moving 120 feet each round, and makes a nuisance of itself, attacking creatures randomly (if you designate a creature, it attacks only that creature). It dies after 10 minutes of activity or after it makes one successful attack.

## WATER BREATHER

*Cypher, common*

When this greenish film is applied across your face and nose as your action, it adheres in place (though you can remove it and put it back on as needed). While in place, you can breathe underwater as well as in air. After 10 hours, the film decays into useless powder.

## WATER SPIGOT

*Cypher, uncommon*

This glove-like cypher of metal and unknown materials has two modes: stream and burst. When activated in stream mode, it produces a constant stream of water, anywhere from one to three gallons per minute. This ends when it has released about 500 gallons of water. The water may be fresh, salt, brackish, or contaminated with some other substance (such as sewage or pollutants).

When activated in burst mode, the glove sprays a jet of high-velocity water up to 120 feet away, using about 100 gallons of the cypher's capacity in one round. As a bonus action, you can aim the burst at a creature you can see within 120 feet of you. The target must succeed on a DC 13 Strength saving throw or take 1d4 bludgeoning damage and fall prone. Instead of a creature, you can target an object that isn't being worn or carried and that weighs no more than 200 pounds. The object is either knocked over or pushed up to 15 feet

away from you. After the initial burst, the remainder of the cypher's water pours out at the default mode rate.

## WATERPROOFING SPRAY

*Cypher, uncommon*

When activated, this small spray canister emits a cloud of nanites that bind to one object (about the size of something you can hold in two hands, or a 5-foot-square area). For the next day, the sprayed object repels water as if protected by an incredibly thin and specialized force field. The object gains a +3 bonus on AC and saving throws against water-based attacks (such as acid, sprayed venom, or electricity conducted through water), and it has resistance against all water based-damage.

## WEAPON GRAFT

*Relic, very rare (requires attunement)*

This blade-like object is made of a hard chitinous material, but has a sleeve of softer, fleshy material at the base. It is inert unless it is fitted over a hand or to an empty stump as an action, whereupon it affixes to your flesh, becoming bonded. The bonded blade can be used as a longsword. You gain a +2 bonus to attack and damage rolls made with this weapon.

A weapon graft has no depletion.

## WINDRIDER

*Relic, rare*

This 8-foot-long metallic wing can be ridden by a Medium or smaller creature. You can fly (but not hover) with a flying speed of 100 feet. Flying the vehicle requires some concentration; each round you fly the windrider but attempt to take some other action, that action has disadvantage and you must succeed on a DC 13 Dexterity (Acrobatics) check, or the windrider suddenly dives, crashes, flips over, or otherwise moves in a manner you don't intend (as determined by the GM).

A windrider has a depletion of 1–2 in 1d100, checked on activation but no more than once per day.

*Other than its flying speed of 120 feet, the wasp drone has the stats of a scorpion.*

*Repelling water may have other benefits, such as increasing a boat's speed by reducing drag on the hull, making it possible to easily wipe off mud or paint from clothing, preventing short-outs in electrical equipment, and so on.*

*The weapon graft is partially alive, and establishes a symbiotic relationship with its user, or "host." It gains all the nutrients it needs by absorbing them from its host. People with such grafts find that they need to eat and drink about 25% more than normal.*

*A typical kitchen faucet with a standard aerator can release about 2.2 gallons (8.3 liters) per minute.*

*The water from a water spigot cypher might be pulled from a nearby source, fabricated by nanites, or diverted from another dimension.*

*A windslice blade's name comes from the idea that it can slice even the wind in half.*

## WINDSLICE BLADE

*Relic, very rare (requires attunement)*

This blade (sometimes found in conformations suitable for use as a longsword, other times as a two-handed blade, and sometimes as a shortsword) is made from a material so durable and dense that the edge is incredibly sharp and it lasts essentially forever, and thus is far stronger and more durable than iron and steel blades, though it seems some sort of steel alloy. (The blade has AC 24.) You gain a +2 bonus to attack and damage rolls made with this weapon. When you hit with it, that target takes an extra 1d8 slashing damage.

A windslice blade has no depletion.

## WINGS OF THUNDER

*Iron flesh, very rare (requires attunement)*

These vestigial wing-like extensions are implanted on your back, usually folded, but opening up to reveal oddly shaped vanes and textured membranes each time you use a function of this implant. The wings of thunder have 20 charges and regain 2d10 charges daily at dawn.

When you expend 1 charge as an action, echolocation grants you blindsight 120 feet for up to 1 hour.

When you expend 3 charges as an action, you direct a beam of focused sound at a target within 120 feet. The target must succeed on a DC 17 Constitution save or take 8d6 thunder damage and begin to “ring” with a resonant destructive wave. At the start of each of its turns until the wave damps out, the target must succeed on a DC 17 Constitution save or take 1d6 thunder damage. On a successful save, the effect ends. Other methods could be used to end the wave, including simply banging loudly on a drum, blowing a horn, or other resonant instrument or sound, which has the effect of canceling out the wave.

Finally, if you expend 7 charges as an action, you can target a creature within 10 feet with a focused beam of sound that sets up a lethal resonance in their body if they fail a DC 17 Constitution saving throw. The vibration remains imperceptible to others except for the target (who hears a constant buzzing) for up to 10 hours. If nothing is

done, the resonance builds to its maximum and is released as a destructive pulse after 10 hours. At the end of this time, the target must succeed on a DC 17 Constitution save or be reduced to 0 hit points. If it succeeds, it takes 10d10 thunder damage. All creatures within 10 feet of the target when this effect triggers must make a DC 15 Constitution save or take 10d10 thunder damage, or half that if successful.

## WINTER TORQUE

*Iron flesh, very rare (requires attunement)*

This choker-like collar of white metal is implanted around your neck, permanently hindering your ability to turn your head without moving your whole body, granting disadvantage on all Wisdom (Perception) checks. Once implanted, a pocket of cold air constantly surrounds your head.

The winter torque has 20 charges and regains 5d4 charges daily at dawn. When you expend 1 charge as an action, your body is covered in a sheen of ice for one hour that gives you a +1 bonus AC. While the sheen is active, you feel no discomfort from normal cold temperatures and have cold resistance.

While your sheen of ice is active, you can extend it to cover a weapon you wield for one hour as a bonus action. The cold effect ends if you stop holding or carrying the weapon. While the cold lasts, the weapon deals +2d8 cold damage.

You can intensify the cold from your sheen of ice when you touch a foe as an attack action (3 charges), dealing 8d8 cold damage if they fail a DC 17 Dexterity saving throw. Alternatively, if you expend 5 charges, you can create a cold burst affecting all creatures in a 30-foot sphere centered on you, dealing 5d8 cold damage on all targets who fail a DC 17 Dexterity saving throw, or half that on those who succeed. In either case, targets that take full damage must succeed on a DC 17 Constitution saving throw or be paralyzed for one round.



## WONDROUS POCKET

*Relic, rare*

This pouch-like accessory composed of a smooth, shiny, black material can be worn with straps or carried.

At the end of each 24-hour period during which the pocket is carried, you find a new random numenera device (or tiny creature) in the pack. Usually junk, **oddities**, or vermin are found; however, every so often, something more interesting (or dangerous) might appear at the GM's discretion.

Someone with experience with numenera devices carrying the pocket may eventually realize (with a successful DC 15 Intelligence (Arcana) check after using the pocket for a week) that the pocket accesses an artificial limited dimension, and that anytime the pocket comes within 30 feet of another artificial extradimensional space, extraplanar gate, or a portal to another dimension, an object or creature from that space can passively "fall" into the pocket.

This realization allows you to use the pocket purposefully. If you spend at least one hour within 10 feet to the entrance to an alternate dimension or extraplanar gate, it's certain that something from that space finds its way into the pocket, though what it fetches is at the GM's discretion.

A wondrous pocket has a depletion of 1 in 1d100, checked per day of use. When it depletes, there is a chance of an **accidental rift**.

## WOOD INK PEN

*Relic, uncommon*

This device is a narrow pointed cylinder about 6 inches long, which comfortably fits in your hand. When used like a pencil on a surface, it creates lines of a thin substance that is similar to wood but not actually wood, which can be built up like a lattice to create three-dimensional structures. A single strand of it is flexible but sturdy for its thickness, and multiple strands together are about the equivalent strength and flexibility of soft wood. The pen can create four different colors of this material (such as blue, green, gray, and red). Using the pen gives you advantage on tasks where being able to create such fine details would be useful.

A wood ink pen has a depletion of 1 in 1d100, checked each hour of use.

## X-RAY VIEWER

*Cypher, uncommon*

This box-like device small enough to fit in your palm features a glass window covering one side. Thereafter for up to 10 minutes and when held up to a solid surface, the window allows you to see through up to 2 feet of solid material of any kind, including lead. Thicker substances block vision.

*Oddities, page 126*

*Accidental rifts, page 258*



## ODDITIES

Sometimes PCs find things that are interesting but have no real game value. They don't help in combat. They don't grant amazing powers. They don't protect the user. Not everything the Ancients created was a combat device or can be used as one now. These devices are called oddities, and they serve a number of purposes.

First, they provide verisimilitude—not everything is suited for an explorer. Second, they're interesting—weird little things that can be sold or used for barter or gifts. Third, and perhaps most important, they add more mystery and feelings of the unknown to the game because oddities are really, well, odd. Why did their creators make them? Were they once a part of a larger device with a more understandable function? No one knows, and it's likely that no one ever will.

### USING ODDITIES IN THE GAME

Oddities can be traded, sold, used, or given as interesting gifts. Usually, their value is around 10 gp, but some oddities might fetch as much as 50 gp depending on their potential utility.

Many of the oddities listed were left vague so the GM can tailor them as needed. The size, color, shape, and so on can be changed. Current-day artisans might set some of the oddities into jewelry or on the end of a staff.

GMs are encouraged to ensure that oddities always seem odd. One day, have a PC's oddity work differently. For example, the cup that boils liquid now freezes it instead. The rod with blinking lights goes wild with lights and starts beeping as well. The small mirrored cube starts spinning on its own. No explanation is needed because the owner didn't really understand the oddity in the first place.

### ODDITIES TABLE

When giving oddities to characters, either choose from this table or roll 1d100 for random oddities.

## A SELECTION OF ANCIENTS ODDITIES

### d100 Oddity

01	Crystal that shatters easily but then instantly reforms
02	Egg-shaped metallic bauble that occasionally spins and speaks in a language no one knows
03	Aerosol can that sprays sparkling paint that hangs in the air
04	Device that emits a projection of a human face that changes expression depending on the direction in which it's looking
05	Unknown musical instrument that plays only soft, unpleasant sounds
06	Circular stone plate with a human face that occasionally changes expression or appears to speak (but has no voice)
07	Box with a tiny group of musicians in it who play when it is opened and look horrified when it is closed
08	Remote-controlled dragonfly with a tiny, handheld controller
09	Pants that fit perfectly and never seem to get dirty but are always chilly
10	Blob of clay that takes on various mysterious shapes when left alone
11	Crystal that hums
12	Necklace made of gears and other machine parts
13	Flute with buttons rather than holes so you can play music without blowing into it
14	Lightning bug in a glass globe
15	Plastic disk that displays ever-changing but meaningless symbols
16	Small rod that emits a voice saying the same thing in an unknown language every time a button is pushed





# CYPHERS, RELICS, AND IRON FLESH

- 17 Glass plate that shows what seems to be a live image of the moon, but from a closer vantage
- 18 Comb that glows when used
- 19 Small square cage that puts whatever single creature is inside it into stasis
- 20 Plastic bottle containing a spray that cleans any stain and never runs out
- 21 Metallic device that creates one sheet of new paper each day
- 22 Pen that writes in invisible ink revealed only at a very low temperature
- 23 Tiny toy ornithopter made of a solid piece of material that seems indestructible
- 24 Fuzzy stuffed ravage bear that makes growling noises when you squeeze it
- 25 Goggles that tint everything green
- 26 Series of thin plastic cards that show all kinds of unknown creatures
- 27 Candle that never runs down
- 28 Bag of sixteen rubber balloons
- 29 Three silken gloves with six fingers each
- 30 Metallic jar that maintains the temperature of liquid inside indefinitely
- 31 Blue crystal that glows as bright as a candle when held
- 32 Small coin pouch that holds twice as much as it appears it should
- 33 Small wand-like device that keeps away normal insects in a 5-foot-radius
- 34 Unknown plastic device with lights that occasionally blink
- 35 Powerful magnifying glass
- 36 Bag that contains dice, each with a different number of sides
- 37 Small mirrored cube
- 38 Piece of extremely strong, thin cable, 8 feet long
- 39 Feathered hat that occasionally makes bird noises
- 40 Wooden rod that increases in length by about 1 inch a month
- 41 Brass device with nested circular plates that rotate and click
- 42 Cape that billows as if blown by the wind when worn, even in still air
- 43 Glass cube that shows what seems to be a live aerial view of an unknown, ruined city
- 44 Armband that tightens slightly when within 100 feet of machines
- 45 Small jar of black paint that refills itself each day
- 46 Metallic mask that fits perfectly on your face and changes expression when you do
- 47 Five metallic plates that orbit around your head and display ever-changing, unknown symbols
- 48 Green glass sphere that floats next to you and whistles when you are angry
- 49 Metal canister that fills with 4 quarts of water at the same time each day
- 50 Metal and glass disk that, when pressed against flesh, instantly etches a tattoo of a black scorpion
- 51 Small mirror that shows someone other than you when you gaze into it
- 52 Canister that produces an extremely foul odor and a puff of dark red smoke when opened
- 53 Goggles that allow you to see perfectly through steam or smoke
- 54 Box that produces a 3-inch cube of a firm gelatinous substance at the same time each day
- 55 Shirt that displays your muscles, bones, and internal organs when you wear it

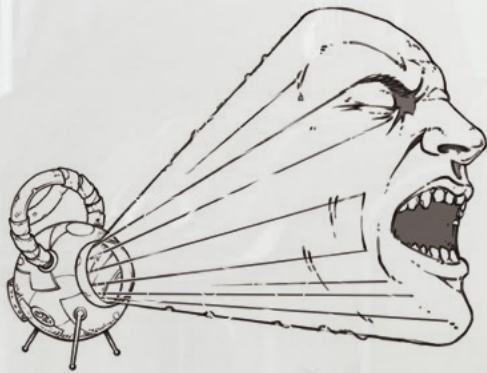


- 56 Small leather case of cosmetics that never seem to run out
- 57 Amulet that, when worn, projects holographic images of fish swimming around you
- 58 Bracelet with a tiny bell charm that rings like a massive bell when intentionally rung
- 59 Metallic, pointed-toe boots designed to fit a jiraskar or a similar creature
- 60 Cup that instantly boils any liquid poured into it
- 61 Spectacles that project strange images on the lenses so the wearer sees things that are not there
- 62 Box of a dozen matchsticks that, when burned, release puffs of lingering smoke that take on the shapes of faces, creatures, or other things
- 63 Blanket that makes a pleasant, soft humming noise while covering a living creature
- 64 Semicircular device of metal and glass that projects a harmless, thin, red beam up to 50 feet when activated
- 65 Two 5-inch metal and glass disks that hover around your wrists
- 66 Six small, clear synth bags that can be sealed and are very durable
- 67 Glass orb that always drips perfumed water very slowly
- 68 Jar of sixteen seeds; when planted, each seed grows into a daffodil made of gold in six months
- 69 Rose made of nigh-indestructible glass
- 70 Octagon-shaped amulet that is black during the day and sky blue at night
- 71 Mummified fish with feathered wings in a wooden box
- 72 Two-headed animal fetus in a glass jar
- 73 Saddle sized for a very small animal, such as a squirrel or a small cat
- 74 Small rectangular device that makes a chirping sound at the same time each day
- 75 Pair of tiny metal rods that, when brought within 1 inch of each other, vibrate exactly fifteen minutes before the sun rises on any given day
- 76 Ceramic ring that makes you feel as though gentle hands are caressing your body
- 77 Bottle of twenty-four pills that make you vividly dream about your favorite memory when you next sleep
- 78 Cylinder that clears the air of smoke, foul smells, and the like in an enclosed room in one minute's time
- 79 A pair of small floating cubes that keep a small enclosed room at the temperature at which water freezes
- 80 Bracelet that renders you unable to reproduce while worn
- 81 Chair that can be stored in an extradimensional space when activated
- 82 Synth disk that will restore a rotten vegetable or piece of fruit
- 83 Cylinder that, if you speak through it, makes your voice sound wavering and strange
- 84 Scarf that appears to be made of silk but is virtually indestructible and cannot be dirtied or stained
- 85 Egg-shaped device that temporarily negates all odor within 3 feet
- 86 Short metal rod that is insubstantial to all matter except the special synth glove that goes with it





- 87 Cube that, when activated, disappears for one minute and then reappears in the same spot
- 88 Wristband that buzzes when in complete darkness
- 89 Plate of glass that, when you view the night sky through it, reveals ten times as many stars
- 90 Ceramic pot that produces a tiny puff of colored smoke once every hour and a half
- 91 Hoop that sharpens any blade passed through it
- 92 Sphere that produces vigorous bubbles when placed in water
- 93 Tiny awl that inflicts no pain when it pierces flesh
- 94 Contact lenses that make your eyes seem completely white with no pupils
- 95 Silken string, 3 feet long, that coils around whatever it touches
- 96 Large, clear synth bag that keeps food inside it fresh indefinitely
- 97 Stockings that are always warm
- 98 Single rubber glove that is extremely durable and resistant
- 99 Box filled with two dozen spherical magnets, each about the size of a pea
- 100 Pair of clear drinking glasses that change color depending on the contents



## MUTATIONS

A mutation is a change in a creature's genes that makes it different than the genes from its parents. Some mutations are minor and inconsequential, like having blue eyes instead of brown eyes; some are significant, like being able to create a slippery slime with your skin; and some are detrimental, like a hand missing fingers or an eye that can't see color. A creature might be a mutant from birth, or become a mutant later in life. A mutant's abilities might manifest early on, or lay dormant until triggered by a stressful event. It is possible for any sort of living creature—including a PC—to be born as or become a mutant. Having a mutation doesn't change a creature's species. A mutant high elf is still a high elf, a mutant bugbear is still a bugbear, and a mutant red dragon is still a red dragon.

A mutation might be accidental or deliberate. Exposure to powerful energy sources such as radiation and extradimensional energy can cause tiny changes in a creature's genes that manifest as a mutation. Exotic chemicals and certain poisonous substances (including **wastelands**) are known to cause mutations in creatures who survive exposure to them. The Ancients dabbled in creating and altering life, and some of their experiments used strange processes and devices that created specific mutations in their subjects.

Mutants with similar traits sometimes band together. Those with hideous deformities face discrimination and derision. Some are outcasts, and others are revered, flaunting their mutations as a sign of superiority, power, and influence. Their mutations are seen as a blessing, not a curse. Some people believe them to be divine.

Mutations are often hereditary, passed down from parent to child like any other trait, such as a hawkish nose or red hair. Over many generations, a mutation may spread throughout a community, and multiple mutations might change a group of creatures enough that they truly become a new species—**chirogs**, **killisti**, and **margr** may once have been creatures like humans, goblins, and orcs, changed over

*Adding mutations to monsters is an easy way of making an ordinary encounter into something unusual and memorable.*

*Unlike the other numenera described in this chapter, mutations are not physical devices that a character can pick up or drop like a piece of equipment; they're internal changes in the character's body caused by some aspect of the numenera.*

*Wastelands of the Ancients, page 261*

*Chirog, page 154  
Killisti, page 193  
Margr, page 197*

## BEGINNING PLAY AS A MUTANT

With the GM's permission, you can play a character who was born a mutant or became a mutant before 1st level. These mutants have special abilities unavailable to other starting characters, but they come at a cost. You choose to play a mutant version of a human, elf, dwarf, or any other species the GM allows as PCs, and your mutant character has all of the normal traits for that choice except for ability score increases. Instead of those ability score increases, your mutant character gains one of the following sets of abilities:

- Two beneficial mutations
- Three beneficial mutations and one harmful mutation
- One powerful mutation and one harmful mutation
- One powerful mutation, one distinctive mutation, and one harmful mutation

In addition to all of the above choices, your mutant character can have anywhere from zero to four distinctive mutations and zero to four cosmetic

mutations. You choose how many distinctive and cosmetic mutations you want, and don't need to declare in advance how many you want (for example, you could roll for one and then stop, roll for one and then decide to roll for a second one, and so on). You and the GM should work together to make the resulting mutant character one you want to play.

For example, Darcy wants to play a mutant high elf. Her character gets all of the elf and high elf traits except their ability score bonuses (the elf +2 bonus to Dexterity and the high elf +1 bonus to Intelligence). She decides to take a risk and chooses to have three beneficial mutations and one harmful mutation. For her beneficial mutations she rolls 54 (poison resistance), 90 (slashing resistance), and 92 (bludgeoning resistance). For her harmful mutation, she rolls 48 (slow and lumbering). For distinctive mutations, she rolls 89 (eyes on stalks) and decides to stop before the character gets any weirder, and doesn't roll for any cosmetic mutations. Darcy then finishes her character (class, background, and so on) in the normal way.





time by mutation and inbreeding until they stabilized in their current forms.

Five categories of mutation exist.

**Beneficial mutations** bring about changes that are neither physically obvious nor extraordinary. **Powerful mutations** are like beneficial ones, but more potent.

**Harmful mutations** are physical changes that are usually grotesque and somewhat debilitating. The fourth category, **distinctive mutations**, also provides significant abilities, but they mark the character as an obvious mutant. Last, **cosmetic mutations** bring no special capabilities at all and are merely cosmetic (although sometimes dramatically so).

In theory, there is a sixth category that might be called crippling mutations, but player characters never have this kind of mutation. Mutants with crippling mutations might be born without limbs, with barely functional lungs, without most of their brain, and so on. Such mutations prevent a character from being viable.

Though the abilities conferred by mutations may seem supernatural, they are not magical. Mutations are always rolled randomly (no matter what type of mutation they are).

## BENEFICIAL MUTATIONS

The following mutations do not require any visible changes or distinctions in the character. In other words, people who have these mutations are not obviously recognized as mutants. Most beneficial mutations don't require an action to use them.

**01–05 Strengthened bones:** Your Constitution score increases by 2.

**06–10 Improved reason:** Your Wisdom score increases by 2.

**11–15 Improved musculature:** Your Strength score increases by 2.

**16–20 Improved nervous system:** Your Dexterity score increases by 2.

**21–25 Improved neural processes:** Your Intelligence score increases by 2.

**26–30 Thick hide:** Your AC can't be less than 14, regardless of the armor you are wearing.

**31–33 Increased lung capacity:** Add five to the number of minutes you can hold your breath.

**34–36 Adhesion pads:** Your hands and feet have naturally adhesive pads. Climbing doesn't cost you extra movement and you add your proficiency bonus to Strength (Athletics) checks for climbing.

**37–39 Slippery skin:** You secrete a slippery oil from your skin. You gain advantage on rolls to slip from another's grip, escape from bonds, squeeze through small openings, and so on.

**40–45 Telekinetic shield:** You reflexively use telekinesis to ward away attacks. As a reaction (which you take when you are hit by an attack) you can give yourself a +2 bonus to AC against the triggering attack.

**46–50 Suggestive voice:** Your voice is perfectly modulated for speech. You gain proficiency in Deception and Persuasion.

**51–53 Processor dreams:** When you sleep, you process information so that after you wake, you have advantage on any Intelligence skill checks held over from the previous day. For example, if you have to determine whether an unknown plant is poisonous, you could "sleep on it" and make the determination the next day with advantage on the Intelligence (Nature) check. If you're a creature that doesn't sleep (such as an elf), you gain this benefit after your equivalent of sleeping (elven trance counts as sleep for this purpose).

**54–60 Poison resistance:** You have advantage on saving throws against poison, and you have resistance against poison damage.

**61–65 Disease resistance:** You have advantage on saving throws against disease, and you have resistance against necrotic damage from diseases.

**66–70 Fire resistance:** You have resistance against fire damage.

**71–75 Cold resistance:** You have resistance against cold damage.

**76–80 Psychic resistance:** You have resistance against psychic damage.

**81–85 Acid resistance:** You have resistance against acid damage.

**86–88 Piercing resistance:** You have resistance against piercing damage.



**89–91 Slashing resistance:** You have resistance against slashing damage.

**92–94 Bludgeoning resistance:** You have resistance against bludgeoning damage.

**95–96 No scent:** You have no odor. All creatures have disadvantage on using their sense of smell to notice, find, sense, or track you.

**97–99 Keen scent:** You can sense creatures, objects, and terrain by scent as well as a normal human can by sight. You can detect scents with that degree of accuracy only within 25 feet, but you can sense strong odors from much farther away (far better than a normal human can). Like a hound, you can track creatures by their scent. You have advantage on Wisdom (Perception) checks that rely on smell.

**00 Sense material:** You can sense the presence of any single substance within 25 feet, although you don't learn details or the precise location. You and the GM should work together to determine the substance: water, iron, *synth*, granite, wood, flesh, salt, and so on. You do not need to concentrate to sense the material.

*Synth, page 255*

## HARMFUL MUTATIONS

Unless noted otherwise, the following mutations are visible, obvious, and grotesque. They offer no benefits, only drawbacks. None of them require you to use an action.

**01–10 Deformed leg:** Your speed on foot is reduced by 5 feet. You must succeed on a DC 10 Dexterity saving throw after using the Dash action. If you fail the save, you fall prone.

**11–20 Deformed face/appearance:** You are deformed or disfigured to the extent that it can't be easily concealed. You have disadvantage on Charisma (Persuasion) checks and advantage on Charisma (Intimidation) checks.

**21–30 Deformed arm/hand:** You have disadvantage with any roll requiring you to use that arm or hand (including wielding two-handed weapons).

**31–40 Malformed brain:** You have disadvantage on all Intelligence checks.

**41–45 Mentally vulnerable:** You have disadvantage on Intelligence saving throws.

**46–50 Slow and lumbering:** You have disadvantage on all Dexterity checks.

**51–60 Sickly:** You have disadvantage on all Constitution saving throws.

**61–63 Horrible growth:** A large goiter, immobile tendrils, or useless extra eye hangs from your face. You have disadvantage on Charisma (Persuasion) checks and advantage on Charisma (Intimidation) checks.

**64–66 Useless limb:** One of your limbs is unusable or missing. If it's your arm, you can no longer hold anything with two hands, and you can hold only a single object at a time. If it's your leg, your speed on foot is halved, you must use a cane or crutch to move unless you have a peg leg or other prosthesis, you fall prone after using the Dash action, and you have disadvantage on Dexterity checks made to balance.

**67–71 Useless eye:** One of your eyes is unusable or missing. You have disadvantage on Wisdom (Perception) checks that rely on sight and on ranged attack rolls.

**72–76 Useless ear:** One of your ears is unusable or missing. You have disadvantage on Wisdom (Perception) checks that rely on hearing.

**77–84 Weakness in Strength:** You have disadvantage on all Strength checks and attack rolls that use your Strength modifier.

**85–92 Weakness in Dexterity:** You have disadvantage on all Dexterity checks and attack rolls that use your Dexterity modifier.

**93–00 Weakness in mind:** This affects your Intelligence, Wisdom, or Charisma (equal chances). You have disadvantage on all checks and attack rolls using that ability score.

## POWERFUL MUTATIONS

The following mutations do not require any visible changes in the character until used. People who have these mutations are not obviously recognizable as mutants if they don't use their powers. Some of these mutations require using an action to activate or use them.

**01–05 Darkvision:** You have superior vision in dark and dim conditions. You can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light. You can't discern color in darkness, only shades of gray. (Reroll this



mutation if you already have darkvision as a trait from your species.)

**06–10 No breath:** You do not need to breathe.

**11–15 No water:** You do not need to drink to survive.

**16–20 Chameleon skin:** Your skin changes colors as you wish. You gain proficiency in the Stealth skill.

**21–24 Savage bite:** Your mouth is able to open surprisingly wide, revealing hidden, pointed teeth when you wish it. As your action, you can make a bite attack that deals 1d4 piercing damage. Your bite has the finesse and light weapon properties. You have proficiency with this attack.

**25–26 Gluey globs:** You can produce gluey globs at your fingertips. Climbing doesn't cost you extra movement and you add your proficiency bonus to Strength (Athletics) checks for climbing. As your action, you can fling these globs as a ranged weapon attack against one creature within 10 feet. If you hit, the target has disadvantage on Strength and Dexterity checks and saves for one round. The globs have the light and thrown weapon properties. You have proficiency with this attack.

**27–30 Face dancing:** You can alter your features. You add your proficiency bonus to any ability checks you make to create a visual disguise for yourself.

**31–35 Sense numenera:** As your action, you can sense the presence of a functioning numenera device or numenera ability within 60 feet. You do not learn details or the precise location.

**36–44 Hidden stinger:** You have a retractable stinger in your hand, elbow, knee, or foot. When you make an unarmed strike with that part of your body, the stinger injects poison into your target. In addition to your unarmed strike damage, a creature hit by the stinger must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Con modifier) or take 1d4 poison damage.

**45–47 Spit needles:** You have special glands that make poisoned needles (most creatures with this mutation have the glands in their mouth). As your action, you can spit a needle as a ranged weapon attack at

a target within 10 feet. If you hit, the needle deals 1 piercing damage and the target must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Con modifier) or take 1d4 poison damage. The needles have the light weapon property. You have proficiency with this attack.

**48–50 Spit acid:** As your action, you can spit acid from your mouth as a ranged weapon attack at one target within 10 feet. If you hit, it deals 1d4 acid damage. You have proficiency with this attack.

**51–53 Spit webs:** You can make up to 10 feet of a strong, rope-like material each day at the rate of about 1 foot per minute. As your action, you can spit globs of webbing from your mouth as a ranged weapon attack at a target within 10 feet. If you hit, the target has disadvantage on Strength and Dexterity checks and saves for one round. The globs have the light and thrown weapon properties. You have proficiency with this attack.

**54–59 Filtered lungs:** You have advantage on saving throws against attacks using gas, mist, or vapor. You add double your proficiency bonus to the number of minutes you can hold your breath.

**60–62 Electronics-disrupting field:** As an action, you can spend one Hit Die to disrupt electronic devices (such as many kinds of numenera items, including automatons). Each device within 10 feet of you must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Con modifier). Creatures are incapacitated for 1 round if they fail, or have disadvantage for 1 round if they succeed. The effect automatically ends for a device if it is no longer within 10 feet of you.

**63–65 Flesh-disrupting field:** As an action, you can spend one Hit Die to disrupt flesh. Each creature within 10 feet of you must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Con modifier). A target takes 1d6 necrotic damage on a failed save, or half as much damage on a successful one.

**66–68 Thought-disrupting field:** As an action, you can spend one Hit Die to disrupt thoughts. Each creature within 10 feet of you must make an Intelligence saving throw



*Mutants, of course, aren't just mutated humanoids. Animals and creatures of all kinds can have mutations. Very rarely, these mutations could make a nonhuman creature more like a human—with opposable thumbs, greater intelligence, and so on.*

(DC equal to 8 + your proficiency bonus + your Int modifier). On a successful save, a target has disadvantage on Intelligence checks and saves and takes 1d6 psychic damage on a failed save.

**69–70 Magnetic flesh:** You attract or repel metal when you desire. Small metal objects cling to you. Climbing on metal doesn't cost you extra movement and you add your proficiency bonus to climbing rolls on metal. You have advantage on keeping your grip on a metal item. As a reaction (which you take when you are hit by an attack from a metal opponent or metal weapon) you can give yourself a +2 bonus to AC against the triggering attack.

**71–73 Gravity negation:** As your move, you can spend one Hit Die to negate gravity on yourself for the next 10 minutes. When this is active, you can use your move to concentrate on floating in any direction up to half your basic walking speed. If you don't use your move to direct your motion, you drift with the wind or with any momentum you have gained.

**74–80 Telepathy:** As an action, you can spend one Hit Die to make telepathic contact with another creature within 60 feet. Communication is two-way, but the other party must be willing and able to communicate. You don't have to see the target, but you must know that it's within range. You can have more than one active contact at once, but you must establish contact with each target individually. Each contact lasts up to 10 minutes. If you spend an additional Hit Die when you establish contact, it lasts for a full day instead of 10 minutes.

**81–85 Pyrokinesis:** You can cause a flammable object you can see within 10 feet to spontaneously catch fire. Make a spell attack against your target. If you hit, it deals 1d4 fire damage. Intelligence is your spellcasting ability for this mutation. After you use pyrokinesis, you have disadvantage with it until you complete a short or long rest.

**86–90 Telekinesis:** As an action, you can activate your ability to exert force on objects within 25 feet. This ability lasts for one hour. You can use this force to move objects, push against objects, and so on. For example, as an action you could lift

and pull a light object anywhere within range to yourself, or move a heavy object (like a piece of furniture) about 10 feet. Any telekinetic action that would require a Strength check uses your Intelligence. This mutation lacks the fine control to wield a weapon or move objects with much speed, so in most situations, it's not a means of attack. You can't use this mutation to move your own body or anything you are holding or carrying. The power lasts for one hour. After you've used telekinesis for an hour, it has disadvantage until you complete a short or long rest.

**91–92 Phaseshifting:** As an action, you can pass slowly through a solid barrier at a rate of 1 inch per round (minimum of one round to pass through the barrier). You can't perceive anything or take actions (other than continuing to move through the barrier) until you pass entirely through the barrier. You can't pass through barriers made of energy (such as *wall of fire*) or force. After you use phase shifting, you have disadvantage on all rolls until you complete a short or long rest. If you use phaseshifting while you have disadvantage from it, you can't use it again until you complete a short or long rest.

**93–94 Power device:** As an action, you can spend Hit Dice to recharge an iron flesh device or numenera relic. For an uncommon item, adding 1 charge (or one use for a depleted relic) costs 1 Hit Die, a rare item costs 2 Hit Dice, a very rare item costs 3 Hit Dice, and a legendary item costs 4 Hit Dice. After you've used this mutation, you have disadvantage on all Intelligence rolls and can't use it again until you've completed a short or long rest.

**95–96 Drain power:** As an action, you can touch an iron flesh device or numenera relic, draining its power and using it to heal yourself. The number of hit points you regain depends on the rarity of the device or relic: 1d8 for common or uncommon, 2d8 for rare, 3d8 for very rare, or 5d8 for legendary. You recover these hit points at a rate of 1d8 per round, and you must use your action each round and maintain concentration; if you are interrupted, the healing ends. This completely drains the



device, even if interrupted before you're finished (at the GM's discretion, an item may retain some charges or only have to make a depletion roll if partially drained). Because you need to maintain contact and concentration with the item to use this ability, it is all but impossible to use it on an item held or worn by an unwilling creature.

**97–99 Regeneration:** Whenever you spend Hit Dice to regain hit points, add your proficiency bonus to each Hit Die you roll for healing.

**00 Feed off pain:** Any time a creature within 10 feet takes at least 6 points of damage in one attack, you heal 1 hit point. You can feed off any creature in this way, whether friend or foe. This never heals you more than 1 point per round.

## DISTINCTIVE MUTATIONS

The following mutations involve dramatic physical changes to the character's appearance. People who have these mutations are always recognized as mutants. Some of these mutations require using an action to activate or use them.

**01–04 Extra mouth:** You have an extra mouth on your hand, face, or stomach. This mouth is filled with razor-sharp teeth. As your action, you can make a bite attack that deals 1d4 piercing damage. Your bite has the finesse and light weapon properties. You have proficiency with this attack. You can also speak with two voices at once, although this doesn't allow you to cast two spells or use two voice-based abilities at the same time.

**05–08 Snake-like arm:** One of your arms ends in a fanged mouth instead of a hand. As your action, you can make a bite attack that deals 1d4 piercing damage and the target must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Con modifier) or take 1d4 poison damage. The mouth has the finesse and light weapon properties. You have proficiency with this attack. You can't use the snake-like arm for anything other than biting.

**09–12 Tendrils on forehead:** Four to six tendrils, each 12 to 24 inches long, come out of your forehead. They can grasp and carry anything that your hand could,

although a large object would block your field of vision. You get an extra roll on the beneficial mutations table.

**13–16 Tendrils instead of fingers:** Your fingers are tendrils 12 inches long. Climbing doesn't cost you extra movement and you add your proficiency bonus to Strength (Athletics) checks for climbing and to rolls to grasp things or keep your grip. You can effectively pick up and hold two objects in each hand rather than one (this doesn't allow you to wield more than one weapon with a hand). You get an extra roll on the beneficial mutations table.

**17–20 Tendrils instead of arms:** One or both (your choice) of your arms is a cluster of tendrils 6 feet long. Although this means you lose the fine manipulative ability of fingers and a thumb, you can still grasp objects and have a much longer reach. You gain advantage on grappling and wrestling. You get an extra roll on the beneficial mutations table.

**21–23 Tendrils instead of eyes:** You are blind, but each eye socket has a retractable tendril that is 10 feet long. These tendrils can feel around rapidly to give you a physical sense of all creatures within 10 feet. You can use them to manipulate very light objects, activate controls, and so forth, as if they were your hands. You get an extra roll on the beneficial mutations table.

**24–26 Tendrils instead of legs/feet:** One or both (your choice) of your legs or feet are tendrils that are 6 feet long. You can still walk and move normally. You gain advantage on grappling and wrestling. The tendrils are prehensile enough to grasp large objects. You get an extra roll on the beneficial mutations table.

**27–32 Scaly body:** Your AC can't be less than 14, regardless of armor you are wearing.

**33–36 Covered in spiny needles/spikes:** A creature that touches you or hits you with a melee attack while within 5 feet of you takes 1 piercing damage.

**37–39 Quills:** You have sharp quills on parts of your body. As your action, you can strike with your quills as a melee attack or launch them as a ranged weapon attack at a target within 25 feet. If you hit, the quills deal 1d6 piercing damage. The quills have



the light and thrown weapon properties. You have proficiency with this attack.

**40–44 Carapace:** Your AC can't be less than 14, regardless of armor you are wearing.

**45–49 Chlorophyll:** You gain nutrients from the sun and don't need to eat or breathe if you have daily exposure to sunlight. Your skin is green.

**50–54 Extra joint in arms:** Your arms are long and jointed so that you have two elbows in each. You have a slightly longer reach and can strike foes from unexpected angles. You gain advantage on melee attacks. Because this mutation relies on agility more than strength, your melee attacks have to use your Dexterity modifier rather than your Strength modifier.

**55–59 Extra joint in legs:** Your legs are long and jointed so that you have two knees in each. You add your proficiency bonus to Strength and Dexterity checks that involve running, climbing, jumping, and balancing. You get an extra roll on the beneficial mutations table.

**60–62 Spider legs from torso:** In addition to your normal limbs, six or eight spider-like legs, each 6 feet long, extend from your sides. You add your proficiency bonus to Strength and Dexterity checks and saves that involve running, climbing, remaining on your feet, and resisting being moved. You get an extra roll on the beneficial mutations table.

**63–67 Extra arms:** You have one or two extra arms. They can hold objects, wield weapons, hold a shield, and so on. This mutation does not increase the number of actions you can take in a round or the number of attacks you can attempt.

**68–70 Extra legs:** You have two extra legs. You add your proficiency bonus to Strength and Dexterity checks and saves that involve running, remaining on your feet, and resisting being moved. You get an extra roll on the beneficial mutations table.

**71–73 Spider legs:** Instead of normal legs, you have a wide torso with six or eight spider-like legs. You add your proficiency bonus to Strength and Dexterity checks and saves that involve running, climbing, remaining on your feet, and resisting being moved. You get an extra roll on the beneficial mutations table.

**74–78 Snake tail:** You have a prehensile tail that is 6 feet long. You gain advantage on grappling and wrestling. The tail can grasp large objects, such as a barrel or pillar. You get an extra roll on the beneficial mutations table.

**79–80 Snake tail instead of legs:** Instead of legs, you have a snaky tail that is 8 feet long. This doesn't change your base walking speed. You gain advantage on grappling and wrestling. The tail can grasp large objects, such as a barrel or pillar. You get an extra roll on the beneficial mutations table.

**81–85 Stinging tendril:** You have a prehensile tendril (or tail) that grows from some part of your body and ends in a poisonous stinger. As your action, you can make a melee attack with this stinger. If you hit, it deals 1d4 piercing damage and the target must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Con modifier) or take 1d4 poison damage. The stinger has the light weapon property. You have proficiency with this attack. The tendril (or tail) can't be used for anything else.

**86–90 Eyes on stalks:** Your eyes are on stalks and can move in any direction, independently of each other. You can peek around corners without exposing yourself to danger. You add your proficiency bonus to initiative rolls and Wisdom (Perception) checks. You get an extra roll on the beneficial mutations table.

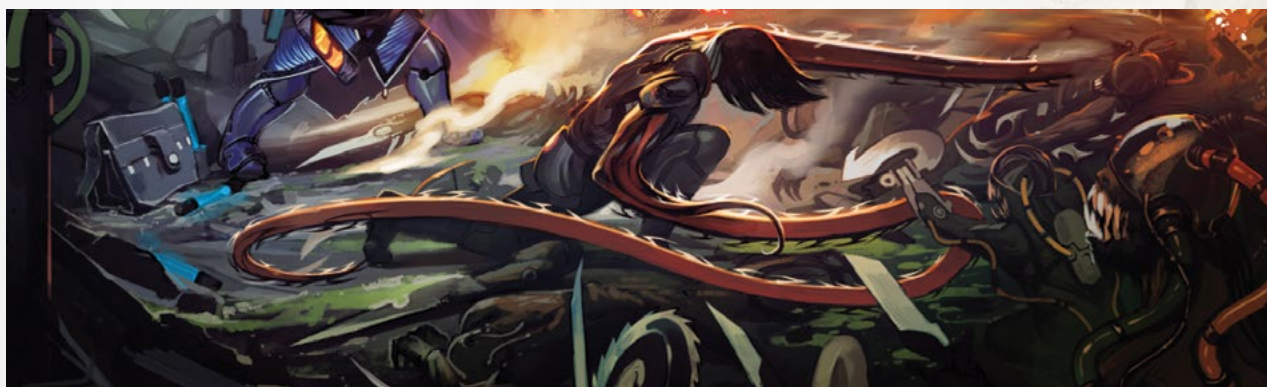
**91–92 Extra eyes on hands/fingers:** You can peek around corners without exposing yourself to danger. You add your proficiency bonus to initiative rolls and Wisdom (Perception) checks. You get an extra roll on the beneficial mutations table.

**93–97 Aquatic:** Your body is streamlined and finned, your fingers and toes webbed. You gain advantage on checks and saves that involve swimming. You have lungs and gills, so you can breathe underwater.

**98–00 Wings:** You have feathered or fleshy wings on your back that allow you to glide, carried by the wind. They are not powerful enough to carry you aloft like a bird's wings. You have advantage on saves to avoid falling. You gain resistance to damage from falling.







## COSMETIC MUTATIONS

Cosmetic mutations affect only a character's appearance. None are so pronounced as to make a character decidedly more or less attractive. They are simply distinguishing alterations.

01–02	Purple skin	37	Long, thin tail	71	Blue nails
03–04	Green skin	38	Short, broad tail	72	Odd lumps on flesh
05–06	Red skin	39	Long arms	73	Useless antennae (like an insect)
07–08	Yellow skin	40	Short arms	74	Extra useless limb
09–10	White skin	41	Long legs	75	Extra useless eye
11–12	Black skin	42	Short legs	76	Fleshy frills or useless flagella (small)
13–14	Blue skin	43	Bony ridge on face	77	Useless tendrils (large)
15	Purple hair	44	Bony ridge on back	78	Mandibles
16	Green hair	45	Bony ridge on arms	79–80	Pointed teeth
17	Red hair	46	Purple eye(s)	81	Tusks
18	Yellow hair	47	Red eye(s)	82	Black teeth
19	White hair	48	Yellow eye(s)	83	Red teeth
20	Blue hair	49	White eye(s)	84	Purple teeth
21	Striped hair	50	Black eye(s)	85	Green teeth
22	Horns	51	Large eyes	86	Purple lips
23	Antlers	52	Bulbous eyes	87	Green lips
24	Extremely hirsute	53	Two pupils in one eye	88	Yellow lips
25	Entirely hairless	54	Large ears	89	White lips
26	Scaly skin	55–56	Pointed ears	90	Black lips
27	Leathery skin	57–58	Webbed fingers	91	Blue lips
28	Transparent skin	59–60	Webbed toes	92	Purple spittle
29	Skin turns transparent in sunlight	61–62	Four fingers on each hand	93	Red spittle
30	Skin changes color in sunlight	63–64	Six fingers on each hand	94	Yellow spittle
31	Very tall	65	Long fingers	95	White spittle
32	Very large	66	Purple nails	96	Black spittle
33	Very short	67	Green nails	97–98	Distinctive odor
34	Very thin	68	Yellow nails	99	Feathers
35	Very long neck	69	White nails	00	Head crest
36	Hunched back	70	Black nails		

## DISCOVERIES

Discoveries are the most open-ended of all types of numenera. Discoveries are the things that are too big to be gear, but might still do something cool—a portal to another planet, a machine that performs cybernetic implantation surgeries, or a force cube storage facility that can store anything, indefinitely. Each of these has great potential use to the PCs, but it's likely a one-time thing and they can't take it with them to use later. Discoveries are best thought of as part of an adventure as opposed to part of a PC's equipment. In this way, as with cyphers, you don't have to hold back when creating discoveries. The one rule of thumb should be that the cooler they are, the more challenging they are to reach. In some ways, these are proverbial treasure hoards.

But not every discovery has to be of use to the PCs. Sometimes they are interesting for their own sake—and thus still worth finding and interacting with.

A still-functioning factory, a transmitter that once sent messages to other planets,

or a vast storage facility of preserved plant life from Ancients' times are all discoveries, even though there is no (obvious) use for them.

Additional ideas for discoveries include:

## DISCOVERIES

- A large flying vehicle
- Defensive tower(s) with lightning emitters
- Drug vastly increases lifespan
- Means to telepathically lure fish into nets
- Limited weather control
- Mechanical harnesses grant great strength
- Living, organic buildings and houses
- Sonic protective field
- Force bubbles used as prisons and cages
- Telepathic implants
- Clockwork insects for pets
- Diamonds as common currency
- A large automaton servant
- Music plays throughout the village
- Injections or implants for teaching skills and knowledge
- Genetically engineered guardian hounds
- Camouflage cloaks
- Mindwipe device rewrites the brains of criminals
- Water purifier cleans nearby contaminated lake
- Centralized device produces limitless food
- Centralized device shows the location of all nearby game and threats
- Mechanized farm equipment
- Clock tower
- Refrigerators to store food
- Teleport pad connects village with nearby ruin
- Huge glow-in-the-dark moths in cages for light
- Addictive injections make everyone beautiful
- Crops grow extremely large and healthy
- Local tree produces fruit that sustains everyone
- Device suppresses anger and violence
- Tracers placed on all residents
- Dead people preserved in stasis





# PART 3: MONSTERS PRIMEVAL



Chapter 4: Creatures

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# CREATURES

**W**hen the Ancients' caches, vaults, and aeons-old places of power revealed themselves, creatures never-before seen also began to seep into the world, slowly at first, but more every year. This listing notes only a fraction of all the many weird entities your players might now encounter, their original goals and purposes transformed by their new circumstances. For instance, this chapter contains the **jurulisk**, a creature from another reality where geometry works differently. And the colossal **latos**, which is a creature, a location, and an entire adventure in one package. And that's just the beginning.

*Jurulisk, page 191*

*Latos, page 195*

### LANGUAGES

Common was not a language known by the Ancients. However, several creatures in this chapter are noted as knowing Common. For the most part, that's only true for creatures that have an advanced capacity for quickly learning a new language they're exposed to, or for creatures that have been in an area where Common has been spoken for several months, where some individuals have picked up enough to make themselves understood.

## CREATURES BY CHALLENGE

### CHALLENGE 1/8

- Basic Automaton, Type One
- Gazer
- Laak

### CHALLENGE 1/4

- Basic Automaton, Type Two
- Bowg
- Dabirri
- Merkadian Soldier
- Pregenitor Larva Swarm
- Stratharian War Moth
- Thuman
- Yovok

### CHALLENGE 1/2

- Killist
- Sathosh
- Snow Loper

### CHALLENGE 1

- Margr
- Seskii

### CHALLENGE 2

- Basic Automaton, Type Three
- Blood Barm
- Crith
- Cypherid
- Golthiar
- Jesanthum
- Murden
- Nevajin
- Oorgolian Soldier
- Raster
- Steel Spider
- Tetrahydra

### CHALLENGE 3

- Cuiddit
- Culova
- Herder
- Kanthid
- Mastigophore
- Mlox
- Nalurus
- Pygmy Hapax
- Ravage Bear

### CHALLENGE 4

- Anhedon
- Basic Automaton, Type Four
- Beastcoat Infiltrator
- Chirog
- Gleresisk
- Grey Sampler
- Hungry Pennon
- Sarrak
- Yellow Swarm
- Zhev



## CHALLENGE 5

- Arric Frog
- Disassembler
- Entrope
- Haneek
- Peerless
- Varakith
- Xi-Drake

## CHALLENGE 6

- Basic Automaton, Type Five
- Ganthanhar
- Imusten Crawler
- Mesomeme

## CHALLENGE 7

- Plasmar
- Relentless Reaper

## CHALLENGE 8

- Aliopter
- Astraphin Monolith
- Etterick
- Ferno Walker
- Glaxter

## CHALLENGE 9

- Cragworm
- Cynoclept
- Dissector
- Pregonitor

## CHALLENGE 10

- Accelerator
- Travonis Ul

## CHALLENGE 11

- Jiraskar
- Neveri

## CHALLENGE 12

- Deadeye
- Griefsteel
- Jirulisk

## CHALLENGE 13

- Philethis

## CHALLENGE 14

- Callerrail

## CHALLENGE 17

- Dark Fathom

## CHALLENGE 20

- Quotien

## CHALLENGE 23

- Latos

## CHALLENGE 25

- Ojj

## CHALLENGE 30

- Dread Destroyer



## ACCELERATOR

An accelerator is an artificial intelligence encased in a metal shell with numerous limbs, sensory devices, and other accoutrements that allow it to interact with and understand the world around itself. An accelerator fears “death” (perhaps “dissolution” is a better term) and concocts elaborate plans to develop better protections for itself. Ironically, sometimes this puts it in danger as it tries to take control of a defensible fortress or obtain a device that will grant it a powerful defense. A fully upright accelerator stands 15 feet high.

**Paranoia.** Accelerators aren't evil, but their interest in putting their own existence ahead of others means they might act in ways that people consider villainous. If seriously threatened, an accelerator always chooses flight over fight.



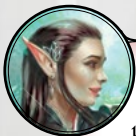


**ACCELERATOR***Huge construct, neutral***Armor Class** 19 (natural armor)**Hit Points** 195 (17d12 + 85)**Speed** 60 ft., fly 10 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
22 (+6)	12 (+1)	20 (+5)	16 (+3)	16 (+3)	14 (+2)

**Saving Throws** Con +9, Int +7, Wis +7, Cha +6**Skills** Perception +7**Damage Immunities** poison**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned**Senses** darkvision 60 ft., passive Perception 17**Languages** several ancient languages, can learn a new language in minutes**Challenge** 10 (5,900 XP)**Magical Weapons.** The accelerator's attacks are treated as if magical.**Paranoid and Fearful.** It is very difficult to gain an accelerator's trust. Creatures have disadvantage on attempts to convince it that they aren't a threat. If successful, they only make it indifferent and wary for a few minutes, or perhaps an hour at most.**Modification (Recharges after a Short or Long Rest).** About one in four accelerators have found a way to install a device within its shell that gives it an additional ability as a bonus action. Typically these devices are one of the following: a force field that

adds +2 AC for one minute, a rocket pack that lets it move up to 500 feet, or a mental scrambler that gives all living creatures within 60 feet disadvantage on all rolls their next round.

**ACTIONS****Multiattack.** The accelerator makes three claw attacks and uses its control velocity ability.**Claw. Melee Weapon Attack:** +10 to hit, reach 10 ft., one target. **Hit:** 19 (3d8 + 6) slashing damage.**Control Velocity.** The accelerator can change the speed and direction of up to three objects and creatures within 10 feet, such as halting a moving creature or causing a still object to suddenly move rapidly in any direction. Typically it uses this to hurl a light object (up to 50 pounds), hurl a heavy object (up to 100 pounds), hurl a foe (up to 300 pounds), or stop a moving creature or object (up to 300 pounds).**Hurl Light Object. Ranged Weapon Attack:** +7 to hit, range 150/600 ft., one target. **Hit:** 7 (1d8 + 3) bludgeoning damage.**Hurl Heavy Object. Ranged Weapon Attack:** +7 to hit, range 30/60 ft., one target. **Hit:** 12 (2d8 + 3) bludgeoning damage.**Hurl Foe.** The target must succeed on a DC 15 Strength or Dexterity saving throw (target's choice) or be thrown up to 60 feet away, taking 12 (2d8 + 3) bludgeoning damage from impacting the ground or a solid obstacle.**Stop Movement.** The target must succeed on a DC 15 Strength or Dexterity saving throw (target's choice) or be grappled and restrained in its current space for one round.

"It is fascinating that such a large and powerful creature would be so fearful of death that its entire existence is a desperate obsession with survival. It makes me wonder what horrors it survived ages ago that led it to where it is now—perhaps its kind are the last survivors of a great cataclysm, war, or divine retribution."

~Elmande, elf mage and scholar

"I'm just glad they're not interested in conquest. If they were aggressive like chromatic dragons or fire giants . . . with their knowledge and skills, they could attack a town and leave nothing but corpses."

~Faim Trubeard, dwarf veteran and prospector



*A destroyed accelerator can be salvaged for 1d6 + 1 cyphers and an oddity.*

## ALIOPTER

An aliopter looks like a horrific cloud of writhing, undulating tongues. It is a colony of many organisms fused together into one composite creature weighing several hundred pounds. It sweeps out of the cover of shadows to attack prey, flying by some unknown means of negating gravity in a precisely controlled manner. They seem to originate from ancient ruins, particularly those with a connection to another world orbiting a far-off star.

**Hunger and Reproduction.** An aliopter's only motive is to feed and reproduce. It is a near-mindless predator that cannot be reasoned with. Once it has successfully injected its larvae into a victim, it focuses on feeding for the next few months and no longer attempts to implant anything.



### ALIOPTER

*Large aberration, unaligned*

**Armor Class** 15 (natural armor)

**Hit Points** 142 (15d10 + 60)

**Speed** 30 ft., fly 100 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	18 (+4)	2 (-4)	12 (+1)	5 (-3)

**Saving Throws** Str +6, Con +7

**Skills** Perception +4, Stealth +5

**Damage Resistances** bludgeoning

**Condition Immunities** charmed, prone

**Senses** darkvision 60 ft., passive Perception 14

**Languages** —

**Challenge** 8 (3,900 XP)

**Magical Weapons.** The aliopter's attacks are treated as if magical.

**Reactive Tongues.** An aliopter has four reactions that can be used only for opportunity attacks.

#### ACTIONS

**Multiattack.** The aliopter makes four barbed tongue attacks.

**Barbed Tongue.** *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d10 + 3) slashing damage. If the target is a Medium or smaller creature, it must succeed on a DC

15 Strength or Dexterity saving throw or be grappled and restrained (escape DC 15). If the target is a living creature, it also must succeed on a DC 16 Constitution saving throw or be infected with a disease—a cluster of aliopter larvae.

The aliopter larvae live and grow beneath the target's flesh for about a week, after which they move to the creature's tongue and cause it to swell. Eventually the victim's throat becomes blocked by the swollen tongue and they begin to choke; every 10 minutes they must succeed on a DC 16 Constitution saving throw or start suffocating. After six hours of this, the tongue ruptures, and tiny aliopters squirm out. If the target is dead, the young aliopters feed on the corpse before joining together into a single mass and begin searching for new prey.

The aliopter's reproductive process holds true for most humanoid creatures. It might take a different form in another creature, such as growing in the target's stomach or lungs before bursting out and eating the dead host.

If the disease is cured before the larvae's emergence, the unborn aliopters are disintegrated.



## ANHEDON

Dour and severe, anhedons are humanoid-shaped creatures protected with a carapace of dark stone breached only by twin beams of red light for eyes. It is possible that this carapace is actually some kind of stone armor powered by geological forces.

**Obsessed Searchers.** Anhedons are searching for something they call the Meeting of All Things—a thing they will name but never describe. They negotiate with those who seem like they could help with this goal, but woe to those who lie about knowing where to find what the anhedons seek. They are otherwise hateful creatures that would rather kill other beings than negotiate with them.

**Mysterious Origin.** Anhedons seem to simply (and literally) fall out of the sky and start working on finding information about the Meeting of All Things. They don't seem to have families or young, or at least not on this world, and they don't have lairs, only remaining in one place as long as necessary to exhaust all avenues of inquiry relevant to that location.



*Anhedon carapace or armor can be salvaged for a couple of cyphers and two or three oddities.*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

## ANHEDON

*Medium monstrosity, neutral evil*

**Armor Class** 17 (natural armor)

**Hit Points** 90 (12d8 + 36)

**Speed** 30 ft.

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

**Saving Throws** Str +5, Con +5

**Skills** Arcana +4

**Damage Resistances** bludgeoning

**Senses** passive Perception 13

**Languages** Anhedon and usually two or three others

**Challenge** 4 (1,100 XP)

**Red Eyes.** An anhedon cannot see in darkness, but its eyes emit red light that allows it to see up to 60 feet as if it were bright light.

**Safe Falling.** Because it subconsciously manipulates gravity to land safely, an anhedon never takes falling damage.

## ACTIONS

**Slam.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

*Hit:* 10 (2d6 + 3) bludgeoning damage.

**Crushing Gravity.** An anhedon can increase gravity on a Medium or smaller target within 60 feet. The target must

make a DC 15 Strength or Dexterity saving throw (target's choice) or be knocked prone, restrained, and take 13 (3d6 + 3) bludgeoning damage. On a successful save, the target takes only half damage and isn't knocked prone or restrained. A restrained target can attempt a save every round to escape this force, otherwise it takes damage again and continues to be held prone and restrained. The anhedon can only restrain one creature at a time with this ability.

**Cancel or Reverse Gravity.** An anhedon can cancel gravity for a target within 60 feet, making it float around like a feather on the wind until it can escape, or reverse gravity completely on the target for one round, causing it to fall up to 100 feet up and then down again, taking 1d6 bludgeoning damage per 10 feet fallen. A creature can resist the gravity effect with a successful DC 13 Strength or Dexterity saving throw (target's choice) to grab onto a fixed object within reach to prevent itself from falling up.

**Deadly Leap.** An anhedon can decrease and increase gravity on itself as it jumps so that it smashes to the ground up to 100 feet away from its starting point. All creatures within 10 feet of where it lands it must succeed on a DC 13 Strength or Dexterity saving throw (target's choice) or be knocked prone and take 13 (3d6 + 3) bludgeoning damage. On a successful save, the creature takes only half damage and isn't knocked prone.

## ARRIC FROG

Arric frogs are wide-bodied amphibians with lumpy flesh, cold eyes, and metallic teeth. They hunt living prey in the deeps and shallows and on the coast, and they scavenge for small pieces of metal they can swallow.

**Spawning Cysts.** As they grow and age, arric frogs develop egg-like biomechanical cysts within their bodies, adjacent to the stomach. Eventually these cysts erupt into the stomach, the beast vomits one forth, and the cyst sheds its outer layer of protective skin to reveal an **arric sphere** with mechanical and fleshy parts, which then flies off. Sometimes this process fails and the arric frog retains these cysts for years, which become quite painful. Eventually the tortured creature drags itself out of the water in search of relief, attacks anything it can reach, and dies, at which point the cysts finally erupt and the newborn arric spheres can finally scatter.

**Beast Mounts.** An arric frog can be trained as a mount and ridden with a wide saddle. The rider may use a special goad that encourages the frog to eject an explosive cyst.



**Arric sphere:** Use stats for type two basic automaton, with fly 30 ft.

Basic automaton, page 246

A slain arric frog might have one or two biomechanical cysts inside its body, which can be salvaged for cyphers.

### ARRIC FROG

Large monstrosity, unaligned

**Armor Class** 13 (natural armor)

**Hit Points** 120 (16d10 + 12)

**Speed** 50 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	13 (+1)	15 (+2)	2 (-4)	10 (+0)	3 (-4)

**Saving Throws** Str +5, Con +6

**Skills** Athletics +5, Perception +3

**Senses** darkvision 30 ft., passive Perception 13

**Languages** —

**Challenge** 5 (1,800 XP)

**Amphibious.** The arric frog can breathe air and water.

**Standing Leap.** The arric frog's long jump is up to 20 feet and its high jump is up to 10 feet, with or without a running start.

### ACTIONS

**Bite.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

*Hit:* 29 (6d8 + 2) piercing damage. If the target is a Medium or smaller creature, it must succeed on a DC 13 Strength saving throw or be knocked prone.

**Swallow.** The frog uses its sticky tongue against a Small or smaller creature or metallic object (such as a cypher) within 5 feet. The target must succeed on a DC 13 Strength or Dexterity saving throw; failure means the frog yanks the creature or object away and swallows it. The swallowed target is blinded and restrained, it has total cover against attacks and other effects outside the frog, and it takes 10 (3d6) acid damage at the start of each of the frog's turns. The frog can have up to two targets swallowed at a time.

If the frog dies, a swallowed creature is no longer restrained by it and can escape from the corpse using 5 feet of movement, exiting prone.

**Spit Cyst (Recharge 6).** The frog can spit a biomechanical cyst at a location within 60 feet, which explodes in a 5-foot-radius sphere, dealing 14 (4d6) damage, or half that if the target succeeds on a DC 13 Dexterity saving throw. The cyst's damage is fire, lightning, or piercing (equal chances for each sphere).

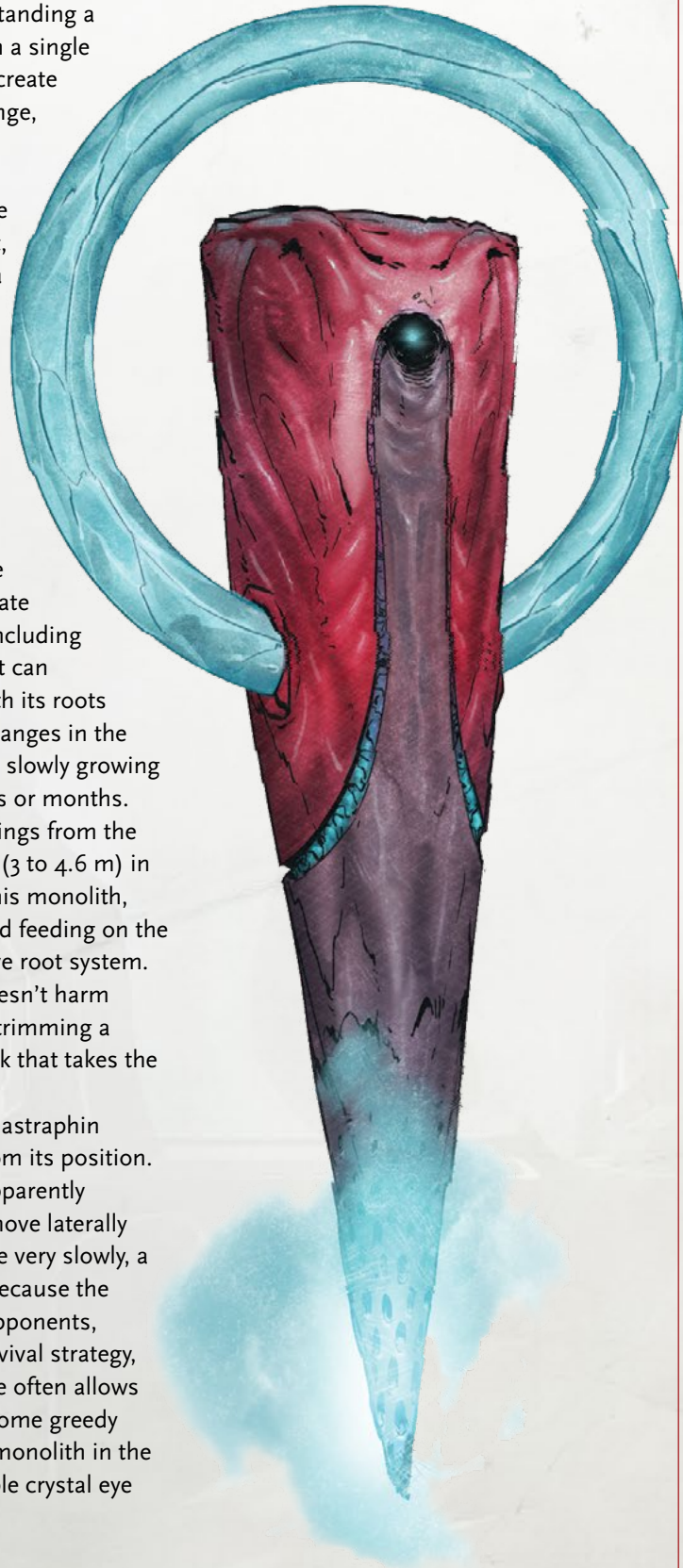


## ASTRAPHIN MONOLITH

An astraphin monolith is a floating, immobile obelisk of stone standing a bit taller than a human, with a single crystalline eye. The eye can create dangerous blasts at long range, leading some to believe it is a hostile earth elemental creature. However, the stone is neither living nor sentient, but rather the extension of a concealed intelligence.

**Hidden Plant.** Originally, astraphin was a type of leafy flowering plant that sometimes fertilized its poor mountain soil by trapping and killing small creatures. In ages past, an unknown energy infused the astraphin, causing it to mutate and develop new abilities, including a simple intelligence. Now it can bond to stone it touches with its roots and vines, making subtle changes in the stone's molecular structure, slowly growing a stone monolith over weeks or months. A fully formed monolith springs from the ground to float 10 to 15 feet (3 to 4.6 m) in the air. The plant controls this monolith, using it to kill larger prey and feeding on the corpses through its extensive root system. Destroying the monolith doesn't harm the plant (it's equivalent to trimming a fingernail), but it is a setback that takes the plant a while to remedy.

**Immovable Destroyer.** An astraphin monolith does not move from its position. It can rotate in place, but apparently doesn't have the ability to move laterally (or perhaps it can only move very slowly, a matter of inches per day). Because the monolith can't pursue its opponents, running away is a viable survival strategy, although its incredible range often allows it to dispatch fleeing prey. Some greedy explorers choose to fight a monolith in the hopes of claiming its valuable crystal eye (see sidebar).



## ASTRAPHIN MONOLITH

Medium construct, unaligned

**Armor Class** 19 (natural armor)

**Hit Points** 102 (12d8 + 48)

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

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

**Saving Throws** Str +7, Con +7

**Skills** Perception +2

**Damage Resistances** bludgeoning, poison

**Damage Immunities** necrotic, poisoned

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned, stunned

**Senses** darkvision 120 ft., tremorsense 120 ft., passive

Perception 13

**Languages** —

**Challenge** 8 (3,900 XP)

**Plant Mind.** The floating monolith is a construction of the astraphin plant growing on the ground all around it, often stretching for hundreds of feet in all directions. Even a small

portion of the plant is enough to control the monolith, so unless the characters are able to completely destroy all plant life in the area, attacking or controlling plants won't end the threat of the monolith. The monolith itself is not a plant and is therefore immune to effects that only work on plants.

### ACTIONS

**Multiattack.** The astraphin monolith uses two eye blasts.

**Eye Blast.** The monolith shoots energy out of its eye, choosing one of the following effects:

**Force Blast:** A creature within 200 feet must make a DC 15

Dexterity saving throw, taking 36 (8d8) force damage on a failed save, or half as much damage on a successful one.

**Psychic Blast:** A creature within 200 feet must make a DC 15 Intelligence saving throw, taking 27 (6d8) psychic damage on a failed save, or half as much damage on a successful one.

**Paralysis Blast:** A creature within 200 feet must succeed on a DC 15 Constitution saving throw or be paralyzed. The target can attempt another saving throw every round at the end of their turn to free themselves from this effect.

**Heat Wave:** This sweeping ray of heat affects creatures within 10 feet, which take 7 (2d6) fire damage.

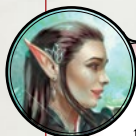
*In addition to looting a slain monolith's eye as treasure, the area around it usually has several decaying creatures in the soil, which might have carried cyphers (typically 1d3 cyphers are found).*

*Optional Rule: Intelligence (Arcana) (Ancients Arcana), page 259*

## MONOLITH EYE

The astraphin monolith's crystalline eye is prized because it can be used as a weapon or a power source for a depleted relic. If used as a weapon, it fires a blast of force at one creature within 200 feet. On a failed DC 15 Dexterity saving throw, the target takes 5d8 force damage. The eye has a depletion of 1–3 in 1d100 when used this way.

A character can attach the eye to a depleted relic by spending one hour and making a DC 15 Intelligence (**Arcana**) check. If successful, the relic functions again and has a depletion of 1 in 1d6; failure means the character makes a depletion roll for the eye (1 in 1d6, checked each attempt). Once connected to a relic, if the relic depletes again, so does the monolith eye.



"I once made the mistake of thinking this creature was some kind of stone elemental. The monolith ignored our druid friend's attempts to speak with it, and instead used its psychic blasts to turn his brain into jelly."

~Elmande, elf mage and scholar

"Yet another reason why I hate plant monsters."

~Faim Trubeard, dwarf veteran and prospector





## BEASTCOAT INFILTRATOR

Many automatons were built to wage war, for mundane tasks, or for unknowable purposes, but it seems that some were made to understand other things. Examples of the latter are beastcoat infiltrators—adaptive machines that study common animals, learn their behavior, reshape themselves to match their subjects, and cover themselves with harvested or grown flesh (including fur, feathers, or scales) to infiltrate the creatures they are studying.

**Just Another Animal.** Beastcoat infiltrators adapt to the social structure of a type of animal or beast (such as deer, tigers, or even **ravage bears**) and become part of the group. They have been seen aiding a hunt, bringing food back to the lair, helping to raise animal offspring, and otherwise contributing to the welfare of the group while continuing their observations. After weeks, months, or years, the infiltrator leaves to repeat the process with a different group of animals.

**Maintaining the Role.** Beastcoat infiltrators either quietly track and observe animals or pretend to be a particular kind of animal, making sure its behavior does not confuse or alarm the living animals it associates with. A character who can communicate with machines might coax it into a limited communication.

*Ravage bear, page 227*

*Seskii, page 233*

*An infiltrator can be salvaged for a couple of cyphers or perhaps a relic. Instead of a relic, PCs may be able to loot its data core, which, if they are able to access the information within it, can be used as a book about animal biology.*



### BEASTCOAT INFILTRATOR

*Medium construct, neutral*

**Armor Class** 15 (natural armor)

**Hit Points** 71 (11d8 + 22)

**Speed** 60 ft., climb 30 ft., swim 40 ft. (as appropriate for its current disguise)

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	14 (+2)	8 (-1)	12 (+1)	10 (+0)

**Skills** Athletics +5, Deception +2, Perception +3, Stealth +3, Survival +3

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 13

**Languages** —

**Challenge** 4 (1,100 XP)

**Keen Hearing and Smell.** The beastcoat infiltrator has advantage on Wisdom (Perception) checks that rely on hearing or smell.

**Limited Beast Disguise.** A beastcoat infiltrator can alter its external shape by telescoping its limbs and expanding the plates on its outer surface, but at best this is only a rough

approximation. Even when covered in grown animal flesh, it looks more like an animatronic puppet than a real creature, which is usually sufficient to fool other animals. It can vary its size category from a Small to a Medium creature, but this does not affect its stats, and it doesn't assume a radically larger or smaller size than a typical specimen of what it's imitating (it wouldn't become a Small **seskii** or a Medium **ravage bear**).

#### ACTIONS

**Multiattack.** The beastcoat infiltrator makes two or three attacks, typically bites and claws, as appropriate for the animal it is emulating. If encountered without a disguise, or if it thinks it will be destroyed, it may use an electrical stun attack in place of one of its melee attacks.

**Bite or Claw.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing or slashing.

**Electrical Stun.** *Ranged Weapon Attack:* +4 to hit, range 30 ft., one target. *Hit:* 7 (2d6) lightning damage plus the target must succeed on a DC 13 Constitution saving throw or fall unconscious for one minute.

## BLOOD BARM

Its long neck craning this way and that, the four-footed blood barm doesn't have an easily distinguishable head or eyes. Instead, a barm has a large opening at the end of its neck covered with a clear membrane similar to an eyelid. The creature's body, somewhat turkey-shaped, is covered with myriad vesicles rather than feathers, ranging in color from dark green to gray to crimson. These bubbles are filled with liquid and hard seeds. Some seeds have "sprouted," and these sacs swell with tiny, unborn barms. When the young are close to hatching, the sacs can grow half as large as the barm itself.

**Defensive Flocking.** Blood barms often move about in flocks of two to four. They are not aggressive unless their young are threatened. However, if a flock of barms and their young are located in or near a site the PCs need to access, they might attack.

### BLOOD BARM

*Small beast, neutral*

**Armor Class** 13 (natural armor)

**Hit Points** 33 (6d6 + 12)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	15 (+2)	14 (+2)	7 (-2)	12 (+1)	8 (-1)

**Skills** Perception +3, Stealth +4, Survival +3

**Senses** darkvision 60 ft., passive Perception 13

**Languages** —

**Challenge** 2 (450 XP)

**Martial Advantage.** Once per turn, the blood barm can deal an extra 7 (2d6) damage to a creature it hits with an attack if that creature is within 5 feet of another blood barm that isn't incapacitated.

### ACTIONS

**Spew Explosive Blood Bubble.** *Ranged Weapon Attack:* +4 to hit, range 15/30 ft., one creature. *Hit:* 9 (2d6 + 2) piercing damage. The target must succeed on a DC 12 Constitution saving throw or a seed from one of the blood bubbles is implanted in a target's skin for 1 minute, during which time the target suffers 1 point of damage per round. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

**Blood Sac Birth (Recharge 6).** Barms can break their own body sacs by pressing them against a PC or an object. The larger sacs burst first due to their extended size, and any young barms (1–4) within are born. Treat each youngling as a tiny blood barm with 31 hit points that lacks this ability.





## BOWG

These two-legged pseudoprimates have prominent teeth, four arms (two organic, two metallic), and large mechanical sockets on their backs.

**Wild Bowgs.** A typical bowg has the intelligence of a smart animal, such as an ape. They use animalistic tactics and are likely to flee if outmatched. They avoid unknown creatures unless they are very hungry or sense the presence of a mind- or machine-talker—it is not uncommon for wild bowgs to follow a humanoid with these abilities at a distance, subconsciously hoping for the contact that will make them smarter.

**Mindlinked Bowgs.** A bowg's sockets make them receptive to commands from **intelligent machines and psychic entities**, turning them into compliant servants for entities that lack the ability to manipulate objects directly. Bowgs thrive on and seek out this contact, as it improves their own ability to think, deduce, and plan, making them almost on par with a typical human. These bowgs use manufactured weapons and better battle tactics (especially if their master gives them instructions about what to do in combat). Mindlinked bowgs are loyal to their master if well-treated (which may make them friendly or hostile toward explorers), but are not willing to harm themselves or others of their kind.

*In addition to psychic creatures and machines with the ability to talk to other machines, bowgs are similarly receptive to mental contact from numenera (such as an eye of mental contact) and charm spells, as well as machine-based contacts (such as from a mask of machine speaking).*

*Eye of mental contact, page 71*

*Mask of machine speaking, page 89*



"If my clan had ever spied one of these creeping around the Delve back in the day, we would have left no tunnel unfired to burn them out."  
~Faim Trubeard, dwarf veteran and prospector

*The undamaged sockets of a pack of several bowgs might be salvaged for a couple of cyphers. Mindlinked bowgs also may carry conventional equipment and cyphers.*



## BOWG

*Medium monstrosity, neutral*

**Armor Class** 11 (natural armor)

**Hit Points** 65 (10d8 + 20)

**Speed** 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	12 (+1)	16 (+3)	6 (-2)	10 (+0)	8 (-1)

**Skills** Arcana +0 (+2 for mindlinked bowgs), Perception +2

**Senses** darkvision 30 ft., passive Perception 12

**Languages** —

**Challenge** 1/4 (50 XP)

**Built to Serve.** A bowg has disadvantage on saving throws to resist psychic or machine attempts to control their minds.

**Mindlinked Advantage.** Once mental or machine contact or control with a bowg is established, the bowg's Intelligence increases to 9 for the duration of the contact and for approximately 10 minutes thereafter. This gives it a +2 bonus on attack rolls, Intelligence checks, and Intelligence saving throws.

## ACTIONS

**Multiattack.** A wild bowg makes two attacks, usually two claws or a claw and a bite. A mindlinked bowg uses weapons like greatclubs and shortbows, and may be equipped with a cypher by its master.

**Bite or Claw.** *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) piercing or slashing damage.

**Greatclub.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d8 + 1) bludgeoning damage. (This includes the mindlinked bowg's +2 bonus on attack rolls.)

**Shortbow.** *Ranged Weapon Attack:* +5 to hit, range 80/320 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage. (This includes the mindlinked bowg's +2 bonus on attack rolls.)



## CALLERAIL

A callerail is a creature of fused organic and inorganic substances. Flesh mingles with wood, steel, and stone, as the callerail possesses the ability to absorb inorganic matter and add the material to its body. The creature is a lumbering giant—15 feet tall—that walks using its forelimbs as well as its shorter rear legs. Its body is a conglomeration of materials.

A callerail's organic portions remain cohesive so that its circulatory system reaches all areas of its body. It still requires food—in fact, it requires even more food than an ordinary creature of its size.

**Unreasoning Monstrosity.** Reasoning with a hungry callerail is impossible, and they're always hungry. However, a smart character can fool them by setting a trap, creating a diversion, or using a similar type of tactic. They are not particularly bright and act on animal instinct in most situations.

**Focused on Dominance.** Callerails move into an area and threaten the entire region. Two callerails in the same locale pose a danger to every living thing. The monsters fight to the death, each attempting to absorb the inorganic portions of the other and destroying everything that gets in their way. Afterward, the victor reproduces asexually.





**CALLERAIL***Huge monstrosity, neutral***Armor Class** 18 (natural armor)**Hit Points** 180 (19d12 + 57)**Speed** 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	16 (+3)	7 (-2)	15 (+2)	18 (+4)

**Saving Throws** Dex +7, Con +9, Wis +7, Cha +9**Damage Immunities** poison**Condition Immunities** poisoned**Senses** blindsight 60 ft., darkvision 120 ft., passive Perception 12**Languages** —**Challenge** 14 (11,500 XP)

**Absorbing Form.** A creature that touches the callerail takes 4 (1d8) acid damage, as matter is transferred from the object to the callerail; the callerail regains 4 (1d8) hit points.

**Legendary Resistance (1/Day).** If the callerail fails a saving throw, it can choose to succeed instead.

**Monstrosity's Sight.** Magical darkness doesn't impede the callerail's darkvision.

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

**ACTIONS**

**Multiattack.** The callerail makes three attacks: one with its bite, and two with bludgeoning limbs to make slam attacks.

**Bite. Melee Weapon Attack:** +10 to hit, reach 5 ft., one target. **Hit:** 12 (2d6 + 5) piercing damage plus 10 (3d6) acid damage. In addition, the callerail regains 10 (3d6) hit points.

**Slam. Melee Weapon Attack:** +10 to hit, reach 5 ft., one target. **Hit:** 10 (2d4 + 5) bludgeoning damage plus 10 (3d6) acid damage. In addition, the callerail regains 10 (3d6) hit points.

**Object Absorption (Recharge 5–6).** The callerail sets itself to receive a foe's attack, and the attack automatically hits. The attacking foe must succeed on a DC 17 Dexterity saving throw or their weapon is absorbed into the callerail. Whether the saving throw is successful (and the weapon is retained) or not, the attack fails to inflict damage on the callerail. If a nonmagical weapon is absorbed, the callerail regains 10 (3d6) hit points, and the weapon is destroyed. If a magical weapon is absorbed, it becomes part of the callerail; to retrieve it, the callerail must be destroyed.

The callerail could choose to regain hit points simply by absorbing portions of what's around it, and absorb a 5-foot-cube of nonmagical wood, stone, or metal (or helpless flesh, whether alive or dead). When it does, it regains 10 (3d6) hit points.

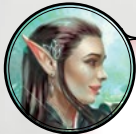
**LEGENDARY ACTIONS**

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

**Attack.** The callerail makes one slam attack.

**Move.** The callerail moves up to half its speed.

**Seize (Costs 2 Actions).** The callerail makes one Object Absorption attack.



"If you took a demonic ape, gave it the appetite of a bullette, and added in a rust monster's hunger for metal, that would be a reasonable approximation of a callerail. We are very lucky that they are solitary and aggressive toward their own kind."

~Elmande, elf mage and scholar

"If we're just making stuff up, I say like the tarrasque had a baby with an iron golem and was raised by a tribe of orc barbarians."

~Faim Trubeard, dwarf veteran and prospector



## CHIROG

Chirops are vaguely reptilian humanoids with thick armor plates covering much of their body. They live to hunt and kill, but despite their savage nature, they are craftier and more intelligent than most savage humanoids. They understand the numenera—and despise it. Even more than killing, they enjoy destroying devices of the ancient past. (Perhaps it is racial resentment for wrongs done to them long ago.) Chirops are hateful and angry, but not impossible to reason with. They speak their own simple language, and about one in three can speak or understand another language (typically Common or one used nearby). Chirops do not use weapons or tools.

**Corrupt Families.** Each chirop pack has a clear leader who is usually a female, and is likely the mother of many members of the pack. The creatures have a tangled, incestuous relationship, and mature females eventually leave to form a new pack, sometimes taking a brother or two with them.

**Among the Trees and Rocks.** Chirops live in small groups of three to six, usually in wooded areas or rocky, mountainous regions. Because they are adept at climbing, they often build nests or hovels in high branches or on cliff faces where other creatures cannot easily see or reach them.

*Chirops might be mutant offshoots of what are now kobolds, lizardfolk, or even dragonkin.*

*Mutations, page 129*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

### CHIROG

Medium humanoid (chirop), neutral evil

**Armor Class** 16 (natural armor)

**Hit Points** 90 (12d8 + 36)

**Speed** 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	16 (+3)	10 (+0)	8 (-1)	8 (-1)

**Skills** Arcana +2, Perception +2

**Senses** passive Perception 11

**Languages** Chirop, Common

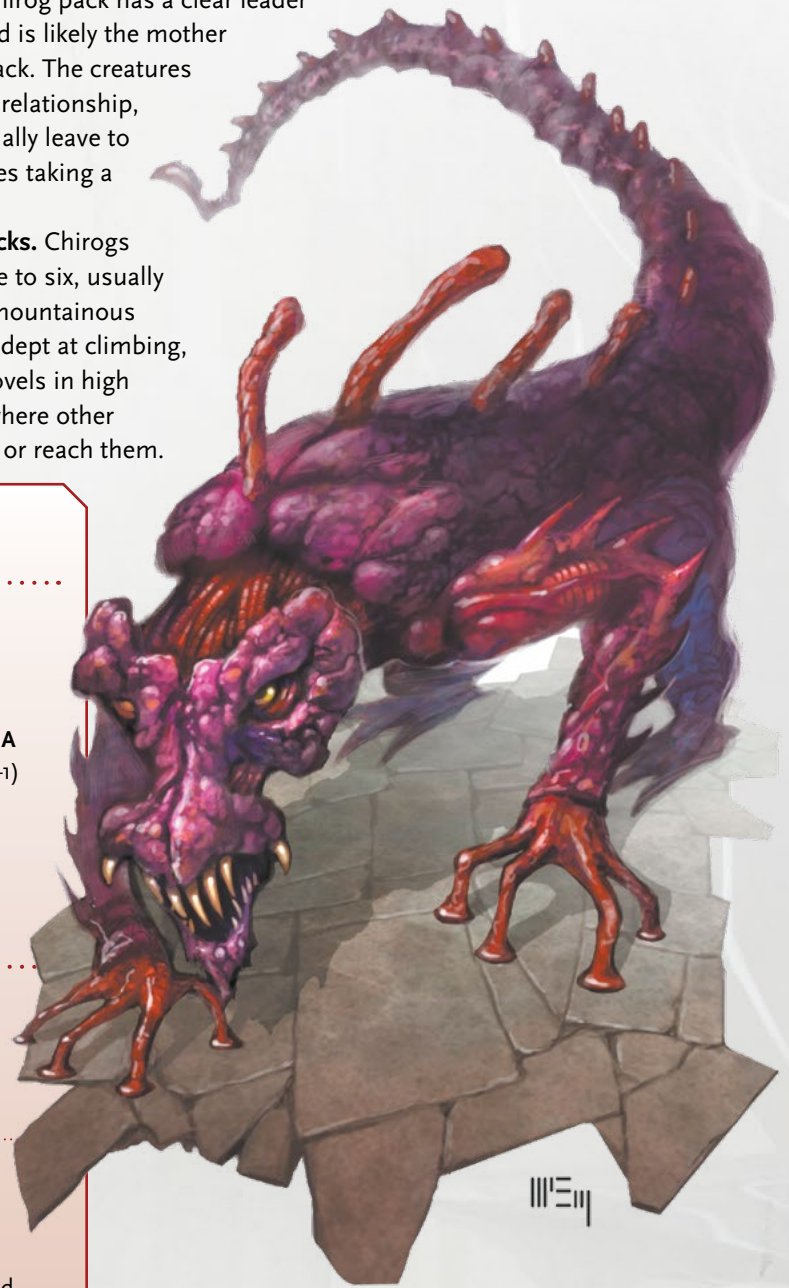
**Challenge** 4 (1,100 XP)

**Sure-Footed.** The chirop has advantage on Strength and Dexterity saving throws made against effects that would knock it prone.

#### ACTIONS

**Bite.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 17 (4d6 + 3) piercing damage.

**Grapple.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one Medium or smaller creature. *Hit:* The creature is grappled (escape DC 13). Until this grapple ends, the target is grappled and restrained, and the chirop can't grapple or bite another target.



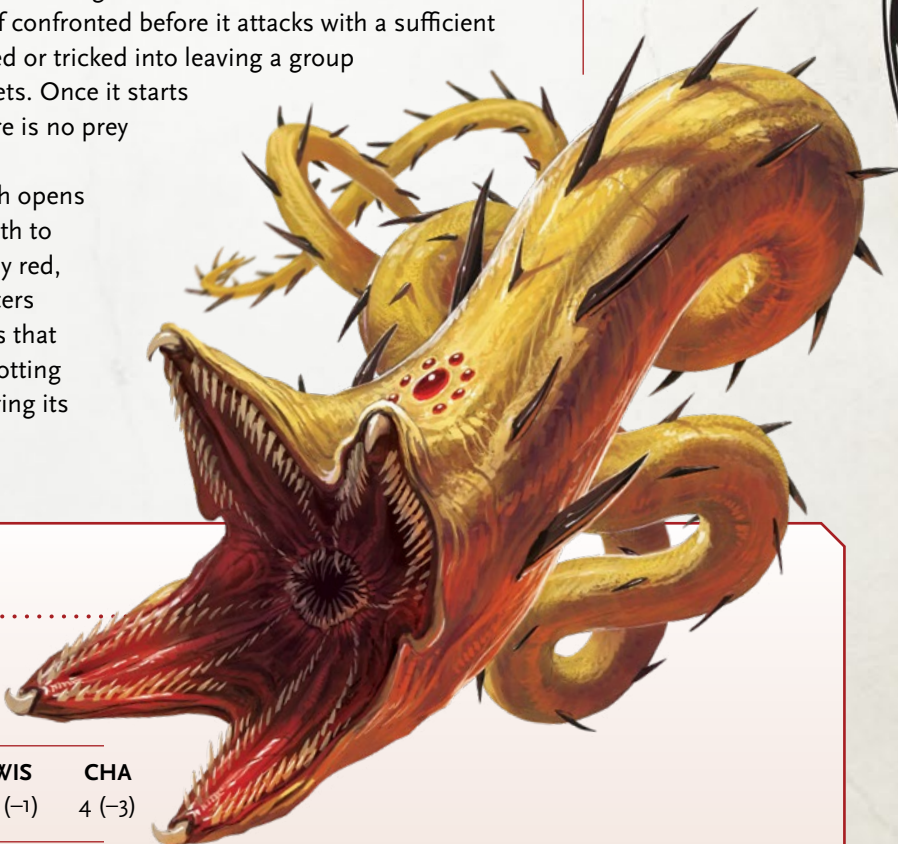


## CRAGWORM

A cragworm is a spiny serpent-like creature that can grow up to 50 feet long. It dwells in abandoned or isolated areas, preying on whatever it can find, and eating plants only when starving.

**Feeding Its Hunger.** A cragworm has the intelligence of an animal and the outlook of a predator. It can't be reasoned with, but if confronted before it attacks with a sufficient threat or distraction, it can be intimidated or tricked into leaving a group of creatures alone in favor of easier targets. Once it starts fighting, it only stops if it is killed or there is no prey within sight.

**Strange Anatomy.** A cragworm's mouth opens horizontally, and it has many rows of teeth to help it trap and swallow prey. It has many red, glistening eyes, usually arranged in clusters along the length of its body, but the ones that aren't near its head are only good for spotting movement, and it will turn its head to bring its best eyes to bear on its prey.



### CRAGWORM

*Gargantuan monstrosity, unaligned*

**Armor Class** 17 (natural armor)

**Hit Points** 201 (13d20 + 65)

**Speed** 50 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	10 (+0)	21 (+5)	2 (-4)	8 (-1)	4 (-3)

**Saving Throws** Con +9, Wis +3

**Senses** blindsight 30 ft., tremorsense 60 ft., passive Perception 13

**Languages** —

**Challenge** 9 (5,000 XP)

**Easily Deceived.** A cragworm is particularly easy to fool if food is involved. They have been known to chase after a fleeing horse and ignore a group of travelers that remain very still until it leaves the area. Cragworms have disadvantage on Intelligence checks to recognize a deception when easily-acquired food is available.

**Magical Weapons.** The cragworm's attacks are treated as if magical.

**Stone Camouflage.** A cragworm has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

#### ACTIONS

**Bite.** *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target.

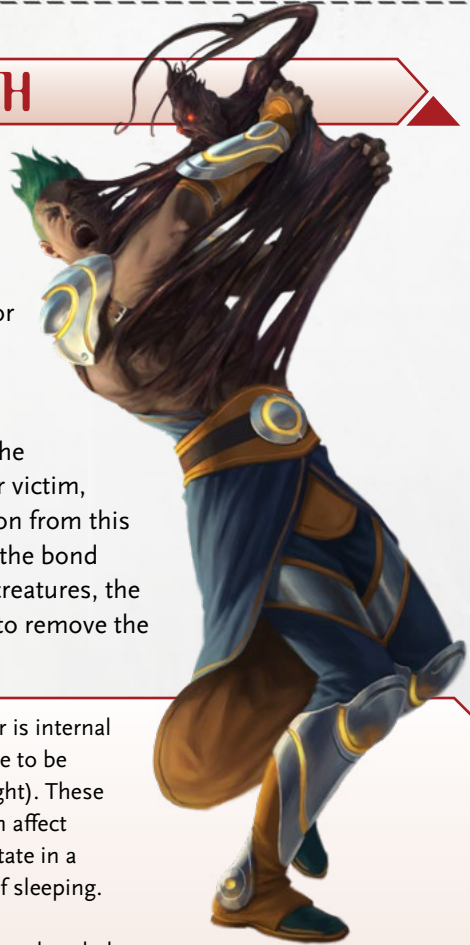
*Hit:* 19 (4d6 + 5) piercing damage, and the target must make

a DC 17 Constitution saving throw, taking 35 (10d6) poison damage on a failed save, or half as much damage on a successful one. If the target is a Large or smaller creature, it must succeed on a DC 17 Dexterity saving throw or be swallowed by the cragworm. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the worm, and it takes 10 (3d6) acid damage at the start of each of the cragworm's turns.

If the cragworm takes 20 damage or more on a single turn from a creature inside it, the cragworm must succeed on a DC 17 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the cragworm. If the cragworm dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

**Howl (Recharge 5–6).** Before it emerges to attack, the cragworm howls, reverberating in the audible and subsonic ranges. Each creature within 120 feet of the cragworm must make a DC 17 Constitution save. Success means the creature is paralyzed for one round, or two rounds for a failed save.

## CRITH



*A Large creature might be host to two or more criths.*

*Sometimes the nightmares that crith hosts endure show locations that actually exist, or at least used to. Likewise with the strange creatures these nightmares sometimes include.*

A crith is a lump of ebony, fleshy material about 2 feet in diameter when inactive. However, it can roughly mimic the shape of any creature it touches, though only in miniature. Other times, it moves by forming legs or arms as needed to run or climb.

**Parasitic.** Criths feed by skin-to-skin contact, absorbing nutrients directly. When a crith finds a victim, it adheres itself to the creature, taking on the appearance of a child-sized silhouette of the larger victim, which it attempts to embrace. In return for nutrition from this embrace, a crith provides certain advantages, but the bond also gives the host bizarre nightmares. For most creatures, the nightmares become bad enough that they decide to remove the crith, which is a painful task.

### CRITH

*Small aberration, unaligned*

**Armor Class** 13 (natural armor)

**Hit Points** 49 (9d6 + 18)

**Speed** 30 ft., climb 15 ft., swim 15 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	14 (+2)	2 (-4)	8 (-1)	6 (-2)

**Saving Throws** Con +4

**Damage Resistances** bludgeoning

**Damage Immunities** necrotic, poison

**Condition Immunities** poisoned, prone

**Senses** darkvision 30 ft., passive Perception 9

**Languages** —

**Challenge** 2 (450 XP)

**Absorb Nutrients.** A crith feeds by absorbing nutrients through its host's skin. A creature hosting a crith starts each day with one fewer Hit Die than normal. (For example, a 3rd-level fighter with a crith only has two d10s they can spend to recover hit points from resting each day.) A creature that normally only has 1 Hit Die will die in its sleep within a day of becoming a crith's host.

**Bonded Gift.** A crith's host is immune to poison damage and diseases.

**Immune to Disease.** A crith is immune to diseases.

**Nightmares.** The crith's bond with its host causes terrible nightmares of strange places and creatures. Although this isn't enough to prevent the character from gaining the benefit of rest, the host is frightened for one hour after waking (the

source of its fear is internal and doesn't have to be within line of sight). These nightmares even affect hosts that meditate in a trance instead of sleeping.

**Strong Bond.** Once bonded, a crith doesn't want to let go, and it sinks tiny barbs into its host's flesh to maintain its grip. To tear off a bonded crith, the host (or someone helping them) must make a DC 17 Strength saving throw. Each failed attempt deals 7 (2d6) slashing damage to the host, and a successful attempt deals 14 (4d6) slashing damage to the host, and removes it. These actions do not harm the crith, which is likely to attack whatever is trying to remove it from its host.

### ACTIONS

**Tendrils.** *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 8 (2d6 + 1) slashing damage and the target must succeed on a DC 13 Constitution saving throw or be paralyzed for one round.

**Parasitic Bond.** The crith bonds to a helpless or willing creature it can touch. It can only bond to one creature at a time.

**Poison Spray (Recharge 6).** The crith releases a fine mist in a 10-foot-radius sphere. All creatures in the sphere must succeed on a DC 13 Constitution saving throw or be paralyzed for one round.

Because this depletes its ability to poison with its tendrils until the ability recharges, a crith normally only uses this ability to escape when it otherwise would be killed.



## CUIDDIT

A cuiddit is a levitating sphere, not quite as large as a human head, made of crystal and some hard opaque substance. Images in light play across the surface—sometimes images of a face (though never the same one twice), other times of random, odd scenes or objects. Sounds also constantly trickle from the cuiddit—tinkling or booming, cacophonous or melodic, familiar or utterly alien. Usually found completely inert, it might be mistaken for an oddity or useless junk until it suddenly awakens and—once some form of communication is established—seems determined to offer its aid.

**Limited Communication.** A cuiddit doesn't speak any known language, but it seems to react to communication by changing its images and sounds in response to questions and statements. Even telepathic communication gives these enigmatic responses that are subject to the speaker's interpretation. Sometimes explorers feel like they are beginning to understand a cuiddit's reactions by interpreting them depending on the context, but whether they really do understand or are just fooling themselves is up for debate.

**Erratic Helper.** When a cuiddit notices other creatures, it begins to follow them around until it is destroyed or driven away. At first, those being followed might appreciate the aid a cuiddit provides. But eventually, they may grow tired of the light show and incessant sounds. Eventually a cuiddit betrays its companions, but it is unknown whether this is a deliberate and malicious act, a misunderstood response to its companion's actions, or simply erratic programming. This betrayal might be as simple as pushing a character off a ledge, attracting the attention of a nearby monster, or blocking a path of escape.

*The remains of a cuiddit can be salvaged for one or two cyphers.*



### CUIDDIT

*Tiny construct, unaligned*

**Armor Class** 17

**Hit Points** 54 (12d4 + 24)

**Speed** 0 ft., fly 30 ft. (hover), swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	14 (+2)	14 (+2)	13 (+1)	14 (+2)	8 (-1)

**Saving Throws** Dex +3

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned, prone

**Senses** darkvision 60 ft.

**Languages** —

**Challenge** 3 (700 XP)

**Obvious.** A cuiddit's constant noise and flashing lights means it always fails Stealth checks. Any of its companions within 10 feet have disadvantage on Stealth checks.

#### ACTIONS

**Force Fields.** Although it doesn't have limbs, a cuiddit can extend two translucent fields of force from itself to manipulate objects within 5 feet. These force fields use the cuiddit's Strength and Dexterity scores. It can also combine these two limbs to create a force field barrier (up to a 10-foot square) or simple solid objects of force that could fit within a 10-foot cube, such as a table, ladder, or ramp. It might use a barrier to prevent a foe of its companions from entering a room, or block an escape route for its own companions.

**Slam.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target.

*Hit:* 9 (2d6 + 2) bludgeoning damage.

## CULOVA

*Culovas might be a mutant offshoot of a creature like an ettercap, or ettercaps might be near-humanoid mutations of ancient culovas.*

Culovas are spidery humanoids with eight spindly legs, a bulbous midsection, and a pair of human-like arms with three fingers. Eight eyes adorn their heads like colored beads above disturbingly broad, toothy mouths. They move with astonishing quickness.

### Forest Hunters.

Although they look monstrous, culovas are usually peaceful creatures that live in small groups deep within a forest, hunting for food and caring for their young. They lead simple lives and have little interest in building large structures. Unlike most spidery creatures, culovas do not make webs.

**Territorial.** Culovas avoid contact with other intelligent creatures unless they or their territories are threatened. They repel groups of intelligent creatures (such as marauding humanoids or people who want to log their forests) with weapons and their venom.

**Elusive.** Culovas do not leave familiar ground except in extraordinary circumstances, so they are always on the defensive, even when they launch an attack. However, an attacking culova can be reasoned with. If they can be convinced that an intruder is not a threat or that they'll cease being a threat—which usually involves leaving the area—they might be willing to let their opponents leave peacefully.



*Very rarely, a culova might have a cypher. They never have other treasure or things that a human might find valuable.*

### CULOVA

Medium monstrosity, neutral

**Armor Class** 15 (natural armor)

**Hit Points** 38 (7d8 + 5)

**Speed** 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	15 (+2)	12 (+1)	10 (+0)	13 (+1)	13 (+1)

**Skills** Climb +5, Perception +3

**Senses** passive Perception 13

**Languages** Culova, a few know Common

**Challenge** 3 (700 XP)

**Ambusher.** The culova has advantage on attack rolls against any creature it has surprised.

### ACTIONS

**Spiked Club.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 13 (3d6 + 2 piercing damage).

**Javelin.** *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one target. *Hit:* 13 (3d6 + 2 piercing damage).

**Poison Spray (Recharge 6).** The culova sprays venom from its mouth, turning its head almost 360 degrees, affecting up to eight targets within 10 feet. Each creature affected must make a DC 13 Dexterity saving throw, taking 7 (2d6) poison damage on a failed save, or half as much damage on a successful one. Other culovas are immune to this venom.



## CYNOCLEPT

A thick outer shell of amber crystal protects the cynoclept, so it has little to fear. The shell grows as the creature accumulates cyphers and other special numenera components. Initially not much larger than a human's fist, it eventually grows to be 6 feet in diameter, at which time it begins to openly roam locations where cyphers might be found, or if the opportunity arises, it follows explorers who've recently looted cyphers from a location it was watching.

**Negotiable Menace.** Cynoclepts are clever, and though they don't speak a language, they can be negotiated with through pictures drawn on the ground, pantomime, or sign language. They are motivated by finding more cyphers or salvaged amber crystal.

**Cannibal.** Although a cynoclept's primary diet is cyphers, when they meet others of their kind (including the rarely-seen smaller, younger forms), they attempt to eat and absorb their fellows, giving and receiving no quarter.

*Optional Rule:*  
*Intelligence (Ancients Arcana), page 259*

*The wreck of a cynoclept's body can be salvaged for about six cyphers.*

### CYNOCLEPT

*Large construct, neutral*

**Armor Class** 15 (natural armor)

**Hit Points** 127 (15d10 + 45)

**Speed** 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	16 (+3)	8 (-1)	8 (-1)	8 (-1)

**Skills** *Arcana* +3, Perception +3

**Damage Resistances** fire, lightning

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 13

**Languages** —

**Challenge** 9 (5,000 XP)

**Cypher Sense.** A cynoclept automatically senses the presence of all cyphers within 60 feet unless the cyphers are behind a force field.

**Magical Weapons.** The cynoclept's attacks are treated as if magical.

#### ACTIONS

**Multiattack.** The cynoclept makes two limb attacks and uses its activate cypher ability. If a limb hits, the cynoclept can use steal and repair against the same target.

**Limb. Melee Weapon Attack:** +7 to hit, reach 5 ft., one target.

**Hit:** 12 (2d8 + 3) bludgeoning, piercing, or slashing damage.

**Activate Cypher.** As a bonus action, a cynoclept can activate a cypher within 10 feet (whether held by another creature or merely in the area) as if it were holding the cypher. If the cypher is in the possession of another creature, that creature can resist this attempt with a successful DC 13 Intelligence saving throw.

**Steal and Repair.** An injured cynoclept can grab a cypher and add the device to its own body, repairing 30 points of damage. If this takes it over its normal hit point total, it gains the excess amount as temporary hit points. If the targeted cypher is in the possession of another creature, that creature can resist this grab attempt with a successful DC 13 Strength or Dexterity saving throw.

**Psychic Trap.** Approximately 10% of cynoclepts are made of amber crystal that is psionically reactive to the mental energy of most humanoids. For these cynoclepts, if their attempt to activate an opponent's cypher succeeds, the opponent's mind temporarily becomes trapped in the cynoclept's body for one minute and its body falls unconscious. The only action the trapped passenger can take is to make a DC 13 Intelligence saving throw each round on their turn, with a success returning the passenger to their own body. Killing the cynoclept automatically returns a trapped passenger's mind to their own body.

When characters exceed their cypher limit, cynoclepts can spontaneously form from the interaction, robbing the character of their belongings and creating a dangerous threat in the same instant.

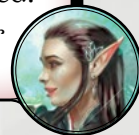


“Remember when that tiefling wizard thought he tamed one of these things? He even rode around on it like a giant turtle and fed it little cyphers as treats.”

~Faim Trubeard, dwarf veteran and prospector

“Yes, and I remember the day he used a mind-augmenting cypher that grafted itself to his head, and the cypher decapitated him and ran off with it—the cypher, with his head still attached.”

~Elmande, elf mage and scholar





## CYPHERID

Cypherids are automatons that are essentially an animate accumulation of cyphers. Like vermin, they sometimes conglomerate in ruins. They flit, clamber, slide, or trundle along on limbs made of disparate devices, though there is an overall spider-like body structure to the creature. A cypherid generally doesn't reach dimensions larger than a couple of feet across. Like an insect, a cypherid seems driven by simple motives. In this case, it is to accumulate more cyphers to add to itself as older components get used up or burn out.

**Intermittently Intelligent.** Most cypherids are not intelligent and do not communicate. A few that absorb cyphers that allow them to communicate with other machines (or similar abilities) can gain intelligent behaviors and advanced motives, for a time. Such a creature that gains, loses, and gains intelligence again likely realizes the fragility of its higher functioning and focuses its efforts on acquiring more cyphers that can prevent it from again lapsing into a beast-like state.

*Some people familiar with the numenera speculate that cypherids are a simpler progenitor of a cynoclept—presumably having found a permanent way to maintain its intellect.*

*Cynoclept, page 159*

*One to three cyphers can be salvaged from a cypherid's body.*

## CYPHERID

*Small construct, unaligned*

**Armor Class** 15 (natural armor)

**Hit Points** 27 (6d6 + 6)

**Speed** 30 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	13 (+1)	3 (-4)	8 (-1)	5 (-3)

**Skills** Perception +1

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 11

**Languages** —

**Challenge** 2 (450 XP)

**Cypher Sense.** A cypherid automatically senses the presence of all cyphers within 60 feet unless the cyphers are behind a force field.

**Swarm Targeting.** If four or more cypherids attack the same target, each cypherid gains advantage on its attack roll, and their opponents have disadvantage on saving throws against the incorporated cypher ability.

**Numenera Camouflage.** The cypherid has advantage on Dexterity (Stealth) checks made to hide in numenera ruins and amidst other pieces of the numenera, including scrap.

## ACTIONS

**Multiattack.** The cypherid makes one attack with its blade. If that attack hits, the cypherid can use steal and repair against the same target.

**Blade.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 1) piercing or slashing damage. If the target has any cyphers, the cypherid can use its steal and repair ability.

**Activate Incorporated Cypher (Recharge 6).** If a cypherid feels especially threatened, it activates one of the cyphers incorporated into its body. This is usually one of the following effects:

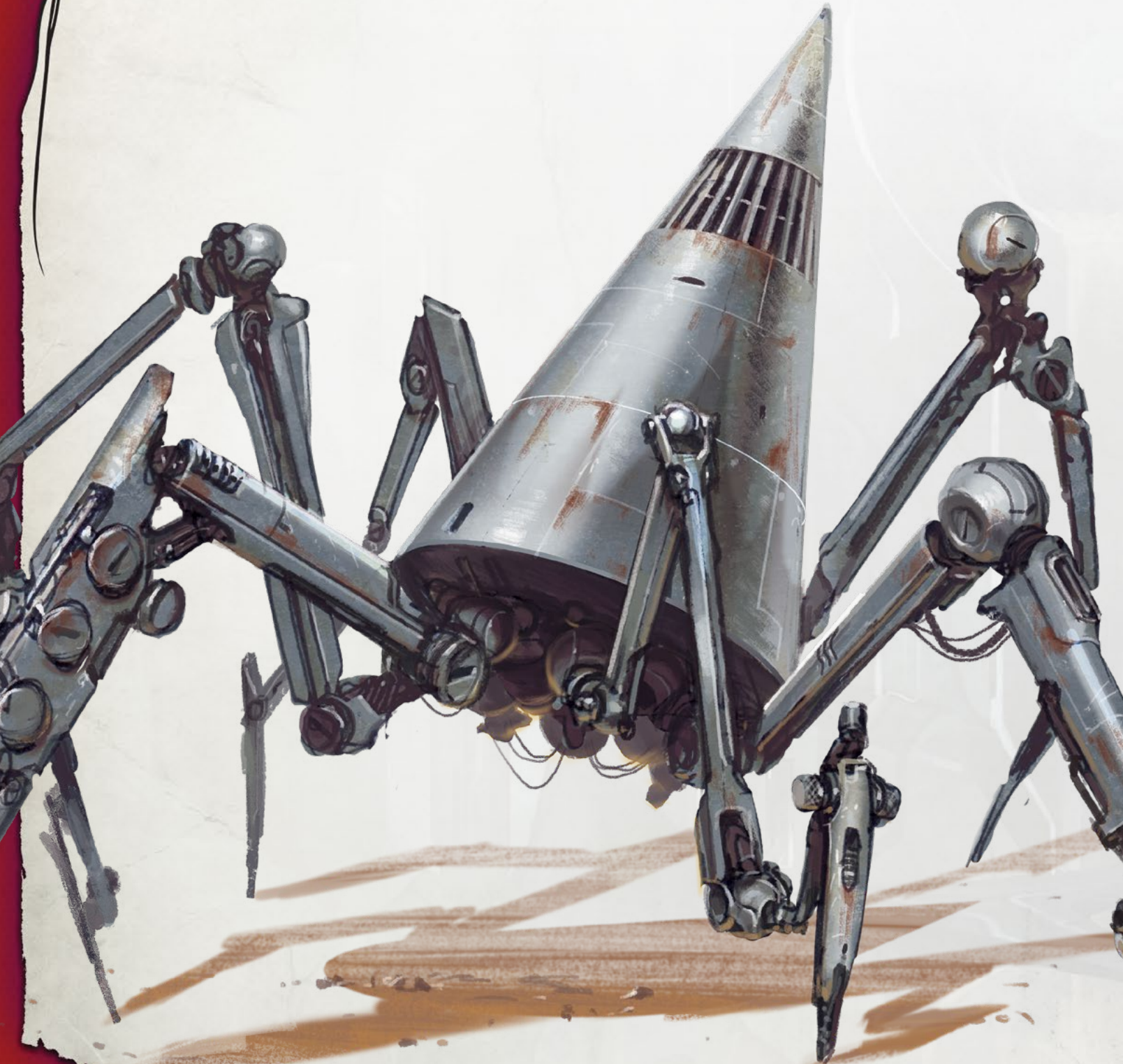
- Destructive ray (one target within 120 feet takes 12 (3d8) fire damage unless they succeed on a DC 13 Dexterity saving throw)
- Lightning burst (everything in a 5-foot-radius sphere takes 14 (4d6) lightning damage, or half that if they succeed on a DC 13 Dexterity saving throw)
- Gravity wave (everything in a 5-foot-radius sphere is knocked prone and takes 10 (3d6) bludgeoning damage, or half that if they succeed on a DC 13 Dexterity saving throw)
- Phase changer (allows the cypherid to escape by moving through solid objects for one minute)

Alternatively, the GM can create other offensive, defensive, or utilitarian cypher-like effects similar to the above, with a DC 13.

**Steal and Repair.** The cypherid extends a glassy tendril into the targeted character's equipment and attempts to steal one cypher and add the device to its own body. If the cypherid is injured, this repairs 7 points of damage. If this takes it over its normal hit point total, it gains the excess amount as temporary hit points. The target can resist this grab attempt with a successful DC 13 Strength or Dexterity saving throw.

**Spawn (Recharge 6).** A group of four cypherids can focus on a target who carries two or more cyphers, causing the cyphers to fuse together and animate as a new cypherid. The target can prevent this from happening with a DC 13 Intelligence saving throw. The character has disadvantage on this saving throw because of the cypherid's swarm targeting ability.

*Some sages of the numenera believe cypherids could be a primitive kind of cynoclept, perhaps one that hasn't acquired any amber crystal to form a protective shell. Other suggest that cypherids are the animate remnants of a destroyed cynoclept trying to restore their original form.*





## DABIRRI

A dabirri is an artificial water-dwelling construct created by taking the heart of a human-sized creature and placing it in a hard transparent shell. A dabirri does not eat and is not intelligent, but it instinctively attacks warm-blooded creatures with its venomous tendrils. A typical specimen is anywhere from 1 to 3 feet across, with the tendrils adding an additional length all around equal to the body's diameter. It moves by a combination of fine jets of water and swimming with its tendrils.

**Deadly Sting.** Unlike a jellyfish, a dabirri's sting isn't poisonous. Instead, it jolts its opponent with a pulse of energy that transmits a signal that tells the target's cells to shut down and die. Although its individual attacks are weak, they tend to be found in swarms, and the aggregate effect of these stings can eventually overwhelm even large targets.

**Fabricated Entity.** Although it has living components, a dabirri cannot reproduce. Presumably, another, larger creature or numenera structure continues to produce them by harvesting the hearts of suitable creatures.

*Within the central portion of a dabirri is a tiny dollop of a useful chemical that restores 1 point of damage if injected or taken internally.*

### DABIRRI

*Small construct, unaligned*

**Armor Class** 13 (natural armor)

**Hit Points** 8 (2d6 + 1)

**Speed** swim 10 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	10 (+0)	11 (+0)	1 (-5)	5 (-3)	1 (-5)

**Damage Immunities** poison

**Condition Immunities** blinded, charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned, prone

**Senses** blindsight 30 ft., passive Perception 7

**Languages** —

**Challenge** 1/4 (50 XP)

#### ACTIONS

**Multiattack.** The dabirri makes two tendril sting attacks.

**Tendril Sting.** *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 4 (1d8) necrotic damage. If the attack is a critical hit, the jolt of disrupting energy hops to another creature within 5 feet and deals 4 (1d8) necrotic damage to that creature.



## DARK FATHOM

A dark fathom looks like a darkly armored humanoid with a black hole in the center of its chest, surrounded by a vortex of swirling energy—or perhaps the black hole *is* its chest, and the creature is built around that empty space. The rest of its body is completely obscured by its armor and helmet. Part mechanical and part biological, a dark fathom is an engine of destruction from aeons past, pursuing a solitary mission that only it understands.

**Singularity Heart.** The swirling hole in a dark fathom's chest is an artificial singularity—an area of gravity so intense that matter and energy cannot escape it. This is the creature's power source and a devastating weapon. Anyone nearby can feel a slight current of air pulling toward the creature, and it is common to see small pieces of debris and even tiny creatures pulled into the singularity and destroyed.

**Inscrutable.** A dark fathom is difficult to interact with. Although very intelligent, it doesn't seem to understand any spoken languages. However, telepathy (whether the kind that works on living creatures or machine telepathy from a numenera device) allows characters to communicate with it and perhaps even to reason with it. A dark fathom can be bribed to move on instead of fighting, but it is interested only in exotic matter and energies (or information about where those things can be found). Some dark fathoms have their own agendas or interests as well, but their motive is always destruction, and that makes them dangerous.

*Sometimes when a dark fathom uses its singularity pull, the strain temporarily overwhelms it, stunning it on its next turn.*

*A dark fathom has mechanical and biomechanical parts that can be salvaged for 1d6 + 4 cyphers.*

### DARK FATHOM

Medium construct, neutral evil

**Armor Class** 20 (natural armor)

**Hit Points** 190 (20d8 + 100)

**Speed** 30 ft.

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

**Damage Resistances** bludgeoning, piercing, and slashing from nonmagical attacks

**Damage Immunities** necrotic, poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 18

**Languages** —

**Challenge** 17 (18,000 XP)

**Consume Ranged Attacks.** The dark fathom's singularity automatically draws in and consumes all ranged attacks directed at it, whether they are matter (such as arrows and crossbow bolts) or energy (including numenera rays and spell effects like *scorching ray* and *disintegrate*). The creature suffers no harm from these attacks. The only ranged attacks it can't absorb are mental (such as *phantasmal killer*), magnetic energy, or extradimensional.

**Magical Weapons.** The dark fathom's attacks are treated as if magical.

**Gravity Field.** Any creature within 5 feet of a dark fathom must succeed on a DC 19 Strength saving throw at the start of their turn. Those who fail are partially drawn into the singularity and take 22 (5d8) force damage. Characters reduced to 0 hp from this damage are completely drawn into the singularity, consumed, and utterly destroyed.

#### ACTIONS

**Singularity Pull.** A dark fathom can use its singularity to pull all creatures and objects within 30 feet toward it so they end up next to it. Creatures can resist this pull with a successful DC 19 Strength saving throw.

**Slam.** *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 12 (3d6 + 2) bludgeoning damage.

#### REACTIONS

**Absorb (Recharge 5–6).** As its reaction, by using the force of its singularity, a dark fathom can attempt to pull in and absorb an object or energy source within 10 feet, so long as its target is smaller than itself. For example, it might absorb a door blocking its way, a stone from a catapult launched at it, or the power core of a numenera structure. If the target is an object, it takes 45 (10d8) force damage; if this reduces the object to 0 hit points, it is disintegrated by the dark fathom's singularity. If the target is an energy source, roll 10d8 and subtract this result from the damage the energy source deals; if this reduces the energy source's damage to 0, it is completely destroyed by the singularity. After the dark fathom uses this ability, on its next turn it cannot use its singularity for anything.





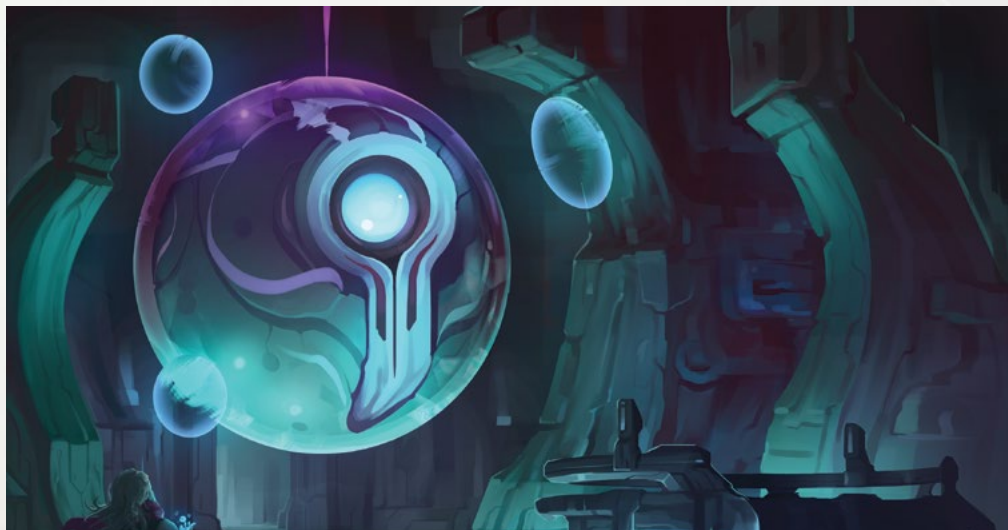
*Although a dark fathom's singularity resembles a sphere of annihilation, the singularity is an area of intense gravity, whereas the sphere is a magical hole in the universe. If the GM wants to mix magic and technology, certain things that affect the sphere might have a similar effect on the dark fathom. For example, holding a talisman of the sphere might give a character a round-by-round chance to control the dark fathom for a short time, pushing the dark fathom into a gate or portable hole might create a spatial rift, and so on. The dark fathom almost certainly would recognize the risks of these attacks and attempt to kill or absorb the source of the threat.*

## DEADEYE

A deadeye—also known as a gravewatcher—is a 20-foot-diameter machine that takes great interest in the deaths of intelligent living things. It isn't a murderer, unless forced to defend itself. Instead, it shows up right after one or more people have been killed to view the remains for several minutes, deploying an array of strange devices over the bodies. Sometimes, it appears before a lethal situation arises, as if it somehow knows that deaths are imminent. Wherever and whenever it is, a deadeye is always watching, always recording.

**Strange Announcements.** When a deadeye shows up prior to a death (as opposed to afterward), it sometimes speaks using the tone, intonation, words, and knowledge of a creature whose remains it has previously recorded. Such pronouncements at first sound inane and without context. However, the meaning sometimes becomes clear as later events play out, when the mysterious message is revealed to have been a warning. Often, that realization comes too late. Rarely, it has been known to speak with the voice of someone that a person present knows to be dead, which can be very disturbing.

**Non-Aggressive.** A deadeye never initiates an attack but will defend itself. It persists in this onslaught only if those attacking it continue their own attacks. If overmatched, a deadeye teleports away, potentially also moving some hours into the past.



The remains of a gravewatcher contains 1d6 cyphers, 1d10 oddities, and 1d2 relics.

### DEADEYE

*Huge construct, neutral*

**Armor Class** 17 (natural armor)

**Hit Points** 195 (17d12 + 85)

**Speed** 0 ft., fly 10 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	21 (+5)	20 (+5)	15 (+2)	13 (+1)

**Saving Throws** Con +9, Int +9, Wis +6, Cha +5

**Skills** Perception +6

**Damage Resistances** bludgeoning, piercing, slashing

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., truesight 30 ft., passive Perception 16

**Languages** Common, most current and ancient languages

**Challenge** 12 (8,400 XP)

**Magical Weapons.** The deadeye's attacks are treated as if magical.

#### ACTIONS

**Psychic Onslaught.** The deadeye projects psychic energy against up to three creatures within 60 feet or one creature within 120 feet. Each creature takes 28 (8d6) psychic damage, or half that with a successful DC 17 Intelligence saving throw.

**Teleport.** A deadeye can teleport to anywhere within about 1,000 miles. It also seems to have the ability to travel several hours into the past of its current location and then return to the true present when it wants to.



## DISASSEMBLER

A disassembler is a strange-looking artificial creature of glass and steel with six spindly metallic arms arranged around its circular midsection. Its upper half is all glaring green lights and mechanical protrusions, some of which might be sensory mechanisms. Its lower half is a broad engine that allows it to hover 3 feet off the ground. If it landed, the disassembler would be about 8 feet tall.

**Mad Wanderers.** Disassemblers are artificially intelligent automatons that seem to have gone mad at some point. Now they act erratically—sometimes attacking creatures, sometimes ignoring them, sometimes destroying what they come across, sometimes wandering aimlessly.

A conversation with a disassembler is possible. They understand speech and, after listening to a language for a time, can often speak it in a very basic way. But the creature is just as likely to attack without provocation, perhaps in the middle of a conversation. Still, a well-spoken, intelligent, and quick-witted character might be able to figure out what a disassembler wants (at the moment) and convince it not to attack or perhaps to do something to aid them.

**Potential Predators of the Living.** The construct's disassembling tools cannot affect organic matter, but this limitation might have been programmed into it—perhaps as a safety mechanism—rather than being a true inability. A disassembler with this prohibition removed would be a terror.

### DISASSEMBLER

*Large construct, neutral*

**Armor Class** 18 (natural armor)

**Hit Points** 104 (11d10 + 44)

**Speed** 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
19 (+4)	15 (+2)	18 (+4)	14 (+2)	13 (+1)	13 (+1)

**Damage Resistances** bludgeoning, piercing, and slashing from nonmagical attacks

**Damage Immunities** poison, psychic

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 14

**Languages** understands most languages after hearing them for a few minutes

**Challenge** 5 (1,800 XP)

**Inorganic Destruction.** The dissembler sometimes turns artificial objects and portions of structures it can see within 5 feet of it into liquid and gas (destroying them). If the object isn't being worn or carried, the touch destroys a 1-foot cube of it. If the object is being worn or carried by a creature, the creature is subject to one or more Disassembly Claw attacks;

on a hit, instead of dealing damage, the object is affected as follows.

If the object touched is unliving armor or a shield being worn or carried, it takes a permanent and cumulative  $-1$  penalty to the AC it offers (some magical armor and shields shed this penalty within a day, unless destroyed). Armor reduced to an AC of 10 or a shield that drops to a  $+0$  bonus is destroyed. If the object touched is a held nonliving weapon, the weapon takes a permanent and cumulative  $-1$  penalty to damage rolls (magical weapons shed this penalty within a day, unless destroyed). If its penalty drops to  $-5$ , the weapon is destroyed.

### ACTIONS

**Multiattack.** The disassembler makes three attacks with its disassembly claws. If a target is wearing nonliving armor or wielding a nonliving weapon (such as armor and weapons made of iron), it makes one, two, or three attacks that affect objects as described in the Inorganic Destruction trait. (The other one or two attacks against the target affect it as a normal attack.)

**Disassembly Claws.** *Melee Attack:*  $+7$  to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage, or 21 (5d6 + 4) piercing damage if attacking a creature composed of inorganic or nonliving matter (such as most constructs and undead).

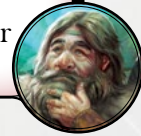


“I was having a perfectly pleasant conversation with a disassembler when it suddenly attacked me. In moments it destroyed my second-best bow, then flew off to the north making a loud noise. Quite rude. My grandmother gave me that bow.”

~Elmande, elf mage and scholar

“And yet you keep trying to talk to these metal beasts. When was the last time you had a nice chat with an iron golem? Never, that’s when. Same thing here with these ancient constructs.”

~Faim Trubeard, dwarf veteran and prospector





## DISSECTOR

This bulky artificial creature sports thick metallic arms articulated with stubby manipulators. Its lower body is a metallic tripod that gives the creature the ability to hover just above any solid surface or fly rapidly to distant locations. Dissectors are entirely motivated by the study of life itself. However, that study is apparently not grounded in respect, because their method of study requires that they completely dissect every organ of each new subject they acquire. Often, those organs are neatly embedded in metal containers. Of the original donor, nothing remains but parts.

**Surgical Tools.** Each of a dissector's manipulators is able to extrude a nanite scaffolding of far smaller instruments that can be selectively tuned to disrupt and cut flesh, limbs, organs, or other tissues within living creatures. Though it selects subjects and dissects them to death, it works on only one subject at a time and may take some time before selecting a new target, which means it doesn't attack every living thing it comes across.

**Negotiable Research.** Though single-minded, a dissector may be willing to negotiate if the PCs offer to lead it to a brand-new kind of subject that it has never previously studied. The dissector might insist that the PCs allow it to extract one "unnecessary" organ from someone present, otherwise the talk is concluded.



*The remains of a destroyed dissector might hold 1d6 + 1 cyphers, an oddity, and perhaps a relic.*

### DISSECTOR

*Large construct, neutral*

**Armor Class** 17 (natural armor)

**Hit Points** 142 (15d10 + 60)

**Speed** 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	18 (+4)	17 (+3)	14 (+2)	14 (+2)

**Saving Throws** Con +8, Int +7

**Skills** Medicine +6, Nature +7, Perception +6

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 16

**Languages** several, learns new languages after listening for several minutes

**Challenge** 9 (5,000 XP)

**Ignore Defenses.** A dissector can create specialized microtools that allow it to slice through and store any kind of organic tissue, as well as physical materials that are blocking access to its test subject. Its attacks ignore the AC granted by physical armor, but not from magic or force fields. Its attacks deal full damage against fleshy targets, even if the target would normally have resistance or immunity to bludgeoning, piercing, or slashing damage.

**Magical Weapons.** The dissector's attacks are treated as if magical.

### ACTIONS

**Multiattack.** The dissector makes two manipulator attacks.

**Manipulator.** *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 50 (10d8 + 5) piercing or slashing damage.

## DREAD DESTROYER

A dread destroyer is likely the most horrific thing on a battlefield. Unless you have an army on your side and are willing to lose a large portion of your forces, battle is unwise. Still, the greatest guardians often protect the greatest treasures. Only one of these automatons has been seen at a time, but holographic images have shown scenes (presumably from the distant past) when hundreds of dread destroyers crawled across a battlefield together. Although a single dread destroyer could launch an attack on an entire city, it is far more likely that you'll find one defending an important, ancient site.

**War Machine.** A dread destroyer stomps on nearby opponents with its gigantic legs, uses mandible-like pincers to seize and electrocute targets in front of it, and fires long-range explosive projectiles out of apertures on its back. It can also emit a crackling aura of electricity against all nearby opponents. It fights until destroyed.

**Hybrid Construct.** These giant war machines have organic brains and internal organs protected by a self-repairing metal shell. If communication can be established with its organic brain, a PC can reason with a dread destroyer, but convincing it to do something is very difficult, and usually the best option for survival is to flee until it has moved on to some other location.

**Aquatic and Land Assault.** Dread destroyers do not need to breathe, and can be encountered on land or underwater. Presumably they might be found in space, but they would require modifications to allow them to maneuver there.

*The remains of a dread destroyer are a scavenger's dream, yielding at least 1d20 oddities, 1d20 cyphers, and 1d6 relics.*





**DREAD DESTROYER**

*Gargantuan construct, neutral (or as programmed by its creator)*

**Armor Class** 25 (natural armor)

**Hit Points** 676 (33d20 + 330)

**Speed** 40 ft., climb 30 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	10 (+0)	30 (+10)	14 (+2)	14 (+2)	13 (+1)

**Saving Throws** Int +11, Wis +11, Cha +10

**Skills** Perception +11

**Damage Resistances** fire, thunder

**Damage Immunities** lightning, poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned, prone

**Senses** blindsight 120 ft., darkvision 120 ft., tremorsense 120 ft., passive Perception 21

**Languages** —

**Challenge** 30 (155,000 XP)

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

**Magic Resistance.** The dread destroyer has advantage on saving throws against spells and other magical effects.

**Magical Weapons.** The dread destroyer's attacks are treated as if magical.

**Self-repair.** The dread destroyer automatically repairs 20 hit points at the start of its turn. It is only destroyed if it starts its turn with 0 hit points.

**ACTIONS**

**Multiattack.** The dread destroyer can fire a missile and electrocute, or make six attacks: four slams, grapple (mandibles), and fire a missile.

**Slam. Melee Weapon Attack:** +19 to hit, reach 10 ft., one target. **Hit:** 36 (4d12 + 10) bludgeoning damage.

**Grapple. Melee Weapon Attack:** +19 to hit, reach 10 ft., one target. **Hit:** 17 (2d6 + 10) lightning damage. If the target is a Large or smaller creature, it is restrained (escape DC 29). Until this grapple ends, target automatically takes 17 (2d6 + 10) lightning damage every round on the dread destroyer's turn, and the dread destroyer cannot grapple another target.

**Missile. Ranged Weapon Attack:** +9 to hit, range 500 feet/1 mile, all targets within 100 feet of the impact point. **Hit:** 13 (2d10 + 2) piercing damage plus 13 (2d10 + 2) fire damage; creatures in the blast area who succeed on a DC 19 Dexterity saving throw take half damage.

**Electrocute.** Each creature within 10 feet of the dread destroyer takes 10 (3d6) lightning damage.

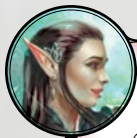
**LEGENDARY ACTIONS**

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

**Attack.** The dread destroyer makes one slam attack.

**Move.** The dread destroyer moves up to half its speed.

**Seize (Costs 2 Actions).** The dread destroyer makes one grapple attack.



“Imagine a tarrasque and a dread destroyer battling each other, two terrible destructive forces in perfect opposition. Their battlefield would quickly become a wasteland, and they might fight for weeks before one gained an advantage over the other.”

~Elmande, elf mage and scholar

“Makes a drow stronghold seem like a safe place in comparison. I'd bet on the machine, though, it's got an advantage of range.”

~Faim Trubeard, dwarf veteran and prospector



## ENTROPE

*Every entrope corpse has an organ called an entropic seed that can be removed and used as a detonation of frost cypher.*

An entrope is an entity made of exotic biomineral that feeds on the heat given off by the bodies of living creatures. When it has absorbed enough heat, it can reproduce. They are usually discovered solo or in pairs, looking like thin statues that are cold to the touch—until they begin moving. An entrope is about 6 feet tall and nearly 15 feet long, but its odd hunched body shape makes it shorter than its actual length.

**Hibernation.** An entrope can freeze motionless for years, centuries, or even longer until it detects a suitable heat source. It is unknown why they do not react to other sources of heat such as open flames and volcanic fissures, and is never found in warm environments, under open sky, or underwater. Most are found in subterranean locations, tunnels, and basements. They might be native to frigid regions, but it is more likely that they originated from an icy moon or rogue planet that crashed into the world and scattered them across its surface.

**Primitive Instincts.** By all appearances, an entrope has animal intelligence at most. Its drives appear to be simple: feed on heat from living creatures, spawn, and repeat.



### ENTROPE

*Large monstrosity, unaligned*

**Armor Class** 15 (natural armor)

**Hit Points** 76 (8d10 + 32)

**Speed** 30 ft., burrow 10 ft. (ice and snow only)

STR	DEX	CON	INT	WIS	CHA
17 (+3)	11 (+0)	18 (+4)	2 (-4)	10 (+0)	5 (-3)

**Damage Vulnerabilities** fire

**Damage Immunities** cold

**Senses** darkvision 60 ft., passive Perception 13

**Languages** —

**Challenge** 5 (1,800 XP)

**Hibernation.** An entrope remains active so long as there are suitable heat sources within 10 feet of itself. If no appropriate

heat sources are within range, after about a minute it stops moving and begins to hibernate again. If attacked from beyond this range, it struggles to remain awake and has disadvantage on all of its rolls.

**Cold Aura.** Upon waking, an entrope generates a heat-absorbing field at immediate range, which also coats all objects and creatures in the area with a thin layer of frost. At the start of each of its turns, each creature within 10 feet of it that fails a DC 17 Constitution save takes 5 (1d10) cold damage and gains disadvantage on actions that require movement. Cold auras from multiple entropes are additive. Creatures with resistance or immunity to cold do not gain disadvantage from the cold aura.

**Detect Heat.** An entrope can sense the heat from warm-blooded living creatures up to 60 feet away. It knows the general direction they're in but not their exact locations.

#### ACTIONS

**Multiattack.** The entrope makes two tentacle attacks.

**Tentacle.** *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) cold damage.

**Spawn.** Every point of cold damage the entrope deals is added to its hit points, whether the cold damage is caused by its cold aura or its tentacle attacks. When an entrope absorbs enough heat that its hit point total reaches 100, it spends its action spawning, becoming two entropes, each with half of the single entrope's hit points, rounded down.



# ETTERICK

Looting through the remains of an etterick yields a bounty of 1d6 + 1 cyphers and a relic, all made of transparent metal.

The thing that people call an etterick is an automaton in the vague shape of a human, with transparent metal skin. Crawling around in its hollow interior is a swarm of insects that look like no other insects found anywhere. They control the machine through means that look like scuttling around and doing typical insect activities. An etterick is 7 to 8 feet tall, but thinner and slightly disproportionate compared to a human. If an etterick is destroyed, the insects inside swarm out and scatter, never to be seen again.

**Violent Communicator.** Those who attempt to communicate with an etterick—or rather, with its hive-mind pilots that act as a singular entity—find it quite willing to talk. However, establishing that communication in the first place requires telepathy or a similar ability. The etterick will not (cannot?) share its origins and finds almost any mundane topics or meaningless niceties to be reason to attack. But it is amenable to bribery or straightforward negotiations (such as “We’ll leave this area immediately if you stop attacking us”). It seems to value most numenera items.

“What is it?” Jul nocked another arrow and ducked behind the tree.  
 “Damned if I know.” Marlich whispered. He hid behind a pile of rotting logs.  
 “It looks like glass, but my arrow bounced off it like it was stone.”  
 “Yeah, but what are those things crawling around inside it? Are they trapped in there?”  
 “Look like bugs. Maybe they just crawled in there.”  
 “Or they’re controlling it . . .”  
 “They’re just bugs!”  
 “We’ve seen stranger things.”  
 “I’m not sure we have.”



## ETTERICK

Medium construct, neutral

**Armor Class** 17 (natural armor)

**Hit Points** 127 (15d8 + 60)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	18 (+4)	13 (+1)	14 (+2)	8 (-1)

**Saving Throws** Str +7, Con +7, Int +4

**Damage Resistances** bludgeoning

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 12

**Languages** —

**Challenge** 8 (3,900 XP)

**Magical Weapons.** The etterick’s attacks are treated as if magical.

### ACTIONS

**Multiattack.** The etterick makes two slam attacks or uses its magnetic pulse.

**Slam.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 22 (4d8 + 4) bludgeoning damage.

**Magnetic Pulse (Recharge 4–6).** The etterick emits a powerful magnetic pulse that deals 18 (4d8) force damage to all creatures within 30 feet, or half that with a successful DC 15 Dexterity saving throw. Creatures with a large amount of metal on their person (such as medium or heavy metal armor) must also succeed on a DC 15 Strength saving throw or be knocked prone and back 10 feet.

### REACTIONS

**Heavyweight.** An etterick that is knocked prone is 50% likely to fall toward an adjacent opponent. This deals 22 (4d8 + 4) bludgeoning damage, knocks the opponent prone, and restrains the opponent with the weight of its body. If the character makes a successful DC 15 Dexterity saving throw, they take half damage and are not knocked prone or restrained. A restrained character can free itself as an action by making a DC 15 Strength or Dexterity saving throw (character’s choice). If the etterick believes this position is to its advantage, it remains prone, otherwise it uses its move to stand up on its next turn.

## FERNO WALKER

*Snow loper, page 234*

Some people speculate that the ferno walker and the **snow loper** shared a common ancestor in the distant past, both being six-limbed mammals with a pair of usable hands. Regardless, the ferno walker is very different from its possible cousin. These predators supplement their diet of meat by ingesting large stones that sit in a special portion of their gut. Through an unknown process, this organ produces extreme temperatures, heating the rocks so that there is a literal furnace in its belly at all times. A ferno walker can go for weeks without water.

**Semi-intelligent.** Although ferno walkers do not use language, they are more intelligent than they might appear. They are aloof and defensive, but if approached with peace, patience, and bribes of food, they might interact without violence. This is much harder if the ferno walker has young nearby (all persuasion and negotiation attempts have disadvantage).

**Great Mounts.** Ferno walkers are sometimes captured and forced to become mounts. Other times, they befriend a humanoid and willingly become a mount and companion. Most can be trained to use cyphers and other simple devices, and a smart rider equips their mount with a weapon or device that it can use in its hands.



*Some ancient civilization may have created ferno walkers by mixing the genes of creatures like red dragons and rhinoceroses to create a sturdy mount suitable for hot, hilly terrain.*

*Tanners and leathenworkers have attempted to use ferno walker skins to make heat-resistant armor, but so far all attempts have failed.*

*Rarely, a ferno walker is found in possession of an interesting weapon, tool, or cypher.*

### FERNO WALKER

*Large beast, unaligned*

**Armor Class** 13 (natural armor)

**Hit Points** 135 (18d10 + 36)

**Speed** 60 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	16 (+2)	2 (-4)	12 (+1)	7 (-2)

**Skills** Climb +7, Perception +4

**Damage Immunities** fire

**Senses** passive Perception 14

**Languages** —

**Challenge** 8 (3,900 XP)

**Mountain Agility.** The ferno walker ignores difficult terrain resulting from broken, rocky, or steep terrain.

#### ACTIONS

**Multiattack.** The ferno walker makes two bite attacks, or one bite and uses a held weapon or cypher.

**Bite.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target.  
*Hit:* 22 (4d8 + 4) piercing damage.

**Superheated Spew (Recharge 5–6).** The ferno walker vomits a super-hot liquid chemical in a 10-foot cone or a 30-foot line. Each creature in the area must make a DC 15 Dexterity saving throw, taking 7 (2d6) acid damage and 7 (2d6) fire damage on a failed save, or half as much damage on a successful one.



# GANTHANHAR

*A ganthanhar's suit can be salvaged for one or two cyphers and one or two oddities.*

Ganthanhars look like four-armed, armored humanoids with digitigrade legs. Where their heads should be is a cloud of swirling energy containing a few mechanical or organic devices resembling eyes.

**Ascended Energy Form.** Ganthanhars claim to be a race of advanced beings who experimented with extradimensional energies to make themselves immortal. Their experiments apparently succeeded in some respects, but their bodies have mostly been transformed into energy and they must wear special suits to prevent their physical forms from completely dissipating. Having exhausted all known remedies for their medical condition, they sift through lost civilizations in search of answers.

**Arrogant.** Ganthanhars don't believe that other species have the capability to help with their specific needs. If they see someone using an unfamiliar piece of numenera that they think can help them, they will try to steal it or at least offer to trade for it.



## GANTHANHAR

*Medium elemental, neutral*

**Armor Class** 15 (containment suit)

**Hit Points** 120 (16d8 + 48)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	16 (+3)	17 (+3)	12 (+1)	11 (+1)

**Saving Throws** Con +6, Int +6

**Skills** Arcana +6, Perception +4

**Damage Resistances** cold, fire, lightning, radiant

**Senses** darkvision 60 ft., passive Perception 14

**Languages** Ganthanhar, various others

**Challenge** 6 (2,300 XP)

**Magical Weapons.** The ganthanhar's attacks are treated as if magical.

### ACTIONS

**Bodiless.** A ganthanhar doesn't have a physical body, so it can't use cyphers or other devices that require a living metabolism (such as most pills and injections). They can still manipulate objects, allowing them to use other items (including cyphers and relics).

**Death Throes.** If a ganthanhar's hit points reach 0, its suit ruptures and releases the dying creature's radiation in an explosion. Each creature within 30 feet of it must make a DC 14 Dexterity saving throw, taking 14 (4d6) fire damage on a failed save, or half as much damage on a successful one.

**Protective Suit.** A ganthanhar's containment suit gives them resistance to cold, fire, lightning, and radiant damage. A desperate, injured ganthanhar can abandon its suit to exist as

an independent energy being. Without its suit, a ganthanhar's radiation aura inflicts double damage and its speed increases to 500 feet, but its AC decreases to 10 and it will perish within a few hours if it doesn't get back into its suit.

**Radiation Aura.** A ganthanhar constantly emits dangerous radiation out to an immediate distance. At the start of each of the ganthanhar's turns, each creature within 10 feet of it takes 3 (1d6) fire and 3 (1d6) radiant damage. Ganthanhars are immune to their own radiation and that of other ganthanhars.

**Radiation Blast.** *Ranged Weapon Attack:* +5 to hit, range 30/60 ft., one target. *Hit:* 21 (6d6) fire damage and 21 (6d6) radiant damage.

**Venting.** If a ganthanhar is struck by a critical hit with a melee weapon, radiation from its suit leaks out, damaging the attacker for 3 (1d6) fire and 3 (1d6) radiant damage. If the critical hit is from a ranged weapon, this vented radiation instead strikes an opponent within 5 feet.

## GAZER

A gazer is a levitating metallic spherical automaton, about 1.5 feet in diameter. Various bits of equipment and blinking lights festoon a gazer's battered metal-alloy body. A concavity on one side of the sphere incessantly emits a beam of scarlet light. The red beam can intensify in a moment, creating a ray capable of burning through nearly anything.

**Flying Tactics.** Groups of gazers fly in a spherical formation, which allows them to present the maximum possible perception and threat surface. Depending on the locations of their opponents, they may arrange themselves around or in the middle of their foes. Formations of six to twelve gazers might be found defending ancient ruined installations. Sometimes a lone gazer is encountered as a companion of a creature who reprogrammed it to act as a servitor.

**Old Programming.** A gazer usually interacts only by flashing its beam in coded bursts, accompanied by eerie bleats of electronic static. Most active gazers follow a program to defend a location, reconnoiter a wider area, or seek and destroy those who match profiles held in their machine brains. However, if any group of gazers is interfered with too much, they attempt to eradicate the perceived threat.

**Legacy of Ancient War.** Gazers are speculated to be antiques of a forgotten war that were originally forged by the millions. Only a handful remain active. However, if one of the ancient warehouses were discovered, that number could radically increase.

*Some explorers have reported caches of sphere-shaped numenera that turn out to be destroyed gazers. Often, a few of these automatons are still active . . . .*

*A swarm of six to twelve gazers may be salvaged for up to 1d6 cyphers.*

### GAZER

*Tiny construct, neutral (or as programmed)*

**Armor Class** 13 (natural armor)

**Hit Points** 7 (3d4)

**Speed** 0 ft., fly 100 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
6 (-2)	15 (+2)	11 (+0)	11 (+0)	10 (+0)	7 (-2)

**Saving Throws** Dexterity +4

**Skills** Perception +2

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned, prone

**Senses** darkvision 60 ft., passive Perception 12

**Languages** —

**Challenge** 1/8 (25 XP)

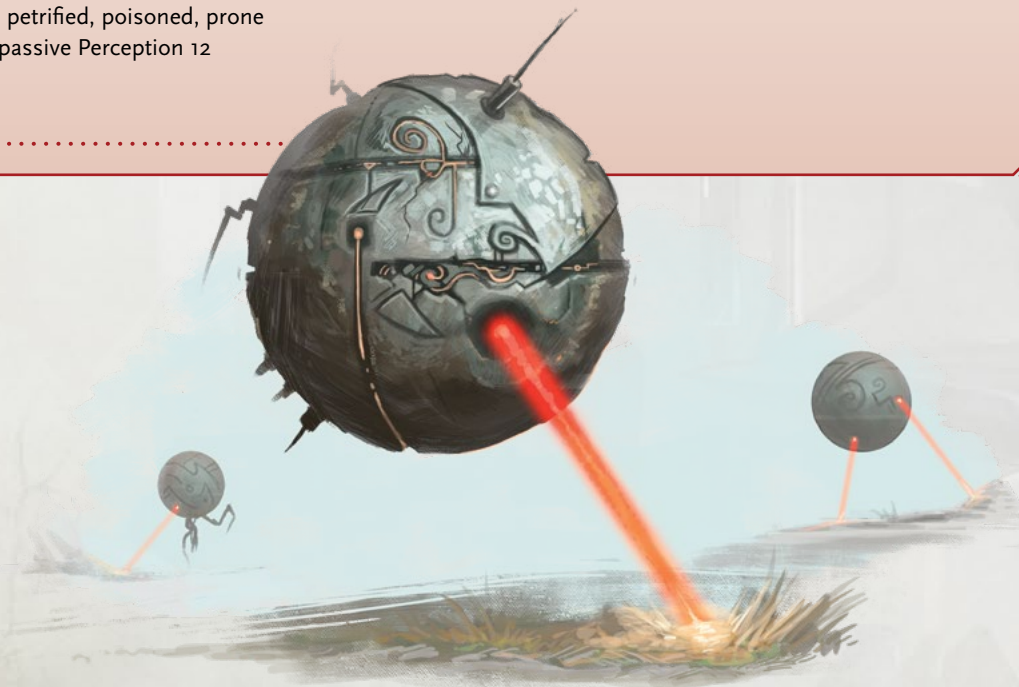
**Intense Light.** Although a gazer's beam only inflicts a small amount of damage, it is capable of cutting through very tough materials, including wood, stone, and steel. A gazer trying to damage an object treats any object AC less than 18 as AC 10.

**Swarm Targeting.** If two or more gazers attack the same target, each gazer gains advantage on its attack roll.

**Sharpshooter.** A gazer's attacks ignore half cover and three-quarters cover.

### ACTIONS

**Red Beam.** *Ranged Weapon Attack:* +4 to hit, range 100/120 ft., one target. *Hit:* 5 (1d6 + 2) fire damage.





## GLAXTER

Glaxters are sentient collections of eye-studded chunks of flesh, able to rearrange their overall shape as needed. When at rest, they look like a mound of lumpy, odd-colored flesh with bright crystalline eyes all over. When active, they assume either a floating spheroid shape or (when interacting peacefully with humanoids) something approximating a large humanoid form, with either form often orbited by small discrete pieces of itself.

**Malleable.** Although not completely fluid, a glaxter's component pieces are the size of a human fist, and a glaxter can pass through any barrier that its smallest piece can move through, such as through a pipe or between the bars of a prison cell.

**Parts of a Whole.** When pieces of a glaxter are in direct contact with each other, nerve tissue on the surface automatically connects them and lets the unified pieces act as one entity. They can separate smaller pieces (**remote nodules**), programming them with simple instructions and reconnecting later to absorb the disconnected pieces' memories.

**Social Blobs.** Glaxters communicate audibly by telekinetically vibrating the air to create the sound of words. Each glaxter has its own areas of interest—botany, social structure, thermodynamics, and so on—and observes things to further their knowledge. Multiple glaxters in the same place often exchange nodules (they do not explain whether this is communication or mating). They sometimes send out remote nodules with instructions to find interesting creatures and lead them back to its main body (so it can discuss a research proposition) or to test their reactions.

**Knowledgeable and Nosy.** Glaxters present themselves as dispassionate but curious observers of the creatures and locations of the world. They prefer to watch rather than interact. When they decide they are done observing and ready to leave, they may choose to answer questions about their areas of knowledge. One may follow a group of PCs for hours or days, all the while insisting that the characters should act normally, as if it wasn't there, so it can observe their behavior or the functioning of a specific piece of equipment.

### Remote Nodule.

Use stats for basic automaton, type one, two, or three (depending on its size), except with the aberration type.

Basic automatons, page 246

Were the ancient ancestors of glaxters creatures like gibbering mouters? Or are gibbering mouters the degenerate mutated cousins of glaxters?

Optional Rule: Intelligence (Ancients Arcana), page 259

A glaxter's large bulk can be salvaged for 1d6 cyphers.

### GLAXTER

Large aberration, neutral

**Armor Class** 13 (natural armor)

**Hit Points** 152 (16d10 + 64)

**Speed** 30 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
16 (+3)	10 (+0)	18 (+4)	16 (+3)	15 (+2)	16 (+3)

**Saving Throws** Con +7, Int +6

**Skills** Arcana +6, any three knowledge skills +6

**Damage Resistances** bludgeoning

**Condition Immunities** grappled, prone, restrained

**Senses** darkvision 60 ft., passive Perception 12

**Languages** Common, several others

**Challenge** 8 (3,900 XP)

**Amorphous.** The glaxter can move through a space as narrow as 4 inches wide without squeezing.

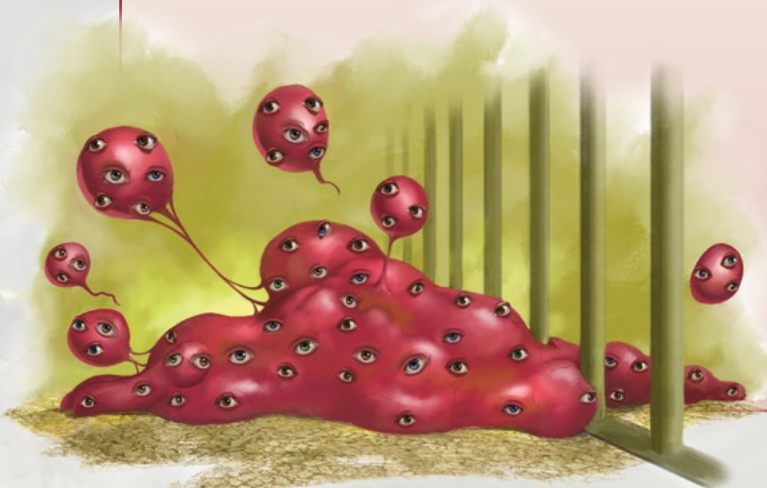
**Magical Weapons.** The glaxter's attacks are treated as if magical.

### ACTIONS

**Multiattack.** The glaxter can make up to three pseudopod attacks, but prefers to fire two telekinetic bolts at range.

**Pseudopod.** *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 21 (4d8 + 3) bludgeoning damage.

**Telekinetic Bolt.** *Ranged Weapon Attack:* +6 to hit, range 30/100 ft., one target. *Hit:* 27 (6d8) force damage.

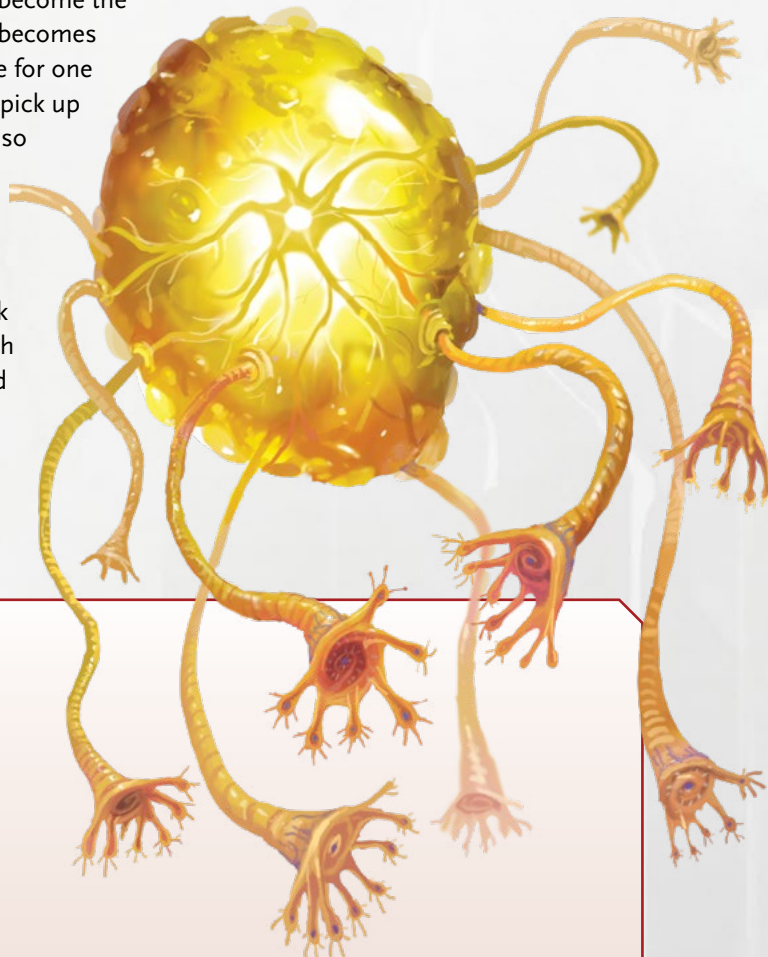


## GLERESISK

This head-sized mass of yellowish floating goo has blubbery, foam-like flesh and a parade of trailing tendrils. It might be mistaken for a seed pod of a particularly large plant blowing in the wind—until it turns against the wind and dives for newly-perceived prey. Gleresisks can be found alone or in drifting flocks of three to ten.

**Mind Eater.** A gleresisk absorbs minds by physically sucking brain matter into itself. The victim's knowledge and memories become the gleresisk's. When it eats a mind, it becomes a conscious and intelligent creature for one day, during which time it can plan, pick up previously conceived projects, and so on, until it metabolizes the stolen brain tissue and once again reverts to a predator with merely animal instincts.

**Deceptive Absorption.** A gleresisk can mimic speech and even act with the motivations of someone's mind who was recently consumed, but that's just a ruse. It has its own agenda, which probably involves methods of securing future minds on which to feed in relative safety.



*Optional Rule:*  
*Intelligence (Ancients*  
*Arcana), page 259*

*If you dream that your*  
*mind was absorbed*  
*by a gleresisk, how do*  
*you know if it's really*  
*a dream, or merely*  
*the last thoughts of*  
*your absorbed brain?*

### GLERESISK

*Small aberration, unaligned (or neutral evil when intelligent)*

**Armor Class** 15 (natural armor)

**Hit Points** 64 (16d6 + 16)

**Speed** 5 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
8 (-1)	16 (+3)	12 (+1)	3 (-4)	13 (+1)	4 (-3)

**Saving Throws** Intelligence -2

**Skills** *Arcana* -2, *Perception* +3

**Damage Immunities** bludgeoning

**Senses** passive *Perception* 13

**Languages** — or as its most recently consumed mind

**Challenge** 4 (1,100 XP)

### ACTIONS

**Tendrils.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 17 (5d6) psychic damage. If the target is Medium or smaller, it is grappled (escape DC 13).

**Extract Brain.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one incapacitated humanoid grappled by the gleresisk. *Hit:* 17 (5d6) psychic damage. If this damage reduces the target to 0 hit points, the gleresisk kills the target by extracting and absorbing its brain. The gleresisk then releases its opponent, which falls prone, dead.

A typical humanoid brain of Intelligence 7 to 13 increases the gleresisk's Intelligence to 13 for about a day. Less- or more-intelligent brains make the gleresisk less or more intelligent for this period of time.

If more than one gleresisk is grappling a creature when it dies from this ability, all of them absorb a portion of the creature's brains and intellect, forming a fragmented collective mind.

A gleresisk can extract the brain of a creature that died from something other than its attacks, but doing so means it retains its heightened intellect for a much shorter time depending on how long the creature had been dead—approximately halving the duration for every 10 minutes the creature was dead before its brain was extracted (half a day after 10 minutes, one-fourth of a day after 20 minutes, and so on).



## GOLTHIAR

Golthiars are humanoid creatures of woody muscle and bark-like skin that smell of sap. Their bulbous heads each have only a single eye surrounded by a fringe of jagged petals. They are quick and brutal despite their plant ancestry. A golthiar stands about 6.5 feet tall. Golthiars usually act as part of a team, coordinating their attacks through squirts of beamed color that is invisible to most people. The creatures direct the beams at each other or display them on a wall or ceiling that all the golthiars in an area can see.

**Guardian Sprouts.** Golthiars are plants, and are planted rather than born. Underground seedpods “ripen” in groups of four to six at a time, push to the surface, and peel open to reveal wet, wrinkly creatures the size of adult humans. Within an hour, the creatures completely mature into soldiers able to survive for centuries on sun and nutrients gathered from burying themselves in soil every few days.

**Grafted Growths.** Trees that produce golthiar seedpods are not always similar in appearance. Sometimes they have great fronds, other times needles, and other times leaves. It’s almost as if the pods that ripen beneath the ground are not part of the original tree’s growth.

**Purposeful.** Golthiars not guarding, attacking, or scouting something wither and die within a few months. Those without orders could be willing to find a new command, but communicating with a golthiar requires knowing how to produce and decode the pulsating beams of light preferred by the creatures.

*Golthiars probably come from a deliberate mutated gene added to many different kinds of trees.*

*If a defeated golthiar is planted in the ground and carefully tended, a new grove of golthiar saplings may spring up within a few weeks.*

### GOLTHIAR

*Medium plant, neutral*

**Armor Class** 15 (natural armor)

**Hit Points** 52 (8d8 + 16)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	15 (+2)	10 (+0)	10 (+0)	7 (–2)

**Saving Throws** Str +5, Wis +2

**Skills** Climb +5, Perception +2

**Damage Vulnerabilities** fire

**Damage Resistances** bludgeoning, piercing

**Senses** darkvision 60 ft., passive Perception 12

**Languages** —

**Challenge** 2 (450 XP)

**Regeneration.** A golthiar regains 10 hit points at the start of its turn if it has at least 1 hit point and is in direct sunlight.

**Flash Sensitivity.** Unexpected exposure to bright light is disorienting for a golthiar. The first time it is exposed to a flash of bright light during an encounter, it must make a Wisdom saving throw against the light’s DC (or DC 11 for a source without a DC). Failure means the golthiar is incapacitated on its next turn.

### ACTIONS

**Multiattack.** The golthiar makes a spear attack with one arm and a bash attack with its other one.

**Spear.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

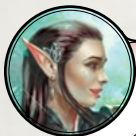
*Hit:* 10 (2d6 + 3) piercing damage.

**Bash.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

*Hit:* 10 (2d6 + 3) bludgeoning damage.

**Light Blast (Recharge 6).** About one in four golthiars have the ability to create a burst of light that affects all opponents within 30 feet. Each creature affected must make a DC 12 Dexterity saving throw, taking 9 (2d6 + 2) radiant damage on a failed save, or half as much damage on a successful one.

*In places where the numenera is active, even plant creatures such as shambling mounds and treants may sprout golthiar pods. Intelligent plant creatures react to this much like humanoids do to maggots in wounds, even though golthiars usually act friendly toward them. Lower-intelligence plant creatures seem to instinctively recognize the resulting golthiars as kin and allies.*

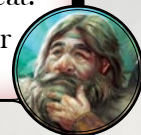


“A bard told me that her *see invisibility* spell allowed her to see the flashes of light that golthiars use to communicate with each other. She is still working out the nuances of their language, but they appear to be as intelligent as you or I, with a complex vocabulary and nuanced phrasing.”

~Elmande, elf mage and scholar

“If you and your bard friend want to talk to plants, that’s on you. Me, I’ll stick to using them as garnish for my meat.”

~Faim Trubeard, dwarf veteran and prospector





## GREY SAMPLER

A grey sampler is a flying automaton with asymmetrical construction, measuring almost 10 feet in diameter. Where its head should be is an angular funnel that roars and vibrates with endless fury. One of its limbs splits into a mess of slicing and scissoring blades. The grey sampler uses this limb to subdue specimens, separate cranial matter from clinging flesh and bone, and deposit the freed brain into its head-funnel. Somewhere in the grey sampler's chest, the solid matter is processed into pinkish slush. The automaton's other limb is more like a metallic, hollow tentacle that expels processed cranial matter. Most of the time, the cranial matter is sprayed behind the automaton in a wide, even arc, as if it's spreading fertilizer or seeds.

**Hidden Construction.** Grey samplers have a disconcerting ability to build themselves out of much smaller parts, too tiny to see without the aid of powerful numenera. This means that small fleets of them can arise anywhere, building themselves in secret, until an unknowable signal passes among them, and they emerge for the next harvest.

**Determined.** A grey sampler can communicate, but its main interest is directing potential victims to hold still so it can do its job. If asked who gave it the job or what it ultimately wants to accomplish, a grey sampler either doesn't answer or says, "The fruit of our harvest prepares the way." If someone who can talk to machines or who is otherwise skilled with numenera devices discovers a fleet of grey samplers building themselves from nearby components, they might be able to direct the fleet to self-destruct by making a DC 17 Intelligence (*Arcana*) check.

*An unconscious creature at 0 hit points that takes damage immediately suffers a death saving throw failure (or two death save failures if the damage is from a critical hit).*

*The remains of a destroyed grey sampler might hold a cypher or two.*

*Optional Rule: Intelligence (Ancients Arcana), page 259*

### GREY SAMPLER

Large construct, neutral

**Armor Class** 17 (natural armor)

**Hit Points** 102 (12d10 + 36)

**Speed** 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	16 (+3)	11 (+0)	12 (+1)	10 (+0)

**Skills** Perception +3

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 13

**Languages** any one

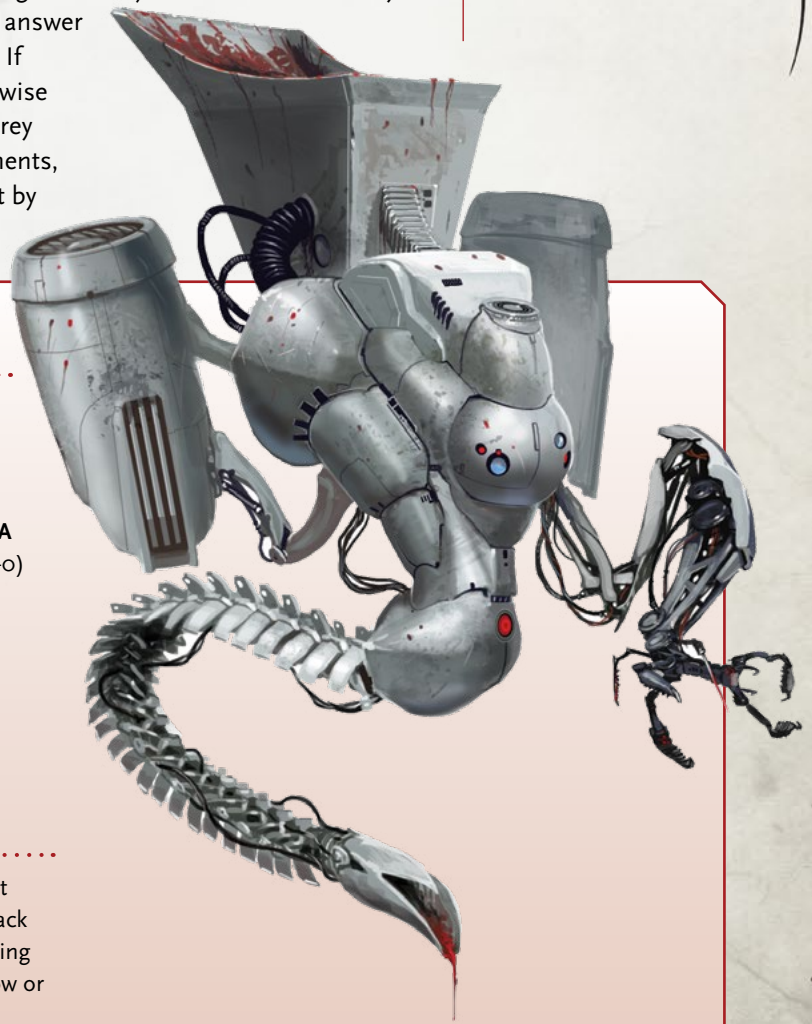
**Challenge** 4 (1,100 XP)

**Charge.** If the grey sampler moves at least 30 feet straight toward a target and then hits it with a surgical blades attack on the same turn, the target takes an extra 10 (3d6) piercing damage. The target must succeed on a DC 15 saving throw or be pushed back 10 feet and knocked prone.

#### ACTIONS

**Surgical Blades.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 19 (4d6 + 5) slashing damage.

**Process Brains.** As a bonus action, a grey sampler can attempt to remove the brains of an **unconscious**, dead, paralyzed, or completely immobilized creature. If the target dies, it extracts the creature's brain and processes it into sludge.



## GRIEFSTEEL

A griefsteel is an automaton crafted to serve as a companion and guardian to another creature. However, that creature died ages ago, leaving the machine forever heartbroken. Although they are self-aware and able to learn, their emotion programs sometimes get them stuck in a mental loop from which they're unable to escape. Whether encountered in the depths of a lonely ruin or wandering across the empty landscape, a sorrow-wracked griefsteel is unlikely to ever find solace.

**Deliberately Solitary.** A griefsteel might first ignore, then wail at someone trying to communicate with it. If communication attempts persist, it will finally strike out at whoever is bothering it, unless the intruder is extremely persuasive and calming.

**Unpredictable.** Unending sorrow makes a griefsteel's behavior erratic. It's not usually a threat, but it's also not usually helpful. It's too lost in its own misery to notice or care about others' needs. Sometimes, the anguished automaton strikes out in fury over its loss, and an explorer who disrupted its iterative depressive cycle makes a good target—especially those who remind the griefsteel of what it's lost. There is a chance that a griefsteel mistakenly believes that a character is its long-lost companion, but soon begins to have doubts, which makes it angry. A griefsteel has been known to mistake a stranger for the being who originally built it, and may beg to have its memory wiped or attack because it blames its creator for its sensitive emotional programming.

**Many Forms.** Griefsteels have different forms depending on who created them. What is presented here is a typical specimen, but individual griefsteels may have different attacks or special abilities.

*1d6 cyphers can be salvaged from a griefsteel's corpse.*



### GRIEFSTEEL

Medium construct, any alignment

**Armor Class** 17 (natural armor)

**Hit Points** 171 (18d8 + 90)

**Speed** 30 ft. (some also have fly 60 ft.)

STR	DEX	CON	INT	WIS	CHA
21 (+5)	12 (+1)	20 (+5)	12 (+1)	12 (+1)	12 (+1)

**Saving Throws** Str +9, Con +9

**Damage Resistances** bludgeoning

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 15

**Languages** one or two ancient languages

**Challenge** 12 (8,400 XP)

**Emotional Feedback.** Attempts to mentally communicate with the griefsteel or connect to it with machine ports transmits the full force of its loss and trauma to the communicating creature's mind. The attempting creature must succeed on a DC 13 Wisdom saving throw or be stunned for one round.

**Gullible.** A griefsteel desperately wants to believe anything that will momentarily distract it from its misery. It has disadvantage on rolls to see through disguises or recognize when someone is lying to it. However, once it realizes it has been tricked, it usually becomes angry and tries to harm those who deceived it.

**Magical Weapons.** The griefsteel's attacks are treated as if magical.

### ACTIONS

**Multiattack.** The griefsteel makes three claw attacks and uses its energy ray.

**Claw.** *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 32 (5d10 + 5) slashing damage.

**Energy Ray.** *Ranged Weapon Attack:* +5 to hit, range 60/120 ft., one target. *Hit:* 11 (3d6 + 1) fire damage.



## HANEK

Haneek are essentially sheets of almost transparent flesh that pass light with hardly any distortion. They can twist and fold themselves to move about like sidewinding snakes, gallop on faux limbs, and can even flap and glide through the air. Regardless of their shape, they smell a bit like rotting food, which is often the only warning those being hunted by a haneek have before the creature drops on them. They have been known to hang from branches or straddle doorways in high-traffic areas so creatures can walk into them.

**Visible Digestion.** Once a victim is ensnared by a haneek, flesh-to-tissue contact begins to digest the prey. This sends a bloom of scarlet radiating through the haneek's body, rendering it briefly visible as it feeds.

**Unpredictable Lurker.** A haneek is a hungry predator, but it sometimes "adopts" a character and merely follows them around, rather than trying to eat them. It hunts other creatures around the followed character instead. Because haneek are hard to spot, it's often not initially apparent what's going on, and it's possible for PCs to meet another character who doesn't realize they're being followed by a haneek. Haneek seem somewhat intelligent, but they do not communicate or seem to have a language.



### HANEK

Medium aberration, neutral

**Armor Class** 13 (natural armor)

**Hit Points** 120 (16d8 + 36)

**Speed** 30 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
5 (-3)	16 (+3)	16 (+3)	10 (+0)	12 (+1)	8 (-1)

**Saving Throws** Dexterity +6

**Skills** Perception +4, Stealth +6 (or Stealth -3 for up to an hour after it has fed)

**Damage Resistances** acid, piercing

**Damage Immunities** bludgeoning

**Condition Immunities** grappled, prone

**Senses** darkvision 30 ft., passive Perception 14

**Languages** —

**Challenge** 5 (1,800 XP)

**Amorphous.** The haneek can move through a space as narrow as 1 inch tall and a few inches wide without squeezing.

**Adhesive.** The haneek can automatically adhere to anything that touches it. A Huge or smaller creature adhered to the haneek is also grappled by it (escape DC 14). Ability checks made to escape this grapple have disadvantage.

**Grappler.** The haneek has advantage on attack rolls against any creature grappled by it.

### ACTIONS

**Flesh Flap.** *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage plus 21 (6d6) acid damage.

**Split.** When a haneek that is Medium or larger takes 20 slashing damage or more from a single attack, it splits into two new haneeks if it has at least 15 hit points. Each new haneek has hit points equal to half the original haneek's, rounded down. New haneeks are one size smaller than the original haneek.

## HERDER

This mechanical creature looks like a very large insect built of metal pipes and bone-colored ceramic. It bears a semicircle of metal spikes down its back, four sharp claws on each foot, and a hard, bone-like spur on the left side of its head. It stands nearly 3 feet tall, plus another 1 to 2 feet for its spikes.

*For enyi, use stats for deer. They resemble long-eared, brown panthers.*

**Guardians of Others.** Herders were clearly created by someone or something, possibly for the protection of catlike herbivores called **enyi** (or possibly the enyi's ancestors from thousands of generations in the past). Typically, one or two herders watch over a group of five to ten enyi (or some other nonaggressive herbivore if there are no enyi in the area). Often, one herder will move among the enyi and the other will follow nearby, out of sight, charging into view if combat occurs. Enyi react to herders as if the machines were harmless, perhaps due to a scent, sound, or vibration the herder uses to soothe the animals.

*Characters can scavenge one random cypher from a herder's body.*

**Threat Display.** A herder displays various forms of aggression toward anything that it perceives as threatening its herd. The displays are nearly ritualistic in their order. First, the herder begins to make a loud clacking sound, created by rubbing its hind legs together.

Characters often hear this sound long before they are close enough to see the herder; those with knowledge of the creature know to avoid the sound if possible. If the danger doesn't go away, the herder rises up on its hind legs, doubling its height. The final sign of aggression before a herder attacks is that it drops its head and thumps its ceramic spur against the ground, hard enough for PCs to feel the collision beneath their feet. The first display of aggression is passive and ongoing; the last two each take one round.

**Ruthless.** A herder's main objective is to defend their enyi, but once they begin combat, they don't stop, even if the enyi no longer seem to be in danger. To a herder, once a threat, always a threat.



### HERDER

*Large construct, unaligned*

**Armor Class** 17 (natural armor)

**Hit Points** 76 (9d10 + 27)

**Speed** 50 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	16 (+3)	6 (-2)	14 (+2)	6 (-2)

**Saving Throws** Con +5

**Skills** Perception +4

**Damage Resistances** bludgeoning, piercing, slashing

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 14

**Languages** —

**Challenge** 3 (700 XP)

### ACTIONS

**Multiattack.** The herder charges and makes a gore attack, or it makes two claw attacks.

**Charge.** If the herder moves at least 10 feet straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 9 (2d8) piercing damage. If the target is a creature, it must succeed on a DC 14 Strength saving throw or be pushed up to 10 feet away and knocked prone.

**Gore. Melee Weapon Attack:** +6 to hit, reach 5 ft., one target. **Hit:** 13 (2d8 + 4) piercing damage, and the target must succeed on a DC 14 Constitution saving throw or be stunned for one round.

**Claw. Melee Weapon Attack:** +6 to hit, reach 5 ft., one target. **Hit:** 18 (2d10 + 4) slashing damage.



## HUNGRY PENNON

Hungry pennons are strange beings that resemble a fleshy war banner that hangs freely in the air instead of being connected to a pole. It is large enough to engulf a human-sized creature, but its flat body only has the mass of a large child, most of which is in the form of its fleshy wings. The hungry pennon wants to feed, and it prefers to scavenge the bodies of freshly killed prey. However, a pennon is not an effective predator on its own, and can only bite with the tiny mouths hidden under its wings, so it relies on another creature to do its hunting for it.

**Symbiotic Bond.** A hungry pennon psychically attaches itself to another creature, the more aggressive and intelligent the better. If a group of bandits, mercenaries, or vicious abhumans advances under a flapping standard of war that doesn't actually seem to be connected to a pole, but rather hangs free-floating above one of the combatants, it's probably not a flag but a hungry pennon. Thus, it drives its host (or hosts) into more frequent and more vicious conflicts. The creature to which a hungry pennon makes this attachment may at first value the advantages provided. But over time, the pennon gains mental ascendancy. If the host is killed, the hungry pennon may flap away, or it may proposition a new host in the area.

### HUNGRY PENNON

*Medium aberration, neutral evil*

**Armor Class** 13 (natural armor)

**Hit Points** 71 (13d8 + 13)

**Speed** 5 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	12 (+1)	8 (-1)	12 (+1)	14 (+2)

**Saving Throws** Int +1, Wis +3

**Skills** Perception +3

**Damage Resistances** bludgeoning

**Senses** darkvision 60 ft., passive Perception 13

**Languages** telepathy 30 ft. (empathy, bonded creatures only)

**Challenge** 4 (1,100 XP)

**Encourage Violence.** The host of a hungry pennon has advantage on all attacks.

#### ACTIONS

**Bite.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

*Hit:* 10 (2d6 + 3) piercing damage.

**Aggressive Suggestion.** As an action or bonus action, the hungry pennon attempts to convince its host to attack a target. This may be a potential opponent or something that is threatening the host, but it can just as easily be an arbitrary choice by the hungry pennon, such as a pack animal or random person in a village. The host can attempt a DC

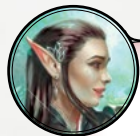
13 Wisdom saving throw to resist this compulsion (if the host and pennon have been bonded for at least a month, this saving throw has disadvantage). Failure means the host attacks the targeted creature for at least one round. Each round after the first attack, the host can use their reaction to make another saving throw to try to overcome the hungry pennon's compulsion and stop attacking the target.

**Psychic Bond.** As an action or bonus action, the hungry pennon can telepathically offer to make a psychic bond with a potential host within 10 feet. The host perceives this as mental images of themselves and the hungry pennon being gloriously victorious in combat. The host must willingly accept this offer for the bond to form. Once the bond is formed, the pennon follows the host. A pennon never willingly leaves a bonded host.

To break this bond, the host must attack it and inflict enough damage to drive it away or convince it to choose a different host. The bonded host must succeed on a DC 13 Intelligence saving throw each time it wants to attack the pennon; failure means they cannot attack it that round. The host has disadvantage on this saving throw. After a month of being bonded, the host cannot willingly break the bond or attack the pennon.

**Death Backlash.** If a hungry pennon is killed and the host is within 60 feet, the host takes (17) 5d6 psychic damage.

**Psychic Shriek (Recharge 6).** The hungry pennon assails a creature against a single target within 60 feet, dealing 17 (5d6) psychic damage.



“These creatures are found in many colors and patterns. Some have skin the color of yours, mine, or a human’s, but I have seen one with the grey skin of an ore, and heard of others with the red of a tiefling or the green of a lizardfolk. Likewise, they may have stripes, spots, or scales. I wonder, can they change willingly to match their host, or are they born one color and stay that way their entire lives?”

~Elmande, elf mage and scholar



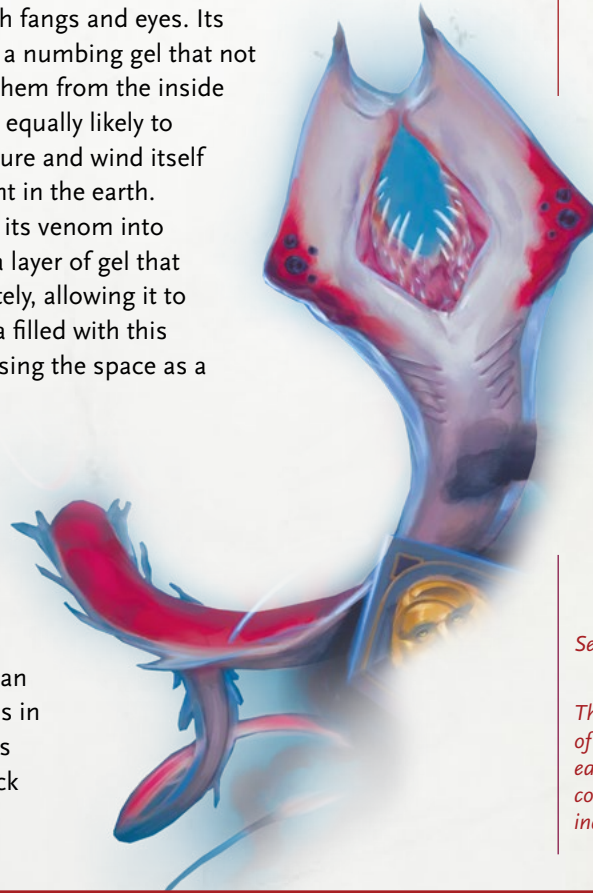
## IMUSTEN CRAWLER

An imusten crawler is a horrific worm-like creature with a diamond-shaped head, its interior edges crusted with fangs and eyes. Its subtle venom causes its victims to secrete a numbing gel that not only holds them in place but also drowns them from the inside as their lungs fill with fluid. The creature is equally likely to attack by clinging to an overhanging structure and wind itself downward or erupting from a tunnel or vent in the earth.

**Preserver.** An imusten crawler can direct its venom into a creature's skin, which coats its target in a layer of gel that paralyzes and numbs the creature indefinitely, allowing it to store food until it becomes hungry. An area filled with this gel is a sure sign that a crawler has been using the space as a larder.

**Mysterious Goals.** Imusten crawlers are intelligent but secretive. They resist attempts by other creatures to learn more about them and their ultimate origin. They can't speak, but they possess a low-level telepathic ability to communicate basic concepts.

**Seskii Aversion.** An imusten crawler has an inexplicable fear of *seskii*. When a crawler is in the presence of a *seskii*, the *seskii*'s crystals light up, and the crawler breaks off its attack and wriggles away.



*Seskii*, page 233

*The discarded equipment of an Imusten crawler's eaten prey sometimes contains valuables, including a few cyphers.*

### IMUSTEN CRAWLER

*Large monstrosity, neutral evil*

**Armor Class** 15 (natural armor)

**Hit Points** 110 (15d10 + 28)

**Speed** 30 ft., burrow 10 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	15 (+2)	8 (-1)	12 (+1)	12 (+1)

**Saving Throws** Str +6, Int +2

**Skills** Perception +4, Stealth +4

**Damage Resistances** piercing

**Senses** darkvision 30 ft., passive Perception 14

**Languages** telepathy 30 ft.

**Challenge** 6 (2,300 XP)

**Magical Weapons.** The imusten crawler's attacks are treated as if magical.

#### ACTIONS

**Bite.** *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target.

*Hit:* 24 (6d6 + 3) piercing damage. The target must make a

DC 15 Constitution saving throw against its poison, which targets the creature's lungs, filling them with a numbing gel which deals 14 (4d6) necrotic damage, or half as much damage on a successful save. If the target fails its save, it must continue to save each round or take damage again as their lungs continue to produce more gel. If the target's hit points reach 0, it begins to suffocate. Any successful saving throw in this process means the creature coughs up the accumulated gel and no longer takes damage or makes saving throws against the venom from that bite.

If the crawler chooses to poison the target's skin instead of their lungs, their skin produces a slightly different gel that numbs and preserves their flesh. If the damage from the venom gel reduces the target's hit points to 0, it becomes paralyzed and unconscious, but does not die, and remains this way indefinitely. Eventually the creature may starve to death, but the crawler usually eats its preserved prey before that.

Sometimes a creature whose lungs were poisoned by the crawler's gel is infected with a disease that will slowly turn them into an imusten crawler. Only medical intervention (or the use of magic or numenera) can prevent this transformation.

## JESANTHUM

A patch of wildflowers in the distance waves massive blooms of vivid purple in the breeze. The trembling flowers smell of baking bread and honeyed syrup, an odor so potent that many recall their own best memories of eating sweets.

When a bed of jesanthum flowers bend their brilliant heads to reveal a lapping tongue the color of blood, and the thick stems uproot to expose powerful 5-foot-long carnivorous bodies of raking claws and stabbing barbs, those sweet recollections are forever shattered. Before the Ancients vaults opened, no one had ever heard of jesanthum, but now they're a common cautionary tale among travelers.

**Bouquet of Flowers.** To appease an angry patron or provide a gift of special significance for someone the characters need a favor from in return, PCs are asked to collect a planter of jesanthum. However, they are not given any details beyond a bare description of the flower's "pretty" blooms.



*Jesanthum can be found almost anywhere sunlight reaches, usually in beds of three to five.*

*Jesanthum are pretty, nice-smelling plants—until they're not, at which point they're hungry predators that attempt to eat PCs who have come too close.*

### JESANTHUM

Medium plant, neutral

**Armor Class** 17 (natural armor)

**Hit Points** 38 (7d8 + 7)

**Speed** 30 ft., burrow 10 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	13 (+1)	14 (+2)	11 (+0)	13 (+1)

**Skills** Perception +4, Stealth +3

**Damage Vulnerabilities** fire

**Condition Immunities** blinded, deafened

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

14

**Languages** —

**Challenge** 2 (450 XP)

**Spore Reproduction.** A creature that falls victim to a jesanthum's spore burst attack must succeed on an additional DC 13 Constitution saving throw once combat concludes, or

the spores germinate in the PC's lungs and send a thick stalk up through their mouth and nostrils sometime during the next day or two. This asphyxiates and kills the victim unless desperate measures are taken, eventually creating the perfect source of nutrition for new jesanthum. Treat as a disease that kills the victim in 1d4 days.

#### ACTIONS

**Impaling Tongue.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (1d10 + 2) piercing damage and a Large or smaller target is grappled (escape DC 14). Until this grapple ends, the target is restrained, and the blight can't impale another target. The target automatically takes 7 (1d10 + 2) piercing damage each round.

**Spore Burst (Recharge 6).** The jesanthum exhales poisonous gas in a 10-foot-radius sphere centered on it. Each living creature in that area must succeed on a DC 13 Constitution saving throw or be paralyzed with uncontrollable coughing. A victim can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.



## JIRASKAR

*Despite its size, a jiraskar's coloration and natural stealthiness mean it often can approach within 100 feet of potential prey before it is noticed (usually the tremors of its footfalls and the crashing of knocked-over terrain obstacles are what gives it away). By then it is often too late, as it can reach its target with a move or a quick dash if necessary.*

Terror doesn't even begin to describe it. The woods seem still. Quiet. At the risk of sounding cliché, too quiet. Then there is a tremor. A rumbling. Far more quickly than you might expect (if you were smart enough to realize that the rumbling was the approach of a large beast), a terrible but beautiful shape emerges from the tall trees, a creature as colorful as a jungle flower but burgeoning with teeth and hunger and death. Your doom charges at you as though destiny guided its feet. The only mercy is that it ends as quickly as it began.

**Apex Predators.** Jiraskars' colorful bodies have fleshy frills and only two functioning limbs: powerful legs that carry them at prey with great speed. They have poor (practically nonexistent) natural senses, but they have a mysterious capacity to perfectly sense their environment, instantly seeing through illusion, invisibility, and similar distractions as if their perceptions were based on something entirely different than—and superior to—other creatures. The huge beasts live only to hunt. And because most of their prey is small, they must kill continually to survive.

**Fierce Animals of the Wild.** Jiraskars are extremely fast. They are animals and act as such. They charge in with a savage bite and don't stop biting until the prey is dead or they are. Because jiraskars are so fast, an encounter with one can arise very quickly. And because they are so powerful, an encounter can also end very quickly.

*Jiraskars might have started as normal lizards or birds that were quickly evolved and released by some inscrutable device of the Ancients.*

### JIRASKAR

*Huge monstrosity, neutral*

**Armor Class** 17 (natural armor)

**Hit Points** 168 (16d12 + 64)

**Speed** 50 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	16 (+3)	19 (+4)	7 (-2)	14 (+2)	12 (+1)

**Skills** Perception +6, Stealth +7

**Damage Immunities** psychic

**Senses** blindsight 90 ft., passive Perception 16

**Languages** —

**Challenge** 11 (7,200 XP)

**Illusion Liberty.** The jiraskar has advantage on saving throws to resist being charmed or paralyzed. In addition, it has advantage on saves against illusions, poison, and spells.

#### ACTIONS

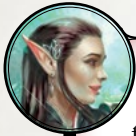
**Multiattack.** The jiraskar makes two bite attacks.

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

**Tail Slap (Recharge 5–6).** The jiraskar's tail sweeps out in a 20-foot cone with savagery. Each creature in that area must make a DC 16 Dexterity saving throw, taking 66 (12d10) bludgeoning damage on a failed save, or half as much if successful.

**Swallow.** As a bonus action, the jiraskar swallows a creature that it has bitten twice this round. While swallowed, the target is blinded and restrained, it has total cover against attacks and other effects outside the jiraskar, and it takes 21 (6d6) acid damage at the start of each of the jiraskar's turns. A jiraskar can have only one creature swallowed at a time.

If the jiraskar takes 30 damage or more on a single turn from the swallowed creature, the jiraskar must succeed on a DC 14 Constitution saving throw at the end of that turn or regurgitate the creature, which falls prone in a space within 10 feet. If the jiraskar dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 15 feet of movement, exiting prone.



“I apologize. I have a natural inclination to find refuge among the trees, and I felt the jiraskar would have trouble pursuing us there. I had no way of knowing that one sweep of its tail would break through every mighty trunk and give it a clear opportunity to swallow you whole.”

~Elmande, elf mage and scholar

“Apology accepted, *if* you help me find my healing potions in its guts, these acid burns really sting.”

~Faim Trubeard, dwarf veteran and prospector





# JURULISK

The Ancients, with their strange activities and vast displays of power, tore literal holes in the fabric of the universe. Sometimes, these were very small. Nothing to worry about.

Sometimes.

The jurulisk hails from inconceivable dimensions. When it comes to this world, it is a one-dimensional line, possessing only length (not even width, let alone depth), imperceptible and incapable of interacting in a meaningful way. Eventually, others come to this world. Over the aeons, the jurulisks find each other and bond to form two- and eventually three-dimensional forms in a way that is difficult to comprehend.

Finally able to interact with the three-dimensional world, the jurulisk seeks energy to fuel its new form. Once it absorbs a great deal of power from living creatures, the sun, or an artificial energy source, a jurulisk attempts to control its environment—usually by eliminating other potential threats, which means all other creatures.

**Alive? Yes, But.** The jurulisk is a living creature, but it is not organic in any traditional sense, and neither is it mechanical. Its form constantly shifts, adapting to its needs at the moment, but always looking like what some have described as “the framework for an ‘actual’ creature.”

*If it is possible to communicate or interact with a jurulisk, the means have not been discovered yet, even using telepathy.*

*A jurulisk fights to the “death,” although it might not be permanently dead or destroyed, for such concepts might not apply. The creature is far too alien to tell.*



## JURULISK

*Large aberration, neutral*

**Armor Class** 18 (natural armor)

**Hit Points** 165 (17d10 + 72)

**Speed** 60 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	17 (+3)	18 (+4)	14 (+2)	14 (+2)	18 (+4)

**Saving Throws** Dex +7, Con +8, Wis +6, Cha +8

**Damage Resistances** bludgeoning, piercing, and slashing from nonmagical attacks not made with silvered weapons

**Damage Immunities** cold, poison

**Condition Immunities** poisoned, charmed

**Senses** truesight 120 ft., passive Perception 12

**Languages** —

**Challenge** 12 (8,400 XP)

**Incorporeal Movement.** The jurulisk can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

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

**Magical Weapons.** The jurulisk’s weapon attacks (piercing chill touch) are treated as if magical.

**Regeneration.** The jurulisk regains 10 hit points at the start of its turn. If the jurulisk starts its turn with 0 hit points, it collapses into so many separate one-dimensional lines and regains 1 hit point per hour, until it reforms after a full day. While it is regenerating in this way, it can’t take any other actions. (If the jurulisk falls to 0 hit points because its component matter is scattered across a distance of 120 feet or farther, perhaps due to an explosion, it does not regenerate.)

### ACTIONS

**Multiattack.** The jurulisk makes three piercing chill touch attacks.

**Piercing Chill Touch.** *Melee Weapon Attack:* +8 to hit, reach 25 ft. (it can stretch so as to extend a “limb” to stab at a foe up to 25 feet away), one target. *Hit:* 9 (1d10 + 4) piercing damage, plus 13 (3d8) cold damage.

**Object Draining Touch.** Instead of a multiattack, a jurulisk makes a single piercing chill touch attack. If it hits, the Jurulisk targets an object carried by a creature; either a weapon, armor, or preferably, a device of the numenera. The touched object is drained and gains a permanent and cumulative –1 penalty, either to AC, to hit, or if a device that provides some other benefit, to associated checks. Armor reduced to an AC of 10 or a shield that drops to a +0 bonus is destroyed, as is a weapon reduced to –5.

## KANTHID

Breaking open a defeated kanthid reveals it to be a composite creature made of hundreds of smaller "polyps" (essentially, tentacles surrounding a mouth and digestive sac protected by a mineral encrustation) built on the skeleton of a dead animal.



*It knows what Jarin knew. Jarin's been gone for years; I know he's dead. But then the thing appeared at my window, whispering words of love and our old happiness. It's not Jarin, I understand that. But I'm going down to meet it anyhow, out behind the wall where Jarin and I used to meet.*

~ Note left by Salara before she went missing

The sound of sandpaper on sandpaper scratches the air when a kanthid moves. Most kanthids are multilimbed creatures shaped vaguely like other beasts and creatures. Whatever its underlying shape, the rough skin of a kanthid is a stony mineral whorled and studded with short spines. Here and there, openings in the stone reveal mouths ringed in writhing cilia.

**Speech Mimickers.** Kanthids with biped, humanoid shapes sometimes speak, though they don't make much sense. Streams of nonsense, rhymes, names, stories, and even snippets of song might emerge from two or three different cilia-ringed mouths at once. Though a talking kanthid seems to make little sense, there is a theme to its babble: everything a given kanthid says or sings were things once said or sung by a particular individual, one who's been dead for a while.

**Walking Dead, Almost.** A wizard wanted information that only a dead and buried colleague had. Knowing of the kanthid ability to evoke the memories of slain victims, she infected the graveyard where her colleague was interred. A few miscalculations and weeks later, the entire graveyard and associated village was infected with wandering kanthids. Now that wizard seeks help in locating the particular kanthid she wants to interrogate among those radiating out from the village, though she's careful to keep secret her part in creating the infection in the first place.

### KANTHID

Medium monstrosity, neutral

**Armor Class** 15 (natural armor)

**Hit Points** 66 (12d8 + 12)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	13 (+1)	5 (-3)	12 (+1)	16 (+3)

**Skills** Deception +5, Stealth +4

**Damage Immunities** poison

**Condition Immunities** charmed, poisoned

**Senses** blindsight 60 ft., passive Perception 11

**Languages** — (no smarter than clever animals, even the ones that colonized the bones of an intelligent creature)

**Challenge** 3 (700 XP)

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

### ACTIONS

**Multiattack.** The kanthid bites twice.

**Bite.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 5 (1d4 + 3) piercing damage plus 3 (1d6) poison damage. If one target takes poison damage from the kanthid three times, it must succeed on a DC 14 Constitution saving throw. If the saving throw fails by 5 or more, the creature is instantly paralyzed. Otherwise, a creature that fails the save begins to become paralyzed and is restrained. The restrained creature must repeat the saving throw at the end of its next turn, becoming paralyzed on a failure or ending the effect on a success. The paralysis lasts for 10 minutes, or less if the kanthid takes its Colonize action.

**Colonize.** If allowed to do so without interruption, a kanthid lowers its body across a paralyzed (or recently slain) creature, allowing its many ciliated mouths to feed. Each round a kanthid feeds in this fashion automatically deals Bite damage. A kanthid that completely consumes a meal leaves behind a skeleton chunked with gore and several hard nodules of kanthid eggs fused to the bone.



# KILLIST

Clawed, greasy fingers. Smacking lips. Chattering, pointed teeth. Tiny, beady eyes. Shriill voice. A penchant for thievery, murder, traps, and deception. It is difficult to find some aspect of a killist that isn't annoying, off-putting, or downright abhorrent. There is a saying: "If a killist is speaking, you are listening to lies." Killisti can be intimidated by shows of obvious force and threats to their lives, but even as they are cowed, they are plotting a way to trick and betray you.

Killisti are diminutive corrupt humanoids, possibly forcibly mutated by devices found in an Ancients' cache. Their oily flesh is pale, their eyes are dark, and they have slits on the sides of their torso that are frequently mistaken for gills. These, in fact, provide access to their poison sacs, which are positioned perfectly for killisti to slide their claws into as a part of an attack.

**Malice against Humans.** Killisti hate humanity with a passion and delight in murder and sadistic acts against the targets of their malice. (They regard other similarly proportioned species as foes, but not with the murderous rage with which they react to humans; possibly because their ancestors were once human.)

**Ambushers and Poisoners.** Killisti hate and fear a fair fight. They set ambushes and traps whenever possible. Traps usually consist of spiked pits, tripwires, or spine-filled nets. Any sharp points in their traps are poisoned. Most killisti carry long knives and crude bows. These weapons are always freshly envenomed from the poison-seeping slits in their sides.

A band of killisti might set up an ambush at a bridge or along a road. They might even "bait" that trap with one of their number pretending to be hurt or dead at the center of the ambush. Other killisti may live on the edges of civilized areas, stealing what they need and preying upon those weaker than themselves. For example, a town with an infestation of killisti might start to experience disappearances among children or the elderly.

*Killisti leaders are typically older females who may be the mother or grandmother of their entire band (typically a challenge 3 creature in their own right). They are even more devious and cruel than the others and thus retain their positions of authority. In addition to the matriarch, killisti can be found in bands of six to twelve.*



## KILLIST

*Small humanoid (killist), chaotic evil*

**Armor Class** 12 (natural armor)

**Hit Points** 21 (5d6 + 4)

**Speed** 30 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	11 (+0)	12 (+1)	8 (-1)	13 (+1)	9 (-1)

**Skills** Stealth +4

**Damage Immunities** poison

**Condition Immunities** poison

**Senses** darkvision 120 ft., passive Perception 15

**Languages** Killist, about half have learned a few words of Common

**Challenge** 1/2 (100 XP)

**Strength in Numbers.** A killist gains advantage on attacks if it and its target are within 5 feet of another killist that isn't incapacitated.

### ACTIONS

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

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

**Shortbow.** *Ranged Weapon Attack:* +3 to hit, range 20/60 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage plus 3 (1d6) poison damage.

## LAAK

*If you see one laak, you know that at least ten more are hiding nearby, probably measuring their chances on taking you down if you're out alone.*

Laaks are small, green-skinned, poisonous reptiles that attack larger prey in small groups. They can leap with surprising speed and strength. Found almost everywhere Ancients' caches are dug up, laaks can become a scourge as they spread farther. However, they avoid cold regions.

**Vicious Pets.** A few industrious souls have captured young laaks and trained them as vicious pets and guardians. They can be frightened off by displays of power (such as fire, noise, and the like). Although laaks are ubiquitous and annoying, they are generally not a huge threat to PCs. However, an encounter with a powerful NPC foe who keeps a few laaks as pets could be more interesting and more dangerous.

**Sensitive to Odor.** Certain scents seem to draw laak attacks. For example, the scent of most dyes (textile, written words, even hair) seems to enrage them, while the smell of smoke can drive them away.



### LAAK

*Tiny beast, unaligned*

**Armor Class** 12

**Hit Points** 7 (2d6)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	15 (+2)	11 (+0)	2 (-4)	10 (+0)	4 (-3)

**Damage Immunities** poison

**Senses** darkvision 60 ft., passive Perception 10

**Languages** —

**Challenge** 1/8 (25 XP)

**Pack Tactics.** Laaks have advantage on attacks against a creature if at least one other active laak is within 5 feet of the creature.

#### ACTIONS

**Poison Bite.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage, and the target must succeed on a DC 12 Constitution saving throw or take 5 (1d10) poison damage.



## LATOS

Gigantic and mysterious, latoses are very rare, found only in the remotest areas. For some reason, the Ancients decided to preserve locations within small, artificially closed universes and hide them away inside massive guardians. The ways of the Ancients were strange indeed.

The 50-foot body of a latos is made of a unique alloy, and its head is a transparent sphere that contains an area far larger than its size would indicate. In this area, reflected in the “face” of the latos, is a place of Ancient importance, permanently preserved and deserted.

### Accessing What a Latos

**Guards.** No one has ever successfully spoken with a latos, but a character with telepathic abilities (or a device) might be able to establish a dialogue with one of these enigmatic creatures. If so, the PCs have a decent chance at negotiating a peaceful agreement, as latoses are not inherently aggressive, but they would have to work extremely hard to convince the latos to provide access to the location it protects. But should they manage such a feat, a latos can transport a willing target into the location stored in its sphere by touch.

*The closed universe within a latos may be a place that explorers can reach through other means, such as dimensional travel.*

*Navigating to such a location would be perilous and protected by other guardians and devices of the numenera. If explorers were able to reach it, the latos guarding that space would almost immediately become aware of the intrusion and either attack or attempt to eject the intruders.*

*If the latos is destroyed, its body shatters and scatters across a mile radius. At the center of that area, the location stored in the sphere is transplanted as if it had always been there. It is perfectly preserved but empty of life (except perhaps for machine entities or creatures that were in stasis).*



## LATOS

*Gargantuan construct, neutral*

**Armor Class** 22 (natural armor)

**Hit Points** 498 (26d20 + 225)

**Speed** 60 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	10 (+0)	29 (+9)	18 (+4)	15 (+2)	23 (+6)

**Saving Throws** Dex +7, Con +16, Wis +9

**Skills** *Arcana* +11, Perception +16

**Damage Immunities** fire, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** Blindsight 120 Ft., passive Perception 26

**Languages** —

**Challenge** 23 (50,000 XP)

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

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

**Magic Weapons.** The latos weapon attacks are treated as magical.

### ACTIONS

**Multiattack.** The latos can use one of the three facets of its Mental Assault (if they are recharged). It then makes two attacks with its colossal fists.

**Fist.** *Melee Weapon Attack:* +17 to hit, reach 15 ft., one target.  
*Hit:* 21 (2d10 + 10) bludgeoning damage.

**Mental Assault.** Whenever the latos uses Mental Assault, it chooses from one of the three following “facets.”

**Wide Assault (Recharge 5–6).** All creatures within a 1-mile-radius sphere centered on the latos must succeed on a DC 21 Wisdom saving throw or take 22 (4d10) psychic damage on a failed save, or half as much damage on a successful one.

**Massive Assault (Recharge 5–6).** All creatures within a 60-foot-radius sphere centered on the latos must succeed on a DC 21 Wisdom saving throw or take 88 (16d10) psychic damage on a failed save, or half as much damage on a successful one.

**Dream Assault (Recharge 6).** All creatures within a 1-mile-radius sphere centered on the latos must succeed on a DC 21 Wisdom saving throw or have their consciousnesses transferred to a limited artificial dimension where they wander in a dreamlike world. A single round in the real world seems like a full day to the victims.

A victim can be rescued only by an external source, such as a telepathic ally who journeys into their mind to find and retrieve them (perhaps combatting the dream-like phantoms that confront them).

A character who spends more than an apparent year in this dream state suffers the permanent loss of 1 point from their Intelligence score for each year. In addition, each apparent year, they must succeed on a DC 21 Wisdom save or lose their wits.

### LEGENDARY ACTIONS

Latos 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. A latos regains spent legendary actions at the start of its turn.

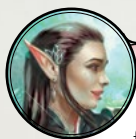
**Fist Attack.** The latos makes one fist attack.

**Teleport (Costs 2 Actions).** The latos teleports up to 500 feet to an unoccupied space it can see.

**Recharge (Costs 3 Actions).** The latos automatically recharges one of the facets of its mental assault ability.

*Aside from the transplanted location itself, scavengers picking through the artificial body of a destroyed latos will find 1d10 + 6 cyphers, 1d6 oddities, and one or two relics.*

*Optional Rule: Intelligence (Ancients Arcana), page 259*



“The civilizations that created the numenera have been gone for ages before my kind were part of this world. Even these caches and other remnants are just what they discarded and things that somehow survived great spans of time without failing. But the latos preserves within it an intact piece set aside by its creatures. To see such a thing, to walk among its creatures and constructions, would be like walking in the garden of the gods as they were creating worlds.”

~Elmande, elf mage and scholar



### MARGR

No two margr look alike, but most are around human-size and have some aspect of goat—a goat head, goat horns, goat legs, goat hooves, or some combination or varying degrees thereof. Margr live lives of terrible violence, killing each other (or really, anything they find) out of rage, sport, or lust. They breed and mature quickly, however, so their numbers never seem to diminish. They travel in small bands led by the strongest and most savage.

**Attired for Atrocity.** Margr wear trophies of their dead opponents but are poor crafters, so these displays are crude at best—severed heads on hooks, ears or fingers threaded on cords as necklaces, and so forth. This means that, on top of everything else, margr stink of rotting meat at all times.

**Influenced from the Top.** Margr are vicious and bloodthirsty. They are not smart, but they are crafty, making them difficult to fool. Killing their leader sends them into a frenzy of confusion and fear. In this situation, PCs could easily escape, but they could also intimidate the remaining margr into doing as they command. A very powerful and forceful character could become the new leader, but such a position would be challenged so frequently that it would make the margr poor followers overall.

**Born Raiders.** Margr harass civilized people on a regular basis, raiding villages or trade caravans. Some communities put bounties on their heads, hoping that mercenaries will eliminate the threat, but people not aware of margr origins often think of margr as creatures of supernatural evil—demons or devils—and do their best to hide from them. Thankfully, the nomadic margr usually move on after a few raids.

*Margr are likely some hybrid between human and animal, crafted by an unthinking numenera device in an accidental surge of flesh-fusing power.*

*Margr chieftains can reach terrifying size. Some report the rare individual at 8 or 9 feet in height.*



### MARGR

*Medium humanoid (margr), chaotic evil*

**Armor Class** 17 (chain shirt, shield)

**Hit Points** 22 (5d8)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	14 (+2)	10 (+0)	10 (+0)	8 (-1)	8 (-1)

**Skills** Athletics +4

**Senses** darkvision 60 ft., passive Perception 9

**Languages** Common, Margr

**Challenge** 1 (200 XP)

**Margr Cunning.** The margr has advantage on Intelligence, Wisdom, and Charisma saving throws against trickery, lies, and illusion, including magic that attempts to do the same.

#### ACTIONS

**Multiattack.** The margr makes two attacks with its spear. The second attack has disadvantage.

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

#### REACTIONS

**Parry.** The margr adds 2 to its AC against one melee attack that would hit it. To do so, the margr must see the attacker and be wielding a melee weapon.



## MASTIGOPHORE

*Mastigophores can take on the appearance of other humanoids, such as elves, or orcs, if they gain enough experience with such creatures.*

*With a thought, mastigophores can extrude organic matter from their wrists in the form of long, barbed whips.*

Mastigophores are automatons that look human but can instantly transform their hands into long, barbed whips whenever they wish. When first encountered, they appear to be average, uniformed humans with a military stance. Quiet and excellent stalkers, they are encountered in one of two modes: on guard or hunting.

Mastigophores guard certain ancient ruins, complexes, or machines, usually in groups of two or more. They warn trespassers away once with unintelligible words (but obvious intentions), and if their warning is not heeded, they attack and fight without regard for their safety.

**Hungry Constructs.** Despite their machine-filled interiors, mastigophores need to consume organic material to function and create their weapons. Although they can subsist on plant matter, whoever created mastigophores designed them to enjoy hunting and killing animal prey. In this endeavor, they are very aggressive, and they act alone, leaving their “partners” behind to guard whatever it is they’re protecting.

**Lost Language.** Mastigophores speak, but not in any language known today. Stern and focused, they cannot be convinced to shirk their duties. However, if they are not hunting, and if the PCs don’t try to get past them while they are standing guard, mastigophores are not hostile.

### MASTIGOPHORE

*Medium construct, neutral*

**Armor Class** 14 (natural armor)

**Hit Points** 61 (9d8 + 21)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	17 (+3)	14 (+2)	12 (+1)	7 (-2)

**Skills** Perception +3

**Senses** darkvision 60 ft., passive Perception 13

**Languages** Mastigophore

**Challenge** 3 (700 XP)

**Keen Sight and Smell.** The mastigophore has advantage on Wisdom (Perception) checks that rely on sight or smell.

**Self Destruction.** When a mastigophore dies, it explodes on a 1–2 on 1d6. All creatures within 5 feet of it must succeed on a DC 14 Dexterity save or take 4d8 fire damage, or half that if successful.

#### ACTIONS

**Multiattack.** The mastigophore makes two attacks: one with each of the barbed whips it extrudes from both hands.

**Whip.** *Melee Weapon Attack:* +7 to hit, reach 15 ft., one creature. *Hit:* 10 (1d10 + 5) piercing damage, and the target must succeed on a DC 14 Constitution saving throw or be stunned during their next turn.



## MERKADIAN SOLDIER

The stink of rotting flesh often precedes the appearance of a so-called Merkadian soldier. The soldier is never far behind its odor, moving with amazing alacrity for a humanoid that is otherwise apparently dead. Clutched in one hand is a sword crusted with all manner of the numenera. These vicious soldiers understand only destruction and war. They may respond to queries in the language of their host body, describing how they are soldiers of Grand Merkadia (a place that doesn't exist, or at least one that hasn't existed since the time of the Ancients). Particularly crafty negotiators might be able to form a short-lived alliance with a soldier.

**Alone or Part of a Platoon.** Lone Merkadian soldiers can be found anywhere, usually looking for enemies to destroy or other platoon members. In rare instances, platoons of up to twenty-six Merkadian soldiers manage to assemble, at which time their tactics change from sneaking assassination to full frontal assault.

**Almost Never-dying.** A defeated Merkadian soldier often returns to life, though afterward it looks more corpse-like than ever, and its eyes more hollowed-out. Clutched in one hand is a sword encrusted with all manner of the numenera, which could be the source of the soldier's ability to return to the fight even after receiving mortal wounds.

**"Cursed" Blade.** If a Merkadian soldier's sword is taken as loot (treat it as a longsword), tiny machines, too small to be easily noticed, begin to move from it into the PC who claims the blade. The effect initially disfigures the character, causing raised metallic veins to appear all over their flesh. The contaminated item is obviously responsible for the infection, and if it is destroyed or abandoned, the infection subsides. The longer the PC keeps the contaminated item, the more their dreams are filled with imagery of a long-concluded war fought above the atmosphere, and the greater the chance that they don't wake at all, except as a reprogrammed Merkadian soldier pledged to fight in a dead conflict with no memory of any previous existence.

*There is little hope for a character fully changed into a Merkadian soldier, though anything is possible if the right machine of the Ancients is found.*

### MERKADIAN SOLDIER

Medium humanoid (Merkadian soldier), lawful evil

**Armor Class** 14 (natural armor)

**Hit Points** 18 (4d8)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	10 (+0)	11 (+0)	11 (+0)	12 (+1)

**Skills** Perception +2, Stealth +4

**Senses** darkvision 120 ft., passive Perception 12

**Languages** Merkadian, any languages known by its host body

**Challenge** 1/4 (50 XP)

**Stealth Field (Recharge 6).** The soldier uses its action to become blurred, indistinct, and odorless for one minute. For the duration, the soldier gains advantage on stealth checks and creatures have disadvantage on attacks against the soldier, including against creatures with blindsight.

### ACTIONS

**Longsword.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

**Detonation Lobber (Recharge 5–6).** *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one target. *Hit:* 5 (1d6 + 2) fire damage, and all targets within 10 feet must succeed on a DC 13 Dexterity saving throw or take the same damage.

### REACTIONS

**Death Regeneration.** If the soldier starts its turn with 0 hit points, it seems dead. However, it regains 1 hit point per hour, until it reforms after a full day unless its blade, which was fused with its hand, is separated by more than 30 feet. While it is regenerating in this way, it can't take any other actions.



“The transformation ability of a Merkadian soldier is perhaps the closest thing we have seen to necromancy in the numenera. I am not sure if this creature is best characterized as a lich, mummy, or some kind of revenant. Of course, as with most things in the numenera, our magical explanations are more for our contemporary convenience than accurate descriptions of a creature’s nature.”

~Elmande, elf mage and scholar



## MESOMEME

When first encountered, a mesomeme often appears to be a number of individual creatures—people and animals—perhaps swimming or wading in shallow water. Each person is speaking, and the animals are making noises as well. It's a strange choir of babble. Only on closer inspection does it become clear that the creatures are just severed heads mounted on slender, grey tendrils that are almost translucent. These tendrils sprout from holes in the chitinous shell of a massive crustacean with eight legs, two of which end in massive pincers.

**Façade of Intelligence.** Despite the fact that the severed heads on the tendrils speak, the mesomeme cannot do so, nor can it understand speech. It is not very intelligent and acts on instinct. The mesomeme feeds on the mental activity of its victims, stimulating the brains in their severed heads, which remain preserved for weeks on its tendrils. This stimulation causes the heads to speak or otherwise babble, growl, or squawk.

At any given time, the mesomeme has  $1d6 + 4$  heads. If it dwells near civilization, half of the heads will be human, elves, dwarves, and so on, and the other half will be other types of creatures, such as orcs, goblins, large mammals or reptiles, or large birds.

**Babbling Thing.** A potential encounter with a mesomeme involves a small town being terrorized by a creature the locals call “the babbling thing” that lives in a nearby lake. However, some people instead claim that the lake is haunted by the recently dead, whose voices can still be heard echoing across the water. Either way, the residents would be eternally grateful to anyone who can rid them of the menace that makes it too dangerous to fish or get fresh water.

*Sometimes a severed head says something so startling (perhaps coincidentally meaningful or relevant to one of the characters) that a PC is fooled into thinking that the mesomeme is sapient.*



### MESOMEME

*Large monstrosity, neutral*

**Armor Class** 18 (natural armor)

**Hit Points** 144 (17d10 + 51)

**Speed** 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	6 (-2)	13 (+1)	15 (+2)

**Skills** Deception +5, Perception +4, Stealth +5 (while moving underwater)

**Senses** darkvision 60 ft., passive Perception 14

**Languages** —

**Challenge** 6 (2,300 XP)

#### ACTIONS

**Multiattack.** The mesomeme makes two attacks: one with each of its two pincers once it rises from the water. If the mesomeme hits the same creature with both pincers as part of one Multiattack, the mesomeme can also use its sever head attack.

**Pincers.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

**Sever Head.** The target must succeed on a DC 14 Constitution saving throw or drop to 0 hit points. At the beginning of its next turn, the target must succeed on a modified death saving throw. If successful, it regains 1 hit point and is restrained. If it fails, its head is severed by a pincer. The severed head is placed on a new tendril that rises up to impale it, which occurs as a separate reaction on the mesomeme's part.

Attacking a mesomeme's severed heads accomplishes nothing more than robbing the crustacean of long-term sustenance.

## MLOX

*Peerless, page 214*

Only one thing distinguishes a human from a mlox, and it's rarely obvious: a mlox can trigger a portion of its forehead to iris open, revealing a mechanical, glowing "third eye." But mloxan are secretive, not given to revealing their odd anatomy, their history, or why they hide in human form. Mloxan are particularly suspicious of machine creatures and give them as wide a berth as possible, especially drones of **Peerless**.

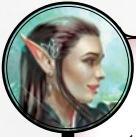
**Third Eye and Machine Brain.** Most mloxan avoid conflict. If forced to fight, they do so with normal weapons and are slightly more robust than an average human, but nothing special—that is, until a mlox opens its third eye. When it does so, it makes a direct connection with the surrounding environment and gains several abilities.

If a mlox is slain and dissected, its third eye is revealed to be the leading edge of a mechanical brain that occupies the skull space normally filled by a biological one.

**Hiding in Plain Sight.** Mloxan try to be easy-going and agreeable because they don't want to draw attention to themselves. If found out, a mlox will promise much to a PC in return for keeping its secret. Or, it may decide that the best way to ensure that a character stays quiet is to eliminate them, especially if they seem to be negotiating in bad faith. On the other hand, during some desperate moment, an NPC the characters assumed to be a regular person could open their third eye to resolve the situation, revealing a previously unknown ability, and potentially that the NPC is a mlox.







“We have no way of knowing how long the mloxan have been walking among us. The release of the numenera into the world again may have been the start of it, or they may have quietly slipped out of stasis and into our villages a long time ago. The ones I know of appear human, and are trustworthy folk, but there may be others who look like humans, dwarves, elves, or even vile creatures such as drow and ores, and may have very different agendas that are yet to be revealed.”

~Elmande, elf mage and scholar

*Some mloxan have unique, one-of-a-kind abilities not shared by other mlox.*

## MLOX

*Medium construct, neutral good*

**Armor Class** 12

**Hit Points** 66 (12d8 + 12)

**Speed** 30 ft.

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

**Damage Resistances** piercing and slashing from nonmagical attacks

**Damage Immunities** poison, psychic

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** darkvision 60 ft., passive Perception 11

**Languages** Mlox, Common

**Challenge** 3 (700 XP)

**Open Third Eye (Recharge After Short Rest).** The mlox uses their action to open their third eye. For 1 minute, the mlox can see in normal (and magical) darkness, see invisible creatures and objects, automatically detect visual illusions and succeed on saving throws against them, and perceive the original form of a shapechanger or a creature that is otherwise transformed. The mlox may also peer into neighboring planes of existence that impinge on their current reality.

In addition, the mlox can use open eye actions.

## ACTIONS

**Multiattack.** The mlox makes two shortsword attacks.

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

## OPEN EYE ACTIONS

The mlox can take 1 open eye action, choosing from the options below. Only one open eye action option can be used at a time and only at the end of another creature's turn (though Eyebeam can be used during another creature's turn). The mlox regains spent open eye actions at the start of its turn, while their third eye is open.

**Shortsword.** The mlox makes a shortsword attack.

**Eyebeam.** The mlox fires a single beam of energy (from its third eye) at a foe within 120 feet that it can sense, dealing 7 (2d6) fire damage on a failed DC 13 Dexterity saving throw.

**Eyebeam.** The mlox's third eye flashes, adding 2 to its AC against one melee attack that would hit it.

## MURDEN

*Those who have experienced a murden's telepathic white noise firsthand report that strange voices and long-forgotten memories sometimes arise in the mental interference in haunting and disturbing ways.*

*Murden claim to originate in a parallel plane of existence, one not previously accessible until the first Ancients' cache opened.*

Murdens walk upright but would never be mistaken for humans. Backs hunched dramatically forward, skin covered in shiny black down, huge black eyes perched above a sharp, dirty yellow beak—these things seem almost like enormous ravens with spindly arms rather than wings. Tattered leather cloaks cover their backs, and many carry a leather bag or wear one on a strap to hold the various objects they have collected.

**Voiceless Schemers.** Murdens don't speak. They communicate with one another telepathically. However, their telepathy annoys other intelligent creatures. The presence of a living murden fills the minds of nearby creatures with a sort of mental hiss. Add this irritation to their paranoid mindset, their cruelty, their selfishness, and their duplicitous, scheming nature, and there is little to like about a murden.

Those who have experienced a murden's telepathic white noise firsthand report that strange voices and long-forgotten memories sometimes arise in the mental interference in haunting and disturbing ways.

Communicating with murdens is very difficult, but they seem to understand at least a little of other languages they come across and can convey information through gestures or drawings in the sand. Trusting them, however, is a fool's mistake, for a murden delights in lies and trickery for their own sake.

### MURDEN

Medium humanoid (murden), any non-good alignment

**Armor Class** 13 (leather armor)

**Hit Points** 37 (7d8 + 6)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	12 (+1)	10 (+0)	13 (+1)	14 (+2)

**Skills** Deception +4, Persuasion +4,

**Damage Immunities** psychic

**Condition Immunities** charmed, frightened

**Senses** Darkvision 30 ft., passive Perception 11

**Languages** —

**Challenge** 2 (450 XP)

**Murden Cynicism.** The murden has advantage on saving throws against being charmed or frightened.

**Mental Hiss.** Although inadvertent, the murden's inherent telepathic powers are irritating and harmful to nearby creatures, who perceive it as an annoying static that scrambles thought. When a creature starts its turn within

30 feet of a murden who is not incapacitated, the creature must succeed on a DC 14 Wisdom saving throw or gain disadvantage on all attacks, saves, and checks, which persists until it moves more than 30 feet from the murden.

**Poison Weapon.** If the murden has a moment to prepare, such as when preparing an ambush, it poisons its blade. The first hit with the blade that deals damage also requires that the target succeed on a DC 14 Constitution saving throw or take 7 (2d6) poison damage in addition to the weapon's normal damage.

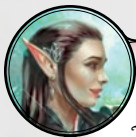
### ACTIONS

**Multiattack.** The murden makes two attacks, either with its scimitar-like blade or its sling. When possible, they attack from the shadows with ambushes and hit-and-run tactics. They normally flee in the face of real danger.

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

**Sling.** *Ranged Weapon Attack:* +4 to hit, range 150/600 ft., one target. *Hit:* 2 (1d4 + 2) bludgeoning damage.





“Many wonders of the Ancients I’ve preferred to these murden. Their bright eyes, their tools, and their use of the numenera indicate intelligence, but they don’t speak. Their features put me in mind of crows, though I’ve always found crows pleasant. These creatures troubled me. The harmony of my thoughts, normally so comforting, grows more scrambled the closer I approach.”

~Elmande, elf mage and scholar

“Then don’t approach.”

~Faim Trubeard, dwarf veteran and prospector



## NALURUS

*"It wasn't pretty. I found them lying dead in puddles of pink slime. Looked as if they'd vomited their brains out."*

~Bystander

*A slain nalurus remains as dangerous to look upon as a live one for about one day, after which the ridges slump and rot, making the corpse's head merely ugly and dead as opposed to lethal and dead.*

*The nalurus doesn't have to be aware of a victim to affect it. A nalurus can be incapacitated or even dead (for up to one day) and still affect humanoid who see its face with its Brain-liquifying Reaction.*

A nalurus always wears a hood or mask. It may be pretending, even to itself, that it's still human, despite the terrible infection it survived but still carries. The nalurus transmits its infection by sight. If a humanoid sees a nalurus without its hood and looks full upon the disquieting lines, spirals, and geometric shapes laid out in ridges across the creature's face, the awful pattern imprints on the victim's mind. Something in the interplay of information, refraction, and the physical structure of the victim's brain sets off a cruel and rapid chain reaction. What begins as a pinkish nose drip ends when the victim's brain completely liquefies and exits the victim's head from the eyes, nose, mouth, and ears less than a minute after the infection occurs.

**Solitude Seekers.** A nalurus seeks solitude, but over time, that very solitude can drive the creature to take risks with the safety of others by seeking out their company. A nalurus that remains alone for too long can go insane, becoming a paranoid murderer that shows off its face at the first opportunity. A nalurus that hasn't gone insane from loneliness is usually angry at being disturbed, discourteously blunt, and quick to send visitors on their way. A kind act or gift can soften the creature's manner, but doesn't change things.

**Eccentric Old Hermit.** The PCs are asked to deal with a man at the edge of town who has started stealing food and scaring the children. Most people in the community are apprehensive about the recluse because of stories of a decades-old plague that only he survived.



### NALURUS

Medium humanoid (usually human), neutral

**Armor Class** 14 (natural armor)

**Hit Points** 52 (8d8 + 16)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	11 (+0)	15 (+2)	12 (+1)	11 (+0)	7 (-2)

**Senses** passive Perception 10

**Languages** Common, or whatever language they spoke before infection

**Challenge** 3 (700 XP)

**Brain-liquifying Reaction.** If a creature starts its turn within 30 feet of the nalurus and the victim can see the nalurus's face, the creature must succeed on a DC 12 Constitution saving throw, or they suffer a massive headache and begin

to drip pink froth from their nose; they have disadvantage on all checks, saves, and attacks. The victim must repeat the saving throw at the end of their next turn. On a success, the effect ends and the victim escapes with only 14 (4d6) necrotic damage. On a failure, the creature's brain completely liquifies, killing it.

A creature that isn't surprised can avert its eyes to avoid the saving throw at the start of its turn. If it does so, it can't see the nalurus's face until the start of its next turn, when it can avert its eyes again. If it looks at the nalurus in the meantime, it must immediately make the save.

A nalurus is immune to seeing itself in a mirror; it already survived the information plague that rendered it simply as a carrier.

### ACTIONS

**Staff.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

*Hit:* 6 (1d6 + 3) bludgeoning damage.





## NEVAJIN

The nevajin is not a single creature, but two. It looks like a stocky, bent-over humanoid or a crouching predatory beast with a misshapen, almost skull-like head. But the head is actually a separate creature that adheres to the main body by means of connecting filaments and telekinetic force. When joined, the two portions infuse each other with filaments that allow an exchange of information and nutrients. Separation is a painful process that the nevajin does not undertake lightly. Both portions of the nevajin have their own brains, sensory organs, and digestive systems.

**Curious Specimen.** Nevajin do not appear to age, and their method of reproduction is a mystery. The nevajin might be asexual, with each portion budding at the same time to create a new joined creature. But as weird as these creatures are, they seem to find the world in which they find themselves even more curious. They are constantly seeking new information and experiences.

**Purveyors of Knowledge.** Nevajin are fairly intelligent and speak many languages in their harsh, whispery voices. Nevajin are sources of information and interesting relics of the past. When a secret bit of knowledge is needed, the PCs must travel deep into the wilderness to find the nevajin that possesses it. They can provide a great deal of information about the numenera, but they expect to be paid for their secrets, usually in the form of items, or new information.

*Optional Rule:*  
*Intelligence (Ancients*  
*Arcana), page 259*

### NEVAJIN

*Medium monstrosity, neutral*

**Armor Class** 18

**Hit Points** 32 (5d8 + 10)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	14 (+2)	15 (+2)	14 (+2)	11 (+0)

**Saving Throws** Dex +2, Con +4, Wis +2, Cha +2

**Skills** *Arcana* +4, Perception +2

**Damage Immunities** Fire, lightning

**Senses** blindsight 10 ft., darkvision 60 ft., passive Perception 12

**Languages** Common, various others

**Challenge** 2 (450 XP)

**Device Use.** A nevajin always has a couple of offensive and defensive devices concealed about its body. Those advantages are already figured into the nevajin's stat block. However, a nevajin may also have a one-use cypher that allows it to turn invisible or teleport up to 500 ft. away to escape attack, which it uses if its split ability fails to save at least one part of it.

### ACTIONS

**Lightning Ray.** Melee Weapon Attack: +4 to hit, range 120 ft., one target. *Hit:* 20 (3d10 + 2) lightning damage.

### REACTIONS

**Split.** The nevajin splits its head from its body after taking damage it feels is egregious (half or more of its total), becoming two creatures: a hovering head and a headless body. Both have effectively the same stats as a single nevajin, except the head has a fly speed of 60 feet (hover). One attempts to flee, while the other provides a distraction. Usually, it's the head that flies away.

## NEVERI

A neveri is a floating blob of heaving, writhing flesh, 15 feet in diameter, apparently rotting and always oozing pus, dark fluids, and the odor of a thousand graves. A neveri constantly extrudes new sections of skin, mouths, eyes, spines, clawed hands, and whipping tendrils, seemingly force-grown from the mass of dead matter that serves as the nucleus of its body.

**Unkillable.** Neveri were secured by the Ancients in various forgotten prisons. But why? Why didn't the Ancients simply destroy the neveri? Many possibilities suggest themselves, but the plainest answer might be because even the Ancients could not devise a method to kill them.

Thankfully extremely rare, neveri apparently spend years at a time either inactive or imprisoned from some earlier epoch. When one becomes active (or escapes), it makes a lair in a hard-to-reach location within a day or two of a large population of living things and sets to work feeding its ravenous appetite.

**Aware.** A neveri has a low-level telepathic ability that allows it to sense when living creatures come near and perhaps pick up bits of the thinking creature's language. It responds to attempts at communication by forming a mouth that issues horrifying threats. Then it attacks.

*The only way to stop a neveri is by confining it or shunting it into an ultimate region of destruction, such as the sun.*

### NEVERI

*Huge monstrosity, chaotic evil*

**Armor Class** 16 (natural armor)

**Hit Points** 175 (17d12 + 64)

**Speed** 0 ft., 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
24 (+7)	17 (+3)	18 (+4)	9 (-1)	14 (+2)	12 (+1)

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

**Damage Immunities** necrotic, poison

**Senses** blindsight 90 ft., passive Perception 16

**Languages** picks up new languages telepathically

**Challenge** 11 (7,200 XP)

**Regeneration.** The neveri regains 10 hit points at the start of its turn. If it starts its turn with 0 hit points, it continues to regenerate, but does not take an action during the turn it started at 0.

#### ACTIONS

**Multiattack.** The neveri makes two tendril attacks.

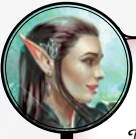
**Tendril. Melee Weapon Attack:** +11 to hit, reach 5 ft., one Large or smaller creature. **Hit:** 29 (4d10 + 7) bludgeoning damage and the target is grappled (escape DC 17), and is restrained until this grapple ends. A neveri can grapple up to two Medium (or smaller) or one Large creature at one time.

**Attack Organs (Recharge 5–6).** The neveri creates a transient, specialized organ that sprays acid, spits a flesh-rotting enzyme, or generates a burst of electricity. Treat as a line effect 60 feet long and 5 feet wide. Each creature in that line must make a DC 16 Dexterity saving throw, taking 66 (12d10) damage (either acid, necrotic, or lightning) on a failed save, or half as much damage on a successful one.

**Engulf.** The neveri attempts to engulf a grappled target, who must succeed on a DC 16 Strength saving throw, or be engulfed, ending the grapple. While engulfed, the target is blinded and restrained, it has total cover against attacks and other effects outside the neveri, and it takes 21 (6d6) acid damage at the start of each of the neveri's turns. A neveri can have only one creature swallowed at a time.

If the neveri takes 30 damage or more on a single turn from the swallowed creature, the neveri must succeed on a DC 14 Constitution saving throw at the end of that turn or regurgitate the creature, which falls prone in a space within 10 feet of the neveri. If the neveri starts a turn with 0 hit points, a swallowed creature is no longer restrained by it and can escape from the temporary corpse by using 15 feet of movement, exiting prone.

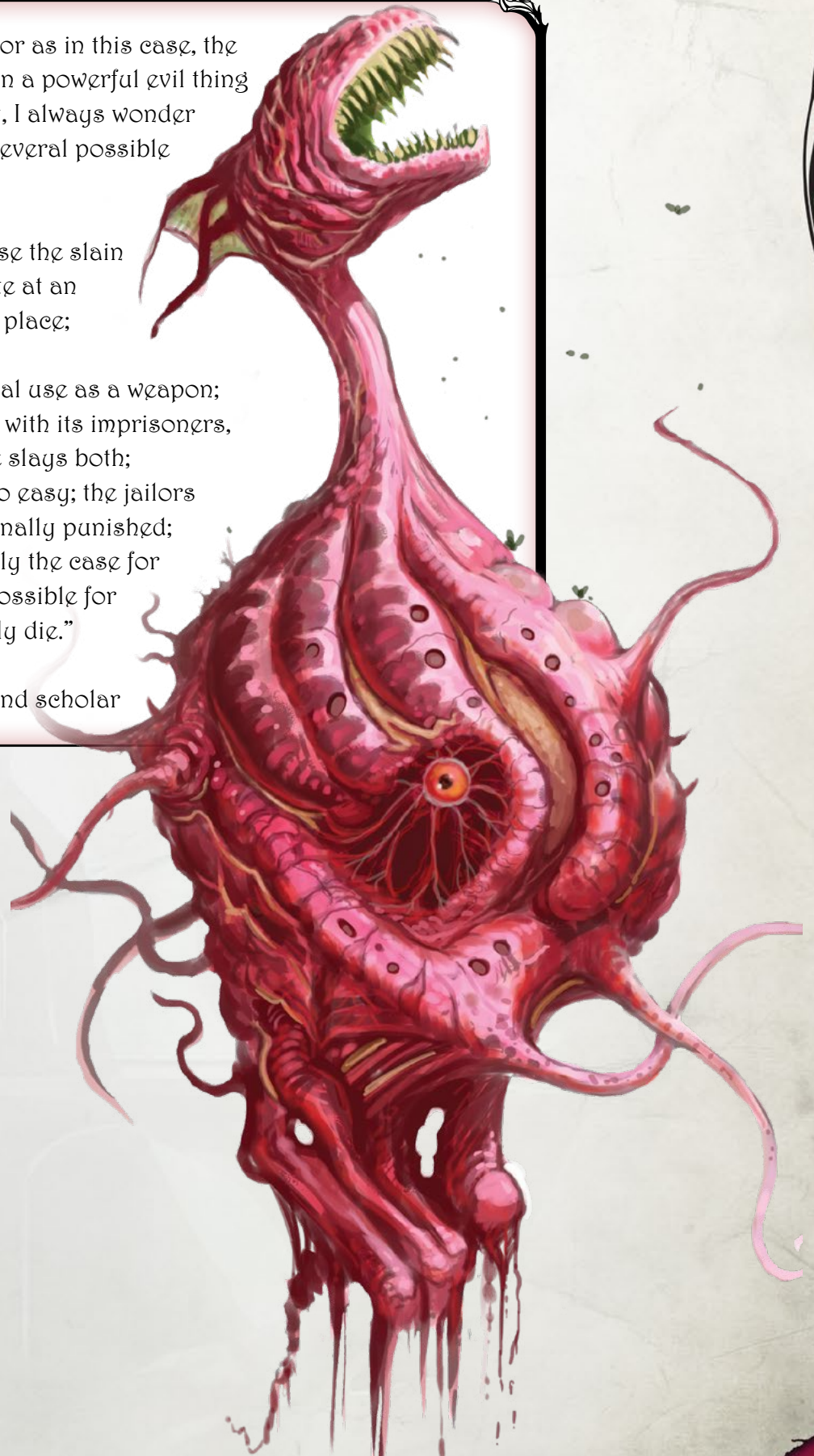




“When the gods—or as in this case, the Ancients—imprison a powerful evil thing rather than destroy it, I always wonder why. I’ve developed several possible reasons:

- Death would release the slain thing to reincarnate at an unknown time and place;
- Moral reluctance;
- The thing’s potential use as a weapon;
- The thing is linked with its prisoners, so that to slay one slays both;
- Death would be too easy; the jailors want the thing eternally punished;
- Or, as is apparently the case for the neveri, it’s impossible for the thing to actually die.”

~Elmande, elf mage and scholar





## OJJ

*The afterimages of an ojj's death might coalesce into 1d6 energy-based cyphers and one or two energy-based relics. The numenera that imprisoned a now-dead ojj can also be salvaged for 1d6 additional cyphers.*

**Psychic Construct.**

*Use stats for basic automaton type five.*

*Basic automaton, page 246*

Ojj are powerful energy beings left over from the ancient past. Most were imprisoned and buried long ago by advanced numenera-wielding civilizations that couldn't quite destroy them. These hateful things have been silently fuming for aeons, but a few have picked at the locks of their cages long enough to allow them limited access to the outer world, which they use to lure beings with lies, threats, and promises of great rewards in exchange for their freedom.

**Advanced Telepaths.** Ojj are naturally telepathic and can mentally communicate to a range of about 1 mile, even speaking simultaneously to dozens or hundreds of people.

**Malevolent.** Ojj enjoy dominating others, inflicting pain, and flattery. They act as if they are gods and expect weaker beings to worship them. They place little value on the lives of physical beings and act only in the interest of their power and ego. They are very dangerous foes and can cause a lot of destruction if allowed to move freely. An imprisoned or weakened one might present itself as a god to a cult or tribe of humanoids, demanding sacrifices and torture in its name.





## OJJ

Large elemental, neutral evil

**Armor Class** 17

**Hit Points** 375 (30d10 + 210)

**Speed** 30 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
15 (+2)	15 (+2)	25 (+7)	25 (+7)	20 (+5)	20 (+5)

**Saving Throws** Int +15, Wis +13, Cha +13

**Skills** Deception +13, Intimidation +13, Perception +13

**Damage Resistances** acid, bludgeoning, cold, fire, lightning, necrotic, piercing, psychic, radiant, slashing, thunder

**Damage Immunities** poison

**Condition Immunities** poisoned, prone

**Senses** darkvision 60 ft., passive Perception 23

**Languages** telepathy 1 mile

**Challenge** 25 (75,000 XP)

**Energy Form.** The ojj can move through a space as narrow as 1 inch wide without squeezing. A creature that touches the ojj or hits it with a melee attack while within 5 feet of it takes 10 (2d10) psychic damage. In addition, the elemental can enter a hostile creature's space and stop there. The first time it enters a creature's space on a turn, that creature takes 5 (1d10) fire damage and catches fire; until someone takes an action to douse the fire, the creature takes 5 (1d10) fire damage at the start of each of its turns.

**Mind Sense.** An ojj automatically senses the presence of all minds within its telepathy range unless the minds are behind a force field.

## ACTIONS

**Multiattack.** The ojj fires two psychic blasts, uses two unique abilities, or one psychic blast and one unique ability.

**Psychic Blast.** *Ranged Weapon Attack:* +15 to hit, range 100/200 ft., one target. *Hit:* 62 (10d10 + 7) force damage or 51 (8d10 + 7) psychic damage.

**Unique Abilities.** Ojj have advanced psychic powers. Each ojj usually has four of the following abilities, and may have one additional ability unique to that individual. Unless otherwise stated, these abilities require a direct line of sight to the target. Effects listed here that duplicate spells are nonmagical numenera psychic abilities. If the effect would



normally have a saving throw, it is a DC 21 Wisdom save.

- **Dominate monster**, except limited to a 500-foot range. Depending on the ojj, a controlled target can attempt to break free every round, every minute, every hour, every day, or every few days. This control usually manifests as a visible colored halo around the head of the target.
- **Detect thoughts**, except affecting up to five creatures within 60 feet.
- Deal 2 (1d4) psychic damage to a creature within 500 feet, even if it has no direct line of sight to that creature.
- **Telekinesis**, except the weight limit is 200 pounds and the range is 60 feet. If the ojj uses its action doing nothing but telekinesis, it can move up to 400 pounds.
- Create a vaguely humanoid **psychic construct**, an automaton made of pure mental energy, that lasts for one minute. The construct obeys the ojj's mental commands and can manipulate physical objects as well as a human can.
- Increase its AC by +2 until the start of its next turn.
- Activate, deactivate, or manipulate a numenera device within 60 feet.
- Drain energy from a numenera relic, installation, or vehicle within 60 feet, restoring 30 hp if uncommon, 50 hp if rare, 75 hp if very rare, or 90 hp if it is legendary. The object must make a depletion roll each time an ojj uses this ability on it.
- **Imprisonment (slumber)** on a creature within 60 feet, lasting 1 minute.
- **Wall of force**, except it is a 10-foot square, within 60 feet, lasting 1 minute.
- **Fabricate**, affecting a 5-foot cube within 60 feet; the ojj can use this ability to perform fine crafting over time, even numenera crafting, given the proper materials.
- **Major image**, with the nearest edge within 10 feet, lasting 10 minutes.
- Alter its psychic blast to deal cold, fire, lightning, radiant, or thunder damage instead of psychic damage.
- Heal 10 points of damage to a creature other than itself within 60 feet.
- Teleport itself and up to three other Medium creatures up to 1 mile away.

**Unique Augmentations.** Instead of one of the above abilities, an ojj might have one of the following augmentations to one of its abilities:

- The ability's range increases by one category (60 feet to 100 feet, 100 feet to 500 feet, 500 feet to 1 mile, 1 mile to 5 miles). This doesn't affect the sight requirements for the ability.
- The ability can affect targets that aren't within the ojj's line of sight. This doesn't affect the range of the ability.
- The ability can be used once per round without counting toward the normal limitation of two abilities per action.

## OORGOLIAN SOLDIER

Another wonder fashioned by the Ancients, the mechanical entities known as Oorgolian soldiers patrol isolated areas for reasons unknown, possibly anticipating another cache of the Ancients appearing nearby. They are almost always found in groups of five or seven. Lanky and alien in their movements, these quasi-humanoid automatons stand almost 8 feet tall. They wield a variety of weapons.

**Motivations Lost to Time.** No one knows the origin of the word “Oorgolian.” It is thought to be a term from a tongue used by the Ancients, and so now long dead. On their own, Oorgolians act on prior orders that literally may be a million years old or more, so their actions and motives don’t always make sense. Sometimes they completely ignore creatures they find. Sometimes they attempt to communicate in their own language. Sometimes they ambush and attack.

**Potential Allies.** At least one mercenary leader, with the help of those who’d made a study of arcana of the Ancients, has captured and repurposed a number of Oorgolian soldiers, probably using sound. These soldiers remember nothing of their former duties and work for their new masters.

**Powerful Treasure.** Oorgolian soldiers carry relic weapons called Oorgolian slug throwers. In addition, each Oorgolian body contains 1d6 cyphers.

*Oorgolians act on prior orders that literally may be a million years old or more, so their actions and motives don't always make sense.*

### OORGOLIAN SOLDIER

Medium construct, neutral

**Armor Class** 16 (natural armor)

**Hit Points** 45 (6d10 + 12)

**Speed** 50 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	13 (+1)	14 (+2)	11 (+0)	13 (+1)

**Skills** Athletics +6, Perception +2

**Damage Vulnerabilities** thunder

**Damage Immunities** poison, psychic

**Condition Immunities** blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

**Senses** blindsight 120 ft. (blind beyond this radius), passive Perception 12

**Senses** passive Perception 13

**Languages** Oorgolian

**Challenge** 2 (450 XP)

**Self-detonation.** When the soldier dies, it explodes as if the center of one its own detonation thrower attacks. This destroys the built-in, back-mounted detonation thrower, and on a roll of 1–2 on 1d6, also destroys the slug-thrower relic.

### ACTIONS

**Oorgolian Slug Thrower.** Ranged Weapon Attack: +4 to hit, range 120 ft., one target. *Hit:* 13 (2d10 + 2) piercing damage.

**Detonation Thrower** (Recharge 5–6). The soldier deploys a back-mounted device that hurls a detonation up to 120 feet. Each creature in a 20-foot-radius sphere centered on that point must make a DC 11 Dexterity saving throw or take 21 (6d6) fire damage on a failed save, or half as much damage on a successful one.





**OORGOLIAN SLUG THROWER***Relic, rare*

This device can be used as a two-handed weapon that fires a slug of solid metal at incredible velocity at a target within 120 feet that you can see and have direct line of effect to. The target must succeed on a DC 15 Dexterity saving throw or take (11) 2d10 piercing damage.

A slug thrower has a depletion 1 in 1d100 (the projectile ammo regenerates within the weapon until it depletes).

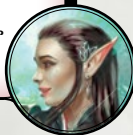


“These are soldiers after my own heart. Maybe they don’t know what they’re fighting for anymore. Maybe what they’re fighting for is long dead! But they fight anyway. And look at their discipline! Still patrolling, still training, still maintaining their weapons. If I’d had a company like this back in the day, my clan would never have lost the Delve . . .”

~Faim Trubeard, dwarf veteran and prospector

“I’m sorry that memory brings you such pain, Faim. But take comfort. These Oorgolians would have likely refused to help, or worse, taken the Delve for their own.”

~Elmande, elf mage and scholar



## PEERLESS

Peerless is a machine creature that exists in multiple construct bodies, sometimes taking over other machines to duplicate more versions of itself, erasing any personality or goals that may have previously existed. All it cares about is spreading itself as far and wide as possible. It is Peerless.

**Fearless Narcissist.** Those who have encountered instances of Peerless describe the construct as bloodthirsty, single-minded, and a bit unstable; each individual construct claims that it is Peerless, the source mind from which all others are made. Even newly converted machines and constructs say the same. This begs the question of where the originating intelligence of Peerless actually resides—maybe in a hidden ruin, as a consciousness in some nearby but unseen dimension, or as a mind distributed across every connected construct.

**Prejudiced Against Flesh.** An individual Peerless construct ignores biological creatures if there are constructs or machines to be interacted with. However, if there is no choice but to interact with a living creature, Peerless may establish verbal communication. In such cases, it comes across as over-the-top pompous and self-important, always referring to itself as Peerless. Although Peerless isn't worried about risking any particular instance of itself in combat, it will forgo conflict in return for information about the location of other machines, especially **mloxan**. However, if a PC happens to be part machine, all bets are off, because Peerless will be keen to convert them. (Purely biological creatures may face the same issue, though only if Peerless is feeling experimental.)

*A cypher or relic the PC carries with the potential to host even a limited machine intelligence might be briefly infected with Peerless. It begins to speak as Peerless and work against the PC however it can for a day, after which the instance of Peerless, finding the item too small to hold it, erases itself.*

*Mlox, page 202*

### PEERLESS

Medium construct, neutral evil

**Armor Class** 18 (natural armor)

**Hit Points** 75 (10d8 + 30)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	16 (+3)	12 (+1)	10 (+0)	14 (+2)

**Damage Immunities** poison

**Condition Immunities** blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

**Senses** blindsight 60 ft., darkvision 120 ft., passive Perception 13

**Languages** telepathy 120 ft. (only with other machines), can quickly learn most verbal languages

**Challenge** 5 (1,800 XP)

**Machine Focused.** When Peerless uses Inveigle or Spawn New Instance, constructs and machines have disadvantage on their saves; all other creatures have advantage.

**Magic Resistance.** Peerless has advantage on saving throws against spells and other magical effects.

**Magic Weapons.** Peerless's weapon attacks are treated as if magical.

### ACTIONS

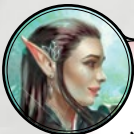
**Multiattack.** Peerless makes two claws attacks.

**Claws.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (2d4 + 4) slashing damage.

**Inveigle.** One creature within 60 feet must succeed on a DC 13 Wisdom saving throw or be charmed by Peerless for 1 hour or until Peerless does something harmful to them. The charmed creature is friendly and helpful to Peerless, but after the effect ends, they know that their inclinations were manipulated.

**Spawn New Instance (Recharge 6).** One creature chosen by Peerless within 30 feet that is currently or has previously succumbed to Inveigle must succeed on a DC 13 Constitution saving throw or be infected with a machine disease called Peerless. While infected, the target can't regain hit points, and its hit point maximum is reduced by 10 (3d6) every 24 hours. If the target is a living creature, during this period their biological parts are observed to be slowly replaced by machine components. If the disease reduces the target's hit point maximum to 0, the target instantly transforms into another instance of Peerless. If the disease is halted before it goes to completion, a biological creature's body rejects the artificial parts, and regains maximum hit points at the same rate they were lost.





“The arrogance is what astonishes me most. And the lack of need for someone other than itself, only and forever. Having no one else to interact with would drive most creatures mad. Though perhaps that is exactly what happened, eons ago.”

~Elmande, elf mage and scholar

## PHILETHIS

*Something unexpected and unpredictable might happen when the philethis is near. The event should be small, but result in a significant change. For example, the PC slips and falls into a 10-foot-deep pit, suffering damage, but then finds something of great interest at the bottom.*

*Magic vs. the Ancients, page 252*

Of all the strange creatures that appeared in conjunction with the caches of the Ancients opening, few are more mysterious than philethis. It's not even known for sure if they come from the caches, or if they were simply attracted to the event from somewhere else entirely. Some even wonder if they are not Ancients themselves, as all seem to have a far greater mastery of numenera than anything else.

No one has seen the entire body of a philethis and reported what they saw, but the glimpses noted to date suggest a biomechanical hybrid form. Typically what is seen is a metal and glass "face" surrounded by voluminous cloaks.

**Mysterious.** Other speculation about the philethis includes claims that they are constructs, that they are demons, that they are tiny dimensions unto themselves, and/or that their "face" is actually a viewport for a creature beyond space and time. Most theories about their nature don't even guess at what their goals or motivations might be. They appear when and where they want to, and they usually seem to observe events from a distance (although another theory suggests that they influence the events somehow).

**Enigmatic.** Philethis are not hostile (though aggressively defend themselves if attacked). If engaged in conversation, they might respond in their strange, machinelike voices, speaking in the native language of whomever they talk to. However, such interchanges usually make a philethis more enigmatic rather than less. Their explanations for things rarely make sense, and the questions they ask seem unrelated to anything going on around them.

A typical philethis interaction might go as follows.

*Human:* Who are you and what are you doing here?

*Philethis:* The moon is full, and the roses will bloom in 437 hours.

*Human:* What are you talking about?

*Philethis:* When you were eleven years old and playing with that ball, why did you bounce it three times against the wall but four times against the ground?

*Human:* How do you know anything about when I was a child?

*Philethis:* The galaxies will collide soon. We must prepare.

**Always One Step Ahead.** Philethis are meant to be an enigma. Players (and their characters) should never fully understand the creatures, and if they believe that they do, something should happen to show that they are wrong. Moreover, the PCs should find out at odd times and in odd ways that the philethis are involved—or at least appear to be involved—in surprising situations. Are they just observing, or are they manipulating events somehow? And if so, why? The quest for this knowledge could be the basis for an entire campaign.







## PHILETHIS

Medium aberration, neutral

**Armor Class** 18 (natural armor)

**Hit Points** 146 (17d8 + 72)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	18 (+4)	18 (+4)	15 (+2)	19 (+4)

**Skills** Perception +7, Stealth +8

**Damage Resistances** cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks

**Damage Immunities** poison, psychic

**Condition Immunities** charmed, frightened, poisoned

**Senses** truesight 120 ft., passive Perception 17

**Languages** any it encounters

**Challenge** 13 (10,000 XP)

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

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

**Magic Weapons.** The philethis' weapon attacks are treated as if magical.

**New Instance.** A destroyed philethis reforms elsewhere in 2d6 days, regaining all its hit points and becoming active again. The new body appears inside a previously keyed machine of the Ancients.

## ACTIONS

**Multiattack.** The philethis can use its Stare of the Aeons, and make three invisible force blade attacks.

**Invisible Force Blade.** *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 8 (1d10 + 3) slashing damage.

**Stare of the Aeons.** The philethis focuses on one creature it can see within 30 feet of it. Whether or not the target can see the philethis, the target must succeed on a DC 17 Wisdom saving throw or be stunned until the end of the philethis' next turn. If the target's saving throw is successful, the target is immune to the philethis' stare for the next 24 hours.

**Teleport.** The philethis teleports, along with any equipment it is wearing or carrying, up to 500 feet to an unoccupied space it can see.

## LEGENDARY ACTIONS

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

**Invisible Force Blade.** The philethis makes an invisible force blade attack.

**Teleport (Costs 2 Actions).** The philethis uses a teleport action.

**Stare of the Aeons (Costs 3 actions).** The philethis makes a Stare of the Aeons attack.

## PLASMAR

Plasmars are tall, night-black humanoids swaddled in magnetic skins of luminous “liquid fire.” They’re intelligent entities drawn to areas where immense energies are generated or have been recently discharged. They dwell in subterranean tunnels around active volcanoes and in areas rich in Ancients machines that generate the sort of energy fields plasmars depend on to survive. Sometimes plasmar scouting parties travel with thunderstorms, looking for new territory.

**Manifestations of a Sun.** Plasmars are not automatically hostile, though they are wary of visitors. Their speech is interspersed with the buzzing and snapping of electrical discharges. Plasmars view the world differently than regular living creatures do, since they need energy the way that other creatures need air. According to plasmar lore, they originally lived on the surface of a sun that is now long dead and gone.

**Storm-tossed Squatters.** A group of plasmars materialized in the aftermath of a recent storm of noteworthy ferocity. The storm is long gone, but the plasmars remain on the crown of a bare hill not far away. A scholar who recently identified the hill as the site of an Ancient’s cache seeks mercenaries to eliminate the “black-cloaked squatters” that are preventing her from exploiting her discovery.

**Gift of the Storm.** Sometimes plasmars give a plasma detonation cypher as a gift.

*Plasmars are self-willed and can be strongly territorial, especially if they believe that visitors risk disrupting their energy fields.*

*In areas of particularly strong energy fields (strong enough to possibly hurt regular creatures), plasmars might regenerate even more hit points per round and double or triple their maximum hit points.*





## PLASMA DETONATION

*Cypher, uncommon*

This fist-sized crystal globe bottles a luminous white flare. When thrown up to 60 feet, the sphere explodes on impact, releasing a burst of sun-hot plasma that deals 27 (6d8) fire damage on all creatures within a 20-foot-radius sphere centered on that point that fail a DC 13 Dexterity save, or half that if successful.



“I nearly burned off my beard trying to figure out how these plasma detonations work.”

~Faim Trubeard, dwarf veteran and prospector

“Better your beard than the grove you forehd.

Be more careful, would you?”

~Elmande, elf mage and scholar



## PLASMAR

*Medium elemental, neutral***Armor Class** 15 (natural armor)**Hit Points** 85 (11d8 + 36)**Speed** 30 ft.

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

**Damage Resistances** bludgeoning, piercing, and slashing from nonmagical attacks

**Damage Immunities** fire, poison

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

**Senses** darkvision 60 ft., passive Perception 10

**Languages** Plasmar

**Challenge** 7 (2,900 XP)

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

**Plasma Form.** A creature that touches the plasmar or hits it with a melee attack while within 5 feet of it takes 5 (1d10) fire damage and 5 (1d10) lightning damage, and catches fire; until someone takes an action to douse the fire, the creature takes 5 (1d10) fire damage at the start of each of its turns.

**Regeneration.** The plasmar regains 10 hit points at the start of its turn, if on its home turf, which is typically near (within 500 feet) of some potent energy source. If it starts its turn with 0 hit points, it doesn't regenerate.

## ACTIONS

**Touch.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 15 (2d10 + 4) fire (half) and lightning (half) damage. Targets must succeed on a DC 15 Constitution saving throw or be stunned until the end of their next turn. Finally, the target catches fire; until someone takes an action to douse the fire, the creature takes 5 (1d10) fire damage at the start of each of its turns.

**Welding Touch.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one stunned humanoid. *Hit:* 28 (5d10) fire damage plus 28 (5d10) lightning damage.

**Plasma Blast (Recharge 5–6).** The plasmar emits plasma (fire and lightning) in a 100-foot-long, 5-foot-wide line. Each creature in that area must succeed on a DC 15 Dexterity saving throw or take 13 (2d8 + 4) fire damage plus 13 (2d8 + 4) lightning damage and be stunned until it succeeds on a saving throw at the end of each of its turns. Finally, the target catches fire; until someone takes an action to douse the fire; the target takes 5 (1d10) fire damage at the start of each of its turns.

**Ride the Lightning (Recharge 5–6).** The plasmar becomes a bolt of lightning, along with any equipment it is wearing or carrying, and teleports up to 120 feet to an unoccupied space it can see.

*Plasmars are not automatically hostile, though they are wary of visitors. Their speech is interspersed with the buzzing and snapping of electrical discharges.*

## PROGENITOR

These mermaid-like broodmares hate and fear surface-dwellers, seeing them as wholly alien and incomprehensible. Their life's goal is to give birth to their young—creatures much like electric eels—and then protect those young from all dangers. Growing to more than 10 feet in height, progenitors look humanlike from a distance. Up close, even through murky water, it is clear that they are dangerous predators—and that's even before they show their true colors.

### PROGENITOR

*Large monstrosity, neutral evil*

**Armor Class** 16 (natural armor)

**Hit Points** 126 (11d10 + 66)

**Speed** 20 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	11 (+0)	22 (+6)	10 (+0)	13 (+1)	9 (-1)

**Skills** Perception +5

**Damage Resistances** bludgeoning, cold

**Senses** blindsight 120 ft., darkvision 120 ft., passive Perception 15

**Languages** Telepathy 500 ft. (among progenitors and its young)

**Challenge** 9 (5,000 XP)

**Water Breathing.** The progenitor can breathe only underwater.

**Water Predator.** The progenitor has advantage on Dexterity (Stealth) checks made to hide in water.

### ACTIONS

**Multiattack.** The progenitor can use Mothering and makes two claw attacks.

**Claw. Melee Weapon Attack:** +11 to hit, reach 5 ft., one target.

**Hit:** 35 (8d6 + 7) slashing damage.

**Mothering.** The progenitor targets one creature it can sense within 30 feet of it. The target must succeed on a DC 18 Constitution saving throw or take 3 (1d6) psychic damage and then be affected either by fear or calm love, depending on what the progenitor chooses.

If filled with fear, the target becomes frightened for 1 minute. An affected target 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 progenitor's fear for the next 24 hours.

If filled with calm love, the target is charmed, and moves toward the progenitor with open arms, all defenses lowered on their next turn. The progenitor's next two Claw attacks against the affected target automatically succeed and inflict maximum damage. This ends the calm love effect, and the creature is immune to the progenitor's calm love for the next 24 hours.

**Eggburst.** The progenitor's young hatch from her belly pouch, swarming all foes in a 20-foot-radius sphere centered on the progenitor with progenitor larva. Targets in the area must succeed on a DC 18 Constitution saving throw or take 45 (10d8) piercing damage, or half that if successful. Afterward, a progenitor larva swarm remains.

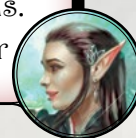


“Mermaids? That’s a stretch.”

~Faim Trubeard, dwarf veteran and prospector

“I didn’t say they *were* mermaids. They *remind* me of mermaids. Certainly, I don’t need to enumerate the similarities? But yes, obviously there are many differences, too. Such as the fact that these progenitors are an order of magnitude older than anything that lives in our seas.”

~Elmande, elf mage and scholar





**PROGENITOR LARVA SWARM***Medium swarm of tiny monstrosities, unaligned***Armor Class** 12**Hit Points** 22 (5d8)**Speed** swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
5 (-3)	15 (+2)	10 (+0)	2 (-4)	12 (+1)	4 (-3)

**Damage Resistances** bludgeoning, piercing, slashing**Condition Immunities** charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned**Senses** blindsight 60 ft., darkvision 60 ft., passive Perception

11

**Languages** —**Challenge** 1/4 (50 XP)

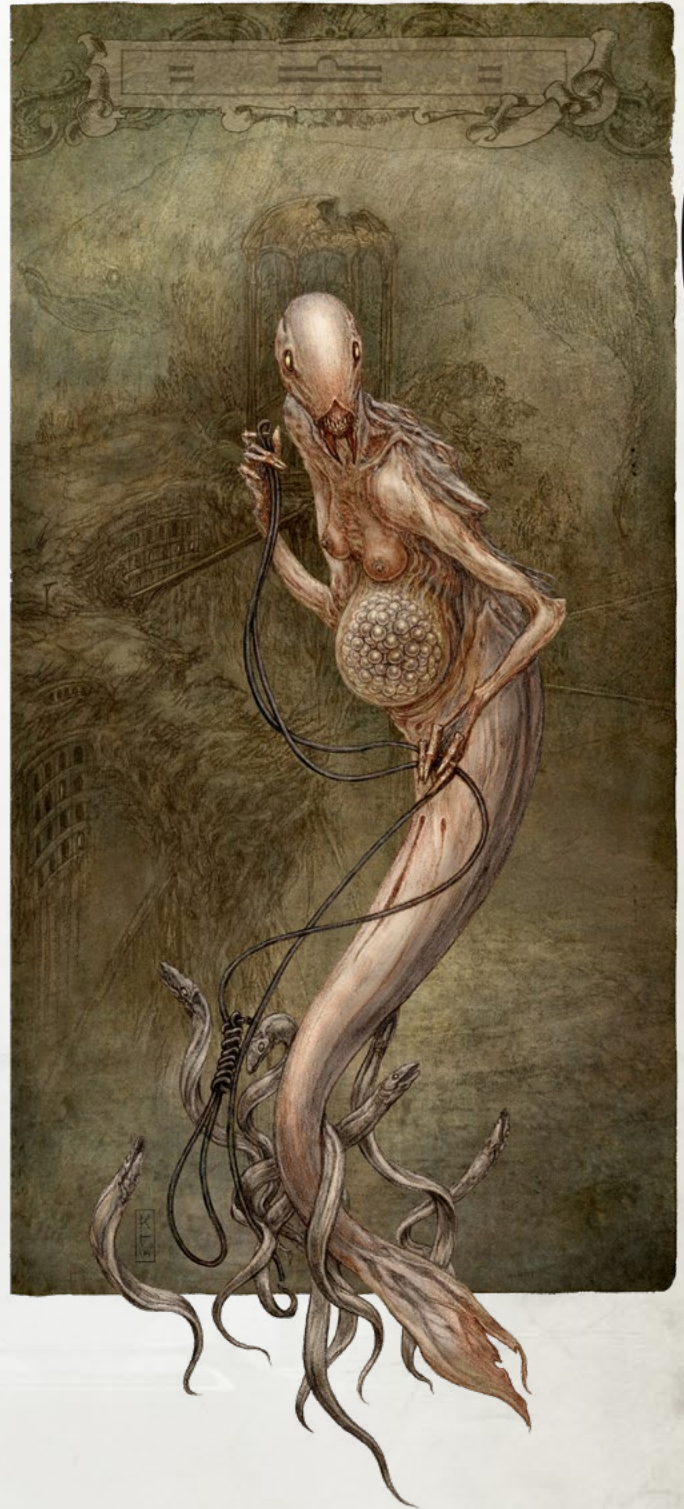
**Swarm.** The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny eel. The swarm can't regain hit points or gain temporary hit points.

**Water Breathing.** The larva swarm can only breathe underwater.

**ACTIONS**

**Bite.** *Melee Weapon Attack:* +4 to hit, reach 0 ft., one creature in the swarm's space. *Hit:* 5 (2d4) piercing damage.

*Although the progenitors are tough physical combatants, their real challenge is their field of psychic energy. They can use this to affect the emotions of nearby creatures. The progenitor either fills them with fear, or fills them with calm love. Progenitors can be dangerous foes, even against large groups of PCs. They are scary creatures to encounter in any undersea adventure, especially in deep water where they are more likely to have larva swarms around them.*



## PYGMY HAPAX

*They came down in great, long streams  
as if settling to the earth in waves of dreams  
I reached to touch one, just one, it seems  
And oh the screams, the screams, the screams*

~Poet unknown (and not very good)

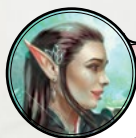
No one can dispute the beauty of the pygmy hapax—at least, no one who has seen the brightly hued, floating creatures coming down to rest upon the earth, their trailing plumages following their descent. They are encountered either soaring in the sky or hovering, always at least a foot above the ground. Pygmy hapax tend to travel in large groups called clouds.

**Tendrils of Beauty and Threat.** The tendrils are their true beauty—and their true danger. Each tendril trails nearly 20 feet or longer, and each is covered with millions of small, hollow barbs. Anything that falls into the hapax’s wake—or is purposefully snatched by a billowing tendril—quickly finds itself wrapped into oblivion, its very colors pulled from it as if by a great siphon.

**Chromatic Variation Through Diet.** The hapax’s complex color variations come directly from their food source, meaning that the creatures can change color right before your eyes if they’ve recently digested something. Pygmy hapax are always in search of the brightest hues, for those with the most saturated and complex color schemes are more likely to attract a mate.

**Hapax Lures.** Pygmy hapax are attracted to brightly colored objects that move and sometimes can be called down from the sky with a proper hapax trap. They might also simply be attracted to colorful creatures that congregate. For instance, a large fight with an animal as bright as a **jiraskar** could draw a cloud of hapax.

*Jiraskar, page 189*



“Why do they call them pygmy hapax? Where are the regular-sized ones, and how large and bright are they? I question where the lore granted us by the quonien is anything other than an ancient puzzle designed to stymie rather than clarify.”

~Elmande, elf mage and scholar

“Let’s move away a little, why don’t we? I think they’re pretty, but I don’t like the look of those tendrils. And look, see those branches they were caught on? I don’t think they were glowing blue before.”

~Faim Trubeard, dwarf veteran and prospector







## PYGMY HAPAX

*Large monstrosity, unaligned*

**Armor Class 13** (natural armor)

**Hit Points 81** (9d10 + 32)

**Speed** 0 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	19 (+4)	1 (-5)	12 (+1)	5 (-3)

**Skills** Perception +3

**Damage Immunities** poison

**Condition Immunities** poisoned

**Senses** blindsight 120 ft., passive Perception 13

**Languages** —

**Challenge** 3 (700 XP)

**Keen Smell.** The pygmy hapax has advantage on Wisdom (Perception) checks that rely on smell.

**Color Burst.** When a pygmy hapax dies, it explodes in a maelstrom of clashing colors. All creatures in a 20-foot-radius sphere centered on it must succeed on DC 13 Dexterity save or take 18 (4d8) necrotic damage, or half that if successful. In the aftermath, 3 (1d6) objects carried by creatures in the blast—or potentially some portion of their anatomy—takes on a bright new hue, possibly even dimly glowing.

### ACTIONS

**Multiattack.** The pygmy hapax makes two tendril attacks.

**Tendrils.** *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) piercing damage and the target is grappled (escape DC 13; each failed escape attempt further entangles victim, cumulatively increasing escape DC by 1). Until this grapple ends, the target is restrained, and the pygmy hapax can't use its tendrils on another target. In addition, each round the grapple persists, the color of one object in their possession—or some portion of their anatomy if it carries no unaffected objects—turns black, starting with the brightest. Whether object or anatomy, this deals 10 (3d6) necrotic damage to the grappled victim.

## QUOTIEN

Dusty with immobility, lost in ancient dreams, and mad with senile age, quotiens (pronounced KWO–shens) apparently live almost forever. Each one is a storehouse of knowledge and Ancients secrets that can be learned by those willing to risk a quotien’s erratic grasp on sanity. There are probably only a handful currently in existence.

**More Recent Origin?** Stories suggest that quotiens were once humans, dwarves, or elves who slipped into an Ancients’ cache years ago, somehow bypassing the timelocks (or whatever it was that prevented their wider discovery). Within these locations, they discovered a way to extend their lives. Over the centuries, the process they used to cheat death was revealed to have serious consequences. Their bodies and minds gradually transformed into horrific parodies of humanoid anatomy and normal psychology.

**Unwelcoming.** The longer a quotien lives, the more introverted it becomes, until it spends almost all its days sleeping in a secret lair or hidden stronghold, lost in an endless nightmare of existence. Quotiens generally don’t associate with each other, but they may employ any number of guard creatures and automatons in their hideaways. A quotien may be dozing when encountered, trying to sleep away eternity. An awakened quotien is angry at being disturbed, but it may negotiate telepathically with intruders rather than kill them outright if they offer something novel to its seemingly endless experience.

*Magic vs. the Ancients, page 252*

*The inner sanctum of a defeated quotien might contain 1d6 + 3 cyphers, an oddity, and at least one relic.*

### A QUOTIEN’S LAIR

Quotiens dwell in Ancients’ ruins where many devices and machines still function, even if their purposes remain beyond the ken of other creatures. Various chambers and workshops might spit out weird pellets of energy, ripples in space, bursts of strange smells, and streaking color to some unimaginable end. A quotien usually has a few chambers where it can rest, either inside a capsule, plugged into a wall, or beneath a layer of living nutrient tissue. Many other creatures likely exist within the lair (often construct-like machines, some friendly to the quotien, a few with an adversarial relationship).

### LAIR ACTIONS

On initiative count 20 (losing initiative ties), the quotien takes a lair action to cause one of the following effects; the quotien can’t use the same effect two rounds in a row:

- Machines that the quotien can see within 120 feet extend wire tendrils. Any creature within 20 feet of such a machine must succeed on a DC 15 Strength saving throw or be pulled up to 20 feet to the machine and grappled (escape DC 20).
- A cloud of tiny lighting-snapping machines fills a 20-foot-radius sphere centered on a point the quotien chooses within 120 feet of it. The cloud spreads around corners and remains until the quotien dismisses it as an action, uses this lair action again, or dies. The cloud is lightly obscured. Any creature in the cloud when it appears must make on a DC 15 Constitution saving throw, taking 10 (3d6) piercing damage on a failed save, or half as much damage on a successful one. A creature that ends its turn in the cloud takes 10 (3d6) piercing damage.
- The quotien rolls a d10 and recharges Forbidding Wall on a roll of 5–10. On a 1–4, nothing happens.





## QUOTIEN

*Small monstrosity, chaotic neutral***Armor Class** 20 (natural armor)**Hit Points** 252 (24d6 + 168)**Speed** 10 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
22 (+6)	14 (+2)	24 (+7)	24 (+7)	18 (+4)	9 (-1)

**Saving Throws** Dex +8, Con +13, Wis +10**Damage Resistances** cold, fire, necrotic, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks**Senses** truesight 120 ft., passive Perception 14**Languages** telepathy 120 ft.**Challenge** 20 (25,000 XP)**Legendary Resistance (3/Day).** If the quotien fails a saving throw, it can choose to succeed instead.**Magic Resistance.** The quotien has advantage on saving throws against spells and other magical effects.**Magic Weapons.** The quotien's attacks are **treated as if magical**.**New Instance.** If in its lair, a slain quotien is rebuilt by strange devices and machines contained therein, creating a brand-new body and imprinting it with all its previous knowledge, experiences, hit points, and state of consciousness. The body appears anywhere within the lair.**Telekinetic.** The quotien manipulates objects within 60 feet with telekinesis with as much capability as a normal creature with the quotien's stats in possession of manipulating digits.

## ACTIONS

**Mind Spike.** A creature within 10 feet of the quotien must succeed on a DC 21 Wisdom save or take 22 (6d6) psychic damage. The target must succeed on a DC 21 Constitution saving throw or suffer an ongoing mental affliction. During this affliction, the target can't regain hit points, and it takes 21 (6d6) psychic damage at the start of each of its turns. The afflicted target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.**Psychic Maelstrom.** A 20-foot-radius sphere positioned within 300 feet of the quotien at a location that it can sense is filled with an instant of ripping mental static. Each creature in the area must make a DC 21 Wisdom saving throw and take 28 (8d6) psychic damage on a failed save, or half that if successful.**Forbidding Wall (Recharge 5-6).** The quotien creates a wall of rippling mental static up to 60 feet long, 20 feet high, and 1 foot thick, or a ringed wall up to 20 feet in diameter, 20 feet high, and 1 foot thick. The plane is translucent and lasts while the quotien concentrates, up to 1 minute. When the wall appears, each creature within its area must make a DC 21 Wisdom saving throw. On a failed save, a creature takes either 22 (5d8) psychic damage (half as much if successful), or be paralyzed while the wall remains; whichever the quotien chooses for each victim. A paralyzed creature is not subject to further damage, even if it remains in the wall.

One side of the wall, selected when the quotien creates the psychic effect, deals 22 (5d8) psychic damage—or paralyzes the creature as just described—to each creature that ends its turn within 10 feet of that side or inside the wall. A creature takes the same damage when it enters the wall for the first time on a turn or ends its turn there, unless paralyzed. The other side of the wall deals no damage, nor does it paralyze.

## LEGENDARY ACTIONS

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

**Detect.** The quotien makes a Wisdom (Perception) check.**Mind Spike (Costs 2 Actions).** The quotien makes a Mind Spike attack.**Teleport (Costs 3 actions).** The quotien teleports to some other location it has prepared in its lair if within 500 feet.

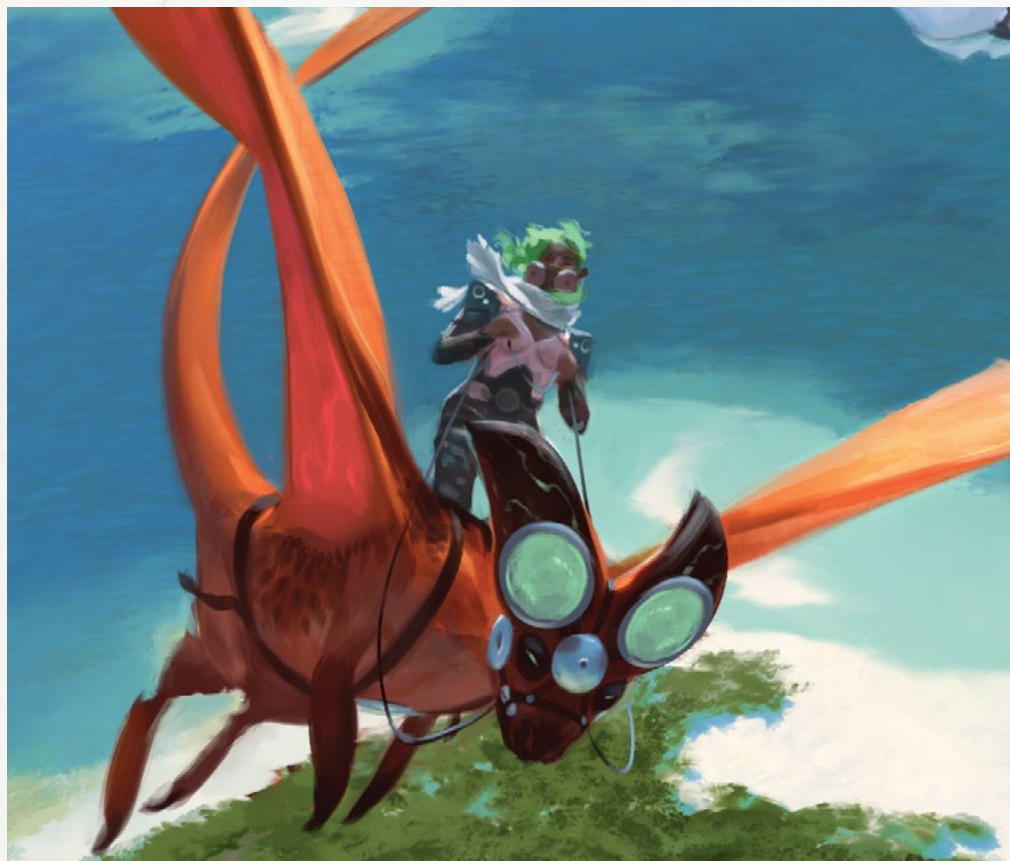
"It's an amazing contact to have made. This creature's cognizance stretches back to the time of the Ancients themselves! Or at least far beyond our own. Just think how much the quotien has already told us. Certainly only a fraction of a percent of all the lore it knows. What do you say, Faim; perhaps we should put off the next leg of our expedition? I want to stay and listen further."

~Elmande, elf mage and scholar

"Don't lose yourself in the past. I know, I'm no one to talk. But I worry we have already overstayed our welcome."

~Faim Trubard,  
dwarf veteran and prospector





## RASTER

Rasters are biomechanical creatures that use antigravity suspensors and large, bat-like wings to carry themselves aloft at great speed despite their size. A typical raster has a 30-foot wingspan.

*Rasters and xi-drakes seem to have a natural antagonism.*

**Cautious Beasts.** Rasters dwell in clutches of three to five, usually not far from a large body of water. They avoid danger and combat if possible. They never fight to the death, as it is usually easy for them to escape by flying away.

*Xi-drake, page 241*

**Trainable.** Sometimes rasters are encountered in the wild, nesting on rocky islands along the coast. More often, however, they are tamed, trained, and used as aerial mounts. Riders—often, other creatures related to the Ancients—use prods to control them.

### RASTER

*Huge beast, unaligned*

**Armor Class** 15 (natural)

**Hit Points** 67 (9d12 + 9)

**Speed** 20 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	13 (+1)	4 (-3)	14 (+2)	10 (+0)

**Senses** passive Perception 14

**Languages** —

**Challenge** 2 (450 XP)

**Biomechanical Reflex.** When the raster takes thunder damage, it immediately takes a bonus action to move up to half its speed and makes an energy lance attack.

#### ACTIONS

**Multiattack.** The raster makes two attacks with its energy lance attack.

**Energy Lance.** The raster emits an invisible beam of energy from the machines mounted in its head, targeting a creature it can see within 500 feet, which must succeed on a DC 14 Dexterity save or take 6 (1d8 + 2) lightning damage.



## RAVAGE BEAR

A ravage bear is a hideous mammalian predator that hunts entirely by sense of smell. It is blind and nearly deaf, but it still tracks and senses prey easily. It is protective of its young, and when hungry for fresh meat, it is extremely dangerous. Otherwise, it gives most creatures a wide berth.

**Bane of Forest and Mountains.** Ravage bears dwell alone or in pairs (usually with a few cubs) in wooded, rocky, or mountainous areas, typically in cold or temperate climates.

### A RAVAGE BEAR'S LAIR

Ravage bears may be somewhat simple beasts, but they take full advantage of any lair they've established, as if they were legendary creatures.

#### LAIR ACTIONS

On initiative count 20 (losing initiative ties), a ravage bear can take a lair action to cause one of the following effects; the ravage bear can't use an effect again until it finishes a short or long rest:

- The ravage bear knocks over a massive machine (or turns it on, causing a terrific display of light and sound, or perhaps even a temporal effect); every creature in the lair must reroll initiative. The ravage bear can choose not to reroll.
- The ravage bear causes the floor to collapse, causing itself and up to five other creatures within 30 feet of it to fall into another (deeper) portion of its lair, or a dangerous area it has previously located. The ravage bear can choose not to fall.

*Ravage bear specimens are sometimes found in frozen stasis within crystal pods associated with numenera devices, or locked in a larger temporal tableau that is easily broken by explorers breaching an Ancients' cache.*

### RAVAGE BEAR

*Medium beast, neutral*

**Armor Class** 13 (natural armor)

**Hit Points** 65 (10d8 + 20)

**Speed** 50 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	15 (+2)	6 (-2)	12 (+1)	7 (-2)

**Skills** Perception +3

**Immunities** illusions

**Senses** blindsight 60 ft., passive Perception 13

**Languages** —

**Challenge** 3 (700 XP)

**Olfaction.** The ravage bear can't use its blindsight for one round if confused by a sufficiently intense odor.

**Wounded Fury.** While it has 10 hit points or fewer, the ravage bear has advantage on attack rolls. In addition, it deals an extra 7 (2d6) damage to any target it hits with a melee attack.

#### ACTIONS

**Multitack.** The ravage bear makes two claw attacks.

**Claw.** *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) slashing damage. If the target is a Medium or smaller creature, it is grappled (escape DC 16). Until this grapple ends, the ravage bear can claw only the grappled creature and has advantage on attack rolls to do so.



## RELENTLESS REAPER

*Once the target is killed, the reaper switches off, its purpose served. If a target is killed before the reaper finds them, whoever killed them becomes its next target. If the target dies of natural causes, the reaper switches off.*

*If a relentless reaper is destroyed, it may reform or a new one may be dispatched unless a tiny component within the reaper, appearing like a tiny crystal marble with a three-dimensional image of the imprinted target in it, is found—a DC 13 Wisdom (Perception) check—and crushed.*

Mess with the systems and residue of the Ancients long enough, and explorers risk triggering a relentless reaper. A switch that shouldn't have been flipped, a contact that shouldn't have been pressed, or a cypher salvaged from a system better left alone—it's difficult to know what gets a reaper's attention. But that attention becomes immediately apparent to the explorer in the form of a strange mental communication. Once that glimmer is sent, the construct stirs to motion, beginning a mission of what might be weeks, months, or even longer duration, to track down its prey.

**Glimmer of Inevitable Death.** The targeted victim received an unwanted vision, either directly into their mind on a failed DC 17 Wisdom save, or across a nearby screen as a light-based illusion: a bubble-shaped pod in the midst of thousands of similar units stored in numberless vertical banks in an enormous space. The pod that's the focus of the vision suddenly "pops," revealing cables disengaging and falling away in sprays of white mist. Inside, a construct of metal blades and shadow resolves. As the image fades, the following message is transmitted telepathically to the target: "For your crime, you have been scheduled for termination. Expect your reaper soon."

**Fear-building Technique.** The relentless reaper's target receives a few more glimmers over the next few months, showing the automaton traveling across the land, apparently tracking down the character, always getting closer. Regardless of the final threat it represents to its target, a relentless reaper's tactics are designed to create a sense of mounting dread and fear in the target's mind.

### RELENTLESS REAPER

*Large construct, lawful neutral*

**Armor Class** 18 (natural armor)

**Hit Points** 75 (10d10 + 20)

**Speed** 30 ft., climb 30 ft., fly 60 ft., swim 30 ft., burrow 10 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	15 (+2)	4 (-3)	14 (+2)	9 (-1)

**Damage Immunities** lightning, poison, psychic

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** truesight 60 ft., passive Perception 12

**Languages** —

**Challenge** 7 (2,900 XP)

**Lightning Aura.** Any creature that begins its turn within 5 feet of a reaper attacking its imprinted target must make a DC 15 Constitution saving throw and take 22 (5d8) lightning damage on a failed save, or half that if successful.

**Perfect Target Knowledge.** The relentless reaper always knows the direction and distance to its imprinted target, even if the target is on another plane of existence.

**Preferred Target.** The relentless reaper has advantage on attacks against its imprinted target. It has disadvantage on attacks against all other creatures.

**Regeneration.** The relentless reaper regains 2 hit points at the start of its turn. If it starts its turn with 0 hit points, it becomes inactive, but regains 1 hit point per hour, until it becomes active with full hit points after one day. While it is regenerating in this way, it can't take any other actions. If destroyed and its components are scattered to a distance of 10 feet or farther, it does not regenerate.

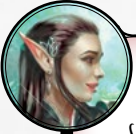
### ACTIONS

**Multiattack.** The relentless reaper makes two arm blade attacks. If it hits with either arm blade, the reaper can make one iron pincer attack against the same target.

**Arm Blade.** *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 14 (3d6 + 4) piercing damage.

**Iron Pincer.** *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 13 (2d8 + 4) piercing damage. If damage is dealt on the imprinted target, it must then succeed on a DC 15 Constitution saving throw or be paralyzed for 1 minute from poison. All attacks the relentless reaper make on the paralyzed foe, in addition to any other benefits, also deal maximum damage.





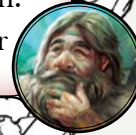
“You were certainly thrashing in your sleep last night. Was it a dream about your Dêlvê again?”

~Elmande, elf mage and scholar

“No. Something stranger. There was this enormous cavern, one I’ve never seen before. It was full of machines. Thousands of them. All dark and quiet, except for one near the edge.

It pops open, and inside is all glowing white fog, squirming cables, and metal blades. It was a truly awful thing, I’m certain, even though I couldn’t get a very good look at it, because it scrambled out of there quicker than I can say my own name. But that wasn’t the worst part. Something spoke to me, in my own tongue: ‘For your crime, you have been scheduled for termination. Expect your reaper soon.’”

~Faim Trubeard, dwarf veteran and prospector



## SARRAK

*The sarrak's biomechanical nature gives it additional options: it can tap into the minds of other creatures or the controls of electrical devices.*

A sarrak has the body of a massive predatory cat, about 8 feet long, with sleek muscles and black flesh. Its head, however, appears to be a 3-foot-wide ball of swirling energy, surrounded by dozens of metallic plates that move as if in orbit around the energy. Despite looking somewhat like an animal, a sarrak is extraordinarily intelligent. It is biomechanical in nature and taps into the minds of other creatures or the controls of electrical devices to its own ends.

*Sarraks respond poorly to threats or intimidation and are very difficult to trick or deceive.*

**Canny Controller.** Though it has claws and is an aggressive combatant, a sarrak is wise and ingenious. Its preferred method of aggression is through control, whether that be of living minds or numenera devices. It sees other creatures as tools for its own ends, but sometimes it is willing to hear what a tool has to say. It is most interested in offers of power or advantage but doesn't seek wealth for its own sake.

**Long-range Plans of Conquest.** Most likely, a sarrak lair is filled with controlled creatures and devices it can activate for defense or assistance. It might have complex plans in motion and could be the secret power behind a scheme involving many creatures, people, or machines (or all three). A sarrak would love nothing more than to control a whole community or powerful creature—such as a village, a tribe of orcs, or even a dragon or two—to serve its ends.

*Magic vs. the Ancients, page 252*

### SARRAK

Large monstrosity, neutral evil

**Armor Class** 15 (natural armor)

**Hit Points** 67 (10d10 + 12)

**Speed** 60 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	17 (+3)	13 (+1)	15 (+2)	12 (+1)	20 (+5)

**Skills** Deception +9, Insight +5, Perception +5

**Damage Resistances** cold, fire, lightning, poison; bludgeoning, piercing, and slashing from **nonmagical attacks**

**Senses** darkvision 60 ft., passive Perception 15

**Languages** Sarrak, most easily learn Common

**Challenge** 4 (1,100 XP)

**Regeneration.** The sarrak regains 10 hit points at the start of its turn. If the sarrak takes lightning damage, this trait doesn't function at the start of the sarrak's next turn. The sarrak dies only if it starts its turn with 0 hit points and isn't able to regenerate.

#### ACTIONS

**Multitattack.** The sarrak makes two claw attacks, one control attack, or one device detonation attack.

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

**Control.** One creature the sarrak can see within 60 feet of it must succeed on a DC 15 Wisdom saving throw or be charmed for 1 day. The charmed target obeys the sarrak's will (using a hidden machine channel restricted to a range of 60 feet; this channel allows basic information to pass back and forth, but doesn't allow the sarrak to directly sense through a controlled target's senses). If the target suffers any harm or receives a suicidal command, it can repeat the saving throw, ending the effect on a success. If the target successfully saves against the effect, or if the effect on it ends, the target is immune to this effect for the next 24 hours.

The sarrak can use this ability automatically on untended devices that are not intelligent, gaining remote control over their function, though the GM may decide to allow a saving throw on a case-by-case basis.

A sarrak can have up to five creatures and five machines controlled at the same time.

**Device Detonation.** A sarrak can cause a device it controls to detonate. If the device is in the possession of a creature, it must succeed on a DC 15 Constitution saving throw, taking 32 (5d10 + 5) piercing damage on a failed save, or half as much damage on a successful one.



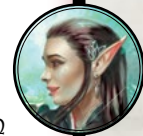


“Your arrogance will be the death of us, Elmande! *I told you I didn’t like its look, with a ball of magic for a head. But you ignored me, as usual. Forge preserve us, I don’t know how we escaped! What with all your specimens of the numenera waking up, exploding, and otherwise coming to life—*”

~Faim Trubeard, dwarf veteran and prospector

“Stop. You’ve made your point. Sometimes I let my eagerness to expand our knowledge push things, yes. But didn’t we learn a thing or two? We’d have come away thinking it was just a weird beast, not a wily manipulator in its own right. If you don’t have the stomach for this work, dwarf, perhaps you should—”

~Elmande, elf mage and scholar



“Now, now. No need to besmirch my dwarfhood. I’m just saying you don’t live to be a veteran if you take too many foolish risks.”

~Faim Trubeard, dwarf veteran and prospector



## SATHOSH

Sathosh are gaunt humanoid that have a long tentacle writhing from where their face should be. They are silent, and they see and communicate via subsonic pulses they emit almost constantly. It is perhaps easier to think of them as having hyper-acute hearing and a sort of sonar.

*Sathosh feed on the blood of creatures they slay, absorbing it through their tentacle.*

**Social Xenophobes.** Sathosh are communal creatures, thriving on the presence of others of their kind and living without any type of hierarchy. They dwell in packs of at least six—and usually closer to twelve—anywhere that isn't too cold. They are kind and loving to one another but hateful and cruel to all other life.



### SATHOSH

Medium humanoid (sathosh), neutral evil

**Armor Class** 11 (natural armor)

**Hit Points** 22 (4d8 + 4)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	11 (+0)	12 (+1)	10 (+0)	12 (+1)	9 (-1)

**Damage Resistances** psychic

**Condition Immunities** blind

**Senses** blindsight 60 ft., passive Perception 11

**Languages** Sathosh (Without some kind of subsonic device or mental powers, it is impossible to speak or understand sathosh.)

**Challenge** 1/2 (100 XP)

**Martial Advantage.** Once per turn, the sathosh can deal an extra 3 (1d6) damage to a creature it hits with an attack if that creature is within 5 feet of another sathosh that isn't incapacitated.

#### ACTIONS

**Multiaction.** The sathosh makes a mental sting attack (if coordinating with another sathosh) or two melee attacks with spears.

**Spear.** *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 7 (2d6) piercing damage.

**Mental Sting.** Two sathosh within 5 feet of each other can join their minds in communion and launch a mental attack on one target within 60 feet. The target must succeed on a DC 12 Wisdom save or take 9 (2d8) psychic damage.



## SESKII

Resembling large dogs in stature and movement, these four-footed creatures are covered in hard, overlapping scales. The intricate patterns on the scales range from greenish-brown to black-and-white spotted to the reddish hue of embered coals. From their backs grow a mass of organic crystals. Standing about knee-high to most humans, seskii have large teeth, pointed ears, and sharp, pointed tails.

**Food Driven.** When hungry, they often attack anything that seems edible, including other seskii. When they attack intelligent humanoids, it is typically to snatch any food being carried and race off with it, rather than to eat those creatures directly.

**Loyal.** Intelligent and loyal companions, seskii can be trained in various methods of hunting, stealth, and attack by those who have skills with animals. Many humans outfit their seskii with special types of weapons and armor—spiked collars are a favorite. If a seskii in the wild is wearing manufactured armor, it means the creature was once someone's favored companion. There is a good chance that the person is now long dead, as a seskii would not willingly leave their person's side while they were still alive.

Seskii may become particularly devoted to anything and anyone, including other seskii, humans, statues that seem like creatures, and places they call home. They will fight to the death to defend a place or person they deem as their own.



*If intelligent creatures are found guarding or kept in captivity within an Ancients' cache, sometimes these creatures are accompanied by seskii.*

### SESKII

*Medium beast, unaligned*

**Armor Class** 12 (14 if wearing manufactured armor)

**Hit Points** 39 (6d8 + 12)

**Speed** 60 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	14 (+2)	3 (-4)	13 (+1)	12 (+1)

**Senses** darkvision 120 ft., passive Perception 15

**Languages** —

**Challenge** 1 (200 XP)

**Crystal Resonance.** The crystals that grow along a seskii's back provide a few additional advantages to the creature's ability to sense its environment and avoid certain conditions. The seskii

has advantage on Wisdom (Perception) checks and on saving throws against being blinded, charmed, deafened, frightened, or stunned.

#### ACTIONS

**Multiattack.** The seskii makes two bite attacks.

**Bite.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target.

*Hit:* 5 (1d6 + 2) piercing damage.

#### REACTIONS

**Tenacious (Recharge 6).** When a seskii would be killed, it instead immediately gains 10 hit points. Furthermore, its attacks deal 3 (1d6) more points of damage for one minute. Multiple tenacious reactions do not stack, but instead replace previous instances.

## SNOW LOPER

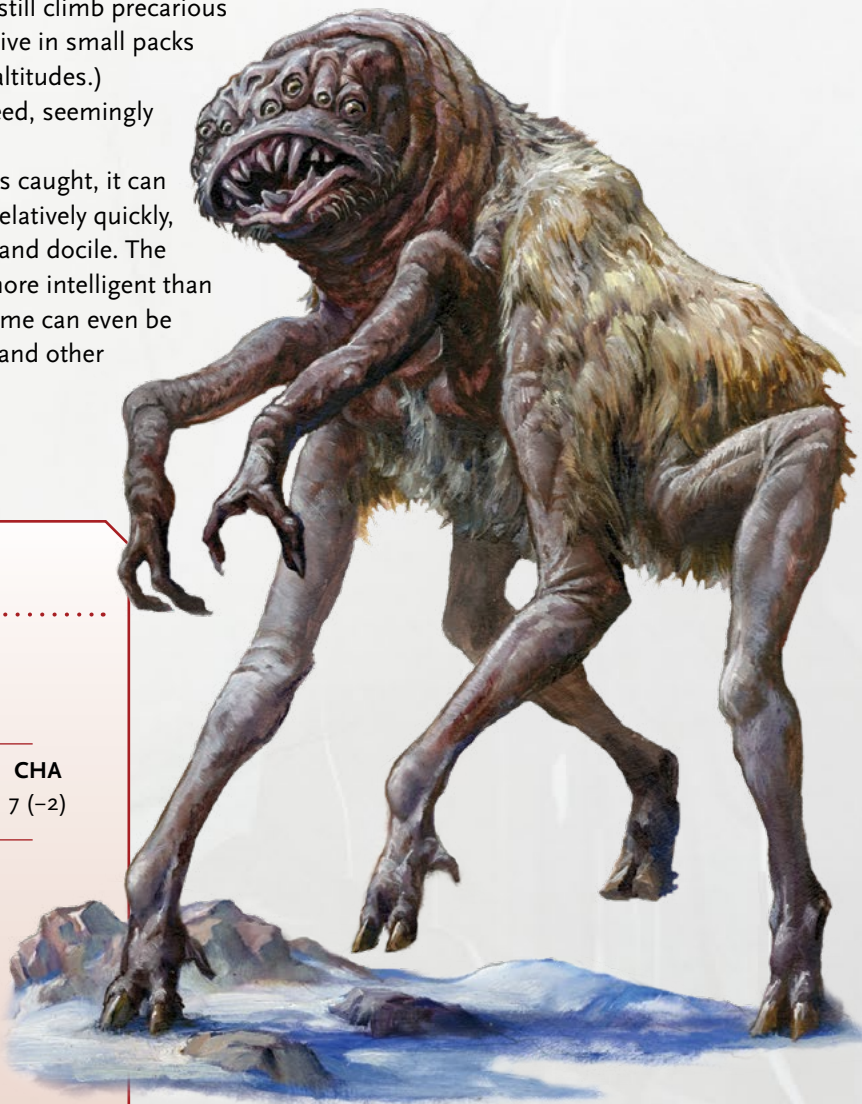
*The snow-loper's thin arms, despite having only two fingers, are weirdly human-like. It's as if some numenera device slapped human appendages on an otherwise normal creature, for who knows what reason.*

Tall and thin-legged, a snow loper is a fast-moving omnivore. It has a very short neck and a large head with a wide, toothy mouth. Long hair covers its roundish, muscular body. Below its mouth are two thin arms with two-fingered hands that it uses mainly for grasping food or navigating treacherous climbs. Since it lacks thumbs, it doesn't really use tools.

**Great Mounts.** Snow lopers make excellent mounts. They can bear a rider and hundreds of pounds of gear and still climb precarious heights. (Snow lopers live in small packs in cold climes or high altitudes.)

They travel at great speed, seemingly without getting tired.

If a wild snow loper is caught, it can be tamed and trained relatively quickly, becoming cooperative and docile. The creatures are slightly more intelligent than typical animals, and some can even be trained to use cyphers and other simple devices.



### SNOW LOPER

Large beast, unaligned

**Armor Class** 11 (natural armor)

**Hit Points** 22 (3d10 + 6)

**Speed** 60 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	10 (+0)	14 (+2)	4 (-3)	12 (+1)	7 (-2)

**Skills** Perception +3

**Senses** passive Perception 13

**Languages** —

**Challenge** 1/2 (100 XP)

**Mountain Agility.** The snow loper ignores difficult terrain resulting from snow or broken, rocky, or steep terrain.

#### ACTIONS

**Multiattack.** The snow loper can make two bite attacks.

**Bite.** *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target.

*Hit:* 7 (2d4 + 2) piercing damage.

#### REACTIONS

**Escape (Recharge 6).** When a snow loper takes damage, it can choose to react by immediately using an action to bolt away at its maximum speed.



## STEEL SPIDER

Steel spiders are creatures of living metal that spin incredibly thin webs also made of metal. When an adventurer named Yvaras and her companions explored an Ancients' machine-complex buried beneath the sands, she encountered a nest of steel spiders and had this to say:

*"We had a crystal orb—some device of the Ancients—to light our way. Suddenly someone says they see something sparkling right in front of me. In the light, right? I stopped right off, and if I hadn't, I wouldn't be telling you this now—I'd be in three or four pieces on that floor. See, I reached out with my dagger to touch what it was. Just a few strands of spider web stretched across the walkway. That's all, right? Except touching it with my dagger cut into the blade a half inch. A good iron blade, ruined! That's how sharp and strong those things are. I turned around to tell Naeris, but then he says, 'It's shaking!' I turned back to see a spider glistening like silver in our light. It was the size of a dinner platter, moving along two of them thin little strands right toward us! Good thing we had that heat-cutter that Julran found. We used it like a weapon on the spider as it approached. One blast with that drove it off, and we got outta there. Naeris said that as we left, he saw more of 'em. A whole network of their webs strung everywhere. I don't want to go back there anytime soon."*

**Sharp Webbing.** Steel spider webs are not sticky; they're razor sharp and easily cut through most material, including flesh. The strands are so thin that it's easy to walk into them by accident. Several Ancients sites are criss-crossed with thin, silvery filaments. Explorers have to figure out how to get past such webs without being cut to ribbons. If very carefully cut and stored, a steel spider's web strands can be used as deadly garrotes or cutting tools.

*Living in small nests of three or four, steel spiders spin their webs in dark ruins, subterranean locales, and wilderness areas of any climate.*

*A steel spider's bite injects a victim with the metallic strands. Victims' muscles and tendons are torn apart by the invasive injection.*



### STEEL SPIDER

*Tiny construct, unaligned*

**Armor Class** 8

**Hit Points** 37 (6d4 + 12)

**Speed** 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	6 (-2)	14 (+2)	2 (-4)	15 (+2)	1 (-5)

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, poisoned

**Senses** blindsight 60 ft. (blind beyond this radius), passive Perception 12

**Languages** —

**Challenge** 2 (450 XP)

**Spider Climb.** The spider can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

**Razor Webs.** Every steel spider is associated with at least one area of razor web, trapping a corridor up to 10 feet across (though many spiders could increase the radius of effect).

Noticing the webs before blundering into them even in full light requires a successful DC 14 Wisdom saving throw. Those who walk into (or fall into a pit filled with) razor web take 17 (5d6) slashing damage. Each strand of webbing has AC 15 and 15 hit points.

#### ACTIONS

**Bite.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target.

*Hit:* 9 (2d6 + 2) piercing damage plus 3 (1d6) additional piercing damage each round for three rounds on a failed DC 14 Constitution save.

## STRATHARIAN WAR MOTH

These oversized moths have pale yellow wings and bodies the color of skulls. Most have a wingspan of at least 5 feet. When they open their wings wide, they shed a brilliance that withers flesh without harming nonliving objects.

*No one knows the origin or meaning of the word "Stratharian."*

**Battle Bred.** Bred for battle by some faction of the Ancients, the creatures are hard to control by any device or superior creature so far found. Difficult to train or command, these creatures seem driven to destroy all other living things.

**Wandering Packs.** Stratharian war moths make for a dangerous encounter, usually in the wild. However, a wandering pack could come upon a village and terrorize it, keeping people trapped in their homes until help arrives—perhaps in the form of traveling PCs.



### STRATHARIAN WAR MOTH

*Small monstrosity, unaligned*

**Armor Class** 13 (natural armor)

**Hit Points** 4 (1d6 + 1)

**Speed** 10 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
5 (-3)	14 (+2)	12 (+1)	1 (-5)	7 (-2)	3 (-4)

**Damage Immunities** psychic

**Condition Immunities** charmed

**Senses** blindsight 30 ft., passive Perception 8

**Languages** —

**Challenge** 1/4 (50 XP)

**Flesh-Withering Light.** Any living creature that begins its turn within 5 feet of a war moth that is not incapacitated is bathed in illumination that the unfurled wings produce. A target must succeed on a DC 11 Constitution saving throw or take 3 (1d6) necrotic damage.

#### ACTIONS

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

**Flesh-Withering Cone (Recharge 5–6).** The war moth produces a flash of illumination in a 60-foot cone. Each creature in that area must make a DC 11 Constitution saving throw, taking 10 (3d6) necrotic damage on a failed save, or half as much damage on a successful one.





### TETRAHYDRA

*“The tetrahydra is clearly a creature of bizarre standing, as it has no feet. Perhaps it stays aloft eternally or lands upon its great beaks to rest.”*

*~Unknown*

These large creatures, approximately 6 feet tall, look like black-feathered tetrahedrons with beaks and big wings. Tetrahydraz have four tentacles that they keep coiled along their lower half. The tentacles uncoil and can be used as feet and weapons.

**Nest Protectors.** Tetrahydraz fight to protect their eggs, which take two years to hatch and are situated in large nests as high up as the creatures can build them. Sometimes they attack alone, but more often they attack in groups of three or more. PCs are likely to run afoul of tetrahydraz only if they disturb a nest. However, an NPC skilled in breaking animals to training could have a covey of them serving as attack beasts.

*Tetrahydraz attack from the air, coming down at perceived enemies quickly, their wings folded back for maximum speed.*

#### TETRAHYDRA

*Medium beast, unaligned*

**Armor Class** 14 (natural armor)

**Hit Points** 33 (6d8 + 6)

**Speed** 20 ft., fly 120 ft.

STR	DEX	CON	INT	WIS	Cha
17 (+3)	11 (+0)	13 (+1)	5 (-3)	13 (+1)	6 (-2)

**Senses** darkvision 60 ft., passive Perception 11

**Languages** —

**Challenge** 2 (450 XP)

#### ACTIONS

**Multiattack.** The tetrahydra can attack twice, once with its beak and once with its tentacles.

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

**Tentacles.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) bludgeoning damage. If the target is a Medium or smaller creature, it is grappled (escape DC 13). Until this grapple ends, the tetrahydra automatically squeezes the target for 3 (1d6) bludgeoning damage each round and attacks the grappled target twice with its beak, and it has advantage on attack rolls to do so.

## THUMAN

A thuman looks much like a large hound, although it has a face that is almost human. Its tough, leathery flesh is covered in short hair except for a longer tuft at the top of its head that resembles a crest.

**In Service.** Thumans are intelligent and affable companions, and rarely the masters of their own affairs, preferring instead to serve others, which they do loyally. They don't speak, but they understand language well and can be trained to follow a vast number of commands. Thumans are almost never encountered in the wild; they actively seek the company of humans. The PCs likely encounter a thuman at the side of its master, usually someone with some previous experience exploring the legacy of the Ancients, or another creature that itself stepped out of an Ancients' cache.

*There is an unwritten code among thuman masters to treat their companions extremely well—more like a friend or ally than a pet.*

*The loss of a thuman companion is like the loss of a close family member.*



### THUMAN

Medium humanoid (thuman), neutral

**Armor Class** 10

**Hit Points** 13 (2d8 + 4)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	10 (+0)	15 (+2)	7 (-2)	12 (+1)	14 (+2)

**Senses** darkvision 30 ft., passive Perception 11

**Languages** quickly learns commands in any language

**Challenge** 1/4 (50 XP)

**Keen Perceptions.** The thuman has advantage on Wisdom (Perception) checks that rely on smell, hearing, or sight.

**Loyal Protector.** The thuman has advantage on attack rolls against a creature if the creature that the thuman has pledged service to is within 5 feet.

#### ACTIONS

**Multiattack.** The thuman can make two bite attacks.

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



## TRAVONIS UL

A writhing mass of tendrils 15 feet across and 12 feet high, a travonis ul is a creature from elsewhere that hunts for organic material to consume. Three to five tendrils are particularly long, with bulbous yellow eyes at approximately their midpoint. One broad tendril has a mouth with several mandibles. In addition to the damage a bite or bludgeoning tendril bash deals, the touch of a travonis ul causes great pain and disrupts nervous systems.

**Ancients Outsider.** A travonis ul is an intelligent creature, but it's utterly alien to almost everything, even to entities related to the Ancients. It doesn't seem to speak, read, or use tools of any kind, but it clearly understands and respects the numenera. Is it from another plane? Another time? Another world? When it comes to the travonis ul, such questions may not have meaning.

**Unearthly Hunger.** A travonis ul looks upon all other creatures as food or enemies (or both). Travonis ul are some of the most dangerous predators to be found among the Ancients' ruins, or in neighboring lands. The alien creatures eat constantly, so when one moves into an area, it quickly depletes the region of flora and fauna. Intelligent inhabitants usually organize resistance or just flee.



### TRAVONIS UL

*Huge aberration, neutral evil*

**Armor Class** 18 (natural armor)

**Hit Points** 142 (15d12 + 45)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	19 (+4)	15 (+2)	10 (+0)	16 (+3)

**Damage Resistances** acid, cold, fire, lightning, thunder

**Condition Immunities** charmed, poisoned

**Senses** truesight 120 ft., passive Perception 18

**Languages** understands most languages but can't speak

**Challenge** 10 (5,900 XP)

**Magic Resistance.** The travonis ul has advantage on saving throws against spells and other magical effects.

**Magic Weapons.** The travonis ul's weapon attacks are magical.

**Regeneration.** The travonis ul regains 10 hit points at the start of its turn if it has at least 1 hit point.

**Tendrils Strider.** The travonis ul's movement is unaffected by difficult terrain.

#### ACTIONS

**Multiattack.** The travonis ul makes three attacks: one with its bite and two with its tendrils. If the travonis ul is grappling a creature, it can use smother once.

**Bite.** *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 9 (1d8 + 5) piercing damage plus 7 (2d6) psychic damage.

**Tendril.** *Melee Weapon Attack:* +9 to hit, reach 20 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage plus 7 (2d6) psychic damage. The target is grappled (escape DC 19) if it is a Large or smaller creature and the travonis ul doesn't have two other creatures grappled.

**Smother.** The travonis ul bites and tendril-batters the grappled creature, having advantage on attack rolls to do so. Each hit deals an additional 4 (1d6) psychic damage.

## VARAKITH

*Varakith only appear after one or more Ancients' caches open. Once loosed in the world, they likely war against subterranean communities they find in the sunless deeps.*

A varakith is a vaguely insectlike creature, 10 feet long, with multiple legs that end in tips like spears. It uses these lances to skewer enemies and drain them of blood, after which the creature adds them to its own body to serve as armor. Varakith prefer to dwell alone or in pairs in any temperate or warmer region. They make nests underground.

**Singers, Not Mindless Beasts.** The strange noises the varakith make are actually songs and have meaning. Varakith “speak” (or rather, “sing”) by rubbing two of their legs together, which produces a trilling sound. The song that one sage translated went as follows:

*We fight and crush  
Gnash and drink  
The foe at our heels will be our bread  
The foe at our heels feeds victories yet to come  
Stronger today, stronger tomorrow  
We fight  
We crush  
We gnash*

**Contemptuous.** Varakith have a dark and bloodthirsty spirit with little respect for others. However, a creature that proves itself in combat might be considered worth speaking to if communication can be established. Varakith see the world as one big gladiatorial arena in which they must constantly prove themselves. Even a respected combatant is still a foe to be overcome eventually—long-term alliance is not possible. However, varakith are

not particularly devious or duplicitous about their mindset. They make their feelings known.

**Subterranean Foes.** Varakith are excellent foes for PCs exploring subterranean areas, and having these monstrous things turn out to be fairly intelligent is a nice twist. Consider a scenario in which a young man hires the PCs to find his brother who disappeared while exploring a cave in the hills. Only after long searches do the characters discover that the brother's corpse now adorns the back of a vicious varakith.

### VARAKITH

*Large monstrosity, lawful evil*

**Armor Class** 15 (natural armor), +1 Armor per medium or smaller victim attached to varakith's form, up to +3

**Hit Points** 114 (12d10 + 48)

**Speed** 30 ft., burrow 30 ft.

STR	DEX	CON	INT	WIS	CON
18 (+4)	14 (+2)	18 (+4)	11 (+0)	10 (+0)	8 (-1)

**Senses** tremorsense 120 ft., passive Perception 10

**Languages** Varakith

**Challenge** 5 (1,800 XP)

#### ACTIONS

**Multiattack.** The varakith makes two attacks with its spearing legs.

**Spearing Legs.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) piercing damage. Medium or smaller targets who are hit must also succeed on a DC 15 Strength saving throw, or be grappled (escape DC 15). A grappled creature is attached to the varakith's back with hooks and spikes. Until this grapple ends, the target is restrained and takes 7 (2d6) piercing damage each round, while the varakith gains a +1 bonus to AC. Up to three targets can be so grappled at one time. Corpses continue to provide a bonus to AC.







## XI-DRAKE

Xi-drakes sometimes darken the skies over Ancients' caches. Their massive size, white skin, reptile-like form with broad wings, and long tail means they are sometimes confused with different creatures entirely.

**Mind Readers.** Xi-drakes have keen senses, but more impressively, they can read the mind of any intelligent living creature within 120 feet and thus are almost impossible to deceive.

**Sociable, Amenable to Pacts.** Though telepathic, they cannot speak (telepathically or otherwise). However, their ability to read minds allows a sort of communication. They are not so much tamed or trained as they are befriended. Sometimes they enter into pacts with individuals (or groups), and serve as mounts. Once a xi-drake is bound to a rider/companion, the two work in concert until death (usually the death of the rider, since xi-drakes live for hundreds of years).

*Xi-drakes, decanted from stasis pods by explorers, seem willing to interact with whatever creatures they encounter.*

### XI-DRAKE

*Huge monstrosity, neutral good*

**Armor Class** 14 (natural armor)

**Hit Points** 85 (9d12 + 27)

**Speed** 30 ft., fly 120 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	18 (+4)	17 (+3)	12 (+1)	18 (+4)	14 (+2)

**Senses** Darkvision 120 ft., passive Perception 14

**Languages** Telepathy 120 ft. (only to receive thoughts, not to send)

**Challenge** 5 (1,800 XP)

**Flyby.** The xi-drake doesn't provoke an opportunity attack when it ends its movement out of an enemy's reach.

**Magic Resistance.** The xi-drake has advantage on saving throws against spells and other magical effects.

#### ACTIONS

**Multiattack.** The xi-drake makes one bite and one tail slam attack.

**Bite.** *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target.

*Hit:* 21 (3d10 + 5) piercing damage, and the target is grappled (escape DC 16). Until this grapple ends, the target is restrained, and the xi-drake can't bite another target.

**Tail Slam.** *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage. If the target is a creature, it must succeed on a DC 16 Strength saving throw or be knocked prone.

**Read Thoughts.** The xi-drake telepathically reads the surface thoughts of one creature within 120 feet that it can see as a bonus action. While the target is in range, the xi-drake can continue reading its thoughts, even if taking normal actions. While reading the target's mind, the xi-drake has advantage on Wisdom (Insight) and Charisma (Persuasion) checks against the target. A creature aware of the mind-reading who doesn't want their mind to be read must succeed on a DC 17 Wisdom saving throw, which confers a day's immunity if successful.

#### REACTIONS

**Anticipate Attack (5–6).** The xi-drake anticipates one melee attack that would hit it and negates it. To do so, the xi-drake must be reading the target's thoughts.

## YELLOW SWARM

Yellow swarms are groups of insect-like creatures. They must stay in close proximity to one another, or they lose their ability to remain on this plane of existence. They look like a small cloud of yellow locusts until you get close enough to see that they are transparent and oddly configured, with asymmetrical bodies that have seven legs and five wings.

**Hunger for Brain Fluids.** Yellow swarms feed on various chemicals in the brains and spines of living creatures. Defending against this hunger is tough because a yellow swarm is always fading in and out of reality. Yellow swarms often linger near interdimensional gates or other access points, so the presence of a swarm is a good indicator that a gate is nearby.



### YELLOW SWARM

*Medium swarm of Tiny beasts, unaligned*

**Armor Class** 14 (natural)

**Hit Points** 65 (10d8 + 20)

**Speed** 0 ft., fly 20 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	15 (+2)	2 (-4)	11 (+0)	13 (+1)

**Damage Resistances** bludgeoning, piercing, slashing

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

**Senses** Blindsight 60 ft., passive Perception 10

**Languages** —

**Challenge** 4 (1,100 XP)

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

#### ACTIONS

**Multiattack.** The yellow swarm makes three bites attacks.

**Bites.** *Melee Weapon Attack:* +5 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 17 (4d6 + 3) piercing damage, or 10 (2d6 + 3) piercing damage if the swarm has half of its hit points or fewer.

**Reality Phase (Recharge 4–6).** The yellow swarm fades into a different reality not normally accessible by other creatures for one round, rendering attacks against it moot. Before or after reality phase, the yellow swarm can make one bites attack.



# YOVOK

The horrid yovoki are short, squat, corrupt humanoids with jaundiced skin draped loosely over their flabby, hairless bodies. They hunt and kill for pleasure, although they happily eat whatever they kill as well. In fact, they eat constantly and seem able to digest almost anything. Yovoki wander in small groups of three to six in the mountains and hills.

**Savage Humanoid Effigies.** Yovoki are too disordered to have a strict group hierarchy. Instead, they all just yell and snort and squeal until one of them gets their way. There are two yovoki genders, but sometimes even they cannot tell the difference between their males and females. They kill for pleasure, food, and as displays of strength.

**Gutter Schemers.** Fast-talking characters might be able to reason with yovoki, but doing so is difficult due to their bloodlust. It might be easier for the PCs to intimidate or frighten them into compliance. Despite their corrupt and savage nature, some are smart enough to use numenera devices or hatch simple plots to get what they want—poisoning wells, kidnapping important people, and so on.

*Like killisti, yovoki are apparently humans mutated by numenera devices, possibly purposefully, though to what end and by what is unknown.*

*Killist, page 193*

*Each yovok has a spear, club, or other melee weapon. A group of yovoki has at least one cypher among them.*



## YOVOK

*Small humanoid (yovok), chaotic neutral*

**Armor Class** 14 (natural armor)

**Hit Points** 14 (4d6 + 4)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	13 (+1)	9 (-1)	10 (+0)	10 (+0)

**Skills** Athletics +4

**Senses** darkvision 60 ft., passive Perception 10

**Languages** Yovok, some understand Common

**Challenge** 1/4 (50 XP)

## ACTIONS

**Spear.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

*Hit:* 6 (1d6 + 3) piercing damage.

**Barb Spit (Recharge 5–6).** *Ranged Weapon Attack:* +5 to hit, range 40 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and target must succeed on a DC 13 Constitution saving throw or become paralyzed for the next four rounds.

## ZHEV

*Zhev seem inclined to prevent infractions of the law and act to preserve order, keep the peace, and protect the lives of innocents.*

Zhev are cylinders 6 feet high and 3 feet in diameter, and typically hover 3 feet off the ground. Their three triangular eyes appear to be organic. The eyes usually stay together in a larger triangle formation, moving inside the cylinder, peering through a slit near the top that goes all the way around. The eyes can also separate, each looking in a different direction, but they do this rarely.

**Biomechanical and Resolute.** Although the Zhev are essentially constructs, they have organic interior components as well as mechanical parts. When activated, they either return to whatever Ancients' command they last received (which likely makes little sense in their new context) or look for new instructions.

**Enforcers of Law.** If a group of Zhev find themselves at loose ends, they may offer their services to a city or other location. If a pact is agreed to, affected Zhev obey the orders given to them by their new hosts. Other people cannot reason or negotiate with the Zhev. They are relentless and merciless, though they first attempt to capture criminals rather than use violent or lethal force.

Usually, the Zhev seem inclined to prevent infractions of the law and act to preserve order, keep the peace, and protect the lives of innocents. When forced to choose between options, they always make the choice that saves the most people from the greatest harm. Protecting innocents takes priority over enforcing laws, assuming Zhev in the area even know what local laws might apply.

*PCs who run afoul of the Zhev have likely done something very wrong.*

*Magic vs. the Ancients, page 252*

*The Zhev usually begin a fight by firing stun gas canisters or nets. If the gas and nets fail, Zhev physically attack.*

*The body of a defeated Zhev can be scavenged for a cypher, and sometimes (1 in 1d10) a relic.*

### ZHEV

Medium construct, lawful good

**Armor Class** 20 (natural armor)

**Hit Points** 60 (8d8 + 24)

**Speed** 0 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	16 (+3)	10 (+0)	10 (+0)	10 (+0)

**Skills** Perception +4

**Damage Resistances** bludgeoning, piercing, and slashing from nonmagical attacks not made with adamantite weapons

**Damage Immunities** force, necrotic, poison

**Condition Immunities** blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned, stunned

**Senses** blindsight 120 ft. (blind beyond this radius), passive Perception 14

**Languages** Zhev, some understand Common

**Challenge** 4 (1,100 XP)

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

**Magic Weapons.** The Zhev's weapon attacks are treated as if magical.

### ACTIONS

**Multiattack.** The Zhev makes three tentacular arm attacks.

**Tentacular Arm. Melee Weapon Attack:** +6 to hit, reach 10 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage.

**Net. Ranged Weapon Attack:** +3 to hit, range 5/15 ft., one Large or smaller creature. *Hit:* The target is restrained. A creature can use its action to make a DC 15 Strength check to free itself or another creature in a net, ending the effect on a success. Dealing 5 slashing damage to the net (AC 15) frees the target without harming it and destroys the net.

**Incapacitating Gas (Recharge 5–6).** The Zhev fires a canister to a point within 120 feet that it can see, which then detonates. Each creature in a 20-foot-radius sphere centered on that point must succeed on a DC 15 Constitution saving throw or be incapacitated 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.



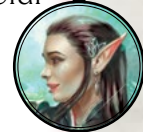


“But how well does their metal hide stand up to an axe? Now that’s a question that wants an answer.”

~Faim Trubeard, dwarf veteran and prospector

“Why? They seem peaceable enough. Civic-minded, one might say.”

~Elmande, elf mage and scholar



“They’re not natural, is why. Sure, the one we met saved us from that machine demon, thank the Forge. I appreciate that. But you’re the one who pointed out what the quotion lore said about these Zhev—they’ll always act to ensure a just outcome for the largest number of innocent beings, not matter what. Which means that if they have to kill five folks to save six, then those five had better be right with their gods. And that just isn’t right. Plus, why is it Zhev with a capitol ‘Z’?”



~Faim Trubeard, dwarf veteran and prospector

## BASIC AUTOMATONS

*The Ancients relied on automatons of every shape and size. However, despite their variety, certain automaton models have the same basic functions, though not always the same form.*

*The purpose of these stat blocks is to provide easy-to-use automatons for the various numenera, creatures, and adventures that need them (the equivalent of having stat blocks for generic NPCs). Customizing their stats too much isn't worth the effort.*

The Ancients created many kinds of automatons to take care of repetitive or dangerous tasks. These automatons' shapes and composition may vary, and the simplest ones have a very limited number of functions. This material provides statistics for various simple automatons that adventurers might encounter during a campaign. These stat blocks can be used to represent almost any kind of uninteresting automaton—servant units that prepare or serve food, crafting units that build basic structures out of stone or wood, scouts that patrol an area, guardians that protect a creature or location, and so on.

The GM can customize them by adjusting size, stats, specifying what form its attacks take (claws, slams, and so on), adding manufactured weapons (swords, rays, or even cyphers or relics), different movement modes, skill bonuses, or even a special ability. These changes should be limited so the GM doesn't have to adjust the automaton's challenge rating. For example, the basic automaton's listed melee attack method is just called "melee attack"; it doesn't matter if that's a claw, drill, or blade, and the GM can use the listed attack stats for whatever weapon they decide the automaton is using. Depending on the automaton's role, it may not have more than one attack type (a chef automaton might attack with a built-in chopping knife but not have any way to make ranged attacks).

The following creature stat listings cover the five most common types of basic automatons.

### BASIC AUTOMATON, TYPE ONE

*Tiny construct, unaligned*

**Armor Class** 11 (natural armor)

**Hit Points** 10 (4d4)

**Speed** 30 ft.

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

**Skills** any one with proficiency +1

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** passive Perception 9

**Languages** — or one

**Challenge** 1/8 (25 XP)

#### ACTIONS

**Melee Attack.** *Melee Weapon Attack:* -2 to hit, reach 5 ft., one target. *Hit:* 1 slashing damage.

**Ranged Attack.** *Ranged Weapon Attack:* +2 to hit, range 30/60 ft., one target. *Hit:* 1 piercing damage.

### BASIC AUTOMATON, TYPE TWO

*Small construct, unaligned*

**Armor Class** 11 (natural armor)

**Hit Points** 35 (8d6 + 8)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	13 (+1)	13 (+1)	10 (+0)	10 (+0)	7 (-2)

**Skills** any one with proficiency +2

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** passive Perception 10

**Languages** — or one

**Challenge** 1/4 (50 XP)

#### ACTIONS

**Melee Attack.** *Melee Weapon Attack:* +0 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) slashing damage.

**Ranged Attack.** *Ranged Weapon Attack:* +3 to hit, range 30/60 ft., one target. *Hit:* 3 (1d4 + 1) piercing damage.



**BASIC AUTOMATON, TYPE THREE***Medium construct, unaligned***Armor Class** 13 (natural armor)**Hit Points** 65 (10d8 + 20)**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	13 (+1)	15 (+2)	10 (+0)	12 (+1)	7 (-2)

**Saving Throws** Str +4**Skills** any one with proficiency +2**Damage Immunities** poison**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned**Senses** passive Perception 11**Languages** — or one**Challenge** 2 (450 XP)**ACTIONS****Melee Attack.** *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) slashing damage.**Ranged Attack.** *Ranged Weapon Attack:* +3 to hit, range 30/60 ft., one target. *Hit:* 8 (2d6 + 1) piercing damage.**BASIC AUTOMATON, TYPE FOUR***Medium construct, unaligned***Armor Class** 15 (natural armor)**Hit Points** 90 (12d8 + 36)**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	13 (+1)	17 (+3)	10 (+0)	12 (+1)	7 (-2)

**Saving Throws** Str +5**Skills** any one with proficiency +2**Damage Immunities** poison**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned**Senses** passive Perception 11**Languages** — or one**Challenge** 4 (1,100 XP)**ACTIONS****Melee Attack.** *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 17 (4d6 + 3) slashing damage.**Ranged Attack.** *Ranged Weapon Attack:* +3 to hit, range 30/60 ft., one target. *Hit:* 15 (4d6 + 1) piercing damage.



## BASIC AUTOMATON, TYPE FIVE

*Large construct, unaligned*

**Armor Class** 15 (natural armor)

**Hit Points** 133 (14d10 + 56)

**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	13 (+1)	19 (+4)	10 (+0)	12 (+1)	7 (-2)

**Saving Throws** Str +7

**Skills** any one with proficiency +3

**Damage Immunities** poison

**Condition Immunities** charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned

**Senses** passive Perception 11

**Languages** — or one

**Challenge** 6 (2,300 XP)

### ACTIONS

**Melee Attack.** *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 32 (8d6 + 4) slashing damage.

**Ranged Attack.** *Ranged Weapon Attack:* +4 to hit, range 30/60 ft., one target. *Hit:* 29 (8d6 + 1) piercing damage.





# PART 4: MASTERING THE ARCANA



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# GM ADVICE FOR ARCANA OF THE ANCIENTS

Using *Arcana of the Ancients* is fun, but the group will need to make some decisions of how best to use it in their game. Because this is primarily a worldbuilding issue, the GM is at the forefront of these decisions.

The decisions can be summarized, from biggest to smallest, in this way:

1. Insert *Arcana of the Ancients* into an existing campaign, or start a new campaign?
2. How should *Arcana of the Ancients* be introduced into a campaign?
3. Is the material in *Arcana of the Ancients* basically another type of magic, or something else?

*The Hills of Crooked Sleep*, page 7

If you run the opening adventure, *The Hills of Crooked Sleep*, then all of these decisions have been made for you. It's designed to be inserted into an existing campaign, it introduces the creations of the Ancients directly (and opens the door for much more), and it treats these devices as, more or less, magic.

In this chapter, however, we're going to discuss these decisions in more depth, so you're prepared to perhaps make different choices as suits your game. You'll find that the decisions are closely intertwined, and there are many issues to consider.

*Jiraskar*, page 189

## WHAT IS THE NUMENERA?

"The numenera" is a term that refers to anything that seems supernatural and that comes from the prior ages that predated even the Elder Elves. From a 21st-century point of view, this means devices, machines, vehicles, robots, computers, weapons, satellites, drugs, and so on. But it also

means bioengineered creatures, cybernetic beings, and creatures brought here from alien worlds in other solar systems, or dimensions beyond those typically understood to be part of cosmology. In other words, it's not just high tech, but also devices that surpass even our 21st-century understanding—things that manipulate time, space, gravity, and more.

However, it's important to remember that the player characters don't look at the numenera the way that 21st-century people look at technology. In a fantasy world, a force field projector and a two-way radio would seem not only like magic, but magic of the same level of power. In fact, the radio might seem more potent because its use is broader, and its effects are "invisible." Characters with a medieval sensibility have no perspective on what sorts of technology are more advanced than others, and they take none of it for granted.

The same is likely true of many of the creatures presented in *Arcana of the Ancients*. Commoners will likely think that most of them are simply "demons." PC adventurers will likely learn differently, but the average villager, townspeople, trader, or guard in a fantasy setting doesn't have the knowledge or perspective to imagine that a thing nearly 20 feet tall that hungers for flesh is anything other than a supernatural beast of pure evil. But in truth, this thing—in this case a *jiraskar*—is not a demon in the planar sense, but actually an apex predator, one of many somehow transported from the Ancients' time. Despite their size, they are animals. But the dangers that these creatures pose make a commoner's perceptions understandable. The concept of a demon—a spiritually





evil entity—is a label for threats that can't be understood. To lump all creatures that hunger for flesh and hunt humans together as demons is clearly simplistic. Worse, doing so probably robs locals of potential strategies for dealing with such a creature. An animal can be dealt with. But a demon?

Luckily, your PCs are likely to learn to discern the difference in time.

## INTRODUCING ARCANA OF THE ANCIENTS TO YOUR GAME

The adventure in Chapter 2—The Hills of Crooked Sleep—is designed to be the event that brings the numenera into your 5E game. During the course of the adventure, an incredible Ancients' cache is found and triggered. This has wide-ranging consequences. A wave of influence washes across the world, and other caches begin opening on their own, while still other vaults become available to be found by PCs. Previously undiscoverable ancient ruins come to light, absent entities and other creatures return, and all kinds of strange items begin to trickle into the light.

However, the speed at which you want to introduce new material to your game is obviously completely up to you. If you'd rather keep each introduction of the numenera under strict control, in your game maybe a new cache must be searched out and opened by PCs each time something from this book is presented.

You might prefer a more mixed approach. If PCs are opening caches, it's likely that NPCs are too. Not to mention powerful monsters like dragons, liches, demons, and of course, wizards eager to find new lore, danger be damned. Repercussions from such activities likely begin as a slow trickle, but could grow in magnitude over time, especially as entities locked away for time out of mind begin to find their way in the campaign world.

Or not. It's entirely up to you. In your game, vaults containing the numenera might be so rare and hard to find that only PCs have means to find them, and then not easily. If you're at all leery about the prospect of flooding your world with weird machines and devices, start slowly. You can always decide that new caches become available or open on their own later on, especially if a good story reason to do so occurs to you.

*Ancients' caches are also referred to as vaults or ruins.*

## ARCANA IN THE WORLD

It's very likely that as numenera gets out into the world, it falls into the hands of NPCs. And perhaps some of it has been around all along. Perhaps, for example, the floating castle that everyone assumed was magical is actually sustained by a machine from ancient times.

One way or another, NPCs will end up with cyphers, relics, iron flesh, and more. And that's where things get really interesting! Mutant ogres, undead cyborgs, powerful warriors armed with weird energy weapons, an emperor with his own "sky chariot."

## MAGIC VS. THE ANCIENTS

The Ancients use advanced technology to amazing ends, while wizards, demons, and gods use magic. Except it's not as simple as that. You could go with the default assumption, or decide that magic and Ancients technology is different.

## DEFAULT OPTION: MAGIC AND THE NUMENERA EQUIVALENCE

The default assumption for *Arcana of the Ancients* is that certain creatures and objects are treated as if magical, whether that's to gain immunity vs. nonmagical attacks, to gain magic resistance, or to have their attacks treated as if they were magical. Creatures that are treated as magical are so indicated in their stat blocks.

Devices like cyphers, relics, and iron flesh do not individually call out their effects as being treated as if magic; however, they should be treated as producing magical effects if there is some question whether a triggered ability could affect a monster with magic resistance. For example, if a PC uses their *winter torque* iron flesh to create a cold burst that might affect a devil that has magic resistance, the devil's magic resistance applies.

There are a couple reasons for this default position, which go hand in hand.

Story-wise, the fundamental extra-dimensional or cosmic energy that Ancients' technology uses might well be the same supernatural field that wizards and gods draw upon. Though the techniques

used to produce the effects are different, they both stem from the same original font of chaos and change that underlies reality.

Balance-wise, this allows the machines, devices, and creatures presented in this book to fit into the already-balanced ecosystem of the 5E ruleset, a ruleset that has given much thought to how magical effects play out among powerful entities.

That said, you could go a different way, and treat magic and the energies created by Ancients devices as fundamentally different.

## SECOND OPTION: MAGIC AND THE NUMENERA NONEQUIVALENCE

It's viable run a game where the technology of the Ancients bypasses warding designed to keep out magic and ignores magic resistance. Using this option means that creatures, such as the previously mentioned devil, would not gain any additional protection from a character using a numenera device on it as they would if resisting a spell.

On the other hand, powerful creatures introduced in this book would not have their attacks treated as if magical (assuming you ignored the ability in their stat block indicating to the contrary). This would render certain extant magical creatures, especially those with immunity to non-magical attacks, as unassailable by some of the most powerful creatures released from the Ancients' caches.

At least at first. Because such a situation could lead to a variety of interesting stories. For example, some of the powerful entities described in these pages, such as a *quotien*, would likely undertake a research project to alleviate such a discrepancy immediately. That project might provide some numenera tool able to focus magic, or it might lead the *quotien* to learn magic for itself or to acquire potent magic items, further empowering it.

Sometimes, the magic-numenera nonequivalence will raise unobvious questions you'll have to be prepared to answer. For instance, if a character gets their hands on a *matter evaporator* cypher and tries to use it on a magical tome



*Quotien, page 224*

*Winter torque, page 124*

*Matter evaporator, page 89*



specifically ensorcelled to resist normal, non-magical damage, should the matter evaporator simply fail to work on it? The answer might be yes in this case, though it might create a cavity around the tome into which the book drops.

## USING CYPHERS IN YOUR GAME

Cyphers are similar to one-use magic items. In a game where Ancients' caches have opened, many of them might be available for PCs, who can carry only up to three at once before the danger associated with one person carrying too many at once kicks in.

The idea is that characters should begin to trust that the availability of cyphers is high, allowing them to continually find and use them, without having to hoard. If they do, they might not get to use the next weird, new cypher that's found.

But don't think about cyphers as a requirement for your game; they're a reward! Cyphers are a powerful tool for keeping gameplay fresh and exciting, because by their very nature, they're always changing. Cyphers = Excitement.

Because they are essentially one-use abilities that characters gain and use over the course of the game, a character's capacity can change from session to session, which means the unexpected is always around the corner.

In game design for any system, one of the most difficult issues of game balance is introducing new PC abilities. It's not enough to think about what it will be like if a PC summons a *callerail* once, you have to think about what effect it will have that the PC has the ability to summon callerails all the time. Maybe even every encounter. But cyphers, being one-use, don't cause this problem.

Sure, a PC might end up with the ability to take down one really tough challenge with a wink or wave of a weird gizmo, but that's just one challenge of many that the group will face. It's fun, it's invigorating, but it's not unbalancing, because they'll very likely never find such a device again.

Plus, cyphers are a way for a player to gain access to fun abilities without having to wait for months of game time to reach the level where it's appropriate for the PC to be able to use a higher-level ability.

## CYPHER DANGERS

Each character has a limit on the number of cyphers they can carry at any given time. The idea is that cyphers are dangerous when gathered together. But this idea is actually only derived common wisdom, some of which might be based on incorrect observations. Although most cyphers are inherently unstable, will there be a terrible explosion if the dwarf gathers three cyphers in their fist at the same time? Probably not. Can a character tuck six pills into a pouch without dying of invisible poisoning? Almost certainly.

The limit on cyphers is more of a gameplay mechanism than a setting or flavor issue. Basically, it's bad for the game if PCs hoard cyphers because they're meant to be used. Hoarding cyphers means there will be long stretches of the game without cypher use, and at some point, there probably will be a moment with far too much cypher use.

Which is why the *cypher limit* exists, and the related *Cypher Dangers Table*.

*Cyphers, page 40*

*Cypher limit, page 40*  
*Cypher Dangers Table, page 41*

## ALTERNATIVE CYPHER RULES

Here are some alternative ideas on how to limit cyphers and keep the same spirit of gameplay:

- Give an expiration date to each cypher, citing their instability. However, that requires a lot of bookkeeping.
- Characters who bear more than their cypher limit always act at disadvantage. This method is certainly simple.
- The perils of having too many cyphers could be handled entirely through roleplaying, with characters acting out of caution and outright fear of something they know to be dangerous.
- Just ignore all the weird cypher rules and treat cyphers like one-shot magic items.

*Callerail, page 152*

## NUMENERA DEVICE SHAPES AND MATERIALS

The descriptions of the cyphers, relics, and other numenera items in this book include a default shape and sometimes material. However, these wonders of the Ancients can vary widely in appearance, for reasons lost to the epochs. The following sections allow a GM to quickly come up with an interesting and unique description for numenera items to keep each discovery new, weird, and mysterious; roll once on the Device Shapes options and once on the Device Materials options when PCs discover a device of the numenera.

### DEVICE SHAPES

These entries describe the item in the most general, broad terms, and these should just be the baseline or quick description of the object, with the actual object looking more irregular and weird—something that generally looks like a cube might have some rounded edges, small spheres on each corner, and a handle extending from one face. Any of these shapes could be decorated with writing, etchings, grooves, ridges, knobs, buttons, unidentifiable lines, and so on. The names for some of these are the English names, and in truth, they are called by other names.

- 01–03 Bent cylinder: A cylinder with curved sides, with circular, oval, or faceted ends that are perpendicular to the side or skewed.
- 04–06 Cogwheel: A round, flat cylinder, with or without interior holes, with square or triangular teeth around the perimeter.
- 07–09 Cone: A squat or pointy cone, with a flat, rounded, or sharp end.
- 10–12 Crescent: A flat piece that curves around a central point, which may have something fixed or held in that space (such as a crystal).
- 13–16 Cube: A perfect cube (like a d6) or another six-sided shape that doesn't necessarily have sides or edges that are the same size or shape. One or more faces might open to its interior.

- 17–19 Cup: A curved exterior and a hollow space, perhaps capped with an opaque or solid material and containing something.
- 20–22 Dodecahedron: Having twelve sides (like a d12), but not necessarily all the same size or shape. One or more faces might open to its interior.
- 23–26 Ellipsoid: A sphere, flattened sphere, or a distorted version of either (such as having a pressed-in or stretched-out section).
- 27–29 Flexible irregular: A flexible material in an irregular shape (perhaps jagged or curving).
- 30–34 Flexible rectangle: A flexible material in the general shape of a rectangle or square.
- 35–38 Flexible triangle: A flexible material in the general shape of a triangle.
- 39–41 Handle: The pommel of a weapon or handle of a tool, perhaps not shaped for human hands.
- 42–44 Helix: A spiral cylinder. The ends stop abruptly, connect to something else, or to each other.
- 45–47 Hourglass: Two bulbs or cones connected at the narrowest point, perhaps containing a solid or liquid.
- 48–49 Hyperviscous liquid: A slowly-flowing material, more viscous than molasses but less than molten glass, that forms a flat puddle if undisturbed. May be activated by surface contact or embedded materials triggered by pressure.
- 50–52 Icosahedron: Having twenty sides, either round like a d20 or more star-like, with facets that may not necessarily all be the same size or shape. One or more faces might open to its interior.
- 53 Impossible trident: A squat fork-like shape that appears to have two or three prongs depending on what end is viewed. Likely a pandimensional object.





54–56 Irregular plate: A stiff material in an irregular shape (perhaps jagged or curving).

57 Klein bottle: A one-sided surface resembling a bottle whose neck crosses into the bulb and joins the base. Likely a pandimensional object.

58–60 Leaf: A blade-like shape that may have a smooth or irregular edge.

61 Menger cube: A cube bisected by smaller and smaller holes in a grid pattern.

62 Möbius strip: A flat ribbon that intersects with itself after a half-twist, creating a surface with only one side.

63–64 Morphic: A stretchable, compressible material like clay or putty that retains its shape or slowly returns to a default shape over time. May be activated by surface contact or embedded materials triggered by pressure.

65–68 Octahedron: Having eight sides (like a d8), but not necessarily all the same size or shape. One or more faces might open to its interior.

69 Penrose triangle: A twisted angular triangle that appears to fit together in strange angles depending on what corner is viewed. Likely a pandimensional object.

70–74 Rectangular plate: A stiff material in the general shape of a rectangle or square.

75–78 Square pyramid: A five-sided pyramid with a square base and triangular sides. The triangular sides aren't necessarily the same shape or size. May be solid or hollow.

79–81 Stack: Multiple instances of one shape (such as cubes, rings, or spheres) stacked together in a line or 3D shape, either fused or held together by an unknown force.

82–85 Straight cylinder: A cylinder with straight sides, with circular, oval, or faceted ends that are perpendicular to the side faces or skewed. One or more faces might open to its interior.

86–89 Tetrahedron: Having four sides (like a d4), but not necessarily all the same size or shape. One or more faces might open to its interior.

90–93 Torus: A rounded disk with a hole in the center (like a doughnut or inner tube). The hole might be centered or off-center, and the thickness can be different at each end.

94–96 Triangular plate: A stiff material in the general shape of a triangle.

97 Roll twice: The item changes between two different shapes, either on its own or as part of its activation controls.

98–99 Roll twice: Combine the shapes, either as a unified item or two different items hooked up to create a working device.

00 Roll three times: Combine the shapes, either as a unified item or three different items hooked up to create a working device.

## WHAT IS THAT UNKNOWN SUBSTANCE? IT'S SYNTH

Sometimes, a device is described as metallic, glass, or crystal, in which case regular object statistics apply, including the appropriate object AC. Other times, it's not clear what substance a numenera device is crafted from because it is a completely manufactured material. The catch-all term for such material is "synth." But if a PC wants to saw through a synth tube, shatter a synth canister, or smash a device of synth that opens a portal into a previously curled-up dimension, they need to know its object AC.

**Synth AC:** 16 (unless otherwise noted in a particular object description)



*Many of these materials that appear to be simple—tar, wood, and so on—are actually complex smart materials that just resemble commonplace substances, or were deliberately engineered to grow from living things.*

*Many of these substances resemble living creatures, and might be the preserved remnants or hibernating bodies of creatures made into biological technology.*

*Some of the descriptive text for these entries might inspire how they interface with its user, such as a leaf-material cypher providing energy to the attached character.*

## DEVICE MATERIALS

The materials on this table are offered as inspirations when you describe what a numenera device is made of. These entries describe the item's main material in the most general terms. Ancients' objects usually aren't made out of one type of material. A weapon might have a synth shell and a leather handle, but its core is probably a piece of metal or a crystal. A healing device might be an injectable liquid encased in a pouch or absorbed into a fungal pod. Most items include some kind of circuitry, controls, and perhaps even an illuminated display, which may be a very different material than the main device. In the same way that the GM quickly describes a vehicle as "bright red, made of synth, with multiple wings," the players should understand that parts of the vehicle aren't red and aren't made of synth.

**Device Material AC:** If you need an object AC for one of the options provided on the materials table, the default is AC 15, even for things that may seem like they should be less, like a leaf or a mushroom; these materials are not *actually* those things, they are merely akin to them.

- 01 Aerogel: A gel-like solid that is a gas suspended in a very fine structure. Has the feel of polystyrene but the approximate weight of smoke (it is often called solid smoke).
- 02 Amphibian: Flesh with a water-permeable smooth skin like that of a frog or salamander. May be smooth or warty.
- 03 Bark: Plant-based hard protective outer layer, corresponding to skin in animals. May be physically durable or contain chemical agents to repel threats.
- 04 Bird: Flesh with feathers or down.
- 05 Carapace: Resembling the shell of an insect, arachnid, or crustacean. May be one contiguous piece or joined segments. May be filled with synthetic materials or the engineered remains of a once-living creature or its flesh.

- 06–12 Ceramic: Clay, hardened into a solid form by chemicals or temperature. Can look earthy or metallic, and have a lattice of microcrystals.
- 13–20 Crystal: A natural or artificial stone crystal, such as quartz or ruby. Usually faceted.
- 21 Egg: A protective shell around a solid or liquid interior. May be smooth (like a bird's), leathery (like a reptile's), or gelatinous (like a fish's or frog's).
- 22 Fish: Flesh with scaled or naked skin similar to a fish or eel.
- 23 Fruit: A plant-based fleshy body, usually containing seeds.
- 24–25 Gel: A jellylike soft material that usually retains its solid shape but has some liquid-like qualities such as flexibility and compressibility.
- 26–32 Glass: Noncrystalline amorphous solid, usually transparent or translucent, may be clear or colored, extruded or spun.
- 33–34 Hardened liquid: A liquid turned into a solid form by chemical or thermal means, such as butter, soap, dry ice, or blood gel.
- 35 Jellyfish: A gelatinous liquid surrounded by a flexible membrane. May use stingers as controlling mechanism or to deploy its interior.
- 36–37 Leaf: A flat, plant-based vascular organ, used to transform energy.
- 38 Mammal: Flesh with hair, milk-producing glands, or both.
- 39–40 Manufactured fiber: A cloth made out of fibers not created by plants or animals (cotton, silk, and wool are natural fibers, polyester and rayon are manufactured). The fibers might have numenera properties or may be a support structure for circuitry or other numenera.



41–60 Metal: Brass, bronze, copper, gold, iron, silver, steel, or a shiny unknown metal in an unusual color (blue, green, pink, purple, and so on).

61 Mold: A fungal flesh consisting of a large number of tiny individual cells, often in the form of tiny hairs. (This entry includes single-celled yeasts and algae, as well as fungal-animal or fungal-bacteria composite growths such as lichen.)

62–63 Mushroom: A fungal fruiting body with a stem, often edible, capable of producing spores.

64 Octopoid: Multilegged structure with soft skin, adhesive suckers on the underside, and a central orifice.

65 Oil: Viscous liquid that doesn't mix with water but mixes well with fats and other oils. May have a natural origin (from plants or animals) or harvested from geological pockets.

66 Root: A plant-based vascular organ used as an anchor and to absorb water and nutrients.

67 Rubber: A flexible organic material that can be soft (like surgical gloves), hard (like tires), or anything in between.

68 Scaled: Flesh with a scaled surface like the skin of a reptile, turtle, or snake.

69 Shark: Flesh with a sharp, scaled skin resembling that of a shark.

70 Shelf fungi: A fungal fruiting body lacking a stem, often edible, capable of producing spores.

71 Sponge: Porous, resilient flesh that filters or traps liquid.

72 Starfish: Multilegged structure with a spiny firm skin, adhesive tissue on the underside, and a central orifice.

73–77 Stone: A solid mass of minerals. May have an organic or inorganic origin.

78–92 Synth: Hard, soft, flexible, rigid, smooth, rough, opaque, or transparent, in almost any combination.

93–94 Tar: Sticky, waterproof, extremely viscous liquid. (When cooled to a solid, it is usually called pitch.)

95–96 Wax: Malleable solid that repels water and dissolves in oil. May have a plant, animal, or manufactured origin.

97 Worm: Flesh with a tubular structure, usually with a mouth on one end. May have teeth like a leech, may have legs like a caterpillar or velvet worm.

98–99 Roll twice: Device contains approximately equal parts of both materials.

00 Roll twice: Device has the appearance of one material but the properties of another, such as an egg that is malleable like wax or a crystal that feels like reptile scales.



## ACCIDENTAL RIFTS

The nature of the return of the Ancients, and the basis for much of their incomprehensible technology, relates to the subtle manipulation of tiny, previously inaccessible alternate planes of existence and limited dimensions not previously recognized as being part of the normal cosmology. If you want to play with that concept more than simply use it as an interesting bit of lore, you can introduce the concept of rifts into your game as PCs use the strange cyphers, relics, and iron flesh that they find.

When a relic depletes, it usually just stops working. The same is true of a cypher. If a cypher or relic becomes damaged, it might also stop working. But you have the option to decide that a mishap occurs under such circumstances, creating an accidental rift.

To check for a rift when a relic depletes, or merely when you judge the situation might cause a chance for a rift to occur, the player makes a rift saving throw. If the roll is 10 or higher, the PC succeeds. Otherwise, they fail. On a failed rift saving throw, a rift event occurs.

Rift events could include any of the mishaps indicated on the Rift Table.

## WIDE RIFT

If the worst should happen, a rip in reality can create a permanent rift. This might lead to another part of the world, to another plane of existence, or have a more subtle, dimensional scrambling effect. If a dimensional scrambling effect occurs, all creatures within a 1-mile-radius sphere centered on the rift—creatures, objects, structures, and so on, including itself—begin to non-destructively merge with an alternate dimension chosen by the GM.

This has the effect of creating a wide overlapping zone where things from two dimensions occupy the same area. The mixed environment could run the gamut from placid coexistence to a burned-out dead rift, depending on the nature of the two dimensions that come together. Creatures outside the affected rift in either of the linked dimensions can enter the other dimension if they walk across the affected area from one side to the other. Once the rift is created, undoing it would require extraordinary resources.



## RIFT TABLE

01–10	Dangerous creatures, sensing the shift in transdimensional energy, are drawn to area.
11–20	Feedback deals 21 (6d6) psychic damage to the user.
21–30	Time anomaly knocks user forward in time 1d6 hours.
31–40	One object in PC's possession slips into an adjacent dimension, potentially gone for good.
41–50	Detonation deals 21 (6d6) fire damage to all creatures in a 30-foot-radius sphere centered on device.
51–60	Transient dimensional overlap confuses senses; PC has disadvantage on all actions for 10 hours.
61–70	Anomaly phases user for 10 hours, turning them incorporeal.
71–80	Nearby PC's cypher or relic reacts poorly, activating randomly in an impressive energy display.
81–90	Nearby structure is cracked, partially broken, or collapses.
91–95	Temporary portal opens to nearest Ancient's cache for a period of 3d6 hours.
96–99	User and all nearby creatures are sent to a random alternate dimension.
00	A wide rift opens that can grow unless somehow repaired, setting the stage for a longer series of adventures to deal with the problem.



## NEW FEATS

As PCs gain familiarity with the return of the Ancients, they have the option to develop a talent or gain expertise with the numenera. In other words, you can choose to give characters access to a few new feats.

## CYPHER MASTER

You have learned a little something about cyphers, and have gained some additional facility with their use. You gain the following benefits:

- You can bear one additional cypher beyond the standard **cypher limit** of three, and thus carry a total of four cyphers before risking a roll on the **Cypher Danger Table**.
- When you use a cypher, you can try to use it in such a fashion that it doesn't burn out, though doing so is dangerous. When you use a cypher in this fashion, roll 1d20. On a roll of 10 or higher, you succeed and the cypher remains available to be used again. Otherwise you fail, and the cypher burns out as normal. In addition to burning out, it detonates and deals half lightning and half force damage to you (no save to avoid the damage) according to the cypher's rarity: common 9 (2d8); uncommon 18 (4d8); rare 27 (6d8); very rare 36 (8d8).

## MACHINE SLAYER

You have practiced techniques useful in melee combat against machines fashioned by the Ancients (and against most other constructs), gaining the following benefits:

- When a construct within 5 feet of you takes its action, you can use your reaction to make a melee weapon attack against that creature.
- When you damage a construct with a weapon, you deal one additional die of damage of the same type that the weapon or attack normally deals—a longsword adds another 1d8, a fireball adds another 1d6, and so on.

## NUMENERA ADEPT

You learn a method whereby you can cause any numenera device that you carry or that is within 5 feet of you to create either of the following two specific effects as your action. Your Intelligence score is your associated ability. You either Force Onslaught or Mindslice by doing one of the following: burning out a cypher; rolling for depletion with a relic; using a charge with iron flesh. In all cases, the device's normal function is suppressed and one of the two effects described hereafter occurs instead. Some devices—especially those not under their control—might require that the character first succeed on a DC 15 (or higher) Intelligence check as a bonus action. In addition, some devices (particularly pills and injections) cannot be altered in this way.

- **Force Onslaught:** As if making a simple weapon ranged attack, you project a beam of force at a target within 60 feet that you can see. It deals 10 (3d6) force damage.
- **Mindslice:** You focus your mental energy to blast the thought processes of another creature within 60 feet that you can sense. It deals 10 (3d6) psychic damage if the target fails a DC 13 Wisdom saving throw, or half that if they succeed.

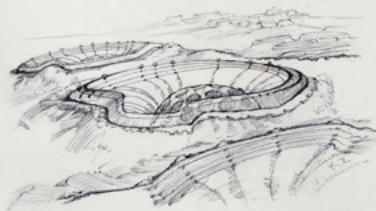
*Cypher limit, page 40*

*Cypher Danger Table, page 41*

*If a PC chooses the Skilled feat and decides to gain a proficiency in Arcana as one of their three proficiency choices, they must first meet the experiential prerequisite of having successfully figured out how to use three or more devices through standard trial and error.*

## OPTIONAL RULE: INTELLIGENCE (ANCIENTS ARCANA)

Characters can apply half their Arcana skill proficiency (if any) to a task for salvaging or identifying numenera. After the character has had some time gaining familiarity with the numenera, the GM may allow a character to develop their Arcana skill—or gain a completely new Ancients Arcana skill—to allow a character to apply their full proficiency bonus.



Mutations, page 129

Beginning Play as a Mutant, page 130

Accidental rifts, page 258

*How others in the world react to a PC with mutations depends both on how visible it is, and how common people with strange conformations are in the world. In even the best possible circumstances, distinctive mutations always mark a PC, making it difficult for them to go anywhere without being remembered.*

Harmful Mutations, page 132

Cosmetic Mutations, page 137

Distinctive Mutations, page 135

Beneficial Mutations, page 131

Powerful Mutations, page 132

## MUTATIONS GAINED DURING PLAY

Chapter 3 describes a variety of mutations a player character might gain due to the ineffable energies and biomorphic substances leaking from Ancients devices and suffusing the ruins. An option for beginning play as a mutant is outlined. But mutations might be gained during the course of play in a less formalized fashion, perhaps as the result of a mishap, going someplace where mutagenic substances are seeping, or even as a result of an accidental rift.

You could handle the situation using one (or both) of the following options.

### RANDOM MUTATION TABLE

#### d100 Mutation Type

01–10 Roll on the Harmful Mutations table

11–30 Roll on the Cosmetic Mutations table

31–60 Roll on the Distinctive Mutations table

61–90 Roll on the Beneficial Mutations table

91–00 Roll on the Powerful Mutations table

### ARBITRARY MUTATION OPTION

First, you could be completely arbitrary in what happens when characters enter an area you've decided puts them at risk of gaining a mutation. In this case, have them each make a DC 15 Constitution saving throw. On a success, they only feel nauseated for an hour, and have disadvantage on attack rolls and ability checks during that period.

On a failure, they gain a mutation. Roll on the following random mutation table to see what kind of mutation each PC gains. The mutations fully develop over the course of four hours, during which time the character is incapacitated.

Once gained, a mutation is permanent, though in-game developments might offer a character a way to ameliorate or reverse a harmful mutation.

A character could potentially develop multiple mutations in this fashion; however, they can never gain more than one powerful mutation at a time, or more than four total mutations at a time.

### DIRECTED MUTATION OPTION

Even if characters stumble into a mutation by accident, you could allow them to gain some control over the condition once they have some experience with it. The easiest way to do that is to treat that control as the acquisition of a feat.

At certain levels, a character's class provides an Ability Score Improvement feature. Instead of gaining that benefit, a character could gain better control over their mutation by gaining the benefit outlined for beginning play as a mutant, with the following caveat. Instead of starting fresh, when the player chooses a set of abilities, they must incorporate whichever mutation they've already got. So, if the PC has a harmful mutation already, they must choose a set with that kind of mutation listed. In this case, that choice would be one of these:

- Three beneficial mutations and one harmful mutation
- One powerful mutation and one harmful mutation
- One powerful mutation, one distinctive mutation, and one harmful mutation





*Fantasy characters may view Ancients wastelands as areas of dangerous “wild magic.” Which is not all that far from the truth, from a working perspective.*

## WASTELANDS OF THE ANCIENTS

You may want to locate Ancients' caches in mysterious, isolated wastelands. Such places might have a reputation as cursed, forbidden, and utterly dangerous, where the very air is filled with sickness and death. We'll call these locations wastelands. And true to the legends, they are dangerous, but not because of magical curses, but because of the Ancients' actions in the unimaginably far past.

The Ancient's devices have perhaps become degraded over time through various processes of decomposition and rot, unforeseen interactions, environment, and even unexpected activity of vermin or other creatures. Untended and left to fester, such areas can become a stew of dangerous energies, poisonous substances, disease-producing minerals, corrupt liquids, and materials so weirdly dangerous that understanding exactly how they are warping one's body or mind is difficult for someone who doesn't understand the Ancients' inexplicable technology.

Independently or in small quantities, these eroded materials have little value to scavengers. But some are especially dangerous. This section describes many examples of such sites, which the GM can place near, around, or within sites already associated with the Ancients.

### GENERAL WASTELAND QUALITIES

All wastelands have active areas, or “hot zones,” where the materials are concentrated.

**Size of Wasteland.** The hot zone of a defunct Ancients automaton that ceased working aeons ago might be as small as 10 feet across, but the residue from an ancient structure where highly volatile exotic substances have been leeching might be 100 feet or more across. Beyond the hot

zone is the “warm zone,” an area two to three times the diameter of the hot zone, where the material is more scattered and isn't quite as dangerous. For example, if the hot zone is 60 feet across, the warm zone extends at least another 60 feet beyond that, forming a somewhat irregular ring, or whatever border that makes sense given the source of the contamination. Other planes of existence could be similarly contaminated; a site contaminated with extradimensional technology might have a normal hot zone and a warm zone that bleeds over into adjacent dimensions. The zones usually extend up into the air and down into the ground about one-third to one-half of the zone's horizontal space.

### Resisting Negative Effect of Wasteland.

Every hour a creature spends in a hot zone, it must succeed on a saving throw (usually Constitution) or suffer a harmful effect from the contamination there. The warm zone is safer, but still dangerous, and a creature must make a saving throw if they spend at least five hours there.

Generally speaking, the default DC begins at 13 and increases by 1 each time a PC must make a save in the same area.

### WASTELAND HAZARDS

This section gives many possibilities for detrimental effects from wasteland-affected sites. Most sites inflict only one or two of these effects. A large site could inflict multiple different negative effects. Some could be mapped to specific areas within the site, but they're just as likely to overlap.

For variety, the GM should choose a different origin for the negative wasteland effects—poison, disease, thunder, lightning, chemical reaction, extradimensional, temporal, parasites, piercing nanomachines, and so on. This allows some PCs with special resistances a better chance against hazards, and it keeps the exact nature of each site unpredictable.

*Whether an Ancients' cache or ruin has an associated wasteland is in the GM's purview. Some sites are clean, perhaps because the Ancients responsible were diligent about storing waste or cleaned up before going into millennia-long hiding. The GM can add waste sites for a grittier campaign or to elevate the sense of danger at a specific ruin.*

Effects occur on a failed saving throw. Effects that are not instantaneous damage persist while the affected creature remains in the area and for up to 1d6 hours after they leave, unless a permanent condition or outcome is noted in the effect description.

## d100 Effect

- 01–03 Deals 10 (3d6) necrotic damage from ambient exposure to flesh-rotting effects.
- 04–06 Makes animals or plants that live or feed in the site poisonous, but they don't look or taste different than unaffected ones. Eating them (or parts of them, such as fruit from a contaminated plant) deals 21 (6d6) poison damage.
- 07–09 Subtle, weird environmental factors add up. A creature gains disadvantage on all actions.
- 10–12 Interferes with healing. Hit points regained through rests are halved.
- 13–15 Causes open sores that are slow to heal. This reduces the creature's maximum hit points by 10.
- 16–18 Causes excessive sweating and excretion of fluids (perhaps with alarming colors or secondary effects). The creature must consume extra water while they remain in the area and for up to one day after they leave, or the creature is treated as if poisoned.
- 19–21 Erases one hour of the creature's memories from the past day. Memory loss is permanent.
- 22–24 Causes excessive bleeding. Any time the creature takes damage from an attack, on the attacker's next turn, the creature takes an additional 7(2d6) piercing damage. The target can prevent this additional damage by taking a long or short rest, using any ability that heals it, or using its action to attend to the injury.

- 25–27 Causes extreme sensitivity to pain. Any round the creature takes damage, it has disadvantage on its actions next turn.
- 28–30 Causes extreme numbness. All attacks against the creature deal the normal amount of damage, but the creature feels only 1 hit point of that damage. (The GM keeps track of the damage the creature takes but does not feel, and notes when they keel over and must begin making death saving throws).
- 31–33 Distorts vision. This grants disadvantage to all saves, attacks, and checks where vision plays a part. If the creature fails three or more saving throws to this effect, they are blinded permanently.
- 34–36 Distorts hearing. This grants disadvantage to all saves, attacks, and checks where hearing plays a part. If the creature fails three or more saving throws to this effect, they are deafened permanently.
- 37–39 Reacts with the creature's body to create a hazardous substance that the creature expels through its skin and exhalation. (Roll d4: 1-fire; 2-lighting; 3-poison; 4-acid.) Each minute, the creature takes 3 (1d6) damage of the appropriate type and deals 3 (1d6) damage of the appropriate type to all creatures within 10 feet that fail a DC 13 Constitution save.
- 40–42 Hardens or crystallizes flesh. Grants a +1 bonus to AC, but stiffness gives disadvantage on all physical actions, saving throws, and checks. If the creature fails three or more saving throws to this effect, they are petrified permanently.
- 43–45 Any food consumed provides no sustenance (meaning it is possible to eat normally and yet starve to death if creatures spend too much time in the area).





46–48 Though possibly never obvious, the creature's offspring (if any) suffer birth defects (such as *harmful mutations* or *cosmetic mutations*) on a failed DC 10 Constitution saving throw.

49–51 Interferes with breathing. The creature's short rests take 3 hours, and it can hold its breath for only a single round.

52–54 Weakens bones. Any attack that deals more than 10 points of bludgeoning damage causes a creature's bone to break, incapacitating the creature until at least 10 points of damage are healed through magical or other extraordinary means.

55–57 Flesh or equipment starts to grow fungi, with filaments extending out of the growing surface. Removing or harming the growths is like tearing off parts of the creature's flesh or stripping away necessary bits from the object. These growths may die when the effect ends or (at the GM's option) release spores that have another effect from this table.

58–60 Sections of flesh swell up and explode over the course of about an hour. While the swelling builds, the creature's clothing and equipment squeeze them, granting disadvantage on all physical tasks unless removed. The explosion deals 14 (4d6) piercing damage to the creature and on all creatures within 10 feet that fail a DC 13 Dexterity saving throw, or half that if successful.

61–63 Causes nightmares that start out mildly disturbing and (over several incidents) grow to be horrifying, accompanied by sleep paralysis and daytime flashbacks. The day after a nightmare (or the week after for a hot zone), the creature has disadvantage on Intelligence checks and saves.

64–66 Creates a mental defect that deals 7 (2d6) psychic damage to the creature every time they hear a specific word or think a particular concept determined by the GM.

67–69 Withers skin, fat, and muscle, discoloring the remaining tissues (usually with a vivid hue) and giving the creature a gaunt skeletal or ghoul-like appearance. This deals 17 (5d6) necrotic damage to the creature, and reduces the creature's maximum hit points by half that amount while the effect persists.

70–72 Creates an unnatural hunger for the flesh of creatures similar to itself (for PCs, other humanoids), even if the individual doesn't normally eat meat. On any day the creature doesn't eat a full meal of this kind, its maximum hit points are decreased by a third.

73–75 Infection with nanomachines causes random teleportation, usually only a few inches in any lateral direction, but sometimes several feet or more, as the GM determines. This occurs anywhere from every few seconds to every few minutes. Usually this is only an annoyance, but a larger jump might give disadvantage to the creature's actions for a round or put them in harm's way (such as teleporting them sideways off a platform into the open air, or into the middle of a group of enemies).

76–78 Displaces most of a creature's mass into another dimension, making the creature about as dense as a sponge. Strength actions (such as making melee attacks, resisting being pushed or grabbed, and so on) have disadvantage. Situations where a low weight or density are an advantage (such as falling or being carried) grant advantage, if applicable.

*A creature afflicted with unnatural hunger might eat parts of itself to avoid the negative effect.*



79–81 Knocks the creature unconscious. It can rouse itself for a few minutes by succeeding on a DC 13 Wisdom saving throw, which it can attempt while unconscious once per round.

82–84 Creates telepathic sensitivity that makes a creature hear the thoughts of all thinking creatures within 30 feet. This constant chatter of thoughts while around other creatures grants disadvantage to all Intelligence and Wisdom checks and interferes with rests (each rest returns only 90% of expected hit points).

85–87 Morphs the creature's body into a physical duplicate of another creature of similar shape and size within 60 feet. If there are no suitable creatures within range, the creature takes on aspects of any creature within range, or becomes horribly disfigured if there are no creatures nearby. The painful transformation takes several minutes. All actions have disadvantage while changing shape, either into the new shape or out of shape once the effect lapses after leaving the area for a suitable amount of time.

88–90 Creates a grapefruit-sized tumor over several minutes that detaches on its own. Over the next hour, the expelled tumor grows into a physical duplicate of the creature. The duplicate has the stats of a challenge 1 creature chosen by the GM. The duplicate attempts to follow and kill the original creature, and otherwise attacks anything it sees. The duplicate may live for years, assuming nothing kills it.

91–93 Nanomachines infect the creature, which somehow attract attention from creatures from another plane of existence. This is usually, but not always, a hostile interest. It may come to nothing in the short term, at the GM's option. However, this effect is permanent.

94–96 Nanomachines infect the creature, causing them to randomly become incorporeal anywhere from every few seconds to every few minutes. This usually is only an annoyance and doesn't last long enough to allow deliberate passage through a barrier, but could come at just the wrong time to stymie an affected creature's action. An affected creature can pass through solid objects as though they were entirely insubstantial but cannot make physical attacks or be physically attacked, nor do magical attacks affect them. If the creature ends their turn in another object, the creature and object both take 27 (5d10) bludgeoning damage, and the creature is forced out the nearest edge.

97–99 Attracts intelligent geometric shapes composed of weird energy. These visitors usually remain for only a few seconds or minutes and avoid interacting with anyone, but may make vague comments about the affected creature's appearance, behavior, or future.

00 A 20-foot-radius sphere centered on the creature detonates with black fire. The creature goes to 0 hit points and must begin making death saving throws each round. All other creatures in the area must succeed on a DC 17 Dexterity saving throw or take 45 (10d8) fire damage, or half that if successful.





## BUILDING A BRAND-NEW CAMPAIGN

The material in *Arcana of the Ancients* is presented with the idea that GMs can add it to an extant 5E game, where many traditional fantasy elements are already in place. But you could also use the material here to build a brand-new campaign with science-fantasy in mind. The following advice speaks to those challenges.

## INCONCEIVABLE AMOUNTS OF TIME

An underlying assumption regarding the Ancients is that an inconceivable amount of time has passed since they've been around, and moreover, when they *were* around, they were active on and off for millions of years. This itself is almost impossible for anyone to truly grasp. It's deep time, and during the course of deep time, nothing remains constant. Add in the rise and fall of the Ancients (composed of civilizations so great that they are nigh incomprehensible), and anything is possible.

Which is why a brand-new science-fantasy campaign using this material that posts the existence of Ancients should embrace a perspective of change.

When attempting to grasp what such a campaign would look like, keep in mind two complementary shaping forces. First, the previously mentioned vast amount of time. Imagine if you were to set your campaign on Earth. If Earth were left completely alone for this long, the drastic changes of celestial mechanics, continental drift, erosion, mass extinction, and evolution would render our home unrecognizable.

Second, is that of intelligence. Over such a span of time, there might not have been only a single monoculture. Though described as the Ancients, these entities are perhaps composed of many civilizations that rose (or arrived), flourished, and advanced to incredible power. Then they either declined or left, never to return, except in the form of leftovers, refuse, and prizes in their caches.

This is really more about setting expectations than about laying hard and



fast rules. But here are a few precepts you might use to undergird your own brand-new science-fantasy Ancients-related campaign. One or more of them could be true, particularly if we assume that there were multiple civilizations of “Ancients.”

- The Ancients’ civilization lay at the center of a galactic (or perhaps intergalactic) space-faring empire.
- The Ancients wielded the power of planetary engineering and stellar lifting.
- The Ancients had knowledge of the fundamental forces of reality and could alter those forces as they wished. The very laws of physics were theirs to play with, like toys. This likely strayed somewhat into magic, even if the Ancients never saw it as such.
- The Ancients filled the world with invisible, molecule-sized machines called nanites (or nanomachines) that could deconstruct and reconstruct matter and manipulate energy. (Is this what magic really is? Your answer may differ based on where you want your new campaign to go.)
- The Ancients explored the multiverse of other dimensions, parallel universes, and alternate levels of reality.
- At least some of the Ancients were not humanoid.

## WHEN?

In your science-fantasy campaign setting, is it common knowledge that the Ancients existed, or is it a secret, only just now being discovered—perhaps by the PCs? While the default assumption of this book is the latter, you could certainly create a setting like the former. Terry Brook’s classic fantasy *The Sword of Shannara* is built on that premise.

In a campaign where the Ancients are known to some or maybe even most, stories and legends of their existence would likely be mixed in with the myths of gods and demons typical to a fantasy setting. Locations where caches or remnants of the Ancients’ work might be seen as holy sites, cursed locales, or forbidden “no man’s lands.”

From time to time, in such a setting, cyphers or other numenera items would find their way into treasure hoards or into the

hands of rich or powerful NPCs. Perhaps the evil wizard has a relic that allows him to defy gravity. Perhaps an ancient dragon has some iron flesh enhancements, mutations, or both.

## WHERE?

Where does your new science-fantasy campaign take place? Many science-fantasies are sited on Earth in the very far future, after a singularity or other technological advance has occurred that eclipses modern understanding. Alternatively, you could take an existing fantasy setting (one of your own creation, one from your favorite fantasy fiction, or one produced to be a campaign setting) and change things so that the Ancients and their technology are assumed to exist.

If you decide to use the modern world but set some time in the far future, you have the luxury of re-arranging things to demonstrate massive energies were used in the past to re-engineer the planet. For instance, maybe most of the land mass has been formed into a gigantic supercontinent, leaving the rest of the globe to the mercy of a single ocean dotted with islands. In addition to the moon appearing smaller than in the modern era because its orbit is wider, it might be built up with visible structures that glow with millions of lights. If enough time has passed from the modern era to the time when you set your campaign, a day will be a few hours longer than 24. And so on.

You could decide to site your campaign someplace else, or even somewhere completely artificial, though this might not be immediately realized by players. A few options, among many possibilities, are:

- On a terraformed moon of another planet in the solar system.
- In a generation starship moving through deep space, so large that residents don’t understand they don’t live on a planet.
- On an artificial megastructure like a Dyson Sphere, a Ringworld, or an Alderson Disk.
- In a virtual reality environment, where nearly anything might be possible, until the glitches set in.
- On a world orbiting another star originally colonized by space travel, the knowledge of which has since been lost.





- In the cracks of a massive alien machine whose purpose isn't understood.
- On a traditional fantasy world where technologically advanced entities have recently made themselves known.

## WHO?

The people and creatures you populate your brand-new campaign with are probably ignorant of the true history of the world, with some exceptions. That's because to be a science-fantasy, knowledge is lost, and history becomes mythology. In other words, the relics of the Ancients are just that—no one in the modern times of the setting is producing these kinds of devices. People use whatever cobbled resources they can pull from the detritus of an earlier science-enriched (or science-devastated) world, but they can't make new things or even truly understand the principles behind what they find.

All of which is to say that your player characters probably have a basic medieval understanding of the world. They won't immediately realize that the wonders around them are not the result of magic, meddling gods, and curses, but perhaps the fallout of an age where mastery of knowledge and tools put people on par with deities.

## CONFLICTS?

The basic conflict of a science-fantasy setting is that there are undiscovered places that cry out for exploration. Why is the setting the way it is? Is there any record of what happened that can be found or pieced together? And if some kind of lingering danger persists in the world, is there a means lost in some high-technology ruin that can ameliorate it?

Here are a few specific conflicts, out of a limitless number that are possible, that you can throw at your players.

- The characters' home is sited near a [Wastelands of the Ancients](#), and its influence is spreading closer every day.
- A flying structure of unknown provenance, apparently adrift and powerless, plows into an inhabited area, and rescue of survivors becomes an issue, but strange creatures/objects are coming out of the structure.

## THE NUMENERA CHALLENGES LIMITS OF UNDERSTANDING

The numenera is weird. Purposefully so; all the lore and understanding that traditionally accompanies the presentation of a particular creature or location—including its history, motives understandable by human-level intelligences, and a sense that what is seen is base reality—isn't usually the case when it comes to the numenera. A PC may never know why a [philethis](#) appeared to it one day to warn them of an impending event, or even if the event is something that already happened epochs earlier.

Which is why we've assembled several additional suggestions, guidelines, and even some robust tables to further help incorporate these concepts into your existing or brand-new 5E campaign.

*Philethis, page 216*

- A sage offers a mighty reward to the first person to bring them a relic from the Tomb of the Machine.
- An NPC puts on a gleaming set of whirring armor, gaining amazing new abilities, but uses them to become a warlord.
- A curse or sickness brought up out of a ruin slowly petrifies people into reddish crystal images of themselves, humming with beautiful music.
- A strange device can create machine duplicates of anyone that gets too near, even duplicates of other duplicates, creating a growing city of similar beings that continues to swell.
- Strange creatures with odd devices are moving into the area. There have been a few skirmishes. Will there be peace or war?
- NPCs that commonly tunnel and mine below the earth discover a massive Ancients device, which they decide to wake and try and use as a weapon against their ancestral foes, against whom they nurture a long-standing grudge.
- Weird storms that come complete with energy creatures roll down from the oddly angular mountains every few years. When people are attacked by the

*Wastelands of the Ancients, page 261*

energy creatures, afterward they have memories they didn't previously, usually of a distant gate that creaks ominously open, a few inches more each year.

- Colossal constructs begin tearing apart the land, sending massive chunks into the sky using newly assembled towers that reach to the heavens. Will they stop, or will they go on until the entire land is disassembled?
- A being from a heretofore unknown plane of existence appears, quickly gaining the reputation of a prophet of doom. It warns that danger approaches from a direction that no one can see, and that to protect against it, people must unite and build a strange machine under its specific direction.
- A region of temporal anomalies begins to spread, possibly because of a fracture in a vast device that hums and shudders deep underground.

## GM INTRUSIONS

*Arcana of the Ancients* introduces a couple of additional mechanics to a 5E game for use with cyphers (you can only carry so many at a time) and relics (depletion rolls). If you're interested in trying another new twist, one you can use to tweak the narrative, try GM intrusions.

At any time, the GM can introduce an unexpected complication for a character—this is called a GM intrusion. When a GM intrudes in this manner, they must give that character 2 inspiration. That player, in turn, must immediately give one of those inspiration to another player and justify the gift (perhaps the other player had a good idea, told a funny joke, performed an action that saved a life, and so on).

Often, the GM intrudes when a player attempts an action that, according to the rules, should be an automatic success. However, the GM is free to intrude at other times. As a general rule, the GM should intrude at least once each session, but no more than once or twice each session per character.

Anytime the GM intrudes, the player can spend 1 inspiration to refuse the intrusion, though that also means they don't get the 2 inspiration. If the player has no inspiration to spend, they can't refuse the intrusion.

Finally, as is normally the case, players can't keep more than 1 inspiration between game sessions.

**Example 1:** Through skill and the aid of another character, a character seems likely to easily scale a wall. But the GM intrudes and says, "Just as you're about to reach the top, a bit of the crumbling wall gives way." This requires that the PC make a Dexterity saving throw or fall. But because the GM intruded, the character gains 2 inspiration. They immediately give one of those inspiration to another player.

**Example 2:** During a fight, a PC swings their axe and damages a foe with a slice across the shoulder. The GM intrudes by saying that the foe turned just as the axe struck, wrenching the weapon from the character's grip and sending it clattering across the floor. Because the GM intruded, the PC gains 2 inspiration, and they immediately give one of those inspiration to another player. Now the character must deal with the dropped weapon, perhaps drawing a different weapon or using their next turn to scramble after the axe.





## CONVERSION

As we stated earlier, some material in this book originally appeared in the standalone science-fantasy RPG, Numenera. Converting between two different game systems isn't always straightforward. Hundreds of decisions were made on how a particular Numenera ability or effect—which uses the Cypher System as an underlying rule system—should appear in a 5E context. Lots of information is implicitly coded into a Cypher System level that helps a GM handle all kinds of different situations, should any question arise.

The 5E ruleset relies on similar predictive qualities, of course, but it delivers that game information to the GM and players differently, using a formal and in-depth method. In a 5E game, you can't get away with introducing a brand-new NPC and simply giving them a level, or assigning a level to an effect or area, and having that dictate an array of basic parameters.

Specific statistics—usually called stat blocks—are expected for each creature and NPC in the 5E ruleset. The stat blocks provide essential information that can't be gleaned simply by checking the monster's challenge (though that's a great start). All questions about DCs,

effect ranges and areas, hit points, specific stats, and more are present in every 5E monster's entry. If your players run into a **progenitor**, as the GM you not only expect to see the monster's stat block, but also the stat block for the progenitor's spawn that might burst from the egg sack bulging on the monster's belly.

A similar situation holds true for special objects such as magic items. "Magic" isn't what the Ancients relied upon to achieve their wondrous abilities, though the principle is similar enough that certain especially powerful Ancients creatures are **treated as if magical** as the default for inclusion in a 5E game.

Likewise, the remnants of their works—primarily in the form of **cyphers, relics, and iron flesh**—are in effect equally "magical." That's especially true for in-game characters who find a relic, maybe an **endless stomach**, that allows them to eat *anything* they can put in their mouth, or a **mind imager** cypher, which when attached to someone's heads, shows images of what they're thinking. All of which is to say that the entries for cyphers, relics, and iron flesh use a similar format as 5E magic items, with a few exceptions described in that chapter.



*More on the topic of treating some powerful numenera creatures and objects as if magical is discussed under Magic vs. the Ancients on page 252.*

*Progenitor, page 220*

*Chapter 3: Cyphers, Relics, and Iron Flesh, page 38*

*Endless stomach, page 69*

*Mind imager, page 91*

# A BETTER VIEW OF THE STARS

**L**n A Better View of the Stars, the player characters investigate a newly revealed underground chamber and discover that it is actually a gateway to a platform created by the Ancients, high in orbit above the world.

This adventure could be a standalone scenario or inserted into an existing campaign, perhaps as a follow-up to The Hills of Crooked Sleep. It can be easily inserted into any fantasy campaign setting.

The hooks presented under Getting the PCs Involved are designed so that the characters have a reason to work together and/or look into things further even if their backgrounds and character types are very different.

## BACKGROUND

When Illarian—a long-forgotten wizard-king of great power—was buried, his servants interred his body in a grand tomb built to his specifications. There he remained . . . for a few weeks. Soon thereafter, his enemies killed the servants, raided the tomb, and stole his body. They were afraid, records indicate, that he would return from the dead. They gave his remains to a gang of wererats, paying the creatures well to secret the remains away in a dark, inaccessible place only they would know of, and only they could reach. Surprisingly, the wererats did as they promised. They knew of an all-but unreachable chamber with smooth blue walls of unknown provenance, deep below the earth.

And *there* Illarian remained . . . for untold centuries. The ghost of the wizard-king found this existence intolerable, but ventured through a strange doorway in an ancient machine to find a completely different location beyond positioned within the night sky itself. Part of him longed for his old life and position, but part of him wanted to go into the stars. This conflict drove him a bit mad, fracturing his personality into two ghosts.

The descendants of the wererats still check on the chamber as a tradition that honors their ancestors. These creatures never molest the strange machine in the blue chamber, and never allow themselves to fall victim to the mad entreaties of the fractured ghost of Illarian.

Otherwise, nothing has disturbed this hidden cache. Until now.

## ADVENTURE SYNOPSIS

This adventure is designed for four or five 4th-level player characters, but a group of lower-level PCs who play smart can also make it through to the end, though they may have to run from rather than face some challenges head-on.

A Better View of the Stars is designed to be placed almost anywhere. The start of the adventure places the PCs at the top of a pit that has opened up due to a recent seismic upheaval. It doesn't matter where the pit is, and the next section offers ideas for getting the PCs involved.

**No Map:** *The structure of this contains only three main areas that proceed from one encounter area to the next: The Pit, the Blue Room, and the Balcony of the Night, obviating a need for a map.*

*Higher-level PCs could play A Better View of the Stars, though adding higher-level encounters with monsters of the appropriate challenge rating is advisable.*

*For instance, the disassembler could be a pair of the constructs rather than just one. Illarian's ghost could instead be a wraith or other creature with a higher challenge rating.*

*Disassembler, page 167*

*A Better View of the Stars is an adventure intended be used after the PCs have already had some introduction to Arcana of the Ancients.*



Next, the PCs encounter the restless spirit of Illarian. Rather than confront them as foes, however, the ghostly king entices them with the lure of a doorway that he claims leads to the heart of the night itself, where marvelous wonders await. To pass through this doorway, the PCs must activate a device created by the Ancients.

Through the doorway, the PCs find themselves in a structure that floats high above the world, with a dome that looks out eternally at the vast night sky. A dangerous automaton called a disassembler awaits them there. If it is dealt with, Illarian attempts to gain possession of one of the PCs' bodies to experience the true majesty of the stars by making them leave the structure through an airlock.

To get home, the PCs must repair another machine of the Ancients, hopefully not before they find some valuable numenera treasures. Once back on the surface of their world, the PCs are ambushed by the descendants of the wererats that originally brought Illarian to the location.

## GETTING THE PCs INVOLVED

As previously mentioned, this scenario is designed to be inserted wherever the PCs happen to be. The following hooks might help get the PCs involved, however.

**It Is Happening Again.** If the PCs have completed *The Hills of Crooked Sleep*, they hear of a newly revealed underground chamber with walls of strange, unknown materials, and what might be machines of mysterious configuration. The timing of the revelation of this chamber, which lies in a wine cellar beneath a home, coincides with the rise of the *Singing Monolith*. This chamber sounds very similar to the places they've just explored, and it might offer more insights into the Ancients.

**You Do This Kind of Thing, Right?** One of the PCs has a wealthy friend whose home was damaged in a recent earthquake. Now, the friend's wine cellar has a gaping pit in it, for the quake revealed a mysterious chamber far below the surface. The friend asks the PC to investigate it to make sure it's safe.

**Surprise!** The PCs are investigating a location—a dungeon, a ruin, or a lair—when they come upon a strange pit that leads down into a completely unrelated subterranean locale.

## THE PIT TO THE STARS

### READ ALOUD

The stone at your feet, likely carved long before you were born by now-forgotten hands, yawns, rent asunder by some seismic upheaval. The chasm reveals a narrowing pit that leads down into darkness, and the smell of damp earth. As you look down, however, a voice echoes upward from deep in the earth.

"The view of the stars is so much clearer down here."

**The Voice.** Whoever said that speaks in Common, but the accent is strange and seems from a much earlier time. It's the voice of the ghost of Illarian, who waits at the bottom of the pit.

**The Descent.** The pit is crumbling limestone, both slick and unstable. The descent is angled and irregular, like a vertical zig-zag path, making the strategy of dropping a torch down to see what's below a fruitless endeavor. Climbing into the pit requires a successful DC 13 Strength (Athletics) check. Wise adventurers will probably secure some ropes. A failed Strength check means a fall that involves striking several surfaces on the way down to a chamber some 100 feet deeper, dealing 35 (10d6) bludgeoning damage, or half damage on a successful DC 13 Dexterity saving throw (which also means the character only falls halfway before managing to catch themselves).

## THE BLUE CHAMBER

### READ ALOUD

At the bottom of the pit, a rift in the rock reveals a wide chamber below. The floor of this chamber lies another 15 to 20 feet down, and the floor appears to be smooth as marble, but crumbled stone, dirt, and water cover the otherwise light blue surface. It's clearly not a natural cavern.

*Singing Monolith,*  
page 35

**The Chamber.** At the bottom of the pit, the chamber is oblong with gently curving walls about 35 feet across. The ceiling is slightly domed, 18 feet at its highest point—about where the opening the PCs use to enter emerges into the room.

An unknown material comprises the chamber's walls, floor, and ceiling. It is smooth, incredibly durable, and light blue in color. However, time has had its way even with this advanced material, and numerous rents in the walls and the ceiling give way to cracks in the earth. Most are small—only big enough for a rat or similar Small or Tiny creature to squeeze through. A doorway stands in the north-facing wall, but it is utterly sealed by boulders and stone, some the size of small houses. That proper entrance to this place has clearly been sealed for a very long time.

Once in the room, characters see an ancient corpse not far from the center, and a large machine surrounding what appears to be a round circle of shimmering material about 9 feet in diameter. The machine is covered in smooth panels and screens, all dark.

**The Corpse.** Barely recognizable as a dead human's remains, this is a pile of dried bones and half a skull, all that is left of the wizard-king Illarian. Should anyone examine these remains, they hear a voice in their head. The voice sounds much like that of the ghost, but more reserved and regal:

*I was a great man once. I ruled all the lands I could see in every direction, and the powers of sorcery were mine to command. But my enemies—foul, conniving enemies—dumped my body unceremoniously here, where they believed I would never be found. In fact, they were too cowardly to do it themselves, and so I was carried here by ratfolk paid in shiny baubles to stow my remains in a place inaccessible and unknown to man. I have waited here for untold years, yet I can tell you now, this place was an ancient ruin long before I came here.*

It doesn't converse further, nor does it respond to questions or any other actions.

**The Ghost.** Illarian's consciousness has fragmented. In effect, there are two Illarians now, both of them **ghosts**. One is forever tied to these remains, and is the source of the mental voice heard if anyone touches them. The other has used the doorway in the machine many times to travel to what he calls the Balcony of the Night. This fragment of Illarian has been warped by his experiences, giving him a bizarre death wish.

He visibly manifests once the PCs are in the chamber. Illarian's ghost appears to be a faint outline of a man with silver eyes, wearing thick, billowing robes. "Have you come to see the stars? They are beautiful here. And they shine down on wondrous treasures."

Obviously, none of this makes sense—there are no stars here.

Illarian won't respond to most questions or comments, but if asked to identify himself, he says, "*Who I am, or rather, who I was, no longer matters. All that matters is the Balcony of the Night, through that doorway.*" He indicates the shimmering circle with a very large machine in the eastern end of the chamber.

## THE MACHINE

### READ ALOUD

Metal, glass, and materials you've never seen before come together to form what must be some kind of machine, although its purpose is a mystery. It must be almost 20 feet long and 9 feet high, its surface covered in inscrutable mechanisms and controls. The device surrounds a circle that stretches from the floor to the top of the machine, which shimmers and sparkles but is otherwise the same dark color as the rest of the machine. Next to it is a sphere, about 8 feet in diameter, made of some transparent material that oddly seems much like the walls and floor. There is an opening in the side of the sphere providing easy entrance or exit.

**Machine:** This device was created by the Ancients. The controls mostly take the form of what appear to be glass panels and touchpads (although they are not actually glass, but something far more durable).



This machine can transport matter from this chamber to a platform floating high above the surface of the world. It is so high, in fact, that the curvature of the planet is visible, and the sky is always an unobstructed view of the night sky with a clarity the PCs have never seen before. But to accomplish this, the machine must be activated. To figure out how to make this happen, a PC must succeed on a DC 14 Intelligence (*Arcana*) check.

**Aid from Illarian.** If the PCs cannot figure out the machines themselves, Illarian offers some insights. (If the PCs listen, they have advantage on their next check to figure it out.) He says that the doorway leads to the heart of the night itself, where the moon is massive and far more colorful, and the stars are at their most beautiful. This place, which he calls the Balcony of the Night, is filled with ancient treasures. Everything he's saying is more or less true, although he's confused about the "moon." What he's been seeing isn't the moon, but the planet itself, seen from high above.

**Using the Door.** The circular doorway is the transit, but the sphere is what affects matter. Non-material things—such as the spectral form of Illarian—can pass through the doorway at will, easily and unhindered. The round after it is activated, the machine basically makes matter in the sphere insubstantial and draws it through the doorway.

If the PCs hesitate, or only some of them want to go, Illarian assures them that it is safe, and that returning is easy, but they have to all go at once. To prove it, he steps into the doorway and disappears, but then re-emerges shortly thereafter. However, he is lying. The PCs don't have to all go at once and returning is difficult. (It's easy for him in his non-corporeal state—not so much for the PCs' material forms.)

If the PCs activate the machine, whatever is within the sphere is rendered noncorporeal and drawn through the doorway to the Balcony of the Night.

## THE BALCONY OF THE NIGHT

READ ALOUD

There is no feeling of transition, and yet everything has changed. The much larger chamber around you is dimly lit by white lights that you quickly recognize as stars seen through an enormous transparent dome. The floor beneath you is grooved, dark metal.

Even you have changed, as you seem to be bodiless—a floating apparition. But then, half a moment later, your own body forms around your consciousness, as if it is being painted by an unknown brush, one dot at a time, but so rapidly that it takes only a second or two before you have full sensation and the ability to move and act.

Amid all the other oddities, you hear a sound like metal scratching and scabbling against metal, and it's getting louder.

**Bodiless.** The feeling the PCs have of being bodiless and then having their body constructed around them is simply how the teleportation effect works. It is harmless.

**Disassembler.** An intelligent but quite mad construct called a *disassembler* reacts poorly to intruders, skittering toward them and attacking immediately.

## EXPLORING THE BALCONY

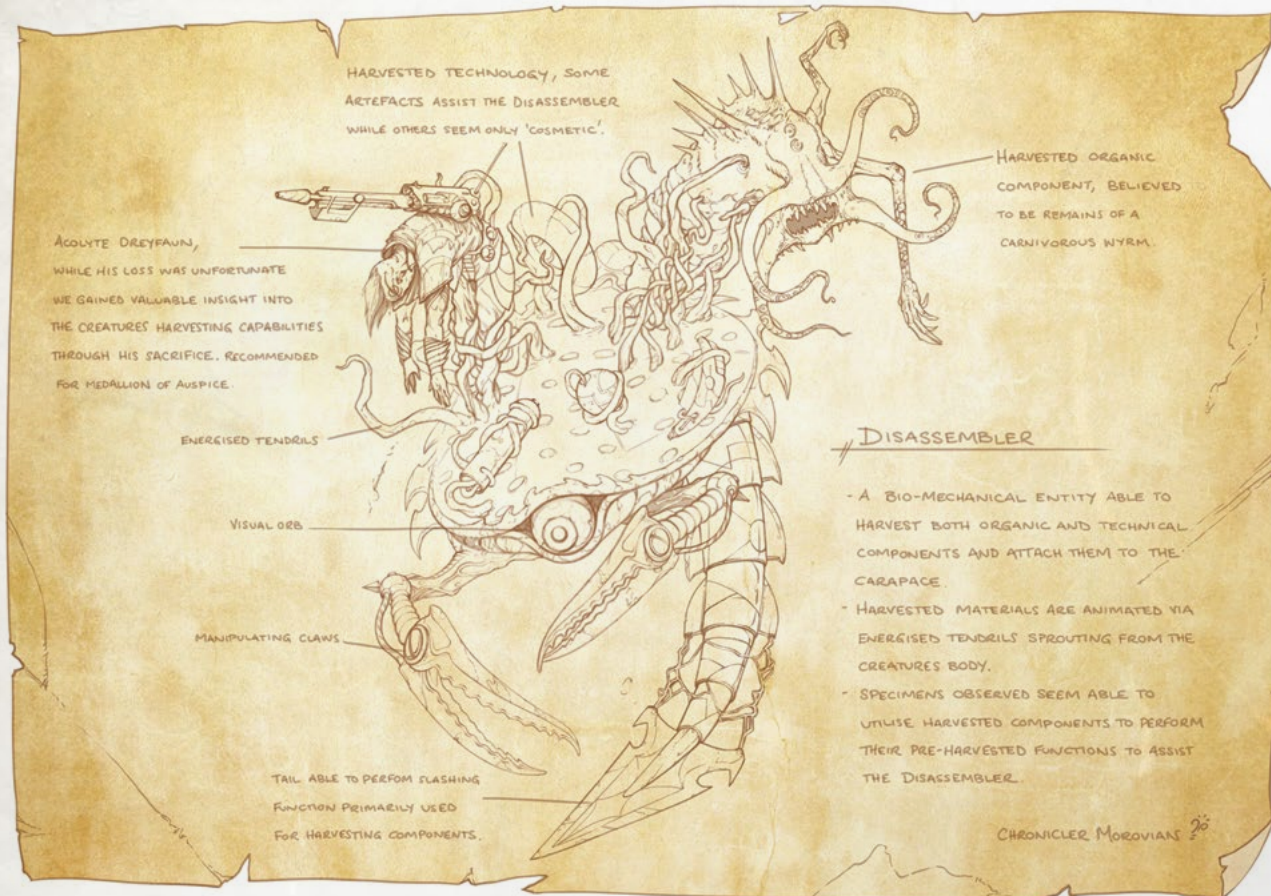
READ ALOUD

The Balcony of the Night, as Illarian calls it, is a perfectly round dome that must be 300 feet in diameter. The perimeter is girded by a wall of dark metal almost 10 feet high, with the rest of the dome perfectly clear. Through it, you see the clearest night sky you have ever seen, but below you stretches a sphere so large that you can only just make out the curve of its edge in the distance. At first, it appears like the moon, but if you were much closer to it somehow. But no. That's not the moon. Is this your world you see? Is the so-called Balcony somehow perched so high above that the lands and seas below you look like maps? The perspective is breathtaking.

In the Balcony, however, you see what appears to be an oval doorway of metal set into the perimeter wall. Lying almost directly

*Optional Rule:*  
*Intelligence (Ancients Arcana), page 259*

*Disassembler, page 167*



opposite this sealed doorway, you see a large machine, very similar to the one that brought you here, with a circular doorway and a transparent sphere. However, unlike the prior device, this one is very much alive, with arcs of lightning and fire sparking and splashing around it. Other completely inert machines stand to either side.

**Approaching the Machine.** Glaring energy bursts and arcing electricity surround the machine. Characters within 10 feet of it must succeed on a DC 15 Constitution saving throw each round or suffer 13 (3d8) lightning damage. The machine is damaged and malfunctioning.

**Fixing the Machine.** To end the dangerous electrical flaring, a character must squeeze behind the machine, requiring a successful DC 13 Dexterity check. Then, a successful DC 14 Intelligence (*Arcana*) check allows them to disable the power surges. (Fortunately, to get here, the PCs need to already be at least somewhat familiar with the machine and its functions, having

activated a similar one on the other side of the transit, and thus they gain advantage on their check).

To enable the machine to return, PCs back to the original chamber, the PCs need to repair it. This will likely take many hours, and three successful DC 15 Intelligence (*Arcana*) checks. A failed check results in a brief power surge that deals 13 (3d8) lightning damage.

**Dome Door.** The oval door irises open with a simple touch. Beyond it is a small chamber with another iris door on the other side. The two doors cannot be made to open at the same time unless they are damaged, because this is an airlock. The outer door leads to airless space—a void which will bring very quick death. To the left of the door is an alcove sealed with an invisible force field. A tall set of complex but sturdy-looking armor rests in the alcove. This is a *battlesuit*, and anyone wearing it can survive in the airless space outside the Balcony. But getting it out is challenging.

*Optional Rule:*  
Intelligence (*Ancients*  
*Arcana*), page 259

*Battlesuit*, page 55





**Getting the Battlesuit.** To deactivate the force field protecting the alcove holding the battlesuit requires a successful DC 15 Intelligence (Arcana) check.

**Illarian's Gambit.** Once under the dome, Illarian ignores the PCs and stares silently at the stars. He mutters about their beauty in barely audible whispers.

If one of the PCs examined Illarian's remains and heard the voice in their head, they hear it again once they have been on the Balcony of the Night for a few minutes. *"He cannot be trusted."* Again, however, the voice sounds the same as that of the apparition.

At some point, Illarian turns to the PCs and says, *"My destiny lies outside and beyond."* He then proceeds to attempt to possess a likely PC—probably while they are dealing with the surging and arcing machine, if possible. If he fails, **he tries to possess a different PC on the next round.** Illarian's goal is to possess a PC and then have them run to the airlock so that he may go to the stars in a physical body. The body will quickly die, but he neither knows this nor cares. This fragment of his personality

has no attachment to his former life and yearns only for the stars.

**Salvaging Numenera.** PCs can attempt to **salvage** the other inert machines under the dome for cyphers and possibly other useful devices, if they succeed on a DC 12 Wisdom (Perception) check or Intelligence (Investigation) check.

**Return Trip.** Eventually, the PCs likely wish to return to the Blue Chamber using the transport device the way they used the first machine to travel here. This requires that they repair the machine, and finally, one last DC 14 Intelligence (Arcana) check, probably made with advantage.

## RETURNING TO THE BLUE CHAMBER

Things seem pretty much as PCs left them in the Blue Chamber. But newcomers have arrived: wererats!

**Wererats.** The descendants of the wererat gang that originally brought Illarian to the Blue Room check on the remains now and again as a matter of twisted honor. They don't even remember who Illarian was, or

*Salvaging, page 39*

*Unlike a normal ghost, Illarian can attempt a possession each round.*



why it was important to bring his corpse here, but they attack any intruders (and there have never been intruders before).

While the PCs are in the chamber at the bottom of the pit, six **wererats** squeeze through some of the tiny holes and cracks in the walls and attack (initially in **giant rat** form), hissing “Defilers!” If two or more of the wererats are slain, they attempt to flee back through the holes by which they entered, which are too small to allow for pursuit except by Small PCs who don’t mind a squeeze. Everything else being equal, the

wererats likely return in a few minutes and attempt another ambush, bringing two additional wererats. This second time, if three are slain, the remaining lycanthropes flee and never bother the PCs again.

**Wererat Lair.** If PCs do manage to track the wererats back through the tiny holes to their lair, feel free to add a few traps and a couple more wererats to the mix, and roll on the **treasure hoard table** for a challenge 4 creature to determine what loot the PCs can find. In addition, the wererats have three random cyphers. They also have an alternate route to the surface that doesn’t require the dangerous climb.

**Illarian’s Other Fragment.** If the mad ghost fragment of Illarian is destroyed, the fragment tied to his remains can be put to rest simply by giving his bones a proper burial anywhere other than the chamber of the Ancients he’s been trapped within for centuries.



## ENDING THE ADVENTURE

Once the wererats are dealt with (or avoided) and the ghost laid to rest, the adventure is essentially over. However, the PCs may have some ideas about the strange location that they’d like to pursue.

**Repercussions.** With the location of the Balcony of the Night established and both transport devices functioning, ambitious PCs could claim it for their own and make it their home—a unique base of operations should they want it, although they’ll likely want an easier and safer way to get down the pit, and either eliminate or ally with the wererats in the walls.



## CHAPTER 7

## THE WAR-SLUG OF ALDRAZOR

In The War-Slug of Aldrazor, the transformation wave that swept across the world has activated an ancient vehicle lying dormant and buried underground. Local creatures lairing within it now find themselves at the controls of an Ancients machine, along with cyphers, relics, and weird beasts that suddenly sprang to life. As they take their new prize out for a rampage, the PCs must intervene before the monsters steer it into a town, causing the loss of hundreds of innocent lives.

The hooks presented under Getting the PCs Involved are designed so that the characters have additional reasons to work together to stop this threat.

## BACKGROUND

In the ancient past, powerful civilizations warred with each other using devastating weapons, plagues, and monstrous war machines such as **dread destroyers**. In times of peace—or at least in pauses between wars—they put away their machines where they would remain undisturbed until needed again. In the vast gulf of time since then, many were forgotten, sealed under landslides, and (once their entrances were discovered) even inhabited by enterprising monsters who never realized the tunnels they dwelled in were anything more than strange formations of crystal and stone.

A dark elf named Aldrazor was exiled from his home city for some petty offense and

transformed into a monstrous drider. He lurked on the fringes of the city for years, scrounging a living from fungus, vermin, and the occasional scout or slave he could catch, his only companion the evil spirit of his brother.

Eventually, he left in search of better things and found a set of strange caves—a gigantic Ancients vehicle, which began to wake soon after he arrived. With the abilities granted to him by the Ancients treasures within the vehicle, Aldrazor and his brother activated the vehicle, which they dubbed the “war-slug,” and allowed it to find its way upward. Upon reaching the surface, the drider recruited a gang of bugbears and other local monsters, then set about seeing what destruction this vehicle could accomplish. Although the war-slug is hard to steer, its mass and durability make it a threat to anything in its path. Once Aldrazor has enjoyed the violent potential of the war-slug and collected treasures he considers worthy, he plans to direct it down again to gain revenge on the leaders of his home city.

## ADVENTURE SYNOPSIS

This adventure is designed for four or five 4th-level player characters. The focus of the adventure is entering the body of the war-slug and exploring it like a dungeon, presumably to disable or destroy it before its master uses it to attack a settlement.

*There's no way of knowing if the Ancients actually used the war-slug for battle—their motives and interests are an utter mystery. It could have been built for pleasant travel (like a cruise ship), something meant to harvest and process resources (like a combine), and so on.*

*Dread Destroyer, page 170*

*The War-Slug of Aldrazor is an adventure intended to integrate more material from Arcana of the Ancients to your 5E game.*

## GETTING THE PCs INVOLVED

**Bugbear Raiders.** The PCs might be investigating some caravan attacks or farm raids by a gang of bugbears. Following their tracks leads to a huge disturbed area in the ground and a weird slimy path leading away.

**Fleeing Drider.** The PCs might be looking for the drider, Aldrazor. Signs of his travels or rumors of his current location point to a huge empty cave, some destroyed walls, and the remnants of a slimy trail leading toward the surface world.

**Flattened Farm.** The PCs discover a patch of farmland that has been flattened and slimed, with a path leading to the crushed remnants of a farmhouse and barn, all covered in still-wet slime. Inside the crushed buildings are the bodies of the people and animals—killed while they slept as if they didn't hear what was coming.

**Rumors from Town.** As the Flattened Farm option, except another farmer or rancher discovered the crushed farm and went to warn people about what happened. This other person may have seen a huge shape moving in the dark, like a crawling hill or low-flying castle.

**Surprise Arrival.** This is the most direct and instant way to get the PCs involved—they are nearby when the war-slug emerges from the soil and are knocked off their feet by the force of its arrival. They may pursue it or wait until other events push them in that direction.

## THE WAR-SLUG APPROACHES

The war-slug is as visually obvious as a dragon—purple, 900 feet long, covered in silvery veins, dotted with faint glowing lights, with fat spikes on its back reaching up to 100 feet from its base. It doesn't appear to have a face, but its front end has a large, low opening and two giant feathery structures sweeping upward like ram's horns. Near the ground, its body flattens out into a rubbery skirt that conceals hundreds of wagon-sized, flexible, tubular feet that skim just above the surface. The war-slug doesn't actually touch the ground; it levitates by the combined effort of its tube feet. Despite its great size, its movement is nearly silent. Only the sound of fragile

things breaking underneath makes an occasional noise.

The war-slug's body is made of a flexible, dense material similar to rubber. It is AC 15, and has 50 hit points per 10-foot-square section and bludgeoning immunity. Destroying an area in this way creates a hole 1 or 2 feet deep, but the vehicle's walls are 10 or 20 feet thick in most places, so cutting through takes a while.

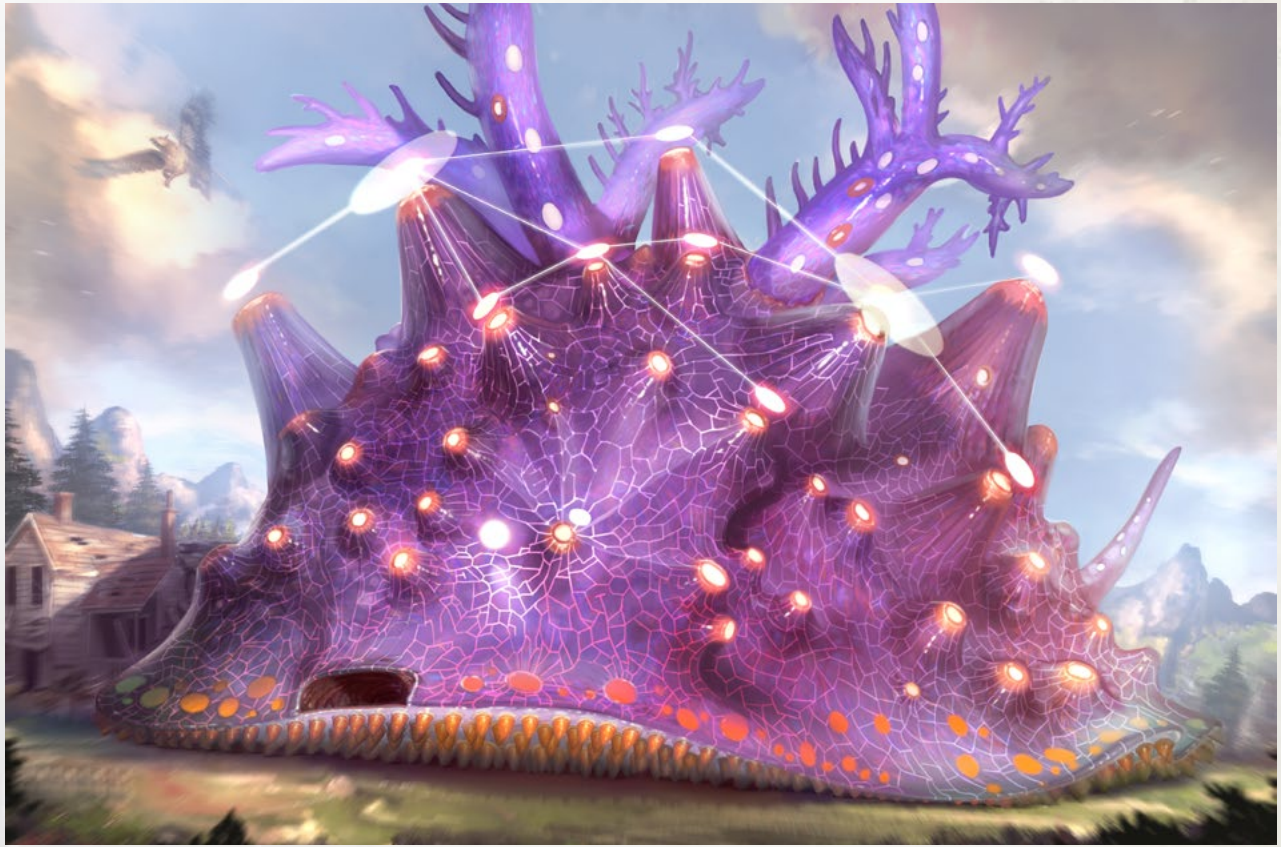
Because of its size, the war-slug is effectively immune to human-scale weapons; if it were a mound of earth, a team of people would dig for many days to make a significant impact. Although it is technically a living creature and an object, its size and anatomy make it immune to effects that would control or destroy it in one shot (such as *dominate monster* or *disintegrate*).

The war-slug's base walking speed is 10 feet, but if it moves in a straight line, it can build up to 30 feet per round after several minutes. The levitation effect (and perhaps indirect pressure from the vehicle's incredible weight) coats the ground with slime and flattens everything underneath with a steady, broad force. Anything in its path must make a DC 19 Strength saving throw. Failure means they are knocked prone, stunned for 1 round, and take 1 bludgeoning damage; success means they are just knocked prone. As the bulk of the creature passes over them, pressing them into the ground, they must save again each round. At top speed, it takes about 30 rounds for the war-slug to pass completely over a point along its central line, but a creature near the edges may be able to roll out earlier as the vehicle's skirt flares inward for a moment. Because of its mass, most large structures it collides with are quickly broken apart as if by a battering ram and pressed underneath its levitating feet. Very sturdy obstacles might simply be crawled over, as the war-slug can lift its front end slightly to accommodate terrain.

The main way in or out of the vehicle is through the mouth-like opening at the front end. However, it is possible to climb on its exterior and make a hole from the outside, particularly through one of the war-horns

Overall, the war-slug resembles a type of nudibranch (sea slug), *Halgerda batangas*, except it is shades of purple and it has hundreds of stubby "feet" instead of one large foot.





(area 8), which have small openings like arrow slits that could be enlarged.

## THE WAR-SLUG, BODY AND MIND

One type of weird technology the Ancients had at their disposal is called a *biological*—a partly-living organic construct crafted for a specific purpose. Much as humans raise and breed animals to favor certain traits (cattle resistant to disease, riding horses with higher speeds, chickens that produce more eggs, and so on), the Ancients used genetic engineering (and other advanced tools we can't begin to comprehend) to create custom lifeforms for precise tasks, with programmable brains that regulate things like seeking fuel and self-repair, and yet still have machine-like interfaces that allowed the Ancients to control them like robots.

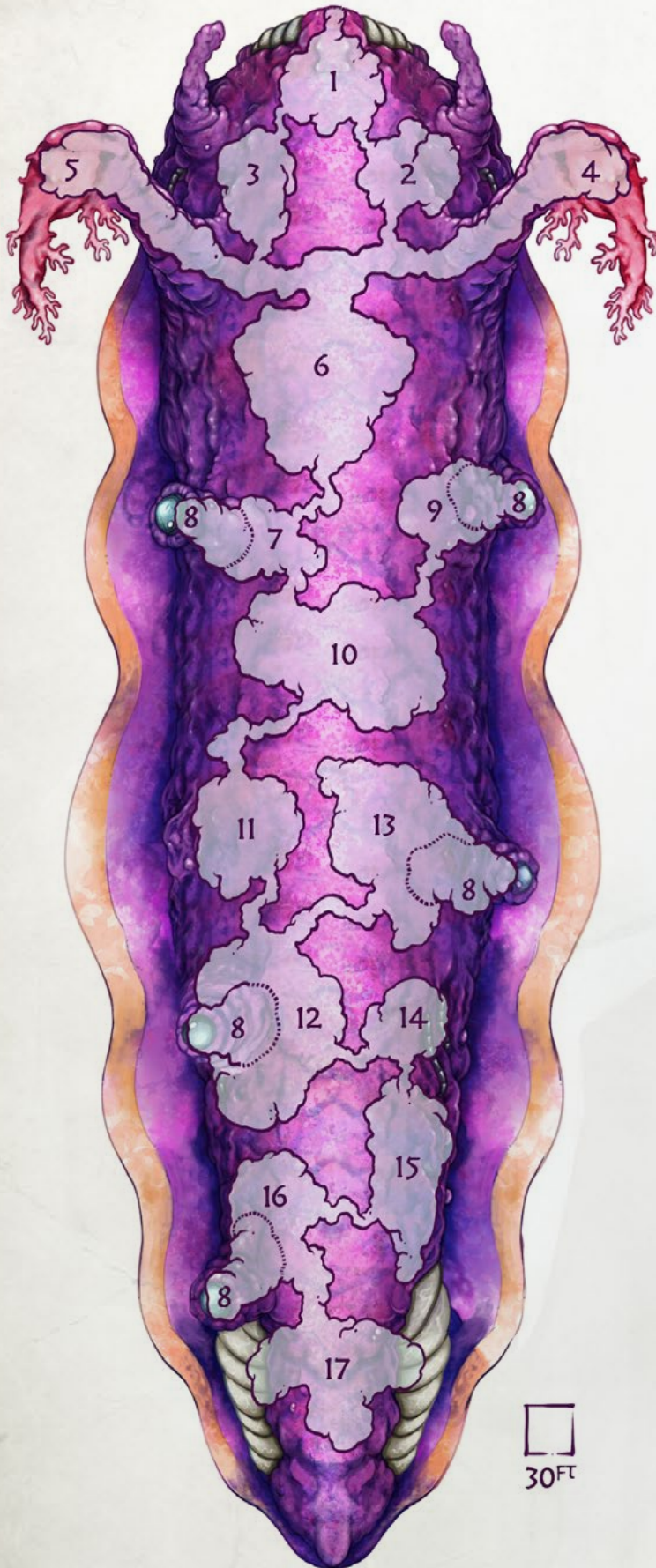
What Aldrazor and his minions call the “war-slug” is actually a biological vehicle. Various control nodes within its interior “rooms” allow a limited interface to the multiple brains distributed throughout

its body. It has a limited awareness of its environment (mostly focused on avoiding hazards and finding suitable materials to eat), a strong awareness of its own body (focused on injuries and requests from its passengers), a limited self-identity and intelligence (somewhat less than a human pet such as a dog or cat), and a strong need to serve and obey its passengers. Within its fleshy body are dozens of heart-like pumps connected to vascular channels that circulate nutrients, maintenance nanobots, microcontainers of fuel, encoded signals to its specialized organs, and bundled waste products to be expelled. It does not have a gender and cannot reproduce—it, like all of its kind, was grown in a specialized machine when it was needed.

Its unique designation is long, precise, and in a language or code used by the Ancients; a shorter, human-understandable approximation of the first part of its name is “Roodj.” Intelligent passengers can use various interface devices within the biological's body to get it to stop, start, steer, produce limited physical materials, and so on (as described in the room entries

*Area 8, page 286*





for the creature's body). Aldrazor and the other creatures have been practicing with these devices for about a week, giving them reasonable success at commanding it despite their ignorance of its nature or what exactly they're doing, similar to a stupid farmer trying to coax a work animal to do a task it has been trained to do.

Roodj is sick. Its organic parts were shut down for millions of years in an ineffective stasis, and over time many of its parts began to degrade. The unexpected, sudden signal to wake again made these problems worse, and it won't be operational for much longer—weeks, or perhaps only days. In human terms, it is like a person who was in a coma for years, then forcibly medicated to wakefulness and directed to run using atrophied muscles and deteriorated bones. The PCs cannot cure or save it, though they may be able to use Ancients arcana to help it live a little longer and in less pain.

Roodj aches. Roodj struggles. But Roodj continues to serve, for that is its nature, and it will do so until the moment its hearts give out.

A PC with the ability to telepathically communicate with creatures or the ability to interface with machines in a manner similar to telepathy can develop a communication with it, although any conversation is greatly limited by the war-slug's low intelligence and specialized programming. These conversations may give the PCs a better sense of what is happening, in bits and pieces that build toward a fuzzy overall image. Aldrazor's arrogance from being a drow and the psychological trauma of transformation into a drider prevent him from seeing Roodj as anything other than a mindless beast.

## 1. MOUTH ENTRANCE

### READ ALOUD

Under the skirt-like edge of the war-slug, a broad opening like a mouth hangs open. Inside, the central floor portion of the mouth and throat is a ramp, but stair-like structures—a little too shallow for human construction—hug the left and right sides.



## RANDOM ENCOUNTERS

The interior of the war-slug is a thriving place, and its inhabitants don't sit around waiting for adventures to come to them. To keep things interesting and to prevent the PCs from trying to take a long rest in a frequently-used passageway, the GM should feel free to add any of the following as a random encounter while the PCs are inside the war-slug.

### d10 Encounter

- 1–2 **Bowgs:** One or two **bowgs** wander through to check up on some part of the vehicle. Unless they are attacked or see the PCs harming the war-slug or other inhabitants, they pass by as if the PCs were irrelevant.
- 3–6 **Bugbears:** One or two **bugbears** arrive (stealthily if they hear strangers) from hunting outside or a guard shift elsewhere in the vehicle. Rather than attacking on their own, they're likely to get reinforcements from a nearby room.
- 7–8 **Ettercap:** An **ettercap** returns from an outdoor hunt, dragging a deer or other prey. (This encounter is only likely in the front parts of the war-slug.)
- 9 **Wisp:** The elven-faced **will-o'-wisp** (from [area 12](#) drifts by to relay a message to **Bawndra the half devil** or **Rakkus the bugbear**. If it sees the PCs, it turns invisible and goes to **Aldrazor** to inform him of the intrusion.
- 10 **Spider:** A solitary **steel spider** that has evaded Aldrazor's wrath creeps by, trying not to be noticed (it won't attack in an area where it hasn't built webs).

**Mouth.** This actually is the war-slug's mouth, but it doesn't use it to attack creatures. It sometimes scoops up plants or soil containing trace minerals and other

substances it needs to function (these are shunted into pores in the sides of the mouth chamber and absorbed). Otherwise, the mouth usually hangs wide open and serves as the vehicle's entrance and exit. A character can use their action or bonus action to jump or climb into or out of the open mouth. While the war-slug is moving in a straight line, this is a DC 11 Dexterity (Acrobatics) or Strength (Athletics) check. Failure means the character ends up underneath the vehicle. If it is turning, the DC is 13 (and failure means the character is under the vehicle for at least a couple of rounds, but then clear). If the war-slug is stopped, no roll is needed to enter or exit.

**Interior.** These descriptions apply to all interior parts of the war-slug, not just the mouth area.

**Illumination:** Tiny lights embedded in the flesh at regular intervals (every 10 feet or so) shed light as candles, allowing for navigation throughout the interior. PCs wanting or needing stronger light will need to bring their own.

**Color:** Its interior color is a mottled pattern of sandy brown and a ruddy pink. Some portions are darker than others.

**Texture:** The interior surfaces are rubbery, like what you'd expect a snail or slug's skin to feel like, but dry instead of damp.

**Scent:** There is a faint aura of decaying leaves and another scent that smells unhealthy but isn't immediately comparable to anything the PCs are familiar with. Its interior is as tough as its exterior (AC 15, 50 hit points per 10-foot-square section, bludgeoning immunity).

**Sound:** The entire vehicle thrums with a **throaty cyclic sound** that is loud enough to give all creatures disadvantage on checks to hear things.

## 2. IMITATING SPHERES

### READ ALOUD

The walls, floor, and ceiling of this chamber are covered in plum-sized pearlescent spheres. Indistinct shapes, like shadows but brighter, can be seen in the far parts of the room.

*Bowg, page 151*

*Area 12, page 288*

*Bawndra, page 286*

*Rakkus, page 285*

*Aldrazor, page 288*

*If anything, it sounds like a sonogram of an adult human heartbeat, but louder, deeper, and slower.*

*Steel spider, page 235*

**Spheres.** The hundreds of spheres embedded in this room act like a kind of low-resolution mirror, reflecting back a distorted version of anyone who nears or enters the area. The reflections are harmless, only show visible characters, and are slow to respond to sudden movements (it's about a half-second delay before the image copies what a character does). The spheres might fail to reflect one character in particular, show a distorted image, or show one image of a character that never moves.

**Guardians.** Hiding in small nooks behind moveable sections of the spheres are ten **gazers**, which emerge while the PCs are distracted by the mirrored images. The spheres do not mirror the presence of the gazers. The machines ignore anyone who has received the green injection from **area 10**. They pursue creatures into other areas but not outside of the war-slug itself.

For every three gazers destroyed, the PCs can salvage one cypher.

*Gazer, page 176*

*Area 10, page 287*

*Optional Rule:  
Intelligence (Ancients  
Arcana), page 259*

### 3. WEBBED ROOM

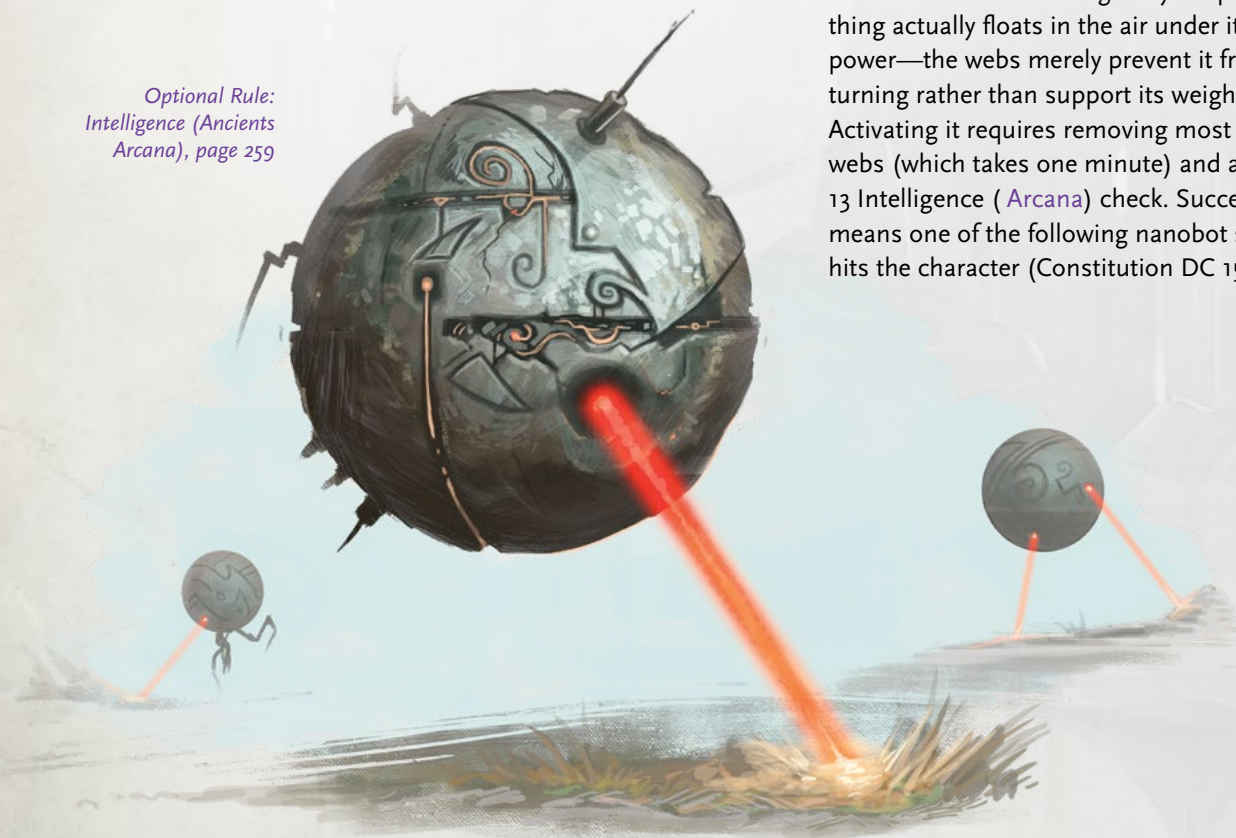
#### READ ALOUD

The weird, fleshy interior of the war-slug quickly becomes covered in layers of webs. Although it seems in places that the walls, floor, and ceiling are slowly consuming these webs through tiny, mouth-like apertures, in other spots multiple layers of webbing build up to several inches of thickness. In the center of the room is a rounded shape about the size of a human torso. It is also covered in webs, and thick webbing connects it to the ceiling, holding it about 4 feet off the ground.

**Webs.** The webs are the creations of the two creatures living in this room.

**Ettercaps.** The **ettercaps** joined with Aldrazor immediately, seeing him as a kind of demigod. Their positioning here means this passage into the war-slug is well-protected (the other creatures who live here go through area 2 instead, as the gazers ignore them), yet the ettercaps can still get outside to hunt when the vehicle stops.

**Torso Device.** This irregularly-shaped thing actually floats in the air under its own power—the webs merely prevent it from turning rather than support its weight. Activating it requires removing most of the webs (which takes one minute) and a DC 13 Intelligence (*Arcana*) check. Success means one of the following nanobot sprays hits the character (Constitution DC 15 save





to resist). Each effect is random, and only happens once per day. After three uses, the device does nothing until the next day.

**Blue:** The character turns as blue as blueberries and becomes severely intoxicated (disadvantage on all rolls) for 1d6 hours.

**Fan:** Nanobots coat the character's body with miniature fans that constantly blow air (or water, if in it) away from their skin. The character gains advantage on all saves against gases, smells, and liquid sprays for the next 3d6 hours.

**Glow:** The character's body produces pea-sized blisters all over that glow brightly. Altogether, the blisters make the character glow like a torch. The blisters make it painful to wear armor (the character gains disadvantage on all Strength and Dexterity rolls). Popping a blister snuffs its light; popping all of them takes 10 minutes and deals a total of 7 (2d6) piercing damage. They go away on their own after 2d6 hours.

The device can be salvaged for 1d2 random cyphers.

#### 4. STARBOARD SENSOR RAMP

##### READ ALOUD

The floor in this area begins to ascend like a ramp, opening wider as it gets higher into a jagged-edged chamber. Despite its size, the entire ramp gently sways in all directions like a flexible tree branch. A foul smell like wet garbage fills the air.

**Stench.** A garbage smell in this area means it's impossible to smell anything else; attempts to track by smell or detect normal smells automatically fail unless the other scent is incredibly strong.

**Broken Spheres.** Overall, this area is similar to area 5, except instead of fully-functional sensors, most of the starboard side spheres in this area are dull black and the floor around them leaks a smelly, tacky fluid. (The damage and sickness in the war-slug affects this area strongly, blinding it on this side, which is why the sensors in area 6 have a blind spot to the starboard.)

**Creature.** One **bugbear** stands guard here, looking out of the still-functional sensors as best it can. Because of the smell in this

room, being assigned here is almost a punishment, and the bugbear on duty is the lowest-ranking member of the gang (which might be something clever PCs can exploit).

#### 5. PORT SENSOR RAMP

##### READ ALOUD

The floor in this area begins to ascend like a ramp, opening wider as it gets higher into a jagged-edged chamber with many triangular alcoves lined with something white. Despite its size, the entire ramp gently sways in all directions like a flexible tree branch.

**Ramp.** A localized gravity effect keeps the orientation of anyone here pointed "down" toward the floor, no matter how much the area moves. Initially it feels like standing on a seagoing ship, but after a couple of rounds the motion and sensation becomes natural, and it's easy to forget that it's happening. The gravity effect doesn't cause anything unusual—ranged weapons still work normally, something rolled along the floor moves as expected, and so on.

**Creatures.** The movement and curvature of this area mean that the PCs get halfway up the ramp before they realize there are two **bugbears** in this area keeping watch. Unless the PCs were being stealthy, the bugbears almost certainly are aware of them, and are ready to ambush. If the fight goes badly for them, they might try to run away to area 6.

**Alcoves.** The alcoves (and much of the fore portion of the room) are lined with white pearlescent spheres. After a few rounds of observation, the PCs realize the trick of how to look at them (similar to deliberately unfocusing their eyes), allowing them to see a blurry image of what's to the front, port, and rear of the war-slug, even if it's completely dark outside (the war-slug's senses give it darkvision and tremorsense to 120 feet). This vision includes individual trees, objects, and animals of Small size or larger, often highlighted with different-colored glows, although the entire experience is somewhat blurry.

*Random cyphers, page 42*

*Area 6, page 284*

## 6. BARRACKS AND STEERING

### READ ALOUD

The central portion of this room is a raised table-like structure about 10 feet across with a cluster of pearlescent blue spheres on top. The rest of the room looks like the lair of savage humanoids—roughly-tanned pelts piled up as beds, a crude idol of a toothy warrior, and so on. Five hairy brutes with morningstars dressed in loose gray clothes stand behind the central raised area or lounge on bed pelts.

#### Brutes. The five brutes are **bugbears**.

Formerly bandits and mercenaries, they've stumbled into a weird new life on board the war-slug and enjoy their strange new gear and opportunities for incredible destruction. They immediately realize the PCs are intruders and attack, calling for help.

Any fighting in this area attracts the attention of the bugbears in area 7. If things go poorly for these creatures, one runs to get help from an adjacent area (depending on where the PCs approached from).

One bugbear has a set of **memory goggles**.

There are enough "beds" in this area for at least ten bugbears.

**Raised Structure.** This is made out of the same material as the walls and floor, but has been raised into a table-like shape with

a concave surface that holds the pearlescent spheres. Standing on the aft side and looking at the spheres allows a person to see a blurry image of whatever is outside, so blurry that it's little more than two large horizontal swatches of color.

Also on the aft side are four hand-sized holes lined with wet mucous. Anyone sticking two hands into the holes must make a DC 13 Intelligence saving throw; failure means they're incapacitated and blinded for one round as strange sensations overwhelm them. Success means the war-slug transmits visual images directly into their brain, as if they were seeing directly out of whatever organs it uses to see and sense things (presumably the feather-like plumes extending upward from its top front surface). Furthermore, they can see in all directions around the war-slug, even behind them, but the right (starboard) quadrant of their vision is obscured, like something is wrong with their right "eye."

A person connected in this way can attempt to control the war-slug (slow, stop, forward, left, right, and so on). Doing so is a DC 15 Intelligence (**Arcana**) check, and is more like willing yourself to tiptoe-crawl through mud than striding with your legs. It takes the war-slug about three rounds to come to a full stop or reach its normal walking speed from a complete stop. Attempting to turn right at all causes a wave of pain and nausea that the character feels all along the right-hand side of their body, and accomplishes nothing (the war-slug is sick and damaged, and can no longer turn right). Its size means that turning left is an endeavor; a full 90-degree turn takes ten rounds to complete at any speed. Any change in direction or speed is felt throughout the war-slug. If Aldrazor didn't command it, he sends his second- or third-in-command to investigate.

Anyone using these connections in the structure can free themselves as an action, but they are incapacitated for one round as they reorient to using their own senses again. Because there are four holes and controlling it only requires two, two characters may try to control it together; this reduces the control difficulty DC to 13,

*Memory goggles, page 89*

*Random cyphers, page 42*

*Random relic, page 47*

*Optional Rule:  
Intelligence (Arcana), page 259*





but both creatures must direct it to do the same thing or it ignores the command.

The control structure can be salvaged for three cyphers and a relic, after which the war-slug can no longer be steered (it will head in the direction of wherever it was pointed before, at the same speed, except to avoid hazards that would harm it). Anything salvaged from here definitely has at least one [quirk](#).

## 7. BAD LIEUTENANT

### READ ALOUD

This area looks like a typical humanoid lair—animal skins on the floor, skulls and other trophies of violence, and a pile of chewed bones next to a small, cold campfire. The ceiling along the port side of the room is clear like a window, revealing a tower-like structure extending upward. Three bugbears sit nearby playing a dice game. All three are wearing garments made of loosely-tied gray cloth.

**Gambling Trio.** This is the lair of Rakkus and his mates, Dagnok and Logrog. All three are **bugbears**; Rakkus is larger and stronger than the others—he was a chief of his band until Bawndra (see [area 9](#)) took over. Now that Aldrazor is in charge of the group, Rakkus is annoyed at his demotion (third in command behind Bawndra and the drider), but the loot is good and the violence is interesting, so these three go along with it. They know that Bawndra and Aldrazor wouldn't let strangers run loose in the war-slug without telling them, so they immediately recognize the PCs as intruders and attack. Between the three of them, they have a [detonation of telekinesis](#), an [immobilizer](#), and a [rejuvenator](#).

**Ceiling Membrane.** The transparent “window” in the ceiling is actually a durable fleshy extrusion that holds the liquid above it ([area 8](#)) in place. If pushed hard, it gives slightly and feels rubbery. If pushed gently, it slowly submits to the pressure, allowing the pusher to harmlessly cross its surface. The area on the far (upper) side of the membrane feels cool and liquid, but anything pulled back through the membrane comes out dry. A creature

can use their entire move to go from one side of the membrane to the other, for a total distance of 5 feet, and the membrane automatically seals itself behind them. The membrane can be passed through from either direction. Completely passing through the membrane puts the character in [area 8](#). Cutting the membrane or using more destructive methods (such as blasting spells or detonations) creates holes that leak the fluid from [area 8](#) but automatically seal up again after three rounds.

*Relic quirks, page 46*

*Area 9, page 286*

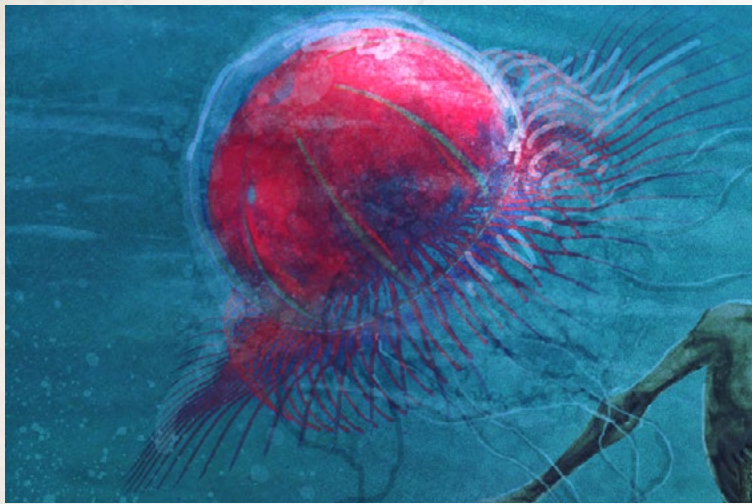
*Detonation of telekinesis, page 65*

*Immobilizer, page 82*

*Rejuvenator, page 104*

*Area 8, page 286*





Area 10, page 287

## 8. TOWER HORN

### READ ALOUD

The clear, thin fluid in this rising conical chamber is buoyant and slightly cooler than your body temperature. Far above, you can see a bubble of what might be air, gently illuminated by the walls and ceiling.

*If the PCs attempt to enlarge the arrow slits so that a Small or Medium creature could enter or exit here, the walls around the arrow slits are AC 11 and have 25 hit points per 10-foot-square section).*

**Buoyant Fluid.** The fluid in the tower horn automatically adjusts its density to match whatever fleshy creature enters it—a person neither sinks nor floats, just remaining where they are unless they deliberately choose to swim. The fluid is breathable for most creatures that breathe water or air, although the very first two or three rounds spent breathing the fluid is startling, granting the character disadvantage on all actions until they adjust. (Once they've made this adjustment, they never have to adjust to it again, for this or any tower horn within the war-slug.)

Some characters might have an allergic reaction to a substance in the fluid, giving them disadvantage on rolls that require clear sight for the next hour.

**Guardians.** Harming the walls of the tower horn, or destroying or contaminating the fluid (such as with a *fireball*, detonation, or poison) triggers the war-slug to open pores in the walls to release a swarm of 8 *dabirris*, which glide in to attack the perpetrator. If the *dabirris* kill a creature, they gently push its corpse to the bottom membrane, where it is ejected back into the lower room. If other creatures leave

*Dabirri, page 163*

the fluid for at least three rounds, the *dabirris* return to their wall-pores, but they immediately pop out again if a dangerous creature (one that harmed the walls, the fluid, or a *dabirri*) returns to the fluid. This awareness of a “dangerous” creature is not transmitted from tower horn to tower horn, so the creature can safely enter a different horn without triggering its *dabirris*. *Dabirris* ignore any creature that has been injected with the green fluid from *area 10*, even if the creature attacks the *dabirris* or harms the walls or fluid here.

**Bubble.** The air-filled bubble at the top of the tower horn is sealed off by a permeable membrane like that at the bottom of the horn. The side walls and ceiling of this area are transparent from the inside, allowing anyone here an unobstructed view in all directions except downward through the horn itself. Thin pupil-like apertures in the bubble allow air to circulate here and can be used as arrow slits (three-quarters cover) for attacking things outside. Of course, each horn is anywhere from 60 to 100 feet tall, sprouting from a spot on the war-slug's back that is 20 to 30 feet above the ground, so it is difficult to attack from here without long-range weapons. If the war-slug is attacking anything, the bubble may have two **bugbears** here using shortbows to take shots at any targets they can see.

## 9. DEPOSED LEADER

### READ ALOUD

This area is decorated with furs, trophies, and wall paintings. Furnishings include a simple bed, a table, and a crude wooden chair. The place feels very lived-in and like it belongs to someone who enjoys exercising authority. Glowering at a map on the desk is a woman with crimson skin and bat-like wings wearing scale mail. Her iron-gray hair is the same color as her armor. Two *bugbears* stand nearby.

**Crimson Woman.** This is the quarters of Bawndra, a half-devil. She used to rule over a group of *bugbear* raiders, robbing caravans and doing a little mercenary work as she made connections with local warlords and influential wizards. When



Aldrazor arrived at the cave where she camped, she realized she'd have a hard time defeating him and let him take over until she thought up a better plan. Although she's impressed by the drider's command of the Ancients arcana and his ability to get the war-slug moving, she thinks they're attracting too much attention, and is looking for an opportunity to get away with some of her raiders (she can easily get out by transporting herself to Hell, but doesn't want to build a new team from scratch).

If the PCs immediately attack her, she and the bugbears retaliate. But if given a moment to think, she assesses the PCs and decides to bargain. She doesn't want to risk attacking Aldrazor, so she won't team up with the PCs, but she will negotiate with them by sketching the rooms between here and Aldrazor, outlining threats in them, and offering either of her cyphers (a [chemical factory](#) and a [density nodule](#)) in good faith. In exchange, Bawndra wants to leave the war-slug with all of her wealth and equipment, the two bugbears who are with her, plus any other surviving bugbears she can rally on the way out. She swears on these things if another PC agrees to swear as well. She won't agree to never commit crimes, leave innocent people alone, or other "good" things that the PCs might want. If she thinks they're going to attack her and that she'd lose, she uses her innate magic to transport herself to Hell, leaving her two bugbears in the lurch.

**Bugbears.** These two brutes are typical members of their kind. They wear pale gray garments draped over their armor, like togas, and each has a longbow and some odd horn-like arrows. They defend themselves and Bawndra if attacked. The half-devil might send one them to [area 7](#) for reinforcements if the odds don't look good. If she abandons them to die, they swear in Goblin and go down fighting.



## 10. MANUFACTORY

### READ ALOUD

A cluster of tubes bending at impossible angles and curves extends from the ceiling to a point about halfway to the ground. Some drip fluids that disappear before they hit the ground, some emit puffs of gas, and some drop grains of colored solids that sink into the floor like mud.

**Tube Cluster.** Touching, standing near, or waiting under the cluster of tubes seems to activate it. Colored lights shine upon the character from an unknown source, then stop after about thirty seconds. The tubes then emit combinations of solids, liquids, and gases onto the character, producing one of the following results:

**Cloth:** The emissions congeal into a pale, gray, cloth-like substance about eight feet square. This is identical to the gray cloth worn by some of the intelligent creatures living here.

**Dart:** The device creates an object about the size and shape of an arrow or crossbow bolt, except it is all one piece and made of a rigid substance resembling animal horn. It can be used as an arrow or crossbow bolt (these are what the bugbears use for ammunition).

**Injection:** One of the tubes extends a pointed cylinder containing a green substance toward the character's bare skin. If the character doesn't avoid the cylinder, it touches their skin and painlessly injects the green substance into the character's body. Its only immediate effect is a cold sensation. However, anyone injected by this substance is completely ignored by the [dabirris \(area 8\)](#) and [gazers \(areas 2 and 14\)](#) within the war-slug, even if the character attacks them.

**Liquid:** The materials turn into a thin paper-like cup filled with opaque liquid. The smell and taste of the liquid is always different, and it doesn't always seem potable (for example, sometimes it smells like sawdust, perfume, or rain), but it is interesting and filling. The cup itself is edible, though bland, and counts as a full nutritious meal.

*Chemical factory, page 59*

*Density nodule, page 62*

*All living inhabitants of the war-slug have received the green injection, so the dabirris and gazers don't attack them.*

*Area 8, page 286*

*Area 2, page 281*

*Area 14, page 290*

*Area 7, page 285*

**Solid:** The tubes produce a wafer, bar, rod, or similar basic shape made of a pale green or brown solid material resembling dense bread. In all respects except form and consistency, this substance is like the nutritious liquid.

The machine produces no more than one thing per minute. The PCs can't get it to do anything other than what is shown here, or choose which result they get. The device can be salvaged for 1d3 cyphers.

## 11. MUSICAL DEVICES

### READ ALOUD

Eight mushroom-like shapes sprout from the floor, each about 4 feet across and covered in thumbnail-sized spots. Six of them have brightly-colored spots, but two have black spots and a faded appearance overall.

**Colored Spot Mushrooms.** Touching the spots on the “mushrooms” produces musical tones, controlled by pressure, direction, and color. Playing them for at least a minute also produces faint images, as if meant for eyes that see more colors than humans do. Each minute that a PC uses a “mushroom,” they must succeed on a DC 13 Intelligence saving throw or gain a random **cosmetic mutation**, which manifests over the next several minutes even if the character stops playing (this may be permanent, or last only a few days). One of the mushrooms can be salvaged for a cypher.

**Black Spot Mushrooms.** These two mushrooms are actually a pair of **mimics**, who immediately attack if anyone tries to play them. Because they enjoy the music, they wait to see if the PCs experiment with the mushroom devices, attacking if the PCs leave without playing or linger too long after they stop playing.

*To disguise the fact that the mutation is random, multiply the character's saving throw result by 5 and use that number on the mutations table.*

*Cosmetic mutations, page 137*

*Liquid sword, page 86*



## 12. KING OF THE DEEP REALMS

### READ ALOUD

The aft corner of this room features a large throne-like structure that seems to have been built by arranging three table-sized pieces of a pale violet material in an angular “U” shape and melting them along their connecting points. Standing on this strange throne is a horse-sized creature with the bottom half of a giant spider, the upper half of a dark elf, and a bizarre crystalline device that looks like a crown combined with a mask. Hovering nearby is a bluish light that resembles a sneering elven face. In the center of the room, blocking direct access to the spider-creature, is a hovering metal cylinder with three multi-jointed metal arms. On the ceiling of the port side is a clear skin-like membrane.

**Throned Figure.** The creature on the throne is Aldrazor, the self-proclaimed “King of the Deep Realms.” He felt he deserved a throne, but obviously his fat spider body cannot use a throne made for humanoids, so he had his bowgs craft one out of other materials within the war-slug. Aldrazor is bitter and dangerous after being cast out of his home city and cursed into this form, but was fortunate enough to be living in the old group of “caves” that happened to be the interior chambers of the war-slug. As it rumbled to wakefulness, he found several numenera devices and made use of them, claiming control of the war-slug and giving it free rein to burrow to the surface. He hopes to glorify himself in violence and murder against the surface world, collecting treasures and trophies, then return to the fringes of his home city to slowly enact his revenge upon the rulers there.

Aldrazor is a **drider**, and carries the following numenera devices with him at all times:

**Liquid sword:** He can activate this relic as a bonus action, creating a sword-like blade of hardened fluid which always deals maximum damage (13 points instead of  $1d10 + 3$  for using it two-handed).

**Crystal crown-mask:** A unique relic that allows him to speak telepathically to machine and part-machine creatures (such





as bows) and mentally command them similar to a [mask of machine comand](#). He uses this device to control Kvrk (the floating metal cylinder). This device is fused to Aldrazor's head and cannot be removed while he lives. The device is fragile, and removing it from his corpse damages it so that it is effectively a mask of machine speaking.

**Cyphers:** The drider has a [detonation of frost](#), a [force shield projector](#), and a [rejuvenator](#).

**Elf Light.** This creature is a [will-o'-wisp](#), the remnants of the soul of Aldrazor's brother, Gesnik, who was tortured and killed in a magical ritual instead of being turned into a drider.

**Floating Cylinder.** This automaton is Kvrk, a [Zhev](#). It was held in stasis within a partition inside the war-slug, and released just in time to be mind-controlled by Aldrazor. As a lawful creature whose natural programming is to protect innocent lives, the drider's control over it greatly upsets it, but it can't disobey Aldrazor's mental commands.

**Liquid Ceiling.** This thin membrane allows access to the Tower Horn above it ([area 8](#)). See [area 7](#) for more details about how the membrane works.

**Talking to Aldrazor:** The drider's success with the war-slug has made him confident. He believes he has the upper hand and that the PCs will recognize this. By invading his lair and killing his other minions, they have impressed him with their strength, and he offers to let them serve him if they swear a blood oath to him. If they refuse, he commands his minions to battle.

**Fighting Begins:** Aldrazor activates his liquid sword, picks an opponent, and commands the Zhev to aid him. The Zhev complies, apologizing to whomever it attacks. Gesnik uses its abilities as best suited for the combat, preferentially targeting any PC he recognizes as a cleric.

**Reinforcements:** If things go badly for the NPCs early on, Aldrazor calls for reinforcements—six [bows](#), three [bugbears](#), or a [type three basic automaton](#). These minions arrive two rounds later.

*Mask of machine comand, page 88*

*Area 7, page 285*

*Area 8, page 286*

*Detonation of frost, page 62*

*Force shield projector, page 75*

*Rejuvenator, page 104*

*As an interesting plot seed for later adventures, the GM may decide that part of Aldrazor's insane mind persists in his crown-mask, which will come into conflict with the PC who wears it, similar to a sentient magic item. How to purge the damaged mind from the device could be an adventure in itself.*

*Zhev, page 244*

*Bow, page 151*

*Basic automatons, page 246*

## 13. SLOUGHING ROOM

### READ ALOUD

*Haneek, page 183*

Something seems to be wrong in this room. Instead of the rubbery flesh that makes up the walls, floor, and ceiling of other parts of this enormous creature, here it is peeling off in sheets like skin from a bad sunburn. Most of the floor is covered in layers of it, pieces of it dangle from up above, and wound-like gaps pierce the walls in several places where the sloughing is especially strong. Five large lumps are on the floor, but it's not clear whether they are objects covered in these peelings or extra layers of old peelings.

The sloughing here is just a side effect of the damage that the war-slug sustained from its long sleep and sudden awakening.

**Lumps.** Three of the floor lumps are just layers of sloughed flesh. The other two are ancient biological devices integrated with the war-slug's body. However, the vehicle's sickness has damaged them, and they no longer work as intended. Anyone trying to activate them must make a DC 13 Intelligence (*Arcana*) check to get them to do something. Success means a roll on the relic quirk table and use the result to inspire

a weird but useless effect that happens to the room or the acting character. Each lump can be salvaged for a random cypher.

*Optional Rule:*  
*Intelligence (Ancients*  
*Arcana), page 259*

*Relic quirks, page 46*

*Gazer, page 176*

*Area 10, page 287*

*Random cyphers, page 42*

*Steel spider, page 235*



**Lurking Ribbon.** What seems to be a portion of the sloughed-off flesh is actually a *haneek* hiding in the corner as it slowly feeds upon the war-slug itself. It might attack a PC if it feels especially hungry, or “adopt” a PC and harmlessly follow it for a while, feeding on whatever the PC kills or leaves behind.

**Ceiling Membrane.** This room has a permeable ceiling membrane leading to a tower horn, but the sickness here has discolored the membrane so it's only visible when standing directly underneath it; otherwise, it looks like normal ceiling.

## 14. BEAM MAZE

### READ ALOUD

Vertical red beams of light, each no wider than a finger, form a subtly shifting maze of patterns on the floor and ceiling. The constant heartbeat-like sound of the war-slug is muted here, making the area nearly silent.

**Safe Beams.** Most of the beams are completely harmless light. They don't produce heat, and if interrupted, they create sparkling reflections.

**Dangerous Beams.** Some of the beams are from the ten *gazers* resting against the ceiling. At some point after the PCs have entered the room, the gazers realize they're there and attack. They ignore anyone who has received the green injection from *area 10*. For every three gazers destroyed, the PCs can salvage one cypher.

## 15. HALLUCINATION DEVICE

### READ ALOUD

The walls of this room have at least a dozen shelf-like protrusions at various heights, each large enough to hold a sleeping person. Near each of them are two or three apertures of various sizes, some barely large enough to fit a fist, some big enough for a human to stick their head inside.

**Secret Hazard.** The forward part of this room is the lair of two *steel spiders* that wait in some of the larger wall apertures. They have strung their razor-sharp webbing across the room near the tunnel and wait



for their lines to catch prey before they attack. Aldrazor keeps clearing them out, but more appear, and even his spidery nature and ability to talk to machines haven't helped him tame these beasts.

Noticing the webs before blundering into them in full light requires a successful DC 14 Wisdom saving throw. Those who walk into (or fall into a pit filled with) razor web take 17 (5d6) slashing damage. Each strand of webbing has an AC 15 and 15 hit points.

**Shelves.** The shelves are extensions of the same rubbery flesh that makes up the walls of the war-slug. Each is at least a foot thick and can support at least 300 pounds.

**Apertures.** The interiors of these apertures are lined with a wet mucous. Touching exposed skin to the mucous requires making a DC 13 Constitution saving throw. Failure means that after about twenty seconds of contact, the creature experiences vivid and colorful hallucinations for about 10 minutes. Multiple people hallucinating at the same time tend to have shared images and perceive each other within the hallucination.

## 16. PORTAL ENGINE

### READ ALOUD

At the center of this room is a circular portal to an area filled with strong red light. The edge of the portal is a ring of what look like threaded clusters of nerves and blood vessels, which connect to the floor, walls, and ceiling in various places. Like an invisible tide, there is a sensation of being alternately pulled toward and pushed away from the portal, coinciding with echoes of lights in the room leaking toward and away from the portal. What lies on the other side is unclear, for a blurry four-armed creature obstructs the view. Above and to one side, a wet-looking portion of the ceiling gives a window-like view into a cone-shaped shaft leading up.

**Red Portal.** The aperture is about 10 feet across, and connects to a demiplane called Varo-Och. The instability between the two planes causes energy fluctuations, which the war-slug uses as a power source. The clusters of nerves and blood vessels contain

and react to these fluctuations, transmitting this energy to other parts of the war-slug, which it uses (instead of energy from food) for its various functions.

There are a total of seven places (spread out like large threads of a spider web radiating from the portal at the center) where the ring of flesh around the portal connects to the walls, ceiling, and floors. Each connection has AC 15, 30 hit points, bludgeoning immunity, and piercing resistance. Attacking any of them causes the lights in the room to flicker. Destroying any of them disturbs the natural ebb and flow of energy from the portal and the tide-like sensation it causes. Destroying four of them destabilizes the portal, setting into motion the death of the war-slug and some greater consequences (see [Portal Destroyed](#)).

**Four-armed Creature.** This entity is a [ganthanhar](#) who has been studying the portal to see if it can use the dimensional

*Portal Destroyed,*  
*page 293*

*Ganthanhar, page 175*



Area 8, page 286

Area 7, page 285

interface to prevent its energy form from completely dissipating. It is somewhat trapped—it can pass through the portal in either direction, and move up to about 100 feet away from the portal, but is otherwise stuck in this location. It, and anything on the far side of the portal, appears blurry when viewed from the interior of the war-slug.

The ganthanhar can see the PCs, but ignores them (as one might ignore a harmless bug) no matter what side of the portal it is on, focusing on the devices it is using to monitor the portal's power fluctuations and their effects on its suit and body. Even if the PCs try to communicate with it, it rudely turns its back on them. Only by offering it a powerful Ancients arcana device does the ganthanhar consider that the PCs might be worth attention. Even with such a bribe (or gift), it is terse, speaking quickly and curtly without revealing much about itself or why it is studying the portal. If the PCs attack it, it retaliates, and retreats through the portal if it feels it might be killed. If the PCs damage the portal's connections to the ship, it pauses a moment to see how effective they are, and (once it realizes they're serious and capable) retreats to Varo-Och so it doesn't become trapped in the war-slug if the portal is destroyed.

**Wet Ceiling.** This is another permeable membrane leading to a liquid-filled observation tower (area 8). For more details on the membrane, see area 7.

## 17. EXCRETORY MONITORS

### READ ALOUD

The far end of this room has three rounded chambers, each with patches of bubbles stuck to the wall like lumpy glass windows. Most of the bubbles are glossy white, but a few are different pale colors, and a handful are dull black. Four semi-humanoid creatures, each with four arms and large metal devices fused with their backs, study and prod the bubbles for an unknown purpose.

**Lumpy Glass.** Each patch of bubbles is about 2 feet across, with each individual bubble about 1 or 2 inches across. They seem to be linked to the war-slug's dozens of excretion pipes, which direct solid, liquid, and gaseous waste products (from itself and its passengers) out the underside of its back end, which are instantly crushed flat by the pressure from the war-slug's levitation field and are indistinguishable from its trail of slime. It is possible to deactivate these pipes by manipulating the bubbles (which serve as a sort of camera/monitor and control surface) for about 10 minutes





and making a DC 17 Intelligence (*Arcana*) check, but unless the PCs seal or destroy the excretion pipes (which must be done from outside the vehicle), the war-slug automatically reactivates them within an hour to prevent backflow.

**Workers.** The four creatures manipulating the glass are *mindlinked bows*, enjoying their enhanced intelligence granted by telepathic/machine contact from Aldrazor and simple command-bursts from the war-slug itself. One or more of them might turn to look if they detect the PCs' arrival, but they are focused on their work and don't really care what the PCs do so long as they are left undisturbed and nobody tries to damage the war-slug or the bubbles (which prompts them to attack). They don't use spoken language, but respond to telepathic or machine messages—only to say they are busy with important work from their master, Aldrazor.

## ADVENTURE CONSEQUENCES

What happens at the end of the adventure depends on whether the PCs destroy the war-slug's portal power source.

### PORTAL DESTROYED

🎧 READ ALOUD 🎧

The destruction of the fleshy strand seems to be the last straw. The outline of the portal becomes ragged, separating in places from the remnants of the ring, then unexpectedly expanding by a foot or two so the loop of blood vessels slides through the portal into whatever is beyond, like debris being pulled into a sewer drain. The lights within the war-slug go dark, then slowly wind up again to a flickering, dimmer level. The omnipresent heartbeat-like sound within the walls becomes erratic, and the entire structure lurches as it begins to slow down. The portal's edge, no longer hindered by its fleshy frame, begins to manifest orange, shiny, bubble-like holes, like a delicate pattern of lace. The shifting tide of invisible force grows stronger and more erratic, and the pattern of weird bubbles begins growing

in faint lines that solidify, expand, and become clusters of new bubbles that repeat the process. It seems that sabotaging the portal has caused great harm to the war-slug, and also created a new danger.

Once things reach this point, there's no going back—the PCs can't reconnect the war-slug to the portal, and (barring some extraordinary magic or Ancients *arcana*) can't close or stabilize the portal on their own.

**Energy Surges.** After reading the descriptive text for the destruction of the fleshy strands, everyone within 10 feet of the portal must make a DC 15 Dexterity saving throw as a surge of barely-visible energy erupts from it. Creatures take 7 (2d6) force damage on a failed save, or half that on a successful one. Nothing happens on the second round, but on the third round another energy surge deals 10 (3d6) force damage to everyone within 10 feet and 7 (2d6) force damage to everyone farther away but still in the room (DC 15 Dexterity save for half damage for all affected creatures). This continues every two or three rounds, expanding the inner area by 10 feet, the outer area by 30 feet, and the damage by 1d6. If the PCs want to avoid taking excessive amounts of force damage, they should leave the area and the war-slug itself, as the dangerous effect will engulf the entire vehicle within 5 to 10 minutes.

**The War-Slug's Last Hours.** With its main power supply cut off, the war-slug rapidly starves as the power in its cells and battery-like storage depletes. To conserve power and maintain the comfort of its passengers for as long as possible, the war-slug comes to a complete stop and focuses its efforts on safe evacuation of passengers, even spending several minutes opening up additional exits from all rooms through its flesh to the outside.

If the PCs can communicate with the war-slug (see *The War-Slug, Body and Mind*), its attitude is unchanged, but it is aware that it is dying, and feels regret that it cannot serve its passengers any longer. It is aware that the portal is growing, and once all passengers are evacuated (which it calmly states should happen as soon

*Optional Rule:*  
*Intelligence (Ancients Arcana), page 259*

*Bowg, page 151*

*The War-Slug, Body and Mind, page 279*

as possible) it attempts to bury itself (in water, mud, or loose soil) to minimize the “energy contamination.” If it can’t bury itself, it moves as far as it can from other creatures while it still has power to move. All of these events take anywhere from 10 minutes to half an hour, independent of what the damaged portal is doing; its body is durable enough that it can survive several minutes of the portal’s destructive energies, although its pain becomes severe the more damage it sustains.

**Aldrazor’s Minions.** The “normal” monsters (those with no previous connection to the Ancients arcana) try to escape the dying war-slug as soon as possible, preferably under the cover of fog or darkness. Lacking their weird invincible vehicle, they lose their will to openly pillage the surface world, and hasten to find new lairs or return to their old ones. Those who gained some familiarity with the Ancients arcana may use it again in the future, as they have a head start on understanding it compared to most other monsters.

**Aftermath.** Fortunately, the energy fluctuations from the portal will cease within a few hours as it equalizes the transfer of energy between the two

dimensions, which also ends the bursts of force damage. Unfortunately, the portal is a fragile edge between the PCs’ native dimension and Varo-Och, and the contents of the demiplane push outward until it is empty and fully merged with this realm (like lancing a boil so its pus bursts out and can be cleaned), resulting in a miles-long area that has the features and traits of an alien demiplane full of Ancients arcana—the potential for more salvage and the source of more bizarre creatures infesting the nearby lands.

## PORTAL UNTOUCHED

The PCs might defeat Aldrazor and his minion, yet not disconnect the war-slug from its power source in [area 16](#). This leaves the vehicle in the PCs’ hands. As described in *The War-Slug, Body and Mind*, the vehicle is dying, and might only be operational for a few more days or weeks. If the PCs take advantage of this opportunity, there is a lot of good and harm they could do. Because part of the appeal of running a game with Ancients arcana is discovering what unpredictable things the players might do if their characters have access to limited-use devices of great power, it’s best to let the PCs see what they can do with their new toy. If things get out of hand or if they find ways to exploit its power, the vehicle can always fail earlier than expected—perhaps at a bad time for the PCs.

When the war-slug’s motive systems completely fail and its heart stops beating, its body begins to decay, like a dead whale that has beached itself. As almost all of it is organic rather than metal or crystal, it should completely rot away in a few months, providing food to scavengers and attracting carrion-eating monsters, without even a skeleton jutting out of the ground to remember it by. However, the area has the potential to become a [wasteland](#), which might mean strange lights, sensations, disruptions to the weather, and so on. The feeding upon the corpse and whatever sinks into the ground will affect nearby people, creatures, and plants for a long time.

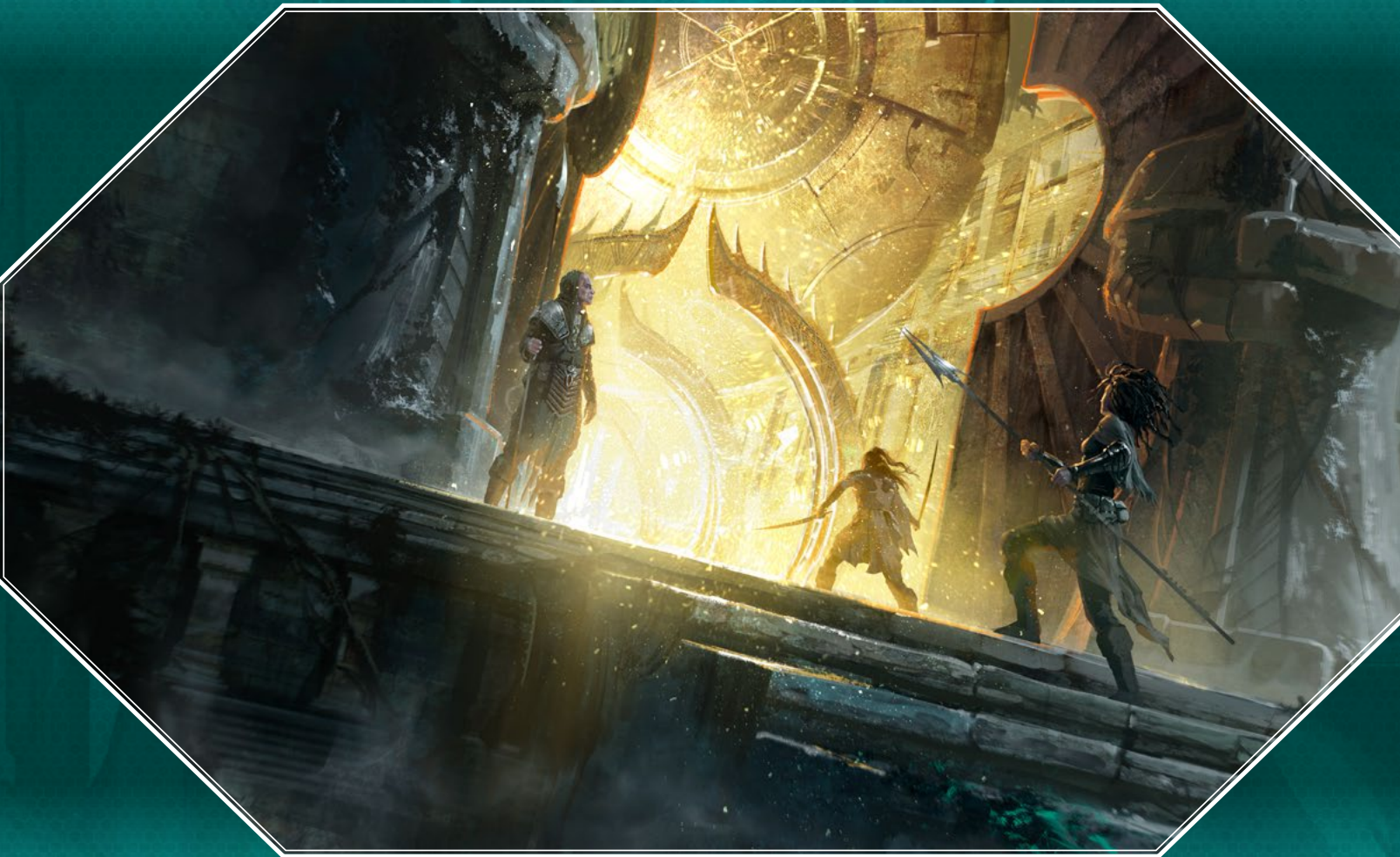
*Area 16, page 291*

*Wastelands of the Ancients, page 261*





# PART 5: BACKMATTER



Appendix A: Bibliography and Resources

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Appendix B: Arcana by Rarity

297



# BIBLIOGRAPHY AND RESOURCES

Lots of resources were consulted during the creation of Numenera, which we converted for use with your 5E game. Much of that research was done online, but there are some amazing books out there discussing things of interest to Numenera GMs—or in this case, *Arcana of the Ancients* GMs—ideas on cutting-edge technology and, even better, speculation on what that technology could look like in the far, far future. Reading about such wild ideas will inspire the discoveries that Numenera PCs can make, the cyphers and relics they can find, and so on.

Additionally, novels, stories, graphic novels, TV shows, and movies have greatly influenced Numenera. We want to not only credit them as such, but share them with you so you can be inspired by them as well. Sometimes the inspiration they provide is mood or setting, sometimes it's a lot of wild technological ideas, and other times it's just the look or feel of something that might fit well into a Numenera—or *Arcana of the Ancients*—game.

Enjoy.

## NONFICTION

Eternity: Our Next Billion Years, Michael Hanlon  
 Indistinguishable From Magic, Robert L. Forward  
 Nanotechnology, Mark and Daniel Ratner  
 Physics of the Impossible, Michio Kaku  
 The Physics of Superheroes, James Kakalios  
 Strange Matters, Tom Siegfried  
 Visions, Michio Kaku

## FICTION

Airtight Garage, Moebius  
 At the Mountains of Madness, H.P. Lovecraft  
 Arzach, Moebius

The Book of the New Sun, Gene Wolfe  
 A Canticle for Leibowitz, Walter M. Miller Jr.  
 The City and the Stars, Arthur C. Clarke  
 Dancers at the End of Time, Michael Moorcock  
 Dreadstar, Jim Starlin (comics)  
 Dune, Frank Herbert  
 The Dying Earth, Jack Vance  
 Eon, Greg Bear  
 Eternity, Greg Bear  
 Eternals, Jack Kirby (comics)  
 Far Futures, ed. Gregory Benford  
 The History of the Runestaff, Michael Moorcock  
 The Incal, Alejandro Jodorowsky (comics)  
 Last and First Men, Olaf Stapledon  
 Neverness, David Zindell  
 New Gods (and the entire Fourth World series), Jack Kirby (comics)  
 The Night Land, William Hope Hodgson  
 The Nine Billion Names of God, Arthur C. Clarke  
 Planetary, Warren Ellis (comics)  
 Prophet: Remission, Brandon Graham (comics)  
 Pump Six and Other Stories, Paolo Bacigalupi  
 Roadside Picnic, Arkady and Boris Strugatsky  
 Saga, Brian K. Vaughan (comics)  
 Star Man's Son, Andre Norton  
 The Sword of Shannara, Terry Brooks  
 Timelike Infinity, Stephen Baxter  
 Viriconium, M. John Harrison  
 The Zothique Cycle, Clarke Ashton Smith

## TELEVISION AND MOVIES

A.I.  
 Adventure Time  
 Cloud Atlas  
 The Fifth Element  
 Fringe  
 Nausicaa of the Valley of the Wind  
 Oblivion (2013)

*A similar version of this introduction to the bibliography and resources appeared in the original Numenera game book, written by Monte Cook.*



APPENDIX B

# ARCANA BY RARITY

For GMs who prefer a more traditional randomization based on rarity, this appendix separates the [cyphers](#), [relics](#), and [iron flesh](#) into nine different tables (A through I) arranged by rarity.

## ANCIENTS ARCANA TABLE A

do0	Arcana
01-03	Adhesion gloves
04-06	Antivenom pill
07-08	Arm bifurcator
09-10	Automated bath
11-12	Beast lure
13-14	Calm center
15-16	Catholicon
17-19	Detonation (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
20-21	Detonation of webs
22-24	Eagleseye
25-26	Fireproofing spray
27-28	Friction-reducing gel
29-30	Gravity-nullifying spray
31-32	Instant servant
33-35	Intellect boost
36-38	Intellect enhancement patch
39-40	Knowledge enhancement
41-42	Mimetic replicator
43-44	Psychic communique

45-49	Ray emitter (roll d20)
1-10	Heat/concentrated light
11-12	Cell-disrupting radiation
13-16	Force
17	Lightning
18	Molecular bond disruption
19-20	Cold
50-51	Ray emitter of numbing
52-53	Ray emitter of paralysis
54-55	Retriever
56-57	Rodule of branding
58-59	Sleep inducer
60-61	Sound dampener
62-64	Speed boost
65-67	Stealth coating
68-70	Strength boost
71-72	Summoning alarm nodule
73-74	Sustenance implant
75-76	Telepathy implant
77-78	Teleporter of bounding
79-80	Tracer
81-82	Transdimensional lens
83-84	Troglit creche
85-86	Unarmored nodule
87-88	Ventriloquist nodule
89-91	Visual displacement device
92-93	Vocal translator
94-96	Water breather
97-98	Waterproofing spray
99-00	X-ray viewer

*Chapter 3: Cyphers, Relics, and Iron Flesh, page 38*

## ANCIENTS ARCANA TABLE B

do0	Arcana
01-02	Alertness stimulant
03	Arm bifurcator
04-05	Banishing nodule
06-07	Blinking nodule
08-09	Catseye
10	Comprehension graft
11	Corpse likeness
12	Crafter's eyes
13	Deception filter
14-18	Detonation (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
19-20	Detonation of blindness
21-22	Detonation of deafness
23	Detonation of decoy sounds
24	Detonation of peace
25	Detonation of soap
26	Detonation of sobriety
27	Detonation of telekinesis
28	Detonation of tracking
29	Device stabilizer
30	Diagnostic graft
31-32	Disrupting nodule
33-34	Emotion smoother
35	Farspeaker
36-37	Fireproofing spray
38-39	Flame-retardant wall
40	Fleshy head disguise
41	Glue emitter
42	Gravity nullifier
43-44	Gravity-nullifying spray
45	Hardening spray
46	Harmony lamp
47	Image projector
48	Immobilizer
49	Infiltrator
50	Infrastructure drill
51-52	Instant item
53	Instant shelter
54	Instant wall
55	Kaon preserver
56	Leadership bud
57	Lightning wall projector
58-59	Machine control implant
60	Memory goggles
61	Midnight field
62	Null orb
63	Object replicator
64	Otherspace stasis chamber skeleton key
65-66	Personal environment field
67	Personal telekinesis field
68	Phase disrupter
69	Phasing detector
70	Phasing gloves
71	Poison of detonation
72-73	Poison of emotion
74	Poison of mind control
75	Psychic defense nodule
76	Quantum boost
77	Rage thrower
78-79	Reality spike
80-81	Shapemetal
82	Sheen
83	Shocker
84	Sonic hole
85	Spatial warp
86-87	Spider line dispenser
88	Stealth thrower
89	Structural reinforcer
90	Subdual field
91	Teleporter of traveling
92	Time dilator of defense
93	Time dilator of offense
94	Trail blazer
95-96	Visage changer
97	Voicebox graft
98-99	Wasp drone
00	Water spigot



## ANCIENTS ARCANA TABLE C

do	Arcana
01	Astute weapon nodule
02	Attractor
03-04	Automaton seed
05	Blinking nodule
06	Body duplicator
07	Bridge builder
08-09	Catseye
10-11	Chemical factory
12	Clean bright
13-14	Controlled blinking nodule
15	Death protector
16	Density nodule
17-20	Detonation (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
21-22	Detonation of desiccation
23-24	Detonation of flesh-rotting
25-26	Detonation of matter disruption
27-28	Detonation of spawning
29-30	Detonation of webs
31-32	Detonation, greater (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
33	Eclipse projector
34-37	Effort enhancement
38	Extradimensional hand
39	Force cube projector
40-42	Force nodule
43	Force screen projector
44	Frigid wall projector
45	Gas bomb
46	Gravity changer
47	Health resonator
48-49	Heat nodule
50-51	Hunter/seeker
52	Inferno wall projector
53	Instant workshop
54-56	Intellect boost
57	Living solvent
58	Lore siphon
59-60	Magnetic attack drill
61	Magnetic master
62	Magnetic shield
63	Matter evaporator
64	Mental scrambler
65	Metal death
66	Monoblade
67	Morale trauma
68-69	Motion sensor
70	Nanite resistance
71	Object micronizer
72	Organ factory
73	Otherspace weapon nodule
74	Phase changer
75	Puppeteering sleeves
76	Quantum backtracker
77	Rally beacon
78-79	Rejuvenator
80-81	Remote viewer
82-83	Repair unit
84-85	Retaliation nodule
86	Road builder
87	Rodule of inquisition
88-89	Skill boost (roll d20)
1	Acrobatics (Dex)
2	Animal handling (Wis)
3	Arcana (Int)
4-5	Athletics (Str)
6	Deception (Cha)
7	History (Int)
8	Insight (Wis)
9	Intimidation (Cha)
10	Investigation (Int)
11	Medicine (Wis)
12	Nature (Int)
13	Perception (Wis)
14	Performance (Cha)
15	Persuasion (Cha)
16	Religion (Int)
17	Sleight of Hand (Dex)
18	Stealth (Dex)
19	Survival (Wis)
20	Ancients Arcana (Int)
90-92	Speed boost
93-95	Strength boost
96	Teleportation beacon
97	Temporal viewer
98	Time skipper
99	Travel bubble
00	Visage changer

# ARCANA OF THE ANCIENTS

## ANCIENTS ARCANA TABLE D

do	Arcana
01-08	Chemical factory
09-18	Detonation of gravity
19-28	Detonation of the black sphere
29-34	Detonation, greater (roll d20)
1-2	Cell disruption
3-6	Corrosion
7-8	Lightning
9-10	Frost
11-15	Flame
16-20	Daggers
35-44	Force shield projector
45-50	Gas bomb
51-55	Inferno wall projector
56	Iron tamer
57-62	Monoblade
63-65	Nanite resistance
66-68	Rampaging form
69-83	Rejuvenator
84-95	Skill boost
96-00	Stim

## ANCIENTS ARCANA TABLE E

do	Arcana
01-03	City shroud
04-23	Detonation of gravity
24-43	Detonation of the black sphere
44-68	Force shield projector
69-73	Hiding alarm nodule
74-76	Iron tamer
77-82	Rampaging form
83-00	Stim

## ANCIENTS ARCANA TABLE F

do	Arcana
01	Aggression eye
02-04	Analyzing shield
05-07	Armored flesh
08	Augmentation heptagon
09-10	Automated cook
11-13	Bounding boots
14	Brain fogger
15	Bread sprayer
16	Breathing field spinner
17	Burrowing boots
18-20	Carryall
21-22	Chameleon cloak
23	Clawed extremity

24	Cloak of finery
25-27	Cypher bag
28	Cypher stabilizing suit
29	Detextilizer
30-31	Drill spear
32	Drink distiller
33-34	Ecstasy paralyzer
35	Empath's lenses
36	Empty field generator
37-40	Exploding arrow
41	Explorer's gloves
42	Explorer's lenses
43	Eye of mental contact
44-45	Filtration straw
46	Flesh ink pen
47-48	Food scanner
49-50	Food tube
51	Gauntlet of protection
52	Glowbrand
53	Golden aura cloak
54	Gravitevator
55-56	Healing sword
57	Helm of metal control
58-60	Hover belt
61-62	Hover square
63-65	Imager
66-67	Instant bridge
68-69	Launcher
70	Living conceptualization sheath
71	Mask of machine speaking
72	Mephitic staff
73-74	Mind imager
75-76	Molecular bonder
77	Net arrow
78	Otherwhere torch
79-80	Phasing piton
81-82	Plant jar
83-84	Psychic whistle
85-86	Recorder headband
87-89	Redlight clip
90	Self projector
91	Smoke ink pen
92	Spine of impact
93	Sunfire crown
94-96	Surgeon sphere
97-98	Suspensor belt
99	Toolbox blade
00	Wood ink pen



## ANCIENTS ARCANA TABLE G

do	Arcana
01–02	Amulet of numenera safety
03	Battle armor
04–05	Brain bud
06–07	Cellular annealer
08	Cohesion stabilizer
09	Detonating scuttler (roll d20)
1–4	Acid
5–6	Cold
7–11	Fire
12–13	Lightning
14–15	Nectrotic
16–20	Piercing
10	Devitalizer
11–12	Disruption blade
13	Empty hand
14	Endless coil
15	Endless stomach
16	Energy nullifier
17	Evolution bud
18–19	External skeleton
20	Eye of mental supremacy
21–22	Eye-eating loop
23	Eyepiece of understanding
24–25	Fearmaker
26	Flame cloak
27	Flame gauntlet
28–29	Flesh disruptor
30–31	Force dome
32–33	Helm of illusion
34	Kinetic shield
35	Lacewing shirt
36	Light spike
37	Liquid armor
38	Liquid sword
39	Liquid transfer orb
40–41	Machine steed
42–43	Memory extractor
44–45	Metabolism bud
46–47	Midnight suit
48–49	Mindspeaking implant
50	Monster repulsor
51	Motion stabilizer
52–53	Multi-opener
54	Natalitial
55	Operon reservoir
56	Pacifying needler
57	Portable feast
58	Precognitive hoop staff
59	Prostheticlick
60	Psychic helmet
61	Psychosome
62–63	Remote clamp
64	Repeating blade
65–66	Retaliation implant
67	Sacrilock
68	Salvage pack
69	Second skin
70	Shapestone sprayer
71–72	Shock manacles
73–74	Skin of steel
75	Slugspitter
76	Snipewand
77	Spikes of the zephyr
78	Spine of might
79	Spine of shock
80	Stability spike
81	Stormheart
82	Stunner
83	Telepathic wire
84	Telltale glass
85	Temporal duplicator
86–87	Temporary wing
88	Tentacle injector
89	Trackdarter
90	Transdimensional mixer
91	Twilight skin
92–93	Vigilant eye
94–95	Vision relay
96–97	Windrider
98–99	Windslice blade
00	Wings of thunder

## ANCIENTS ARCANA TABLE H

do	Arcana
01-03	Battle armor
04	Brain bud
05	Cellular annealer
06	Cohesion stabilizer
07	Dimensional armor
08	Disruption blade
09	Extradimensional viewer
10-11	Eye of mental supremacy
12	Fearmaker
13	Fiery hellmaker
14	Flame cloak
15-16	Flame gauntlet
17-18	Flame halo
19	Flesh disruptor
20	Force dome
21-22	Gauntlet of shield brandishing
23	Headroom helmet
24	Helm of illusion
25-26	Helm of metal mastery
27-28	Lacewing shirt
29	Liquid armor
30	Liquid sword
31	Living armor sheath
32-33	Machine stimulator
34-35	Melding projector
36	Metabolism bud
37	Mindspeaking implant
38	Murder globe
39	Nano-needler
40	Perception extender
41-42	Poison brain implant
43	Prevarication exponent
44-45	Psychic eradicator
46	Psychic helmet
47	Reflective shield
48	Remote clamp
49	Repeating blade
50	Safe corridor
51-52	Second skin
53	Shock manacles
54-55	Skin of phasing
56-57	Skin of steel
58	Skull blaster
59	Slugsmitter
60-62	Snipewand
63	Spikes of the zephyr
64-65	Spine of gravity
66-67	Spine of might
68	Spine of shock
69-70	Stasis pod
71	Stormheart

72-73	Structural extruder
74-75	Sunfire corona
76-77	Synthetic body
78-79	Tendrill graft
80-81	Thunder cannon
82-83	Toxic fogger
84-85	Transdimensional ray projector
86	Trigger trap
87-88	Twilight skin
89	Vigilant eye
90	Vision relay
91-92	Weapon graft
93	Windrider
94-95	Windslice blade
96-97	Wings of thunder
98-99	Winter torque
00	Wondrous pocket

## ANCIENTS ARCANA TABLE I

do	Arcana
01-07	Amber casement
08-10	Battle armor
11-21	Battlesuit
22-23	Dimensional armor
24	Eye of mental supremacy
25-26	Flame gauntlet
27-28	Flame halo
29-30	Gauntlet of shield brandishing
31	Helm of metal mastery
32-38	Helm of phantasm
39-46	Mask of machine command
47-53	Multidimensional blade
54	Poison brain implant
55-57	Rumbler
58	Second skin
59-61	Shadowpath blade
62-69	Shatter wand
70	Skin of phasing
71-72	Skin of steel
73	Snipewand
74	Spine of gravity
75-76	Spine of might
77-82	Stormheart tempest
83	Sunfire corona
84	Synthetic body
85-86	Thunder cannon
87	Toxic fogger
88-89	Transdimensional ray projector
90	Twilight skin
91-95	Weapon graft
96-98	Windslice blade
99	Wings of thunder
00	Winter torque





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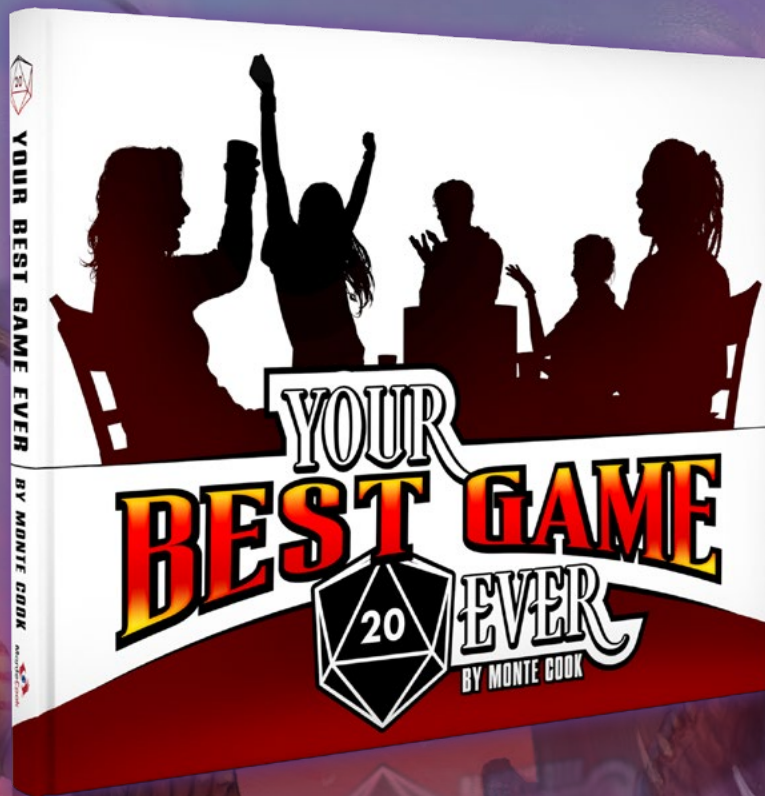
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