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Empusa's Underbelly is a Fifth Edition plug-in adventure for four characters with an average party level (APL) of 3, 5, 8, or 11. This document offers a general guideline on scaling the adventure for each level. A string of bizarre and brutal murders leaves a city terrified; worse still, the authorities believe there is a method to this madness. The party must investigate the murders and uncover their meaning.

SCALING THE ADVENTURE					
Average Party Level	Recommended Adventure Version	Relative Difficulty			
3	3rd-Level	Hard			
4	3rd-Level	Medium			
5	5th-Level	Hard			
6	5th-Level	Medium			
7	5th-Level	Easy			
8	8th-Level	Hard			
9	8th-Level	Medium			
10	8th-Level	Easy			
11	11th-Level	Hard			
12	11th-Level	Medium			
13	11th-Level	Easy			

Whims, Boons, & Banes

The Empusa's Underbelly Gate Whims, Boons, & Banes table offers some ideas if you don't have a reason for the characters to investigate the murders in the city of Metropolis. Roll a d8 or choose the one you like best. If you need to motivate the party with a monetary reward, their patrons offer 500 gp per level of the adventure.

Each patron also bestows a boon upon the characters for the duration of the adventure—however, should the characters disappoint or anger their patron somehow, that boon becomes a bane!

A boon persists until the patron decides to inflict its bane upon the characters. Any boon or bane bestowed dissipates 24 hours after the adventure ends. Whether or not the characters can regain the patron's favor (and their boon) is up to the GM.

Background

An empusa—a powerful and manipulative demon—has taken control of a gang of thugs and cutthroats. The empusa has assassinated several key targets across a metropolis using its seductive influence.

Each bloody murder has increased the fiend's control over the city's underworld. Still, the monster's reign of terror is only beginning, so it must be stopped.

Metropolis

The vast city of Metropolis is one of the oldest and richest cities in the region, and streets are filled with nearly a quarter of a million people of the many different races of the world. Thus, the massive city is a mishmash of different architectural styles, from the soaring towers of the high elves to the squat and solid furnaces of the dwarves. What's more, it is said that anything can be bought on the streets of Metropolis for those with the gold to afford it.

Murder Investigation

To date, there have been six murders. When the characters agree to take the mission, their patron will provide the following information, along with the location of each murder.

- All of the victims, save one, have been ripped apart. Their innards were torn from their bodies and mangled almost beyond recognition.
- With one exception, the murders each happened three days apart, with the most recent murder occurring two days ago. The Watch fears another murder is imminent.
- The first two victims were commoners suspected of having links to local crime

EMPUSA'S UNDERBELLY GATE WHIMS, BOONS, & BANES						
d8	Patron	Whim	Boon	Bane		
1	Aphrodite	The goddess of love considers the empusa's use of lust as a personal slight. She wishes for the demon to be slain. Once per day, one character can cast the <i>charm person</i> spell without components.	Once per day, one character can cast the <i>charm person</i> spell without components.	The characters magically become hideous; they have disadvantage on all Charisma (Persuasion) checks.		
2	Apollo	The sun god wishes the party to hunt the hunter, and destroy the foul demon that threatens the city.	Once per day, one character can cast the <i>hunter's mark</i> spell without components.	Each character is struck by Apollo's arrow; they immediately take 1d10 poison damage and must succeed on a DC 15 Constitution saving throw or contract sight rot.		
3	Athena	Athena wishes for the party to prove their wits and wisdom by solving the mystery of the murders.	The characters gain a +2 bonus to their initiative rolls.	The characters have disadvantage on initiative rolls.		
4	Dionysus	Lord Turnuroth, a wealthy noble and owner of the largest vineyards in the region, has been killed. Dionysus demands vengeance.	Once per day, one character can cast the <i>create food and water</i> spell without components; when cast in this way, the water created is instead highly alcoholic wine.	The characters each come down with an awful hangover; they immediately take 1d10 psychic damage and have disadvantage on all Intelligence checks and saving throws.		
5	Hades	A cult of Hades has been made to look like fools, the monster's killing spree having overshadowed their own plans. They want the murders to stop.	Each character gains darkvision out to a range of 30 feet; if a character already has darkvision, its range increases by 30 feet.	The characters' eyes turn milky white; while in sunlight, they have disadvantage on Wisdom (Perception) checks that rely on sight.		
6	Hermes	The murder of a merchant has earned the ire of the messenger god. He seeks justice.	Each character can cast the message cantrip at will.	Each character's feet become leaden; their speed is reduced by 5 feet.		
7	Poseidon	The murders are keeping the terrified population hiding within their homes, threatening the success of an upcoming festival to venerate the god of the sea. He asks that the characters bring safety back to the city.	Once per day, one character can cast the control water spell without components.	The characters' thirst is all but unquenchable; they must drink three times as much water each day or suffer one level of exhaustion.		
8	Zeus	So many deaths have caused the city's rulers to beseech the king of the gods for deliverance. He sends the characters to put an end to it.	The characters' weapons are infused with Zeus' wrath; once on each of their turns when they deal damage with a weapon attack, the target takes an extra 1d4 lightning damage.	Zeus casts call lightning centered over the characters, which lasts for 1 minute. The storm cloud appears even if the characters aren't outdoors, and it moves wherever they move for the spell's duration. If Zeus remains disappointed or angered, he can repeat this effect once each day at a time of his choosing.		

- syndicates. Their bloated corpses were found in a pile of trash in one of the city's more affluent wards. The remains are being held at the city morgue.
- The next victim was a mage who worked at the city's primary magical academy. His body was found in his laboratory and is being held at the academy.
- The next victim was a nobleman and member of the city council. His body was discovered in a brothel, and the remains are held at his family home.
- The next two victims were killed on the same night but miles apart. The first was a local merchant. Although still alive when the watch found him, he died from his wounds shortly after. The other was a

young woman; her decapitated body was found in a deserted market square. The woman's head has not yet been located. The body was otherwise untouched, leading the Watch to believe this murder was unrelated.

The party's patron encourages them to investigate each of the murders as quickly as possible. If they are unfamiliar with the city, the patron can give them a map.

Hunting the Hunters

As the characters investigate the murders, the empusa's spies will keep her informed of their progress. After the characters have investigated at least two murders, or whenever they approach or leave the Bards and the Bees bordello, roll a d20. On a 15 or higher, they are attacked by a mob of abyssal monsters that resemble mantises, summoned by the empusa.

The nature of the encounter depends on the level of the adventure, as shown in the Hunter Encounter table. These monsters use their normal stat blocks, but are considered fiends and have resistance to bludgeoning, piercing, and slashing damage from nonmagical attacks. Creatures marked with an asterisk are new creatures featured in the appendix.

HUNTER ENCOUNTER Adventure Level Encounter 3rd 4 swarms of insects (mantises) 5th 4 ankhegs 8th 4 giant scorpions 11th 5 giant mantises*

The Victims

The following section details the murders, the crime scenes, and the current state of the victims' remains. None of this information should be easy to find, and it requires the characters to use their combined talents to uncover this mystery.

Why Don't We Just Ask? Apart from the young woman, each victim was knocked

unconscious by the empusa's soporific magic; thus, they do not know who or what killed them. If the characters cast a *speak* with dead spell on the remains of a victim other than the young woman, the corpse has no direct knowledge of its murder.

Victims 1 and 2 – Elerick Dunn and Mastick Nemoris

Elerick was the human leader of a small criminal gang of thugs who ran a minor protection scheme in the city's poorest district. Mastick was a halfling gang leader. His crew ran several racketeering scams in the same district. Both these gangs have been absorbed into the empusa's ranks.

Both men were frequent patrons of the same brothel, the Bards and the Bees. The empusa used her power to take control of this business and seduce the victims. Once dead, the empusa's men removed bodies and dumped them far away from the building.

The Watch was aware of both men's activities, but because their activities only affected the poorest wards, they were mostly ignored because they only affected the poorest wards. It is only because their bodies were found in one of the richer districts that the murders are being more thoroughly investigated.

The remains of both bodies are held in the city morgue. The party's patron can grant them access to this area.

Encounter: Other Interested Parties. Some of Mastick's men are also on the hunt for their leader's killer, and a small gang is present at the morgue when the characters arrive, attempting to bully the coroner into revealing what she knows. They immediately attack the party. The nature of the encounter depends on the level of the adventure, as shown in the Morgue Encounter table. Mastic's men know nothing of value.

Investigating the Bodies. The bodies are in a terrible and mangled state. The coroner, a dour woman named Doris Vanderbun (LN female half-elf **commoner**), will provide the following detail in a flat, bored tone:

MORGUE ENCOUNTER				
Adventure Level	Encounter			
3rd	4 thugs			
5th	1 bandit captain and 3 thugs			
8th	1 veteran and 3 bandit captains			
11th	1 half-red dragon veteran and 3 veterans			

- Ripping the body open and tearing out the organs required significant strength.
- The wounds were made with a serrated blade.
- Both victims' manhoods are missing (the empusa takes them as trophies).
- There is no bruising that would suggest the victims struggled.

The bodies were lying in a refuse pile for at least two days and were already decomposing when discovered. The empusa's carrion curse will be difficult to detect under these conditions. Only a successful DC 20 Wisdom (Medicine) check will reveal that the bodies are far more decayed than they should be. If the check succeeded by 5 or more, the character also learns that the discoloration would indicate the Carrion Curse (see the appendix), a disease carried by certain monsters.

Sally Durrant. The body of the young woman—the empusa's latest victim—is also present at the morgue (see page 6 for more detail).

Victim 3 – Aelar Amastacia

Aelar was a scholar working at the Academy of Magic, experimenting with creating a device that could be used to protect the city's wealthier residents in a time of emergency. While his work was incomplete before he was murdered, Aelar had a working prototype that is now in the hands of the empusa.

Aelar considered himself too important and wealthy to frequent brothels. Instead, he had his apprentice, Jason, be an intermediary to bring him prostitutes from the Bards and the Bees. Disguised, the empusa was welcomed into Aelar's laboratory, where she murdered him.

The other mages recovered Aelar's body from the laboratory and then sought to cover up his proclivities by releasing one of the monsters he was experimenting on and suggesting his death was caused by this monster; however, an academy servant told the Watch the truth. The mages have sealed the crime scene, with the monster still inside. When the characters arrive the mages will open Aelar's laboratory, and then back away.

Encounter: Aelar's Experiment. The nature of the encounter depends on the level of the adventure, as shown in the Laboratory Encounter table.

LABORATORY ENCOUNTER				
Adventure Level Encounter				
3rd	1 black pudding			
5th	1 invisible stalker			
8th	1 hezrou			
11th	1 behir			

Investigating the Scene of the Crime.

Despite the havoc wrought by the monster, useful information remains to be uncovered within Aelar's laboratory. A DC 13 Intelligence (Arcana) check will reveal that Aelar was experimenting with conjuration magic. With a brief search of the lab, the character discover blueprints and notes for a powerful magical device; a successful DC 15 Intelligence (Arcana) check will reveal that Aelar was attempting to make an item that would function like a *cubic gate*.

Investigating the Body. The mages have moved Aelar's body into an unused classroom. Additionally, they have cast a gentle repose spell on the body, masking the smell of the Carrion Curse. Much like the other victims, Aelar's body was ripped apart. But Aelar's apprentice, Jason, has been given the unenviable task of putting Aelar's body back together for the funeral. When the characters arrive, Jason is reattaching the last of Aelar's limbs.

Jason (LG male human **acolyte**) has nearly completed his task and is in a grim mood. The poor young man has been at this task for hours and is keen to finish. He has little

patience to be questioned, but if a character succeeds on a DC 15 Charisma (Intimidation or Persuasion) check, Jason will provide the following information:

- When they found the body, it was torn into a dozen pieces and stank "worse than Felch's experiments."
- Putrefaction had already set in, and despite the body being warm when he found his master's corpse, he could not "repair" all of the damage; the Carrion Curse is making it impossible.
- Some of the body was missing. (The empusa took Aelar's manhood as a trophy).

Even though Aelar is gone, Jason is under strict orders to mention nothing about Aelar's nighttime habits or the nature of his experiments. Any character who succeeds on a DC 15 Wisdom (Insight) check recognizes that Jason is withholding information. Only a successful DC 25 Charisma (Intimidation or Persuasion) check, or the promise of at least 50 gp, will convince him to reveal any more of what he knows.

No check is needed to see that some of the wounds are refusing to close, despite the apprentice's magic, and a successful DC 15 Wisdom (Medicine) check will reveal that these wounds are far more decayed than they should be. If the check succeeded by 5 or more, the character also learns that the discoloration would indicate the Carrion Curse (see the appendix).

Victim 4 – Shamash Turnuroth

Lord Shamash Turnuroth (LN male silver dragonborn **noble**), the patriarch of House Turnuroth, is known locally as the "Lord of Wines." Lord Turnuroth was murdered because his family controls the largest vineyard in the region. The Turnuroth family has a monopoly on the supplies of wine for the city.

The empusa lured Shamash into the Bards and the Bees and used her powers to seduce and murder him. Using her minions, the empusa spread the rumor that Lord Turnuroth was killed in a drunken bar fight while frequenting the brothel. By shaming and killing Lord Turnuroth, the empusa can seize control of the monopoly in the guise of Lady Ketch, one of the empusa's pseudonyms.

Investigating Lord Turnuroth's Death. The characters can visit House Turnuroth, a large and richly appointed townhouse in the wealthiest part of the city.

The family members are in mourning and will refuse to speak with the adventurers. The servants—a cook, a carriage driver, and a valet (all human **commoners**) who have served House Turnuroth all their lives—will answer the characters' questions. They are keen to clear the name of House Turnuroth.

What the Servants Know. Through conversation, the servants can provide the following information:

- Lord Turnuroth was a kind and generous man who paid well and was a wonderful employer.
- He was devoted to his wife, the love of his life.
- The body was so mangled that it was quickly cremated.
- On the day of his death, Lord Turnuroth received a letter. After reading it and subsequently tossing it into a fire, he was uncharacteristically aggressive and short-tempered and demanded his carriage be made ready. The carriage driver took his lordship into a poorer part of the city, where he got out and walked, commanding his driver to return to the family home.

The carriage driver is a quiet giant of a man devoted to House Turnuroth, but it is obvious that he's holding something back. Only a successful DC 15 Charisma (Intimidation or Persuasion) check will convince him to reveal that, concerned for his master's well-being, he followed Lord Turnuroth into the Bards and the Bees. The last the servant saw of him, he was being led away by a beautiful redhead who wore fine clothes.

Victims 5 and 6 - Namfoodle Filbatter and Sally Durant

Namfoodle Filbatter (CN male rock gnome **commoner**) owned Namfoodle's Knick-Knacks, a small curiosity shop in the merchant's quarter of the city.

Namfoodle was a fence working with the empusa's gang to smuggle large quantities of alcohol into the city. When he demanded more money, the empusa paid him a visit.

The cunning Namfoodle was unaffected by the empusa's seduction and managed to escape. He didn't get far, however, before the demon caught up to him and slaughtered him in the alley behind the gnome's shop.

Deep in the throes of the ferocious act, the demon failed to notice a witness, a prostitute named Sally Durrant, before it was too late, and the empusa was forced to chase the poor woman for two miles before catching up to her outside a temple. By then, the Watch had been stirred, and the empusa had no time to enjoy her kill; instead, she simply decapitated Sally in a single brutal slash.

Namfoodle's Knick-Knacks. The shop is a large, three-story building filled top-to-bottom with a collection of junk. Hidden within that junk, however, are a few treasures. Any character with a criminal background or who understands Thieves' Cant will be able to recognize signs marking this shop as a fence for stolen goods.

Namfoodle's body is being kept on the top floor of the shop while his daughter—the shop's current owner, Nissa—makes arrangements to sell the shop and take her father to their ancestral home for burial. Nissa doesn't know about her father's dealings with the empusa's gang, but she does know of his less-than-legal activities.

Investigating the Body. With no means of preservation, the Carrion Curse has almost completely putrefied the body of Namfoodle. Namfoodle's manhood is also still in place. No check is needed to see that the body is far too rotten for only two days. A successful DC 15 Wisdom (Medicine) check will reveal that the discoloration indicates the Carrion Curse (see the appendix).

What's more, Namfoodle was completely aware of his murderer. While he never saw the empusa in her monstrous form, he could describe the woman he interacted with as a tall, beautiful redhead. In this instance, a speak with dead spell could be extremely illuminating.

Searching the Curiosity Shop. If a character wishes to search the shop for useful items, they must succeed on a DC 20 Intelligence (Investigation) check. On a success, they find one of the following magical items (determined randomly): a bag of beans, 3 beads of force, or a horn of blasting.

Sally Durrant's Head. The empusa's most recent victim wasn't wounded or killed with a bite, so the body (also at the morgue) shows no signs of putrefaction. The body has no other wounds, and the cause of death is obvious. If asked, the coroner can confirm that Sally was decapitated with a single cut of a serrated blade.

The empusa's furious attack dismembered Sally and threw her head 50 feet away and down the coal chute of a nearby house. The Watch did a brief search but gave up before locating the head. A successful DC 15 Wisdom (Survival) check will reveal tiny drops of blood leading to the coal chute. The chute is large enough for a Medium or smaller creature to easily slide down. At the bottom, covered in dirt and ash, is Sally's head.

Sally is the only one of the victims to get a good look at the demon transform into her monstrous form. If the character's interact with Sally via a *speak with dead* spell, she can describe in detail what the empusa looks like. She can also indicate that she recognized the redheaded woman as the madam of the Bards and the Bees brothel.

The Bards and the Bees

At some point, the characters are likely to seek out the Bards and the Bees brothel. The bordello used to be a fine hotel, but as the city grew, the once affluent area that the



hotel resided in became poorer and poorer, and the hotel changed hands. Now the hotel is a front and hideout for the empusa's thugs.

General Features

Unless stated otherwise, the Bards and the Bees has the following features.

Architecture. The building has a grand and opulent design, boasting decorative stonework and attractive grounds. It is, however, in need of repair. Up close, characters can see chipped lintels and flaking paintwork.

The Empusa. The empusa keeps herself disguised as the bordello's manager. If at any time she suspects the characters to be dangerous, she organizes an ambush (see the Ambushed section on page 9).

Doors and Windows. The building has wide-paned glass windows, but the curtains are tightly shut. The doors are unlocked.

Illumination. With the exception of the bedrooms, the entire building is well lit with wall lamps.

No Weapons. The bordello does not allow weapons to be carried or armor to be worn by clients. If characters are found within the bordello with either, they will be thrown out.

Guards. The bordello is protected by guards who patrol the corridors, throw out clients who are too rough, and generally protect the other employees. Whenever a character enters a new area, roll a d20. On a 15 or higher, one of these guards is present. If the alarm is sounded, roll initiative; any remaining guards arrive within 1 round. The nature of these guards depends on the level of the adventure, as shown in the Bordello Guards Encounter table.

	BORDELLO GUARDS ENCOUNTER			
Adventure Level Encounter				
	3rd	5 bandits		
	5th	5 thugs		
	8th	5 spies		
	11th	5 bandit captains		

Keyed Locations

The following locations are keyed to the map of the Bards and the Bees on page 7:

01 - Reception

This area is where guests "check in" to the brothel, paying an entrance fee of 5 gp each. Two **commoner** servants (one male and one female) welcome guests and take their entrance fee.

Troublemakers. If the characters act suspiciously or aggressively, one of the servants will press a small switch hidden beneath their desk. Doing so alerts the empusa in area 2.

02 - Manager's Office

This small office is currently used by the empusa. She is in the form of Lady Ketch, a beautiful middle-aged human dressed in ornate, tight-fitting clothing. Arranged into an artistic bun are locks of thick red hair.

Security Door. One of the few doors in the bordello with a lock, the entrance to the manager's office is made of reinforced steel. The empusa keeps this door secured with a sturdy mechanical lock that would normally require a successful DC 20 Dexterity check made using thieves' tools; however, it is further reinforced with an *arcane lock* spell, increasing the lock's DC to 30. With the lock engaged, four steel bars sink into the door frame, making the door impossible to force open.

Encounter: Lady Ketch. Unless she is forced to change shape or is attacked, the **empusa** (see the appendix) remains in the form of Lady Ketch. If she is forced to flee, she will exit through the window and, once out of sight, shift into the form of an elderly man.

Safe. In the corner of the office is a small safe built into the floor. Unlocking the safe requires a successful DC 15 Dexterity check using thieves' tools. The nature of the treasure depends on the level of the adventure, as shown in the Area 2 Treasure table. Additionally, the safe contains a gem

with recordings made using the magical eyes. One of these proves that Lord Shamash Turnuroth had done nothing wrong.

	AREA 2 TREASURE				
	Treasure				
	3rd	2,305 sp and 529 gp			
	5th	2,305 sp; 529 gp; and 45 pp			
	8th	$2,\!305$ gp; 129 pp; and five gems each worth 150 gp			
	11th	2,305 gp; 229 pp; and five gems each worth 300 gp			

Aelar's Device. Additionally, the safe contains the device created by Aelar Amastacia. The item can be used to cast the *gate* spell once before malfunctioning and becoming nonmagical. The empusa intended to use it to summon more demons.

03 - Bar

This large area is the bordello's bar. A small band plays seductive music while scantily clad waitstaff delivers drinks to the clientele. The drinks here are cheap and plentiful.

The bar is filled with 1d6 waitstaff and 2d6 clients (all commoners).

Seeking Information. Bru'ic the barman (LE male half-orc **thug**) manages the area. He wears no armor, but keeps a club behind the bar and happily joins in any scuffles that break out. A member of the empusa's gang, Bru'ic cannot be coerced into providing information. If the characters ask directly about the murders, he will press a switch under the bar, alerting the empusa to trouble.

The waitstaff are too afraid of Bru'ic to speak openly if the half-orc is in sight, but a DC 15 Charisma (Persuasion) check while Bru'ic is absent or distracted will convince them to reveal that the bordello is a front for a group of criminals led by the manager, Lady Ketch. Additionally, they remember seeing one of the first two victims (Elerick Dunn or Mastick Nemoris) on the night of their murder being led upstairs by the madam.

04 - Restaurant

This large room is the bordello's dining area. A single musician plays music on a piano while scantily clad waitstaff deliver food from the kitchens and drinks from the bar.

The bar is filled with 1d4 + 1 waitstaff and 2d4 + 2 clients (all commoners).

05 - Service Area

This large area comprises a kitchen, a larder, a store room and a water closet. The toilets are for the guests' use, while the other areas are off limits to the clientele.

The kitchen is filled with 1d4 + 1 cooks and waitstaff present (all commoners).

Strange Tastes. One of the cooks is preparing a meal for the bordello's manager. The empusa prefers fresh, raw meat. A character investigating the kitchen will notice the uncooked meat on a tray, waiting to be delivered.

Heading Upstairs

If at any time a character seeks to use the "other services" available at the bordello, they will be introduced to the manager, "Lady" Ketch. She personally interviews all new clients. The empusa takes this chance to learn all she can about her clientele. Once again, if the characters act suspiciously, the empusa will excuse herself and arrange an ambush.

The Bedrooms. The upper two floors of the bordello are filled with more than a dozen bedrooms. Each room is identical to the others, with a large bed, a chair, and a table. If a character is taken upstairs, they are led to an empty room. If a character attempts to enter any other room, there is a 50 percent chance that it is occupied by two commoners.

Ambushed

At some point, the characters will likely come to the notice of the empusa. In an effort to avoid any further complications, the cunning demon will ambush the party after they've

left the bordello, preferably somewhere that she can cut off any means of escape, such as an alleyway. If she's had time to plan her ambush, she is hidden, requiring a successful DC 20 Wisdom (Perception) check to notice her (and her thugs, if applicable; see below).

In the 5th-, 8th-, and 11th-level versions of the adventure, she gathers some of her thugs to aid in her ambush. The empusa will have her thugs blacken their weapons and armor with soot to avoid capturing the attention of passersby. The empusa will use her thugs to tire the party, joining the combat at the beginning of the third round.

The nature of the encounter depends on the level of the adventure, as shown in the Ambush Encounter table.

AMBUSH ENCOUNTER

Adventure Level	Encounter
3rd	1 empusa*
5th	1 empusa* and 3 thugs
8th	1 empusa* and 4 bandit captains
11th	1 empusa* and 3 gladiators

Aftermath

Whether they tackle the demon themselves or simply provide the Watch with the necessary information, the bounty is considered complete, and the party is rewarded. If the characters found the empusa's recordings and used them to clear Lord Turnuroth's name, his family promises the characters a favor they can call on at any time. This could be used to get a character out of jail, to swing a political vote, or simply for gold. Ω

Appendix

Carrion Curse

The bite of the empusa creates a wound that quickly festers. Within a day, the smell of putrefying flesh accompanies a dark discolouration around the wound. Unless serious measures are taken to mask the smell, carrion eaters of all kinds will be drawn to the infected creature.

Giant Mantis

Large beast, unaligned

Armor Class 15 (natural armor) **Hit Points** 85 (10d10 + 30) **Speed** 30 ft., climb 30 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	15 (+2)	16 (+3)	1 (-5)	14 (+2)	3 (-4)

Saving Throws Dex +4

Skills Athletics +5, Perception +4, Stealth +4 Senses darkvision 60 ft., passive Perception 14 Languages –

Challenge 4 (1,100 XP)

Proficiency Bonus +2

Ambusher. In the first round of combat, the mantis has advantage on attack rolls against any creature it surprised.

Surprise Attack. If the mantis surprises a creature and hits it with a Bite attack during the first round of combat, the target takes an extra 10 (3d6) damage from the attack.

ACTIONS

Multiattack. The mantis makes two Claw attacks.

Bite. Melee Weapon Attack: +5 to hit, reach 5 ft., one target. Hit: 10 (2d6 + 3) piercing damage.

Claw. Melee Weapon Attack: +5 to hit, reach 10 ft., one target. Hit: 7 (1d8 + 3) slashing damage. If the target is a Medium or smaller creature, it is grappled (escape DC 15) and restrained until the grapple ends. The mantis can only grapple one creature at a time, and it can only make Claw attacks against the grappled creature until the grapple ends.

BONUS ACTIONS

Crunch. The mantis makes one Bite attack against a creature it is grappling.

Empusa

Large Fiend (Demon, Shapechanger), Neutral Evil

Armor Class 16 (natural armor) Hit Points 95 (10d10 + 40) Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	19 (+4)	15 (+2)	17 (+3)	21 (+5)

Saving Throws Dex +6, Wis +6, Cha +8 Skills Athletics +7, Deception +8, Insight +6, Perception +6, Persuasion +11, Stealth +6 Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities poison

Condition Immunities charmed, poisoned **Senses** blindsight 10 ft., darkvision 120 ft., passive Perception 16

Languages Abyssal, Common, telepathy 120 ft.
Challenge 6 (2,300 XP) Proficiency Bonus +3

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

Standing Leap. The empusa's long jump is up to 30 feet and her high jump is up to 15 feet, with or without a running start.

ACTIONS

Multiattack. The empusa makes one Bite attack and two Claw attacks. She can also use Charming Gaze before or after making these attacks.

Bite. Melee Weapon Attack: +7 to hit, reach 10 ft., one target. Hit: 9 (1d10 + 4) piercing damage.

Claw (True Form Only). Melee Weapon Attack: +7 to hit, reach 5 ft., one target. Hit: 11 (2d6 + 4) slashing damage, and if the target is a Large or smaller creature, it is grappled (escape DC 15). The empusa has two claws, each of which can grapple only one target.

Change Shape. The empusa magically polymorphs into a Small or Medium humanoid, or back into her true form. Other than her size, her statistics are the same in each form. Any equipment she is wearing or carrying isn't transformed. If the empusa dies, she reverts to her true form.

Charming Gaze. The empusa fixes its gaze on one creature within 60 feet of it that it can see. If the target can see the empusa's eyes, it must make a DC 16 Wisdom saving throw. On a failed save, the target is charmed for 1 hour; the charmed target obeys the empusa's verbal or telepathic commands. If the saving throw fails by 5 or more, the target also falls unconscious until the effect ends.

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 empusa's Charming Gaze for 1 hour. When the effect ends, the target has no memory of the time it spent charmed.

The empusa can have only one target charmed at a time. If it charms another, the effect on the previous target ends.

Spellcasting. The empusa casts one of the following spells, using Charisma as the spellcasting ability (spell save DC 16):

At will: command, dancing lights, sleep 3/day each: charm person (as a 2nd-level spell), hold person, suggestion