THE BLACK COMPANY

A MYTHIC VISTAS CAMPAIGN SETTING FOR THE D20 SYSTEM

By
ROBERT J. SCHWALB
AND
OWEN K.C. STEPHENS

d20 system

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THE BLACK COMPANY

CAMPAIGN SETTING

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Part I:

Introduction

Mercy was our nastiest platoon leader. He thought a dozen men would suffice, but let Silent and me tag along. I could patch the wounded. Silent would be useful if the Blues played rough. Silent held us up half a day while he made a quick trip to the woods.

"What the hell you up to?" I asked when he got back, lugging a ratty-looking sack. He just grinned. Silent he is and silent he stays.

The place was called Mole Tavern. It was a comfortable hangout. I had passed many an evening there. Mercy assigned three men to the back door, and a pair each to the two windows. He sent another two to the roof. Every building in Beryl has a roof hatch. People sleep up top during the summer.

He led the rest of us through the Mole's front door.

Mercy was a smallish, cocky fellow, fond of the dramatic gesture. His entry should have been preceded by fanfares.

The crowd froze, stared at our shields and bared blades, at snatches of grim faces barely visible through gaps in our face guards. "Verus!" Mercy shouted. "Get your butt out here!"

The grandfather of the managing family appeared. He sidled toward us like a mutt expecting a kick. The customers began buzzing. "Silence!" Mercy thundered. He could get a big roar out of his small body.

"How may we help you, honored sirs?" the old man asked.

"You can get your sons and grandsons out here, Blue."

Chairs squeaked. A soldier slammed his blade into a tabletop.

"Sit still," Mercy said. "You're just having lunch, fine. You'll be loose in an hour."

The old man began shaking. "I don't understand sir. What have we done?"

Mercy grinned evilly. "He plays the innocent well. It's murder, Verus. Two charges of murder by poisoning. Two of attempted murder by poisoning. The magistrates decreed the punishment of slaves." He was having fun.

Mercy wasn't one of my favorite people. He never stopped being the boy who pulled wings off flies.

The punishment of slaves meant being left up for scavenger birds after public crucifixion. In Beryl only criminals are buried uncremated, or not buried at all.

An uproar rose in the kitchen. Somebody was trying to get out the back door. Our men were objecting.

The public room exploded. A wave of dagger-brandishing humanity hit us.

They forced us back to the door. Those who were not guilty obviously feared they would be condemned with those who were. Beryl's justice is fast, crude, and harsh, and seldom gives a defendant opportunity to clear himself.

A dagger slipped past a shield. One of our men went down. I am not much as a fighter, but I stepped into his place. Mercy said something snide that I did not catch.

"That's your chance at heaven wasted," I countered. "You're out of the Annals forever."

"Crap. You don't leave out anything."

A dozen citizens went down. Blood pooled in low places on the floor. Spectators gathered outside. Soon some adventurer would hit us from behind.

A dagger nicked Mercy. He lost patience. "Silent!"

Silent was on the job already, but he was Silent. That meant no sound, and very little flash or fury.

Mole patrons began slapping their faces and pawing the air, forsaking us. They hopped and danced,grabbed their backs and behinds, squealed and howled piteously. Several collapsed.

"What the hell did you do?" I asked.

Silent grinned, exposing sharp teeth. He passed a dusky paw across my eyes. I saw the Mole from a slightly altered perspective.

The bag he had lugged in from out of town proved to be one of those hornet's nests you can, if you're unlucky, run into in the woods south of Beryl. Its tenants were the bumblebee-looking monsters peasants called bald-faced hornets. They have a foul temper unrivalled anywhere in Nature. They cowed the Mole crowd fast, without bothering our lads.

"Fine work, Silent," Mercy said, after having vented his fury on several hapless patrons. He herded the survivors into the street.

I examined our injured brother while the unharmed soldier finished the wounded. Saving the Syndic the cost of a trial and a hangman, Mercy called that. Silent looked on, still grinning. He's not nice either, though he seldom participates directly.

—The Black Company

Welcome to the Black Company

Glen Cook's Black Company novels present a dark and gritty fantasy world ruled by dark wizards of godlike power. Violence fills a land where immortality is possible, where empires rise and fall with the sorcerers who would rule them. Since 1984's debut of *The Black Company*, readers have followed the exploits of a band of mercenaries, through countless battles and intrigues, watched as wizards fought for control of this beleaguered world, all from the perspective of the Annalists—those who record the story of this mercenary force. From the struggles with the Rebellion against the Lady's Empire to the Black Company's doomed quest to return to Khatovar, Glen Cook rewarded his loyal readers with tales of human triumph and tragedy, of battles and brotherhood, of gain and loss.

That is us. The Black Company. Wicked deeds done dirt cheap. But by damn! You had better pony up when payment is due. Otherwise, if we must, we will come back from the grave itself to make sure our accounts are properly balanced."

—Soldiers Live

Now, for the first time, you have the tools to explore this world, stepping beyond the Annals to fight alongside the infamous Black Company or start a new company of your own. You can take a side in the wars in the north, perhaps serving one of the Ten Who Were Taken, or a Rebel wizard of the equally corrupt Circle of Eighteen. On the other hand, with this book, you can explore the history of the world, become embroiled in the political machinations of the Taglian priests, enlist with the Liberator or the Protector, or even take part in the tragic Kiaulune wars of the south. You could explore the farthest reaches of the world, traveling onto or from the Plain of Glittering Stone, bringing characters from other worlds and settings to this one. Your imagination is the only limit to the possibilities for adventure in *The Black Company Campaign Setting*.

The World of The Black Company

One key difference between the world of the Black Company and other campaign settings is the lack of a detailed map. Many campaign settings feature intricately detailed nations, showing every city, town, mountain, hill, and pasture; however, *The Black Company Campaign Setting* lacks this. Why? Several reasons, actually. First, most people in this world do not travel. If they do, it is from a smaller town to a larger to trade for supplies they cannot acquire in their hamlet or village. Second, the setting's technological level does not allow for as detailed maps as in other world, for although Croaker found several maps in Taglios, they were all different and most, if not all, were incomplete. Most ships can cross the Sea of Torments to the northern continent to trade among the Jewel Cities, but few ever venture out into the ocean, as evidenced by the Black Company's crossing of the Sea of Torments and their subsequent overland travel to the lands of the south. Ships in the world of the Black Company remain in sight of the coastline, as the compass and other navigational equipment are

If you read either one closely and you spot some of their slips, neither will admit any screwup. If Croaker says that it is eight hundred miles from Taglios to Shadowcatch and Lady calls it four hundred, who is correct? Both say they are. Lady says the discrepancy is because they grew up in different places and times where different weights and measures were in use.

—Bleak Seasons

simply just not available. For these reasons, *The Black Company Campaign Setting* lacks a detailed map. Such things as distance, topography, and other geographic details are approximations taken from the novels. Consequently, use the included map as a rough guideline. Feel free to modify distances, add cities and towns, rivers, or any other feature to suit your personal game's needs.

What is the Black Company?

About four centuries before the first chronicle, *The Black Company*, began, twelve Companies surged out from the mythical land of Khatovar, birthed in blood and fire. Little remains to lend insight into the purpose and identities of these early warriors, and all but one company returned to the Plain of Glittering Stone. The one that remained behind was the Black Company.

The Annals trace the Company's movements back to a terrible series of battles known as the Pastel Wars. From the crushing defeat there, the survivors, nearly all black-skinned (hence the name), moved north pausing for half a century in a city called Gea-Xle before continuing their path of destruction, fighting with fire and sword, for petty kings, tyrants, and princes. Along the way, they lost the earliest records of their existence, and with them, they lost themselves, forgetting their original purpose, the cause for their crusade. All that remained of their heritage was the command structure, an incomplete set of Annals recording the Company's deeds, and the Company's standard, a wooden lance with a crossbar at the top to hold the banner.

You know they are vicious, violent, and ignorant. They are complete barbarians, living out their cruelest fantasies, their behavior tempered only by a few decent men.

—The Black Company

The Company is principally a force of mercenary soldiers led by a captain and executive officer, organized into platoons led by sergeants and corporals. Because the Company consisted of free soldiers who joined of their own volition, they retained the right to be heard in meetings. Structurally, a commanding officer, called the Captain, leads the force, supported by an executive officer called the Lieutenant. Two other ranking officers round out the command structure.

The standardbearer is the first, and while he has little authority, he is nearest to the actual leaders, learning the trade of command by proximity. The other is the company Annalist. He records the story of the lives and deaths of the brotherhood, chronicling the history of the company. Should the Captain die, usually the Lieutenant takes charge until the free soldiers elect a new Captain.

The Annalist's duty is to retain cohesion among the ranks. To do so, the Annalist reads from the company's chronicles, telling stories of past deeds, of victories and defeats, to remind the men from where they came. However, if the Company ever disbands, it is also the Annalist's duty to return the Annals back to Khatovar. For Croaker, this was exceedingly difficult, for the earliest volumes were lost or destroyed, and in them was the location (and definition) of this fabled god, place, or thing.

The rest of the Company consists of heavy infantry, though the Black Company is famous for adapting to different battlefields, becoming cavalry while serving the Lady in the North, and functioning as a command division when they fought for the Prahbrindrah Drah and Taglios. Although they are capable warriors, the Black Company survived all the centuries by being smart, just as often using subterfuge, blackmail, and any trick they could to get an edge over their enemies.

The Novels

Many see a clear division in *The Black Company* novels, marking the break somewhere between *The Silver Spike* and the Books of the Glittering Stone. While it is true the story shifts considerably, with the Black Company searching for its roots only to find its hopes of some mythical paradise dashed before ever truly coming close, perhaps the most telling break is the loss of Croaker as the voice of the stories, with our guide changing to Case in *The Silver Spike*, Lady in *Dreams of Steel*, Murgen in *Bleak Seasons* and *She is the Darkness*, only to change again with Sleepy in *Water Sleeps*. Yet, with each new voice, we gain a new perspective on the Black Company and the central characters propelling the story ever forward, each keeping the novels clearly centered on the Black Company (with the exception of *The Silver Spike*) or its former members, yet each relates to a different era of the tale, each no less important than the other. Overall, the novels are bittersweet, with favorite characters meeting their ends in sudden and seemingly pointless deaths, victims of circumstance, fate, or perhaps the aloof gods. Yet with each loss, there is an undeniable attraction bringing us back for more, to learn more of the Black Company's exploits, to meet new mercenaries, and watch as they outwit their foes. Just when we bury Elmo, we discover Murgen. And when Croaker and companions fell to Soulcatcher's treachery, condemned to the Cave of the Ancients beneath the Fortress with No Name, we befriend Sleepy, only to lose her to one of the most ignoble ends of them all. And yet, we still crave more.

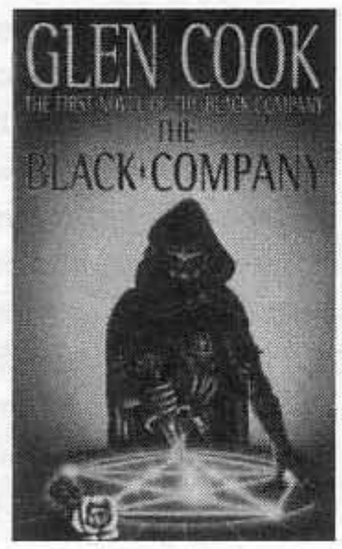
Glen Cook presented the story of the Black Company over the course of ten novels. The novels are subdivided into four groupings. The first are the Books of the North, in which the first three books of the series describe the Black Company's fall, with their betrayal of the Syndic of Beryl, and concluding with their redemption, in the defeat of the Dominator in the Barrowlands. The second is a single novel, *The Silver Spike*. This volume describes the events following the Lady's fall from power and the upheavals in the lands of the northern Empire. The Books of the South, two books, serve as a prelude for the later books, describing the Black Company's journey into the South and their subsequent employment with the Prahbrindrah Drah of Taglios and their participation in the Shadowmaster wars. Finally, the Books of the Glittering Stone reveal the Black Company's history, the pinnacle of their might, their utter collapse, and their eventual rebirth.

Books of the North

Book One: The Black Company, 1984

There were signs and portents enough...

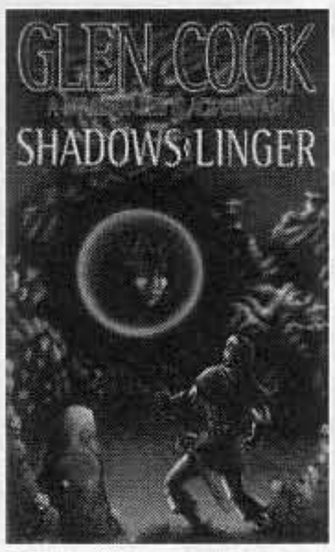
—The Black Company



In *The Black Company*, as told by the Company's physician and annalist Croaker, the Company betrays their heritage only to find themselves in service to one of the greatest evils ever known.

Caught in a desperate war between the Lady and the Children of the White Rose, they fight a losing battle, all the while serving as unwitting pawns in the mad intrigues of the Ten Who Were Taken. In the end, most of the Taken are destroyed or thought destroyed, and the Black Company replace them as the Lady's favored servants.

Book Two: Shadows Linger, 1984

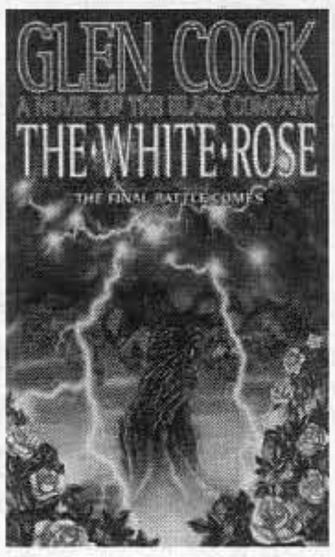


All men are born condemned...

—Shadows Linger

Having defeated the Rebellion, the Black Company yearns for something more than just being the Lady's hired killers. With morale low, tempers frayed, and a general dissatisfaction with their current role, the Black Company becomes embroiled in a war against the nefarious Black Castle in the distant and isolated city of Juniper. But the cost is high, for while the Black Castle is destroyed, in the process the men learn the child they had once rescued, Darling, was actually the White Rose. Finding their cause and fleeing betrayal, they abandon the Lady to champion the real savior of the world.

Book Three: The White Rose, 1985



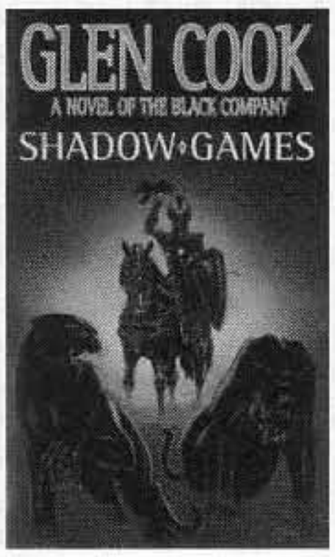
There are strangers on the Plain.

—The White Rose

Fighting a losing war for years against the Imperial forces, the Black Company hides in the center of the Plain of Fear, where they learn of the Dominator's impending release from the Barrowland. Faced with 10,000 years of darkness under the former tyrant's reign, the White Rose and her allies, the Black Company, tie their fates to the Lady and Empire to face the Dominator in a climactic battle nearly destroying all.

Books of the South

Book One: Shadow Games, 1989

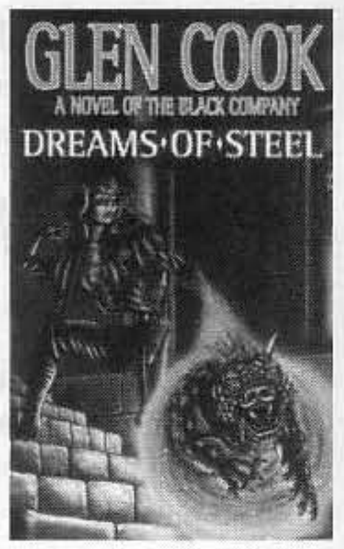


For the first time...we were fighting for ourselves...Our contract, if we accepted it, would be coincidental to our own desires.

—Shadow Games

At a literal and proverbial crossroads, Croaker, the power-stripped Lady, and the few other survivors from the Battle at the Barrowlands leave the Empire of the North for fabled and distant Khatovar. As they retrace their steps, moving backwards through the Annals as they head closer and closer to their destination, they learn a terrible evil is at work in the south. Passing places described in the earliest pages of their company's chronicles, they are caught between Taglios, a huge sprawling city, and the wicked Shadowmasters who would seize all nations of the south for their own fell purposes. Allying with the treacherous Prahbrindrah Drah, prince of Taglios, and his sister, the Radisha Drah, they lead their armies southward, defeating a Shadowmaster and some old enemies, but ultimately are shattered at the hands of a second Shadowmaster outside of the walls of Dejagore, seemingly spelling the end for Croaker and the rest of the Black Company.

Book Two: Dreams of Steel, 1990



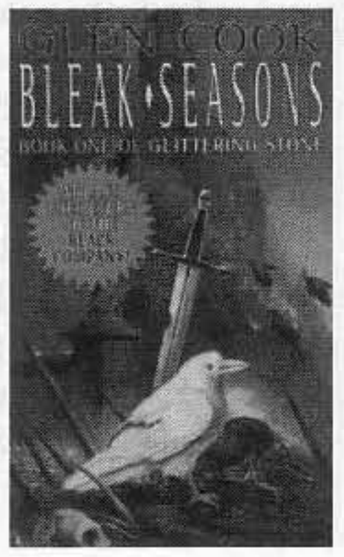
In those days, the Company was in service to the Prahbrindrah Drah of Taglios.

—Dreams of Steel

With Croaker believed dead, the Taglian army trapped inside the besieged city of Dejagore and surrounded by the Shadowmaster armies, the situation is grim for the Black Company. With Croaker believed dead, the Taglian army trapped inside the besieged city of Dejagore and surrounded by the Shadowmaster armies, the situation is grim for the Black Company. Lady pulls herself free from the wreckage of the Company's defeat, allies with the Children of Kina, and constructs a new army from the ashes of the old. Deluded into believing the Children are useful tools for her to exploit, she discovers herself caught in an unholy web of treachery.

Books of the Glittering Stone

Book One: Bleak Seasons, 1996

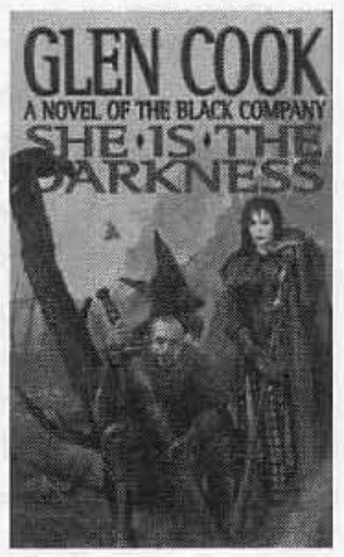


Welcome to the city of the dead.

—Bleak Seasons

Four years after the siege of Dejagore, *Bleak Seasons* explores Murgen's psychology as he grapples with the loss of his wife and the haunted memories of his time in Dejagore. Throughout this novel, Murgen falls backward into the past, back to the horrors of the siege, where he and his brothers fought the Shadowlanders and strove to survive Mogaba's treachery, only to reemerge to a future time as he inexorably travels toward the tragedy sparking his madness.

Book Two: She is the Darkness, 1997

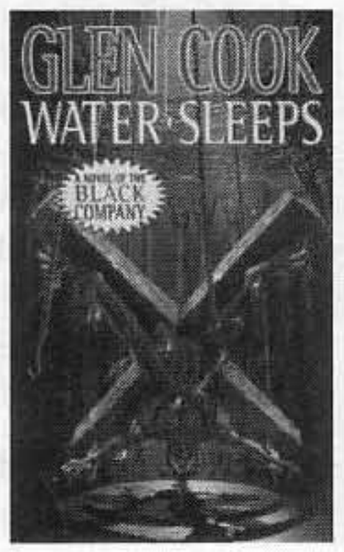


It is immortality of a sort.

—She is the Darkness

After an earthquake shatters the Shadowlands' infrastructure, the Black Company marches south to break past Longshadow's defenses to reach Khatovar. Fighting past Mogaba, who abandoned and betrayed the Black Company after the breaking of Dejagore siege, they march to the walls of Overlook, Longshadow's massive fortress. Believing the Shadowmaster threat ended, Croaker and the fifty best of Company, along with their prisoners, travel onto the Plain of Glittering Stone, falling into Soulcatcher's trap.

Book Three: Water Sleeps, 1999



In those days the Black Company did not exist.

—Water Sleeps

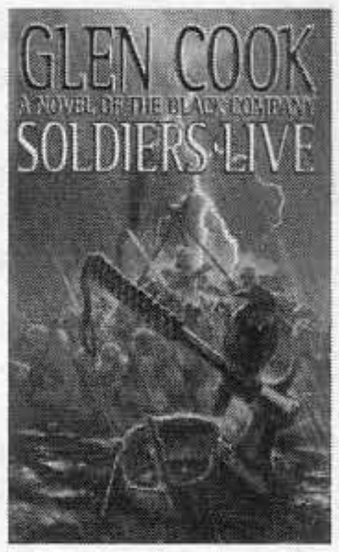
With the leaders of the Black Company entombed alive beneath the Plain of Glittering Stone, the remnants lose the war against Mogaba, and the few survivors hide in plain sight in the streets of Taglios. There, they wage a guerilla war against

the Radisha Drah and the Protector. After discovering the existence of a Key to unlock the shadowgate, and with the political situation in Taglios destabilizing, Sleepy, now both Annalist and leader of the Black Company, and the rest head south to rescue their allies. Unfortunately, Tobo stumbles into Kina's tomb, partly awakening the sleeping goddess, resulting in the Company's flight to the Land of Unknown Shadows.

Book Four: Soldiers Live, 2000

...and wonder why.

—Soldiers Live



Four years after the Black Company emerges from the Caverns of the Ancients, they gather their forces to get revenge in their home world. Buttressed by legions of Hsien warriors, Croaker, now again Annalist, details the tragedies of Sleepy's Black Company as it boils forth from the shadowgate in a flurry of blood and fire, but at great and final cost.

The Silver Spike, 1989

So it was up to a couple of second-rate hustlers from Oar to take the first whack at stealing the silver spike.

—The Silver Spike

The Silver Spike leaves the Black Company for this book, as Case, a former soldier of the Eternal Guard, recounts the final surge of evil in the north. The Toadkiller Dog, a demon in the Dominator's service, unearths the Limper's head, starting the mad Taken on a rampaging path to destroy the world. Meanwhile, a band of thieves steals the *silver spike*, the relic imbued with the evil essence of the Dominator. The White Rose, without her power, once again rises to the challenge posed by the encroaching evil, and with the help of her allies thwarts the Limper for the final time, only to lose all those she holds most dear.

Black Company Adventures

While the central character in *The Black Company Campaign Setting* is the Black Company itself, you should not feel restricted to playing in campaigns where this is the case. The only lens through which we see this world is through the perceptions of those who record the history of the Company, and each telling is tainted by their own prejudices, goals, and agendas. This book should serve as a starting point for building campaigns in this fantasy setting; it provides all the tools necessary to tell stories of your own, with the characters as protagonists of their own Annals.

What's Different?

The Black Company Campaign Setting, while designed as a setting for the d20 system, has a fundamentally different feel. Characters are unlikely to seek out dragons to kill, find maidens to rescue or gold to plunder. In this world, characters may be soldiers in an army, dirty thugs in the slums of a crowded metropolis searching for a means to escape their misery, or merchants establishing a trade consortium to bridge the economies of the north and south. Certainly, characters in this world could be adventurers, but their exploits are often impelled by more common and tangible needs like shelter, hunger, or maybe even just survival.

In addition, this setting makes many modifications to the mechanics as found in the core rulebooks. Such things as races, alignments, and the default magic system are abandoned in favor of backgrounds, allegiances, and a new and flexible system for sorcery. Rest assured, gaming in the world of the Black Company plays similarly to other d20 games, but it is as true to the novels as possible. When designing or adapting a Black Company adventure or campaign, consider the following factors.

Mood

There are no clear divisions between good and evil. In *Shadows Linger*, Marron Shed, the owner of the Iron Lily in Juniper, was as corrupt as they came. He lusted after nearly every woman he saw, sold the living and the dead to the creatures of the Black Castle, and was a coward at heart. Yet with each new threat to his life, he found his hidden streak of charity and decency, leading him to help Raven and the Black Company escape. In fact, many characters, heroes of the books, have as many terrible traits as they do good ones. Raven strangled his wife, soldiers in the Black Company raped and murdered regularly, and Lady butchered hundreds of priests in a square in Taglios, and even Croaker condemned a world to painful death at the hands of life-hating shadows. However, despite all their failings, they gave their lives to stop the Dominator's resurrection and to prevent the Year of the Skulls. Their ends justify their means.

Ultimately, campaigns in this world ought to reflect the darkness of the novels. Player characters are hardened types, fully capable of doing whatever it takes to survive. Torture, murder, and any other sin are expected, if not acceptable, behavior, provided they use them to achieve some greater end.

Betrayal

Characters should be resigned to the misfortune that follows them. Croaker often states, "Fate is a fickle bitch," and the Black Company's sudden turns at bad luck support this mantra. Your Black Company games should likewise reflect this trend for misfortune. When the characters believe they have things in hand, something always goes awry to put them in a life-or-death situation. Such as when the Black Company lost Sleepy in the gate trap in *Soldiers Live* or when the horror that was the Limper birthed out of the cauldron with grasping tentacles to somehow keep fighting at the end of the *Silver Spike*. Black Company games should convey a sense of paranoia, of skepticism toward the good, and acceptance of the bad. Considering betrayal is a constant theme for the Black Company novels, as the Company is double-crossed by Limper, Soulcatcher, even the Prahbrindrah Drah and the Radisha Drah in the Books of the South, characters in *the Black Company Campaign Setting* should quickly learn to trust no one.

Style

A Black Company game doesn't feature infinite levels of dungeons where characters kick down doors and kill everything inside for loot. Dragons don't steal maidens, nor do goblins terrorize hapless villagers. *The Black Company Campaign Setting*, for all its violence, is first a roleplaying game. The most interesting parts of the novels are the interactions between the characters, the relationships, the bonds of trust, and the tragic betrayals between them, and always second to the characters are the battles they fight.

Also important is a sense of mystery, the gradual comprehension of the larger events unfolding in the world around them. Much of the novels focus on untangling the knots of intrigue, the plots and counterplots at

About the Authors

Robert J. Schwalb

Robert J. Schwalb is the d20 Line Developer for Green Ronin Publishing. Robert has also written or contributed to the upcoming *Warhammer Fantasy Roleplaying 2nd Edition*, ENnie Award winning *The Book of Fiends*, *The Cavalier's Handbook*, *Aasimar & Tiefling: A Guide to the Planetouched*, AEG's *World's Largest Dungeon*, Necromancer Games' *Trouble at Durbenford*, Fantasy Flight Games' ENnie award winning *Grimm*, and has written for a number of other companies including Goodman Games, Mongoose Publishing, Paradigm Concepts, and Paizo Publishing. Living in Tennessee with his wife Stacee and their pride of cats, Robert is busily at work on his next big project.

Owen K.C. Stephens

Owen Kirker Clifford Stephens is a freelance game writer and developer. He attended the TSR Writer's Workshop held at the Wizards of the Coast Game Center in 1997 and moved to the Seattle area in 2000 after accepting a job as a Game Designer at Wizards of the Coast. Fourteen months later, he returned to Norman, Oklahoma with his wife and three cats to pick up his freelance career. His credits include author and co-author credits on numerous *Star Wars* and *EverQuest* projects, *Bastards and Bloodlines* from Green Ronin, and producer credits for various IDA products including the *Stand-Ins* printable figures, as well as a regular column on d20 games for Steve Jackson Game's Pyramid online magazine.

What You Need to Play

While *The Black Company Campaign Setting* provides nearly all the tools needed to explore this world, you need the revised *Player's Handbook* published by Wizards of the Coast ®. And though many rules and game elements supercede those presented in the Core Rulebooks, the *DMG* and *MM* are recommended as well. Naturally, you need dice, pencils, paper, and all the normal odds and ends required to play a roleplaying game.

work while the Black Company fights to stay alive, never knowing truly who to trust and whom to curse.

No Gods

Gods in most d20 campaign settings are powerful entities who keep their fingers in the affairs of mortals, either directly or through their intermediaries such as clerics. In this world, priests have no god-granted powers. Gods answer no prayers. Man must make his own destiny.

Instead, mortals, using their vast skills with sorcery, use magic to achieve heights of nearly godlike power. The Dominator, though the most powerful wizard in humanity's memory, was just a man. Kina, despite her enhancements and the layer upon layer of spell effects working for her, was once just another mortal. Though many people have claimed to be gods, they are not much more than powerful sorcerers. If real gods exist in this world, they are far too busy or uncaring to interfere with mortal suffering.

Power Corrupts

Magic offers great power to those who can wield it. And, as the cliché states, "if power corrupts, absolute power corrupts absolutely." In the world of the Black Company, magic may grant perpetual youth, immortality, the ability to conjure a volcanic eruption, or even to kill with a glance. Such power is corrupting, as the gulf between the abilities of ordinary man and enlightened wizard widens.

With this great power available, it is no wonder nearly every wizard of great power in the novels gives way to their darker side. Even Tobo, who had the best instructors and witnessed firsthand the corrupting effect of magic, allowed his frustration and guilt over his parents' deaths taint him, driving him to use his powers for revenge, exulting in his cruelty and suppressing his conscience. While nearly infinite power is available to the best wizards, the risk of such power is a serious threat to the world.

War

The novels feature great battles, where the Black Company narrowly escapes destruction at the hands of enemies twice their number, staying one step ahead of those who would eradicate them. More than any other d20 game, mass combat is integral to *The Black Company Campaign Setting*. This book includes all the mechanics needed to lead squads, companies, and armies on the battlefield. You may dispense with the additional mechanics and relate the conflicts in a narrative function if it suits your style of play. For example, if your players control a small mercenary company, they will likely take part in several skirmishes and probably full-blown battles throughout the campaign. However, if your players are thieves in Opal, or tomb robbers in Juniper, or even southern merchants, it may be a good idea to relegate the martial overtones of the novels to the background.

No Orcs

If there is one constant in the Black Company novels, it's man's capability of committing horrors enough without having to invent diabolical monsters. This world has no need for goblins, orcs, trolls, and the usual suspects in the fantasy genre. Human nature is bad enough. Murder, rape, and genocide are all crimes of which just about anyone in this world is capable. Humanity and human nature are the villains. And when players pit themselves against a rival company who leaves a swathe of destruction and murdered victims behind, they have an enemy worthy of their attention, made all the more so because they see their own evils reflected in the eyes of their foes.

Characters

The Black Company Campaign Setting is a world of brutality, desperation, and corruption. War rages throughout the land, rival wizards launch barrages of terrible magic through the skies, while their servants, the common foot soldiers, hack each other apart. Death, vice, and doom are all thematic elements in a Black Company game. However, the interplay between characters, their friendships, their revenges, and lives and deaths is what propels the novels and what should propel your games. It is vital for the PCs to be the center of attention, even if they are lowly thieves hunting a tainted relic, or grunts in someone like Mercy's squad, fighting the Blues in Beryl. It's fine to use mass combats, great sorcerers, and world shattering magic as plot devices and atmosphere, but your campaigns should always stay with the characters, for it's their story you tell.

Races and Backgrounds

Though there are talking vultures, chattering rock monkeys that look like One-Eye, and a menagerie of creatures from the Land of Unknown Shadows, the principle characters in *The Black Company Campaign Setting* are human. The world is full of people with variations in customs, morals, ethnicity, and size, but in all, they are human. Humans are mechanically identical regardless of their physical characteristics. However, to show some distinction between characters, this book introduces backgrounds,

functioning like races in that they grant a bonus feat, determine favored class, and provide specialized abilities, but also serve to help distinguish a Taglian thief from a Juniper custodian.

Classes

Naturally, there's nothing wrong with the core classes in the *PHB;* they work fine for standard fantasy. In the world of the Black Company, however, there are no monks, bards, or clerics. Here, a rogue is a thief, a barbarian a berserker, and a bard is a jack-of-all-trades. In addition to the changes in the base classes, this setting offers several new playable classes like the zealot, shaman, weapon master, and more. Each class captures the different roles of characters populating the novels.

Skills

Skills generally remain the same, though this book presents several new ones including Command, used to lead troops into battle, and Magic Use, the most important skill for dabblers and wizards. Rounding out the new skills are magic skills that cover elementary magical effects such as Prestidigitation, Detect Magic, and Ghost Sound, allowing players means to replicate One-Eye's and Goblin's antics with ease.

Feats

Chapter Six: Feats produces a new category of feats, Command Feats, used for special tactics on the battlefield. *The Black Company Campaign Setting* does not employ metamagic feats—the ability to manipulate spells are inherent in the spells themselves—but it does provide rules for embedding spells in magic items, and ways for a wizard to expand his magical talents.

Alignment

There are no clear-cut distinctions between good and evil. Morality is relative in this world. Rebel forces fighting for freedom may very well burn a village to prevent the grain from falling into Imperial hands, and starving the commoners living there as an acceptable cost in warfare. Conversely, a wicked Taken could have sympathy on a child, sparing her from the destruction of her city, perhaps seeing something of herself in the youth. Instead of alignments, *the Black Company Campaign Setting* adopts the Allegiance system from the *d20 Modern Roleplaying Game*. Characters select a number of allegiances, values, ideals, people, or nations which they put before all things, placing them in order of importance. Allegiances serve as a guide to define the character's personality, outlooks, and beliefs.

Combat

The novels present combat as quick and nasty, with the results being determined in seconds rather than hours. Furthermore, quick thinking, preparation, and guile win battles as often as brute strength. As a result, *The Black Company Campaign Setting* expands the standard combat system to include such things like advantage, grievous injuries, action dice, infection, and a far more dangerous injury system to deal with scenes like Raven and Croaker's ambush of the Limper and Whisper in the Forest of Cloud.

Magic

As presented in the novels, wizards don't fire and forget their spells. They use them repeatedly, without needing preparation. Fantastic effects like lime-colored streamers, doorways of raw cold, love-me spells, and more fill the pages of the books. Few of these amazing effects correlate to the spell assortment in the *PHB*, so *The Black Company Campaign Setting* introduces an all new magic system. Wizards acquire spell energy which they can use to augment their spellcasting ability or keep in reserve to block drain which manifests as nonlethal damage. Wizards have total control over all aspects of the magic they wield, from time of casting, to range, effect, damage, area, and so on. The more they modify the minor effects, the higher the Magic Use DC. While more complex than the standard system, it offers unprecedented control in the hands of those skilled in sorcery.

Monsters

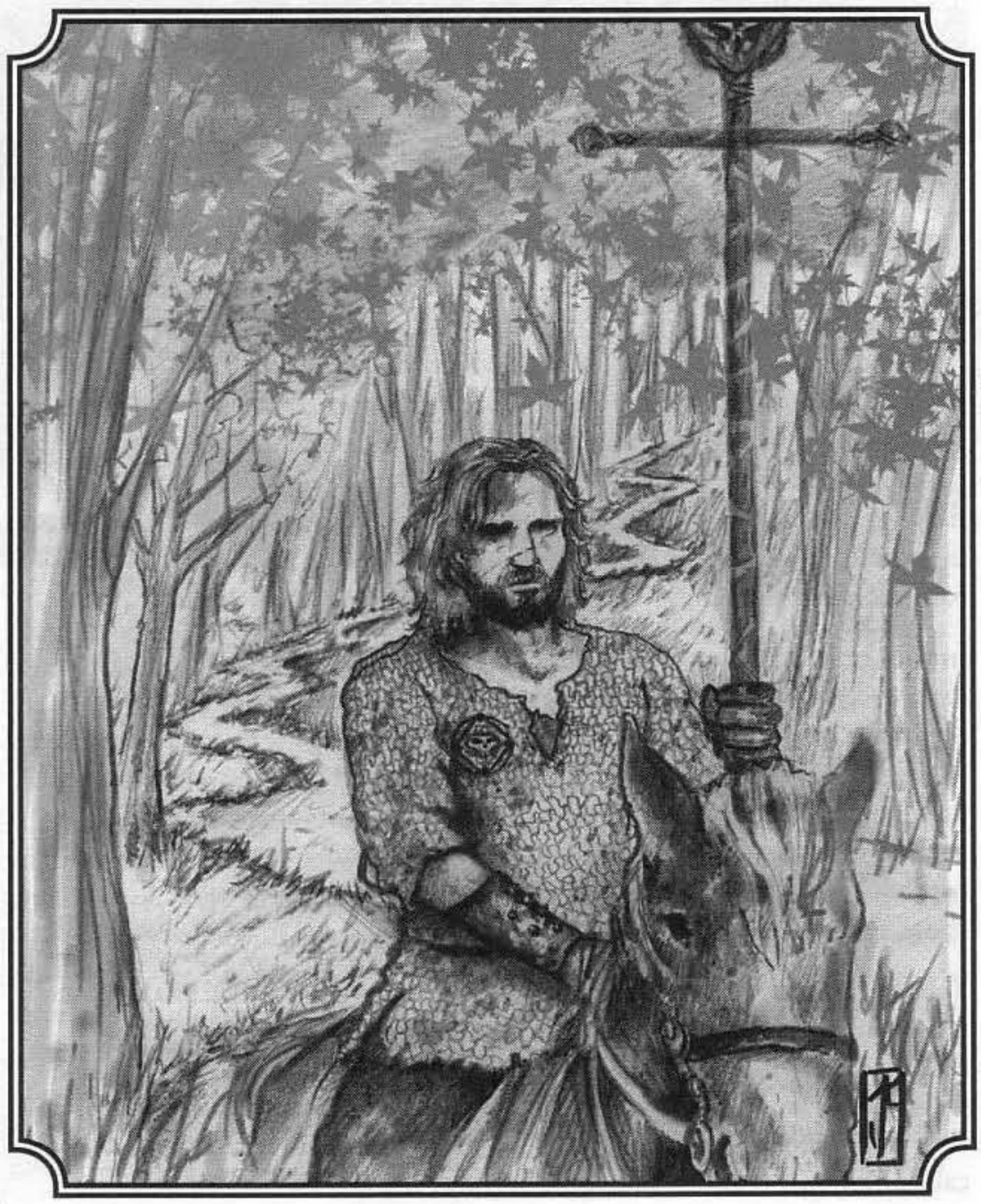
Though most threats the characters face are human, the world of the Black Company is home to a number of deadly creatures such as the dreaded shadows of the Plain of Glittering Stone and the talking menhirs of the Plain of Fear. This book presents most of the creatures mentioned in the novels, but more importantly, it offers guidelines for using monsters from other d20 products.

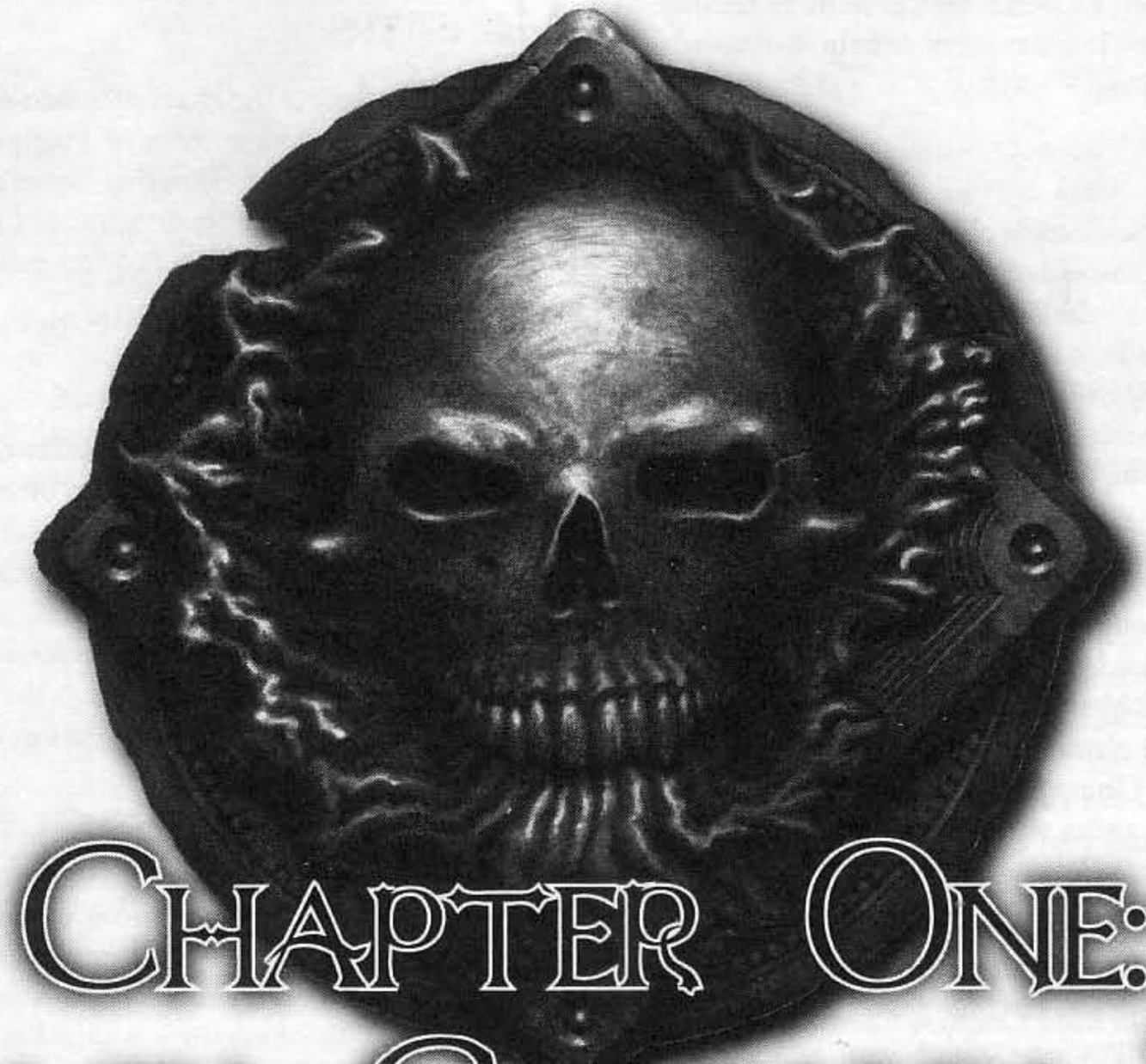
Glittering Stone

Last, throughout this book there are Glittering Stone sidebars. These sections offer advice for adapting material from other campaign settings to function in this one. As the world of the Black Company touches the Plain of Glittering Stone, it is not outside the realm of possibility for characters and monsters from other campaign settings to find their way into the Black Company world. With these sidebars, you can expand the realms of possibility to include any world, even quasi-historical settings like Green Ronin's *Testament* or fantasy environments like *Freeport: The City of Adventure.*

Final Thoughts

The Black Company Campaign Setting cleaves as closely to the novels as possible. We've intentionally left certain details vague. In this book, you won't find Croaker's real name. We don't define the lands east of Taglios in any great detail. We don't tell you what lies in the west, whether the Western Islands exist or not. The Black Company's exploits and their masters prior to service to the Lady remain shrouded in mystery. And the time of Suvrin's Company, after Croaker took the throne in the Fortress with No Name, are still rife with speculation. Why? This is your game. If you've read the novels, you have your own vision of the characters, their exploits, and what lies beyond the pages of the books. To make this world your own, you decide who were, really, the eleven other companies. If you want to work out the details on the Pastel Wars, start a campaign in this era and tell your own stories. Whatever you can imagine, you can do here. This world is yours.





Chapter One: A Black Company Primer

This chapter describes the history of the world of *The Black Company Campaign Setting*, and of the Black Company itself, beginning with the formation of the Plain of Glittering Stone and concluding with the return of the Black Company to the Land of Unknown Shadows under the guidance of Suvrin. The information presented here derives directly from the novels, assembling the information from the books as it is revealed, and compiling the history in one location to provide a foundation for Black Company campaigns. Use this chapter to refresh you memories of the novels or as a starting point for the novels if you have not before read them. However, all secrets from the books are revealed here. If you plan to read the novels, it may be best to skip this chapter until you do so.

Antiquity

Long before the memories of mankind, there was the Plain. Before the war of the gods as recalled in the myths of Gunni priests, there was the Plain. Before Kina, before the Dominator, before the Black Company, before all memory, the Plain stood. But before the Plain, there were the Nef, those who built it all. Little is known about these mysterious architects, but it was they who constructed the vast machine known as the Plain of Glittering Stone though at the time it lacked the shadows and the shields to hedge these silent killers out. It lacked the pillars and the rosters inscribed on them, it lacked the fortress, and the shadowgates that would connect all worlds.

In these ancient times, the Plain connected sixteen worlds, bridging the distances between different people and civilizations. It offered routes to explore these realms (perhaps all the same world, but at different times), to facilitate trade and an exchange of knowledge. Yet human nature asserted itself, and greed, vengeance, and petty human behavior forced worlds to form armies and send them battling their foes, using the Plain as their battlefield. As the wars raged, the peaceful trade routes collapsed, and chaos claimed the worlds.

To stop the warlords, the wise men of a dozen worlds combined to make the first modifications to the Plain. They constructed a great fortress (the **Fortress with No Name**, see page 49) in the center of the plain and populated it with their own constructs (although some theories suggest they were merely soldiers, perhaps with some magical augmentation), called demons. Theories diverge if this was the period from which Shivetya, the demon-golem and guardian of the Fortress with No Name, originated or not. Some suggest Shivetya was in fact one of these demons, while others believe the demon-golem was made to contain Kina in her tomb. Regardless, this race of immortal guardians existed to prevent armies from passing from one world to the next.

With the demons ruling the plain from their great fortress, stability returned for a time. However, as is wont to occur in the worlds of the Black Company, a dark lord arose, just as the Dominator would one day in the far future. From one world, exactly which is subject to great speculation, the dark lord emerged from a line of many, some of whom are recalled as gods amongst the Shadar and Gunni people because of the impact they had on their times. This dark lord was Kina. In an effort to destroy the demons guarding the plain, Kina's warlocks layered magical enhancements over her body to ward away the attacks of her enemies. In the process, she became very nearly a deity, and destroyed the guardians in their fortress, devouring them as still remembered in Kina mythology.

At some point, she became uncontrollable. Her associates opened the maze of caverns, the Caverns of Ice, sometimes referred to as the Caverns of the Ancients, and buried her deeply within, where she would sleep in perpetuity, so long as the demon-golem Shivetya, created for this purpose or was once a demon guardian conscripted for this task, guarded her. However, Kina's influence would not be unfelt, for her minions spread throughout the worlds, and lacking demon guardians to safeguard the trade routes, warlords rose once more.

Myth & Religion: The Secrets of Kina

Legend holds that a prince of Shadow tricked the most handsome of the Lords of Light out of his physical aspect for a year. While the prince wore the aspect of the Lord of Light, he seduced Mahi, the goddess of love, and sired Kina. The goddess grew to be lovelier than her mother, but lacked a soul. She was devoid of compassion and love, and in her emptiness, she hungered to possess. So she preyed upon man and god alike, those of Darkness and those of Light. She so weakened the gods that the Lords of Light and Darkness joined forces and sent a horde of demons to destroy her. She stood against these creatures, devouring them all and all of their wickedness, growing far worse than she had ever been. So it was that her father tricked her and placed her into an enchanted sleep, and realizing the ruse, she breathed a fragment of her essence to wander the world in search of living vessels she can possess and use to bring on the Year of Skulls. There are several variations on the Kina myth, and none fully agrees. Some suggest Kina's husband is the destroyer aspect, while others suggest the Year of Skulls would serve to wipe away the human dross and prepare the way for the enlightened. In any event, all myths of Kina agree on one thing; she is a terrifying goddess of death and destruction.

The Year of Skulls is a time of chaos and bloodshed. For it to occur, the Books of the Dead must be brought back into the world of the Black Company. The first book, its title unknown, is the most important. Once transcribed, the copyist learns its name and can bring the other books through. Kina's ultimate task was to clear away all the worthless and corrupt humans so good and righteous men could pass on to paradise.

Her principle followers are the Deceivers, the Children of Kina; they await someone called the Foretold who will bring on the Year of Skulls. They live normal lives alongside the rest of their communities, hiding their faith behind masks of respectability, for to be a follower of Kina is punishable by death. They are also called Stranglers, for they specialize in a weighted strangling cloth called a rumel, and each victim killed brings Kina ever closer to waking. They believe each death by rumel frees a soul to journey to paradise, bypassing the Wheel of Life. In a sense, they hold they do a service to their victims.

Most of Taglios believes the Deceivers lack a formal hierarchy, but in fact, they do have one. A band consists of many specialists including arm holders, gravediggers, and bone breakers. Yellow rumels mark the apprentices, while reds do most of the strangling, and blacks become priests and captains. The number of souls sent to paradise directly affected one's standing in the band.

Deceivers form loose bands or companies under an elected captain, called a *jamadar*. The captain appoints a priest, who serves as an omen reader and spiritual advisor. To be a priest, the candidate must be educated and must be honest to his own kind. Once a year, the Deceivers divide their spoils in accordance to the priest's estimation of the members' contributions toward the glory of Kina. To support his decisions, in the event of a dispute, he keeps an accurate record.

Narayan Singh (see **Chapter Thirteen: Characters** page 263) claimed the religion of Kina antedated all other religions. He believed the Children of Kina extended back to the most ancient times, as recorded in the lost ancient histories called The Books of the Dead. At some point in ancient history, before the Free Companies of Khatovar launched on the crusade to find the world worthy of the Year of Skulls, a warlord named Rhadreynak forged a vast empire. However, in his hubris, he insulted Kina, and so she visited destruction on his house. The warlord survived and launched a crusade against the Children of Kina. The keepers of the Books fled their world, and every world they reached, the dark song of the goddess fell on a few eager ears, even among those who created the shadows. These ancients fled to a hidden place, actually the Caves of the Ancients beneath the Fortress with No Name, where it is believed they interred themselves and the sacred volumes until such time that the "One Foretold" would come and lead the Children of Kina to the realization of the Year of Skulls. The warlord did not escape the Deceivers however, for the "saint" Mahtnahan dan Jakel of the silver rumel (he was the only man in Deceiver history to have sent over a thousand souls to paradise) broke his neck.

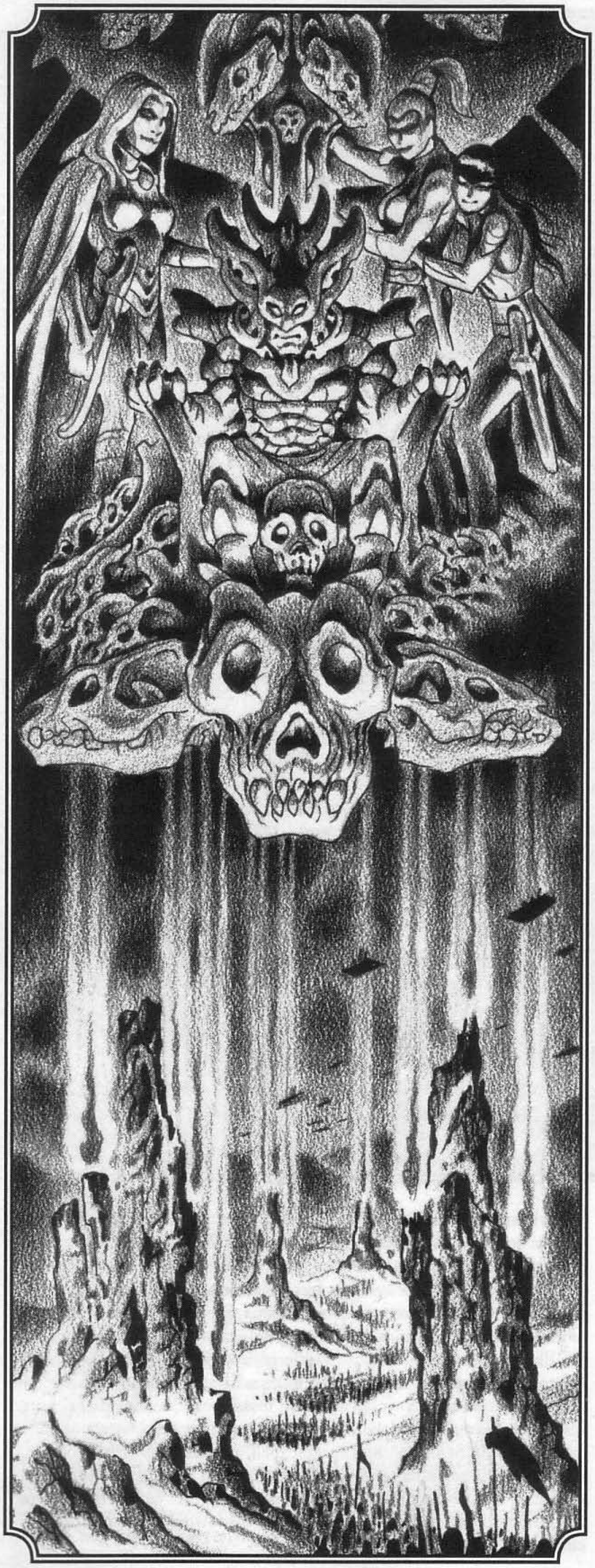
Of all the Deceiver holy days, perhaps the Festival of Lights is the most important. During this time, Deceivers settle disputes between rival bands, initiate new members, or sacrifice victims by the hundreds. Each band sends men to the undertake rites at the Grove of Doom. Estaya, the first day of the festival, is important as it marks the commemoration of the event to Kina. The second day, they invoke the goddess, and present candidates before the idol, for the goddess to accept or reject. Following the initiation, the feast begins.

Another holy day mentioned is Nadam. This day marks the time when the bands break apart for the winter, and when priests remind them to invoke the Daughter of Night in their prayers. It was commonly believed, until the Daughter of Night actually manifested, she did not appear because the priests did not pray enough.

Shivetya's influence, though his origins are still uncertain, remained through the ages. He commanded the great machine, the plain of glittering stone, overseeing its function and maintenance. To help him, he created with his imagination the Washene, the Washane, and the Washone, three shades made in the likeness of his own creators, the Nef. The spiritwalking ghosts of the demon-golem's creators were his gods. Though imagined, they existed independently of his mind, but not of his existence, for should he perish so too would they.

So it was that more conquerors came and went, forcing the hands of wizards of the sixteen worlds to stop or at least slow the invaders, so the Plain could once more be used for commerce. Uncounted tens of thousands of corpses littered the place between worlds. The raging battles and regular invasions forced the wizards of the worlds to pursue direct means to stop the violence.

The wizards constructed sixteen shadowgates each impregnable to all who lacked a key. Another world, the Land of Unknown Shadows, gathered its sorcerers and had them steal the souls of millions of prisoners of war, former invaders from countless forces. From these souls came shadows. The sorcerers endowed them with a bitter hatred of everything living, and with their creation, the sorcerers hoped to shut the Plain down entirely. Millions suffered, and the only virtue in their creators was they manufactured the horrors from invaders who arrived in countless waves from a world where an insane sorcerer-king had elevated himself to near-godhood, before setting out to take full mastery of all sixteen worlds. Scores of monsters escaped, spreading terror and havoc until the gates could be modified to prevent their passage. For centuries, no traffic crossed the Plain. And in response, another race of men erected shields, invisible barriers to hedge out the shadow killers, to protect the circles and roads.



With the shadows hunting the plain and worlds sealed off by shadowgates and the roads protected by wards, an age of halfhearted commerce emerged, a commerce constrained and dangerous. Only determined people crossed the plain. The traffic peaked when the world recalled as Khatovar, later called the land of the Voroshk, launched a flurry of expeditions to other worlds to determine which would be best suited to host the cosmic ceremony called the Year of the Skulls. Around this time, the last addition was made to the plain. Sorcerers, at great risk to themselves erected standing stones, each attuned to one of the Free Companies Keys, to mark their rosters, to remember the stone soldiers for all eternity, their names inscribed in gold. If these stones have another purpose, Shivetya never revealed it.

Over the next several hundred years, Free Companies came from different worlds and went off into several more, representing almost as many different sects of Kina worshippers. Most seem to have been sent out to explore and not to conquer, or serve as mercenaries, or even to bring on the Year of Skulls (see **Myth & Religion: The Secrets of Kina** sidebar). Companies marched and countermarched. They argued and squabbled, and they accomplished very little. Eventually a consensus took shape. The sacrifice ought to be the world that had treated Kina so abominably in the first place (see **Myth & Religion: The Secrets of Kina** sidebar for details).

The companies dispatched were not fanatics. The plain was dangerous and few men wanted to cross it. Most soldiers were conscripts or minor criminals under the rule of a few dedicated priests. They were not expected to return. It became the custom for the conscripts' families to hold a wake for their soldiers before they departed, though the priests always promised they would be back in a few months. The few who did return were so bitter and hard, so drained and changed, they came to be known as Soldiers of Darkness.

Kina's religion was never popular anywhere it took root. Always a minority cult, it lost what power it did have as generations passed and the early fervor faded into the inevitable, tedious rule of functionaries. One world after another abandoned Kina and turned away from the plain. Dark Ages took shape everywhere. One gate after another failed and was not restored. Those that did not fail fell into disuse. The gates were old, worn, tired, and desperately need of renewal.

The ancestors of the Nyueng Bao (see **Myth & Religion: Secrets of the Nyueng Bao** sidebar on page 15) were the last party to travel from one world to another. They seemed to have been Kina worshippers fleeing persecution at a time when their people became insanely xenophobic and determined to expunge all alien influences. The ancestors of the Nyueng Bao, the Children of the Dead, had vowed to return to the Land of Unknown Shadows in blazing triumph. But because they were safe on the far side of the plain, their descendants soon forgot who and what they were, except for a handful of priests who remembered, but even they did not do so correctly.

The Domination in the North

About 150 years before the Black Company emerged from the Shadowgate in the south, the Dominator arose in the north. The Dominator forged an empire out of cruelty and steel, full of pomp and dark glory. To ensure his hold in his demesne, he made Dorotea Senjak, who would become the Lady, his wife and made ten wizards his servants through the Rite of Taking (see **Rite of Taking** in **Chapter Ten: Magic** on page 184), elevating the Limper, Soulcatcher, and the rest to be his loyal entourage of deadly sorcerers. This period was marked by terrible wars, awful destruction, and a totalitarian rule over the hearts and minds of the populace.

Despite the Dominator's power, he would rule for just a century, for rising against him was the righteous might of the White Rose, the

Myth & Religion: Secrets of the Nyueng Bao

The Nyueng Bao originated from the Land of Unknown Shadows. They were the Chosen Children, the Children of the Dead. They tortured victims until the sorcerers could tease the souls from the flesh, and from these freed spirits were born the dark terrors, the shadows.

The history of the Nyueng Bao is nearly as shrouded in mystery as that of the Deceivers. There are two perspectives on this enigmatic people's history, one as told by Uncle Doj, and the other by Tobo, as he learned from Master Santaraksita. In Doj's version, the Nyueng Bao were nearly pureblood descendants of a lost Free Company, a group who wished not to return. The Nyueng Bao arrived shortly after the Black Company settled business in the region and drifted north. Unlike the other Companies, the Nyueng Bao brought their families. They were a late experiment. Having so much to lose, they deserted, and hid in the swamps. The Nyueng Bao failed because they were imperfect in their devotion.

According to Master Santaraksita, however, the Nyueng Bao left Hsien as fugitives, sneaking out like snakes using a secretly manufactured Key. They fled the Shadowmasters. There was supposed to be a regular, gradual evacuation across the plain, hence the pilgrimages back to the shadowgate. And because they were persecuted followers of Khadi (another name for Kina), they favored the organizational structure of other Deceiver bands, but they weren't mercenaries or missionaries. They fled because the Shadowmasters demanded they give up their religion. Originally, people from Hsien were supposed to meet the Nyueng Bao at the shadowgate with news from home and more refugees. But the Shadowmasters found out, and the passage between worlds came to an end.

champion of the Lords of Light, whose purpose it was to oppose the dark lord. She, and her loyal band, in a battle claiming the lives of over 125,000 people, overthrew these wizards but were unable to destroy them. So they imprisoned the Dominator and the Ten Who Were Taken underground beneath a place known as the Barrowland, where it was believed they would sleep, buried alive, for all eternity.

Once the Dominator and his minions fell, the White Rose decreed an Eternal Guard be posted, beholden to no one and charged with preventing the resurrection of the undead evil beneath the land. The White Rose understood human nature. Always there would be those who would see profit in using or following the Dominator. Always there would be worshippers of evil who wished their champion freed. The Resurrectionists appeared soon after.

Still, the world moved on, melting Domination coinage and minting new, while the victors spared no expense to eradicate every trace of the culture of that period. Shrines, libraries, and even a system of language all fell as casualties. Because of the fear surrounding the Dominator's rule, and the displacement of the indigenous populations, no one was certain of the details of this era, making relics and artifacts all the more attractive. In the following years, legends grew of the Dominator's cruelties, seeding fascination among the intellectual elite of the period.

Emergence of the Black Company

It was believed all Twelve Free Companies exploded into the world at the same time in a vast orgy of fire and bloodshed, impelled by their dark goddess to slaughter one million people. The Black Company, according to legend, conquered Taglios, even then a massive city of the south, and sacrificed 100,000 people in the Grove of the Dead before turning north. Over the intervening centuries, people believed the Black Company very nearly achieved the Year of Skulls, and may have had not the Taglians driven them away.

But in fact, the Black Company was one of the last of the twelve Free Companies of Khatovar to emerge from the plain of Glittering Stone. The companies each left the Plain of Glittering Stone over many years, with another company returning years before the Black Company ever left, with many noncommissioned officers having served in previous expeditions. Instead of a group of bloodthirsty zealots, the original Black Company was a troop of embittered men who marched off somewhere they didn't want to go for reasons they didn't understand, fully believing their unstated mission would last only several weeks or a few months.

When they came of the plain, they wandered around the territory, losing their first engagement near Taglios. They drifted from principality to principality, arguing internally over whether or not they would sacrifice themselves to bring on the Year of the Skulls. The priests were enthusiastic, but the soldiers were not so much. The Black Company became ignorant of its roots by manipulation by others who did not want the company to become what it had been in another time.

Rise of the Shadowmasters

Shortly after the Black Company entered the world that would one day become its home, a group of powerful wizards seized the Land of Unknown Shadows, forcing the people there to serve them. It seemed they sought mastery over the plain, and believed, at least to some extent that mastery would come from controlling the shadows. Over the next several hundred years, the Shadowmasters subjected the people of the Land of Unknown Shadows to cruelties unmatched, wiping out the priests of the Path of the Sword, an esoteric cult of priest swordsmen, and twisting and warping their spirits to become the Unknown Shadows haunting that world until Tobo could come to liberate them.

The Black Company Wanders Northward

One of the first significant conflicts in the Black Company's history was the Pastel Wars. The Black Company was in service to a being known as the Paingod, likely a wizard of power akin to the Dominator. The Annals record the battles as bitter as the Northern wars against the Rebels and against the Dominator. The conflict was so severe it crushed the Black Company, nearly destroying it. The Triplet Cities now stand in ruin for their inhabitants sacrificed themselves to defeat the Paingod, and south of the mad city of Idon, which was scarred psychically by the wars, stand the ruins of Cho'n Delor, where wicked things lurk after sunset.

After the crushing defeat in Cho'n Delor, the remnants Black Company moved north, settling in the city of Gea-Xle, where they served for over half a century, growing complacent, tired of the wars in the south. It is believed the members of the Black Company were all black during this era, substantiated by the appearance of the Nar in Gea-Xle. The prince, there, eventually tried to betray them, but they killed him and installed a friendly dynasty. The Company intermarried with the local populace, and so integrated in the city that a new caste of religious warriors, called the Nar, emerged. It finally moved on when the captain heard about a mountain up north where the silver nuggets were supposed to weigh a pound.

The Resurrection

Shortly after the Dominator and his minions' imprisonment, a group of followers emerged in the hopes of restoring the Domination. Called the Resurrectionists, they worked for nearly four centuries to release these dark wizards. Bomanz, a powerful wizard who lived near the Barrowland as an antique dealer, discovered their plot and counterattacked them at the Barrowlands. Bomanz, fearing what would happen with the release of the Lady and the Taken, entered the Barrowland armed with the Lady's True Name. But before he could stop her, he faced the dragon guardian, and became himself ensnared in stasis, allowing the Lady to free herself while keeping her husband imprisoned.

She, in turn, freed the rest of the Ten Who Were Taken to restore the empire in a series of conflicts called the Consolidation Wars.

Unfortunately for the Dominator, the Lady wisely left her husband buried beneath in the Barrowland, preventing another terrible reign should he be freed. This act divided the Taken, for some were loyal to the Dominator, like Soulcatcher, while others were devoted to the Lady, like the Limper.

The Lady destroyed the Resurrectionists, eradicating their presence from the North. And after centuries of peace, the people of the northern continent lacked the will to protect themselves from the Lady. Within a generation after her release by Bomanz, she and the Ten forged a new dark empire. Within two generations, the people of the north mustered to fight against her, forming the Rebellion. Using the White Rose as propaganda for their cause, the Rebels, led by the Circle of Eighteen, mounted a successful rebellion, defeating the Lady's forces at nearly every turn. However, their success was illusionary, as it would become clear when Soulcatcher recruited the Black Company shortly after the fall of the Jewel City Opal.

The Books of the North

With the Empire in the north gripped in the throes of rebellion, the world seeing the resurrection of ancient evils, the Lady, risen from her grave along with the Ten Who Were Taken, sent the west to its knees, claimed all the north and lands as far east as the Plain of Fear. From her seat of power at the newly constructed Tower of Charm, the Lady was nearly invulnerable. However, peace would not follow as long as men would rule themselves. A group of wizards called the Circle of Eighteen formed a rebellion, sending fractures through the iron grip of the Empire. They called themselves the Children of the White Rose, though the White Rose was not with them. Unbeknownst to them, the Dominator manipulated them, preying upon their arrogance and aspirations, driving them to commit grave atrocities in the name of their freedom.

As the Ten Who Were Taken conquered city after city, those states and provinces on the borders of the Lady's empire could ill afford to remain neutral. In the northeast, the Rebellion took hold, calling forth all manner of people to fight on their behalf, including exotic warriors like the fabled amazons, warrior women from a distant civilization. Pockets of violence transformed into open warfare, drawing the great yellow eye of the Lady northward. In the south, however, especially in the Jewel Cities, a web of mercantile centers allied to one another through mutual economic advantage, grew nervous as Opal, the southernmost city on the northern continent fell to Imperial forces. The result of the Empire's inexorable expansion was civil unrest in the cities and nations beyond the Lady's grasp. Places like Juniper, a religiously fanatical city in the distant northwest, struggled to remain neutral, while Beryl, a Jewel City on the northern shore of the southern continent, steadfastly ignored the threat, consumed as it was by the corruption plaguing its streets.

Beryl, unable to contain the unrest, rioting, and various power groups struggling for control over the city, turned to the Black Company, newly emerged from a brief stint in Rebosa, a city somewhat south of Beryl, to police its streets and contain the violence. Unrecognizable from its earlier incarnation—it no longer was exclusively comprised of black bloodthirsty warriors—it now was a collection of free soldiers, united by the promise of gold, and the mystique of the Company's heritage. Led by a bear of a man called the Captain, and his executive officer, the Lieutenant, they sold their services to the Syndic of Beryl and his political party, the Reds. Though their employer paid, they distrusted the Syndic, and resented their service, seeing it as something less than their long history demanded. Between the uprisings in the Groan, the poor quarter of the city and the one most likely for riots, skirmishes with the Urban Cohorts — the Syndic's private and undisciplined military, and poisoning by rival political groups like the Blues, the Black Company was ready to abandon the decadent ruler to his fate. Yet, tradition and honor bound them to service, so they were caught between their conscience and their desire to be free from the city that was misery curdled.

Freedom came in the form of an impossibly large ship, called *The Dark Wings*, a vessel commanded by a Legate and Taken from the Empire, named Soulcatcher. Arriving to negotiate a peace between Beryl and the Empire, in which the Empire would lend military support in exchange for use of Beryl's merchant fleets, Soulcatcher could not convince the Syndic to ally himself with the Empire in the north. The Syndic feared Beryl falling into the Empire's hands, and felt it his duty to retain Beryl's long independence.

Beryl's civil situation worsened when the tomb of the forvalaka, a race of ancient shapeshifting wereleopards, was breached by a stroke of lightning, likely by Soulcatcher or Shapeshifter. Mobs took to the streets, mutiny among the Urban Cohorts, and a rash of plagues, forced the Black Company to hole up inside the Bastion. Negotiating an alliance between them and the Legate, the Black Company would work for the Legate in exchange for eliminating the Syndic, thereby freeing them from their contract. Soulcatcher kept his (at the time, the Black Company believed Soulcatcher was male) word, and dispatched the forvalaka (though Soulcatcher had captured the forvalaka from Necropolitan Hill, it was Shapeshifter who actually made the attack on the Paper Tower) to kill the Syndic and anyone who got in his way.

Burdened by the guilt of their betrayal of their employer, the Captain sent his men to hunt for the assassin. The forvalaka slaughtered the Syndic's household, and none too few of the Black Company, including One-Eye's brother Tom-Tom. The Company fled the city, pausing just long enough to protect their retreat by butchering all of the Urban Cohorts. However, it was only when the Company was on board Soulcatcher's ship did they realize they had signed with one of the most evil and tyrannical forces in the history of the north.

Service to the Lady

And so it was that the Black Company came to serve the Lady and her Empire. Crossing the Sea of Torments, they stayed in Opal, where they recruited Raven, an ex-noble, and watched him murder his wife. Raven's joining with the Company immediately put them at odds with many of the Limper's men. In fact, as they traveled north, Raven killed a number of the Limper's men who assaulted a nine-year old deaf-mute girl who would later be called Darling, further creating bad blood between the Black Company and the Imperial forces under the Limper's command.

The Black Company served Soulcatcher as tools to thwart the Limper, becoming embroiled in a dangerous game of intrigue and murder. With each victory, they shamed the Limper, and the hatred between the foul wizard and the Company grew. The Black Company enjoyed a series of victories, even killing Raker, an important wizard in the Circle of Eighteen, in Roses, but each success was tinged with failure, for the rest

of the Imperial forces had little luck against the combined might of the Rebels.

In time, the Black Company fell back, giving ground to the Rebels. They lost Oar, the Fortress at Deal, the freecity of Roses, and then the entire Salient. Soon, the Company was on the run, cutting through the Forest of Cloud to evade their pursuers. Along the way to the Windy Country, while traveling through the woods, they stumbled on a Rebel training camp, slaying and capturing the entire force. There they found a stack of papers, some describing the Rebel strategy of making a move for Lords, while others dated back to the time of Bomanz, containing the True Names of several of the Ten Who Were Taken. Croaker alerted Soulcatcher, not yet realizing she would use the Black Company in an attempt to thwart the Lady to free her lover the Dominator.

Soulcatcher, armed with her rivals' True Names, would not risk her tenuous position, but could not act directly against Croaker and Raven, the only two with knowledge of what those papers contained. She exposed the two to unbelievable dangers, using them to ambush Limper and Whisper in the Forest of Cloud, where Croaker and Silent witnessed the Lady Take Whisper. The dangers continued even later, when the Black Company faced the gathered host of the Rebels on the Stairs of Tear to kill Harden. Croaker and Raven watched Soulcatcher and her conspirators allow the Hanged Man to die, killed by a sword thrust through his face.

The final confrontation between the Rebellion and the Empire occurred at the Tower of Charm, the seat of the Lady's Empire. With Imperial forces numbering just over 20,000 men, the Rebels had nearly a quarter-million soldiers. Reinforcements would not arrive for eight days, so the defenders would have to hold the enemy for over a week. Soulcatcher tried to kill Croaker several times during the escalation of the battle, to safeguard the secrets he knew from the Lady. But each time, luck or the Lady thwarted the Taken's efforts.

The Battle for Charm was brutal, claiming the lives of nearly all the Ten Who Were Taken, in most cases due to their own infighting, and most of the Circle of Eighteen. At a critical point during the conflict, Soulcatcher openly turned against the Howler, believed to be the last of the original Ten. Lady and Croaker pursued the fleeing Soulcatcher across the countryside, finally cornering her in a place of perpetual winter. Croaker struck her with several arrows and hacked off her head, ending her treachery, or so he believed, for the last time.

When the Lady and Croaker returned to Charm, the battle was nearly over. The Howler had dropped bombs filled with virulent disease onto the Rebel armies, killing thousands as the plague spread. The Rebels persevered though disease spread through their ranks, forcing the Imperial soldiers to withdraw into the heavily fortified and trapped Tower. In the end, though, the Lady was the victor and not one man in a hundred survived among the Rebel forces.

What only a few members of the Black Company knew at the end was that they actually harbored the real White Rose. Darling, whom Raven had rescued, was the true White Rose, and within her lay the power to defeat the Lady and collapse her empire. Raven, the first to realize the girl's significance, deserted the Company before the Lady could learn the truth of the girl's potential. Though Croaker argued the Company should leave the Lady's service now Soulcatcher was dead, and the war over, the Captain saw their continued employment as easy income. Croaker and Silent, who all realized Darling's significance, caught up with Raven to tell him they knew and to bid their farewells to the girl.

The Black Castle

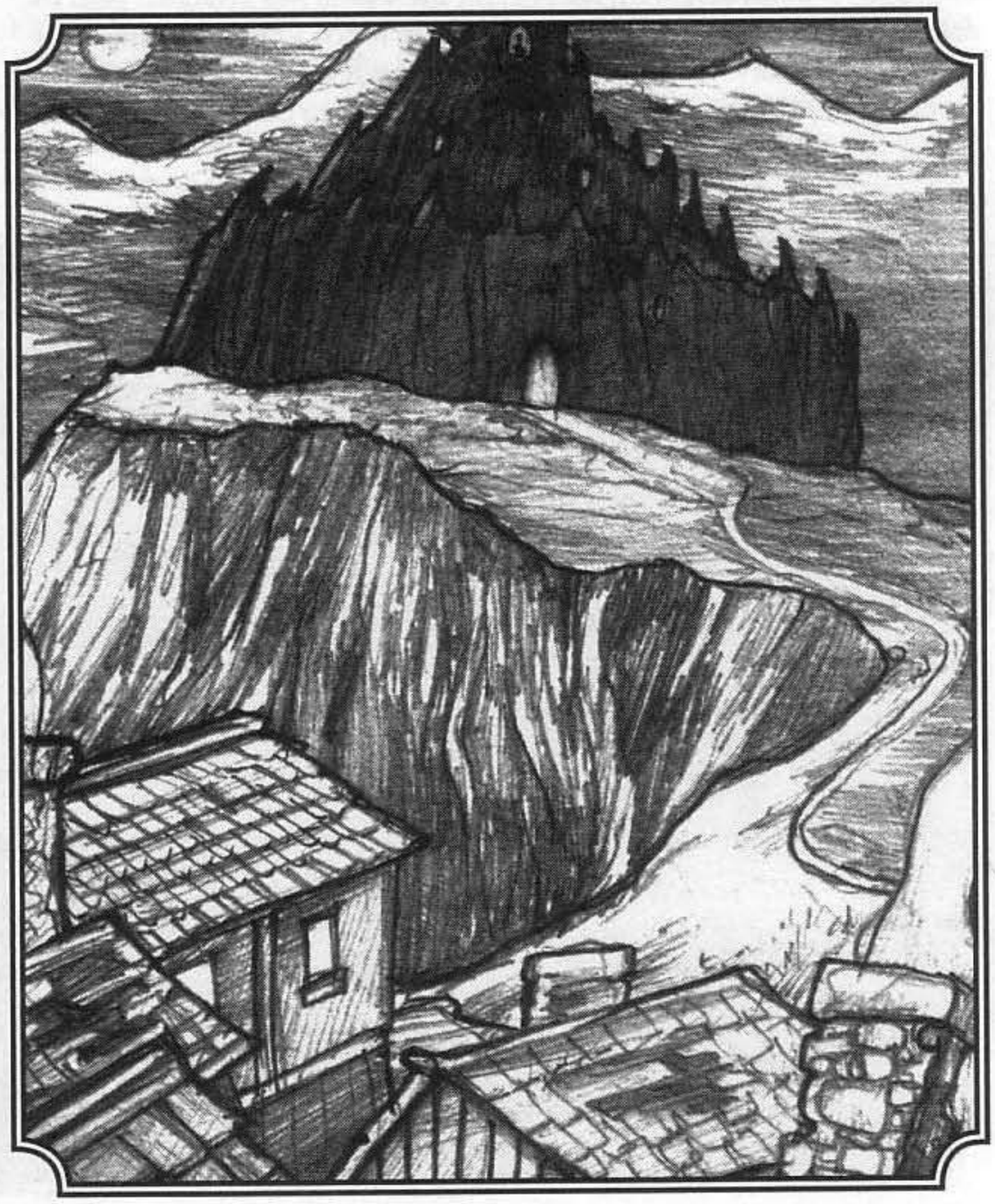
Raven and Darling fled the Empire, moving from city to city in the hope of finding a place beyond the Lady's reach should she ever deduce Darling's future role. Their travels took them to Juniper, a shabby city in the far northwest, a land where snow existed all year long. By the time they had reached this city, Raven was nearly penniless. Darling took employment at the Iron Lily, where she worked for Marron Shed, a man obsessed with greed and lust, but tempered by his genuine concern for his mother and his sister's family. Raven learned of the Black Castle, an odd structure that seemed to grow organically. The creatures of the Castle purchased corpses and paid in silver. To buy a ship to carry him and Darling away, he sold corpses to the creatures of the Black Castle against Darling's wishes, gradually amassing a fortune enough to more than just buy the ship, but also to hire a crew.

Shed, tottering on the brink of poverty, was indebted to numerous moneylenders, all of whom had designs on his tavern. When a gang of thugs came to the bar, Raven defended Shed, roping the man into the illicit nightly ventures. In time, Shed built back his fortune, paid off his debtors, and ran a profitable business. Yet, his lusts and loneliness landed him in trouble once more, when he fell in love with Sue, a prostitute who worked for a moneylender, and whose job it was to ruin him.

The Lady's Empire

After the Rebellion's defeat at the Tower of Charm, the Lady's Empire entered a period of stability. The Black Company became her favored servants, and she sent them all over her realm to eradicate pockets of Rebel resistance. She used her vast intelligence network, and sorcery, to divine the identities of those who opposed her. At the most advantageous moments, she sent the Black Company to slaughter all of the spies, sometimes undertaking preemptive strikes or massacres but always for military purposes and never anything too questionable. Though they held an exalted position, the Black Company chafed. They lost their focus; they yearned for a cause for which they could fight. Moving from one isolated settlement on the eastern frontier to another dirty town of hovels held little glory, and little spiritual reward.

Their stint in the east would not last for long though. The Lady suspected something awry in the Barrowlands, something involving the Dominator. Not trusting her own Imperial forces, she recalled the Black Company, ordering them to march to Frost, a fortified city within the northeastern



reaches of her Empire. There, Croaker and a few others went on ahead to the Barrowlands, where they learned their ultimate destination lay in Juniper. Flying ahead by means of the Taken's carpets, they arrived in the crumbling city. It was clear from the outset that something was terribly wrong. The Black Castle, which affected a sinister appearance, grew by the day as it fed on corpses and the living, at first harvested by Raven and later by Marron Shed. Also, there was evidence the Enclosure, the burial vaults for Juniper's dead, had been breached. Coupled with disappearing citizens, the emergence of ancient coins and more, Juniper stood on the precipice of disaster.

When Company men arrived in Juniper, they stumbled onto Raven, who in turn promptly fled the city with Darling and Asa, an unreliable thief and Shed's former friend, to head south to Meadenvil. Soon, the Taken seized more and more of the city while the Company watched the Black Castle. Lisa Bowalk, Shed's waitress whom he hired to replace Darling, seduced the older man, and learned all of his dark secrets. However, instead of being repulsed, she wanted a cut of the deal. So, Shed and Lisa killed a man, and took his corpse to the castle, but as they traveled back to the city, Croaker's men captured them, turning Lisa over to the Taken—she would be apprenticed to Shapeshifter—and using Shed to learn more about the castle.

Soon after, the rest of the Company arrived along with more of the Taken, and then the Lady herself. It was clear the Black Castle worked to release the Dominator. The Lady commanded the Taken and the Black Company to attack it, sending the city, which had never dealt with magic before, into a panic. Worse, the Lady, strapped for revenue after the costly wars, planned to loot the Enclosure, something certain to cause the city to rise up against the occupying army. The Captain and Croaker suspected treachery against them, and so the Captain took steps to evacuate, but not until the Black Castle was fully engaged.

The forces of the Empire launched a devastating series of attacks against the Black Castle, and each meeting was costly. Hundreds of soldiers and many of the new Taken fell to the magic of the castle, and with each casualty, the creatures within snatched the dying and the dead to fuel their dark magic to release the Dominator. Though the Lady and the Company shattered its walls, they were too late, for the Castle was saturated with the dead, and the Dominator emerged. The Lady, in the form of an enormous stained-glass ball, faced her husband who himself manifested as a giant humanoid. Silent relayed the Captain's orders, which called for a general retreat to a docked ship.

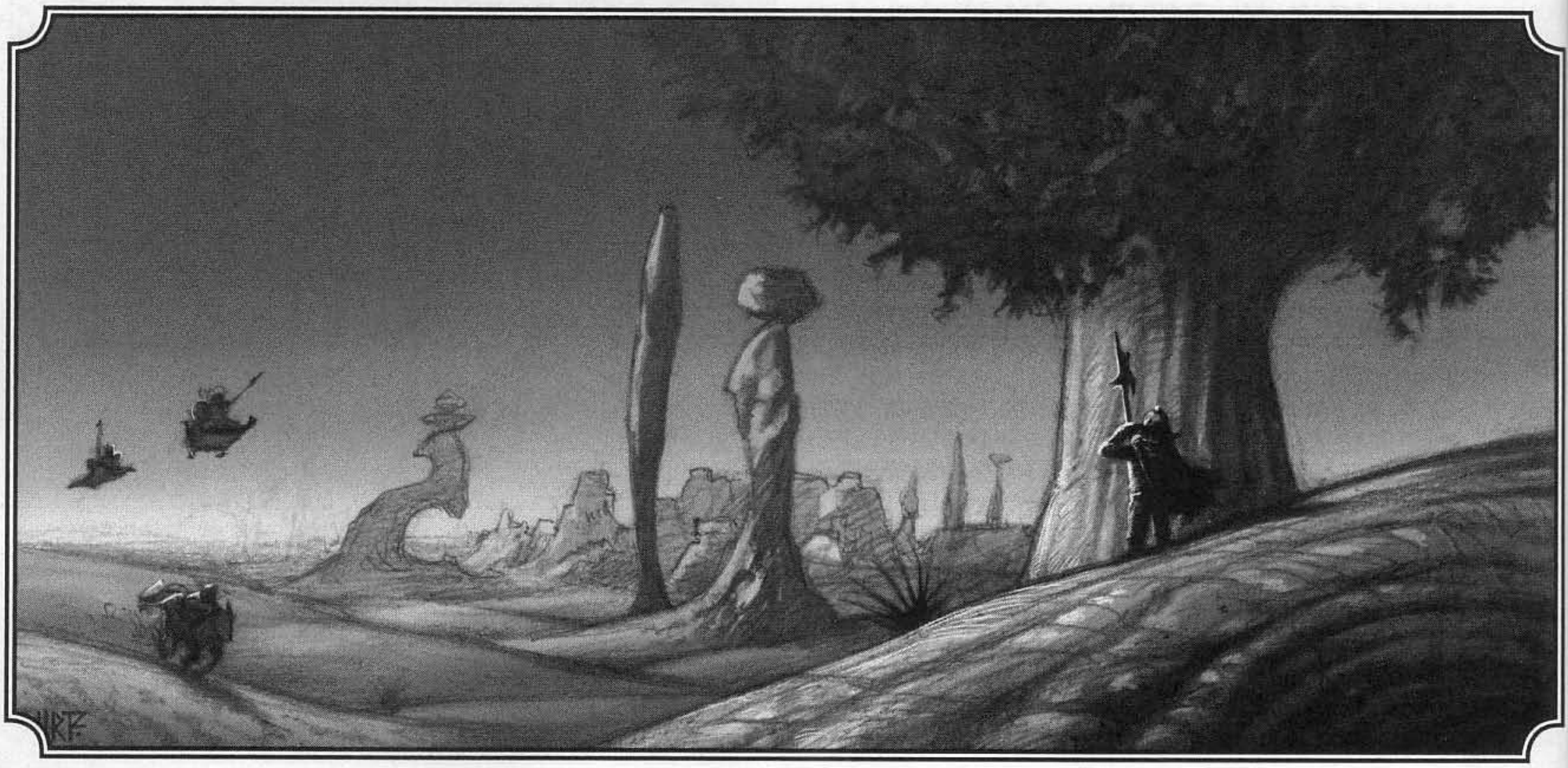
So Croaker fled with 96 brothers of the old crew from the Beryl days, and took a ship south to Meadenvil. The Captain stole the Lady's carpet and tried to escape, but he could not control it and crashed fatally into the ocean. In accordance with the Captain's wishes, the Black Company elected the Lieutenant as commander, though he never took the name Captain, and Candy became the second. It was decided the only way to survive was to stay within Darling's null-field to prevent the Lady and her Taken from using sorcery to destroy them.

The Company, now free from service to the Lady, recommitted itself to the White Rose, but they were faced with finding her. They searched Meadenvil, working with their brothers who had left Juniper in search of Raven weeks earlier, Bullock, a Juniper inquisitor, and Shed and Asa, they tracked Raven and Darling into the countryside. However, the Limper followed them. The rest of the Company, who found Darling in the city, set sail for Chimney, a city-state further south, to evade the Lady's forces, while Croaker and his allies set an ambush for the Taken to destroy him. In the end, the ambush claimed the life of Shed and Bullock, and many others, but the Company believed they had successfully destroyed their nemesis.

The surviving members headed south, where they reunited with the Lieutenant and the rest of the Company. Croaker found the Lieutenant with Darling on Raven's ship. The commander signed the company on as a private constabulary of a mercantile factor. Raven, however, refused reconciliation, and apparently died in a bathhouse, slipping and hitting his head. A little over three weeks later, Elmo and seventy brothers rejoined the Company, and began a desperate gambit to protect the White Rose and prepare for the next appearance, in 37 years, of the Great Comet.

The New White Rose Rebellion

Raven, having faked his death in Chimney, traveled back to the Barrowlands in the hopes of uncovering the Lady's True Name, to strip her of her powers and cast down the Empire he hated so much. Assuming the guise of Corbie, a veteran soldier who served under the Limper at the Battle of Charm, he insinuated himself among the Eternal Guards at the Barrowlands, posing as a servant. There he befriended Case, a young farmer-turned-soldier, and the garrison commander Colonel Sweet. Secretly using these men to enhance his cover, he moved into Bomanz' old house and started researching what had actually transpired during Bomanz' day to somehow undo what Bomanz had done. While he researched, he discovered the Dominator stirred in his



earthen tomb. The evil wizard's power was great, able to leak past the wards placed by the first White Rose, manipulating the weather to flood the Great Tragic River and alter its course to wash away the wards and earth keeping him contained.

Meanwhile, Darling and the Black Company fought the Lady's forces for years, constantly retreating and suffering terrible losses throughout, notably the Battle for Queen's Bridge, where Croaker lost the Annals of the Black Company to the Nightstalker Brigade, who gave the books to the Lady. Throughout this time, the Lady hunted Croaker, for she and Croaker shared an unusual relationship, perhaps started by Croaker's fantasies of her during the early years of the Company's service to the Empire. In any event, the Black Company fell back to the dreaded Plain of Fear, where they lived for years in a hole in the center of the badlands. Hoping the Change Storms and the People of the Plain, coupled with Darling's null-field would be enough to hold the Lady and her legions at bay until the reemergence of the Great Comet.

In their flight from the Lady, Darling established a network of spies devoted to the New White Rose Rebellion. Organized into discrete cells, the network fought an underground war against the Lady and her servants, readying themselves for the inevitable call to arms. Receiving reports of events at the Hole, the Company's base of operations, Darling kept abreast of developments as they unfolded.

The Lady, however, had other plans. She assembled all of her new Taken all around the perimeter of the Plain of Fear, led by Whisper and the Limper. They slowly advanced onto the plain, fortifying their positions by creating mutually dependent bases to mount deeper raids into the Plain's interior.

While the Lady's forces closed on the Black Company, couriers snuck past enemy lines to bring dispatches from cells throughout the Empire, and with each bundle of letters there were correspondences from a mysterious writer, Raven actually, addressed to Croaker. Each letter contained a narrative account of Bomanz', the wizard who purportedly released the Taken, efforts to unlock the Lady's power to augment his own. Croaker learned from them that Stancil, Bomanz' son and secret Resurrectionist betrayed the old wizard. Yet the outcome of the story never arrived, for Raven, who wanted to see firsthand if the Dominator was awake, spiritwalked into the Barrowlands, and after learning the Dominator was indeed awake, Raven carelessly became ensnared, separating his spirit from his body.

With the information contained in the letters, and Croaker's failures to uncover any useful information from the documents recovered years before in the Forest of Cloud, and with the approach of the Taken and their armies, Darling mounted a preemptive strike against Rust, hoping to catch two of the Taken there and spark a widespread revolt throughout the Empire. Using their windwhale allies from the Plain of Fear, they successfully struck against Rust, and though no Taken were destroyed, they did indeed instigate outbreaks of violence as they had hoped.

With the possibility of acquiring the Lady's true name waiting in the Barrowlands, and with a looming sense of something terrible in the north, Darling ordered Croaker, Tracker (a strange courier who was somehow psychically tied to his dog), his hound Toadkiller Dog, and the wizards One-Eye and Goblin north to find the last letter. So by windwhale, the group passed over the Plain of Fear, through a Change Storm and onward to Roses and further north. Once in the Barrowlands, they searched the house and found Bomanz' map. After a brief run-in with the Eternal Guard, they also discovered Raven's astral self was trapped in the Barrowland, and with him was Bomanz.

Indeed, the Dominator stirred once more under the Barrowlands, drawing the Great Tragic River ever closer to his prison. The Lady sent some of her Taken to capture Croaker. He and his comrades fled into the Old Forest, but Croaker eventually gave himself up to save his companions. After a brief stay at the fortress at Deal, he was then transported to the Tower of Charm, where the Lady revealed she divined three possible outcomes. In one, the White Rose wins, but all die gaining the victory. In another, the Dominator escapes, beginning a darkness lasting 10,000 years. In the last, the Dominator is destroyed forever. She knew the threat was dire, so she granted an armistice with the White Rose, believing a coalition of their strengths would give them all the best chance to overcome the stirring evil in the north.

Croaker and the Lady left for the Plain, and along the way, several thousand Rebels attacked Whisper's headquarters, Horse. Even though the Lady would not press the attack, she was not willing to let the White Rose push further west. She ordered her forces to attack, and using new tactics to circumvent the null-field and new mechanical flying carpets, the Lady's forces destroyed several windwhales, repelling the White Rose back into the Plain of Fear.

Twelve days later, she and Croaker entered the Plain. Lady posed as Ardath, an expert on the old tongues who could assist in the translation of the documents. The Lady revealed the conflict between the White Rose and the Dominator was just one iteration in a great cycle of conflicts and that Old Father Tree was the guardian of a great past evil. The Company believed Croaker had betrayed them, and when the menhirs escorted Toadkiller Dog and Tracker back to the camp, the Lady knew them for what they were. Old Father Tree sparked a Change Storm, revealing Toadkiller Dog's nature and transforming Tracker into its thrall.

Croaker asked the tree for assistance, and the tree replied by giving him its son, a sapling that would contain the Dominator for all time. And so, the New White Rose Rebellion, allied with the Lady and her Taken, began the long journey north to the Barrowlands.

The strategy was to allow the Dominator to emerge from his tomb, destroy his body, and imprison his essence. In the remaining time before it emerged, the forces destroyed the Dominator's minions, and freed Raven and Bomanz from the barrow. Croaker struggled to find the Dominator's true name, while the Limper worked to find the Lady's.

Finally, the time of the final battle was upon them, and the Great Comet miraculously appeared in the sky ahead of schedule. The Black Company, their allies from the Plain of Fear, the Taken and the Eternal Guard marched into the heart of the Barrowland. However, they had forgotten the great dragon. Bomanz, however, was there, and fought the dragon once more, disappearing once he killed the mighty guardian. Emerging from the Old Forest was Toadkiller Dog and the warriors of the forest. Finally, the Dominator broke free, but Darling's null fieldstripped him of his powers. Bereft of his magical powers, he was able still to kill many men with his bare hands. In the end, though, the Lady and Darling conquered the ancient enemy, and their soldiers hacked the Dominator apart, while One-Eye and Goblin nailed a *silver spike* into his skull trapping his essence inside. Then, the wizards nailed the *spike* into the heart of the sapling to safeguard it ever after.

In the final moments of the combat, the Limper tried to name the Lady and shot her with a crossbow. He, like the Dominator twice before, had the wrong name, and Croaker attacked him while they both stood in the null-field. When there was little left of the Limper, only his head which Croaker kicked into a ditch. The Lady named Darling, and Silent named the Lady. Both icons, one of light and the other of darkness, lost their magic. And with the Lady stripped of her powers, so too fell her Taken.

The only survivors were Croaker, Lady, Darling, Raven, Case, One-Eye, Goblin, Otto, Hagop, Murgen, the Torque Brothers, and Silent. Croaker became Captain. He voted to disband, but everyone but Silent argued against it. Croaker wanted to take the Annals back to Khatovar, and most agreed, but none would give up the name. Darling, Silent, and the Torque Brothers quit the company. Raven, whom Croaker shot with an arrow, stayed apart from the rest of the Company, to remain with his only friend, Case.

The Silver Spike

Back in Oar, the thieves, Tully and Smeds Stahl believed they could steal the *silver spike* containing the Dominator's evil and sell it to a wizard, but being of the city and inexperienced with the wilderness, they recruited Old Man Fish, a veteran and skilled trapper, and Timmy Locan, another veteran, young and full of energy. Naturally, the plan was to double-cross their partners as soon as the *spike* was theirs, but none of them anticipated the course of events that would follow.

The small band traveled through the Great Forest to the Barrowlands, avoiding the notice and suspicion from other travelers. When they arrived, they discovered Toadkiller Dog's nocturnal efforts to unearth the Limper's head. Furthermore, when Timmy approached the tree, the sapling lashed out with a power burst of blue energy. The demon dog managed to pull the Limper's still living head free from the earth, who then immediately ordered the shamans of the Old Forest to cleanse the local town of the living, beginning the first step of the Limper's mad crusade for revenge.

When Smeds Stahl picked up an amulet, he inadvertently sent out a psychic warning, alerting Raven and Bomanz who were both in Oar at the time. Raven, who had spent three weeks drunk while his friend Case cared for him, emerged from his stupor, realizing a great danger threatened the land. Likewise, Bomanz, who had escaped the battle at the Barrowland, understood the significance of the event, and so both men departed quickly, separately, each pursuing whom they best believed stood a chance to save the north. Raven and Case hurried south, traveling to catch Croaker and the remnants of the Black Company, while Bomanz headed east to find Darling.

Toadkiller Dog gathered the shamans of the Great Forest. The shamans constructed a great wicker body to house Limper's head and serve as his body. Sacrificing man and beast to aid in the magical construction, the wicker construct was imbued with magic. Toadkiller Dog bore the Limper is his golem body, and the two led the savages of the Great Forest south, sacking the town near Barrowland, killing everyone and everything. Onward from the Barrowland, the Limper and his host blazed an insane trail to the south, leaving a wake of destruction in their passing.

The thieves evaded the Limper's notice and built up a great pile of wood around the sapling. Once of a suitable size, they set fire to it, stunning the son of the god, and allowing the thieves to retrieve the *spike*. Unfortunately, Timmy snatched the *spike* with an unprotected hand and was terribly burned and tainted by the *spike*'s evil. Realizing the burn was far worse than it should have been, the band hurried back to Oar, only to find the Limper and his host had murdered 40,000 people, razed the city, and now Imperial soldiers, the Nightstalker Brigade, ruled it under marshal law. The thieves realized they could not safely sell the *silver spike*, for as soon after they arrived, nearly every wizard and witch in the northern continent descended on the city to find it. Yet, even though the thieves had accumulated substantial spoils from the ruins of the Barrowlands, they were not content with what they had.

Raven and Case remained a few steps behind Croaker and the Company, missing them first at Charm, then Opal, Beryl, and later at the Temple of the Travelers' Repose. What they found instead was the Limper and his host were on their heels, and pursuing him was Darling and her allies. The Old Father Tree, sensing the danger to the land, had dispatched Darling and the People to destroy the Limper, and so they followed the mad Taken, battling his magic with the power of the Plain. Raven, whose injury from the Battle of the Barrowland was too severe for him to continue traveling finally gave up, and he and Case turned back to rescue Darling and her allies from a dying windwhale that crashed to the earth in flames.

Toadkiller Dog found wizards from a nearby city, returned them to the Temple of Travelers' Repose, and forced them to construct a body of clay for the Limper, and a limb of the same material to replace the one the demon had lost. Meanwhile, Raven, Darling and the rest returned north to find the missing *spike*, hastened by the destruction wrought by the Taken in his drive south. The Limper followed them in his new clay body, sensing great power within the artifact, and believing its power would allow him to rule the world.

Back in Oar, the thieves learned Timmy inadvertently spread the taint through his touch. So, Smeds Stahl and Old Man Fish murdered all of the witnesses, while Tully sank them deeper into trouble with his gambling. Having hidden the *spike* behind a repair to the city walls, the thieves laid low, and tried to find a way to sell the source of their troubles or at the very least to escape the quarantined city.

Darling and Company reached Oar, and searched the city for the missing object, finding and losing the thieves and finally allying with the Imperial wizards who commanded the city. They finally found the *spike* when Smeds and Old Man Fish agreed to turn it over. By the time it was recovered, the Limper had returned. The city rose up to face the horror, using conscripts taken from the citizenry, Imperial soldiers, and Darling's forces. The toll was terrible and the destruction great. The combined might of the defenders sealed the Limper into a huge cauldron, but his chaotically mutated form escaped. They finally recaptured him, but at the cost of Silent and Bomanz and many others, and when Raven retrieved the *spike*, its taint corrupted him forcing Darling and allies to kill him. With the Limper finally destroyed, and the *spike* recovered, Darling and Case carried the Dominator's essence in a locked chest and cast it through a tear in reality created by the Old Father Tree.

The Books of the South

While the Black Company fought for the Lady and the White Rose, the lands in the far south grappled with their own struggles. For fifteen years, the principalities there enjoyed relative peace, despite the presence of the Shadowmasters, an enigmatic group of powerful wizards who fought among themselves nearly as much as they sought new lands. The Shadowmasters emerged years ago to seize the lands in the far south, but stopped suddenly, and turned against each other. Over the years, with the Shadowmasters embroiled in their civil wars, Taglios grew complacent and decadent, unable to raise an army to face a new threat.

The Black Company, which resigned itself to travel south in search of Khatovar, attracted the attention of nearly every major wizard there. The Shadowmasters halted their infighting and rallied themselves to seize their neighboring territory, notably Taglios. Their armies poured into the north, taking hamlets, towns, and cities, forcing the people captured into slavery.

The Prahbrindrah Drah, the prince of Taglios, and his sister the Radisha Drah worked to change their people's pacifistic inclinations, and train them in the ways, forming a militaristic society with which they could defend their lands. However, religious schisms prevented Taglios from raising an army for the various sects and cults' dietary, cultural, and religious differences made it difficult, nearly impossible, to manage and maintain. Lacking the will or skill needed to rally the people themselves, the rulers of Taglios turned to three northern expatriates, Willow Swan, Cordy Mather, and Blade to hire them to assemble the armies and oversee the defense of the city. The three men hesitatingly agreed, and formed three separate armies based on general religious inclination.

Willow Swan, who became the de facto leader of the Taglian forces, used Black Company tactics (which he had learned in his youth spent in the north) of deception, subterfuge and guile to defeat the enemies. Through feints, probes, and harassment, the Taglian rabble repulsed the Shadowlanders, keeping the city-state and the surrounding lands safe throughout the rainy season, but no one believed the security would last beyond the floods.

Southbound

Croaker, Lady, and the surviving members of the Black Company stood at a metaphorical and actual crossroads; they had to decide what to do now that the Black Company was broken, reduced to just a handful of tired old men and the onetime most powerful sorceress in the world. Croaker, keeping the tradition of the Black Company shouldered the burden of taking the Annals of the Black Company back to Khatovar, as had been the duty of the Annalist if ever the Black Company dissolved. Yet when he put it to a vote to discard the name, all voted to keep it. Therefore, the ragtag group of battle-scarred veterans made the first leg of the journey south.

Croaker, however, lost the Annals on a riverbank at the Battle of Queen's Bridge, the site of a terrible defeat at the hands of an elite Imperial Company called the Nightstalker Brigade. Lady recovered the volumes and, when she allied with Darling and the Black Company, promised she would return them to Croaker. Having stored them in the Tower of Charm, Croaker had to get them before he could leave the Empire. The Company first traveled to the Tower of Charm, the seat of the Lady's Empire.

Lady revealed she planned to accompany the Black Company as, having lost her powers of magic when Named, she did not believe she could hold the Empire together for long before some upstart would seek to displace her. But before she would go, she needed to put things in order first. The Company remained at the Tower of Charm for two weeks, but through all this time, Croaker felt pressure from his comrades to leave for the Tower held terrible memories for them all. Croaker finally relented to his brothers, and promised to meet Lady in Opal if she was willing to join them. Croaker and the rest left for Opal, where Lady did eventually join them, and aid them by preparing *The Dark Wings*, Soulcatcher's quinquirime for passage to Beryl.

The Black Company left the northern continent, traveling in the footsteps of their predecessors, in a way moving backwards through time. Their travels took them through Beryl, to Rebosa and Padora — Croaker's place of birth and more, with each mile taking them deeper and deeper into legend. And as they went, so did their numbers grow, recruiting people who remembered the Black Company from their first time through. Along the travels, Croaker noticed far more crows than usual, and believed they followed him. Eventually, they came to the Temple of Travelers' Repose, where they discovered lost copies of the Annals thought destroyed fifty years earlier, and while they were of value, they were not the original three, nor did they tell the location of Khatovar.

They pressed onward and came to the city Gea-Xle. Because they wore their full regalia and held aloft their standard, a soldier tossed an Officer's Baton to Croaker as they passed the towers into the city. This was the first clue into the Company's history, for the Company served in this city for nearly half a century, creating a caste of warrior-priests called the Nar.

While in the city, One-Eye acquired an imp who could translate any language, something the Company needed as they traveled deeper into foreign lands. The company traveled by river, but to do so, they had to disembark at each of the three cataracts along the way and secure new passage between them. Another thing they discovered was that pirates held the river and restricted all traffic impairing trade between the northern and the southern cities along its shores. Before they left, Croaker acquired the service of several Nar warriors, one of whom was Mogaba, the man who would one day become the Company's greatest foe.

The Company traveled further south along the river, fortifying the boat as they went. After six days, they entered the swamp and faced the pirates. Though they defeated them after several forays, several things became clear. First, the pirates had in their service a powerful wizard, presumably one of the Taken, which they later learned was the Howler. Second, Lady had in her service Shapeshifter and his apprentice Lisa Bowalk, and had regained some amount of magical power.

They were welcomed as heroes when the reached the Cataract, having broken the pirate threat and restored the lines of trade once more. Yet, the Black Company would once more be manipulated by larger powers, for here, they met the Woman, Willow Swan and the rest of the Prahbrindrah Drah's minions, who traveled north to assess the character and strength of the approaching infamous Black Company. Concealing their intentions, Willow and company traveled with the Croaker and his companions back to Trogo Taglios, a massive city usually just called Taglios, where Croaker decided to rest until they were ready to make for the still yet unknown Khatovar. However, every effort to locate the fabled land met with failure. No books existed on the subject, and even the best maps featured a blank space where Khatovar must lay. Worse, Croaker suspected they were stepping into a trap.

After an attempted assassination on the Black Company, the Prahbrindrah Drah made clear his intentions to hire the Black Company and raise an army. He wanted Croaker and allies to lead it against the Shadowlander forces they expected would attack when the Main River lowered. Croaker refused at first, informing the Prince they headed to Khatovar. The Prince suggested they shouldn't, as bad country lay between them and their destination, mentioning Glittering Stone in the conversation, which Willow translated as the walking dead and madness. Still, to get to Khatovar, the Black Company would have to travel through the Shadowlands.

Croaker stalled the Prince, wanting to assess the lay of the land, and possible routes to his goal. He realized there was no way to the blank spot on the maps without traveling first through land held by the tyrant

wizards. Worse, the Black Company had trouble in the city, for sporadic violent outbursts perpetrated by wrinkly little brown men targeted Company men. During a scouting mission, Croaker, the Lady, and others were ambushed by more of these men, leading them to the conclusion and confirming the Prince's words that if they would reach Khatovar they must fight their way through the Shadowlanders.

Croaker also determined the Shadowmasters and the Prince were not the only powers involved in this web of intrigues. A dark figure who posed as a tree stump had followed him since the north, and the crows were a constant nuisance. Coupled with them were a profusion of bats, spies for the Shadowmasters. He also knew the Prahbrindrah Drah had treachery in mind for the Company.

Shadowmaster Wars

Realizing it was hopeless, Croaker made a counteroffer to the Prince and his sister, one from which he would not budge. He required they make him the military dictator of all Taglios, with full control over the armies, the city, and the surrounding lands. In exchange, he would defeat the Shadowmasters. Croaker planned to push through them until he reached Khatovar, and then leave the mess behind for the Prince to clean up.

Eventually, the Prince agreed, and Croaker built an army in just five weeks. He raised the forces without regard for religion, to use as his main thrust against the Shadowmasters. He expected the priests, who controlled much of the principality, to gather their own forces of religious zealots, of whom Croaker would exploit to supplement his own army. He left the priests' forces to guard the lesser fords, while Croaker would hold the central crossing. During this time, assassins made several attempts against Croaker, and his spymasters Goblin and One-Eye eradicated them, impaling them publicly in one of Taglios' many squares. The wizards cleansed the Shadowmaster spies from Taglios and placed a bounty on bats, blinding the Shadowmasters.

When the Black Company and Taglian forces were adequately mobilized, augmented by siege weapons and fearsome costumes for the Lady and Croaker, they left early, driven by a warning from a crow. The Black Company discovered the Shadowmasters had built a levee running eight miles to the east, and every half mile they erected larger fortifications like towers. The Shadowmasters planned to dam the river to divert the river into a flood plain so they could cross it early. The Black Company was ready, though, and shattered the enemy, using every trick at their disposal from magic to mundane, aided by Shapeshifter, the Company wizards, and the military prowess of ther Nar.

Croaker pressed their advantage, moving deep into Shadowlander territory facing little resistance along the way, and adding to their numbers with the former slaves whom the Shadowmasters had captured. They finally came to Dejagore, where they discovered a military encampment hidden behind the massive walled city. The Black Company struck the encampment, landing several ballista bolts into the enemy camp's Shadowmaster. Dejagore closed its gates, but Croaker responded by having his workers build a ramp to ascend the walls, while sappers dug beneath them.

While the Black Company invaded the city, freeing prisoners as they went, a nasty storm broke. Despite the inclement weather, they breached the citadel ascending inside to find Stormbringer and Shapeshifter fighting. Shapeshifter assumed the form of a forvalaka and One-Eye confirmed his suspicions that it was the Taken who killed his brother Tom-Tom. One-Eye decided to get revenge on Shifter for once and for all. One-Eye clubbed both the Taken, and Lisa Bowalk tried to stop One-Eye, but Murgen tripped her. They sewed Shifter and Stormbringer's mouths shut and fingers together, burned them, and ground their ashes into powder, scattering them to the winds and forever after trapping Lisa in an animal form.

The next day, the Shadowmaster army snaked out of the hills to the south. Using harassing tactics, the Black Company pushed the Shadowmaster into rash action. The Company wizards used magic to expand their numbers, and Croaker pushed the elephants forward. The cavalry withdrew and leading the forces personally, Croaker and his army advanced, crushing the enemy forces after which Croaker and Murgen withdrew to watch from a hill. Although the battle seemed at first to go their way, poor placement of troops allowed the enemy to get a foothold. Sindawe's men broke. Ochiba's units faltered, and only Mogaba's held fast. By the time Mogaba could rotate and support Sindawe, Sindawe's legion was gone. Many turned and fled to the city. A knot of troops formed around the standard, but eventually Croaker fell, struck by an arrow. It was not clear whom, if anyone, survived, for even Lady fell under a press of soldiers.

Revenge

With the Black Company shattered by the Shadowlander forces, and Croaker believed dead, the survivors of the Company besieged in Dejagore, the future of the Company looked grim. Lady, who had miraculously survived the battle beyond Dejagore's walls quit the battlefield and traveled into the neighboring hills. She knew many of the Company survived and still fought inside the city, but she was powerless to help them. Resting in the hills to recover her strength, Narayan Singh, an oddly smiling and stinking man, and his large companion, Ram, found her. Joining forces with these two, despite initial misgivings, she formed the foundation of her efforts to rebuild the Company in her image, to create a fighting force to allow her to avenge Croaker's death.

However, Croaker was not dead. Soulcatcher, who had followed the Black Company since they departed from Oar, likewise wanted revenge, seeing her sister to blame for her headless predicament, but more importantly for thwarting her efforts to free her lover, the Dominator. Soulcatcher rescued Croaker and nursed him back to health, with the intention of making the physician reattach her head to her body. Capricious as always, Soulcatcher worked as much on the Black Company's behalf as she worked against them, going so far as to kill the Shadowmaster Moonshadow before heading on to the Grove of Doom where Croaker could recover.

Lady and her companions headed north towards Taglios adding deserters, survivors, and ex-slaves who had a taste for vengeance to their numbers. The longer she remained with Narayan Singh, the more involved she became in Singh's death cult, the Children of Kina. Narayan Singh was a master of the black rumel—a cloth used to strangle their opponents and send them to paradise. Lady allowed herself to be manipulated by the cult, seeing them as useful tools, but not realizing she herself was a tool for them to exploit.

The Black Company, besieged in the Dejagore dissolved into two camps, the Old Crew and the New Crew. Murgen led the Old Crew, refusing to recognize Mogaba as Captain until such time they could put it to a vote. Mogaba, the nominal leader of the forces in Dejagore, led the New Crew, consisting mostly of Nar warriors and Taglian sycophants who made promises of support and wealth to the young commander in exchange for his relinquishing control over Taglios. Among the Black Company were representatives of all the major religious groups in Taglios, each struggling over cuisine, outlooks, and ethics. The closest allies to the Old Crew became the mysterious Nyueng Bao, a group of outsiders who originated from the river delta swamplands west of Taglios, who had the misfortune to be in the wrong place at the wrong time.

Each night the soldiers inside Dejagore struggled against Shadowlander saboteurs entering the city under the cover of darkness, and against each other, as the divided company fought among themselves for dominance of the military forces of the city. Mogaba turned more and more sinister, capable of any sin so long as it gave him an advantage over the forces arrayed against them. He cast out the weak, the sick, and the undesirables whom he believed placed a drain on the defender's resources. Shadowspinner pressed these outcasts into his service, and soon former comrades faced each other as enemies. Food was scarce, disease was a constant threat, and old prejudices fueled hatreds, all of which made Dejagore a living hell.

While her fellows fought a losing battle in Dejagore, Lady moved north, farther and farther from the battlefield. Her proximity to the Children of Kina had unexpected side effects. She suffered constant and terrible dreams of the goddess, and when she woke, she was overcome with sickness.

Still, she buried her suffering and made her way north to the Main River, defeating Shadowlander forces along the way. Word of Kina's avatar spread throughout Taglios, striking fear in her enemies, and aligning the priests against her. During this time, she learned to use the rumel, helping to break the neck of a priest who was first to quit the battlefield at Dejagore before intimidating the priesthood into serving her, and declaring herself dictator of Taglios and filling in where Croaker left off.

Sifting through Taglian intrigues, Lady gained Blade's service, while Willow Swan and Cordy Mather kept their loyalties to the Radisha Drah. The Prince's wizard Smoke had long counseled the monarchs the Black Company would visit doom on their people, and his fear was exacerbated by the Lady's alliance with the Deceivers. Smoke betrayed his masters, joining forces with Longshadow in the hopes of defeating the Children of Kina and the Black Company. Meanwhile, difficulties between Lady and the priesthood escalated; many were troubled by her unwilingness to throw herself to the fires—as was customary when a woman loses her mate—to say nothing of her obvious disdain for their beliefs and her own adherence to the ways of Kina. Such conflict complicated the existing power struggle between the Prince and cults in the city.

For Croaker and Soulcatcher, the Grove of Doom, the holy site of the Deceivers, was no longer safe as a refuge because of the coming Deceivers, forcing Soulcatcher and Croaker to move on. Furthermore, Shadowspinner planned a final attack against Dejagore, so severe Soulcatcher was certain it would break the city. Before they left, Croaker left signs of his passing for anyone to find, by twisting twigs and grass into shapes of people.

Shadowspinner, whom the Howler secretly healed, began the major offensive to seize the city. Waves of Shadowlander soldiers augmented by Shadowspinner's magic threatened to overwhelm the defenders, but in the midst of the conflict, Soulcatcher and Croaker appeared, posing as Lifetaker and Widowmaker. Soulcatcher thwarted Shadowspinner's spells, while One-Eye launched his enchanted spear at the Shadowmaster. In short, they repelled the Shadowlander army. When One-Eye descended the walls to retrieve his treasured spear, Lisa Bowalk, trapped in the leopard form attacked him, proving her hatred still ran hot, but the canny wizard escaped unscathed after striking the girl with his weapon.

Lady's popularity grew and the numbers in her service swelled. Blade took a force and headed south to Dejagore to relieve some pressure, soon after joined by Swan, Mather, and their troops. Back in Taglios, however, the priests created more problems again interfering with Lady's plans. In response, she took a company of archers and gathered the priests who believed she would abdicate her position in defeat. Speaking of the severity of the Taglios' plight, and the need for a united front, she denounced them for their interference. Meanwhile, Narayan's handpicked men placed barricades in the narrow streets entering the square. Lady drew her sword, and soldiers inside the surrounding houses let fly. She slaughtered them to the man in the square. Afterward, Lady received word from Blade's messenger he had moved south. Lady left the continuation of the city's defenses to the Prince and his sister.

Along the way, to appease Narayan, she stopped in the Grove of Doom for the first day of the Festival of Lights. There, it was clear someone had stayed in the grove during the Deceivers absence. Declaring the site unfit for the ritual, the rites of initiation would have to wait. However, Lady recognized the odd grass and twig figures of animals and people left by Croaker in his idle moments. She learned from their arrangement the Howler still lived and of his alliance with Longshadow, and her sister Soulcatcher survived and now actively opposed her.

With rumors of the Lifetaker and Widowmaker being sighted in the south, Blade and Lady moved on to Dejagore, Blade advancing first scouting the area and fighting skirmishes with the enemy. Lady finally caught up. During one such skirmish, Lady faced Mogaba on the battlefield, the rival captain having emerged from the city to rain destruction on his foes. It was clear from their meeting that Lady did not intend to free the Black Company from Dejagore just yet.

After thwarting Shadowspinner, Soulcatcher and Croaker returned to Taglios, the Taken intent on disrupting the Lady and her efforts while she was away. Posing as the Lady and concealing Croaker to appear as Ram,

Soulcatcher insinuated herself with the Prince, and it was clear he was attracted to her. Sensing treachery in the Prince's wizard, Soulcatcher had Smoke followed, eventually eliminating him by placing him into a coma. Longshadow, having lost his mole, sent the Howler to capture Lady. The Howler attacked while Soulcatcher dined with the Prince and his sister, erroneously believing Soulcatcher was actually Lady. Croaker lashed out with the Company standard, the *lance of passion*, poisoning the Howler with its lance head, but the Howler still escaped with his captive, though very nearly dying had he not revealed to Longshadow what had happened when he returned to Overlook.

Back in Dejagore, Shadowspinner, in his retreat, flooded the plain around the city, where hostilities between Mogaba's men and the Old Crew escalated to open violence. Murgen and Sindhu, a Deceiver sent by Lady to assess the status of those trapped in the city, crept out and crossed the growing lake, but before they could return the Shadowlanders captured the two, bringing them back to their camp. They would not remain in captivity for long, for Blade suggested taking Shadowspinner out of the picture altogether. So they formed a strike team to kill the Shadowmaster, consisting of Lady, who would conceal the group with magic, Narayan Singh, who would do the actual killing, Ram, who was devoted to Lady, and Swan to represent the Taglian state. Two arm holders accompanied the group to make it seven people.

Shadowspinner's camp was completely demoralized as evidenced by its slovenliness. When the seven killers entered the tent, Shadowspinner, however, was waiting for them. He fought back. Ram broke his back while Narayan strangled him. They chopped him to pieces to burn later, but the Shadowmaster camp awakened when Howler passed overhead shrieking. They bluffed the crowd with Lady posing as Kina. Once they firmly held the camp, she discovered Murgen and the Deceiver Sindhu were prisoners in the camp.

Freed from the Shadowmasters, Murgen reported to Lady, but she sent him back to Dejagore, modifying his memory to prevent him from remembering their encounter. Back in Dejagore, Mogaba wanted to see Murgen. The Old Crew covered Murgen's absence by claiming the annalist was sick. There had been rioting in the city and food shortages were worsening. The Nyueng Bao led Murgen through secret passages to spy on Mogaba where he discovered Mogaba led his elite cadre of men in foul rites dedicated to Kina, cannibalism, and a deception about the hidden stores of food.

Murgen informed the Old Crew of Mogaba's crimes, and they all planned to break free from the city. However, Mogaba learned his stores had been pilfered, and word and riots spread through the city. When someone in the Old Crew let slip about the profane rites, it reached the Nar. Mogaba sent his men to open the North Gate and flood the city, eliminating his rivals and witnesses to his corruption. However, as the Old Crew converged on the North Gate, they realized it had been a diversion, and that the real flooding would occur at the East Gate. For the first time in Black Company history, brother killed brother as both sides fought.

While the Old Crew combated the Nar, other soldiers butchered Nyueng Bao women and children. Waters flooded the city, and all order collapsed. By the end of the night, the city was hell, forcing the Old Crew and their Nyueng Bao allies to evacuate.

With Soulcatcher held by the Howler, Croaker was free. Accompanied by the Prince of Taglios, he traveled hoping to find Lady and somehow aid those brothers trapped inside Dejagore. When he arrived at the city, he discovered he had missed Lady completely, but learned from Murgen all of Mogaba's wickedness. So, to mend the rift within the Black Company, Croaker entered the city and faced his former comrade. Mogaba, consumed by pride and ambition, refused to give over leadership to Croaker and so left the Black Company along with several Nar warriors to join Longshadow's armies.

Croaker missed Lady because she went back to Taglios, and there learned she was pregnant with Croaker's child. Through her remaining days of pregnancy, Ram, who had abandoned the Children of Kina, guarded her. However, shortly after her child's birth, Narayan Singh and the Deceivers killed Ram and stole the baby. With the theft of her daughter, Lady knew it was the child the Deceivers were after and not her at all.

Books of the Glittering Stone

The Books of the Glittering Stone detail the final years of Croaker's time with the Black Company, beginning with their hunger for revenge that drove them to destroy the Deceiver cult, the defeat of the Shadowmasters, and their subsequent imprisonment beneath the Fortress with No Name on the Plain of Glittering Stone. Not all is lost however, for Sleepy and the other survivors of the Kiaulune Wars, when the remnants of the Black Company were nearly destroyed by Mogaba and treachery from within their own ranks, recovered the Captured, and started life anew on a distant world. The final book of the series describes Sleepy's revenge, how Croaker keeps the Demon-Golem Shivetya's bargain, and describes the Black Company's efforts to stop the Year of Skulls.

Lines in the Sand

For four years, the Company fought to recover Croaker and Lady's child. They set ambushes for Deceivers, slaughtered entire cells of cultists, and all but drove Narayan's people into the arms of Longshadow, but each massacre brought the Black Company no closer to recovering the missing baby. Worse, Croaker, in a jealous rage, drove Blade away, into Longshadow's service. Between Blade and Mogaba, Longshadow had two of the best generals in the south. Moreover, to make matters worse, Longshadow still had the Howler in his service. Soulcatcher remained and unpredictable wildcard capable of helping or hindering as it suited her interests. Khatovar seemed farther away than ever before.

The Black Company was not without its resources. One-Eye oversaw the development of equipment and weaponry for the fast approaching campaign into the south. Lady, with her newly regained powers, gathered every hedge wizard and dabbler in the south and put them to work on fireball projectors and other alchemical devices for use in the war effort. More important than anything else, however, was Smoke. Taglios' fire marshal, turned traitor, remained in a coma, but in his sleeping state, his soul was loose from his body. Another person could "ride the ghost" to scry on any place the rider wished, from looking in on Longshadow's conversations, to tracking troop movements, even going back in time to view past events. There were limits, though, for Smoke retained something of his fears and misgivings. He refused to travel south of Overlook or look at Soulcatcher. Still, Smoke's abilities served the Black Company well, providing invaluable reconnaissance to grant them an uncanny ability to anticipate the enemy's movements.

Murgen took over the role of Company Annalist while in Dejagore, but retained his position as standard-bearer as well. Ky Sahra, a Nyueng Bao widow, married Murgen after the siege, and because of their relationship, the Nyueng Bao survivors remained with the Black Company, becoming bodyguards for important members of the Company, while still pursuing their own interests. Bargaining peace between his relatives and the Captain, Murgen stayed busy over the next four years.

However, Murgen suffered from seizures and blacked out for hours at a time. During these fits, his mind slipped back through time to the siege of Dejagore, where he relived the nightmares of his past. Given his propensity for collapsing at inopportune moments, Croaker relegated Murgen to using Smoke to track the enemy. Murgen found using Smoke addictive, and gradually gave over more of his time to "riding the ghost."

After one such session, Murgen sensed something awry, a feeling of wrongness, so he returned to the apartment he shared with Thai Dei,

Mother Gota, Uncle Doj, To Tan the toddler, and his wife Sarie. When he arrived, he discovered the Deceivers had attacked, burned the Annals, and killed his wife and Thai Dei's son To Tan. He took something to dull the pain, offered by Mother Gota, but when he awoke his wife's body was gone, taken back to the Nyueng Bao people for proper funeral rites.

Shortly after the attack, Otto and Hagop, Company men from the days of service in Beryl, returned from their time in the north, where they gathered supplies and information about the Taken and the Circle of Eighteen in the hopes Longshadow was one of them. Longshadow was not.

To distract Murgen from the pain of losing his wife, Croaker charged Murgen with uncovering the missing three Annals that Smoke hid in the secret room in the Palace of Taglios. Murgen located the room, but discovered Soulcatcher had found the books first. Meanwhile, Croaker sent Goblin on the Shaded Path, a secret mission to position himself behind enemy lines to sow confusion in retreating Shadowlander forces. While Murgen used Smoke to search for Soulcatcher, he stopped to track Goblin first. Goblin entered the Taglian river delta where the Nyueng Bao lived. In a village, he saw Sarie, but believed it impossible as he knew her to be dead. Eventually, pushing past the emotions clouding his mind, he tracked Soulcatcher to a hideout in Taglios, which led the Black Company to recover them. Though they held the secrets to their past, or so they believed, these first tomes would not be translated until years later.

Earthquake & the Last Offensive

Four days before the winter solstice, there was a terrible earthquake, ripping through the lands, crumbling Dejagore, and laying waste to the lands farther south. Mountain spilled rubble into valleys destroying everything in their path. Overlook suffered. Shadowcatch lay in ruin. It was a perfect time for an attack against the last Shadowmaster.

Though it was an ideal opportunity, such an offensive would mean a winter campaign, the least favorable time to wage war. Furthermore, Croaker correctly suspected that the Radisha Drah would betray them when they left. Then there was the issue of Soulcatcher; her designs and motives were yet unknown. There were other concerns as well. Longshadow was mad and unpredictable. Furthermore, a sudden mobilization would require them to bring Smoke along for his invaluable assistance in reconnaissance. Moreover, Croaker was never quite certain about the Nyueng Bao's role, for over the last few years more and more of them attached themselves to members of the Company. Still, Khatovar lay beyond the Longshadow's fortress Overlook, and no time would be better to strike.

Having sent Goblin ahead on the Shaded Path to get behind the enemy forces in preparation for the inevitable invasion in the south, Croaker, in haste, gathered Taglios' armies for a final offensive against the Shadowlands and their mad master Longshadow. The Black Company and the Taglian legions, some led by the Prince himself, crossed the endless battlefields and graves left after four years of nearly constant skirmishing, to climb to slopes of the Dandha Presh. There, they camped at Lake Tanji, a clear mountain lake. On the far shore lay the path to the Plain of Charandaprash and the beyond the Fortress at Overlook.

Longshadow, however, wisely feared the Black Company's approach, and sensing the imminence of his defeat, escalated the conflict, ordering the Howler to attack the Taglian encampment using shadows as his forces. On the first night on the shores of Lake Tanji, shadows poured out of the night, like waves of inky darkness, bent on draining the life of the combined armies of Taglios. The Black Company, as always, anticipated this attack, and repelled the shadows with liberal blasts from Lady's fireball projectors and by remaining within the light of the special shadow-repellant candles.

After the first engagement, the Taglian host pushed into the mountains until they came onto the plain. Arrayed before them was Longshadow, Mogaba, Narayan Singh, Lady's daughter, and the gathered host of the Shadowmaster's armies. Croaker arranged his divisions, placing the Prince in the center to absorb the worst of the fighting—Croaker held no illusions

about the Prince's loyalty, and fully expected him to betray them when they defeated Longshadow. Through it all, Longshadow watched from atop his wooden observation deck, preventing Mogaba from countering the Black Companies attack. Croaker ordered his specially trained divisions to march the camp followers forward into the teeth of the Shadowlander army. Though butchered by Mogaba's men, some of the rabble managed to penetrate the first lines, and while casualties were thick, Croaker's real forces remained fresh. Blade marched forward and revealed his true colors, uncovering the ruse in which Blade used Longshadow's armies to wipe out the religious fanatics that had proved so troublesome during Croaker's first liberation of the southern lands. Blade was no traitor; it was all planned from the beginning. The Black Company shattered the enemy, and in the end, they would have destroyed Longshadow there had it not been for Soulcatcher's interference. To cover Longshadow and his minion's escape, she conjured an image of Kina to confuse the Taglian armies.

Mogaba, though, refused to surrender. He stayed on the battlefield to fight as long as he could, until it was hopeless. He withdrew into the mountains to wage a guerilla war against the invaders. What Mogaba was not prepared for was Goblin. The wizard successfully flanked Mogaba's retreating armies. Worse for Longshadow, Goblin achieved a temporary peace with Lisa Bowalk, the forvalaka, who was quite skilled at killing men.

Croaker, Murgen, and others scouted the land beyond the Plain of Charandaprash, while the rest of the forces moved forward. The officers found Kiaulune in ruins and Overlook damaged thanks to the recent earthquake. Croaker established a base from which they could monitor and contain Longshadow's movements, while establishing a camp for the winter. The rest of the army joined the advance units, but every step of the way, Mogaba and his scouts were there to winnow their numbers.

Murgen's depression and fatalistic outlook worsened the farther south they traveled until One-Eye finally revealed that Sarie still lived. One-Eye revealed that the Nyueng Bao deceived Murgen to hide the shame of a marriage to an obvious outsider. The standard-bearer suppressed the urge to rush out and confront Thai Dei, Uncle Doj, and Mother Gota, for to do so would reveal Smoke's existence. Murgen found, while riding the ghost,

he could communicate if his emotions were strong, and after a few bad starts, he finally bridged the distance between himself and his estranged wife, learning, Sarie was in fact pregnant. Helpless, Murgen sent Sleepy, a young soldier from Dejagore who was desperate to become the standard-bearer, back to Taglios to carry a message to a smuggler named Bahn Do Trang to carry the message to his wife.

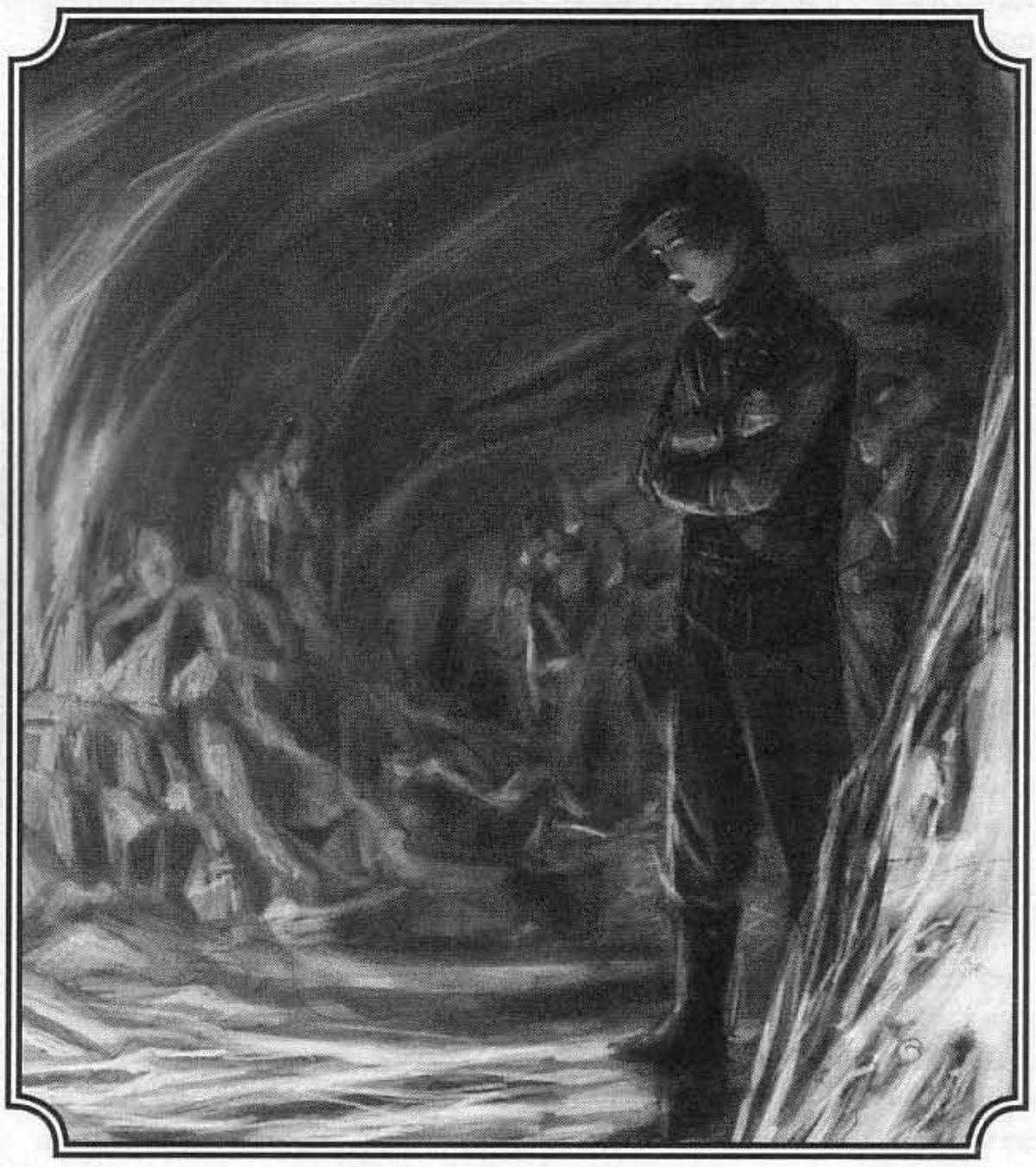
Impatient, Lady sent troops against Overlook's workers, letting her soldiers climb the scaffolding under the covering fire of their artillery. The Prince's men infiltrated the ruins around the fortress, but Mogaba's forces were already there waiting for them. The heated combat ended abruptly when Longshadow emerged from within and swept the soldiers off the walls.

The Black Company was forced to withdraw and wait out the siege through terrible winter blizzards. The winter was without activity on both sides. The Daughter of Night started work on transcribing the Books of the Dead, sacred texts to the Children of Kina necessary for the rites to begin the Year of Skulls. Murgen used Smoke to map the interior of Overlook. Croaker, when not leaving the encampment to meet with Soulcatcher, arranged his forces to put the Old Division, those men who had been with the Company longest, nearest to the Shadowgate, so they could quickly head south if things turned sour.

When the snow melted, the Prince's division fought in the ruins of Kiaulune and in the hills north of the city against Mogaba's persistent harassment. Lady's division held the ground between the city and Overlook, while one of the Captain's divisions occupied the road to the Shadowgate. All other units remained in reserve.

Betrayals

Soulcatcher formed an alliance with the Howler, and sent her crows into Overlook to spy. The Howler, perhaps acting on Soulcatcher's order or in a rare flash of wisdom, swapped a blank book for the first completed volume of the Books of the Dead, forcing the Daughter of the Night to begin again. Through it all, Soulcatcher met with Croaker, each working to learn what the other knew. Soulcatcher was not content; she negotiated with the Radisha Drah as well. The Prince's sister, sensing the war neared a conclusion, sent her minions through the capital to arrest those loyal to the Company still in Taglios. She sent Cordy Mather south with a force, whil the Prince in Kiaulune, prepared for his attack against the Company.



The intrigues bore fruit in the final days of fighting at Overlook. The Lady used sappers to dig beneath the fortress walls to bring more troops inside, relieving those few trapped. When the tunnels were finished, Nar warriors, loyal to the Company, penetrated the Fortress at Overlook and butchered the Shadowlanders inside, succeeding even in destroying the Howler's carpets. Room after room fell to the Company soldiers, forcing Longshadow to make a desperate defense to repulse the enemy. The Shadowmaster hoped to destroy them all by throwing open the shadowgate and releasing the shadows on the Plain of Glittering Stone into the world to kill everyone and everything. Just as he touched the glob to grant him control over the twisted spirits, Soulcatcher arrived, stopping the spell and throwing the room into chaos.

As the contest for control for Overlook raged, a stream of shadows spilled out of the shadowgate breaking past the wards and bearing down on the Black Company soldiers who fired volley after volley of fireballs on the otherworldly enemy. Even still, the shadows claimed the lives of hundreds sweeping through the camps and ruins in search of warm souls to destroy. At the height of the danger, the Prahbrindrah Drah and his men turned against the Company, but faced with the swarms of shadows, turned north and fled the site of their destruction.

Back inside the Fortress of Overlook, Lady personally led her fellow soldiers, penetrating through the inner vaults and climbing the tower to Longshadow's lair. When she reached the top, Soulcatcher, the Howler, and the Daughter of Night struggled to escape on one of the last flying carpets. However, the carpet could not handle the weight, so Soulcatcher kicked the Howler off the carpet, sending him to the ground far below. Lady nearly captured her, but another earthquake shook the land, creating landslides, toppling trees, and collapsing every bridge, and nearly every structure. Towers slid down into the fortress, and walls crumbled, so that when the aftershocks rolled through the land, both sides were in ruins.

The Black Company managed to defeat their enemies, but at a great cost to themselves. Between the swarms of shadows and the ravaging earthquakes, far too many of the old crew perished. The Black Company lost much of its equipment, animals, and supplies. Yet despite the terrific loss, the Company captured Narayan Singh, Longshadow, Howler, Cordy Mather, Willow Swan, and all the others who had betrayed them, including the Prince. Soulcatcher and the Daughter of Night, though, remained at large, and Croaker knew the Radisha would send her remaining armies against them. Khatovar lay ahead, and nothing remained for them in Taglios.

The Company seized control over Kiaulune, even going so far as to trade with the natives. Croaker decided they would abandon this world and press on to find what had become his life's work, finding Khatovar. While the Company prepared for its expedition onto the Plain of Glittering Stone, a Company man found Sleepy, unconscious and unresponsive. That night, the munitions plant, where the alchemists and hedge wizards crafte the fireball projectors, exploded, nearly killing Uncle Doj. Croaker realized Sleepy was in fact Soulcatcher. Having the troublesome Taken in their grasp, they captured her.

With most of their enemies in hand, Croaker led fifty soldiers, nearly all of the Old Division and their Nyueng Bao bodyguards onto the Plain of Glittering Stone. They left the Goblin and One-Eye behind, the former because he was missing and the latter because he had left with Mother Gota. So the oldest and the best members of the Black Company, along with their prisoners, the Howler, Soulcatcher, Lisa Bowalk (whom Goblin captured), Willow Swan, and the rest entered the Plain.

Murgen bore the standard, and as a group, they walked towards a crumbling fortress at the Plain's center. When they had camped, Murgen spiritwalked and the next morning, he could not wake up. In the Spiritworld, he traveled back to the encampment finding One-

Eye's warning that the Black Company was walking into a trap. When Murgen finally awoke, he and his bodyguard, Thai Dei, raced to the Fortress with No Name to warn the Company. They arrived to late, for he discovered Narayan Singh had escaped; how, no one knew.

Deeper inside the massive fortress went the finest of the Black Company, walking into Soulcatcher's trap. An earthquake shook the fortress, releasing a cascade of glass balls filled with poison that shattered on the stone floor, knocking most of the Company into a deep sleep. Soulcatcher and Willow (who had helped Soulcatcher escape compelled by both magic and his lust) buried the Company in the Cave of the Ancients, and left the Plain, leaving Soulcatcher's enemies in a place beyond reach for all time.

Or so she thought.

Water Sleeps

It took Mogaba five years to conquer the remnants of the Company, squandering thousands to bring Kiaulune's domains under the Radisha Drah's rule and into the realm of the Protector's control. The people claiming to be the last of the Black Company held out in the fortress of Overlook for years, until the Protector became so impatient, she invested her sorceries in a two-year project to reduce the fortress to white powder, white rubble, and white bones. All was hidden beneath the lies of the Protector, and the Taglian Empire became an empire of fear. Soulcatcher was the most powerful sorcerer alive. But a hero sabotaged the Shadowgate, preventing Soulcatcher from releasing the shadows. She could open the gate, but not close it.

Those soldiers who survived the Kiaulune wars hid in Taglios, and launched a campaign of terror against the Radisha Drah and the Protector, promising revenge for their treachery. While members of the Company painted graffiti on wall and used terrorist tactics to undermine the government, other soldiers, like Sleepy listened for rumors, insinuating herself into the local populace. And of the Captured, as the Croaker and the rest of the Old Crew were called, only Murgen's spirit could contact the dregs and survivors of the Black Company.

The Protector's reign was fraught with civil unrest, with rootless veterans roaming the streets, insidious attacks by the Black Company, and resistance by various members of the religious community. Prayer wheels mounted on posts bore the twelve copies of the sutra, attached to each of the wheel's arms, stating *Rajadharma*—The Duty of Kings, which read *Know you: Kingship is a trust. The King is the most exalted and conscientious servant of the people.* Bhodi monks gathered in a central square in view of the palace and immolated themselves in protest of the Radisha Drah's misrule. Deceivers were on the rise, recovering from the near extinction during the Company's last offensive. In all, Taglios was in worse shape than ever before.

Ky Sahra led the Black Company during these bleak years, aided by Sleepy, the one-time candidate to be the standard-bearer and serving as the current annalist. They assumed personas to integrate into Taglian society, using their disguises to eavesdrop on the political happenings in the palace, or in the case of Sleepy, to gain access to the Library where she could to do research on the history of the land, and find the first three Annals of the Black Company.

The Black Company escalated their efforts, kidnapping key officials in the Taglian government, starting with Willow Swan, and then continuing with major advisors until they kidnapped the Radisha Drah herself. They also discovered the Daughter of Night had begun work again on the Books of the Dead. With the Black Company's enemies rounded up, and armed with the first three Annals, a master librarian and a copyist, the Black Company evacuated after Sleepy discovered the existence of another Key with which they could open the shadowgate. Until then, they could not enter the Plain of Glittering Stone, because the *lance of passion*, the believed only Key, lay with the Captured.

The Company split into two groups. The first, led by Ky Sahra, established a base near the Shadowgate, while Sleepy led the second to make good on the bargain made with Narayan Singh. He would trade Soulcatcher's Key for the first volume of the Books of the Dead. When the two groups reunited, they crushed the Taglian forces holding the city, but despite their efforts to maintain secrecy, a shadow escaped them to find and alert Soulcatcher.

The Rescue

The Company moved quickly, using the garrison commander of New Town, Suvrin, to assist them in their preparations to retrieve the Captured. Before leaving, Narayan Singh rescued the Daughter of Night when Soulcatcher arrived. Faced with destruction at the hands of the Protector and failing to recover the Capture, Sleepy and their remnants entered the Plain of Glittering Stone abandoning the Daughter of Night to whatever fate Soulcatcher had in mind.

They crossed the Plain and entered the Fortress of No Name. Inside, they righted Shivetya, the demon-golem guarding Kina's tomb, and then found and released several of the Captured. They located the original Books of the Dead, but realized they could not get past the wards without the key, which Tobo held. Looking for the erstwhile apprentice wizard, Tobo had vanished, lured by Kina to descend the stairs to her lair.

Sleepy and Goblin hurried after, but when they found him in Kina's tomb, the boy was entranced. Retrieved the Key from the young wizard, but before Sleepy could draw the boy away from the illusion hypnotizing him, Suvrin and Master Santaraksita, the master librarian, stumbled into the light. A bit of mist rose from and hovered over the sleeping woman's mouth. For an instant, it seemed vaguely man-shaped; Goblin recognized it and screamed for his companions to run. Sleepy gave Goblin the lance, and the old wizard gave himself to fight the goddess to buy time for the others to escape.

After the debacle with Kina, Sleepy promptly burned the original copies of the Books of the Dead, and the Black Company made a bargain with Shivetya. The demon-golem promised to aid the Black Company in exchange for freeing him and slaying the dark goddess beneath the plain. The Black Company agreed and traveled to the Land of Unknown Shadows in the hopes of finding a way to repair the Shadowgate to their own world before the shadows could break free.

The Land of Unknown Shadows

For four years after the Company freed the Captured, the Black Company resided in the nation of Hsien in the Land of Unknown Shadows. Allying themselves with the local warlords, the Company retained mastery over itself, for the warlords feared one would gain advantage by employing the Black Company. One-Eye believed Goblin still lived, and his friend would return, proving the undoing of the Black Company.

The situation in Hsien was strange. On the one hand, the Black Company swelled with recruits as many warriors thought to gain treasure, glory, and honor in their service. The File of Nine, the governing body of the empire, was amenable to the Black Company's wishes, as they desperately wanted Longshadow to pay for his crimes during his rise to power. As the mad wizard still lay inside the Caves of the Ancients, the Black Company was the only way for the Hsien to get their revenge. The Black Company, on the other hand, wanted the knowledge to repair the Shadowgates. Until they received this knowledge, they would not turn over Longshadow, for his True Name was bound in the magic keeping the Shadowgate sealed. If the File of Nine gained and killed the Shadowmaster, they would inadvertently doom the Black Company's home world.

Soulcatcher, back in Taglios, captured and lost the Daughter of Night and Narayan Singh. She regularly hunted them, sending soldiers to disrupt their ceremonies, and she pursued them all over the Shadowlands, for even the Taken, despite her chaotic and capricious nature, recognized the danger posed by the Year of Skulls. Despite her efforts to the contrary, the Deceiver

Cult rebounded, making converts by the hundreds. Soulcatcher tormented the Taglian territories in a mad and fruitless search to root out her enemies.

Soulcatcher was not the only old enemy who would not die. Lisa Bowalk, still determined to get revenge after all these years, entered the Land of Unknown Shadows with the intent to kill One-Eye. She slipped past the Black Company defenses, attacking and killing One-Eye, though Croaker did manage to injure her. They learned the forvalaka came from the world where Khatovar lay. Vowing revenge, Croaker promised to hunt her down and kill her.

Following the attack, Sleepy orchestrated a ruse to get the information for the shadowgates. Not really expecting it would work, Sleepy created a diversion in Khang Phi to allow Tobo to steal the required information, while Sleepy postured and intimidated the warlords, revealing the extend of her power and information. The plan worked, and the envoys retreated back to the Abode of Ravens, their home in this world. Tobo learned how to repair the shadowgate in just ten days. The File of Nine issued a bull declaring the Company enemy of the Children of the Dead, encouraging warlords to gather their forces and march against them, though no battles ever resulted for the File declared a truce before any blood was spilled.

Croaker, Lady, and the rest of the Old Crew went to the Voroshk world, where they laid a trap for the forvalaka. Goblin, as predicted by One-Eye, had indeed survived imprisonment with Kina, but only fractured pieces of his soul remained, his body and mind under the domination of the goddess. On Ky Sahra's recommendation, Sleepy sent him to Croaker after he was recovered from Kina's tomb. Meanwhile, Croaker managed to defeat the wizards sent by the Voroshk and killed Lisa Bowalk as he had vowed, finally ending her reign of fear, and rewarding Company with the vengeance they long desired.

From their foray, they captured a Voroshk wizard, who, it turns out was an extremely attractive teenaged girl named Shukrat. Croaker and company left Khatovar, but soon after, while on the other side, a group of older Voroshk wizards destroyed their own gate, tearing a hole in the magical ward and allowing the shadows of the Plain to invade. Shortly after the doom of the Voroshk world began, six more Voroshk wizards came, claiming they wanted to come with the Black Company. Croaker drove a few off, but four remained. More prisoner than partners, these young wizards soon regretted their alliance, and from then on, they plotted their escape.

Invasion

Sleepy boiled out of the Shadowgate as the legends told of her predecessors, leading 12,000 men into the world to destroy Soulcatcher, Mogaba, and stop the Year of Skulls. The returned Black Company had become the cold killers of the olden days. In this campaign, they enjoyed several early victories, seizing territory as they marched northward, even succeeding in capturing, yet again, the Daughter of Night and Narayan Singh, though such a prize would prove, as ever, too hard to hold, for they lost the Daughter of Night to Soulcatcher before they could bring the girl back.

The Black Company's return sent ripples of fear throughout the south. Soulcatcher scoured the lands, building an army from the tired and broken people who had survived generations of warfare. An older and wiser Mogaba, ruling Taglios in Soulcatcher's absence, distrusted the Protector, believing she never had Taglios' interests in mind, and that some other plot drove her to use Taglios as a tool. Fearing what would happen to Taglios and the people of the city should Soulcatcher return or the Black Company arrive, the Great General conspired with Aridatha Singh—Narayan Singh's youngest son, and Ghopal—a sergeant turned commander of Taglios' police known as the Greys.

Back on the Plain of Glittering Stone, Croaker and the rest of the old crew, having cleansed the worlds of the Bowalk menace, and accompanied by alien wizards and their equipment, returned to their home world. Always more concerned with the threat posed by Kina, Croaker decided to combine his efforts with Soulcatcher's, in the hopes that she would gain the Daughter of Night for them. They crossed the distance quickly, but before they could settle in, Sleepy sent them back to the shadowgate to seal it shut in case Longshadow perished.

While Croaker, Lady, Tobo, and others headed back to the shadowgate, the Black Company fought a series of engagements until they were too stretched to continue their invasion. With Narayan Singh in their possession, they withdrew to Fort Nijha to resupply and allow their rear guard to catch up, all to ready themselves for the final offensive. That night, Goblin's true colors were revealed. Possessed by the power of Kina, he rewarded Narayan Singh's long service by strangling the Deceiver. Taking the name Khadidas, which means slave of Kina, Goblin fled into the night to track down the Daughter of Night and snatch her from Soulcatcher's grasp.

While at Fort Nijha, Aridatha approached the Black Company and offered an alliance. Aridatha would help the Black Company take Dejagore, if they would help destroy Soulcatcher. At the same time as this deal was cemented, the Company, represented by Tobo, Lady, and Croaker, forged a temporary alliance with Soulcatcher to capture the Daughter of Night at any cost. In short, they became allies with Soulcatcher against the Deceivers, allies with the Great General against Soulcatcher, and allies with the demigod Shivetya as long as they promise to kill him.

Sleepy also had Tobo awaken the Howler from his stasis, so they could recruit him for their side. The Howler remained, though he likely would have double-crossed them at his first convenience, if he hadn't learned that Shivetya could remove the curse that made him to shriek uncontrollably. The Howler lent his great skills at craftsmanship to the Black Company, creating a new set of flying carpets. Coupled with the Voroshk flying posts, the Black Company was able to take Dejagore with ease.

With Shadowlands firmly under Black Company control, they pressed their attack, fighting Soulcatcher in earnest, but the Protector struck back, using explosive traps that killed hundreds of soldiers. In response, Tobo and Howler took to the air, and blanketed the woods with fireballs. The Black Company routed the Taglian armies, believing they had recaptured the Daughter of Night, but in fact, Croaker and Lady's daughter disguised Soulcatcher to appear as herself, while she, in the guise of Soulcatcher, and Khadidas escaped. Soulcatcher was comatose, a condition brought on by Kina, and so the Daughter of Night became the Protector, warded by a powerful enchantment that made others love her.

The Black Company pressed their attack against the Daughter of Night, dropping fireballs onto her forces. However, she reacted by throwing urine-colored beams of light at Howler and Tobo's carpet, knocking them from the sky, but became dazed herself by the attacks. The Taglians, enchanted by her aura of love, defended her withdrawal.

Shukrat, Croaker, Murgen, Thai Dei, and Uncle Doj went to rescue the two wizards. They found the wizards easily, and struggled against the love field as Booboo (the Company nickname for the Daughter of Night) regained her senses. However, when Howler awoke, he accidentally let loose a terrific shriek, drawing the Protector's forces to them. Murgen and gang held off the Taglians while Croaker got Tobo out. Goblin showed up and destroyed the defenders, until Croaker lashed out with One-Eye's Spear, forcing Goblin to flee.

They escaped when more of their soldiers covered their retreat, but Uncle Doj and Thai Dei both succumbed to their injuries, dying to save the young wizard, whom One-Eye and Goblin believed to be the future of the Company. Sleepy's forces, badly injured, fell back to Ghoja, while Goblin and Booboo fled, and gradually losing their followers as they fell behind. They crossed the bridge at Ghoja, and escaped into the Grove of Doom, where they would be safe to perform the rite of resurrection and bring on the Year of Skulls. Though Sleepy destroyed the original copies of the Books, Khadidas knew every word contained in them.

Tobo revealed the Daughter of Night would begin transcription yet again, and so the Black Company moved north again, buttressed by the Prince of Taglios who sided with the Black Company in the years since their rescue from the Caves of the Ancients.

Croaker suggested they take Soulcatcher, who was dying in her comatose state, to Shivetya, where they could trap her in the Caves of the Ancients, preserving her in a stasis until she could be healed. So again, Croaker and Lady left leading an entourage of wizards to enter onto the Plain of Glittering Stone to inter Soulcatcher and perhaps convince the Voroshk wizards on the Plain to join forces with them.

This expedition proved the Company's undoing, for Mogaba, seeing the Company lacked all their magical support decided the time was right for an attack. Mogaba's forces regularly increased their probes, replaced the cavalry with the infantry of Mogaba's Second Territorial Division, which was as large as the whole of Sleepy's army, and hammered at the heart of Sleepy's army. Meanwhile their cavalry edged around the ends of the friendly lines. Mogaba believed that if he captured the camp, he could seize their treasure from the Glittering Plain, thereby ending the offensive. Aridatha entered the Grove of Doom, but instead of taking the Black Company camp, he found the Daughter of Night and Khadidas.

Sleepy and Mogaba probed and feinted. Mogaba grew concerned. He decided he would drive straight forward, while Singh would advance along the previous route with the previous mission, leaving a young officer to circle and overrun their camp. The next day, the two armies met. The battle lasted for a day. Aridatha would have succeeded but his men were green, and both sides suffered tremendous casualties. Victory was uncertain and the horror was great, taking the lives of nearly all of the oldest members of the Black Company.

Mogaba sent a man to negotiate an armistice so both sides could collect their dead, and then moved the Daughter of Night and Khadidas into the Palace. When Mogaba decided to kill Khadidas, the possessed wizard and the Daughter of Night escaped and hid in an abandoned part of the palace, where they worked to transcribe the Books of the Dead.

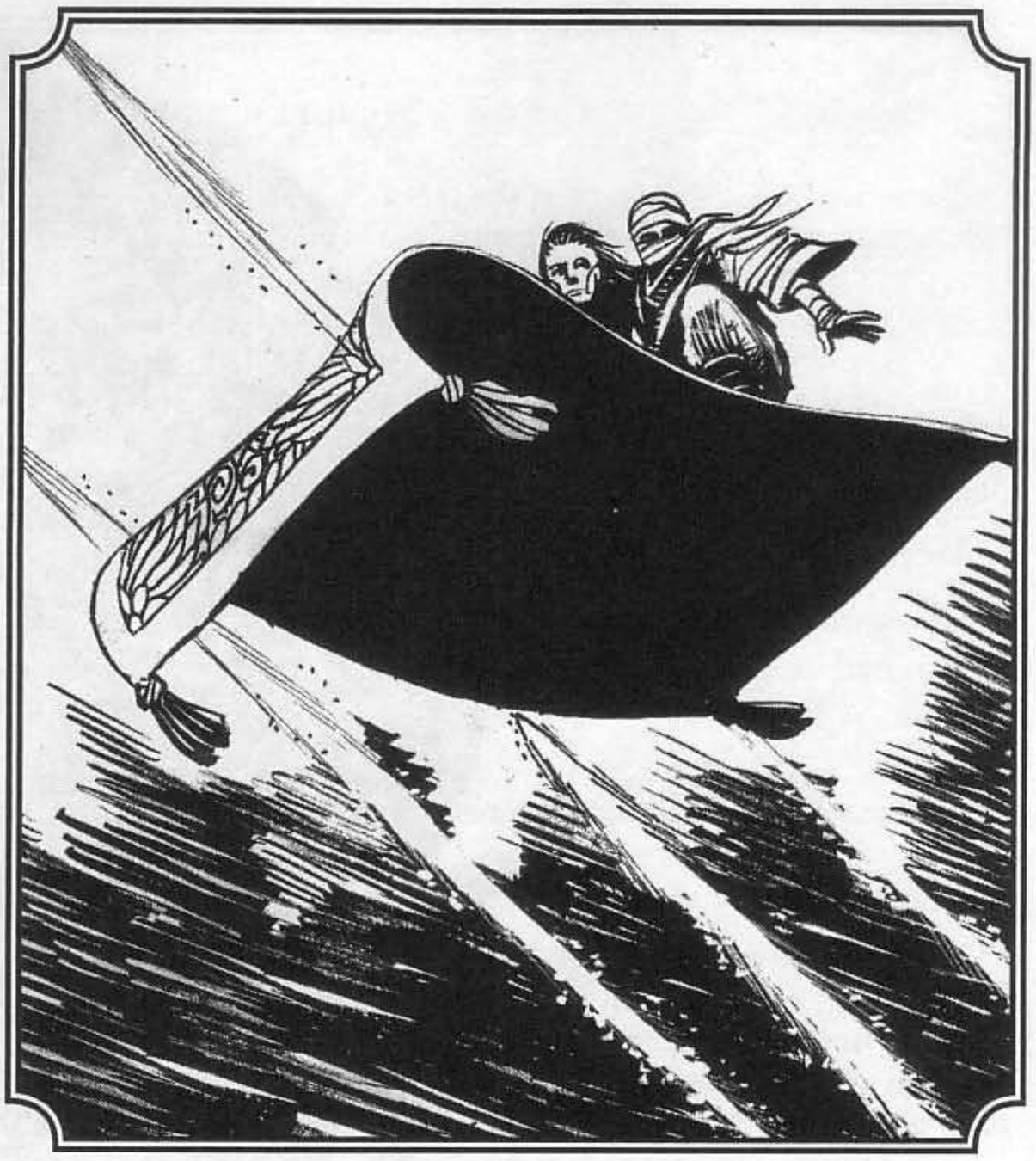
When Croaker and his allies returned from the Plain of Glittering Stone, they decided to destroy Mogaba. The two elder Voroshk, a number of commando trained Hsien, Murgen, Lady, Tobo, Croaker, Arkana, Shukrat and Howler went after him. It was a trap, and Mogaba released some shadows killing many of his would-be assassins, and leaving only a few of the attackers, notably Lady, Tobo, Arkana, and Shukrat to escape. This attack killed many of the Company's allies and members, including Murgen and Howler.

Forced to act against Mogaba to stop the Year of the Skulls, the Black Company attacked Taglios, fighting every step of the way. Mogaba raised kites to interfere with flying wizards, but Tobo had no heart left in it (both Ky Sahra and Murgen were dead by now and he blamed himself). In an attempt to rouse Tobo's anger, Shukrat reminded him that Mogaba killed Tobo's parents, which fueled the hatred inside the young wizard, setting him on the road to the corruption Croaker had feared all along; he became Thi Kim, the death walker, he whom Taglios believed would come and destroy the Protector.

The Black Company pressed the attack against the city. Sleepy wanted control over the South Gate, so they pushed into the barbican complex. She then sent everybody but Tobo to intensify the attack on the upriver waterfront defenses. They broke through the two gatehouses, and Sleepy signaled an advance. The interior was a maze with six turns. Falling blocks sealed off forward movement and retreat, and then a storm of poisoned darts hailed the interior. Finally, burning oil sprayed out killing all inside. Sleepy was in the center. The trap divided the force, leaving half in the city and half out, and with their leader dead.

In the thick of the battle, the Company appealed to Aridatha, who would have called off the battle had it not been for Mogaba. The Great General, taking advice from Soulcatcher (who manifested in the form of an albino crow) finally stopped listening to her and her attempts to manipulate him. He abandoned the city, hoping to save it, but Tobo's minions ambushed him on the river, killing him and everyone else on the boat.

With Mogaba dead, Aridatha called off the war, and both sides achieved a peace. Finding Goblin and the Daughter of Night in a collapsed part of the Palace, they extracted them, but in the process, the Prahbrindrah Drah was accidentally killed, leaving the city to Aridatha and the Radisha Drah



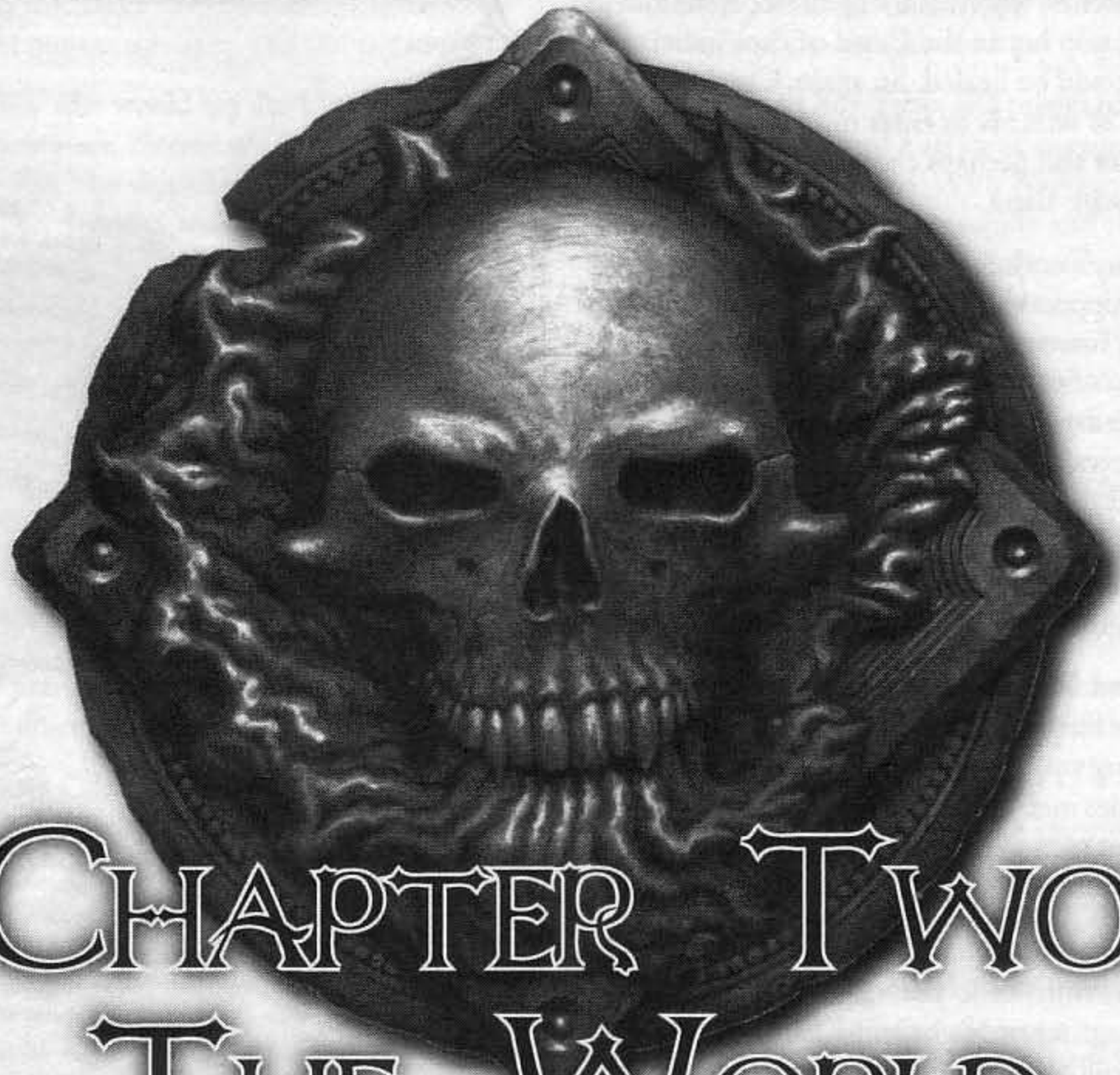
to rule. Tobo, consumed by his thirst for vengeance used the Unknown Shadows kill off the Taglian officials whom he blamed for the death of his parents. Plagued with dreams of his ancestors, he stopped sleeping, and slipped steadily into madness and corruption until he tried to kill Aridatha. The commander was ready for him and caved in Tobo's skull.

Croaker made Goblin hold One-Eye's spear and wear his hat. Between these two devices, Kina's hold was somewhat severed. Goblin and Croaker left to kill Kina. While they were away, Lady tried to awaken Daughter of Night, and when she did, the Love-me spell started again. Lady resolved herself to killing her daughter, plunging the dagger towards her daughter's heart.

In the Fortress with No Name, Croaker and Goblin descended the stairs, drawing closer to the sleeping goddess. When they reached the bottom, Goblin attacked with One-Eye's spear, while Croaker covered himself in the Voroshk robes and detonated the flying post, finally destroying Kina.

However, with Kina's death, so too died Lady's powers. Furthermore, her attempt on her daughter's life sank her into a terrible depression. Croaker tried to bring her out of it, but it seemed impossible. Still, with the war ended, and the Daughter of Night contained, they believed the battle ended. But when Lady approached her daughter in an act of reconciliation, the Daughter of Night produced a hidden rumel and crushed Lady's windpipe, nearly killing her. Croaker had to stab his daughter to death to get his wife free. Desperate to save Lady, Croaker knew the only way he could save her was through magic. He negotiated with Aridatha to recover Tobo, but discovered the young wizard was nearly dead from the head wound, needing brain surgery to remove the bits of bone lodged inside. Before he could save her, Croaker's daughter died.

Croaker and his adopted daughter Arkana took Booboo to the Cave of Ice, where he could preserve her always. There, however, Arkana left Croaker and fled back to the Voroshk world, were she unwillingly became a breeding mare for the Voroshk to repair their civilization, until Croaker and Shukrat came to her rescue. When they returned, Croaker finally gave up being the Annalist and left the task to the two girls. He traded his life for Shivetya's and sat in the throne as guardian of the Glittering Plain. With his sacrifice, he restored Lady's powers. And of the Black Company, Suvrin, the last captain, led them back across the Plain of Glittering Stone to the Land of Unknown Shadows to make a new home in the Abode of Ravens.



Chapter Two: The World

The world of The Black Company Campaign Setting is enormous. The Black Company traveled over 3,000 miles on the northern continent without even touching the ocean. Likewise, across the Sea of Torments, Croaker and his companions covered the thousands of miles on their journey from Beryl to Taglios. Such a broad world could hardly be contained within this volume or even within the ten novels of the Black Company. The intention of this chapter is to provide you, the Gamemaster, with the essential tools with which you may run a Black Company Campaign. Cleaving as closely to the books as possible, all the information presented in the chapter originates from the novels, collected in one location for ease of reference and usability. Make this world your own; let the information provided here serve as the foundation for your games, and add details as needed to match your own vision.

Following the model of the novels, this chapter divides the world into four sections: the North, the South, the Shadowlands, and Worlds Beyond. The North serves as the backdrop for the events of the first four books in the Black Company series, the South encompasses primarily the fourth and fifth book, while the Shadowlands refers to the events of the last books in the series, although there is plenty of overlap between the South and the Shadowlands sections. This chapter concludes with a brief survey of the fourth region, Worlds Beyond, in which we explore the Plain of Glittering Stone, the Land of the Voroshk, and the Land of Unknown Shadows.

The North

The Lady's Empire, at its height spanned from as far as the western coast to the east, containing at least two large deserts, many chains of mountains, and thousands of miles of territory. The continent connects to the arctic circle, at the west coast, and presumably, at other points throughout the north, though the novels make no mention of any other northern shores. To the south lies the Sea of Torments, which opens into the western ocean as it passes the province of Vye in the northern continent, and the Jewel City Beryl on the northern shores of the southern continent. To the east, the Sea of Torments narrows at the Straits of Angine, where water drains from the Kiril lakes into the sea. Beyond these straits, the Sea of Torments travels into unknown waters of the mysterious and uncharted regions beyond. The novels suggest civilization thins the further east one travels, with fewer and fewer settlements. Much of the land consists of enormous mountain chains, deep rivers, and stretches of bleak desert.

The Empire

The Empire is the largest nation on the northern continent, comprising dozens of kingdoms and provinces throughout its varied landscape. It was united under one rule twice in the continent's long history. The Dominator ruled it for nearly a century before the first White Rose toppled the Domination, and it was united again under the rule of the Lady and the Ten Who Were Taken up until Raven stripped her of her powers. During the period between dynasties, the Empire collapsed into smaller feudal states, complete with a privileged class and serf labor. During the Lady's rule, she outlawed serfdom, and while no one was exactly free, they were not required to give over the fruits of their labor to the lords owning their lands. Justice, efficiency, and stability were the hallmarks of the Lady's rule, unlike the darkness, pageantry, and oppression of the Dominator's reign.

The Domination

Nearly all record of this time was erased by the White Rose and her servants after the Dominator's imprisonment. The Ten Who Were Taken ruled with absolute power, checked only by the Dominator's excesses. The White Rose, as champion of the light, rose from the misery of this empire, and defeated the Dominator, the Lady, and the Ten, imprisoning them below the Barrowland. In the following years, the servants of the White Rose eradicated all traces of the Domination, from coinage to entire cities.

Glittering Stone: Geography

The Black Company novels never included a map of the world. Readers know approximate distances and rough geographical locations of place, but the exact position of Beryl on the southern continent, or the Kiril Lakes, or the Canyon of the Undead, or any of the other places mentioned, are all left to our imagination to decide. One thing is certain, all sixteen worlds touching the Plain of Glittering Stone have identical geography, whether the world is the Land of Unknown Shadows or the Land of the Voroshk. This is of an enormous benefit for a Glittering Stone Campaign Option. It allows you to move cities and mountains and regions to match a d20 campaign setting in which your campaign already takes place. Imagine, for example, the Black Company crossing the Plain to enter the classical world to fight in the Trojan War. The shadowgate would lie somewhere in South Africa. The Jewel cities would then lie on the coast of the Mediterranean, while Sinjain Mountains could be somewhere near Asia Minor. Obviously Khatch would be in Egypt, and maybe even Forsberg exists somewhere near modern Germany. And so the Black Company, driven by Kina to explore other worlds, crosses the Plain of Glittering Stone to emerge in a world filled with Greek gods using mortals as their pawns to act out their divine drama.

With as loose of a world structure that *The Black Company Campaign Setting* has, you can modify the maps to suit any fantasy game setting, from the default setting of your favorite roleplaying game, from Green Ronin's *Testament* and *Trojan War* to maybe even the Medieval Europe described in the *Medieval Player's Manual*. Whatever you decide the possibilities for exploring other worlds are endless.

Hence, little remains of this era, except in the minds of Lady and the surviving Ten Who Were Taken.

The Feudal Kingdoms

After the Dominator's fall, the land fractured into smaller states, each ruled by hereditary kings and princes. For commoners, this era was especially difficult, for the fields were owned by a single lord who held the land and people feudally, as chattel. Each community had to fulfill obligations to him before they could feed themselves or even work the land.

In the following centuries, the people of the north forgot the horrors of the Domination and marginalized the heroic sacrifice of the White Rose and her followers. Their ambivalence was made worse by the corrupt and petty kings who treated their serfs little better than slaves. In time, the intelligentsia and commoner alike romanticized the Domination, believing power lay within their grasp if only the dark lords of the past could rise once more. What began as a small sect of loyal followers, who called themselves the Resurrectionists, became a vast conspiracy to unearth the buried wizards and install them as sovereigns once more.

The Lady's Empire

When Bomanz freed the Lady and the Ten Who Were Taken, the Lady's first step was to destroy the Resurrectionist movement, root and branch. She and her allies restored their hold on the lands once under the control of the Domination. Within a single generation, she conquered nearly all of the northern continent's heartland, before steadily working to expand her borders south beyond the Sea of Torments. She would not take the land unopposed, for soon after she began work on consolidating the lands, the Circle of Eighteen, descendants of the feudal lords and kings of the previous era, rose to thwart her efforts. Ostensibly championing the cause of freedom, their tactics were nearly as wicked as those of the Taken.

In fact, under the Lady's rule, many felt the Empire was far more just and fair than the Rebels who fought for freedom. In most provinces, the commoners were better off under the empire than they had been under the hereditary kings and princes; being "free" from the empire's tyranny was no issue for anybody except the nobles since commoners were never free to begin with. In many towns, under the Empire's rule, fields and produce were held communally. Each provided enough to feed everyone and provide a few luxuries by selling the surplus. While most understood the Lady had no real concern for commoners or anybody else, by eradicating the existing power structures in conquered lands, she largely improved the lot of the peasants and made them more productive and happier. Although corruption and feuding of the Taken made life dangerous for lesser rulers they controlled, the Taken kept the peace in their territories with ruthless ferocity.

The Bureaucracy

After the Lady lost her powers at the Barrowlands fighting the Dominator, she returned to the Tower of Charm to install the new rulers of her realm before abdicating and accompanying the survivors to the South. She left hand-picked functionaries whose judgment she trusted in charge with things arranged so control of the empire accreted to them gradually. However, word spread quickly once the truth surfaced, and a great deal of scheming and conflict happened at the highest levels and in the provinces until things settled down, while black marketeering, flip talk about the new overlords, and an eroding lack of discipline spread throughout the land, cracking the rigid monolithic might of the Lady's once glorious empire.

Geography

The Lady's Empire, at its height, stretched west to the Ocean, north into the Great Forest, nearly 300 miles south of Beryl, and over 3,000 miles to the east as far as the Kingdom of Tally. Given its enormity, the Empire produced every major commodity needed to sustain itself. All trade was internal, allowing the Empire to remain self-sufficient.

Angine Straits

The Angine Straits form off the northeast coast of the Sea of Torments where fresh water from the Kiril Lakes spills into the sea. Hell's Gate is the name, coined by sailors, for the narrowest part of the straight. Spanning this harrowing and far-too-narrow waterway is the enormous Heaven's Bridge.

Barbara

This region features countless burial mounds from a time lost to the modern world. It is situated in the northern reaches of the southern continent, near the Sea of Torments, east of the Rani Poor, and west of Khun and Katch. It is unclear why they exist, though some theorize they may be associated with human sacrifice to an old and evil god whose name is best forgotten.

The Barrowland

This clearing in the Old Forest (see page 32) is the site of the Dominator's defeat at the hands of the first White Rose, and where he, the Lady, and the Ten Who Were Taken were entombed alive. The site of the graves was once maintained and kept parklike by the Eternal Guard, but as the paintings in their headquarters demonstrate, it gradually fell into ruin, perhaps by the entropic effects of the Dominator's cruel spirit, or by something as innocuous as time. By Bomanz' era, it was overgrown and unkempt, with the vegetation twisted and stunted, clearly victims of the

evil buried in shallow graves. By the Battle of Charm, the nearby town that supported the guardians, the Eternal Guard, who watched and patrolled the site, was nearly in ruins, and the Barrowland itself little more than a ruined sprawl, its original form nearly unrecognizable. Seven years after the Battle of Charm, the countryside had gone to seed, the barrows were heavily overgrown, the limestone facings were in disrepair and hidden behind brush, the moat was a swamp, and weather had eroded the faces of many of the fetishes. The guards had to place stakes with red flags to mark the boundaries to alert outsiders.

The Great Barrow lay on a north-south axis, surrounded by a star of raised earth a fathom high outlined by a broad and deep moat filled with water. Barrows containing five of the Taken lay at the points of the star. A circle rose above the star connecting its inward points, where the barrows containing the other Taken lay. Embedded spells and fetishes surrounded each barrow. Twelve-foot tall menhirs topped with two-faced owl heads stood along the outer circle of fetishes. Limestone walls blocked entry into the place, and additional defenses stood within the inner ring. Throughout the place, rotting and drooping fetish poles sagged.

In the Spiritworld, there were even more protections. Ghosts of men who died defeating the Dominator vigilantly defended the Barrows from spiritwalkers. Monsters of all types haunted the place as well. Up until the final confrontation with the Dominator, after which Goblin and One-Eye locked his essence into a *silver spike*, a great dragon coiled around the Dominator's barrow. The dragon's presence simultaneously existed in the Spiritworld and in the real world.

The town surrounding the Barrowland was rude and dirty with trade relatively scarce thanks to continuously foul weather. The Eternal Guard ate poorly and sugar was a rare luxury. It seemed almost abandoned, and buildings were unpainted and dilapidated. Winters were icy, with twelve feet of snow possible.

In the days leading up to the final confrontation with the Dominator, the dark lord manipulated the weather to shift the path of the Great Tragic River. The heavy rains washed away the Oar road. The Taken flew in supplies by carpet until the military government in Oar sent a regiment to rebuild the road. Much of the road was corduroy, logs trimmed, tarred, and laid side by side, with frameworks supporting canvas coverings where the snow rose too high. The new road swung many miles west of the old because the Great Tragic River was continually shifting its bed due to the heavy rains.

Bigotes River

This broad river drains the southern continent into the Sea of Torments. Running roughly parallel to the Hyclades River, it lies closest of the large rivers to Beryl.

The Empty Hills

These hills, also known as the Hollow Hills, lay on the east-west route between the eastern kingdoms and the central kingdoms north of Charm, between the Plain of Fear and the Windy Country. Most believe this bleak landscape is empty of people, hence the name. However, there are, in fact, indigenous tribes known for their cultivation of the rare and addictive painkiller extracted from the parsifal plant growing there.

Forest of Cloud

South of the Salient and north of Lords grows the Forest of Cloud. Several streams cross through it draining water from the mountain range marking the border of the Salient. Deep inside the forest is a grove of enormous evergreens marking a holy place held by a people who died out before the Domination. The trees tower hundreds of feet high and have trunks as thick as the span of two men's arms. Local tales tell ruins scattered through the forest, though no one seems to know what civilization claimed this place.

The Great Forest

The Great Forest, sometimes called the Old Forest, marks the northern extend of the Lady's Empire. Vast and ancient, it is a virgin wilderness starting at the northern border of the Kingdom of Forsberg. Though nearly trackless and empty, primitive clans of men call this woodland home, occasionally emerging to trade furs to factors in the Barrowland and sometimes Oar. Though amenable to trade, they are just as likely to ambush and attack merchants and travelers traveling to and from the great city. The terrain is lumpy, with hills rising above the forest floor. Under the canopy, rivers and streams crisscross this land, trickling through the ruined vestiges of an ancient and dead people.

In the center of the Great Forest is an altar surrounded by a ring of standing stones that have stood for thousands of years. Beyond the stones is a stand of ancient oaks nearly too thick to pass. It was the greatest holy place of the tribes' shamans, who lived under the psychic influence of the Dominator for centuries.

Great Tragic River

This wide river runs near the Barrowland. Thanks to the Dominator's manipulation of the weather, it grew more swollen and gradually wore away at the banks, flooding in spring and moving its bed toward the Barrowland itself. Small islands now stand within the river, speckled with scrubby brush and small trees.

Hyclades River

The second of the two major rivers draining the southern continent into the Sea of Torment, it runs roughly parallel to the Bigotes River. It lies closest to the salt flats called the Rani Poor.

Plain of Dano-Patha

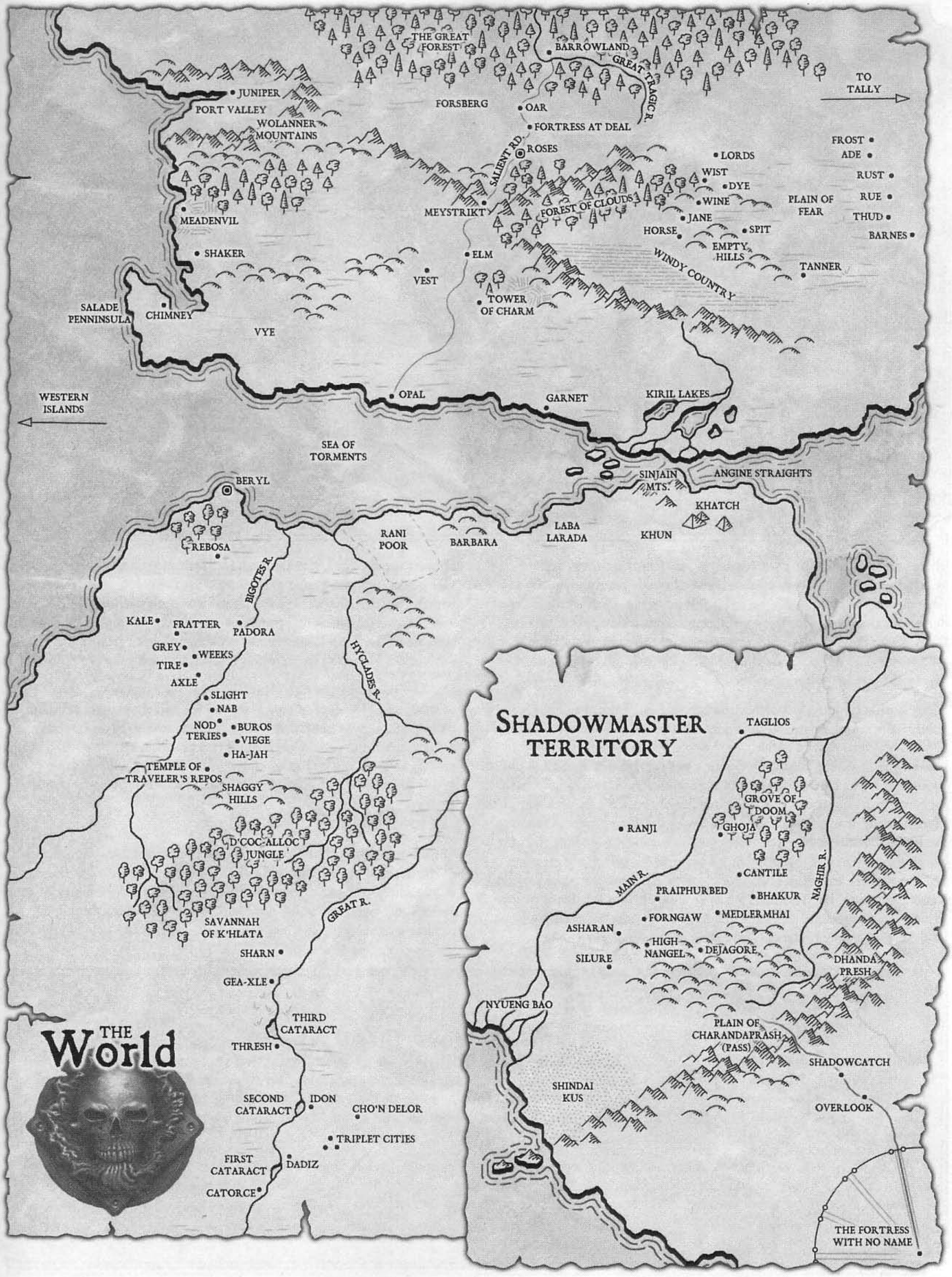
This great stretch of land lies east of the Sea of Torments, northeast of Karsus and south of the Mountains of Sinjain. Over one hundred armies contested the passages north, south, and east, and so the ground is littered with the detritus of warriors. Old swords, armor, shields, and bones litter this place, and though there are scavengers aplenty, few haunt this land for the spirits who retain an attachment to their place of death. Some legends claim the Lords of Light and Darkness would fight the Last Battle of Time here.

Plain of Fear

There have been many wars between the forces of light and darkness. In each, good battles evil, day combats night, in a constant cycle that has plagued this world for as long as any can remember. In one such war, a great evil arose, but was vanquished by the forces of light. To end the struggle, the servants of the Lords of Light summoned a thing from another world, a sapling that would become the Old Father Tree. This entity, nearly a god in its own right, would seal away the evil for all time. The summoning was so great, though, thousands perished. Entire nations were devastated for hundreds of miles.

Aside from the death and destruction wrought by the great spell, the summoning warped the very nature of the land, twisting and transforming stretches of countryside into a bizarre landscape of generally rocky desert. Since the change, this place, now known as the Plain of Fear, has maintained its borders in the center of the northern continent. Ominous, it is alien, bitter, and hostile, a place unfit for most. Here, the normal rules don't apply: rocks speak, whales fly, coral grows in the desert, and trees walk.

The Plain is barren, with only scarce desert life and foliage to sustain the inhabitants. The colors are reds and browns, rust and ochre, with red and purple sandstone bluffs with occasional strata of orange. The only green is in the dusty grey-green of the walking trees and rare scrub. At night, when lit by the moon, the plain is spare and crystalline in some places, luminescent in others, sparkling and glowing in spots. What look like lava pools lay to the west.


THE GREAT FOREST
BARROWLAND
GREAT TRAGIC R.
TO TALLY
JUNIPER
PORT VALLEY
WOLANNER MOUNTAINS
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ROSES
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RUST
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PLAIN OF FEAR
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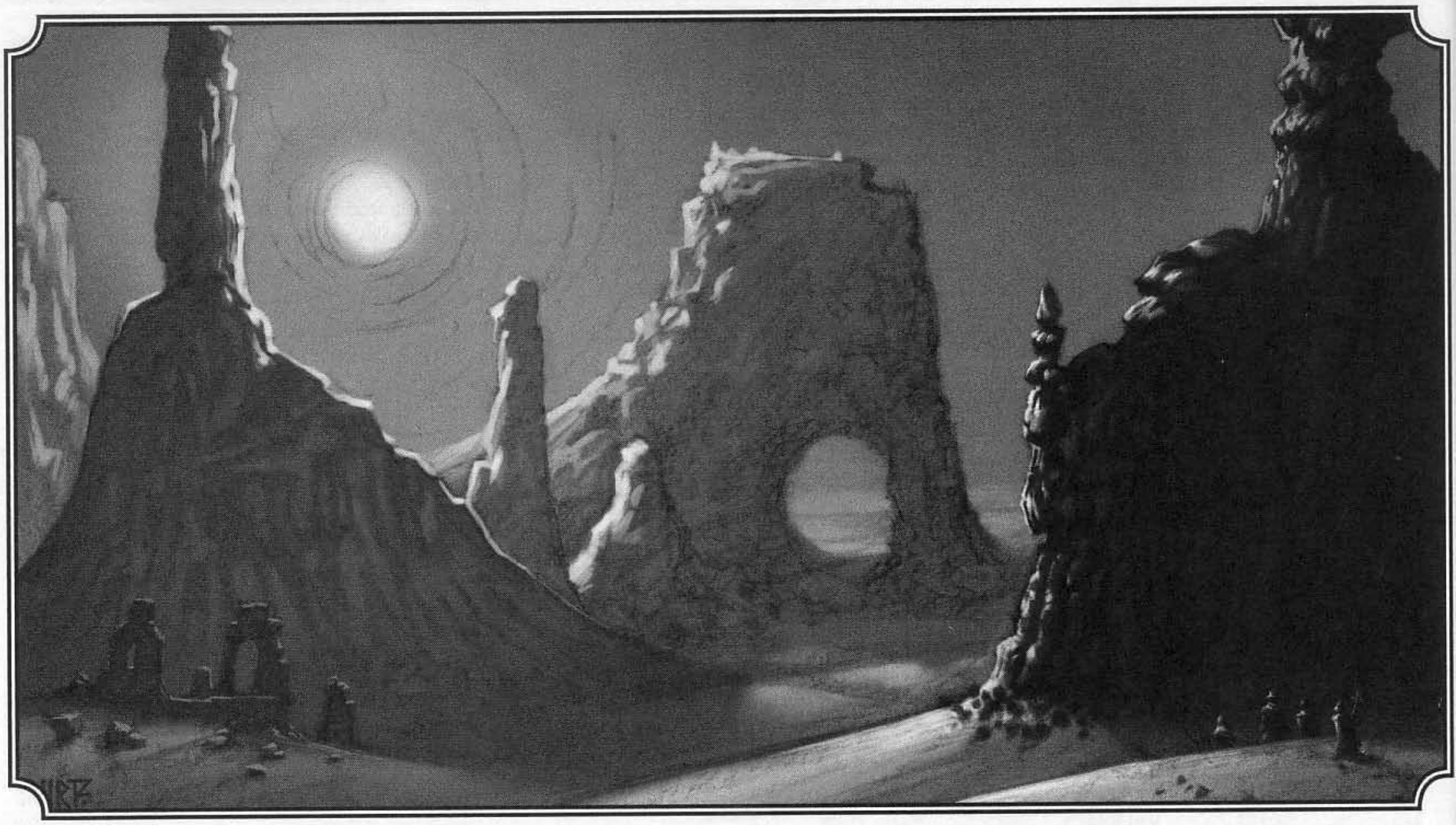
JANE
BARNES
MEADENVIL
HORSE
SPIT
SHAKER
ELM
EMPTY HILLS
WINDY COUNTRY
TANNER
VEST
TOWER OF CHARM
SALADE PENNINSULA
CHIMNEY
VYE
WESTERN ISLANDS
OPAL
GARNET
KIRIL LAKES
SEA OF TORMENTS
SINJAIN MTS.
ANGINE STRAIGHTS
BERYL
KHATCH
REBOSA
RANI POOR
BARBARA
LABA LARADA
KHUN
BIGOTES R.
KALE
FRATTER
PADORA
HYGLADES R.
GREY
WEEKS
TIRE
AXLE
SLIGHT
NAB
NOD
TERIES
BUROS
VIEGE
HA-JAH
TEMPLE OF TRAVELER'S REPOS
SHAGGY HILLS
D'COC-ALLOC JUNGLE
SAVANNAH OF K'HLATA
GREAT R.
SHARN
GEA-XLE
THIRD CATARACT
THRESH
SECOND CATARACT
IDON
CHO'N DELOR
TRIPLET CITIES
FIRST CATARACT
DADIZ
CATORCE
THE World
SHADOWMASTER TERRITORY
TAGLIOS
GROVE OF DOOM
GHOJA
RANJI
CANTILE
MAIN R.
NAGHIR R.
PRAIPHURBED
BHAKUR
FORNGAW
MEDLERMHAI
ASHARAN
HIGH NANGEL
DEJAGORE
SILURE
DHANDA PRESH
NYUENG BAO
PLAIN OF CHARANDAPRASH (PASS)
SHADOWCATCH
SHINDAI KUS
OVERLOOK
THE FORTRESS WITH NO NAME



There are a few trails the Plain, which is very nearly sentient, honors as safe, but only the natives know exactly where they are and under what circumstances they can be walked. Wandering off the trails is very dangerous thanks to the patches of spongy sand stinking of old death. Razor sharp coral slices through the skin with the most casual of touches. And worse than anything are the gibbering terrors hiding in the shadows cast by the strange columns and rocks.

Many hostile creatures populate the Plain of Fear. From the gigantic windwhales and their symbiotic mantas that prowl the desert in search of the occasional morsel of flesh, to the over 40 intelligent species who wander the terrifying landscape, fighting with each other and those foolish enough to set foot here. Menhirs, bizarre talking rocks, walking trees that roam in herds, and the extremely scarce camel-centaur creatures with their human anatomy in the back are just a few of the alien creatures roaming the Plain. Of course, many creatures, somewhat more mundane than the extreme examples call this place home too, though even these creatures can speak, there are at least two species of lizards, a buzzard-like bird, and a giant white bat. Even humans are not excluded from the denizens here. Tribes of closemouthed and nomadic humans wander the reaches of this land, keeping to themselves and avoiding contact with interlopers.

Despite the strange inhabitants, and their brutal conflict between themselves, they are united in their service to and defense of their god, Old Father Tree. The creatures of the Plain all hate all outsiders. While they won't initiate an attack en masse, they are quick to defend their kind. If a creature of the Plain is attacked, every other monster nearby will attack in retribution. Hence, canny travelers know the prime rule: Never hit first.

Don't be misled by the rare plant life, even it is dangerous. Though stands of white and pink coral offer a place to hide and shelter from the sun, its spines and twisted branches are so poisonous few Plain creatures actually use it for cover. Coral fronds and branches rise up to 30 feet high, somehow unbroken by the wind. Even the most innocuous plants contain toxins so lethal, they can kill a full grown man with the merest touch,

The Hole

During the New White Rose Rebellion, the Black Company retreated to the heart of the Plain of Fear. There they excavated a large cave to use as a headquarters and to gain some protection from the Change Storms periodically sweeping across the Plain. After years of inhabitation, it became a stinking, moldering, damp, tight little rabbit-hole of a fortress.

Change Storms

One of the most interesting and dangerous aspects of the Plain of Fear is the Change Storm. Violent and primal concentrations of raw energy spawned from the imagination of the Old Father Tree, these lighting storms twist and warp whatever they touch. Unusual in that they manifest pastel lightning strikes, they look like roiling and boiling blots of color within fields of black smoke. What separates a Change Storm from any other normal storm are the side-effects created by this phenomenon. All living things caught within the area, undergo bizarre transformations, where subjects might turn inside out, transform into hideous creatures, or undergo odd physical transformations such as having their head swell, arms or legs lengthening and so on.

A Change Storm is not affected by *Air Talent* spell effects, and automatically suppresses all *Figment*, *Glamer*, *Shapeshifting* spell effects. A storm is 1d4 miles in diameter and rages in an area for 1d6 x 1d6 minutes. Characters caught in a Change Storm must roll on **Table 2–1: Change Storm Effects** to see how the storm affects them. After determining the storm's effect, the character must succeed a Will save against a DC 15 + 1d6 or the Change Storm effect becomes permanent.

Table 2-1: Change Storm Effects

01-10 **Physical Transformation**
- 01-32 **Height Change**
  - 01-10 Subject shrinks one size category, usually from size Medium to size Small, and reduces her Strength score by –4 and her Constitution by –2, her carrying capacity is three-quarters of that of a normal Medium-sized character, she must use weaponry sized for Small characters, her base land speed drops to 20 feet, and she takes a –4 size penalty on grapple checks. In addition, the subject gains a +2 bonus to Dexterity, a +1 size bonus to attack rolls and armor class, and a +4 size bonus to Hide checks.
  - 11-50 Subject shrinks 1d10 inches (modify weight accordingly).
  - 51-90 Subject grows 1d10 inches (modify weight accordingly).
  - 91-00 Subject grows one size category, usually from Medium to Large. Subject gains a +4 bonus to Strength and a +2 bonus to Constitution, doubles his carrying capacity, must now use weapons sized for Large characters, and gains a +4 size bonus to grapple checks. In addition, the subject reduces his Dexterity score by –2, takes a –1 size penalty to attack rolls and armor class, and takes a –4 size penalty to Hide checks.
- 33-64 **Weight Change (Weight gain or loss is always concentrated in one area, head, feet, and so on).**
  - 01-50 Character loses 1d20% total weight.
  - 51-00 Character gains 1d20% total weight.
- 65-81 **Hair color change**
  - 01-50 Player's choice.
  - 51-00 GMs choice.
- 82-92 **Eye color change**
  - 01-50 Player's choice.
  - 51-00 GMs choice.
- 93-99 **Skin color change**
  - 01-50 Player's choice.
  - 51-00 GMs choice.
- 00 **Gender change**
  - 01-99 Opposite gender.
  - 00 Hermaphroditic.

11-20 **Body covering**
- 01-60 Hairy: Subject grows hair all over his body, gaining the effects of the *endure elements* but only as it relates to cold. See the spell description in the *PHB* for details.
- 61-80 Scales: Weird scales grow on the subjects face, torso and arms. Subject's natural armor bonus to armor class improved by +1. However, the scales are disturbing, imposing a –2 circumstance penalty to all Bluff, Diplomacy, and Disguise checks.
- 81-00 Carapace: Subject's skin hardens into tough carapace improving subject's natural armor bonus by +2 natural armor bonus, but imposing a –6 circumstance penalty to all Bluff, Diplomacy, and Disguise checks.

21-40 **Extras** impose a –4 circumstance penalty to all Bluff, Diplomacy, and Disguise checks.
- 01-10 Extra Eye: Subject grows an extra eye, gaining a +2 circumstance bonus to all Search and Spot checks.
- 11-20 Extra Ear: Subject grows an extra ear, gaining a +3 circumstance bonus to all Listen checks.
- 21-30 Extra Nose: Subject grows an extra set of nostrils, granting the Scent ability, as per the *MM*.
- 31-40 Extra Mouth: Subject grows an extra mouth, gaining a +3 bonus to Bluff checks made to transmit a secret message (the –4 penalty does not apply to this roll; see the Bluff Skill in the *PHB* for details) and gains Speak Language as a class skill.
- 41-50 Extra Arm: Subject grows an extra arm, gaining a +3 circumstance bonus to Climb checks.
- 51-60 Extra Leg: Subject grows an extra leg, gaining a +2 bonus to ability checks made to resist being bull rushed or tripped when standing on the ground.
- 61-70 Grow Tail: Subject grows a tail, gaining a +3 circumstance bonus to Balance checks.
- 71-80 Extra Digits: Subject grows additional digits on his hands and feet, gaining a +3 circumstance bonus to Climb checks.
- 81-90 Extra Head: Subject sprouts an extra head, gaining the Alertness feat as a bonus feat.
- 91-95 Roll twice more for extras, multiple effects stack.
- 96-00 Roll three times more for extras, multiple effects stack, and once more on the entire table.

40-75 **No Effect**

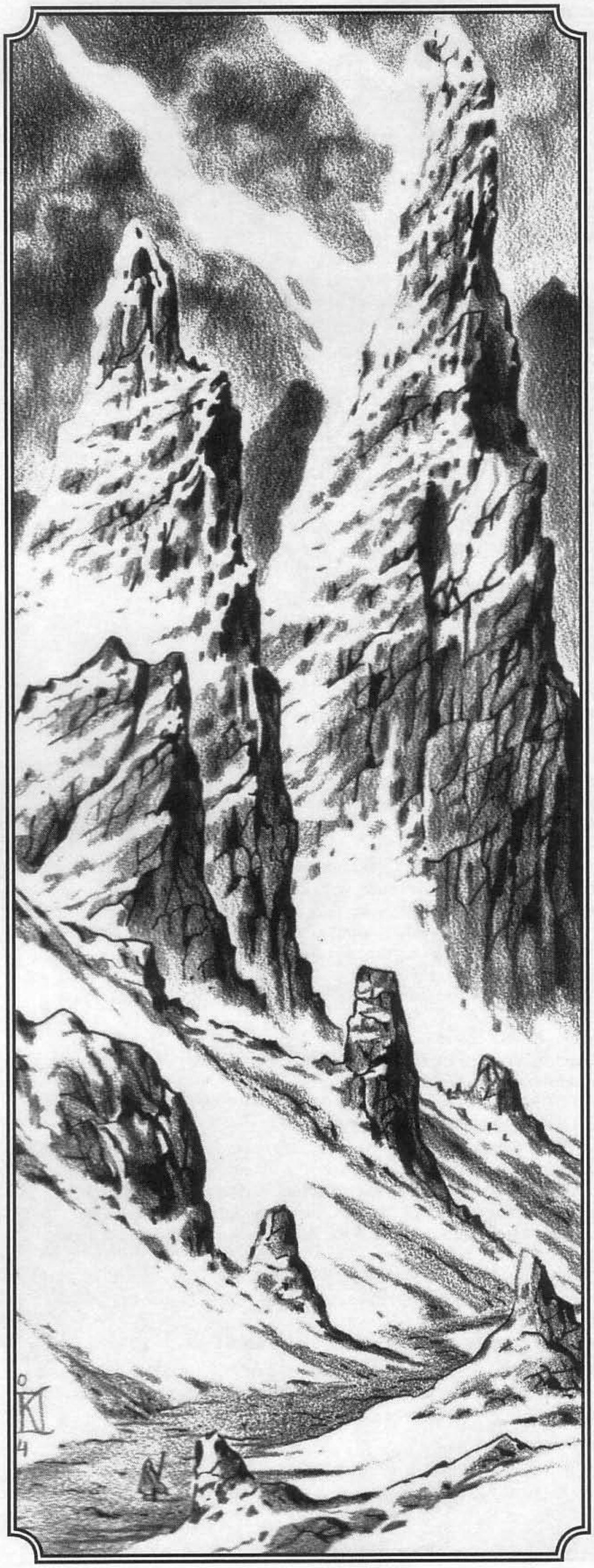
76-90 **Sensory mutations**
- 01-80 Night Vision: Subject gains low-light vision, allowing him to see twice as far in conditions of low-lighting, such as moonlight, torchlight, and so on. It does not allow vision in complete darkness. If you already had this ability, your vision multiplier doubles each time.
- 81-90 Darkvision: Subject gains darkvision out to 30 feet, allowing him to see in absolute darkness. If you already have this ability, add 30 feet to the distance.
- 91-95 Scent: Subject gains the Scent ability as described in the *MM*.
- 96-98 Tremorsense: Subject gains the Tremorsense ability out to 30 feet as described in the *MM*. If you already have this ability, add 30 feet to the distance.
- 99-00 Blind-sight: Subject gains Blind-sight out to 30 feet as described in the *MM*. If you already have this ability, add 30 feet to the distance.

91-95 **Locomotion mutations**
- 01-40 Subject gain a +2 bonus to Initiative checks.
- 41-80 Subject gains a +5 ft. enhancement bonus to base land speed.
- 81-90 Subject takes a –2 penalty to Initiative checks.
- 91-00 Subject takes a –5 ft. enhancement penalty to base land speed.

96-98 **Attribute mutation**: Subject gains a +1 inherent bonus to a random ability.

99 No mechanical effect, though the subject assumes a strange and disconcerting appearance.

00 **Roll 1d4 times more.**



The entrance faced west. Insider, there was a warren of tunnels that led to hand-excavated cells serving to house the hiding mercenaries. These were ignoble quarters, without even a curtain for privacy. In addition to the small quarters, there were a few rooms set aside for cooking, though all inhabitants took their meals in their cells or above the hideout. The only private room was a conference room used for meetings between the Company's leaders. Attached to this room was Darling's quarters. As she was the only woman in the encampment, this room had a door.

Outside of the cramped maze, the Plain of Fear extended in all directions. Filled with wind-blown red bluffs and cliffs to the south, a massive coral reef stood nearby. About 300 yards away trickled a creek frequented by walking trees. Perhaps the most dominant feature of the Hole's vicinity was Old Father Tree, an enormous sentient tree who ruled the Plain like a god (see **Chapter Fourteen: Bestiary** for details).

The Rani Poor

Just east of the Hyclades River and west of Barbara is a 70-mile-wide salt flat. Barren and lifeless, it is a place avoided by most travelers.

The Salient

North of the Tower of Charm lies a broad arrowhead of flatland pointing south. To either side of this plain are the towering peaks of the Salient Mountains, all but impassable except through a narrow valley where both chains meet. At the pass stood the Fortress of Meystrikt, in which the Black Company billeted during their early service to Soulcatcher. The mountains on either side of the Salient trap moisture that in turn creates a stormy and snowy season in the winter, and humid and swampy atmosphere during the summer.

Sea of Torments

The Sea of Torments, or the Screaming Sea, divides the two major continents. It serves as a network of trade routes connecting the Jewel cities. The best time for crossing is late spring, when the weather is somewhat calm. During the winter, terrible rainstorms hammer the coastal cities and only the most reckless brave travel across the boiling waters.

Sinjain Mountains

This unassuming mountain range lies south of the Angine Straits. Savage and untamed, the peaks are rocky and dangerous.

The Stair of Tear

Northeast from the Tower of Charm is the principle mountain range forming the southwestern border of the Windy Country. Here the land gradually rises until it reaches sudden towering sandstone bluffs and mesas stretching in either direction for hundreds of miles. The Stair is a wild and rugged range, virtually impassable, except for a single pass that allows passage to a long gentle slope leading to the fertile farmlands filling the countryside between the mountains and the Tower of Charm. About a day up the pass, the countryside shows signs of life, with trees and birds, and a creek. There it climbs another 1,200-foot rise to overlook a maze of canyons, with the road winding back and forth through a series of switchbacks not unlike stairs, hence its name. The creek spills down into a small pool flowing toward the Windy Country before disappearing in the broken landscape below. In the mountains, there are meadows and trees amidst the canyons.

Western Islands

A chain of islands and perhaps a continent is purported to exist beyond the western Ocean. The existence of such a place is speculation, as most merchants wouldn't dare risk their ships to explore such dangerous waters.

Windy Country

This windblown desert extends north from the Stair of Tear to just south of Lords. A wild and brisk place, it is flat, barren, and dry, with frequent biting sandstorms common. Where not flat, it is rugged, with places of jagged rocks, box canyons, and defiles. The worst of the Windy Country are the badlands, a maze of barren, wildly eroded stone, carved in strange shapes by the incessant winds. Despite its inhospitable environment, there is some scrub and indigenous life.

Wolander Mountains

Clustered in the northwestern reaches of the northern continent is a frigid range of mountains. Snow covers the peaks all year, with sun twinkling off the glaciers at the highest altitudes. The mountains form a valley, Port Valley, like giant cupped hands to hold the city of Juniper.

Culture

People in the Empire tend not to travel much, and if they do, not very far. Though the Lady established a system of roads throughout the nation, soldiers used these routes more than common persons. The isolation of communities lends itself to hundreds of dialects and languages throughout the nation. The dominant languages originate from the city-states, such that the people of Opal speak the Opal dialect of the Jewel City's language group, while the people of Juniper speak their own language. The further one travels from a large population center, the more corruptions in the tongue, as evidenced by the Meadenvil dialect, which shares many similarities to Juniper, but is distinct enough that conversion between a person from Juniper and a person from Meadenvil is difficult if not impossible.

Imperial citizens still bear many of the vestiges of the former feudal society. Nobles retain great power and influence in the urban areas, though they are clearly in decline after the Taken stripped most of their authority. The peasant class, as mentioned above, work on communal farms, sharing the burden of labor and retaining ownership over what they produce. Consequently, most of the former aristocracy opposes the Lady's rule, while the peasant class remains indifferent.

Fortresses, Provinces & Cities of the North

Elm (Small City)

This small city is somewhere north of the Tower of Charm, but south of the Salient. During the northern military campaign, the Rebels attacked and burned down the barracks and the palace.

Forsberg

About 1,000 miles north of Opal is the Kingdom of Forsberg, a one-time independent northern kingdom bordering the Great Forest to the north, and the Barrowland. Noted for its forests and its flat green grasslands, it is a rainy humid country, especially during the years before the Dominator's destruction, when he influenced the weather to keep the Great Tragic River in flood.

The main route into Forsberg is the Salient Road which passes south through the Freecity of Roses, and on through the Salient, eventually connecting to the main highway extending hundreds of miles to Opal. Most farmsteads, towns and castles straddle or are otherwise near the Salient road.

Beyond Oar, Forsberg's largest city, there is cultivated land part of the way to the Great Forest. The roads through these lands are full of travelers, hunters, trappers, and merchants, moving from the forest and back to the city to trade their goods. The southern region of this country has several pockets of woodland, likely calved by the Great Forest farther north.

During the Rebellion, Forsberg became a bloody killing ground. Rebel forces regularly clashed with the Imperial legions and their Taken masters here. Southern Forsberg was deceptively peaceful, but toll of the fighting in the north near the Barrowland showed in the unenthusiastic peasantry.

Fortress at Deal

This is a large fortress in the Kingdom of Forsberg, just south of Oar. The Salient passes in its shadow. After the Lady crushed the first Rebellion, the common folk in the area around the fortress gradually stole rocks and raw materials, slowly taking it apart, one piece at a time.

Oar (Metropolis)

Oar is the largest city in Forsberg and it stands just a few miles north of the Fortress at Deal. Large, stinking, and crowded, with filthy cobbled streets and a skyline consisting of a chaotic jumble of architectural styles, Oar is civilization in the north, contained by steep walls. Further north is the Barrowland and the surrounding Great Forest. The road leading south from the city forms a great crossroads, where to the south is Roses and to the east Lords and the Plain of Fear. All around to the south are green hills on which sheep graze.

The city structure is simple. At the center is the Civil Palace, where the governor nominally rules, though during the Lady's reign, a military government controlled the city. The neighborhoods in the northern sections of the city were generally poor, but after the wars with the rebels, they were replaced with freestanding middle-class homes with private gardens and glass windows. The western section of the city held the city's reservoir, surrounded by Shant, a nasty neighborhood where the buildings all stand in various states of collapse.

Two gates led out from the city. High towers flanked the north gate, while the South Gate led to the crossroads. The city waterways drain out of the north, and small bridges cross over the open waterways crisscrossing nearly every road throughout the city.

Escalating conflicts between rebel partisans and Imperial troops, worsened by private crimes committed in the name of politics, took a serious toll on Oar's stability, coming to its lowest point after the Dominator's destruction and the Lady's abdication to join Croaker in his doomed quest to find Khatovar. With its government weakened the Limper passed through the city unopposed. He burned Oar in a thousand places, killing nearly 40,000 people. The Imperial government imposed martial law afterward, bringing in troops from afar to keep the peace during the rebuilding. Oar faced the Limper once more, with the White Rose at its side, but the cost was great in lives, leaving most of the city in ruins.

Frost (Large City)

This large, formidable, walled city sits east of the Plain of Fear. It is the northernmost of the great city-states marking the eastern borders at the time of the Battle of Charm. After the Lady crushed the Rebellion, she appointed a military governor to rule it. Darling attacked Frost with windwhales, crushing most of the city's defenses. Presumably, Frost recovered and became a thriving outpost for trade between the Empire and the eastern states like Tally.

Horse (Large Town)

A modest town east of the Windy Country and about 100 miles west of the Plain of Fear, it serves as a caravan stage for traders traveling through the deserts. In the latter days of the Lady's reign, Whisper used it as a headquarters in the campaign against the Plain of Fear. It is the site of Darling's defeat by the Lady's forces during the days leading up to the Battle at the Barrowland.

Geography?

Croaker first wrote that Roses stood at the northern end of the Salient, and that the Fortress Meystrikt stood at the southern point of the Salient. Elm lay further south between the Fortress and the Tower of Charm. However, in *The White Rose*, Roses is described as south of the Salient, with the Fortress Meystrikt just beyond the city, and Elm and Oar towards the north. Either Croaker remembered it wrong while writing in captivity in Charm, or he wrote north for south when recording it the first time, years before. This text assumes Roses stood south of the Fortress of Deal and north of the Meystrikt, and on the northern extent of the Salient.

The Jewel Cities

The Jewel Cities are the mercantile hubs throughout the Empire. Famed for their fleets of ships, marketplaces, and crumbling structures, they hold secrets darker and more wicked than any in the Lady's Empire. Though only three cities are mentioned (Beryl, the largest and most powerful, Opal, and Garnet) there are likely more, similarly named.

Beryl (Metropolis)

Ancient and intriguing, Beryl is home to innumerable facts and tidbits, some myth, others real, its histories written to please their masters. Beryl is the oldest of the Jewel Cities. Once the capital of the old empire founding them all, it is now an ancient crumbling city, teetering on the precipice of destruction. It fell from power when the forvalaka, powerful were-leopards, overthrew King Niam's reign and ruled the city for a decade, until they themselves were toppled and finally imprisoned in a dark tomb atop the Necropolitan Hill. After ages of decadence, madness, and a sense of general degeneration, it fell to the rule of a series of elected syndics, each more corrupt and decadent than the last.

When Beryl still stood (it collapsed under the Limper's rampage), it lay on the southern coast of the Sea of Torments. A tempestuous city, partly due to inept rule, partly due to the poor discipline of the Urban Cohorts, the city militia, but mostly because of the climate, it rarely enjoyed the stability of city-states further north. In the summer, Beryl grew uncomfortably hot and humid, and so each building in Beryl had a roof hatch to allow the people to sleep in the cool night air. Its harbor was a stinking gulf filled with dingy grey-brown water, with coastal dhows sporting colorful sails and fishermen plying the seas with their nets. Granaries held the city's foodstuffs, and when hot, hungry, or just unruly, the population rioted. The Urban Cohorts, despite their poor training could suppress these uprisings, but they were corrupt, and looted while killing thousands without mercy. Worse, their suppressions of the uprisings never lasted.

Beryl's instability extended to every level of society. Dark priests performed human sacrifice to gain portents of the future. Contagion bred in the filthy corners, ignoring social class as it frequently spread through the streets killing merchant and slave alike. Being as unstable as it was, civil unrest threatened to explode into outright rebellion at any time.

To contain the various factions in the city, the Blues (a political party) and Urban Cohorts especially, the Syndic of Beryl contracted the Black Company to help control the city. Unfortunately, unrest escalated with the arrival of outsiders, and quickly spun out of control, forcing the Black Company to find a means to escape their contract. Through Soulcatcher's intervention and seizure of the city, the Black Company signed with her, and subsequently left the city to the Imperial bureaucrats to contain.

Years later, after Croaker, Lady, and the rest of the surviving members of the Company headed south to discover their origins, the Limper struck the city in his rampage to destroy Lady. He besieged Beryl, but the Imperial wizards defended the city fiercely. In the end, though, the Limper won, and the fate of the city after his onslaught remains unknown, though it probably was razed.

Structurally, Beryl was a city with a distinct southern Mediterranean appearance. The buildings were white washed flat-roofed affairs with clotheslines crisscrossing the alleyways. The streets were narrow and prone to end abruptly. Aside from the harbor, there were at least two other entrances into the city. To the east stood the Gate of Dawn. The Rubbish Gate opened to the south of the city.

The main thoroughfares include the Avenue of the Older Empire, where the city's former emperors memorialized themselves, their conquests, and their favorite gladiators, horses, and lovers. It met another main street two-thirds of the way from the Bastion to the Gate of Dawn, from which the Avenue of the Older Empire led north to the Rubbish Gate.

The Customs House, located in uptown, presumably near the harbor, sat at the end of the Avenue of the Syndics and it was there where new arrivals disembarked and gained entry to the city's marketplaces. The Fork Barracks, the Urban Cohort's compound, stood near the Rubbish Gate, and inside and outside of the gate were martial fields for training. Perhaps the most important location in Beryl was the Bastion, the site of the Black Company's garrison during their service to the city. Standing atop a tall hill, it had a single gate at the ground level, though one could conceivably enter through any of its windows by climbing up Trajen's Wall, a wide and defensible barrier overlooking the harbor. Above the Bastion rose the Paper Tower, a six-storey tall spire.

As old as Beryl was, it was place of significant danger, some mundane, some supernatural. The mundane threats sourced from a part of the city known as the Groan, so called because of its tendency to spawn riots, mobs, and other manifestations of the city's displeasure. The Necropolitan Hill, however, represented a great and far older and greater danger, a supernatural threat hailing back to the reign of the were-leopards: the forvalaka. Sitting on a hill higher than that on which the Bastion stood, it had an upper and lower enclosure. The upper enclosure held the mausoleums of the wealthy and provided an excellent view of the harbor. The lower enclosure held the ashes of other citizens. In the center of this massive tomb was a special vault, with great oaken doors sealed by an enchanted bronze plaque. This vault supposedly held the remains of the forvalaka up until a mysterious bolt of lightning shattered the seal.

In the bay is Fortress Island, where a lighthouse guided ships to safety. About a day's march east of Beryl was a strip of chalk headland, called the Pillar of Anguish, jutting out into the Sea of Torments. Riddled with caves through which the wind blows, the spur gained its name from its incessant moaning. A lighthouse-watchtower stood at the extreme end of the Pillar.

Justice in Beryl was fast, crude, harsh, and seldom gave a defendant opportunity to clear himself of any wrongdoing. For show, Beryl held trials to establish guilt, but magistrates appeared to decree punishment for the guilty before hand. One notorious punishment in Beryl was crucifixion, which was appalling in that the dead were always cremated and entombed. To be left for carrion birds was a death fitting only for the lowest of the low.

Garnet (Large City)

Of the three Jewel Cities mentioned in the novels, the least known is Garnet. As Opal mirrored Beryl architecturally, it is probable Garnet appears like the other two, though not nearly as old or ruined. Its shipping routes are called the Garnet Roads. It's believed Garnet escaped the Limper's rampage.

Opal (Small City)

Opal fell to the Lady's forces not long before Soulcatcher traveled to Beryl. Similar in appearance, culture, and atmosphere to Beryl, it had the benefit of being a far younger city. However, despite its youth, it remained a dangerous place, rife with conspiracies and intrigue.

Over the years of its placement in the Lady's empire, Opal grew into a more cosmopolitan city than it once was. People from all over the world settled to find their fortunes in this rich city. But this all changed when the Limper, mad with rage, laid waste to the Empire. His assault ravaged the city, setting it back decades, if not forever.

East of the city, the ground rose far above the Sea of Torments. There the wealthiest citizens had exquisitely beautiful homes. Raven had a home there before his wife and her coconspirators ruined him.

Perhaps the most noteworthy site of this city was the Opal Gardens. Behind an understated gate was a high-class restaurant featuring several private grottos set apart by stone and gardens. One was the Camellia Grotto. It was a posh dining establishment comprised of a number of gardens tastefully arranged for pockets of seclusion, with heavy stone tables and artful plantings and landscaping. There were ponds, gazebos, stone walkways, and an overwhelming perfume of flowers in the air. In a tradition stretching back 200 years, exclusively the very wealthy and powerful, including high-ranking Imperial officers, frequented the Gardens after the Lady conquered the city. However, by the time Croaker returned to the city, the Opal Gardens had declined significantly, a testimony to the Lady's waning influence.

Juniper (Large City)

Though actually never part of the Empire before the Lady crushed it, lancing it like the boil of corruption it was, Juniper is included in the Empire because of its significance to the nation. Situated in the far northwest, it lay in a place where ice clung to mountain peaks throughout the year, and where one could watch the icebergs calved from the not-so-distant glacier slowly die in the warm currents of southern waters, and where bitter winds formed drifts of snow taller than any man in the narrow streets of this old, old city. Death was everywhere here, venerated by the custodians and worshipped by the people until the Lady came to destroy the Black Castle that grew on the ridge overlooking the city. The death cult came to an abrupt end when the Lady razed the city and plundered the vaults to fund her growing Empire.

The Wolander Mountains extends to the north and south of a valley, Port Valley, that opens out to the sea. At the end sits Juniper. Rising from the cold mountain waters are steep hills that climb to join the pine forest at the higher elevations. No wall or gate protected the city; the people depended on their isolation and the natural barriers for defense.

The wealthy citizens lived in homes in the rolling hills on either side of the river, while the poor inhabited the Buskin, a slum near the waterfront. A duke ruled the city from his old shabby castle, Duretile, situated at the height of the southern ridge overlooking the city. The entire city, castle Duretile included, was in a scandalous state of disrepair when the Lady destroyed it.

Firewood was always a concern, for the city had to import it from regions far upriver. This was not always the case, for when the city was less populated, the mountain woods provided enough. But with the population growth, the forest was picked clean faster than grew.

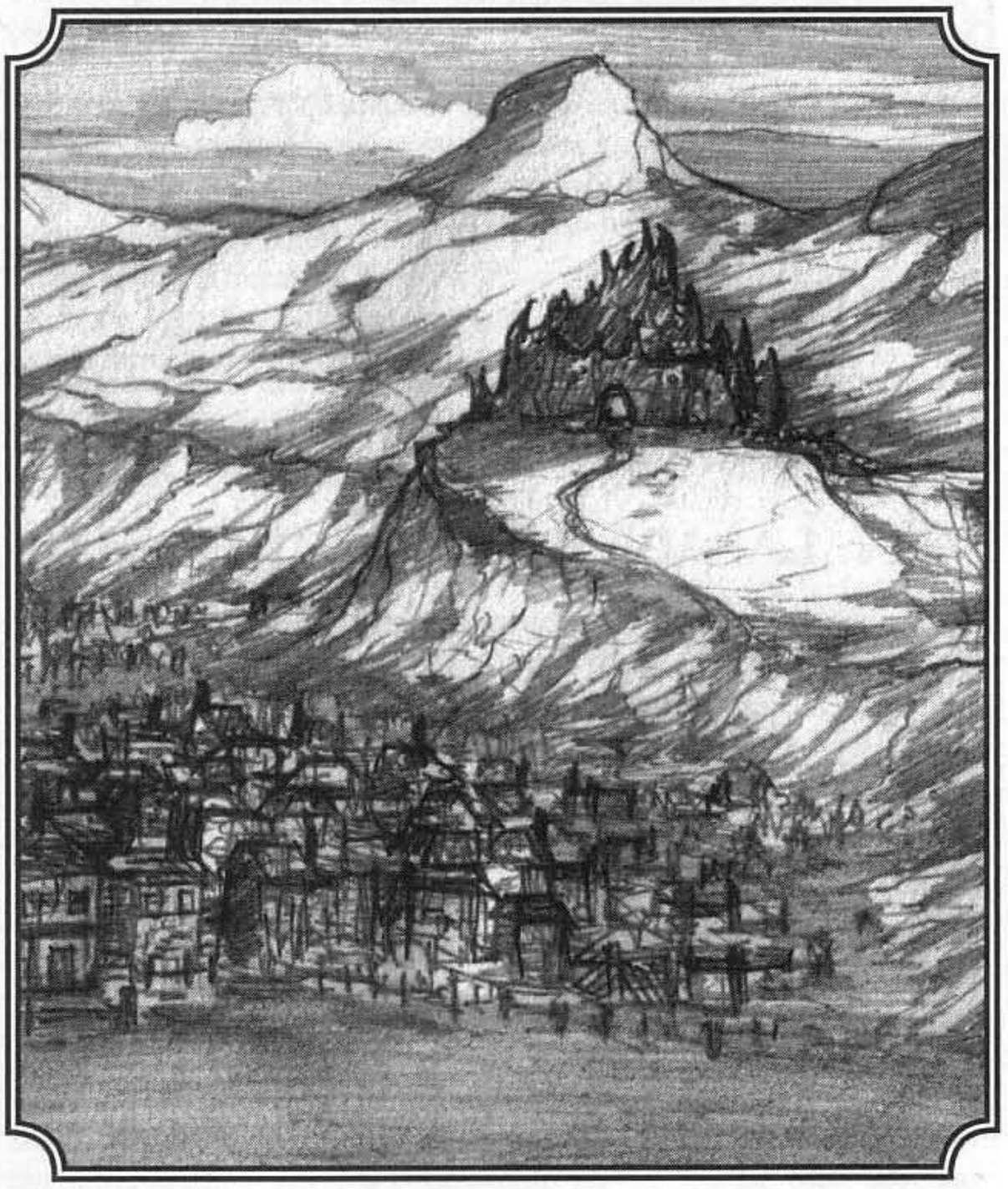
The culture of the city was a deeply religious one, driven by its deep reverence for the dead. The most holy of places was the Enclosure, the repository for the dead. Numerous public groves were situated across a lane from the wall encircling the Enclosure. Citizens celebrated spring and autumn religious rites in these groves. For more information on Juniper's religion, see page 107.

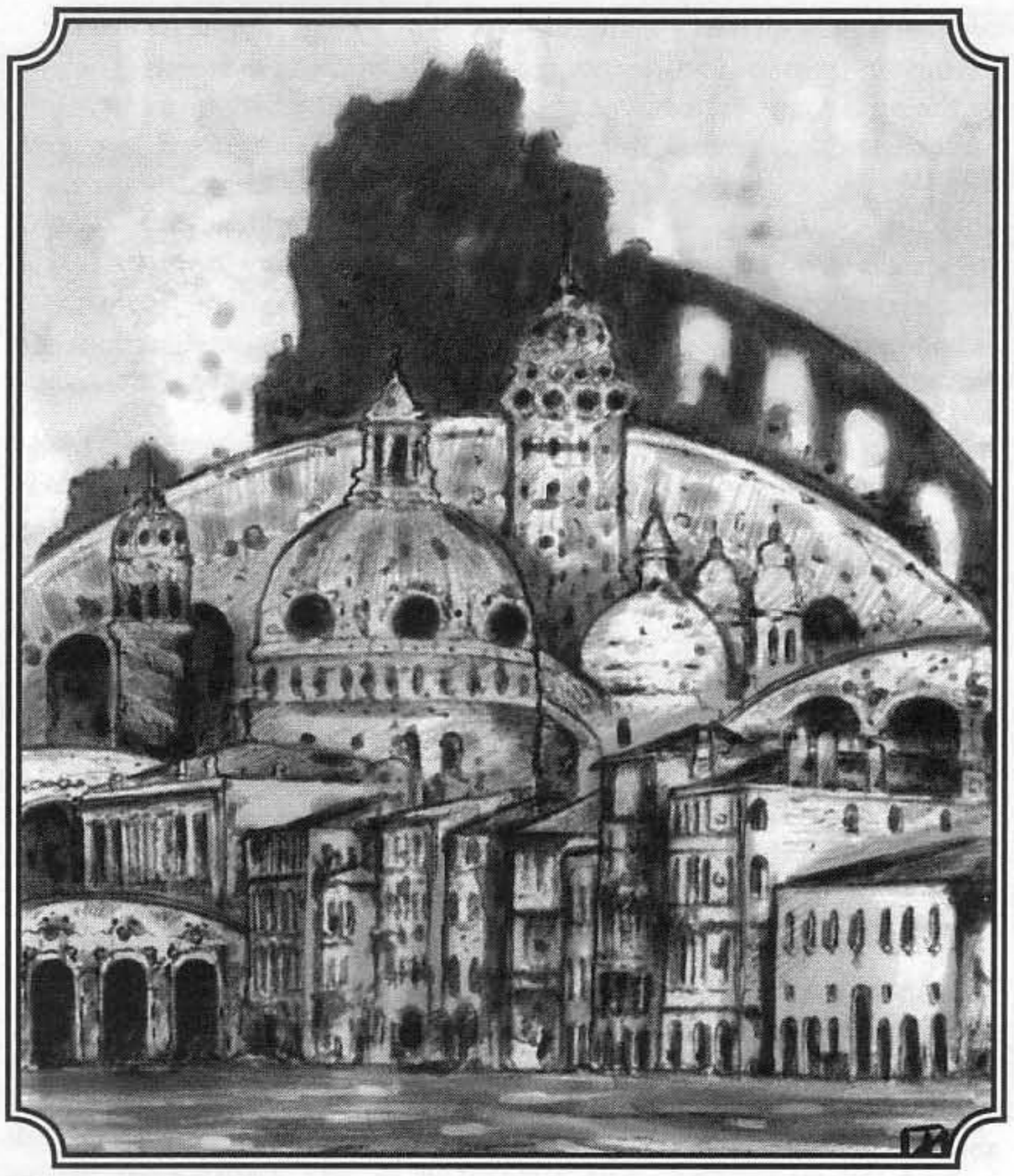
Perhaps the most significant site in the Juniper was the Black Castle, an incomplete fortress that stood high on the north ridge of the mountains overlooking the city. Its architecture was alien, with grotesque monsters leering out from the battlements and serpents writhing in frozen agony on the walls. Constructed of an obsidian-like material with no joints, its walls boasted battlements, spires, and towers, as well as a ground-level gate with a heavy knocker. The gate led to a passage, lit by a single lantern, that immediately turned right, before continuing through a broad arch. Several stone slabs stood near the arch. The archway was hot even in winter. Inside the glassy black walls a person could be see bones, bodies, and fragments of bodies. The most recent corpses could be seen in the newest sections of wall to appear. Living victims stared out, frozen and still alive in the rock.

It began as a small black rock found beside a dead man; everyone who tried to pick it up died. The people of Juniper knew it was there but preferred to ignore its existence and strangeness. People who got too close disappeared. People tried to attack it but could not damage it. Finally, they just left it alone. For centuries, it hardly grew; it had only been a few generations since it looked like a rock. But in the last several years preceding the Black Company's arrival, it grew much more quickly, coinciding with rumors that the creatures in the castle were buying cadavers, substantiated by a downturn in corpses found by Custodians in the Buskin. The castle grew organically, somehow feeding off the life force of sacrificial victims, even the long dead, but especially living victims, who died after a torturous time, their cries heard in the wind. This strange castle was in fact a Black Passage (see **Black Passage** in **Chapter Fourteen: Bestiary** for details).

The terrain behind the castle was steep, rocky, and overgrown with a scraggly, thorny brush that had a musty odor. The ground was better along the ridgeline to east and west, but not as good as the road approaching from the south, from Juniper, covering flat, open land. There was an abandoned house down the slope and a little upriver. Prosperous houses stood alongside the road, further down.

The black castle served as an escape route for the Dominator. When it reached a certain size and certain set of circumstances, the creatures living there, who were his, heart and soul, would conjure him out of the Great Barrow. The Dominator sent a follower to Juniper with the seed of the black castle even before his downfall and imprisonment in the Great Barrow, but he did not expect the passage's growth to take as long as it did.





Karsus

This Imperial province occupies the southeast coast of the Sea of Torments, east of the temple city of Marsha the Devastator and southwest of the Plain of Dano-Patha. The Empire hired ferocious Orain tribes to guard against attacks from the savage tribes in this land.

Katch

East of Laba Larada and Khun and west of the temple-city of Marsha the Devastator is a desert province noted for pyramids standing sentinel over the Canyons of the Undead. The history of this land is lost to time, and its cities and people are shrouded in mystery.

Khun

These haunted ruins lie on the southern coast of the Sea of Torments, east of the forgotten highways of Laba Larada and west of the ruins of the temple-city of Marsha the Devastator.

Laba Larada

This country lies east of Beryl and Barbara. Crisscrossed with highways, its only significance is in its laying along the route to Khun and Katch.

Lords (Small City)

Lords is a small city south of the Salient and the Forest of Cloud and just west of the Windy Country. An advanced city, its streets are paved and have lampposts to provide light throughout the night. Beyond the walls are fields and a small forest with a glade and creek.

Meadenvil (Small City)

On the far western coast, separated by leagues of dangerous seas or miles of rolling hills, sits Juniper's sister city, Meadenvil. Far more colorful and interesting than the older city in the north, it is a thriving place, its streets choked with children, merchants, and visitors from all over the west. A place of peace, ruled by a good prince, Meadenvil is secure in its own defenses, having neither walls nor gates. Farmland stretches miles to the south with plenty of game trails through hilly and forested country.

Meystrikt Fortress

The pearl of the Salient's defenses, Meystrikt Fortress stands at the southern tip of the Salient, about a week's ride from the Freecity of Roses. A drafty place, its barracks and main hall comprised the central building. It also features several smaller courtyards surrounding the main structure.

Roses (Metropolis)

The Queen City of the Salient, Roses is a sprawling republic once filled with agents and spies on both sides during the Consolidation wars. However, as a state, it remained neutral throughout the Rebellion. With pale red walls, and the three rivers running through, and with the web of canals connecting them, and with arched bridges throughout the metropolis, Roses was a breathtaking city. Because of the complexities of architecture imposed by the canals, the roads in the city were a torturous maze.

Roses was always a free city. Founded as a mercantile center, a place outside the rule of emperors, it had an elected body of wealthy merchant princes and landowners who controlled the city as a plutocratic republic. The Rebels briefly conquered the city, but after the Battle of Charm and the subsequent defeat of the Rebellion, the city became independent once more. The Limper in his march south destroyed this city, though it's conceivable that a city of this size and wealth would recover.

Rust

About 30 miles east of the Plain of Fear, Rust is one of the largest city-states marking the eastern border of the Empire at the time of the Battle of Charm. This city faced the brunt of the fighting between the Rebels and the Empire. The land all around was reduced to waste, forcing troops on both sides to turn to cannibalism to survive the winter. The people there were hardened, killing their own children rather than letting the Lady's armies capture them. Mothers hurled their babies from the walls before jumping to join them in death. The hatred for the Empire remained even after the Battle at Charm.

Tally

Over 2,000 miles east from the Tower of Charm lays the province of Tally. Tally fell to the Lady four years after Charm, when Whisper murdered the Tallylander king and installed an Imperial-friendly government. Most Tallylanders are more concerned with safeguarding their lives rather than worrying whether the Rebel or the Lady ruled them. The route to Tally is largely wilderness, filled with deserts, high mountains, and wide rivers, and with roads altogether vanishing in places. The capital of Tally is the city Heart.

Tome

Tome is a city in Tally. It is small, dirty, and boring, without much to make it look worth conquering and ruling. The presence of the Black Company strained the resources of the area, leading the Captain to consider moving a company to Heart and billeting other troops in nearby villages. Tome is 2,000 miles east of Charm, far beyond the bounds of the empire as they stood at the Battle of Charm.

Tambor

A bleak kingdom of the far east, northeast of Tome, little is known of this place.

The Temple-City of Marsha the Devastator

This strange ruin stands on the northern coast of the southern continent. Purportedly haunted by the ghosts of sacrifices whose hearts were torn from their chests on altars devoted to the goddess Marsha the Devastator. Exactly who this was and why the city lies in ruins now is unknown.

The Tower at Charm

Three weeks ride north of Opal sits the Lady's stronghold and heart of the Empire. Constructed after her resurrection, it is the largest single structure in the north. The Tower is a 500-foot tall cube of basaltic stone, visible in all directions nearly three miles away, and from some directions as far as ten miles away. Contrasting its intimidating appearance are vast green pastures, gentle hills and tree-lined slow brooks. Small farms scattered around the countryside produce enough to feed the people of the tower.

Extending out from the tower for nearly a mile is a field littered with jagged boulders of broken basalt left from the Tower's construction. So dense is this field of rock, there is only one approach to the tower: a pie-slice of green grass parkland to the north with a road leading razor-straight to the Tower's only door. The approach rises to either side meeting the rock jumble. The grounds, here, contain the marked graves of the Taken years after the Battle at Charm.

The Tower appears to be two Towers, one sheathing the other. The outer is the seat of the functionaries, while the inner, accounting for a third of the volume, was the Lady's, and now the current rules of the declining Empire. There are parapets all along the top. After the Battle of Charm, the Lady commemorated the conflict with a single black stone stella in the park, about 500 yards from the tower.

Vest (Small City)

About two weeks ride north from the Tower of Charm is a small city and Imperial garrison. It lies in the heart of a light forest, but has good army-cleared roads and farming towns all around it.

Minor Cities of the Northern Continent

The Black Company novels list several cities by name but offer little to no detail about them, such as who lives there, the layout of the city, who rules and so on. The following cities are grouped by general geographical region in the empire.

East

Ade, Barns, Hull, Rue, Thud, and Were stood to the east of the Plain of Fear, marking the border of the Lady's Empire at the time of the Battle of Charm. Each of these cities is huge and formidable. Thud is extremely large, replete with suburbs.

North

Jane, Rye, Tanner, Wine, and Wist are all imperially held cities and stand near the fortified city-state Lords.

West

Needle, Shaker, Tagline and Chimney are the cities mentioned in the western empire. Needle stands on the far western coast of the northern continent, about 424 miles south of Meadenvil. Shaker lies on the west coast and about 224 miles south of Meadenvil. Tagline, about 600 or 700 miles south of Meadenvil, features a crossroads to provide passage onto the Salada peninsula to the city of Chimney. Chimney is about 800 or so miles south of Meadenvil, and sits on the tip of the Salada Peninsula, a stretch of land sticking out like a thumb into the western ocean.

South

The Lady's empire at the height reached 300 miles south of Beryl. The novels mention a few cities by name. Rebosa lay closest to Beryl, and the Black Company served there before working for the Syndic of Beryl. Further south is Padora, Croaker's birthplace, a great crossroads of trade routes.

The South

If the northern continent is large, the southern continent is vast. The Lady's empire at its height expanded about 300 miles south of Beryl, so considering the size of this place she only held a narrow strip of land. Beyond her borders, the continent stretches southward for thousands of miles, through regions of savannah, jungles, river, past the equator to the ancient principalities in the farthest south. Though Croaker and the surviving members of the Black Company traveled through this land, very little is known of what lays beyond their path, making this region perfect for development for campaigns.

The further south one travels, the more remote the cities and towns. Many communities live in isolated villages, or travel as nomads, or in some unusual cases, cluster in huge cities. Like the north, the lack of travel has a tendency to spawn hundreds of languages and dialects, with most indecipherable among each other. The smaller populations rely on tribal structures for governments, while the larger urban centers have complex relationships of caste and influence. Where the north is generally not religious—excepting Juniper of course— religion plays a large role in people's lives here, with priests as one of the most potent governing forces.

The southern extent of this continent is marked by the principalities, of which the sprawling metropolis of Taglios is the largest. Each of these city-states has a central city and controls hundreds of miles of land around them. The remnants of ancient empires, and culturally influenced by the travelers from the shadowgate beyond the city of Kiaulune in the Shadowlands, it is a fluid society, with deep religious conviction for the hundreds of gods and avatars, of intrigues, and of treachery. The Main River cuts across the southern continent marks the beginning of the Shadowlands territory (see page 46), the location of many events detailed in the Books of the Glittering Stone.

Geography

D'loc-Aloc

South of the Temple of Traveler's Repose (see page 45) is a broad river marking the northern edge of an enormous jungle that covers a mountainous landscape. The equator passes through the jungle, and so it is hot and humid all year long. Between bad roads, thick clouds of insects, densely forested mountains, and a smattering of friendly villages populated by a peaceful people from which One-Eye and Tom-Tom came, it is slow going crossing this landscape. The people of the D'loc-Aloc are dark skinned and short, friendly, and personable.

The Great River

Snaking to the southeast nearly 800 miles is a broad river used for passage into the deep south, where it spills into the ocean far to the west and south of Taglios forming the Taglian River Delta. Nearest to Gea-Xle, the west bank is civilized, but the east is mostly wild. One cannot boat the entire length of the river in one vessel, for the river has three large and

impassable waterfalls, called the Three Cataracts. The Third Cataract is the waterfall furthest to the north, and traveled through a large wetland almost 300 miles long and 80 miles wide. Between the Third and Second Cataracts, the river is nearly a mile wide. The First Cataract is extremely dangerous with swift current and boggy banks.

Loghra Hills

These low humped back hills stood about a day's ride north of the Main.

Main River

South of Taglios and the Loghra Hills is a broad river marking the edge of the Taglian border, and the beginning of Shadowlander territory. For years, the Main was the traditional boundary of the Taglian heartland. People below the Main are considered cousins despite the fact they share religion and language with the Taglians. The Main River has four crossings within an 80-mile stretch before leading to a tributary from which the Naghir river travels south into the frontier. The nearest to Taglios and best crossing is the Ghoja ford. Close to it is the Numa crossing, which typically becomes crossable a couple of days before the Ghoja. The Their crossing is the farthest upriver, and above Their, the Main coursed through rugged canyons too steep and bleak for much use though many of the Shadowmasters' minions hailed from this land. Nearest to the sea in the west is the Vehdna-Bota, and most useful during the driest months of the year. At each crossing stands a village, but since the Shadowlander invasion, they remained mostly deserted until the front moved further south.

The Main River is a big obstacle for travel to the Shadowlands, for the rain season raises the water level so much it is impassable for two to four months of the year. Between the Numa and the Ghoja fords, a 12-mile long low area floods whenever the river rose more than a few feet. The plain becomes a huge reservoir; hence the Numa ford becomes crossable before the Ghoja.

The Rock Road

The Rock Road, sometimes called the Stone Road, travels south from Taglios into the heart of the Shadowlands. Construction on this highway began shortly after Croaker became Dictator of Taglios. He had it built to speed troops and supplies to the front. It eventually became a major trade route.

The Savannah of the K'Hlata

The D'loc-Aloc jungle, past the final spine of mountains, gives way to a high plateau populated by tribes of tall, sleek, dark-skinned warriors who speak a tongue filled with clicks and stops. Named after the tribe called the K'Hlata, the savannah sees little traffic between the north and south. What travelers who do make the journey take a trade route marked by white stones, considered inviolate neutral ground by the savannah tribes. Any killing on the road is punishable by death. The natives use drums to signal messages across the plateau. To either side of the plain are mountainous wastelands, devoid of water and much in the way of indigenous life.

Shadowlander Cemetery

About four days south of Taglios, by foot, and about two hours off the main road is a graveyard. During the chaos of the first Shadowlander invasion, one of the Shadowlander armies used it as a camp, and then as a burial ground. An embedded spell gave the site a feeling of grimness to protect it until after the wars when the Shadowlanders planned to return and build a memorial.

The Shaggy Hills

This odd range of round hills is covered dry brown grass, and deep black scars left by fire. The hills themselves are steep but not very high. They extend for several miles south of the Temple of Traveler's Repose, ending somewhere north of the river marking the northern border of the D'loc-Aloc. From a distance, these hills look like a herd of sleeping humped beasts. Superstitious locals believe them to be burial mounds from a time when giants walked the earth, but One-Eye claimed they are just ordinary hills.

Taglian River Delta

This vast river delta forms a large swamp west of Taglios. Though the Principality claims ownership of the place, the indigenous people, the Nyueng Bao, have squatter's rights. Dotting most of these soggy lands, between the numerous rice paddies, are identical hamlets, differing only by the temple at the center of each community. Each temple varies according to the wealth and status of the town.

Fortresses, Provinces & Cities of the South

Bond

This hamlet stood on the south bank of the Main River facing the Vehdna-Bota ford. Its economy relied on its role as a remount station for the military couriers. It had a minimal garrison of Shadar cavalry, whose duty it was to manage the station, and monitor traffic. Lisa Bowalk, Marron Shed's former waitress and student of Shapeshifter trapped in the form of a forvalaka, crept into the hamlet and butchered everyone there.

Cho'n Delor

In the hills south of Idon stands an ancient ruin. History records the place as a memorial to a dead god. The Black Company served here during the Pastel Wars, when employed by the Paingod. Believed to have been a struggle as bitter as the northern wars involving the Rebels against the Dominator, the Annals warned wicked things lurk in Cho'n Delor suggesting it is not the place to be after sunset. Somehow related to Cho'n Delor are the Triplet Cities, though the location of their ruins were never revealed. What is known is that they sacrificed themselves to defeat the Paingod. Cho'n Delor and the Pastel Wars mark the earliest memories recorded in the Black Company's surviving Annals.

Gea-Xle (Large City)

One of the largest city-states in the south, Gea-Xle sits on the shore of a broad river running southeast, past the Three Cataracts to flow past Taglios to form the Taglian River Delta. It has cottages outside of the town, and one-third of mile before the city walls were two stocky watchtowers flanking either side of the road. There was no way really to get around them. They used heliographs to transfer messages to the city and to each tower.

The Black Company spent over half a century in service to the prince. Its soldiers stayed here so long, they married into the local populace and raised sons, becoming a sort of hereditary bodyguard. Eventually the ruling prince attempted to betray the Company and they killed him. They installed a friendly dynasty and continued serving for a few years after. This dynasty remained in power when the Croaker-led Black Company made its return through the city.

Ghoja Fortress (Small Town)

The Black Company constructed this fortress during the initial forays against the Shadowmasters. In the later years, a small town sprang up around it. Later still, it became a small city.

Hatchpur (Province)

This principality is one of many occupying the lands north of the Main River. It is more populous, but nothing is known of this place except for the fact that the Children of Kina had a strong following there.

Idon (Small City)

On a narrow strip of land near the Second Cataract is a strange city haunted by stranger people. Scarred from the Pastel Wars of yore, the people feared the ghosts who haunted the nearby battlefields. Most people hid in their homes all the time, held hostage by some unknown threat, real or imagined.

Ruins of Sham

A lost city of white people believed to have once stood on the last plateau before Gea-Xle. Shortly after the Black Company discovered it during the march northward, so too did a tribe of dark skinned southerners, who ravaged the city in a religious fervor, razing it and killing many of the Company's officers.

Sweeps

About 100 miles west of the Temple of Travelers repose is the country Sweeps. There, rival wizard families, the Shaded and the Nacred, waged a war originating from a blood feud that had lasted for over three generations. The feud suddenly ended when Toadkiller Dog, after slaughtering the Shaded, recruited the Nacred to form Limper's clay body.

Taglios (Metropolis)

Called Taglios more often than not, its formal name is Troka Tallio or Trogo Taglios. Taglios was once just a collection of mud huts beside the river, villagers fished and dodged crocodiles, while others raised a variety of crops. The city grew for no other reason beyond its being the last viable landing before the river lost itself in the pestilential delta swamps, in those days not yet inhabited by the Nyueng Bao. Trade from upriver continued overland to all the great kingdoms of the south (though details of these lands are a mystery).

Soon the growing city became a tributary of Baladiltyla, a city great in oral histories but no longer in existence, sometimes associated with some old ruins outside of the village of Videha, which is itself associated with the intellectual achievements of a "Kuras empire" and is the center of ruins of another sort entirely. Baladiltyla was the birthplace of Rhadreynak, the warrior king who nearly exterminated the Deceivers in antiquity and who harried the handful of survivors into burying their sacred texts, the Books of the Dead, in that same cavern where Murgen, Croaker, and the rest of the Captured would lay entombed. In time, though, Taglios gained its independence from the dead city of Baladiltyla, and became its own principality.

Situated a ways upriver from the coast, and straddling the Great River as it snaked between a half-dozen low hills, Taglios was already a monster city by the time Croaker and the Black Company arrived. Taglios is in fact two cities, with the larger, Taglios, surrounding the older Trogo. Taglios grew outwards instead of upward and with little regard to planning. All around it stood satellite communities like suburbs, such as the river port town, Maheranga. Every few years, the ever-expanding metropolis swallows up these communities, until the Protector, and later the Great General Mogaba, surrounded the city with a heavily defensible wall. In any event, with vast size come vast problems. The density of the people makes the place a stinking morass of unwashed humanity. Without the rains to cleanse the streets, the city would have long been overtaken by the endemic cholera and smallpox that festers among the poor. Leprosy also exists here, and the lepers give new meaning to despair.

For as long as any can remember, Taglios's power center has always been contested since the fall of Baladiltyla, torn between the Prince and the cults. Three major religions, each with splinters, factions, and subcults wielded absolute authority over the populace, whipping the commoners into a religious fervor when it suited their cults' needs. Even if they did not control the people, the intrigues between the various factions could unravel the delicate balance of the state.

With the Black Company's arrival, the power balance tipped towards the northerners as Croaker took over control of the Principality to facilitate the war effort against the southern Shadowmasters. Control over Taglios was bitterly contested, as the cults undermined the Dictator's efforts for mobilization, while the Prince and his sister, the nominal rulers of the city, played the priests against the mercenaries so they themselves could retain some semblance of authority. Even after Croaker fell in battle, Lady stepped up to take control over the Black Company's interests. Power would shift

again, when the Black Company fell victim to Soulcatcher's trap, allowing Soulcatcher to seize control over the city and its territories. But even the power of one of the Taken could not be secure here, for Mogaba would eventually emerge as the ruler until the final battle between Taglios and the Black Company gave power to the Aridatha Singh to control.

Ambitions and power struggles aside, Taglios has a diverse and varied culture. Literally hundreds of religions claim worshippers here. Merchants from all over the south bring their goods to trade here. In fact, so good is business, every taste, every desire, every impulse can be satiated in this sprawling city.

As cosmopolitan as this city is, it holds to certain customs that can be jarring to northerners. Women have no voice in the city, and are viewed as less than property, more easily replaced than cattle. Women who gain power do so in the shadows, through men they can influence or manipulate. Gunni women who lose their men are expected to commit suttee, a custom demanding that they throw themselves on the funeral pyre, called a ghat. This Gunni custom is as old as Taglios, and upheld by force of law.

Though Taglios appears sprawling and chaotic, it does have divisions and neighborhoods, though there are far too many to count. Each district surrounds a central square that serves as a market or as a gathering place. Two of the city's most famous squares include the Chandri Square, Taglios' largest and nearest to the barracks, and the Aiku Rukhadi, the Junction of Khadi, a large area with a public fountain in the center. The latter was the site of the massacre, where Lady and her archers butchered the priests in the city. The Thieves' Garden, Chor Bagan, is a notorious place to find the desperate, hungry, and wicked. There, lepers, outcasts, and disreputable types gather to exchange news, fence stolen or illegal goods, and perform just about any other illicit service imaginable.

Perhaps the most striking sight in the city is the Palace. Like the city itself, this seat of power is an enormous and chaotic jumble of seemingly random expansions and add-ons. It is a vast honeycombed labyrinthine network of rooms and corridors masking countless secret passageways. It is said that it's the only structure in Taglios where a person can walk through a door and enter a different floor. Somewhere inside the maze of chambers and halls is Smoke's Hideout, a secret room buried beneath permanent wards set to conceal its location. There, the city's infamous wizard and fire marshal hid the first two volumes of the Black Company Annals and also where he did much of his research using tomes forbidden.

Taglios also has a Great Library, resembling an ornate Gunni temple, created and bequeathed to the city by an earlier mercantile prince who was much impressed by learning, though the juxtaposition of the city's worst slums washing up against the wall enclosing the grounds can't be ignored. The building symbolizes knowledge rearing up to shed its light into the surrounding darkness of ignorance. Its pillars and walls are covered in images recalling stories both mystical and historical. While not huge, being just 90 feet on its long side and 60 feet the other way, it is still an impressive structure. Its main floor is elevated ten feet above the surrounding gardens and monuments, which themselves cap a small knoll. The building proper is tall enough that inside there is a full size hanging gallery all the way around at the level where a second floor should be, then an attic of sorts above that, plus a well-drained basement below the main floor.

The main floor is an expanse of imported marble. In neat rows stand desks and tables where the scholars work, either studying or copying decaying manuscripts, rotting thanks to the inhospitable climate. There is a certain sadness to the library, a developing air of neglect, perhaps caused by the diminishing view on scholarship by the city's leaders.

Aside from the smugglers, killers, and thieves of the Thieves' Garden, and the profusion of clerics, the city has several power groups of no little significance. The Greys, formed during the reign of the Protector, serve as both secret and overt police. The Royal Guard patrols the Palace perimeter, and functions as a small army in itself.

Contrasted to the majesty of the Palace soldiers, there are beggars everywhere. They flock to foreigners in waves. Of them, the children are the worst, having been bought and sold to slavers in the city and deliberately maimed to pull the heartstrings of visitors to the city. In exchange for their work on the streets, the children receive a few grains of food, scant shelter, and a few rags with which they may clothe themselves. Other children form gangs, such as the Kangali. These orphaned and homeless youths roam the streets in gangs of six to eight. Irreverent and dangerous, they are fearless, raiding temples, the rich, and the poor alike with no regard for the suffering they cause.

Finally, caste is extremely important in Taglios. The priests are at the top of the social classes, followed by the scholars, some of whom form a loosely associated group called the Bhadrhalok to oppose the Protector. The soldier caste follows, and then the merchant caste, followed by everyone else. Only soldiers and those of higher station are allowed to read, though many learn anyway.

The Temple of Traveler's Repose

A few miles north of the D'loc-Aloc and the Hollow Hills, there is an ancient monastery dedicated to peace and learning. A lightly fortified compound, it covers about 100 acres on a low hill, surrounded by a thin wall no taller than 10-feet high. At some parts of the adobe walls, there are catwalks to look out onto the countryside, tall hills to the north, and a line of odd, steep, rounded hills, the Shaggy Hills, a few miles to the south. Stands of trees, filled with scruffy oaks with small brittle sharp pointed leaves dot the landscape.

Older than most structures in the world, it is believed the Temple stood for nearly 2,000 years before the Limper destroyed it in his mad race south. Those visiting the Temple feel a powerful sense of safety and belonging. This sense came from the powerful magic warding it. Inside, the halls were narrow and stairs were steep, leading to deep cellars. The highest part of the compound was in the southwest corner, where a small spring provided water and its bed was of exceptionally fine potter's clay.

Thresh (Large Town)

Situated above the Third Cataract, Thresh is a snake's nest of gloom. Held hostage by the river pirates who blocked all trade between the north and the south, the people were desperate for anything to open the river again to trade.

Vejagedhya (Small Town)

This town, once holding nearly a thousand people sits empty near the Main River on the north bank. The inhabitants fled during the Shadowmaster wars. Croaker decided to make the town his headquarters, but later abandoned it when it proved it would not be useful.

Minor Cities

The Black Company novels cite the existence of several cities by name but offer little to no detail about them, such as who lives there, the layout of the city, who rules and so on. The following cities are grouped according to their mention in the novels.

Cities beyond the Imperial Border: Croaker mentions passing through these cities: Kale, Fratter, Grey, and Weeks. The Black Company served in some and fought against others.

Cities mentioned in the Annals and remembered by One-Eye: Beyond the first few cities outside of the Empire are several cities that are so old, only the Annals and One-Eye recalled them. They include Boros, Teries, Viege, and Ha-jah.

Cities Beyond the Annals and Company Memories: Further south still were cities that not even the Annals Croaker had and those he discovered in the Temple of the Traveler's Repose didn't mention. These cities includes Tire, Raxle, Slight, Nab, and Nod. Dadiz, another small town, stood 18 miles north of the First Cataract, and Catorce, another town, lay just south of the First Cataract.

Shadowlands

All of the lands south of the Main River are called the Shadowlands, named for Shadowmaster conquerors. The people in these lands share the Taglian tongue and ethnicities of those in Taglios and the principalities north of the river, though Taglians generally see them as a separate people. The Black Company under its various leaders liberated much of these lands during the wars against the Shadowmasters, pushing the enemy armies further and further south, until by the time of Mogaba, the entirety of the Shadowlands fell under the rule of Taglios, all under the name of the Protectorate.

The Dandha Presh, a large mountain range, divides the domain into two regions. To the west there is a great desert called the Shindai Kus, which dominates a huge section of land all along the coastline to the western sea. South of the desert and west of Kiaulune, the land is richly cultivated, its agriculture is extremely orderly, communal, making the most efficient use of man, animal, and equipment, thanks to one of Longshadow's experiments which was prompted by the poor productivity of the lands under his control. Each region was laid out in a circle around a central manor with hamlets and single dwellings strung out along the spoke of wheels. The ground between was left wild, possibly to support game, timber, charcoal, and wildlife.

Geography

Dhanda Presh

These dark gray-indigo mountains form the northern border of the Shindai Kus (see page 47). Branching north and east from the western coast, where they form small islands out in the ocean, they become rougher as they swerve to form the eastern edge of the Taglian territories. East of Shindai Kus, these mountains are impassable except through the high pass at the Plain of Charandaprash.

Grove of Doom

About seven days north of Dejagore is a large unnamed forest that hides a place sacred to the Children of Kina. Supposedly, it is the site of where the Black Company of antiquity killed 100,000 prisoners of war, sacrificing them to their dark goddess Kina. Though this never occurred, or at least members of the Black Company were not the culprits, the psychic stain on this place persisted for hundreds of years. Called the Grove of Doom, it is like an island outside of the world, dark and depressing, bleak to all but those who worshipped the dark goddess.

In the center of the grove is a temple, though it is rarely in good repair. So buried is it in creepers, it's barely recognizable for what it is. The architects who first erected this unholy place reflected the dreams sent by Kina and recreated these nightmarish images in stone. This place has a dark aura, both psychic and physical, of screams and pain.

The Deceivers made pilgrimages here for their various festivals. During these times, the temple changed inside. Fires burned around the perimeter. A huge idol materialized, representing Kina, loaded with gold, silver, and gemstones. Its eyes are cabochon rubies, and its fangs crystal.

The Grove of Doom has an unusual tenacity for staying despite the frequent attempts to destroy it. Since its creation, it has been burned, dismantled, buried, sealed, and violated. But in time, the temple in the grove somehow reestablishes itself. It longevity is a testament either to the dedication of the Deceivers or the will of Kina, and in either case, the grove maintains its unsettling aura.

Lake Tanji

At the foot of the northern face of the Dandha Presh lies a large and beautiful lake. It stretches for miles, dwindling far to the west and crowded by steep hills to the east. On the opposite shore, the mountains seemed to rise up from the water. It is a vast sprawl of indigo beauty reflecting the peaks above.

Naghir River

This minor river runs south of Dejagore. Shadowspinner, one of Longshadow's peers and rivals, diverted this river to flood the plain around the Dejagore, thereby barring exit to those soldiers besieged there.

Plain of Charandaprash

The Plain of Charandaprash is the only route through the Dandha Presh. It is a stony field and the site of the first major battle between the Black Company and Longshadow. The wreckage from this battle remained in the in the plains for years after the Taglian armies clashed with the Shadowlanders. During the Protector's reign, Soulcatcher placed a small garrison here to watch traffic along this route.

Shindai Kus

The Shindai Kus is a large desert to the southwest of Taglios. Beyond it, to the east, stretched the Ocean. Beginning in the Shindai Kus, running east and curving northward are mountains generically referred to as the Dandha Presh. This terrible desert fills a vast chunk of land between the north and south of the Shadowlands. Near the coast, the desert was golden sand, but further in its interior, it was a dry and cracked landscape, blisteringly hot and bereft of moisture.

Shadowlands Fortresses, Provinces & Cities

Dejagore (Large City)

Dejagore, known also as Stormgard and Jaicur, was the largest city south of the Main River, some 200 miles down the muddy roads. A walled city, it underwent heavy renovation after Stormshadow (Stormbringer) conquered it, making it her headquarters. Around the city was a plain as flat as a tabletop nearly a mile in all direction. Clustered around this tame area were terraced hills with irrigation canals to support the vineyards.

Crossing the plain were four roads, each on a cardinal point and each leading to a different gate. There, nasty barbicans and towers loomed overhead, and additional towers stood along the 40-foot tall walls so archers could lay enfilading fire along its face. Inside the city, a great citadel towered over the entire city. There, Stormshadow, and later Mogaba, ruled.

Dejagore had several neighborhoods, each connected by tight and narrow roads, made so to the advantage of the defenders. With the high walls, impenetrable fortress, and the defensible infrastructure, Dejagore was one of the keys to holding the south. Consequently, this city suffered heavily from frequent battles, first from Stormshadow's conquest, later from the Black Company, then from Mogaba's occupation, and finally, with Sleepy returning to liberate it. As a result of the battles, shallow mass graves marred the fields around the city, only to be later flooded when the Shadowmaster diverted a river to flood the plain and the city. The long siege turned this city into a stinking charnel house with the dead stacked like cordwood, or floating like macabre islands when the city flooded.

In the years following the wars, Dejagore became an entirely new city. Each gate reopened, though the road shifted to the west of the city, rendering all but the west gate worthless. Despite the renovations, the Black Company easily conquered it when they returned from the Land of Unknown Shadows.

New Dhar (Small Town)

Built on top of the ruins of Old Dhar, razed for resisting the Shadowmasters during their conquest of the deep south, New Dhar was a quiet and frightened place. After dark, all retreated indoors for fear of the shadows that leaked from the faulty Shadowgate near Overlook.

Overlook

Longshadow's gargantuan fortress, Overlook was never fully completed, and it was only two-thirds complete after 17 years of constant construction. Overlook was the last bastion in the south before the Glittering Plain. It dwarfed every human construct, including the Tower at Charm. Its construction was the main industry of Kiaulune, whose builders worked round the clock to complete it. The outer walls reared a hundred or more feet high, and brass, silver, and gold sigils shone on steel plates sheathing the stone of the wall's face to anchor defensive spells. Battalions of workmen did nothing but polish them. More than anything, Longshadow feared the shadows of the Glittering Plain, so he did everything he could to create a fortress impregnable against invasion by the life draining horrors from beyond the shadowgate. As shadows feared the light, Longshadow erected crystal topped towers every 70 feet along Overlook's wall. Within each, there was a large curved mirror to reflect the fires lit within and cast beams of light onto the Plain, the shadowgate, and the lands all around. For all of its majesty, it was a dank and nasty place, with all sorts of foul things lurking in its shadows.

Shadowcatch (Large City)

Shadowcatch, or Kiaulune, was an old city, forever in the shadow of the looming Glittering Plain. It was once a repository of ancient lore, but Longshadow plundered it shortly after coming into this world. The Shadowmaster plundered every vault, every library, every temple in search of any esoteric tidbit containing even the smallest fact about the Plain, the gate, and anything else having to do with sorcery. Conquered, its main industry transformed from a center of enlightenment to the construction of the vast fortress Overlook. The people there were broken, spiritless, and without hope.

Kiaulune struggled to meet the demands set by the Shadowmaster, giving more and more of their lives to see the fruition of the mad wizard's vision. However, when the earthquakes ripped through the south, it was Shadowcatch that took the brunt of the damage. Kiaulune became plain hell. Famine and disease claimed nearly everyone not killed outright by the earthquake. Refugees established themselves in the shadow of the fortress, and those people replaced the lost workers building Overlook. After, progress on the great fortress slowed, and the people made little headway into finishing the fortress, and in fact, it would never be completed, for after the Black Company conquered it Soulcatcher came and leveled it to eradicate the surviving mercenaries who fought against Mogaba.

Even years later, Kiaulune never fully recovered. The land around the ruins became a haven for exiles and undesirables. Soulcatcher established a small garrison to watch the Shadowgate for the return of the Black Company. Those people, in turn, established a new community called New Town, though this place was little more than a ramshackle collection of shacks made from the ruins of the old city.

The Shadowgate

An old road runs from Shadowcatch past Overlook and up a boulder-strewn slope. What made this road strange was that it led nowhere, just up a slope into a broad and empty plain. Weirder still, it looked like no one had used it ever. Still, despite it's great age, it remained clearly defined. Only a few stubborn hardy weeds took root there. Except for one small

slide up the hill, no rocks seemed willing to remain on the road's surface. Bisecting the road was an invisible gate that gave off a sense of coldness, its borders indistinguishable from the surrounding plain. Just before the gate, one could just see a pen stroke of polished darkness meandering down what once had been a road, but concealed by dirt and fallen stone.

This gate connected the world of the Black Company to the Plain of Glittering Stone, which acted as a nexus for sixteen worlds. Passage through the gate was nearly impossible without a Key such as the *lance of passion* or the Nyueng Bao relic. Most gates on the Plain of Glittering Stone have long since collapsed, forever cutting off those worlds to others. The one connecting to *The Black Company Campaign Setting* was badly damaged by Longshadow's meddling, but he embedded his true name into the ward, somewhat closing it off, but not enough to prevent the occasional shadow from slipping through. These denizens of the Plain, foul life hating shadows, attack the living with ruthless tenacity. As most people lack the tools to destroy a shadow, a full invasion can spell the end of the world.

A shadowgate has a Hardness of 10 and 600 hit points. A character who learns the process of sealing a shadowgate—the information can be found in a rare tome hidden in the Land of Unknown Shadows—can seal a shadowgate, barring entry to all without a Key by succeeding a DC 25 Wisdom check. Alternatively, a wizard can substitute the Wisdom check with a successful Magic Use check. Closing the shadowgate takes (1d6 × 6 minutes) – a number of minutes equal to the caster's Wisdom score, to a minimum of one minute.

Without this knowledge, a spellcaster can make a haphazard attempt to seal the shadowgate. Such an attempt requires a DC 50 Magic Use check and an expenditure of 4 points of Spell Energy. The spellcaster can weave his name into the binding, adding his caster level to the Magic Use check. However, if the spellcaster is Named, the repair loses its power. Sealed shadowgates, in addition to their normal features, rebound damaging spell effects onto their caster, dealing maximum damage without a saving throw.

Shadowlight (Large City)

Shadowlight, once called Tragevec, served as the Shadowmasters meeting place before Croaker led the Taglian armies against the Shadowlands. The people there resented the Shadowmasters' oppressive rule and so did not resist the Black Company when they liberated it. Always prosperous, even after the series of devastating earthquakes all but leveled Kiaulune, Shadowlight was perhaps the wealthiest of all the cities south of Dejagore. The land south of Shadowlight rose and became gorsy, stony, and wrinkled. Snow lurked wherever sunlight seldom fell. Fruit and other trees grew in scattered stands in the nearby hills.

Stronghold at Nijha

Somewhere south of Dejagore was a small stronghold, little more than a glorified remount station. Situated in the highlands, likely the hills south of Dejagore, the Black Company used this fortress as a base to recoup before their thrust north against Soulcatcher during Sleepy's command.

Minor Places of Note

The Shadowmasters first conquered Pityus, a city some 400 miles southeast of Taglios. Narayan Singh's hometown, location uncertain, was a place called Gondowar. It likely lay near Dejagore. One-Eye mentions in his brief Annal entry the following cities as captured by the Black Company: Ranji, Ghoja, Cantile, Bhakur, Danjil, Medlermhai, Forngaw, High Nangel, Silure, Balichore—which lay west of Gharhawnes, Melopil, Rani Orthal, Thruthelwar, Prehbehlbed, and Praiphurbed. Blade led a force against the Prahbrindrah Drah in Asharan. Gharhawnes was a small backwater village the Black Company seized from a number of regional nobles and priests during their return from the Shadowgate. It was an overlarge keep, with a warren of halls and rooms where people lived, worked, and ran their shops.

Worlds Beyond

The Plain of Glittering Stone opens *The Black Company Campaign Setting* to endless possibilities. At the GM's option, players can explore new worlds, distant realms, each with their own nations, politics, and struggles. Moreover, the Glittering Plain allows players to use characters from other fantasy campaign settings perhaps importing a divine offspring charioteer from Green Ronin's *Trojan War*, or a Levite Priest from *Testament*, or a drow assassin from the depths of the underworld, or even a party of dwarves who somehow lost their way only to appear in a strange and alien world. Alternatively, the Glittering Stone expands a campaign's option to give characters new lands to explore, new nations to conquer, all while retaining the atmosphere of the novels. For more suggestions on incorporating the Glittering Stone option, see **Chapter Eleven: Black Company Campaigns**.

The Plain of Glittering Stone

Beyond the Fortress of Overlook is a flat expanse of shimmering land. White as the corpse of an old dead sea, it is quiet during the day, coming to life only at night when the shadows emerged from their hiding places to hunt for the living. Scattered across the plain are isolated pillars looking like forgotten supports for the sky. Each pillar shines with gleaming golden characters flashing oddly in strange patterns.

A person can cross the plain as if it were any other land, however if an individual enters the shadowgate (see page 47), they see a thin black line that begins at the gate and travels along the road onto the bleak plain. Passing through the gate transports the traveler to the actual Glittering Plain, which exists simultaneously in all sixteen worlds. The dimly visible black line widens as the slope rises, and at the top of the slope, the jet path become a wide and perfectly preserved road curving gently off into a region of tall, square pillars, each of which glistening as though splashed with polished gold coins. To either side of the road the plain consists of dark grey basaltic stone cut smooth, showing only the slightest evidence of aging. Nothing grows on the Plain.

Beyond the stones stands a distant fortress. After about a day of walking, the road widens to form a circular place with a hole on its opposite side, just wide enough to fit the key used to bypass the shadowgate. The road itself forms a boundary, protecting travelers from shadows on the plain. A fireball can breach the barrier allowing shadows to enter the road. Also, the barrier is permeable, for when it rains, water passes through and collects in shallow depressions in the road. All roads leading into each circle are equally well defined. Each was a glimmering ruler stroke running off to glowing domes in the distant. Of all those roads and domes, though, only those to the north-south trace seem to be fully alive.

The Plain is an unusual place. It tolerates nothing alien except corpses. It also repairs itself. If an earthquakes from one world tears rents in the ground, the Plain repairs itself in time. Another oddity is that one can only travel to another world by walking the roads. Those who flying above the routes are contained by their own reality. Birds can fly over the plain, but are only visible to those from their world. If a flyer travels over the shadowgate and crosses the plain, he comes out on the other side, at no risk of entering another world. If a person desired to get off the plain and go into another world, they have to come onto it through their shadowgate, and leave it through another shadowgate, walking the roads in between.

At the end of each road is a shadowgate that opens onto another world—or at least did at one time. Four gates are still somewhat active and the

one to the World of the Black Company was badly damaged. One of the gates traveled to the Land of the Voroshk, reopened when the forvalaka passed through it, while another, directly across from the World of the Black Company, led to the Land of Unknown Shadows. The fourth gate's destination is unknown.

From a half mile above the plain, the entire region resembles the floor on the inside of the Fortress with No Name (see following). Color blooms across it all, as each of the sixteen sectors centered on the shadowgate has its own weather, season, and time of day.

The Fortress with No Name

At the center of the Plain of Glittering Stone and somewhat elevated above it is a huge fortress, constructed of a blackish basaltic stone darker than the surrounding land. When the Black Company first entered it, it was in a bad state of repair, damaged by the same earthquakes that created the 3-foot wide crack in the ground in front of it. Farther away, part of the fortress wall collapsed and poured into the gap. The stone looked freshly fallen, but there were a couple of older falls too. The gate was broken and twisted and hung on a single huge hinge. A big crack in the masonry indicated the damage was caused by earthquakes too. Just beyond the gates, there was a hall of sorts that led to fortress' interior.

Inside, every vertical surface consisted of the same decomposing basalt. The inner fortress was so huge it rivaled Overlook and the Palace in Taglios. In the main building, there was a dark room, with a pit in the center glowing with scarlet light. Also in the room was a big wooden throne tipped over on its side. The throne and body were poised over the abyss. Silver knives pinned a humanoid body to the throne. The creature was the demon-golem Shivetya, the custodian of the Plain.

When righted, Shivetya's throne rested atop a circular elevation positioned at the heart of an intermediate raised circle just over 20 yards across. This circle is almost exactly 1/80th of the diameter of the plain, and the raised part where the demon's throne once sat was 1/80th the size of the fortress. Through the center of the disk there was a great crack crosses the room where it ended in another collapsed part of a wall.

On the opposite side of the room, stairs descended adjacent to the wall through a rectangular hole in the floor, roughly parallel to the outer wall, and away from the crack in the floor. There was no handrail. After about twenty steps down, there was a landing measuring roughly eight feet by eight feet. The descending steps led off from the right, and the flight seemed to go down forever. Faint light crept up the steps, just strong enough to see dimly. Though the stairwell continued down in a specific general direction, it tended to meander from side to side of a straight line. The lands continued every twenty steps to offer a place to rest.

Where stairway drifted to the right, it caught up with the chasm created by the earthquakes that leveled Kiaulune. There was only half a stair there and it hung in the face of a cliff, dropping down to an abyss. Reddish-orange light illuminated the area from below. These stairs led down to the vault beneath the Fortress, and among them were several treasure vaults and the weird Caves of Ice.

Much of the damage to the Fortress repaired itself over the years. In fact, the Fortress was nearly intact by the time Suvrin led the Black Company back to the Land of Unknown Shadows. The only part of the structure that never repaired itself was a hole through the center of the roof.

Caves of Ice

An age before the appearance of the Free Companies, desperate hunted followers of Kina hid the goddess' holy books, the Books of the Dead, here, concealing them from the murderous warlord Rhadreynak who hunted them across the worlds. The Caves of Ice, sometimes called the Golden Caverns or the Caves of the Ancients, was far below Shivetya's throne room in the Fortress above. It was a place of golden caverns with spider webs of ice covering everything. Old men sat on either side of the cave, frozen in time, caught between life and death. An enchanted forest of icicles hung from the cavern roof. A bitter wind continually rushed through the cavern.

The cavern itself was about 12 feet high and wide, with a relatively flat floor, from side to side, though it gradually rose with the length of the cavern. The surface looked like ancient frozen mud covered with a layer of fine frost. A passage out of the cave led to another room where ancient followers of Kina stored the Books of the Dead.

Vault of the Books of the Dead

This large chamber's floor, ceiling, and walls are all solid ice, polished smooth by the flow of frigid water. It had a feeling of the unholy presence

of dark powers. Three books sat on lecterns, and a magical field of repulsion protected them. The field physical repelled anyone or anything touching the field, hurling them back with tremendous force. It was impervious to all magic, though a spellcaster protected with a spell effect replicating a null-field could touch the field without being thrown back. To breach the field, one must carry a Shadowgate key.

An unprotected character who touches the field must succeed on a DC 20 Reflex save or be thrown back forcibly, flying back 1d6 × 5 feet and taking 2d6 points of nonlethal damage. Objects thrown into the field receive no save and may strike the individual who threw the object (+10 ranged; 2d6 points of damage).

Kina's Vault

Beneath the Caves of Ice, the stairway continued and passed numerous side passages and caves each holding treasures and bone yards. The light from above eventually ended and the stink of the goddess became apparent. Kina's chamber was shrouded in darkness for about six steps before dim, gray-blue light, leaked forth from the translucent walls as though it were high noon just on the other side of a few feet of ice. Before Croaker and Goblin destroyed her, Kina slept here on a bier at the center of the chamber. Her form on the bier was a bit fuzzy, shrouded by illusion allowed the witness to see what he most desired. Later, the room remained intact, but was empty except for a twisted bit of metal—the remains of the *lance of passion*.

The Sixteen Worlds

The World of the Black Company is just one of sixteen possible realities touching the Plain of Glittering Stone. Of the remaining fifteen, the novels mention four are operational, with one going to the World of the Black Company, and going on to describe two: the Land of Unknown Shadows and Khatovar—the Land of the Voroshk. Of the others, the shadowgates had all collapsed and no longer functioned. However, Lisa Bowalk, escaping her captivity in the Fortress with No Name, fled through a dead gate and emerged later, so it's entirely possible for travel to occur through a dead gate. Furthermore, Tobo and others all learned how to repair shadowgates thanks to a purloined tome from Land of Unknown Shadows. At your option, these worlds may be available to explore in your campaign.

The Land of the Voroshk

The fabled world housing Khatovar, the mythical birthplace of the Twelve Free Companies, is nothing like the Black Company expected. In the old tongue, Khatovar means Khadi's Throne, the place where Khadi fell to the earth. Like all the worlds touching the Plain of Glittering Stone, this one is identical to Croaker's home world and the Land of Unknown Shadows, though it wild, lacking cultivation or much in the way of civilization. When Croaker finally crossed the gate to this world, he discovered Khatovar was not a world, but rather a dead city. It was a place where damned souls worshipped the goddess of the night until some other force cleansed the world, hunted down the Children of Kina to the last man, forever ridding the world of the stain.

Years later, an elite family of wizards called the Voroshk conquered the conquerors, eradicating all traces of the past civilizations. For generations they prospered, until the Black Company crossed the shadowgate to kill Lisa Bowalk. A squadron of Voroshk wizards came to investigate, but Croaker and his allies handily destroyed them, even taking one captive. With the Shapeshifter's apprentice dead, and a captured Voroshk, Croaker and his companions returned to the Plain, but were followed by a cadre of sorcerers, who, lacking a key, foolishly and fatally damaged their shadowgate, condemning their world to death at the hands of shadows.

While the Black Company fought the last war against Mogaba, the Voroshk struggled to save their world. Shadows poured through the rent, slaughtering every living thing they could. The losses were appalling, forcing the elders to take barbaric steps to preserve themselves. Initiating breeding pogroms, they worked rapidly to rebuild their numbers to better combat the shadows. Whether or not this ploy worked, the final fate of the Land of the Voroshk is unknown.

The Land of Unknown Shadows

Another world identical to Croaker's home world, the Land of Unknown Shadows shared many of the same features, with the addition of a second moon. Even though the Land of Unknown Shadows bears many physical similarities to the Black Company's home world, its morality and culture are completely different. Hsien proper spans roughly the same territories as what were known as the Shadowlands at home when things went well for the Shadowmasters. The farther reaches to the north were more heavily populated.

Recovering from the occupation by the hated Shadowmasters, the people of this world, regardless of station, share an implacable thirst for revenge on their former masters. As a result, sorcerers have long suffered persecution at the hands of the people living here.

The lands just beyond the shadowgate fall under the control of the Hsien Empire, a land ruled by competing warlords who vie for ultimate dominance over their peers. Small conflicts break out between the various lords, but widespread war has yet to occur as no warlord seems willing to give up his advantage. Representing the various factions is the File of None, a council of the most powerful of Hsien's leaders. To protect their families, each member wears a mask and conceals his identity. Unfortunately, though the legitimate government, they have limited power.

Another governing body is the Court of All Seasons, a body of noble judges who serve as the Imperial Court in the distant city, Quang Ninh. Made up of aristocrats with even less power than the limited File of Nine, the only strength the Court of All Seasons enjoy is that they serve as the moral voice of the Empire.

Perhaps the strangest aspect of this world are the Unknown Shadows themselves. Unusual creatures, they seem like they would be more at home in the Plain of Fear than on some distant world, dimensions away from the Lady's Empire. Thousands upon thousands of creatures lurk just beyond the periphery of vision, lurking at the edges of perception. Believed to be the twisted experiments of the wizards who created the shadows, the Unknown Shadows, when properly ordered, are a force to be reckoned.

Abode of Ravens

When the Black Company crossed over into this world, they sought the means to repair their shadowgate. Failing to find one immediately, they established a small community to house themselves and train new recruits while their envoys could negotiate for the knowledge they hoped to gain. Called the Abode of Ravens, it was a quiet town of broad lanes and white walls. Everything here is whitewashed as the custom of this land. Each building has thatched roofs and decorative vegetation, replete with small gardens. There is an artificial sense to everything, but with a distinct atmosphere of military discipline, all straight lines, clean and quiet. Contrasting the ordered structures is the Company headquarters, which is a two-storey sprawl at the center of town. While Sleepy was Captain, she filled it with assistants, associates and functionaries who kept track of every horseshoe nail and grain of rice. It's believed that after the last war in Taglios, Suvrin led the remnants of the Black Company here, to rebuild and plan for the future.

Khang Phi

The greatest monastery in Hsien, and the center of learning and spirituality, Khang Phi is a place dedicated to the preservation of knowledge. Khang Phi was the oldest repository of knowledge and wisdom in the land, even surviving the Shadowmasters during their terrible reign. Built against the face of a mountain, to reach it, one has to climb a thousand whitewashed steps into the permanent clouds surrounding the place. It is so high, the topmost structures are shrouded by clouds.

Part II: Character Creation

Chapter Three: Character Backgrounds

The common adventurer as depicted in traditional fantasy settings, those individuals driven to fight for the good, seek out lost caverns or cities, slay dragons, or save the princesses, are uncommon in *The Black Company Campaign Setting*. In fact, they're not likely to exist at all. Characters rarely emerge from the morass of society to take arms for some esoteric principle like honor, justice, love, or beauty. Moreover, most people are content to make a life through modest means, such as labor, or if noble, through the labor of others. Of those people, fate, circumstance, accident, and rarely dissatisfaction force them to leave their old lives behind, to become a mercenary, a soldier, a wizard, or a scholar, to become more than one of the faceless masses populating the world. These people are the "adventurers" of *The Black Company Campaign Setting*, and they are just as likely to be thieves or murderers as they are to be honorable soldiers or ambitious sorcerers.

Backgrounds

Instead of selecting a race (as there are only humans in this world), a starting character selects a background to reflects his life prior to becoming an adventurer. Backgrounds are the vestiges of former lives, reflecting the set of experiences and inclinations shaping the characters future. Like racial selection in other games, backgrounds help to distinguish characters of identical classes, more so than feat or skill selections. A fighter who was once a healer is fundamentally different from a fighter who was a noble or even a magician's apprentice for that matter.

Mechanically speaking, backgrounds narrow the focus of the bonus feat and skill point selections, assisting you in defining your character's history and natural inclinations, while encouraging a good foundation for roleplaying. When creating a new character, select or roll randomly for one background from any of those included in this chapter. A background always offers four skills in which you may place your bonus skill points. For each level gained above 1st, the background grants one additional skill point to put towards one of your background skills. A background also provides a choice of two bonus feats. Select one at first level. Finally, each background provides a special advantage to offset your reduced options. The background format follows.

We all have our pasts.

—The Black Company

Background Name: This is a description of the background.

Skills: This section lists the skills in which the character may divide his four bonus skill points. Skills listed here are always class skills for this character.

Bonus Feat: This section presents two starting bonus feat options from either **Chapter Six: Feats** or those listed in the *PHB*. Select one.

Background Trait: This section describes any special rules governing the background and any other mechanical changes to the character.

Favored Class: This section describes the character's favored class. A character's favored class does not count against her when determining experience point penalties for multiclassing.

Special: This section defines any special restrictions required for play.

Iconic Characters: This last section lists example characters from the novels of the Black Company, some are obscure and some well known. For more information on these characters consult **Chapter Thirteen: Characters** and the **Appendix: The Black Company Roster** on page 233 and 302 respectively.

Races and Nationalities

The Black Company Campaign Setting assumes there are no physical or mental differences between the various races of humans. A Nyueng Bao and a northern Imperial have identical physical characteristics. On the other hand, nationalities and ethnicities may affect religious attitudes and social outlook. For more details on the subtle differences between ethnicity, race, and region see **Chapter Seven: Description**.

All characters in *The Black Company Campaign Setting* have the following racial traits.

- Medium Size
- Base land speed is 30 feet.
- Automatic Language: Native tongue (Speak only). Bonus Languages: Any (see **Speak Language** in **Chapter Five: Skills** for details).

Aristocrat

You were a member of the elite social ranks of your society.

Skills: You gain 4 skill points to divide as you wish among Diplomacy, Intimidate, Knowledge (nobility & royalty), and Sense Motive. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Negotiator or Skill Focus (any one of your Background Skills) as a bonus feat.
Background Trait: You are wealthy. Gain 100 sp. You must spend at least 50 sp during character generation. In addition, you may speak one additional language fluently, and gain a +1 competence bonus on Knowledge (nobility and royalty) skill checks.
Favored Class: Noble.
Iconic Character: Lady, the Radisha Drah, Raven.

Table 3–1: Random Backgrounds

Roll	Background
01-02	Aristocrat
03-07	Beggar
08-10	Bureaucrat
11-22	Commoner
23-28	Criminal
29-30	Engineer
31-35	Entertainer
36-40	Fugitive
41-45	Hermit
46-50	Hunter
51-53	Magician's Apprentice
54-58	Merchant
59-60	Officer
61-64	Physician
65-68	Priest
69-72	Prostitute
73-76	Sailor
77-79	Scholar
80-85	Soldier
86-90	Smuggler
91-95	Thug
96-97	Tomb Robber
98-00	Tribesman

Beggar

You lived on the streets amongst the worst of humanity, relying on charity or your thieving skills to survive.

Skills: You gain 4 skill points to divide as you wish among Bluff, Knowledge (local), Profession (beggar), and Survival. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Deceitful or Toughness as a bonus feat.
Background Trait: You are street smart and hardy. You gain a +1 bonus to Fortitude saves and a +1 competence bonus to Knowledge (local) and Profession (beggar) skill checks.
Favored Class: Thief.
Iconic Character: Asa, Wheezer.

Bureaucrat

You were an official in your city or nation's government.

Skills: You gain 4 skill points to divide as you wish among Gather Information, Knowledge (local), and Knowledge (nobility & royalty), and Speak Language. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Investigator or Skill Focus (any of your Background skills) as a bonus feat.
Background Trait: You gain a well-placed contact in your home city's government. This NPC is always Friendly. This contact can help you with tasks, information, or even a loan if you improve his attitude to Helpful. Your GM may assign a higher DC, based on the nature of the requested favor. Once your contact assists you, her attitude returns to Friendly. Each additional time beyond the first that you call on your contact for a favor within a month, the contact's starting attitude drops a step to Indifferent, Unfriendly, and finally Hostile. If your contact's attitude becomes Unfriendly or worse, you must succeed a DC 25 Diplomacy or Intimidate check to improve their attitude to Friendly, or you lose this background trait. You may not retry this last check. The contact gained from this background can be an Aristocrat, Commoner, Expert, or Warrior, and her character level equals yours –2.
Favored Class: Noble.
Iconic Character: Hagradon, Smoke.

Commoner

You were a farmer, artisan, or laborer.

Skills: You gain 4 skill points to divide as you wish among Craft, Handle Animal, Profession, and Ride. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.

Bonus Feat: You gain either Endurance or Skill Focus (any Craft or Profession) as a bonus feat.
Background Trait: You are more productive in your Craft or Profession. When making skill checks in Craft in which you have ranks, you produce +25% in cp in a week. For example, a character makes a Craft check once per week. If he succeeds, he multiplies the Craft check result by the DC. So, manufacturing a longbow has a Craft DC of 12 and a longbow costs 20 sp. Your total craft check is 15. Multiplying the result by the DC generates 180 cp. With this ability, you generate 45 additional cp, for 225 cp total, or 22.5 sp. In addition, when making a Profession check to practice your trade, you earn your Profession check in cp instead of half of the check.
Favored Class: Any class.
Iconic Characters: Murgen, Case, Pawnbroker.

Con Artist

You are a charlatan, profiting by defrauding and taking advantage of others.

Skills: You gain 4 skill points to divide as you wish among Bluff, Disguise, Sense Motive, and Sleight of Hand. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Deceitful or Persuasive as a bonus feat.
Background Trait: You are slick negotiator. When trying to sell something, and if you beat your opponent's Sense Motive check with a Bluff check, you sell the item for 75% of normal price instead of 50%. Also, you gain a +1 competence bonus to all Bluff and Sense Motive skill checks.
Favored Class: Thief.
Iconic Characters: One-Eye, Tom-Tom.

Criminal

You were a smalltime criminal, perhaps a cutpurse, swindler, or burglar.

Skills: You gain 4 skill points to divide as you wish among Hide, Intimidate, Move Silently, and Sleight of Hand. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Deceitful or Stealthy as a bonus feat.
Background Trait: You are quick with your hands. Sleight of Hand checks are move actions for you. In addition, if you try to use this skill as a free action, you take a –10 penalty on the check instead of –20. Finally, you gain a +2 bonus to Initiative checks.
Favored Class: Thief.
Iconic Characters: Smeds Stahl, Big Bucket.

Engineer

You know all there is to know about construction and invention.

Skills: You gain 4 bonus skill points to divide as you wish among Craft (any one), Disable Device, Knowledge (architecture & engineering), and Profession (siege engineer). Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Nimble or Skill Focus (any background skill) as a bonus feat.
Background Trait: You are adept at dismantling and rebuilding just about anything you come across. You may make a Disable Device check to disable a simple device as a standard action, and an intricate or complex device in 1d3 rounds. In addition, you gain a +1 competence bonus to all Craft and Disable Devise skill checks.
Favored Class: Scout.
Iconic Character: Cletus, Loftus.

Entertainer

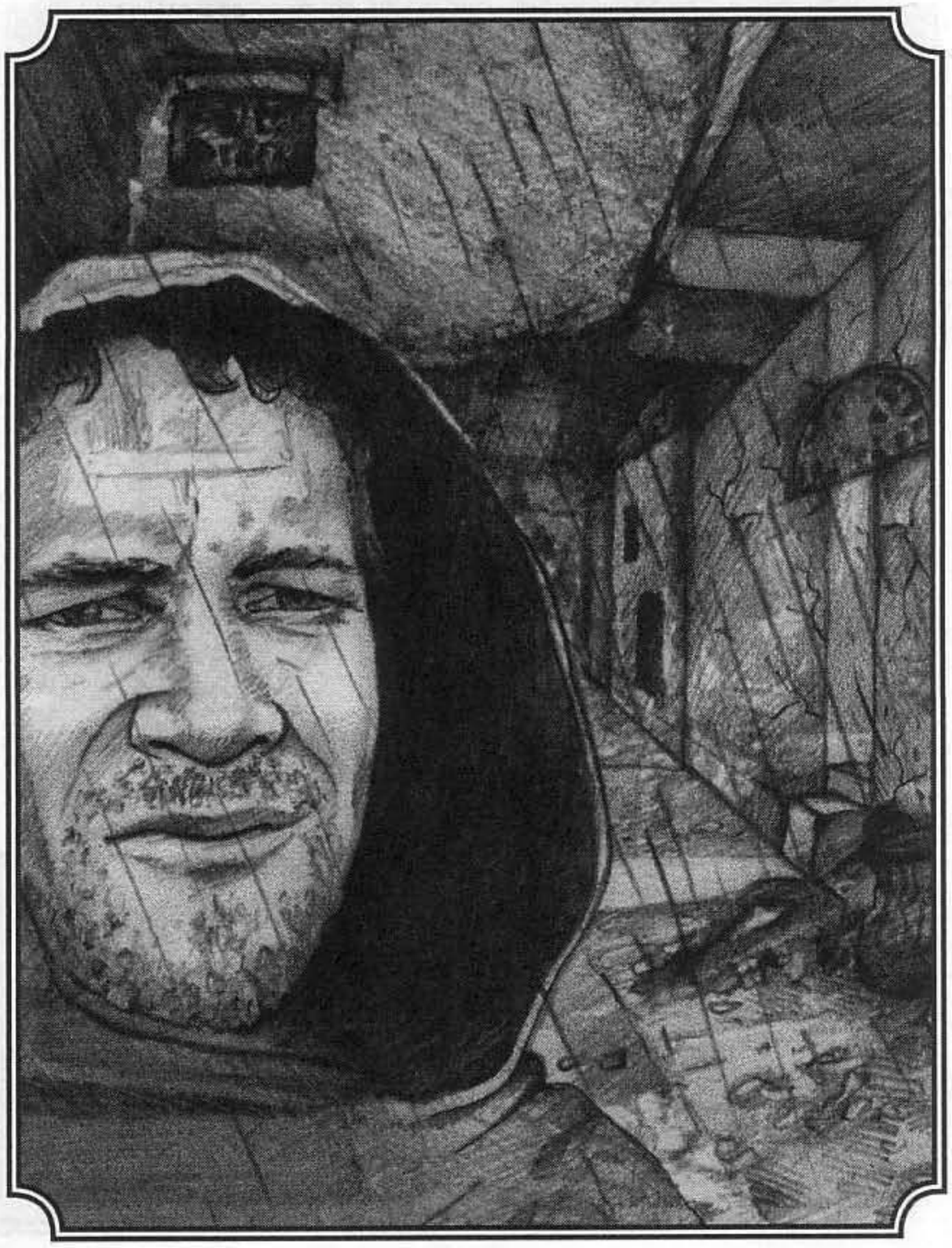
You made a living entertaining others.

Skills: You gain 4 skill points to divide as you wish among Diplomacy, Knowledge (local), and Perform (any two). Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Acrobatic or Skill Focus (any background skill) as a bonus feat.
Background Trait: You are skilled at working the crowds. When making a Perform skill check to impress an audience, you earn +50% of the indicated amount of coin. The DC increases for previous failures are reduced to 1 per previous failure. You also gain a +1 competence bonus to all background skills.
Favored Class: Jack-of-all-Trades.

Fugitive

The authorities want you for crimes you did or did not commit

Skills: You gain 4 skill points to divide as you wish among Disguise, Gather Information, Hide, and Move Silently. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Endurance or Run as a bonus feat.
Background Trait: You are skilled at getting away from your pursuers. You gain a +1 bonus to all Fortitude and Reflex saves.
Favored Class: Scout.
Iconic Characters: Sleepy.



Hermit

You lived alone, abandoning the world to live a life of study or simple isolation.

Skills: You gain 4 skill points to divide as you wish among Craft (any one), Knowledge (any one), Survival, and one other skill of your choice. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Self-Sufficient or Skill Focus (Knowledge: any one) as a bonus feat.
Background Trait: In addition, you may recall esoteric bits of information and lore by succeeding a lore check. You may make a lore check with a bonus equal to character level + Intelligence modifier to see whether you knows relevant information about history, the occult, legendary items, or noteworthy places. (If you have 5 or more ranks in Knowledge (history), you gain a +2 bonus on this check). You may not take 10 or take 20 on this check, as this sort of knowledge is random.

Hermit Esoteric Knowledge Trait

DC	Type of Knowledge
15	Common, known by at least a substantial minority—includes common legends of the local population.
25	Uncommon but available, known by only a few people—legends.
30	Obscure, known by few and hard to come by.
35	Extremely obscure, known by few, possibly forgotten by most who once knew it, maybe known only by those who do not understand the significance of the knowledge.

Favored Class: Any. When determining whether you take an experience point penalty, your highest-level class does not count.
Special: By selecting this background, you suffer a –2 penalty on all Charisma checks made when interacting with other people.
Iconic Character: Baladitya.

Hunter

You were a great hunter and tracker.

Skills: You gain 4 skill points to divide among Knowledge (nature), Listen, Spot, and Survival. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Alertness or Stealthy as a bonus feat.
Background Trait: You know the wilderness well. You may take 20 when making a Survival check to get along in the wild. You also gain a +2 competence bonus to all Knowledge (nature) and Survival skill checks.
Favored Class: Ranger.
Iconic Character: Hagop and Old Man Fish.

Magician's Apprentice

You studied under a powerful wizard in your youth.

Skills: You gain 4 skill points to divide among Concentration, Detect Magic, Magic Use, and Prestidigitation. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain Dabbler or Talent as a bonus feat.
Background Trait: You may add your Intelligence modifier to all Magic Use skills. In addition, you get a +1 bonus to Detect Magic and Prestidigitation checks.
Favored Class: Wizard.
Iconic Characters: Tobo, Shukrat, Goblin, and Silent.

Merchant

You are a shrewd businessman.

Skills: You gain 4 skill points to divide as you wish among Appraise, Bluff, Gather Information, and Sense Motive. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Diligent or Persuasive as a bonus feat.
Background Trait: You may make Appraise checks as a full-round action instead of after a full minute. In addition, you gain a +1 competence bonus to all background skills.
Favored Class: Jack-of-all-Trades.
Iconic Characters: Marron Shed, Gilbert.

Officer

You were a commander of soldiers.

Skills: You gain 4 skill points to divide as you wish among Command, Diplomacy, Intimidate, and Ride. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Iron Will or Skill Focus (Command) as a bonus feat.
Background Trait: Once per combat, you can substitute your Command check for a unit's morale check. You must be attached to this unit. See **Chapter Nine: Combat** for more details.
Favored Class: Fighter.
Iconic Characters: The Captain, Darling, Mogaba.

Physician

You are trained to repair injuries and heal.

Skills: You gain 4 skill points to divide as you wish among Concentration, Heal, Profession (herbalist), and Survival. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Self-Sufficient or Skill Focus (Heal) as a bonus feat.

Forgoing a Background

At your GMs option, you may forgo selecting a background. Instead, select four non-magic skills. These skills are always class skills for you. You must spend your initial four bonus skill points for being a human among these skills, but you may spend the additional 1 skill point for each level attained beyond 1st-level as you like, among any of your class skills. In addition, you gain 1 bonus feat. In exchange for this added flexibility, you do not gain a background trait.

Background Trait: Through advanced training in medicine and healing techniques, you can repair damage at a faster rate. When seeing to a character, you can set bones, suture lacerations, and apply a myriad of balms, unguents, and other remedies to expedite the healing process. Such care requires 1 round per point of damage dealt to the subject. You must have a clean environment and adequate supplies to tend to a subject using a physician's skills. You may convert lethal damage to nonlethal damage. At the end of the allotted time, you may make a special Heal check with results as follows.

Physician Healing Trait

Heal Check Result	Lethal Damage Converted to Nonlethal
15 or less	0
16–20	1d2
21–25	1d3
26–30	1d4
31–35	1d6
36–40	1d8
41–45	1d10
46 or higher	1d12

You may attempt this Heal check once per day per character treated. In addition, when providing long-term care (see the Heal skill in the **Chapter Four: Skills** in the *PHB*) subjects recover hit points or ability points at three times the normal rate: 3 hit points per level for a full 8 hours of rest in a day, or 6 hit points per level for each full day of complete rest; 3 ability score points for a full 8 hours of rest in a day, or 6 ability points each full day of complete rest. In addition, you can tend as many as twelve patients at a time.

Favored Class: Academician.

Iconic Characters: Croaker, Pockets.

Priest

You were an important part of a particular faith.

Skills: You gain 4 skill points to divide as you wish among Decipher Script, Diplomacy, Knowledge (history), and Knowledge (religion). Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.

Bonus Feat: You gain Iron Will or Skill Focus (any of your Background Skills) as a bonus feat.

Background Trait: You rely on the power of your conviction to get you through the worst. You gain a +2 morale bonus to all saving throws against spells and spell-like effects. In addition, you gain a +1 bonus to all background skills.

Favored Class: Academician or Zealot.

Iconic Characters: Hong Tray, Daughter of Night, Narayan Singh, Uncle Doj.

Prostitute

You sold your body for money.

Skills: You gain 4 skill points to divide among Bluff, Perform, Sense Motive, and Sleight of Hand. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.

Bonus Feat: You gain either Negotiator or Persuasive as a bonus feat.

Background Trait: You have seen it all. You ignore the sickened condition. In addition, you gain a +3 competence bonus to all saving throws made to resist disease.

Favored Class: Jack-of-all-Trades.

Iconic Characters: Sue.

Sailor

You spent most of your life at sea.

Skills: You gain 4 skill points to divide as you wish among Balance, Climb, Profession (sailor), or Use Rope. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.

Bonus Feat: You gain either Agile or Endurance as a bonus feat.

Background Trait: You have your sea legs. Gain a +2 bonus to all Dexterity-based skill checks and a +2 bonus to Initiative checks while on a boat.

Favored Class: Ranger.

Iconic Character: The Lieutenant.

Scholar

You studied at a university.

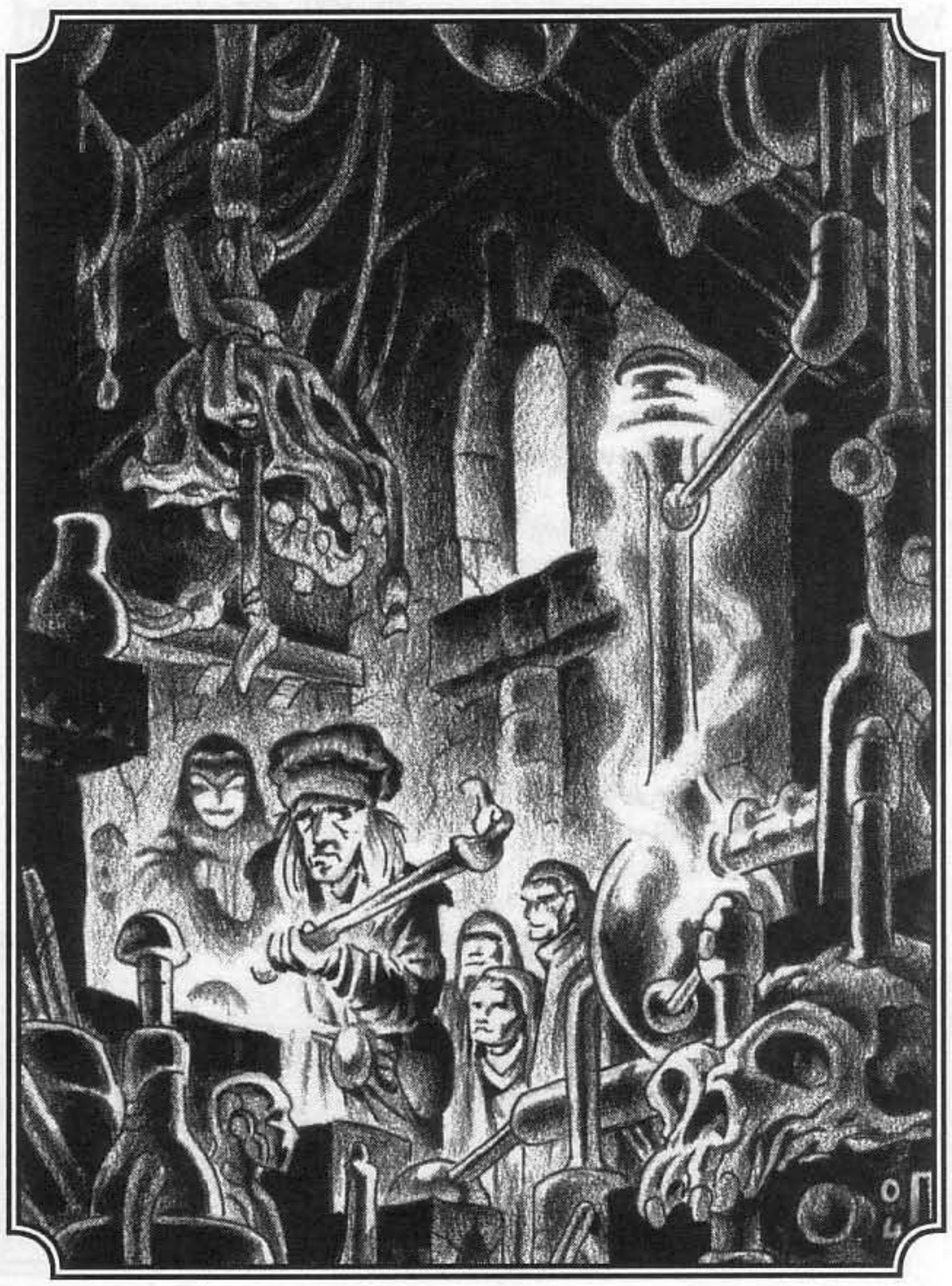
Skills: You gain 4 skill points to divide as you wish among any four Knowledge skills. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. Knowledge (all) is always a class skill for you.

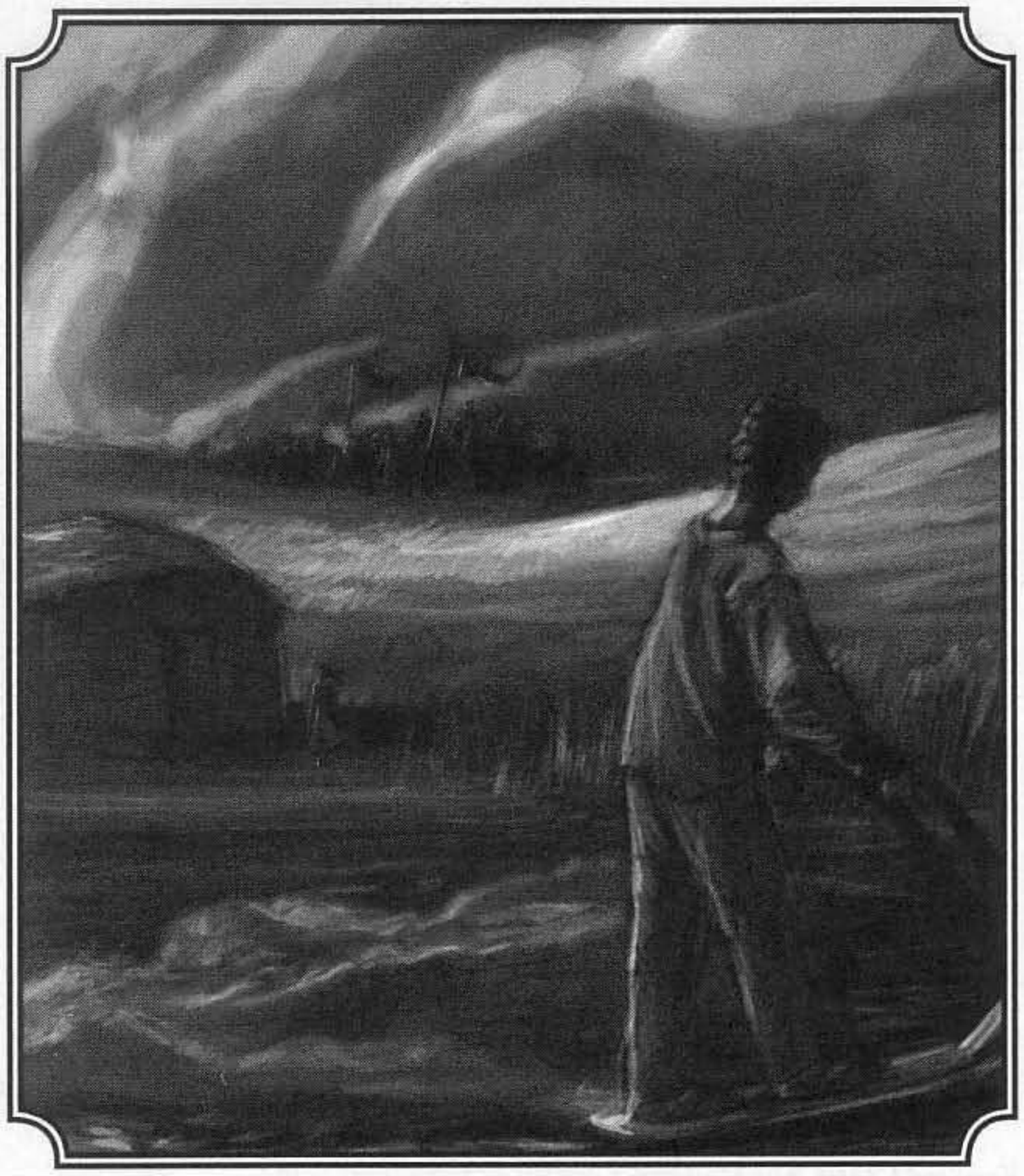
Bonus Feat: You gain either Diligent or Skill Focus (any Knowledge skill) as a bonus feat.

Background Trait: You have a firm grasp on a number of different subjects. You gain a +2 bonus on all Intelligence checks and Intelligence-based skill checks.

Favored Class: Academician.

Iconic Characters: Bomanz, Master Santaraksita.





Soldier

You were a professional soldier, working as a mercenary, rebel, Imperial, or as a guard in the service of a city-state.

Skills: You gain 4 skill points to divide as you wish among Command, Intimidate, Profession (soldier), and Survival. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain proficiency in all Martial Weapons. If you select a class already providing proficiency in these weapons, you gain Weapon Focus (in one weapon) instead.
Background Trait: You are a hardened warrior. You may demoralize foes using the Intimidate skill as a move action instead of a standard action. In addition, you gain a +2 bonus to your Initiative checks.
Favored Class: Fighter.
Iconic Characters: Elmo, Candy, Otto.

Smuggler

You were a successful smuggler, moving illegal goods to buyers.

Skills: You gain 4 skill points to divide as you wish among Appraise, Bluff, Forgery, and Sense Motive. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Alertness or Persuasive as a bonus feat.
Background Trait: You know how to make contacts in the underworld, even when away from your home city. You may use Knowledge (local) in any city you visit. In addition, you gain a +2 competence bonus to all Appraise, Bluff, and Sense Motive checks.
Favored Class: Thief.
Iconic Characters: Do Trang.

Thug

You were a killer, a brute, or a bully, capable of doing anything to get what you wanted.

Skills: You gain 4 skill points to divide as you wish among Appraise, Intimidate, Knowledge (local), and Survival. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Improved Unarmed Strike or Toughness as a bonus feat.
Background Trait: You are intimidating. You may substitute your Strength for Charisma when making Gather Information or Intimidate checks. In addition, you gain a +1 bonus to all Fortitude saves and Initiative checks.
Favored Class: Fighter.
Iconic Characters: Bullock, Count, Mercy.

Tomb Robber

You made a living plundering tombs and exploring old burial vaults.

Skills: You gain 4 skill points to divide as you wish among Appraise, Disable Device, Open Locks, and Use Rope. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Deft Hands or Nimble Fingers as a bonus feat.
Background Trait: You can get into well-protected areas with ease. You can open a lock as a standard action instead of a full round action. In addition, you gain a +1 competence bonus to all background skills.
Favored Class: Thief.

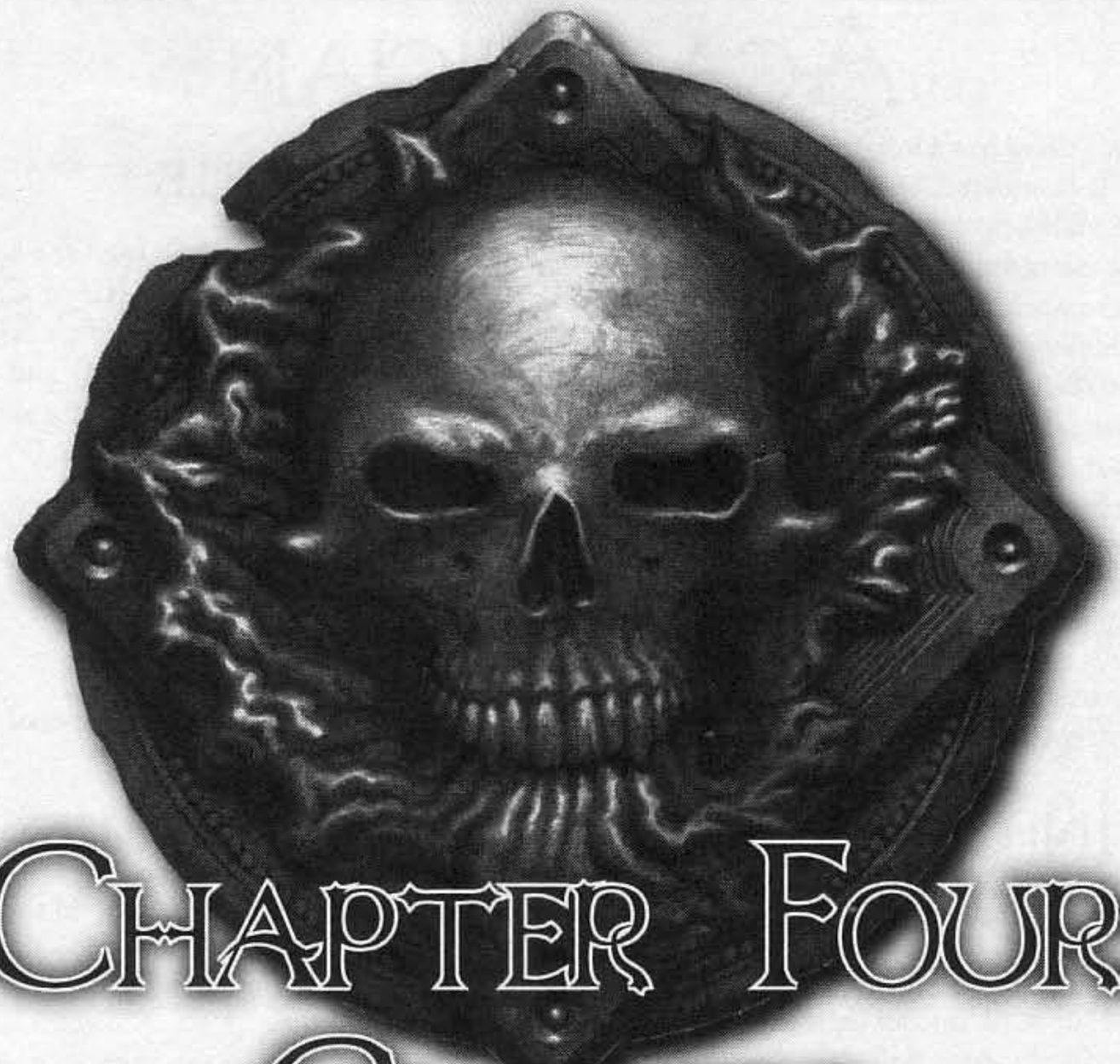
Tribesman

You come from an uncivilized people, such as from those living in the Great Forest, the Plains of Fear, or from the D'loc-Aloc Jungle.

Skills: You gain 4 skill points to divide as you wish among Hide, Move Silently, Spot, and Survival. Each level beyond 1st-level, you gain 1 additional skill point to place in any one of these skills. These are always class skills for you.
Bonus Feat: You gain either Alertness or Self-Sufficient as a bonus feat.
Background Trait: You can move through undergrowth at normal speed without suffering any other impairment and without taking damage. Magical manipulation of undergrowth still affects you. In addition, you gain a +2 insight bonus to Survival checks.
Favored Class: Ranger.
Iconic Characters: The Freak and the Geek.

Glittering Stone: Characters from Other Worlds

The Glittering Stone campaign option allows players to bring characters from other worlds into *The Black Company Campaign Setting*. If you use this option, a character's race replaces the character background. In short, characters not native to this setting do not gain a background. Their race, even if a human from Green Ronin's *Testament* for example, counts as their background.



Chapter Four: Classes

This chapter presents all of base classes available in *the Black Company Campaign Setting*. Herein are full details on all new classes like the academician, the jack-of-all-trades, zealot and more. In addition, several classes originating from the *PHB* are included here, but all have slight changes to meet the needs of this setting, and in most cases, even feature new names, such as berserker for barbarian, and thief for rogue.

Other classes found in the *PHB* are absent in this world, such as the bard, sorcerer, cleric, and others. Magic works differently here, and changes to the magic system of the core rulebooks necessitate their exclusion from play. Other classes, such as the monk, psion, psychic warrior, and paladin do not have a presence within the novels, and thereby are excluded to preserve the atmosphere of the books. Though *The Black Company Campaign Setting* employs a different set of base classes, you may still use classes from other sources albeit with some restrictions and changes. For details on incorporating other classes into this setting, consult the Glittering Stone entry at the end of chapter, on page 82.

Action Points

Several character classes in *The Black Company Campaign Setting* use action points to fuel their class abilities. Action points are a mechanism used to quantify unusual luck, to offer a statistical tool to facilitate heroics, and above all, to provide a slight advantage to a character's skills in combat or in social interaction beyond that of ordinary folks. For example, the expenditure of an action point adds 1d6 to any roll of a d20. Action points can also grant characters the ability to use feats, take extra move actions, activate class abilities, or gain special features from specific class abilities. Action points and their many uses are fully detailed in **Chapter Nine: Combat**.

Epic Levels

Though characters in the d20 system can all advance beyond 20th level using the rules, few settings expect characters to reach these vaunted levels. In *The Black Company Campaign Setting*, however, characters are not limited in their advancement and continue to improve over time. This setting utilizes the epic level rules and each class presented in this chapter has guidelines for advancing characters beyond 20th level. For more details on advancing characters to the highest levels of power, consult the *DMG* and the *Epic Level Handbook*.

NPCs and the World

The Black Company Campaign Setting employs all of the standard non-player character classes as presented in the *DMG*, except for the adept. Commoners (about 89% in any population center) form the majority of people in this world, forced to perform backbreaking labor in fields or towns and give a substantial portion of their efforts to their lords. Experts (about 5% in any population center) represent specialized common folk, like artisans, explorers, hunters, and in some cases even as street thieves. Aristocrats are the smallest segment (approximately 1% in any population center) and represent the wealthiest of people like merchants, minor nobles, or even certain officers in the service to the Lady. Warriors (3% in any population center) serve as soldiers, guards, and mercenaries. The remaining 2% includes the player character classes. Use the following guidelines for determining levels for PC classes: academician (as monk), berserker (as barbarian), fighter (as fighter), jack-of-all-trades (as bard), noble (as paladin), ranger (as ranger), scout (as sorcerer), thief (as rogue), weapon master (as paladin), wizard (as wizard), and zealot (as druid). For more information, see **Chapter Five: Campaigns** in the *DMG*.

That's what I wanted to be when I grew up. Somebody who could just stand there and look so bad people dribbled down their legs.

—The Silver Spike

Academician

The Black Company Campaign Setting has a long and colorful history of conquerors and the conquered, of ancient magic, of world travelers, hidden lore, and convoluted religions. Though most people toil as peasants in the endless drudgery on their farmsteads, eking a meager existence in one of the world's many cities as a shopkeeper or merchant, or even taking up the life of a soldier, a few, mostly among the upper class, devote themselves to the pursuit of knowledge. These privileged individuals serve as scholars, priests, or even as governmental officials. Unlike the expert, who fills these roles among the average people in the world, the academician is the best of his fellows, a skilled researcher, and a scholar without peer.

In the novels, several characters were academicians. In the Books of the North, Croaker and Bomanz both were multiclass academicians. In the Books of the South, Master Santaraksita and Baladitya were the quintessential academicians, while Sleepy was a multi-class academician.

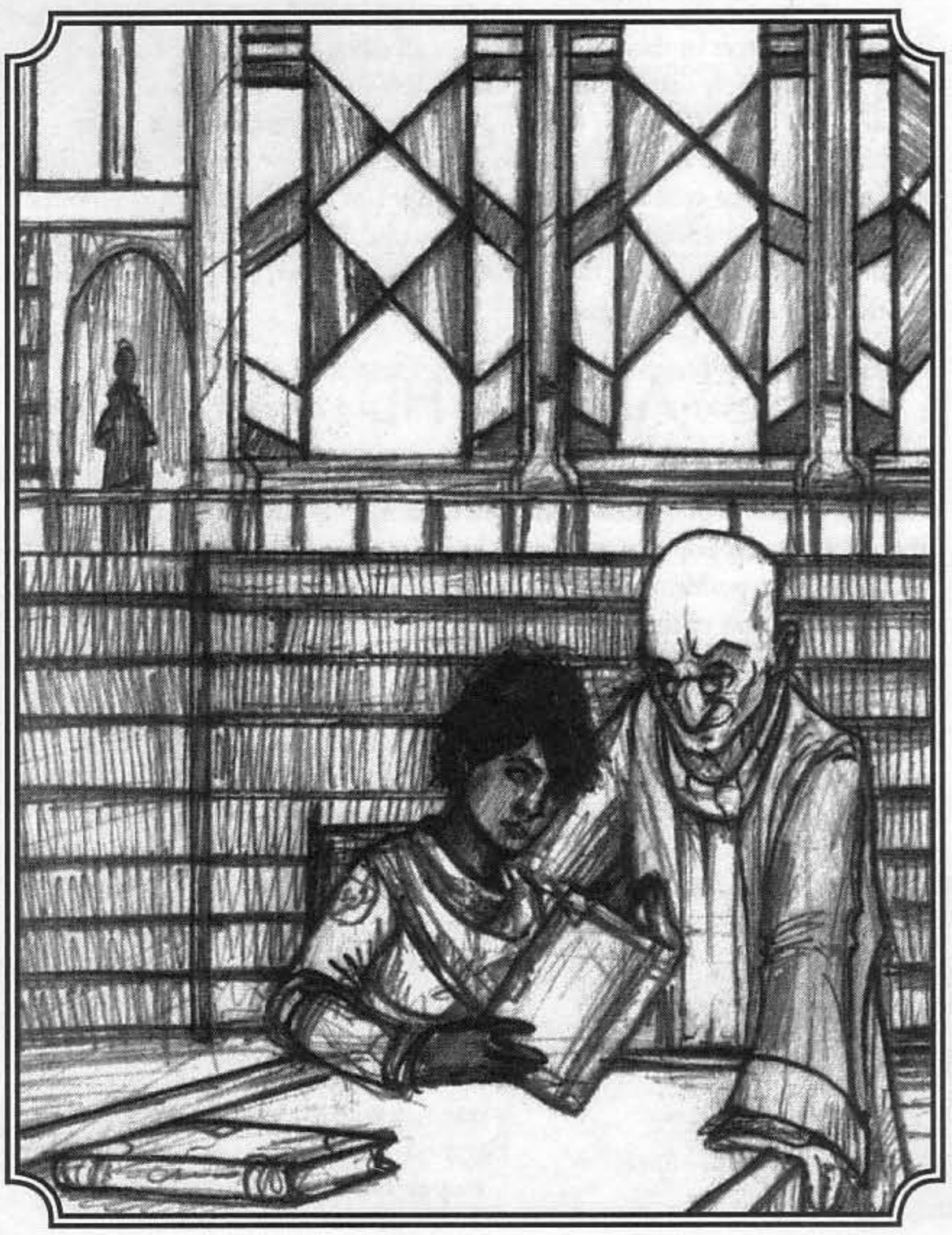
Game Rule Information

Academicians have the following game statistics.

Abilities: Intelligence serves as the key ability for most of the academician's class skills, and many of the academician class abilities such as research and uncanny insight. Intelligence is also the key ability for several of the academician's class skills. Other important statistics are Constitution to augment the character's lower hit points and Dexterity to improve the academician's armor class.

Hit Die: d6.

Starting Silver: 5d4 x 5 sp (62 sp).



Class Skills

The academician's class skills (and the key ability for each skill) are Appraise (Int), Concentration (Con), Craft (Int), Decipher Script (Int), Forgery (Int), Knowledge (all skills, taken individually) (Int), Profession (Wis), Research (Int), Search (Int), and Speak Language (Int). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Research, see **Chapter Five: Skills** in this book.

Skill Points at 1st Level: (8 + Int modifier) x 4.
Skill Points at Each Additional Level: 8 + Int modifier.

Class Features

All of the following are class features of the academician class in *The Black Company Campaign Setting*.

Weapon and Armor Proficiency

Academicians are proficient with all simple weapons, but not with armor, nor with shields.

Skill Focus

At 1st level, an academician gets Skill Focus as a bonus feat, in addition to his background feat and the feat he ordinarily gains as a 1st-level character. The academician gains an additional Skill Focus feat at 2nd level and every two academician levels thereafter (4th, 6th, 8th, 10th, 12th, 14th, 16th, 18th, and 20th). The academician may apply the benefits of the feat to any skill in which he has ranks. Unlike other characters, the academician may apply the Skill Focus feat to the same skill multiple times, though with a reduced bonus each time beyond the first. The second Skill Focus feat applied to a skill adds only a +2 bonus, while a third and any future Skill Focus feats grant a +1 bonus.

Uncanny Insight (Ex)

From years of study, academicians see logical connections where others do not. At 2nd level, the academician may, as a free action, double his Intelligence bonus (if any) for one minute. Every three levels above 2nd, the academician gains another use of this ability each day.

Expanded Repertoire (Ex)

Starting at 3rd level and every three levels thereafter, the academician may add any one skill to his list of class skills. This does not retroactively affect skill points spent at previous levels, only future ones spent once you gain this class feature. In addition, he may use this skill untrained, even if the skill normally requires training. Finally, the academician gains a +2 competence bonus to any two of her class skills. The academician may only use this ability to add magic skills if he has the Dabbler feat or Student of Wizardry class feature.

Bonus Feat

At 3rd level, the academician gains the Gift of Tongues feat as a bonus feat. The academician need not meet the prerequisites for this feat.

Improved Research (Ex)

Starting at 5th level, the academician may exploit a library or body of text to unearth obscure information and lore by succeeding a Research check. The academician makes a Research skill check as normal but with a bonus equal to one-half her class level + her degree of competence in research (+1 at 5th level, +2 at 9th level, and so on as indicated on **Table 4–1: The**

Table 4–1: The Academician

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Skill Focus
2nd	+1	+0	+0	+3	Skill Focus, uncanny insight 1/day
3rd	+1	+1	+1	+3	Expanded repertoire, Bonus feat
4th	+2	+1	+1	+4	Skill Focus
5th	+2	+1	+1	+4	Improved Research +1, uncanny insight 2/day
6th	+3	+2	+2	+5	Expanded repertoire, Skill Focus
7th	+3	+2	+2	+5	—
8th	+4	+2	+2	+6	Skill Focus, uncanny insight 3/day
9th	+4	+3	+3	+6	Expanded repertoire, improved Research +2
10th	+5	+3	+3	+7	Skill Focus
11th	+5	+3	+3	+7	Uncanny insight 4/day
12th	+6/+1	+4	+4	+8	Expanded repertoire, Skill Focus
13th	+6/+1	+4	+4	+8	Improved Research +3
14th	+7/+2	+4	+4	+9	Skill Focus, uncanny insight 5/day
15th	+7/+2	+5	+5	+9	Expanded repertoire
16th	+8/+3	+5	+5	+10	Skill Focus
17th	+8/+3	+5	+5	+10	Improved Research +4, uncanny insight 6/day
18th	+9/+4	+6	+6	+11	Expanded repertoire, Skill Focus
19th	+9/+4	+6	+6	+11	—
20th	+10/+5	+6	+6	+12	Skill Focus, uncanny insight 7/day

Characters beyond 20th-level: Academicians gain Skill Focus as a bonus feat every two levels beyond 20th (12 at 22nd, 13 at 24th, and so on), and a bonus feat for every three levels beyond 20th (1 at 23rd, 2 at 26th, 3 at 29th, and so on). The character's modifier to research checks improves by +1 for every four levels above 17th (+5 at 21st level, +6 at 25th level, and so on). Academicians also gain an addition use per day of uncanny insight for every three levels attained above 20th (8/day at 23rd, 9/day at 26th, and so on).

Academician) to see whether she knows some relevant information about history, the occult, legendary items, or noteworthy places. Academicians may not take 10 or 20 on this check, as this sort of knowledge is random. If the character has 5 or more ranks in Knowledge (history), she gains a +2 bonus on this check. Likewise, if the academician has 5 or more ranks in Search, she gains a +2 on this check. If the academician has the hermit background, she gains an additional +2 competence bonus to this check, and may roll twice, taking the better of the two results. Characters may not retry a Research check until they gain a new level in this class or gain access to a different library or set of documents. The check automatically fails if the library does not contain the information, as determined by the GM. Some libraries or documents containing the information may grant a bonus or penalty at the GMs discretion based on the nature of the text and the information sought.

Improved Research

DC	Type of Knowledge
10	Common, known by at least a substantial minority—includes common legends of the local population.
20	Uncommon but available, known by only a few people—legends.
25	Obscure, known by few and hard to come by.
30	Extremely obscure, known by few, possibly forgotten by most who once knew it, maybe known only by those who do not understand the significance of the knowledge.
50 or higher	Guarded information, such as a true name.

Berserker

Spilling out from the wilderness are savage warriors bent on conquest and destruction. Though lacking the finesse of a trained warrior, berserkers supplement their skill at arms with a bottomless well of anger and rage, proving themselves engines of destruction on the battlefield. The bane of civilized soldiers, their channeled wrath is more than a match for most. Berserkers embrace violence as the Taken do conquest. They live to fight. Thus, most embrace an adventurer's life as it serves the best opportunity to practice their trade. Military commanders avoid employing berserkers because of their undisciplined style of fighting and because they tend to turn on their own allies while in the grip of one of their terrible rages.

The savages of the Great Forest who followed Limper in his rampage south in *The Silver Spike* are excellent examples of berserkers, while the Freak and the Geek represent the berserker in the Books of the South.

Game Rule Information

Berserkers in *The Black Company Campaign Setting* have the following game statistics.

Abilities: Strength and Constitution are the two most important abilities for the berserker. Strength increases the berserker's combat effectiveness. Constitution improves the berserker's hit points, and thus staying power. Wisdom is also important for it serves as the key ability for many of the berserker's class skills. Finally, Dexterity is vital for berserkers wearing light armor.

Hit Die: d12.

Starting Silver: 4d4 x 5 sp (50 sp).

Class Skills

The berserker's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Listen (Wis), Ride (Dex), Survival (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at 1st Level: (4 + Int modifier) x 4.
Skill Points at Each Additional Level: 4 + Int modifier.

Class Features

All of the following are class features of the berserker class.

Weapon and Armor Proficiency

Berserkers are proficient with all simple and martial weapons, light armor, medium armor, and all shields (except tower shields).

Fast Movement (Ex)

The berserker increases his base land speed by 10 feet. This benefit applies when he wears no armor, light armor, or medium armor, and not carrying a heavy load. Apply this bonus before modifying the berserker's speed because of any load carried or armor worn.

Rage (Ex)

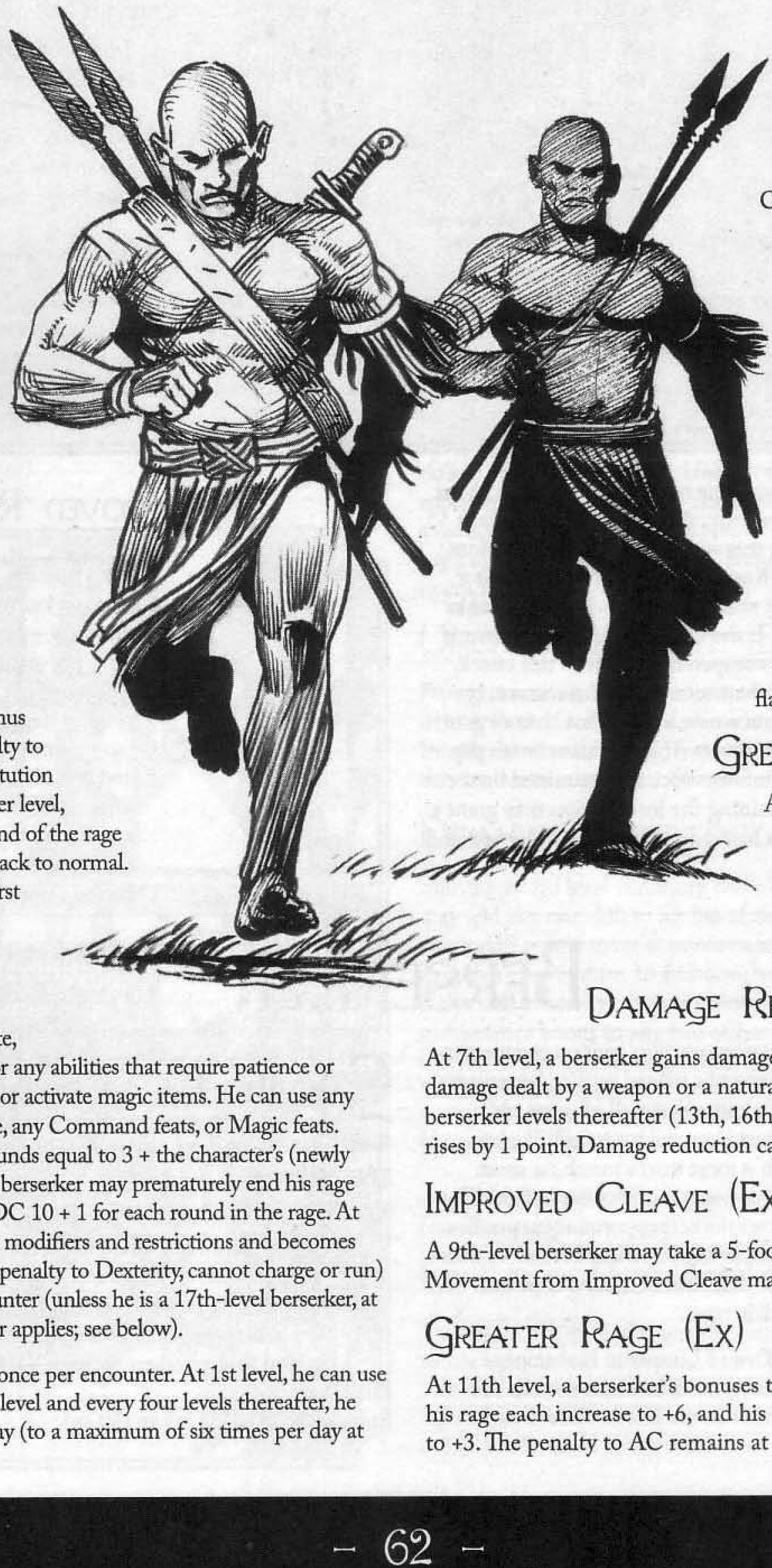
A berserker can enter into a rage a certain number of times per day. In a rage, a berserker temporarily gains a +4 bonus to Strength, a +4 bonus to Constitution, and a +2 morale bonus to Will saves, but he takes a –2 penalty to Armor Class. The increase in Constitution increases his hit points by 2 points per level, but these hit points go away at the end of the rage when his Constitution score drops back to normal. (These extra hit points are not lost first the way temporary hit points are.) While raging, a berserker cannot use any Charisma-, Dexterity-, or Intelligence-based skills (except for Balance, Escape Artist, Intimidate, and Ride), the Concentration skill, or any abilities that require patience or concentration, nor can he cast spells or activate magic items. He can use any feat he has except Combat Expertise, any Command feats, or Magic feats. A fit of rage lasts for a number of rounds equal to 3 + the character's (newly improved) Constitution modifier. A berserker may prematurely end his rage if he succeeds a Will save against a DC 10 + 1 for each round in the rage. At the end of the rage, he loses the rage modifiers and restrictions and becomes fatigued (–2 penalty to Strength, –2 penalty to Dexterity, cannot charge or run) for the duration of the current encounter (unless he is a 17th-level berserker, at which point this limitation no longer applies; see below).

A berserker can fly into a rage only once per encounter. At 1st level, he can use his rage ability once per day. At 4th level and every four levels thereafter, he can use it one additional time per day (to a maximum of six times per day at 20th level). Entering a rage takes no time itself, but a berserker can do it only during his action, not in response to someone else's action. A berserker may expend 1 action point (and 1 action point only for that combat) to extend his rage for a number of rounds equal to his newly improved Constitution bonus.

Multiclass berserker-zealots may combine righteous wrath with rage. However, at the end of such a combination, the character is exhausted instead of fatigued until such time that the character rests for one hour. After this point, the character is fatigued until he has at least eight hours of complete rest.

Uncanny Dodge (Ex)

At 2nd level, a berserker retains his Dexterity bonus to AC (if any) even if caught flat-footed or struck by an invisible attacker. However, he still loses his Dexterity bonus to AC if immobilized. If a berserker already has uncanny dodge from a different class, he automatically gains improved uncanny dodge (see below) instead.



Cleave (Ex)

At 3rd level, a berserker gains Cleave as a bonus feat, even if he does not meet the prerequisites for this feat. If the berserker already has Cleave, he gains Great Cleave instead.

Improved Uncanny Dodge (Ex)

At 5th level and higher, a berserker can no longer be flanked. This defense denies a thief the ability to sneak attack the berserker by flanking him, unless the attacker has at least four more thief levels than the target has berserker levels. A character already having uncanny dodge (see above) from a second class stacks the two classes to determine the minimum level a thief must be to flank the character.

Great Cleave (Ex)

At 6th level, the berserker gains the Great Cleave feat, even if he does not meet the prerequisites for this feat. If the berserker already has Great Cleave, he may select another feat instead.

Damage Reduction (Ex)

At 7th level, a berserker gains damage reduction. He subtracts 1 from the damage dealt by a weapon or a natural attack. At 10th level, and every three berserker levels thereafter (13th, 16th, and 19th level), this damage reduction rises by 1 point. Damage reduction can reduce damage to 0 but not below 0.

Improved Cleave (Ex)

A 9th-level berserker may take a 5-foot step between Cleave attacks. Movement from Improved Cleave may not exceed the berserker's land speed.

Greater Rage (Ex)

At 11th level, a berserker's bonuses to Strength and Constitution during his rage each increase to +6, and his morale bonus on Will saves increases to +3. The penalty to AC remains at –2.

Table 4–2: The Berserker

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+1	+0	Fast movement, rage 1/day
2nd	+2	+3	+2	+0	Uncanny dodge
3rd	+3	+3	+2	+1	Cleave
4th	+4	+4	+2	+1	Rage 2/day
5th	+5	+4	+3	+1	Improved uncanny dodge
6th	+6/+1	+5	+3	+2	Great Cleave
7th	+7/+2	+5	+4	+2	Damage reduction 1/–
8th	+8/+3	+6	+4	+2	Rage 3/day
9th	+9/+4	+6	+4	+3	Improved Cleave
10th	+10/+5	+7	+5	+3	Damage reduction 2/–
11th	+11/+6/+1	+7	+5	+3	Greater rage
12th	+12/+7/+2	+8	+6	+4	Rage 4/day
13th	+13/+8/+3	+8	+6	+4	Damage reduction 3/–
14th	+14/+9/+4	+9	+6	+4	Indomitable will
15th	+15/+10/+5	+9	+7	+5	Fearsome charge
16th	+16/+11/+6/+1	+10	+7	+5	Damage reduction 4/–, rage 5/day
17th	+17/+12/+7/+2	+10	+8	+5	—
18th	+18/+13/+8/+3	+11	+8	+6	Tireless rage
19th	+19/+14/+9/+4	+11	+8	+6	Damage reduction 5/–
20th	+20/+15/+10/+5	+12	+9	+6	Mighty rage, rage 6/day

Characters beyond 20th-level: Berserkers gain one additional rage per day every four levels beyond 20th (7/day at 24th, 8/day at 28th, and so on), damage reduction increases by one every three levels beyond 19th (6/– at 22nd, 7/– at 25th, and so on), and a bonus feat every four levels beyond 20th (1 at 24th, 2 at 28th, and so on).

Indomitable Will (Ex)

While in a rage, a berserker of 14th level or higher gains a +2 bonus on Will saves to resist spells of any kind. This bonus stacks with all other modifiers, including the morale bonus on Will saves he also receives during his rage.

Fearsome Charge (Ex)

When making as charge attack, a 15th-level or higher berserker can make an Intimidate check against all foes within a 30-foot cone from the start of his charge, opposed by each target's modified level check. The berserker rolls once, and compares the result to each target within the area. All targets losing their opposed roll are shaken for 1 round. This is a mind-affecting fear effect.

Tireless Rage (Ex)

At 18th level and higher, a berserker no longer becomes fatigued at the end of his rage.

Mighty Rage (Ex)

At 20th level, a berserker's bonuses to Strength and Constitution during his rage each increase to +8, and his morale bonus on Will saves increases to +4. The penalty to AC remains at –2.

Fighter

The hardened veteran, the sell-sword, the Imperial soldier, and even the tavern brawler are all examples of the fighter, a character whose strengths in battle lie in his versatility. Unlike rangers and berserkers, who focus their martial skills in a particular technique, or even in particular weaponry, the fighter employs the full spectrum of techniques and tactics, ranging from being a capable mounted warrior to a brutal axe-wielding killing machine, or even a field commander leading thousands of soldiers.

Many of the members of the Black Company are fighters. Key examples include Elmo and Pawnbroker in the Books of the North, Case from *The Silver Spike*, and, from the Books of the South, Big Bucket as a multiclassed fighter-thief and Murgen is a multiclassed fighter-weapon master.

Game Rule Information

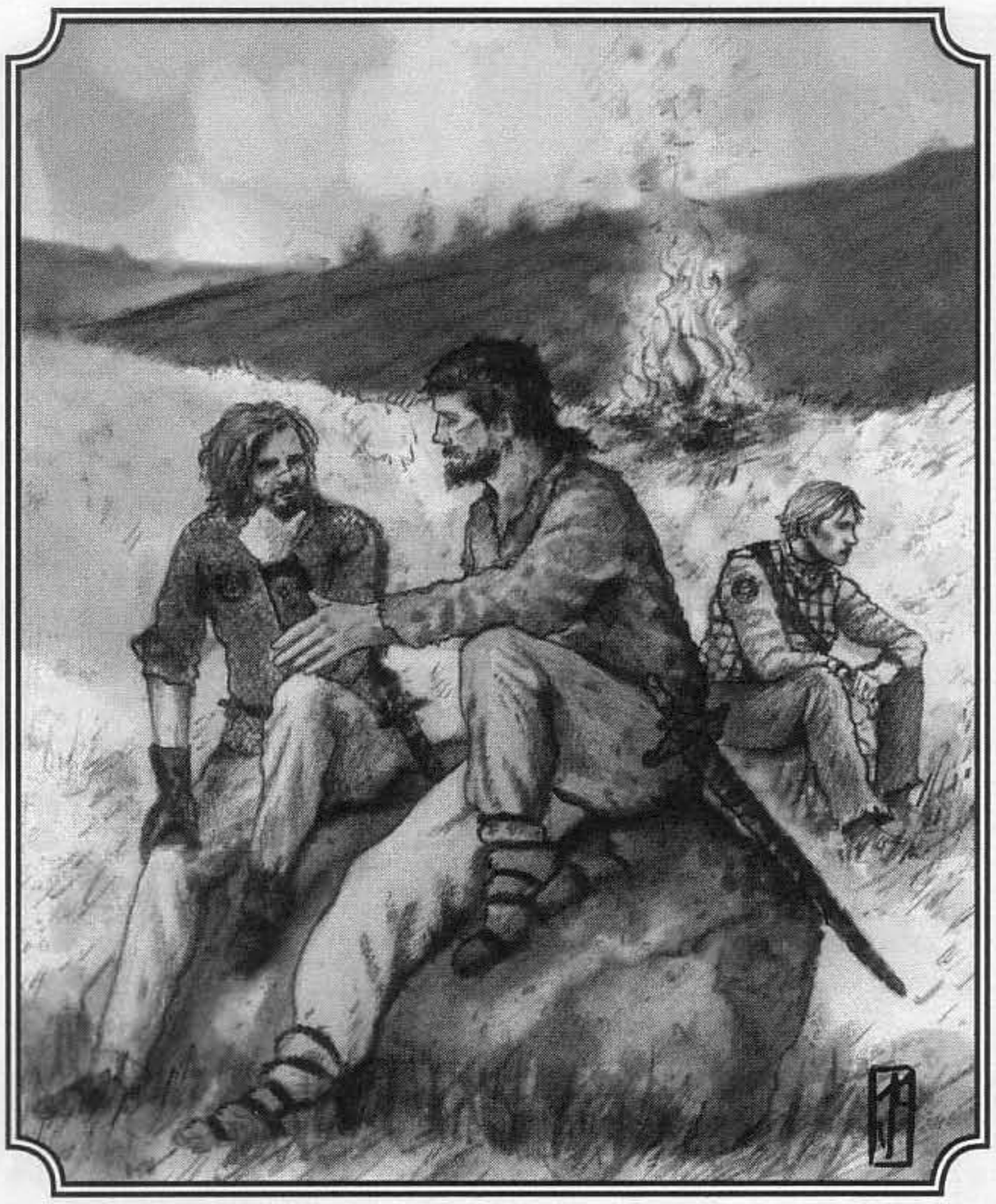
Fighters in the world of the Black Company have the following game statistics.

Abilities: Strength is the most important ability for fighters as it improves attack and damage rolls. Constitution is also important as it provides bonus hit points. For fighters focusing on ranged attacks, Dexterity is also important, though armor typically reduces effective Dexterity scores.
Hit Die: d10.
Starting Silver: 6d4 x 5 sp (75 sp).

Class Skills

The fighter's class skills (and the key ability for each skill) are Climb (Str), Command (Cha), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Profession (soldier) (Wis), Ride (Dex), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill description. For Command, see **Chapter Five: Skills** in this book

Skill Points at 1st Level: (4 + Int modifier) x 4.
Skill Points at Each Additional Level: 4 + Int modifier.



Class Features

All of the following are class features of the fighter class in *The Black Company Campaign Setting*.

Weapon and Armor Proficiency

Fighters are proficient with all simple and martial weapons and with all armor (heavy, medium, and light) and shields (including tower shields).

Bonus Action Points

Fighters, being more versatile than rangers and zealots, receive additional action points. A fighter gains +2 extra action points every two fighter class levels. These action points are cumulative. Each level, spent action points acquired from this class feature return. For example, Caddy, a 4th-level fighter has 4 bonus action points. He spends them all. When he reaches 5th level, he regains his 4 action points, and an additional 2 points for a total of 6 bonus action points in addition to the 7 he ordinarily receives by advancing.

Commander (Ex)

Fighters are capable leaders. Fighters gain an insight bonus to their Command and Profession (soldier) skill checks equal to 1/2 their fighter level (minimum 1).

Bonus Feats

At 2nd level, a fighter gets a bonus combat-oriented feat. The fighter gains an additional bonus feat at 4th and every two fighter levels thereafter (6th, 8th, 10th, 12th, 14th, 16th, 18th, and 20th). These bonus feats must be drawn from the feats noted as fighter bonus feats in the *PHB* (including Weapon Specialization, Greater Weapon Focus, and Greater Weapon Specialization) or those indicated as fighter bonus feats or Command feats in this book (see **Chapter Six: Feats**). A fighter must still meet all prerequisites for a bonus feat, including ability score and base attack bonus minimums.

These bonus feats are in addition to the feat a character of any class gets from advancing levels. A fighter is not limited to the list of fighter bonus feats when choosing these feats.

Table 4–3: The Fighter

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Action Points	Special
1st	+1	+2	+0	+0	+2	Commander
2nd	+2	+3	+0	+0	—	Bonus feat
3rd	+3	+3	+1	+1	+2	—
4th	+4	+4	+1	+1	—	Bonus feat
5th	+5	+4	+1	+1	+2	—
6th	+6/+1	+5	+2	+2	—	Bonus feat
7th	+7/+2	+5	+2	+2	+2	—
8th	+8/+3	+6	+2	+2	—	Bonus feat
9th	+9/+4	+6	+3	+3	+2	—
10th	+10/+5	+7	+3	+3	—	Bonus feat
11th	+11/+6/+1	+7	+3	+3	+2	—
12th	+12/+7/+2	+8	+4	+4	—	Bonus feat
13th	+13/+8/+3	+8	+4	+4	+2	—
14th	+14/+9/+4	+9	+4	+4	—	Bonus feat
15th	+15/+10/+5	+9	+5	+5	+2	—
16th	+16/+11/+6/+1	+10	+5	+5	—	Bonus feat
17th	+17/+12/+7/+2	+10	+5	+5	+2	—
18th	+18/+13/+8/+3	+11	+6	+6	—	Bonus feat
19th	+19/+14/+9/+4	+11	+6	+6	+2	—
20th	+20/+15/+10/+5	+12	+6	+6	—	Bonus feat

Characters beyond 20th-level: Fighters gain additional bonus feats every two levels attained beyond 20th level (11 at 22nd, 12 at 24th, and so on), and an additional +2 action points for every 2 levels advanced beyond 19th (+2 at 21st, +2 at 23rd, and so on).

Jack-of-all-Trades

Some people in *The Black Company Campaign Setting* do not excel at any one thing, but are instead good in many different areas. These individuals can function in a variety of roles. Such characters support their companions, pitching in where needed, by hefting a sword, patching up fallen comrades, or maybe even dabbling in a little magic. Called jack-of-all-trades for lack of a better name, these characters are the ultimate generalists.

Of all the characters in the novels, Croaker epitomizes the jack-of-all-trades. Trained as a surgeon, he also served as annalist, assassin, envoy to the Lady, and captain of the company, all before returning back to the role of annalist. He did it all.

Game Rule Information

Jacks-of-all-Trades have the following game statistics.

Abilities: The jack-of-all-trades needs a high Intelligence score to support his varied interests, and skill diversity. Other statistics are also important, because these characters have so many diverse functions. Jacks-of-all-Trades emphasizing on combat should focus on Strength and Constitution, just like a fighter, while those preferring indirect combat methods ought to develop Dexterity, just as a thief.
Hit Die: d6.
Starting Silver: 4d4 x 5 sp (50 sp).

Class Skills

The jack-of-all-trades can choose any twelve skills to be class skills. The selected class skills remain the class skills for all future levels gained in this class. See **Chapter Four: Skills** in the *PHB* for skill description. For new skills, see **Chapter Five: Skills** in this book. A jack-of-all-trades may only select Magic skills if he has the Dabbler feat or the Student of Wizardry class feature.

Skill Points at 1st Level: (8 + Int modifier) x 4.
Skill Points at Each Additional Level: 8 + Int modifier.

Class Features

All of the following are class features of the jack-of-all-trades class.

Weapon and Armor Proficiency

Jacks-of-all-trades are proficient with all simple weapons, light and medium armors and all shields (but not tower shields).

Bonus Feat

At 1st level, a jack-of-all-trades gets a bonus feat in addition to the feat any 1st-level character gets and the bonus feat granted by background. The jack-of-all-trades gains an additional bonus feat at 2nd level and every two jack-of-all-trades levels thereafter (4th, 6th, 8th, 10th, 12th, 14th, 16th, 18th, and 20th). A jack-of-all-trades must still meet all prerequisites for a bonus feat, including ability score and base attack bonus minimums. These bonus feats are in addition to the feat that a character of any class gets from advancing levels.

In lieu of selecting a bonus feat, starting at 10th-level the jack-of-all-trades may select any of the following features (each may be selected just once).

Evasion (Ex): As the thief ability.
Fast Movement (Ex): +5 ft. bonus to base land speed.
Improved Sneak Attack (Ex): **Prerequisites:** Hide 12 ranks, Move Silently 12 ranks, sneak attack; Add +1d6 to your sneak attack damage.
Rage (Ex): Once per day, as the berserker ability.
Sneak Attack (Ex): **Prerequisites:** Hide 8 ranks, Move Silently 8 ranks; Add +1d6 to your sneak attack damage, or gain sneak attack +1d6, functioning as the thief ability.
Uncanny Dodge (Ex): As the thief ability.

Emulate Skill (Ex)

Starting at 3rd-level, the jack-of-all-trades gains a limited ability to emulate another's proficiency with a skill. To emulate a skill, a jack-of-all-trades must spend a full round action observing another character perform the skill. On the following round, the jack-of-all-trades may attempt the skill using the target's ranks in place of his own. The jack-of-all-trades uses his own ability modifiers, miscellaneous bonuses (such as synergy, feats, or background bonuses) and penalties (armor check, circumstance, or other penalties). He retains use of the target's skill for a time equal to the skill's action description. If the jack-of-all-trades expends an action point, he need not observe a character perform the skill, but he must still select a character that has ranks in that skill to emulate. The jack-of-all-trades may emulate a skill once per day at 3rd-level, and gains a further use of this ability per day every four levels thereafter (2/day at 7th level, 3/day at 11th level, and so on).

Certain skills may not be emulated. The jack-of-all-trades may not emulate Magic Skills unless he has the Dabbler feat or Student of Wizardry class feature (see **Wizard** on page 78). The jack-of-all-trades cannot emulate any Knowledge skills, though other Trained only Intelligence-based skills are available.

Emulate Feat (Ex)

Starting at 5th level, the jack-of-all-trades expands his emulation ability. By spending a full-round action observing another character perform a feat, the jack-of-all-trades may use the feat for the duration of the combat

Table 4–4: The Jack-of-all-Trades

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+1	+1	+1	Bonus feat
2nd	+1	+2	+2	+2	Bonus feat
3rd	+2	+2	+2	+2	Emulate Skill 1/day
4th	+3	+2	+2	+2	Bonus feat
5th	+3	+3	+3	+3	Emulate Feat 1/day
6th	+4	+3	+3	+3	Bonus feat
7th	+5	+4	+4	+4	Emulate Skill 2/day
8th	+6/+1	+4	+4	+4	Bonus feat
9th	+6/+1	+4	+4	+4	Emulate Feat 2/day
10th	+7/+2	+5	+5	+5	Bonus feat
11th	+8/+3	+5	+5	+5	Emulate Skill 3/day
12th	+9/+4	+6	+6	+6	Bonus feat
13th	+9/+4	+6	+6	+6	Emulate Feat 3/day
14th	+10/+5	+6	+6	+6	Bonus feat
15th	+11/+6/+1	+7	+7	+7	Emulate Skill 4/day
16th	+12/+7/+2	+7	+7	+7	Bonus feat
17th	+12/+7/+2	+8	+8	+8	Emulate Feat 4/day
18th	+13/+8/+3	+8	+8	+8	Bonus feat
19th	+14/+9/+4	+8	+8	+8	Emulate Skill 5/day
20th	+15/+10/+5	+9	+9	+9	Bonus feat

Characters beyond 20th-level: The jack-of-all-trades gains a bonus feat every two levels beyond 20th (12 at 22nd, 13 at 24th, and so on), and a further instance per day of emulate skill every four levels beyond 19th (6/day at 23rd, 7/day at 27th, and so on), and a further instance per day of emulate feat every four levels beyond 17th (5/day at 21st, 6/day at 25th, and so on).

encounter or 3 rounds + the jack-of-all-trades' Intelligence modifier, whichever is shorter. The jack-of-all-trades may emulate any feat whose prerequisites he meets. Thus, a jack-of-all-trades with a 12 Strength could not emulate Power Attack. If the jack-of-all-trades spends an action point, he may emulate the feat even if he does not meet the prerequisites. Some restrictions apply. Jacks-of-all-trades may not emulate Magic Feats unless they meet the prerequisites, even if they expend an action point. The jack-of-all trades may emulate a feat once per day at 5th level, and gains a further use of this ability per day every four levels thereafter (2/day at 9th level, 3/day at 13th level, and so on).

Noble

Like aristocrats, nobles are members of a particular region's ruling class. The similarities end there, however, for the noble is an expert at her trade, using her charisma and natural leadership qualities to get what she wants. A master of social skills, capable leader, political manipulator, and influential icon, the noble exploits her authority, expertly utilizing her position to maximize advantages for both her own pursuits and those of her allies. The noble, being such a skilled and personable individual, can exhort her comrades to acts of true heroism, urging them to acts beyond their own limitations.

In the Books of the South, the Radisha Drah and her brother the Prahbrindrah Drah of Taglios, are both good examples of this class.

Game Rule Information

Nobles have the following game statistics.

Abilities: Charisma is a vital skill for nobles. It serves as the key ability for most of the Noble's class skills, and is the driving statistic behind nearly all of their class abilities. Martially oriented nobles should emphasize their Strength and Constitution, while politically inclined nobles need high Intelligence scores to expand their repertoire of skills, and Dexterity to help them avoid the knives of would-be assassins.

Hit Die: d8.

Starting Silver: 6d8 x 10 sp (270 sp).

Class Skills

The noble's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Command (Cha), Concentration (Con), Diplomacy (Cha), Gather Information (Cha), Intimidate (Cha), Knowledge (all skills, taken individually) (Int), Listen (Wis), Perform (Cha), Ride (Dex), Sense Motive (Wis), and Speak Language (Int). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For new skills, see **Chapter Five: Skills** in this book.

Skill Points at 1st Level: (4 + Int modifier) x 4.
Skill Points at Each Additional Level: 4 + Int modifier.

Class Features

All of the following are class features of the noble class.

Weapon and Armor Proficiency

Nobles are proficient with all simple and martial weapons and with all armor (heavy, medium, and light) and shields (except tower shields).

Education (Ex)

At 1st level, the noble gains a +2 bonus to all Knowledge skill checks. The noble also adds this bonus to untrained Intelligence checks to discover common knowledge.

Inspire Courage (Ex)

A 1st level noble who spends a full round action speaking words of encouragement may inspire courage in his allies (including himself), bolstering them against fear and improving their combat abilities. To be affected, an ally must be able to hear the noble speak, and be within 30 feet. The effect lasts for a number of rounds equal to the noble's Charisma modifier (minimum 1 round). An ally receives a +1 morale bonus on saving throws against charm and fear effects and a +1 morale bonus on attack and weapon damage rolls. Inspire courage is a mind-affecting ability.

Diplomat (Ex)

At 2nd level, the noble gains a +1 bonus to all Bluff, Diplomacy, Intimidate, and Sense Motive skill checks. This bonus increases to +2 at 4th level, +4 at 8th level, and +8 at 16th level. In addition, the noble may add her Intelligence modifier (if any) as a bonus to any one of these four skills, once per day per point of Intelligence bonus (minimum of once per day).

Organize (Ex)

Beginning at 2nd level, the noble can use her talents with leadership to maximize efficiency in those working together. Whenever two or more characters use the aid another action to improve a skill check, the noble may make an aid another check. If she succeeds, the primary character gains the indicated organize bonus to the skill check. The noble may not use this ability for Trained Only skills in which she does not have ranks, nor may she use this ability to improve Magic skills.

Inspire Competence (Ex)

Once per day per point of Charisma modifier (minimum of once per day), a 3rd-level noble can use her command of speech and presence to help an ally succeed at a task. The ally must be within 20 feet and able to see and hear the noble. The noble must also be able to see the ally. The ally gets a +2 competence bonus on skill checks with a particular skill as long as he or she continues to hear the noble's inspiring words. Certain uses of this ability are infeasible (at the GMs discretion). The effect lasts as long as the noble concentrates, and offers the occasional word of encouragement, up to a maximum of 1 minute. Nobles cannot inspire competence in themselves. Nobles may not use inspire competence to aid Magic Skills. Inspire competence is a language dependant mind-affecting ability.

Resources (Ex)

Starting at 4th level, the noble gains an amount of standard goods and services equal to 50 x the noble's class level in silver pieces. The character need not purchase all of this equipment at once. The silver functions as a line of credit her family, organization, or government pays for. The noble may "liquidate" her resources, but only for one-half the remaining value. Where indicated on **Table 4–5: The Noble**, the character gains an additional amount of credit.

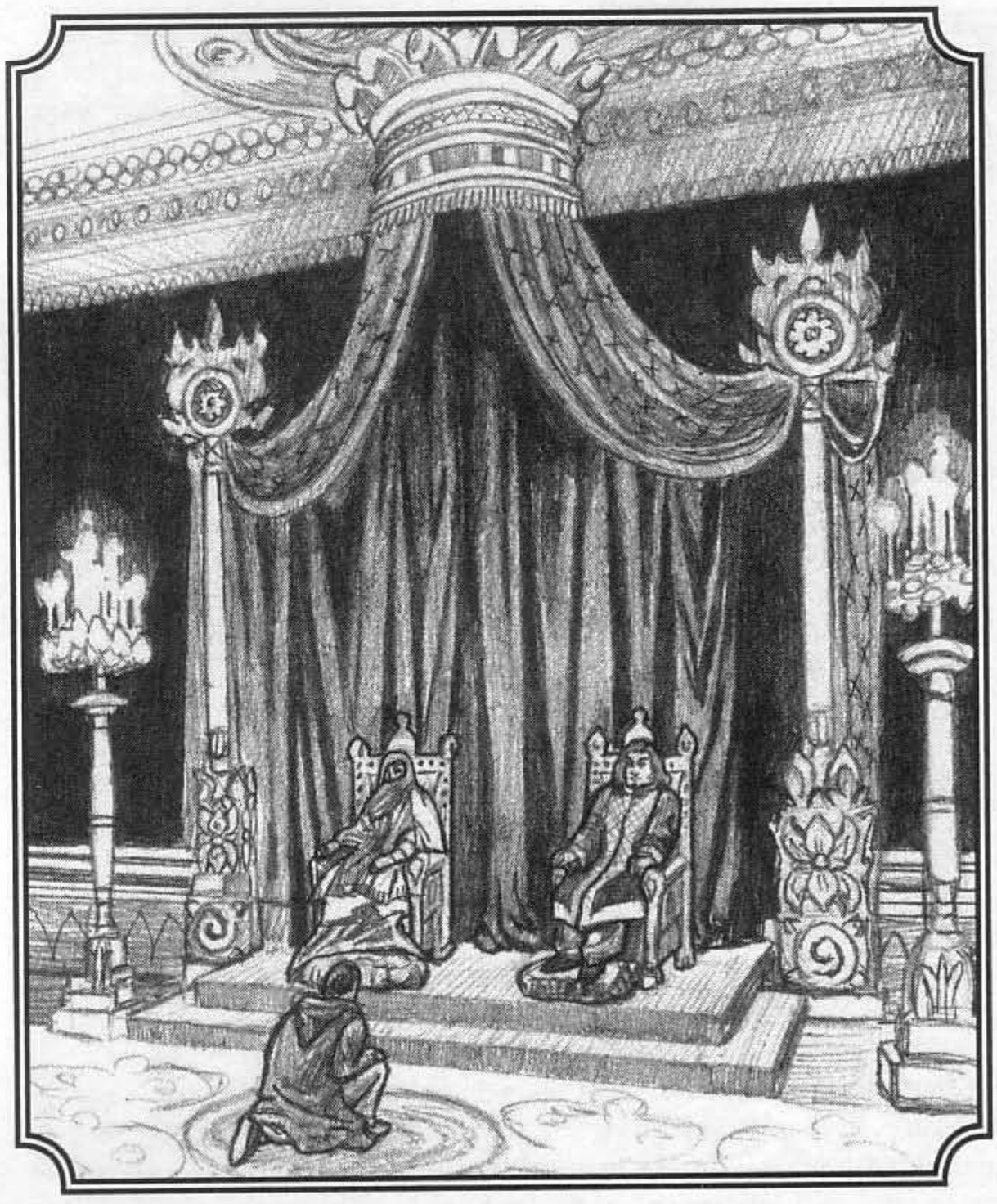
Contact (Ex)

A noble gains one contact at 5th level and one additional contact every 5 levels higher. A contact is a well-placed individual in any city the noble has visited. This NPC is always considered Friendly. The noble may get him to help with tasks, information, or even acquire a loan. To gain the contact's assistance, the noble must interact with the Contact and raise his attitude from Friendly to Helpful. The GM may assign a higher DC based on the nature of the requested favor. Likewise, the GM may provide a bonus to the Diplomacy check if the character offers a bribe. Once the contact assists the noble, his or her attitude returns to Friendly. Each additional time the noble calls on a particular contact for a favor within a month, the contact's starting attitude falls one degree to Indifferent, Unfriendly, and finally Hostile. Whenever your contact's attitude becomes Unfriendly or worse, you must make an additional Diplomacy or Intimidate check to improve their attitude to Friendly, or you lose this contact.

Table 4–5: The Noble

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+1	+1	+2	Education, inspire courage
2nd	+1	+2	+2	+3	Diplomat, organize +3
3rd	+2	+2	+2	+3	Inspire competence
4th	+3	+2	+2	+4	Resources
5th	+3	+3	+3	+4	Contact, inspire complacency
6th	+4	+3	+3	+5	Leadership, organize +4
7th	+5	+4	+4	+5	Inspire confidence
8th	+6/+1	+4	+4	+6	Resources
9th	+6/+1	+4	+4	+6	Inspire awe
10th	+7/+2	+5	+5	+7	Contact, organize +5
11th	+8/+3	+5	+5	+7	Inspire valor
12th	+9/+4	+6	+6	+8	Resources
13th	+9/+4	+6	+6	+8	Inspire fear
14th	+10/+5	+6	+6	+9	Organize +6
15th	+11/+6/+1	+7	+7	+9	Contact, inspire zeal
16th	+12/+7/+2	+7	+7	+10	Resources
17th	+12/+7/+2	+8	+8	+10	Inspire greatness
18th	+13/+8/+3	+8	+8	+11	Organize +7
19th	+14/+9/+4	+8	+8	+11	Inspire heroics
20th	+15/+10/+5	+9	+9	+12	Contact, resources

Characters beyond 20th-level: A noble gains one additional contact for every five levels beyond 20th (5 at 25th, 6 at 30th, and so on), additional instances of resources for every four levels beyond 20th (6 at 24th, 7 at 28th, and so on), and finally, the noble's organize bonus increases by +1 for every four levels beyond 18th (+8 at 22nd, +9 at 26th, and so on).



The details of this contact are left to the player and the GM to negotiate, though the particular contact is of a level equal to the noble's class level when she acquired the contact, –2. Thus, a 5th-level noble acquires a 3rd-level contact. Most contacts are of any of the NPC classes (except the Adept, which does not exist in this setting) though the GM is free to make exceptions based on the nature of the campaign.

If a contact dies, or leaves the noble because the noble failed to maintain the contact's attitude at Friendly or higher, the noble can gain a new contact. It takes 4d6 weeks and requires an expenditure of 20 sp per contact level to replace.

Inspire Complacency (Ex)

A 5th level noble may, for a number of times per day equal to his Charisma modifier (minimum once per day), convince any number of targets within 20 feet to relax their vigilance and let down their guard. The noble must succeed a Bluff or Diplomacy check opposed by the targets' Sense Motive checks (for large groups, the GM may roll one Sense Motive check, at his option). Those targets the noble beats take a –2 circumstance penalty to all Listen and Spot skill checks for a number of rounds equal to one-half the noble's class level. This ability is a full-round action and is language-dependant and mind-affecting.

Leadership

A 6th-level noble gains Leadership as a bonus feat. See **Chapter Four: Nonplayer Characters** in the *DMG* for details on this feat.

Inspire Awe (Ex)

A 9th-level or higher noble can impress others with her presence, mannerisms, and words. Once per day per point of the noble's Charisma modifier (minimum of once per day), the noble may make a Bluff or Intimidate skill check opposed by the targets' modified level check (1d20 + character level or Hit Dice + target's Wisdom bonus [if any] + target's modifiers on saves against mind-affecting effects and fear effects). Against large groups, the GM may roll one modified level check, at his option. Those targets the noble beats suffer a –2 morale penalty to Reflex saving throws, and a –1 morale penalty to Armor Class for a number of rounds equal to one-half the noble's class level. Using this ability is a full-round action and is a language-dependant, mind-affecting ability.

Inspire Valor (Ex)

A noble of 11th level or higher may use her leadership qualities to impel her allies to shrug off the effects of terror and rise to the challenge at hand. Once per day per point of the noble's Charisma modifier (minimum of once per day), the noble may as a free action remove all fear conditions from herself and all allies within 20 feet, and grant a +2 morale bonus to Will saves, and a +2 morale bonus to saving throws against fear effects. The effects of this ability last for a number of rounds equal to one-half the noble's class level.

Inspire Fear (Ex)

Nobles of 13th level and higher can inspire fear in her enemies within 20 feet. Once per day per point of the noble's Charisma modifier (minimum of once per day), the noble can make a Bluff or Intimidate skill check opposed by the targets' modified level check (1d20 + character level or Hit Dice + target's Wisdom bonus [if any] + target's modifiers on saves against fear effects). Those targets the noble beats become shaken for a number of rounds equal to one-half the noble's class levels. This is a mind-affecting ability.

Inspire Zeal (Ex)

At 15th level, a noble can inspire passionate anger in all willing allies within 20 feet. Once per day per point of the noble's Charisma modifier (minimum of once per day), the noble can inspire zeal in any willing ally within 30 feet. The ally gains +2 Strength, +2 Constitution, a +5 foot enhancement bonus to his land speed, but suffers a –4 penalty to AC. The effects of this class feature last for a number of rounds equal to one-half the noble's class levels. This is a language-dependant, mind-affecting ability. In addition, this ability stacks with a berserker's rage or a zealot's righteous wrath ability.

Inspire Greatness (Ex)

Nobles of 17th-level or higher, may make a Diplomacy check to inspire greatness in herself or within a single willing ally within 30 feet, once per day per point of the noble's Charisma modifier (minimum of once per day). For every three levels above 11th, the noble may target one additional willing ally (2 at 20th, 3 at 23rd, and so on). To inspire greatness, the noble must speak words of encouragement as a full round action, and the effects of this ability last for a number rounds equal to one-half the noble's class levels. A target inspired with greatness gains 2 bonus Hit Dice (d10s), the commensurate number of temporary hit points (apply the target's Constitution modifier, if any, to these bonus Hit Dice), a +2 competence bonus on attack rolls, and a +1 competence bonus on Fortitude saves. The bonus Hit Dice count as regular Hit Dice for determining the effect of spells that are Hit Dice dependant. Inspire greatness is a language dependant, mind-affecting ability.

Inspire Heroics (Ex)

A 19th level noble can inspire tremendous heroism in herself or a single willing ally within 20 feet. Once per three noble levels the character attains beyond 19th, she can inspire heroics in one additional creature. To inspire heroics, a noble must speak and an ally must hear the noble speak for a full round. A creature so inspired gains a +4 morale bonus on saving throws and a +4 dodge bonus to AC. The effect lasts for a number of rounds equal to one-half the noble's class levels. Inspire heroics is a language-dependent, mind-affecting ability. A noble can use inspire heroics a number of times per day equal to his Charisma modifier (minimum of 1).

Ranger

Among the warriors employed by the Empire in the north and the city-states in the south, there are warriors who turn the trackless wilderness to their advantage, vanishing into the foliage, speeding through the grasses and defiles to ambush and destroy their enemies before they meld back into the terrain. Rangers, these warriors are trained in a variety of different combat techniques allow them to rival the hardest veterans or the canniest scouts. What separates a ranger from a scout is their knack for tracking down their quarry, and their specific skills in a particular type of terrain.

Mogop, Tracker from the Books of the North, Old Man Fish from *the Silver Spike*, and the horsemen of Roi from the Books of the South are all excellent examples of the ranger class.

Game Rule Information

Rangers have the following game statistics.

Abilities: Rangers in *The Black Company Campaign Setting* need a high Strength and Dexterity before all of their other statistics. A high Strength allows the ranger to maximize his melee potential, while Dexterity allows the same benefits to his ranged attacks. Wisdom and Constitution are also important. Wisdom is the key ability for a number of ranger skills. Constitution, on the other hand, helps to supplement the ranger's lower Hit Die.

Hit Die: d8.

Starting Silver: 5d4 x 5 sp (62 sp).

Class Skills

The ranger's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Disable Device (Dex), Handle Animal (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (dungeoneering) (Int), Knowledge (geography) (Int), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at 1st Level: (6 + Int modifier) x 4.
Skill Points at Each Additional Level: 6 + Int modifier.

Class Features

All of the following are class features of the ranger class.

Weapon and Armor Proficiency

A ranger is proficient with all simple and martial weapons and with light armor and shields (except tower shields).

Combat Style (Ex)

At 1st level, a ranger must select a combat style from those listed below. This choice affects the character's class features but does not restrict her selection of feats or special abilities in any way. A ranger need not meet the prerequisites to gain these feats.

Combat Style

Combat Style	Bonus Feat
Archery	Rapid Shot
Cavalry	Ride-By Attack
Light	Weapon Finesse
Two-handed	Cleave
Two-weapon	Two-Weapon Fighting
Unarmed	Improved Unarmed Strike

The benefits of the ranger's chosen style apply only when she wears light or no armor. She loses all benefits of her combat style when wearing medium or heavy armor.

Track

A ranger gains Track as a bonus feat at 1st level.

Natural Trapfinding (Ex)

Rangers can use the Search skill to locate traps constructed natural materials or magical traps in wilderness environments, when the task has a DC 20 or higher. Finding a nonmagical trap has a DC of at least 20, or higher if well hidden. A magic trap generally has a DC of 25 + the level of the caster who created it. While rangers can disable normal wilderness traps, they may not disable magical traps. A ranger who beats a trap's DC by 10 or more with a Disable Device check can study a trap, figure out how it works, and bypass it (with her party) without disarming it.

This ability does not confer the ability to locate mechanical traps, traps placed in urban environments, in dungeons, or in other similar environments.

Endurance

A ranger gains Endurance as a bonus feat at 2nd level.

Nature Sense (Ex)

A 2nd-level ranger gains a +2 bonus on Knowledge (nature) and Survival checks.

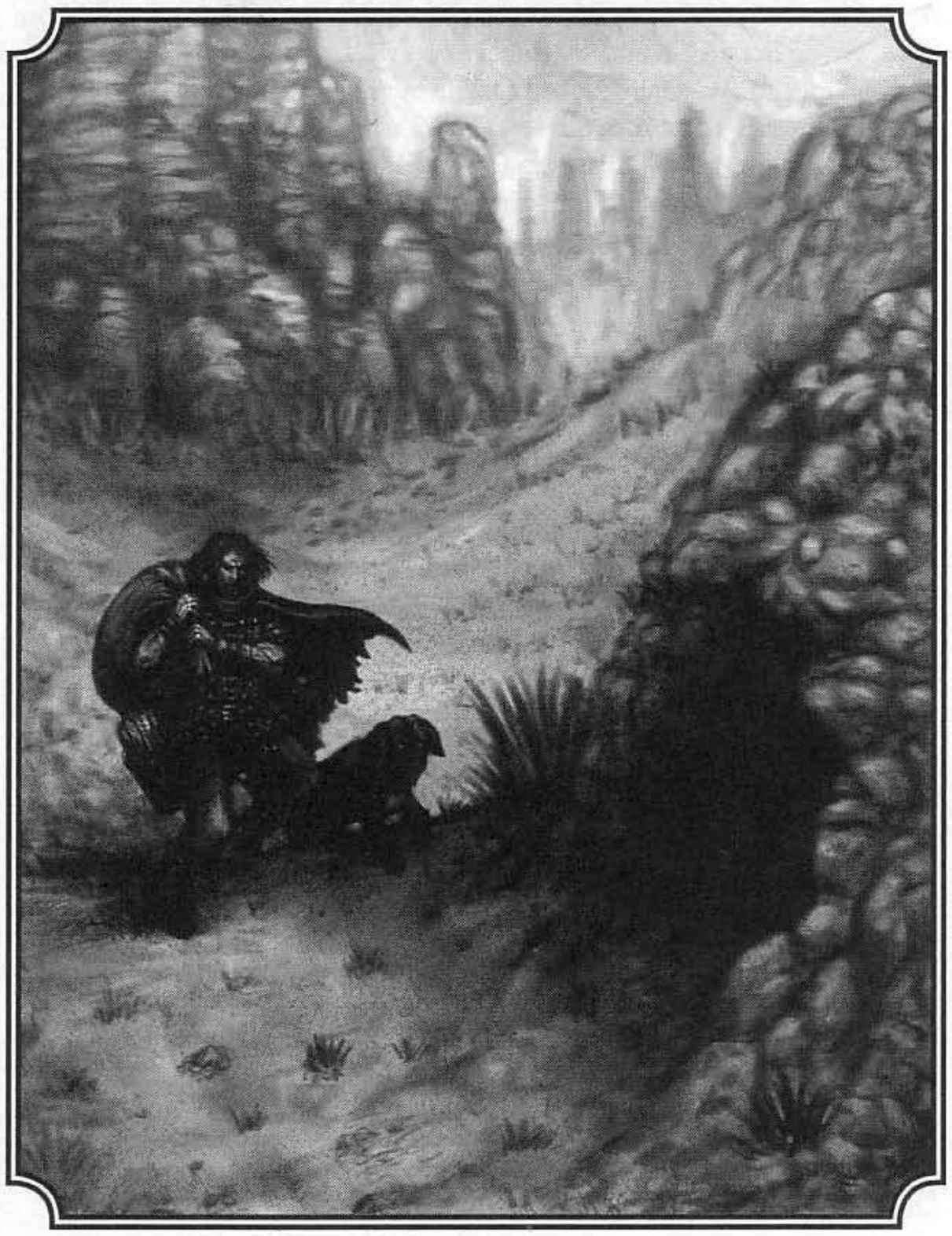


Table 4–6: The Ranger

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+0	Combat Style, natural trapfinding, Track
2nd	+2	+3	+3	+0	Endurance, nature sense
3rd	+3	+3	+3	+1	Trap sense +1
4th	+4	+4	+4	+1	Ambush +1d4
5th	+5	+4	+4	+1	Terrain mastery, woodland stride
6th	+6/+1	+5	+5	+2	Improved combat style, trap sense +2
7th	+7/+2	+5	+5	+2	Swift tracker
8th	+8/+3	+6	+6	+2	Ambush +2d4
9th	+9/+4	+6	+6	+3	Evasion, trap sense +3
10th	+10/+5	+7	+7	+3	Terrain mastery
11th	+11/+6/+1	+7	+7	+3	Combat style mastery, trackless step
12th	+12/+7/+2	+8	+8	+4	Ambush +3d4, trap sense +4
13th	+13/+8/+3	+8	+8	+4	Camouflage
14th	+14/+9/+4	+9	+9	+4	Improved evasion
15th	+15/+10/+5	+9	+9	+5	Terrain mastery, trap sense +5, venom immunity
16th	+16/+11/+6/+1	+10	+10	+5	Ambush +4d4
17th	+17/+12/+7/+2	+10	+10	+5	Hide in plain sight
18th	+18/+13/+8/+3	+11	+11	+6	Trap sense +6
19th	+19/+14/+9/+4	+11	+11	+6	—
20th	+20/+15/+10/+5	+12	+12	+6	Ambush +5d4, terrain mastery

Characters beyond 20th-level: A ranger improves his extra ambush damage by +1d4 for every four levels earned beyond 20th level (+6d4 at 24th, +7d4 at 28th, and so on). A ranger's trap sense increases by +1 fore every three levels attained beyond 18th (+7 at 21st, +8 at 24th, and so on). In addition, rangers gain a bonus feat every three levels they earn beyond 20th (1 at 23rd, 2 at 26th, and so on). Rangers gain no additional instances of terrain mastery beyond 20th level.

Trap Sense (Ex)

At 3rd level, a ranger gains an intuitive sense that alerts her to danger from traps, giving her a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps. These bonuses rise to +2 when the ranger reaches 6th level, to +3 when she reaches 9th level, to +4 when she reaches 12th level, to +5 at 15th, and to +6 at 18th level. Trap sense bonuses gained from multiple classes stack. Unlike the ranger's natural trapfinding ability, trap sense applies to all traps.

Ambush

When a ranger catches an opponent unprepared, she may strike for extra damage. The ranger's attack deals extra damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), but not when flanking the target. This extra damage is +1d4 at 4th level, and it increases by +1d4 for every four ranger levels thereafter. Should the ranger score a critical hit with an ambush, do not multiply this extra damage. Ranged attacks can count as an ambush, but only if the target is within 30 feet.

With a sap (blackjack) or an unarmed strike, a ranger can make an ambush to deal nonlethal damage instead of lethal damage. She cannot use a weapon that deals lethal damage to deal nonlethal damage in an ambush, not even with the usual –4 penalty. A ranger can ambush only living creatures with discernible anatomies—undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature immune to critical hits is not vulnerable to ambushes. The ranger must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. A ranger cannot ambush while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

Rangers with levels in other classes providing ambush or sneak attack damage may stack damage, but only when their opponent is deprived its Dexterity bonus to AC, and not when flanking.

Terrain Mastery (Ex)

At 5th, 10th, 15th, and 20th level, the ranger adds a new terrain environment to his repertoire from those given below. Terrain mastery gives a ranger a bonus on checks involving a skill useful in that terrain, or some other appropriate benefit. A ranger also knows how to fight dangerous creatures typically found in that terrain, gaining a +1 insight bonus on attack rolls and damage rolls against creatures with that terrain mentioned in the Environment entry of their descriptions. The ranger only gains the bonus if the creature description specifically lists the terrain type.

Rangers take their terrain mastery with them wherever they go. They retain their terrain mastery bonuses on skill checks, attack rolls, and damage rolls whether they are in the relevant terrain or not.

Terrain Mastery Benefits

Aquatic: The ranger gains a +4 competence bonus on Swim checks, or a +10-foot bonus to his swim speed if she has one. He gains a +1 insight bonus on attack and damage rolls against aquatic creatures.

Desert: This ranger can resist tiring effects. Anything that would cause him to become exhausted makes him fatigued instead. He gains a +1 insight bonus on attack and damage rolls against desert creatures.

Forest: This ranger has a +4 competence bonus to his Hide checks. He gains a +1 insight bonus on attack and damage rolls against forest creatures.

Hills: This ranger gains a +4 competence bonus on Listen checks. He gains a +1 insight bonus on attack and damage rolls against hills creatures.

Marsh: This ranger has a +4 competence bonus on Move Silently checks. He gains a +1 insight bonus on attack and damage rolls against marsh creatures.

Mountains: This ranger gains a +4 competence bonus on Climb checks, or a +10- foot bonus to his climb speed if he has one. He also gains a +1 insight bonus on attack and damage rolls against mountain creatures.

Plains: This ranger has a +4 competence bonus on Spot checks. He gains a +1 insight bonus on attack and damage rolls against plains creatures.

Underground: This ranger gains a +4 competence bonus to Survival checks. He gains a +1 insight bonus on attack and damage rolls against underground creatures.

Woodland Stride (Ex)

Starting at 5th level, a ranger may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at his normal speed and without taking damage or suffering any other impairment. However, thorns, briars, and overgrown areas magically manipulated to impede motion still affect him.

Improved Combat Style

At 6th level, a ranger's aptitude in his chosen combat style (see above) improves. A ranger need not meet the prerequisites to gain these feats. Alternatively, the ranger may select an additional Combat Style feat instead of an Improved Combat Style feat.

Improved Combat Style

Combat Style	Bonus Feat
Archery	Manyshot
Cavalry	Spirited Charge
Light	Improved Initiative
Two-handed	Great Cleave
Two-weapon	Improved Two-Weapon Fighting
Unarmed	Improved Grapple

The benefits of the ranger's chosen style apply only when he wears light or no armor. He loses all benefits of his combat style when wearing medium or heavy armor.

Swift Tracker (Ex)

Beginning at 8th level, a ranger can move at his normal speed while following tracks without taking the normal –5 penalty. He takes only a –10 penalty (instead of the normal –20) when moving at up to twice normal speed while tracking.

Evasion (Ex)

At 9th level, a ranger can avoid even magical and other unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack normally dealing half damage on a successful save, he instead takes no damage. Evasion can be used only if the ranger is wearing light armor or no armor. A helpless ranger does not gain the benefit of evasion. If the ranger already has evasion from another class, he instead gains improved evasion (see below).

Combat Style Mastery

At 11th level, a ranger's aptitude in his chosen combat style (see above) improves again. A ranger need not meet the prerequisites to gain these feats. Alternatively, a ranger can select any another Combat Style feat, or an Improved Combat Style feat for a Combat style chosen. Thus, a ranger with the archery and cavalry combat styles could select Many Shot, Spirited Charge, Improved Precise Shot, or Trample.

Combat Style Mastery

Combat Style	Bonus Feat
Archery	Improved Precise Shot
Cavalry	Trample
Light	Spring Attack
Two-handed	Improved Critical
Two-weapon	Greater Two-Weapon Fighting
Unarmed	Improved Grapple

As before, the benefits of the ranger's chosen style apply only when he wears light or no armor. He loses all benefits of his combat style when wearing medium or heavy armor.

Trackless Step (Ex)

Starting at 11th level, a ranger leaves no trail in natural surroundings and cannot be tracked. He may choose to leave a trail if so desired.

Camouflage (Ex)

A ranger of 13th level or higher can use the Hide skill in any sort of natural terrain, even if the terrain does not grant cover or concealment.

Improved Evasion (Ex)

This ability works like evasion, except while the ranger still takes no damage on a successful Reflex saving throw against attacks henceforth she takes only half damage on a failed save. A helpless ranger does not gain the benefit of improved evasion. If the ranger already has improved evasion, he gains no further benefit from this ability.

Venom Immunity (Ex)

At 15th level, the ranger gains immunity to all poisons.

Hide in Plain Sight (Ex)

While in any sort of natural terrain, a ranger of 17th level or higher can use the Hide skill even while being observed.

Scout

Scouts are characters who explore an area ahead of the rest of their unit. They are skilled at moving through difficult terrain and hostile environments. Like the ranger, they have a number of useful stealth skills to aid them in their duty, but lack the ranger's offensive capabilities. They also share the thief's penchant for surprise attacks, though scouts rarely employ their attacks in melee, preferring instead to make ranged attacks from positions of safety. Some scouts serve as assassins, spies, and occasionally as hunters and foragers, attached to larger units to blaze a trail for the larger forces behind them.

Sleepy and Wheezer are examples of the scout class from the novels.

Game Rule Information

Scouts have the following game statistics.

Abilities: Scouts need a high Dexterity to enhance their stealth skills, to aid in ranged attacks, and to augment their lower armor class. Intelligence is also important as it expands their access to skills. Finally, Constitution helps improve the scout's lower hit points, and is important to checks made to continue running, and resist the effects of hot and cold environments, enhancing this class' utility.

Hit Die: d6.
Starting Silver: 4d4 x 5 sp (50 sp).

Class Skills

The scout's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Craft (Int), Disable Device (Int), Escape Artist (Dex), Handle Animal (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at 1st Level: (6 + Int modifier) x 4.
Skill Points at Each Additional Level: 6 + Int modifier.

Class Features

All of the following are class features of the scout class.

Weapon and Armor Proficiency

Scouts are proficient in all simple and martial weapons and light armor, but not with shields.

Surprise Attack

Any time the scout attacks a target that is stunned, flat-footed, or under the effects of any condition depriving the target from applying his Dexterity bonus to his AC, he gains a +4 competence bonus to his attack rolls.

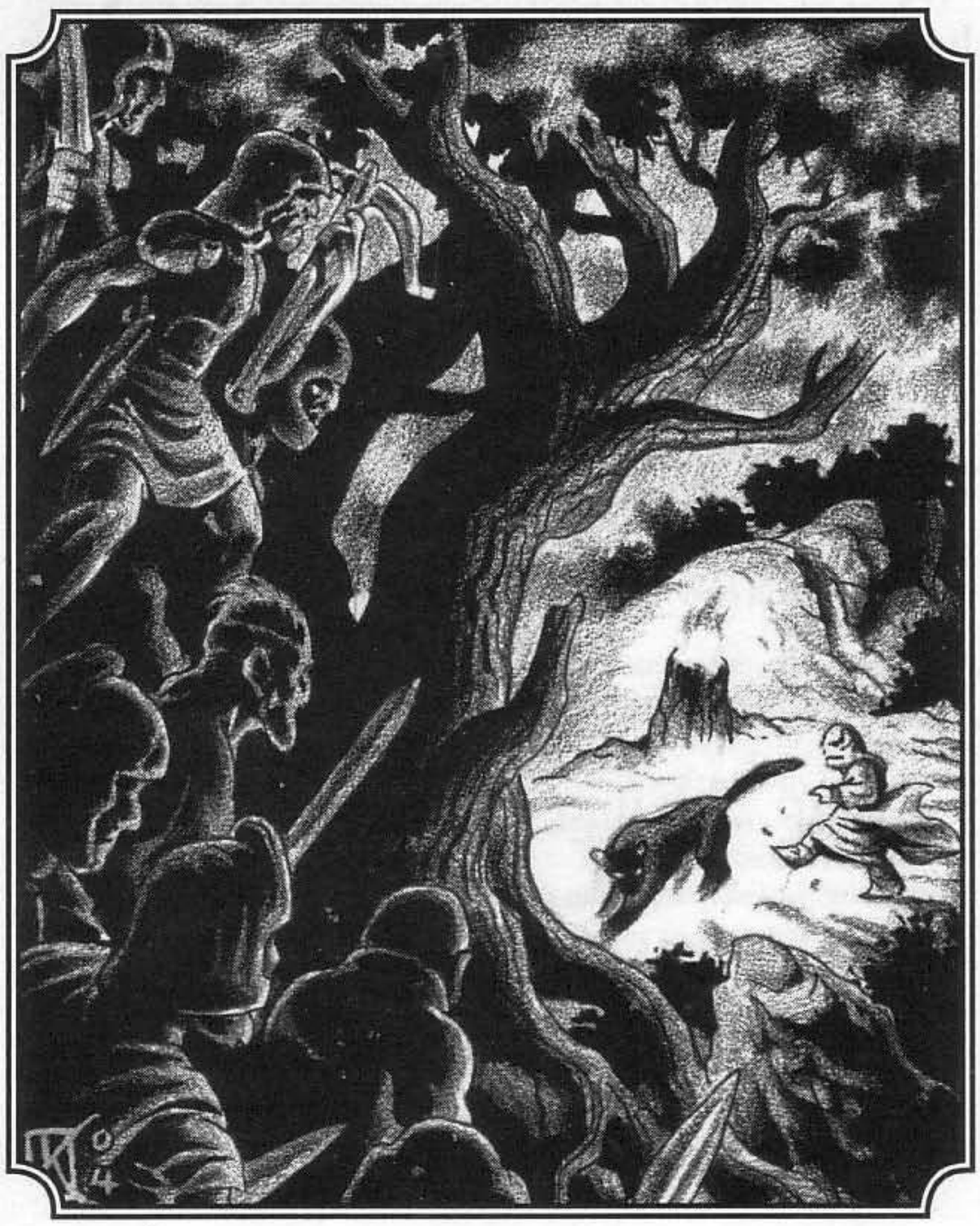
Ambush

When a scout catches an opponent unprepared, she may strike for extra damage. The scout's attack deals extra damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), but not when flanking the target. This extra damage is 1d4 at 1st level, and it increases by 1d4 at 4th level, and every four scout levels thereafter. Should the scout score a critical hit with an ambush, do not multiply this extra damage. Ranged attacks can count as an ambush, but only if the target is within 30 feet.

With a sap (blackjack) or an unarmed strike, a scout can make an ambush to deal nonlethal damage instead of lethal damage. She cannot use a weapon that deals lethal damage to deal nonlethal damage in an ambush, not even with the usual –4 penalty.

A scout can ambush only living creatures with discernible anatomies—undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature immune to critical hits is not vulnerable to ambushes. The scout must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. A scout cannot ambush while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

Scouts with levels in other classes providing ambush or sneak attack damage may stack damage, but only when their opponent is deprived its Dexterity bonus to AC, and not when flanking.



Sniper Shot

When a scout uses a ranged weapon, from any distance, against a foe who is deprived a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), and she can see clearly (no concealment or cover), she may deal extra damage. This extra damage is 1d6 at 1st level, and increases by 1d6 every four scout levels thereafter. Should the scout score a critical hit with a sniper shot, do not multiply this damage. Aside from the exceptions noted above, sniper shot abides by same restrictions as sneak attack. Ambush and sneak attack damage stack with sniper shot.

Forward Observer (Ex)

Starting at 2nd-level, the scout's training to spot concealed opponents grants the scout low-light vision, the ability to see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination. In addition, scouts gain a +2 bonus to Listen and Spot checks.

Bonus Feats

At 3rd level, a scout gets a bonus combat-oriented feat in addition to the feat that any 3rd-level character gets. The scout gains an additional bonus feat at 7th level and every four scout levels thereafter (11th, 15th, 19th, and so on). Scouts draw these feats from the same feats as a fighter draws his bonus feats, except the scout may not select weapon specialization, greater weapon focus, or greater weapon specialization with these bonus feats. A scout must still meet all prerequisites for a bonus feat, including ability score and base attack bonus minimums.

Swift Sniper (Ex)

When sniping (see the Hide skill in **Chapter: Four** of the *PHB*), the scout takes only a –10 penalty to her Hide checks to conceal herself after the shot.

Uncanny Dodge (Ex)

Starting at 6th level, a scout can react to danger before her senses would normally allow her to do so. She retains her Dexterity bonus to AC (if any) even if caught flat-footed or struck by an invisible attacker. However, she still loses her Dexterity bonus to AC if immobilized.

If a scout already has uncanny dodge from a different class he gains improved uncanny dodge (see **Thief**, page 72) instead.

Table 4–7: The Scout

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+1	+2	+0	Ambush +1d4, sniper shot +1d6
2nd	+1	+2	+3	+0	Forward observer
3rd	+2	+2	+3	+1	Bonus feat
4th	+3	+2	+4	+1	Ambush +2d4
5th	+3	+3	+4	+1	Sniper shot +2d6, swift sniper
6th	+4	+3	+5	+2	Uncanny dodge
7th	+5	+4	+5	+2	Bonus feat
8th	+6/+1	+4	+6	+2	Ambush +3d4, fast movement +10 ft.
9th	+6/+1	+4	+6	+3	Sniper shot +3d6
10th	+7/+2	+5	+7	+3	Rapid advance
11th	+8/+3	+5	+7	+3	Bonus feat
12th	+9/+4	+6	+8	+4	Ambush +4d4
13th	+9/+4	+6	+8	+4	Sniper shot +4d6
14th	+10/+5	+6	+9	+4	Dead-eye shot
15th	+11/+6/+1	+7	+9	+5	Bonus feat
16th	+12/+7/+2	+7	+10	+5	Ambush +5d4, fast movement +20 ft.
17th	+12/+7/+2	+8	+10	+5	Sniper shot +5d6
18th	+13/+8/+3	+8	+11	+6	Opportunist
19th	+14/+9/+4	+8	+11	+6	Bonus feat
20th	+15/+10/+5	+9	+12	+6	Ambush +6d4

Characters beyond 20th-level: Scouts above 20th level add +1d6 to their sniper shot damage every four levels beyond 17th (+6d6 at 21st, +7d6 at 25th, and so on), add +1d4 to their ambush damage every four levels beyond 20th (+7d4 at 24th, +8d4 at 28th, and so on), and gain a bonus feat every four levels beyond 19th (7 at 23rd, 8 at 25th, and so on).

Fast Movement (Ex)

Since mobility is their stock and trade, scouts are by necessity fast on their feet. At 8th level, the scout's land speed increase by +10 feet. At 16th level, this bonus increases to +20 feet.

Rapid Advance (Ex)

Scouts are skilled at getting into position quickly and effectively, and at higher levels, they can do so without being seen. Starting at 10th level, the scout no longer takes a penalty to Hide and Move Silently skill checks when moving at a speed greater than one-half their normal speed. Furthermore, when they run, attack, or charge, they take just a –10 penalty to these checks.

Dead-Eye Shot (Ex)

By 14th level, scouts are so skilled at sniping their enemies they can even apply their extra sniper shot damage to attacks made against targets with concealment and cover (but not total concealment or total cover). The target must still be unaware of the sniper and the percentage miss chance still applies to these attacks.

Opportunist (Ex)

Once per round, an 18th or higher level scout can make an attack of opportunity against an opponent who has just been struck for damage in melee by another character. This attack counts as the scout's attack of opportunity for that round. Even a scout with the Combat Reflexes feat cannot use the opportunist ability more than once per round.

Thief

Thieves actually have very little in common with one another, and in fact, the only commonality between them is their penchant for crime. The thief class encompasses all criminals, from the petty cutpurse, to the charlatan, to the murderer. They have little love for laws or authority, preferring to live by their own means and their own particular ethical outlook. Some are fugitives from the law, having tempted fate a time too many, while others see plundering the tombs of the dead, stealing in distant markets the world over, or simply just thieving where they can as attractive opportunities for acquiring wealth. A few may exploit others, being con men or charlatans. Some even build an extensive network of thieves, forming insidious guilds wherever they travel.

One-Eye, Raven, and Old Man Fish are multiclass thieves from the Books of the North, and Big Bucket and Do Trang are multiclass thieves from the Books of the South.

Game Rule Information

Thieves have the following game statistics.

Abilities: As thieves normally do not wear much in the way of armor, a high Dexterity is likely to be their most important statistic. Intelligence expands the thief's capacity to acquire more skills, while Dexterity, Intelligence, and Wisdom serve as key abilities for many of the thief's skills.

Hit Die: d6.

Starting Silver: 3d6 x 5 sp (52 sp).

Class Skills

The thief's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int),

Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (local) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at 1st Level: (8 + Int modifier) x 4.
Skill Points at Each Additional Level: 8 + Int modifier.

Class Features

All of the following are class features of the thief class.

Weapon and Armor Proficiency

Thieves are proficient with all simple weapons, plus the garrote, rapier, sap, shortbow, and short sword. Thieves are proficient with light armor, but not with shields.

Knave (Ex)

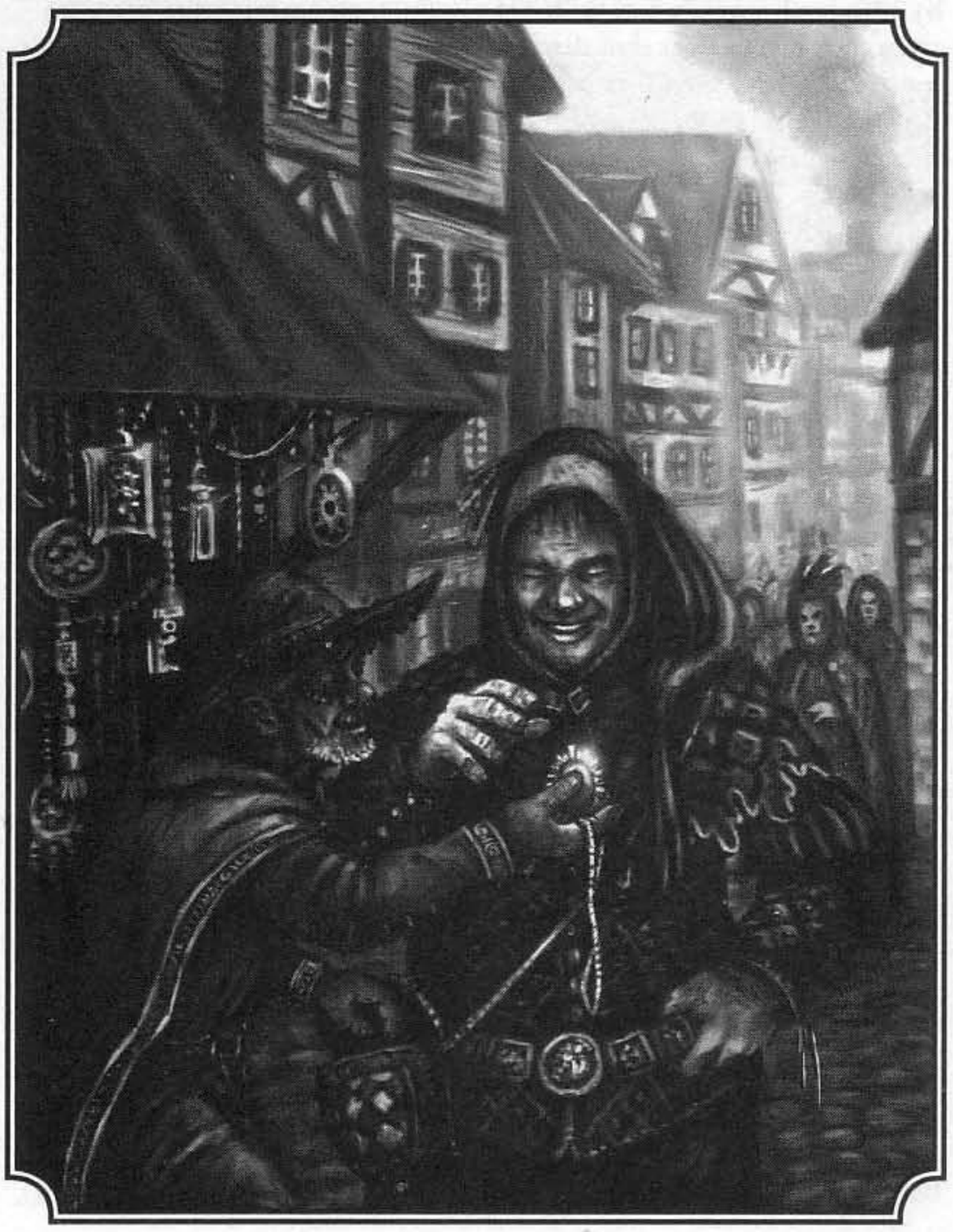
Thieves are criminals at heart. Starting at 1st-level, they gain a +2 bonus to Disable Device, Open Locks, and Sleight of Hand checks. This bonus increases to +4 at 8th-level, and +6 at 16th level.

Sneak Attack

If a thief can catch an opponent when he is unable to defend himself effectively from her attack, she can strike a vital spot for extra damage. The thief's attack deals extra damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the thief flanks her target. This extra damage is 1d6 at 1st level, and it increases by 1d6 every two thief levels thereafter. Should the thief score a critical hit with a sneak attack, do not multiply this extra damage. Ranged attacks can count as sneak attacks only if the target is within 30 feet.

With a sap (blackjack) or an unarmed strike, a thief can make a sneak attack that deals nonlethal damage instead of lethal damage. She cannot use a weapon that deals lethal damage to deal nonlethal damage in a sneak attack, not even with the usual –4 penalty.

A thief can sneak attack only living creatures with discernible anatomies—undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. The thief must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. A thief cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.



Trapfinding

At 1st level, thieves can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. Finding a nonmagical trap has a DC of at least 20, or higher if it is well hidden. Finding a magic trap typically has a DC of 25 or higher. Thieves can use the Disable Device skill to disarm magic traps. A magic trap generally has a DC of 25 + the level of the caster who created it. A thief who beats a trap's DC by 10 or more with a Disable Device check can study a trap, figure out how it works, and bypass it (with her party) without disarming it.

Evasion (Ex)

At 2nd level and higher, a thief can avoid even magical and unusual attacks with great agility. If she makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, she instead takes no damage. Evasion can be used only if the thief is wearing light armor or no armor. A helpless thief does not gain the benefit of evasion. If the thief already has evasion from another class, the thief instead gains improved evasion (see page 75).

Trap Sense (Ex)

At 3rd level, a thief gains an intuitive sense that alerts her to danger from traps, giving her a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps. These bonuses rise to +2 when the thief reaches 6th level, to +3 when she reaches 9th level, to +4 when she reaches 12th level, to +5 at 15th, and to +6 at 18th level.

Trap sense bonuses gained from multiple classes stack.

Uncanny Dodge (Ex)

Starting at 4th level, a thief can react to danger before her senses would normally allow her to do so. She retains her Dexterity bonus to AC (if any) even if caught flat-footed or struck by an invisible attacker. However, she still loses her Dexterity bonus to AC if immobilized. If a thief already has uncanny dodge from a different class she automatically gains improved uncanny dodge (see below) instead.

Improved Uncanny Dodge (Ex)

A thief of 8th level or higher cannot be flanked. This defense denies another thief the ability to sneak attack the character by flanking her, unless the attacker has at least four more thief levels than the target does. If a character already has uncanny dodge (see above) from a second class, stack the classes to determine the minimum thief level required to flank the character.

Special Abilities

On attaining 10th level, and at every three levels thereafter (13th, 16th, and 19th), a thief gains a special ability of her choice from among the following options.

Table 4–8: The Thief

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+0	Knave, sneak attack +1d6, trapfinding
2nd	+1	+0	+3	+0	Evasion
3rd	+2	+1	+3	+1	Sneak attack +2d6, trap sense +1
4th	+3	+1	+4	+1	Uncanny dodge
5th	+3	+1	+4	+1	Sneak attack +3d6
6th	+4	+2	+5	+2	Trap sense +2
7th	+5	+2	+5	+2	Sneak attack +4d6
8th	+6/+1	+2	+6	+2	Improved uncanny dodge
9th	+6/+1	+3	+6	+3	Sneak attack +5d6, trap sense +3
10th	+7/+2	+3	+7	+3	Special ability
11th	+8/+3	+3	+7	+3	Sneak attack +6d6
12th	+9/+4	+4	+8	+4	Trap sense +4
13th	+9/+4	+4	+8	+4	Sneak attack +7d6, special ability
14th	+10/+5	+4	+9	+4	—
15th	+11/+6/+1	+5	+9	+5	Sneak attack +8d6, trap sense +5
16th	+12/+7/+2	+5	+10	+5	Special ability
17th	+12/+7/+2	+5	+10	+5	Sneak attack +9d6
18th	+13/+8/+3	+6	+11	+6	Trap sense +6
19th	+14/+9/+4	+6	+11	+6	Sneak attack +10d6, special ability
20th	+15/+10/+5	+6	+12	+6	—

Characters beyond 20th-level: Thieves above 20th level increase their sneak attack damage by +1d6 for every two levels beyond 19th (+11d6 at 21st, +13d6 at 23rd, and so on), their trap sense increases by +1 for every three levels beyond 18th (+7 at 21st, +8 at 24th, and so on), and gains a bonus feat every four levels beyond 20th (first at 24th, second at 28th, and so on). Thieves do not gain any additional special abilities beyond 20th level, nor do they increase their knave bonus beyond 16th level.

Crippling Strike (Ex): A thief with this ability can sneak attack opponents with such precision that her blows weaken and hamper them. An opponent damaged by one of her sneak attacks also takes 2 points of Strength damage. Ability points lost to damage return on their own at the rate of 1 point per day for each damaged ability.

Demoralizing Strike (Ex): A thief with this ability can forgo +2d6 points of damage to force the target to succeed a Will save against a DC 10 + one-half the thief's class levels + the thief's Charisma modifier or become panicked for 1d4+6 rounds.

Defensive Roll (Ex): The thief can roll with a potentially lethal blow to take less damage from it than she otherwise would. Once per day, when she would be reduced to 0 or fewer hit points by damage in combat (from a weapon or other blow, not a spell or special ability), the Thief can attempt to roll with the damage. To use this ability, the thief must attempt a Reflex saving throw (DC = damage dealt). If the save succeeds, she takes only half damage from the blow; if it fails, she takes full damage. She must be aware of the attack and able to react to it in order to execute her defensive roll—if she is denied her Dexterity bonus to AC, she can't use this ability. Since this effect would not normally allow a character to make a Reflex save for half damage, the thief's evasion ability does not apply to the defensive roll.

Killing Blow (Ex): The thief can make a coup-de-grace attack as a standard action once per day. This ability can only be used against a target when he would ordinarily be denied his Dexterity bonus to AC (whether he actually has a Dexterity bonus or not), or when the thief flanks a target. Unlike a normal coup-de-grace attack, the thief must attack the target normally. If the attack hits, the thief automatically scores a critical hit. If the defender survives the damage, he must still succeed a Fortitude save against a DC 10 + the damage dealt or die.

Killing blow provokes an attack of opportunity. Creatures immune to critical hits are likewise immune to killing blow.

Improved Evasion (Ex): This ability works like evasion, except that while the thief still takes no damage on a successful Reflex saving throw against attacks henceforth she takes only half damage on a failed save. A helpless thief does not gain the benefit of improved evasion. If the thief already has improved evasion, he gains no further benefit from this ability.

Opportunist (Ex): Once per round, the thief can make an attack of opportunity against an opponent who has just been struck for damage in melee by another character. This attack counts as the thief's attack of opportunity for that round. Even a thief with the Combat Reflexes feat cannot use the opportunist ability more than once per round.

Poison Use: Trained in the use of poison, the thief is never at risk of accidentally poisoning himself when applying poison to a blade.

Quick Break (Ex): Whenever the thief takes a double move action, her base speed increases by +10 feet.

Skill Mastery: The thief becomes so certain in the use of certain skills that she can use them reliably even under adverse conditions. Upon gaining this ability, she selects a number of skills equal to 3 + her Intelligence modifier. When making a skill check with one of these skills, she may take 10 even if stress and distractions would normally prevent her from doing so. A thief may gain this special ability multiple times, selecting additional skills for it to apply to each time.

Slippery Mind (Ex): This ability represents the thief's ability to wriggle free from magical effects that would otherwise control or compel her. If a thief with slippery mind is affected by a mind-affecting effect (such as *Beguile* or *Charm*), and fails her saving throw, she can attempt it again 1 round later at the same DC. She gets only this one extra chance to succeed on her saving throw.

Feat: A thief may gain a bonus feat in place of a special ability.

Weapon Master

For some, mastery of martial skills is the ultimate expression of spirituality. Mastery of the body, mind, and spirit allow the weapon master to transcend the suffering of the material world and achieve a sense of self and inner spiritual harmony. Part mystic, part philosopher, and all warrior, the weapon master focuses his skills on the mastery of a single weapon. When so armed, he is blindingly fast, capable of striking many more times than could a normal warrior. In addition, his nearly magical abilities to move faster than normal men, avoid blows, and overcome grievous injuries makes the weapon master one of the most formidable warriors in all the land.

Uncle Doj, Mother Gota, and Thai Dei were weapon masters, while Murgen trained to be weapon master in the Books of the South.

Game Rule Information

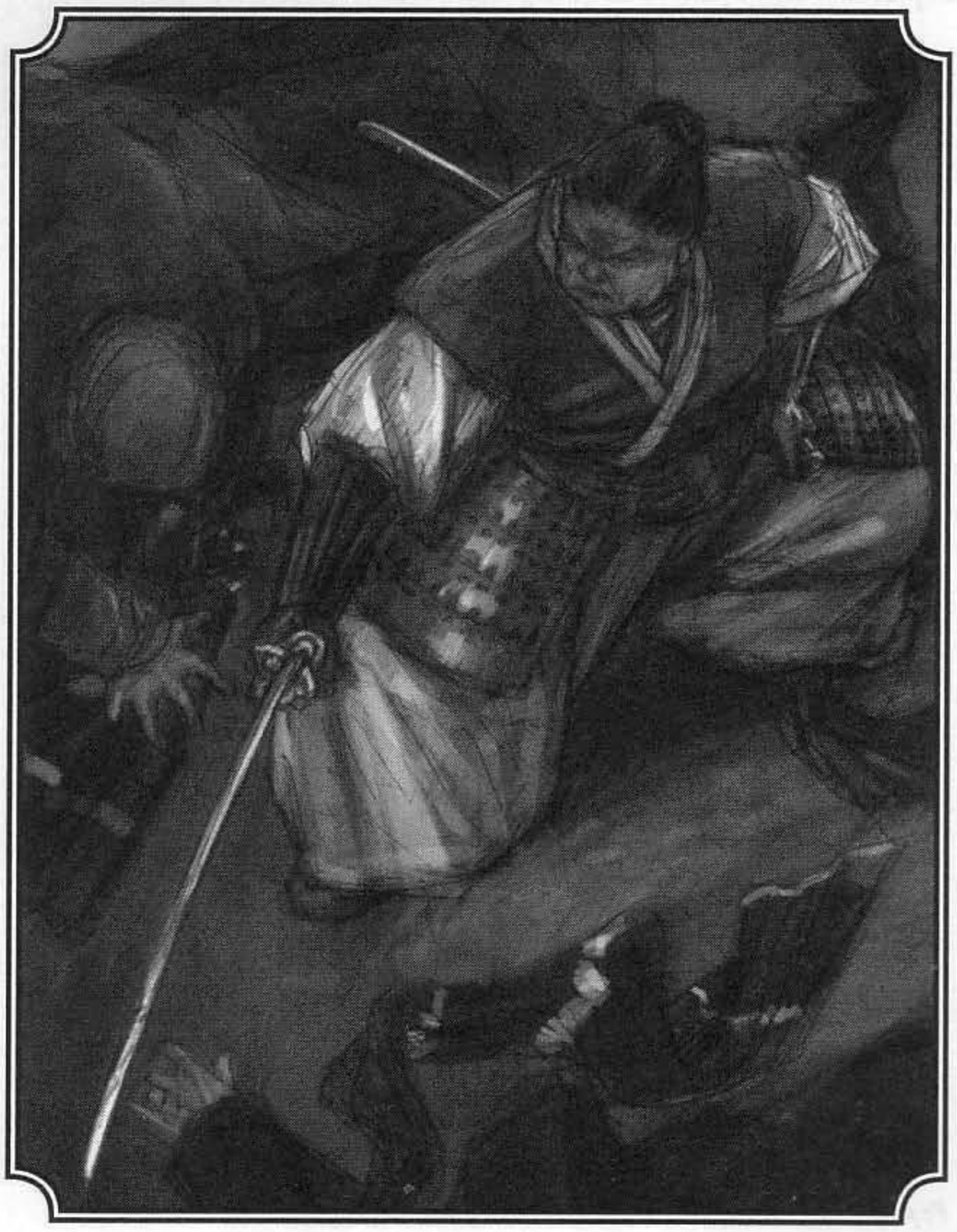
Weapon masters have the following game statistics.

Abilities: Strength and Dexterity are vital to the weapon master. Strength improves his combat skills, while Dexterity adds to his already impressive defenses. Wisdom is also important as the weapon master uses it to boot their armor class, and is the key ability to his awareness skills.
Hit Die: d8.
Starting Silver: 4d4 x 5 sp (50 sp).

Class Skills

The weapon master's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Escape Artist (Dex), Hide (Dex), Jump (Str), Listen (Wis), Move Silently (Dex), Spot (Wis), Swim (Str), and Tumble (Dex). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at 1st Level: (4 + Int modifier) x 4.
Skill Points at Each Additional Level: 4 + Int modifier.



Class Features

All of the following are class features of the weapon master class.

Weapon and Armor Proficiency

Weapon masters are proficient with all simple and martial weapons, with light armor, but not with shields.

AC Bonus

When unarmored and unencumbered, the weapon master adds his Wisdom bonus (if any) to his AC. In addition, a weapon master gains a +1 bonus to AC at 5th level. This bonus increases by 1 for every five-weapon master levels thereafter (+2 at 10th, +3 at 15th, and +4 at 20th level). These bonuses to AC apply even against touch attacks or when the weapon master is flat-footed. He loses these bonuses when he is immobilized or helpless, when he wears any armor, when he carries a shield, or when he carries a medium or heavy load.

Bonus Feats

At 1st level, a weapon master gains Weapon Focus as a bonus feat. At 4th level, a weapon master may select either Combat Expertise or Weapon Finesse as a bonus feat. At 7th level, a weapon master may select either Cleave or Weapon Specialization as a bonus feat. At 10th level, a weapon master may select Improved Critical or Spring Attack as a bonus feat. At 13th level, a weapon master may select Greater Weapon Focus or Deflect Arrows as a bonus feat. At 16th level, a weapon master may select Greater Weapon Specialization or Whirlwind Attack as bonus feats. At 19th level the weapon master may select Onslaught or Weapon Mastery as a bonus feat. A weapon master need not have any of the prerequisites normally required for these feats to select them. Note Onslaught and Weapon Mastery are new feats and appear in **Chapter Six: Feats**.

Flurry of Blows (Ex)

When wearing light armor or no armor, a weapon master may strike with a flurry of blows at the expense of accuracy. When doing so, he may make one extra melee attack in a round at his highest base attack bonus, but this attack takes a –2 penalty, as does each other attack made that round. The resulting modified base attack bonuses are shown in the Flurry of Blows Attack Bonus column on **Table 4–10: The Weapon Master**. This penalty applies for 1 round, so it also affects attacks of opportunity the weapon master might make before his next action. When a weapon master reaches 5th level, the penalty lessens to –1, and at 9th level, it disappears. A weapon master must use a full attack action to strike with a flurry of blows.

When using flurry of blows, a weapon master may attack only with a melee weapon with which he has the Weapon Focus feat. When using a weapon as part of a flurry of blows, a weapon master applies his Strength bonus (not Str bonus x 1-1/2) to his damage rolls for all successful attacks, whether he wields the weapon in one or both hands. In the case of a double weapon, such as a quarterstaff, each end counts as a separate weapon for using the flurry of blows ability.

Evasion (Ex)

At 2nd level or higher, if a weapon master makes a successful Reflex saving throw against an attack that normally deals half damage on a successful

Table 4–9: Weapon Master

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Flurry of Blows Attack Bonus	AC Bonus
1st	+0	+0	+2	+1	Bonus feat, flurry of blows	–2/–2	+0
2nd	+1	+0	+3	+2	Evasion	–1/–1	+0
3rd	+2	+1	+3	+2	Disciplined Mind	+0/+0	+0
4th	+3	+1	+4	+2	Bonus feat	+1/+1	+0
5th	+3	+1	+4	+3	Uncanny Dodge	+2/+2	+1
6th	+4	+2	+5	+3	Overcome Injury	+3/+3	+1
7th	+5	+2	+5	+4	Bonus feat	+4/+4	+1
8th	+6/+1	+2	+6	+4	Improved evasion	+5/+5/+0	+1
9th	+6/+1	+3	+6	+4	Improved uncanny dodge	+6/+6/+1	+1
10th	+7/+2	+3	+7	+5	Bonus feat	+7/+7/+2	+2
11th	+8/+3	+3	+7	+5	Greater flurry	+8/+8/+8/+3	+2
12th	+9/+4	+4	+8	+6	Burst 1/day	+9/+9/+9/+4	+2
13th	+9/+4	+4	+8	+6	Bonus feat	+9/+9/+9/+4	+2
14th	+10/+5	+4	+9	+6	Burst 2/day	+10/+10/+10/+5	+2
15th	+11/+6/+1	+5	+9	+7	—	+11/+11/+11/+6/+1	+3
16th	+12/+7/+2	+5	+10	+7	Bonus feat, burst 3/day	+12/+12/+12/+7/+2	+3
17th	+12/+7/+2	+5	+10	+8	—	+12/+12/+12/+7/+2	+3
18th	+13/+8/+3	+6	+11	+8	Burst 4/day	+13/+13/+13/+8/+3	+3
19th	+14/+9/+4	+6	+11	+8	Bonus feat	+14/+14/+14/+9/+4	+3
20th	+15/+10/+5	+6	+12	+9	Burst 5/day	+15/+15/+15/+10/+5	+4

Characters beyond 20th-level: Weapon masters gain a bonus feat every three levels above 19th (8 at 21st, 9 at 24th, and so on) and an addition use per day of burst every two levels above 20th level (6/day at 23rd, 7/day at 26th, and so on). In addition, the weapon master's bonus to Armor Class when unarmored increases by +1 every five levels higher than 20th.

ave, she instead takes no damage. Evasion can be used only if a weapon master wears light armor or no armor. A helpless weapon master does not gain the benefit of evasion. If the weapon master already has evasion from another class, he instead gains improved evasion (see below).

Disciplined Mind (Ex)

By focusing his inner resolve, the weapon master can better resist certain types of spell-effects. At 3rd level, the weapon master fully realizes his ability, gaining a +2 bonus to all saving throws against mind-affecting spell effects.

Uncanny Dodge (Ex)

Starting at 5th level, a weapon master can react to danger before his senses would normally allow him to do so. He retains his Dexterity bonus to AC (if any) even if caught flat-footed or struck by an invisible attacker. However, he still loses his Dexterity bonus to AC if immobilized. If a weapon master already has uncanny dodge from a different class he automatically gains improved uncanny dodge (see entry) instead.

Overcome Injury (Ex)

Starting at 6th level, the weapon master with a Wisdom of 12 or higher can shrug off a limited amount of damage. He can convert a total amount of lethal damage to nonlethal damage equal to one-half her class level × her Wisdom bonus per day. For example, a 10th-level weapon master with a 14 Wisdom (+2 bonus) can convert 20 points of damage to nonlethal damage. A weapon master does not have to use his conversion ability all at once. Using Overcome Injury is a Standard Action. If the weapon master expends an action point, he can use Overcome Injury as a Move Action instead.

For example, Chris' weapon master is 10th level, so he can convert a total of 20 points of lethal damage to nonlethal damage. While in melee combat, Chris takes a nasty hit dealing 13 points of damage. Chris decides to spend an action point on his turn to use overcome injury as a move action, thus allowing him to make at least one attack. When he does so, he only converts 13 points of damage, leaving him 7 more points of damage conversion for that day.

Improved Evasion (Ex)

At 8th level, a weapon master's evasion ability improves. He still takes no damage on a successful Reflex saving throw against attacks, but henceforth he takes only half damage on a failed save. A helpless weapon master does not gain the benefit of improved evasion. If the weapon master already has improved evasion, he gains no further benefit from this ability.

Improved Uncanny Dodge (Ex)

At 9th level and higher, a weapon master can no longer be flanked. This defense denies a thief the ability to sneak attack the weapon master by flanking him, unless the attacker has at least four more thief levels than the target has weapon master levels. A character already having uncanny dodge from a second class stacks the two classes to determine the minimum level a thief must be to flank the character.

Greater Flurry (Ex)

When a weapon master reaches 11th level, her flurry of blows ability improves. In addition to the standard single extra attack he gets from flurry of blows, he gets a second extra attack at his full base attack bonus.

Burst (Ex)

A 12th-level or higher weapon master can focus his inner resolve and move faster than normal once per day. As a free action, a weapon master gains a +10 foot bonus to her land speed. If the weapon master expends an action point, she gains +20 feet instead. These bonuses last until the end of the encounter. A weapon master may use this ability one additional time per day for every three levels achieved beyond 14th.

Wizard

Of all the characters in *The Black Company Campaign Setting*, the wizard demonstrates the greatest potential for power. When fully realized they are nearly gods, capable of leveling entire cities, changing the weather, abandoning their body to move backwards in time, conjuring demons, and any number of other fantastic powers. Most wizards, however, are simple illusionists, enchanters, and tricksters, conjuring phantoms, altering how a subject perceives a thing, how a person feels and acts. Only the best, brightest, and longest-lived wizards can shape the world with their craft.

The Howler, Stormbringer, Longshadow, Goblin, One-Eye, Silent, Bomanz, and a host of other wizards were important characters throughout the Black Company novels.

Game Rule Information

Wizards have the following game statistics.

Abilities: Charisma is the most important statistic for spellcasters as it is the determining score for all of his magical abilities. Constitution is vital to wizards as it augments their lower hit points, and also adds additional spell energy. Intelligence is also useful for it helps a wizard prepare his spell effects in advance. Dexterity is another useful stat for it aids in the wizard's defenses.

Hit Die: d6.
Starting Silver: 3d4 x 5 sp (37 sp).

Class Skills

The wizard's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Decipher Script (Int), Detect Magic (Int), Ghost Sound (Cha), Knowledge (all skills, taken individually) (Int), Magic Use (Cha), Prestidigitation (Cha), Resistance (Con), and Speak Language (Int). See **Chapter Four: Skills** in the *PHB* for skill descriptions. See **Chapter Five: Skills** and **Chapter Ten: Magic** in this book for details on new skills. In order to place ranks in any of the Magic skills, a character must have the dabbler feat or the Student of Wizardry class feature.

Skill Points at 1st Level: (6 + Int modifier) x 4.
Skill Points at Each Additional Level: 6 + Int modifier.

Class Features

All of the following are class features of the wizard class.

Weapon and Armor Proficiency

Wizards are proficient with all simple weapons, but not with armor, nor with shields.

Bonus Feat

At 1st, 5th, 10th, 15th, and 20th level, a wizard gains a bonus feat. At each such instance, she can choose any Magic feat (see **Chapter Six: Feats** for details). The wizard must meet all prerequisites for a bonus feat, including caster level minimums. These bonus feats are in addition to the feat that a character of any class gets from advancing levels.

Student of Wizardry (Ex)

The key component separating a dabbler from a wizard is training. By 1st level, the wizard is assumed to have completed his apprenticeship with another spellcaster, learning the tricks and techniques to maximize their personal energy and to create improved effects. Wizards gain spell energy equal to their Constitution modifier + 1 (minimum of 1 point of spell energy). In addition, the spellcaster gains a +2 insight bonus on Magic Use checks. For details on what spell energy is and how it can be used, see **Chapter Ten: Magic**.

Table 4–10: The Wizard

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+1	+2	Bonus feat, Student of Wizardry, Talent
2nd	+1	+0	+2	+3	—
3rd	+1	+1	+2	+3	Skill Focus (Magic Use), Talent
4th	+2	+1	+2	+4	First Magnitude
5th	+2	+1	+3	+4	Bonus feat, Talent
6th	+3	+2	+3	+5	—
7th	+3	+2	+4	+5	Talent
8th	+4	+2	+4	+6	—
9th	+4	+3	+4	+6	Spirit Walk, Talent
10th	+5	+3	+5	+7	Second Magnitude, Bonus feat
11th	+5	+3	+5	+7	Talent
12th	+6/+1	+4	+6	+8	—
13th	+6/+1	+4	+6	+8	Talent
14th	+7/+2	+4	+6	+9	—
15th	+7/+2	+5	+7	+9	Bonus feat, Talent
16th	+8/+3	+5	+7	+10	Third Magnitude
17th	+8/+3	+5	+8	+10	Talent
18th	+9/+4	+6	+8	+11	—
19th	+9/+4	+6	+8	+11	Talent
20th	+10/+5	+6	+9	+12	Bonus feat

Characters above 20th-level: Wizards gain a bonus feat every five levels beyond 20th (6 at 25th, 7 at 30th, and so on), and an additional instance of Talent every two levels beyond 19th (11 at 21st, 12 at 23rd, and so on).

Magnitudes

Magnitude is the measure of a wizard's power. Magnitude has several effects on a spellcaster's ability to manipulate magic. They are as follows.

Spell Selection: Many spells require a certain Magnitude to select.
Bonus to Magic Use checks: Magnitude awards an insight bonus to Magic Use checks.
Modifies Casting Time: It modifies the casting time for spell effects (see **Casting Time**).
Maximum Spell Energy Expenditures: A spellcaster's Magnitude caster level limits the amount of spell energy he can expend each round. Dabblers and Students can spend one point of spell energy each round, First Magnitude wizards may spend 2, Second 3, Third 4, and Fourth any amount.

For more information on Magnitude, see **Chapter Ten: Magic**, page 151.

Talent

At 1st level, and every two levels thereafter, the wizard gains Talent as a bonus feat.

Skill Focus

At 3rd-level, the wizard gains Skill Focus (Magic Use) as a bonus feat.

First Magnitude (Su)

At 4th level, the wizard gains a +4 insight bonus on Magic Use checks. He gains 1 point of spell energy. See **Chapter Ten: Magic** for details on spells and magnitudes. If the character already has First Magnitude, she gains Second Magnitude instead. If the character already has Second Magnitude, she gains another instance of the Talent feat instead. Note, insight bonuses do not stack.

Second Magnitude (Su)

At 10th level, the wizard gains a +8 insight bonus Magic Use checks. He gains 2 points of spell energy. See **Chapter Ten: Magic** for details on spells and magnitudes. If the character already has Second Magnitude, she gains Third Magnitude. If the character already has Third Magnitude, she gains another instance of the Talent feat instead. Note, insight bonuses do not stack.

Spirit Walk (Su)

Starting at 9th level, the wizard gains the Spirit Walk feat. If the wizard already has this feat, he gains Astral Self. Wizards do not need to meet the prerequisites to gain either of these feats. If the wizard already has Astral Self, he gains another instance of Talent instead.

Third Magnitude (Su)

At 16th level, the wizard becomes one of the most powerful spellcasters in the land, second only to the Taken and Shadowmasters. The wizard gains a +16 insight bonus Magic Use checks. He gains 4 points of spell energy. If the character already has the Third Magnitude, she may select any Magic Feat as a bonus feat. The wizard must meet all prerequisites for a bonus feat, including caster level minimums. See **Chapter Ten: Magic** for details on spells and magnitudes. Note, insight bonuses do not stack.

Zealot

The zealot is a religious fanatic, devoted to a particular interpretation of a faith, opposed to all others whose views do not coincide with his own. As a spiritual leader, he urges his followers to great acts of violence, more than, perhaps, any other. Everything they do rests on their conception of a divine plan and their role within it. Hence, they are implacable in their resolve to achieve their goals, and dismiss any who stand in their way as enemies of the faith.

Daughter of Night, Narayan Singh, and Mogaba are all examples of the zealot in the Books of the South.

Game Rule Information

Zealots have the following game statistics.

Abilities: Strength and Dexterity are the zealot's two most important abilities. Strength improves the zealot's attack and damage rolls. Dexterity is useful for compensating the zealot's otherwise low armor class. Constitution is also important as it determines how long the zealot's righteous wrath ability lasts.
Hit Die: d12.
Starting Silver: 4d4 x 5 sp (50 sp).

Class Skills

The zealot's class skills (and the key ability for each skill) are Climb (Str), Command (Cha), Intimidate (Cha), Jump (Str), Knowledge (religion) (Int), Ride (Dex), Survival (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Table 4-11: The Zealot

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+2	Righteous wrath 1/day
2nd	+2	+3	+0	+3	Toughness
3rd	+3	+3	+1	+3	Strike down the infidel +1
4th	+4	+4	+1	+4	Toughness
5th	+5	+4	+1	+4	Righteous wrath 2/day
6th	+6/+1	+5	+2	+5	Toughness
7th	+7/+2	+5	+2	+5	Strike down the infidel +2
8th	+8/+3	+6	+2	+6	Toughness
9th	+9/+4	+6	+3	+6	—
10th	+10/+5	+7	+3	+7	Righteous wrath 3/day, Toughness
11th	+11/+6/+1	+7	+3	+7	Strike down the infidel +3
12th	+12/+7/+2	+8	+4	+8	Toughness
13th	+13/+8/+3	+8	+4	+8	—
14th	+14/+9/+4	+9	+4	+9	Toughness
15th	+15/+10/+5	+9	+5	+9	Righteous wrath 4/day, strike down the infidel +4
16th	+16/+11/+6/+1	+10	+5	+10	Toughness
17th	+17/+12/+7/+2	+10	+5	+10	—
18th	+18/+13/+8/+3	+11	+6	+11	Toughness
19th	+19/+14/+9/+4	+11	+6	+11	Strike down the infidel +5
20th	+20/+15/+10/+5	+12	+6	+12	Righteous wrath 5/day, Toughness

Characters above 20th-level: Zealots gain an additional use of righteous wrath every five levels beyond 20th (6/day at 25th, 7/day at 30th, and so on), increases the Strike down the Infidel bonus by +1 every four levels beyond 19th (+6 at 23rd, +6 at 26th, and so on), and finally, another instance of the Toughness feat every two levels beyond 20th level (11 at 22nd, 12 at 24th, and so on).

Skill Points at 1st Level: (2 + Int modifier) x 4.
Skill Points at Each Additional Level: 2 + Int modifier.

Class Features

All of the following are class features of the zealot class.

Weapon and Armor Proficiency

Zealots are proficient with all simple and martial weapons, light armor, and all shields (but not tower shields).

Righteous Wrath (Ex)

Filled with the power of religious conviction, the zealot can push his body to nearly inhuman feats of strength and speed. Once per day at 1st-level, the zealot may give way to the passion of his faith, called righteous wrath. While in this state, the zealot gains a +2 bonus to Will saves, his initiative count increases by +4, his base land speed increases by 30 feet, to a maximum of twice the subject's normal speed using that form of movement, but he takes a –2 penalty to AC. The increase to speed counts as an enhancement bonus, and it affects the creature's jumping distance as normal for increased speed. Finally, when making a full attack action, the zealot may make one extra attack with any melee weapon he has in hand. The attack is made using the creature's full base attack bonus, plus any modifiers appropriate to the situation. The zealot's righteous wrath lasts for a number of rounds equal to 3 + the zealot's Constitution modifier. At the end of righteous wrath, the zealot is dazed for the same number of rounds he was under the effects of righteous wrath.

Righteous wrath stacks with a berserker's rage. However, at the end of such a combination, the character is both dazed and fatigued until such time that the character rests for one hour. After this point, the character is fatigued until he has eight hours of complete rest.

At 1st level, the zealot can enter righteous wrath once per day. He gains an additional use of this ability at 5th level, and every 5 levels thereafter.

Toughness

Starting at 1st level, and every two levels thereafter, the zealot gains Toughness as a bonus feat.

Strike Down the Infidel (Ex)

The zealot's intolerance for nonbelievers heightens so much he can channel his malice into a combat advantage. At 3rd level, the zealot gains a +1 bonus to all weapon damage rolls against creatures of a religion different from the zealot's faith (opponents with no religion count as having a different religion), usually defined as someone whose Allegiance does not match the zealot's. This bonus increases by +1 for every four levels thereafter (+2 at 7th, +3 at 11th, +4 at 15th level, and +5 at 19th). Finally, the zealot can spend an action point as a move action when fighting an opponent whom he knows is of a heretical faith, and make a special attack. The zealot makes this attack with a +4 bonus on the attack roll and gains a bonus on the damage roll equal to his zealot level (provided he hits). He must declare a use of this ability prior to making the attack roll.

Glittering Stone: Classes from Other Worlds

If you use the Glittering Stone campaign option, you will have characters of classes not native to *The Black Company Campaign Setting*. While several classes adapt well to this setting, a few are undoubtedly problematic. Arcane spellcasters employing magic from a traditional setting find they have no power in this world. The gods here do not answer the prayers of their followers, if they even exist at all, and so divine spellcasters lose their connections to their spiritual patrons. Even psionics and psychic abilities cannot affect the world. In short, magic and magic items from other worlds do not function here. Hence, spellcasting characters from another world are at a significant disadvantage. What follows are suggestions for incorporating all the core and psionic classes, as well as the base classes from Green Ronin's Master Class series. If you use a base class from another source, use the following as guidelines. In addition, for relaxed character transitions from other worlds, consult **Chapter Eleven: Black Company Campaigns.**

Barbarian

In *The Black Company Campaign Setting*, the berserker replaces the barbarian. Characters from other worlds using this base class follow their normal progression for the barbarian class. Because the berserker serves to replace the barbarian, otherworldly barbarians may not multiclass into the berserker class. Otherwise, there are no changes.

Bard

Bards suffer some drawbacks due to entry into this setting, though not as many as other classes. A bard loses the ability to cast arcane spells. In addition, all spell-like manifestations of the bardic music ability become extraordinary instead. If the character continues advancing in the bard class, she gains a bonus feat at 2nd, 4th, 7th, 10th, 13th, and 16th level, although she does not retroactively gain feats for levels already earned in this class. The bard also gains the following class skills: Detect Magic (Int), Ghost Sound (Cha), Magic Use (Cha), Prestidigitation (Cha), and Resistance (Con).

Cleric

As the gods do not exist as they do in other worlds, though some beings of power may masquerade as deities, clerics have no magical power in this world. They lose access to all divine spells, spontaneous casting, domains (spell-like and supernatural abilities only), and the ability to turn or rebuke dead. They retain their aura (if any), though this has no appreciable effect in this world. If the character continues advancing in the cleric class, she gains a bonus feat at 3rd, 5th, 7th, 9th, 11th, 13th, 15th, and 17th level, although she does not retroactively gain feats for levels already earned in this class. Clerics also gain the following class skills: Detect Magic (Int), and Resistance (Con).

Druid

Like the cleric, druids lose access to divine spells and spontaneous casting. They retain all of their supernatural abilities. If the character continues advancing in the druid class, she gains a bonus feat at 3rd, 7th, 11th, and 15th level, although she does not retroactively gain feats for levels already earned in this class. Druids also gain the following class skills: Detect Magic (Int), and Resistance (Con).

Fighter

Fighters exist in *The Black Company Campaign Setting*, but are modified from how they appear in the *PHB*. Do not refit fighters from other settings. For all future fighter levels, characters use the fighter progression presented on page 64 instead.

Monk

The monk relies on unusual supernatural abilities and fighting styles, and though there are no examples of them within the novels, they could certainly exist in some previously unexplored land. Replace Wholeness of Body with the weapon master's Overcome Injury, Abundant Step with the weapon master's burst ability, Diamond Soul with a bonus feat, and the Empty Body ability with the Spirit Walk feat. If the character already has these abilities prior to entry into *The Black Company Campaign Setting*, she retains them, but they do not function here.

Paladin

Though paladins suffer from the same problems as clerics, they have a better base attack bonus and martial skills. Paladins lose access to all spells, the turn undead ability, smite evil, and *remove disease*. They cannot summon or dismiss their special mount, so if they had the mount when they entered this world, they still have the mount, otherwise it is lost to them. They retain the following abilities: aura of courage, aura of good, divine grace, and divine health. If the character continues advancing in the paladin class, she gains a bonus feat at 4th, 8th, 11th, and 14th level, although she does not retroactively gain feats for levels already earned in this class.

Ranger

The Black Company Campaign Setting features a modified version of the ranger class. Rangers from other worlds lose access to spells, and many, if not all, of their favored enemies are nearly useless. For all future levels attained in this class, use the ranger as presented in this chapter, though rangers from other worlds do not retroactively change their class features.

Rogue

Rogues are virtually unchanged, called thieves in *The Black Company Campaign Setting* to better distinguish them from the scout class, though they gain access to an additional special ability as indicated under the Thief entry of this chapter. Rogues from other worlds may continue advancing in the rogue class, but may not multiclass into the thief class.

Sorcerer

Even though a sorcerer cast spells using his own innate resources, those resources are not accessible while in *The Black Company Campaign Setting*. Sorcerers lose access to all arcane spells, though they retain their familiar if they have one. If the character continues advancing in the sorcerer class, she gains a bonus feat at 3rd, 5th, 7th, 9th, 11th, 13th, 15th, and 17th level, although she does not retroactively gain feats for levels already earned in this class. Sorcerers also gain the following class skills: Detect Magic (Int), Ghost Sound (Cha), Magic Use (Cha), Prestidigitation (Cha), and Resistance (Con). Sorcerers may multiclass into wizards of this setting, and if they return to their native world, they add the levels earned in wizard in *The Black Company Campaign Setting* to their sorcerer levels.

Wizard

The wizards of the standard fantasy rules are vastly different from those in *The Black Company Campaign Setting*. Consequently, wizards from other worlds are crippled in *The Black Company Campaign Setting*. Wizards cannot cast arcane spells. In addition, metamagic feats or item creation feats are irrelevant. They do retain their familiar, however. If the character continues advancing in the wizard class, she gains a bonus feat at 3rd, 5th, 7th, 9th, 11th, 13th, 15th, and 17th level, although she does not retroactively gain feats for levels already attained in this class. Wizards also gain the following class skills: Detect Magic (Int), Ghost Sound (Cha), Magic Use (Cha), Prestidigitation (Cha), and Resistance (Con). Wizards may multiclass into wizards of this setting, and if they return to their native world, they add the levels earned in wizard in *The Black Company Campaign Setting* to their original wizard levels.

Psionic Characters

Like other spellcasters, psionic characters lose access to all psionic powers, even though psionics are innately powered. However, they retain the ability to use psionic feats, as their power points are unaffected. If a psions and wilders who continue to advance in their psionic class, they gain a bonus feat at 3rd, 5th, 7th, 9th, 11th, 13th, 15th, and 17th level, although they do not retroactively gain feats for levels already earned in this class. Psychic warriors and soul knives (who cannot manifest their soul knife) gain bonus feats at 4th, 8th, 11th, and 14th level, although, again, they do not retroactively gain feats for levels already earned in this class.

Assassin

The assassin loses access to all spells. If the character continues advancing in the assassin class, she gains additional bonus feats at 6th, 10th, and 15th level, although she does not retroactively gain feats for levels already earned in this class.

Avatar

The avatar loses access to the Heaven's mantle class ability, spells, and any spell-like sacred boons. If the character continues advancing in the avatar class, she gains a bonus feat at 3rd, 5th, 7th, 9th, 11th, 13th, 15th, and 17th level, although she does not retroactively gain feats for levels already earned in this class. Avatars also gain the following class skills: Detect Magic (Int), and Resistance (Con).

Cavalier

The cavalier is unchanged, and is useable as is.

Holy and Unholy Warrior

These characters lose access to all spells, spell-like domain abilities, and most supernatural abilities replicating cleric domain abilities or spells. See the paladin above for guidelines on which abilities a holy or unholy warrior retains. These characters gain bonus feats as paladins.

Noble

Nobles constructed using the *Noble's Handbook* are unchanged though they obviously lose all of their connections. Nobles from other worlds may not multiclass into the noble class of *The Black Company Campaign Setting*.

Shaman

The shaman from other worlds loses much of his power when crossing into *The Black Company Campaign Setting*. He loses access to all spells, totems, though he retains his taboos. He also retains his spirit familiar, though it assumes an inky and shadowy appearance while in this world. In addition, shamans retain the ability to rebuke spirits, but only against shadows from the Plain of Glittering Stone and spirit walking characters the shaman sense. If the character continues advancing in the shaman class, she gains a bonus feat at 4th, 8th, 12th, 16th, and 20th level, although she does not retroactively gain feats for levels already earned in this class. Shamans also gain the following class skills: Detect Magic (Int), Ghost Sound (Cha), Prestidigitation (Cha), and Resistance (Con).

Thaumaturge

The thaumaturge, like any other spellcaster, loses access to all domains, spells, and all of her summon abilities. She retains her corruptions, however. If the character continues advancing in the thaumaturge class, she gains a bonus feat at 3rd, 5th, 7th, 9th, 11th, 13th, 15th, and 17th level, although she does not retroactively gain feats for levels already earned in this class. Thaumaturges also gain the following class skills: Detect Magic (Int), and Resistance (Con).

Witch

Even though a witch casts spells using her own innate resources, those sources are not accessible while in *The Black Company Campaign Setting*. Witches lose access to all spells, though they retain their familiar if they have one. If the character continues advancing in the witch class, she gains additional bonus feats at 4th, 6th, 8th, 10th, 12th, 14th, 16th, and 18th level, although she does not retroactively gain feats for levels already earned in this class. Witches also gain the following class skills: Detect Magic (Int), Ghost Sound (Cha), Magic Use (Cha), Prestidigitation (Cha), and Resistance (Con). Witches may multiclass into wizards of this setting, and if they return to their native world, they add the levels earned in the wizard class in *The Black Company Campaign Setting* to their witch levels.

Chapter Five: Skills

The Black Company Campaign Setting uses most of the skills found in the standard d20 fantasy rules. There are several new magical skills, and two new mundane skills, Command and Research. **Table 5–1: Skills** describes all the skills available in *The Black Company Campaign Setting* and **Table 5–2: Skill Synergies in *The Black Company Campaign Setting*** describes all of the possible skill synergies. Certain spells grant bonuses to skills as well, and synergy bonuses from spells are described in **Table 5–3**.

New Rules for Old Skills

Concentration (Int)

The new magic system described in this book changes the dynamics of how Concentration works in regard to spellcasting. The following information supercedes that presented in the *PHB* as it relates to Magic.

Check: Concentration works exactly as described in *PHB*, except as it relates to spellcasting. If called to make a Concentration check while casting a spell effect (in such instances of distracting environments for example), and if you fail the Concentration check, you do not lose the spell effect. Instead, the Magic Use DC increases by +4 for each failed check.

If you are damaged (direct or continuous) while casting a spell effect, you must make a Concentration check as normal. Except, because *The Black Company Campaign Setting* does not have "spell levels," a spellcaster instead makes a Concentration check (DC 20 + the damage dealt). As always, on a failed Concentration check, the effect's Magic Use DC increases by a cumulative +4 for each failed Concentration check. The same rule applies to continuous damage.

Special: In *The Black Company Campaign Setting* you can use the Concentration skill to cast a spell, use a spell-like ability, or use a skill defensively, so as to avoid attacks of opportunity altogether. This doesn't apply to other actions that might provoke attacks of opportunity.

To pull this manuever off, you must succeed a Concentration check against a DC 25. If the Concentration check succeeds, you may attempt the action normally without provoking any attacks of opportunity. A successful Concentration check still doesn't allow you to take 10 on another check if you are in a stressful situation; you must make the check normally. If the Concentration check fails, the related action also automatically fails (with any appropriate ramifications taking effect), and the action is wasted, just as if your concentration had been disrupted by a distraction.

It is important to note that the Combat Casting feat works in a substanitially differentt manner in *The Black Company Campaign Setting*. Instead of the normal method of use, whenever you take damage while casting a spell effect, you add your caster level to your Concentration check. On a failed check, the Magic Use DC still increases by +4 as normal.

Unused Skills

The following skills are not used in *The Black Company Campaign Setting:*

Spellcraft, Use Magic Device

Table 5–1: Skills

Skill	Acd	Bkr	Ftr	JoT	Nob	Rgr	Sct	Thf	Wpm	Wiz	Zea	Key Ability
Appraise	C	cc	cc	•	C	cc	cc	C	cc	cc	cc	Int
Balance	cc	cc	cc	•	cc	cc	C	C	C	cc	cc	Dex
Bluff	cc	cc	cc	•	C	cc	cc	C	cc	C	cc	Cha
Climb	cc	C	C	•	cc	C	C	C	C	cc	C	Str
‡Command	cc	cc	C	•	C	cc	cc	cc	cc	cc	C	Cha
‡Concentration	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	Con
‡Craft	C	C	C	•	cc	C	C	C	cc	cc	cc	Int
Decipher Script	C	cc	cc	•	cc	cc	cc	C	cc	C	cc	Int*
Diplomacy	cc	cc	cc	•	C	cc	cc	C	cc	cc	cc	Cha
Disable Device	cc	cc	cc	•	cc	C	C	C	cc	cc	cc	Int*
Disguise	cc	cc	cc	•	cc	cc	cc	C	cc	cc	cc	Cha
Escape Artist	cc	cc	cc	•	cc	cc	C	C	C	cc	cc	Dex
Forgery	C	cc	cc	•	cc	cc	cc	C	cc	cc	cc	Dex
Gather Information	cc	cc	cc	•	C	cc	cc	C	cc	cc	cc	Cha
Handle Animal	cc	C	C	•	cc	C	C	cc	cc	cc	cc	Cha*
‡Heal	cc	cc	cc	•	cc	C	cc	cc	cc	cc	cc	Wis
Hide	cc	cc	cc	•	cc	C	C	C	C	cc	cc	Dex
Intimidate	cc	C	C	•	C	cc	C	C	cc	cc	C	Cha
Jump	cc	C	C	•	cc	C	C	C	C	cc	C	Str
Knowledge												Int
(arcana)	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	
(architecture and engineering)	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	
(dungeoneering)	C	cc	cc	•	C	C	cc	cc	cc	C	cc	
(geography)	C	cc	cc	•	C	C	cc	cc	cc	C	cc	
(history)	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	
(local)	C	cc	cc	•	C	cc	cc	C	cc	C	cc	
(nature)	C	cc	cc	•	C	C	C	cc	cc	C	cc	
(nobility and royalty)	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	
(religion)	C	cc	cc	•	C	cc	cc	cc	cc	C	C	
(the planes)	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	
Listen	cc	C	cc	•	C	C	C	C	C	cc	cc	Wis
Move Silently	cc	cc	cc	•	cc	C	C	C	C	cc	cc	Dex
Open Lock	cc	cc	cc	•	cc	cc	cc	C	cc	cc	cc	Dex*
Perform	cc	cc	cc	•	C	cc	cc	C	cc	cc	cc	Cha
‡Profession	C	cc	cc	•	cc	C	C	C	cc	cc	cc	Wis*
‡Research	C	cc	cc	•	cc	cc	cc	cc	cc	cc	cc	Int*
Ride	cc	C	C	•	C	C	C	cc	cc	cc	C	Dex
Search	C	cc	cc	•	cc	C	C	C	cc	cc	cc	Int
Sense Motive	cc	cc	cc	•	C	cc	cc	C	cc	cc	cc	Wis
Sleight of Hand	cc	cc	cc	•	cc	cc	cc	C	cc	cc	cc	Dex*
‡Speak Language	C	cc	cc	•	C	cc	cc	cc	cc	C	cc	Int*
Spot	cc	cc	cc	•	cc	C	C	C	C	cc	cc	Wis
Survival	cc	C	cc	•	cc	C	C	cc	cc	cc	C	Wis
Swim	cc	C	C	•	cc	C	C	C	C	cc	C	Str
Tumble	cc	cc	cc	•	cc	cc	cc	C	C	cc	cc	Dex*
Use Rope	cc	cc	cc	•	cc	C	C	C	cc	cc	cc	Dex
Magic Skills†	**Acd**	**Bkr**	**Ftr**	**JoT**	**Nob**	**Rgr**	**Sct**	**Thf**	**Wpm**	**Wiz**	**Zea**	**Key Ability**
‡Detect Magic	cc	cc	cc	•	cc	cc	cc	cc	cc	C	cc	Int*
‡Ghost Sound	cc	cc	cc	•	cc	cc	cc	cc	cc	C	cc	Cha*
‡Magic Use	cc	cc	cc	•	cc	cc	cc	cc	cc	C	cc	Cha*
‡Prestidigitation	cc	cc	cc	•	cc	cc	cc	cc	cc	C	cc	Cha*
‡Resistance	cc	cc	cc	•	cc	cc	cc	cc	cc	C	cc	Con*

*These skills are Trained only.

† Note characters must have the Dabbler feat or the Student of Wizardry class feature in order to place ranks in Magic skills, regardless of any class feature, feat, or circumstances that may indicate otherwise. In addition, Magic Skills require a character to have a certain amount of spell energy in order to use them.

•Jack-of-all-Trades select any 12 skills as class skills.

‡These skills are new or changed from how they appear in the *PHB*.

Table 5–2: Skill Synergies in The Black Company Campaign Setting

5 or more ranks in…	Gives a +2 bonus on…
Bluff	Diplomacy checks
Bluff	Disguise checks to act in character
Bluff	Ghost Sound checks
Bluff	Intimidate checks
Bluff	Sleight of Hand checks
Command	Intimidate checks
Craft	Related Appraise checks
Diplomacy	Command checks
Escape Artist	Use Rope checks involving bindings
Gather Information	Research checks
Handle Animal	Ride checks
Intimidate	Command checks
Jump	Tumble checks
Knowledge (arcana)	Magic Use checks
Knowledge (architecture and engineering)	Search checks involving secret doors and similar compartments
Knowledge (dungeoneering)	Survival checks when underground
Knowledge (geography)	Survival checks to keep from getting lost or avoiding hazards
Knowledge (history)	Related Research checks
Knowledge (local)	Gather Information checks
Knowledge (nature)	Survival checks in aboveground natural environments
Knowledge (nobility & royalty)	Diplomacy checks
Knowledge (religion)	Related Research checks
Knowledge (the planes)	Survival checks when on other planes
Magic Use	Detect Magic checks
Prestidigitation	Sleight of Hand checks
Research	Knowledge (history) checks
Search	Survival checks when following tracks
Sense Motive	Diplomacy checks
Sleight of Hand	Prestidigitation checks
Survival	Knowledge (nature) checks
Tumble	Balance checks
Tumble	Jump checks
Use Rope	Climb checks involving climbing ropes
Use Rope	Escape Artist checks involving ropes

Table 5–3: Spell Continuous Effects

Spell	Continuous Effects
Afflict	+3 to Intimidate checks
Air Magic	+3 to Jump checks
Alter	+3 to Craft checks
Animate	+3 to Sleight of Hand checks
Animal Talent	+3 to Handle Animal checks
Armor	+3 to Resistance checks
Augment	+2 to Initiative checks
Aversion	+3 to Disguise checks
Awareness	+3 to Spot checks
Banish	+3 to Detect Magic checks
Beguile	+3 to Bluff checks
Call	+3 to Magic Use checks to repair a shadowgate
Charm	+3 to Diplomacy checks
Compel	+3 to Intimidate checks
Conjure	+3 to Craft checks
Create Energy	—
Destroy	+3 to Disable Device checks
Dispel	+3 to Knowledge (arcana) checks
Drain	+3 to Escape Artist checks
Earth Talent	+3 to Craft (stoneworking) checks
Enchant	+3 to Diplomacy checks
Fear	+3 to Intimidate checks
Figment	+3 to Bluff checks
Fire Talent	+3 to Resistance checks
Force	+1 deflection bonus to AC
Foresee	+3 to Spot checks
Freedom	+3 to Escape Artist checks
Glamer	+3 to Disguise checks
Healing Talent	+3 to Heal checks
Hold	+3 to Command checks
Light Talent	+3 to Spot checks
Necromancy	+3 to Gather Information checks
Obscure	+3 to Hide checks
Pattern	+3 to Prestidigitation checks
Plant	+3 to Survival checks
Reflect	+3 to Resistance checks
Reveal	+3 to Detect Magic checks
Sense	+2 to Search and Spot checks
Shadow Mastery	+3 to Gather Information checks
Shapeshifting	+3 to Disguise checks
Slay	+3 to Intimidation checks
Suspend	+2 to Initiative checks
Telekinesis	+3 to Jump checks
Telepathy	+3 to Sense Motive checks
Vermin Mastery	+3 to Knowledge (nature) checks
Wards	+1 deflection bonus to AC
Water Talent	+3 to Survival checks

Craft (Int)

Craft functions as it states in the *PHB*, except as follows.

Check: You can practice your trade and make a decent living, earning about half your check result in silver pieces per week of dedicated work. You know how to use the tools of your trade, how to perform the craft's daily tasks, how to supervise untrained helpers, and how to handle common problems. (Untrained laborers and assistants earn an average of 2 copper piece per day.)

The basic function of the Craft skill, however, is to allow you to make an item of the appropriate type. The DC depends on the complexity of the item to be created. The DC, your check results, and the price of the item determine how long it takes to make a particular item. The item's finished price also determines the cost of raw materials.

In some cases, the *Alter* spell can be used to achieve the results of a Craft check with no actual check involved. However, you must make an appropriate Craft check when using the spell to make articles requiring a high degree of craftsmanship.

All crafts require artisan's tools to give the best chance of success. If improvised tools are used, the check is made with a –2 circumstance penalty. On the other hand, masterwork artisan's tools provide a +2 circumstance bonus on the check.

To determine how much time and money it takes to make an item, follow these steps.

1. Find the item's price. Put the price in copper pieces (1 sp = 20 cp).
2. Find the DC from the table below.
3. Pay one-third of the item's price for the cost of raw materials.
4. Make an appropriate Craft check representing one week's work. If the check succeeds, multiply your check result by the DC. If the result × the DC equals the price of the item in cp, then you have completed the item. (If the result × the DC equals double or triple the price of the item in copper pieces, then you've completed the task in one-half or one-third of the time. Other multiples of the DC reduce the time in the same manner.) If the result × the DC doesn't equal the price, then it represents the progress you've made this week. Record the result and make a new Craft check for the next week. Each week, you make more progress until your total reaches the price of the item in copper pieces.

If you fail a check by 4 or less, you make no progress this week.

If you fail by 5 or more, you ruin half the raw materials and have to pay half the original raw material cost again.

Progress by the Day: You can make checks by the day instead of by the week. In this case, your progress (check result × DC) is in bits (10 bit equal 1 copper piece) instead of copper pieces.

Creating Masterwork Items: See **Chapter Eight: Equipment**.

Repairing Items: Generally, you can repair an item by making checks against the same DC that it took to make the item in the first place. The cost of repairing an item is one-fifth of the item's price.

When you use the Craft skill to make a particular sort of item, the DC for checks involving the creation of that item are typically as given on the following table.

Craft DCs

Item	Craft Skill	Craft DC
Acid	Alchemy[1]	15
Alchemist's fire	Alchemy[1]	20
Antitoxin	Alchemy[1]	25
Armor or shield	Armorsmithing	10 + AC bonus
Longbow or shortbow	Bowmaking	12
Composite longbow or composite shortbow	Bowmaking	15
Composite longbow or composite shortbow with high strength rating	Bowmaking	15 + (2 × rating)
Crossbow	Weaponsmithing	15
Simple melee or thrown weapon	Weaponsmithing	12
Martial melee or thrown weapon	Weaponsmithing	15
Exotic melee or thrown weapon	Weaponsmithing	18
Mechanical trap	Trapmaking	Varies[2]
Very simple item (wooden spoon)	Varies	5
Typical item (iron pot)	Varies	10
High-quality item (bell)	Varies	15
Complex or superior item (lock)	Varies	20

[1] You must have the Dabbler feat or Student of Wizardry class feature to craft any of these items.

[2] Traps have their own rules for construction. See the *DMG* for details, replacing gp with sp, and sp with cp.

Action: Does not apply. Craft checks are made by the day or week (see above).

Try Again: Yes, but each time you miss by 5 or more, you ruin half the raw materials and have to pay half the original raw material cost again.

Special: You may voluntarily add +10 to the indicated DC to craft an item. This allows you to create the item more quickly (since you'll be multiplying this higher DC by your Craft check result to determine progress). You must decide whether to increase the DC before you make each weekly or daily check.

You may craft a more potent alchemical concoction. To do so, increase the Craft DC by +20 and multiply the total cost by 5. If the item or substance deals damage, double the damage dealt. If the item or substance doesn't deal damage, double the duration of its effect. If the item or substance doesn't deal damage and doesn't have a specific listed duration (or has an instantaneous duration), double all dimensions of its area. If the item or substance doesn't fit any of these categories, then it cannot be improved in this manner. A character can create an item with multiple degrees of augmentation. For every additional multiplier applied to damage, duration, or area, add an additional +20 to the DC and add an additional 5 to the cost multiplier.

To make an item using Craft (alchemy), you must have alchemical equipment and the Dabbler feat or Student of Wizardry class feature. If you are working in a city, you can buy what you need as part of the raw materials cost to make the item, but alchemical equipment is difficult or impossible to come by in some places. Purchasing and maintaining an alchemist's lab grants a +2 circumstance bonus on Craft (alchemy) checks because you have the perfect tools for the job, but it does not affect the cost of any items made using the skill.

Synergy: If you have 5 ranks in a Craft skill, you get a +2 bonus on Appraise checks related to items made with that Craft skill.

Knowledge (Int)

The Black Company Campaign Setting uses most of the same sub-categories of the Knowledge skill as standard rules (arcane, architecture and engineering, dungeoneering, geography, history, local, nature, nobility and

royalty, and religion). Since spellcasters in *The Black Company Campaign Setting* don't travel to or scry on other planes, Knowledge (the planes) instead refers to knowledge of other worlds and the Plain of Glittering Stone.

It should also be noted that Knowledge (local) applies only to areas the character is familiar with and has spent some time in (at least a month), and suffers the same penalties and bonuses as social skills for fluency in the local language.

Perform (Cha)

Perform functions like it states in the *PHB*, except as follows.

Check: You can impress audiences with your talent and skill.

Perform DCs

Perform DC	Performance
10	Routine performance. Trying to earn money by playing in publicis essentially begging. You can earn 1d10 bits per day.
15	Enjoyable performance. In a prosperous city, you can earn 1d10 cp/day.
20	Great performance. In a prosperous city, you can earn 3d10 cp/day. In time, you may be invited to join a professional troupe and may develop a regional reputation.
25	Memorable performance. In a prosperous city, you can earn 1d6 sp/day. In time, you may come to the attention of noble patrons and develop a national reputation.
30	Extraordinary performance. In a prosperous city, you can earn 3d6 sp/day. In time, you may draw attention from distant potential patrons.

A masterwork musical instrument gives you a +2 circumstance bonus on Perform checks that involve its use.

A character can sway an audience's attitude with her performance.

Attitude Modifications

	New Attitude					
Initial Attitude	**Hos**	**Unf**	**Indif**	**Friend**	**Help**	**Fanatic**
Hostile	Less than 20	20	25	35	50	150
Unfriendly	Less than 5	5	15	25	40	120
Indifferent	—	Less than 1	1	15	30	90
Friendly	—	—	Less than 1	1	20	60
Helpful	—	—	—	Less than 1	1	50

Hos: hostile. **Unf:** unfriendly. **Indif:** indifferent. **Friend:** friendly. **Help:** helpful.

Fanatic: In addition to the obvious effects, any NPC whose attitude is fanatic gains a +2 morale bonus to Strength and Constitution scores, a +1 morale bonus on Will saves, and a –1 penalty to AC whenever fighting for the character or his or her cause. This attitude will remain for one day plus one day per point of the character's Charisma bonus, at which point the NPC's attitude will revert to its original attitude (or indifferent, if no attitude is specified).

Treat the fanatic attitude as a mind-affecting enchantment effect for purposes of immunity, save bonuses, or being detected by the Sense Motive skill. Since it is nonmagical, it can't be dispelled; however, any effect that suppresses or counters mind-affecting effects will affect it normally. A fanatic NPC's attitude can't be further adjusted by the use of skills.

Fanatic Attitude

Attitude	Means	Possible Actions
Fanatic	Will give life to serve you	Fight to the death against overwhelming odds

Action: Varies. Trying to earn money by playing in public requires anywhere from an evening's work to a full day's performance.

Try Again: Yes. Retries are allowed, but they don't negate previous failures, and an audience that has been unimpressed in the past is likely to be prejudiced against future performances. (Increase the DC by 2 for each previous failure.)

Special: In addition to using the Perform skill, you can entertain people with sleight of hand, tumbling, tightrope walking, and spells (especially illusions).

Profession (Wis, Trained Only)

Profession functions as it states in the *PHB*, except as follows.

Check: You can practice your trade and make a decent living, earning about half your Profession check result in silver pieces per week of dedicated work. You know how to use the tools of your trade, how to perform the profession's daily tasks, how to supervise helpers, and how to handle common problems.

Action: Not applicable. A single check generally represents a week of work.

Try Again: Varies. An attempt to use a Profession skill to earn an income cannot be retried. You are stuck with whatever weekly wage your check result brought you. Another check may be made after a week to determine a new income for the next period of time. An attempt to accomplish some specific task can usually be retried.

Untrained: Untrained laborers and assistants (that is, characters without any ranks in Profession) earn an average of 1 copper piece per day.

Speak Language (Int)

Fluency is a much more complicated issue in *The Black Company Campaign Setting* than a simple question of whether of not a character can speak a language. There are levels of fluency, ranging from barely understanding simple words to a total mastery of a tongue. Language fluency is broken into four levels – poor, fair, good, and mastery.

Each level of mastery takes one language point (lp) to earn, and a character may not spend more than one language point per level. Each time a character buys one rank of Speak Language, he gets a number of lps equal to 1 + his Int bonus. Lps must be spent immediately – they cannot be kept for future use (the academician being an exception to this rule). Being able to read and write in a language costs another lp, and a character is only as fluent with a language written as he is spoken.

Having less than good fluency with a language places penalties on a characters efforts at social interaction and research. Similarly, total mastery of a language provides a bonus to social interaction with native speakers (though not characters who have simply learned a language) and research into works using that language. These penalties and bonuses are listed on the following page. They apply to all Cha-based skill check that require speech (normally everything except a few kinds of Intimidation checks and the smoke and mirrors function of Bluff at the Army Scale, see page 144), and to Research checks involving works written primarily in that language.

Some languages have a dialect. A character has one level less fluency in a dialect than he has in its core language (for one lp, he can increase fluency in the dialect). Some languages have vulgate tongues based off them. A character with mastery in a language is considered to have Poor fluency in its vulgates, but has no point-break when buying up his fluency.

Speak Languages

Fluency	Modifier
Poor	–8 (This includes using a translator of good or fair fluency.)
Fair	–4 (This includes using a translator with mastery level fluency.)
Good	+0
Mastery	+2

Characters begin play with fair fluency in their native tongue (speech), and a number of additional language points equal to their Int bonus.

There are dozens of languages in *The Black Company Campaign Setting*. Many cities have their own language, and common languages tend not to cover more than a few hundred miles of area. There are exceptions to this; in the time of the Domination, TelleKurre was common throughout the north, and Forsberger is more common than most Northern languages in Lady's time. Generally, however, if a group moves to a new political or geographic region, they face a new language.

The languages that make an appearance in the Black Company books (and the region or group that uses them) are as follows.

Black Company Languages

Language	Notes
Deceiver's Cant	Used by the strangler's cult of Kina.
D'loc-Aloc	Jungle region between the North and the South.
Finger Speech	A sign language common fairly among the deaf.
Forsberger	A common northern tongue.
Gea-Xle	A city between D'loc-Aloc and the Third Cataract.

Black Company Languages

Language	Notes
Groghor	A dying language of the north, whose people are no more, wiped out during the Consolidation wars of the Lady's Empire.
Jewel Cities	A common tongue among many of the coastal cities on the Seas of Terror.
Jewel Cities (ancient)	The primogenitor of the Jewel Cities tongue.
Jewel Cities, Opal	The dialect used by commoners in Opal.
Juniper	The common tongue in Juniper.
K'Hlata	Language of the plains folk south of D'loc-Aloc.
Meadenvil	A dialect of Juniper.
Nyueng Bao	The tongue of the Nyueng Bao.
Old Tongue	An ancient language of the south, likely originating beyond the Plain of Glittering Stone.
Roi	The tongue of the Roi nomads.
Rosean	The tongue of Roses
Sangel Dialects	A variety of dialects used south of the Dandha Presh Mountains.
Shadowlander	The tongue of those who serve the Shadowmasters
Taglian, Low	The vulgate tongue of Taglios
Taglian, High	The tongue of Taglios. Used exclusively by the Gunni sect.
TelleKurre	The tongue of the Dominator's empire, also called KurreTelle
UchiTelle	An ancient vulgate of TelleKurre.
Voroshk	A tongue spoken in the world holding the ruins of Khatovar. It is similar to the Juniper tongue.

New Mundane Skills

Command (Cha)

Use this skill to control units on the battlefield, to bend others to your will, or utilize Command feats.

Check: You can command a subject or subjects up to a number of targets equal to your Charisma modifier (minimum of 1 target). You can only affect NPCs with the Command skill. Your Command check is opposed by the target's modified level check (1d20 + character level or Hit Dice + target's Wisdom bonus [if any] + target's modifiers on saves against fear + disposition modifier [see below]). In the case of multiple targets, make a check opposed by the highest-level target first. If you succeed, all of the targets are affected. If you fail, that target is unaffected. Roll against the next highest-level target. If you succeed, that target is affected and all other targets with the same or lower level are likewise affected. If you fail, continue making checks until no targets are affected, or until you succeed.

Command

Disposition	Modifier
Hostile	+30
Unfriendly	+20
Indifferent	+10
Friendly	—
Helpful	–10
Fanatic	–20

If you beat your target's check result, you may issue one of the following orders, which the subject obeys to the best of its ability at its earliest opportunity. You may select from the following options.

Approach: On its turn, the subject moves toward you as quickly and directly as possible for 1 round. The creature may do nothing but move during its turn, and it provokes attacks of opportunity for this movement as normal.

Attack: On its turn, the subject attacks apparent enemies to the best of its ability.

Drop: On its turn, the subject drops whatever it is holding. It cannot pick up any dropped item until its next turn.

Fall: On its turn, the subject falls to the ground and remains prone for 1 round. It may act normally while prone but takes any appropriate penalties.

Flee: On its turn, the subject moves away from you as quickly as possible for 1 round. It may do nothing but move during its turn, and it provokes attacks of opportunity for this movement as normal.

Halt: The subject stands in place for 1 round. It may not take any actions but is not considered helpless.

If the subject cannot carry out your command on its next turn, the check automatically fails.

You can also use your Command skill to control units on the battlefield.

At the Character and Company scale, you may issue the following orders to squads or larger units (at the Company scale only) to which they are attached.

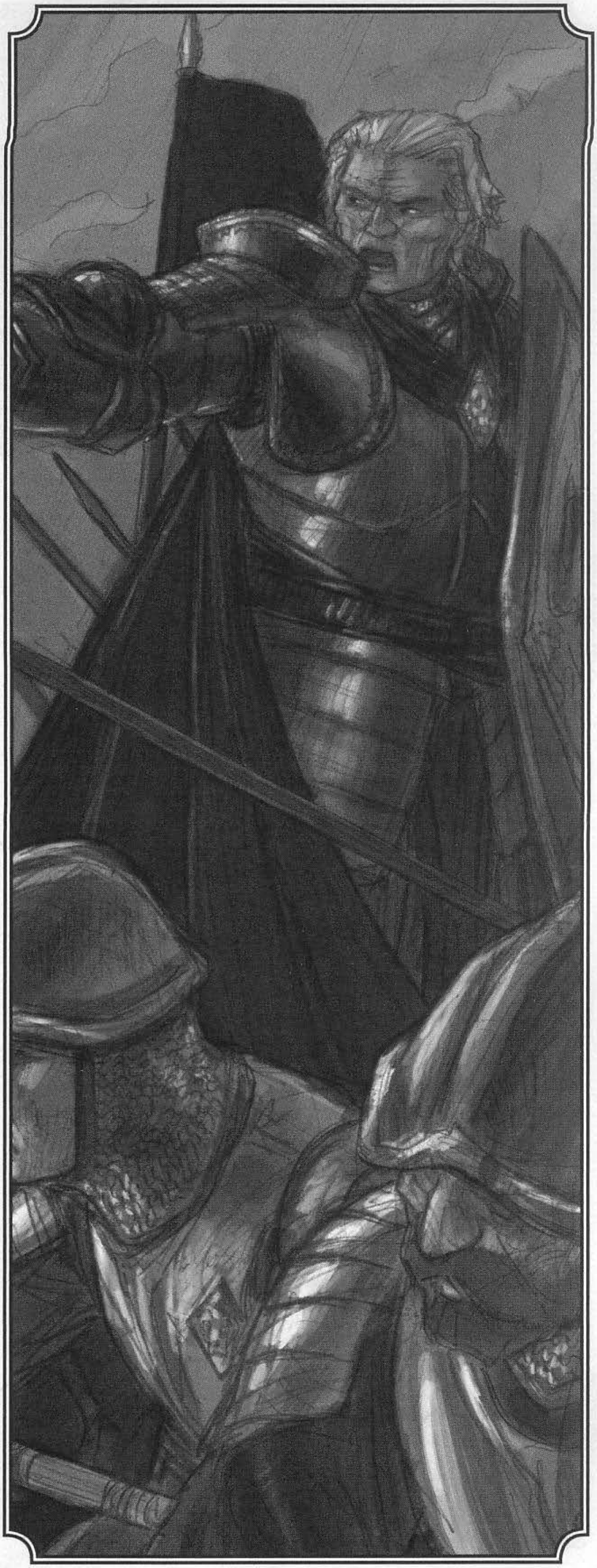
Attack (DC 10): The unit attacks enemies as you direct them.

Defend (DC 10): The unit moves to indicated position and defends it.

Forage (DC 15): The unit moves into an area and looks around for anything it can eat. The unit must succeed a DC 10 Search check. If it succeeds, it forages enough food for the day. If it fails, it may

Who's in Charge Variant

In the novels, there was a Captain, and executive officer, standard-bearer, annalist, squad leaders and everyone else, but instead of incorporating this system, you can easily determine who is in charge by making opposed Command checks. The character with the highest Command check is in charge for the current "mission." Naturally, you're free to ignore this optional rule and institute a command structure mimicking that of the books or even develop your own.



retry, but the DC increases by +5. The GM may increase or decrease the DC based upon the conditions in the landscape.

Forced March (DC 10 and special): In a day of normal walking, a unit walks for 8 hours. The rest of the daylight time is spent making and breaking camp, resting, and eating. On a successful check, you command a unit to walk more than 8 hours in a day. For each hour of marching beyond 8 hours, a unit must make a Constitution check (DC 10, +2 per extra hour). If the check fails, the unit takes 1 hit. A unit who takes any hits from a forced march becomes fatigued. Eliminating the hit also eliminates the fatigue. It is possible for a unit to march into unconsciousness by pushing too hard.

Guard (DC 15): The unit stays in place and prevents others from approaching.

Mercy (DC 15): The unit breaks off from combat or otherwise backs down. Without this command, a unit continues to fight until it fails a morale check or its opponent is defeated.

Set Camp (DC 15): The unit performs the necessary tasks to establish an orderly camp, such as digging a latrine tent, erecting tents in formation, setting sentries, and starting cook fires. On a failed check, the camp is still set, but is messy. If the unit stays in a messy campsite for 1 week, disease may set in at the GMs discretion. Retries are possible, but a commander can only make one such Command check a day. Each previous failed check adds a +2 to the DC.

Work (DC 15): The unit performs a non-military task such as building a bridge, planting crops, repairing structure, erecting battlements or palisades and so on. See **Chapter Nine: Combat**, for details.

Action: Varies. Issuing a simple order is normally a full round action. Issuing orders to a unit requires dispatching messengers, interacting with sergeants, and other underlings, and usually requires at least 1 full minute, though certain orders may take longer.

Try Again: Yes, but each successive attempt increases the DC by +5. Commanders may take 10 on these checks, but may not take 20.

Special: At the Squad scale, you may substitute your Command skill check for a squad's morale Will save. A character with 5 or more ranks of Command gains a +2 synergy bonus to all Intimidate checks.

Synergy: If you have 5 or more ranks in Diplomacy or Intimidate, you gain a +2 bonus on Command checks. If you have 5 or more ranks in Command, you gain a +2 bonus on Intimidate checks.

Research (Int; Trained Only)

The Research skill allows a character to seek specific information through study, reading through and collating documents, and piecing together bits of lore and legend to reveal the truth behind them.

Check: Researching a topic takes time, skill, and some luck. The GM determines how obscure a particular topic is (see the table below) and what kind of information might be available depending on where the character is conducting his or her research. Given enough time (usually 1d4 hours)

Research

Topic is…	Research DC
Common knowledge, or the direct purpose of the resource researched (Laws written in a legal tome, membership of an organization from its roles)	10
Uncommon knowledge or secondary to the purpose of the resource researched (Laws derived from court rulings, a person's plans from his private journals)	15
Obscure knowledge, or only tangentially connected to the resource researched (Laws derived from the letters of residents, a person's plans from their casual correspondence to others)	20
Extremely obscure knowledge or specifically hidden information that must be inferred from context of the researched resource. (Laws derived from a merchant's bookkeeping ledger, an organization's membership derived from a list of its known activities and reports on who profited from them)	25
Specific hidden secret knowledge, the importance and context of which wasn't known to whoever created the resource being researched. Requires archive delving, see text for details (The birth name of someone who died 500 years ago and was later hidden, the origin of an organization 2,000 years old that have moved 3,000 miles from his home and no longer have any of their original records.)	35

and a successful skill check, the character gets a general idea about a given topic. This assumes no obvious reasons exist why such information would be unavailable, and that the character has a way to acquire protected information. For example, a character cannot make a Research check to determine the battle plans of an enemy, since he has no access to resources with that information. If that character finds a stash of the opposing general's personal letters, however, he may make a Research check to cull the general's intent from them.

Researching a specific topic can grant a +2 synergy bonus to any one skill check made by someone aware of the results of the research. For example, the historian/soldier Coin, a member of the Red Lance mercenary company, found the personal journal of the commander of an Urban cohort the Red Lance is going to engage in battle. Coin makes a successful Research check about the general. He could now pass that information on to grant someone negotiating with the general a +2 synergy bonus to a Diplomacy check, or give it to the Red Lance's general, who could gain a single +2 synergy bonus on a Command check made to gain advantage from the Urban Cohort in a company-scale fight.

The higher the check result, the better and more complete the information. If the character wants to discover a specific fact, date, map, or similar bit of information, add +10 to the listed DC.

Gaining specific hidden knowledge from a resource is possible, through archive delving, but only if the resource has a high enough archive value and the research is done over weeks (or even months or years). This kind of archive delving uses a different mechanic, and represents the kind of long-term commitment it takes to discover a Taken's true name, or to unravel a Shadowmaster's motives. For secrets of this nature, a GM establishes an obscurity rating, from 50 (obscure information no one actually tried to hide) to 1,000 (obscure information that powerful entities have spent centuries trying to conceal). No research may be done on such a secret without a resource that the GM gives an archive value, representing the deep, dark secrets that resource has snippets.

A Research check represents a week's work (seven eight-hour days). The researching character makes a research check, against a base DC of 25. The amount the check exceeds 25 is added to the work done towards meeting the obscurity rating. More than one researcher may work on the same archive, but no archive may provide more points towards a topic's obscurity rating that its archive value. When the total work done meets a topic's obscurity rating, the researching gains a specific answer to the question researched.

Because of how archive delving works, papers and books with archive ratings can be more valuable treasure than gold.

Try Again?: Yes.

Special: A character can take 10 or take 20 on a Research check, though taking 20 results in a 50-hour search, no more than 8 hours of which can be done in a single day. You cannot take 10 or take 20 when archive delving.

Synergy: A character with 5 or more ranks of Gather Information gains a +2 synergy bonus to all Research checks. A character with 5 or more ranks of Research gains a +2 synergy bonus to all Knowledge (history) checks.

Time: A typical Research check takes 1d4 hours.

Magic Skills

Characters must have the Dabbler feat or the Student of Wizardry class feature in order to place ranks in Magic skills, regardless of any class feature, feat, or circumstances that may indicate otherwise. In addition, Magic Skills require a character to have a certain amount of spell energy in order to use them.

Detect Magic (Int, Trained Only)

You can detect magical auras and sense the talent in others within a 60-foot cone.

Check: This skill can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt blocks it. On a successful check, you detect magical auras. The range of your sense depends on the magic you try to detect, whereby the Taken are easier to sense and from farther away than a minor hedge wizard. This skill's range of effectiveness is as follows:

Detect Magic

Magnitude of Subject	Range
Dabbler or Student	60 feet
First magnitude	120 feet
Second magnitude	1,200 feet
Third magnitude	1 mile
Fourth magnitude	10 miles

The amount of information revealed depends on the level of your success on the check.

Information Revealed

Task	Detect Magic DC
Presence or absence of magical auras in area, object, or individual	10
Number of different magical auras and the power of the most potent aura.	15
The strength and location of each aura.	20
The type of spell (if any) used to create the aura.	25

An aura's power depends on the Magic Use check rolled during its creation. If the aura falls into more than one category, a Detect Magic check indicates the stronger of the two.

Aura Power

Aura Power	Faint	Moderate	Strong	Powerful	Overwhelming
Magnitude	Student	First	Second	Third	Fourth

Lingering Aura: A magical aura lingers after its original source dissipates (in the case of a spell) or is destroyed (in the case of a magic item). A Detect Magic check identifies an aura strength of dim (even weaker than a faint aura). How long the aura lingers at this dim level depends on its original power:

Lingering Aura

Original Strength	Duration of Lingering Aura
Faint	1d6 rounds
Moderate	1d6 minutes
Strong	1d6x10 minutes
Powerful	1d6 days
Overwhelming	1d6 weeks

Action: It takes a full-round action to detect magic in a 60-foot cone.

Special: If you have 9 or more ranks, you may detect the presence or absence of magic as a free action. At 14 or more ranks, you also determine the number of different magical auras and the power of the most potent aura. At 19 or more ranks, you also sense the presence and location of each aura. Finally, at 24 or more ranks, you also determine the type of spell (if any) used to create the aura.

Detect magic can also be used passively. Your GM may call for you to make a Detect Magic check when you are not actively looking or searching. In such instances, you take a –10 penalty on your roll.

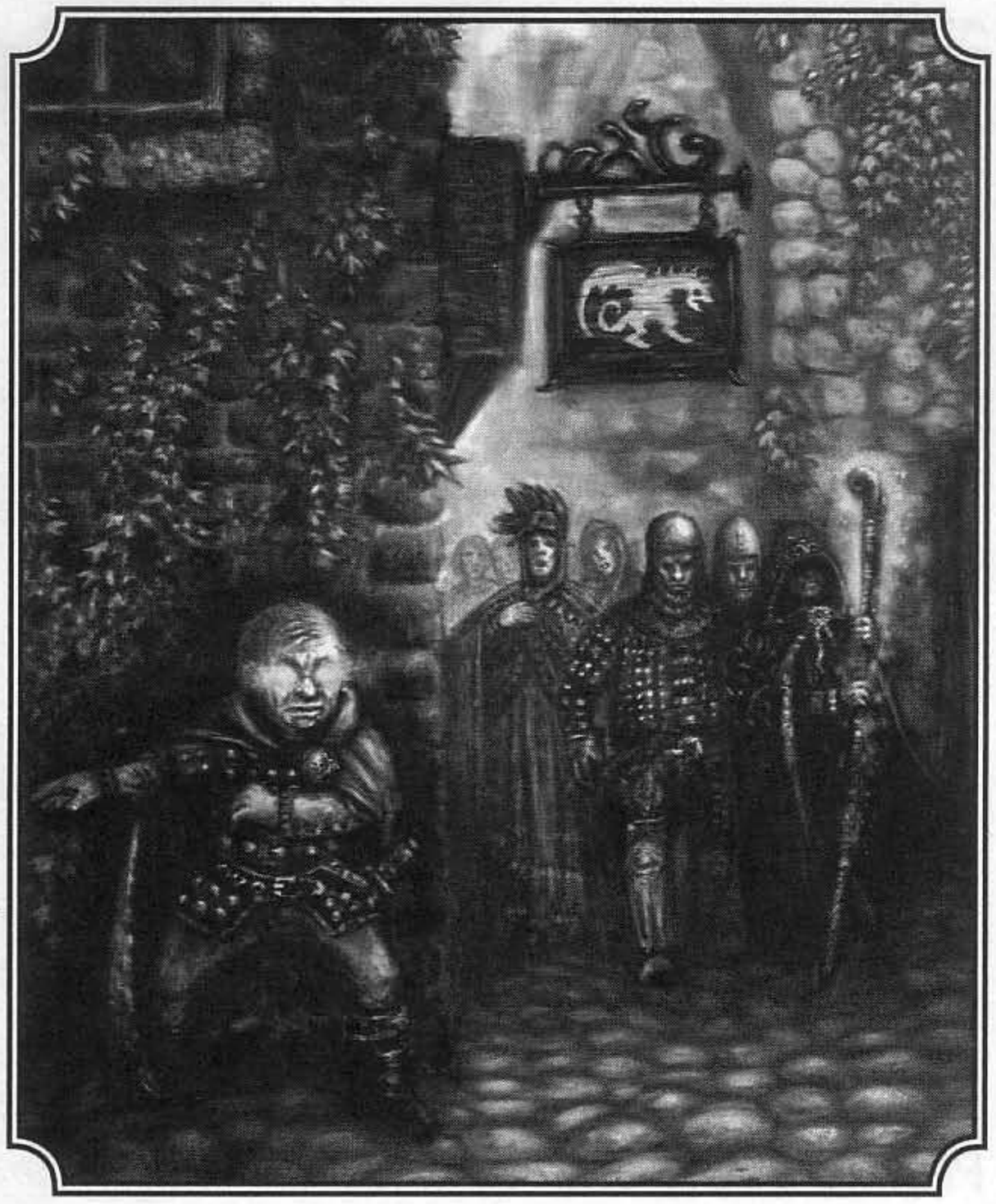
Synergy: If you have 5 or more ranks in Magic Use, you get a +2 bonus on Detect Magic checks.

Restriction: A character must have at least 1 point of spell energy to use this skill.

Ghost Sound (Cha, Trained Only)

You can create a volume of sound that rises, recedes, approaches, or remains at a fixed place.

Check: A successful use of this skill lasts for 1 round. You may extend the duration of the sound by making successive Ghost Sound checks. You choose what type of sound you create, but once you have chosen the sound, the type of sound remains until the effect ends. You may end the effect as a free action. The volume of sound created depends on your check.



Ghost Sound Volume

DC	Result
10	As loud as four normal humans talking, walking, or marching.
15	As loud as a horde of rats running and squeaking.
25	As loud as four humans running in armor.
30	As loud as dogs barking or four humans singing or shouting.
35	As loud as a lion roaring.
40	As loud as a peal of thunder.
50	As loud as a dragon roaring.
+5	For each additional four humans.

Action: A Ghost Sound checks is a full-round action to start the sound, and a free action to maintain the sound.

Special: You can use Ghost Sound as a free action. If you do so, you take a –10 penalty to your check.

Synergy: If you have 5 or more ranks of Bluff, you gain a +2 bonus to Ghost Sound checks.

Restriction: A character must have 1 point of spell energy to use this skill.

Magic Use (Cha, Trained Only, Armor Check Penalty)

You use Magic Use to cast spells in which you have a Talent.

Check: The DC of your Magic Use check depends on the particular effects of a given spell, as described in the spell's description. Every spellcaster knows how to modify spells with a variety of spellcasting techniques. By incorporating props into the spell or by expending spell energy, a caster can increase a spell's effects without modifying the spell's Magic Use DC. When multiple spellcasters work together, they can achieve greater results by reducing the casting time, performing Aid Another attempts to assist

in the Magic Use check, donate spell energy to expedite the spell, or even distribute the spell's drain.

Action: Varies by the spell cast. You make the Magic Use check during the last action of the spell's casting time.

Try Again: Yes, though each failed attempt drains you as if you had successfully cast the spell. See **Drain** in **Chapter Ten: Magic** for details.

Special: A caster's Magnitude confers a bonus to Magic Use checks. Dabblers receive no bonus. Characters with the Student of Wizardry class feature gain a +2 bonus. First magnitude spellcasters receive a +4 insight bonus to Magic Use checks, second magnitude wizards receive a +8 insight bonus on Magic Use checks, third magnitude wizards receive a +16 insight bonus on Magic Use checks, and fourth magnitude wizards receive a +32 insight bonus on Magic Use checks.

Armor is uncomfortable and interferes with the casting of spells. Magic Use checks are subject to double the normal armor check penalty and encumbrance penalty (see **Chapter Seven: Equipment** and **Chapter Nine: Adventuring** in the *PHB* for details). For instance, full plate incurs a –12 penalty on Magic Use checks instead of –6. Characters with the Armored Caster feat only suffer the normal armor check penalties and encumbrance penalties to Magic Use checks.

Synergy: If you have 5 or more ranks in Magic Use, you get a +2 bonus on Detect Magic checks. If you have 5 or more ranks in Knowledge (arcana), you get a +2 bonus on Magic Use checks.

Restriction: A character must have at least 1 point of spell energy to use this skill.

Prestidigitation (Cha, Trained Only)

You can use this skill to perform minor magical tricks.

Check: Your Prestidigitation check allows you to perform a simple magical effect. The effects are always minor and have severe limitations. Effects usually last one round. The caster can maintain the object by concentrating, whereby he can only take move actions. The DC depends on the desired effect.

Prestidigitation DC

Task	Prestidigitation DC
Retrieve an object hidden on your person	10
Chill, warm, or flavor 1 pound of nonliving material.	15
Color, clean, or soil item in a 1-foot cube each round.	15
Generate light, equal to candlelight.	20
Create small, crude, and obviously illusory object.	25

Action: A Prestidigitation check is a full-round action to use, and a standard action to maintain.

Special: If you have 9 or more ranks in Prestidigitation, you can perform any DC 10 checks as a free action. If you have 14 or more ranks in Prestidigitation, you can perform any DC 15 or lower Prestidigitation effects as a free action. With 19 or more ranks, you can perform any DC 20 or lower Prestidigitation effects as a free action. With 24 or more ranks, you can perform any DC 25 or lower Prestidigitation effects as a free action.

Synergy: If you have 5 or more ranks in Sleight of Hand, you gain a +2 bonus to Prestidigitation checks. If you have 5 or more ranks in Prestidigitation, you gain a +2 bonus to Sleight of Hand checks.

Restriction: A character must have at least 2 point of spell energy to use this skill.

Resistance (Con, Trained Only)

You have trained your body and mind to resist the ravages of poison, minimize the effects of inhospitable climes, and help you overcome some spell effects.

Check: You can temporarily increase your saving throws, gain a bonus to resist a save against a particular malady, or to reduce the effects of an uncomfortable climate. The DC varies depending on the desired effects.

Resistance

Task	DC
Adapt to environment	10
Boost save	15
Ignore a caltrop wound	18
Resistance to disease	Disease's DC
Resist fear	Fear effect's DC
Tolerate Poison	Poison's DC
Resist death	20
Willpower	20

Adapt: You can attune your body to resist uncomfortable climates. On a successful check, you gain a +2 resistance bonus to Fortitude saves made to avoid nonlethal damage from hot or cold environments (see **The Environment** in the *DMG* for details).

Boost Save: You can strengthen your body, quicken your reflexes, or buttress your mind. On a successful check, you gain a +1 resistance bonus to any one saving throw. The effects of this skill use lasts for 1 round.

Ignore Caltrop Wound: If you are wounded by stepping on a caltrop, your speed is reduced to one-half normal. A successful Resistance check removes this movement penalty for 10 minutes. The wound doesn't go away—it is just ignored through self-persuasion.

Resist Dying: You can boost your health to subconsciously prevent yourself from dying. If you have negative hit points and are losing hit points (at 1 per round or 1 per hour), you can substitute a DC 15 Resistance check for your d% roll to see if you become stable. If the check is successful, you stop losing hit points (you do not gain any hit points, however, as a result of the check). You can substitute this check for the d% roll in later rounds if you are initially unsuccessful.

Resist Fear: In response to any fear effect, you make a saving throw normally. If you fail the saving throw, you can make an Resistance check on your next round even while overcome by fear. If your Resistance check meets or beats the DC for the fear effect, you shrug off the fear. On a failed check, the fear affects you normally, and you gain no further attempts to shrug off that particular fear effect.

Tolerate Poison: You can choose to substitute an Resistance check for a saving throw against any standard poison's secondary damage or effect. This skill has no effect on the initial saving throw against poison.

Willpower: If reduced to 0 hit points (disabled), you can make an Resistance check. If successful, you can take a normal action while at 0 hit points without taking 1 point of Con damage. You must make a check for each strenuous action you want to take. A failed Resistance check in this circumstance carries no direct penalty—you can choose not to take the strenuous action and thus avoid the hit point loss. If you do so anyway, unless the activity increased the character's hit points above 0, you immediately fall unconscious and become dying.

Action: Varies. Making a Resistance check to adapt is a full round action. Otherwise, Resistance does not require an action. It is either an immediate action (when attempted reactively, limited to once per round) or part of another action (when attempted actively).

Try Again: Yes, for willpower use, though a success doesn't cancel the effects of a previous failure. No for the other uses.

Special: If you have 9 or more ranks in this skill, you always have a +2 to your Fortitude saves made to resist nonlethal damage from hot or cold environments.

Restriction: To use this skill, a character must have at least 2 points of spell energy.

Chapter Six: Feats

The Black Company Campaign Setting uses most of the standard d20 fantasy rules feats. Certain feats like Combat Casting, Spell Focus, and so on, work differently in this setting. In addition, there are several new feats as well as two new categories of feats – Command feats and Magic feats. Note, there are two additional and optional feats not included in this chapter as they fit different campaign styles. For more information on these feats, see **Chapter Eleven: Black Company Campaigns**.

New Feats

Descriptions of the new feats used in *The Black Company Campaign Setting* start on page 94. However, before proceeding, it would be useful to go over some new setting-specific feat-types, some Epic-level feats used in the setting, feats drawn from other sources, and feats that are not used at all.

New Feat Types

The two feat types specific to *The Black Company Campaign Setting* are Command Feats and Magic feats.

Command Feats

A command feat lets a character order units to perform special maneuvers and improve a unit's fighting ability. Each command feat requires a certain number of ranks in the Command skill to access it. In addition, many Command feats require a Command check to utilize its benefits. Command feat bonuses stack. Where a unit is indicated, it can be any size unit the commander directly controls.

Magic Feats

Magic feats deal exclusively with magic. Most of them can only be taken by characters with access to some magnitude of magic, though the Dabbler feat is an exception (and it itself grants access to some other magic feats). Spell Penetration and Greater Spell Penetration as presented in the *PHB* are available as Magic feats in this setting.

Epic Feats

The Black Company Campaign Setting makes use of many of the feats as presented in the *Epic Level Handbook*. If you use this resource, the following feats are used:

Armor Skin, Augmented Alchemy, Bane of Enemies, Blinding Speed, Combat Archery, Damage Reduction, Death of Enemies, Devastating Critical, Dexterous Fortitude, Dexterous Will, Dire Charge, Distant Shot, Energy Resistance, Epic Dodge, Epic Endurance, Epic Fortitude, Epic Leadership, Epic Prowess, Epic Reflexes, Epic Reputation, Epic Skill Focus, Epic Speed, Epic Toughness, Epic Weapon Focus, Epic Weapon Specialization, Epic Will, Exceptional Defense, Fast Healing, Great Charisma, Great Constitution, Great Dexterity, Great Intelligence, Great Strength, Great Wisdom, Improved Combat Reflexes, Improved Favored Enemy, Improved Manyshot, Improved Sneak Attack, Improved Spell Resistance, Improved Whirlwind Attack, Incite Rage, Instant Reload, Legendary Climber, Legendary Commander, Legendary Leaper, Legendary Rider, Legendary Tracker, Legendary Wrestler, Lingering Damage, Mighty Rage, Multiweapon Rend, Overwhelming Critical, Penetrate Damage Reduction, Perfect Health, Perfect Multiweapon Fighting, Perfect Two-Weapon Fighting, Reflect Arrows, Ruinous Rage, Self-Concealment, Sneak Attack of Opportunity, Storm of Throes, Superior Initiative, Swarm of Arrows, Terrifying Rage, Thundering Rage, Trap Sense, Two-Weapon Rend, and Uncanny Accuracy.

Feats from Other Sources

There are literally thousands of feats in the d20 system, from sources like the *Epic Level Handbook* to hundreds of other sourcebooks, campaign settings, and guides. Undoubtedly, you may encounter situations where a feat from another source would fit well in this setting. By all means use them. However, avoid using feats that offer spell-like or supernatural abilities, feats that augment or change spell mechanics, such as metamagic feats, item creation feats, and so on. In addition, avoid incorporating feats that have prerequisites for class abilities not normally found in this setting, such as smite, ki strike, and familiars.

Unused Feats

The following feats are not used in *The Black Company Campaign Setting*.

Augment Summoning, Diehard, Eschew materials, Extra Turning, Improved Counterspell, Improved Turning, Magical Aptitude, Natural Spell, Snatch Arrows, Spell Mastery, All item creation feats, All metamagic feats.

Feat Descriptions

Advance (General)

You keep close to a chosen opponent.

Prerequisite: Combat Reflexes, base attack bonus +1.

Benefit: On your action, choose one opponent in an adjacent square. If the selected opponent takes a move action away from you, you may take a 5-foot step. The 5-feet of movement you take counts against your movement on your next action (preventing you from taking another 5-foot adjustment). You may only follow one target per turn. If you follow a target who takes only a 5-foot step, nothing happens other than your repositioning. If the target continues to move, he provokes an attack of opportunity from you. This is true even if he takes no other actions this round, since only the first space a character leaves is safe when doing nothing but moving for a round.

Special: A fighter may take Advance as a bonus feat.

Advanced Healing (General)

You can cure ills beyond the skills of most.

Prerequisites: Wis 15, Heal 10 ranks, Physician background or Physician feat.

Benefit: You may make a Heal check to neutralize disease or cure penalties imposed by a grievous injury (see **Chapter Nine: Combat**). This Heal check takes 1d4 hours, and may only be performed if you have a healer's kit. The DC to neutralize a disease is 5 + the disease's save DC. The DC to cure the penalties from a grievous injury is 25. You cannot restore severed limbs (though you can make a crude prosthetic to replace them), or restore life to someone who has died.

Armored Caster (Magic)

You are skilled at casting spells while wearing armor.

Benefit: When wearing armor, you only apply the armor check penalty to your Magic Use checks.

Normal: When wearing armor, you apply double the armor check penalty to your Magic Use checks.

Armor Focus (General)

Select one category of armor with which you are proficient. You are skilled in maximizing this armor's benefits.

Benefit: By selecting this feat, you reduce the armor's armor check penalty by 2 (to a minimum of –1) and increase the Maximum Dexterity bonus by +1.

Special: You may select this feat multiple times. Each time the benefits apply to a new category of armor. Fighters may select Armor Focus as a bonus feat.

Astral Self (Magic)

You may leave your physical body at will.

Prerequisite: Cha 17, Spirit Walk.

Benefit: This feat functions exactly as Spirit Walk except you may free your spirit to leave your physical body any time, even when not asleep. To leave your body, you must succeed a Concentration check against a DC 20. Increase the DC by 5 for vigorous motion, 10 for violent motion, or the damage taken during the attempt. A successful check indicates your spirit escapes the confines of your body. In addition to the normal benefits of Spirit Walk, while in Astral Self you add your Charisma modifier to your spell energy pool. You may use this energy to modify spells as normal, but only while in this form. Recall while spirit walking, you can only affect creatures or objects of the spirit world. You may remain separated from your body indefinitely. However, your body is still subject to dehydration and starvation.

Battlefield Dominance (Command)

You can exploit the weakness of other commanders.

Prerequisites: Command 10 ranks.

Benefit: A unit you control gains a +2 bonus on attack rolls and deals +1 hit on a successful attack.

Special: You lose this benefit if the leader of the opposing unit's Command modifier is greater than your own. A fighter may take Battlefield Dominance as a bonus feat.

Body Shield (General)

You can defend an ally, covering him with your own body.

Prerequisites: Dex 13.

Benefit: At the beginning of your round, you may take a penalty to your AC up to –5, and add the same amount to the AC of an ally within 5 feet. If your ally is missed by a margin equal to the AC bonus you have granted him, the same attack instead applies to you. If it hits your AC (including your penalty from use of this feat), the attack successfully strikes you. If you have a shield, you may grant your shield's AC bonus to an ally within 5 feet, losing it yourself, without becoming the target of attacks that miss him.

Special: A fighter may take Body Shield as a bonus feat.

Burst of Activity (General)

You can call upon reserves of agility to make sudden flurries of activity.

Prerequisites: Dex 13, Improved Initiative, Spring Attack.

Benefit: You may take an extra move action in a round, either before or after your regular actions. The character may use Burst of Activity a number of times per day depending on his or her character level (as shown below), but never more than once per round.

Burst of Activity

Character Level	Times per Day
1st–4th	1
5th–8th	2
9th–12th	3
13th–16th	4
17th–20th	5

Special: A fighter may take Burst of Activity as a bonus feat.

Bushwhack (General)

You can take advantage of a foe's distraction.

Prerequisites: Dex 15, base attack bonus +3.

Benefit: You gain sneak attack +1d6. This sneak attack works just like a thief's sneak attack. If you already have sneak attack dice, add this die to them.

Charge (Command)

You can order your unit to open the battle with an initial devastating charge.

Benefit: By succeeding at a DC 15 Command check on the first round of a Company-scale combat, your unit can Charge. It receives a –2 Armor Class penalty, but gets a +2 bonus on its attack roll and deals +1 hit. In addition, the opposing side must make a DC 13 morale check or become shaken. A Charge is a full-round action.

Special: You may only use this feat on units whom you have personally led in one or more engagements. A fighter may take Charge as a bonus feat.

Combat Casting (General, Magic)

You are adept at casting spells in combat.

Benefit: If attacked while casting a spell effect, you may add your caster level to Concentration checks if you take damage while casting a spell. If you fail the Concentration check, the Magic Use DC increases by +4 as normal.

Normal: If you take damage while you cast a spell, you must succeed a Concentration check against a DC 20 + the damage dealt. On a failed Concentration check, the DC to cast the spell effect increases by +4.

Special: This feat replaces the Combat Casting feat described in the *PHB*.

Coordinated Attack (Command)

You can coordinate two units to attack simultaneously.

Prerequisites: Wis 13, Command 12 ranks.

Benefit: You may make a Command check (DC 20) to give two units flank an opposing unit a +2 bonus on their attack rolls.

Normal: At the Company scale, units derive no benefit from flanking.

Special: A fighter may take Coordinated Attack as a bonus feat.

Dabbler (Magic)

You know a little magic.

Prerequisite: Cha 13.

Benefit: You can have ranks in the Magic Use skill. In addition, you gain spell energy equal to your Constitution modifier.

Special: You must have this feat or the Student of Wizardry class feature to place ranks in Magical Skills. You may not cast spells unless you have at least 1 point of spell energy.

Defy Time (Magic)

You can slow, halt, or reverse the effects of time.

Prerequisite: First Magnitude, you must be able to naturally recover 1 point of spell energy each day.

Benefit: Upon selecting this feat, you cease to age like other people. The effects of this feat depend on the spellcaster's Magnitude.

First Magnitude: Add twice your Constitution score to each age category. This benefit applies to all future aging and does not affect years already aged.

Second Magnitude: As First Magnitude, but you no longer take ability score penalties for aging and you cannot be magically aged. Any penalties you may have already incurred, however, remain in place. Bonuses accrue, and you still die when your modified time is up.

Third Magnitude: As First and Second Magnitude, but you only age one physical year for every two that pass.

Fourth Magnitude: As Third Magnitude, you cease physical aging. You continue to gain the benefits to your Intelligence, Wisdom, and Charisma score as time passes. If you gain the immortality ability, you always appear in the prime of your life, looking young and virile, despite your actual age.

Special: If you are prevented from accessing spell energy such as being in the area of a null field or off world where magic of this setting does not function, you lose access to this feat.

Disciplined Troops (Command)

Your soldiers are loyal and highly capable in combat.

Prerequisites: Cha 13, Command 9 ranks.

Benefit: All of your units gain a +2 bonus to Morale checks and a +1 bonus on their attack rolls.

Special: You may only use this feat on units whom you have personally led in one or more engagements. A fighter may take Disciplined Troops as a bonus feat.

Dominant (Magic)

You have power just short of a demigod.

Prerequisites: Third Magnitude, Knowledge (arcana) 53 ranks.

Benefit: You become a Fourth Magnitude spellcaster. You gain a +10 bonus to Intimidate checks. Finally, you gain +4 points of spell energy.

Embed Spell (Magic)

You may embed a spell into an object just as Goblin, One-Eye, and Silent did with their magical amulets, One-Eye did with his spear, and Lady did with the Lifetaker and Widowmaker suits of armor.

Prerequisite: First Magnitude.

Benefit: You may embed a spell effect into an object indefinitely. The spell effect must be one you can cast, and of a spell that you know. During the embedding process, you establish the conditions for the spell to take effect, increasing the Magic Use DC by +20. The conditions must be clear, though they can be general. In all cases, the meeting of the conditions triggers the spell effect immediately. Complicated or convoluted conditions may cause the spell to fail when called on. Finally, the embedded spell always triggers whenever the conditions are met, whether you want it to or not.

Embedding the spell takes one day per point of the spell effect's DC. You must permanently expend one point of spell energy to permanently attune the item at the end of the process. You must then spend XP equal to the DC x 20. You may reduce the XP cost of the item by giving it charges. By giving the item 50 charges, you reduce the XP cost by 10%. For every 10 charges less than 50, you reduce the XP cost by another 5%. Thus an item with 10 charges reduces the XP cost by 40%. If the XP expenditure would reduce your class level, you may not embed the spell.

You may embed multiple spells into an item, but all decisions as to what spells to include are determined during the embedding process. To determine the required time and the XP cost, simple add the DCs together.

The object holding the spell must be of masterwork quality or better.

Ferocious Attack (Command)

You can whip up your soldiers into a fearful mob capable of wreaking havoc among the enemy.

Prerequisites: Command 9 ranks.

Benefit: By succeeding a DC 25 Command check, the attached unit at the Company-scale deals additional damage at the expense of its Armor Class. For every 5 points of Armor Class deducted, the unit deals an additional +1 hit on a successful attack. Armor class can be reduced to 0, but not below 0. The Armor Class reduction remains until your next turn.

Special: A fighter may take Ferocious Attack as a bonus feat.

Fight Cautiously (Command)

Through caution, your soldiers are harder to injure in battle.

Prerequisites: Command 9 ranks, Disciplined Troops.

Benefit: By succeeding a DC 20 Command check, a unit you control gains a +2 bonus to Listen and Spot checks. In addition, when they deal damage, they may reduce the number of hits dealt to increase their Armor Class for the next round. For every hit reduced, they increase their Armor Class by +2. The increase to their Armor Class lasts until the unit's next attack.

Special: A fighter may take Fight Cautiously as a bonus feat.

Focused Troops (Command)

Your soldiers are deadly in combat.

Prerequisites: Command 6 ranks.

Pricing the Creation of Magic Items

Pricing magic items in terms of cost to the creator has always been more art than science. In *The Black Company Campaign Setting*, magic items are extremely scarce, each being unique. As a result, they've been made very expensive to manufacture in terms of cost in experience to the caster.

As with any magic item system, the GM needs to exercise her good judgment, and in the case of a free-form magic system, as this setting employs, it is all the more important. The experience costs for an item derived from the formula should always be considered the minimum price that the GM should feel free to increase as appropriate. Some items, such as an amulet that increases the wearer's Strength score by +8 each time the wearer attacks, should be impossible to manufacture as they don't fit the flavor of the novels, as well as offering grave consequences to the campaign balance. GMs ought to pay close attention to all uses of this feat carefully, while allowing spellcasters to pay reasonable costs for spell effects they wish to bind into items.

Benefit: A unit you control deals +1 hit on a successful attack.

Special: A fighter may take Focused Troops as a bonus feat.

Forced March (Command)

You can force troops to move at a fast pace.

Prerequisites: Command 8 ranks.

Benefit: A unit you control has its overland movement rate increased by 25% for one day. To force march for a second day requires a DC 15 command check. Each additional day of forced march requires a Command check, with the DC increasing by 3 each day. On a failed check, the troops refuse to move at all for a day. A unit is at –2 to all attack rolls, damage and d20 checks for one day for every day they have forced marched since they rested for a day.

Special: A fighter may take Forced March as a bonus feat.

Formation Fighting (General)

You know how to take advantage of fighting in a formation.

Prerequisites: Proficiency with all martial weapons, base attack bonus +5.

Benefit: When fighting with two or more allies within 5 feet of you, you grant all those allies a +1 dodge bonus to AC. If you choose to take an aid another attack, you grant a +3 to their next attack roll against the target you attacked, or +3 to their AC against attacks from that target.

Normal: The aid another special attack normally grants a +2 bonus to an attack or AC.

Special: A fighter may take Formation Fighting as a bonus feat.

Gift of Tongues (General)

You pick up languages quickly and easily.

Prerequisites: Int 13, Wis 13.

Benefit: Whenever you buy a rank of Speak Language, you gain an additional 3 lps. Additionally, you may spend as many lps as you wish at a time, including spending more than one lp on a language in the same level.

Normal: Characters get 1+ their Int modifier in lps per rank of Speak Language, and may only spend one lp on a given language at each character level.

Greater Armored Caster (Magic)

You are adept at casting spells while wearing armor.

Prerequisite: Magic Use 8 ranks, Armored Caster.

Benefit: When wearing armor, you halve the armor check penalty to your Magic Use checks.

Normal: When wearing armor, you apply double the armor check penalty to your Magic Use checks.

Greater Combat Expertise (General)

You are able to block attacks very efficiently.

Prerequisites: Int 13, Tumble 5 ranks, Combat Expertise, base attack bonus +5.

Benefit: When wearing light armor or no armor and not carrying a shield, and while holding a light or one-handed weapon, you gain twice the normal AC bonus from Combat Expertise, fighting defensively, or taking the full defense action. Thus, a character wearing leather armor who takes a –3 penalty to all attacks with combat expertise gains a +6 bonus to AC. If the same character took a full defense action, he would gain a +12 dodge bonus to AC.

Special: A fighter may take Greater Combat Expertise as a bonus feat.

Normal: Characters gain an AC bonus equal to the penalty taken for Combat Expertise, +2 AC for fighting defensively and +4 AC for taking the total defense action. Characters with 5 or more ranks of Tumble gain +3 AC for fighting defensively and +6 for the full defense action.

Greater Dodge (General)

You are particularly adept at avoiding enemy blows.

Prerequisites: Dex 15, Dodge.

Benefit: You gain a +1 dodge bonus against attacks made by any 1 chosen target. This is separate from the dodge bonus granted by the Dodge feat. You may either designate two targets (thus gaining a +1 AC against attacks from each), or apply both dodge bonuses to one target, giving you a +2 dodge bonus to AC (since dodge bonuses stack).

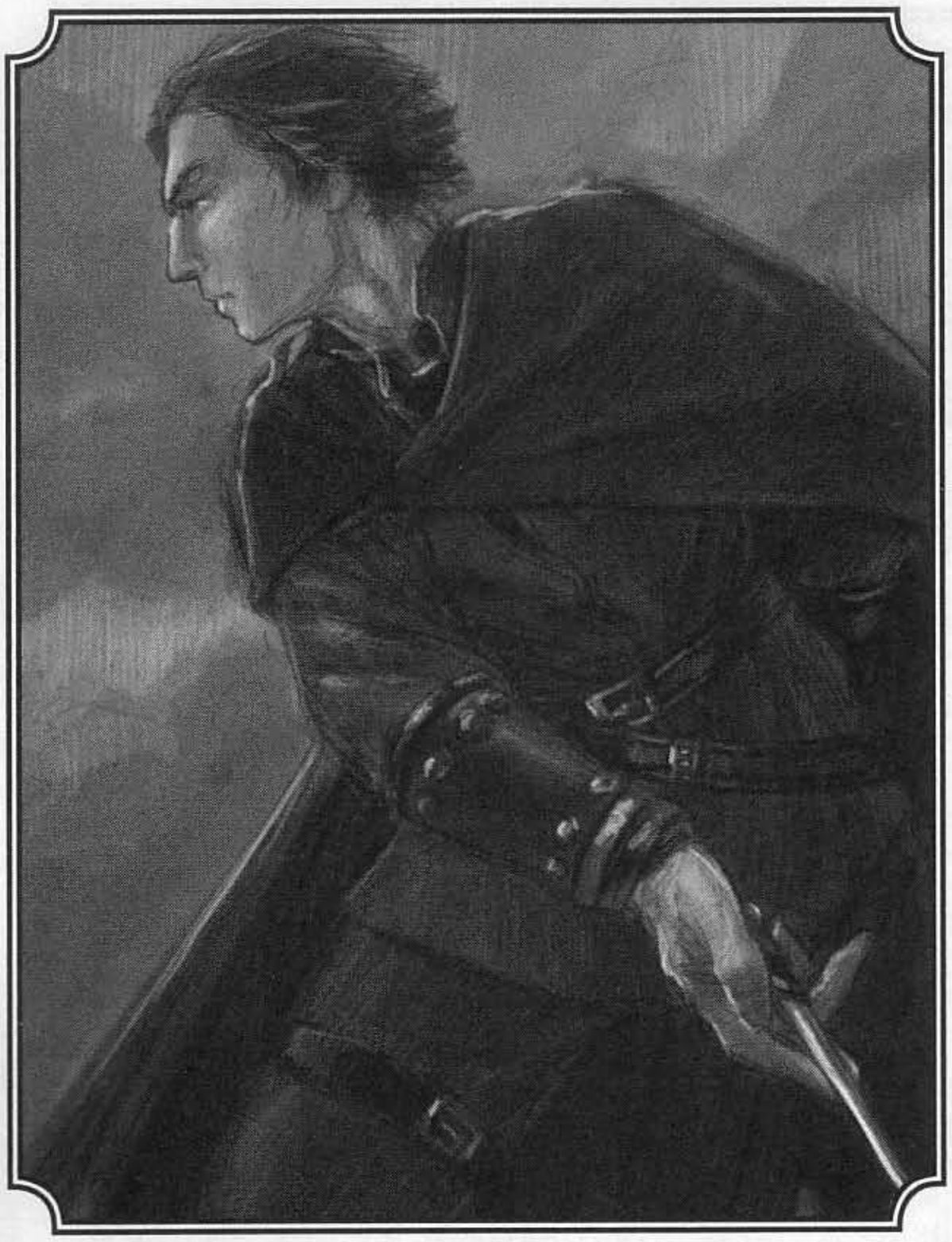
A character with both Greater Dodge and Improved Dodge gains a +2 dodge bonus to AC against all attacks for which he is allowed his Dex modifier to AC.

Special: A fighter may take Greater Dodge as a bonus feat.

Greater Spell Focus (Magic)

Choose a Spell to which you already have applied the Spell Focus feat. This spell is harder to resist.

Benefit: Add +1 to the Difficulty Class for all saving throws against spell effects from the spell you select. This bonus stacks with the bonus from Spell Focus.



Special: You can gain this feat multiple times. Its effects do not stack. Each time you take the feat, it applies to a new spell to which you already have applied the Spell Focus feat.

Gut Shot (General)

You can place ranged attacks in a target's vitals.

Prerequisites: Dex 13, Point Blank Shot, Precise Shot, base attack bonus +5.

Benefit: At the beginning of your turn, you may reduce the attack bonus of all your attacks by up to –5. Ranged attacks you make within 30 feet this round deal additional hp damage equal to the value you took off your attack bonus. The penalty to attack rolls and bonus to ranged damage remains until your next turn.

Special: A character with the Sniper feat may use the damage bonus from Gut Shot to attacks made with the sniper feat.

Special: A fighter may take Gut Shot as a bonus feat.

Hard to Kill (General)

You are tough and able to overcome the nastier injuries.

Prerequisite: Con 15, Fighter level 10th.

Benefit: When making a Fortitude save to overcome massive damage, you may throw two dice taking the better of the two results.

Special: A fighter may take Hard to Kill as a bonus feat.

Improved Dodge (General)

You can avoid blows from many opponents.

Prerequisites: Dex 13, Dodge.

Benefit: You dodge bonus to AC from the Dodge feat applies to any attack against which you get your Dex modifier to AC, rather than just 1 chosen foe.

Normal: The AC bonus for the Dodge feat normally applies to only one foe.

Special: A fighter may take Improved Dodge as a bonus feat.

Improved Surprise (General)

You can surprise foes so greatly they lose track of combat.

Prerequisites: Cha 17, Intimidate 5 ranks, Iron Will, Persuasive.

Benefit: You may make an Intimidate check as a move action once per combat. All foes within 30 feet of you must make a special level check (1d20 + their level + will save). Ever foe in range who fails to match or beat your total is considered flat-footed until their next move. Allies can assist you by making Bluff checks to generate distraction. Each ally doing so who succeeds a DC 15 Bluff check adds +1 to your Intimidate check. Spellcasters may use illusions to extend the area of your Intimidate check (targets in any area covered by a friendly illusion must also make a special level check or be flat-footed).

Special: A fighter may take Improved Surprise as a bonus feat.

Inspiring Leader (Command)

You troops are loyal to you.

Prerequisites: Cha 15.

Benefit: All units you control gain a +2 bonus to Morale checks.

Special: A fighter may take Inspiring Leader as a bonus feat.

Judge of Character (General)

You are a sound judge of character.

Prerequisites: Wis 13, Sense Motive 4 ranks.

Benefit: When making a Sense Motive check to get a hunch regarding someone's trustworthiness, you gain a +5 bonus. You also gain this bonus when making a Spot check opposed by the Disguise check of someone pretending to be someone they are not.

Knife Trick (General)

You can do surprising things with a knife.

Prerequisites: Improved Feint, Quick Draw.

Benefit: Whenever you draw a light weapon, you may make a Bluff check to feint in combat as part of that action. See the Bluff skill in the *PHB* for details on feinting in combat.

Normal: Feinting in combat is a standard action

Special: A fighter may take Knife Trick as a bonus feat.

Loose Formation (Command)

Your soldiers know when to spread out to minimize the effects of missile fire and magical effects.

Prerequisites: Command 7 ranks.

Benefit: By succeeding a DC 15 Command check, you may order your troops to spend a move action to change its formation. That unit suffers only half damage from spells. Furthermore, it also gains a +2 dodge bonus to their AC against ranged attacks, and ignore the first hit deal by ranged attacks in that round.

Special: You may only use this feat on units whom you have personally led in one or more engagements. A fighter may take Loose Formation as a bonus feat.

Manifest (Magic)

You may take a physical form when spirit walking.

Prerequisite: Astral Self.

Benefit: Whenever you spirit walk, your freed spirit appears to individuals in the Material Plane. You always manifest as a white bird, typically an albino crow. You have all the statistics of a normal bird (use Raven statistics in the *MM*). You may speak to others in a limited capacity, but only if you succeed a DC 30 Charisma check. Any damage your manifested form takes applies to your unconscious body in nonlethal damage. If your nonlethal damage exceeds your current hit points, your manifested spirit vanishes back to your body.

You may cast spell effects while manifesting, but you may not cast effects with props other than verbal or xp.

Master Craftsman (General)

You are a skilled craftsman.

Prerequisite: 2 or more Craft skills 4 ranks.

Benefit: You gain a +2 bonus to all Craft skills. Additionally, when figuring the gp value of work done on a crafting project, you multiply any successful result by 150%.

Mounted Mayhem (General)

You are skilled at making melee attacks from the saddle.

Prerequisites: Dex 13, Mounted Combat, Ride-by Attack.

Benefit: When riding a moving steed, you may make a full-attack action as long as your steed moves at least 10 feet between each attack. The steed may move any amount before or after your attacks, but must move at least 10 feet between every melee attack you make.

Normal: A character riding a moving mount may only make 1 melee attack each round.

Special: A fighter may take Mounted Mayhem as one of his bonus feats.

Old Hand (General)

You've seen it all.

Prerequisite: Fighter level 10th.

Benefit: When making a saving throw against a fear effect, you may throw two dice, taking the better of the two results. On a failed check, the fear effect is lessened by one degree to a minimum of shaken.

Special: A fighter may take Old Hand as a bonus feat.

Onslaught (General)

You can make a running attack at multiple opponents.

Prerequisites: Dex 13, Dodge, Mobility, Spring Attack, base attack bonus +12.

Benefit: As a full round action, you may move up to your move rate and make multiple melee attacks. You may make as many attacks as you are allowed with a full attack, using the same attack bonuses and modifiers. However, you must move 10 feet between each attack.

Special: A fighter may take Onslaught as a bonus feat.

Physician (General)

You are a skilled healer.

Prerequisites: Heal 12 ranks.

Benefit: You may use the Heal skill to greater benefit. By succeeding on a Heal check (DC 15 + 1 per 5 points of damage), you automatically convert an amount of damage equal to your ranks in Heal from lethal to nonlethal damage. You may only make this check once per day per target. The Heal check takes 30 minutes.

Special: If you have the physician background, you convert an additional +1d4 points of lethal damage.

Rapid Recovery (Magic)

You regain spell energy quickly.

Prerequisite: Cha 17.

Benefit: You regain spent spell energy faster than normal. You gain an amount of spell energy equal to 1 + your Magnitude per day. Thus, a 1st Magnitude caster regains 2 points of spell energy per day, while a 4th Magnitude caster regains 5 points of spell energy per day.

Reckless Caster (Magic)

You can cast spells to a greater effect by injuring yourself.

Prerequisite: Con 13.

Benefit: With this feat, you may add a spell effect's drain to your Magic Use check, but only if you do not apply spell energy to the drain and take the full drain as nonlethal damage. Alternatively, the caster may add triple the drain to his skill roll as long as does not expend spell energy and takes the drain as Constitution damage.

Ritual of Taking (Magic)

You may advance another spellcaster in Magnitude.

Prerequisites: Cha 21, Fourth Magnitude, caster level 30th.

Benefit: You may apply the Taken template to another spellcaster. See the **Rite of Taking** in **Chapter Ten: Magic** for details

Set versus Charge (Command)

When an opponent charges, your soldiers are ready for them.

Prerequisites: Command 6 ranks.

Benefit: A unit you control gains a free attack against charging opponents.

Special: You may only use this feat on units whom you have personally led in one or more engagements. A fighter may take Set versus Charge as a bonus feat.

Shield Wall (Command)

At your command, your soldiers do nothing but focus on defense.

Prerequisites: Command 7 ranks.

Benefit: By succeeding a DC 15 Command check, your soldiers may take a full-round action to take the total defense action. This unit gains a +2 bonus to its AC. If the unit is armed with shields, it gains a +4 bonus. If the unit is armed with tower shields, it gains a +8 bonus.

Special: You may only use this feat on units whom you have personally led in one or more engagements. A fighter may take Shield Wall as a bonus feat.

Siphon Magic (Magic)

You can tap into another spellcasters font of magic energy to fuel your spell effects.

Prerequisite: Cha 17, First Magnitude.

Benefit: Once per day per point of Charisma modifier, you may engage in a contest of wills with another spellcaster to steal their spell energy. To siphon the magic, you must succeed a touch attack, and then make opposed Charisma checks. If you succeed, you gain 1 point of spell energy, and the subject loses 1 point of spell energy. If you fail, you take 1d6 points of nonlethal damage. You may only Siphon Magic from a spellcaster who has more total spell energy than you have.

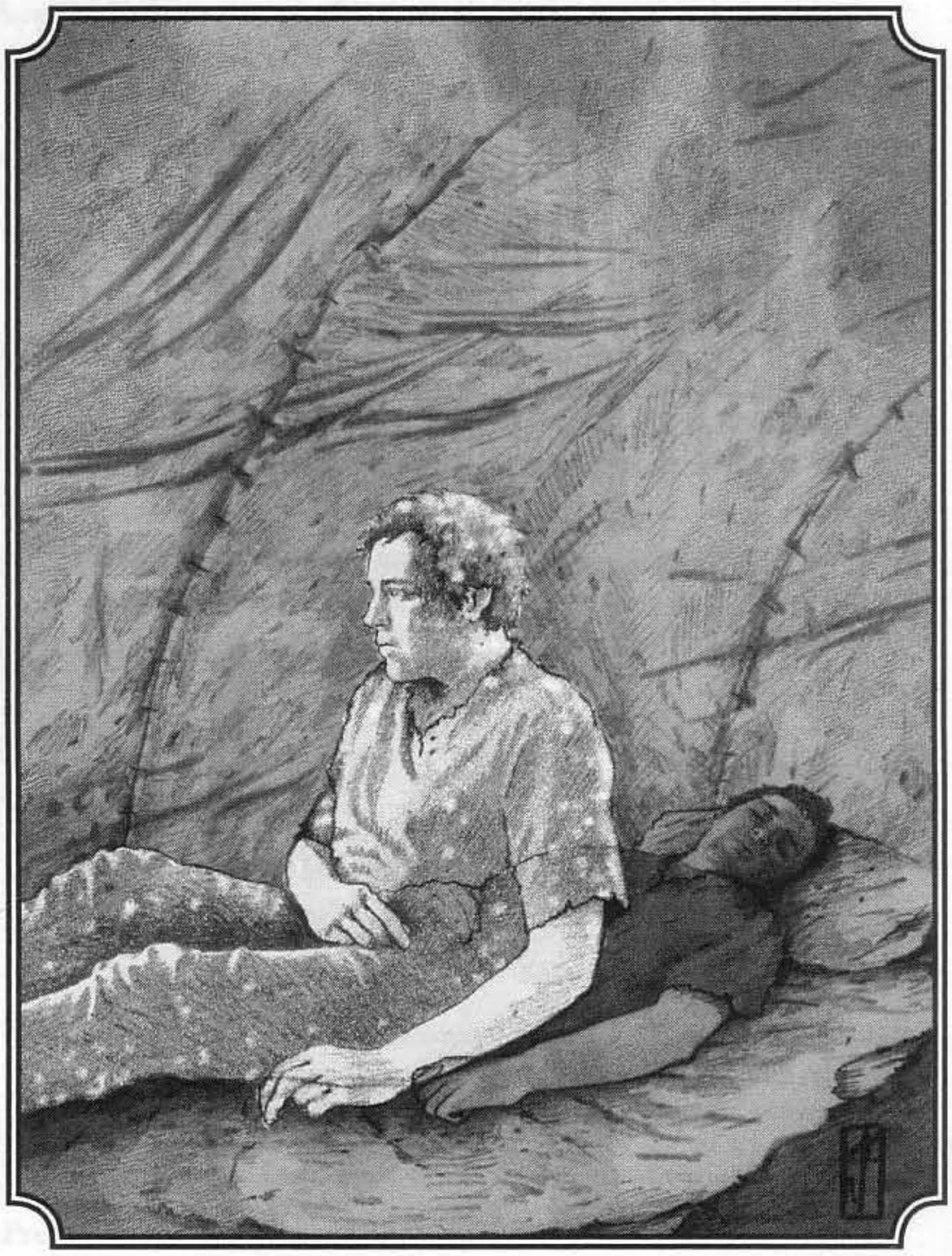
Special: With this feat, you can siphon spell energy without touching a target, but only if you encounter the subject in the Spirit World, in which case you need to be able to see the target. Once you Siphon a point of spell energy from a Spirit Walking opponent, you always maintain at least 1 point of Spell Energy from that target, permanently draining 1 point of Spell Energy from that target.

You may take this feat more than once. Each time, it increases the amount of spell energy you siphon by one.

Sniper (General)

You can make devastating ranged attacks.

Prerequisites: Far Shot, Point Blank Shot, sneak attack +1d6, base attack bonus +6.



Benefit: You may take a full round action to fire one ranged attack. This attack ignores half the AC granted by cover, and may once re-roll any miss chance granted by concealment. Additionally, you may make a sneak attack with this ranged attack.

Special: Sneak attacks may normally only be made on targets within 30 feet.

Spell Energy Reservoir (Magic)

You expand your pool of spell energy.

Prerequisites: One point of spell energy

Benefit: You gain one point of spell energy.

Special: You may take this feat multiple times. Each time you take it, you gain an addition point of spell energy.

Spell Focus (Magic)

Choose a spell you know. This spell is harder to resist.

Benefit: Add +1 to the Difficulty Class for all saving throws against spell effects from the spell you select.

Special: You can gain this feat multiple times. Its effects do not stack. Each time you take the feat, it applies to a new spell.

Spirit Walk (Magic)

You gain the ability to free your spirit from your physical body when you sleep.

Prerequisite: Cha 15.

Benefit: You project your spirit into the Material Plane, leaving behind you sleeping physical body. This ability projects an incorporeal copy of yourself but not of your equipment. While in this form, you are bound to the plane in which your body inhabits, though some spells may allow you to enter other worlds. In addition, your spirit is still subject to all the same laws of reality as your physical body; you cannot walk through walls, ceilings, or floors. Furthermore, because you lack a corporeal form, you cannot manipulate objects in the real world, only things unique to the spirit world such as other spirit walkers, certain monsters, spirit objects, and so on. You are immune to all physical attacks from a Material source, though you are still subject to spells from a physical or spirit source, and physical attacks made in the spirit world.

While spirit walking, you gain a fly speed equal to your land speed, are invisible as per *greater invisibility* in the *PHB*, gain damage reduction 10/magic, and may take 20 on all Spot skill checks.

You have a limited ability to interact with creatures not in the spirit world. As a full round action, you may make a Charisma check against a DC 30 – the target's Spot skill modifier. If you succeed, you may convey an emotion such as anger, fear, love, and so on. If you beat the DC by 10 or more, you may pass on a small message, no more than 1d4 words plus 1 word per point of your Charisma modifier.

Your sleeping form is just as helpless as is any other sleeper. If someone wakens you while you are spirit walking, an effort requiring 1d6+4 rounds, you snap back to your body, regardless of where your spirit actually is. Awakening in this way confuses you, as per *confusion*, for 1d6+4 rounds. Otherwise, you may wake normally if your spirit returns to where your body sleeps and reenter it as a move action. Regardless of how you awaken, you is

overwhelmed by hunger and thirst, and must spend 1d6 minutes eating or be fatigued until you do.

Special: A shaman and a wizard automatically gain this feat at 9th level. They need not select it.

Talent (Magic)

You learn a spell and expand you ability to manipulate spell energy.

Prerequisite: Dabbler or Student of Wizardry class feature.

Benefit: Select a spell. You may now use Magic Use to achieve any of the spell's listed effects.

Special: You may take this feat multiple times. Each time you take this feat, select a new spell.

Talent Focus (Magic)

You master a spell.

Prerequisite: Talent

Benefit: Select a spell that you know. You gain a +5 bonus to all Magic Use checks to cast this spell.

Special: You may take this feat multiple times. Each time you may select the same spell (its effects stack albeit each time reducing the bonus by +1, such that the second instance provides a +4, the third +3, the fourth +2, and finally the fifth and all further instances +1) or a new spell (granting the standard +5 bonus).

Temporal Traveler (Magic)

While in the Spirit World, you may move backwards through time.

Prerequisite: Wis 15, Cha 17, Astral Self, Manifest.

Benefit: When you spirit walk—enter the Spirit World—you may move backwards through time. To do so, you must succeed a special check (1d20 + your character level + your Charisma modifier). On a successful check, you go back to the time and place you want to see. On a failed check, you go back to your body and take 1d6 points of nonlethal damage +1 point for every point by which you failed the check. The DC depends on how far back through time you want to look. You are limited to by your own lifespan, such that if you are 29 years old, you can move backwards up to 29 years, but not more. Consult the following table for DCs.

Temporal Traveler

Distance backwards through time	DC
Up to 1 hour	10
Up to 4 hours	15
Up to 12 hours	20
Up to 1 day	25
Up to 1 week	30
Up to 1 month	35
Up to 6 months	40
Up to a year	45
Per year after the first	+5

This ability allows you to witness events as they happened. You only see things in the area you wish to monitor. This feat does not allow you to witness other events; anything beyond the room or area you monitor has a dull gray appearance.

Special: You may take this feat multiple times. Each time you select this feat, you gain a +5 to your check.

Unit Toughness (Command)

Your commanded unit is better able to resist damage.

Prerequisites: Command 12 ranks.

Benefit: A unit you control ignores the first hit it gains in any round.

Special: You may only use this feat on units whom you have personally led in one or more engagements. A fighter may take Unit Toughness as a bonus feat.

Unshakeable (Command)

Your soldier stand firm in the face of adversity.

Prerequisites: Cha 17.

Benefit: In a circumstance where a unit you control must make a Morale check, it may make two checks and take the better of the two results.

Special: A fighter may take Unshakeable as a bonus feat.

Vicious (General)

You have a fast and cruel fighting style.

Prerequisites: Weapon Focus (any weapon), base attack bonus +6.

Benefit: Any time you threaten a critical hit with a weapon with which have the Weapon Focus feat, you gain a +4 bonus to the attack roll made to confirm the critical.

Weapon Mastery (Special)

You achieve the pinnacle of weapon skill.

Prerequisites: Wis 13, Greater Weapon Focus, Greater Weapon Specialization, Weapon Focus, Weapon Specialization, base attack bonus +15.

Benefit: Select a weapon with which you have Greater Weapon Focus, Greater Weapon Specialization, Weapon Focus, and Weapon Specialization. You now have an attack bonus of +3, and a damage bonus of +6 with this weapon. These bonuses supercede (do not stack with) the bonuses granted by Greater Weapon Focus, Greater Weapon Specialization, Weapon Focus, and Weapon Specialization.

Special: A fighter may take Weapon Mastery as a bonus feat. Unlike Greater Weapon Focus, Greater Weapon Specialization, Weapon Focus, and Weapon Specialization you may only select this feat once. It is not possible to master two different weapons.

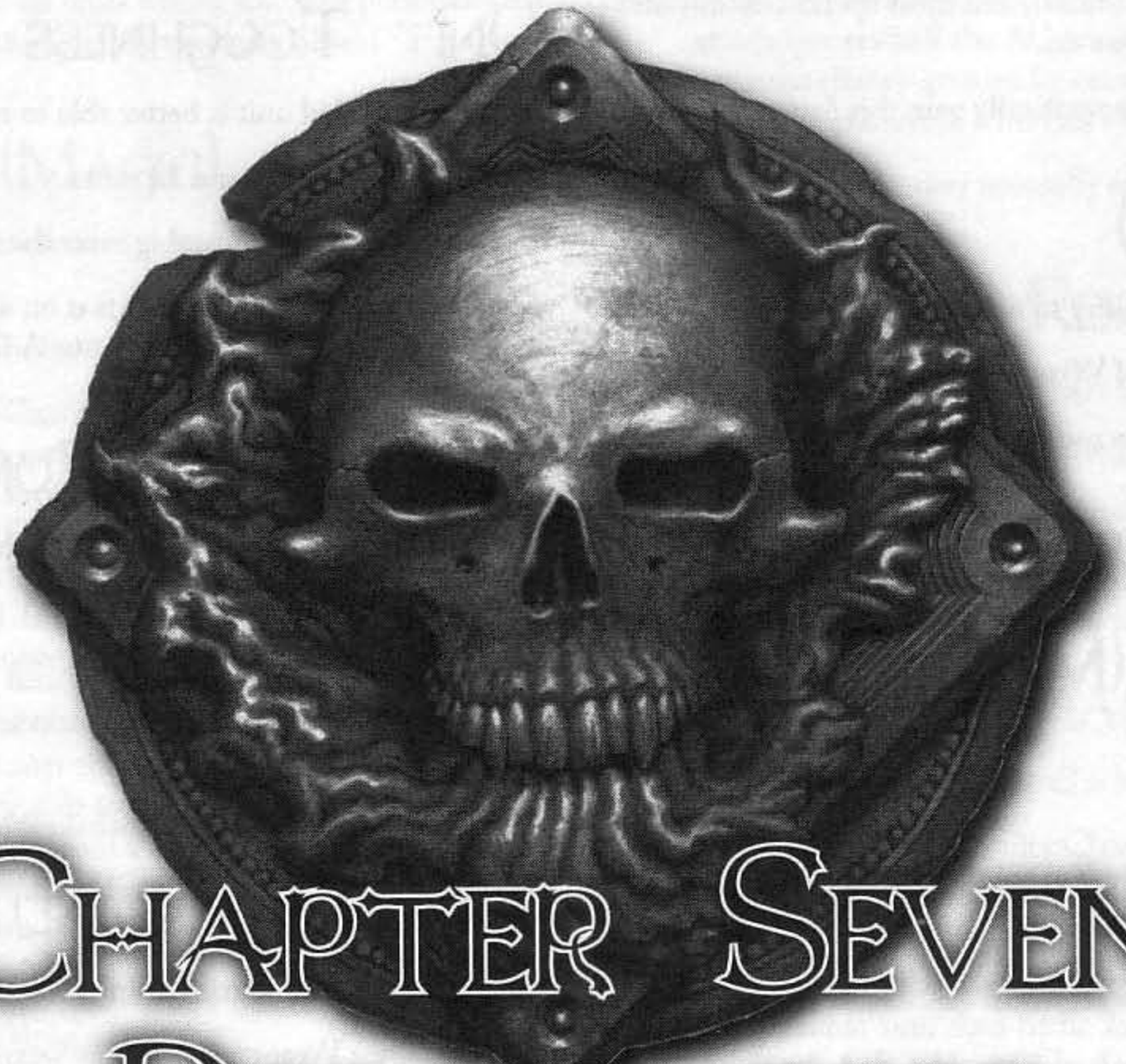
World Walker (Magic)

You are not bound to your Material plane when spirit walking.

Prerequisite: Cha 27, Astral Self.

Benefit: This feat functions exactly as Astral Self and Spirit Walk, except you are not bound to your world. You may enter shadowgates and travel across the Glittering Stone to other worlds.

While spirit walking, your fly speed increases to four times your land speed. Also, when you attempt to interact with creatures outside of the spirit world, you may make a Charisma check against a DC 20 – the target's Spot skill modifier.



Chapter Seven: Description

Once you have rolled all of your stats, selected your background, class, placed skill points, and picked feats, you're very nearly done. All that is left in defining your character are the extra details to give them a unique and interesting personality. What does your character look like? What of his mannerisms, style of dress, affectations, interests, and all the other unquantifiable traits that makes a person a person? Ultimately, many of these decisions, and the degree of detail, depend on the individual player. This chapter however provides the essential building blocks for defining your character's personality and motivations, detailing allegiances, nationality and ethnicity, vital statistics, and an explanation as to why names are so important.

Allegiances

The Black Company Campaign Setting lacks absolute morality and immorality. The most corrupt villains could save a child in a burning town, while freedom fighters may take the season's crops to feed the Rebel armies, leaving nothing behind to those for whom they fight. Instead of an alignment system, which suggests absolutes, *The Black Company Campaign Setting* uses the allegiance system presented in the *d20 Modern Roleplaying Game*.

Your character may have up to three allegiances, listed in order from most important to least important. These allegiances are indications of what the character values in life, and may encompass people, organizations, or ideals. A character may have no allegiances (being either a free spirit or a lone wolf) or may change allegiances as he goes through life. Also, just because the character fits into a certain category of people doesn't mean the character has to have that category as an allegiance.

If the character acts in a way that is detrimental to his allegiance, the GM may choose to strip the character of that allegiance (and all its benefits) and assign an allegiance more suitable to those actions.

Pledging Allegiance

A character's allegiance can take the form of loyalty to a person, to an organization, to a belief system, to a nation, or to an ethical or moral philosophy. In general, a character can discard an allegiance at any time, but may only gain a new allegiance after attaining a new level.

Having an allegiance implies having sufficient intelligence and wisdom to make a moral or ethical choice. As a result, a character must have Intelligence and Wisdom scores of 3 or higher in order to select allegiances.

Allegiances include, but are not limited to, the following examples.

Person or Group: This includes a leader or superior, a family, a group of linked individuals (such as a band of adventurers or a gang), or a discrete unit within a larger organization (such as members of the character's squad or platoon, or individuals whose safety the character is responsible for). All members in the Black Company have the Black Company as one of their allegiances.

Organization: This may be a guild, a gathering of like-minded individuals, a fraternal brotherhood, a secret society, a branch of the military (like the Urban Cohorts), a government, a university, an employer, or an otherwise established authority.

Place: A place can be a town, city, or nation. Alternatively, it can be a site, like the Grove of Doom. This may or may not be the place the character currently resides in, and can be any place to which the character has an attachment.

Belief System: This is usually a particular faith or religion, but can also be a specific philosophy or school of thought. Belief systems could also include political beliefs or philosophical outlooks.

Ethical Philosophy: This describes how one feels about order. An individual with an ordered outlook tends to tell the truth, keep his or her word, respect authority, and honor tradition, and he expects others to do likewise. An individual with a disordered outlook tends to follow his instincts and whims, favor new ideas and experiences, and behave in a subjective and open manner in dealings with others.

Moral Philosophy: This describes one's attitude toward others, as represented by good and evil. As stated in the introduction and here, the world of the Black Company does not present situations in black and white terms. Good and evil are relative to the situation. Still, an individual with a good allegiance generally protects innocent life, implying altruism, respect for life, and a concern for the dignity of other creatures. An evil allegiance shows a willingness to hurt, oppress, and kill others, and to debase or destroy innocent life.

For actual examples of how allegiances manifest in characters from the novels, refer to **Chapter Thirteen: Characters**.

Effects of Allegiances

An allegiance creates an empathic bond with others of the same allegiance. The GM may grant a +2 circumstance bonus on Charisma-based skill checks when dealing with someone of the same allegiance—as long as the character had some interaction with the other character to discover the connections and bring the bonus into play.

Ethnicity

The world of the Black Company contains the full array of ethnicities present in the real world. While there is no statistical advantage to being of one people or another, it is important to recall the average person actually does little traveling, and so a character with black skin would elicit wonder and curiosity in the far north, while a character with blonde hair, like Willow Swan, would be a novelty to the people of the south. To reflect the isolation of communities and the impact of ethnicity on interaction between people of different environments, the GM can impose a +2 or –2 circumstance penalty on Charisma-based checks made when interacting with a person of another ethnicity or culture.

The following ethnicities are by no means complete; the world of *The Black Company Campaign Setting* is far larger than the novels reveal. Feel free to add and expand the ethnic groups in accordance with the needs of your particular campaign. When selecting an ethnicity consult with your GM to determine the campaign's setting. If you choose an ethnicity inappropriate for the campaign, such as a Shadowlander in a Forsberger campaign, you will need to explain why such a character would be so far from home.

Throughout the northern continent, people have fair coloring, and the farther south one travels towards the Sea of Torments, the duskier the complexion and darker the hair and eye color.

Even farther south, as the centers of civilization become more remote, darker hair and eye coloring are common. One-Eye and Tom-Tom's jungle home, the D'loc-Aloc, is home to people with very dark skin, though these people live throughout the central band of the world from the jungles to as far south as the great city Gea-Xle, where the Nar, the religious-warrior caste of that city state, are perfect human specimens—tall, muscular, and with attractive features.

Beyond the Three Cataracts, even more ethnicities emerge. The average person has light brown skin and dark hair but with harder features. The huge Shadar have similar coloring as the rest of the Taglians, but are tall and muscular. Contrasting them are the Shadowlanders, men of small stature who appear older than they actually are.

Finally, the Nyueng Bao, a people distinctly oriental in appearance with pale features, sometimes described as gray, dark hair and shorter than the other southerners.

Glittering Stone: Characters from Other Worlds

If you use the Glittering Stone Campaign Option as described in **Chapter Eleven: Black Company Campaigns** you will undoubtedly see characters of other races brought into the world such as dwarves, elves, halflings, or even other races such as goblins, orcs, or more. These off world races are more than exotic for the common people of the world; they are supernatural creatures, myth brought to life. Consequently, NPCs with which these characters interact may react in wildly random ways. Some may fawn and worship an elf or halfling, seeing them as something special, a blessing perhaps, while others may see them as monsters spawned from the Plain of Fear, and it be their duty to kill the offending creature. To reflect the unusual reactions, whenever a character of another race attempts to interact with an NPC first roll 1d20 and compare the results to **Table 6–1: Racial Reactions**, and apply the indicated modifier to all Charisma-based skill checks until such time that the character either improves the NPC's attitude to Friendly or decreases it to Hostile (at which point combat normally ensues).

Table 7–1: Racial Reactions

Roll	Result
1	Automatically Hostile
2–6	–6 to all Charisma checks
7–10	–3 to all Charisma checks
11–14	No modifier
15–18	+3 to all Charisma checks
19	+6 to all Charisma checks
20	Automatically Friendly

Glittering Stone: Alignments

Characters from other worlds likely have character alignments. Classes with alignment restrictions like paladins and monks, should have their alignments reflected in their allegiances. Neutral alignments usually result in no moral or ethical allegiances, and so the character is free to choose an allegiance as appropriate to his character. Don't restrict these characters' allegiances to their alignments however, as they should be able to pledge allegiance to whatever and whomever they wish.

Known Ethnicities

All ethnic groups listed below use the standard rules for height and weight as described in the *PHB* unless otherwise mentioned in the description.

Forsberger: Forsberg is a northern kingdom that borders the Barrowlands where the Dominator and the Ten Who Were Taken were imprisoned. The people here have fair skin and hair. Characters from Forsberg speak Forsberger.

Juniper: In the extreme northwest, where the ice persists year round, is the city of Juniper. Remote and isolated from the Lady's efforts at consolidation and the subsequent wars against the Rebellion, they remained apart from the intrigues and conflicts in the southern lands. The people here are obsessed with death to some degree, and inter the dead in massive vaults, which is unusual for most people in the north cremate or bury their dead. Like Forsbergers, the people of Juniper are often fair in skin and coloring, though with the influx of sailors during the late spring and throughout the summer, just about any hair and eye color is possible. Characters from Juniper speak the Juniper tongue.

Imperials: Imperials include nearly everyone else in the north. They have a wide range of coloring, sizes, and shapes. However, as population centers are typically isolated, most people speak the language of their city, such as Rosean for the city of Roses. These tongues can all trace their roots back to the dead language of TelleKurre.

Jewel Cities: Along the coast on both shores of the Sea of Torments is a group of mercantile city-states, called collectively the Jewel Cities. Far more cosmopolitan than the cities farther to the north, cultures from all over the world can be found here. Example cities include Beryl and Opal, the former where the Black Company once served and the latter as their gateway to the north. Though the language of the Jewel Cities all originate from the same ancestor tongue, there are many dialects, one for each city.

Plain of Fear: The people dwelling in the Plain of Fear, a bizarre place full of odd creatures, are exiles or hermits, people dissatisfied with life in the civilization. In addition, there are scarce primitive tribes who wander the land in small bands. These individuals worship the Old Father Tree as god. Characters hailing from the Plain of Fear speak the language of their band, or if an exile or hermit, the language of their former land.

Great Forest: The Great Forest, also known as the Old Forest, is a wild and untamed place filled with primitive tribes from older civilizations. They frequently exchanged pelts and other goods with the people of Oar. Consummate thieves, they raided as much as they traded. These people have long lived under the psychic oppression of the Dominator, lending to their brutish and savage natures. They speak the language of their people, simply known as the Speech of the Great Forest.

Roi: The roi are a group of nomads in the south, who travel the lands north of the Temple of Travelers' Repose. Not much is known about these people, other than the fact that the ones mentioned in the books were skilled riders. They speak their own language, Roi.

D'loc-Aloc: This vast jungle was the home of One-Eye and Tom-Tom. Beneath the canopy all manner of terrors lurk, most mundane, but many magical such as the dreaded forvalaka. The people of the D'loc-Aloc have dark brown skin and brown or black hair and eyes. They speak the language of the jungle, D'loc-Aloc.

K'Hlata: The K'Hlata are a people who dwell on the plains south of the jungle. Dangerous and superstitious, they are similar in appearance to the people of the D'loc-Aloc, although they are somewhat taller. It is possible Blade was of these people, but it was never revealed in the novels. They speak the K'Hlatan tongue.

Nar: Descendants of the Black Company who served for a time in Gea-Xle, they form the religious-warrior caste of this city-state. Most of the people in Gea-Xle are similar in appearance to the K'Hlata,

but the Nar are bigger, stronger, and darker. All run like wind and leap like gazelles, they are quick as cats, and strong as gorillas. They speak the K'Hlata tongue.

Nar Physique

	Base Height	Height Modifier	Base Weight	Weight Modifier
Nar, male	5'6"	+2d10	140 lb.	x (2d4) lb.
Nar, female	5'4"	+2d10	105 lb.	x (2d4) lb.

Taglian: The Principality of Taglios encompasses a diverse people. From the large and imposing Shadar, to the wrinkled brown men of the Shadowlands, and to the mysterious Nyueng Bao, the sea of humanity is varied throughout the lands. All people of Taglios speak Taglian, while the priest caste adds additional characters and vocabulary to the tongue to form High Taglian.

Gunni: A peaceable folk, Gunni are small and dark, but not black like the Nar. Gunni are usually clean-shaven. Most wear toga-like robes, bright with a mix of colors. The robes declare caste, cult, and professional alliances. Low caste Gunni wear nothing but loin-cloths. Women dress just as brightly, but in several layers of wraparound cloth. They veil their faces if unmarried, though marriages are made early. They wear dowries as jewelry. They illustrate their foreheads with caste/cult/professional markings of their husbands and fathers. Gunni do not eat meat of any kind.

Shadar: Contrasting the Gunni are the Shadar. Men typically wear grey or white shirts and pantaloons, and all wear turbans to define their status. They are paler than the Gunni, like tanned northerners, and large, most over six feet tall. Shadar men do not shave, and some sects never cut their hair. Shadar can bathe, but few do often. They cloister their women, and so they are rarely if ever seen. Unlike the Gunni, Shadar eat meat. Shadar have the same ranges for height and weight as the Nar.

Vehdna: Vehdna are as light as the Shadar, but smaller with ferocious features. Because their religion forbids almost everything, they are somewhat dour. Vehdna wear clothing that offers a little color, and all wear pantaloons and shoes. Even the poorest Vehdna conceal their bodies and wear something on their heads. Married Vehdna wear black kaftans and wraps covering themselves so only their eyes are visible. Unmarried Vehdna are never seen. They have no proscriptions on food.

Shadowlander: The people of lands farther south than Taglios are collectively called the Shadowlanders. Many bear some resemblance to the Vehdna, Gunni, and Shadar, but the Shadowmasters had little use for religion. The iconic Shadowlander is a wrinkled brown man, usually with bad teeth, however Shadowlanders have generally the same range of appearances as Taglians. They speak a dialect of Taglian called

Starting Age by Class

Refer to **Table 6–2: Random Starting Ages** and roll the indicated dice and add the result to 14 to determine the starting age for your character. Refer to **Chapter Six: Description** in the *PHB* for details on the effects of aging.

Table 7–2: Random Starting Ages

Class	Roll
Academician	+2d6
Berserker	+1d4
Fighter	+1d6
Jack-of-all-Trades	+1d4
Noble	+1d6
Ranger	+1d6
Scout	+1d6
Shaman	+2d6
Thief	+1d4
Weapon Master	+2d6
Wizard	+2d6
Zealot	+1d8

Names

If you've never read the novels, you are sure to wonder why many characters have nicknames, such as Goblin, Lady, Croaker, Big Bucket, The Freak, and more. Names hold power in *The Black Company Campaign Setting*. An individual armed with a wizard's true name can unravel all of his powers, rendering him no greater than any other mortal. Hence, every spellcaster in this world hides his name behind a moniker, like the Limper, the Dominator, Soulcatcher, Whisper, Longshadow and so on. In the case of the Black Company, Goblin and One-Eye give everyone that joins a nickname, usually something based on a predominate characteristic, like Sparkle's gold inlays, or for absolutely no reason at all, such as the Freak and the Geek. What does this all mean? Well, avoid typical fantasy names such as Arafanel of Misthollow, Rubius Ralhaven, or even Elana Dragonslayer. Characters rarely reveal their true names, and typically take on something reflective of himself or herself, such as Raven or his alias Corbie, Big Bucket, or Patience. See, throughout the entire first novel we never have a description of Croaker, and yet somehow we can form a complete picture of the character. Names also reflect something of the character's personality. Goblin may look toadlike, but he is also mischievous, crafty, and even, on occasion, wicked. Even if not a member of the Black Company or some other mercenary group, names ought to be reflective of the world. For examples of character names, check out the list of the following.

Amber, Anvil, Beef, Big Bastard, Blinker, Bliss, Bloat, Bloody Bull, Blotches, Blueblood, Boatfoot, Boils, Boots, Boy, Brick, Brother Snail, Buckeye, Bug Lips, Buggery, Bull, Bunghole, Carpet, Changes, Chunk, Crow, Cryptkicker, Cutty, Dart, Deluge, Dicelicker, Dirge, Dog-Dog, Duds, Dungeon, Echo, Equinox, Fat-Fiddle, Fish, Fletcher, Gallows, Gatecrasher, Ghost, Giggles, Gimp, Girlie, Goiter, Gremlin, Grumbles, Guttergirl, Haggle, Half-Hung, Ham, Harpy, Irongut, Ivory, Jet, Judge, Kestrel, Kneepad, Knife, Laughing Skull, Lemonpeel, Licker, Lilly, Longshanks, Loopy, Mace, Market, Monkey, Mouse, Nightflyer, Nightshade, No Nose, Ogre, Omelet, Ox, Pallbearer, Path, Phantom, Pigsticker, Pill, Poker, Pretty, Puke, Reaver, Red Rum, Riven, Rook, Scabbies, Sexy, Shiv, Short-Finger, Shroud, Skank, Skinflint, Slick, Snakefoot, Snicket, Snot-Nose, Solstice, Spew, Squid Stitcher, Stagger, Stain, Stick, Stinker, Sweetness, Swipes, Talon, Tater, Tempest, Tinker, Thorn, Travel, Venom, Vixen, Warty Neckflesh, Wolf

Shadowlander, and those from farther south speak any one of dozens of dialects called collectively the Sangel Dialects.

Nyueng Bao: The Nyueng Bao are unlike any other people in the south. Short as a Gunni, they have pale, almost gray skin, with dark hair and blocky features, and eyes like polished coal. They are reviled as a people, for most see them as thieves or worse. Usually, Nyueng Bao wear loose-fitting long sleeve pullover shirts and baggy lightweight pants, generally black. Children go about naked. They see other people as lesser beings, which further distances them from connections with other southern cultures. They are the descendants of a group of refugees from another world who have since remained aloof from the other cultures in the southern lands, content to keep to their own ways, though they have adopted some Gunni religious views. Their civilization exists in a river delta swamp west of Taglios.

Lands Beyond the Glittering Stone: The Glittering Stone (see **Chapter One: Black Company Primer** and **Chapter Eleven: Black Company Campaigns** for details) connects the world of the Black Company to 15 other worlds. The Black Company novels introduce the people of two worlds, leaving many more unexplored, perhaps connecting to other campaign settings.

Voroshk: A family of powerful wizards who conquered the world holding Khatovar, the Voroshk are arrogant, decadent, and in many ways as wicked as those they destroyed. Most Voroshk conceal their features beneath magic black clothing. Beneath, Voroshk are fair skinned with blond or light brown hair. They are generally an attractive people. They speak their own tongue, which is quite similar to the language of Juniper.

Hsien: Hailing from the Land of Unknown Shadows, the ancestral homeland of the Nyueng Bao and the world conquered by the Shadowmasters, the Hsien are just one of many people inhabiting that land. They are similar in appearance to the Nyueng Bao and speak an older dialect of the common Nyueng Bao tongue. They are somewhat more open than are their descendants, fiercely loyal and disciplined.

Religion

Religion in *The Black Company Campaign Setting* does not function as it does in other d20 games. Gods, as they are in other worlds, if they exist at all here, have little to no interest in the affairs of mortals. They do not grant spells, they never send heavenly servants to aid their followers, and in fact, they do nothing at all to help mortals in the world. Priests, called retailers of religion by their detractors, may actually believe what they sell, but have no power to show for their piety. Able to offer little in the way of succor to their followers from the misery of life, many view religion and its priests as just one more drain on humanity, bleeding away time and resources from the poor. This decidedly dim view of the gods does not make people hopeless; in fact, it is the reverse. The individual relies on herself and her brethren, explaining why the mercenary company life and the notions of Empires work so well in the north, where people are the least pious. Instead of worshipping some remote god, many turn to an organization, like the Black Company, embracing the mystique and code of being in a band of fighting men. Others turn to magic and the exploitation of their talents to achieve unprecedented power, while others still carve empires from the ashes of old ones. Still, despite the negative place religion holds for many in the north, petitioners still gather in cathedrals to pay homage to their animal-headed idols, or their saviors, or some other esoteric force in the hopes of divine rescue from their lives.

Contrasting the north, in the south nearly all are devout practitioners of the faiths. Taglios has three major religions, and hundreds of cults and sects. From the misogynistic monotheistic beliefs of the Vehdna to the often contradictory pantheon of the Gunni, religion is the cornerstone of people's lives. Atheism is nearly nonsensical to those of the southern lands, and people, like Blade, are viewed with scorn and derision. The religious diversity stems directly from the proximity of the lands to the Shadowgate lying just beyond Kiaulune. The ancestors of the southern people were witnesses to the emergence of the Free Companies, the wars of the gods in antiquity, and countless supernatural events and other worlds from the plain of glittering stone. As societies evolved, and traffic across the glittering plain ended, myths sprang up from the legends and accounts of antiquity. Furthermore, as travel is impractical an unlikely, religion mutated in isolation as commoners and priests added new layers of stories to apply to their particular situations. As a result, the parables of one village may not match, maybe even contradict, those of another, and so spawned the many aspects of the heavenly hosts.

Despite the differences of piety between the cultures of the north and south, they seem to share a common belief: the conflict between good and evil. The Taglian mythology includes a group of gods called the Lords of Light and their antitheses, the Lords of Darkness or Shadow. These

Hell and Planes of Punishment

The idea of a planar place of punishment in the world of the Black Company is not clear. Assuredly, demons, devils, imps, and other extraplanar creatures all most certainly exist, but it is not certain what role they serve. The only account of Hell or the lower planes we have comes from the Soulcatcher's minion, the imp named Frogface who appears in the Books of the South. As an imp, he is somewhat different than a demon, and even bristles when called such. He seems to be a daemon, in the classical sense, such that he is a spirit that helps or hinders mortals. With the right spell effect, such beings can be bound to service for a specified time. In this case, Hell is just another reality which powerful spellcasters can touch through the manipulation of magic.

Lacking the divine cosmology of other worlds, *The Black Company Campaign Setting* has no need for planes of divine reward and punishment. Instead, Hell or other lower planes are instead places of raw magical energy, a wellspring for magical minions, and a place where monsters lurk. Home to such abominations like Toadkiller Dog and random demons whose presence tears the fabric of reality it is a place of violence and horror.

Gods or Immortal Wizards?

The novels frequently refer to beings of great power, Kina and Old Father Tree for example, as gods. In many ways, these beings seem to be omnipotent. They have access to extremely powerful magic, they seem nigh invulnerable, and very nearly immortal. All, though, can die, as evidenced by Goblin and Croaker's final attack on Kina, or the mutilation of Old Father Tree's son, the sapling. So, while called gods, they are not in fact deities, merely mortals with immeasurable power.

two forces oppose one another in the heavenly realms. These supposed Lords were likely mortal men of great power battling for dominance over the plain of glittering stone, legends of these figures spread throughout the world, even as far north as the Great Forest. As evidence to this fact, there was little surprise about the notions of Lords of Light and Darkness among the northern members of the Black Company. They were surprised only by the complex varieties of gods and their various facets. Perceptions of the Great Comet being linked to the existence of the White Rose, and the cyclical rise and fall of dark masters, such as the Dominator, and the thing Old Father Tree imprisoned lend credence to the universality of the notion of good versus evil, even though mortals clearly lack such distinctions within themselves.

Specific Religions

What follows is a survey of the specific religions mentioned in the novels. As the world of the Black Company is diverse in views and customs, feel free to add religions as needed for your games.

Northern Gods

Beryl

The people of Beryl, living in one of the oldest cities in the north, had priests of several gods. Most sacrificed humans and animals to their distant gods, in the hopes of divining the future, gaining a sense of the divine will, or divine displeasure.

The Custodians of Juniper

Juniper was the source of amusement for the cities on the coastlines of the Sea of Torments. The Juniper people in this place were obsessed with dead. Buried beneath, in miles of Catacombs, were half a hundred generations of Juniper's dead. Guarding them were the Custodians, a cult of priest who await the fabled Day of Passage. During the autumn and spring, they hosted the Rites for the Dead in the public groves near the Enclosure allowing citizens to participate and tour the upper chambers of the Catacombs. These tunnels were well maintained, with each corpse interred with a small urn hanging from a chain around the cadaver's neck. Inside the urn, they placed a few coins for payment to the Boatmen on that day of prophecy when the dead sail to Paradise. Those who were evil in life, had their names recorded in the Black Book are would be denied passage to the afterlife. However, unbeknownst to most citizens of Juniper, the upper catacombs were a façade concealing the neglect of the lower chambers. And occasionally, someone broke into the lower vaults and pilfered the urns of the dead, an appalling and blasphemous act as it prevents the dead from reaching heaven. The Lady's forces at the conclusion of *Shadows Linger* crushed the city and its religion.

The Temple of Traveler's Repose

Far to the south was an ancient monastery called the Temple of Traveler's Repose. For over 2,000 years, it served as home for monks who welcomed travelers and accumulated their tales. It is unclear what kind of religion they followed, except they offered a safe refuge and practiced magic the Limper and Toadkiller Dog recognized as that of the Light. The Temple of Traveler's Repose was all but destroyed in the battle between the Limper and the forces of the White Rose.

Vancer

This god is mentioned in relation to the Dominator. It is unclear what this god was or for what he stood, though he was likely a war god.

Titans

There are stories of titans in Murgen's homeland, though his people were destroyed during the wars of consolidation. Presumably, the titans were ancient gods who walked the lands. Like the titans of Greek mythology, these elder gods were probably replaced by a new generation of deities.

Southern Religions and Other Powers

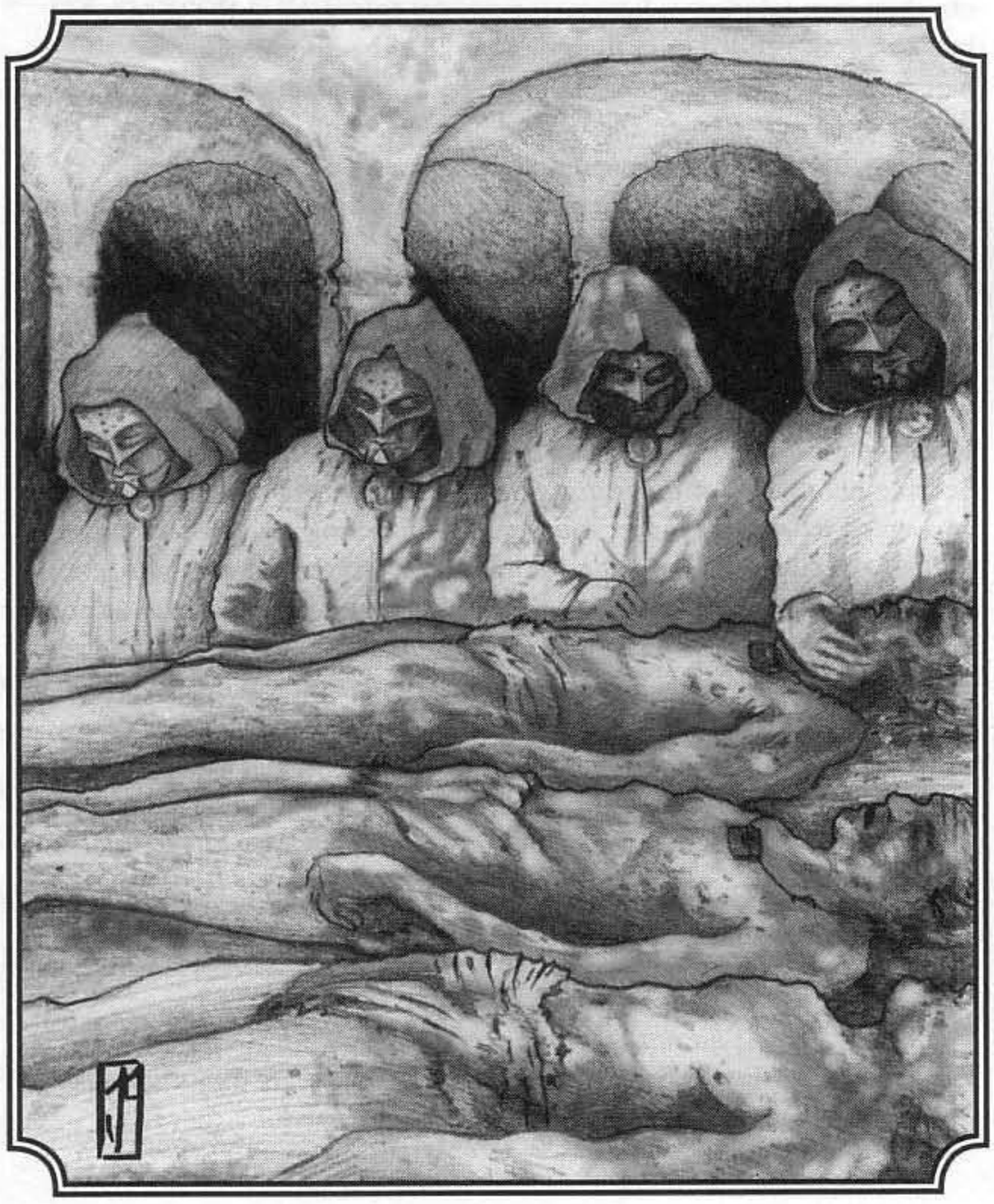
The lands of the far south have too many gods and religions to count. Some cultures, like the Gunni, venerate entire pantheons of gods, while others worship an overgod or a philosophy. The novels mention few particular gods, but given the nature of the faiths in the southern lands, you could easily add more. The best resource for adding new deities is Indian mythology and Asian religions.

Gunni Religion

The Gunni believe in a concept called the Wheel of Life. A person goes round and round the wheel, reincarnated repeatedly until his soul does enough good to escape the wheel and become one with the force that created the Lords of Light. While awaiting rebirth, the soul stays in Swegah, which may include a punitive hell or a rewarding heaven. They have a bewilderingly broad pantheon consisting of gods, demons, and devils, with so many temples, there is one devoted to at least one aspect of a god everywhere, nearly in every part of a city throughout the south. The Gunni are the most numerous, diverse, and widespread religious ethnic group of the southern lands.

Demon King: The demons, as known in southern legends, were constructs created by the gods to guard the plane of glittering stone to stop the armies that marched across it to plunder other worlds. Ruling them was a king, but Kina devoured him and imprisoned his soul in five heads of the lances of passions. It's possible, and quite likely, that this king is actually Shivetya.

Ghanghesha: This is the Gunni god of luck, represented by a two-headed elephant. There is a cult of believers who carry idols of their god wherever they go, as portrayed by Ky Sahra in *Water Sleeps*. The Nyueng Bao adopted the deity as their own.



Mahi: There is little known of this goddess other than that she is the goddess of love.

Regent of Shadow: The Regent is an evil god and lord of darkness.

Rhavi-Lemna: This goddess' significance is recorded because she hid her soul in a tree before the wolves of shadow devoured her body. The destroyer goddess, Kina, used the wood of the tree to form the lances of passion. If the Lords of Light restored Rhavi-Lemna, she would lack a soul. So, she Rhavi-Lemna cannot be restored as long as Kina sleeps.

Shadar Religion

Though polytheistic, they keep only one idol of their gods (although of which one is questionable). Shadar trace their religion back to a warrior philosophy, manifesting as a stern boldness. The Shadar also believe in two hells, one as a punitive hell, and the other like the Gunni concept of an earthly hell. By *Water Sleeps*, the Shadar priests and the various members of their sects had little voice in Taglios, and had no representation on the council.

Hada: The Shadar goddess of death, destruction, and corruption, Hada is a tainted subcult of Kina. They dedicate themselves to their goddess by committing murder and torture. They are a nasty group who has a small following in Taglios and likely other cities in the south.

Khadi: Khadi is another Shadar goddess and is the twin sister of Hada. She is equally nasty in aspect, representing plague, famine and disease. Her name, like that of her sister, suggests a connection to Kina.

Niaassi: This power is a major demon from Shadar mythology. She is the chieftain of the inner circle of demons, whose responsibility it was to create a hell on earth. Niaassi is represented in Gunni myth as well.

Vehdna Religion

Of the three major religions in the south, the Vehdna is in the minority. Devoutly monotheistic, they work Gunni gods and other belief systems into their own religion as heroes or powerful spirits, all in the service to their overgod. Vehdna bury their dead, unlike the Gunni who cremate their dead. The Vehdna believe in an afterlife as a place of spiritual reward, but it is open only to men and only the rare warrior woman saint and daughters of prophets can gain entry. Men are rewarded with earthly pleasures they denied themselves in life.

Kina

Also Known As: *Patwa, Kompara, Bhomahna, the Eater of Souls, Vampire Goddess, Devourer, Destroyer, Destructor.*

Easily the most fearsome goddess in the south, people refrained from speaking her name lest they attract her notice. She was the fourth aspect of the Taglian religious triangle, and though she belonged to no religion, she terrified all equally. All religions found ways to accept her existence, even going so far as to suggest she was the true form of Hada or Khadi or both. Hers was an old dark religion that knew no national or ethical boundaries. Kina was portrayed as a huge ebony woman with four leaking breasts and eight arms. Her large eyes were filled with fire and blood dribbled from her fanged mouth. She wore a necklace of baby skulls and a girdle of dried penises. The stench of death always preceded her. For more information on this dark goddess, consult **Chapter One: The Black Company Primer**.

Minor Southern Religions

Nyueng Bao:

The Nyueng Bao are an isolated people. Every four years they undertake a pilgrimage to the south where visit the Shadowgate for a sign from their lost people. The three major religious groups abhor the Nyueng Bao, and while the word for heretic does not exist in the Taglian tongue, the Nyueng Bao are universally distrusted and despised. The Nyueng Bao philosophy rests on the notions of expectations; one does as is expected, not out of some misplaced sense of duty, obligation, or friendship.

Cosmologically speaking, Nyueng Bao have a variable set of funerary rites, each customized to the person. They might burn their dead, hang others from a tree, or maybe just bury them. They strongly believe in spirits and the spirit world, and hold that green eyes mark a person who can communicate with spirits and foretell the future. As an offshoot of the Gunni faith, converted from their original worship, they adopted many Gunni practices and gods, but are not themselves vegetarian. They adapted the Wheel of Life model to suit their own outlooks, believing in a central repository for spirits, called cao gnum, where souls wait for rebirth if they did not accumulate enough good karma to earn their way off the Wheel. Though the Nyueng Bao almost integrated fully into the Gunni faith, albeit with some exceptions, they believe there exists a stain on their people, some great sin of the past which forces them, as a race, to live in destitution in the swamp.

Bhodi Monks

This altogether minor pacifistic cult surfaced some time after the Black Company's arrival in the south. Having suffered terribly during the war years, they refused to defend themselves, yet they somehow managed to survive through it all. The foundation of their belief is introspection and pacifism. The physical center of their faith is Semchi, where the Bhodi Tree grows. The Bhodi Tree is the site of where the Enlightened One made his reputation sitting in its shade. During the Protectorate, the Bhodi opposed the Radisha Drah's and the Protector's misrule. Each day for several days in a row, one of the monks immolated himself in the public square. In addition to the demonstrations, they also placed prayer wheels invoking Rajadharma, the Duty of Kings, the fact that kingship is a trust between him and his people.

Mogaba's Sect

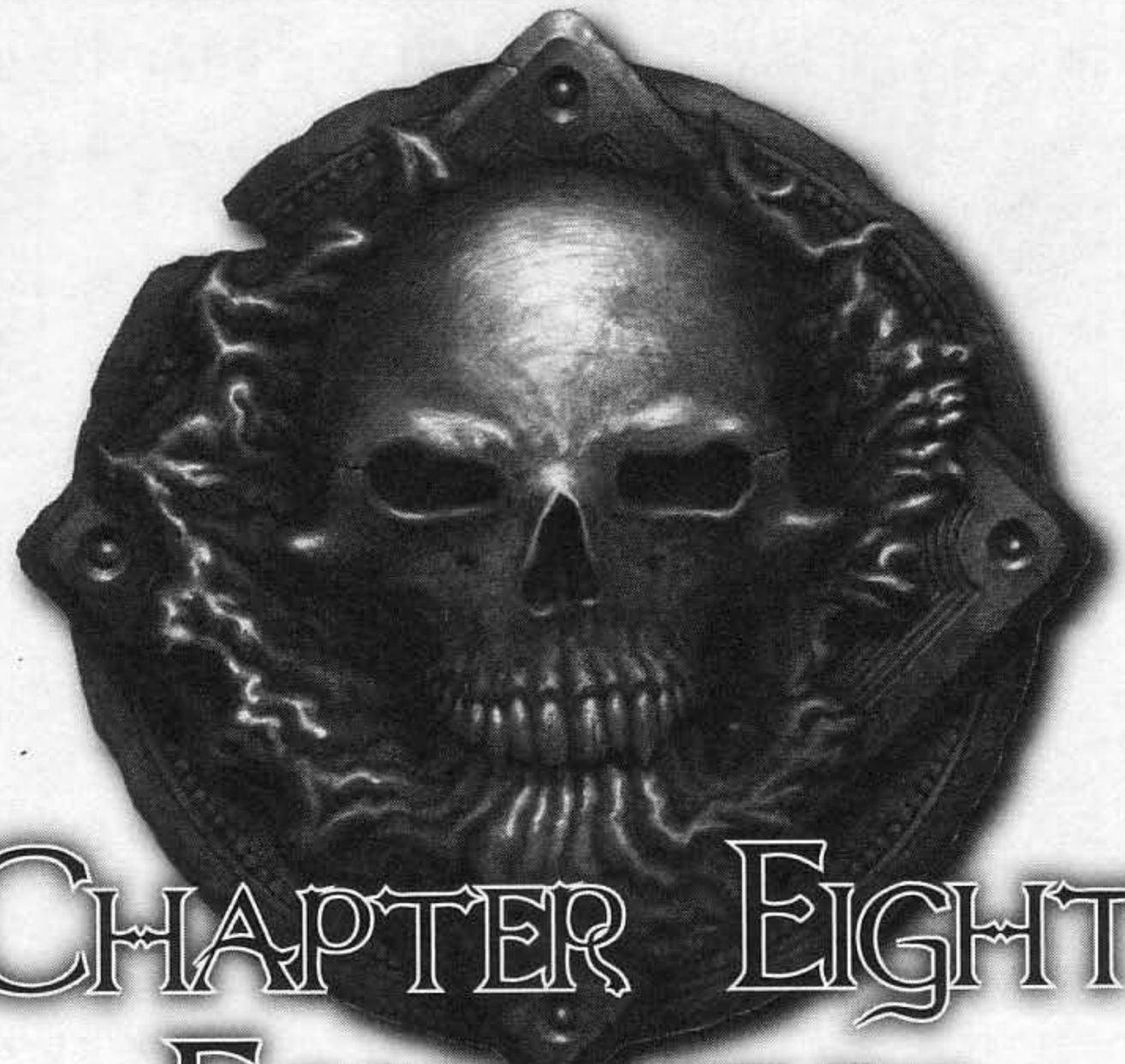
While besieged in Dejagore, Mogaba resurrected a corrupted version of the cult of Kina. Like the Deceivers (see page 216), they venerated an idol depicting the goddess, however, they spilled blood and drank it, something a true child of Kina would never do. Their rituals involved cannibalistic practices where they would eat the organs of their sacrificial victims. It is unclear as to whether or not Murgen was truthful in his account. He hated Mogaba thoroughly, and he went to every effort to demonize him. Furthermore, in later books and with other narrators, there is no evidence that Mogaba followed this practice. On the other hand, Mogaba was manipulated by Kina from the beginning, and so perhaps he was filled with her dark presence. In any event, by *Soldiers Live*, Mogaba changed, and regretted the actions of his youth. The latter Mogaba seems unlikely to have been a cannibal, or at the very least, he gave up on the practice.

Path of the Sword

Part martial art, part religion, and all philosophy, the path of the sword is a complex set of ritualized exercises associated with the two-handed sword (katana or bastard sword) style of fighting. Masters of this fighting style often advance in the swordmaster prestige class (on page 227). Uncle Doj was the last master of this form. When he died, so too did this religion.

Veyedeen Dervishes

These mystics devote themselves to charity, asceticism, and good works. They wear heavy woolen robes all year to remind themselves of the hell they escape through their good deeds. They are a minor sect.



Chapter Eight: Equipment

The purpose of this chapter is to present equipment commonly found in The Black Company Campaign Setting. As gold and silver are far less available here than in other settings, included here new equipment lists and pricing for each item to replace those found in the *PHB*. Standard enchanted items – those with "pluses" or spell like effects are all but unknown in this setting. To provide some opportunity for characters to equip to the best of their ability, an advanced system for masterwork items is also included, along with examples of the minor magical creations sorcerers and witch doctors, like those in the Company, are able to fashion for their comrades.

The Silver Standard

The world of the Black Company is not a wealthy place. While the nobility live above the squalor of the peasantry, this is not a story of endless heaps of gold, and vaults overflowing with jewels. A pile of silver, merely laced with gold and small enough to fit under a large table is the greatest fortune some members of the Black Company have ever seen – a force numbering nearly a thousand who are well paid for their work!

Costs for arms and equipment appear much lower compared to those in the *PHB*. Don't be fooled though: the coin to meet such prices is harder to come by also. Some items are simply not available; depending on the size of the population center the characters are in. Equipment is rated by both cost and rarity. Equipment described in the *PHB is included here, with both its adjusted cost and rarity indicated. New equipment and their costs are* described in more detail in the following pages.

Gold and Jewels

Gold coins still exist, but are rare. Most important transactions take place entirely in silver, with minor day-to-day expenses being handled in copper or bits. Cut and uncut gemstones are sometimes used for portable cash. Their value is figured in silver, and is generally one-half that of other d20 settings. Finding someone with sufficient means to give you a fair trade for such stones may prove difficult, however. Use the following exchange rates for coins:

10 bits = 1 copper coin

20 copper coins = 1 silver coin

1000 copper coins = 50 silver coins = 1 gold coin

"A dammed fortune there. I had never seen so much in one place, in fact... I spied gold amidst the hill of silver. One bag leaked uncut gems."

–The Black Company

"I gave Madle a small gold piece. He goggled... I grinned. 'For services rendered.'"

– Shadows Linger

Rarity

While the great cites of the land are likely to be stocked with all of a character's typical needs, more specialized equipment may be harder to come by, and in smaller towns and villages may not be available at all.

Staple (Stp): Most foodstuffs, basic tools, and pottery are available almost universally.

Stock (Stk): These items can be found in most supply stores, various common shops, or for trade from individuals that have more than they immediately need.

Table 8–1: Character Wealth by Level

Character Level	Wealth	Character Level	Wealth	Character Level	Wealth
2nd	150 sp	9th	6,300 sp	15th	18,000 sp
3rd	300 sp	10th	9,900 sp	16th	21,000 sp
4th	450 sp	11th	10,500 sp	17th	24,000 sp
5th	900 sp	12th	12,000 sp	18th	27,000 sp
6th	1,800 sp	13th	14,000 sp	19th	30,000 sp
7th	2,700 sp	14th	16,000 sp	20th	34,000 sp
8th	3,600 sp			+1	+4,000 sp

Table 8–2: Finding Equipment

Scarcity	Time	Thorp	Hamlet	Village	Small Town	Large Town	Small City	Large City	Metropolis
Staple	5 minutes	75%	80%	85%	90%	95%	98%	100%	100%
Stock	15 minutes	50%	60%	65%	75%	80%	90%	95%	98%
Occasional	1 hour	10%	20%	30%	40%	50%	60%	70%	80%
Specialty	4 hours	5%	15%	20%	30%	35%	45%	50%	60%
Exotic	1 day	5%	10%	15%	20%	25%	30%	35%	40%
Unique	4 days	1%	2%	4%	6%	8%	10%	12%	15%

Occasional (Occ): While still fairly commonplace, smaller towns may not have them on had at all times. Looking to purchase such items will attract little attention, but the merchant or trader may recall those who come seeking such items.

Specialty (Spc): Most commonly available weapons, or items that must be specially commissioned or imported fall into this category.

Exotic (Exo): Extremely rare finds, uncommon imports, specialized weapons or tools of very exclusive professions all call for this level of rarity.

Unique (Uni): Items requiring a bit of magic to manufacture, considered extremely rare in any land, or not produced on this world are all considered unique.

Finding Equipment

Locating items you want to purchase requires a percentile roll. The character searching for the item may add his total bonus to Diplomacy, Gather Information, or Knowledge (local) to this percentage chance. For this purpose, 5 ranks in any of these skills other than the main skill being used provides a +2 to the percentage chance of finding the item. Sometimes items exist in an urban area, but just aren't for sale –when looting a location, the character may also use his Search bonus to find the item. All of these bonuses are halved (round down) when looking for specialty, exotic, or unique items.

The time required to find items depends of the scarcity of the item. Every 10 cp spent to speed up the search (hiring guides or rewarding informants, etc.) reduced the effective size of the location by one grade. Double that time if looking for specialty or exotic items.

Existing Equipment

Use the Existing Equipment list on pages 114-115 to find and purchase items described in the *PHB*. Items excluded from this list are not generally available.

New Equipment

While the world of the Black Company resembles most standard d20 fantasy settings, there are a number of weapons and tools found there that are unusual or even unique to the setting. Further, the clash of large armies demands a number of items not normally employed by independent adventurers.

New Weapons

Deceiver's Tool

While primarily a tool, the pick hammers of the Deceivers can be used in combat if necessary. Their real purpose is to help in hiding the bodies – usually by breaking up the victim's remains into smaller parts, and then digging a modest hole and stuffing them in. Due to the unexpectedly tiny places the Deceiver may bury bodies with this tool, the DC of all Search checks to find the victim once buried is increased by +4.

Rumel

These strangling cloths are cut to appear as simple scarves. Within the Deceivers, the color of the cloth denotes rank: yellow (novice), red (regular), black (master). When used with both hands in combat, the wielder may make a grapple attempt, gaining a +1 bonus to all checks, and inflicting additional damage equal to the wielder's Strength bonus (if any). If the wielder succeeds in pinning the target, the target immediately begins to make drowning checks (as described in the *DMG*), until he escapes the pin or dies.

"Staring at my cards, I drew my spring tube... We tripped the catches on our spring tubes. Four poison darts snapped across the common room."

– Shadows Linger

Spring-tubes

These one-handed, single shot weapons fire a small dart, which is usually poisoned. They take 1 minute (10 rounds) to reload, and are only useful at short range (maximum range of 5 range increments). Their main advantage is that once loaded, there is no chance of the wielder accidentally poisoning himself.

Table 8–3: New Weapons

Exotic Weapons	Cost	Damage	Critical	Range Increment	Weight	Type	Rarity
One-Handed Melee Weapons							
Tulwar	10 sp	1d6	18-20/x2	-	4 lb.	P or S	Exo
Two-handed Melee Weapons							
Rumel	2 sp	*	18-20/x2	–	1 lb.	Bludg.	Spc
Ranged Weapons							
Spring-tube	15 sp	1d3	x3	5 ft.*	2 lb.	Pierc.	Spc
Dart, tube (5)	1 sp	–	–	–	1/2 lb.	–	Occ

Table 8–4: Siege Weapons

Weapon	Cost	Damage	Critical	Range Incr.	Type	Crew Size	Reload Time	Rarity
Ballista, heavy	300 sp	4d6	17-20/x4	125 ft.	Pierce	5	9	Spc
Ballista, light	200 sp	3d6	17-20/x4	100 ft.	Pierce	3	5	Spc
Catapult, heavy	750 sp	5d6	16-20/x3	150 ft.	Bludg.	7	6	Spc
Catapult, light	400 sp	3d6	16-20/x3	120 ft.	Bludg.	4	4	Spc
Dolphin, heavy	500 sp	5d6	16-20/x4	-	Bludg.	9	11	Spc
Dolphin, light	300 sp	4d6	16-20/x4	-	Bludg.	5	7	Spc
Mantlet	25 sp	-	-	-	-	2	-	Occ
Ram, heavy	200 sp	4d6	18-20/x3	-	Bludg.	10	2	Occ
Ram, light	15 sp	3d6	18-20/x3	-	Bludg.	6	1	Stk
Springdal	400 sp	1d6	15-20/x2	60 ft.	Pierce	4	8	Exo
Trebuchet, light	550 sp	3d6	16-20/x3	150 ft.	Bludg.	6	7	Spc
Trebuchet, heavy	1000 sp	5d6	16-20/x3	200 ft.	Bludg.	10	11	Scp

Table 8–5: New Armor

Armor	Cost	Armor/shield Bonus	Maximum Dex Bonus	Armor Check Penalty	Speed (30 ft.)	Weight	Rarity
Heavy Armor							
Feather cloak	150 sp	+2*	+4	-4	20 ft.	60 lb.	Exo
Wooden	300 sp	+5	+0	-7	20 ft.	45 lb.	Exo
Extras							
Crocodile Hide	+2 sp	-	-	-	-	+2 lb.	+1 grade

Tulwar

A curved sword, similar to a cavalry saber or scimitar. The standard sword of Taglios, its rarity is only specialized there.

Siege Weapons

Designed to attack buildings or entire formations of enemy troops, siege weapons do horrific damage if they hit a single person directly (represented by the high critical hit multipliers most of these weapons have). Siege weapons inflict critical hits even on creature normally immune to critical hits. Any character hit by a siege weapon is also immediately knocked prone, dropping any held items. Characters firing a siege weapon add their base attack bonus to attacks with the weapon, but do not add any ability modifiers. To hit, they merely need to hit the target's touch AC. Attacks with siege weapons that miss roll for deviation normally. Each weapon indicates a standard crew size for the weapon and rounds required to reload. For each person missing from that crew, the time to reload the weapon is doubled. Siege weapons may be fired, but not reloaded by a single person.

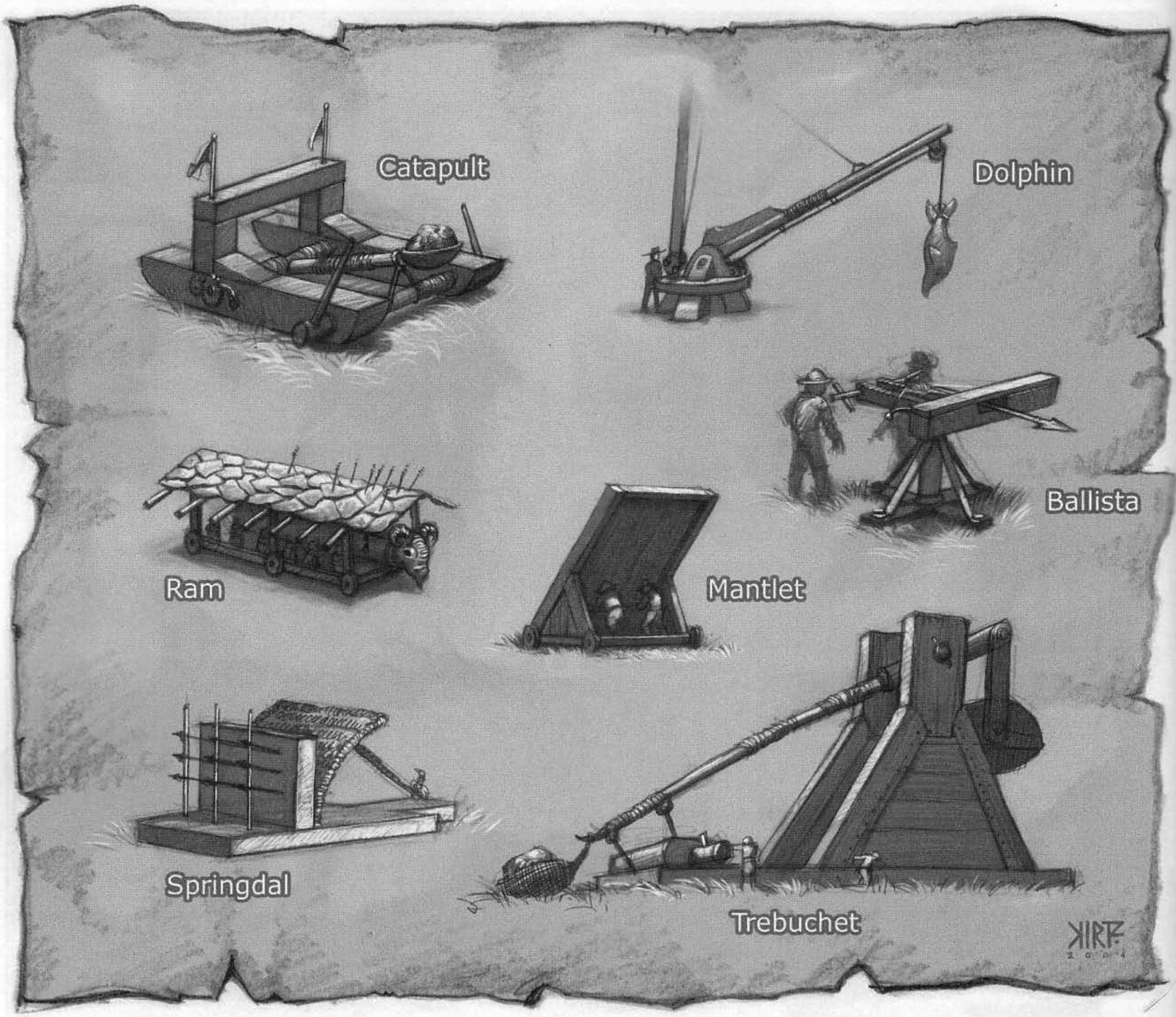
At the company scale, one heavy siege weapon or two light siege weapons form an artillery squad. Add enough additional crewmembers to bring the squad up to 10 members.

Ballista

Essentially a massive, team-served crossbow, ballista attacks take a –1 penalty to attack rolls, and affect the target and all characters in a 20-foot line beyond the target. A critical hit affects only the main target.

Catapult

A relatively simple device using the tension of rope wound around a pole to throw large stones. Catapults take a –5 penalty to attack rolls to hit a target the first time fired at that target. If the target does not move (such as a building), each successful attack against that target reduces this penalty



by 1 (to a minimum of –1). A successful attack on a target affects not only the target, but a 10 foot by 10 foot square centered on a randomly selected corner of the target's square. A critical hit affects only the main target.

Dolphin

A shipboard weapon of the Jewel Cities, it is a fish shaped weight attached to a long chain, swung out on a boom and dropped through the bottoms of adjacent boats. It may only be used to attack adjacent ships.

Mantlet

Not a weapon so much as a rolling wall slanted to provide protection from ranged weapons. Each mantlet protects a 10-foot-by-10-foot area from ranged attack, providing cover. Each is equivalent to a 1-foot thick wooden wall. Mantles have a speed of 5 feet when pushed and cannot run. Two mantlets can protect 1 squad.

Ram

This is a long heavy pole with a blunt metal head. Successful attacks deal damage to structures like doors and walls. An attack against a moving target takes a –6 circumstance penalty. Heavy rams are suspended inside a protective framework, providing cover against ranged attacks for the crew.

Springdal

This weapon uses a compressed arm, not unlike that used by a catapult, to launch a huge array of arrows. With its short range and wide area of effect, springdals are more commonly found on ships than used on land. A successful attack on a target affects not only the target, but a 15 foot square centered on the target's square. A critical hit affects all targets in this area. Unlike other siege weapons, this weapon does not knock targeted characters down or cause them to drop held items. This is a light siege weapon for company and army scales.

Trebuchet

Though similar in purpose to a catapult — it flings stones —the trebuchet relies on counterweights instead of tension to launch projectiles. These weapons can launch nearly anything that fits in the sling, from old chucks of rock, diseased flesh, or even shadow-filled glass jars that shatter on impact. When used in combat, a trebuchet takes a –4 penalty to hit a target the first time fired at that target. If the target does not move (such

as a building), each attack against that target (successful or not) reduces this penalty by 1 (to a minimum of 0). A successful attack on a target affects not only the target, but also a 10 foot by 10 foot square centered on a randomly selected corner of the target's square. A critical hit affects only the main target.

New Armor

Crocodile Hide

The Nar, the warrior caste of Gea-Xle, use these skins to toughen their shields. They may only be added to wooden shields, but increase the hardness of the shield by +3 and the hit points of the shield by +5, making them very nearly the match of steel shields.

Feather Cloak

Found in Gea-Xle, this heavy garment provides a +2 circumstance bonus to AC against ranged weapons. Due to its simple design, it can be donned in one round, and removed as a move action.

Wooden Armor

Encountered by the Company in Overlook, this armor provided decent, but not exceptional, protection. It can be donned and removed as if it were scale mail.

New Gear and Services

The Annals

Of special importance only to the Black Company, these books record the history of the mercenary band through the eyes of its annalists. Each volume covers roughly 2 years of the company's history, and a number of them have been lost over through centuries. The Black Company's annalist may perform a reading from the Annals to inspire other members of the company. This requires at least two hours and a successful DC 25 Perform check. If successful, the quality of all Black company units present for the reading is considered one higher (to a maximum of veteran) on the following day, plus one additional day for every 5 by which the check result exceeded the DC. For more information on unit quality see page 136. This check may only be preformed once per week.

The cost listed is for a blank book. The value of completed annuals is difficult to gauge – they may have some value to individual collectors. The Annals are of course priceless to the Company, and on several occasions, they risked life and limb to recover missing volumes.

Firebomb

A larger version of alchemist's fire, the firebombs deal 2d6 damage on a direct hit, and 1d4 to characters caught by the splash

Table 8–6: New Equipment

Name	Cost	Weight	Rarity
The Annals (per volume)	4 sp*	3 lb.	Uni
Firebomb	175 sp	2 lb.	Uni
Flareball	15 sp	40 lb.	Exo
Grog (per barrel)	5 sp	60 lb.	Stk
Medical supplies (per bundle)	75 sp	20 lb.	Spc
Medical tent	400 sp	500 lb.	Spc
Scrying bowl & mercury	500 sp	5 lb.	Uni

Flareball

A specialize round for catapults and trebuchet, attacks with this ammunition do no damage, but instead illuminate area at night. The flareball provides bright light in a 60-foot radius around the target, and shadowy light out to a 120-foot radius. The flareball burns itself out after 15 minutes.

Grog

While not particularly of good quality, this liquor is often procured in quantities large enough to put some backbone into entire companies. Drunk within 24 hours of an army scale encounter (see page 143), one barrel will reduce any morale penalties suffered by up to one platoon by 1. This effect cannot reduce morale penalties to less than 0, and additional grog provides no benefit to that platoon.

Medical Supplies

Large stocks of medical supplies improve the ability of healers to deal with casualties from army scale combat (see page 143). Each bundle provides the main healer with a +2 circumstance bonus to his Heal check to reduce casualties. Up to 2 bundles may be used per company the healer attempts to treat.

Medical Tent

Relatively clean, sheltered spaces with stretchers, worktables, and surgical tools, a medical tent allows healers to reduce the casualties suffered during army scale encounters (see page 143). The healer may roll 1d6–1 instead of 1d4–1 when reducing the number of casualties taken. One tent is required for each company the healer is treating.

Scrying Bowl and Mercury

TThis fetish is particularly common amongst wealthy sorcerers. It reduces the Magic Use DC of any *foresee* or *sense* spell effect by –8.

Masterworks

In a world of limited magic, the differences in normal craftsmanship become more apparent. Successful adventurers can and do pay extraordinary sums to acquire the finest tools. Impoverished mercenaries pick through battlefields littered with the arms and armor of the fallen seeking to improve their personal kit. Courtiers and potentates demand the finest garb and furnishing from all corners of the world to improve their standing when compared to their peers and rivals. In each case, these people seek to own items of the highest quality they can lay their hands on, because they tangibly benefit from them. Such items also serve as trade goods, some being worth more than their weight in gold.

Above Average

Above average items come in 6 levels of improved quality. Each level increases the number or strength of benefit the item's quality can provide. Each level adds one "benefit" to the item, increasing its usefulness or effectiveness. Higher levels of quality allow the same benefit to be taken twice, or even three times, making the item much better for a particular purpose or use.

Table 8–7: Existing Equipment

Use the following table to find and purchase items described in the *PHB*. Items excluded from this list are not generally available.

Weapons	Cost	Rarity
Light Melee Weapons		
Axe, throwing	4 sp	Spc
Dagger	1 sp	Stk
Dagger, punching	2 sp	Spc
Gauntlet, spiked	5 sp	Spc
Hammer, light	10 cp	Occ
Handaxe	12 cp	Stk
Mace, light	2 sp	Occ
Pick, light	2 sp	Occ
Sap	8 cp	Stk
Sickle	1 sp	Stk
Sword, short	5 sp	Occ
One-handed Melee Weapons		
Battleaxe	5 sp	Spc
Club	1 cp	Stp
Longsword	8 sp	Occ
Mace, heavy	3 sp	Occ
Morningstar	10 sp	Exo
Pick, heavy	4 sp	Spc
Rapier	8 sp	Spc
Scimitar	15 sp	Exo
Shortspear	1 sp	Spc
Whip	15 cp	Occ
Two-handed Melee Weapons		
Falchion	50 sp	Exo
Greataxe	30 sp	Exo
Greatclub	4 sp	Exo
Greatsword	40 sp	Exo
Halberd	4 sp	Occ
Lance	5 sp	Occ
Longspear	5 sp	Spc
Quarterstaff	4 cp	Stk
Scythe	4 sp	Stk
Spear	1 sp	Stk
Sword, Bastard	25 sp	Spc
Ranged Weapons		
Crossbow, heavy	20 sp	Spc
Bolts (10)	10 cp	Stk
Crossbow, light	8 sp	Occ
Bolts (10)	10 cp	Stk
Dart	3 cp	Occ
Javelin	15 cp	Occ
Longbow	20 sp	Spc
Arrows (20)	10 cp	Stk
Longbow, composite*	50 sp	Spc
Shortbow	8 sp	Occ
Arrows (20)	10 cp	Stk
Shortbow, composite*	30 sp	Spc
Sling	3 cp	Stk
Bullets (10)	2 cp	Stp

*Each point of Strength bonus granted by the bow adds 100 sp to its cost.

Armor and Shields	Cost	Rarity
Light Armor		
Padded	3 sp	Stk
Leather	6 sp	Occ
Studded Leather	12 sp	Spc
Chain Shirt	30 sp	Spc
Medium Armor		
Hide	10 sp	Occ
Scale mail	50 sp	Spc
Chainmail	175 sp	Spc
Breastplate	250 sp	Spc
Heavy Armor		
Splint mail	350 sp	Spc
Banded mail	600 sp	Spc
Half-plate	1,000 sp	Exo
Full plate	2,500 sp	Exo
Shields		
Buckler	8 sp	Occ
Light wooden	1 sp	Stk
Light steel	5 sp	Spc
Heavy wooden	2 sp	Occ
Heavy steel	10 sp	Spc
Tower	12 sp	Spc
Extras		
Armor spikes	+15 sp	+1 grade
Shield spikes	+4 sp	+1 grade

Adventuring Gear	Cost	Rarity
Backpack (empty)	4 sp	Occ
Barrel (empty)	2 sp	Stk
Basket (empty)	8 cp	Stp
Bedroll	2 cp	Stk
Bell1 sp	Stk	
Blanket, winter	1 sp	Stk
Block and tackle	5 sp	Stk
Bottle, wine, glass	4 sp	Occ
Bucket (empty)	10 cp	Stp
Caltrops	3 sp	Exo
Candle	1 cp	Stk
Canvas (sq. yd.)	1 cp	Stk
Case, map or scroll	3 sp	Occ
Chain (10 ft.)	2 sp	Stk
Chalk, 1 piece	1 cp	Occ
Chest (empty)	4 sp	Occ
Crowbar	2 sp	Stk
Firewood (per day)	1 cp	Stp
Fishhook	2 cp	Stk
Fishing net, 25 sq. ft.	4 sp	Stk
Flask (empty)	3 cp	Occ
Flint and steel	8 cp	Stp
Grappling hook	2 sp	Spc
Hammer	10 cp	Stp
Ink	1 sp	Stk
Inkpen	1 sp	Occ
Jug, clay	3 cp	Stp
Ladder, 10-foot	5 cp	Stk
Lamp, common	2 cp	Stk
Lamp, bullseye	15 sp	Spc
Lamp, hooded	8 sp	Occ

Adventuring Gear	Cost	Rarity
Locks		
Very Simple	5 sp	Stk
Average	10 sp	Occ
Good	20 sp	Spc
Amazing	40 sp	Exo
Manacles	25 sp	Spc
Mirror, small steel	10 sp	Occ
Mug/Tankard, clay	1 cp	Stp
Oil (1-pint flask)	3 cp	Stk
Paper (sheet)	15 cp	Occ
Parchment (sheet)	6 cp	Occ
Pick, miner's	4 sp	Occ
Pitcher, clay	2 cp	Stp
Piton	6 cp	Spc
pole, 10-foot	4 cp	Stp
Pot, iron	10 cp	Stk
Pouch, belt (empty)	15 cp	Stk
Ram, portable	25 sp	Spc
Ration, trail (per day)	8 cp	Stp
Rope, hempen (50 ft.)	10 cp	Stp
Rope, silk (50 ft.)	6 sp	Occ
Sack (empty)	1cp	Stp
Sealing wax	2 sp	Occ
Sewing needle	10 cp	Stp
Signal whistle	15 cp	Stk
Signet ring	15 sp	Exo
Sledge	1 sp	Stk
Soap (per lb.)	12 cp	Stk
Spade or shovel	1 sp	Stk
Spyglass	250 sp	Spc
Tent	3 sp	Occ
Torch	1 cp	Stp
Vial, ink or potion	2 sp	Occ
Waterskin	10 cp	Stp
Whetstone	2 cp	Stp

Special Substances	Cost	Rarity
Acid (flask)	30 sp	Exo
Alchemist's fire (flask)	80 sp	Uni
Antitoxin (vial)	30 sp	Spc

Tools and Kits	Cost	Rarity
Artisan's tools	4 sp	Occ
Climber's kit	30 sp	Spc
Disguise kit	10 sp	Spc
Healer's kit	8 sp	Occ
Hourglass	3 sp	Occ
Magnifying glass	40 sp	Exo
Musical instrument	5 sp	Occ
Scale, merchant's	2 sp	Occ
Thieves tools	25 sp	Spc
Tool, common	10 cp	Stk

Existing Equipment

Clothing	Cost	Rarity
Artisan's outfit	2 sp	Occ
Cleric's vestments	15 sp	Spc
Cold weather outfit	8 sp	Stk
Courtier's outfit	75 sp	Spc
Entertainer's outfit	6 sp	Occ
Noble's outfit	150 sp	Spc
Peasant's outfit	4 cp	Stp
Royal outfit	600 sp	Exo
Scholar's outfit	10 sp	Occ
Traveler's outfit	1 sp	Stk
Food and Lodging	**Cost**	**Rarity**
Ale/beer (mug)		
Poor	1 cp	Stp
Common	4 cp	Stp
Good	15 cp	Stk
Banquet (per person)	10 sp	Occ
Bread (loaf)	1 cp	Stp
Cheese (hunk)	5 cp	Stp
Inn stay (per day)		
Poor	6 cp	Stk
Common	15 cp	Stk
Good	2 sp	Occ

Food and Lodging	Cost	Rarity
Meals (per day)		
Poor	3 cp	Stp
Common	9 cp	Stp
Good	15 cp	Occ
Meat (chunk)	12 cp	Stp
Wine (half bottle)		
Poor	4 cp	Stp
Common	10 cp	Stk
Good	3-5 sp	Occ
Mounts & Tack	**Cost**	**Rarity**
Barding	x4	Spc
Bit and bridle	1 sp	Stk
Dog, guard	20 sp	Occ
Donkey or mule	15 sp	Occ
feed (per day)	4 cp	Stp
Horse		
Heavy	80 sp	Spc
Light	30 sp	Occ
Pony	20 sp	Std
Heavy War	800 sp	Exo
Light War	300 sp	Spc

Mounts & Tack	Cost	Rarity
Saddle, pack	5 sp	Stk
Saddle, riding	8 sp	Stk
Saddlebags	1 sp	Stk
Stabling (per day)	10 cp	Stp
Transport	**Cost**	**Rarity**
Carriage	200 sp	Occ
Cart	15 sp	Stp
Galley	50,000 sp	Spc
Rowboat	25 sp	Stk
Oar	1 sp	Stk
Sailing ship	15,000 sp	Spc
Sled	30 sp	Exo
Wagon	35 sp	Stk
Services	**Cost**	**Rarity**
Coach cab	3 cp/mile	Occ
Hireling, trained	2 sp/day	Occ
Hireling, untrained	12 cp/day	Stp
Messenger	2 cp/mile	Stk
Road or gate toll	1 cp	-
Ship's passage	1 sp/mile	Occ

Poisons

In *The Black Company Campaign Setting*, poisons tend towards the mundane rather than the fantastic. It's far more likely for an assassin to use hemlock or arsenic than to employ dragon bile or some other type of high-fantasy poison. Depending on the accuracy of your campaign, you could use poisons as found in the *DMG* or any of these new poisons described on **Table 8–8: New Poisons.** Note these poisons use nonstandard onset times.

Table 8–8: New Poisons

Poison	Craft (Poison) DC	Type	Initial Damage	Secondary Damage	Initial Onset	Secondary Onset	Price
Amanita	9	Ingested (DC 11)	2d6 Con	2d6 Con	6 hours	24 hours	180 sp
Arsenic	11	Ingested (DC 13)	1d3 Str	2d6 Con	2 hours	1 minute	300 sp
Belladonna	11	Ingested (DC 13)	1d6 Con	2d8 Con	10 minutes	1 minute	650 sp
Black Widow	12	Injury (DC 10)	1d4 Dex	1d4 Dex	5 minutes	4 hours	100 sp
Botulin	14	Ingested (DC 16)	1d6 Con	1d6 Con	3 hours	3 days	300 sp
Cobra venom	16	Injury (DC 14)	2d4 Str	1d6 Con	10 minutes	1 minute	200 sp
Curare	19	Injury (DC 17)	2d6 Dex	2d6 Dex	Instantaneous	10 minutes	1,500 sp
Cyanide	22	Ingested (DC 20)	1d8 Con	2d8 Con	1 hour	10 minutes	1,800 sp
	26	Inhaled (DC 22)	2d8 Con	1d8 Con	5 rounds	10 minutes	2,500 sp
	27	Injury (DC 21)	2d8 Con	1d8 Con	10 minutes	10 minutes	2,100 sp
Digitalis	16	Ingested (DC 18)	2d4 Con	2d4 Con	30 minutes	1 minute	500 sp
Dumb Cane	10	Ingested (DC 12)	1d3 Con	1d8 Con	30 minutes	1 minute	150 gp
Fugu Toxin	22	Ingested (DC 24)	2d6 Con	2d6 Con	2 hours	24 hours	3,000 sp
	21	Injury (DC 19)	1d8 Str	1d10 Str	Instantaneous	1 minute	750 sp
Hemlock	9	Ingested (DC 11)	2d6 Con	1d4 Con	1 hour	1 minute	250 sp
Poison dart frog	22	Injury (DC 20)	2d6 Dex	2d6 Dex	5 rounds	1 minute	3,000 sp
Ricin	20	Ingested (DC 22)	2d6 Str	3d6 Con	1 day	3 days	700 sp
Salamander toxin	12	Contact (DC 10)	1d6 Str	1d6 Str	30 minutes	1 minute	100 sp
Shellfish toxin	24	Injury (DC 22)	1d4 Str, 2d6 Con	3d4 Str	Instantaneous	1 minutes	1,000 sp
	16	Ingested (DC 18)	1d3 Str, 1d6 Con	2d4 Str	30 minutes	1 minute	800 sp
Stone Fish	17	Injury (DC 15)	1d8 Con	1d4 Con	Instantaneous	3 hours	300 sp
Tarantula	12	Injury (DC 10)	1d4 Dex	1d3 Dex	2 hours	3 days	120 sp
Wolfsbane	11	Ingested (DC 13)	1d3 Con	2d8 Con	30 minutes	1 minute	200 sp

Fine

A not uncommon example of extra care and effort being put into an item's manufacture. Fine items gain one benefit suitable to that type of item, and are often available for sale in most towns, and almost always found in most cities.

Excellent

Requiring much more time and care than an average item, most excellent items are made by craftsmen wishing to create a showpiece to demonstrate their skills, or as the result of a commission. Excellent items gain two benefits.

Exceptional

Always a major undertaking, exceptional item require the labor of an above average craftsman and often a bit of luck. Only the most successful (and wealthy) craftsmen have the time to lavish on such work for their own amusement – most exceptional items are the result of important commissions, and as a result the item often has some small place in stories from that time. Unless newly made, this item can be identified with a DC 30 Knowledge (history) check.

Superior

Only possible for craftsmen who's skill far exceeds those of common artists, superior items reflect a broad knowledge of how the item is to look and be used, combining many small improvements over typical examples. Unless newly made, this item can be identified with a DC 27 Knowledge (history) check.

Masterwork

Some of the finest work a person can ever hope to see, true masterworks are often the culmination of a lifetime of practice and learning. Unless newly made, this item can be identified with a DC 24 Knowledge (history) check.

Masterpiece

Only craftsmen of legendary skill – and often supported by magic or the work of years – are able to produce such items. The pinnacle of their type, these items are usually remembered in song and story, even if their original owner is forgotten! Unless newly made, this item can be identified with a DC 21 Knowledge (history) check.

Crafting Masterworks

Creating a masterwork item takes considerable skill and patience. To attempt to create an above average item, the craftsman must commit additional time depending on the Masterwork level he is hoping to create, as described on **Table 8–9: Masterwork Levels**. The craftsman than makes his check to create the item. The quality of the resulting item depends on how much he beats the DC for the check, with the time taken setting the maximum level of quality he can achieve. Only on a result less than the normal DC does the craftsman fail to produce at least an average item.

> *Example: a tailor tries to make a superior robe. This would normally take him 2 days, but he must take 16 days because of the time multiplier for superior items (x8). At the end of this time, he rolls his Craft check. He beats the base DC, so he successfully creates a robe, but he only beat the DC by 5 – the robe is of excellent quality (+4 or more above the DC), but not exceptional or superior.*

Taking 10 and Taking 20

The craftsman may take 10 normally when trying to create an item of above average quality. When taking 20, the time required is the base time x time required multiplier x 20 – thus making the undertaking a very long endeavor indeed.

Masterwork Benefits

Below are listed various improvements and benefits an item could receive from being of above average quality. Each masterwork benefit indicates what sort of item it can be applied to, and comes in three levels: single (listed as the standard benefit), double, and triple. Benefits that can only be applied to "gear" may not be chosen for weapons or armor. Quality bonuses do not stack with themselves.

Accurate (any weapon)

This weapon does what it's supposed to—hit the other guy!

Benefit: The wielder gains a +1 quality bonus to his attack rolls with this weapon.
Double: The quality bonus increases to +2.
Triple: The quality bonus increases to +3.

Balanced (any weapon or shield)

A weapon or shield with above average balance makes it easier to move in combat.

Benefit: While this item is in hand and readied, the wielder gains a +1 quality bonus to his initiative total.
Double: The quality bonus increases to +2.
Triple: The quality bonus increases to +3.

Table 8–9: Masterwork Levels

Name	Cost	Rarity	Beat DC by	Time Required	Benefit
Average	—	no change	+0	x1	none
Fine	+500 sp	no change	+2	x2	1 benefit
Excellent	+1,500 sp	+1 grade	+4	x3	2 benefits
Exceptional	+3,000 sp	+1 grades	+6	x5	3 benefits, may double once
Superior	+6,000 sp	+2 grades	+10	x8	4 benefits, may double once
Masterwork	+8,000 sp	+2 grades	+15	x12	5 benefits, may double twice or triple once
Masterpiece	+10,000 sp	+3 grades	+25	x20	6 benefits, may double twice or double and triple once

Concealable (any item)

These items are particularly easy to secret on one's person.

Benefit: The bearer gains a +4 quality bonus to Sleight of Hand checks to hide this item on his person.
Double: The quality bonus increases to +8.
Triple: The quality bonus increases to +12.

Crushing (Bludgeoning weapon)

Thus weapon beats people senseless with ease.

Benefit: In addition to normal damage, this weapon inflicts 2 points of nonlethal damage, with every successful hit. This is a quality bonus to damage.
Double: The additional nonlethal damage inflicted increases to +4.
Triple: The additional nonlethal damage inflicted increases to +6.

Deadly (any weapon)

Attacks with this weapon are often decisive.

Benefit: Increase the threat range of a weapon with a x2 critical multiplier by 1. This bonus is applied after any feats or other modifiers.
Double: Increase the threat range of a weapon with a x3 critical multiplier by 1. This bonus is applied after any feats or other modifiers.
Triple: Increase the threat range of a weapon with a x4 critical multiplier by 1. This bonus is applied after any feats or other modifiers.

Decorative (any item)

This item is designed to impress with the understated elegance and subtle but unmistakable marks of quality.

Benefit: The owner gains a +1 quality bonus to Diplomacy checks while displaying ownership of the items.
Double: The quality bonus increases to +2.
Triple: The quality bonus increases to +3.

Forgery (any item)

This item is intended to appear to be another similar (and often unique) item.

Benefit: The DC to determine this is not the genuine object is increased by +4.
Double: The DC is increased by +8.
Triple: The DC is increased by +12.

Fortified (armor)

Extra attention has been paid to covering your vitals.

Benefit: There is a 10% chance that any critical hit or sneak attack (or ambush) damage is negated while wearing this armor.
Double: The chance increased to 20%.
Triple: The chance increased to 30%.

Guard (any weapon or shield)

This weapon or shield is easy to use defensively.

Benefit: The wielder may reduce his attack rolls by 1 for the entire round to gain an equal deflection bonus to Armor Class for that round. This deflection bonus is doubled if this item is a shield.
Double: The wielder may reduce his attack rolls by up to 2 to gain an equal deflection bonus to Armor Class.
Triple: The wielder may reduce his attack rolls by up to 3 to gain an equal deflection bonus to Armor Class.

Glittering Stone: Converting Equipment From Other Worlds

While all suitable items from the *PHB* have been adapted already, DMs may wish to introduce equipment from other d20 products. The following guidelines will help in maintaining the feel of the silver standard.

Step 1 – Determine Rarity

The DM must decide on the rarity of the new item, from staple to unique. Try to match the item to the descriptions of these categories, or compare the item to others listed here. When in doubt, favor the higher levels of rarity.

Step 2 – Convert to Silver

Convert the price of the item to silver pieces: each copper piece counts as .1 sp, each gold piece as 10 sp.

Step 3 – Adjust Cost Based on Rarity

Divide the sp value by the following, based on rarity:

Staple or stock item: divide by 10.
Occasional item: divide by 5.
Specialty item: divide by 4.
Exotic item: divide by 3.
Unique item: divide by 2.

Round up to the nearest whole coin. If the value is less than 1 sp, for every .05, the item costs 1 cp. Do not convert items costing 50 or more sp to gold pieces.

Lethal (any weapon)

A good hit always hurts with this weapon.

Benefit: Wielder gains a +2 quality bonus to rolls to confirm a critical hit.
Double: The quality bonus increases to +4.
Triple: The quality bonus increases to +6.

Light (any item)

This item is carefully designed to accomplish its usual function without wasted material or bulk.

Benefit: The item functions normally and has the usual number of hit points, but is 10% lighter than normal.
Double: The weight is reduced by 20%.
Triple: The weight is reduced by 30%.

Mastercraft (armor or shield)

This armor is lightweight and less cumbersome than other's of it's type.

Benefit: This armor reduces its armor check penalty by 1, to a minimum of 0.
Double: This armor reduces its armor check penalty by 2, to a minimum of 0.
Triple: This armor reduces its armor check penalty by 3, to a minimum of 0.

Ornate (any item)

This item is heavily decorated, possibly with precious metals and/or jewels, and is far more valuable and impressive than other items of its sort, even those of similar quality.

Benefit: The cost multiplier for this item is increased by 5. It also adds a +2 quality bonus to Diplomacy checks when given as a gift.
Double: The cost multiplier for this item is increased by 10. It also adds a +4 quality bonus to Diplomacy checks when given as a gift.
Triple: The cost multiplier for this item is increased by 15. It also adds a +6 quality bonus to Diplomacy checks when given as a gift.

Rugged (any item)

This item is particularly resistant to wear and abuse.

Benefit: The item gains a +2 quality bonus to its hardness and Break DC.
Double: The quality bonus increases to +4.
Triple: The quality bonus increases to +6.

Poisoned (any weapon)

This weapon has grooves and channels that allow it to hold poison more effectively until the weapon strikes.

Benefit: The number of strikes the weapon may make before the poison is rubbed of is doubled.
Double: The number of strikes the weapon may make before the poison is rubbed of is tripled.
Triple: The number of strikes the weapon may make before the poison is rubbed of is quadrupled.

Sharp (slashing or piercing weapon)

This weapon has a fine edge on it.

Benefit: Add a +1 quality bonus to all damage rolls with this weapon. This bonus is applied before any multipliers.
Double: The quality bonus increases to +2.
Triple: The quality bonus increases to +3.

Sturdy (any item)

This item uses robust design and quality material to ensure that it will last a very long time.

Benefit: The item gains a +50% quality bonus to the number of hit points it has.
Double: The quality bonus increases to +100%.
Triple: The quality bonus increases to +150%.

Thick (any armor)

This armor is able to absorb some punishment so the wearer doesn't have to.

Benefit: A suit of medium or heavy armor provides Damage Reduction 1/– against melee and ranged weapons.
Double: A suit of light armor provides Damage Reduction 1/– against melee and ranged weapons.
Triple: Any suit armor provides Damage Reduction 2/– against melee and ranged weapons.

Threatening (any item)

This item is crafted and decorated to intimidate any who look upon it.

Benefit: The wielder or wearer gains a +2 quality bonus to Intimidate checks while displaying the item.
Double: The quality bonus increases to +4.
Triple: The quality bonus increases to +6.

Well-crafted (any gear)

This trait can apply to nearly any tool or device that is employed when using a skill. For example, a well-crafted dark cloak could provide an equipment bonus to Hide checks, for instance.

Benefit: This item provides a +1 quality bonus to one skill when used for its intended purpose.
Double: The quality bonus increases to +2.
Triple: The quality bonus increases to +3.

Glittering Stone: Masterworks from Other Worlds

Masterwork items from other d20 settings retain their bonuses when brought to the world of the Black Company. Most weapons are considered fine (having the equivalent of the accurate benefit) while most masterwork gear is considered exceptional (having the well crafted x2 benefit).

Similarly, masterwork items from the world of the Black company retain their benefits when taken to other worlds. One of the benefits of equipment that does not rely on magical principles: it's reliable.

Examples of Masterwork Items

While the Annals of the Black Company do not linger on the gear of the brothers or their enemies, there are a number of otherwise mundane items that stand out.

Ash Wand

(Masterpiece Bastard Sword)

Uncle Doj wielded a magnificent sword called Ash Wand. Made of folded steel, it was razor sharp and could cut through the thickest of plate armor. Ash wand is a greatsword with the accurate (x2), balanced, and sharp (x3) benefits.

Black Company Banner

(Well-Crafted Banner)

This black cloth banner features a stylized skull breathing flames. Attached to the Company's standard, it served as a rallying point for the mercenaries. The Black Company Banner is a well-crafted (×2) banner that confers a +2 bonus to Command checks made within 30 feet of the banner.

Croaker's Bow

(Masterpiece Longbow)

Provided by the lady for the purpose of slaying the rebellious Taken at the battle of Charm, this weapon proved both reliable and elegant. It is a longbow with the accurate (x3), balanced (x2), and ornate benefits.

Lady's Barrowland Model

(Exceptional Map)

The Lady created a table with a miniature representation of the Barrowland so accurate it was spooky. It has the sturdy and well-crafted (x2) benefits.

Lady's Sword

(Masterwork Longsword)

The Lady once had a sword created and consecrated by Carqui in the days of the Domination. Tales of the weapon did not survive that era. It has the accurate (x2), lethal (x2), and light qualities.

Narayan's Bonebreaker

(Exceptional Deceiver's Tool)

Narayan's pick was silver and gold, with an ebony handle inlaid with ivory and a few rubies. It has the balanced and ornate (x2) benefits.

Officer's Batons

(Excellent Clubs)

Used by the Black Company Black until the fall of Sham, these fifteen-inch long sticks were decorated with ugly runes. It has the crushing and threatening benefits.

Patience's Engine

(Exceptional Springdal)

Built by Patience, a Roi nomad turned caravan guard turned soldier in the Black Company. It has the lethal (x2) and poisoned benefits. Patience further enhanced its performance by coating the projectiles with a very powerful paralytic poison.

Raven's Daggers

(Superior Daggers)

Raven's blades cost the former aristocrat a small fortune, but he kept them in perfect condition. They are daggers with the balanced (x2), concealable, and sharp benefits.

Shapeshifter's Armor

(Masterpiece Half-plate)

Found by Bomanz at the Barrowland, this glossy black armor shined like rubbed ebony and was emblazoned with Shapeshifter's seal. It has the fortified, ornate, thick (x3), and threatening benefits.

Tracker's Arrows

(Excellent Arrows)

Tracker used these accurate and deadly arrows with great skill to overcome his enemies.

Magic Items

Magic items fall into two categories — objects having a spell effect embedded in them with the Embed Spell feat and mystic artifacts from previous ages (often made by the gods or similar otherworldly beings). In both cases, the magic item is defined as creating a specific effect under specific circumstances. Any time those circumstances are met, the effect occurs automatically (it does not require extra time or some specific skill to make magic items work, though some circumstances require time and skill to meet). The effects created are always magical and usually spectacular.

Magic items in *The Black Company Campaign Setting* differ from those found in most campaigns in two important regards. First, they are rare. Making magic items requires an experienced wizard, a fair amount of time, a great investment of personal energy. This kind of expertise is uncommon enough no one sets up a shop simply to make magic items. By the time a wizard gets around to learning how to embed spells to make magic items, he has far more personal concerns than business. Besides, selling magic items is a great way to draw the attention of more powerful wizards, which is usually a bad idea.

Second, magic items have no requirements, per se, for use. Anyone who can bring about the triggering condition of a magic item can use it. A magic carpet can be used by anyone who can concentrate well enough, and One-Eye's spear works for anyone who can hit a target with it. This is another reason many wizards don't make an extensive array of magic items — doing so creates the risk of someone else getting hold of their powers, and using the items against them.

Additionally, not all magic items fall into the realm of things wizards, even extremely powerful ones, can make. For example, the *lance of passion* is beyond the ability of even a Taken to create. Other items are such closely guarded secrets, only specific groups can make them, and the method for doing so is unlikely to ever fall into a PC's hands (such as Voroshk Attire). In this regard, many magic items in *The Black Company Campaign Setting* are more like artifacts found in other campaigns.

Consequently, magic items, if they ever appear in your games should represent the culmination of a campaign, or, at the very least, the conclusion of several adventures. Certainly, Lady mass-produced fireball projectors, but she was one of the most powerful wizards in the entire world, capable of outfoxing Kina. The ability to produce such items, even once, is likely to exist beyond the capabilities of most PCs, even at ther highest levels.

Fireball Projector Effects

Type	Condition	Effect
Type I	Pointed at shadow and command word spoken.	Create a 5th level *fireball*, as *fireball* in the *PHB*, except it only harms shadows.
Type II	Pointed at a target and command word spoken.	Create a 7th level *fireball*, as *fireball* in the *PHB*.
Type III	Clamped into a vice, command word spoken.	Create a 9th level *fireball*, as *fireball* in the *PHB*, except it can bore through barrier.

A number of the most important and most useful magic items are listed below. A GM can use these as guidelines for what kinds of items to allow into his campaign. Some details, such as caster level, are provided only because they may be relevant in other campaign settings.

Fireball Projectors

All fireball projectors are made from bamboo cut into standard lengths. A red hot rod burns out the joints, leaving the tube empty. The tube is then packed with little spongy colored marbles (as part of the Embed Spell process).

The original fireball projectors were easily carried by an individual and produced fireballs that automatically sought out shadows, and could not be used against any other creature. A second form of the projectors was developed that could send a fireball against any specific target in range. A third type, using much larger sections of bamboo that needed to be locked into a vice, produced fireballs so powerful it could bore a hole through rock.

The fireball projectors have the following effects when the corresponding conditions are met.

Any object between the fireball and its target is damaged first, with any remaining damage going through the barrier and detonating as a normal *fireball*. The *fireball* ignores half the hardness of any object it damages.

Creation Method: Embed Spell, *create energy (fire)*.
Type I: Caster level 5th; Weight 1 lb.
Type II: Caster level 7th; Weight 2 lb.
Type III: Caster level 11th; Weight 20 lb.

Flying Carpet

Though described as carpets, these items are wooden frames over which a carpet has been stretched and anchored to act as a platform. Most are ten to twenty feet square, with the size limited largely by the skill of the craftsmen (the platform must be of masterwork quality) and the weight the wizard enchanting it can manage. Those enchanted by the Howler have a maximum lift of 2,000 lbs (including the weight of the carpet itself). Each carpet has 8 hardness and 60 hit points.

The carpet has the following effect when the corresponding condition is met.

Flying Carpet Effect

Condition	Effect
DC 25 Concentration check each round	Carpet flies at a speed of 120 feet as the character directs.

Creation Method: Embed spell, *telekinesis*.
Caster Level: 19th; Weight 50 lbs (5 foot square), 200 lb. (10 foot square), 800 lb. (20 foot square).

Flying Post

The flying posts were one of the great secrets of the Voroshk, allowing even a modest wizard to seem to be a great power. Flying posts are essentially ornately carved logs with seats built into them. Originally thought to work on the same principles as flying carpets, they turned out to use an entirely different magic. No one was able to determine how they drew their magical power, or exactly what magic allowed them to fly. Tests did show the posts were able to fly more easily than a carpet, though each post can carry at most two people and a total of 500 lb. (not including its own weight). Each post has 15 hardness and 15 hit points.

The post has the following effect when the corresponding condition is met:

Flying Post Effects

Condition	Effect
DC 25 Concentration check	Post flies with a speed of 40 as the creature directs.

Creation Method: Unknown.
Caster Level: 21st; Weight 200 lb.

The Lances of Passion

The Lances of passion were 12-foot black lances that bore the standards of the Free Companies of Khatovar, including the Black Company. The Lances seem to have been given to the companies at their creation, and the Black Company managed to keep track of its lance throughout its existence, despite having lost knowledge of its value.

The lances came from ancient times. It was said the heads had been forged from metal taken from the sword of a demon king devoured by Kina during the great battle between Light and Shadow. The demon king's soul was imprisoned in the steel, fragmented amongst eight lance heads. He could not be restored while Kina slept. The shafts were legendary as well. Two were formed of the thighbones of Kina herself. One was the penis of the Regent of Shadow. The rest were wood from the tree in which the goddess of brotherly love, Rhavi-Lemna, had hidden her soul shortly before the wolves of shadow ran her down and devoured her. Kina witnessed the act and destroyed the tree making lances out of it. So, if the Lords of Light ever restored Rhavi-Lemna, the goddess would lack a soul, which could not be restored while Kina slept.

Each Lance is a masterwork longspear. It's not known what happened to the other 11 lances.

Lance of Passion Effect

Condition	Effect
Strikes target that is either not humanoid, or is First Magnitude or higher.	Target affected by a poison and a disease.

The poison is injury, DC 33, initial and secondary damage 2d6 Con. The disease has an incubation time of 1 hour, is Injury, DC 23, with initial and secondary damage of 1d6 Con. If the disease deals secondary damage, the target must make a DC 18 fort save or have 1 point of con permanently destroyed.

Creation Method: Unknown.
Caster Level: 50th; Weight 8 lb.

One-Eye's Cureall

One-eye was notorious for brewing a special concoction capable of restoring consciousness to the unconscious, staving off the effects of a cold, or even speeding the healing process. Ordinarily, this vile brew is nothing more than an infusion of rare herbs, noxious chemicals, and hard liquor. However, on occasion, One-Eye has been known to add a little magic to the mix, to ensure its effectiveness. When consumed, the drinker gains a +2 alchemical bonus to all Fortitude saves made to resist poison and disease. In addition, the drinker converts 1d4 points of actual damage to nonlethal damage. If two draughts are consumed in 24-hours, the concoction provides no additional effect except for an upset stomach.

Creation Method: Embed spell, *Healing Talent*.
Caster Level: 8th; Weight 1 lb.

One-Eye's Spear

This longspear represented the pinnacle of One-Eye's art, as he spent the last part of his lifetime working on it. It began with a black wooden pole, covered with incredibly ugly miniature scenes along with writing in an unfamiliar alphabet. Its head was as black as the shaft, darkened iron traced with silver runes. There was some color in the shaft, but too fine to be visible. One-Eye layered the spear with spells designed to penetrate a wizards protections, and created something that, while short of the Lances of Passion, was a noteworthy relic. This represents the spear at the apex of its power, layered with spells at the absolute upper end of what One-Eye could conceivably cast.

One Eye's Spear

Condition	Effect
Make an attack roll	Gain +3 enhancement to attack, with a crit range of 18-20.
Deal damage	Deal 1d8+3 damage, plus Strength modifier, plus 5d6 fire damage.
Strike a spell	*Dispel*, as the spell effect, with a 1d20+25 Magic Use roll.

Creation Method: Embed Spell, *Dispel*.
Caster Level: 15th; Weight 9 lb.

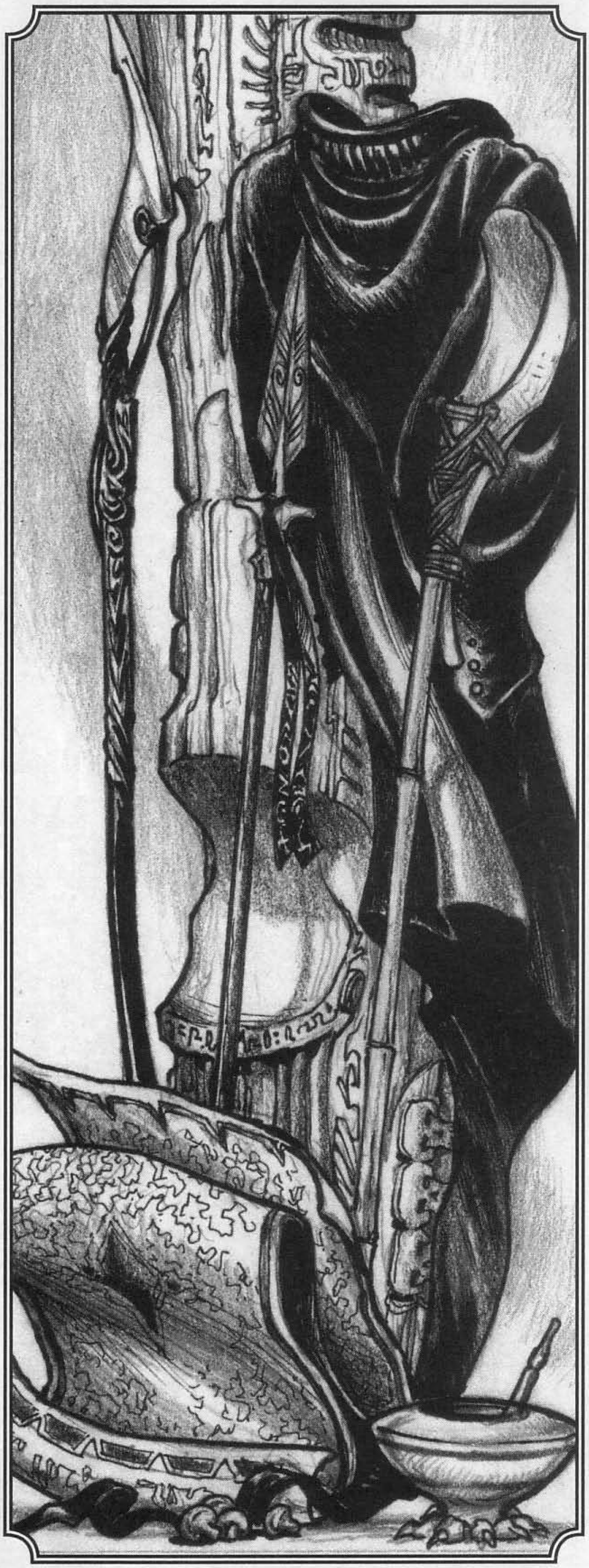
Scrying Bowl & Mercury

Any silver scrying bowl acts as a fetish for awareness, foresee, reveal, and sense spells when filled with mercury. A few rare magic scrying bowls exist that also have spells imbedded in them. These are always of the highest quality, with polished surfaces and arcane runes etched around the rim and entire exterior. Both Lady and Longshadow possessed such bowls at some time. Magic scrying bowls have the following effect when the corresponding condition is met.

Scrying Bowl Effects

Condition	Effect
Bowl filled with mercury.	A magical sensor is created. This functions as an *arcane eye* spell as described in the *PHB*, except it has a max range of 200 miles and a duration of 30 minutes.

Creation Method: Embed Spell, *reveal*.
Caster Level: 30th; Weight 3 lb.



Shivetya Manna

Shivetya manna is a useful material created by the demon/golem/demigod Shivetya. Spawned from boils that grew all over his, when ripe they popped free hundreds of nuggets of this material. Each is the shape and color of a puffball mushroom, but eight inches in diameter. The manna has the consistency and weight of cheese, but a single ball can nourish a man for an entire day. The material has a sweet, sharp taste that cannot be adequately described, but is definitely pleasing. In addition to providing the needed food and water value for a man, the material is intoxicating (similar in effect to strong wine), and produces great confidence.

Shivetya manna has the following effect when the corresponding condition is met.

Shivetya Manna Effects

Condition	Effect
Eaten	Subject gains a +2 morale bonus to all attack rolls, damage rolls, skill checks (except Move Silently), and ability checks. The subject tends to giggle and sing, causing him to take a –4 penalty to all Move Silently checks. The condition lasts for 1-4 hours per serving of manna eaten.

Creation method: Unknown
Caster level: 20th; Weight 1 lb (per daily dose).

Voroshk Attire

The Voroshk are powerful wizards, armed with the ability to fly, and protected against many spell effects, and weapon blows. In truth, most were at best modest wizards, augmented by the secrets of flying posts and their black attire. Voroshk clothing is made of a black, silk-like cloth that is able to stretch a great distance without tearing. It is little more than a curiosity unless worn by its attuned wearer, at which point it becomes impressive armor against blade and spell. It is possible to change to whom the attire is keyed by casting a special *Telepathy* spell effect (DC 40 Magic Use required), as Tobo learned to do.

Voroshk attire has the following effect when the corresponding condition is met.

Voroshk Attire Effects

Condition	Effect
Worn by keyed owner	Grants +4 armor bonus to AC, DR 3/--, and SR equal to 8 + the wearer's level or hit dice.

Creation method: Unknown
Caster level: 20th; Weight 1 lb.

Part III:

Playing the Game

Chapter Nine: Combat

They hacked off heads with great enthusiasm. No horror touched them. None touched me, either. I'd seen everything in my time.

—Dreams of Steel

The combat system of the core rulebooks works well for most fantasy games. Heroes accumulate hit points, representing their capacity to avoid and minimize actual damage, giving them the needed room to survive against hordes of goblins, undead, or even powerful dragons. However, *The Black Company Campaign Setting* is not like most fantasy games. Combat is brutal. Heroes die like anyone else. When a soldier's luck dries up, his life is measured in the time it takes an arrow to sink through his eye, or a sword to cut through his leather cuirass.

To represent the savagery and brutality of the Black Company novels, some changes have been made to the combat system. These include alterations to the d20 rules for basic damage, death, critical hits, initiative, and the incorporation of action points into combat. In addition, as the novels focus on the story of a mercenary company, their battles, and everything in between, *The Black Company Campaign Setting* introduces a mass combat system streamlined to blend with standard character play.

Three Scales

The Black Company Campaign Setting uses three scales of combat. Most combat is at the closest scale, or Character Scale. At this level, combat occurs between characters and their enemies using most of the rules standard to the *d20 system*. An example of combat at the Character Scale is when Raven and Croaker tracked Raker through the snow and killed him or when the Black Company fought against the Dominator at the conclusion of *The White Rose*.

The Company Scale takes a strategic look at the game, converting the combat system from a man-to-man struggle to one of platoons and companies. This allows easy resolution of larger conflicts without bogging down play with too many dice rolls. An example of Company Scale is when Darling and her allies from the Plain of Fear attacked Limper at the Temple of the Travelers' Repose in *The Silver Spike*.

The Army Scale converts combat into an abstract game, where the players control thousands of men, instead of squads or even just their own character. Conflicts at this level can be resolved with a single die roll, instead comparing values and circumstances, accounting for terrain, weather conditions, and troop quality. The army scale is best used to resolve a large-scale battle, without consuming an entire evening. If a detailed large-scale game is preferred, groups can employ the rules for company scale. An example of Army Scale is the Kiaulune Wars as described in *Water Sleeps* or the battle for the Grove of Doom in *Soldiers Live*.

Fate is a fickle bitch.

—The Black Company

All three scales work together. A GM may want to reenact the Battle of Charm, whereby the rebel forces array against the Lady, the Ten Who Were Taken, their legions, and the Black Company. The battle may open with a round at the Army Scale, followed by several rounds at the Company Scale, and finally ending with a dramatic conclusion at the Character Scale. As PCs become embroiled in the fight, the view focuses at the Character Scale while the players battle for their lives. By allowing the view to change, GMs and players retain interest at every level of play.

Character Scale

The changes presented to the d20 combat system at the Character Scale serve to make every combat feel like a Black Company novel, where the fighting is quick, lethal, and very exciting. Basic changes affect initiative, damage and character death, critical hits and specific injuries, the dying condition, and integrate action points into standard play. However, despite the modifications, combat at this level of play should be familiar to players of d20 games, for the basic concepts are unchanged.

Surprise Round

If some but not all of the combatants are aware of their opponents, a surprise round happens before regular combat begin. Any combatants aware of the opponents can act in the surprise round, so they roll for initiative. In initiative order (highest to lowest), combatants who started the battle aware of their opponents each take a standard action during the surprise round. Combatants can also take free actions during the surprise round. If no one or everyone is surprised, no surprise round occurs.

Combatants who are unaware at the start of battle do not get to act in the surprise round. Unaware combatants are flat-footed because they have not acted yet, so they lose any Dexterity bonus to AC.

The group of combatants (the side) with the most aware members gains the Advantage (see **Advantage** on this page) during the first round of combat.

In addition, any time a character who has not yet acted takes damage during the surprise round, that character must make a saving throw as if he had sustained Massive Damage (DC 10 + 1 per 5 points of damage) regardless of the character's normal massive damage threshold (see **Massive Damage Threshold** on page 128 for details). If the attack would normally exceed the character's massive damage threshold and reduce them to 0 hit points, anyway, excess damage is dealt to the subject's Constitution score, and the subject is considered unconscious and dying.

Initiative

At the start of a battle, all combatants make initiative checks. As with the standard combat rules, an initiative check is a Dexterity check. Characters then act in order, counting down from the highest result to the lowest. If two or more combatants have the same Initiative check result, the combatants who are tied act in order of total initiative modifier (highest first). If there is still a tie, the tied characters roll again to determine which one of them goes before the other. Certain situational modifiers may affect the initiative order. Aside from the Special Initiative actions, such as Delay and Ready as described in **Chapter Eight: Combat** of the *PHB*, events on the battlefield, using the Advantage can modify a character's initiative roll, or even force a reroll altogether.

Advantage

If a surprise round precedes the regular combat round, one set of combatants has the advantage during the first round of combat. If no surprise round occurred one character from each side makes a Profession (soldier) check (or a Wisdom checks if lacking that skill). The side with the highest result gains the advantage. The side with the advantage may roll two d20 rolls at the same time, selecting the better result of the two. Any one character on that side can use the advantage on any saving throw, attack roll, skill check, or ability check, but if they do, both sides must reroll Initiative at the end of the round. At the start of the following round, both sides roll Profession (soldier) (or Wisdom checks) to see who gains the advantage. Each round in which the initiative is rolled, a new representative character (determined at random) rolls a new Profession (soldier) check or Wisdom check.

For example, Lady, Narayan Singh, Blade, Swan, Ram, and two arm-holders infiltrate Shadowspinner's tent, thinking to strangle the Shadowmaster and end the siege of Dejagore. Shortly after they enter the tent, Shadowspinner reveals he anticipated their move, and so no one was surprised. All combatants roll initiative, and one on each side makes the Profession (soldier) check. Shadowspinner wins and gains the advantage. He immediately uses the advantage to ensure a telekinetic strike against Lady, which he succeeds and knocks her backwards. On the following round, both sides roll initiative again, and the side with the highest Profession (soldier) roll gains the advantage.

Battlefield Events

Whenever an initiative check is required from combatants, such as at the start of a round or when one side uses the advantage, there is a chance for something to go awry in combat. If a single combatant rolls a natural 1 on her initiative check, a battlefield event occurs. Roll a d% on **Table 9–1: Battlefield Events** and consult the following descriptions. Multiple natural 1s do not stack; only roll one battlefield event per round. In the case where both sides roll a natural 1, the side without the advantage suffers any effects of the battlefield events.

Advantage: If the side that rolled a natural 1 on initiative has the advantage, they lose it. Reroll initiative at the end of the round.

Battle Tide: All combatants within 30 feet of the character or group who rolled a natural 1, shift 1d3 squares in a random direction. Movement caused by Battle Tide does not provoke attacks of opportunity. Finally, if the movement caused by Battle Tide forces a character along a path through an occupied square, enemy or obstacle, the moving character takes 1d3 points of nonlethal damage and must succeed on a DC 20 Reflex save or trip and fall prone in the last square occupied just prior to the blocked square. Otherwise, the character ends his movement in the square adjacent to the blocked square.

Catch your Breath: The character that rolled the battlefield event is fatigued for 1 round, and can neither run nor charge and takes a –2 penalty to Strength and Dexterity. Doing anything that would normally cause fatigue causes the fatigued character to become exhausted.

Confusion: The side causing the battlefield event becomes confused as per the *lesser confusion* spell as described in the *PHB*.

Damage: Flying debris, a loose arrow, or some accidental piece of shrapnel deals 1d4 points of lethal damage to a random character on the side causing the Battlefield Event.

Enemy Opening: The opponents see an opportunity to defeat their enemy. They gain the advantage if they do not already have it, and everyone on their side gains a +1 morale bonus to attack rolls for the rest of the round.

Environmental Mishap: A random obstacle adjacent to a character and within 30 feet of the character who rolled the battlefield event crumbles creating an area of debris. If the obstacle was a tree, it now becomes a fallen log, costing 5 feet of movement to cross. If the obstacle was a rock, the square containing the affected obstacle and 1d4 adjacent squares fill with scree. Movement through these squares costs an extra 5 feet of movement. If no obstacle is within range, there is no battlefield event.

Equipment Malfunction: The character who rolled a natural 1 on their initiative check has difficulty with a piece of their equipment. If equipment malfunction indicates armor trouble, the affected character's armor bonus to AC drops by 1d4 to a minimum of 1 for the rest of the round. If the roll indicates equipment trouble, the affected character must spend a Standard Action straightening his backpack, adjusting his belt, or something similar, and is restricted to a Move Action only. If the roll indicated mount trouble, the character (if mounted, otherwise there is no battlefield event) must succeed on a DC 20 Ride check, or the mount withdraws from combat as a full move action. Last, if the roll indicates weapon trouble, the character's weapon breaks, provoking an attack of opportunity from any opponents threatening him.

Fall Back: The side causing the battlefield event all move 5 feet away from their opponents. This movement occurs at the start of the round, and counts against their total movement in the round, such as a character's 5-foot step for taking a full round action, or as part of movement if making a move action.

Flat-Footed: The character who rolled a natural 1 on his initiative check is flat-footed for the round until they act, just as if entering a new combat.

Force Delay: The character who rolled a natural 1 forfeits her action for the round.

Shaken: A thrill of fear affects the character who rolled a natural 1 on her initiative check. For the remainder of the round, she gains the shaken condition, taking a –2 penalty on attack rolls, saving throws, skill checks, and ability checks.

Slip and Fall: The character who rolled a natural 1 on his initiative check slips and falls prone.

Table 9–1: Battlefield Events

d% Roll	Event
01-20	Advantage
21-30	Battle Tide
31-35	Catch your Breath
36-40	Confusion
41-45	Damage
46-55	Enemy Opening
56-65	Environmental Mishap
66-75	Equipment Malfunction (roll again)
	01-25 Armor Trouble
	26-50 Equipment Trouble
	51-75 Mount Trouble
	76-00 Weapon Trouble
76-80	Fall Back
81-85	Flat-footed
86-90	Force Delay
91-95	Shaken
96-00	Slip and fall

Conditions

In addition to the normal effects on a character from the d20 conditions as defined in the **General Guidelines and Glossary** in the *PHB*, many can also affect the character's initiative order. Where applicable, add the following initiative modifiers to the standard conditions. The initiative effects begin when the character gains the condition, and end, restoring the character's normal initiative, when the condition lifts.

Blinded: In addition to the normal effects (–2 to AC, no Dexterity bonus to AC, half speed, and so on), the character also takes a –4 penalty to his initiative score.

Dazzled: In addition to the –1 penalty to attack rolls, Search and Spot checks, a dazzled character takes a –1 penalty to his initiative score.

Disabled & Staggered: A disabled or staggered character suffers a –2 penalty to his initiative checks, and may not use his side's advantage in addition to the normal effects of these conditions.

Exhausted: Though there is no additional initiative penalty for being exhausted, a character suffering from this condition takes a –6 penalty to his Dexterity, which applies a –3 penalty to his initiative checks. Furthermore, an exhausted character cannot use his side's advantage.

Fatigued: Though there is no additional initiative penalty for being exhausted, a character suffering from this condition takes a –2 penalty to his Dexterity, which applies a –1 penalty to his initiative checks.

Fear Conditions: Any fear condition that applies a penalty to an ability check applies the same penalty to initiative checks.

Nauseated: In addition to the normal effects for the nauseated condition, a character also takes a –6 penalty to his initiative checks.

Sickened: Like the fear conditions, sickened characters apply a –2 penalty to their initiative checks.

Stunned: A stunned creature drops everything held, cannot take actions, takes a –2 penalty to AC, and loses his Dexterity bonus to AC (if any). He must roll initiative again when the stunned effect ends, and until he acts, he is considered flat-footed.

Damage in the Black Company

Combat in *The Black Company Campaign Setting* is far more dangerous than in other settings. Each encounter is deadly, and an individual rarely emerges from such a conflict unscathed. Furthermore, because magical healing is reserved for the most powerful spellcasters, player characters

must resort to mundane means of injury repair, relying on surgeons, healers, and sometimes, time itself.

To address the lethality of combat in the novels, there are some necessary changes to how the game resolves damage. Details follow.

Massive Damage Threshold

All character's have a massive damage threshold. This value equals their Constitution score plus their character level. Thus, a 5th-level character with a 16 Constitution has a massive damage threshold of 21. If a single attack deals lethal damage equal to or greater than the character's massive damage threshold, that character must succeed on a Fortitude save (DC 10 + 1 per 5 points of damage). On a successful save, there is no additional effect. However, on a failed save by 5 or less, the character's hit points fall to 0 and the character becomes disabled. On a failed save by 6 or more, the character's hit points fall to 0, but the character is unconscious and dying. Furthermore, the character must roll on **Table 9–3: Grievous Injuries**. For more information on Grievous Injuries see page 129.

Damage

Hit points measure how hard a character is to kill, reflecting her ability to take physical damage and keep going, and demonstrating her ability to turn a serious blow into a less serious one. No matter how many hit points the character loses, she is not hindered in any way until her hit points fall to 0.

Disabled

When a character's hit points fall exactly to 0, he is disabled. A disabled character is conscious, but can only take a single move or standard action each round (but not both, and not a full round action either). The character moves at half speed. Taking a move action does not risk further injury, but performing any standard action (or any other strenuous action), forces the character to take 1 point of Constitution damage after completing the act. Unless the activity increased the character's hit points above 0, the character immediately falls unconscious and begins dying.

A character cannot have less than zero hit points. Any lethal damage taken while disabled deals damage directly to his Constitution score and renders him unconscious and dying. If the character takes nonlethal damage (or suffers from nonlethal damage at the time he became disabled) then the nonlethal damage automatically exceeds the character's hit points and the character falls unconscious until his hit points equal or exceed his nonlethal damage total.

While disabled, a character may recover hit points, heal nonlethal damage, and heal Constitution damage at the normal rates (see Recovery, below). Once the character's hit points rise above zero, he is once more fully functional (though if the character has accumulated nonlethal damage, they may remain unconscious).

Dying and Death

A dying character is unconscious and near death, brought to this state by a failed massive damage save, or by taking lethal damage exceeding his remaining hit points.

A character cannot have less than zero hit points. Any damage exceeding a his hit points is dealt directly to his Constitution score and renders him unconscious and dying. An unconscious character can take no actions.

Any further lethal or nonlethal damage dealt to a dying character deals damage to the character's Constitution score. If the character's Constitution drops to 0 or less, the character is dead. A dead character is just that, dead, and can take no further actions. There are no known means for restoring a dead character to life.

Each round on his turn, a dying character must succeed on a Fortitude save (DC 10, +1 per turn of the dying condition). The character uses his current Constitution score on this save. If the character fails the save, he dies. If the character succeeds on the save by less than 5, he does not die, but does not improve. He is still dying and must continue to make Fortitude saves each round. If the character succeeds on the save by 5 or more but by less than 10, he becomes stable, but remains unconscious. If the character succeeds on the save by 10 or more, he becomes conscious and disabled.

As normal, another character can attempt to stabilize a dying character by succeeding a DC 15 Heal check as a standard action that provokes an Attack of Opportunity. A dying character may spend 1 action point to automatically become stable (though the point must be spent prior to the saving throw).

Stable

A stable character is unconscious and at 0 hit points. A stable character retains any nonlethal damage and Constitution damage accumulated. Every hour, she must succeed on a Fortitude save (DC 10, +1 per hour after the first) to remain stable. If she fails the save, she becomes dying. If she succeeds on the save by less than 5, she does not get any worse, but does not improve. She is still stable and unconscious, and must continue to make Fortitude saves every hour. If she succeeds on the save by 5 or more, he becomes conscious.

Another character can grant a stable character a +2 bonus on his Fortitude save to remain stable by tending to him for at least 10 minutes during the hour between saves and by making a DC 15 Heal check. Once an unaided character starts recovering hit points naturally, he is no longer in danger of falling back into a dying state.

Healing and Recovery

In *The Black Company Campaign Setting,* magical healing is rare, expensive, and only wizards know how to employ it. As most people in the world cannot afford such luxuries, they turn to healers and surgeons. Furthermore, most healers and surgeons lack the expertise and experience to handle serious wounds, and so people who sell their sword for silver, if they survive, bear the scars of their trade.

Natural Healing

With a full night's rest (8 hours of sleep or more), a character recovers 1 hit point per character level. Any significant interruption during rest prevents a character from healing that night. Undergoing complete bed rest for an entire day and night allows the character to recover twice her character level in hit points. Characters heal an amount of nonlethal damage equal to their character level per hour. A healer has some ability to convert lethal damage to nonlethal damage, and a trained healer, someone with the physician background or physician feat, can cure more. Likewise, shamans and wizards who take the Healing Magic feat, have some ability to repair damage as well. See **Chapter Three: Backgrounds** for information on the Healer Background, **Chapter Five: Skills** for information on the Heal skill, and **Chapter Ten: Magic** for details on magical healing.

Characters who take Constitution damage or other ability damage heal 1 point for each affected ability score per night of rest (8 hours). Complete bed rest restores 2 points per day (24 hours) for each affected ability score. As with hit points, healers and some spellcasters have the ability to expedite Constitution recovery.

Recovery

After taking damage, a character recovers hit points through natural healing, application of the Heal skill, or through Healing Talent. In any case, a character cannot recover more hit points than his full normal total.

Heal Skill and Healing Talent

Characters may recover hit points lost to lethal damage through use of the Heal skill or the Healing Talent spell. Both of these methods serve to convert lethal damage to nonlethal damage, healing at the faster nonlethal rate. For more information, consult the Heal skill in **Chapter Five: Skills** and Healing Talent in **Chapter Ten: Magic**.

Nonlethal Damage

Nonlethal damage functions exactly as described in the *PHB*. For details, see **Chapter Eight: Combat** in that book.

Infection

Any time a character takes Constitution damage from a weapon or a grievous injury (see following), they risk infection. At the end of the encounter, a character must attempt a Fortitude save against a DC equal to one-half the total damage dealt to him, including Constitution damage. If treated during the combat, the Healer may substitute his Heal check for the Fortitude save, whichever is higher.

On a successful save, the character heals normally. On a failed save, the character does not heal properly and the DC for Heal checks made to convert lethal damage to nonlethal damage increases by +5 and nonlethal damage and Con damage heal at half the normal rate. When the character heals fully, the effects of infection end.

If the victim fails the Fortitude save by 10 or more, the wounds become seriously infected, and in addition to the effects of failing the save, the victim's wounds turn septic. Each day, the victim must succeed on a DC 15 Fortitude save. If he succeeds, he heals as if he had just failed the save. On a failed save, he does not heal at all for that day and takes 1d3 points of Strength, Dexterity, and Constitution damage. If the character succeeds three saving throws in a row, he overcomes the worst of the infection and heals as if he had just failed the initial saving throw.

Grievous Injuries

Combat is nasty in *The Black Company Campaign Setting*. Sneak attacks, ambushes, and the speed at which fortunes change in an encounter can all devastate a group of PCs to say nothing of their opponents. Furthermore, many characters in the novels suffered from all sorts of permanent injuries, including missing fingers, teeth, or other extremities. *The Black Company Campaign Setting* replicates these effects with the grievous injuries, resulting from any of the following circumstances. Note a character or creature immune to critical hits is likewise immune to grievous injury.

Critical Hits

Whenever a character rolls a natural 20 and confirms the critical hit, he deals the standard multiplied damage and forces the subject to roll on **Table 9–2: Grievous Injuries**. Confirmed critical hits with weapons with larger critical threat ranges, such as a longsword or scimitar, only force Grievous Injuries if the attacker rolled a natural 20 on his initial attack roll. Resolve all other confirmed critical hits normally.

Constitution Damage

Any time a character takes lethal damage that exceeds his current hit points, the excess damage is dealt to his Constitution score and the character is immediately rendered unconscious and dying. In addition, the character must succeed on a Fortitude save (after the Constitution damage is applied) against a DC 10 + 1 per 5 full points of damage (including Constitution damage). A successful save indicates no additional effect. A failed save indicates the character suffers a terrible injury and must roll on **Table 9–2: Grievous Injuries**.

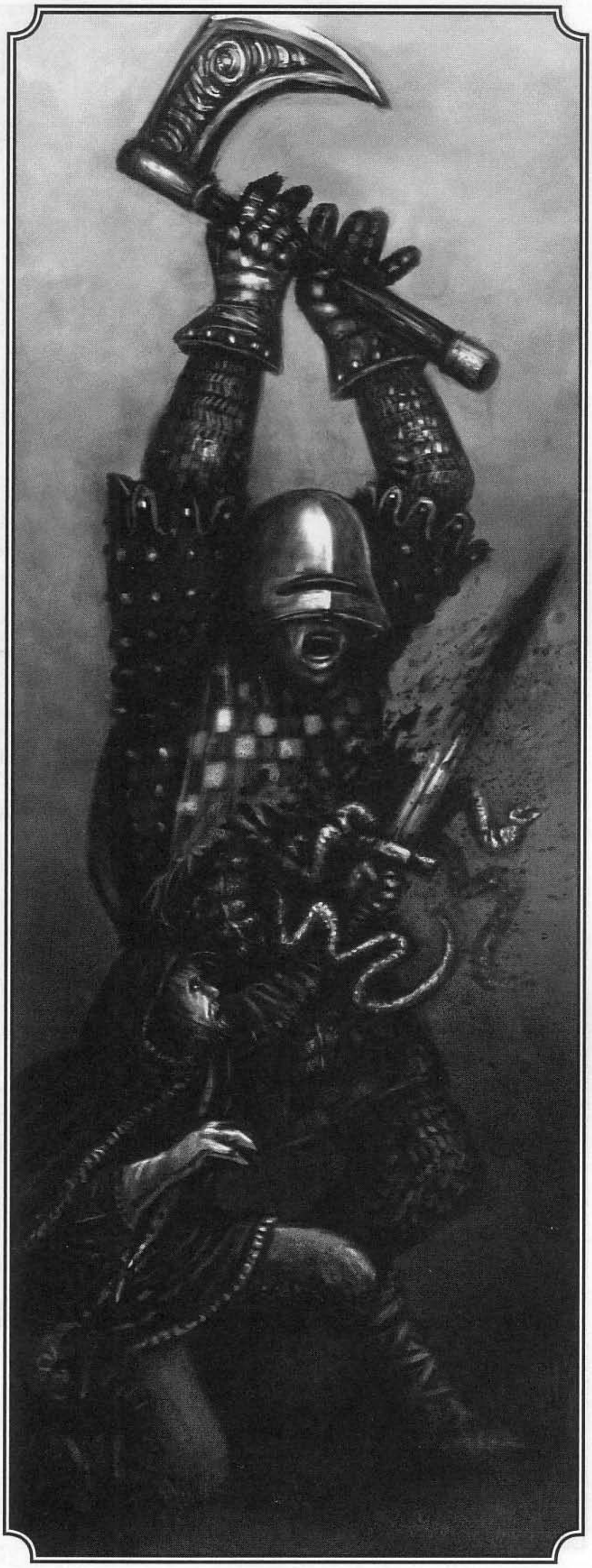


Table 9–2: Grievous Injuries

Roll on the following table. The Example Effects column describes the effects on a standard character. As the effects themselves are generic, you can use this table for animals, monsters, and just about anything that is vulnerable to critical hits.

d% Roll	Example Effects	Bludgeoning	Piercing	Slashing
01–25	No additional effect	—	—	—
26–32	Target dazed for 1 round	—	—	—
33–37	Target stunned for 1d4 rounds	—	—	—
38–43	Con damage equal to one-half weapon die type*	—	—	—
44–54	–1 penalty to attack rolls, Balance, Climb, Escape Artist, Jump, Move Silently, Ride, Swim, and Tumble checks.	Torso bruised	Gut wound	Torso sliced open
55–65	–2 penalty to AC, Balance, Climb, Jump, Move Silently, and Tumble checks.	Bruised leg	Pierced leg	Cut leg
66–76	–2 penalty to Climb, Craft, Disable Device, Escape Artist, Forgery, Open Lock, Sleight of Hand, and Use Rope checks. If shield, treat as 26–30 result.	Bruised arm	Stabbed arm	Cut arm
77–78	–2 penalty to Initiative rolls, Balance, Listen, and Concentration checks. Intelligence damage equal to one-half weapon die type*.	Bruised jaw	Face jabbed	Cut scalp
79–83	–5 penalty to attack rolls, Balance, Climb, Escape Artist, Jump, Move Silently, Ride, Swim, and Tumble checks.	Broken ribs Lose 1 Con permanently	Punctured chest	Torn torso
84–88	–8 penalty to Climb, Craft, Disable Device, Escape Artist, Forgery, Open Lock, Sleight of Hand, and Use Rope checks. If shield, treat as 36–45 result, and Destroy shield.	Broken arm Lose 1 Dex permanently	Punctured arm	Loss of 1d4 fingers
89–95	Halve speed, –8 penalty to Balance, Climb, Jump, Move Silently, and Tumble checks. –4 penalty to AC.	Broken leg	Pierced leg	Slashed leg
96	Fall unconscious for 1d4 x 10 rounds. Victim takes Con damage equal to weapon die type**. Permanent speed reduction to one-half speed.	Leg useless	Leg useless	Foot severed
97	Fall unconscious for 1d4 x 10 rounds. Victim takes Con damage equal to weapon die type**. If shield, treat as 46–50 result and shield destroyed. One arm permanently useless/ruined/severed.	Hand useless	Hand ruined	Hand severed
98	Blinded, –4 penalty to Initiative rolls, Balance, Listen, and Concentration checks. Intelligence damage equal to weapon die type**.	Concussion Lose 1 Int permanently	Jabbed in the eyes	Eyes slashed
99	Victim disabled and dies in a number of rounds equal to Con modifier.	Crushed ribcage	Heart pierced	Disemboweled
00	Victim disabled dies in a number of rounds equal to Con modifier.	Crushed head	Pierced through face	Throat slashed open

*d4 =2; d6=3; d8=4; d10=5; d12=6; 2d6=7; 2d8=9. **d4=4; d6=6; d8=8; d10=10; d12 or 2d6=12; 2d8=16.

Massive Damage

Any time a character takes damage equal to his Constitution score + his character level, he is said to have taken massive damage. The character must succeed on a Fortitude save against a DC 10 + 1 per 5 points of damage. A successful save indicates no additional effect. If the character failed by five or less, the character's hit points are immediately reduced to zero. On a failed save of 5 or more, the character must roll on **Table 9–2: Grievous Injuries** and he is rendered unconscious and dying.

Repairing Grievous Injuries

Unlike hit points and ability damage, grievous injuries take more time to heal, if they heal at all. Where **Table 9–2: Grievous Injuries** indicates a penalty, the penalty remains until the affected character fully heals all hit point damage, all ability score damage, and any nonlethal damage gained. Some effects from grievous injuries are permanent, such as the loss of fingers (see result 46–50 under the slashing column), permanent ability score loss, speed reduction, or even death. These effects are permanent.

Table 9–3: Character Level and Action Point Dice

Character Level	Action Point Dice Rolled
1st–7th	1d6
8th–14th	2d6
15th–21st	3d6
22nd–29th	4d6
30th or higher	5d6

Action Points

Action points give characters the means to affect game play in significant ways, by improving important rolls or unlocking special abilities and class features. Each character has a limited number of action points, and once an action point is spent, it is gone for good.

Acquiring Action Points

A beginning (1st-level) character starts the game with 5 action points. A character above 1st level starts the game with a number of action points equal to 5 + 1/2 his current character level. Every time a character advances, he gains a number of action points equal to 5 +1/2 his new character level. Fighters permanently increase their action points as they gain levels. See **Chapter Four: Classes** for details.

Using Action Points

A character may spend 1 action point to add to a single d20 roll or to take a special action. A character is limited, however, to spending just 1 action point in a round, such that if the character spends an action point to use a special action, that character cannot spend an action point to improve a die roll, and vice versa.

Add to the Roll

When a character expends 1 action point to improve a d20 roll, the character adds the result of a 1d6 roll to the d20 roll. A d20 roll includes attack rolls, saves, checks, and any other roll of a d20. A character can declare the use of 1 action point to alter a d20 roll after the roll, but only before the GM reveals the result of that roll. A character may not use an action point to modify the result when taking 10 or taking 20.

Depending on the character level (see **Table 9–3: Character Level and Action Point Dice**), a character may be able to roll more than one d6 when he spends 1 action point. If so, apply the highest result and disregard the other rolls. A 15th-level character, for instance, gets to roll 3d6 and take the best result of the three.

Special Actions

A character can perform certain tasks by spending an action point.

Activate Class Ability: A character can spend 1 action point to gain another use of a class ability that has a limited number of uses per day. For instance, a berserker may spend an action point to gain another use of rage, or a zealot might spend an action point to gain another use of righteous wrath.

Act Out of Turn: As a free action, a character may spend 1 action point and act of turn in the initiative order. After he acts, he is considered flat-footed until his next turn on his regular initiative order. You cannot use an action point to act out of turn during the surprise round.

Boost Defense: A character can spend 1 action point as a free action when fighting defensively. This gives him double the normal benefits for fighting defensively for the entire round (+4 dodge bonus to AC; +6 if he has 5 or more ranks in Tumble).

Emulate Feat: At the beginning of a character's turn, he may spend 1 action point as a free action to gain the benefit of a feat that he does not have. He must meet the prerequisite of the feat. He retains the benefit of the feat until the beginning of his next turn. You may not emulate the Dabbler feat.

Extra Attack: During any round in which a character takes a full attack action, he may spend 1 action point to make an extra attack at his highest attack bonus. Action points may be used in this way with both melee and ranged attacks.

Surge: A character can spend one action point to gain an extra move action.

Aerial Combat

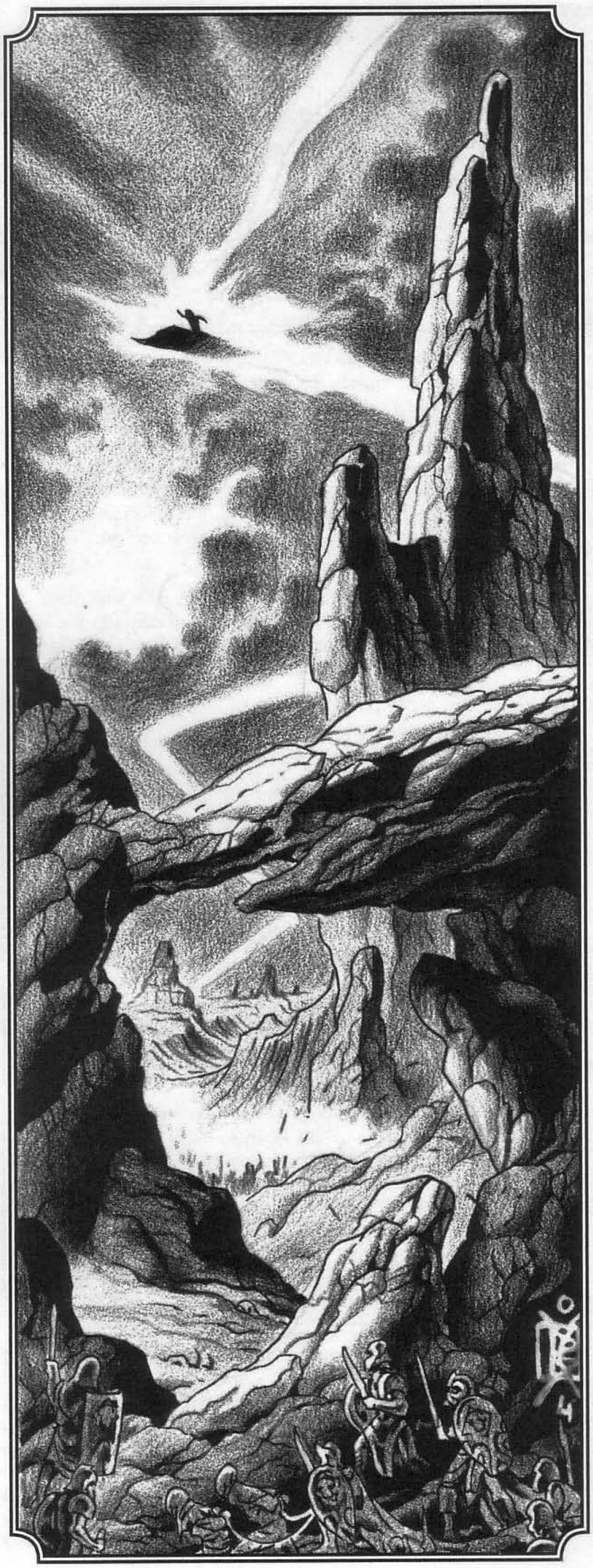
Aerial combat is extremely nasty. One devastating hit can send a combatant tumbling from the sky to meet his end. A blow that would only stagger a warrior on the ground could be the strike ending the battle.

These rules expand the options available to aerial combatants and provide guidelines for using standard combat actions in aerial combat at both the Character and Company scales. You should be familiar with the standard rules for aerial movement, as these rules use them as the foundation for maneuver and combat. Review the "**Moving in Three Dimensions**" **Chapter Two** in the *DMG* for the basic details of aerial combat, for minimum forward speed and maneuverability play a large part, and you'll have to keep them in mind as you read what follows.

Flying in *The Black Company Campaign Setting* is uncommon. Only a few creatures of the Plains of Fear and the Taken have this capability, and even the Taken must rely on flying carpets to soar with the creatures of the air. These rules provide the basics for flying carpets and fighting using flying creatures.

NPCs and Action Points

Most NPCs do not have action points. Only the most powerful and important characters have action points. In these instances, an NPC has a number of action points equal to 1/2 his character level.



Aerial Initiative

Initiative works in aerial combat much the same way as it does in standard combat, except for one important difference. Flying creatures with an Intelligence of 8 or more roll initiative and take all their actions separately from their rider. Otherwise, the rider rolls initiative for both himself and his mount. If the rider chooses to allow his mount to fly without direction, the mount moves on its initiative count and the rider may use his actions as normal. Otherwise, a rider must use a move-equivalent action to direct his mount as normal. In this case, the mount delays its action to the rider's count or moves on the rider's initiative, as appropriate. Remember that a Ride check may be necessary for mounts not trained for combat.

Facing

Unlike standard combat, in air combat, the direction in which a flying creature points is extremely important. Facing determines which direction the creature must move and dictates maneuvers for flyers with average, poor, or clumsy maneuverability. A flying creature can only attack a creature in its front arc. A creature's front arc extends in a straight line to the right and left of its current position and all areas extending out from that line in the direction of the creature's current facing. The remaining area behind the creature is its rear arc. These flyers cannot simply turn around to confront an enemy that approaches from the rear, as per the standard d20 flight maneuverability rules.

Creatures with perfect and good flight maneuverability may hover in place. These creatures have neither a front or rear arc. Much like ground combatants, they can respond to threats and direct their attacks in any direction.

A creature that attacks an enemy while in its rear arc is considered to have flanked its target. Flying creatures with levels in berserker or thief gain the benefit of their uncanny dodge ability when attacked from their rear arc in aerial combat. These nimble flyers are capable of tracking opponents in their rear arc and responding to their attacks.

Abstract Movement

The aerial movement rules work best with miniatures and a battlemat. However, if you prefer to game without these tools you may prefer to use an abstract system of determining each creature's relative position. At the start of each round, each flying creature makes a Dexterity check or its rider makes a Ride check. These checks are modified as per **Table 9–4: Maneuver Checks**.

When a creature takes its action, it may choose to gain the benefit of attacking from the rear arc of any opponent who rolled lower on its Dexterity or Ride check.

While this rule removes some of the realism and tactical options from aerial combat, it does allow you to quickly resolve combats in the sky without ignoring the rather large advantage a highly agile flyer has over a ponderous opponent. Aerial combat is far more focused on movement and

Table 9–4: Maneuver Checks

Maneuverability	Modifier
Perfect	+8
Good	+4
Average	+0
Poor	–4
Clumsy	–8

maneuvering than ground fighting. Many creatures must move a minimum distance every round in order to remain aloft, making battles in the sky fluid and dynamic.

Aerial Combat Options

Below are modifications to the standard special attacks and damage modes. If an attack mode is not mentioned here, assume it works without modification in air combat.

Nonlethal Damage

Nonlethal damage works as per the standard d20 rules. A staggered creature must use its action to move. Otherwise, it begins to fall from the sky (see Crashing, below). Obviously, an unconscious creature falls.

Aid Another

In addition to making an attack roll against AC 10, a flying creature may attempt to buzz around an opponent, distracting it and disrupting its concentration. To do this, the attacking flyer makes a DC 10 Dexterity check, or alternatively, its rider may attempt a DC 10 Ride check, to gain the benefits of this action. This form of aid another is only effective against creatures with average, poor, or clumsy maneuverability. Only creatures with perfect or good maneuverability may attempt an aid another action in this manner. Other flyers are simply too unwieldy to attempt it.

Bull Rush

While on the ground a bull rush is an attempt to push back an opponent, in the air it is much riskier, and more lethal, attack. On sky ships, the bull rush is an effective method for knocking invaders overboard to their deaths. Between flying creatures, the bull rush becomes a slam attack intended to disrupt an enemy's flight. The bull-rushing creature rams its target, attempting to knock it from the sky. Use the rules for initiating a bull rush as normal. If the attacker beats the defender, both the attacker and defender take one die of damage for every full 10 feet of speed that the attacker normally has for flying. The die type of this attack is determined from the **Table 9–5: Bull Rush Damage** based on the size of the attacker compared to the defender:

When a creature takes damage from a bull rush, whether it is the attacker or defender, it must succeed on a DC 15 Reflex save to avoid crashing. If the attacker and defender are not the same size, the larger of the two gains a +4 bonus to this save for each size increment by which it is larger than its opponent.

If the attacker fails to beat the defender, continue the attacker's movement forward as normal. The defender dodged above or below the attacker.

Grapple

Grappling is a good way to knock an opponent from the sky. The grappling rules work as normal, with one exception. If the attacker manages to grapple its opponent, any combatant that cannot hover in place (maneuverability average or worse) crashes to the ground. If both combatants can hover, resolve the grapple as normal. If only one can hover, the hovering grappler may choose to hold the non-hovering flyer aloft if it can bear the load of carrying it. Otherwise, the non-hovering grappler crashes if it loses the grapple.

Overrun

This combat option is not available in aerial combat. A flying creature can simply adjust its altitude to fly over or below an opponent.

Trip Attack

Trip attacks work very differently in the air. Rather than knock an opponent over, a trip attack unbalances a target and ruins its movement.

Table 9–5: Bull Rush Damage

Attacker's Size compared to Defender	Defender's Damage	Attacker's Damage
3 or more sizes smaller	1	d10
1 or 2 sizes smaller	d4	d8
Same size as defender	d6	d6
1 or 2 sizes larger	d8	d4
3 or more sizes larger	d10	1

On a successful trip attack, the target's movement is disturbed as he fights to regain his bearings. He counts as one maneuverability class worse on his next round of movement. Multiple trips do not stack. A tripped creature with clumsy maneuverability loses half its speed on its next action.

Attacks of Opportunity

Flying creatures soar and swoop through the air, constantly shifting positions. The abstract nature of d20 combat makes it difficult to capture the constant changes and motions of aerial combatants. Attacks of opportunity are used in aerial combat, but they can be difficult to track. The threatened area of an aerial creature is a three-dimensional space around it, including the space below and above it. Watch for attacks of opportunity involving all of the squares. Creatures with minimum forward movement due to low maneuverability are often exposed to attacks of opportunity whether they want them or not!

Many times, it is easiest to treat aerial creatures as if they were fighting on the ground, and look for attacks of opportunity that way. For example, imagine a Taken fighting a manta that's flying 5 feet below it. Although it may initially look like the attacks of opportunity will be difficult to evaluate, you can "tilt" the frame of reference and imagine the horizontal axis to be whatever straight line connects them. Then you can basically run the combat as if it were on a horizontal plane, as usual.

Crashing

All creatures that lose the ability to fly immediately plummet to the ground. A falling creature falls 500 feet the first round and 1,000 feet each additional round. Once a falling creature hits the ground, it takes 1d6 points of damage for every 10 feet it fell (maximum 20d6). While falling, a creature or ship that still possesses the ability to fly, such as a creature knocked from the air by a bull rush attack, may make a Reflex save, Ride check, or Profession (sky sailor) check (as appropriate; DC 20 +1 per round spent falling) to pull out of the dive.

Creatures with perfect maneuverability may automatically break out of a fall if they are conscious and still able to fly. Those with good maneuverability gain a +5 bonus to their save.

Altitude

As combatants swoop and soar in the sky, they change their altitude and attack each other from above and below. Unlike ground battles, air combats are fought in a fully three-dimensional environment. This aspect of battles in the air can cause a lot of headaches for determining ranges between two fighters. There are a few different ways to handle this.

The first and easiest method is to ignore up and down movement. Simply fight battles on a two-dimensional grid as normal. Allow creatures to fly over each other while moving. If a character or creature flies straight up or down, note the distance between the flier and the level plane represented by the combat map. For example, if a creature flies 50 feet below the battle,

Table 9–6: Aerial Distance

Vertical Distance	Horizontal Distance																		
	5	10	15	20	25	30	35	40	45	50	55	60	65	70	75	80	85	90	95	100
5	5	10	15	20	25	30	35	40	45	50	55	60	65	70	75	80	85	90	95	100
10	10	15	15	20	25	30	35	40	45	50	55	60	65	70	75	80	85	90	95	100
15	15	15	20	25	30	30	35	40	45	50	55	60	65	70	75	80	85	90	95	100
20	20	20	25	25	30	35	35	45	50	55	60	60	65	70	75	80	85	90	95	100
25	25	25	30	30	35	40	40	45	50	55	60	65	70	75	80	85	90	90	95	100
30	30	30	35	35	40	40	45	50	55	55	60	65	70	75	80	85	90	95	100	105
35	35	35	40	40	45	45	50	50	55	60	65	70	75	75	80	85	90	95	100	105
40	40	40	40	45	45	50	50	55	60	65	65	70	75	80	85	90	95	95	100	105
45	45	45	45	50	50	55	55	60	65	65	70	75	80	80	85	90	95	100	105	110
50	50	50	50	55	55	55	60	60	65	70	75	75	80	85	90	95	100	100	105	110
55	55	55	55	60	60	60	65	65	70	75	75	80	85	90	90	95	100	105	110	115
60	60	60	60	60	65	65	70	70	75	75	80	85	85	90	95	100	105	105	110	115
65	65	65	65	70	70	70	75	75	80	80	85	85	90	95	100	100	105	110	115	120
70	70	70	70	70	75	75	75	80	80	85	90	90	95	100	100	105	110	115	115	120
75	75	75	75	75	80	80	80	85	85	90	90	95	100	100	105	110	110	115	120	125
80	80	80	80	80	85	85	85	90	90	95	95	100	100	105	110	110	115	120	125	125
85	85	85	85	85	90	90	90	95	95	100	100	105	105	110	110	115	120	125	125	130
90	90	90	90	90	90	90	95	95	100	100	105	105	110	115	115	120	125	125	130	135
95	95	95	95	95	95	95	100	100	105	105	110	110	115	115	120	125	125	130	135	135
100	100	100	100	100	100	100	105	105	110	110	115	115	120	120	125	125	130	135	135	140
100	100	100	100	100	105	105	105	105	110	110	115	115	120	120	125	130	130	135	140	140
105	105	105	105	105	110	110	110	110	115	115	120	120	125	125	130	130	135	140	140	145
110	110	110	110	110	115	115	115	120	120	120	125	125	130	130	135	135	140	140	145	150
115	115	115	115	115	120	120	120	120	125	125	130	130	130	135	140	140	145	145	150	150
120	120	120	120	120	125	125	125	125	130	130	130	135	135	140	140	145	150	150	155	155
125	125	125	125	125	130	130	130	130	135	135	140	140	140	145	145	150	150	155	160	160
130	130	130	130	130	130	135	135	135	140	140	140	145	145	150	150	155	155	160	160	165
135	135	135	135	135	140	140	140	140	140	145	145	150	150	150	155	160	160	160	165	170
140	140	140	140	140	140	145	145	145	145	150	150	150	155	155	160	160	165	165	170	170
145	145	145	145	145	145	150	150	150	150	155	155	155	160	160	165	165	170	170	175	175
150	150	150	150	150	150	155	155	155	155	160	160	160	165	165	170	170	170	175	180	180
155	155	155	155	155	160	160	160	160	165	165	165	170	170	170	175	175	180	180	185	
160	160	160	160	160	165	165	165	165	170	170	170	175	175	175	180	180	185	185	190	
165	165	165	165	165	170	170	170	170	170	175	175	175	180	180	185	185	190	190	195	
170	170	170	170	170	175	175	175	175	175	180	180	180	185	185	190	190	190	195	195	
175	175	175	175	175	180	180	180	180	180	185	185	185	190	190	190	195	195	200	200	
180	180	180	180	180	180	185	185	185	185	190	190	190	195	195	195	200	200	205	205	
185	185	185	185	185	185	190	190	190	190	195	195	195	200	200	200	205	205	210	210	
190	190	190	190	190	190	195	195	195	195	200	200	200	200	205	205	210	210	210	215	
195	195	195	195	195	195	200	200	200	200	205	205	205	205	210	210	215	215	215	220	
200	200	200	200	200	200	205	205	205	205	205	210	210	210	215	215	215	220	220	225	

Table 9–7: Wind Effects on Flying Carpets and Similar Devices

Wind Force	Ranged Attacks Normal/Siege	DC	Wind Effect by Flying Carpet or Similar Device			
			Small	Medium	Large	Huge
Light	—/—	—	Safe	Safe	Safe	Safe
Moderate	—/—	—	Safe	Safe	Safe	Safe
Strong	–2/—	—	Safe	Safe	Safe	Safe
Severe	–4/—	10	Unsafe	Safe	Safe	Safe
Windstorm	Impossible/–4	15	Unsafe	Unsafe	Unsafe	Safe
Hurricane	Impossible/–8	20	Dangerous	Dangerous	Dangerous	Unsafe
Tornado	Imp./Imp.	30	Dangerous	Dangerous	Dangerous	Dangerous

note that down. Any creature shooting at a creature that has flown up or down uses the greater of the range between the two figures on the flat plane or the distance between the creature and the two-dimensional plane of the battle. While this is far from realistic, it is a simple way to account for vertical movement.

Table 9–6: Aerial Distance Table summarizes triangulated distances of 100 ft. by 200 ft. If this whole concept makes no sense, use the first, simpler option.

A third alternative is to use two grids when running an aerial combat. Lay out your grid as normal. This represents the horizontal plane in the fight. Your second map represents a vertical grid. By placing one piece for each flier on the two grids, you can easily keep track of their relative positions in both dimensions. To determine the range between two targets, simply count off the squares between them on the map where the two figures are furthest from each other.

On your vertical map, draw a line across the map around its center that indicates the position of your horizontal plane. The vertical distance between two figures is represented by their placement relative to the horizontal line representing your first battle mat. To indicate altitude, place figures relative to the horizontal line you drew. Figures above it soar above the horizontal map. Figures below it fly beneath it. To easily determine range, look at both maps and use the greater of the two ranges shown between two figures. Again, the range is not completely accurate, but it should satisfy most players who would like to account for vertical movement without using a calculator.

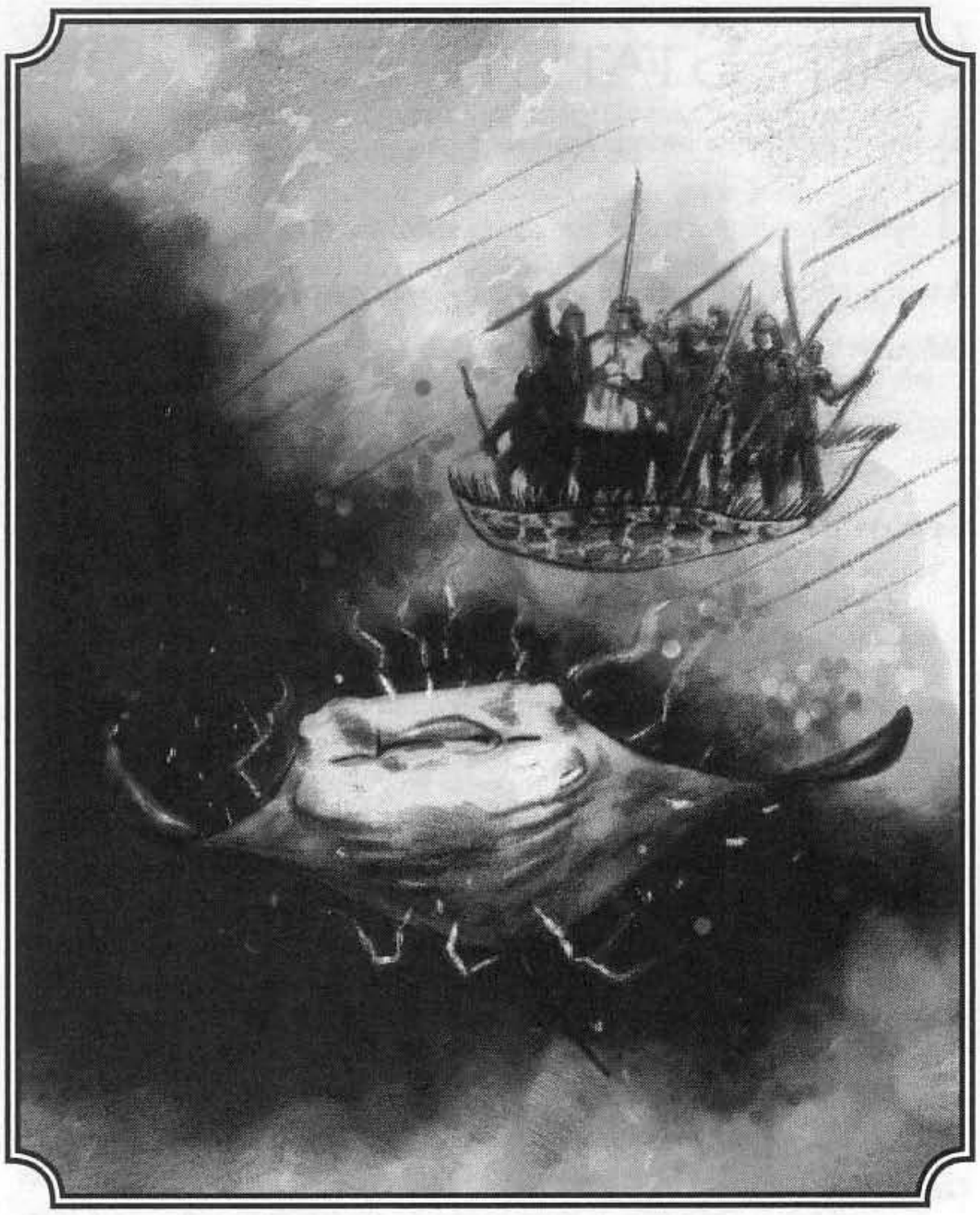
Aerial Distance Table

This table tells you the straight-line distance between two creatures at different elevations, rounded to the nearest five-foot increment. Find the vertical distance along the left side and cross-reference the horizontal distance along the top. The result is the distance between the creatures or devices, traveling in the most direct route. For example, a flying creature with a medium load has a speed of 40 feet (and thus a charging speed of 80 ft.). It flies 70 feet above a windwhale, and wants to charge a soldier on the back of a windwhale below him, but the character is 50 feet to the east of the creature's horizontal position. Cross-referencing a vertical distance of 70 feet with a horizontal distance of 50 feet, we find that the straight-line distance between them is 85 feet – just outside the creature's charging range.

Weather

Most air travel takes place at high altitudes, at or above cloud level, so the storms of the surface are not a major concern for air travelers. Instead, forceful winds are the main problem.

The effects of high winds are divided into three categories: safe, unsafe, and dangerous. Safe winds pose no threat to flying carpets. Unsafe winds



affect only flying carpets of poor or clumsy maneuverability; the pilot of such devices must make a Reflex save to avoid crashing whenever the ship makes any movement other than traveling straight forward or simply standing in place. The DC is a reflection of the flying carpet's size and the strength of the winds, as indicated on the table. Dangerous winds require every flying carpet to make a check every round, regardless of movement.

A flying carpet that fails its save starts to crash. The pilot loses control and the carpet starts to dive at normal crashing speed (500 feet in the first round, and 1,000 feet every round thereafter). The pilot can recover from the crash only by making a Reflex save (DC 20 +1 per round spent falling). Even so, it is quite possible that crew or cargo fall overboard as the carpet enters a freefall.

Note wind speeds also affect flying creatures and any crew. A character may be blown right off the back of a windwhale in high winds. **Table 9–7: Wind Effects on Flying Carpets and Similar Devices** indicates the wind effect on flying carpets. For effects of wind on creatures, consult **Table: Wind Effects** in **Chapter Three: Adventures** in the *DMG*.

Company Scale

The Company Scale expands the game's focus to allow for larger battles. At this level, characters lead units to battle other units, employ their Command skill to outmaneuver their enemies, or level devastating magical effects laying waste to thousands with a single spell. While these rules accommodate most mass combats in this setting, it is important to note characters ought to be the focus of *The Black Company Campaign Setting*, and the rules presented below merely serve to augment the action and unfolding stories of the campaign.

Instead of the character being the basic unit under a player's control, the Company Scale uses platoons and companies. A platoon consists of four squads, with each squad consisting of 8 men. Four platoons comprise a company. And four companies comprise a battalion. Thus, a platoon has 32 soldiers, while a company has 128 soldiers. The minimum unit at this scale is a platoon.

In addition to the soldiers, there are also individuals (usually the PCs) in the battle who may attach themselves to a platoon, or company, or they may act independently. These individuals are called sergeants, or if they command an entire company, a Lieutenant, or all the companies, a captain.

At the Company and Army scale, units of troops do not derive benefit from their background.

Unit Statistics

Each unit has the following characteristics.

Type

A unit is of one of three types: Infantry, Cavalry, Archers.

Infantry: These soldiers fight on foot. They are either light infantry, fast, lightly armed and armored, or heavy infantry, slow, encased in heavy armor, wielding big weaponry. Heavy infantry cost twice the listed quality cost.

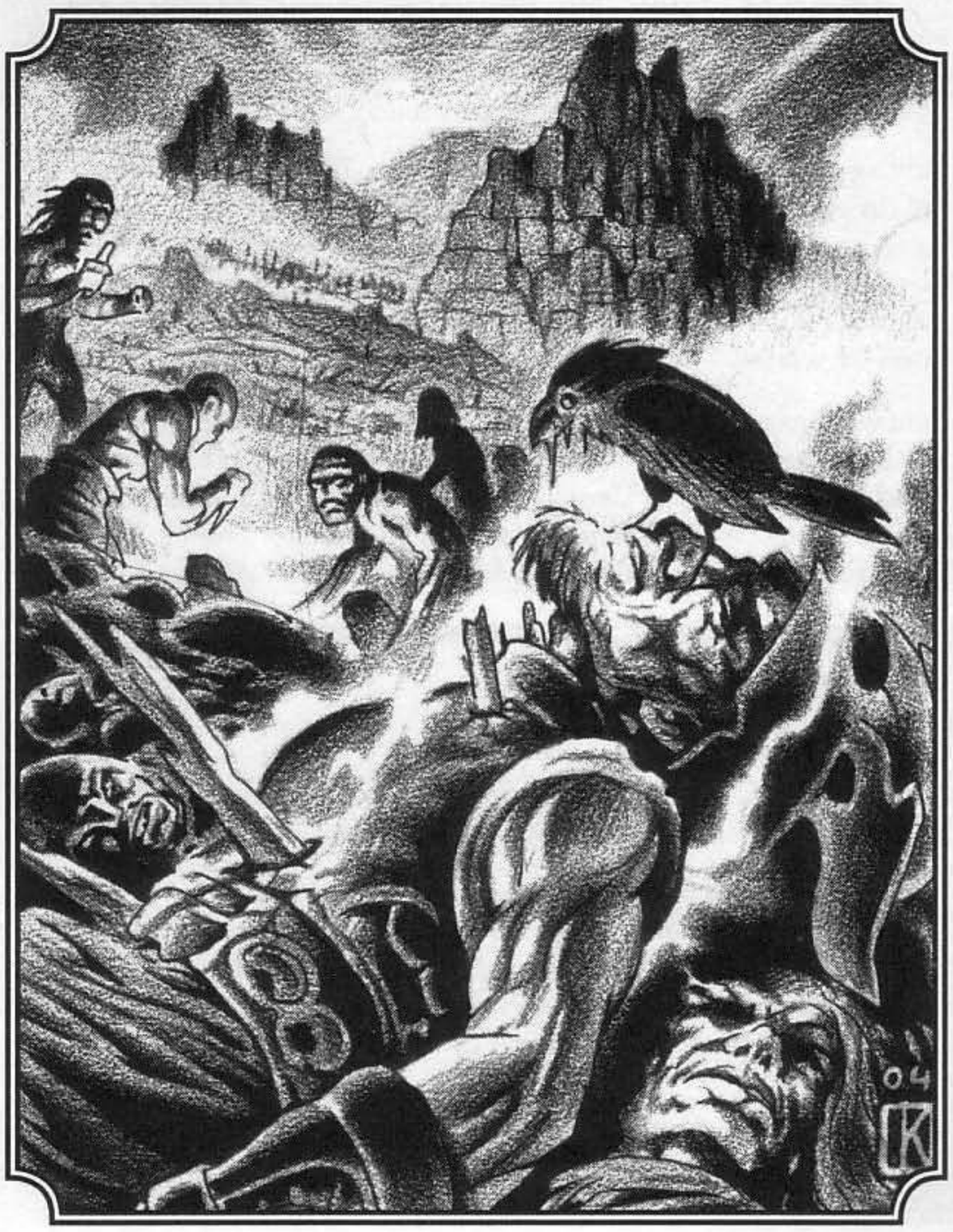
Cavalry: These soldiers fight from mounts. They are either light cavalry, as above, or heavy cavalry, also as above. Light cavalry cost four times the listed quality cost, while heavy infantry cost six times the listed quality cost.

Archers: These individuals are lightly armored mobile footmen wielding ranged weapons. Though called archers, they may wield any ranged weapon, from javelin to composite longbow. Some archers are mounted archers. Archer cost twice the listed quality cost. Mounted archers cost twice the listed cavalry cost.

Quality

There are four grades of unit qualities: Green, Trained, Veteran, and Elite. A unit's quality not only determines its effectiveness on the battlefield, but also the expense of its upkeep. Descriptions of each follow. Each quality also has equipment requirements, included in the descriptions below.

Green units consist of untrained levies, normally conscripts pressed into service from a town or city by press gangs. Though the least favorable unit type, they are most affordable. Green infantry start with a simple weapon (according to their type) and padded armor. Cavalry come equipped with a riding horse. Green troops have a base cost of .5 cp a week per person for 1st-level commoners and 1 cp per person per week per person for 1st-level warriors. An example of Green troops is the mob of camp followers Croaker forced to fight against Mogaba and Longshadow at Charandaprash in *She is the Darkness*.



Trained units are a mix of green and seasoned soldiers, or conscripts from lands where war is common. An example of trained troops is the Urban Cohorts, an unruly mob of undisciplined soldiers in service to the Syndic of Beryl. Trained infantry are 2nd-level warriors. They have a base cost of 2 cp per person per week, and come with the following equipment according to their type.

Infantry: Light—leather armor, small wooden shield, and martial melee weapon; Heavy—splint mail, heavy wooden shield, martial melee weapon.

Cavalry: Light—as light infantry plus lance and light warhorse; Heavy—as heavy infantry plus lance and heavy warhorse.

Archers: leather armor, light martial weapon, ranged weapon.

Veteran units are troops who have fought together for many campaigns and have few green troops. Any unit of the Black Company during their time on the Plain of Fear is an example of a veteran unit. Veterans are 5th-level warriors, cost a base 1 sp per person per week, and come with the following equipment according to their type.

Infantry: Light—studded leather armor, light steel shield, martial melee weapon, and ranged weapon; Heavy—banded mail, heavy steel shield, martial melee weapon.

Cavalry: Light—as light infantry plus lance and light warhorse; Heavy—as heavy infantry plus lance and heavy warhorse.

Archers: studded leather armor, martial weapon, ranged weapon.

Elite units are the best soldiers available. They work well together and have had extensive military training. The Black Company, under the command of Sleepy when they returned from the Glittering Stone, consisted of elite units. Elite units are composed of 8th-level warriors, cost a base of 5 sp per person per week, and come with the following equipment according to their type.

Infantry: Light—chain shirts, light steel shield, martial melee weapon, and a ranged weapon; Heavy—banded mail, heavy steel shield, martial melee weapon.

Cavalry: Light—as light infantry plus lance and light warhorse; Heavy—as heavy infantry plus lance and heavy warhorse.

Archers: studded leather, martial weapon, ranged weapon.

Hit Dice

A squad has a number of Hit Dice equal to the sum of its members' Hit Dice. When formed into a platoon, it gains 2 additional Hit Dice per additional squad. When formed into a company, it gains an additional 2 HD per platoon. For example, using a squad of Urban Cohorts, they have 16 HD. When they join with four other squads to form a platoon, the platoon has a total effective HD of 24. When the platoon joins four other platoons to form a company, they effectively have 32 HD (4 platoons at +2 HD each). Do not calculate hit points for a squad at the Company Scale.

Initiative

A unit at the Company Scale does not have an initiative score, relying on the Captain's Command skill check instead. However, each unit with the Improved Initiative feat adds a +1 bonus to the Captain's Command skill check to determine which side goes first in the round.

Speed

A unit moves four times the base speed of a squad in Company Scale. For example, a squad, platoon, and company of Urban Cohorts all have a speed of 120 ft. For cavalry, use the mount's speed.

Armor Class

A unit's Armor Class equals 10 + armor modifiers + shield modifiers + Dex bonus + Special circumstantial modifiers (such as an attached commander's Command feats, cover, and so on).

Attack Modifier

A unit's base attack bonus depends on the most common class represented in the unit.

- For classes with a good base attack bonus (fighter, berserkers, warriors, and so on), the base attack bonus equals the unit's Hit Dice.
- For classes with an average base attack bonus (jacks-of-all-trades and experts, for instance), the base attack bonus equals the unit's Hit Dice x .75.
- For classes with a poor base attack bonus (commoners and wizards), the base attack bonus equals one-half the unit's Hit Dice.

In any event, the Company Scale does not use iterative attacks.

A unit's ranged attack modifier equals its BAB + attached unit leader's Cha bonus + Dexterity modifier (dominate Dexterity score of constituent members) + miscellaneous modifiers (terrain bonuses, range increments, and so on).

A unit's ranged attack modifier equals its BAB + attached unit leader's Cha bonus + Dexterity modifier (dominate Dexterity score of constituent members) + miscellaneous modifiers (terrain bonuses, range increments and so on).

A natural 1 is always a miss, and a natural 20 is always a hit. The Company Scale does not use critical hits.

In order for a unit to attack, it must share a space with another unit. At the Company Scale, enemy units may occupy the same space.

Damage

If a unit occupies the same space as an enemy unit and scores a successful hit, it deals damage. For every full 5 points the unit's attack roll exceeds the opposing unit's AC, the unit scores 1 hit. In addition, the attacking unit also rolls the damage die for the most common weapon used (1d8 if the majority of the troops in the unit wield longswords or battleaxes for example). Add a Strength modifier to this roll. The result of the damage is the number of additional hits. Sum the total number of hits. The total hits equal the damage value.

To resolve damage, the defending unit must make a Fortitude save to resist injury. The DC is 15 + the damage value. If the unit succeeds on the save, the unit suffers no injury. If the unit fails the save by less than 10, they are injured. If the unit fails the save by 10 or more, the unit is injured and shattered (note the DC for the Rally check).

Injured

Each injury imposes a cumulative –1 modifier on future Fortitude saves to resist injury and Morale checks to resist fear. If a shattered unit takes an injury, it is destroyed. Any time a unit suffers an injury, it must make a Morale check (see below). A unit whose number of injuries equals half of the unit's Hit Dice is automatically destroyed.

Shattered

A shattered unit retains its integrity, but can only take a single move action or standard action each turn. A shattered unit may not take a full-round action. Furthermore, a shattered unit moves at half speed. A shattered unit must make a Morale check (see below). A shattered unit that gains another injury is destroyed. An attached leader (such as a PC or NPC leader) may attempt a Command check (applying the injury penalty) against the Fortitude DC the unit initially failed to rally the unit to an injured status. A rallied unit may take no additional actions for the remainder of the round.

Destroyed

A destroyed unit can no longer take actions for the duration of the encounter. After the combat, a commander can make a Command check to recover a certain amount of casualties from destroyed units (see **Combat Resolution** on page 140).

Space/Reach

A square in the Company Scale equals 20 feet. A squad and a platoon both occupy one 20-foot square. A company occupies a 40-foot space. Units do not threaten any squares around them unless they have reach weapons. In this instance, they threaten all adjacent squares.

Saving Throws

A unit uses the base saving throws of its members. For example, a unit comprised of 1st-level warriors, has the following saves: Fort +2, Ref +0, Will +0, modified by the units ability scores as normal. In addition, a unit gains a +2 bonus to Fortitude and Will saves if organized into a platoon, and a +4 bonus to Fortitude and Will saves if organized into a company.

Ability Scores

Ability scores are unchanged. Use the dominant set of scores for the entire unit. Assume units employ the standard array of ability scores for Green troops (Str 11, Dex 10, Con 11, Int 10, Wis 11, Cha 10). For Trained and Veteran troops, use the nonelite array (Str 13, Dex 10, Con 12, Int 9, Wis 11, Cha 8). Use the Elite Array for Elite troops (Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8). For details on ability score arrays, see the *MM*.

Skills and Feats

Use the standard skills and feats from its members. A unit of any size gains a +2 circumstance bonus to Climb, Listen, Spot, and Swim checks.

Sample Unit

An Urban Cohort platoon has the following statistics.

Urban Cohort Platoon, 2nd-level human Warriors: *Type* Infantry; *Quality* Trained; HD 24d8; Speed 120 ft.; AC 15, flatfooted 15; BAB +24; Atk +26 melee (1d8+1, longsword); Space/Reach 20 ft/–; SV Fort +5, Ref +0, Will +1; Str 13, Dex 10, Con 12, Int 9, Wis 11, Cha 8.

Skills and Feats: Climb +0, Intimidate +4, Listen +2, Spot +0, Swim –3; Improved Initiative, Weapon Focus (longsword).

Possessions: Each member of the squad wears a chain shirt, carries a light steel shield, and a longsword.

Company Scale Combat

Company Scale combat follows a similar structure to normal combat rules, with two major exceptions. First, each square equals 20 feet. Second, a Company Scale round equals about 24 seconds or 4 Character Scale

Miniatures at the Company Scale

The Black Company Campaign Setting assumes engagements at the Company scale use counters instead of miniatures, to make it easy to have units engage. If you prefer, you can use miniatures at this scale. Simply have both miniatures share half the square.

rounds. To retain integrity between the Character and Company scales, rules at Character scale apply to Company Scale except where noted below. Hence, rules for Cover and Concealment, special forms of movement such as climbing and swimming, and the effects of terrain as defined in the *DMG* all apply to the Company Scale Combat System.

Combat follows this sequence:

1. Each unit starts out flat-footed. Once a unit acts, it is no longer flat-footed.
2. Determine which units are aware of their opponents at the start of the battle. If some but not all of the units are aware of their opponents, a surprise round happens before regular rounds of combat begin. The units who are aware of the opponents can act in the surprise round and gain the Advantage (see **Advantage**, page 126). Units who were unaware do not get to act in the surprise round. If no units or all units start the battle aware, there is no surprise round. If a surprise round occurs, the leaders of the respective sides may issue a number of orders equal to their Charisma modifier. Otherwise, proceed to step 3.
3. Character Scale actions resolved (if any). See page 140 for details. If there are no Character Scale actions, proceed to step 4.
4. Each Captain, or highest-ranking character on the battlefield, rolls an opposed Command check (+1 bonus per unit with Improved Initiative). The winner of the opposed roll gains the Advantage, and may act first. At the victor's discretion, he may allow his opponent to move first.
5. Each Captain can issue up to 4 orders per round, with each order being a full round action at the Character scale. The Captain who has the Advantage goes first, and can issue one order. The opposing Captain may then issue an order. This process continues until both Captains run out of orders. If either Captain uses the Advantage, it is spent for the round.
6. Non-ordered engaged units attack.
7. When both Captains have used all of their orders, repeat steps 3 through 5 until the combat ends.
8. After the combat ends, resolve casualties from injured, shattered, and destroyed units.

Basic Orders

The keys to combat at the Company Scale are the Captain's Orders. Issuing an Order is a full-round action (at the Character Scale), and usually requires a Command Skill check. It is assumed the Captain issues commands to his underlings and messengers who carry orders to the respective units. A Captain can issue any of the following orders with the listed effects. When issuing multiple orders to the same unit, the Command DC increases by +5 for each additional order beyond the first. A commander can issue multiple attack orders to the same unit in a round, but each additional attack is at a –5 penalty. A unit is limited to two move actions per round.

Attach (DC –)

The Captain may attach a PC or NPC to a unit as an order. The attached PC grants his side one additional order for that unit only. Hence, when that unit is engaged, the PC or NPC can order the unit to attack, and the Captain does not have to waste an order to maintain attacks. The attached character may use an order to disengage from a unit, but the unit must immediately make a Morale check.

Table 9–8: Range Increments for Common Weapons

	Range increment in 20-foot square and associated penalties									
Weapon	**0**	**–2**	**–4**	**–6**	**–8**	**–10**	**–12**	**–14**	**–16**	**–18**
Axe, throwing	A	1	—	2	3	—	—	—	—	—
Club	A	1	—	2	3	—	—	—	—	—
*Crossbow, heavy	6	12	18	24	30	36	42	48	54	60
*Crossbow, light	4	8	12	16	20	24	28	32	36	40
Dagger	A	1	—	2	3	—	—	—	—	—
Dart	1	2	3	4	5	—	—	—	—	—
Hammer, light	1	2	3	4	5	—	—	—	—	—
Javelin	2	3	4	6	8	—	—	—	—	—
Longbow	5	10	15	20	25	30	35	40	45	50
Longbow, composite	6	11	16	22	28	33	38	44	50	55
Shortbow	3	6	9	12	15	18	21	24	27	30
Shortbow, composite	4	7	10	14	18	21	24	28	32	35
Shortspear	1	2	3	4	5	—	—	—	—	—
Sling	3	5	7	10	13	15	17	20	23	25
Spear	1	2	3	4	5	—	—	—	—	—
Trident	A	1	—	2	3	—	—	—	—	—

A=Adjacent Only *Crossbows: Light crossbows may fire every Combat Scale round. Heavy crossbows may fire every other Combat Scale round.

Attack (DC 10)

In order to issue an attack order, a Captain must succeed on a DC 10 Command check and the unit must occupy the same space as an opponent unit (called being engaged), be adjacent to an opponent if the unit employs reach weapons, or be equipped with ranged weapons.

Engaged: A unit that occupies the space of an enemy unit is said to be engaged. The Captain must issue an order each round after the first for that unit to attack using its melee attack bonus. If the Captain chooses not to issue an order of attack for an engaged unit, the unit makes an attack but at half its normal attack bonus. However, an attached character to that unit may issue one additional order for that unit in a round. See **Attach** above.

Ranged Attacks: Resolve ranged attacks just as melee attacks, whereby the captain issues an order each round for that unit to attack using its ranged attack value. An archery unit does not have to be engaged to attack, provided their target is within range (see **Table 9–8: Range Increments for Common Weapons**). If the Captain chooses not to issue an order of attack for an engaged unit, the unit does not attack, unless another unit engages it. However, an attached character to that unit may issue one additional order for that unit in a round. See **Attach** above. A ranged attack against an engaged unit divides the number of hits to both units equally, with any left over hits dealing damage to the unit with the lowest AC.

Reach: If a unit is armed with reach weapons, guisarmes for example, that unit may attack an adjacent unit without engaging. Like a standard attack, the Captain can issue an order each round for that unit to attack using its melee attack value. However, because they are not engaged, they do not attack unless ordered by the Captain, or by an attached character.

Command

A Captain can apply the effects of a Command feat or use a miscellaneous effect of the Command skill **(see Chapter Four: Skills** for details) in lieu of one of the standard orders.

Disengage (DC 10)

A Captain may order a unit to disengage from another enemy unit. The unit moves to any adjacent space, and may receive orders as normal.

Move (DC 10)

A unit ordered to move may move a number of feet equal to its speed score. If its speed is not an increment of 20 feet, it moves to the last full space of its movement. A unit ordered to move into a square occupied by an opposing unit gains a free attack at its normal attack bonus. However, it must end its movement in this space.

Rally (DC Varies)

The commander may rally his troops and reduce the fear effect by one degree as a command, by making a Command check against a DC equal to the Morale check DC the unit failed. Thus, it would take the commander a minimum of three commands to rally a panicked unit, two commands to rally a frightened unit, and one command to rally a shaken unit. On a successful check, the unit gains an injury as appropriate to its fear type (1 for shaken and 2 for panicked).

Reform (DC 20)

A Captain who is attached to a unit may order that unit to join with another adjacent unit. Reforming units on the battlefield removes the weaker unit, and repairs all damage to the stronger unit. A reformed unit may not receive any new orders until the next round. Finally, a reformed unit must make a Morale check at the end of the round.

Retreat (DC 10)

A Captain who issues this order does so as a last resort. By sounding retreat, all units must make a Morale check or suffer the standard effects of morale.

Morale

Units are subject to morale checks whenever they take injuries, when magic affects them, or any of the other situations described on **Table 9–9: Morale Check Modifiers**. A Morale check is a special Will save against a DC 10 + the situational modifier. If a commander is attached to a unit, the commander may substitute his Command check in the place of the Will save. If the check succeeds, the unit suffers no effects. If the check fails, the unit becomes shaken. If the unit fails the save by 5 or more, the unit becomes frightened. If the unit fails the save by 10 or more, the unit becomes panicked.

A shaken unit takes a –2 penalty on attack rolls, saving throws, skill checks, and ability checks.

A frightened unit flees from the source of its fear as best it can. If unable to flee, it may fight. A frightened unit takes a –2 penalty on all attack rolls, saving throws, skill checks, and ability checks. It first disengages on its own. On the next round, it flees.

A panicked unit drops its weapons and flees at top speed from the source of its fear, as well as any other dangers it encounters, along a random path. It cannot take any other actions. In addition, the unit takes a –2 penalty on all saving throws, skill checks, and ability checks. If cornered, a panicked unit surrenders and does not attack. It first disengages. On the next round, it flees.

The effects from multiple failed Morale checks are cumulative. A shaken unit that fails a second Morale check resulting in shaken, becomes frightened instead. A frightened unit that fails another Morale check becomes panicked. Failing a Morale check applies additional injuries to a unit, reflecting desertion,

Table 9–9: Morale Checks & their Modifiers

Situation	DC Modifier
Injured –1	—
Injured –2 to –3	+1
Injured –4 to –6	+2
Injured –7 to –9	+3
Injured –10 or more	+4
Shattered	+3
Quality: Green	+2
Quality: Trained	+1
Quality: Veteran	+0
Quality: Elite	–2
Type: Archers	+2
Type: Infantry	+1
Type: Cavalry	+0
Unit fighting independently	+2
An allied unit fails a morale check	+2
An adjacent allied unit fails a morale check	+4
Unit affected by magic	+2
Unit damaged by magic	+2 per magnitude of the caster plus injury status

Incomplete Squads

A full squad consists of 8 men. If the squad takes damage, and is injured, it may continue function as a squad. Simply recalculate the essential modifiers before the next battle (base attack, for example) and it may continue to function as a normal squad. For example, if an squad of 8 2nd-level warriors lost 2 men, they would have 12 HD, and a BAB of +9 (12 x .75=9) as opposed to a full squad having 16 HD, and a BAB +12 (16 x .75=12).

A unit may attempt another Will save every 1d6 rounds to attempt to rally on its own.

Combat Resolution

Because the units take injuries instead of hit point damage, a number of soldiers survive every combat, even those from destroyed units. Once the combat has ended, both sides enter a Casualty Phase, an opportunity for commanders to regroup from the injured. To determine the survivors of any combat, compare the unit's actual injuries with the Unit Status column of **Table 9–10: Company Scale Casualty Modifiers** and find the appropriate DC modifier. Sum the total modifiers and add them to DC 15. The unit then attempts the Fortitude save, and compare the result of the save to **Table 9–11: Company Scale Casualty Results**. Even uninjured units can take casualties, reflected by desertion, accident, and infection. So, the platoon of Veteran Urban Cohorts defeated their enemies, but ended the combat with injuries (–4), and they do not employ a surgeon. To determine the Casualty DC, they must succeed on a DC 16 Fortitude save. The unit has a Fort save of +4, and rolls an 8, 12 total. They failed by 4, so they took 30% casualties. Each squad has 8 men, and a platoon consists of 4 squads, so there were 32 soldiers. After casualties, they have 22 men left in the platoon, or two full squads, and one incomplete squad (see **Incomplete Squad** sidebar).

Table 9–10: Company Scale Casualty Modifiers

Unit Status	DC Modifier
Per –1 Injury	+1
Per –1 Injury over –5	+2
Per –1 Injury over –10	+4
Shattered at end of combat	+10
Destroyed at end of combat	+20
Per failed Morale check	+1
Per Surgeon/Healer	–1
Quality: Green	+4
Quality: Trained	+2
Quality: Veteran	+0
Quality: Elite	–2

Table 9–11: Company Scale Casualty Results

Save Result	Casualties
Succeed	–10%
Failed	–20%
Failed by 3 or more	–30%
Failed by 6 or more	–40%
Failed by 9 or more	–50%
Failed by 12 or more	–80%
Failed by 15 or more	–100%

Environment

Most of the same rules for environment, weather, and obstacles used in the Character scale apply at the Company scale. For example, if both sides fight in Severe winds, all ranged attacks take a –4 penalty, units are checked in the face of the wind, and flying creatures are blown backwards 1d6x5 feet, which usually does not move them farther than one square backwards. Likewise, if a unit defends a tower and launches ranged attacks from behind arrow slits, the entire unit gains the benefits of cover, just like any other character so situated. Special rules for dealing with environmental conditions follow.

Getting Lost

Just as unprepared travelers can become disoriented, so too can companies get lost moving through the wilderness. In most instances, the sounds of combat are near enough to reorient a unit as it moves. However, magical effects, fog, or inclement weather can conceal landmarks, especially in Company Scale combats occurring in a large area. Use the standard rules as described in the *DMG* for adjudicating Getting Lost, except instead of all characters making a Survival check to regain their bearings, have the scout or commander, if he leads, make the Survival check. Also, if moving through the wilderness during a raging battle, Survival checks gain a circumstance bonus based on the distance to the combat as the GM adjudicates.

Terrain

Terrain, just as at the character scale, can provide useful bonuses or frustrating penalties at the Company scale. As each square at the Company scale is 20-feet on a side, at least half of the unit must occupy the space to gain the bonuses or penalties. Thus a squad who occupies a 20-foot square containing trees gains a +2 bonus to Armor Class and a +1 bonus to Reflex saves. However, a Company must contain the terrain type to grant the bonus. In order for a company to gain this bonus, half of its base must occupy this terrain. For more information on the effects of terrain, consult **Chapter Three: Adventuring** in the *DMG*.

Character Scale Actions Within Company Scale

One of the benefits of *The Black Company Campaign Setting's* combat system is that it allows the scale to change in combat, based on the PCs actions. This allows the game to maintain its focus on the PCs while the events of the battlefield unfold around them. To change the scale in the middle of combat, simply follow these guidelines.

A Company Scale combat round is four Character Scale rounds long. This effectively allows PCs to take 4 turns in the space of a single standard Company Scale combat round. Characters receive 4 rounds of actions before the Captain of the side issues orders. The character may not issue an order to a unit to which he is attached if he acts during the Character

Scale; his actions replicate his order. Furthermore, if the unit is engaged, it does not attack at the end of the round if not ordered to do so by the Captain.

Combat resolves normally for the character scale, except that the attached character must remain within 10-feet per point of Charisma modifier in order to retain control over the unit. Characters issue orders to Squads as per the Command Skill, in **Chapter Five: Skills**.

At the end of the characters' actions, combat, at the Company Scale resumes as normal.

Magic

Full details on magic in *The Black Company Campaign Setting* are described in **Chapter Ten: Magic**. Generally, magic functions at the Company Scale as it does at the Character Scale, except casters are more likely to cast spells faster, as one Company Scale round equals four Character Scale rounds. A couple of specific notes follow however.

In order for a unit to be affected by a non-damaging spell, the spell either fills the area the unit occupies, or targets all of its members. If so, the unit makes a save as one creature. If it succeeds the save, it is unaffected. If it fails, it is affected. Thus, if a unit is affected by a *Hold* spell and fails the save, all members within the unit are affected.

Damaging spells have a slightly different result when used against a unit in the Company scale. A damaging spell need not affect the entire unit. Instead, the caster rolls damage normally, and then divides the total damage by 5 (rounding down; a result of 0 is possible). The result is the damage value of the spell's effect. Resolve the effects of damage value as normal (see page 137).

Company Scale Combat Example

The following example takes place in an urban environment. A stand of trees provides a +2 bonus to Armor Class and Reflex saves in the southwest corner, and a lake lies in the southeast corner. The trees cost double movement, while the lake is impassable. The weather conditions are fair, and there is a light wind.

Side A: Urban Cohorts

Two Urban Cohort Squads, 1st-level human Warriors: *Type* Archers; *Quality* Trained; HD 8d8; Spd 120 ft.; AC 13; BAB +8; Atk +8 melee (1d6, shortsword) or +9 ranged (1d8, light crossbow); Space/Reach 20 ft./–; SV Fort +2, Ref +0, Will +0; Str 10, Dex 13, Con 12, Int 9, Wis 11, Cha 8.

Skills and Feats: Climb +2, Intimidate +1, Listen +2, Spot +2; Dodge, Weapon Focus (light crossbow)

Possessions: Each member of the squad wears leather armor, and wields light crossbows and shortbows.

Urban Cohort Platoon, 2nd-level human Warriors: *Type* Infantry; *Quality* Trained; HD 24d8; Spd 120 ft.; AC 15, flatfooted 15; BAB +24; Atk +26 melee (1d8+1, longsword); Space/Reach 20 ft./–; SV Fort +7, Ref +0, Will +3; Str 13, Dex 10, Con 12, Int 9, Wis 11, Cha 8.

Skills and Feats: Climb +0, Intimidate +4, Listen +2, Spot +0, Swim –3; Improved Initiative, Weapon Focus (longsword).

Possessions: Each member of the squad wears a chain shirt, carries a light steel shield, and a longsword.

Captain: Ftr 5; Command +9; *Command Feats*: Charge

Side B: Black Company

Black Company Platoon, 5th-level human Warriors: *Type* Infantry; *Quality* Veteran; HD 58d8; Spd 120 ft.; AC 15, flatfooted 15; BAB +58; Atk +61* melee (1d8+1, longsword); Space/Reach 20 ft./–; SV Fort +8, Ref +1, Will +4; Str 13, Dex 10, Con 12, Int 9, Wis 11, Cha 8. *Including Command Feats

Skills and Feats: Climb +0, Intimidate +4, Listen +2, Spot +0, Swim –3; Dodge, Improved Initiative, Weapon Focus (longsword).

Possessions: Each member of the squad wears a chain shirt, carries a light steel shield, and a longsword.

Captain: Ftr 7; Command +12; *Command Feats*: Disciplined Troops (+2 morale checks), Fight Cautiously, Focused Troops

Steps 1, 2, and 3

Both sides are flat-footed and aware. There are no characters involved, so there is no Character Scale phase.

Step 4

Both Captains roll Command Checks. The Urban Cohort Captain rolls a 9, +9 for his Command skill, +1 because his platoon has Improved Initiative. His total roll is 19. The Black Company Captain rolls an 8, +12 for his Command skill, +1 because the Black Company platoon has Improved Initiative. The Black Company result is 21, winning, and gaining them the Advantage.

Step 5a: Black Company First Order

The Black Company Captain orders his platoon to move into the square occupied by the Urban Cohorts Infantry. The Captain must succeed on a DC 10 Command check, which the Captain cannot fail. The Black Company platoon moves and ends its movement in the square occupied by the Urban Cohort Infantry.

Because the Black Company ended its move engaged, it gains a free attack. The Captain uses the Advantage to crush his foes. The unit rolls a 2 and a 19, he takes the 19, +61 for its attack bonus, for a total roll of 80, more than enough to hit the Urban Cohorts. They exceeded the Urban Cohort's AC by 65. For every 5 points by which they exceed their opponents AC, they gain an additional hit. So, the Black Company nails the Urban Cohorts for +32 hits. The Black Company now deals damage (1d8+1 for the longsword) and rolls a 7 +1 for Strength for 8, equaling a 21 damage value.

The Urban Cohorts must attempt a DC 36 (15 + 21 damage value) Fortitude save. They roll an 11, +5 for Fort, for a 16 total. They not only failed the save, but also failed by more than 10, so the platoon is both injured (–1 penalty to future Fortitude saves) and must now make a Morale check.

The DC for the Morale check equals 15 (base 10, +0 [injury –1], +3 for shattered, +1 for Trained, +1 for Infantry). The unit rolls an 11, +1 for its Will save modifier, totaling at 14, and failing, so the unit becomes shaken.

Finally, the Black Company Dodges (improving their AC to 16) the Urban Cohorts Archery Unit.

Step 5b: Urban Cohorts First Order

It is now the Urban Cohort's turn. Their Captain tries to rally his troops. So, to reduce the effect of the shaken condition, he must succeed on a Command check against the Will save DC, which in this case is a DC 15. The Urban Cohorts Captain rolls a 15, adds +9 for his Command skill modifier for 24, enough to remove the fear effect altogether.

Step 5c: Black Company Second Order

The Black Company Captain attacks the Urban Cohort Platoon again. However, the Black Company no longer has the Advantage and now must attack normally, and at a –5 for their second attack in the round. The Black Company attacks, but rolls a 1, an automatic miss.

Step 5d: Urban Cohorts Second Order

With the Black Company's missed opportunity to crush the Urban Cohorts, they counterattack, rolling a 16. They add the attack bonus, +26, for a total roll of 42, hitting the Black Company, and exceeding their AC by 27, resulting in +5 hits. They roll damage, 1d8+1, for an additional 6 points, dealing a damage value of 11.

The Black Company must succeed on a DC 26 (base 15, +11 damage value) Fortitude save to resist injury. They roll an 18, add +8 for their Fortitude, for 26 total, just enough to shrug off the damage outright, and prevent the need for a Morale check.

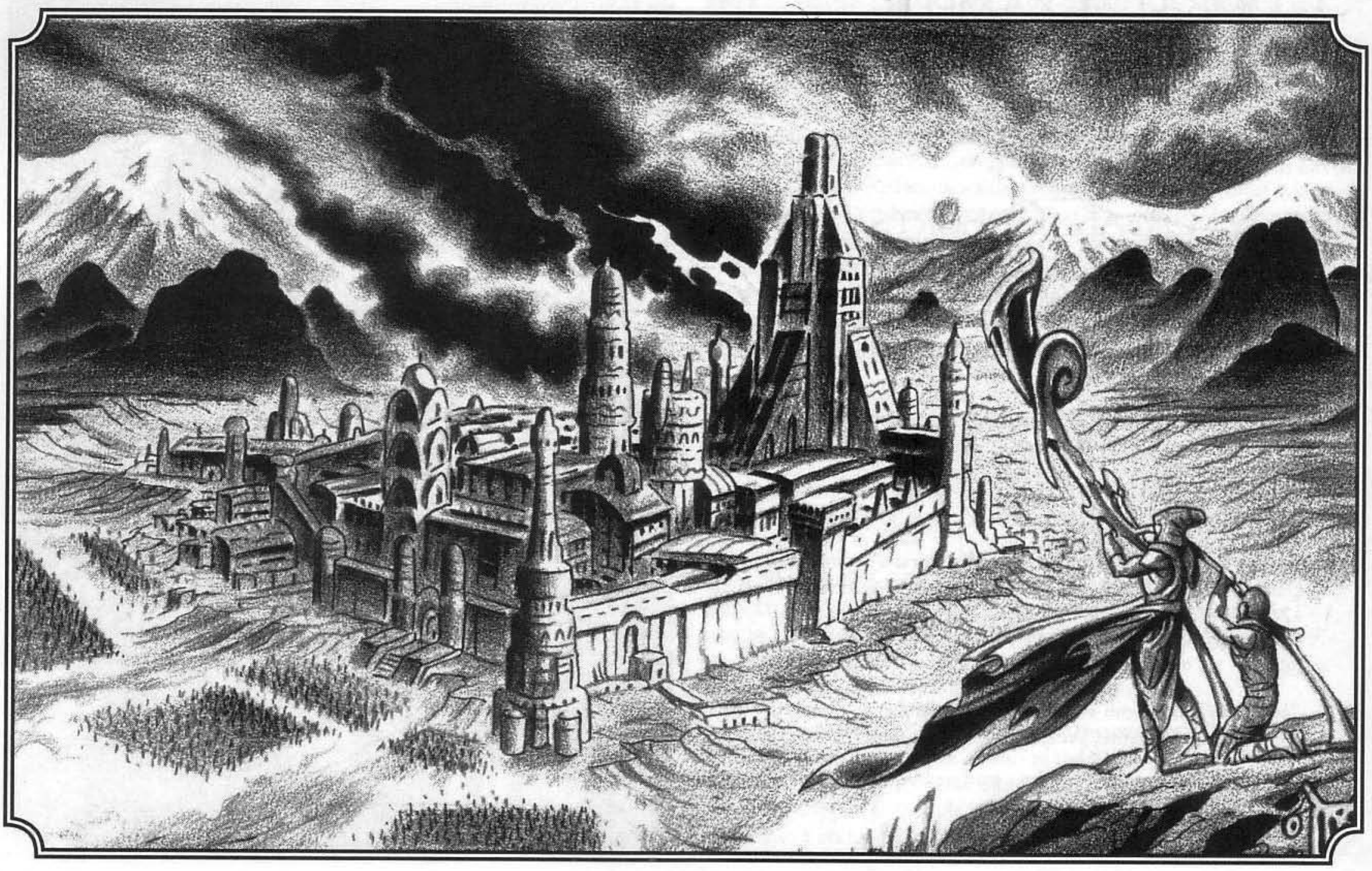
Step 5e: Black Company Third Order

The Black Company responds to the attack, rolls a 7, adds +61, and subtracts 10 because this is their third attack, for a 58 total. They hit the Urban Cohorts by 43, and deal 8 hits. They only roll 4 points of damage, so the total damage value is 12.

The Urban Cohorts must succeed on a DC 27 Fortitude save, and suffer a –1 to their roll for Injuries. They roll a 12 (6 [for the roll] –1 [injuries] +7 [Fort save modifier]), not only failing, but also failing by more than 10. The unit is shattered and gains another injury (–2). The Urban Cohorts must make a DC 16 (10 [base], +1 [–2 Injuries], +3 [shattered], +1 [Trained], +1 [Infantry]) Morale check. They roll a total of 10 (9 [roll], +3 [Will], –2 shaken], failing the check by more than 5, and become frightened, and gaining 2 more injuries (for a total of –4). They automatically disengage.

Onward

Combat proceeds as normal until both Captains are out of orders. Thereafter, both sides return to Step 3 and resolve combat until one side is destroyed, or until all of one side's units are panicked (routed).



Army Scale

The Company Scale is designed to be used for armies of any size. However, like combat at the Character Scale, the more units, the slower the resolution. When PCs are involved in a battle between thousands of troops, the battle can overshadow the role of the characters, turning the roleplaying game into a tabletop war game. Furthermore, sometimes combats are simply too large to resolve in a single session, or series of sessions for that matter. In answer to this concern, *The Black Company Campaign Setting* presents the Army Scale, an easy system designed to resolve combats of any size quickly. Examples of such engagements in the novels include the Kiaulune Wars discussed in *Water Sleeps* and the Battle at Queen's Bridge as mentioned in *The Silver Spike*.

At the Army Scale, the smallest unit is the company, so combine all extra squads into platoons, and combine all platoons into companies. Four platoons, as in the Company Scale, equal a company. Four companies equal an army. Thus, an army, at this scale has 640 soldiers. A force can consist of several armies.

At this scale, PCs' actions do not affect the outcome of a battle as they do at the Company Scale and Character Scale. Instead, PCs and NPCs provide Command modifiers. The leader of a particular Force is a "General."

A round at the Army Scale is one day.

Statistics

Each Force has the following characteristics.

Army Strength Rating

The Army Strength Rating (ASR) is the sum of four factors: Command (ACV), Quality (AOQ), Quantity, and Type.

Command

To determine the Army's Command Value (ACV), take the General's total Command modifier and add the subordinate modifier.

ACV= General's Command modifier + subordinate modifier.

The subordinate modifier equals the sum of the levels of all commanders (lieutenants, captains, or PCs) divided by five. An army can only claim one legitimate lieutenant for every company and one legitimate captain for every four companies. A legitimate commander in this case has a number of ranks in Command equal to or greater than one-quarter the character's character level.

For example, the general of the Army A is a 15th-level fighter with a Command modifier of +20. He employs 4 3rd-level fighters as lieutenants, and 2 6th-level fighters as Captains. His subordinate modifier is his commanders' levels divided by five, rounding down. (3+3+3+3+6+6/5 = 4). So, Army A's ACV is +24.

Quality

To determine the Army's Overall Quality (AOQ), sum the Quality modifiers of all of its companies. For Companies of mixed qualities, compare the highest quality platoon to the lowest quality platoon. If there are more of the higher quality platoons, use a quality level one-step worse than the highest quality level. If there are more of the lower quality platoons, use a quality level one-step better than the lowest quality level. For example, one of Army A's companies consists of one veteran platoon, and three green platoons. Because the green platoons outnumber the veteran platoon, the company functions as a trained company.

Characters and Army Scale

Player characters cannot be killed during Army Scale combats, even if their attached unit is destroyed. However, characters in eliminated units take a percentage of their damage equal to the casualty result.

Quality

Quality	Modifier
Green	–4
Trained	–2
Veteran	+0
Elite	+2

For example, Army A has 8 companies. Three companies are Green (–12), three are trained (–6), one is veteran (+0), and one is elite (+2). The total AOQ is –16.

Quantity

An army adds +4 for every company in it. So, Army A, having 8 companies, has a +32 quantity.

Type

An army gains a bonus based on the types of its troops. The army gains no modifier for Infantry, +2 for each company of cavalry, and +1 for each company of archers. In addition, for every two war machines, the Army gains an additional +1.

Army A has 3 companies of Infantry (+0), 2 companies of Cavalry (+4), and 3 companies of Archers (+3). Its type modifier is +7. And its ASR is +31 (+24 ACV, –16 AOQ, +16 Quantity, +7 Type), rounded off to 30.

Army Scale Combat

Army Scale Combat reduces a war to simple comparison of the strengths of each force. To determine the outcome of a battle, follow these steps.

1. **Compare ASR:** The first step of combat resolution at the Army Scale is to divide the larger ASR by the smaller. Round down. The side with the larger ASR adds this number to their resolution pool.

2. **Morale:** Each side determines morale modifiers, and adds the following modifiers to their resolution pool.

Morale

Condition	Modifier
Fighting in homeland	+1
Defeated the foe before	+1
Larger ASR	+1
Employs Magic	+1
Majority Quality: Green	–2
Majority Quality: Trained	–1
Majority Quality: Veteran	+0
Majority Quality: Elite	+1
Fanatic	+2

3. **Environmental Conditions:** Both sides apply these modifiers to their Resolution Pools.

Changing Scales

You can switch to Army Scale, provided the number of units on both sides equals at least a company. This is useful if the characters take part in the opening forays of the battle eliminating a squad or platoon, kill an enemy commander, or any other possible missions. On the other hand, you could use the Army Scale to open the conflict, before moving down to the Company Scale for critical scenes, and finally resolving the PCs actions at the Character Scale. In any event, the Army Scale can reflect a day or even a portion of a day of fighting, all depending on how you intend to use it.

Environmental Conditions

Condition	Modifier
Normal Weather	+1
Abnormal Weather	+0
Inclement Weather	–1 for each company of archers
Storm	–2 for each company of archers
Powerful Storm	–4 for each company of archers
Fog	–1

4. Terrain: If the armies meet on neutral ground, both apply these modifiers. Otherwise, the defender gains this bonus.

Terrain

Terrain	Modifier
Forest	+2
Marsh	+1
Hills	+1
Mountain	+2
Desert	+0
Plains	+0
Urban	+2
Fortification	+0 to +6*
Unusual	–6 to +6**

*This modifier stacks with any other terrain benefits. Fortification provides a range of modifiers. A shoddy palisade may only grant a +1 bonus, while the Tower of Charm would grant a +6 bonus. The GM should adjudicate the degree of fortifications on a case-by-case basis.

**The GM may impose additional modifiers, either penalties or bonuses based on extenuating circumstance of the battlefield. For example, the Plain of Fear, with Change Storms, fields of coral and other unusual features may apply a bonus to defenders familiar with this area's quirks, while an army, unfamiliar with its quirks may take a penalty

5. Condition: Each side applies these modifiers as appropriate to their situation. Modifiers are cumulative.

Condition

Condition	Modifier
Per week of fighting	–1
Per month of fighting	–1
Fatigued*	–2
Exhausted*	–4

Table 9–12: Army Scale Casualty Results

Difference	Casualties W	Casualties L
1–2	50%	50%
3–4	45%	55%
5–6	40%	60%
7–8	35%	65%
9–10	30%	70%
11–12	25%	75%
13–14	20%	80%
15–16	15%	85%
17–18	10%	90%
19–20	5%	95%
21+	—	100%

*Condition gained from lack of food and water, forced marches, heat, or cold.

6. Strategy, Smoke, and Mirrors: The commander on each side makes an opposed Command check. The victor of the check gains a +1d6 bonus added to their total. The commanders then make opposed Bluff checks. The victor of the contest gains a +1d4 bonus added to their total.

If either side employs wizards, each side makes an opposed Magic Use check. If a side has multiple wizards, the other wizards may aid the leading character by making Magic Use checks against a DC 10. If they succeed, they add +2 to the primary caster's check. The side winning the opposed check gains +1d8 +1 per magnitude (+0 for dabblers or students of wizardry). The losers add +1d4 +1 per magnitude. Note if one side lacks wizards, they do not roll a Magic Use check, and they do not get the +1d4 to their resolution pool.

7. Roll, Sum, and Compare: Each side rolls 1d6 (for luck) and adds to the result all of the modifiers gained from steps 1–6. The side with the higher number is the winner, the other the loser. Subtract the lower number from the higher. This is the casualty result. Based on the difference, each side deducts the appropriate number of dead and wounded from their total number of forces. If moving to a smaller scale, such as Company Scale, simply remove the indicated percentage of squads, and remaining fractions used as injured units. So if a company (consisting of 16 squads) taking 40% casualties, it loses 4 squads and now consists of 3 platoons. If they had lost 45%, they would lose 4 squads and a fifth would be at half strength (or 5 soldiers).

During the casualty resolution, a skilled healer can reduce the casualties in his unit. If he succeeds on a Heal check against a DC 20 + 5 per additional company, he reduces the number of casualties by 1d4–1 x 5%, resulting in a range of 0 to –15%. Up to one additional healer per company can make an aid another attempt to improve his check. He can reduce casualties to 0% but not below 0%.

Army Scale Combat Example

The Urban Cohorts attack the Black Company in the city of Beryl. The weather is rainy, but temperatures are normal.

Side A: Urban Cohorts

ASR: +22 (+17 [ACV] –4 [trained x2] +8 [2 companies] +1 [+0 infantry, +1 archers])

One Urban Cohort Company, 1st-level human Warriors: *Type* Archers; *Quality* Trained;
One Urban Cohort Company, 2nd-level human Warriors: *Type* Infantry; *Quality* Trained;
2 Lieutenants: Ftr 5; Cha 13; Command +9
1 General: Ftr 9; Cha 17; Command +15; Bluff +9

Side B: Black Company

ASR: +28 (+24 [ACV] + 0 [Veteran] + 4 [1 company] +0 [Infantry])

One Black Company Company, 5th-level human Warriors: *Type* Infantry; *Quality* Veteran;
Lieutenant: Ftr 7; Cha 15; Command +12
General: Ftr 17; Cha 17; Command +23; Bluff +13

Step 1: Compare ASR

The Black Company has the larger ASR (+28), so we divide 28 by 22. The Black company gains 1 in their resolution pool.

Step 2: Morale

Even though the Urban Cohorts are attacking the Black Company, the Urban Cohorts are fighting in their own city. They gain a +1 for fighting in their homeland. However, the majority of their troops are trained, so they gain a –1 penalty, adding nothing to their resolution pool. which remains at 0.

The Black Company has a larger ASR (+1) than the Urban Cohorts. The Black Company has also beaten the Urban Cohorts before (+1). They gain +2 to their resolution pool, for a total resolution pool of +3.

Step 3: Environment

It is raining, so both sides apply a –1 to their resolution pool. The Urban Cohorts are now at –1, and the Black Company is at +2.

Step 4: Terrain

As the defenders, the Black Company gains a +2 bonus for urban terrain and they fight from the Bastion, which the GM adjudicates, grants a +4 fortification bonus. The Black Company is now at +8, while the Urban Cohorts remain at –1.

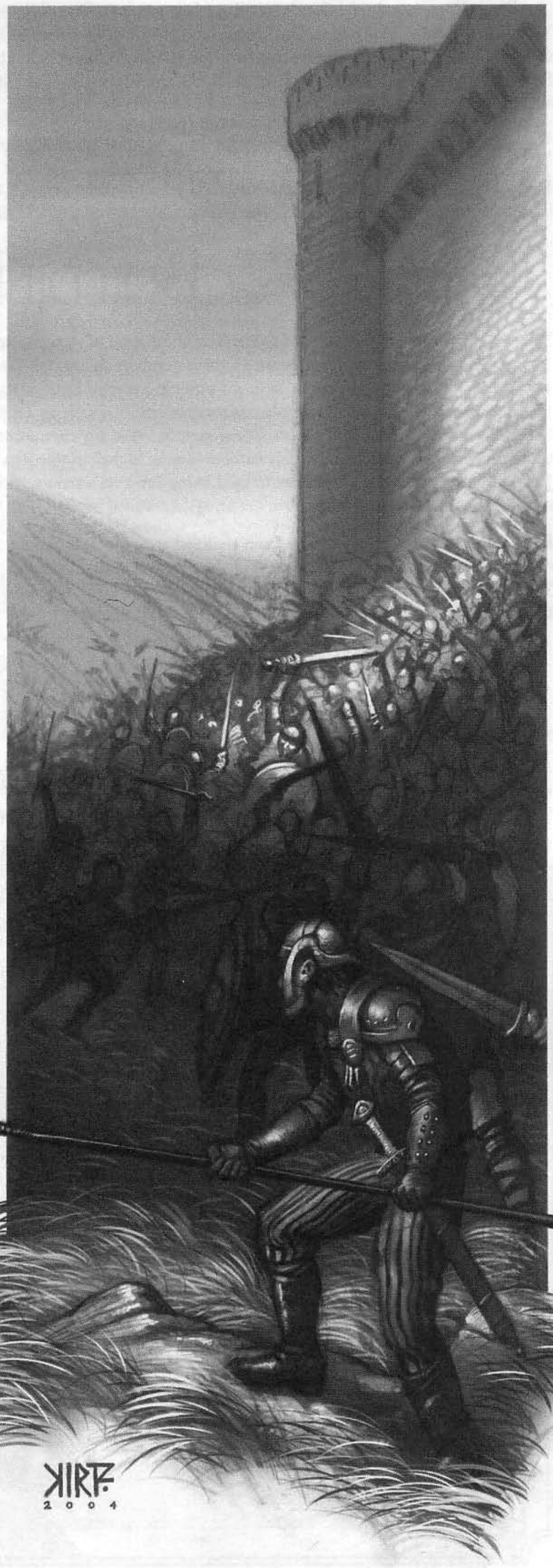
Step 5: Condition

The battle just began, so both forces are fresh, and with a full supply of food. No modifiers here.

Step 6: Strategy, Smoke, and Mirrors

Both commanders make opposed Command checks. The Urban Cohorts commander rolled a 10, for a total Command check result of 25. The Black Company commander rolls a 14, for a total Command check result of 37. The Black Company adds 1d6 to their resolution pool, netting a result of +2.

Both commanders make opposed Bluff checks. The Urban Cohort commander rolled a 14 and adds +9 for a 23 total. The Black Company commander rolls a 17 and adds +13 for a total result of 30. The Black Company outmaneuvers the Urban Cohorts, gaining 1d4 to their resolution pool. They roll a 1, so the Black Company has a +11 in their resolution pool, while the Urban Cohorts sit squarely at –1.



The Black Company, in this battle, employs four wizards, One-Eye, Tom-Tom, Goblin, and Silent. The Urban Cohorts have no wizards, so they cannot roll. Thus the Black Company gains 1d8+2 (Silent is of the Second Magnitude), adding 9 to their pool. So, the Black Company has +20 in their resolution pool, while the Urban Cohorts have a –1.

Step 7: Roll, Sum and Compare

Each side rolls 1d6. The Black Company rolls a 1 and adds the result to its resolution pool for a total of 21. The Urban Cohorts roll a 4, which they add to their resolution pool for 3. The Black Company soundly defeats the Urban Cohorts. Subtracting the difference 21 – 3, provides a Casualty result of 18. The Black Company took light losses, losing 10% of their soldiers, but the urban cohorts suffered far worse, losing 90% of theirs. Croaker is a fine physician. He easily makes the required Heal check and rolls a 2 minus 1 equals 1, so he reduces the casualties on his side by –5%, so the Black Company loses 5% of their numbers. The Urban Cohorts do not keep skilled healers, and suffer the full impact of 90% losses. Of the original 160 members of the Black Company, 152 remain. Of the 320 Urban Cohorts, only 32 remain.

Building Armies

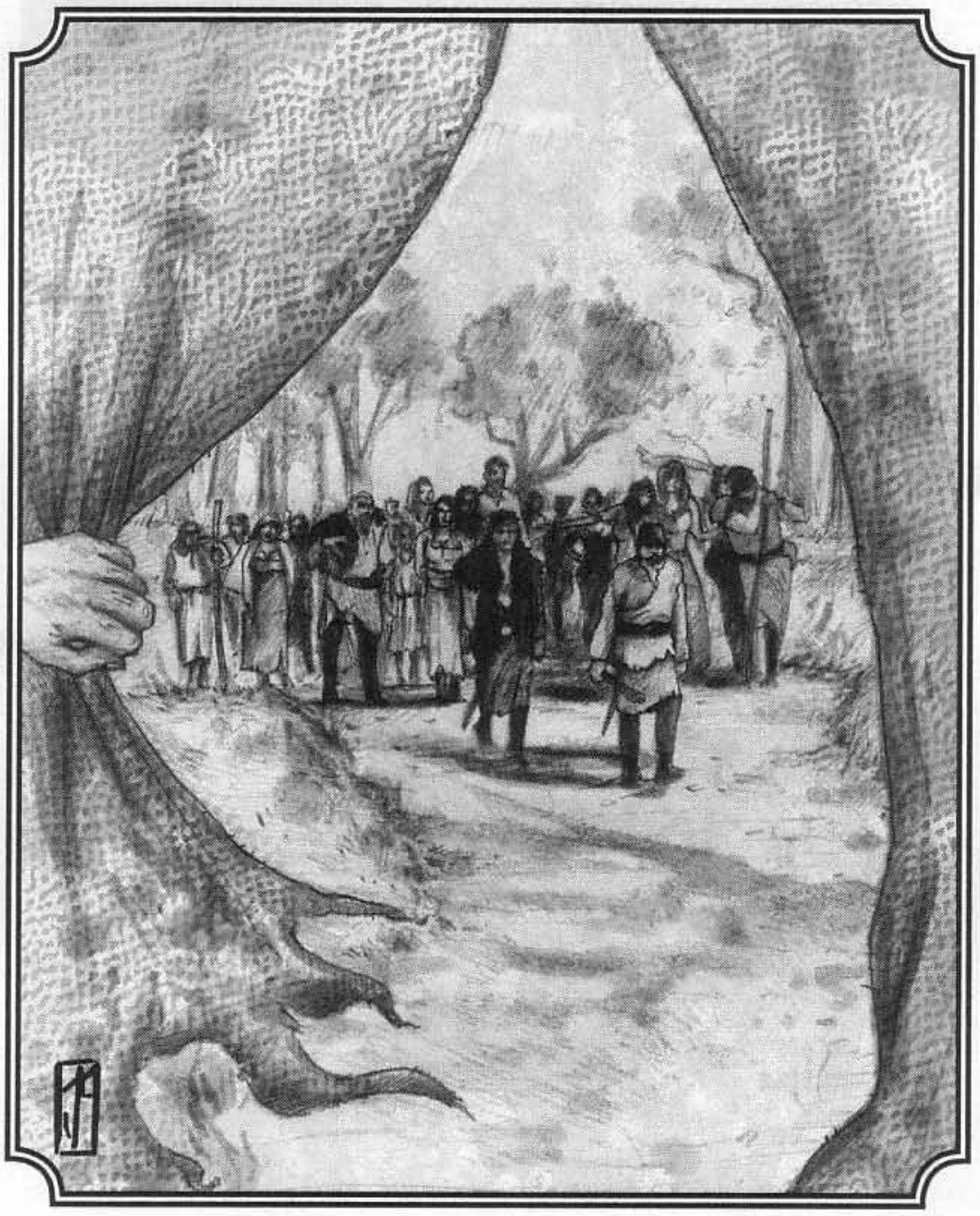
Most nations, city-states, and towns have some form of standing army. While in most campaign settings, these numbers are smaller, *The Black Company Campaign Setting* is war-torn, as rebel factions seek to topple the Lady's Empire or the Shadowmasters' armies march on Taglios, or bandits ravage frontier settlements. Consequently, 5% of any community consists of soldiers. In some areas, this number may be higher, maybe 8 to 10%, or higher still. Most soldiers are trained, being 1st-level warriors, with about 1d3% of them being veterans or better, as determined by the GM.

In addition to the standard armies, each civilized area also maintains a militia, which accounts for another 2% of the city or nation's defenses. These individuals are nearly always trained, but in some areas, where fighting is fiercest, they may be veterans.

Finally, each region is capable of producing green conscripts. A commander can make a Command check. The result of the check is the percentage of the community to offer its husbands and sons to serve as conscripts. Gathered from volunteers, press gangs, or simply the situation, these forces often have low morale and are not useful for protracted military campaigns. Worse, they do not come equipped, and so the commander must supply these troops with arms. Unfortunately, depleting the population also has its cost. The percentage of the population gained through conscription increases the cost of goods by an equal amount. So a commander who gather 25% of the population to serve as soldiers, sees the cost of goods increase by 25% as well. Once a town suffers from conscription, it rebounds in 1d8+1d6 months, and may produce a fresh batch of green soldiers.

Maintaining an Army

In addition to the standard salaries owed to soldiers, it is the responsibility of the commander to feed, clothe, and arm his soldiers. A soldier requires 3 cp of food and general supplies per day. If food and water are lacking, a unit can try to subsist in the countryside by foraging, slaughtering animals, and destroying the landscape. Each Army sized unit (4 companies) consumes all food in non-agricultural environments within 1 mile in a single week. If in farmland, it can subsist on a square mile of crops for 6 months –1 month per Army.



Units, regardless of size, can go without water for 1 day, and 3 days without food. For Character Scale, follow the standard Starvation and Thirst rules in the *DMG*. At the Company Scale, the unit must make a Constitution check against a DC 20 each day (+4 for each previous check) or gain 1d4 injuries. For food, the unit must make a Constitution check against a DC 10, +1 for each previous check, per day or take 1d4 injuries. In either case, the unit must then make a Morale check.

In addition to the difficulties of feeding and clothing an army, plague and the inevitable presence of hangers-on, consisting of thieves, prostitutes, and peddlers, all thinking to profit from the army, can undermine an army's compatibilities on the battlefield. Both disease and followers sap an army's resources and undermine its offensive power, hence their grouping together. Thankfully, such hazards only plague large armies.

Camp Followers

Company and larger sized armies attract camp followers. For each week of travel, they attract 5% of their total number in followers, but never more than 200% of the army's size. Thus, an army of 5,000 attracts 25 hangers-on. These unsavory types exist to profit from the army. Thus whores, thieves, peddlers, drug-dealers, tinkerers, craftsmen, and so on all pick up and follow the army wherever it goes. While they do not present a large problem, they increase the likelihood of disease, and increase the army's upkeep cost. On the other hand, the camp followers help morale. For every 100 camp followers, the DC to prevent disease increases by +2. In addition, the percentage of followers to the army increases the maintenance cost of the army by the same amount. If the commander does not pay the maintenance cost, his troops suffer a –1 penalty to morale checks for each week not paid. On the other hand, for camp followers maintained, the soldiers gain a +2 bonus on all morale checks.

An army commander can disperse the camp followers by making a Command check against a DC equal to 15 + 1 for each week of accumulation. The commander can retry this result, but only after another week has passed.

Camp followers do not typically fight, though they will if attacked. Treat camp followers as 1st-level commoners, organized into squads and platoons. *A commander can coerce the followers into fighting by succeed* on a DC 20 Command check, though all of his troops suffer a –4 penalty to morale checks.

Disease

Any time there is a large number of people gathered in proximity, there is a chance for disease to spread. Even the most protected encampments are at risk, and camps with poor morale, or too many camp followers are at even greater risk. Each week, the commander of the army must make a Command check against a DC 10 +2 per week the army has remained in one location. If the Commander has 5 ranks of Heal or the Physician background, he gets a +2 bonus on this roll. On a failed check, a random disease breaks out in the random unit of the worst quality, Green before Trained, Trained before Veteran, and Veteran before Elite. To determine the disease and its affects, consult **Table 9–9: Diseases**.

Bloody Flux

This disease spreads through contaminated food and water, and is marked by watery stools, fever, cramps, and dehydration. In addition to the effects above, a victim must consume twice the normal water or suffer fatigue.

Firedance

This disease is really a fungal infection found in grains, especially rye. Victims go into convulsions, hallucinate, and suffer sensations of being bitten or burned. Usually results in psychosis.

Gonorrhea

This terrible disease is an infection of the genital tract, transmitted through sexual disease. Males experience urgent impulses to urinate, which burns, and discharge pus from their genitals. In females, it manifests as fever. Unpleasant and painful, gonorrhea rarely is lethal, but often results in sterility.

Influenza

This highly contagious viral infection affects the upper respiratory system. Symptoms include chills and fever, headache, muscular aches, weakness and confusion, and after *1d4* more days, dry or sore throat, cough, and runny nose. Influenza can lead to pneumonia and bronchitis, both reflected in the worsening condition.

Leprosy

Leprosy takes years to incubate. When it finally manifests, the victim's facial features coarsen, affect a hoarse voice, and pale spots appear on the skin, gradually turning into red raised nodules, insensitive to cold, touch and pain. Eventually, the victim loses feeling in hands and feet, and muscles weaken until paralysis sets in. Blindness sometimes occurs. The victim gradually rots away, taking upwards of 20 years to die.

Malaria

This parasitic disease spreads by mosquitoes. Disease manifests as high fever, severe headache, and profuse perspiration. Attacks occur every 1d4 days.

Plague

Spread by fleas, the plague is a terrible and nearly always fatal disease. Buboes appear near the lymph nodes and swell, sometimes to the size of oranges. Extremely painful, the victim suffers headache, fever, and delirium. Plague is usually fatal.

Red Plague

This viral infection is accompanied by a high fever, chills, severe headache, and back pains. Itching red lesions appear as a rash on the face and arms, but sometimes in the lungs or other organs.

Typhoid Fever

Spread through contact with contaminated feces, typhoid fever is marked by high fever, diarrhea, headache, cough, and exhaustion.

Table 9–9: Diseases

Roll	Disease	Infection	DC	Incubation	Damage
01-10	Blinding Sickness	Ingested	16	1d3 days	1d4 Str[1,2]
11-20	Bloody Flux	Ingested	16	1d6 days	1d2 Str, 1d2 Con
21-30	Cackle Fever	Inhaled	16	1 day	1d6 Wis[1]
31-45	Filth Fever	Injury	12	1d3 days	1d3 Dex, 1d3 Con[1]
46-56	Firedance	Ingested	15	1d2 days	1d6 Dex, 1d4 Con, 1d4 Wis
57-60	Gonorrhea	Contact	14	2d4 days	1d3 Str, 1d3 Dex
61-70	Influenza	Inhaled	13	1d2 days	1d2 Str, 1d2 Con, 1d2 Wis
71	Leprosy*	Inhaled or Contact	18	1d100 weeks	1d4 Str[3], 1d4 Dex[3], 1d6 Con[3], 1d6 Cha[3] per 1d100 weeks
72-76	Malaria	Injury	15	1d4 days	1d2 Str, 1d3 Wis
77-78	Plague*	Contact	16	2d3 days	2d6 Con, 2d6 Wis
79-83	Red Ache	Injury	15	1d3 days	1d6 Str[1]
84-90	Red Plague	Inhaled	15	12 days	1d4 Con, 1d6 Cha[3]
91-96	Shakes	Contact	13	1 day	1d8 Dex[1]
97-00	Typhoid Fever	Contact	17	1d4 days	1d6 Con, 1d4 Wis, 1d4 Cha

[1] See the *DMG* for further details. [2] Each time the victim takes 2 or more damage from the disease, he must make another Fortitude save or be blinded. [3] This damage is permanent. *No symptoms during incubation, but contagious by touch with plague victims.

Chapter Ten: Magic

Magic is wild and unpredictable, bound only by the imagination of wizards who manipulate it. Whether One-Eye conjures illusory giant spiders from his navel, or a witch produces clouds of acidic mist to melt her enemies, magic has the appearance of something wild, chaotic, without rules, lacking the rigid framework of arcane, divine, or psionic types of magic found in the default setting of the *d20 system*. Instead of the fire and forget style of spellcasting, *The Black Company Campaign Setting* utilizes a freeform system of magic, where spellcasters are bound only by their knowledge of magic and their degree of skill.

Black Company magic bears some similarities to d20 magic. In this world, there are fireballs, lightning bolts, counterspells, and many of the old standbys of fantasy magic. Yet there are differences. Here there is no distinction between arcane, divine, and psionic forms of magic. They are all the same. Divinatory spells touching other planes or gods such as *contact other plane* and *augury* do not exist; if there are gods, they do not interfere with mortals, and those posing as gods are charlatans, albeit powerful ones. Magic is that which alters, bends, or otherwise breaks the laws of reality.

Magic is the explanation for the miraculous. It is when the impossible occurs, when the world ceases to operate in the normal way. Ordinarily innocuous spells in the standard game are far more difficult to cast in this world. Teleportation spells and even spells bestowing flight also do not exist in this world; the strain on reality is too great. Finally, as *The Black Company Campaign Setting* does not employ the alignment system, spells detecting good or evil, and most spells with alignment descriptors do not exist either.

This chapter has three components. First are the mechanics driving spellcasting in *The Black Company Campaign Setting* detailing the components of any spells, detailing the sorts of augmentations available, and the general guidelines behind casting spells. The second section details the spells themselves, where this chapter presents a comprehensive look at all the spells available to spellcasters in this world. Finally, this chapter concludes with other types of magic, including such things as true names, the Rite of Taking, the White Rose, and the side effects of using magic for evil.

Mechanics

Herein are the mechanics behind spellcasting in *The Black Company Campaign Setting*. Spells and effects are separate concepts in this setting. A spell is a type of magic, defining how a spellcaster manipulates reality to achieve a desired result. An effect is the manifestation of the wizards spell. For example, *Create Energy* is a spell, while a burst of acid is an effect of *Create Energy*. Do not confuse spells with schools. Schools are not used.

Each spell effect can be modified through a selection of augmentations. Augmentations affect duration, range, potency, and a number of other interesting features. However, the more you augment, the harder it is to cast the spell effect. Each spell also applies some degree of physical strain on the caster, which takes the form of nonlethal damage called drain.

The spellcaster has a magical buffer in the form of spell energy that he accumulates as he learns new spells by taking the Talent feat. Spell effects do not require preparation, though a spellcaster could prepare a spell ahead of time in order to speed the casting, but once the spell is cast, the spellcaster must prepare the spell anew.

Casting Spell Effects

All spellcasters, full-fledged wizards and grubby little dabblers alike, cast spell effects in exactly the same way. When casting a spell effect, follow these steps.

Step 0 Choose a spell and determine desired effect.

Important!

Casting spells in a freeform system is difficult for inexperienced players. At higher levels, the difficulty increases. As a player, try building different spell effects for the spells your character knows. Once you've established the spell DC for a desired effect, it's easy to modify range or potency as the situation demands. Keep these spell effects on index cards to expedite play. With flexible magic comes great rewards, but for the unprepared, these options can become overwhelming.

Also, these are not your standard d20 system magic rules. You're not going to be able to fire and forget spells, you can't lob fireballs, summon fiendish ravens, and whatnot like you can in a standard d20 game. Wizards serve in support and strategy functions. While they can become quite powerful, it usually falls to the fighter or berserker to do the killing.

Nomenclature

The Black Company Campaign Setting interchanges the terms witch, magician, spellcaster, wizard, sorcerer and others. They all mean the same thing. They refer to an individual who can manipulate magic.

Step 1 Determine the spell effect's DC including all augmentations (see individual Spell descriptions and Augmentations on pages 157-181).

Step 2 Determine Casting Time by subtracting the caster's Aptitude (the caster's ranks in Magic Use + the Magnitude bonus) from the modified Magic Use DC of the spell effect and referenced on **Table 10–4: Casting Times** (see page 151 for details).

Step 3 Cast the spell effect by spending the indicated number of actions.

Step 4 Roll a Magic Use skill check against the spell effect's DC. If you succeed, proceed to Step 5. If you fail, proceed to Step 6.

Step 5 Resolve spell effects.

Step 6 Roll the spell's drain and deduct your current spell energy from the total. Take the remaining drain as nonlethal damage (see Base **Drain** and **Spell Energy** on pages 151 and 150 respectively).

Choose the Spell

You gain spells by selecting the Talent feat. Once you select a spell, you may always cast any of its effects, as many times in a day as you like, however, each casting deals drain, which ultimately weakens you. Finally, all spells require some form of a prop—usually verbal—to cast. You must provide the prop to cast the spell. See **Props** on page 155 for details.

Preparation

At your option, you may prepare one or more spell effects ahead of time to cast more quickly later. To prepare a spell effect in advance, you must spend the appropriate number of actions as determined by the Magic Use DC, except for the last action called the Initiator (see page 151). Thereafter the spell effect is stored in your mind, and you may complete the spell by spending one standard action to finish casting the spell. Preparing spell effects ahead of time necessarily prevents you from casting them as quickened actions.

Storing spell effects is not foolproof. For as long as you store the effect, you must consciously keep the spell effect in mind. If you are damaged while holding spells in preparation there is a risk of losing them. See **Concentration and Magic Use.** If you lose consciousness, you lose all of the stored effects. You may store a maximum number of spell effects equal to your Intelligence bonus. If you do not have an Intelligence bonus, you may not prepare spells ahead of time.

Concentration and Magic Use

To cast a spell effect, you must concentrate. If in a distracting environment, such as taking damage during your action, taking continuous damage, or any of the other distractions under the Concentration skill as described in the *PHB*, you must succeed on a Concentration check against the same DC as the Magic Use DC, prior to making the Magic Use check. If you fail the Concentration check, the Magic Use DC increases by +4. If you succeed, you suffer no adverse effects.

Casting a spell, just as described in the *PHB*, provokes attacks of opportunity, for each round, or part of a round, a spellcaster spends casting the spell. As spells in this setting have longer casting times than normal, spellcasting can be extremely dangerous and hard to do in the thick of combat. If the spellcaster is struck while casting a spell, he must make a Concentration check against the Magic Use DC of the spell effect. On a failed check, the spellcaster takes the spell's drain, and must start casting the spell all over again.

You must succeed on a Magic Use skill check to create the spell effect. If your total Magic Use skill modifier is higher than the DC of the effect, you automatically cast the spell effect and need not roll. Otherwise, you

Table 10–1: Spell Energy Expenditures and Results

Spell Energy Expended	Bonus to Magic Use	Additional Drain	Magnitude Required
0	—	—	Dabbler
1	+10	+1d8	Student of Wizardry
2	+20	+2d8	First Magnitude
3	+30	+3d8	Second Magnitude
4	+40	+4d8	Third Magnitude
5	+50	+5d8	Fourth Magnitude
+1	+10	+1d8	Fourth Magnitude

must make a Magic Use check against the DC of the spell effect. If you fail the Magic Use check, you do not create the effect. If you succeed, resolve the spell effect. In either case, you still take the spell effect's drain.

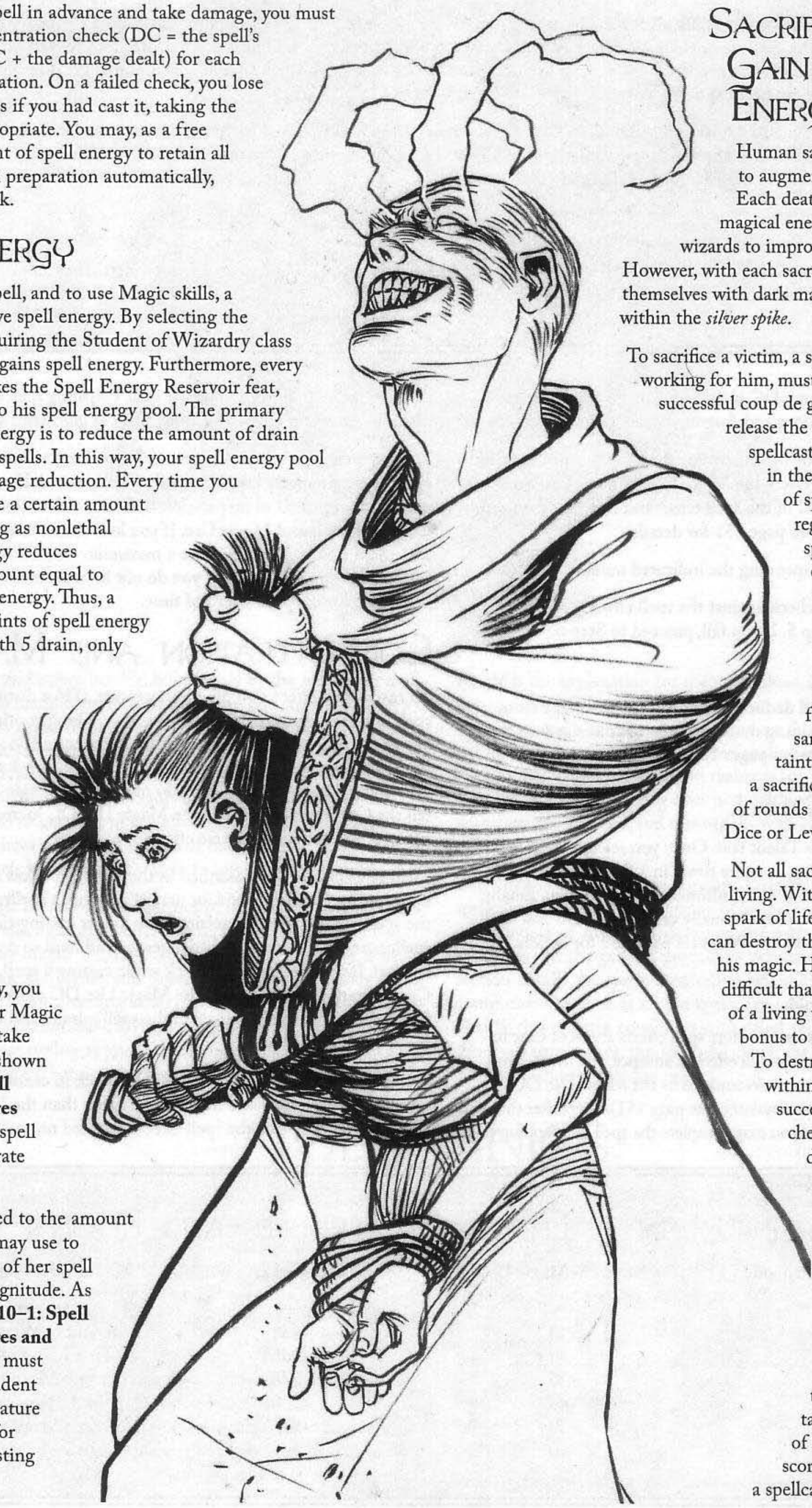
If you prepared a spell in advance and take damage, you must succeed on a Concentration check (DC = the spell's base Magic Use DC + the damage dealt) for each spell held in preparation. On a failed check, you lose the prepared spell as if you had cast it, taking the spell's drain as appropriate. You may, as a free action, spend a point of spell energy to retain all of the spells held in preparation automatically, without a skill check.

Spell Energy

In order to cast a spell, and to use Magic skills, a spellcaster must have spell energy. By selecting the Dabbler feat or acquiring the Student of Wizardry class feature, a character gains spell energy. Furthermore, every time a character takes the Spell Energy Reservoir feat, he adds one point to his spell energy pool. The primary purpose for spell energy is to reduce the amount of drain taken from casting spells. In this way, your spell energy pool works just like damage reduction. Every time you cast a spell, you take a certain amount of drain, manifesting as nonlethal damage. Spell energy reduces this drain by an amount equal to your available spell energy. Thus, a character with 4 points of spell energy who casts a spell with 5 drain, only takes 1 point of nonlethal damage (5 drain minus 4 spell energy = 1 drain or 1 point of nonlethal damage).

You may spend points of spell energy from your pool to enhance your spell effects. By expending one point of spell energy, you may add +10 to your Magic Use check, but you take additional drain as shown on **Table 10–1: Spell Energy Expenditures and Results**. Spent spell energy returns at a rate of 1 per day.

A character is limited to the amount of spell energy she may use to enhance the casting of her spell effects, based on magnitude. As indicated on **Table 10–1: Spell Energy Expenditures and Results**, a character must have at least the Student of Wizardry class feature to use spell energy for boosting his spellcasting abilities.



In order to cast a spell, you must have at least one point of spell energy. If you reduce your spell energy to 0, you may not cast any spells until you regain at least 1 point of energy.

Sacrificing to Gain Spell Energy

Human sacrifice is an uncertain way to augment one's spellcasting abilities. Each death produces a small amount of magical energy for amateur or unskilled wizards to improve their casting abilities. However, with each sacrifice, they risk tainting themselves with dark magic, much like that contained within the *silver spike*.

To sacrifice a victim, a spellcaster, or someone working for him, must kill them by making a successful coup de grace action, whereby they release the victim's life energy. The spellcaster captures this loosed energy in the form of one additional point of spell energy. The spellcaster, regardless of magnitude, can spend this additional spell energy to aid his Magic Use check. If the spellcaster uses this spell energy, he must attempt a Fortitude save against a DC 10 +5 for every point of spell energy used from sacrificial victims in the same day or gain 1d4 points of taint. Spell energy derived from a sacrificed victim lasts for a number of rounds equal to 4 x the victim's Hit Dice or Levels.

Not all sacrificial victims need be living. Within the dead resides a spark of life. Properly released, a caster can destroy this essence to augment his magic. However, this is far more difficult than simply cutting the throat of a living victim. A corpse supplies a bonus to your next Magic Use check. To destroy the spark of the living within a corpse, a spellcaster must succeed on a separate Magic Use check against a variable DC, determined by the age of the corpse, see **Table 10–2: Robbing the Dead** for details. The Corpse Age column represents the maximum time for that category. For example, a corpse dead 4 hours uses the 1 day row. A corpse dead 5 years, uses the 10 year row. You can take essence from a number of corpses equal to your taint score +1. Robbing the dead puts a spellcaster at risk of gaining further

taint. He must succeed on a Fortitude save against a DC 15 +2 for every violated corpse or gain a 1 point of taint.

See **Taint** on page 187 for more information on the effects of gaining taint.

Base Drain

All spells require personal energy to use, even the most basic spells. A spell's drain measures the consumption of personal energy. When you cast the spell at its minimum effect, you take 1d8 points of drain as nonlethal damage less your current spell energy. Your spell energy cannot reduce drain below 1. Hence, every time you cast a spell effect, you take a minimum of 1 point of nonlethal damage.

For example, for a character with 4 points of spell energy casts a spell dealing 1d8 points of drain and rolls a 5, he takes 1 point of nonlethal damage as drain (5 drain – 4 spell energy = 1).

Augmented effects (see **Augmentations** on page 154) applied to the spell, increase the drain. To determine the amount of additional drain an augmented spell deals, divide the total DC by 5, rounded down. So, a spell effect whose DC is increased from 10 to 56 deals 1d8 + 11 points of additional drain (56 divided by 5 equals 11).

Magnitude

Most spellcasters measure their power in Magnitudes. Those that do not are novices (essentially Magnitude 0), having gained the ability to work magic through the Dabbler feat or the Student of Wizardry class ability. Those that do have a magnitude mostly fit in one of three levels ranked from first through third. These reflect a spellcaster's proficiency with the art. The fourth magnitude is not so much a category as it is liberation of all restraints. Only the most powerful wizards ever reach the fourth magnitude, and then only with outside assistance, such as the Ten Who Were Taken and the Lady, or through sheer force of will, like the Dominator.

Magnitude has several effects on a spellcaster's ability to manipulate magic.

Spell Selection: Many spells require a certain Magnitude to select.

Bonus to Magic Use checks: Magnitude awards an insight bonus to Magic Use checks.

Modifies Casting Time: It modifies the casting time for spell effects (see **Casting Time**).

Maximum Spell Energy Expenditures: A spellcaster's Magnitude caster level limits the amount of spell energy he can expend each round. Dabblers and Students can spend one point of spell energy each round, First Magnitude wizards may spend 2, Second 3, Third 4, and Fourth any amount.

Casting Time

Spells are complicated and difficult to cast. To determine the casting time of a spell effect, subtract the caster's Aptitude (ranks in Magic Use + Magnitude modifier) from the modified DC, and compare the result to **Table 10–4: Casting Times**. Many spell effects have a number listed, referring to the number of standard actions required to cast a spell effect. For the purposes of casting spells, and for casting spells only, two standard actions equal one full-round action of spell casting. The last action is called the Initiator.

The wizard need not spend consecutive actions casting a spell. She may begin casting the spell on one round, using two actions for casting, wait two more rounds, and then continue casting the spell. The amount of rounds a wizard can delay between actions devoted to casting of a spell equals the caster's magnitude, with Dabblers and Students being 0 rounds, First Magnitudes 1 round, Second Magnitudes 2 rounds, and so on. If a spellcaster opts to delay casting, she must succeed on a Concentration check against the Magic Use DC during the rounds between continuing to cast. If he fails, the Magic Use DC increases by +4.

Example: Chris' First Magnitude wizard who has 12 ranks in Magic Use casts a spell effect with a Magic Use DC of 24. He adds his Magnitude bonus to his Magic Use ranks (+16 total) and subtracts this from the DC of the spell effect, he compares the result (8) to **Table 10–4: Casting Times** *and sees it will take 2 actions to cast the spell. He could take a full round action to cast this spell, or move and start casting on the first round, make a melee attack and move on the second round, and move again and speak the initiator (the last action). If he opts for the latter, he must succeed on a DC 24 Concentration check each round to maintain casting the spell.*

Table 10–2: Robbing the Dead

Corpse Age	Magic Use DC	Bonus to your next Magic Use check
1 day	30	+5
1 week	25	+4
1 month	20	+3
1 year	15	+2
10 years or more	10	+1

Table 10–3: Magnitude

Magnitude	Bonus to Magic Use	Max Spell Energy Expenditure
Dabbler	+0	0
Student of Wizardry	+2	1
First Magnitude	+4	2
Second Magnitude	+8	3
Third Magnitude	+16	4
Fourth Magnitude	+32	Any

Table 10–4: Casting Times

Total Magic Use DC minus Aptitude*	Casting Time
0 or less	Swift Action**
1–5	1 action
6-10	2 actions
11-15	3 actions
16-20	4 actions
21-30	6 actions
31-40	8 actions
41-50	1 minute
51-60	2 minutes
61-70	3 minutes
71-80	5 minutes
81-90	10 minutes
91-100	1 hour
+10	+1 hour

*Aptitude equals the spellcaster's ranks in Magic Use + the Magnitude modifier.

**See Swift Action sidebar for details.

Swift Actions

Swift Action: A swift action consumes a very small amount of time, but represents a larger expenditure of effort and energy than a free action. You can perform one swift action per turn without affecting your ability to perform other actions. In that regard, a swift action is like a free action. However, you can perform only a single swift action per turn, regardless of what other actions you take. You can take a swift action any time you would normally be allowed to take a free action. Casting a spell effect with a casting time of 1 swift action does not provoke attacks of opportunity.

For casting times measured in days, a spellcaster must commit 10 hours each day to the casting of the effect. During this time, he cannot skip a day, lest the spell fail.

Taking Extra Time

Though the casting times for spells are already significant, a spellcaster may wish to take more time to cast a spell, to ensure the spell effect occurs without a problem. Taking longer to cast a spell effects confers an additional bonus to your Magic Use check to cast the spell effect. Where degree is indicated, it increases the unit of time from action to rounds to minutes to 10-minute intervals, to hours, to days, and so on.

Taking Extra Time

Extra Time Taken	Magnitude bonus
Measured in actions*	—
One degree longer**	x2
Two degrees longer**	x4
Three degrees longer**	x8
Four degrees longer**	x16
Per additional degree	Double again (x32, x64, x128, and so on)

*You derive no additional benefit by expending additional actions to cast a spell. **For example, increasing the casting time from 4 actions to 1 minute counts as one degree longer.

For example, Scott's wizard wants to create a large globe of acid. However, the DC is far out of reach, and right now, it would take him a whole minute to cast this spell effect, and the possibility of successfully casting the spell effect is miniscule already. So, Scott adds two degrees (increasing the casting time from 1 minute to 10 minutes to one hour), increasing his Magnitude bonus to his spell effect by four times. As he is Second Magnitude, he receives a +32 bonus instead of the normal +8, though he has to spend a whole hour to cast the spell effect.

Magic Use Check

Like any skill check, you roll 1d20 + modifiers against the modified spell DC. Also like an ordinary skill check, if a wizard is not rushed, endangered, or otherwise threatened, he may take 10 on his skill check. He cannot take 20, which assumes the caster spends 20 times as long. Instead, see **Taking Extra Time**, which in itself can be combined with taking 10.

As an optional rule, you can rule that any roll of a natural 20 grants the caster one free augmentation, assuming the check still succeeds.

Caster Level

Caster level determines the amount of damage a spell effect deals, its duration, range, and many other factors. The DC to resist spell effects you cast equals:

10 + one-half your wizard class level* + your Charisma modifier

*Wizard class levels include the shaman and the artificer prestige classes.

Spell Failure

If you ever try to cast a spell in conditions where the characteristics of the spell cannot be made to conform, the casting fails and the spell is wasted. Spells also fail if your concentration is broken or if you fail your Magic Use skill check. Whenever a spell effect fails, you take the drain as normal.

Result

Once you know which creatures (or objects or areas) are affected, and whether those creatures have made successful saving throws (if any were allowed), you can apply whatever results a spell effect entails.

Name

The first line of every spell description gives the name by which the spell is generally known.

Description

This line describes the general features of the spell category.

Prerequisites

This line lists all the prerequisites to cast the spell. All spells at least require Dabbler or Student of Wizardry to cast. Some spells may have other requirements.

Base DC

This is the base Magic Use DC to cast the spell at its minimum effect. The base DC depends on the required Magnitude as follows

Base DC

Magnitude Required	Base Casting DC
0	10
1	15
2	20
3	25
4	30

Props

All spells require a prop. A prop could be a magical incantation, a series of gestures with the hands, or physical movement like dancing. Props can also include fetishes or even XP expenditure. A spell's prop is listed under this line. You may add additional props to reduce a spell's casting time and Magic Use DC. See **Additional Uses for Props** on page 155.

Verbal Prop: A verbal prop is a spoken incantation in a unique tongue used only by the caster. To provide a verbal prop, you must be able to speak in a strong voice. You may not use a verbal prop anytime you are gagged or otherwise silenced. If deafened, you have a 20% chance of spoiling any spell requiring a verbal prop you try to cast.

Somatic Prop: A somatic prop is a measured and precise movement of the hand, feet, or body. Some somatic props are a series of physical movements, while others may be intricate dances. You must not be restrained in any way to use a spell requiring a somatic prop.

Fetish Prop: A fetish is an object you use to focus your spells. It is not consumed when you cast the spell and you can use it repeatedly. Fetishes are often of a negligible price (unless listed in the spell's description). Assume that when you take the Talent feat you also gain the necessary fetish unless it has a listed cost. If you lose this fetish, you must fashion a new one. Creating a new fetish is easy, but it must be keyed. To key a fetish, simply expend a point of spell energy. Thereafter, the fetish is permanently keyed.

XP Cost (XP): Some spells entail an experience point cost. No spell can restore the XP lost in this manner. You cannot spend so much XP that you lose a level, so you cannot cast the spell unless you have enough XP to spare. However, you may, on gaining enough XP to attain a new level, use those XP for casting a spell rather than advancing a level. You expend the XP when you cast the spell, whether or not the casting succeeds.

For NPC spellcasters, assume NPCs are midway between level advances for dealing with XP props.

Range

A spell effect's range indicates how far from you it reaches, as defined in the Range entry in its description. A spell effect's range is the maximum distance from you that the spell's effect can occur, as well as the maximum distance at which you can designate the spell's point of origin. If any portion of the spell's area would extend beyond this range, that area is wasted. See **Augmentiations** on page 154 for details on range.

Aiming

You determine whom the spell affects or from where it originates, depending on the spell. This entry defines the spell's target (or targets), its effect, or its area, as appropriate. See **Augmenting Spells** for details on effects. The standard rules governing the target (or targets) and the rest function as per the *PHB*.

Duration

A spell's Duration entry tells you how long the effect of the spell lasts. The standard rules governing the types of duration function as per the *PHB*.

Saving Throw

Usually a harmful spell allows a target to make a saving throw to avoid some or all of the effect. The Saving Throw entry in a spell description defines which type of saving throw the spell allows and describes how saving throws against the spell work. The DC to save against any spell equals 10 + one-half the character's wizard level + the caster's Charisma modifier. Except for how the DC for a spell is determined, saving throws function exactly as they do in the *PHB*.

Spell Resistance

Spell resistance is a special defensive ability. If a creature resists your spell with spell resistance, you must make a caster level check (1d20 + caster level) at least equal to the creature's spell resistance for the spell to affect that creature. The defender's spell resistance is like an Armor Class against magical attacks. Include any adjustments to your caster level to this caster level check. Spell resistance abides by the same rules as it does under the standard d20 magic system.

Description

This portion of a spell description details what the spell does and how it works. If one of the previous entries in the description included "see text," this is where the explanation is found.

Augmentation

This section demonstrates particular ways to augment spells, listing any special means for augmenting a spell effect and what augmentations are available from those described on page 154. The caster automatically knows how to cast the spell to gain these additional functions when he gains the spell through the Talent feat.

Special Effects

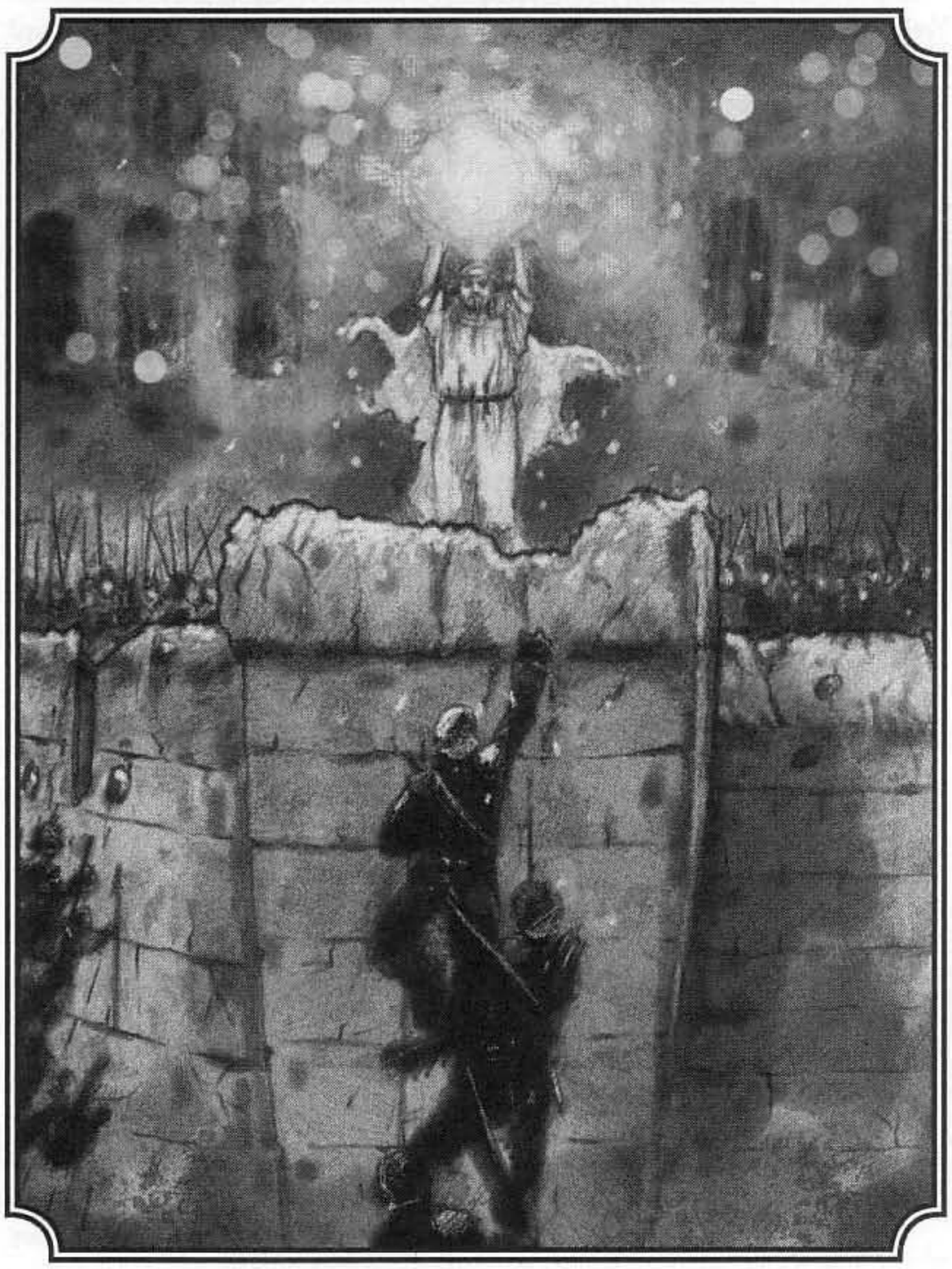
This entry describes any special effects granted by the spell. In some cases, special effects only come into play for spellcasters of a particular magnitude. If the spell description does not include a special effect, the spell does not have one.

Continuous Effects

By selecting a spell with a Talent feat, you may gain additional bonuses to skills, saving throws, or some other aspect of the character. This section details the ongoing bonuses derived from taking the spell.

Synergy

Certain types of skills improve your mastery over the spell. In general, having 5 or more ranks in one skill gives the character a +2 bonus on Magic Use skill checks to cast spell effects of this spell, as noted here.



Augmentations

Spells in *The Black Company Campaign Setting* represent alterations to or departures from reality. The further from the accepted rules of reality, the harder it is to generate the spell's effects. However, unlike other campaign settings, a spellcaster here has full control over his spells, molding magical energies to conform to his wishes. Spellcasters can alter a spell effect's damage, range, duration, and several other factors providing an enormous array of possibilities for magical spells.

Each spell includes a listing of which augmentations are available from which a wizard can create his spell effects. In some cases, spells include specific augmentations applicable only to those spells. Each augmentation increases the Magic Use DC required to successfully cast the spell effect. Hence, too many modifications may make the spell impossible to cast. On the other hand, these augmentations allow mighty spellcasters to create powerful spell effects capable of shattering armies, changing the weather over an entire region, or call up the foulest forces from the depths of hell.

Augmenting spells increases the drain. To determine total drain, divide the total Magic Use DC by 5. The result is added to the 1d8 drain roll.

Augmentations fall into five categories. First is damage. Damage augmentations allow spellcasters to increase the base damage for spell effects dealing hit point damage or ability damage. Second, is Area of Effect and Targets, which allows you to expand the effects of a spell. Third is Range, whereby a spellcaster can augment the effective distance of his spell effect. Duration is fourth, which allows a caster to extend the effects of a spell, and finally, Props fall into the fifth category, whereby a spellcaster can reduce the Magic Use DC by adding addition elements required to cast the spell.

Damage

You can modify an effect's damage in many ways. The means to spell modification depend on the base damage of the effect. Use the following augmentations for modify a spell effects damage.

For example, take *Create Energy (Fire)*. The base effect is 1d4 points of fire damage with a base Magic Use DC of 15. You can increase the die type to 1d6 by increasing the DC to 20, to 1d8 by increasing the DC to 25, 1d10 by increasing the DC to 30, and finally 1d12 by increasing the DC to 35. In addition, you can add extra dice, so 2d12 would have a DC 37, 3d12 DC 39, 4d12 DC 41, and so on.

Hit Point Damage

Augmentation	DC Modifier	Example
Increase die type	+5	Increase the damage die from 1d4 to 1d6 (max 1d12)
Per additional die	+2	Increase the damage dice from 1d6 to 2d6

Other Variables

Augmentation	DC Modifier	Effect
Empower the Spell	+20	All variable, numeric effects increase by one-half
Maximize the Spell	+40	All variable, numeric effects are maximized
Spell deals nonlethal damage	+10	Convert 1d4 points of damage to 1d4 points of nonlethal damage
Spell deals lethal damage	+20	Convert 1d4 points of nonlethal damage to 14d points of lethal damage

Area of Effect and Targets

You can change a spell's effect from affecting a single target to affecting an area, add additional targets to the first, or modify an effect's area. Use the following augmentations listed below to change the area or target of a spell.

For example, *Afflict* has a base range of touch, with a base Magic Use DC 10. You can touch two targets by increasing the DC to 14 (which remains until discharged). Alternatively, you could change the effect from touch to a 10-foot line of effect at a DC 20 (+5 to change from target to area, +5 for line of effect per 10 feet). Or, you could affect four 5-foot squares at a DC 23 (+5 to change from target to area, +8 for 4 5-foot squares).

Area of Effect Augmentation

Augmentation	DC Modifier
Add one target	+4
Change from target to any area	+5
Burst/Spread Area of Effect per 10-foot radius	+5
Cloud per 5 ft. radius and height	+6
Cone Area of Effect per 10 feet	+6
Cylinder per 5 ft. radius, per 5 ft. high	+8
Emanation per 5-foot radius	+2
Line of Effect per 10 feet	+5
Per 5-foot square*	+2

*Each target square must be adjacent to at least one other target square.

Range

Most base spell effects express range as personal, touch, or in a measure of feet. You can increase a spell effects range, from a touch spell to a ranged touch, increase the range from close to long range, and so on. Use the following augmentations listed below to extend the range of a given spell.

For example, *Augment* has a base Magic Use DC of 20, and a range of touch. To increase the range to a 10-foot ray, the DC increases to 24. For every additional 10 feet, the Magic Use DC increases by +1, so for a 100-foot ray, the total DC is 34.

Range Augmentation

Augmentation	DC Modifier
Change from personal to touch	+10
Change from touch to ray *	+4
Per 10 feet	+1
Per 50 feet	+5
Per 100 feet	+10
Increase to Line of Sight	+80

*A ray has a range of 10 feet base.

Duration

Most spell effects have a duration measured as instantaneous or 1 round. You may increase the duration of spells from 1 round to 1 minute, 1 day or longer. You cannot change the duration of an instantaneous spell effect.

For example, *Hold* has a base Magic Use DC of 20 and ordinarily lasts for only 1 round. To Hold a target for 10 rounds instead, the DC increases to 30. To Hold a target for a day, the DC increases to 100 plus one point of spell energy.

Table 10–5: Proximity Magic Modifiers

Difference in Magnitude	Example	Bonus to Magic Use
One step	A dabbler adjacent to a wizard of 1st Magnitude	+2
Two steps	A student adjacent to a wizard of 2nd Magnitude	+4
Three steps	A 1st Magnitude adjacent to 4th Magnitude Taken	+8
Four steps	A dabbler adjacent to a 4th Magnitude Taken	+16

Duration Augmentation

Augmentation	DC Modifier
Per additional round	+1
Per minute	+10
Per additional hour	+20
Per day	+80 + 1 spell energy*

*It costs one point of spell energy per day.

Props

Though all spells include props, you may remove one or more props from a spell. Each prop removed increases the Magic Use DC by +10 regardless of the prop removed. You can never remove an XP prop from a spell effect, though you may add them (see **Extra Props** on page 156)

Props Augmention

Subtracting Props	DC Modifier
Subtract Verbal Prop	+10
Subtract Somatic Prop	+10
Subtract Fetish Prop	+10

Example

Hal has the *Armor* spell (see page 161). Normally, the spell has an effect of granting a +1 insight bonus to AC. But Hal wants to protect his allies as well. Armor has a base Magic Use DC of 15. He starts by changing the effect from target to area (+5), and expands the area to emanation 15 foot radius, because he wants all allies within the area to benefit from the effect. Next, he extends the duration to 5 rounds (+4 DC). Turning to the actual effect, he increases the insight bonus to +3 (+20 to the Magic Use DC). Summing the modifiers, the total DC is 50. To determine drain, he divides the total DC by 5. His augmented Armor spell effect deals 1d8+10 drain.

Example Augmented Spell

Augmentations	DC
Base DC	15
Change to area	+5
Emanation 15 ft.	+6
Duration 5 rounds	+4
+3 insight bonus	+20
Total DC	50

Other Reductions

In addition to adding props to a spell effect, a wizard can derive benefits from other environmental effects such as magic fields or simply working with other casters.

Cooperative Magic

Low-level spellcasters of the same magnitude who work together are more likely to achieve the required Magic Use DC than are low-level spellcasters going it alone. Multiple casters can work together to cooperatively cast a spell. To do so, they select one of their number as the leader of the group, typically the character with the highest Magic Use skill modifier. Each additional caster must know the spell to be cast, and succeed on a Magic Use skill check against one-half the desired spell effect's DC. Supporting wizards may use props (see below) to aid in their checks. For every supporting wizard who succeeds, they may add their Magnitude bonus to the primary caster's Magic Use check. However, each spellcaster must devote the same number of total rounds to the casting of the spell. Note when spellcasters of different magnitudes cast spells together, there are slightly different effects.

Proximity Magic

Sometimes when spellcasters of different magnitudes cast spells near one another, the powerful spellcasters can aid those of a lesser magnitude reach new spellcasting heights. When a spellcaster of a lower magnitude stands in a square adjacent to one of a higher magnitude, the lower powered spellcaster gains a bonus to Magic Use skill checks as indicated on **Table 10–5: Proximity Magic Modifiers**.

A spellcaster cannot derive a benefit from casting spells in proximity to an enemy spellcaster, only from an ally.

True Names

A spellcaster can embed her true name into a spell effect to achieve greater results. Using her true name in this way places the spellcaster at great risk, as the spell deals three times the Drain as normal. However, in exchange, the spellcaster may add her caster level to her Magic Use checks to cast the spell effect.

Fields

Certain locations in *The Black Company Campaign Setting* affect magic in unusual ways. Some locations harbor psychic impressions left after significant magical events occurred, such as the imprisonment of the Ten Who Were Taken along with the Lady and the Dominator in the Barrowland. Other locations include the Shadowgates, the Sacred Grove of Kina, and the Black Castle, which is more of a creature than a place (see the Dark Passage on page 278). In some worlds beyond the Glittering Stone, magic does not even function at all. When running a game in *The Black Company Campaign Setting*, your GM may include sites of other mystical power. Apply any of the following traits to specific sites or even worlds as in accordance with the nature of your game.

A magical field changes how magic works in the world of the Black Company. Some locations may contain multiple fields, with one field inside another, or alongside another field. These are exceptions to the natural order of things. Use magical fields sparingly.

Dead Fields

Dead fields are areas that have no magic at all. Casters may not cast spells while in the field. Spell cast into the field end as soon as the spell's effect hits the field's edge.

Enhancing Fields

Within an enhancing field, spells are far easier to cast. Decrease the Magic Use DC by –5. In addition, the spell's duration, damage, and area all increase by +50% of their normal values. Finally, reduce all drain by –1 for each spell effect cast. This is in addition to the normal spell energy reduction of drain.

Impeding Fields

These fields retard spellcasting, increasing the Magic Use DC by +10. In addition, the spell's duration, damage, and area of effect are reduced to half their normal values. Finally, increase all drain for spells cast in the area of the field by +2.

Unstable Fields

An unstable field causes spells to function in radically different ways. Any spell used in an unstable field has a chance to go awry. The DC to cast spells normally in an unstable field is increases by +10. A failed check, but still enough to succeed under normal circumstance, indicates something strange happens. Roll 1d%. On a roll of 01-33, nothing happens, the spell fails, and you take normal drain. On a roll of 34-66, you cast the spell, but as if you had cast it in an Impeding Field. On a roll of 67-00, you cast the spell, but as if you had cast it in an Enhancing Field.

Extra Props

There are frequent instances where spellcasters use strange arcane languages, employ bags of unusual materials, wave wands, dance or perform other physical gestures all in the effort to produce a magical effect. These are props, sometimes called spell components. All spells require at least one prop. However, spellcasters may add additional props to help cast a spell. See following for details. For NPC spellcasters, assume the character has a number of expendable XP equal to one-tenth the minimum amount of XP required to be that level. Thus, a 2nd-level spellcaster would have 100 expendable XP. You may only have one of each type of prop. Hence, one verbal, one somatic, one fetish, and one XP.

Extra Props

Additional Props	Bonus to Magic Use check
Add Verbal Prop	+4
Add Somatic Prop	+4
Add Fetish Prop	+4
100 XP	+4
200 XP	+8
400 XP	+12
800 XP	+16
1,600 XP	+20

Refreshing Existing Spells

If a spellcaster successfully casts an effect with a duration of 1 day or more, the spellcaster can spend an additional point of spell energy before the effect runs its course to extend the duration one additional day. This allows spellcasters to maintain several spell effects at once, albeit they themselves are reduced in power.

Known Spells by Magnitude

Wizards must take the Talent feat in order to learn a spell. Each magnitude the wizard may choose to learn any spell from his own magnitude listing, or those below them. For instance, a Student of Wizardry may select any spell from the Student of Wizardry list, or the Dabbler list.

Dabbler

Afflict. You bestow a mild curse. +3 bonus to Intimidate checks.

Animal Talent. You have an affinity with animals. +3 bonus to Handle Animal checks.

Awareness. You expand your awareness to sense hidden or concealed objects. +3 bonus to Spot checks.

Charm. You can change how an individual responds to you, making you appear in a more favorable light. +3 bonus to Diplomacy checks.

Enchant. You are skilled at manipulating people with magic. +3 bonus to Diplomacy checks.

Figment. You can create illusions. +3 bonus to Bluff checks.

Foresee. You are gifted with flashes of insight that reveal the future. +3 bonus to Spot checks.

Glamer. You can change how others perceive an object. +3 bonus to Disguise checks.

Necromancy. You may communicate with the spirits of the dead. +3 bonus to Gather Information checks.

Sense. You can recognize and understand existing magical effects or those being affected by magic. +2 bonus to Search and Spot checks.

Student of Wizardry Class Feature

Dispel. You can counter magical spells. +3 bonus to Knowledge (arcana) checks.

Force. You can focus your telekinetic abilities to create force composed purely of psychic energy. +1 deflection bonus to AC.

Light Talent. You can create and control light. +3 bonus to Spot checks.

First Magnitude

Air Talent. You can invoke a light breeze. +3 bonus to Jump checks.

Armor. You can surround yourself with a protective aura. +3 bonus to Resistance checks.

Beguile. Through magical deception, you can disrupt the thoughts and actions of another. +3 bonus to Bluff checks.

Create Energy. You may select this spell multiple times. Each time you select this spell, choose a new energy type from the following list: acid, cold, electricity, fire, or sonic. You can create energy of this type.

Drain. With a mere touch, you can unravel an individual's stamina. +3 bonus to Escape Artist checks.

Earth Talent. You are a master of earth and stone. +3 bonus to Craft (stoneworking) checks.

Fear. You inspire terror in your enemies. +3 bonus to Intimidate checks.

Fire Talent. You are a master of controlling fires. +3 bonus to Resistance checks.

Healing Talent. You are skilled at repairing injuries using magic. +3 bonus to Heal checks.

Pattern. You can create patterns of light and sound to entrance your enemies. +3 bonus to Prestidigitation checks.

Plant Talent. You have an uncanny power over plants. +3 bonus to Survival checks.

Reveal. You are adept at finding hidden things. +3 bonus to Detect Magic checks.

Shapeshifting. You can change your appearance or your form. +3 bonus to Disguise checks.

Telekinesis. You can move things with the power of your mind. +3 bonus to Jump checks.

Wards. You can reinforce an individual with magical defenses. +1 deflection bonus to AC.

Water Talent. You have mastery over water. +3 bonus to Survival checks.

Second Magnitude

Alter. You can improve the quality of an object to enhance its effectiveness. +3 bonus to all Craft checks.

Animate. You imbue mobility in an inanimate object. +3 bonus to Sleight of Hand checks.

Augment. You can improve a target's natural talents. +1 bonus to Initiative checks.

Call. You can conjure a creature from another plane and bind it to you in service. +3 bonus to Magic Use checks made to repair existing gates.

Compel. You can force others to act as you wish. +3 bonus to Intimidate checks.

Freedom. You can remove magic affecting a person, object, or area. +3 bonus to Escape Artist checks.

Hold. With a gesture, you can freeze a target in its tracks. +3 bonus to Command checks.

Obscure. You become blurry and insubstantial. +3 bonus to Hide checks.

Reflect. You can create a protective boundary capable of deflecting attacks. +3 bonus to Resistance checks.

Telepathy. You can sense the thoughts of others. +3 bonus to Sense Motive checks.

Vermin Mastery. You can command insects to do your bidding. +3 bonus to Knowledge (nature) checks.

Third Magnitude

Aversion. You surround yourself with magical vibrations capable of repelling other creatures from approaching you. +3 bonus to Disguise checks.

Banish. You may force a subject to enter another plane of existence. +3 bonus to Detect Magic checks.

Conjure. You can create something from nothing. +3 bonus to all Craft checks.

Destroy. You destroy matter. +3 bonus to Disable Device checks.

Shadow Mastery. You can control and manipulate shadows. +3 bonus to Gather Information checks.

Slay. You can kill with a word. +3 bonus to Intimidate checks.

Fourth Magnitude

Suspend. You can manipulate time. +2 bonus to Initiative checks.

Spell Descriptions

–§ Afflict §–

Then words came, soft and bitter, chilling the hearts of those near enough to hear... Screams tore the shadows fifty yards away. They were terrible screams.

—The Silver Spike

You bestow a mild curse.

Prerequisites: Dabbler (base DC 10)
Prop: Verbal; **Range:** Touch; **Target:** Living creature touched; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You afflict a target you touch with a mild curse, imposing a –1 morale penalty on attack rolls, checks, and saving throws for the duration of the effect. Upon casting the effect, you are effectively charged until you successfully touch a target.

Augmented Effects

You may apply the following augmentations to *Afflict*: Area/Target, Range, Duration, Props.

In addition, for each additional –1 penalty assessed on either the target's attack rolls, checks, or saving throws, increase the base Magic Use DC by +5. You may expand the effects of afflict to apply the penalty to caster level checks or spell resistance. Each expanded use increases the base Magic Use DC by +5. Alternatively, you can substitute the Magic Use DC increase when expanding the spell by reducing its effects. Thus, you could apply a –2 penalty to both attack rolls, checks, and spell resistance instead of saving throws.

By increasing the Magic Use DC by +10, you can *afflict* one of the target's senses: sight, smell, hearing, taste, touch, or a special sense the target possesses. If the target fails its saving throw, the sense selected does not function for the spell's duration, with all attendant penalties applicable for losing the specified sense. By increasing the Magic Use DC +30, you can afflict a target with a disease.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Intimidate checks.

Synergy

If you have 5 ranks of Heal, you gain a +2 bonus to Magic Use checks made to cast *Afflict* spell effects.

–§ Air Talent §–

A whole range of ferocious thunderheads was moving toward Harden, rumbling and brawling among themselves. A funnel cloud spun off and streaked toward the sandstorm. The Taken play rough.

—The Black Company

You can invoke a light breeze.

Prerequisites: First Magnitude (base DC 15)
Prop: Somatic; **Range:** 10 ft.; **Effect:** Line-shaped gust of moderate wind; **Duration:** 1 round; **Saving Throw:** Fortitude negates; **Spell Resistance:** Yes.

This spell creates a blast of air (approximately 20 mph) originating from you and affecting all creatures in its path. The force of the winds has a 50% chance of extinguishing candles, torches, and similar unprotected flames. It causes protected flames, such as those of lanterns, to flicker and has a 25% chance to extinguish those lights. In addition to the effects noted, *air magic* can do anything a sudden blast of wind would be expected to do. It can create a spray of sand or dust, fan a large fire, overturn delicate awnings or hangings, rock a small boat, and blow gases or vapors to the edge of its range.

Augmented Effects

You may apply the following augmentations to *Air Magic*: Area/Target, Range, Duration, Props.

You can increase the potency of the winds created through air magic. For each increase of wind force, you increase the DC by +5. Wind force has effects as follows.

Strong Wind (30 mph)*:* Gust automatically extinguishes unprotected flames (candles, torches, and the like). Such gusts impose a –2 penalty on ranged attack rolls and on Listen checks.

Severe Wind (50 mph): In addition to automatically extinguishing any unprotected flames, winds of this magnitude cause protected flames (such as those of lanterns) to dance wildly and have a 50% chance of extinguishing these lights. Ranged weapon attacks and Listen checks are at a –4 penalty.

Windstorm (70 mph): Powerful enough to bring down branches if not whole trees, windstorms automatically extinguish unprotected flames and have a 75% chance of blowing out protected flames, such as those of lanterns. Ranged weapon attacks are impossible, and even siege weapons have a –4 penalty on attack rolls. Listen checks are at a –8 penalty due to the howling of the wind.

Hurricane-Force Wind (150 mph): All flames are extinguished. Ranged attacks are impossible (except with siege weapons, which have a –8 penalty on attack rolls). Listen checks are impossible: All characters can hear is the roaring of the wind. Hurricane-force winds often fell trees.

Tornado (300 mph)*:* All flames are extinguished. All ranged attacks are impossible (even with siege weapons), as are Listen checks. Instead of being blown away (see **Table 10–8: Wind Effects** below), characters within 30 feet of a tornado who fail their Fortitude saves are sucked into the tornado. Those who come in contact with the actual funnel cloud are picked up and whirled around for 1d10 rounds, taking 6d6 points of damage per round, before being violently expelled (falling damage may apply). While a tornado's rotational speed can be as great as 300 mph, the funnel itself moves forward at an average of 30 mph (roughly 250 feet per round). A tornado uproots trees, destroys buildings, and causes other similar forms of major destruction.

Checked: Creatures are unable to move forward against the force of the wind. Flying creatures are blown back 1d6×5 feet.

Knocked Down: Creatures are knocked prone by the force of the wind. Flying creatures are instead blown back 1d6×10 feet.

Blown Away: Creatures on the ground are knocked prone and rolled 1d4×10 feet, taking 1d4 points of nonlethal damage per 10 feet. Flying creatures are blown back 2d6×10 feet and take 2d6 points of nonlethal damage due to battering and buffeting.

You cannot move a creature beyond the limit of the spell effect's range, though you may increase the spell's range as normal.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Jump checks.

Synergy

If you have 5 or more ranks in Knowledge (nature), you gain a +2 bonus on Magic Use checks to cast any *Air Magic* spell effects.

Air Talent

Wind Force	Wind Speed	Ranged Attacks Normal/Siege Weapons[1]	Creature Size[2]	Wind Effect	Fort DC
Light	0–10 mph	—/—	Any	None	—
Moderate	11–20 mph	—/—	Any	None	—
Strong	21–30 mph	–2/—	Tiny or smaller Small or larger	Knocked down None	10
Severe	31–50 mph	–4/—	Tiny Small Medium Large or larger	Blown away Knocked down Checked None	15
Windstorm	51–74 mph	Impossible/–4	Small or smaller Medium Large or larger Gargantuan or Colossal	Blown away Knocked down Checked None	18
Hurricane	75–174 mph	Impossible/–8	Medium or smaller Large Huge Gargantuan or Colossal	Blown away Knocked down Checked None	20
Tornado	175–300 mph	Impossible/Impossible	Large or smaller Huge Gargantuan or Colossal	Blown away Knocked down Checked	30

[1] The siege weapon category includes ballista and catapult attacks as well as boulders tossed by giants. [2] Flying or airborne creatures are treated as one size category smaller than their actual size, so an airborne Gargantuan dragon is treated as Huge for purposes of wind effects.

–§ Alter §–

Limper left his aerial steed, marched uphill with a long black sword that glimmered evilly in the light of the burning fortress... His [sword] sliced through them as though they were made of lard.

—Shadows Linger

You can improve the quality of an object to enhance its effectiveness.

Prerequisites: Second Magnitude (base DC 20)
Prop: Verbal; **Range:** Touch; **Target:** Object touched; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

This spell improves an object's quality, making it effectively a masterwork weapon, suit of armor, tool, and so on. A masterwork weapon has a +1 enhancement bonus to attack rolls, or you may take one of the masterwork benefits as described in **Chapter Eight: Equipment**. Masterwork armor or shields lessen the armor's armor check penalty by one, a masterwork tool grants a +2 circumstance bonus to associated checks. Improving the quality of objects without an associated skill check, such as food, paper, ink, and so on, may or may not provide additional benefits at the GM's discretion.

Augmented Effects

You may apply the following augmentations to *Alter*: Area/Target, Range, Duration, Props.

For each additional +1 enhancement bonus (for weapons), 1 point of armor check penalty reduction, or +2 circumstance bonus (tools) you apply through alter, or masterwork quality, increase the Magic Use DC by +5. For weapons, you can expand the enhancement bonus to include weapon damage rolls. Each +1 enhancement applied to weapon damage rolls increases the Magic Use DC by +10. You must increase the weapon's enhancement bonus to attack rolls and damage rolls at the same rate. Thus, you could have a +2 enhancement bonus to attack rolls or a +1 enhancement bonus to attack rolls and weapon damage rolls, but not a +2 enhancement bonus to attack rolls and a +1 enhancement bonus to weapon damage rolls.

Alternatively, you can apply a +1 enhancement bonus to the armor bonus granted by armor by adding +10 to the Magic Use DC per point of enhancement.

You can also alter the critical threat range of a weapon, increasing the threat range by one (whereby a weapon that threatens a critical on a 20 could be altered to threaten on a 19 by one augmentation). Each time you do so, increase the Magic Use DC by +10. The effects of the increase do not stack with the benefits of the improved Critical feat, and this effect may only be applied to a slashing or piercing weapon.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Craft checks.

Synergy

If you have 5 or more ranks in a particular Craft, you gain a +2 bonus to Magic Use checks made to cast *Alter* spells affecting materials and objects involving your Craft.

–§ Animal Talent §–

"Dogs never barked." I sent Silent because he handled animals well.

—Shadows Linger

You have an affinity with animals.

Prerequisites: Dabbler (base DC 10)

Prop: Verbal; **Range:** 10 ft.; **Area:** Cone-shaped emanation; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

You can detect the presence or absence of a particular kind of animal in a cone emanating out from you in whatever direction you face. You must think of a kind of animal or plant when using the spell. The spell effect can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt blocks it.

Augmented Effects

You may apply the following augmentations to *Animal Talent*: Area/Target, Range, Duration, Props.

If you extend the duration of the spell effect, you can change the animal to detect each round. The amount of information revealed depends on how long you search a particular area or focus on a specific kind of animal.

2nd Round: Number of individuals of the specified kind in the area, and the condition of the healthiest specimen.

3rd Round: The condition (see below) and location of each individual present. If an animal is outside your line of sight, then you discern its direction but not its exact location.

Conditions: For purposes of this spell, the categories of condition are as follows:

Normal: Has at least 90% of full normal hit points, free of disease.

Fair: 30% to 90% of full normal hit points remaining.

Poor: Less than 30% of full normal hit points remaining, afflicted with a disease, or suffering from a debilitating injury.

Weak: 0 or fewer hit points remaining, afflicted with a disease in the terminal stage, or crippled.

If a creature falls into more than one category, the spell indicates the weaker of the two.

Each round you can turn to detect a kind of animal in a new area.

By increasing the Magic Use DC by +10, you gain the ability to speak with animals. You can comprehend and communicate with animals. You are able to ask questions of and receive answers from animals, although the spell doesn't make them any more friendly or cooperative than normal. Furthermore, wary and cunning animals are likely to be terse and evasive, while the more stupid ones make inane comments. With this effect, you may modify their attitudes with a successful Diplomacy check. If an animal is friendly toward you, it may do some favor or service for you.

Special Effect

The *Animal Talent* spell includes a special effect available to casters of the Fourth Magnitude.

***Watchers*: Base DC:** 88; **Base Drain:** 1d8+14; **Prop:** Verbal, Somatic; **Range:** One mile; **Effect:** Two or more watchers; **Duration:** 1 hour/caster level; **Saving Throw:** None; **Spell Resistance:** No.

You summon a number of watchers, bats, ravens, or rats, equal to 1d4 + your caster level. These creatures move out, scout around, and return as you direct them when casting the spell. Each creature can see 120 feet (normal vision only) in all directions.

Each animal has the standard traits and abilities associated with its kind. See the *MM* for details. However, it has a Spot modifier equal to your caster level but is otherwise subject to illusions, darkness, fog, and any other factors that would affect your ability to receive visual information about your surroundings.

When you create the watchers, you specify instructions you want them to follow in a command of no more than twenty-five words. The eyes know any knowledge you possess as well.

In order to report their findings, the watchers must return to your hand. Each replays in your mind all it has seen during its existence. It takes an eye 1 round to replay 1 hour of recorded images. After relaying its findings, a watcher disappears. If a watcher ever gets more than 1 mile away from you, it instantly ceases to exist. However, your link with the eye is such that you will not know if the watcher was destroyed, because it wandered out of range, or because of some other event.

The watchers serve you for up to 1 hour per caster level or until they return to you, at which point they revert to normal animals.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Handle Animal checks.

Synergy

If you have 5 or more ranks in Handle Animal, you gain a +2 bonus to Magic Use checks to cast *Animal Talent* spell effects.

–§ Animate §–

Goblin howled with laughter as a hundred chunks of rope went slithering through the grass and air to pester, dimb, bind, and garrote.

—Shadow Games

You imbue mobility in an inanimate object.

Prerequisites: Second Magnitude (base DC 20)
Prop: Somatic; **Range:** 10 ft.; **Target:** Object or 5 cu. ft. of matter; **Duration:** 1 round; **Saving Throw:** None (Will negates, see text); **Spell Resistance:** No.

This spell imbues inanimate objects with mobility and a semblance of life (not actual life). The animated object, which cannot be larger than Tiny-sized (see **Animated Object** in *MM* for details), attacks whomever or whatever the caster initially designates. The animated object can be of any nonmagical material. The caster can also animate part of a larger mass of raw matter, such as a volume of water in the ocean, part of a stony wall, or the earth itself, as long as the volume of material does not exceed 5 cubic feet.

If the caster attempts to animate an attended object, the object's owner may attempt a Will save against the DC to avoid the effect.

Augmented Effects

You may apply the following augmentations to *Animate*: Area/Target, Range, Duration, Props.

For each additional 5 cubic feet of matter animated, increase the Magic Use DC by +2, up to 1,000 cubic feet. For each additional 100 cubic feet of matter animated after the first 1,000 cubic feet, increase the Magic Use DC by +5. For each additional Hit Die granted to an animated object of a given size, increase the Magic Use DC by +10. To animate attended objects (objects carried or worn by another creature) increase the Magic Use DC by +10.

For each additional size of a particular object above Tiny, increase the Magic Use DC by +5. Thus, a Small animated object increases the Magic Use DC by +5, Medium by +10, Large by +15, Huge by +20, and so on.

You can use this spell to animate false bodies, such as when the Limper animated the wicker frame and the clay body in *the Silver Spike*.

Special Effect

A special effect of *Animate* is as follows.

***Animate Corpse*: Base DC:** 42; **Base Drain:** 1d8+4; **Prop:** Verbal, Somatic, Fetish; **Range:** 10 feet; **Target:** 1 Medium-sized corpse; **Duration:** 1 hour; **Saving Throw:** None; **Spell Resistance:** No.

This spell animates the bones or bodies of dead creatures. These creatures, while having the characteristics of skeletons and zombies, do not gain the Undead Type instead gaining the Construct type. These constructs follow your spoken commands. These constructs can follow you, or they can remain in an area and attack any creature (or just a specific kind of creature) entering the place. You cannot animate a destroyed skeleton or zombie.

Regardless of the type of undead you create with this spell, you cannot create more HD of constructs than twice your caster level with a single casting of *animate corpse*.

These constructs remain under your control for as long as they remain animate. No matter how many times you use this spell, however, you can control only 4 HD worth of these creatures per caster level. If you exceed this number, all the newly created creatures fall under your control, and any excess constructs from previous castings become uncontrolled—you choose which creatures are released.

Skeletons: A skeleton can be created only from a mostly intact corpse or skeleton. The corpse must have bones. If a skeleton is made from a corpse, the flesh falls off the bones. Use the following statistics for a normal Medium-sized skeleton.

Human Skeleton: CR 2; Medium Construct; HD 1d10+20; hp 25; Init +1; Spd 30 ft. (cannot run); AC 13 [+1 Dex, +2 natural], touch 11, flat-footed 14; Base Atk +0; Grp +1 [BAB, +1 Str, +0 size]; Atk +1 [BAB, +1 Str, +0 size] melee (1d4+1, claw); Full Atk +1 melee (1d4+1, 2 claws); SA —; SQ construct traits, damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, low-light vision; SV Fort +0 [0 base, +0 Con], Ref +1 [0 base, +1 Dex], Will +0 [0 base, +0 Wis]; Str 13, Dex 13, Con —, Int —, Wis 10, Cha 1.

Zombies: A zombie can be created only from a mostly intact corpse. The corpse must be that of a creature with a true anatomy.

Human Zombie: CR 2; Medium Construct; HD 2d10+20; hp 31; Init –1; Spd 20 ft. (cannot run); AC 11 [–1 Dex, +2 natural], touch 9, flat-footed 11; Base Atk +1; Grp +2 [BAB, +1 Str, +0 size]; Atk +2 [BAB, +1 Str] melee (1d6+1, slam); Full Atk +2 melee (1d6+1, slam); SA —; SQ construct traits, damage reduction 5/slashing, darkvision 60 ft., immunity to cold, low-light vision; SV Fort +0, Ref –1, Will +0; Str 12, Dex 8, Con —, Int —, Wis 10, Cha 1.

Animate Special Effects

Animate Effect	DC	Augmentations
Base DC	20	0
Medium Creature/Object	+10	1
Duration: 1 hour	+20	1
Additional Prop: Verbal	–4	1
Additional Prop: Fetish	–4	1
Totals	**42**	**4**

Continuous Effects

By selecting this spell, you gain a +3 bonus to Sleight of Hand checks.

Synergy

If you have 5 or more ranks in Knowledge (architecture and engineering), you gain a +2 bonus to Magic Use checks to cast *Animate* spell effects.

–§ Armor §–

He radiated a glow... [it] was far more puissant than theirs...
Their weapons could not reach him.

—Shadows Linger

You can surround yourself with a protective aura.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** Touch; **Target:** Creature touched; **Duration:** 1 round; **Saving Throw:** Will negates (harmless); **Spell Resistance:** Yes (harmless).

This spell effect grants a creature additional armor, providing a +1 insight bonus to Armor Class. The bonus is an armor bonus. Unlike mundane armor, the *Armor* provides an intangible protection that entails no armor check penalty, arcane spell failure chance, or speed reduction. Incorporeal creatures cannot bypass the *Armor* the way they can ignore normal armor.

Augmented Effects

You may apply the following augmentations to *Armor*: Area/Target, Range, Duration, Props.

For each additional point of insight bonus, increase the Magic Use DC by +10.

Continuous Effects

By selecting this spell, you gain a +3 to Resistance checks.

Synergy

If you have 5 or more ranks in Resistance, you gain a +2 bonus to Magic Use checks made to cast *Armor* spell effects.

–§ Augment §–

The earth shook. This was a big one. I went down...
Lady strode up, balance perfect.

—She is the Darkness

You can improve a target's natural talents.

Prerequisites: Second Magnitude (base DC 20).
Prop: Verbal; **Range:** Touch; **Target:** One creature touched; **Duration:** 1 round; **Saving Throw:** Fort negates (harmless); **Spell Resistance:** Yes (harmless).

This spell effect augments one creature. You confer one of the following: +2 enhancement bonus to one of the target's ability scores (the target must have an ability score for this spell effect to work; thus, you cannot augment a construct's Constitution score, as it does not have a Constitution), a +1 enhancement bonus to natural armor, grant a +2 enhancement bonus to a saving throw, or a +5 enhancement bonus to the subject's base land speed.

Augmented Effects

You may apply the following augmentations to *Augment*: Area/Target, Range, Duration, Props.

You may apply more than one of the effects granted by this spell. Each instance increases the Magic Use DC of the spell by +20.

You may increase the bonus of the ability score benefit by increasing the DC of the spell by +25 for each additional +2 bonus increment.

You may increase the natural armor bonus by increasing the DC of the spell by +15 for each additional +1 bonus to natural armor.

You may increase the bonus of the saving throw benefit by increasing the DC of the spell by +10 for each additional +1 bonus to the selected saving throw. In addition, you may affect more than one save. Each additional type must be purchased as an additional benefit as described above, and increased separately.

Finally, if you select the increased movement benefit, you increase the benefit further by increasing the Magic Use DC by +10 per additional 5 feet of movement granted to the subject.

Continuous Effects

By selecting this spell, you gain a +1 bonus to Initiative checks.

Synergy

If you have 5 or more ranks in Resistance, you gain a +2 bonus on Magic Use checks to cast any *Augment* spell effects.

–§ Aversion §–
[Mind-Affecting]

"A spell makes it seem that way. They thought they would come back and turn the place into a memorial after they won the war. They wanted to keep people away."

—Water Sleeps

You surround yourself with magical vibrations capable of repelling other creatures from approaching you.

Prerequisites: Third Magnitude (base DC 25)
Prop: Verbal; **Range:** 10 ft.; **Effect:** 10-ft.-radius emanation centered on you; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

An invisible, mobile field surrounds you and prevents creatures with 1 Hit Die from approaching you. Any creature within or entering the field must attempt a save. If it fails, it becomes unable to move toward you for the duration of the spell. The creatures' actions are not otherwise restricted.

They can fight other creatures and can cast spells and attack you with ranged weapons. If you move closer to an affected creature, nothing

happens. (The creature is not forced back.) The creature is free to make melee attacks against you if you come within reach. If a repelled creature moves away from you and then tries to turn back toward you, it cannot move any closer if it is still within the spell's area.

Augmented Effects

You may apply the following augmentations to *Aversion*: Area/Target, Range, Duration, Props.

You can increase the Hit Dice of creatures to affect, by increasing the Magic Use DC by +10 for each additional Hit Die.

You may apply the effects of this spell on an item. Doing so increases the Magic Use DC by +10, and changes the range from 10 feet to touch, and the target from you to object touched. In addition, you can use the normal spell blending rules to create an energy backlash against creatures trying to approach or apply additional affects.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Disguise checks.

Synergy

If you have 5 or more ranks in Intimidate, you gain a +2 bonus on Magic Use checks to cast any *Aversion* spell effects.

–§ Awareness §–

Something was wrong. She extended her senses, still detected nothing.

—Dreams of Steel

You expand your awareness to sense hidden or concealed objects.

Prerequisites: Dabbler (base DC 10).
Prop: Fetish; **Range:** 10 ft.; **Effect:** Cone-shaped emanation; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

You can detect secret doors, compartments, caches, simple pits, deadfalls, and snares as well as mechanical traps constructed of natural materials. Typically, *Awareness* only reveals passages, doors, or other opening specifically designed to escape detection. It also detects natural hazards like quicksand, deadfalls, sinkholes, and so on. Cast at its minimum level, *Awareness* only reveals the presence or absence of such hazards or concealed spaces.

Augmented Effects

You may apply the following augmentations to *Awareness*: Area/Target, Range, Duration, Props.

If you extend the duration of Awareness, you can learn more information, depending on how long the spell effect lasts.

2nd Round: Number of secret doors and the location of each and number of hazards and the location of each. If a secret door or hazard is outside your line of sight, then you discern its direction but not its exact location.

Each Additional Round: The mechanism or trigger for one particular secret portal or hazard closely examined by you. Each round, you can turn to detect secret doors, snares, pits, and other hazards in a new area. The spell can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt blocks it.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Spot checks.

Synergy

If you have 5 or more ranks in Knowledge (architecture and engineering), you gain a +2 bonus on Magic Use checks to cast any *Awareness* spell effects.

–§ Banish §–

...the Dominator and his minions fell and were buried in their mounds behind barriers wrought of the finest magicks of their day...

—The White Rose

You may force a subject to enter another plane of existence.

Prerequisites: Third Magnitude (base DC 25).
Prop: Verbal; **Range:** Touch; **Target:** Extraplanar creature touched; **Duration:** Instantaneous; **Saving Throw:** Will negates (see text); **Spell Resistance:** Yes.

This spell effect forces extraplanar creatures out of the caster's home plane. The caster can banish up to 4 HD of extraplanar creatures. The extraplanar creature returns to its proper plane if it fails a special Will save (DC = spell's save DC – creature's HD + your caster level). If the spell is successful, the creature is instantly whisked away, but there is a 20% chance of actually sending the subject to a plane other than its own.

Augmented Effects

You may apply the following augmentations to *Banish*: Area/Target, Range, Props.

For each additional 2 HD of extraplanar creatures banished, increase the Magic Use DC by +5. To specify a type or of creature other than outsider to be banished, increase the Magic Use DC by +20, though the creature must still have the extraplanar subtype.

Special Effect

The *Banish* spell includes a special effect available to casters of the Fourth Magnitude.

Imprisonment: **Base DC:** 120; **Base Drain:** 1d8+19; **Prop:** Verbal and Somatic; **Range:** Touch; **Target:** Creature touched; **Duration:** Instantaneous; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

Imprisonment entombs a creature touched, placing them in a state of suspended animation in a sphere far below the surface of the earth. The subject remains there unless a *Freedom* spell effect (see page 171) is cast at the locale where the imprisonment took place. Magical searching by a *crystal ball,* a *Reveal* spell effect, or some other similar effect does not reveal the fact that a creature is imprisoned. If you know the target's true name and some facts about its life, the target takes a –4 penalty on its save.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Detect Magic checks.

Synergy

If you have 5 or more ranks in Knowledge (the planes), you gain a +2 bonus on Magic Use checks to cast any *Banish* spell effects.

–§ Beguile §–

I learned that [One-Eye] had—and had scattered random pockets of confusion all through disused parts of the Palace so the one critical area would not stand out.

—Bleak Seasons

Through magical deception, you can disrupt the thoughts and actions of another.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** Touch; **Target:** Living creature touched; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You cause the target to become *confused,* making him unable to independently determine what he will do. Roll on the following table at the beginning of the subject's next turn round to see what the subject does in that round.

Beguiled Behavior

1d10	Behavior
1	Attack caster with melee or ranged weapons (or close with caster if attack is not possible).
2	Act normally.
3–4	Do nothing but babble incoherently.
5–6	Flee away from caster at top possible speed.
7–10	Attack nearest creature.

A *confused* character that cannot carry out the indicated action does nothing but babble incoherently. Attackers are not at any special advantage when attacking a *confused* character. Any *confused* character that is attacked automatically attacks its attackers on its next turn, as long as it is still *confused* when its turn comes. Note that a *confused* character will not make attacks of opportunity against any creature that it is not already devoted to attacking (either because of its most recent action or because it has just been attacked).

Augmented Effects

You may apply the following augmentations to *Beguile*: Area/Target, Range, Duration, Props.

By increasing the Magic Use DC by +20, you can choose the target's behavior for 1 round. If you extend the duration of the spell, you must increase the DC by +20 for every round you wish to determine the target's behavior.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Bluff checks.

Synergy

If you have 5 or more ranks in Prestidigitation, you gain a +2 bonus on Magic Use checks to cast any *Beguile* spell effects.

–§ Call §–

She had a spell prepared, a summoning that taxed her limits. She struck a pose, loosed it. It broke a hole through the fabric of everything. Sparks of ten thousand colors flew. Something huge and ugly and hungry started through tearing the hole even wider.

—Dreams of Steel

You can conjure a creature from another plane and bind it to you in service.

Prerequisites: Second Magnitude (base DC 20).
Prop: Fetish; **Range:** 10 ft.; **Target:** One elemental or outsider with 4 HD or less; **Duration:** Instantaneous; **Saving Throw:** Will negates; **Spell Resistance:** No and Yes (see text).

Casting this spell attempts a dangerous act: to lure a creature from another plane to a specifically prepared trap, which must lie within the spell's range. The called creature is held in the trap until it agrees to perform one service in return for its freedom.

To create the trap, you must create a *magic circle,* which requires 10 minutes of preparation prior to the casting of the spell and the inscription of words of power using blood, powdered silver and iron and a number of other ingredients. At the end of the inscription, the GM rolls your Magic Use check in secret against a DC 20 + the Hit Dice of the creature you intend to call. You may pay spell energy during the construction of the magic circle to assist or guarantee your success in forming the magic circle. Once the circle is complete, it remains for 24 hours per caster level. During this time, nothing may cross the plane, or interfere with the circle itself. If the plane is broken, or the magic circle marred, the magic circle is ruined and the called creature can leave the circle at will.

A creature called within the circle cannot cross the circle's plane, cannot touch the circle itself, and is effectively contained. However, if the called creature has spell resistance, it may test the circle once per day. The caster must make a caster level check against the creature's spell resistance. If the caster succeeds, the creature remains imprisoned in the circle for another 24-hour period. If the caster fails, however, the trapped creature breaks free. Note *The Black Company Campaign Setting* does not employ the standard means of interdimensional travel, and so spell effects replicating *dimension door*, *teleport* and so on do not function here, and so there are no spell effects replicating *dimensional anchor*.

The target creature is allowed a Will saving throw. If the saving throw succeeds, the creature resists the spell. If the saving throw fails, the creature is immediately drawn to the trap (spell resistance does not keep it from being called). The creature can escape from the trap with by successfully pitting its spell resistance against your caster level check or with a successful Charisma check (DC 15 + one-half your caster level + your Cha modifier). It can try either method once per day. If it breaks loose, it can flee or attack you.

If the creature does not break free of the trap, you can keep it bound for as long as you dare. You can attempt to compel the creature to perform a service by describing the service and perhaps offering some sort of reward. You make a Charisma check opposed by the creature's Charisma check. The check is assigned a bonus of +0 to +6 based on the nature of the service and the reward. If the creature wins the opposed check, it refuses

service. New offers, bribes, and the like can be made or the old ones reoffered every 24 hours. This process can be repeated until the creature promises to serve, until it breaks free, or until you decide to get rid of it by means of some other spell. Impossible demands or unreasonable commands are never agreed to. If you roll a 1 on the Charisma check, the creature breaks free of the binding and can escape or attack you.

Once the requested service is completed, the creature need only so inform you to be instantly sent back whence it came. The creature might later seek revenge. If you assign some open-ended task that the creature cannot complete though its own actions the spell remains in effect for a maximum of one day per caster level, and the creature gains an immediate chance to break free. Note that a clever recipient can subvert some instructions.

See **Chapter Fourteen: Bestiary** for details on the demons and other possible creatures a spellcaster can call though means of this spell.

Augmented Effects

You may apply the following augmentations to *Call*: Area/Target, Range, Props.

You can call more powerful creatures with *Call*. For every HD above 4 add +5 to the Magic Use DC made to cast the spell. You can also inscribe a spell diagram within the circle to strengthen its effects. Inscribing the additional diagram increases the Magic Use DC to inscribe the *magic circle* by +10. If you succeed, attempts made by the called creature to break free by using its Charisma check must succeed against a DC equal to 15 + your caster level + your Cha modifier.

Alternatively, you can recklessly call a creature into your plane of existence. Doing so is even more dangerous than the basic spell effects, because you call a creature without the use of a magic circle, and so the creature called is not bound to you in any way. The Magic Use DC depends on the power of the creature so summoned.

Call Augmentation

Creature CR	Magic Use DC
CR less than 1	+10
CR 1	+20
CR 2	+30
CR 3	+40
CR 4	+50
CR 5	+60
CR 6	+70
CR +1	+10 for each CR above 6.

The summoned creature attacks the nearest living target, which could be you or your allies. Once called the creature remains until destroyed or until you employ some other magical means for sending it back to its plane.

Special Effect

The *Call* spell includes a special effect available to casters of the Fourth Magnitude.

***Gate*: Base DC:** 200; **Base Drain:** 1d8+68; **Prop:** Verbal, Somatic, XP (see text); **Range:** 100 ft.; **Effect:** See text; **Duration:** Instantaneous or concentration (up to 1 round/level); **Saving Throw:** None; **Spell Resistance:** No.

This spell effect is beyond all but the greatest of spellcasters, for it bridges worlds. Examples include the creatures of the glittering plain and the tear in the fabric of reality created by Old Father Tree to house the *Silver Spike*. Casting a *gate* spell effect has two effects. First, it creates an interdimensional connection between your plane of existence and a plane you specify, allowing travel between those two planes in either direction. Second, you may then call a particular individual or kind of being through the *gate*.

The *gate* itself is a circular hoop or disk from 5 to 20 feet in diameter (caster's choice), oriented in the direction you desire when it comes into existence (typically vertical and facing you). It is a two-dimensional window looking into the plane you specified when casting the spell, and anyone or anything that moves through is shunted instantly to the other side.

A *gate* has a front and a back. Creatures moving through the *gate* from the front are transported to the other plane; creatures moving through it from the back are not.

Planar Travel: As a mode of planar travel, a *gate* allows access to other worlds, just as the shadowgates allow access to the Glittering Plain and other worlds beyond. Beings who rule a planar realm can prevent a *gate* from opening in their presence or personal demesnes if they so desire. Travelers need not join hands with you—anyone who chooses to step through the portal is transported. A *gate* cannot be opened to another point on the same plane; the spell works only for interplanar travel. You may hold the *gate* open only for a brief time (no more than 1 round per caster level), and you must concentrate on doing so, or else the interplanar connection is severed.

Calling Creatures: The second effect of the *gate* spell is to call an extraplanar creature to your aid (a calling effect). By naming a particular being or kind of being as you cast the spell, you cause the *gate* to open in the immediate vicinity of the desired creature and pull the subject through, willing or unwilling. Deities and unique beings are under no compulsion to come through the *gate*, although they may choose to do so of their own accord. This use of the spell creates a *gate* that remains open just long enough to transport the called creatures. This use of the spell has an XP cost (see below).

If you choose to call a kind of creature instead of a known individual, you may call either a single creature (of any HD) or several creatures. You can call and control several creatures as long as their HD total does not exceed your caster level. In the case of a single creature, you can control it if its HD do not exceed twice your caster level. A single creature with more HD than twice your caster level can't be controlled. Unique beings cannot be controlled in any event. An uncontrolled being acts as it pleases, making the calling of such creatures rather dangerous. An uncontrolled being may return to its home plane at any time.

A controlled creature can be commanded to perform a service for you. Such services fall into two categories: immediate tasks and contractual service. Fighting for you in a single battle or taking any other actions that can be accomplished within 1 round per caster level counts as an immediate task; you need not make any agreement or pay any reward for the creature's help. The creature departs at the end of the spell.

If you choose to exact a longer or more involved form of service from a called creature, you must offer some fair trade in return for that service. The service exacted must be reasonable with respect to the promised favor or reward. A task taking up to 1 minute per caster level requires a payment of 100 sp per HD of the creature called. For a task taking up to 1 hour per caster level, the creature requires a payment of 500 sp per HD. A long-term task, one requiring up to one day per caster level, requires a payment of 1,000 sp per HD. (Some creatures may want their payment in "livestock" rather than in coin, which could involve complications.) Immediately upon completion of the service, the being is transported to your vicinity, and you must then and there turn over the promised reward. After this is done, the creature is instantly freed to return to its own plane.

Failure to fulfill the promise to the letter results in your being subjected to service by the creature or by its liege and master, at the very least. At worst, the creature or its kin may attack you.

XP Cost: 1,000 XP (only for the *calling creatures* function).

Continuous Effects

By selecting this spell, you gain a +3 bonus to Magic Use checks made to repair existing gates.

Synergy

If you have 5 or more ranks in Knowledge (the planes), you gain a +2 bonus on Magic Use checks to cast any *Call* spell effects.

§– Charm –§

[Mind-Affecting]

Somehow, Goblin and Silent managed to calm One-Eye enough so he could help. Maybe they did something to him. He worked in a daze barely this side of unconsciousness.

—The Black Company

You can change how an individual responds to you, making you appear in a more favorable light.

Prerequisites: Dabbler (base DC 10)
Prop: Verbal; **Range:** 10 ft.; **Target:** One humanoid creature; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

This charm makes a humanoid creature regard you as its trusted friend and ally (treat the target's attitude as friendly). If the creature is currently being threatened or attacked by you or your allies, however, it receives a +5 bonus on its saving throw.

The spell does not enable you to control the *charmed* person as if it were an automaton, but it perceives your words and actions in the most favorable way. You can try to give the subject orders, but you must win an opposed Charisma check to convince it to do anything it would not ordinarily do. You may not retry this roll. An affected creature never obeys suicidal or obviously harmful orders, but it might be convinced that something very dangerous is worth doing. Any act by you or your apparent allies that threatens the *charmed* person breaks the spell. You must speak the person's language to communicate your commands, or else be good at pantomiming.

Augmented Effects

You may apply the following augmentations to *Charm*: Area/Target, Range, Duration, Props.

You may extend your Charm effect to include animals by increasing the Magic Use DC by +5. To affect creatures of any type, increase the Magic Use DC by +35. In addition, you may further improve the target's attitude. To improve the target's attitude to helpful, increase the Magic Use DC by +20, or to fanatic increase the DC by +50.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Diplomacy checks.

Synergy

If you have 5 or more ranks in Bluff, you gain a +2 bonus on Magic Use checks to cast any *Charm* spell effects.

§– Compel –§

[Mind-Affecting]

Softly, in a voice only I heard, she said "You will use the bow." I shuddered... I seemed to be drawing the bow...

—The Black Company

You can force others to act as you wish.

Prerequisites: Second Magnitude (base DC 20).
Prop: Verbal; **Range:** Touch; **Target:** Creature touched; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

This spell effect compels a target to follow a course of activity. At the basic level of effect, you must word instructions in such a manner as to make the activity sound reasonable. Asking the creature to do an obviously harmful act automatically negates the effect.

Augmented Effects

You may apply the following augmentations to *Compel*: Area/Target, Range, Duration, Props.

To compel a creature to follow an outright unreasonable course of action, increase the Magic Use DC by +20. The compelled course of activity can continue for the entire duration. If the compelled activity can be completed in a shorter time, the spell ends when the subject finishes what he or she was asked to do. The caster can instead specify conditions that will trigger a special activity during the duration. If the condition is not met before the spell expires, the activity is not performed.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Intimidate checks.

Synergy

If you have 5 or more ranks in Diplomacy, you gain a +2 bonus on Magic Use checks to cast any *Compel* spell effects.

§– Conjure –§

The essence of sorcery, even for its nonfraudulent practitioners, is misdirection.

—Shadows Linger

You can create something from nothing.

Prerequisites: Third Magnitude (base DC 25).
Prop: Verbal; **Range:** 0 ft.; **Effect:** Unattended, nonmagical object of nonliving matter up to 5 cu. ft.; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

You create a nonmagical, unattended object of nonliving vegetable matter of up to 5 cubic feet in volume. You must succeed at an appropriate skill check to make a complex item. You can create matter ranging in hardness and rarity from vegetable matter all the way up to mithral and even adamantine. Simple objects have a natural duration of 1 round.

Augmented Effects

You may apply the following augmentations to *Conjure*: Area/Target, Range, Duration, Props.

For each additional cubic foot of matter created, increase the Magic Use DC by +5. You may also conjure different types of materials. For stone, crystal, or base metals increase the DC by +20, for precious metals, increase the DC by +40, for Gems +80, and for rare metals (including gold, adamantine, alchemical silver, and mithral, but not cold iron) increase the DC by +160.

Conjure can be used to create walls, but you must increase the Magic DC as appropriate to the amount of material you wish to create.

You can also conjure webbing with this spell, like spider webs but far larger and tougher. Each 10-foot square of webbing increases the Magic Use DC by +10. These masses must be anchored to two or more solid and diametrically opposed points or else the web collapses upon itself and disappears. Creatures

caught within a *web* become entangled among the gluey fibers. Attacking a creature in a web won't cause you to become entangled.

Anyone in the effect's area when the spell is cast must make a Reflex save. If this save succeeds, the creature is entangled, but not prevented from moving, though moving is more difficult than normal for being entangled (see below). If the save fails, the creature is entangled and can't move from its space, but can break loose by spending 1 round and making a DC 20 Strength check or a DC 25 Escape Artist check. Once loose (either by making the initial Reflex save or a later Strength check or Escape Artist check), a creature remains entangled, but may move through the *web* very slowly. Each round devoted to moving allows the creature to make a new Strength check or Escape Artist check. The creature moves 5 feet for each full 5 points by which the check result exceeds 10.

If you have at least 5 feet of web between you and an opponent, it provides cover. If you have at least 20 feet of web between you, it provides total cover.

The strands of a *web* spell are flammable. Any fire can set the webs alight and burn away 5 square feet in 1 round. All creatures within flaming webs take 2d4 points of fire damage from the flames.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Craft checks.

Synergy

If you have 5 or more ranks in Craft, you gain a +2 bonus on Magic Use checks to cast *Conjure* spell effects to create objects associated with your Craft.

–§ Create Energy §–

The air crackled and sparked and opened like a window. Something poured through from somewhere else. The slope froze so cold and so fast that the air itself turned to ice.

—Shadows Linger

You may select this Spell multiple times. Each time you select this spell, choose a new energy type from the following list: acid, cold, electricity, fire, or sonic. You can create energy of this type.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** 10 ft.; **Area:** 5-ft.-radius burst; **Duration:** Instantaneous; **Saving Throw:** Reflex half; **Spell Resistance:** Yes.

Use whichever one of five energy types you chose when you selected this spell: acid, cold, electricity, fire, or sonic. You point your finger and determine the range (distance and height) at which the created energy is to burst. A glowing, pea-sized bead streaks from the pointing digit and, unless it impacts upon a material body or solid barrier prior to attaining the prescribed range, blossoms into the created energy at that point. (An early impact results in an early detonation.) If you attempt to send the bead through a narrow passage, such as through an arrow slit, you must "hit" the opening with a ranged touch attack, or else the bead strikes the barrier and detonates prematurely. All creatures in the area of the detonation take 1d4 points of damage. Unattended objects caught in the area of the created energy take damage as normal for the energy. Fire ignites combustibles, cold freezes liquids, sonic can shatter fine or delicate items and so on. Note if you create an energy type, the created energy vanishes at the end of the spell effect's duration. Incidental effects, such as fires started from create fire or electricity, or billowing smoke from create acid, fire, or electricity, do not vanish at the end of the duration.

Augmented Effects

You may apply the following augmentations to *Create Energy*: Damage, Area/Target, Range, Props.

If you know more than one version of this spell, you can create an additional energy type by increasing the Magic Use DC by +10, allowing the spell to deal an additional 1d4 points of damage. Thus, a character that has *Create Fire* and *Create Electricity*, could, by increasing the Magic Use DC, create a basic effect dealing 1d4 fire and 1d4 electricity damage.

Continuous Effects

By selecting this spell, you derive no additional benefit.

Synergy

If you have 5 or more ranks in Knowledge (arcana), you gain a +2 bonus on Magic Use checks to cast any *Create Energy* spell effects.

–§ Destroy §–

The Limper came down out of the night, shrieking with the fury of his descent, glowing ever more brightly as he dropped. The glow peeled off in flakes the size of maple seeds, which fluttered in his wake, spinning and twisting earthward, eating into whatever they contacted.

—Shadows Linger

You destroy matter.

Prerequisites: Third Magnitude (base DC 25).
Prop: Verbal; **Range:** Touch; **Target:** One creature or object touched; **Duration:** Instantaneous; **Saving Throw:** Fortitude negates; **Spell Resistance:** Yes.

This spell deals 1 point of ability damage to the target. The damage is of no particular type or energy. If you select Constitution and the target is reduced to 0 Constitution, it is utterly destroyed as if disintegrated, leaving behind only a trace of fine dust. Up to a 10-foot cube of nonliving matter is affected, so *destroy* destroys only part of any very large object or structure touched. *Destroy* affects even magical matter, energy fields, and force effects that are normally only affected by the *disintegrate* spell (see the *PHB*). Such effects are automatically destroyed. *Ward* may also be destroyed, though the caster must succeed at an opposed caster level check against the other spellcaster to bring down a *Ward* spell.

Augmented Effects

You may apply the following augmentations to *Destroy*: Area/Target, Range, Props.

You can increase the amount of non-living matter affected by another 10-foot cube for every +15 to the Magic Use DC. In addition, you can augment the ability damage dealt by this effect as follows:

Destroy Augmentation

Augmentation	DC Modifier	Example
Add additional +1d4 damage	+8	Increase from 1 to 1d4+1
Add additional +1d6 damage	+12	Increase from 1 to 1d6+1
Add additional +1d8 damage	+16	Increase from 1 to 1d8+1
Add additional +1d10 damage	+20	Increase from 1 to 1d10+1

Continuous Effects

By selecting this spell, you gain a +3 bonus to Disable Device checks.

Synergy

If you have 5 or more ranks in Disable Device you gain a +2 bonus on Magic Use checks to cast any *Destroy* spell effects.

–§ Dispel §–

Goblin and One-Eye charged out, hit him with everything they had. He shed their spells like rainwater, punched One-Eye, turned on Goblin.

—Shadows Linger

You can counter magical spells.

Prerequisites: Student of Wizardry (base DC 10)
Prop: Verbal; **Range:** 10 ft.; **Target:** One creature, object, or spell; **Duration:** Instantaneous; **Saving Throw:** None; **Spell Resistance:** No.

Use this spell to end ongoing spells that have been cast on a creature or object, temporarily suppress the magical abilities of a magic item, or end ongoing spells (or at least their effects) within an Area. A dispelled spell ends as if its duration had expired. *Dispel* can defeat the most powerful spell effect in place. *Dispel* can dispel the ongoing effects of supernatural abilities as well as spells, and it affects spell-like effects just as it affects spells.

The caster makes a dispel check against the spell or against each ongoing spell currently in effect on the object or creature. A dispel check is 1d20 + 1 against a DC of 11 + the target spell's caster level. . If targeting an object or creature that is the effect of an ongoing spell, make a dispel check to end the spell that affects the object or creature. If the object targeted is a magic item, make a dispel check against the item's caster level. If successful, all the item's magical properties are suppressed for 1d4 rounds, after which the item recovers on its own. A suppressed item becomes nonmagical for the duration of the effect. An interdimensional interface is temporarily closed. A magic item's physical properties are unchanged.

Augmented Effects

You may apply the following augmentations to *Dispel*: Area/Target, Range, Props.

For each additional +1 on the dispel check, increase the Magic Use DC by +2. In addition, for each additional spell effect to be dispelled, increase the Magic Use DC by +10.

Special Effects

You can also use *Dispel* as a counterspell. You must ready this action by spending a point of spell energy. Until you cease to ready the counterspell, whenever a target spellcaster speaks the initiator, both you and the spellcaster make opposed Magic Use checks. If the opposing caster wins, the spell effect occurs as normal. If you win, however, the opposing spell effect fizzles, and both casters take the spell effect's drain. You must be able to speak to use this special action.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Knowledge (arcana) checks.

Synergy

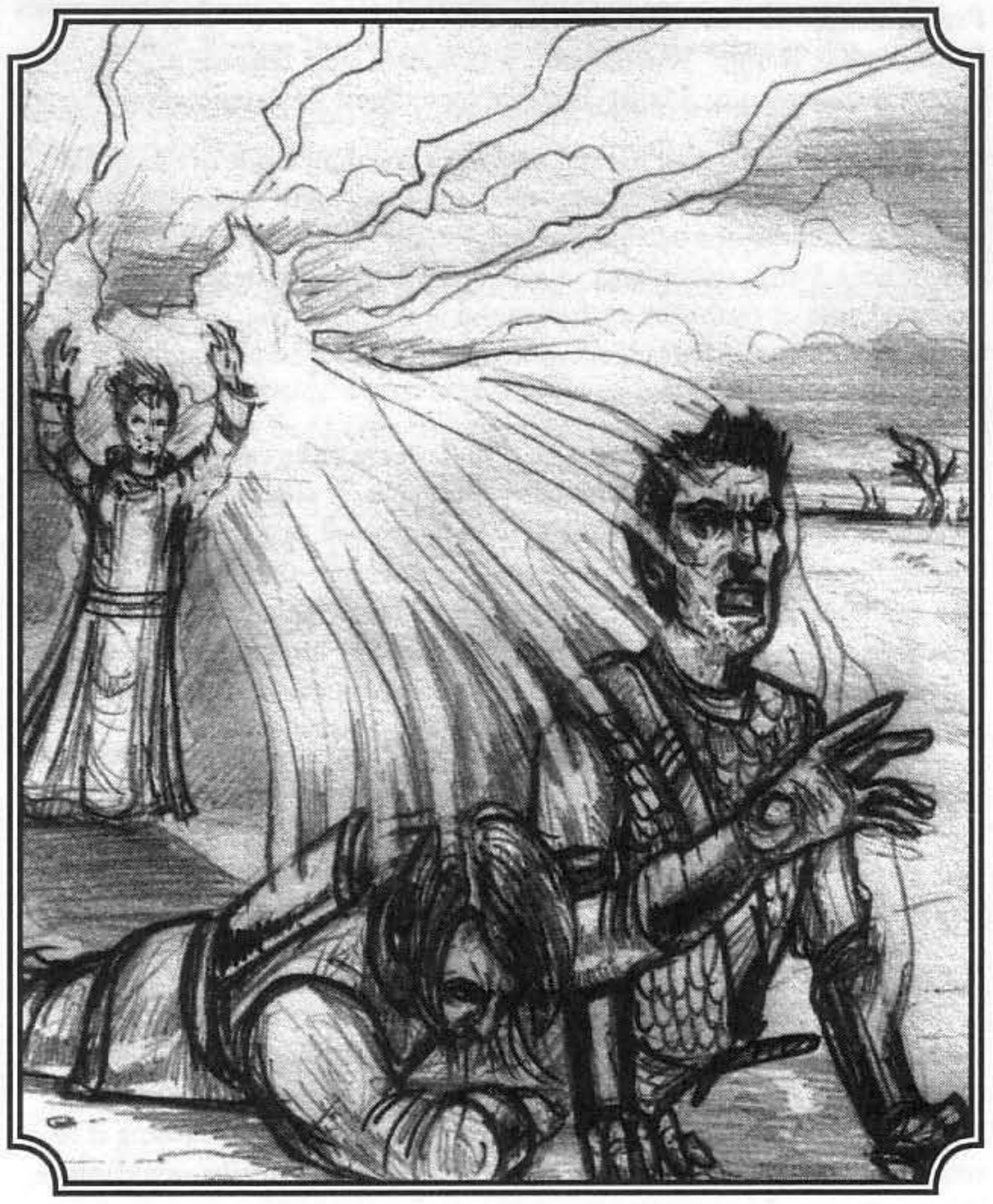
If you have 5 or more ranks in Knowledge (arcana), you gain a +2 bonus on Magic Use checks to cast any *Dispel* spell effects.

–§ Drain §–

A figure aboard made a throwing motion our way. I staggered under the impact of the blow from no visible source.

—The Black Company

With a mere touch, you can unravel an individual's stamina.



Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** Touch; **Target:** Creature touched; **Duration:** 1 round; **Saving Throw:** Fortitude negates; **Spell Resistance:** Yes.

Your touch fatigues a target. The subject is immediately fatigued for the spell effect's duration. This spell has no effect on a creature that is already fatigued. Unlike with normal fatigue, the effect ends as soon as the spell's duration expires. Multiple uses of this spell stack, with a second casting and a failed result in two fatigued conditions (exhausted).

Augmented Effects

You may apply the following augmentations to *Drain*: Area/Target, Range, Duration, Props.

Special Effects

Against a spellcaster, you can increase the Magic Use DC by +20 to drain a target of one point of spell energy. For each additional +20 to the DC, you can drain an additional point.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Escape Artist checks.

Synergy

If you have 5 or more ranks in Heal, you gain a +2 bonus on Magic Use checks to cast any *Drain* spell effects.

–§ Earth Talent §–

He found a combination of spells which turned stone soft enough to be worked easily.

—Shadows Linger

You are a master of earth and stone.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** Touch; **Area:** 5-ft. square area; **Duration:** Instantaneous; **Saving Throw:** None; **Spell Resistance:** No.

This spell effect causes all natural, undressed earth or stone in the spell's area to soften. Wet earth becomes thick mud, dry earth becomes loose sand or dirt, and stone becomes soft clay easily moldable or chopped. You affect a 5-foot square area to a depth of 1 to 4 feet, depending on the toughness or resilience of the ground at that spot. You cannot affect magical, enchanted, dressed, or worked stone cannot be affected. Earth or stone creatures are likewise not affected.

A creature in mud must succeed on a Reflex save or be caught for 1d2 rounds and unable to move, attack, or cast spells. A creature that succeeds on its save can move through the mud at half speed, and it cannot run or charge. Loose dirt is not as troublesome as mud, but all creatures in the area can move at only half their normal speed and cannot run or charge over the surface. Stone softened into clay does not hinder movement, but it does allow characters to cut, shape, or excavate areas they may not have been able to affect before.

Augmented Effects

You may apply the following augmentations to *Earth Talent*: Area/Target, Range, Duration, Props.

If you increase the area, and target a cavern ceiling or some other non-dressed or worked stone area, you can cause a moderate collapse or landslide as the loosened material peels away from the face of the wall or roof and falls. A moderate amount of structural damage can be dealt to a manufactured structure by softening the ground beneath it, causing it to settle. However, the basic effects of Earth Talent will usually only damage the structure and not destroy it.

If you increase the Magic Use DC by +20, you may change uncut or unworked rock of any sort as defined by the area of the spell into an equal volume of mud. The depth of the mud created cannot exceed 10 feet. A creature unable to levitate, fly, or otherwise free itself from the mud sinks until hip- or chest-deep, reducing its speed to 5 feet and causing a –2 penalty on attack rolls and AC. Brush thrown atop the mud can support creatures able to climb on top of it. Creatures large enough to walk on the bottom can wade through the area at a speed of 5 feet.

If cast upon the ceiling of a cavern or tunnel, the mud falls to the floor and spreads out in a pool at a depth of 5 feet. The falling mud and the ensuing cave-in deal 8d6 points of bludgeoning damage to anyone caught directly beneath the area or half damage to those who succeed on Reflex saves. Likewise, you may also turn an equal area of mud back to soft sandstone for the same DC increase.

By increasing the DC by +15, you can form an existing piece of stone of an area defined by the casting into any shape that suits your purpose. While it is possible to make crude coffers, doors, and so forth, fine detail is not possible. There is a 30% chance that any shape including moving parts simply does not work.

Alternatively, you can increase the Magic Use DC by +30 to cause the effected area to shape itself into long, sharp points that blend into the background, impeding progress and dealing damage to any moving through the area. Any creature moving on foot into or through the spell's area moves at half speed.

In addition, each creature moving through the area takes 1d8 points of piercing damage for each 5 feet of movement through the spiked area.

Any creature that takes damage from this spell must also succeed on a Reflex save to avoid injuries to its feet and legs. A failed save causes the creature's speed to be reduced to half normal for 24 hours or until the injured creature receives a *cure* spell (which also restores lost hit points). Another character can remove the penalty by taking 10 minutes to dress the injuries and succeeding on a Heal check against the spell's save DC. Treat such injuries as caltrop wounds for the purposes of Resistance checks.

Finally, by increasing the Magic Use DC by +50, you can move dirt (clay, loam, sand), possibly collapsing embankments, moving hillocks, shifting dunes, and so forth. However, in no event can rock formations be collapsed or moved. This spell does not violently break the surface of the ground. Instead, it creates wavelike crests and troughs, with the earth reacting with glacier like fluidity until the desired result is achieved. Trees, structures, rock formations, and such are mostly unaffected except for changes in elevation and relative topography. The spell cannot be used for tunneling and is generally too slow to trap or bury creatures. Its primary use is for digging or filling moats or for adjusting terrain contours before a battle.

This spell has no effect on earth creatures.

Special Effect

The *Earth Talent* spell includes a special effect available to casters of the Fourth Magnitude.

***Earthquake*: Base DC:** 100; **Base Drain:** 1d8+16; **Prop:** Verbal, Somatic, Fetish; **Range:** 400 feet; **Area:** 80-ft.-radius spread (S); **Duration:** 1 round; **Saving Throw:** See text; **Spell Resistance:** No.

When you cast *earthquake,* an intense but highly localized tremor rips the ground. The shock knocks creatures down, collapses structures, opens cracks in the ground, and more. The effect lasts for 1 round, during which time creatures on the ground can't move or attack. A spellcaster on the ground must make a Concentration check (DC 25) or the Magic Use DC increases by +4. The earthquake affects all terrain, vegetation, structures, and creatures in the area. The specific effect of an *earthquake* spell depends on the nature of the terrain where it is cast.

Cave, Cavern, or Tunnel: The spell collapses the roof, dealing 8d6 points of bludgeoning damage to any creature caught under the cave-in (Reflex DC 15 half) and pinning that creature beneath the rubble (see below). An *earthquake* cast on the roof of a very large cavern could also endanger those outside the actual area but below the falling debris.

Cliffs: Earthquake causes a cliff to crumble, creating a landslide that travels horizontally as far as it fell vertically. Any creature in the path takes 8d6 points of bludgeoning damage (Reflex DC 15 half) and is pinned beneath the rubble (see below).

Open Ground: Each creature standing in the area must make a DC 15 Reflex save or fall down. Fissures open in the earth, and every creature on the ground has a 25% chance to fall into one (Reflex DC 20 to avoid a fissure). At the end of the spell, all fissures grind shut, killing any creatures still trapped within.

Structure: Any structure standing on open ground takes 100 points of damage, enough to collapse a typical wooden or masonry building, but not a structure built of stone or reinforced masonry. Hardness does not reduce this damage, nor is it halved as damage dealt to objects normally is. Any creature caught inside a collapsing structure takes 8d6 points of bludgeoning damage (Reflex DC 15 half) and is pinned beneath the rubble (see below).

River, Lake, or Marsh: Fissures open underneath the water, draining away the water from that area and forming muddy ground. Soggy marsh or swampland becomes quicksand for the duration of the spell, sucking down creatures and structures. Each creature in the area must make a DC 15 Reflex save or sink down in the mud and quicksand. At the end of the spell, the rest of the body of water rushes in to replace the drained water, possibly drowning those caught in the mud.

Pinned beneath Rubble: Any creature pinned beneath rubble takes 1d6 points of nonlethal damage per minute while pinned. If a pinned character falls unconscious, he or she must make a DC

15 Constitution check or take 1d6 points of lethal damage each minute thereafter until freed or dead.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Craft (stone working) checks.

Synergy

If you have 5 or more ranks in Knowledge (geography), you gain a +2 bonus on Magic Use checks to cast any *Earth Talent* spell effects.

–§ Enchant §–

Goblin and One-Eye tried hypnotizing him, hoping to plumb his ancient memories.

—The White Rose

You are skilled at manipulating people with magic.

Prerequisites: Dabbler (base DC 10).
Prop: Verbal; **Range:** Touch; **Target:** One living creature; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You may affect one 1 HD living creature touched. If the creature fails a Will save, he takes a –2 penalty on Listen and Spot checks and a –1 penalty on Will saves against *sleep* effects while the so affected.

Augmented Effects

You may apply the following augmentations to *Enchant*: Area/Target, Range, Duration, Props.

You may increase the HD you can affect as above, by increasing the Magic Use DC by +5 for every Hit Die above one.

In addition, by increasing the DC by +5 you can put a humanoid or animal with 1 HD to sleep for 1 round. You can increase the HD affected by increasing the Magic Use DC by an additional +5 for every extra Hit Die, such that a 4 HD humanoid requires a Magic Use DC increase of +20. You can extend the duration of the sleep effect as normal. A target put to sleep in this way can be awoken by slapping the subject or dealing at least 1 point of damage. Otherwise, the subject is helpless until the effect ends.

Alternatively, you can increase the DC by +10 to cloud the mind of a 1 HD humanoid or animal such that he can take no actions for the duration. You may increase the number of Hit Dice you can affect by increasing the Magic Use DC by +5 per additional Hit Die.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Diplomacy checks.

Synergy

If you have 5 or more ranks in Bluff, you gain a +2 bonus on Magic Use checks to cast any *Enchant* spell effects.

–§ Fear §–

A huge, unheard scream tore at my mind. Suvrin and Master Santaraksita moaned. Tobo squealed. The white crow unleashed a random stream of obscenities. I am sure I contributed to the chorus... I realized my throat was raw.

—Water Sleeps

You inspire terror in your enemies.

Prerequisites: First Magnitude (base DC 15)

Prop: Verbal; **Range:** 10 ft.; **Target:** One living creature; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

This spell fills a single subject with a feeling of horrible dread that causes it to become shaken.

Augmented Effects

You may apply the following augmentations to *Fear*: Area/Target, Range, Duration, Props.

In addition to the standard ways available to augment spells, you can also increase the level of fear in the target to frightened by increasing the Magic Use DC by +15, or panicked by increasing the Magic Use DC by +30.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Intimidate checks.

Synergy

If you have a taint score (see **Taint** on page 187) of 5 or higher, you gain a +2 bonus on Magic Use checks to cast any *Fear* spell effects.

–§ Figment §–

As the torturers stepped up to One-Eye his naked belly heaved. And a big, nasty spider crawled out of his navel. It came out in a ball, dragging itself with two legs, then unwrapped the others from around a body half the size of my thumb.

—The White Rose

You can create illusions.

Prerequisites: Dabbler (base DC 10)
Prop: Verbal; **Range:** 10 ft.; **Effect:** Visual figment that cannot extend beyond one 10-ft. cube; **Duration:** 1 round; **Saving Throw:** Will disbelief (if interacted with); **Spell Resistance:** No.

Figment creates the visual illusion of an object, creature, or force, as imagined by the caster. The caster can move the image within the limits of the size of the effect by concentrating (the image is otherwise stationary). The image disappears when struck by an opponent unless the caster causes the illusion to react appropriately, which also requires Concentration.

Augmented Effects

You may apply the following augmentations to *Figment*: Area/Target, Range, Duration, Props.

To add audible, olfactory, tactile, taste, and thermal aspects to the illusion, increase the Magic Use DC by +5 per additional aspect. Adding tactile and thermal effects to the figment does not allow it to deal damage, just the sensation. You can create multiple images by increasing the Magic Use DC by +2 for each additional image. For an illusion following a script determined by the caster, increase the Magic Use DC by +18. The figment follows the script without the caster having to concentrate on it. The illusion can include intelligible speech if desired. For an illusion that makes any Area appear to be something other than it is, increase the Magic Use DC by +24. Additional components, such as sounds, can be added as noted above.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Bluff checks.

Synergy

If you have 5 or more ranks in Prestidigitation, you gain a +2 bonus on Magic Use checks to cast any *Figment* spell effects.

–§ Fire Talent §–

He tossed a burning brand through a barracks doorway. The building promptly exploded. Heavy oaken shutters blew off the windows.

—The Black Company

You are a master of controlling fires.

Prerequisites: First Magnitude (base DC 15)
Prop: Somatic; **Range:** 10 ft.; **Target:** One fire source, up to a 5-ft. cube; **Duration:** Instantaneous; **Saving Throw:** See text; **Spell Resistance:** Yes and no, see text.

You may cause a fire to extinguish or reduce to embers, or to flare up and expand up to twice its size. If you cause it to expand, you dazzle creatures adjacent to the fire source and who fail their saving throws. Sightless creatures are immune to this effect.

Augmented Effects

You may apply the following augmentations to *Fire Talent*: Area/Target, Range, Props.

You cause a fire source to burst in a bright flash. The flash dazzles creatures adjacent to the fire source that fails their Fortitude saves for one round. Sightless creatures are immune to this effect.

You can expand the effects of *Fire Talent* through normal means of augmentation. You can magnify the flash by increasing the Magic Use DC by +15. All adjacent creatures become blinded for 1d4 rounds unless they succeed the saving throw. You can expand the area through normal means. Sightless creatures are immune to this effect.

In addition, by increasing the Magic Use DC by +20, you can create writhing streams of billowing smoke instead. The smoke spreads 5 feet in all directions and lasts for 1 round and 1 round after they leave a smoke filled square. You can increase the area and the duration as normal. All creatures within the cloud take –4 penalties to Strength and Dexterity.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Resistance checks.

Synergy

If you have the *Create Fire* spell, you gain a +2 bonus on Magic Use checks to cast any *Fire Talent* spell effects.

–§ Force §–

It was a child's spell, an exercise, not a weapon at all, just as a butcher knife isn't... The Golden Hammer formed in my left hand. I jumped up, flipped it, raised my sword. The glowing hammer flew true.

—Dreams of Steel

You can focus your telekinetic abilities to create force composed purely of psychic energy.

Prerequisites: Student of Wizardry (base DC 10)
Prop: Verbal; **Range:** Personal; **Target:** You; **Duration:** 1 round.

You can create an invisible, shield-sized mobile disk of force that hovers in front of you. The disk provides a +2 deflection bonus to AC. This bonus applies against incorporeal touch attacks, since it is a force effect. The *shield* has no armor check penalty or arcane spell failure chance. Unlike with a normal tower shield, you cannot use this effect for cover.

Alternatively, you can create a hammer (or other weapon) of force you can then use as a ranged weapon with a base range of 10 feet. You must succeed on a ranged touch attack to hit the target. If you succeed, you deal 1d4 points of nonlethal damage. If you change the effect to a burst, you do not need to roll to hit; resolve as normal.

Augmented Effects

You may apply the following augmentations to *Force*: Area/Target, Damage, Range, Duration, Props.

By increasing the Magic Use DC by +7, you can increase the deflection bonus by +1. You can change the nonlethal damage to lethal damage by increasing the Magic Use DC by +10.

Continuous Effects

By selecting this spell, you gain a +1 deflection bonus to Armor Class.

Synergy

If you have the Telekinesis spell, you gain a +2 bonus on Magic Use checks to cast any *Force* spell effects.

–§ Foresee §–

"I've heard tell wizards maybe make things come true by dreaming them first."

—Shadow Games

You are gifted with flashes of insight that reveal the future.

Prerequisites: Dabbler (base DC 10)
Prop: Somatic; **Range:** Touch; **Target:** Creature touched; **Duration:** 1 round or until discharged; **Saving Throw:** Will negates (harmless); **Spell Resistance:** Yes.

Foresee allows you or the target touched to gain a flash of insight into the future. The subject of the spell effect gains a +1 competence bonus on a

single attack roll, saving throw, or skill check. The subject must choose to use the bonus before making the roll to which it applies.

Augmented Effects

You may apply the following augmentations to *Foresee*: Area/Target, Range, Duration, Props.

You can augment the effects of Foresee by an additional +1 competence bonus, but at the expense of increasing the Magic Use DC by an additional +5 for every extra point.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Spot checks.

Synergy

If you have *Reveal*, you gain a +2 bonus on Magic Use checks to cast any *Foresee* spell effects.

–§ Freedom §–

"We started waking them up. It's not as complicated as we feared it might be but it takes time and care..."

—Water Sleeps

You can remove magic affecting a person, object, or area.

Prerequisites: Second Magnitude (base DC 20)
Prop: Fetish; **Range:** Touch; **Target:** Creature touched; **Duration:** Instantaneous; **Saving Throw:** Fortitude negates (harmless); **Spell Resistance:** Yes (harmless).

You bestow a +2 competence bonus to any of the following skills: Climb, Escape Artist, Jump, Swim, or Tumble.

Augmented Effects

You may apply the following augmentations to *Freedom*: Area/Target, Range, Props. You can increase the competence bonus by +1 for every +5 you add to the Magic Use DC. You may apply the effects of this spell to an additional listed skill by increasing the Magic Use DC by +10; further augmentation is priced separately.

Special Effects

By increasing the Magic Use DC by +5, you can remove a –1 penalty imposed by magic on a skill, ability score, or any other basic effect of the *Afflict* spell. For every additional +10 to the DC, you can remove an additional –1 penalty.

You can also reduce or remove fear conditions (normal or magical). By increasing the DC by +10 you can reduce a fear condition by one step, such as from panicked to frightened, or frightened to shaken. By increasing the DC by +30, you remove the fear condition altogether.

For an increase of +20, you can remove any curses inflicted on the character.

For an increase of +10, you can remove 1 point of taint. For every +10 to the Magic Use DC, you can remove an additional point of taint.

For an increase of +20, you can restore senses removed by magic, and only by magic. For example, you could restore sight to a creature magically blinded, but not someone who was born blind, or an individual made blind through damage to the eyes.

You can further empower this spell effect by increasing the DC by +30. If so, you immediately remove all mind-affecting effects such as those created by *Charm*, all penalties imposed by *Afflict*, and any fear conditions.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Escape Artist checks.

Synergy

If you have 5 or more ranks in Resistance, you gain a +2 bonus on Magic Use checks to cast any *Freedom* spell effects.

–§ Glamer §–

They set up every gimmick they could imagine. Booby traps. Hiding places prepared from which an attack could be carried out, each glossed with a concealing spell.

—Shadows Linger

You can change how others perceive an object.

Prerequisites: Dabbler (base DC 10)
Prop: Verbal; **Range:** Touch; **Target:** Creature touched; **Duration:** 1 round; **Saving Throw:** None or Will negates (harmless); **Spell Resistance:** Yes (harmless).

This spell conceals a creature or object touched beneath a magical façade. Normally, such an effect results in a minor illusion making the target—including clothing, armor, weapons, and equipment—look different. The subject can seem 1 foot shorter or taller, thin, fat, or in between. You cannot change your body type. Otherwise, the extent of the apparent change is up to you. You could add or obscure a minor feature or look like an entirely different person. The spell does not provide the abilities or mannerisms of the chosen form, nor does it alter the perceived tactile (touch) or audible (sound) properties of you or your equipment. The subject of this spell gains a +4 bonus to Disguise checks.

Augmented Effects

You may apply the following augmentations to *Glamer*: Area/Target, Range, Duration, Props.

You can improve the effects of the spell, increasing the bonus to Disguise by +1 for every +4 to the Magic Use DC.

By increasing the Magic Use DC by +10, Glamer can provide a chameonlike effect, offering a +1 circumstance bonus to Hide checks. Each additional +1 circumstance bonus above +1 increases the Magic Use DC by +5.

You can also use Glamer to change your appearance into something monstrous and terrifying gaining a +1 circumstance bonus to Intimidate checks by increasing the Magic Use DC by +10. Each additional +1 circumstance bonus above +1 increases the Magic Use DC by +5.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Disguise checks.

Synergy

If you have 5 or more ranks in Disguise, you gain a +2 bonus on Magic Use checks to cast any *Glamer* spell effects.

–§ Healing Talent §–

Raven's color improved dramatically. He stopped sweating. His features relaxed as the pain faded. His wounds formed angry red scar tissue which faded to the white of old scars in minutes.

—The Black Company

You are skilled at repairing injuries using magic.

Prerequisites: First Magnitude (base DC 15)
Prop: Somatic; **Range:** Personal; **Target:** You; **Duration:** Instantaneous; **Saving Throw:** Will half (harmless); **Spell Resistance:** Yes (harmless).

You may lay hands upon a target creature, and use magic to repair the worst of injuries. You convert 1 point of damage to the same amount of nonlethal damage. This spell effect does not repair grievous injures, set broken bones, or remove any poison, or disease. Finally, you only apply the effects of Healing Talent once per set of injuries, just like an ordinary healer.

Augmented Effects

You may apply the following augmentations to *Healing Talent*: Area/Target, Damage (Special, see following), Range, Props.

To augment the Healing Talent spell effects, use the following Magic Use DC modifiers.

Healing Talent Augmentation

Augmentation	DC Modifier	Example
Increase to d3	+10	Increase from 1 point to 1d3 points
Increase die type	+10	Increase the cure die from 1d4 to 1d6
Per additional die	+5	Increase the cure die from 1d6 to 2d6

You can also remove other types of injuries by increasing the Magic Use DC. Increasing the Magic Use DC by +30 allows you to remove any poisons ravaging the subject's system. Alternatively, for the same DC increase, you can remove disease from the target.

By increasing the DC by +50, you can set a broken bone or repair a single grievous injury, though this use does not convert any actual damage. You cannot replace a missing limb or appendage with this augmentation, though you can reattach a severed limb if the limb is present and still fresh, such as in Soulcatcher's case, when Croaker restored her head.

A more common use of *Healing Talent* is cosmetic maintenance. By increasing the DC by +10, you can remove any common physical ailments, such as a rotten tooth, ingrown toenails, hangnails, acne, minor cuts, abrasions, or bruises (none of which deal actual damage) and so on.

Special Effects

You can use Healing Talent to stabilize a dying character. You do not convert any damage to nonlethal damage; you merely halt their progress towards death for 1 round. You can extend the number of rounds normally. Stabilizing for 1 round does not increase the Magic Use DC, but extending it does as normal.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Heal checks.

Synergy

If you have 5 or more ranks in Heal, you gain a +2 bonus on Magic Use checks to cast any *Healing Talent* spell effects.

–§ Hold §–

She gestured. I froze.

—The White Rose

With a gesture, you can freeze a target in its tracks.

Prerequisites: Second Magnitude (base DC 20)
Prop: Verbal, Somatic, and Fetish; **Range:** 10 ft.; **Target:** One humanoid creature; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You paralyze a subject, freezing them into place. It is aware and breathes normally but cannot take any actions, even speech. Each round on its turn, the subject may attempt a new saving throw to end the effect. This is a full-round action that does not provoke attacks of opportunity. A winged creature that is paralyzed cannot flap its wings and falls. A swimmer can't swim and may drown.

Augmented Effects

You may apply the following augmentations to *Hold*: Area/Target, Duration, Range, Props.

You can expand the type of targets to animals by increasing the Magic Use DC by 5 or other creatures by +40.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Command checks.

Synergy

If you have the Telepathy spell, you gain a +2 bonus on Magic Use checks to cast any *Hold* spell effects.

–§ Light Talent §–

His first act was to take a handful of javelins, do something to tem, and cast them to the earth from above. They became pillars of chartreuse light between the trench and the castle.

—Shadows Linger

You can create and control light.

Prerequisites: Student of Wizardry (base DC 10)
Prop: Verbal; **Range:** 10 ft.; **Effect:** Up to one lights, within a 5-ft.-radius area; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

You create a single floating globe of light that sheds light equal to candlelight. Alternatively, you may cast the light effect onto an object. The object must be unattended. If this is used, there is no Magic Use DC modifier, but the range is touch.

Augmented Effects

You may apply the following augmentations to *Light Talent*: Area/Target, Range, Duration, Props.

In addition to the standard augmentations, you can increase the number of lights by one for every +5 to the Magic Use DC. You can also change the shape of the lights into ribbons, blocks, or even crude objects, but only if you have *Figment* and at no increase to the Magic Use DC. If you expand the area as described under effect, and duration, you can control the light's movement, forward or back, up or down, straight or turning corners, but only within the augmented area. If you increase the Magic Use DC by +20, you can have the lights move beyond the area 10 ft. + 10 ft. for every additional +2 to the Magic Use DC.

You may increase the light's intensity by increasing the DC by the indicated amount. You can focus the light into a cone or beam. If so, use the focused DCs.

The light you create can also deal damage if you intensify it. By increasing the Magic Use DC by +20, you focus the light into a thin beam of super-hot energy that you may fire a ray with a range of 10 feet. On a successful hit, you deal 1d4 points of damage. For every additional +15 to the Magic Use DC, you may fire another ray. You may augment this damage as normal.

Light Talent

Intensity	Unfocused Bright	Unfocused Shadowy	Unfocused DC modifier	Focused Bright	Focused Shadowy	Focused DC Modifier
Candlelight	n/a	5 ft.	—	—	10-ft.-cone	+5
Lamplight	15 ft.	30 ft.	+10	30-ft.-cone	60-ft.-cone	+15
Torchlight	20 ft.	40 ft.	+15	40-ft.-cone	80-ft.-cone	+20
Lantern light	30 ft.	60 ft.	+20	60-ft.-cone	120-ft.-cone	+25
Daylight	60 ft.	120 ft.	+40	120-ft.-cone	240-ft.-cone	+45

If you increase the DC by +10, you can generate light of daylight so dazzling, you cause all creatures in the area to take a –1 penalty to attack rolls, Search and Spot checks. You can make the light blinding for 1 round by increasing the DC by +30. You may increase the duration as normal.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Spot checks.

Synergy

If you have 5 or more ranks in Prestidigitation, you gain a +2 bonus on Magic Use checks to cast any *Light Talent* spell effects.

–§ Necromancy §–

I had been in the neighborhood of necromantic activities before, and other high-order divining, but never any closer than I got that night.

—Soldier's Live

You may communicate with the spirits of the dead.

Prerequisites: Dabbler (base DC 10)
Prop: Fetish; **Range:** 5 ft.; **Target:** One dead creature; **Duration:** 1 round; **Saving Throw:** Will negates (see text); **Spell Resistance:** No.

You grant the semblance of life and intellect to a corpse. You must ask the question within 1 round of casting, otherwise the effect is wasted. The corpse's knowledge is limited to what the creature knew during life, including the languages it spoke (if any). Answers are usually brief, cryptic, or repetitive. The corpse gets a Will save to resist the spell as if it were alive.

If the corpse has been subject to *Necromancy* within the past week, the new spell fails. You can cast this spell on a corpse that has been deceased for any amount of time, but the body must be mostly intact to be able to respond. A damaged corpse may be able to give partial answers or partially correct answers, but it must at least have a mouth in order to speak at all.

This spell does not let you actually speak to the person (whose soul has departed). It instead draws on the imprinted knowledge stored in the corpse. The partially animated body retains the imprint of the soul that once inhabited it, and thus it can speak with all the knowledge that the creature had while alive. The corpse, however, cannot learn new information. Indeed, it cannot even remember being questioned.

Augmented Effects

You may apply the following augmentations to *Necromancy*: Area/Target, Range, Duration, Props.

You may ask additional questions. Each question beyond the first increases the Magic Use DC by +10.

Special Effect

The *Necromancy* spell includes a special effect available to casters of the Fourth Magnitude.

***Commune with Spirits*: Base DC:** 65; **Base Drain:** 1d8+10; **Prop:** Verbal, Somatic, Fetish, 100 XP; **Range:** Personal; **Target:** You; **Duration:** 1 round/level.

You contact the spirits of the dead and ask questions that can be answered by a simple yes or no. You are allowed one such question per caster level. The answers given are correct within the limits of the entity's knowledge. "Unclear" is a legitimate answer, because the spirits are not omniscient. In cases where a one-word answer would be misleading, a short phrase (five words or less) may be given as an answer instead.

The spell effect, at best, provides information to aid character decisions. The entities contacted structure their answers to further their own purposes. If you lag, discuss the answers, or go off to do anything else, the spell ends.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Gather Information checks.

Synergy

If you have 5 or more ranks in Knowledge (religion), you gain a +2 bonus on Magic Use checks to cast any *Necromancy* spell effects.

–§ Obscure §–

He made complicated, fluid gestures too quick to follow. Suddenly, I could not hear anything from more than five feet away.

—The Black Company

You obscure a person visually or audibly.

Prerequisites: Second Magnitude (base DC 20)
Prop: Somatic; **Range:** Personal; **Target:** You; **Duration:** 1 round

All attacks against you have a 10% miss chance for the duration of the effect.

Augmented Effects

You may apply the following augmentations to *Obscure*: Area/Target, Range, Duration, Props.

You can increase the miss chance by +10% (to a maximum of 50%) for every +25 you add to the Magic Use DC.

Alternatively, you can use obscure to mask the sounds of movement, conferring a +1 bonus to Move Silently checks by increasing the DC by +5. For each additional +1 bonus, increase the DC by an additional +2.

To plunge a 5-foot square area into silence, increase the DC by +20. You can increase the area normally.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Hide checks.

Synergy

If you have 5 or more ranks in Hide, you gain a +2 bonus on Magic Use checks to cast any *Obscure* spell effects.

-§ Pattern §-

[Mind-Affecting]

Long, long, thin banners of tenuous light twisted up toward the stars, shimmering, undulating like seaweed in a gentle current. Soft pinks and greens, yellows and blues, beautiful hues...

—The Black Company

You can create patterns of light and sound to entrance your enemies.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** 10 ft.; **Target:** Cone-shaped burst; **Duration:** 1 round (Instantaneous cone effect); **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You create a vivid cone of clashing colors springing forth from your hand, causing creatures who fail their Will save to become stunned for the duration of the effect. Sightless creatures are unaffected.

Alternatively, you may use this spell to create a pattern of shifting lights. The lights fascinate any creatures within range that can see the effect and fail their Will save. Creatures remain fascinated for the duration of the effect.

Augmented Effects

You may apply the following augmentations to *Pattern*: Area/Target, Range, Props.

By increasing the DC by +60, you render subjects who fail their Will saves unconscious instead of stunned.

If you use the secondary effect, you can increase the Magic Use DC by +30 to blind targets for the duration.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Prestidigitation checks.

Synergy

If you have *Glamer*, you gain a +2 bonus on Magic Use checks to cast any *Pattern* spell effects.

-§ Plant Talent §-

The ivy on the outer ramparts withered and gave way to a creeper which appeared black in all but the most intense sunlight.

—The Black Company

You have an uncanny power over plants.

Prerequisites: First Magnitude (base DC 15)
Prop: Somatic; **Range:** 10 ft.; **Area:** Plants in a 10-ft.-radius spread; **Duration:** 1 round; **Saving Throw:** Reflex partial; **Spell Resistance:** No.

Grasses, weeds, bushes, and even trees wrap, twist, and entwine about creatures in the area or those that enter the area, holding them fast and causing them to become entangled. The creature can break free and move half its normal speed by using a full-round action to make a DC 10 Strength check or a DC 10 Escape Artist check. A creature that succeeds on a Reflex save is not entangled but can still move at only half speed through the area. Each round on your turn, the plants once again attempt to entangle all creatures that have avoided or escaped entanglement.

Naturally, this spell effect automatically fails if cast in an area devoid of plants.

Augmented Effects

You may apply the following augmentations to *Plant Talent*: Area/Target, Range, Duration, Props.

You can increase the Strength check DC or Escape Artist DC by +5 for every +15 you add to the Magic Use DC.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Survival checks.

Synergy

If you have 5 or more ranks in Knowledge (nature), you gain a +2 bonus on Magic Use checks to cast any *Plant Talent* spell effects.

-§ Reflect §-

They sent worms of power snaking over stone already adamantine with spells set during the Tower's construction: writhing maggots of pastel green, pink, blue, that scurried to any point of attack to absorb the sorcerous energy applied from without... they had the advantage of being able to work from behind defenses erected by one who had been greater than he.

—The Silver Spike

You can create a protective boundary capable of deflecting attacks.

Prerequisites: Second Magnitude (base DC 20)

Prop: Somatic; **Range:** Personal; **Target:** You; **Duration:** 1 round.

If you are targeted by a spell or effect or if you are in the area of spell or effect, you and the opposing caster make opposed caster level checks. If you succeed, you block the spell from affecting you, though it may affect others in the area as normal. If your opponent succeeds, the spell affects you normally.

Augmented Effects

You may apply the following augmentations to *Reflect*: Area/Target, Range, Duration, Props.

You gain a +1 to your check for every +15 you add to the Magic Use DC.

If you increase the Magic Use DC by +80, you can reflect spells targeting you against the caster, though a single reflection expends the spell effect's protection. For each additional spell you block or reflect, increase the Magic Use DC by another +20. An opposed caster level check is required when *Reflect* is used against another spell. If the enemy spellcaster gets his or her spell through by winning the caster level check, *Reflect* is not expended, just momentarily suppressed for that caster.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Resistance checks.

Synergy

If you have *Wards*, you gain a +2 bonus on Magic Use checks to cast any *Reflect* spell effects.

–§ Reveal §–

Poking around, out witch man had unearthed a prize, a crowd concealed in a hideout beneath the wine cellar.

—The Black Company

You are adept at finding hidden things.

Prerequisites: First Magnitude (base DC 15)
Prop: Fetish; **Range:** 5 ft.; **Effect:** Magical sensor; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You can see some distant location or hear the sounds at some distant location almost as if you were there. The caster must decide at the time of casting the effect whether he can see or hear. The spell effect creates a fixed invisible sensor over the top of the target. that can be dispelled. Lead sheeting or magical protection blocks the spell, and you sense that the spell is so blocked.

Augmented Effects

You may apply the following augmentations to *Reveal*: Area/Target, Range, Duration, Props.

To both hear and see, increase the Magic Use DC by +10. If you prefer to create a mobile sensor (speed 120 feet) you control, increase the Magic Use DC by +15. To allow magically enhanced senses to work through *Reveal*, increase the Magic Use DC by +20. To cast any spell from the sensor whose range is touch or greater, increase the Magic Use DC by +30; however, you must maintain line of effect between yourself and the sensor at all times. If the line of effect is obstructed, the spell ends. To free yourself of the line of effect restriction for casting spells through the sensor, multiply the Magic Use DC by x3.

You can use *Reveal* to pierce illusions and see things as they really are by increasing the Magic Use DC by +35. You can see through normal and magical darkness, notice secret doors hidden by magic, see the exact locations of creatures or objects under *obscure* effects, see invisible creatures or objects normally, see through illusions, and see the true form of polymorphed, changed, or transmuted things. The range of such sight is 120 feet.

By increasing the Magic Use DC by +30, you may look in on the location of a creature, instead of a specific location. In order to do this, you must possess a personal item of the individual (one they have had for at least a week) or possess an edge (see **Edges** page 183).

A magical sensor can be detected with a successful DC 25 Detect Magic check.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Detect Magic checks.

Synergy

If you have *Sense*, you gain a +2 bonus on Magic Use checks to cast any *Reveal* spell effects.

–§ Sense §–

"There's sorcery out there, Croaker," One-Eye said. Goblin nodded. "The heavy stuff. You can feel the screaming edges of it from here."

—Shadow Games

You can recognize and understand existing magical effects or those being affected by a magical effect.

Prerequisites: Dabbler (base DC 10)
Prop: Verbal; **Range:** Personal; **Target:** You; **Duration:** 1 round.

You may see twice as far as a normal human in situations of low or dim lighting. For example, torch light confers a bright area of 20 feet, and a shadowy area of 40 feet. While under the effects of this spell, the bright area, for you, extends to 40 feet, and the shadowy area to 80 feet.

Augmented Effects

You may apply the following augmentations to *Sense*: Area/Target, Range, Duration, Props.

This spell effect can allow you to see magical auras within 120 feet. The effect is similar to that of the Detect Magic skill, but you do not have to concentrate and you discern aura location and power more quickly. By increasing the Magic Use DC by +20, you know the location and power of all magical auras within your sight. An aura's power depends on the item or spell effect's caster level, as noted in the description of the Detect Magic skill description (see page 90). If the items or creatures bearing the auras are in line of sight, you can make Detect Magic skill checks to determine the spell involved in each. Make one check per aura; DC 15 + one-half caster level. If you concentrate on a specific creature within 120 feet of you as a standard action, you can determine how much available spell energy the subject has remaining.

Continuous Effects

By selecting this spell, you gain a +2 bonus to Search and Spot checks.

Synergy

If you have 5 or more ranks in Spot, you gain a +2 bonus on Magic Use checks to cast any *Sense* spell effects.

–§ Shadow Mastery §–

The shadow trapped inside the figurine barely got its bearings before it was attacked itself, seized and constrained, then twisted and crushed down into a whining, seething ball completely endosed inside one of the protector's gloved hands.

—Water Sleeps

You can control and manipulate shadows.

Prerequisites: Third Magnitude (base DC 25)
Prop: Somatic; **Range:** 10 feet; **Target:** One shadow; **Duration:** 1 round; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You can take control of a minor shadow or an unknown shadow (see **Shadows** in **Chapter Fourteen: Bestiary**) issuing it basic commands such as "Come here," "Go there," "Fight," and "Stand still." You know what the shadow experiences, but you do not receive direct sensory input from it. A controlled shadow may not attack you for as long as you control it. While controlling it, you may physically handle the shadow without fear of harm.

Augmented Effects

You may apply the following augmentations to *Shadow Mastery*: Area/Target, Range, Duration, Props.

Special Effect

A spellcaster of the Fourth Magnitude may use this effect.

***Shadow Watchers*: Base DC:** 98; **Base Drain:** 1d8+16; **Prop:** Verbal, Somatic; **Range:** One mile; **Effect:** Two or more watchers; **Duration:** 24 hours (D); **Saving Throw:** None; **Spell Resistance:** No.

You summon a number of shadows or similar creatures equal to 1d4 + your caster level. This spell effect functions exactly as *watchers* (see page 160).

Continuous Effects

By selecting this spell, you gain a +3 bonus to Gather Information checks.

Synergy

If you have 5 or more ranks in Knowledge (the planes), you gain a +2 bonus on Magic Use checks to cast any *Shadow Mastery* spell effects.

–§ Shapeshifting §–

He did not need practice. He was Cornie enough to fool Cornie's mother.

—The Black Company

You can change your appearance or your form.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** Personal; **Target:** You; **Duration:** 1 round (D).

You assume the form of a creature of the same type as your normal form. The new form must be the same size category of your normal size. You are restricted to creatures that normally exist in *The Black Company Campaign Setting* (see the **Chapter Fourteen: Bestiary** on page 272). The maximum HD of an assumed form is equal to your caster level to a maximum of 5 HD at 5th level. You can change into a member of your own kind or even into yourself.

You retain your own ability scores. Your class and level, hit points, base attack bonus, and base save bonuses all remain the same. You retain all supernatural and spell-like special attacks and qualities of your normal form, except for those requiring a body part that the new form does not have (such as a mouth for a breath weapon or eyes for a gaze attack).

You keep all extraordinary special attacks and qualities derived from class levels, but you lose any from your normal form that are not derived from class levels.

If the new form is capable of speech, you can communicate normally. You retain any spellcasting ability you had in your original form, but the new form must be able to speak intelligibly (that is, speak a language) to use verbal components and must have limbs capable of fine manipulation to use somatic or material props.

You acquire the physical qualities of the new form while retaining your own mind. Physical qualities include natural size, mundane movement capabilities (such as burrowing, climbing, walking, swimming, and flight with wings, to a maximum speed of 120 feet for flying or 60 feet for nonflying movement), natural armor bonus, natural weapons (such as claws, bite, and so on), racial skill bonuses, racial bonus feats, and any gross physical qualities (presence or absence of wings, number of extremities, and so forth). A body with extra limbs does not allow you to make more attacks (or more advantageous two-weapon attacks) than normal.

You do not gain any extraordinary special attacks or special qualities not noted above under physical qualities, such as darkvision, low-light vision, blindsense, blindsight, fast healing, regeneration, scent, and so forth.

You do not gain any supernatural special attacks, special qualities, or spell-like abilities of the new form. Your creature type and subtype (if any) remain the same regardless of your new form. You cannot take the form of any creature with a template, even if that template does not change the creature type or subtype.

You can freely designate the new form's minor physical qualities (such as hair color, hair texture, and skin color) within the normal ranges for a creature of that kind. The new form's significant physical qualities (such as height, weight, and gender) are also under your control, but they must fall within the norms for the new form's kind. You are effectively disguised as an average member of the new form's race. If you use this spell to create a disguise, you get a +10 bonus on your Disguise check.

When the change occurs, your equipment, if any, either remains worn or held by the new form (if it is capable of wearing or holding the item), or melds into the new form and becomes nonfunctional. When you revert to your true form, any objects previously melded into the new form reappear in the same location on your body they previously occupied and are once again functional. Any new items you wore in the assumed form and cannot wear in your normal form fall off and land at your feet; any that you could wear in either form or carry in a body part common to both forms at the time of reversion are still held in the same way. Any part of the body or piece of equipment that is separated from the whole reverts to its true form.

Augmented Effects

You may apply the following augmentations to *Shapeshifting*: Area/Target, Range, Duration, Props.

You can expand the types of creatures to which you can transform. The type of the new form determines the Magic Use DC modifier as follows. You cannot assume a form with the incorporeal subtype, a form with the undead template, or any form that is ordinarily not living, such as a construct.

Shapeshifting

Type	Magic Use DC Modifier
Aberration	+40
Animal	+10
Dragon	+50
Fey	+30
Giant	+30
Humanoid	—
Magical Beast	+40
Monstrous Humanoid	+20
Ooze	+50
Plant	+50
Vermin	+40

You are still limited to 5 HD unless you increase the Magic Use DC by an additional +5 per Hit Die to a maximum of your caster level. If slain, you revert to your original form, though you remain dead. You gain the Strength, Dexterity, and Constitution scores of the new form but retain your own Intelligence, Wisdom, and Charisma scores. You also gain all extraordinary special attacks possessed by the form but do not

Shapeshifting

Size	Magic Use DC Mod.	AC/Attack Modifier	Grapple Modifier	Hide Modifier	Space	Reach	Str Mod*	Dex Mod	Con Mod
Fine	+160	+8	–16	+16	1/2 ft.	0 ft.	–10	+8	–2
Diminutive	+80	+4	–12	+12	1 ft.	0 ft.	–10	+6	–2
Tiny	+40	+2	–8	+8	2-1/2 ft.	0 ft.	–8	+4	–2
Small	+20	+1	–4	+4	5 ft.	5 ft/	–4	+2	–2
Medium	—	—	—	—	5 ft.	5 ft.	—	—	—
Large	+20	–1	+4	–4	10 ft.	10 ft.	+8	–2	+4
Huge	+40	–2	+8	–8	15 ft.	15 ft.	+16	–4	+8
Gargantuan	+80	–4	+12	–12	20 ft.	20 ft.	+24	–4	+12
Colossal	+160	–8	+16	–16	30 ft.	30 ft.	+32	–4	+16

*Minimum of 1.

gain the extraordinary special qualities possessed by the new form or any supernatural or spell-like abilities.

If you change the spell effect to touch, you cannot affect Incorporeal or gaseous creatures. A creature with the shapechanger subtype can revert to its natural form as a standard action.

Increasing the Magic Use DC by +250, you may change your form into nonliving matter, such as a construct, a creature with the undead template, or even an object, such as a statue. Conversely, for the same increase to the Magic Use DC, you can transform one type of nonliving matter to other matter, changing a statue to flesh, iron to gold, and so on.

A skilled shapeshifter can also change his size, expanding to unbelievable size, or shrinking nearly out of sight. Use the following guidelines for determining the Magic Use DC modifiers and the effects of changing your size.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Disguise checks.

Synergy

If you have 5 or more ranks in Disguise, you gain a +2 bonus on Magic Use checks to cast any *Shapeshifting* spell effects.

–§ Slay §–

The girl jumped. Bomanz uttered a word of power. She plunged headlong into the table, slid to the floor, almost inhumanly limp. In seconds she was limper still. She mewled like an injured kitten.

—The White Rose

You can kill with a word.

Prerequisites: Third Magnitude (base DC 25)
Prop: Verbal; **Range:** 10 ft.; **Target:** One living creature; **Duration:** Instantaneous; **Saving Throw:** Fortitude partial; **Spell Resistance:** Yes.

Slay turns a living creature's skeleton to jelly, killing it instantly. You kill a creature up to 1 HD. The subject is entitled to a Fortitude saving throw to survive. If the save is successful, it instead takes 1d6 points of damage. Creatures with more HD than the effect can affect do not take damage from this spell.

Augmented Effects

You may apply the following augmentations to *Slay*: Area/Target, Damage, Range, Props.

For every additional HD you affect, increase the Magic Use DC by +8. You can increase the damage from a successful saving throw through normal means.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Intimidate checks.

Synergy

If you have 5 or more ranks in Heal, you gain a +2 bonus on Magic Use checks to cast any *Slay* spell effects.

–§ Suspend §–

It is immortality of a sort.

—She is the Darkness

You can manipulate time.

Prerequisites: Fourth Magnitude (base DC 30)
Prop: Verbal; **Range:** Touch; **Target:** Creature touch; **Duration:** Permanent; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You must succeed on a melee touch attack. You place the subject into a state of suspended animation. For the creature, time ceases to flow and its condition becomes fixed. The creature does not grow older. Its body functions virtually cease, and no force or effect can harm it. This state persists until the magic is removed (such as by a successful *Dispel* or a *Freedom* spell effect).

Augmented Effects

You may apply the following augmentations to *Suspend*: Area/Target, Range, Props.

Special Effects

As a special use of *Suspend*, you can transport to a different time stream (leaving you in the same physical location); this increases the Magic Use DC by +60. If you, or the subject, move into a slower time stream for 5 rounds, time ceases to flow, and your condition becomes fixed—no force or effect can harm you until the duration expires. If you or the subject moves into a faster time stream, you speed up so greatly all other creatures seem frozen, though they are actually still moving at their normal speeds. You are free to act for 5 rounds of apparent time. Fire, cold, poison gas, and similar effects can still harm you. While in the fast time stream, other creatures are invulnerable to your attacks and spells; however, you can create spell effects and leave them to take effect when you reenters normal time. Because of the branching nature of time, transporting a subject into

a faster time stream cannot be made permanent, nor can the duration of 5 rounds be extended.

Alternatively, you can *haste* or *slow* a subject for 1 round by transporting it to the appropriate time stream. The effect lasts for 1 round. You may extend the duration through normal means.

A hasted subject, when making a full attack action, may make one extra attack with any weapon he is holding. The attack is made using the creature's full base attack bonus, plus any modifiers appropriate to the situation. (This effect is not cumulative with similar effects, such as that provided by a weapon of speed, nor does it actually grant an extra action, so you can't use it to cast a second spell or otherwise take an extra action in the round.)

A *hasted* creature gains a +1 bonus on attack rolls and a +1 dodge bonus to AC and Reflex saves. Any condition that makes you lose your Dexterity bonus to Armor Class (if any) also makes you lose dodge bonuses.

All of the *hasted* creature's modes of movement (including land movement, burrow, climb, fly, and swim) increase by 30 feet, to a maximum of twice the subject's normal speed using that form of movement. This increase counts as an enhancement bonus, and it affects the creature's jumping distance as normal for increased speed. Multiple *haste* effects don't stack.

A slowed creature moves and attacks at a drastically slowed rate. A *slowed* creature can take only a single move action or standard action each turn, but not both (nor may it take full-round actions). Additionally, it takes a –1 penalty on attack rolls, AC, and Reflex saves. A *slowed* creature moves at half its normal speed (round down to the next 5-foot increment), which affects the creature's jumping distance as normal for decreased speed Multiple *slow* effects don't stack.

Either use, *slow* or *haste*, increases the Magic Use DC by +30.

Continuous Effects

By selecting this spell, you gain a +2 bonus to Initiative checks.

Synergy

If you have the Defy Time feat, you gain a +2 bonus to Magic Use checks to cast *Suspend* effects.

–§ Telekinesis §–

Three hundred yards from the null two thirty-foot spears ripped away from her carpet, impelled by sorcery.

—The White Rose

You can move things with the power of your mind.

Prerequisites: First Magnitude (base DC 15)
Prop: Somatic; **Range:** 10 ft.; **Target:** One nonmagical, unattended object weighing up to 5 lb.; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

You point your finger at an object and can lift it and move it at will from a distance. As a move action, you can propel the object as far as 15 feet in any direction, though the spell ends if the distance between you and the object ever exceeds the spell's range.

Augmented Effects

You may apply the following augmentations to *Telekinesis*: Area/Target, Range, Duration, Props.

You move objects, creatures, or yourself by concentrating on them. You can increase the weight you can affect by increasing the Magic Use DC as follows.

Telekinesis Augmentation

Mass	Magic Use DC Modifier
5 lb or less	—
6–25 lb.	+5
26–100 lb	+10
101–200 lb	+15
201–300 lb	+20
301–500 lb	+30
501–1,000 lb	+50
+1,000	+20

A creature can negate the effect on an object it possesses with a successful Will save or with spell resistance. You can move the weight vertically, horizontally, or in both directions. An object cannot be moved beyond your range. The spell ends if the object is forced beyond the range. If you cease concentration for any reason, the object falls or stops.

You can telekinetically manipulate an object as if with one hand. For example, a lever or rope can be pulled, a key can be turned, an object rotated, and so on, if the force required is within the weight limitation. You might even be able to untie simple knots, though delicate activities such as these require Intelligence checks.

Alternatively, once per round, you can use *telekinesis* to perform a bull rush, disarm, grapple (including pin), or trip by increasing the Magic Use DC by +15. Resolve these attempts as normal, except that they don't provoke attacks of opportunity. Use your caster level in place of your base attack bonus (for disarm and grapple), you use your Charisma modifier in place of your Strength or Dexterity modifier, and a failed attempt does not allow a reactive attempt by the target (such as for disarm or trip). No save is allowed against these attempts, but spell resistance applies normally.

By increasing the Magic Use DC by +50, you can hurl one object or creature per caster level (maximum 15) that are within range and all within 10 feet of each other toward any target within 10 feet per level of all the objects. You can hurl up to a total weight of 25 pounds per caster level (maximum 375 pounds at 15th level).

You must succeed on an attack roll (one per creature or object thrown) to hit the target with the items, using your base attack bonus + your Charisma modifier. Weapons deal standard damage (with no Strength bonus; note that arrows or bolts deal damage as daggers of their size when used in this manner). Other objects cause damage ranging from 1 point per 25 pounds (for less dangerous objects) to 1d6 points of damage per 25 pounds (for hard, dense objects).

Creatures who fall within the weight capacity of the spell can be hurled, but they are allowed Will saves (and spell resistance) to negate the effect, as are those whose held possessions are targeted by the spell. If a creature is hurled against a solid surface, it takes damage for every 10 feet of movement as if he fell the same distance (1d6 points per 10 feet). If a creature is hurled into another creature, each creature takes half the damage.

You can use telekinesis to slow a fall. For every +5 you add to the Magic Use DC, you can ignore 10 feet of a fall.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Jump checks.

Synergy

If you have 5 or more ranks in Concentration, you gain a +2 bonus on Magic Use checks to cast any *Telekinesis* spell effects.

Telepathy
[Mind-Affecting]

The moment had been inevitable since my capture, though I had held a foolish hope otherwise. Now she would drain my mind like a spider drains a fly...

—The White Rose

You can sense the thoughts of others.

Prerequisites: Second Magnitude (base DC 20)
Prop: Somatic; **Range:** 10 ft.; **Target:** One creature within range;
Duration: 1 round; **Saving Throw:** Will negates;
Spell Resistance: Yes.

You sense the presence or absence of thoughts from one conscious creature with Intelligence scores of 1 or higher. The spell effect can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt blocks it.

Augmented Effects

You may apply the following augmentations to *Telepathy*: Area/Target, Range, Duration, Props.

By increasing the Magic Use DC by +5, you can identify the number of thinking minds and the Intelligence score of each. If the highest Intelligence is 26 or higher (and at least 10 points higher than your own Intelligence score), you are stunned for 1 round and the spell ends. This spell does not let you determine the location of the thinking minds if you can't see the creatures whose thoughts you are detecting. By increasing the Magic Use DC by +15, you sense the surface thoughts of any mind in the area. A target's Will save prevents you from reading its thoughts, and you must cast the spell again to have another chance. Creatures of animal intelligence (Int 1 or 2) have simple, instinctual thoughts that you can pick up. Each round, you can turn to detect thoughts in a new area.

You can also use *Telepathy* to form an invasive connection with the subject by increasing the DC by +20. You must succeed on a special opposed roll [1d20 + your Magic Use skill modifier + your Intelligence modifier] opposed by the subject's roll [1d20 + the subject's Hit Dice + the subject's Charisma modifier]. You may add +1 to your roll for every +5 you add to the Magic Use DC. If you succeed, you learn everything the subject knows, thereafter gaining a +1 insight bonus to all attack rolls and weapon damage rolls against the subject. In addition, you gain a +1 insight bonus to your Armor Class from attacks made by the subject. If you fail, you read surface thoughts as normal. If you fail by 5 or more, you learn nothing, and take the spell effects drain again as the spell effect backfires.

Using *Telepathy* in this way is dangerous to the subject of your scrutiny. The target must attempt a Will save against the spell's DC (which always equals 10 + one-half your level + your Cha modifier). If the subject succeeds, he is merely exhausted. If he fails the save, he takes 1d3 points of Intelligence, Wisdom, and Charisma damage and is exhausted. If he rolls a natural 1 on the save, he takes the damage as drain instead.

By increasing the Magic Use DC by +20, you may forge a telepathic bond with a particular creature with which you are familiar (or one you can currently see directly or through magical means) and can converse back and forth. The subject recognizes you if it knows you. It can answer in like manner immediately, though it does not have to.

You can forge a communal bond between more than two creatures. For each additional creature contacted, increase the Magic Use DC by +30. You can establish the bond only between willing subjects, which therefore receive no saving throw or spell resistance. No special influence is established because of the bond, only the power to communicate at a distance.

At the base Magic Use DC of 23, you can also use *Telepathy* to imbue an object (or creature) with a message you prepare appearing as written text for the spell's duration or spoken aloud in a language you know. The spoken message can be of any length, but the length of written text is limited to what can be contained (as text of a readable size) on the surface of the target. The message is delivered when specific conditions are fulfilled according to your desire when the spell is cast.

You can also control the actions of any humanoid creature through a telepathic link that you establish with the subject's mind by increasing the Magic Use DC by +60. If you and the subject have a common language, you can generally force the subject to perform as you desire, within the limits of its abilities. If no common language exists, you can communicate only basic commands, such as "Come here," "Go there," "Fight," and "Stand still." You know what the subject is experiencing, but you do not receive direct sensory input from it, nor can it communicate with you telepathically.

Once you have given the subject a command, it continues to attempt to carry out that command to the exclusion of all other activities except those necessary for day-to-day survival (such as sleeping, eating, and so forth). Because of this limited range of activity, a Sense Motive check against DC 15 (rather than DC 25) can determine that the subject's behavior is being influenced by an enchantment effect (see the Sense Motive skill description).Changing your instructions or giving the creature a new command is the equivalent of redirecting a spell, so it is a move action.

By concentrating fully on the spell (a standard action), you can receive full sensory input as interpreted by the mind of the subject, though it still cannot communicate with you. You cannot actually see through the subject's eyes, so it is not as good as being there yourself, but you still get a good idea of what is going on.

Subjects resist this control, and any subject forced to take actions against its nature receives a new saving throw with a +2 bonus. Obviously self-destructive orders are not carried out. Once control is established, the range at which it can be exercised is unlimited, as long as you and the subject are on the same plane. You need not see the subject to control it.

If you do not spend at least 1 round concentrating on the spell each day, the subject receives a new saving throw to throw off the domination.

Special Effect

The *Telepathy* spell includes a special effect available to casters of the Fourth Magnitude.

***Modify Memory*: Base DC:** 98; **Base Drain:** 1d8+20; **Prop:** Verbal and Somatic; **Range:** 10 feet; **Target:** One living creature; **Duration:** Permanent; **Saving Throw:** Will negates; **Spell Resistance:** Yes.

You reach into the subject's mind and modify as many as 5 minutes of its memories in one of the following ways.

- Eliminate all memory of an event the subject actually experienced. This spell cannot negate *Charm, or Compel* effects.
- Recall with perfect clarity an event a subject actually experienced.
- Change the details of an event the subject actually experienced.
- Implant a memory of an event the subject never experienced.

If the subject fails to save, you proceed with the spell by spending as much as 5 minutes (a period of time equal to the amount of memory time you want to modify) visualizing the memory you wish to modify in the subject. If your concentration is disturbed before the visualization is complete, or if the subject is ever beyond the spell's range during this time, the spell is lost.

A modified memory does not necessarily affect the subject's actions, particularly if it contradicts the creature's natural inclinations. An illogical modified memory is dismissed by the creature as a bad dream or a memory muddied by too much wine.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Sense Motive checks.

Synergy

If you have 5 or more ranks in Sense Motive, you gain a +2 bonus on Magic Use checks to cast any *Telepathy* spell effects.

–§ Vermin Mastery §–

Goblin and Silent unleashed their wizardry. It took the form of a cloud of moths... For a while there was a lot of screaming outside.

—The White Rose

You can command insects to do your bidding.

Prerequisites: Second Magnitude (base DC 20)
Prop: Verbal; **Range:** 10 ft.; **Target:** One swarm; **Duration:** 1 round; **Saving Throw:** None; **Spell Resistance:** No.

You can take control over a swarm of insects (see the *MM* for details on vermin swarms). You may direct it with simple spoken commands such as "Attack," or "Run." The swarm obeys even suicidal commands for the duration of the spell's effect.

Augmented Effects

You may apply the following augmentations to *Vermin Mastery*: Area/Target, Range, Duration, Props.

If you increase the DC by +20, you establish a mental link between you and the swarm. The swarm can be directed by silent mental command as long as it remains in range. You need not see the swarm to control it. You do not receive direct sensory input from the creature, but you know what it is experiencing. Because you are directing the swarm with your own intelligence, it may be able to undertake actions normally beyond its own comprehension. You need not concentrate exclusively on controlling the creature unless you are trying to direct it to do something it normally could not do. Changing your instructions or giving a swarm a new command is the equivalent of redirecting a spell, so it is a move action.

By increasing the DC by +30, you can summon a swarm of spiders, which attacks all other creatures within its area. You may summon the swarm so that it shares the area of other creatures. If no living creatures are within its area, the swarm attacks or pursues the nearest creature as best it can. You have no control over its target or direction of travel unless you increase the DC by +20 more.

By increasing the DC by +60, you can summon a swarm of locusts. You may summon the locust swarms so that they share the area of other creatures. Each swarm attacks any creatures occupying its area. The swarm is stationary after being summoned, and will not pursue creatures that flee. For each additional +10 to the Magic Use DC, you may summon another locust swarm. The swarms must be summoned so that each one is adjacent to at least one other swarm (that is, the swarms must fill one contiguous area).

By increasing the DC by +90, you may call forth a centipede swarm. By increasing the DC by an additional +10, you may summon one additional centipede swarm, which need not appear adjacent to one another. You may summon the centipede swarm so it shares the area of other creatures. The swarms remain stationary, attacking any creatures in their area, unless you command the swarm to move (a standard action). As a standard action, you can command any number of the swarms to move toward any prey within 100 feet of you. You cannot command any swarm to move more than 100 feet away from you, and if you move more than 100 feet from any swarm, that swarm remains stationary, attacking any creatures in its area (but it can be commanded again if you move within 100 feet).

Continuous Effects

By selecting this spell, you gain a +3 bonus to Knowledge (nature) checks.

Synergy

If you have 5 or more ranks in Knowledge (nature), you gain a +2 bonus on Magic Use checks to cast any *Vermin Mastery* spell effects.

–§ Wards §–

Had it not been for Shifter, I suppose, I would not have survived... He did something that turned the points of arrows and swords.

—The Black Company

You can reinforce an individual with magical defenses.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** Personal; **Target:** You; **Duration:** 1 round.

You create an invisible barrier to protect you against harmful energy. When you cast this effect, choose one energy type from the following: acid, cold, electricity, fire, or sonic. You gain resistance 5 to that energy for the duration of the effect. Each round, the effect absorbs the first 5 points of damage the creature would otherwise take from the specified energy type, regardless of whether the source of damage is natural or magical. The spell protects the recipient's equipment as well.

Augmented Effects

You may apply the following augmentations to *Wards*: Area/Target, Range, Duration, Props.

You can increase your level of protection by an additional 1 point for each +2 increase to the Magic Use DC. You can gain an additional energy type (base 5) by increasing the Magic Use DC by +20, however, you must pay the Magic Use DC increase for increasing the protection against the secondary energy source separately.

In addition, you can substitute protection from one weapon type for protection from one energy type by increasing the Magic Use DC by +20. Select one type of weapon damage from the following list: Bludgeoning, Piercing, or Slashing. The effect absorbs the first 5 points of damage you would otherwise take from that source for the duration of the effect. You may add protection from additional types of weapons on the list above by increasing the Magic Use DC by +15 for each type added. For each additional point of protection, increase the Magic Use DC by +10.

You can create a ward against a specific type of creature, preventing bodily contact from whichever one of several monster types you select. This causes the natural weapon attacks of such creatures to fail and the creatures to recoil if such attacks require touching the warded creature. The protection ends if the warded creature makes an attack against or intentionally moves within 5 feet of the blocked creature. Spell resistance can allow a creature to overcome this protection and touch the warded creature. Such an effect increases the DC by +20.

Continuous Effects

By selecting this spell, you gain a +1 deflection bonus to AC.

Synergy

If you have 5 or more ranks in Resistance, you gain a +2 bonus on Magic Use checks to cast any *Wards* spell effects.

–§ Water Talent §–

Within the castle itself creatures were out with the cats-o'-nine-tails, extinguishing the fires...A handful came out on the ramp and did something which gnawed black chunks out of the Lieutenant's conflagration.

—Shadows Linger

You have mastery over water.

Prerequisites: First Magnitude (base DC 15)
Prop: Verbal; **Range:** 10 ft.; **Effect:** 1 gallon of water; **Duration:** Instantaneous or 1 round (for Augmented effect); **Saving Throw:** None; **Spell Resistance:** No.

You draw wholesome, drinkable water, just like clean rainwater from the atmosphere. You cannot create water within a creature, although you may create it in a container or over a large area, creating rain, if desired. Water weighs about 8 pounds per gallon. One cubic foot of water contains roughly 8 gallons.

Augmented Effects

You may apply the following augmentations: Area/Target, Range, Props.

You can create additional gallons of water at a rate of 1 gallon per every +2 added to the Magic Use DC.

You can cause the water created to form a misty vapor in a 5 foot square. It is stationary once created. The vapor obscures all sight, including darkvision, beyond 5 feet. A creature 5 feet away has concealment (attacks have a 20% miss chance). Creatures farther away have total concealment (50% miss chance, and the attacker cannot use sight to locate the target). A moderate wind (11+ mph) disperses the fog in 4 rounds. A strong wind (21+ mph) disperses the fog in 1 round. A *Create Fire* effect burns away the fog in the explosive or fiery spell's area. This effect does not function underwater. This effect increases the spell effect's Magic Use DC by +5. You can expand the area from personal to a cloud through the normal rules for augmentation.

Additionally, you can cause water or similar liquid to reduce its depth by as much as 2 feet per Magic Use DC increase of +10 (to a minimum depth of 1 inch). The water lowers within a square depression whose sides are up to caster level x 10 feet long. In extremely large and deep bodies of water, such as a deep ocean, the spell creates a whirlpool that sweeps ships and similar craft downward, putting them at risk and rendering them unable to leave by normal movement for the duration of the spell. When cast on water-based creatures, this spell acts as a *slow* spell (Will negates). The spell has no effect on other creatures.

You can cause water or similar liquid to rise in height, just as above. Boats raised in this way slide down the sides of the hump that the spell creates. If the area affected by the spell includes riverbanks, a beach, or other land nearby, the water can spill over onto dry land.

With either version, you may reduce one horizontal dimension by half and double the other horizontal dimension.

Continuous Effects

By selecting this spell, you gain a +3 bonus to Survival checks.

Synergy

If you have 5 or more ranks in Knowledge (nature), you gain a +2 bonus on Magic Use checks to cast any *Water Talent* spell effects.

Blending Spells

Most wizards are random in the types of spells they employ, from great liquid tendrils of scintillating light reaching for the flesh of the living to the horrific lime mist that rolls and undulates capriciously with the wind. Illusion, the more common form of magic, is equally as varied, with examples including innocuous dancing shadows to phantasmal creatures that actually bite and injure. Magic in *The Black Company Campaign Setting* is far more varied than in other worlds, with nearly no limitations on how it may manifest in the novels and now, gameplay.

While the structure of the spells presented in the chapter are enough to provide hundreds and hundreds of variations, they are still not enough to reflect truly the awesome power of the Taken. Thus, to meet this need, a spellcaster can blend any spells he knows, such as mixing the effects of Create Energy (fire) and Air Talent, to create a terrible storm of raining fire, or Fire Talent with Earth Talent to cause lava to flow from the heart of the earth. Through blended spells, spellcasters have complete control over the nature of the magic they manipulate.

Mechanics

Follow these steps when blending spells.

1. Determine spells to blend.
2. Determine desired effect, such as range, duration, damage, and so on.
3. Modify DCs for all components as normal, paying the range costs for each spell effect separately.
4. The spell effect with the highest Magic Use DC is the primary effect. The added spell with the second highest DC is the secondary effect, the third highest becomes the tertiary effect and so on.
5. Add one-half of the Magic Use DC (round down) for the secondary effect to the Magic Use DC of the primary effect.

6 Add one-quarter of the Magic Use DC (round down) for all other effects to the sum of the secondary and primary effect. This number is the Magic Use DC to cast the spell.

7 Sum the augmentations of all spells to determine drain.

8 Determine casting time as normal.

9 Cast the new spell as normal.

Example Blended Spell: Lime Mist

Step One: Scott who plays a third magnitude 20th level wizard with 23 ranks in Magic Use wants to create a nasty spell similar to the clouds of lime mist in the novels, which essentially functions as a misty cloud of flesh eating vapor. Every time a tendril touches exposed flesh, it opens grisly wounds. So Scott decides to use incorporate *Destroy*, *Fear*, and *Water Talent*.

Step Two: Scott knows he wants the range to be 100 feet, have an area of a 20-foot cloud. Because it is an instantaneous duration, the damaging effect cannot change. He decides he also wants the cloud to deal 1d6+1 points of Constitution damage as well, but he does not care about the concealment effects. He wants the mist and fear effects to last 5 rounds.

Step Three: Scott starts with the Destroy spell, which has a base Magic Use DC of 20. To change the range from Touch to an area increases the DC by +5, and adding 100 feet to the range adds +20. Changing the effect from target to cloud effect adds +6 per 5 feet, for a total +24. Finally, he wants the spell to deal 1d6 points of Constitution damage, which destroy normally deals 1 point of ability damage, so to increase it to 1d6+1, he must increase the Magic Use DC by +12. So, summing the DC modifiers, this version of Destroy has a Magic Use DC of 81.

Modified Destroy

Modification	DC
Base	20
Target to any area	+4
100 foot range	+10
Effect: 20-ft. cloud	+24
Damage	+12
Total	**70**

Scott then moves to detail the *Fear* component. He modifies the spell's range to 100 feet increasing the Magic Use DC by +5, and the 100-foot range, +20. Changing the effect from target to cloud effect adds +6 per 5 feet, for a total +24. Fear has a base duration of 1 round, so increasing it to 5 rounds, only increasing the DC by an additional +4. Scott leaves the shaken condition alone, so he applies no further modifiers. The total DC is 45.

Modified Fear

Modification	DC
Base	15
Change to area	+4
Range 100 feet	+10
Effect: 20-ft. cloud	+24
Duration	+4
Total	**57**

The final component is the Water Talent component. He uses the Mist effect of the spell, so he automatically, begins with a +5 modifier, but the increase of range to 100 ft. only modifies the DC by an additional +4. As this function already functions similarly to a 5-foot cloud, Scott needs only to add an addition +18 to get the 20-foot radius. Finally, he increases the DC by an additional +4 for the longer duration. His total DC is 53 with a 1d8+7 drain.

Modified Water Talent

Modification	DC
Base	15
Mist effect	+5
Effect: 20-ft. cloud	+18
Range +90 feet	+9
Duration	+4
Total	**61**

Step Four: *Destroy* has the highest DC (70) so it becomes the primary effect, while *Water Talent* becomes the secondary effect, and *Fear* the tertiary effect.

Step Five: Scott adds 30 (one-half of 61, rounding down) to the Magic Use DC of *Destroy* (70) for a total DC of 100.

Step Six: Scott adds 14 (one-quarter of 57, rounding down) to the Magic Use DC of the primary and secondary effects for a total DC of 114.

Step Seven: Scott divides the total Magic Use DC by 5 for 1d8+22 drain.

Step Eight: With a Magic Use DC of 114, Scott subtracts his ranks from the DC for a total of 91. Cross-references **Table 10–4: Casting Times** and sees it takes a Third Magnitude caster 1 hour to cast this spell.

Step Nine: Scott may now cast the spell as normal.

Lime Mist: Base DC: 114; **Base Drain:** 1d8+22; **Prop:** Verbal; **Range:** 100 feet; **Effect:** 20-foot-radius cloud; **Duration:** Instantaneous and 5 rounds; **Saving Throw:** Fortitude half, Will negates (see text); **Spell Resistance:** Yes and No (see text).

You create a cloud of roiling lime mist. All creatures in the area take 1d6+1 points of Constitution damage each round while in the mist. If a subject is reduced to 0 Constitution, it is utterly destroyed as if disintegrated, leaving behind only a trace of fine dust. A successful Fortitude save halves this damage.

In addition, all subjects in the area must succeed on a Will save against the spell's DC or become shaken for as long as they remain in the mist.

Finally, the mist obscures all sight, including darkvision, beyond 5 feet. A creature 5 feet away has concealment (attacks have a 20% miss chance). Creatures farther away have total concealment (50% miss chance, and the attacker cannot use sight to locate the target). A moderate wind (11+ mph), such as from a *gust of wind* spell, disperses the fog in 4 rounds. A strong wind (21+ mph) disperses the fog in 1 round. A *Create Fire* spell effect burns away the fog in the area of the effect. This spell effect does not function underwater.

Bookeeping Blended Spells

Blending spells is a tricky process, requiring you to be familiar with the all the possible modifications available to two or more spells. It's best to make your decisions on blended spells far in advance, perhaps between game sessions, as the mechanics involved are more time consuming than standard castings of spells. Write down these blended spell effects on an index card including small modifications you can apply quickly and easily.

Special Forms of Magic

Though most magic comes in the form of spells and their respective variants and augmentations, magic in *The Black Company Campaign Setting* can take other forms. Through powerful rituals, spellcasters can weave intricate webs of sorcery over a subject, enhancing their resistances, and granting them something akin to immortality. Balanced against the rite of taking and the entrance into the Fourth Magnitude is the White Rose, a person of great power who cancels out magic all around her. The more powerful she becomes, the greater her field extends. In addition, certain types of magic are tainted, such as the *silver spike* that housed the essence of evil spawned by the Dominator. And above all, every wizard fears the utterance of their true name.

This final section of this chapter provides an overview of the unusual manifestations of magic in the world of the Black Company. It provides all the necessary rules to play one of the Taken, to be the White Rose, or even to seize control over the corrupted objects like the *silver spike* to achieve true mastery over the world.

The Lady pulled Darling to her. She had no strength, so it must be that, in a way, Darling allowed herself to be pulled. The she whispered, "The rite is complete. I name your true name, Tonie Fisk."
Darling screamed soundlessly.
The null began to fray.

—The White Rose

Edges

If a spellcaster acquires something of a target spellcaster (a fingernail, a hair, or piece of flesh), she can cast spells against them with a slight advantage. This is called having an edge, and it only works against a target who has spell energy. The spellcaster can incorporate this sample as an additional prop and add the subject's level to the spellcaster Magic Use check as an insight bonus, but only for one effect specifically targeting the subject.

For example, Stacee plays Allure, a 5th-level wizard. In the last fight, one of her comrades managed to cut off a finger from an enemy 14th-level wizard with a grievous injury. If she uses the finger as a prop against that wizard, she gains a +14 insight bonus to the Magic Use check to cast an effect against that wizard.

Rite of Naming

The more powerful the wizard, the harder he is to kill. Powerful wizards slow their aging, cast spells with such skill and ease, they protect themselves with several ongoing spells. Eventually, such wizards are nearly invulnerable, capable of surviving dismemberment, decapitation, and so on. Or so they would like their enemies to believe.

All wizards have one vulnerability in common: their true name. Simply speaking the name is not enough; one must observe all of the proper rituals. When properly prepared, the rite of naming effectively strips a wizard of all his powers, all of his skills with magic, making him no more powerful than any other mortal. A true name holds power because it grounds the wizard in the rules of reality. When a wizard begins down the road of sorcery, he distances himself from his roots, as he develops powers allowing him to twist reality to suit his own needs. The name acts as a tether, and as long as he conceals it, his true name cannot affect him.

Identifying the True Name

The Rite of Naming is a complicated process functioning similarly to a spell. The first step to using this ritual is to identify the name. Such a process is often difficult as wizards and other spellcasters work to hide their true identities, meticulously eradicating the information from any text, or killing those who would know. Researching true names is a difficult process, involving luck in finding such information, and then being able to decipher the text as authors hide this information in code. To find the true name a character must succeed on an appropriate Research check (see **Improved Research** in **Chapter Four: Classes** and **Research** in **Chapter Five: Skills**) on a body of information containing the name. If the check succeeds, the individual uncovers the name. Additional Decipher Script checks may be required if the name is concealed in code.

Empowering the True Name

Once the name has been uncovered, the researcher must imbue the name with words of power. This act requires one day plus one day per magnitude of the subject with Dabblers and Students of Wizardry counting as zero days. At the end of this time, the speaker must attempt a special Intelligence check against a base DC 20 modified as follows.

Empowering the True Name

Condition	DC Modifier
Named target is a Dabbler or Student of Wizardry	+0
Named target is of the First Magnitude	+5
Named target is of the Second Magnitude	+10
Named target is of the Third Magnitude	+15
Named target is of the Fourth Magnitude	+20
Speaker of the name has 5 or more ranks in Magic Use	–2
Speaker of the name has 10 or more ranks in Magic Use	–4
Speaker of the name has 15 or more ranks in Magic Use	–8
Speaker of the name has 20 or more ranks in Magic Use	–16
Speaker of the name has 5 or more ranks in Research*	–2
Speaker of the name has 10 or more ranks in Research*	–4
Speaker of the name has 15 or more ranks in Research*	–6
Speaker of the name has 20 or more ranks in Research*	–8

*If the speaker of the name has the Improved Research class ability, she may add the indicated bonus to her Intelligence checks.

Success and failure have variable result based on the degree or success of the check.

Naming Check Result

Check Result	Consequences
Succeed by 10 or more	Full name
Succeed by 5 or more	Partial name
Success	Fragment
Failure	Nothing
Failure by 5 or more	Backlash: speaker takes 1d6 points of nonlethal damage per magnitude (1d3 for Dabblers and Students) and must start anew, and at a +5 to the Intelligence check DC per previous failure.
Failure by 10 or more	Severe Backlash: speaker takes 1d8 points of damage per magnitude (1d3 for Dabblers and Students) and must start anew, and at a +10 to DC per previous failure.

Consequences of True Names

Depending on the success of empowering the true name, an individual gains a certain degree of power over the subject. Note, when incorporated into the verbal prop, another character who succeeds a base DC 15 Listen check (modified by distance) can also learn the name, though without some magical skill, they can't do anything with it. In all cases, a spellcaster's magical defenses cannot affect a weapon imbued with their partial or full true name. Hence, a wizard with a +30 deflection bonus to AC would not gain this bonus against an arrow inscribed with a partial or full true name inscribed on it.

Fragment

Empowering a fragment of the name allows the speaker to affect the spellcaster more easily than before. If the spellcaster hears the speaker speak the fragment, the speaker gains a +1 insight bonus to attack and damage rolls against the spellcaster whose name they uttered in the round in which they speak it. If the speaker has the Embed Spell feat, she can embed a fragment of the name into a weapon. In such instances, the weapon deals 1 point of Con damage in addition to the normal damage dealt. Finally, the speaker can incorporate the fragment into a spell. Doing so increases the casting time by one action, but for the named creature the save DC increases by +1.

Partial

Empowering a partial name allows the speaker to affect the spellcaster in more significant ways. If the spellcaster hears the speaker speak the partial true name, the speaker of a partial true name gains a +5 insight bonus to attack and damage rolls against the spellcaster whose name they uttered for 1 minute. Alternatively, the speaker can use the partial name to empty the spellcaster's spell energy pool 1 round per level. If the speaker has the Embed Spell feat, she can embed the partial name into a weapon. The weapon bypasses hit points altogether and deals damage directly to the spellcaster's Constitution. Finally, the speaker can incorporate the partial name into a spell, increasing the casting time by one action, but increasing the spell effect's save DC by +5.

Full

By uttering the full true name of another spellcaster, the speaker gains complete mastery over the named. If the spellcaster hears the speaker speak the full true name, the spellcaster permanently loses all spell energy. In order to cast a spell, a spellcaster must have at least one point of spell energy in his pool. Hence, this permanently prevents a spellcaster from casting spells until such time that the spellcaster gains at least one point of spell energy. Likewise, spellcasters cannot use Magic Skills such as Detect Magic or Prestidigitation.

Furthermore, all magic wrought by the affected spellcaster ceases as if it were never cast. Hence, all Taken created by the spellcaster lose their Taken abilities, and all magic items created by the spellcaster cease to function. Although the spellcaster is effectively crippled, she may regain something of her former power if she takes the Siphon Magic feat, much as Lady did when she encountered Kina in the Spirit World. See **Siphon Magic** in **Chapter Six: Feats** for details.

If the speaker has the Embed Spell feat, she can embed the full name into a weapon. The weapon bypasses hit points altogether and deals damage directly to the spellcaster's Constitution and deals an additional +2d6 points of damage on a successful hit.

Of the rest of it there are only flickers of recollection, most filled with Whisper's screams. There was a moment when the clearing filled with dancing devils all glowing with their inner wickedness...

—The Black Company, Whisper's taking

Rite of Taking

The highest forms of magic are available only to a select few, exclusively to those willing to pay the high price of magic in it purest form. Most spellcasters never achieve more than the Third Magnitude, which is significant in its own right, but a few, namely the Taken and the Shadowmasters can achieve even greatest heights of power in the Fourth and highest Magnitude. Called the Rite of Taking, regardless of who does the taking Shadowmaster or Dominator, it binds a wizard to another while unlocking the final barriers to magical mastery.

The Rite of Taking itself involves little more than exposing the candidate to the full horrors of their sponsor's arsenal, from summoned demons and physical assaults, to being brought close to death, only to return to more misery. What unifies all processes of taking are that the subject suffers terribly, as they break free from the bounds of reality to acquire unmatched power. The only restriction is that the Taken are bound to the taker, for if their master dies or is otherwise stripped of their power, they lose the benefits of this template.

The Process

The Rite of Taking is actually a series of powerful spells that systematically deconstruct the subject and rebuilds them into something new. Traditionally, taking was the purview of the Dominator, but the Lady proved she too could claim devoted servants, though not as powerful as those created by her husband. Furthermore, Longshadow clearly had the power of a Taken rivaling the Lady at the height of her power, easily surpassing the Howler and Stormbringer. Thus, Taking is not exclusive to the Dominator, and those with the desire and the power can claim servants of their own. However, they themselves must achieve the Fourth Magnitude, likely through being taken themselves.

To gain the ability to Take, and thereby promote a spellcaster to a higher magnitude, a spellcaster must take the Ritual of Taking feat (see page 99 in **Chapter Six: Feats** for details). Once they have selected this feat, they may Take another spellcaster as they wish.

The Rite of Taking requires at a minimum of eight hours of uninterrupted spellcasting. During this time, the spellcaster targets the subject with one spell effect of every spell she knows, of which the subject may not resist, voluntarily failing all saving throws. All damage dealt is lethal, though the Taker often pauses to heal some of the damage to keep the candidate alive. At the end of the spellcasting, the spellcaster permanently bestows 1 point of spell energy to the candidate that serves to advance the candidate by one magnitude such as from First to Second, Second to Third, or Third to the coveted Fourth, and gains the Taken template.

To retain some control over the Taken, the Taker extracts oaths of service from the Taken. The subject of the Rite may not directly attack the Taker, and they must obey every command to the letter of the command. Taken may indirectly work against their masters, however doing so puts them at risk of losing this added power. In addition, Taken are not required to follow the intent of the command, only the word, so some orders are open to interpretation.

The Taken Template

Taken is an acquired template that can be added to any living humanoid who is of at least the First Magnitude, hereafter called the base creature. The Taken use all the base creature's statistics and special abilities except as noted here.

Size and Type: The base creature's type and size are unchanged.

Armor Class: Natural armor improves by +4 (this stacks with any natural armor bonus the base creature has).

Special Attack: A Taken retains all the base creature's special attacks and gains as follows.

Magnitude: The base creature's Magnitude increases by one step, such that a First Magnitude taken increases to Second Magnitude, or a Third Magnitude increases to a Fourth Magnitude. If the base creature already is a Fourth Magnitude casters, such as by the Dominant feats (see page 95 in **Chapter Six: Feats**), the base creature gains no additional increase to its Magnitude.

Spell Energy: A taken who becomes fourth magnitude through the rite of taking gains +4 points of spell energy.

Special Qualities: A Taken retains all the special qualities of the base creature, plus the following special qualities.

Darkvision out to 60 feet.

Immunity to all mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).

Immune to poison, sleep effects, disease, and death effects (such as *Slay* effects).

Magic Affinity (Su): Subjects of the Rite of Taking who have or gain 35 or more Hit Dice gain a +20 bonus to Magic Use checks to cast spell effects from one spell they know, or a +5 bonus to Magic Use checks to cast spell effects from two spells they know.

Special Feature (Su): A Taken with 35 or more Hit Dice may select one of the following special features.

Bite: The Taken gains a natural attack that deals 2d6 points of damage. The attack is in addition to their normal melee attacks and made at a –5 penalty unless it is the only attack made in that round. The type of damage depends on the attack, bludgeoning for slam, piercing for bite, and so on.

Damage Reduction: A Taken gains damage reduction 5/—.

Fear Aura: A Taken generates an aura of fear extending out 5 feet per point of Charisma bonus. All creatures with 10 or less Hit Dice are automatically shaken while in the area of effect.

Immortal (Su): The Taken cannot die. They take damage as normal, but if reduced to 0 Constitution they do not die, but simply become unconscious. They can be dismembered, burned, buried alive, but they do not die. They do not lose consciousness until they fall to 0 Constitution. Despite their immortality, they are still subject to critical hits, and are injured normally by grievous wounds (see **Chapter Nine: Combat** page 129). They do not die of old age, although they continue to age physically, unless they have other means to prevent aging. The effects of immortality continue even when within a null field. If the Taker is ever named through the Rite of Naming, the Taken lose all benefits of this template.

Linked (Su): Taken are linked to the spellcaster who took them. They gain one spell energy point from their master, but this spell energy point fuels their additional abilities, and may not be expended for spellcasting. They must obey the commands of their master, although they are not prevented from plotting against their master, though destroying him also removes this template, hence most Taken are loyal to their masters.

Challenge Rating: Same as the base creature +6.
Advancement: By character class
Level Adjustment: Same as the base creature +4.

Null Fields and the White Rose

Once every 37 years a great comet fills the sky. Linked to this astrological phenomenon is the emergence of a great hero, a champion to combat the forces of tyranny in the world. Some scholars believe the emergence of the comet is somehow tied to the presence of the Dominator or the Lady and their relationship with magic, while others believe the comet is something altogether unique, manifesting in legends and myths the world over, as far away as Taglios. Given the comet's return, 20 years ahead of schedule, it seems there may indeed be a relationship between the comet and the Dominator after all. Regardless of the comet's true significance, it always heralds the return of an individual, called in the north, the White Rose. As the Dominator uses sorcery to change the world to serve his purposes, the White Rose serves to restore some semblance of balance, by negating magic all around her. It was the White Rose who first imprisoned the Dominator all those centuries ago, and it was the White Rose who, with the help of the Lady, imprisoned him in the *silver spike*.

Despite the fact the White Rose negates or suppresses magic all around her, the effect is actually magical itself for the null field is a magical effect in itself, interfering with other spellcaster's ability to cast spells. Thus, because the White Rose is in fact a spellcaster herself, she is subject to the effects of being named, as the Lady did at the conclusion of *The White Rose*. And if she is named, she loses the null field ability.

The White Rose is best used as a plot device and not as a player character, though *The Black Company Campaign Setting* fully supports either use. To derive statistics for the White Rose use the following template.

The White Rose Template

The White Rose is an inherited template that can be added to any living humanoid (referred to hereafter as the base creature). The White Rose uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The base creature's type and size are unchanged.

Special Attack: The White Rose retains all the base creature's special attacks except she cannot cast spells.

Special Qualities: The White Rose retains all the base creature's special qualities and gains as follows.

Null Field (Su): The White Rose generates an invisible barrier surrounds herself and moving as she does. The space within this barrier is impervious to all magical effects, including spells, spell-like abilities, and supernatural abilities. Likewise, it prevents the functioning of any magic items or spells within its confines. Spellcasters within the area of a null field function as if their spell energy pool was emptied. The null field suppresses any spell or other magical effect used within, brought into, or cast into the area, but does not dispel it. Time spent within the null field counts against the suppressed spell effect's duration. Called creatures are unaffected, though they cannot be called while in the area of null field. A normal creature can enter the area, as can normal missiles. Furthermore, while a sword embedded with a spell does not function magically within the area, it is still a sword. The spell has no effect on golems and other constructs that are imbued with magic during their creation process and are thereafter self-supporting. These creatures' spell-like or supernatural abilities, however, may be temporarily nullified by the field. *Dispel* effects do not remove the field. The null cancels spells being actively maintained, but does not affect someone or something who had been transformed by magic and stayed that way. Two or more null fields sharing any of the same space have no effect on each other. Artifacts are unaffected by null fields. Should a creature be larger than the area enclosed by the barrier, any part of it that lies outside the barrier is unaffected by the field. The size of null field varies depending on the White Rose's age.

Null Field

Age	Null Field radius
1–12	None
13–14	5 feet
15	10 feet
16	20 feet
17	40 feet
18	80 feet
19	160 feet
20	320 feet
21	640 feet
22	1,280 feet
23	2,560 feet
24	5,120 feet
+1 year	+5,120 feet

The White Rose can sense any magic cast into the protected area if she succeeds a Detect Magic check against the appropriate DC.

Skills: The White Rose gains a +4 bonus to all Detect Magic and Resistance checks, and always treats these skills as class skills.

Challenge Rating: +1.

Advancement: By character class.

Level Adjustment: +2.

Demi-Powers

Once every hundred generations, a force emerges, so powerful as to be able to blight the world. Throughout the long history of *The Black Company Campaign Setting*, such powers have emerged to disrupt the world. Among them there is Kina, nothing short of a demigoddess in her own right, the thing beneath Old Father Tree in the heart of the Plain of Fear, and, of course, the Dominator. Demi-powers are not something a character can attain. Either they are born with this ability or not. Demi-powers have the following abilities. This micro-template is intended for NPCs to establish back-story and so on.

Greater Sorcerer (Ex): A demi-power gains a +32 insight bonus to Magic Use skill checks.

Quickened Caster (Ex): For the purposes of determining casting times, the demi-power gains a +10 bonus to his aptitude (see page 151 for details on casting times.

Uncanny Ability (Ex): For every three levels attained, the demi-power gains a +1 bonus to two ability scores of their choosing. This bonus replaces the normal ability score increases earned every four levels.

Taint

"You know I don't believe there's any such thing as pure evil."
"Yes there is. Its festering up north in a silver spike your friends drove into the trunk of a sapling that's the son of a god."

—*Shadow Games*

Although *The Black Company Campaign Setting* does not employ alignment, evil does exist. It manifests in such people like Kina and the Dominator, or in objects like the *silver spike* which held the Dominator's wickedness, and in places like the Grove of the Dead, or the Kina tomb beneath the nameless fortress on the Glittering Plain. Human evil normally does not manifest as a palpable aura as it does in standard d20 settings. A thief who is random in his crimes and wicked in his motivations leaves no imprint of his corruption except in the results of his actions. However, when magic is used to commit great evil, residual energy remains. This energy is not good or evil in itself, it merely carries the intent of its user. Hence, a spell effect used to murder thousands of innocent women and children would leave a magical stain in the area, not because the magic itself was evil, but how it was used. Truly dark applications of magic, such as that used by the Dominator, or the Deceivers of Kina more potently reflect the intentions of the caster, corrupting the land or object by a corruption known as taint.

Taint is manifests in people who use magic to commit great acts of evil, or in objects or places exposed to powerful magic used for evil purposes. Simply casting a spell effect to kill your enemies does not warrant the manifestation of taint. However, a spellcaster who uses magic to poison the land, to destroy a farmer's crop out of spite, or who slaughters the innocent for the pleasure of the kill are instances of magic used for evil purposes, thereby creating taint either in the caster or corrupting the land or area in which the magic was cast.

Tainted Spellcasting

As the GM adjudicates, a spellcaster may gain taint for using magic to achieve dark results. Darkness, in this sense, may imply hurting, oppressing, or killing others for the sake of killing. Lacking compassion for others and killing without qualms if doing so is convenient may also be grounds for taint. Others actively pursue evil, killing for sport or out of duty to some evil master.

The potency of the spell determines the accumulated taint. If a spellcaster uses a spell for a clearly depraved act, he risks gaining taint. There can be no question about the act or the intention behind the act. For example, Longshadow was clearly tainted by the awful lesions covering his body. The Limper, who appeared to be rotting, also evidenced his exposure to taint.

In such instances, the spellcaster must make a special Will save against the listed DC according to the minimum magnitude required to cast the spell. If the spellcaster fails the Will save, he gains the indicated amount of taint. If the spellcaster succeeds the saving throw, the taint affects the area or an object, as the GM determines, instead. See **Table 10–6: Spells and Taint** for details.

The Effects of Taint

A character's taint score applies as a penalty to his Wisdom score. Thus, a character with a 14 Wisdom who acquires a taint score of 4 has an effective Wisdom of 10. These penalties reflect the taint's impact on the character's physical and mental health.

A tainted character experiences the Wisdom penalties in a variety of ways, from mild nausea, joint pain, disorientation, rotting flesh, severe skeletal warping, or even irresistible murderous urges. The lists of effects below

Table 10–6: Spells and Taint

Spell Magnitude	DC*	Taint Gained**
Dabbler	10	1d2
Student of Wizardry	15	1d3
First Magnitude	20	1d4
Second Magnitude	30	1d6
Third Magnitude	40	1d8
Fourth Magnitude	50	1d10

*Add a number equal to the spell energy expended to cast the spell.

**The character uses the spell energy in his spell energy pool as taint reduction. Thus, a spellcaster with 4 points of spell energy pool who casts a powerful Fourth Magnitude spell effect, gains 1d10–4 points of taint. Spell energy can reduce taint to 0 but not below 0.

Table 10–7: Taint Effects

Roll	Mild
01–10	Occasional nausea or vomiting
11–15	Pain in joints
16–20	Hair goes white
21–30	Mild paranoia
31–40	Disorientation
41–50	Increase aggressiveness
51–55	Mild hallucinations
56–60	Phlegmy, wracking cough
61–70	Eyelid swells, obscuring vision
71–75	Pale, grayish, dead complexion
76–80	Sunken eyes, cracked lips
81–90	Skin seeps greasy, yellowish sweat
91–00	Skin thickens, cracks, and turns leathery

Roll	Moderate
01–05	Bones begin to warp and thicken
06–10	Black, lichenlike growth across skin itches
11–20	Reddened, burnlike sores and scars
21–30	Eye clouds and blood vessels break obscuring vision
31–40	Lips shrink back gums
41–50	Gums swell, bleed, and rot
51–55	Bleeding from eyes, nose, mouth, ears, or lips
56–60	Hair falls out
61–65	Uncontrollable seizures that wrack the body with spasms
66–76	Eruption of painful sores
77–87	Sores ooze blood, pus, foul-smelling ooze, spiders or insects, thick pasty substance, maggots, or acidic slime.
88–93	Hears voices of spirits
94–98	Severe paranoia
99–00	Fits of uncontrollable, disturbing laughter or shrieking

Roll	Severe
01–10	Flesh of nose rots away, leaving skull-like openings
11–20	Spine twists, back hunches
21–30	Great swollen growths form on the body
31–40	Lungs eaten away from inside causing wet, labored, and painful breathing.
41–50	Eye falls out, leaving a gaping socket that glows with an unholy light
51–60	Skill peels off in papery sloughs at the slightest touch leaving raw red flesh beneath
61–70	Fingers or toes web and fuse
71–80	Irresistible murderous urges
81–90	Reduced to primitive behavior
91–00	Eats inedible or still-living things.

Table 10–8: Tainted Places

Magnitude	Aura Strength
Dabbler	None
Student	Faint
First Magnitude	Mild
Second Magnitude	Moderate
Third Magnitude	Strong
Fourth Magnitude	Severe

are categorized by according to whether a character is mildly, moderately, or severely tainted. A character who loses 25% or more of his Wisdom is mildly tainted. A character who loses 50% or more of his Wisdom is moderately tainted. And a character who loses 75% or more of his Wisdom is severely tainted. Consult **Table 10–7: Taint Effects** for details. The GM may apply some game related penalties at her discretion.

Gaining taint also has some benefits. Once a character is Mildly tainted, he no longer takes taint damage from spells requiring First Magnitude or less. Moderately tainted characters are no longer at risk from using Second Magnitude spells for evil purposes, while Severely tainted characters take no taint for any spell effect they cast. In addition, tainted characters may add their taint score as a bonus to Intimidate checks.

Tainted Places

Some places carry some residual taint from great acts of evil. Whenever a spellcaster uses magic for a wicked end, and avoids tainting himself, or if he commits a terrible evil act in an area, he corrupts the area with taint. The taint pollutes the area for a number of years equal to the taint damage the spellcaster avoided if of Third Magnitude or less, or permanent if Fourth Magnitude. Thereafter, the tainted area creates a mild fear effect for those exploring these areas as indicated on **Table 10–8: Tainted Places**.

Aura Strength

A tainted place exudes a palpable sense of evil. The potency of the aura determines the effect. Tainted characters are somewhat resistant to the effects of tainted objects or places, ignoring the aura effects for taints less than theirs. For example, a moderately tainted character ignores the effects of faint or mild taints.

Faint: The place engenders an uneasy feeling. It is unsettling, but generates no unusual fear effects.

Mild: The place has a sinister aura eliciting feelings of darkness and cold. Despite its corrupt aura, it carries no additional effects.

Moderate: A place with a moderate degree of taint is far more wicked than one with a mild taint; it sends thrills of fear through all exposed to it. When a character first enters a moderately tainted place, they must succeed on a DC 15 Will save or become shaken for as long as remain in the place. The Grove of the Dead is an example of a moderately tainted place.

Strong: A strongly tainted locale is terrible in its evil. When a character first enters a strongly tainted place, they must succeed on a DC 20 Will save or become frightened for 1d4 minutes. The entrance to Kina's tomb is a strongly tainted location. Those who succeed are shaken for as long as they remain in the place.

Severe: A severely tainted locale is so awful in its wickedness it defies human comprehension. When a character first enters a severely tainted place, they must succeed on a DC 25 Will save or become panicked for 1d4 minutes. If they succeed the saving throw, they are shaken for as long as they remain in the place and for 1d4 hours afterwards.

Tainted Objects

A tainted object is something that bears the stain of the former user's corruption. Permanently affected by this foulness, the tainted object is a potent threat to anyone who encounters it. In some instances, the object houses a fragment of a individual's magic potential, or even the tainted individual spirit altogether as in the case of the *silver spike* (which was achieved through a variant of the *Banish* spell). Usually such items bestow great power in exchange for great corruption. The degree of the taint gained from the item depends on the taint of the spellcaster who either created the object or whom the object houses.

To create a tainted object, a tainted spellcaster may transfer 1 point of Taint into the object for every point of spell energy permanently expended. This act requires the Embed Spell feat. The amount of Taint transferred determines the effective Magnitude as shown on **Table 10–9: Tainted Objects**.

Depending on the Magnitude of the spellcaster, the object creates a certain level of taint and bestows a certain amount of additional spell energy as indicated on **Table 10–9: Tainted Objects**. Spell energy spent from a tainted object returns at the normal rate, hence the object's value. Also, a spellcaster who handles a tainted object must attempt a Will save against the listed DC after the time spend with the object. The indicated time does not have to be consecutive. Thus, a spellcaster can carry a tainted object with 2 taint points in it for 6 days. If he ever picks up the object again for another day, he must make the Will save or gain the indicated taint, regardless of the time between the initial possession and the recent possession. If the wielder fails the save, they take the indicated DC. Each time increment, the wielder must make another Will save or take additional taint. Spellcasters of an equal or greater magnitude gain a +2 bonus to these saves.

Table 10–9: Tainted Objects

Magnitude	Taint Points	Time	Taint DC	Taint	Spell Energy
Dabbler	1	—	—	—	—
Student	2	7 days	DC 10	1d3	1
First Magnitude	3–4	3 days	DC 15	1d4	2
Second Magnitude	5–7	1 days	DC 20	1d6	3
Third Magnitude	8–12	1 minute	DC 25	1d8	5
Fourth Magnitude	13 or more	1 round	DC 30	1d10	10

Part IV:

Running Black Company Games

Chapter Eleven: Black Company Campaigns

By now, you have the history, the setting information, and all the mechanics needed to run a Black Company Campaign. But where do you start? What era should you play? Should the characters be members of the Black Company or of their own mercenary outfit? What about the Glittering Stone Campaign Option, should you use it and, if so, how? This chapter offers all the tools GMs need to run a successful Black Company campaign, whether the characters are planar travelers who get lost on the Plane of Shadow, are hardened Rebel veterans fighting against the tyranny of the Lady, or are the founding fathers of the Black Company, struggling with the sacrifice their mission requires. Whatever you decide, this chapter will help you create a memorable gaming experience, guaranteed.

Gamemastering Black Company Campaigns

The key thing to remember is that *The Black Company Campaign Setting* is a campaign setting for our favorite fantasy roleplaying game. With some exceptions, such as minor adjustments to combat and an all-new magic system, game play is similar. What you have to decide is how close you want your campaign to resemble the novels.

A **Tight** game follows the events in the novels closely, whereby the PCs actions cannot affect the outcome of the books at all. This is the most difficult to play if you intend to place the adventuring party in a time and place near the Black Company as the players may feel helpless, unable to take any significant action in the risk of disrupting the story. Instead, for a tight approach style of campaign, try setting your campaign either before Croaker's time or after, if you are interested in the players taking the roles of members of the Black Company. Alternatively, you could run a game where the characters exist at the same time as the Black Company during Croaker's era, but are geographically removed. For example, the campaign could start in Beryl after the Black Company leaves, Croaker quickly passes through Beryl on his return trip, and Raven and Case find out little about the city's state while they passed through. In fact, because the Limper destroys the city in the *Silver Spike*, nothing the characters do here will survive to spread to other places.

Soldiers Live.
And wonder why.

—*Soldiers Live*

As opposed to a Tight game, you could run a Loose campaign, where your campaign follows the events of the novels, but the characters are not as restricted in their actions. They could change the storyline of the books in important ways. In a Loose campaign, feel free to alter the outcome of certain events based on the characters actions. For example, a loose campaign could have the PCs be former members of the Black Company after the Lady destroyed Juniper. United under the Captain whom the Company believed dead, they work to find Croaker, who always stays one step ahead of them. If you place your campaign in an earlier era, perhaps the PCs find a way to stop Bomanz before he accidentally releases the Lady and the Ten Who Were Taken, or maybe even really kill the Limper before his rampage.

If you don't want to be constrained by the novels at all, but want to explore the mood of the Black Company, you could run a **Free** campaign. In this option, all bets are off. You can bring in elves and orcs, a rainbow

Option: Company Style Feats

Call to Arms [General]

You form a company of soldiers.

Prerequisites: Cha 13.

Benefit: You form a company of soldiers, gaining soldiers according to your company's strength rating and as s indicated on **Table 11–2: Company Strength Rating**.

Leader of Men [General]

You are a skilled leader and organizer.

Prerequisites: Leadership, Character level 12th.

Benefit: You gain a +4 bonus to your Company Strength Rating, and gain a +2 bonus to Command checks.

of dragons, and all the other trappings of traditional fantasy gaming. This style is best if you want to link the Black Company to other fantasy worlds. It gives you the most flexibility for incorporating new material as well. In a Free campaign, you can alter anything you want, even going so far as to replace characters in the Black Company with those of the players if you desire.

Styles of Play

The level of adherence to the books should establish parameters for how much you want to diverge from the novels. Once you have set these boundaries, consider what style of play best suits the game you want to run. Those listed below best reflect the most common styles of games suited for this setting, though don't feel bound by these; with *The Black Company Campaign Setting*, you have a slew of options available.

Company Style

The company style campaign style best reflects the military aspects of the novels, placing the characters within or in charge of a mercenary or national unit. Lower level characters may operate in a squad as part of a larger outfit, while mid level characters could be officers, and the highest level characters could lead actual armies. Company style offers great opportunities for adventure, where characters may scout out a valley before the larger units move through it. As the characters advance, they might negotiate treaties, declare war, and conquer distant lands or even worlds.

Many times, a character may emerge as a higher-ranking member of the company. This could potentially cause some friction in the campaign as other players may resent taking orders from another. However, in a military style campaign, rank is part of the atmosphere. If players have difficulty dealing with rank and authority of this style of game, shift styles to a different one, or encourage the players to find ways to circumvent the orders of the leading character, perhaps discrediting him, or even appealing to a higher authority.

The company style campaign uses all the rules presented in this book, however, at your option you may want to introduce the following Company rules. These allow characters to track their forces, and maintain it as they travel through the lands, serving different masters as they go.

Companies

With this option, you can build companies of soldiers. The character with the Call to Arms feat can establish a company. The size of the Company depends on the Company Strength Rating (CSR). CSR equals the character's total level + her Charisma modifier + miscellaneous modifier. Once a company is founded, it may grow or shrink depending on the individual leading it. A company created using this system, even if destroyed, may return as long as there is at least one survivor to pick up the mantle of leadership, by taking the Call to Arms feat. Lost soldiers return at a rate equal to the leader's Charisma modifier per week. Once you have your soldiers, you can organize them into squads, companies or even battalions. Multiple characters in the same party with the Call to Arms feat may add their CSR to that of the leader, thereby expanding the unit's size dramatically.

CSR Modifiers

Many factors can modify a CSR for good or ill. Total all the applicable bonuses or penalties and add the result to the CSR. Over time, this number may fluctuate, but only adjust the actual numbers at the beginning of every month to account for new volunteers or desertions. Leaders who are terrible and callous throughout the space of a month are not likely to retain their soldiers for long, even if they give a large bonus at the end of every month. As GM, it is your job to prevent characters from exploiting their soldiers without penalty.

Purpose

A company, in this sense, is an association of individuals united for some cause or purpose, with bonds of loyalty through pledges, vows, or perhaps even extortion. Companies can be formed with intent of furthering the designs of a religion, military or even both, to serve a secular cause, to combat an enemy, or defend a people or person, a place or even an object. When designing a company, you must first determine its purpose.

Champion: A company who champions a cause, unites to defend a person, object, place, or cause. Each member believes at heart in their mission. The Black Company became a championing company when it served Darling.

Mercenary: A mercenary company is a union of free soldiers bound by a common interest: money. Mercenary companies attract all types of people, mostly those without connections to a place or people. Everyone from criminals to exiles, and even professional soldiers may join such a group. The Black Company was generally a mercenary company throughout much of its career.

Religious: A company founded on religious principles is an organization often within a particular faith, but some may go forth at a church's bidding. These holy warriors dedicate themselves to spreading the tenets of their faith. They may seize territory in a grand crusade, or possibly forming bands of religious heretics to embark on a jihad. The Black Company when it first came through the shadowgate was a religious company.

Loyalty

All companies require some form of loyalty from their members. To ensure allegiance, many companies have an extensive screening process, to weed out spies, undesirables, or others who would make a poor fit for the company. All companies require a sponsor before one can join, as the Captain did for Raven. This is a member who vouches for the candidate. Once he gains acceptance, he must swear his loyalty to the company. Just how binding this vow is depends on the requirements of the company.

Pledge: A company requiring a pledge demands a pledge of service, and in this respect, functions as a promise of one's service to the group.

Oath: An oath is a solemn promise to serve in the company. Companies requiring oaths of service are probably older and more established. Oaths are far more serious than pledges, and have serious consequences should an oath be broken.

Vow: Vows are the strongest ties one can make to an order. Vows are always religious in nature and are made before a priest of the order's patron deity. Breaking one's vow is grounds for death in many cases

Extortion: Only the most corrupt and evil groups rely on extortion for obedience. These organizations hold family members or friends hostage, or threaten to reveal specific information in exchange for service. Such companies are typically short-lived and for a very specific purpose. Violating the terms of service normally results in harm or death of the hostage, or the revelation of the ex-member's secrets.

Organization

The company's organization reflects the degree of penetration it has into the lives of its members. A loose organization may be a collection of soldiers who share a similar goal, such as fighting tyranny, or conversely, eradicating the Shadowmaster threat. At the opposite end, rigid organizations may require all of its members to live, work, and play together, subservient to the larger body's goals and beliefs.

Loose: While the principles are fixed, this company's membership is not. Members come and go. The company may pursue some higher purpose, but the purpose is not central to its member's lives. Surprisingly, the lack of commitment can keep these companies alive for a long time, but always lingering near death.

Informal: The company meets regularly but it lacks an established center. Membership is tighter than in the loose organization and all members must pledge service. These companies are normally short-term organizations.

Standard: As the default company level, standard companies have an established hierarchy. Normally, this is a captain as a leader, and an executive officer to replace him should he fall. Members typically swear oaths of service, but sometime pledges are acceptable. These orders are the most common for long-term organizations, like the Black Company.

Rigid: By far the most oppressive of company organizations, rigid companies are all religious institutions, like the Nar, consequently requiring vows of service. Some military orders may adopt a rigid structure, but in these instances, the founders form them for short goals instead. Exceptions, of course, exist.

Building the Company

Once you have established the form your company shall take, sum the modifiers, as indicated on **Table 11–1: Company Strength Modifiers**. This number is added to your character level + your Charisma modifier to determine your CSR. Compare your CSR to **Table 11–2** to determine how many men and women join your company.

Company Strength Rating

The sum of your character level + your Charisma modifier + the modifiers from **Table 11–1: Company Strength Modifiers** is your CSR. Your Company Strength Rating improves as you gain levels, allowing you to attract new members if you desire, or improve existing ones. If your CSR falls, so too do the numbers of soldiers in your company.

Additional Members by Level

As the CSR increases, so too does its membership. Additional members are followers and abide by all the same rules as described in the *DMG*. These additional followers are loyal first to the company, and second, to the

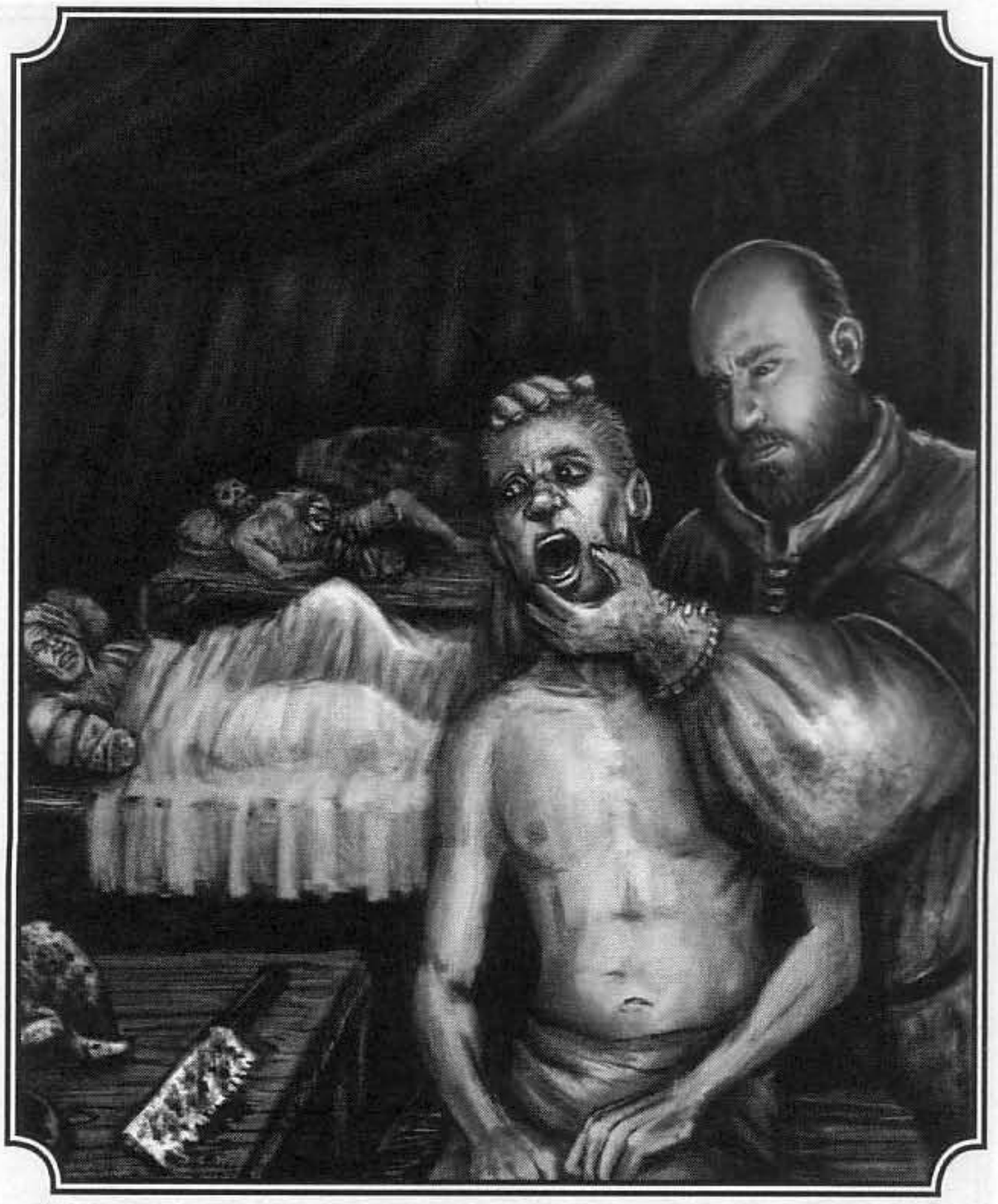


Table 11–1: Company Strength Modifiers

Trait	Modifier
Champion	+1
Mercenary	+2
Religious	–1
Loyalty	
Pledge	+2
Oath	+1
Vow	+0
Extortion	Varies
Organization	
Loose	–2
Informal	+1
Standard	+0
Rigid	–1
Leader's Reputation	
Great Renown	+2
Fairness and generosity	+1
Failure	–1
Aloofness	–1
Cruelty	–2
Leadership feat	+4
Per Command feat	+1

Table 11-2: Company Strength Rating

	Additional Members by Level									
Rating	**1st**	**2nd**	**3rd**	**4th**	**5th**	**6th**	**7th**	**8th**	**9th**	**Additional Features**
1 or lower	—	—	—	—	—	—	—	—	—	—
2	—	—	—	—	—	—	—	—	—	—
3	—	—	—	—	—	—	—	—	—	—
4	—	—	—	—	—	—	—	—	—	—
5	—	—	—	—	—	—	—	—	—	Intimidate +1
6	—	—	—	—	—	—	—	—	—	—
7	—	—	—	—	—	—	—	—	—	—
8	—	—	—	—	—	—	—	—	—	Influx of Wealth
9	—	—	—	—	—	—	—	—	—	—
10	+2	—	—	—	—	—	—	—	—	Adversary (x1)
11	+3	—	—	—	—	—	—	—	—	—
12	+4	—	—	—	—	—	—	—	—	Bonus Feat
13	+5	—	—	—	—	—	—	—	—	—
14	+7	—	—	—	—	—	—	—	—	Land
15	+10	+1	—	—	—	—	—	—	—	Intimidate +2
16	+12	+1	—	—	—	—	—	—	—	—
17	+15	+1	—	—	—	—	—	—	—	—
18	+17	+1	—	—	—	—	—	—	—	Influx of Wealth
19	+20	+2	+1	—	—	—	—	—	—	—
20	+25	+2	+1	+1	—	—	—	—	—	Adversary (x2)
21	+30	+3	+1	+1	—	—	—	—	—	—
22	+37	+3	+2	+1	+1	—	—	—	—	Bonus Feat
23	+45	+4	+2	+1	+1	—	—	—	—	—
24	+55	+5	+3	+1	+1	—	—	—	—	Land
25	+67	+6	+3	+2	+1	+1	—	—	—	Intimidate +3
26	+80	+8	+4	+2	+1	+1	—	—	—	—
27	+95	+9	+5	+2	+1	+1	—	—	—	—
28	+110	+11	+5	+3	+1	+1	—	—	—	Influx of Wealth
29	+130	+13	+6	+3	+2	+1	—	—	—	—
30	+150	+15	+7	+4	+2	+1	—	—	—	Adversary (x3)
31	+175	+17	+9	+4	+2	+1	+1	—	—	—
32	+200	+20	+10	+5	+2	+1	+1	—	—	Bonus Feat
33	+230	+23	+11	+6	+3	+1	+1	—	—	—
34	+260	+26	+13	+6	+3	+1	+1	—	—	Land
35	+295	+29	+15	+7	+4	+2	+1	—	—	Intimidate +4
36	+330	+33	+16	+8	+4	+2	+1	+1	—	—
37	+375	+37	+18	+9	+5	+2	+1	+1	—	—
38	+410	+41	+20	+10	+5	+3	+1	+1	—	Influx of Wealth
39	+455	+45	+23	+12	+6	+3	+1	+1	—	—
40+	+500	+50	+25	+12	+6	+3	+2	+1	—	Adversary (x4)
+1	+50	+5	+5	+2	+1	+1	+1	+1	+1	

company's leader. You may add your standard followers to the company as you like, though their allegiance changes and they are subject to loss if you can't maintain them (see page 195).

Adversary

Whenever the CSR grants an adversary, the company gains a nemesis. The enemy could be a rival, an individual with an interest in the company's purpose, a king, noble house, or religious institution. The enemy's strength should be relative to the strength of the company. If the adversary is a rival company, keep its CSR within 4 points of the company.

Bonus Feat

Where indicated, all members of the order gain the benefits of a Command feat (see **Chapter Six: Feats** for details on Command feats). This feat must be a Command feat the Company commander has selected. All members gain the benefit of this feat, even if not directly attached to the commander.

Influx of Wealth

The order has wealthy patrons, or advocates, who would see the company succeed. Where indicated, the company gains funds equal to the leader's level plus his Charisma Modifier × 100 silver. This fund must go toward maintaining the company.

Intimidate

As the company grows in prominence and power, it lends an air of might to its members. All members, including the leader, gain the indicated bonus as a circumstance bonus to Intimidate checks.

Land

Where indicated, the order acquires land or other holdings, including the peasants to work on it. This land generates additional income you can spend towards maintaining the land, maintaining the company, or renovating a base of operation. The size of the land equals one-quarter the leader's level in square miles. Each month, depending on the season, the land produces a variable amount of wealth to help pay for maintaining the order.

Land

Season	Percentage of Maintenance Cost
Fall	1d6 × 10%
Winter	1d4 × 5%
Spring	1d8 × 10%
Summer	2d10 × 10%

With each additional instance of land, you may double the extent of your existing holds, or establish another base of operations at another location. Each additional section of land yields an additional roll of Percentage of Maintenance Cost. For example, a character with two sections of land would roll, in the spring, 2d8 x 10% to determine how much silver he generates to support his order.

The silver generated does not translate into actual profits, but rather it reflects a resource value. Essentially, lands produce foodstuffs, animals, tools, or other commodities, which you sell to create an income for the company and pay the members. You can convert such income into raw silver, but you only receive half the indicated amount.

Alternatively, if you already use rules for nation management, and stronghold building, assume each instance of land produces one small citadel or one unit of land. With each succeeding instance of land, the character may "upgrade" his base of operations, or expand the land by an additional unit of land. Still, regardless of the rules you use, these fast and loose mechanics provide easy bookkeeping.

Maintaining a Company

With the company established, and membership determined, you must maintain the company. Each month the company exists, the leader must pay a certain amount to maintain equipment, food, steeds and training. The amount equals the (total of the followers' levels × the character's overall character level) × 4 in silver. The Land, or an Influx of Wealth for emergencies, covers most of the funds, but characters may have to dip into their own reserves to make up for shortfalls. However, if the character cannot pay the full amount, the CSR falls by 1 for every 10% (rounding up) below the needed amount. For example, Bobby has 10 1st-level warriors and 1 2nd-level warrior in his company and is himself 9th level. The sum of the soldiers' levels equals 12, times 9, is 81 sp. Say Bobby only has 65 sp, he is 16 sp short, or –19% short of the needed funds. Rounding up to –20%, his CSR falls by 2 points, from 15 to 13, losing 5 1st-level warriors and his 2nd-level warrior.

Dark Fantasy Adventure

There are many times in the novels where Croaker becomes terrified, staring into the vast yawning oblivion of madness, and each time unreasoning terror grips him, he slips a little farther. Though Croaker never goes crazy, it is easy to see how the Limper's head mounted in the body of a wicker construct could drive people insane. Kina's sheer power was enough to freeze people in place in terror, and even Murgen went mad with grief when he thought his wife died. Perhaps the quintessential madman in the novels is Longshadow, who was utterly insane in his vision and goals, building an impossibly large fortress to protect him from the shadows only he could release. To capture the atmosphere of dark fantasy adventure, try using the Sanity rules below.

Sanity Points

Sanity points measure the stability of a character's mind. This attribute provides a way to define the sanity inherent in a character, the most stability a character can ever have, and the current level of sane rationality that a character preserves, even after numerous shocks and horrid revelations.

Sanity is measured in three ways: starting Sanity, current Sanity, and maximum Sanity. Starting and current Sanity cannot exceed maximum Sanity.

Starting Sanity

A character's starting Sanity equals his Wisdom score multiplied by 5. This score represents a starting character's current Sanity, as well as the upper limit of Sanity that can be restored by the Heal skill (see page 198). After creation, a character's current Sanity often fluctuates considerably and might never again match starting Sanity in terms of what treatment with the Heal skill can restore. Current Sanity, however, does not change if Wisdom rises or falls.

Current Sanity

A character's current Sanity score fluctuates almost as often (and sometimes much more often than) his hit points.

Making a Sanity Check

When a character encounters a gruesome, unnatural, or supernatural situation, the GM may require the player to make a Sanity check using percentile dice (d%). The check succeeds if the result is equal to or less than the character's current Sanity.

On a successful check, the character either loses no Sanity points or loses only a minimal amount. Potential Sanity loss is usually shown as two numbers or die rolls separated by a slash, such as 0/1d4. The number before

Magic Factories

As seen in the books of the south, when given incredible time and unlimited resources, a mage can, with assistance from other spellcasters and lots of disposable labor, create magic weapons in seemingly unlimited amounts, enough to equip an entire army with bamboo fireball rods and anti-shadow candles and other useful eldritch items. To reflect this use the following rule:

A magic factory can be built at a cost of 25,000 sp over a period of three months under the watchful eye of an artificer class character. Magic items may be built in such a factory by the artificer in 1/10th of the usual time if he has an adequate supply of skilled craftsmen and materials. Such magic items will not cost any XP or spell energy as long as the artificer makes DC 40 Craft checks each week.

Table 11–3: Sanity Loss from Creatures

Monster Type	Monster Size: Up to Tiny	Small	Medium	Large	Huge	Gargantuan	Colossal
Aberration, dragon, ooze, outsider, undead	1/1d4	1/1d4	1/1d6	1/1d10	1d4/1d10	1d6/1d10	1d6/2d10
Elemental, fey, plant, vermin	0/1d4	1/1d4	1/1d6	1/1d8	1/1d10	1d4/1d10	1d4/2d6
Construct, giant, magical beast, monstrous humanoid	0/1	0/1d4	0/1d6	1/1d6	2/2d6	2/2d6	3/3d6
Animal, humanoid*	0/0	0/1	0/1	0/1d4	0/1d4	0/1d4	0/1d6

*Only animals or humanoids of truly bizarre or ferocious appearance force such a check.

the slash indicates the number of Sanity points lost if the Sanity check succeeds (in this case, none); the number after the slash indicates the number of Sanity points lost if the Sanity check fails (in this case, between 1 and 4 points).

In most cases, a new Sanity-shaking confrontation requires a new Sanity check. However, the GM always gets to decide when characters make Sanity checks. Confronting several horribly mangled corpses at one time or in rapid succession may call for just one Sanity check, while the same corpses encountered singly over the course of several game hours may require separate checks.

Going Insane

Losing more than a few Sanity points may cause a character to go insane (see **Effects of Insanity**). If a character's Insanity score drops to 0 or lower, she begins the quick slide into permanent insanity. Each round, the character loses another point of Sanity. Once a character's Sanity score reaches –10, she is hopelessly and incurably insane. The Heal skill can be used to stabilize a character on the threshold of permanent insanity (see page 198).

Maximum Sanity

A character's current Sanity can never be higher than 99 minus the character's ranks in Magic Use. This number is the character's maximum Sanity.

Loss of Sanity

Characters ordinarily lose Sanity in a few types of circumstances: when encountering something unimaginable (any creature other than a human), suffering severe shock, or in some cases the casting of a spell.

Encountering the Unimaginable

When individuals perceive creatures other than humans, the experience costs them some portion of their minds. In *The Black Company Campaign Setting*, creatures like elves and dwarves are myths. Dragons are rare creatures if they exist at all, to say nothing of things like gibbering mouthers or gelatinous cubes or undead. Certain creatures, dubbed monsters by most, do exist in this world, such as the centaurs and menhirs of the Plain of Fear, and the terrifying windwhales. In time, a mind adapts, and the terrors felt on first experiencing one of these creatures fade. Only require a Sanity check the first time a monster is encountered. You may call for additional Sanity checks when the monster reveals its more potent abilities at your discretion. Consult **Table 11–3: Sanity Loss from Creatures** for guidelines.

Severe Shocks

A shocking sight of a more mundane nature can also cost Sanity points. Severe shocks include witnessing an untimely or violent death, experiencing personal mutilation, losing social position, being the victim of unexpected treachery, surviving a particularly brutal battle where thousands die, or whatever else the GM deems as sufficiently extreme. The following lists gives some examples of severe shocks, and the Sanity loss each one provokes.

Spells

If you use these Sanity rules, casting spell effects and being affected by a spell can have unsettling effects, as magic changes reality. A spellcaster, at their option may take any portion of a spell's drain as Sanity damage instead, however he may not reduce the Sanity loss by his spell energy pool, though he may reduce this damage if he has Sanity Resistance (see sidebar). The Sanity loss adds an equal amount to the Magic Use check to cast the spell. Thus, a spell that deals 1d6+4 points of nonlethal damage to a caster, can instead take 1d6+4 points of Sanity loss instead. If the caster rolls a 3, he deducts 7 points from his Sanity total, but also adds +7 to his Magic Use check.

Being the target of a spell can also erode an individual's mind. Whenever a target fails her saving throw against the spell effect, she must immediately make a Sanity check. The amount of Sanity lost depends on the Magnitude of the caster as described on Table 11–5: Magnitudes and Sanity Loss.

Effects of Insanity

There are three states of mental imbalance: temporary, indefinite, and permanent insanity. The first two, temporary and indefinite insanity, can be cured. The third, permanent insanity, results when a character's Sanity points are reduced to –10 or lower. This condition cannot be cured.

Whenever a character loses Sanity points equal to one-half her Wisdom score from a single episode of Sanity loss, she had experienced enough of a shock that the GM must call for an additional Sanity check. On a failed check, the character goes temporarily insane, but she may not recall the experience clearly. Temporary insanity may last for a few minutes up to a few days. A character suffering from temporary insanity remains in this state for either a number of rounds or a number of hours. Roll d% and consult **Table 11–6: Duration of Temporary Insanity** to determine the duration of the insanity. The roll a d% and consult **Table 11–8: Short-Term and Long-Term Temporary Insanity Effects**.

If the character loses 20% or more of her current Sanity points in the space of 1 hour, she goes indefinitely insane. An episode of this type lasts for 1d6 months or more (or less) as the GM adjudicates. Symptoms may not become immediately apparent, or become so immediately. When such a situation occurs, roll d% and consult **Table 11–9: Random Indefinite Insanity**.

A character whose Sanity score falls to –10 goes permanently insane. A character driven permanently insane can never be normal again. She is forever lost in her own world. Permanently insane characters should immediately become NPCs in the control of the GM, their minds shattered beyond repair.

Table 11-4: Severe Shocks

Sanity Lost	Shocking Situation
0/1d2	Surprised to find a mangled animal carcass
0/1d3	Surprised to find a human corpse
0/1d3	Surprised to find a human body part
0/1d4	Witness an execution
1/1d4	Taking a critical hit
1/1d4+1	Surprised to find a mangled human corpse
0/1d6	Witness a friend's violent death
1/1d6	Taking a grievous injury
1/1d6+1	Witness many friends' sudden violent death
1/1d6	Buried alive
1/1d6	Seeing a shadow
1/1d6+1	Meeting someone you know to be dead
1/1d8	Being sexually assaulted
0/1d10	Experiencing severe torture
1/1d10	Seeing a walking corpse
1d10/1d10+10	Seeing the Dominator and the Lady battle in Juniper
1d10/1d20+10	Seeing the Ten Who Were Taken emerge from their barrows
1d10/d%	Seeing Kina in her true form

Table 11-5: Magnitudes and Sanity Loss

Magnitude	Sanity Loss on a Successful Check	Sanity Loss on a Failed Check
Dabbler	0	1
Student of Wizardry	0	1d2
First Magnitude	0	1d3
Second Magnitude	1	1d4
Third Magnitude	1d3	1d6
Fourth Magnitude	1d4	2d6

Table 11-6: Duration of Temporary Insanity

d%	Temporary Insanity Type	Duration
01–80	Short-term	1d10+4 rounds
81–00	Long-term	1d10x10 hours

Table 11-7: Sanity Resistance

Spellcasters, over time, become inured to the maddening effects when manipulating reality. As the spellcaster's magnitude increase, so too does her ability to withstand Sanity loss, either from spellcasting, or some severe shocks, as deemed by the GM.

Magnitude	Sanity Resistance
Dabbler	0
Student of Wizardry	1
First Magnitude	2
Second Magnitude	4
Third Magnitude	8
Fourth Magnitude	16

Table 11-8: Short-Term and Long-Term Temporary Insanity Effects

Short-Term Effects

d%	Effect
01–20	Character faints, and if awoken, the character is shaken for the remaining duration.
21–30	Character starts screaming.
31–40	Character voids bowels and flees, panicked.
41–50	Character shows physical hysterics or emotional outburst.
51–60	Character gripped by intense phobia, rooting her to the spot.
61–65	Character becomes homicidal, attacking the nearest person as efficiently as possible.
66–70	Character suffers hallucinations or delusions.
71–75	Character mimics actions or speech of the nearest character.
76–80	Character gripped with strange or deviant eating desire.
81–90	Character falls into a catatonic stupor.
91–99	Character becomes catatonic
00	Roll on Long-Term Effects

Long-Term Effects

d%	Effect
01–10	Character performs compulsive rituals (praying, walking in a particular way, washes hands, etc.).
11–20	Character suffers hallucinations or delusions.
21–30	Character becomes paranoid.
31–40	Character becomes gripped with a severe phobia.
41–45	Character has aberrant sexual desire.
46–55	Character develops an attachment to a lucky charm and cannot function without it.
56–65	Character develops psychosomatic blindness, or loses use of a limb or limbs.
66–75	Character has uncontrollable tics or tremors.
76–85	Character has amnesia
86–90	Character has bouts of reactive psychosis (incoherence, delusions, aberrant behavior, and so on).
91–95	Character loses ability to communicate via speech or writing.
96–00	Character becomes catatonic.

Table 11-9: Random Indefinite Insanity

d%	Mental Disorder Type	Examples
01–15	Anxiety	Severe phobias
16–20	Dissociative	Amnesia, multiple personalities
21–25	Eating	Anorexia, bulimia
26–30	Impulse control	Compulsions
31–35	Mood	Manic/depressive
36–45	Personality	Various neuroses
46–50	Psychosexual	Sadism, nymphomania
51–55	Unusual behavior	
56–70	Schizophrenia/psychotic	Delusions, hallucinations, paranoia, catatonic
71–80	Sleep	Night terrors, sleepwalking
81–85	Somatoform	Psychosomatic conditions
86–95	Substance abuse	Alcoholic, drug addiction
96–00	Other	Megalomania, quixotism, panzaism

Treating Insanity

A trained healer (someone with 1 or more ranks in the Heal skill) can treat a person in the grip of a breakdown. Whenever someone suffers an episode of temporary insanity, a healer can bring him out if it by making a DC 15 Heal check as a full-round action. A healer can also stabilize a character whose Sanity score is between –1 and –9. On a successful DC 15 Heal check (as a full-round action), the character's Sanity score improves to 0.

A healer can also provide long-term care to help restore a target's Sanity score. The healer must spend 1d4 hours per day doing nothing but talking to the patient. If the healer makes a DC 20 Heal check at the end of this time, the character recovers 1 Sanity point. A healer can tend up to six patients at a time with each patient beyond the first adding 1 hour to the total time per day that must be devoted. A roll of a 1 on any Heal check means patients lose 1 point of Sanity that day.

Regaining Sanity

A character may regain lost Sanity each time the character advances a level. Every time the character would advance, the player must roll a Sanity check. If the player rolls over his starting Sanity, he gains 1d6 points of Sanity to add to his character's current Sanity score. The increase to Sanity cannot increase the character's Sanity above 99.

Insanity at Different Scales

Insanity is less important at larger scales because when people are organized in large groups, they can support each other in traumatic environments. When a unit faces something horrid, it usually makes a morale check to keep from running away at top speed. As GM, you may call for Sanity checks for characters attached to unit at your discretion.

There are no Sanity checks at the Army scale, but wars do leave a mark on those who fought in them. Characters who participate may have to make a Sanity check if the battle was spectacularly gruesome, such as if shadowgate vomits forth a stream of shadows, or the characters participated in a bloody killing field where at its conclusion thousands upon thousands lie dead or dying, and the screams of the injured formed of horrible chorus accompanied by the raucous cries of the crows feasting on the soft meats of the dead.

Making Sanity Checks for NPCs

It may seem unfair, but don't bother rolling Sanity checks for NPCs. For low-level types, in a standard combat, they're not likely to be around long enough to feel the effects of their resolve turning to water. Against more important NPCs, you may want to make checks, or have them react in an unusual way when conditions are sufficient for these characters to go crazy. Use Sanity as a descriptive and roleplaying tool to enhance your games.

Glittering Stone Style

The Glittering Stone Style campaign is usually a Loose structure, where players play characters from other worlds. In this style, characters may be tieflings, elves, or even humans from other worlds who stumbled onto the Plain of Glittering Stone or intentionally sought it out. In any case, this option expands the possibilities for adventure by connecting this world to many others. The shadowgate near Overlook need not be the only one in this world. Others could exist connecting to even more worlds, which connect to more, creating infinite variations. As described in **Chapter Two: The World**, the geography in *The Black Company Campaign Setting* is loose to allow GMs to modify this world to match the geography of other campaign settings. Feel free to manipulate and alter places in *The Black Company Campaign Setting* to suit your needs.

The Planes

The Black Company Campaign Setting has an unusual planar cosmology when compared to other worlds, in that it lacks some of the standard planes common to nearly all worlds. The world of *The Black Company Campaign Setting* itself is just one of a myriad of variant material planes all connected by Shadowgates that open onto the Plain of Glittering Stone. In this setting, the Spirit World replaces the Ethereal plane and Astral Planes. Elemental planes and Outer planes, if they exist at all, are different levels of reality, and

only magic can bridge the gap between them. The Plain of Shadow exists only as a campaign option to allow GMs to link *The Black Company Campaign Setting* to other worlds with traditional magic systems. Alternatively, each of the sixteen worlds could have different systems of magic, thus eliminating the need for the Plain of Shadow altogether. The text below assumes the Plain of Shadow coexists with the Plain of Glittering Stone, allowing planar travelers to venture onto the Plain by different roads.

Material Planes

There are sixteen alternate Material Planes in *The Black Company Campaign Setting*. Each world has identical topography, but each has a distinct culture, people, and civilization, as if the worlds began the same, but developed independently from the others. There are some minor temporal differences, as the worlds' seasons do not necessarily match each other. In one world, it may be summer, in another the dead of winter. The mark of the world's culture can sometimes change the landscape enough to mask many of the similarities. The similarity between worlds allows a character with ranks in Knowledge (geography) to apply this skill when making checks to discern lands, terrain, and climate, at a penalty of –1 to –10 depending the level of cultivation in the area different from the character's native world.

The Material Planes in *The Black Company Campaign Setting* are coterminous with the Plain of Glittering Stone, and Coexistent with their respective Spirit Worlds.

The default Material Planes connected to the Plain of Glittering Stone all have the following traits.

- Normal gravity.
- Normal time, though each Material Plane has its own timeline.
- Infinite size, though the worlds within these Planes are finite.
- Alterable Morphic, things tend to stay the way they are unless some outside physical or magical force acts on them.
- No alignment traits, though one could argue that these worlds are mildly neutrally aligned, but because *The Black Company Campaign Setting* does not employ alignments, such a classification is meaningless.
- Restricted Magic, only the magic system of these worlds function. Magic from other Material Planes with different cosmologies do not function here at all.

The Spirit World

Each Material Plane connected to the Plain of Glittering Stone is coexistent to its Spirit World. The Spirit Worlds are coexistent with the Plain of Glittering Stone, and coterminous with each other. This is to say that each world has its own Spirit World. Traveling through the Spirit World, a character could enter the Plain of Glittering Stone, bypassing the shadowgates, but could not enter another world's Spirit World unless the character physically traveled to the other world, crossing the Plane of Glittering Stone to get there. For example, Murgen, while trapped in the Caves of Ice, could leave his body and explore the Plain of Glittering Stone and return to his home world. In order for Murgen to travel to the Land of Unknown Shadow's Spirit World, he would first have to physically travel there, and then enter the Spirit World from that Material Plane. Once he did so, he could not travel back to his native world while in the Spirit World.

The Spirit World exists fully with the Material Plane, and travelers moving through the Spirit World can fully experience objects in the Material Plane. However, they cannot touch or manipulate objects, while there. Also, travelers are bound by reality, such that they cannot cross walls or barriers, even something like a hanging curtain.

Whenever an individual goes to sleep, his spirit loosens from his body. Any person can potentially walk the Spirit World as they wish, however, almost no one does. It takes a special kind of person to break free from the flesh and leave their body. This required trait is reflected in the Spirit Walk and Astral Self feats (see pages 100, 94 respectively). Other feats described in **Chapter Six: Feats** expand a spiritwalking character's options.

The Spirit World has the following traits.

- Normal gravity.
- Normal time. However, a character with the Temporal Traveler feat (see page 101) can move backwards through time.
- Infinite size, however the spirit world is only as large as the Material Plane to which it is linked.
- Fixed, a spirit walker can affect things in the Material Plane, cannot move or touch objects, cross barriers, or affect the world in any way. However, a spirit walker may affect creatures also in the Spirit World.
- No alignment traits, though one could argue that this world is mildly neutrally aligned, but because *The Black Company Campaign Setting* does not employ alignments, such a classification is meaningless.
- Restricted Magic, only the magic system of the worlds connected to the Plain of Glittering Stone functions. Magic from other Material Planes with different cosmologies do not function here at all.

The Plain of Glittering Stone

The Plain of Glittering Stone is coterminous to and coexistent with all sixteen worlds through the shadowgates. It is coexistent with the Spirit World and the Plain of Shadow (if you use this plane). Connecting the worlds is a network of pathways of black stone. The routes depend on the traveler and from the world through which he originated. To pass on to another Material Plane, the traveler has to pass along the roads in a particular order. One would imagine, if the gates did not exist, and shadows were not a threat, people could walk through the plain of glittering stone to the other side and still remain in their world, which is also the case for individuals who fly over the plain. In the novels, no one tries to cross the Plain to get to the other side of it without entering another world, and the possibilities of such movement are purely speculative.

When a person first enters the Plain of Glittering Stone, she is simultaneously on her own Material Plane and on the Plain of Glittering Stone. Until the traveler first enters the great circle at the heart of the plain, she is trapped here. She must enter the great circle in order to leave it again. And to enter another world, as mentioned above, the traveler must follow a road.

The Plain of Glittering Stone has the following traits.

- Normal Gravity
- Normal time. However, a character interred in the Cave of Ice beneath the Fortress with No Name enter a form of stasis, where time stops altogether.
- Finite size, the Plain of Glittering Stone extends to the shadowgates and no further.
- Alterable Morphic, things tend to stay the way they are unless some outside physical or magical force acts on them. However, the Plain accepts nothing alien except corpses. It gradually disintegrates dung, food waste, or trash over the course of 2d12 hours. If the Plain is damaged, it slowly repairs itself.
- No alignment traits, though one could argue that this world is mildly neutrally aligned, but because *The Black Company Campaign Setting* does not employ alignments, such a classification is meaningless.
- Restricted Magic, only the magic system of the world attached to the Spirit World functions. Magic from other Material Planes with different cosmologies do not function here at all.

Relaxed Restrictions

The Glittering Stone campaign option allows planar travelers from other worlds to enter the Black Campaign Setting. Spellcasters, however, lose a significant part of their power, effectively crippled when they enter this world. While conforming to the atmosphere of the novels, it may not do for planar travelers. At your, the GMs, option, you may relax the nullify effect that *The Black Company Campaign Setting* has on magic and magic items as follows.

Arcane Spellcasters: For arcane spellcasters, instead of stripping them of their magical powers, make *The Black Company Campaign Setting* impede otherworldly magic. Spellcasters may cast and regain spells as normal, except every time they try to cast a spell, they must make a Spellcraft check (DC 20 + the level of the spell). If the check fails, the spell does not function but is still lost as a prepared spell or spell slot. If the check succeeds, the spell functions normally.

Divine Spellcasters: As stated in many places in this sourcebook, if there are gods in this world, they care little for the fate of mortals. Beings regarded as divine are powerful wizards. The Lords of Light and Darkness were probably powerful spellcasters of antiquity, remembered as mythological figures and divine agents. Hence, divine spellcasters from other worlds lose access to all of their spells.

To alleviate some of the penalties for playing an otherworldly divine spellcaster, there are two main options available. One option is to assume the divine spellcaster casts orisons, 1st-level, and 2nd-level spells by manipulation of her own magical abilities, manifested through the faith she holds in her god, philosophy, or ethical code. She may cast and regain these spells normally, but each casting is impeded like standard arcane spellcasters. Higher level divine spells and domain spells and abilities, in this option, are still unavailable.

Another option assumes the Lords of Light and Darkness actually do exist. This model drastically changes the tone of *The Black Company Campaign Setting*, allowing cure and life restorative spells back into the game. Only use this model if you intend to run a Free style of campaign.

Psionic Spellcasters: Psionics are similar to magic in *The Black Company Campaign Setting*; psionic powers are scaleable, and become more potent the more power points are spent. You could allow psionic characters to retain their powers when they enter this world. If you do, each power should cost twice the indicated number of power points, and scaling a power costs twice the indicated amount.

Drain: Casting spells in *The Black Company Campaign Setting* is extremely taxing to spellcasters, especially otherworldly spellcasters. Each spell or power cast deals an amount of drain as indicated below, and because spellcasters from other worlds lack spell energy points, they have no means to reduce the spell's drain.

Drain

Spell/Power Level	Drain
0	1d6
1st-level	1d6+1
2nd-level	1d8+2
3rd-level	1d8+3
4th-level	1d10+4
5th-level	1d10+5
6th-level	1d12+6
7th-level	1d12+7
8th-level	3d6+8
9th-level	4d6+9
Epic Spells/Powers	One-half of the spell's DC

Other Realities

Powerful wizards throughout the novels draw bizarre and terrifying creatures, tearing a hole through the fabric of reality to birth something truly terrible. Soulcatcher, before escaping Overlook, called forth a vile demon to harass and torment the sentries in the citadel. An ancient people sacrificed thousands and an entire region to pull forth the sapling that would one day grow to become Old Father Tree. Demons, devils, imps and more all wait to serve mortal masters who can control them or destroy those who cannot. Though they certainly exist, it is unclear from where they come. What follows are possibilities for you to use in your Black Company campaign.

Alternate Realities: Unlike the alternate Material Planes connected by the Plain of Glittering Stone, there are countless other realms, realities, each with its own laws, magic, and inhabitants. This is perhaps the easiest option, as it allows outsiders from the *MM* to enter play without disrupting game play. Characters are unlikely to stumble onto a demon in the wild, but a careless or mad wizard may release one to terrorize a community. These creatures may only enter the Material Plane via the *Call* spell (see page 163 for details), and it is impossible for a character to travel to one of these Realities.

Alternate Material Planes: Instead of different realities, creatures called with the *Call* spell come from one of the other Material Planes. Creatures of a particular type, demons for example, could originate from one of the worlds, while devils come from another, and fire elementals from another still. One restriction, however, is that there are only so many of these Material Planes, and so possibilities are far more limited, whereby dragons may come from one world, while demons and devils may inhabit another. Unlike the Alternate Realities option, character could conceivable visit these worlds by crossing the Plain of Glittering Stone.

Traditional Cosmology: For some Black Company campaigns, a traditional planar structure may be desirable. In this option, such things like the Negative Energy Plane, Positive Energy Plane, all the Elemental Planes, and outer planes could all exist. By adding a planar cosmology, you could allow creatures like undead to exist, who rely on the Negative Energy Plane to empower their unlife. Celestials, though they are never shown in the novels, could likewise dwell in the heavens, frustrated by mortals' unwillingness to accept the existence of divinity. Demons, daemons, and devils lurk in a shadowy plain of punishment, awaiting the souls of the damned for an eternity of punishment.

If you use the traditional cosmology, you could tie the planar structure to the beliefs of the Taglian religious groups, lending some truths to one or more of their outlooks. Perhaps the best of the three is the Gunni religion as it is all-encompassing, and allows for a multitude of gods and divine agents, and sinister fiends, and dark lords to corrupt mortal spirits. In any event, the traditional cosmology should incorporate the concept of Lords of Light and Darkness, two sets of divine forces pitted in an eternal heavenly struggle. By adopting this system, you can easily explain the sudden and unexplained early appearance of the Great Comet when Darling and her allies faced the Dominator in the Barrowland.

Option: The Plane of Shadow

Perhaps the easiest way to bridge the world of *The Black Company Campaign Setting* with other campaign settings is through the Plane of Shadow. The Plain of Shadow overlaps the Material Plane, so a planar traveler can use the Plane of Shadow to cover great distances quickly. The Plane of Shadow is also coterminous to other Material Planes. Given the nature of the Plane of Shadow, if it exists in your campaign, it should be coexistent with the Plain of Glittering Stone and coterminous with other Alternate Material Planes. This allows the Plain of Glittering Stone to touch infinite worlds without altering the geography of other worlds or of the sixteen on the Plain to suit the links to other campaign settings.

A traveler can reach the Plane of Shadow by walking through a damaged or defunct shadowgate. Such a gate automatically places the character into the Plane of Shadow, thereby allowing the character to travel to other worlds and other cosmologies. Planar travelers seeking a way out the Plain of Glittering Stone use normal means to travel to the Plane, but must locate one of the defunct shadowgates, a daunting task considering the gates themselves are dark in the realm of shadows.

For more information on the Plane of Shadows and other Planes, see **Chapter Five: Campaigns** in the *DMG*.

Low-Magic Grit Style

There is something compelling about Smeds Stahl's story in *The Silver Spike*. While much of the story involves wizards and their struggle to take the *spike* for themselves, with the Limper's rampage in the background, where he destroyed every city he came to in an effort to avenge himself on the Black Company, the principle characters, for at least half of the novel, were four lowly second-rate thieves: Smeds Stahl, Tully Stahl, Old Man Fish, and Timmy Locan. Tully Stahl thought it a good idea and an excellent opportunity to get wealthy to sneak up to the Barrowland, steal the *silver spike*, and sell it to the highest bidder. They marched for eight days solid, outwitted the sapling, snatched the *spike* and landed themselves in the thickest of troubles.

Many of these characters are unsavory types. Smeds was attracted to prepubescent girls and Tully was a backstabbing, treacherous thug. Old Man Fish would do whatever it took to survive, including murder. Yet each character is interesting. We want to know their story, we want them to survive, to get away from the poverty they endured, to get away from the corruption that made them who they were. These men were not great warriors or wizards. They were thieves, hunters, and ex-soldiers. They were scum, cast into danger by their own bad choices or turns of fate. This is what low-magic grit style is all about.

In this style of campaign, none of the characters should play wizards, shamans, academicians, or zealots. Characters should be fighters or rogues, preferably low-level. In a variant campaign, they could all be NPC classes, such as experts, commoners, or warriors. These campaigns focus more on roleplaying and avoiding combat and powerful figures like soldiers and wizards, offering a different look into the drudgery of the commoner's world.

Nasty Rules

Assuming you prefer a deadlier game, consider adding one or more of these variants.

Variant: Lethal Surprise Round

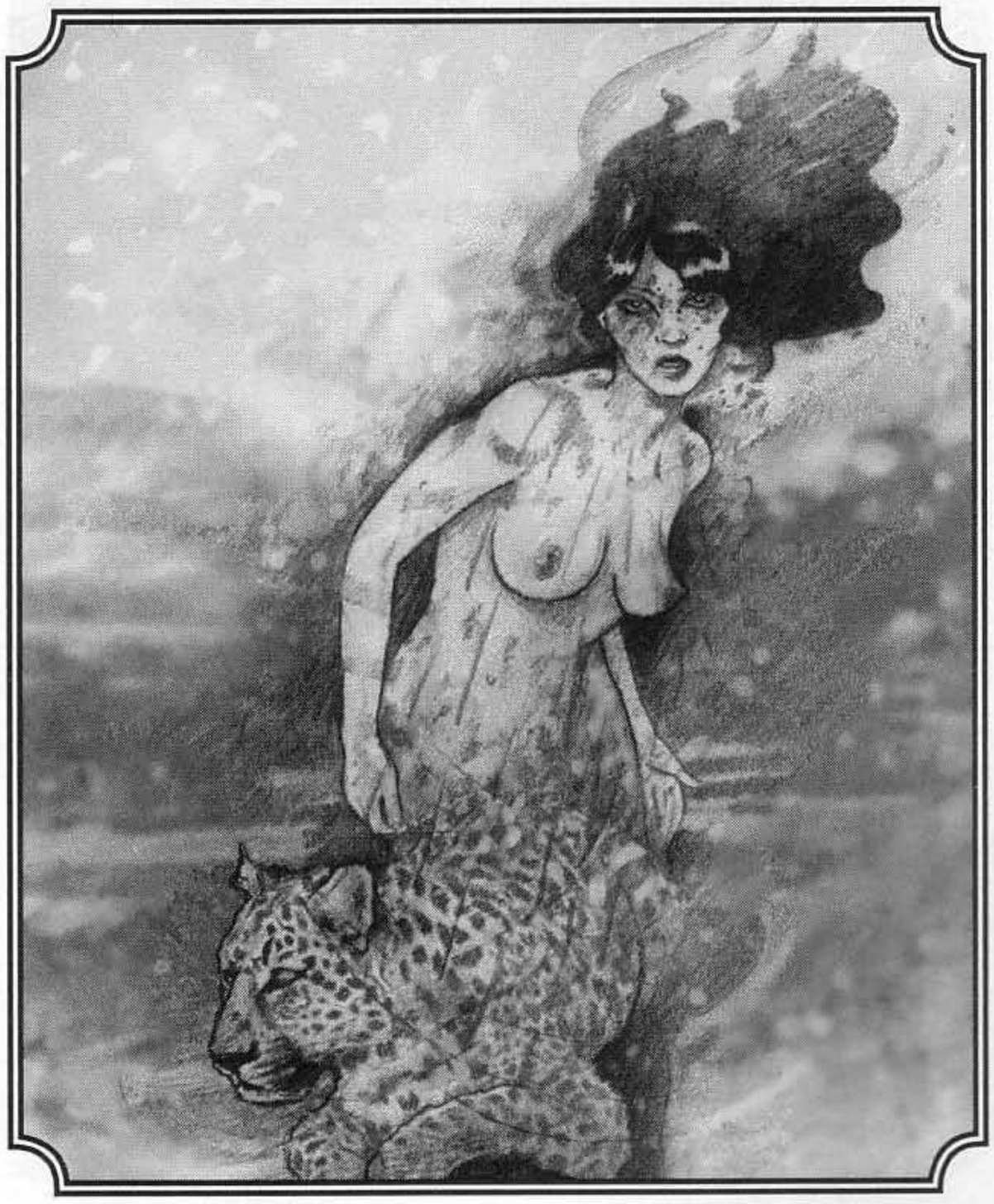
Perhaps one of the more memorable scenes in the first novel is when Croaker and Raven get the jump on Whisper and Limper. Two guys drop a taken and one of the Circle of Eighteen, armed with a pair of bows and some true name enhanced weapons. To more accurately mimic this scene, and perhaps kill a few more characters off, have all damage dealt during the surprise round go straight to Constitution. For ease of reference, use the following for quick modifications to your character

Lethal Surprise

Con Damage	Penalty to Fort Saves, Concentration checks, Resistance checks	Hit Point loss
1–2	–1	1 per level
3–4	–2	2 per level
5–6	–3	3 per level
7–8	–4	4 per level
9–10	–5	5 per level
11–12	–6	6 per level
13–14	–7	7 per level
15–16	–8	8 per level
17–18	–9	9 per level
19–20	Usually death (–10)	10 per level

Variant: Deadly Massive Damage Threshold

In this variant, characters are much less likely to walk away from a bad hit. All character's have a massive damage threshold. This value equals their Constitution score. Thus, a 5th-level character with a 16 Constitution has a massive damage threshold of 16. If a single attack deals lethal damage equal to or greater than the character's massive damage threshold, that character must succeed on a Fortitude save (DC 15 + 1 per 5 points of damage). On a successful save, there is no additional effect. However, on a failed save by 5 or less, the character's hit points fall to 0 and the character becomes disabled. On a failed save by 6 or more, the character's hit points fall to o, but the character is unconscious and dying. Furthermore, the character must roll on **Table 9–3: Grievous Injuries**. For more information on Grievous Injuries see page 129.



Variant: Slower Casting Times

In this variant, spellcasters are far slower in casting spells than they are in the default rules. In some ways, this puts more emphasis on the character's healer, while minimizing the effect of a wizard on this regard. Spellcasters must prepare more spells in advance, and have to be careful when planning their effects. Use this table in place of **Table 10–4**.

Slower Cast Times

Total Magic Use DC minus Aptitude*	Casting Time
0 or less	Swift Action**
1–5	1 standard action
6-10	1 full-round action
11-15	5 full-round actions
16-20	1 minute
21-30	10 minutes
31-40	1 hour
41-50	12 hours
51-60	1 day
61-70	3 days
71-80	1 week
81-90	2 weeks
91-100	1 month
+10	+1 month

*Aptitude equals the spellcaster's ranks in Magic Use + the Magnitude modifier.

**See Swift Action sidebar on page 152 for details.

Combining Styles

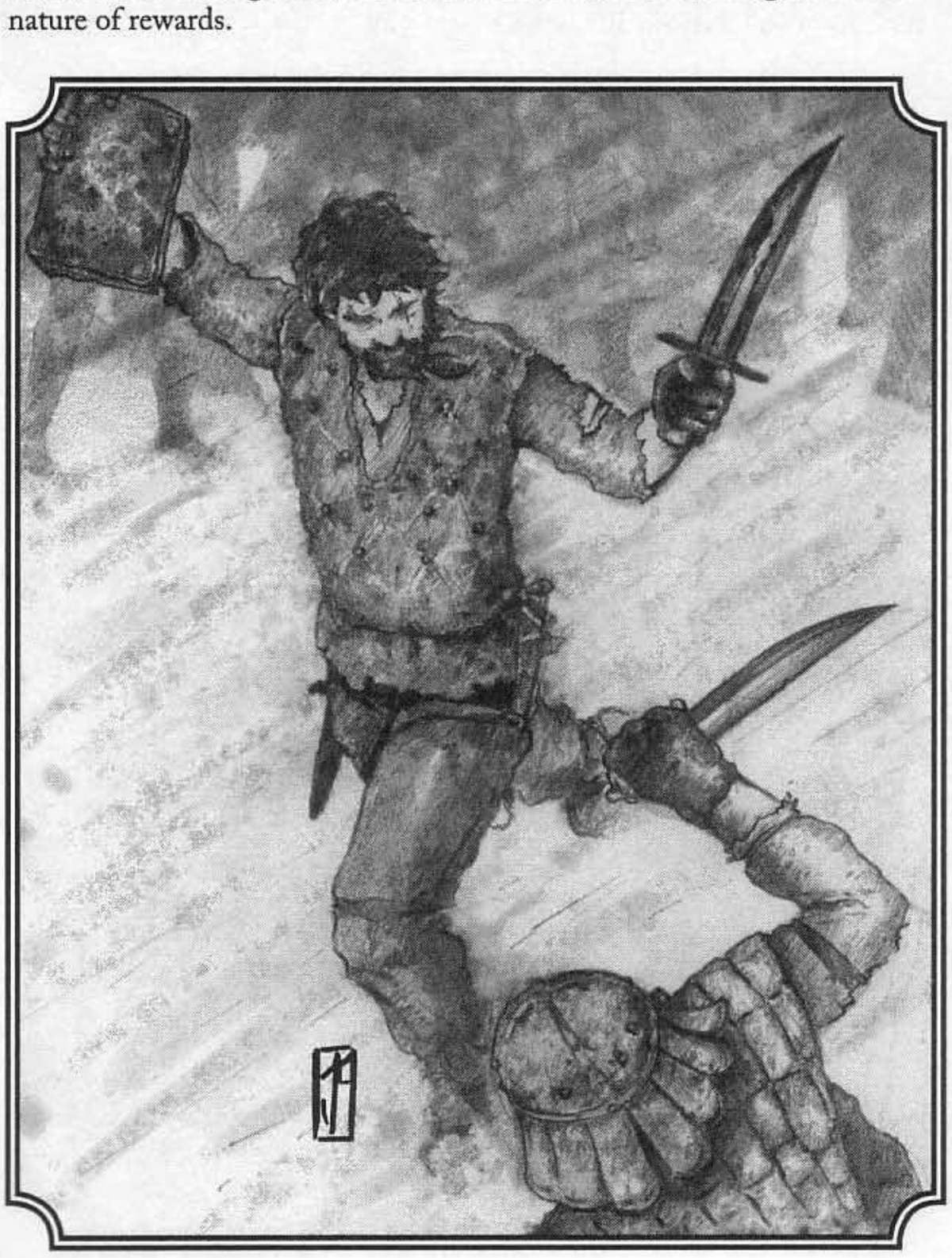
Though each of the three major play styles can be used independently, with the Dark Fantasy Style used to create a Lovecraftian style fantasy game, or the Glittering Stone style to heighten the level of fantasy, or the Company style to really bring to life the military aspects of the novels, there is no reason you cannot use all three.

Imagine a campaign where the characters are part of an earlier incarnation of the Black Company and during their service in the south, find a horde of orcs spilling out of the shadowgate, led by a lich riding a nightmare. Facing this force could threaten the character's sanity, force them to build and expand their numbers, while also introducing the standard fantasy trappings to a grim world of dark fantasy.

Alternatively, you could just use two of the styles, perhaps blending the Glittering Stone style with fantasy to explore the possibilities of some cosmic horror escaping from the Plane of Shadow to conquer the Fortress with No Name, only to release Kina and begin the Year of Skulls. While the characters fight to hold onto their sanity, they must find some way to stop the sleeping goddess and restore her to her tomb.

Rewards

In standard fantasy games, characters adventure for many reasons, glory, treasure, or power. In *The Black Company Campaign Setting*, this is largely the same. Characters in this world seek all the same things as other characters in other games. One fundamental difference, though, is in the nature of rewards.



In this world, potions, wands, magic swords, and all the rest simply do not exist as they do in standard play. Magic items are the result of a spellcaster embedding a spell effect in the item (see the Embed Spell feat on page 95). In the novels, magical equipment is rare or nonexistent. One-Eye's spear, for example, was a powerful magic item that took him years to create, carefully weaving the true names of his enemies into the wood. Lady's fireball projectors were just as much technology (the engineers were able to make modifications to them) as they were magic (she recruited hedge wizards to manufacture the projector's ammunition). Therefore, magic items in this world should never be part of randomized treasure; you should use them with care, just as you would an artifact, if you use them at all.

Treasure

Because magical equipment plays a significantly smaller part in a Black Company game, you should scale back the amount of treasure characters find. Furthermore, gold is scarce compared to other worlds, and so use the silver instead. **Table 11–10: Treasure Values per Encounter** presents treasure values for games set in this world. A party of characters should earn treasure equivalent to this value once per encounter, on average. Such treasure could be gems, jewelry, any of the masterwork quality goods described in **Chapter Eight: Equipment**.

Books, Journals, and Documents

Not all treasure an adventuring party finds in *The Black Company Campaign Setting* need be silver, gems, or jewelry. Some things have a different sort of value. Books, journals, and documents can all be valuable to the right person. These papers can hold genealogies useful for tracing a wizard's true name; they could be the personal journal of a major NPC, or even a collection of maps detail a specific area.

Most valuable documents confer a bonus to a relevant skill used in general or for a specific purpose. For example, a journal detailing the family of a particular king's ancestry may confer a bonus to Knowledge (nobility and royalty) checks, or could hold part of the true name of a powerful wizard

Table 11–10: Treasure Values per Encounter

Encounter Level	Treasure per Encounter
1	100 sp
2	200 sp
3	300 sp
4	400 sp
5	550 sp
6	700 sp
7	900 sp
8	1,200 sp
9	1,500 sp
10	2,000 sp
11	2,500 sp
12	3,300 sp
13	4,300 sp
14	5,600 sp
15	7,300 sp
16	9,300 sp
17	12,000 sp
18	16,000 sp
19	20,000 sp
20	26,000 sp

descending from the family. The GM always determines if a particularly important nugget of information directly relating to the campaign happens to be inside the documents.

There are three types of valuable documents. The first type provides a Skill bonus for a specific purpose, such as a quality map of Opal's sewers or a book on ancient Taglian history. The second type provides a bonus to Research checks made for Archive Delving when searching for a true name (see the Research skill in **Chapter Five: Skills** for more details). The third and last type simply grants a bonus to a skill check, such a Knowledge (nature) check or Magic Use. Documents have a relative value in sp, useful for determining treasure for an encounter (see **Table 11–10: Treasure Values per Encounter** for guidelines), and in accordance with the type of information they hold. **Table 11–11: Document Values** shows the possible bonuses and the value (in silver) for each.

Table 11–11: Document Values

Skill bonus for a specific purpose

Bonus	Value
+1	50 sp
+2	200 sp
+3	450 sp
+4	800 sp
+5	1,250 sp
+6	1,800 sp

Research bonus for researching a True Name

Bonus	Value
+1	1,000 sp
+2	4,000 sp
+3	9,000 sp
+4	16,000 sp
+5	25,000 sp
+6	36,000 sp

Skill bonus for general purposes

Bonus	Value
+1	100 sp
+2	400 sp
+3	900 sp
+4	1,600 sp
+5	2,500 sp
+6	3,600 sp

Magic Use Skill bonus

Bonus	Value
+1	500 sp
+2	2,000 sp
+3	4,500 sp
+4	8,000 sp
+5	12,500 sp
+6	18,000 sp

Experience

In some campaigns, characters may be involved in large-scale battles, or immersed in extensive roleplaying sessions where they may never swing a sword. PCs should still earn experience from these sorts of adventures. Be sure to read the suggestions for alternate means for awarding experience such as Story Awards, Mission Goals, and Roleplaying Awards as described in **Chapter Two: Using the Rules** in the *DMG*.

Variant: Renown

As treasure is scarce in this world, and magical equipment virtually nonexistent, characters may seem less powerful than characters of other settings. GMs may wish to offer other rewards in addition to the Experience earned from defeating foes, completing a mission, or simply from good roleplaying. Enter Renown.

Renown reflects a character's growing status as they travel and adventure. The more experienced and worldly the character, the more likely someone will have heard of his exploits. As they gain renown, a character can add a point of Renown to one of their skills. Thus, a well-known captain may apply his renown to his Command skill, while a skilled thief may add his renown to his Sleight of Hand.

Gaining Renown

Whenever a character advances a character level, they immediately make a special level check. The player rolls 1d20. If the result is equal to or lower than the character's current level, the character gains 1 renown. If the roll is higher than the characters current level, the character gains no renown. Characters above 21st level roll 2d20 each level earned.

Using Renown

Every time a character gains a point of renown, the character applies the point of renown to one of his skills in which he has ranks. This counts as a circumstance bonus. Multiple points of renown spent on the same skill stack.

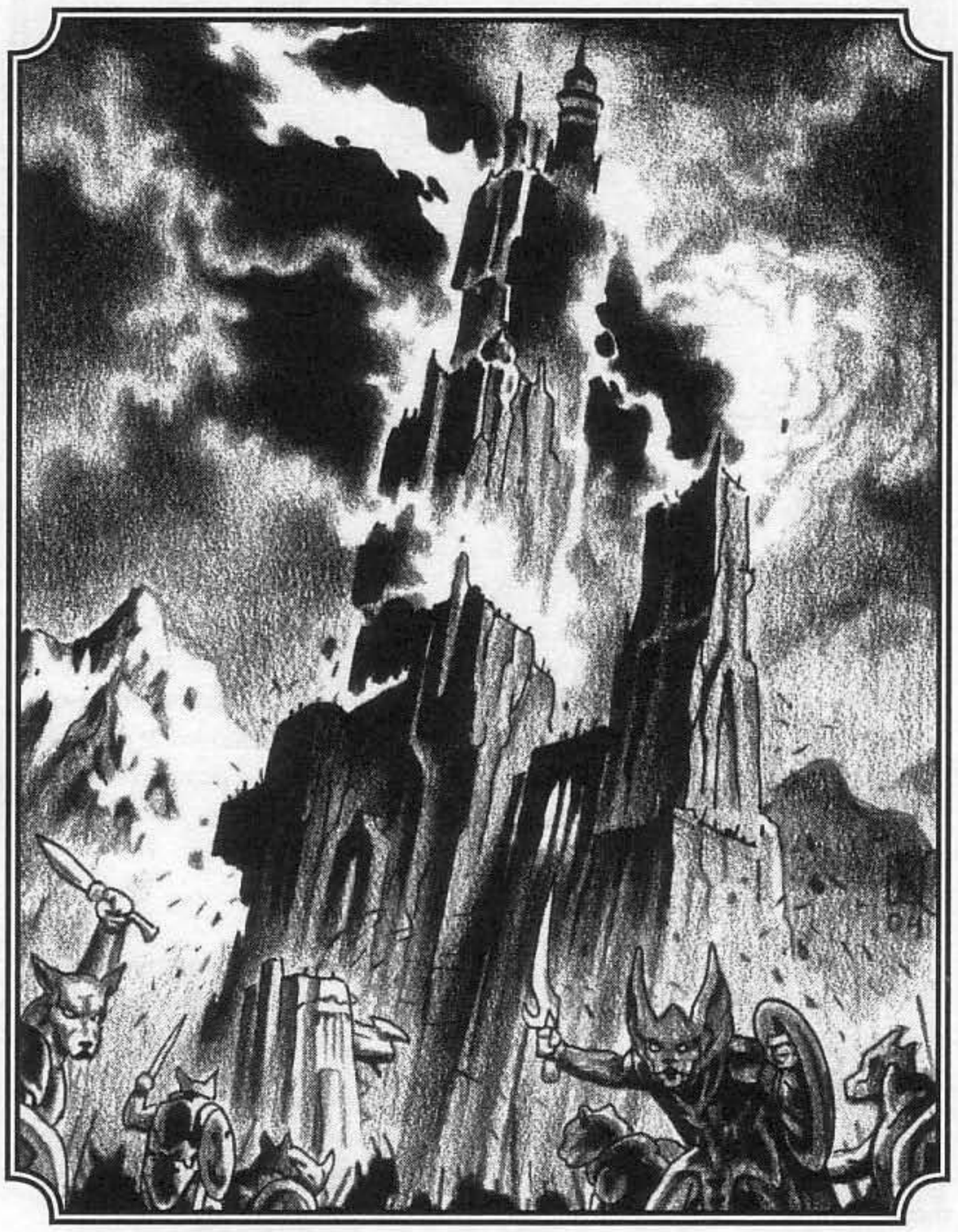
Alternatively, a character can exchange the point of renown for an additional action point. This action point is in addition to the action points characters in *The Black Company Campaign Setting* ordinarily earn when they gain a new level.

Black Company Campaigns

Throughout this sourcebook, there are new rules, detailed history and setting information, a brand new magic system, new monsters, major NPCs, and even variant rules to customize you Black Company game. However, all of this means nothing if you don't know what kind of game to run, the era of play, and what kind of campaign you want to experience. This final section explores all the possible eras of play including the possibilities for adventures, detail some viable character roles, and finally concluding with sample campaigns based on the styles described at the beginning of this chapter. Titles indicating Free are campaign options suitable for games diverging greatly from the novels. Loose indicates campaigns that follow the general direction of the novels, but important plots and themes may change. Tight indicates this campaign option cleaves to the books, so nothing or very little within gameplay changes the plots and developments in the novels.

Antiquity

The prehistory of the novels offers several avenues for rewarding play, as it is the most flexible of all. Nothing the players do can contradict the events of the novels, as the history of this period is muddy with uncertainty, deceptions, and half-truths. Conflicting stories interspersed with religious interpretation cloud the facts behind what really did impel the Free Companies of Khatovar to explore distant worlds. Was it in fact the demand of a mad goddess to scourge a world to pave the way for a new age of enlightenment? Was the death of a million victims really required to awaken the sleeping goddess so she could once more rain terror and destruction on the sixteen worlds? Whichever you choose, your decision will define the world to come and provide the foundation for your future *Black Company Campaign Setting* games.



Demons (Free/Loose)

In this option, characters are demons created to protect the plain from the waves of warlords threatening commerce and ultimately the security of the sixteen worlds. You could dispense with character backgrounds, allowing any of the standard races. On the other hand, you may want to allow characters to generate human characters as normal, but change their type to Construct to reflect the nature of Shivetya as he is portrayed in the *Books of the Glittering Stone*.

This style of game exists under the pall of doom, for eventually Kina (see Chapter Thirteen: Characters) marches against them, leading her host of warriors to destroy every demon in the Fortress and force the hands of the sorcerers of the Lands of Unknown Shadows to create the terrible plague of shadows to infest the plain ever after. Such campaigns could have the characters serving as diplomats between worlds, negotiating peace between differing sorcerer-kings or other monarchs. On the other hand, this style of game is especially suited for mass combat. Kina's armies do march against the doomed guard of the Fortress at the heart of the plain. Characters could be officers controlling various sections of the fortress under the leadership of Shivetya. Or, characters could by Kina's minions, bent on wresting the fortress from Shivetya's grasp. Ultimately, campaigns set in this time should be powerful and sweeping; they should be the stuff birthing legends capable of forming world cultures in the ages to come.

Free Companies (Free/Loose)

Over several centuries, Khatovar, a festering city of darkest wickedness, launched expeditions into many different worlds. The Bone Warriors and Stone Soldiers, known as the Free Companies to history, explored the worlds, each dedicated, in some way, to the sleeping goddess Kina. In this option, characters are the leaders of one of these early forays, serving as precursors to the infamous Black Company. Allow the characters to chart their own course, grappling with the nature of their mission, the burden of sacrificing so many innocent lives at the behest of their mad priests to unleash great and cosmic evil of the goddess.

Glittering Stone (Free)

The Glittering Stone campaign model is useful for introducing players unfamiliar with the novels to *The Black Company Campaign Setting*. Here, players can bring in characters from other settings, though it is best for the PCs to defend their world against a company of religious zealots spawned from another world to destroy in the name of their foul deity. A company of vicious warriors, for example, could spill through a shadowgate and set sail for Freeport and besiege the city. The PCs steal their Key and trace the invaders' route back to the shadowgate. Characters can enter any world, fighting a war throughout the planes against Kina and her dark priests.

The Domination

Surprisingly, this period is even more flexible than the Antiquity era, for during the Domination and the early history of the Black Company there is little known. As a result, you can launch campaigns without fear of changing or even affecting the continuity of the novels. Games set in this era can deal with the awful violence of the Domination, the uprising and conquest of the first White Rose, or even farther south, where the PCs might fight alongside their Black Company brethren in the Pastel Wars, or against them in service to the Triplet Cities, opposed to the reign of the mysterious Paingod.

The Domination (Loose)

The Domination is a period of unearthly violence and horror. Powerful sorcerers can kill with a look and they control the lives of their subjects with an iron grip. The Dominator is cruel and hard, a veritable tyrant, surrounding himself with the pomp and majesty. Lady and other spellcasters look back on the period of the Domination as perhaps the golden age of magic. Consequently, sorcery should be far more common and much more potent. As a variant rule, increase the spell energy points available to spellcasters, or relax the restrictions on Magic Use ranks.

Campaigns in this era and set in the north should not involve the Black Company at all, though rumor of their exploits could start to spread in the cities on the southern coastline of the Sea of Torments. Characters could be servants of any of the Ten Who Were Taken, waging a secret war against their rivals as each vies to grasp more power, to undermine and defeat their peers.

White Rose (Loose)

The characters could become defenders of the first White Rose as she gathers her strength to face the forces of the Domination and imprison the tyrants beneath the Barrowlands. Characters may oppose the Dominator in all his awfulness, or combat his minions at the dramatic end in the Battle of Old Forest where the White Rose overthrows the evil, perhaps for the last time.

The Early Black Company

Shortly after the fall of the Domination, the Black Company emerged from the shadowgate, a group of dissatisfied and unwilling soldiers, who believed they would serve for no more than a couple of months. If you are interested in setting a campaign within the Black Company itself, this is a fantastic period, for the players can take the rolls of the Company's leaders, grappling with their duty in the face of the rabid priests who demanded human sacrifice to appease their foul goddess. The Black Company obviously did not fulfill its mission and headed north, away from the shadowgate and the intrigues of the south.

The Pastel Wars (Loose)

Eventually the Black Company took the first steps to become what it eventually became: a mercenary company, a band of free soldiers who work for good or evil, without moral attachment. The most famous of the early exploits is the Pastel Wars. Even less is known about this period than the Domination. Apparently, the Company served a person or being known as the Paingod in a place called Cho'n Delor. His evil must have been great for all three of the Triplet Cities sacrificed themselves to destroy the god and much of the Company as well. What is certain is that the landscape still bears the scars of these wars, for Cho'n Delor remains a haunted ruin, and the people of nearby Idon are mad with their terror.

Again, this is great period to build a Black Company campaign. The Black Company has been away from the shadowgate long enough for the memories of their original purpose to grow dim, but still being dark and dangerous enough to serve whatever master they wished. Characters could be low-level or low-ranking characters in the Company, fighting on behalf of the tyrant Paingod, while struggling with the morality of their service. In fact, the PCs could desert, steal the Annals and flee north, leaving their wicked brethren to the doom awaiting them.

Gea-Xle (Loose/Tight)

The Black Company drifted further north to settle in the city, Gea-Xle, where it remained for 56 years. Gea-Xle is as an interesting backdrop, for, as with much of the company's prehistory, little is known except for the results of their time there. In an atmosphere of intrigues with the Prince working to betray them, the fall of the monarchy, and the rise of the new government is an exciting arc capable of driving a long and rewarding campaign.

Glittering Stone (Loose/Tight)

The Black Company moved on to the north, and the last refugees to flee across the plain of Glittering Stone were the Nyueng Bao. Characters in this campaign option might be Nyueng Bao exiles seeking a new world to escape persecution and make lives for themselves. PCs could be their leaders, struggling to overcome the barriers of culture and language as they seek to integrate into the Principalities in the south. This is a good opportunity for great adventure and roleplaying, as the Nyueng Bao people carve a home out of the swamps of the River Delta, while being hunted by Shadowmasters and worse.

The Resurrectionists and the Birth of an Empire

Soon after the first White Rose defeated the Dominator, humanity sought ways to free him. The northern continent settled into a reality in which the Dominator was no longer is a threat. The lands of the Domination broke apart into smaller kingdoms and duchies, instituting feudal societies. This era lasted for nearly four centuries until Bomanz, a powerful and ambitious wizard who sought more power, and thinking he could get it by coercing the Lady, freed the powers of old. Betrayed by his son Stancil, a Resurrectionist, and his betrothed Glory, Bomanz inadvertently released the Lady and the Ten Who Were Taken, who emerged to retake the lands of the northern continent.

Resurrectionists (Loose/Tight)

In this campaign, the characters are morally bankrupt attracted to the power of the Dominator's reign and ignoring his wickedness and cruelty. The characters want to free the Dominator from his tomb. To keep with the novels, the characters could be students at the Black Academy in Oar, a secret department in the University that teaches the dark arts of magic. They could be friends with Stancil and Glory, perhaps even helping them escape those who oppose the Resurrectionist movement. Maybe one of the characters stops Stancil, impelled by conscience and realizing the folly of their efforts.

On the other hand, the PCs could be adamantly opposed to the Resurrectionist movement, and learn of a developing plot to free the Dominator. Always one-step behind, they learn the identities of the conspirators. Their enemies somehow always escape capture. The characters follow through the Great Forest only to arrive too late to stop the Lady and the Ten, but they may be able to do something about the Dominator.

The Dominator Escapes (Free)

In this option, the Resurrectionists actually free the Dominator. Should this occur, the events of the novels are likely to change in dramatic ways. With the Dominator restored, the Rebellion, if it occurs at all, is doomed, easily cast aside by the might of the greatest wizard in the north. The Black Company may be hired by Soulcatcher, but not to fight in the northern campaigns against the Rebel, but rather to conquer more lands and expand the new Domination.

If the characters were Resurrectionists, the Dominator may reward them for their loyal service, but he is just as likely to drop them in an overlarge glass jar like a model ship inside a bottle, where they will eventually drown in their own wastes. Alternatively, the PCs may be former nobles, wizards, or dissidents who oppose the rule of the Dominator and work to find the

New White Rose. Perhaps, in time, they can turn the Black Company to their side, to wage war against the evil tyrant, and maybe even succeed against him.

There are many opportunities for the Dominator to break free. You could have the Lady fail at Juniper, or even overlook one of the Black Castle amulets. Maybe the White Rose and the Lady fail to defeat the Dominator at the Barrowland. In any event, if you choose to release the Dominator, the campaign may seem hopeless, with the Dark Lord once more ruling the north. The Dominator probably turns his hungry eyes towards the south, gathering his host to seize the lands below the northern continent to take the shadowgate and invade the worlds beyond. This campaign can spill over into hundreds of worlds, maybe even coming down to a titanic conflict between Kina and the Dominator.

Black Company (Loose)

Assuming the Dominator does not escape the Barrowlands, the PCs might members of the Black Company, perhaps grunts in a squad, with one of them being a corporal. They undertake missions for the Captain, are stitched up by Croaker, and fight the Urban Cohorts at Mercy's side. In many ways, an adventure set in Beryl is exciting and rewarding to longtime fans and new fans. The Black Company was large during this era, and so there is plenty of room for the characters to take part in the events. Minor changes and inconsistencies are easily forgiven because even Croaker admits on more than one occasion that he glosses over some of the Company's darker aspects, and even he can't be everywhere at once. Characters could track the forvalaka in the streets, melee with the Urban Cohorts, or root out Blue sympathizers. There are many opportunities for these games.

On the other hand, campaigns set during this period may be frustrating. PCs are never quite as important as Croaker, Elmo, Goblin and the other major characters. They know ahead of time they can make no significant mark on the Black Company's history, because Croaker will never write about them, at least within a Tight campaign. To alleviate these concerns, you could set the campaign when the Black Company served in any of the minor cities south of Rebosa, but north of the Temple of Traveler's Repose. The Black Company made its mark in those places, and some of the characters of the novels, like One-Eye, Tom-Tom, and Goblin are present. Moreover, the Annalists during this era were not very thorough, and so the PCs roles can fit better fit with the expectations of a Tight campaign.

The Rebellion

Within one generation after the Lady escaped the Barrows, the seeds of dissent spread throughout her young Empire. Driven subconsciously by the Dominator, a group of wizards, called the Circle of Eighteen, formed and began the campaign to topple the Lady's government. While outbreaks of civil unrest exploded in the north into open rebellion, the Lady secured her southern border, seizing the Jewel Cities. Through a twist of fate, or perhaps through Soulcatcher's careful plotting, the Black Company soon enlisted, and fractures started to appear among the Lady's loyal servants. This is a dynamic era, with plenty of opportunity to reenact major battles of The Black Company, to witness and interact with the Taken, and for players to take part in shaping the future.

Black Company (Tight)

More than in the Beryl campaign, campaigns set in the era of Rebellion face heavy restrictions as far as what they can do. Much of the events in the Black Company history are written in the novels, and so major changes can disrupt the events as they occur in the books. Certain NPCs are far more prominent, and PCs are likely to be overshadowed. However, there are many occasions where the Company splits apart, with Croaker and allies sent to Roses to kill Raker, or in the Battle at the Stone of Tear, when Croaker and Raven witness the Hanged Man's murder. A careful GM can create compelling campaigns during these events, with the PCs being the forces that work behind the scenes.

White Rose (Free)

Darling is extremely important to the novels, for without her, the Black Company could never leave the service of the Lady, and the Dominator would surely break free of his bonds. One possible campaign model is to remove the Darling character altogether, and make the White Rose a player character. In this model, the other PCs, if they don't want the end of the world, work to protect her. Agents of the Lady, thralls of the Dominator, and a host of other unsavory types will all be looking for the White Rose.

No Black Company (Free)

Another possibility is for the Black Company to refuse Soulcatcher's offer. Perhaps the Captain realized exactly who she was and whom she served. In the interests of avoiding service to one of the greatest evils the north has ever known, the Black Company quietly withdraws from Beryl. The PCs could join the Company as they head east, perhaps to Khatch or Khun, maybe in the northeast to Tally or beyond. During their travels, they may be pulled into the Rebellion anyway, hired by the Circle of Eighteen only to be double-crossed by Raker, Harden, or some other wizard. The Company switches sides, finds Darling, and continues on the course set by the books.

Imperials (Loose/Tight)

Throughout the Books of the North, the Black Company has many rivals among the Imperial soldiers. Most of Limper's men had little love for the mercenaries, and as the Captain gained more and more control over the Lady's forces, resentment flourished. In this campaign, the characters are conscripts in the service of the Empire. They serve in an army with a Taken at its head. The characters might be members of the infamous Nightstalker Brigade, taking part in the Battle at Queen's Bridge, the site of the Black Company's greatest defeat in the north. With the characters in Imperial service, they have more flexibility in their actions, with less modification to the novels than if they were part of the Black Company. With the many wars fought in the east, at places like Rust, Lords, Forsberg and more, the players have the opportunity to interact with their favorite characters, and strive to be better.

Rebels (Loose/Tight)

In this doomed campaign, the characters are Rebel soldiers fighting the Empire and the Black Company. They may be spies, scouts, assassins, or even wizards in the service to the Circle of Eighteen. While this campaign allows the characters to be on the winning side through much of the war, players familiar with the novels know before hand they are doomed by the Battle at Charm, where only one man in a hundred survived. A Rebel Campaign is best suited for the Gritty Low-Magic style of play, with ordinary people thrust into extraordinary circumstances.

The New White Rose Rebellion

After the Battle of Charm, the Rebellion was crushed, scattered in small cells to the outer reaches of the Empire. In the following years, the Lady sent her soldiers to systematically uncover these pockets of resistance and destroy them. The Black Company, during this period, served as her muscle, moving from one town to the next, destroying Rebels wherever they hid. After thwarting the Dominator in Juniper, and evading a

conspiracy by the new Taken to destroy them, the Black Company fled, staying within Darling's null-field and readying for the return of the comet, which, they suspected, would signify the end of the Lady's reign.

In the Service of the White Rose (Loose/Tight)

Darling created a large network of agents in the years after the Black Company fled the Lady. In this campaign, characters take the part of spies and operatives for the New White Rose Rebellion. They monitor Imperial troop movements, sabotage supplies, fight a guerilla war, maybe even kidnapping officials. Alternatively, they may be couriers, carrying messages from cells into the Plain of Fear, braving the dangers there, while dodging the approaching forces of the Lady. Players have fewer options if they wish to be members of the Black Company, for much of this time the Company spends their days in the heart of the Plain of Fear. Missions are very dangerous, usually taking the form of ambushing Imperial squads or disrupting supply lines. However, unless you plan to change the outcome at the Barrowlands, these characters are doomed to die fighting the Dominator, for Croaker explicitly states who survives that battle.

In Service to the Lady (Loose)

Just as the characters can serve the White Rose, they can also serve the Empire. They may be Black Company survivors from Juniper, who after the Black Company abandoned their commission, formed a new company and stayed on with the Lady, only to fight alongside their former brothers at the Barrowland.

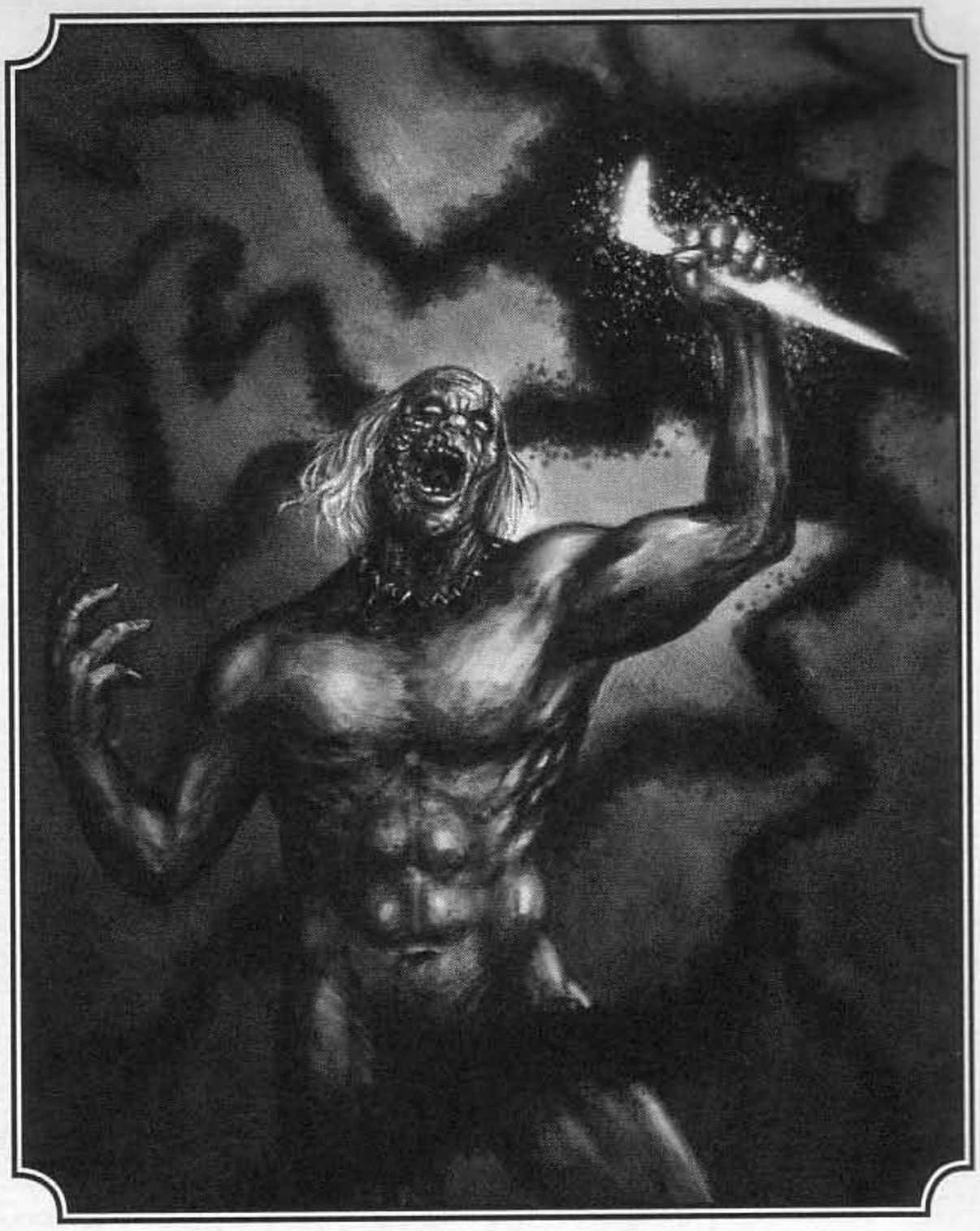
Black Castles (Free)

The Black Castle in Juniper reproduced through the amulets its creatures bestowed on their loyal servants. The amulets would use their owner as a mortal sacrifice to create the seed of a new castle and allow the Dominator to break free. It was a concern, once the Lady destroyed the Black Castle and Juniper that some of the amulets escaped, though the Lady assured Croaker every one of them was tracked down and destroyed. For a gritty low-magic or dark fantasy game, the characters could be outside of the struggle between the White Rose and the Lady and find an amulet that the Lady overlooks. Foolishly, or maybe fortuitously for the character, one of them sells the piece of jewelry. Later, the PCs come across the body of the person they sold the amulet to, and nearby a small chunk of black rock lodged in the ground. This campaign might mirror Marron Shed's story. Or, characters could search for a way to destroy the castle without drawing the Lady's attention, or perhaps something altogether different, where the characters actively work to free the Dominator.

The New Order

Both the Lady and the White Rose, after defeating the Dominator in the Barrowland, and after One-Eye and Goblin imprisoned the essence of the Dominator in the *silver spike*, lost their powers. Darling left to return to the Plain of Fear, while the Lady accompanied Croaker in his quest to find Khatovar. Control of the north fell to the Lady's administrators. Some were wizards and others were normal men and women, bureaucrats and experts at keeping the Empire in order.

The New Order is a world without the Taken, without the threat of the Dominator, without the interminable wars between the Lady and the Rebellion. In the absence of the Lady, the new government struggles to contain the fractures appearing in their monolithic state, yet lack the unquestioned authority of their former ruler. Just as criminal organizations start to appear, and frontier provinces calve away from the larger state, the Limper returns in the north, plunging the Empire into a horror like never before seen.



Limper Gains the Silver Spike (Free)

The greatest danger posed by Limper was not the destruction of countless cities and the appalling loss of life, but the risk of his gaining the *silver spike*. The Limper halted his march south to return north where he would pluck the *spike* from the city of Oar. There, Imperial wizards, Darling, and her allies from the Plain of Fear set a trap for the Limper when he came. In *The Silver Spike*, the Limper is finally defeated, contained in a cauldron where he boiled away, but even then he very nearly succeeded in gaining the prize. In this model, the Limper successfully takes the *spike*, but, like Raven and others, he is not powerful or sane enough to resist possession by the Dominator's essence. The former tyrant destroys the Limper's mind, taking the clay body for his own. The world becomes a dark place, as the Dominator continues the Limper's rampage destroying the north in his search for Lady. With an army of hideous mind-shredding demons, the Dominator/Limper follows the Black Company's path to face them in the south. The PCs hastily work to form an alliance with the Shadowmasters to assist in fighting the death from the north.

The New Black Company (Loose)

It's assumed the Croaker, Lady, and the rest were the last survivors of the Black Company, but there are many places where other members could have survived and become separated from the group. For example, the Black Company left behind many brothers in Juniper. Maybe there were some survivors in Lords, or even a few Company men left in the Plain of Fear. The characters then, believe the Black Company destroyed in the Barrowland. Left with nothing but their memories of the brotherhood, the PCs establish a new Black Company. After taking a few jobs, they hear rumor of the real Black Company in the south. The PCs might travel to find their lost brothers, following Croaker's footsteps just as Raven and Case did, perhaps even becoming embroiled in the Kiaulune wars in the south.

Remnants (Loose)

Darling established a large underground organization to overthrow the Lady. When the Company raided Rust, they sparked a widespread Rebellion in the east and north of the Plain of Fear. In fact, the Rebellion marched south to attack Horse and other cities held by the new Taken. The characters are former Rebels who, despite the knowledge that the leadership of the New White Rose Rebellion is shattered, believe the only way to achieve freedom in the north is to topple the new government. As the novels cover very little of the events following the Limper's war, this campaign allows for great flexibility. The PCs opponents are wizards, but not as powerful as the Taken. All the trappings of a great adventure are possible, because the north's course has not yet been set, and the characters can take a part in guiding it into the future.

The Shadowmasters and Willow's War

Nearly a century before the Black Company left the north to find Khatovar there were several skirmishes and smaller wars among the city-states and principalities in the south. The Shadowmasters emerged from the shadowgate and undertook a campaign to forge an empire just as they did in the Land of Unknown Shadows. They had little resistance, because the people of the distant south had not fought a war in centuries, and the ways of peace were ingrained in their culture. And so the great cities of the deep south fell to Shadowmaster wizards, who change the city's names to suit their vision of their new realm. Tragevec became Shadowlight and Kiaulune became Shadowcatch.

Within a year after the Shadowmasters took over, they held most of the south and turned their eyes northward to the principalities. However, before they could cross the Main and seize Taglios, Longshadow and others tried to open the shadowgate, but in fact damaged it, inadvertently allowing a swarm of shadows to escape. Though the covey of wizards managed to patch the hole, using Longshadow's true name, they immediately feuded amongst themselves, and civil war swept through their conquered territories. Whenever one of the Shadowmasters achieved a victory, the others united against him. Taglios and the rest of the south watched on uneasily, fearful of what a conclusive victory would mean.

The infighting lasted almost a score of years, and then abruptly stopped, the wizard lords having achieved an accord of sorts. Shortly afterward, they gathered their forces and sent them north to seize Taglios. The ruler there, the Prahbrindrah Drah, knew little of warfare and turned to the northerners Willow Swan, Cordy Mather, and Blade to lead the Taglians against the invading southerners. The three hesitatingly agreed, and somehow managed to defeat the Shadowlander army, using northern tactics to crush them. Soon after, the cause for the Shadowmasters' haste became evident as word traveled from the Great River of the Black Company's return, a force from history almost certain to bring on the Year of Skulls.

Southern-based campaigns offer many opportunities for PCs to undertake all kinds of adventures. For investigative style games, ther PCs could be members of the Taglian police, searching for a killer in Taglios' urban sprawl. Old mysteries, dark magic, and bizarre cults serve to build the quintessential dark fantasy campaign, while there are opportunities aplenty for characters to build armies, either for or against the Shadowmasters for a military style game.

No Shadowgate (Free)

The Shadowmasters never found the key and therefore did not breach the shadowgate. Longshadow is saner than he was in the books, and hungry for the knowledge of gaining mastery over the Plain of Glittering Stone. The Shadowmasters hunt the Children of Kina and the Nyueng Bao, believe they hold the knowledge needed to open the portal. The characters could be Deceivers or Nyueng Bao, struggling to survive against the threat of the Taglian priesthood and the Shadowmaster spies in the case of the former, or with the latter, they could actually have the artifact, and are hunted for it. The only hope in stopping the Shadowmasters is to hide the Key somewhere it will never be found: somewhere in the North.

Glittering Stone (Free)

When the Shadowmasters breach the shadowgate, they not only release the shadows, but also some extraplanar horror. The wizards are able to contain the shadows from the Plain, but the monster slips past to stalk through the southern cities murdering indiscriminately. The PCs stumble onto it and must find a way to destroy it, or at the very least send it back to where it came.

Threat from Beyond (Loose)

Instead of playing standard characters, the PCs are all regular people — NPC classes — who discover one of the shadows from the shadowgate escaped containment by the Shadowmasters. Forced to deal with the threat before the creature destroys the town, the characters must find mundane means to capture or destroy it. While this option is not suitable for a long campaign, it could provide an interesting series of adventures, where the characters, if they succeed, are pulled into the Shadowmaster wars, and forced to fight against their neighbors as the Shadowmasters fight among themselves.

Willow Fails (Free)

Willow Swan and his companions lose the war. Their forces crushed, the three men flee back to the city in the hopes of stopping the Shadowmasters there. However, because Taglios lacks much in the way of defenses — it lacks a city wall for instance — fear of the Shadowmaster's might sweeps through the city. The PCs are heroes who may take over the city's defenses, criminals turned saviors trying to find a way to evacuate the city's population before the enemy arrives. Alternatively, they could be couriers, sent to convince neighboring principalities to send help. Finally, they might lead refugees into the north, hoping to start a new land, a new nation, build on the ashes of the old.

The Grove of Doom (Tight/Loose)

The Grove of Doom is an important site for the Children of Kina. Throughout the novels, it is destroyed and rebuilt multiple times. Prior to the appearance of the Black Company, and the theft of Lady's child, the Grove of Doom housed many Deceiver relics and artifacts. The characters are thieves or adventurers who stumble onto the Grove. This could be a straight forward dungeon delve as the characters bypass traps, horrifying creatures and worse, lurking in the dungeons (if they exist) beneath the temple. On the other hand, the PCs could find the idol in the Temple, and thinking to make a profit, take the statue back to Taglios to sell. Deceivers, who want the idol back at any cost, hunt the PCs, who must now find the idol to give back to the Children of Kina in the hopes of saving their own lives. Another possibility is for the PCs to be Deceivers. When they discover the idol is stolen, they must find where it is before the Festival of Lights begins. If they fail, the goddess will grow angry and destroy them.

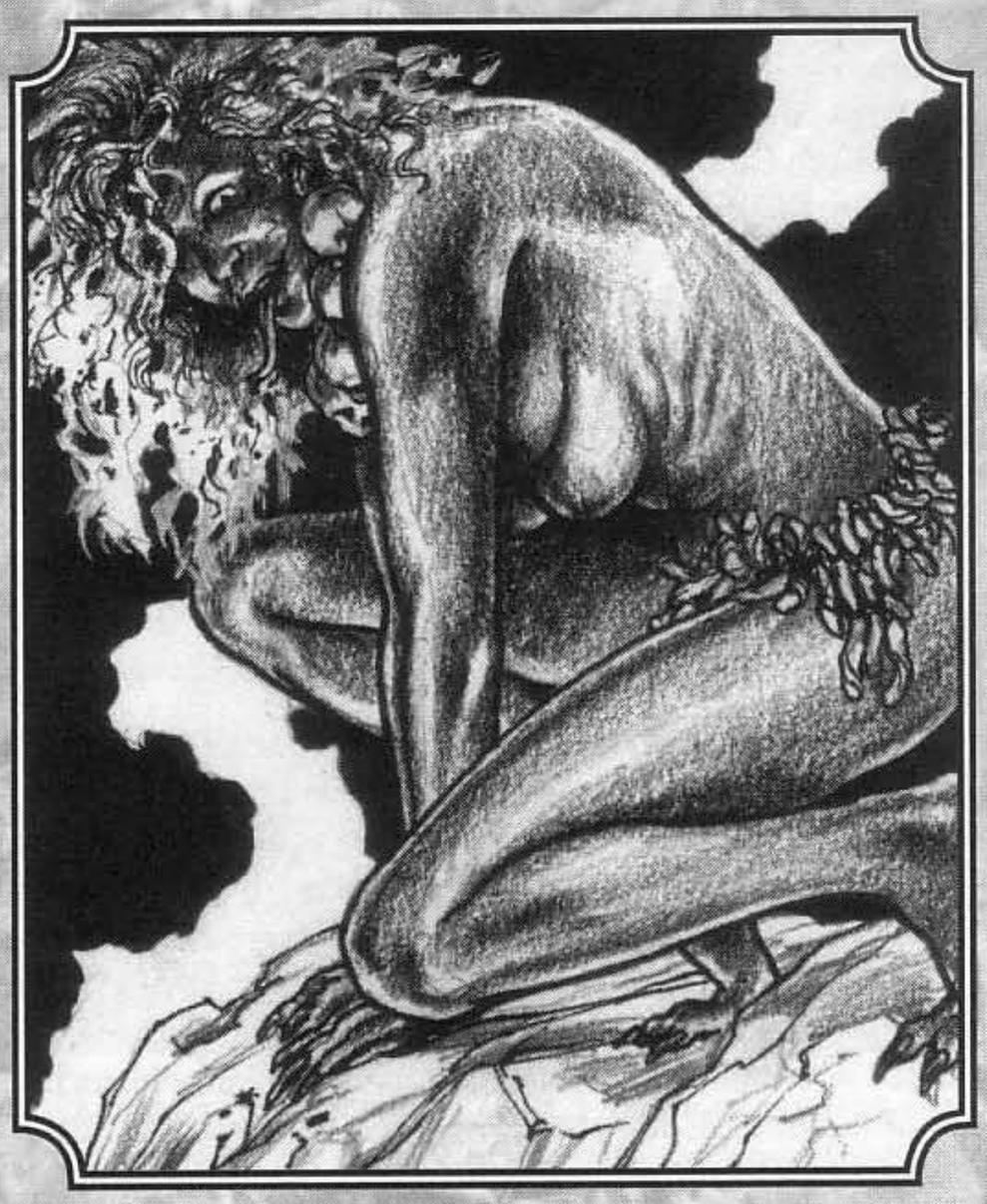
Assassins (Free/Loose)

The Shadowmasters made many enemies in the Land of Unknown Shadows. In the years after they left, the Hsien hunted down and

Kina

If you release Kina during the Year of Skulls, it may be useful to have her statistics. She is so powerful, she is beyond even the might of the Dominator, and perhaps just about anything else for that matter. She is described as a goddess, though the term is used here to qualify her absolute power. Use her with care, for facing her in direct combat is a campaign-ender. Note, while interred beneath the Fortress with No Name, she is significantly weaker. These stats reflect her when she is free from her stasis.

Kina



Quasi-deity (divine rank 0) Berserker 50, Wizard 50, Zealot 50; CR —; Large Outsider; HD 20d8+460 plus 50d12+1150 plus 50d6+1150 plus 50d12+1150; hp 5609; Mdt 207; Init +25; Spd 115 ft.; AC 81, touch 47, flat-footed 63; Base Atk +85; Grp +108; Atk +104 melee (8d6+27 plus disease/19-20/x3+2d6, bite) or by large weapon; Full Atk +104 melee (8d6+27 plus disease /19-20/x3+2d6, type), +99 melee (8d6+9 plus disease /19-20/x3+2d6, 2 bites), or by large weapon; SA fearsome charge, greater rage, mighty rage, rage (13/day), righteous wrath (11/day), strike down the infidel +12, tireless rage; SQ damage reduction 15/–, damage reduction , immune to polymorphing, petrification, or any other attack altering her form, immune to all energy draining effects, ability draining effects, or ability damage, immortal, indomitable will, resistance to fire 5, spell resistance 32, spirit walk, Fourth Magnitude, uncanny dodge; AL Destruction; SV Fort +102, Ref +93, Will +90; Str 49, Dex 42, Con 57, Int 8, Wis 33, Cha 27.

Skills and Feats: Bluff +72, Command +61, Concentration +67, Craft (any) +5 (+8 stone working), Detect Magic +30, Diplomacy +16, Disguise +47 (+49 acting), Escape Artist +19, Forgery +1, Gather Information +14, Ghost Sound +33, Heal +14, Hide +15, Intimidate +102, Jump +75, Knowledge (arcana) +52, Listen +63, Magic Use +129 (+132 repair existing gates), Prestidigitation +34, Resistance +54, Search +1, Sense Motive +14, Spot +13, Survival +67; Advance*, Alertness, Astral Self*, Awesome Blow***, Battlefield Dominance*, Blind-Fight, Burst of Activity*, Charge*, Cleave[B], Combat Reflexes, Coordinated Attack*, Deceitful, Disciplined Troops*, Dodge, Dominant, Embed Spell*, Endurance, Focused Troops*, Forced March*, Great Cleave[B], Greater Spell Penetration, Great Fortitude, Improved Bull Rush, Improved Critical (bite), Improved Initiative, Improved Natural Attack (bite)***, Improved Overrun, Improved Sunder, Inspiring Leader*, Iron Will, Loose Formation*, Mobility, Onslaught*, Overwhelming Critical (bite)**Persuasive, Power Attack, Run, Set vs. Charge*, Shield Wall*, Skill, Focus (Bluff, Disguise, Intimidate), Spell Penetration, Spring Attack, Talent* (x38)[B], Terrifying Rage**, Toughness (x22)[B], Unit Toughness*, Unshakeable*, Vicious*, Weapon Focus (bite).

*New Feat found in **Chapter Six: Feats**; **Feat found in the *DMG*; ***Feat Found in *MM*;

Languages: all

Disease (Ex): Injury; Fort DC 108; Incubation 1d4 rounds; 1d6 drain to all ability scores.

When Kina is raging, use the following stats: Hp 6289; AC 81, touch 47, flat-footed 61; Grp +114; Atk +110 melee (8d6+35 plus disease/19-20/x3+2d6, bite) or by large weapon; Full Atk +110 melee (8d6+35 plus disease /19-20/x3+2d6, type), +105 melee (8d6+12 plus disease /19-20/x3+2d6, 2 bites), or by large weapon; Fort +106, Ref +95, Will +94; Str 61, Con 65

Jump +81

Spells Known (Save DC 43; Spell Energy 35): *Afflict*, *Air Magic*, *Alter*, *Animal Talent*, *Animate*, *Armor* (+2 synergy), *Augment* (+2 synergy), *Aversion*, *Awareness*, *Banish*, *Beguile* (+2 synergy), *Call*, *Charm* (+2 synergy), *Compel*, *Conjure*, *Create Cold*, *Destroy*, *Dispel*, *Drain*, *Earth Talent*, *Enchant* (+2 synergy), *Fear*, *Figment* (+2 synergy), *Fire Talent*, *Force* (+2 synergy), *Foresee* (+2 synergy), *Freedom* (+2 synergy), *Glamer* (+2 synergy), *Healing Talent*, *Hold* (+2 synergy), *Light Talent* (+2 synergy), *Necromancy* (+2 synergy), *Obscure*, *Pattern* (+2 synergy), *Plant Talent*, *Reflect* (+2 synergy), *Reveal* (+2 synergy), *Sense*, *Shadow Mastery*, *Shapeshifting* (+2 synergy), *Slay*, *Suspend*, *Telekinesis* (+2 synergy), *Telepathy*, *Vermin Mastery*, *Wards* (+2 synergy), *Water Talent*.

murdered every sorcerer they could get their hands on. One possible campaign option is that the PCs are assassins, sent by the Hsien to track down the Shadowmasters and kill them...kill them all. This allows the characters to traverse many worlds in the hopes of finding their sworn foes. The longer it takes to find them, the more embroiled the south becomes in the war. They may emerge to find their task already done, with all but Longshadow dead. Alternatively, they may find the Shadowmasters before the Black Company encounters them, perhaps even killing one or all, maybe even replacing them.

Press Ganged (Tight)

When the Shadowmasters assembled their armies, they did not form them from volunteers. They used pressgangs to build their units, explaining why the Shadowlander armies were so unimpressive against Croaker and Lady. Characters could be among those forced to fight in these armies. Whether they are powerful characters working their way up the ranks to serve the Moonshadow or Shadowspinner, or common people struggling to survive, escape, and, quite possibly, evade or enlist with the Children the Kina.

The Liberator and the Lady

One of the biggest concerns about the arrival of the Black Company was their historical connection to Kina. Many of the collective memories about the Company, such as the belief that the Company sacrificed 100,000 people in the Grove of Doom, or that the Black Company nearly brought on the Year of Skulls, were all sown by Kina, who manipulated circumstances to produce the Daughter of Night, and force the Black Company to serve her ends. Though based on lies and misdirection, the Black Company faced unbelievable resistance to their efforts to reach Khatovar. And with the threat of another Shadowlander invasion, the government hoped to use the Black Company to destroy the Shadowmasters, and then destroy them.

Though Croaker did eventually ally with the Taglians, he never trusted them, and his mission to reach Khatovar was always in his mind; service to Taglios was a means to achieve his ends. However, Soulcatcher, resurfacing after years of being believed dead, the Children of Kina, treachery on both sides of the war, and a split within the Company all stalled Croakers dreams of reaching the mythical Khatovar.

The era of the Liberator and the Lady makes for an interesting campaign. There are many places where players could take part in the events without altering the storyline at all. Groups of adventurers can undertake their own Shaded Path, sent at the same time as Goblin, except to the east instead of the west. Characters could be Deceivers opposing Narayan Singh and the abduction of the Lady's daughter, fearing the wrath of the Black Company, and sensing the Jamadar is misguided or even mad. They could even be Taglian soldiers in the service of the Black Company, taking part in many of the major conflicts spanning throughout the books.

Perhaps the easiest place to set a campaign is during the four years between *Dreams of Steel* and *Bleak Seasons*. The Deceiver attack that killed To Tan, and when Murgen lost his wife, also claimed Murgen's writings of this era. Through much of this time, the Black Company hunted Deceivers, fortified Taglios and the lands they held, dodged Soulcatcher's treachery, and outwitted the priests of the city. You could run an entire campaign set in this period without affecting the outcome of the novels at all. Characters might be members of the Black Company, Deceivers, spies, criminals, or whatever they wish, and because these Annals were lost to fire, they have a lot more flexibility here than they otherwise would during other eras of play.

The Nar (Tight)

In the city of Gea-Xle, the Black Company gained the service of the Nar. This is a perfect opportunity for allowing the PCs to join the Black Company without altering the plot of the novels. PCs can all be Nar as few of these warriors are ever named. Characters participate in the military escalation in Taglios, having adventures in the metropolis and evade the Shadowmaster's agents and the city's priests while uncovering something of the Black Company's history as well.

Idon (Tight/Loose)

On the other hand, maybe the characters joined the Black Company on their journey south. The city of Idon might serve as a fascinating backdrop for a dark fantasy game, as the PCs uncover some of the horrid secrets just out of sight for the average traveler. Perhaps the PCs are not associated with the Black Company at all, and are merely merchants or travelers heading from one city to the next, but find themselves trapped in Idon, discovering the city is held captive by cultists who worship the shade of the Paingod. If you want to use the Sanity rules, the city of Idon and the surrounding countryside is the ideal place for your games.

Croaker Dies (Free)

In the novels, Croaker is struck by an arrow in the chest while the Shadowlander armies crushed the Taglians and Black Company outside the walls of Dejagore. Soon after, the Black Company divided, with Lady forming one group consisting largely of Deceivers, with Murgen and the other members of the Old Crew working to survive the siege of Dejagore, while Mogaba slips into the darkness of his religion, consumed by his arrogance and vanity, and driving a wedge between the brothers of the Black Company. When Croaker returns, he reunites the Black Company once more under his leadership. But what if Croaker really did die outside the walls of Dejagore? What if Soulcatcher could not or would not save him? Undoubtedly, the Black Company would have stayed divided. Mogaba, whom Taglian sycophants courted in Dejagore, would continue to serve Taglios, while Lady, reunited with Murgen and the rest of the Old Crew, would have continued the fight against the Deceivers. In this campaign option, the characters serve one of the captains of the Black Company, either Mogaba or Lady. Maybe Murgen, distrusting the Deceivers, breaks from Lady and takes the remnants of the Company back north. With Croaker dead, there is no reason to return to Khatovar, though Murgen likely keeps the Black Company traditions alive. In any event, the future in this variant is unwritten, full of war and treachery, drama and adventure, as the two or three bands of the Black Company fight against one another to determine their course.

Soulcatcher Imprisoned (Free)

Another way to change the fundamental plot of the novels is for Croaker to anticipate Soulcatcher's treachery on the Plain of Glittering Stone. The Company does not walk into the trap she sets and instead discovers the Cave of Ice. Wanting to be rid of Soulcatcher, Croaker and Lady inter her in the Caves, leaving her in stasis until they can determine what to do with her. Now, Croaker, disheartened at not finding Khatovar, returns to Overlook, and gathers those loyal to him, leading his armies to crush Mogaba and the Taglian leaders. Its possible in this campaign that the Deceivers actually transcribe the Books of the Dead and bring on the Year of Skulls, aided, unknowingly, by the Black Company who wants revenge for their betrayal at the hands of the Prince and his sister. Perhaps the Black Company stops both the Deceivers and the Taglians, and lacking a future, reenters the shadowgate to explore new worlds.

Ruins of Kiaulune (Loose)

The PCs could be Taglian soldiers who fight on behalf of the Prince. In the harsh winter following the battle for the Plain of Charandaprash, the PCs are ordered to hold a position in the ruins. As Kiaulune was a great repository of knowledge before Longshadow looted it, it's possible there are secret caches of books, documents, or even artifacts. Perhaps the PCs or somebody else finds one of these caches exposed by the earthquake that leveled the city. Perhaps the finder triggers the device accidentally and calls forth a demon from another world. Now, the PCs, who must contend with Mogaba's guerillas, must also spend the winter tracking down the fiend before word escapes to the officers. The demon, on the other hand, hunts soldiers on both sides of the conflict snatching sentries in the night, or producing more of its kind to create an even greater threat than the Shadowmasters.

Other Possibilities

The characters are smugglers or thieves in Taglios. The war is won, but can they find a way to survive with the Dictator? Maybe the PCs are Taglian soldiers working under the Prince. They have orders to betray the Black Company, but when the time comes, can they do it? Or maybe the PCs hail from another world, and having crossed the Plain of Glittering Stone, they come upon the Fortress of Overlook to find the Black Company surrounding it. Do they side with Longshadow or Croaker?

Worse, the PCs are camp followers, embroiling themselves in the culture of those who live off an army. Will they figure out the Captain's plan to use them as fodder for the Shadowlander army and escape before the Plain of Charandaprash, or will they fight on behalf of Taglios?

Kiaulune Wars, the Protectorate, and Sleepy's War

After falling into Soulcatcher's trap, the Black Company entered its darkest period yet. Bereft of experienced officers, and leaving the survivors to the Nyueng Bao, two unpredictable wizards, and a mixture of Taglian outsiders, the remnants of the Black Company fought Mogaba for years, using Overlook as their headquarters until Soulcatcher came and reduced the fortress to powder. Still, Mogaba and Soulcatcher's best efforts could not eradicate the Black Company completely. The survivors retreated to Taglios where they waged a guerilla war against the Protector and the Radisha Drah, spreading fear through the city, kidnapping officials, and using whatever tactics they could to disrupt the enemy. Under Sleepy's leadership, the new Black Company rescued the old from the Cave of Ice beneath the Fortress with No Name, reached an agreement with the demon-golem guardian Shivetya and entered the Land of Unknown Shadows, where they sought the means to repair the shadowgates, expand their numbers, re-equip, and ready themselves for the war to dislodge the Protector, defeat Mogaba, and stop the Year of Skulls.

These final movements of the Black Company are extremely detailed in the novels, and so running a campaign during this era may be more difficult than in other areas without changing the outcome of the novels. The Black Company has a definite agenda through this time. With limited numbers and resources, they are hamstrung until they finally emerge from the shadowgate to wage war against Mogaba and Soulcatcher. Though there seems there is little the PCs can do to affect the story without changing it in some drastic way, for most of the major characters die in the significant battles in the last novel, there are a few opportunities for the players to participate. Few particulars about the Kiaulune wars themselves are described, and there are many ways for characters to shine during those dark days. If you prefer a campaign set during *Water Sleeps*, PCs could accompany some of the minor agents as they thwart the Protector, defending the Bhodi tree from the Greys, or laying covering fire on the Palace, while Sleepy kidnaps Willow Swan. PCs could be terrorists working against the Taglian government, painting graffiti on walls, kidnapping minor officials, starting riots and more. Even campaigns set during the last novel, where the PCs could oppose the Black Company or serve with the Black Company, witnessing first hand the major battles at the Grove of Doom and Taglios, perhaps even taking part in the Company's future.

Tragedy (Free)

Have Kina destroy Goblin, Suvrin, Sleepy, Tobo, and Santaraksita. The Black Company, grieving, and without wizards, press on to the Land of Unknown Shadows, retreating to that world to rebuild. Croaker may lead this Company, but it is likely that the mantle would fall to someone else, perhaps a PC. In this campaign, the PCs make the decisions about the Company's future, and play through the events of *Soldiers Live*.

No Black Company (Free)

The Kiaulune Wars very nearly destroyed the Black Company, forcing its remnants to flee to Taglios' underworld to survive. In this option, the Black Company was actually destroyed. Years later, Murgen who carries a dire message visits one of the PCs, not affiliated with the Black Company at all. The old standard-bearer says the Year of Skulls is imminent. The PCs are in a race against time, trying to find a way to release the Captured to get their help and knowledge to stop the Daughter of Night and Narayan Singh, and to ultimately save the world.

Strange Relic (Free)

While excavating the vaults beneath the Fortress with No Name, one of the PCs finds a strange artifact from another world. The artifact happens to be a key to another fantasy campaign setting of your choosing. Armed with this Key, the characters explore other worlds, maybe deserting the Company, or finding help to assist in the growing conflict. Imagine the Black Company's return from the Plain of Glittering Stone accompanied by the Hsien, Tobo's allies, and a battalion of dwarves, or maybe even a company of drow from *Dezzavold*.

Invasion (Free)

Following the destruction of their gate, the Voroshk, sensing their doom, form an expedition to travel to another world, maybe another campaign setting altogether. Word travels as invaders from another dimension on weird flying devices, armed with powerful magic break through, bent on conquering the world. The PCs are natives of this other setting, and must find a way to stop the Voroshk, perhaps even taking them to the world of the Black Company.

Year of Skulls (Free)

Perhaps one of the darkest of the campaign options is to have the Year of Skulls actually begin. We know little about what actually is to happen during this time. The Daughter of Night claims the Year of Skulls wipes away the human chaff to allow the righteous to thrive. However, Murgen and others who look into the Company's history theorize the Year of Skulls would destroy a world to allow Kina to wake, or, maybe the Year of Skulls is just the result of Kina waking. In any event, this is a dark time, with the goddess a very real and very potent threat. Characters gather armies from all over to try to stop Kina from devouring their world. Alternatively, the characters might be Deceivers in the service of their risen goddess, and serve her whims, forming armies to destroy humanity so it can be reborn anew.

Suvrin's Company and Beyond the Books

With Mogaba dead, the Deceiver cult disassembled, and Kina and Khatovar destroyed, the Black Company returns to their new home, the Land of Unknown Shadows. None of the original Company remains with the Black Company, except, perhaps Lady, her powers fully restored by her husband, the now immortal Croaker. Arkana and Shukrat share the mantle of Annalist, while Suvrin leads the Company as its captain. The future is wide open, with a new world to explore, new adventures to be had and a new Company of which the characters can be a part.

New Adventures (Loose)

With Suvrin at the helm, there is no reason to think the Black Company will disband once it returns to the Land of Unknown Shadows. The Black Company may finally get pulled into the feuding between the warlords, forced to take sides in a conflict rapidly spinning out of control. Another possibility is for the Black Company to travel north to the more heavily populated regions, serving a variety of masters much like the Black Company did in the Books of the North. This is likely one of the best campaign options of them all, especially for players who are intimately familiar with the novels. GMs construct new civilizations, powers, and realities to suit the interest of the players, while keeping them a part of their favorite fighting force. In time, the characters could advance into the upper echelons of the Black Company, guiding the mercenary company to new adventures of their own making.

If you prefer, the Black Company might break apart once more, with some members returning to the north. In this model, you retain the world of the Black Company, but the GM has the full flexibility to determine the world's future while keeping its history intact. Maybe a new evil, akin to the Dominator arises, and one of the PCs becomes the new White Rose. Perhaps the characters abandon the structure of the mercenary company altogether, to try to live normal lives, only to be pulled back into a life of adventure as the Empire collapses into feudal states once more.

Another alternative is to have Tobo, when he heals, repair all the shadowgates, allowing the Black Company to travel and explore different worlds. Some of these places could be traditional fantasy worlds, with goblins, orcs, bugbears and more, while others may be fantasy versions of earth, allowing the Black Company to work for a pharaoh in Green Ronin's *Egyptian Adventures: Hamunaptra* or sell their swords to King Priam to turn the tide in *Trojan War*. Whatever you choose, adventure waits.

Campaign Sparks

A campaign spark is an initial adventure designed to get the PCs on the path to a series of connected adventures that make up a campaign. Often getting PCs together and pointed in the same direction is the hardest part of starting a campaign, so these sparks are designed to get both the GM and the players interested in the game. They're just starting points to get your imagination going, and all the details are left for you to work out.

The first few are all geared around getting PCs into some sort of military unit, and the rest all assume they already are. If the players are willing to all play enlisted soldiers, the spark is the moment when they go from normal soldiers to a group with a destiny. If they players start as separate individuals, the earlier sparks give you a reason to band them together, even if it's just for mutual protection.

1. Although fighting between two nations has been heavy (be it the Lady against the Rebel, the Black Company agtainst the Shadow

masters or even some more minor conflict), the PCs all live in a town well back from the front lines. Unfortunately, a commander on one side

2. An old man staggers into a late at night, where the PCs are the only other people. He acts as though wounded, but shows no signs of injury. He mumbles about running, being hunted, and periodically giggles to himself, but doesn't talk to anyone. Suddenly, he looks around, takes note of all the PCs, and counts them. Once he's counted them all he smiles, and says "perfect." He takes out a stained, worn bag and draws forth a number of daggers equal to the number of PCs. With a beatific smile, he keels over backwards, dead. The daggers are very, very old and very, very powerful. They also attune themselves immediately to the PCs, and will work for no one else. Of course, everyone from Taken to hedge wizards wants them. In fact, the inn is attacked within minutes of the old man dying. Even if the PCs offer to give up the knives it doesn't matter – whoever captures them needs the PCs to use the daggers. They're going to have to find a patron willing to protect them while they learn what they've fallen in to.

3. A local lord wants to expand his territory. Everyone of the right age is drafted to be used as cannon fodder. The PCs are all pressed into service in the same unit. They can either excel, and earn better positions, or flee and turn rebel.

4. For some reason, the PCs are all on the same boat on a long voyage. They may not know each other, and it doesn't matter. A terrible storm blows the boat off course, and it ends up on a faraway foreign land, thousands of miles from their home. Of course, the locals are convinced the boat people are great warriors foretold by prophecy. Half the people on this continent look to them for protection, and the other half want them dead.

5. A terrible thunderstorm, the kind that even Stormbringer would hesitate to call up, forces everyone in the area to take cover in an old abandoned keep. The keep is the only good cover for miles, and quite visible at the top of a tor. The PCs are all in the area on their own business, and thus gather there for shelter. Of course that means the PCs weren't the only ones to take cover – everything from scouts of opposing forces to a forvalaka may be in here as well. It's going to be a long night, and if the PCs survive they're all marked as foes of whatever forces they overcame.

6. Someone is taking out members of the PC's group when they're off duty. A higher up has had the brilliant idea of laying a trap to capture the assassins… and the PCs are the bait. It's their job to carouse, get drunk (or at least look drunk), and generally let their guard down and look like easy targets. When the assassin strikes, forces waiting in hiding jump out and take them, assuming the assassins do it somewhere public, and the PCs' allies aren't late, and the PCs can stay alive for the first few rounds of combat.

7. The locals of a newly captured town claim they are under the protection of a powerful sorcerer, who lives in a nearby swamp. Most outsiders believe he's nothing more than a hedge wizard, able to do little more than scare common brigands. But the PCs are ordered to go take a look in the swamp anyway, and see if he's dangerous, or possibly can possibly be bribed. It turns out he *is* dangerous, but not particularly interested in protecting the town. He does need some guard to accompany him on a long journey, however, and can pay well…

8. The Plain of Fear was ignored as uninhabitable for centuries, with only the occasional battle fought there. But now that creatures off the plain have begun fighting against the Lady's Empire, numerous power-grabbing wizards are beginning to think it may be a valuable resource. The PCs are hired or ordered to go onto the plain and make contact with some local leader, be that Old father Tree or the biggest, meanest menhir. Of course, whatever they run in to offers them a better deal than their old boss…

9. A Taken, or similar wizard of great power, is suddenly going out of its way to be nice to the PCs. They are given the most comfortable mission, receive expert help, and even get to guard the Taken from time to time. No one knows why, least of all the PCs, but suddenly they're targets for every enemy the Taken has made over several centuries of villainy.

10. The PCs' superiors/employers are wooing the leader of a minor but important leader, hoping to get access to his city without a fight. The PCs are sent to bring gifts to his daughter's wedding, and told to make the leader happy. But just before the wedding, they notice enemy agents sneaking into the church. They enemy agents must be stopped – but the wedding can't be disrupted. The PCs may end up fighting in the rafters and back rooms during the ceremony, trying to kill their foes while ensuring everything else goes smoothly. If they fail, the lord swears vengeance on them all for ruining his event. If they succeed, they gain a reputation for being perfect for dangerous, difficult missions.

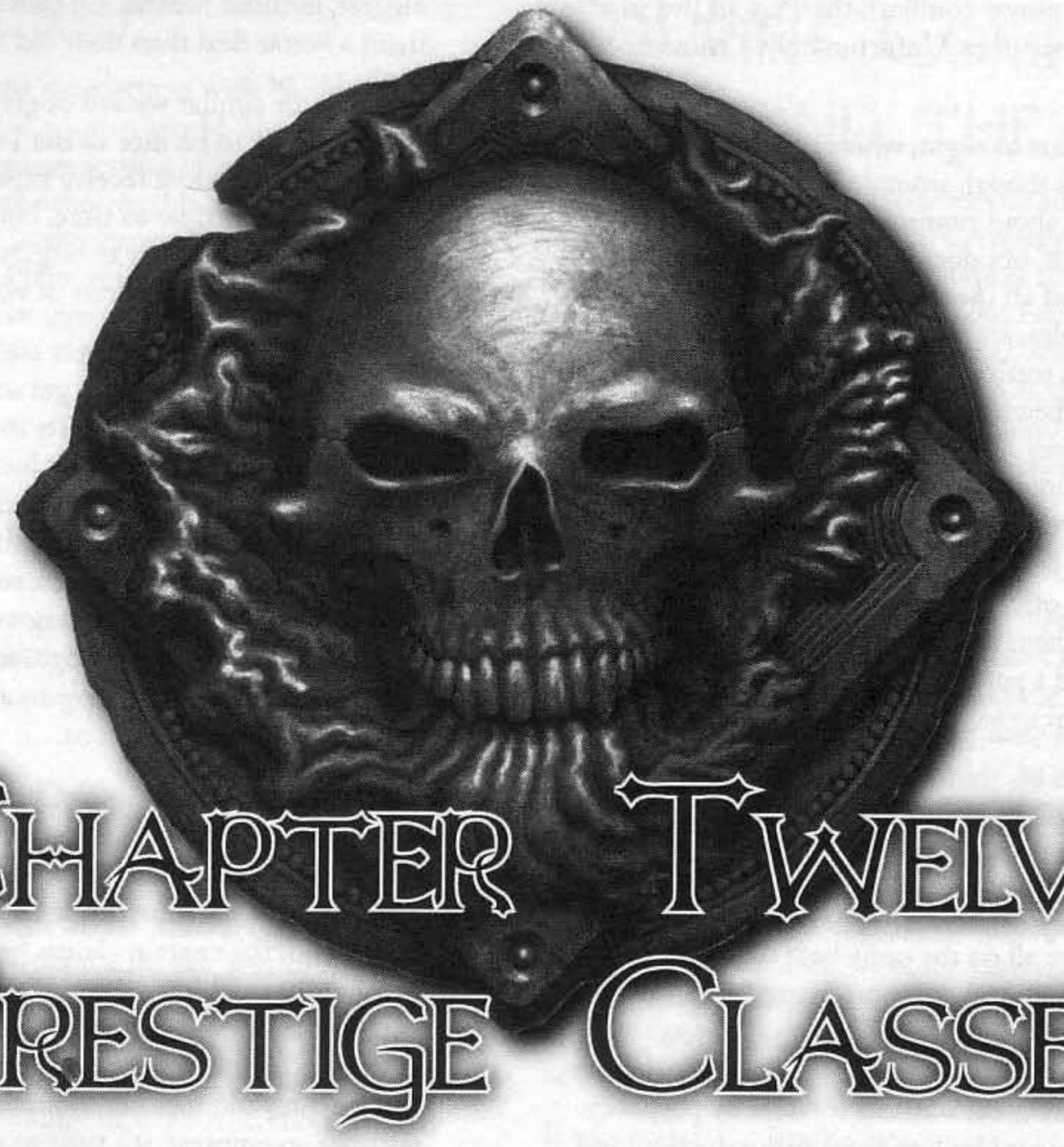
11. The mercenary company the PCs all work for is small and reasonably successful, but has never been anything special. The captain always seemed to have a secret, but was never very talkative. But now the Black Company has gone south and Lady with them, the captain claims he, too, is leader of a Free Company of Khatovar and has a *lance of passion* to prove it. His company betrayed the Black Company centuries ago (during events chronicled in one of the lost Annals), and thus went underground. But now his old foes are thousands of miles away, and the Empire without an empress, it's time to show his true colors and take over. He may be right. He may be mad. Either way, the PCs' lives are about to be a lot more complex.

12. A merchant arrives with strange, amazing weapons to sell to the PCs' unit. He claims they come from a far off place that has a portal to other worlds and shows a map to the Glittering Plain. The next day, the company's captain kills the mistress of someone too powerful to piss off (a Taken, a powerful king or wizard, whatever). The company must pack up and flee, since the powerful mourner has sworn to kill them all. No place in the world will be safe for them… but maybe in a different world…

13. On routine patrol, the PCs see a bent old man kicked and stabbed by black-robed thugs, who turn and try to kill the PCs too. After the PCs dispatch the thugs, they discover the old man is a wizard of great power (yeah, maybe a Taken… or maybe something new). He has fallen on hard times, having suffered the Ritual of Naming and lost his possessions and funds. But he still knows things of great value, and shares them in return for protection and a chance for revenge.

14. Evils like the Dominator show up every few centuries. One sits under Old Father Tree, and the Dominator himself was cast into the void. But if a new evil arises, one yet young and weak, his threat is not yet world-spanning. The PCs hear of such a creature, far off to the east, which may even be making his own Taken. Their comrades believe the threat to be serious, and something that must be dealt with now, but no one else takes it seriously. If the PCs don't go face off against the new Dominator, the whole world will suffer for it later.

15. The PCs get assigned to assist the Eternal Guard to protect the Barrowlands. If the Dominator and Lady are still in there, they'll deal directly with Bomanz and other cult nutcases. If Lady is out but the Dominator isn't, they have taken looking over their noses. Even if the Dominator is gone, there are other evils there that do not sleep. It's a constant hotbed of mages, evil spirits and schemers, and the PCs have just been assigned to the middle of it.



Chapter Twelve: Prestige Classes

This chapter presents all of the prestige classes available in *The Black Company Campaign Setting*. Herein are full details on all new classes like the great general, topkick, and veteran. Other prestige classes found in the *DMG* are absent in this world, such as the blackguard, hierophant, and mystic theurge. Though *The Black Company Campaign Setting* employs a different set of prestige classes, you may still use classes from other sources. For details on incorporating other prestige classes into this setting, consult the Glittering Stone entry at the end of this chapter, starting on page 232.

Nyueng Bao fencing techniques consists of brief but intense flurries of attack and defense separated by inactive periods during which the fighters freeze in odd stances.

—Bleak Seasons

Artificer

Artificers are wizards who have specialized in embedding spells into objects. They suffer some loss of ability in terms of pure power, but can be far more versatile (making objects to aid them in a wide variety of situations) and useful to others (as they can make fetishes, charms and even flying carpets to help their allies). Artificers are the true masters of creating items that seem magical to others, and many legends of the old days are based on the actions of these magical craftsmen.

Very few characters take all five levels in this class in direct succession. Most take one or two levels of artificer, possibly to help make some specific set of embedded spells, and then return to the core wizard for several levels. Only very high level wizards general have all 5 levels of artificer (though any Taken certainly qualifies, and the Howler is a good example of this).

Howler is an example of an artificer in both the Books of the North and the Books of the South.

Prerequisites

A character must meet all the following prerequisites before taking levels in artificer.

Skills: Knowledge (arcana) 8 ranks, Magic Use 8 ranks

Feats: Master Craftsman.
Special: First Magnitude.

Game Rule Information

Artificers have the following game statistics.

Hit Die: 1d6.

Class Skills

The artificer's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Concentration (Con), Craft (Int), Decipher Script (Int), Detect Magic (Int), Ghost Sound (Cha), Knowledge (all skills, taken individually) (Int), Magic Use (Cha), Prestidigitation (Cha), Resistance (Con), and Speak Language (n/a). See **Chapter Four: Skills** in the *PHB* for skill descriptions. See **Chapter Five: Skills** and **Chapter Ten: Magic** in this book for details on new skills.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the artificer class.

Table 12-1: The Artificer

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Expert Artificer, Spellcaster
2nd	+1	+0	+0	+3	Reduced Personal Cost
3rd	+2	+1	+1	+3	Complex Condition
4th	+3	+1	+1	+4	Master Artificer
5th	+3	+1	+1	+4	Cheat

Characters above 20th-level: Artificer is only a 5-level prestige class, and as a result does not have progression for characters beyond 20th level. A character with this prestige class can progress beyond 20 levels in their core class.

Weapon and Armor Proficiency

Artificers gain no weapon or armor proficiencies.

Spellcaster (Ex)

The artificer adds his class levels to his wizard levels when determining the save DC for spell effects he casts.

Expert Artificer (Su)

The main feature that sets an artificer apart from other wizards is the ability to embed spells more quickly. An artificer needs only one day per two points of the spell effect's DC. If the artificer also makes the masterwork object into which the spell is embedded, he can make another Craft check (DC spell's effect DC +5), in order to embed the spell in only one day per three points of its effect DC.

Additionally, when making a Craft check to create an object, a Craft check represents five days work, rather than a full week. This allows the artificer to make mundane (or even masterwork) objects much more quickly. This is a supernatural ability, as the artificer is using just a little magic even when using mundane crafting methods.

Reduced Personal Cost (Su)

An artificer may attempt to embed a spell at a lower XP cost than normal. The artificer must make a Craft check appropriate to the object into which the spell is embedded. (The artificer need not create the object; just have a Craft skill appropriate to it. For example, an artificer with Craft (jewelry) could use this ability when embedding a spell in an amulet, even if the amulet was created by someone else.) If the artificer makes a DC 20 Craft check, he pays only 90% the normal XP cost. If he makes a DC 30 Craft check, he pays only 75% the normal cost and no spell energy. If he makes a DC 40 check he pays only 60% and no spell energy and if he makes a DC 50 Craft check, he pays only 50% the normal cost and no spell energy.

Complex Condition

At 3rd level, the artificer can set complex conditions for embedded spells safely. He may even set multiple conditions under which an embedded spell activates (allowing him to set up a safety net – for example ensuring an offensive spell never activates if the artificer is within the area it affects). Conditions still must be clear and concise (the GM may insist they are written down), but can be as complex as the artificer wishes.

Master Artificer

A master artificer can make objects and embed spells even more quickly. He needs only one day per three points of the spell effect's DC. If the artificer also makes the masterwork object into which the spell is embedded, he can make another Craft check in order to embed the spell in even less time, as shown below.

Spell Embedding Speed

Craft DC	Points of spell effect DC managed in a day
Spell's effect DC +10	4
Spell's effect DC +20	5
Spell's effect DC +30	6
Spell's effect DC +40	7

Additionally, when making a Craft check to create an object, a Craft check represents two days work, rather than a full week. This allows the master artificer to make mundane (or even masterwork) objects much more quickly. This is a supernatural ability, as the master artificer is using just a little magic even when using mundane crafting methods.

Cheat

The very best of artificers can, when needed, cheat to embed spells much more quickly. The artificer may spend an action point to reduce the spell effect DC by 15 when determining the time needed to embed it. All Craft checks the artificer makes in regards to the object (including those used to make it, or to activate some other artificer ability) also gain a +15 bonus.

Deceiver

Deceivers are the faithful killers of the Stranglers, a cult dedicated to the death goddess Kina. Deceivers believe they serve Kina through killing. Though they do not do so indiscriminately, they never kill for political gain, they will murder to protect their order. To them strangulation is an act of worship, and should glorify their goddess. Many Deceivers do kill travelers, but the bodies of their victims are always hidden (bones broken until the corpse is a small bundle, slit so it doesn't swell, then cunningly fit into a small, concealed grave). Such a death brings fear and mystery to other travelers, thus glorifying Kina. All strangulation is performed with a rumel, an innocuous-looking piece of colored cloth that can be easily concealed

Not all stranglers take the Deceiver prestige class. The lowest of cult members, those who carry a yellow rumel, are often just thieves or zealots. Master stranglers, those who earn red or even black rumels, must take this class however. They are more than casual killers, they are skilled assassins who have mastered the rumel and the arts of stealth and misdirection.

Ram and Narayan are examples of Deceivers in the Books of the South.

Prerequisites

A character must meet all the following prerequisites before taking levels in Deceiver.

Base attack bonus: +5.
Skills: Hide 6 ranks, Move Silently 6 ranks, Speak language (Deceiver's Cant).
Feats: Exotic Weapon Proficiency (rumel), Improved Grapple.
Special: Evasion, and the character must have participated in at least 20 murders with a rumel, no less than 10 of which must have been preformed as a strangler (rather than a gravedigger, bonebreaker, or arm-holder).

Game Rule Information

Deceivers have the following game statistics.

Hit Die: 1d8.

Class Skills

The Deceiver's class skills (and the key ability for each skill) are Climb (Str), Command (Cha), Disguise (Cha), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (local) (Int), Knowledge (religion) (Int), Listen (Wis), Move Silently (Dex), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the Deceiver class.

Weapon and Armor Proficiency

Deceivers gain no weapon or armor proficiencies.

Evasion (Ex)

At 1st level and higher, a Deceiver can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, she instead takes no damage. Evasion can be used only if the Deceiver is wearing light armor or no armor. A helpless Deceiver does not gain the benefit of evasion. A Deceiver who already has evasion gains improved evasion instead.

Red Rumel (Ex)

A red rumel man has proven himself willing and able to kill for the veneration of Kina. With a successful Hide check, a red rumel man can hide a body in 5 minutes in such a way it requires a DC 40 Search check to find. The normal method is to break the bones and bury the body in a small pit, but when that is impossible the red rumel man finds another way. A body may be fed to animals, burned in a campfire, or even smuggled out to be disposed of later.

When strangling a target with a rumel, the red rumel Deceiver deals an additional 1d6 points damage with each successful attack.

Child of Kina (Ex)

The Children of Kina, in order to survive in a world hostile to their agenda, develop the skills to deceive and dupe others. Children of Kina of 2nd-level or higher may add their levels in this prestige class to all Bluff, Disguise, Hide, and Move Silently checks.

Black Rumel (Ex)

A 3rd level Deceiver, called a black rumel man, is an experienced and deadly killer with dozens of kills to his name. He gains a +4 to all grapple checks made to pin a foe and keep a target pinned (but not any other grapple checks), and need not win a grapple check to attack with a rumel while in a grapple (though the Deceiver cannot attack when himself pinned). When strangling a target with a rumel, the black rumel Deceiver deals an additional 2d6 hp of damage with each successful attack (replacing the bonus 1d6 gains at 1st level).

Table 12–2: The Deceiver

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+2	Evasion, red rumel
2nd	+2	+3	+0	+3	Child of Kina
3rd	+3	+3	+1	+3	Black rumel
4th	+4	+4	+1	+4	Living legend
5th	+5	+4	+1	+4	Living saint

Characters above 20th-level: The Deceiver is only a 5-level prestige class, and as a result does not have progression for characters beyond 20th level. A character with this prestige class can progress beyond 20 levels in their core class.

In addition, if a Deceiver studies his victim for 3 rounds and then makes an attack with a rumel that successfully deals damage, the attack has the additional effect of possibly killing the target. While studying the victim, the Deceiver can undertake other actions so long as his attention stays focused on the target and the target does not detect the Deceiver or recognize the Deceiver as an enemy. If the victim of such an attack fails a Fortitude save (DC 10 + the Deceiver's class level + the Deceiver's Int modifier) against the kill effect, she dies. If the victim's saving throw succeeds, the attack is just a normal attack. Once the assassin has completed the 3 rounds of study, he must make the killing attack within the next 3 rounds.

If a killing attack is attempted and fails (the victim makes her save) or if the Deceiver does not launch the attack within 3 rounds of completing the study, 3 new rounds of study are required before he can attempt another death attack.

Living Legend (Ex)

Living legend is almost a prestige class in it's own right – a Deceiver cannot be a living legend until he has 100 kills to the glory of Kina, and at least one of these kills must have been accomplished without any assistance. A Deceiver who does not meet this goal cannot take the 4th Deceiver level until he has, and must progress in some other class (often zealot).

When attempting to kill for the glory of Kina, or at the order of a priest of Kina, a living legend gains a bonus equal to his Deceiver levels to all grapple checks and Bluff, Disguise, Hide, and Move Silently checks made in furtherance of that killing. When strangling a target with a rumel, the living legend deals an additional 3d6 hp of damage with each successful attack (replacing the bonus 2d6 gained at 3rd level).

Living Saint (Ex)

Like the living legend, a Deceiver cannot become a living saint unless he meets certain prerequisites. He must be anointed as a saint by a priest of Kina, and he must have received a vision from Kina (this requires the GM to decide to grant such a vision, or for the Deceiver to take at least 2 level of oracle). Without these conditions, the Deceiver must stop his progression in this class at 4th level.

A living legend gains the direct favor of Kina. Once a week, he may use an action point without losing it. He gains spell resistance equal to 10 + his Deceiver levels + his Cha bonus. Finally, he gains a +10 enhancement bonus to his land speed.

Great General

The great general is a master of large-scale combat, a student of war, human nature, and the rules of conflict. The great general sees the waves of conflict as a game and masters its rules. This provides little benefit when directing a battle with a dozen or so troops, but when armies of hundreds or thousands march the great general can sway the outcome far more effectively than a typical soldier.

Though many great generals rise through the fighting ranks, not all do so. Scholars, petty nobles and wizards have all become great generals through experience and study. Indeed, any of the Ten Who Were Taken, the Shadow Lords, or even the Lady herself could be seen as an example of a great general, though mostly these individuals were not focused enough on warfare to care to take levels in this class. Certainly at least Whisper, of the Circle of eighteen, was a great general.

Among the more typical soldiers, the Captain is an example of a great general in the Books of the North, and Mogaba is an example in the Books of the South.

Prerequisites

A character must meet all the following prerequisites before taking levels in great general.

Skills: Command 10 ranks.
Feats: Skill Focus (Command).
Special: The character must act as commander in a company or army scale conflict before taking levels of this class. The character need not win, just to survive the experience.

Game Rule Information

Great generals have the following game statistics.

Hit Die: 1d8.

Class Skills

The great general's class skills (and the key ability for each skill) are Bluff (Cha), Command (Cha), Diplomacy (Cha), Gather Information (Cha), Intimidate (Cha), Knowledge (all categories, taken individually) (Int), Listen (Wis), Ride (Dex), Search (Int), Sense Motive (Wis), Speak Language (Int), and Spot (Wis). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the great general class.

Weapon and Armor Proficiency

Great generals gain no weapon or armor proficiencies.

Bonus Feat

At 1st, 3rd, and 5th level, a great general gains a bonus feat. This must be a command feat. The great general must meet all the feat's normal prerequisites.

Maneuver and Trickery

The hallmark of a great general is the ability to outwit, out-think, and out-maneuver his enemies on a grand scale. Few are able to match a great general's cunning when it comes to manipulating battlefield circumstances to his advantage. This has little effect in smaller conflicts, but when armies are pitted against one another it is the great general who moves thousands of troops like playing pieces on a vast game board.

A great general adds his levels in this class to all Command checks and to Bluff checks made for a Smoke and Mirrors check at the army scale. When a great general uses an action point to increase his Command check, he retains two of the d6 rolled, rather than just one.

Style

Different great generals have different styles of leadership, each with advantages and limitations. A great general chooses a style at 2nd level, and another at 4th, from those listed below. A great general may decide not to use his styles at the beginning of a conflict, but may not go back to it until the current conflict is done.

Cautious: A cautious style involves feeling out the enemy and avoiding direct conflict whenever possible. Companies under a cautious great general gain +2 AC, but take a –2 penalty to all attack rolls.

On the army scale, this style requires the great general to lose 1d6 off his resolution pool. However, if the great general loses a battle, he may make an opposed Command check against the enemy commander. If the great general wins, he suffers only half the losses indicated on table 2-12, and flees with the remainder of his army intact.

Guerilla: This style favors sniping attacks, ambushes and quick skirmishes. On the company scale, the great general's forces never provoke attacks of opportunity, and threaten a 10-foot reach when in any terrain that can obstruct movement (including forest, rocky hills, and even grasslands).

On army scale, the great general doubles bonuses to his resolution pool from environmental conditions and terrain. He gains only a +1 bonus from a fortification.

Human Wave: This style of combat is brutal, nasty, and short. The great general can convince or trick his forces into making an all-out attack, with very little concern for their safety. At the company scale, this allows any given company to take a penalty of up to –5 to its AC, and add double that value to its damage.

On the army scale, this gives the great general +1d6 to his resolution pool. However, his army suffers casualties 25% higher than indicated on table 7-12 (maximum of 100% casualty).

Organizer: The great general is a meticulous organizer and administrator. On the army scale, he gains a +5 bonus to all Command checks dealing with camp followers, and if he coerces camp followers to fight his troops to not suffer a morale penalty. Also, he gains a +5 bonus to all command checks made to prevent the outbreak of disease.

Table 12-3: The Great General

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Bonus Feat, Maneuver and Trickery
2nd	+1	+0	+0	+3	Style
3rd	+2	+1	+1	+3	Bonus Feat, Grandmaster
4th	+3	+1	+1	+4	Style
5th	+3	+1	+1	+4	Bonus Feat, Tricks of the Trade

Characters above 20th-level: The great general is only a 5-level prestige class, and as a result does not have progression for characters beyond 20th level. A character with this prestige class can progress beyond 20 levels in their core class.

Tyrant: A tyrant rules over his troops with an iron fist. Any forces under his command suffer only ½ the normal morale penalties of their circumstances. However, any time the tyrant great general fails a Command check to command his own men, he loses 1d10-5% of them to defection or desertion.

Grandmaster

At 3rd level, the great general is a grandmaster at moving his forces about. At the company and army scales, the great general may make two Command checks each round at no penalty, and suffers a –5 penalty for every 2 Command checks after that. For example, Mogaba is commanding the armies defending Dejagore against an army of Shadowlanders. **Mogaba has four units. As a full-round action he can order two to attack (at the normal DC 10), order another to both disengage and move (both at DC 15, a** –5 penalty) and try to reform his forth (DC 30, as it suffers a –10 penalty).

Tricks of the Trade

By 5th level, the great general has mastered numerous techniques and philosophies of warfare, and often has a surprise up his sleeve. The great general gains 2 free action points that may only be used on Command checks and initiative checks made at company or army scale. Like the fighter, these action points replenish each additional level earned, in any class.

Nightstalker

A nightstalker is a trained assassin, spy, sneak and saboteur. Nightstalkers depend on stealth for all their tasks, but also on careful planning and the art of misdirection. Most nightstalkers specialize in one or two areas of operation, but all are able to adapt and overcome obstacles, living or constructed, with quiet, trickery and cunning.

Nightstalkers also train to overcome enemy mages and necromancers. This is a natural response to the power spellslingers enjoy in *The Black Company Campaign Setting*. As mundane kings and captains face magic-wielding foes and magic-backed troops, they naturally seek to train some sort of count-force to oppose and neutralize magic threats. Nightstalkers sometimes become dabblers in arcane arts themselves, but more often simply learn to keep their heads down and take mages by surprise.

No nightstalkers get named in the Black Company series, but it's a sure bet that some are members of the Nightstalker Brigade that hands the Black Company a defeat at Queen's Bridge.

Prerequisites

A character must meet all the following prerequisites before taking levels in nightstalker.

Base attack bonus: +3.
Skills: Hide 8 ranks, Move Silently 8 ranks.
Feats: Dodge, Exotic Weapon Proficiency (any).
Special: Ambush or Sneak Attack (class feature or feat).

Game Rule Information

Nightstalkers have the following game statistics.

Hit Die: 1d8.

Class Skills

The nightstalker's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (arcane) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Search (Int), Sleight of Hand (Dex), Speak language (Int), Spot (Wis), Survival (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the nightstalker class.

Weapon and Armor Proficiency

Nightstalkers are proficient with all simple and martial weapons, light armor, and all shields other than tower shields.

Sneak Attack (Ex)

This is exactly like the thief ability of the same name. The extra damage dealt increases by +1d6 every other level (2nd, 4th, 6th, 8th, and 10th). If a nightstalker gets a sneak attack bonus from another source the bonuses on damage stack.

Death Attack (melee) (Ex)

If a nightstalker studies his victim for 3 rounds and then makes a sneak attack with a melee weapon that successfully deals damage, the sneak attack has the additional effect of possibly killing the target. While studying the victim, the nightstalker can undertake other actions so long as his attention stays focused on the target and the target does not detect the nightstalker or recognize him as an enemy. If the victim of such an attack fails a Fortitude save (DC 10 + the nightstalker's class level + the nightstalker's Int modifier) against the kill effect, she dies. If the victim's saving throw succeeds, the attack is just a normal sneak attack. Once the nightstalker has completed the 3 rounds of study, he must make the death attack within the next 3 rounds.

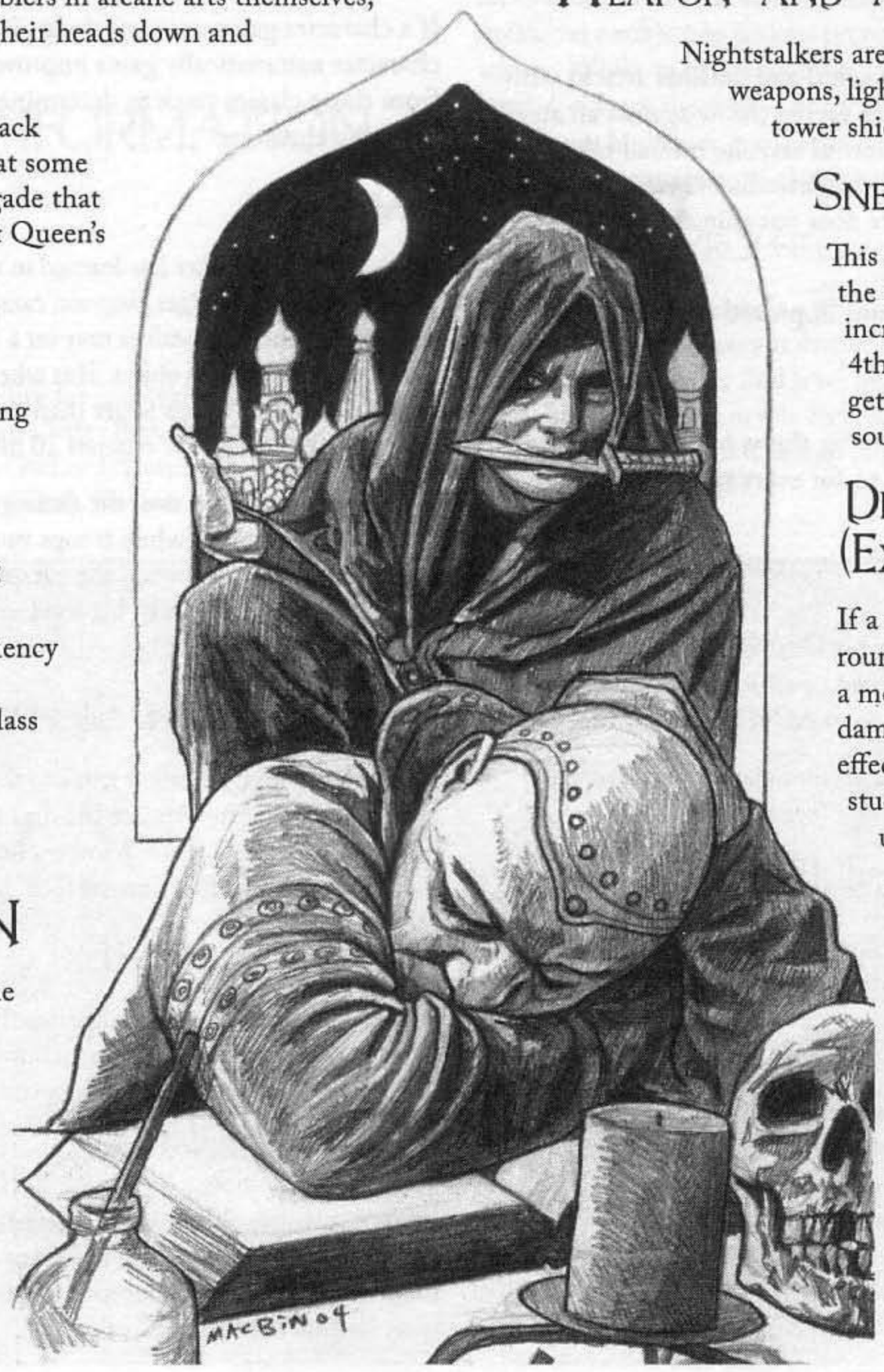


Table 12-5: The Nightstalker

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+2	Death Attack (melee), Sneak Attack +1d6
2nd	+1	+0	+3	+3	Evasion, Save Bonus
3rd	+2	+1	+3	+3	Uncanny Dodge, Sneak Attack +2d6
4th	+3	+1	+4	+4	Death Attack (ranged)
5th	+3	+1	+4	+4	Improved Evasion, Sneak Attack +3d6
6th	+4	+2	+5	+5	Improved Uncanny Dodge
7th	+5	+2	+5	+5	Sabotage, Sneak Attack +4d6
8th	+6	+2	+6	+6	Hide In Plain Sight
9th	+6	+3	+6	+6	Sneak Attack +5d6
10th	+7	+3	+7	+7	Deadly Blow, Sniper

Characters above 20th-level: Nightstalkers who have all 10 levels of their class and are 21st or higher level characters continue to expand their assassination powers. They gain a sneak attack die at 21st level and ever odd level thereafter, and increase the number of range increment's they may make a death attack from at 25th, and by another +1 for every 5 levels thereafter.

If a death attack is attempted and fails (the victim makes her save) or if the nightstalker does not launch the attack within 3 rounds of completing the study, 3 new rounds of study are required before he can attempt another death attack.

A nightstalker may spend an action point to increase his death attack's save DC by +4.

Evasion (Ex)

A 2nd level nightstalker can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can be used only if the nightstalker is wearing light armor or no armor. A helpless nightstalker does not gain the benefit of evasion.

A nightstalker that already has evasion gains improved evasion (see below).

Save Bonus (Ex)

At 2nd level, the nightstalker gains a +2 saving throw bonus to all poisons and magic affect. This bonus increases by +1 for every two additional levels the nightstalker gains.

Uncanny Dodge (Ex)

Starting at 3rd level, a nightstalker retains his Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker. (He still loses any Dexterity bonus to AC if immobilized.)

If a character gains uncanny dodge from a second class the character automatically gains improved uncanny dodge (see below).

Death Attack (ranged) (Ex)

At 4th level, the nightstalker gains the ability to use his death attack with ranged weapons, as long as the target is within 30 feet.

Improved Evasion (Ex)

This ability works like evasion, except that while the nightstalker still takes no damage on a successful Reflex saving throw against attacks henceforth he henceforth takes only half damage on a failed save. A helpless nightstalker does not gain the benefit of improved evasion.

A nightstalker that already has improved evasion instead gains a +2 bonus to all reflex saves.

Improved Uncanny Dodge (Ex)

At 6th level, a nightstalker can no longer be flanked, since he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies thieves the ability to use flank attacks to sneak attack the nightstalker. The exception to this defense is that a thief at least four levels higher than the nightstalker can flank him (and thus sneak attack him).

If a character gains uncanny dodge (see above) from a second class the character automatically gains improved uncanny dodge, and the levels from those classes stack to determine the minimum thief level required to flank the character.

Sabotage

A 7th level nightstalker has learned to take apart anything made by the hands or magic of man. Bridges, wagons, catapults and even saddles are vulnerable to his skills. The nightstalker may set a trap to deal damage equal to his sneak attack to an inanimate object. This takes 1 to 10 minutes, depending on the size of the object (things larger than man-size may be set to take damage more than once, but each time requires 10 minutes of set-up).

The nightstalker may deal the damage immediately, or under a specific set of circumstances (when troops march across the bridge in step, when the horse sets to run, when the catapult is first fired, etc.), or after a specific time frame (up to his level in hours, + or – 1d6 hours randomly determined by the GM).

Hide in Plain Sight (Ex)

At 8th level, a nightstalker can use the Hide skill even while being observed. Doing so requires the nightstalker make a Bluff check, opposed by a single viewer's Sense Motive check. On a successful check, the nightstalker may Hide against that one observer.

Deadly Blow (Ex)

Any time a nightstalker with the deadly blow ability deals Constitution damage to an opponent, that target must immediately make a DC 15 Fort save or die. The nightstalker may spend an action point to raise the DC to 20.

Sniper

With the sniper ability, the nightstalker may take a full round action to make a single ranged death attack to any creature within his weapon's first range increment. The creature must be observed for three rounds, just as with normal death attack rules.

Oracle

Oracles are people with the rare gift to see into the future. In many cases, oracles are mages, but there is no direct connection between the gift of prophecy and magic talent. Indeed, many mages are angered by the ability of oracles to gain glimpses of things yet to come with little or not apparent training. Of course, there are far more charlatans pretending to have the gift of prophecy than true oracles, as all an oracles knowledge is self-contained – there is no external evidence that they receive vision, or that their visions are accurate.

Although players and GMs can obvious choose this class for their characters, oracles do not choose themselves. The gift of prophecy is randomly granted, perhaps by the gods, perhaps by the fickle hand of fate. This is an important distinction – an oracle character does not know what sets them apart. An oracle can willfully explore his gift, however, so the choice to take more than one level in this class can reasonably be seen to rest with the character.

Though no oracles are named in the Books of the North, astrologers are mentioned in the opening pages of *The Black Company*. Hong Tray and Sahra are examples of oracles in the Books of the South.

Prerequisites

A character must meet all the following prerequisites before taking levels in oracle.

Skills: Sense Motive 8 ranks.
Feats: Alertness.

Game Rule Information

Oracles have the following game statistics.

Hit Die: 1d6.

Class Skills

The oracle's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Forgery (Int), Gather Information (Cha), Handle Animal (Cha), Heal (Wis), Intimidate (Cha), Knowledge (all categories, taken individually) (Int), Listen (Wis), Perform (Cha), Profession (Wis), Sense Motive (Wis), Speak Language (Int), and Spot (Wis). See **Chapter Four: Skills** in the *PHB* for skill descriptions.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the oracle class.

Weapon and Armor Proficiency

Oracles gain no weapon or armor proficiencies.

Insight

An oracle has insight into many things, including combat and knowledge. The oracle gains an insight bonus equal to his Wisdom bonus (to a maximum of his oracle levels) to his AC and all Knowledge checks.

Prophecy

The key ability of the oracle is the ability to experience prophecy. Different oracles have different means of receiving prophecy, though each oracle sticks with a single method. Some are astrologers, reading the movement of the stars, while others read the movement of birds, the storms, or simply receive visions in their sleep. Regardless of the method used, the oracle must decide on a subject to make a prophecy about 24 hours before receiving an answer. While an oracle may use multiple prophecies on the same night, he must decide on the subject of each before receiving the answer to any (he cannot use his minor prophecy on a subject, and then the same night use an intermediate prophecy to clarify some answer he receives).

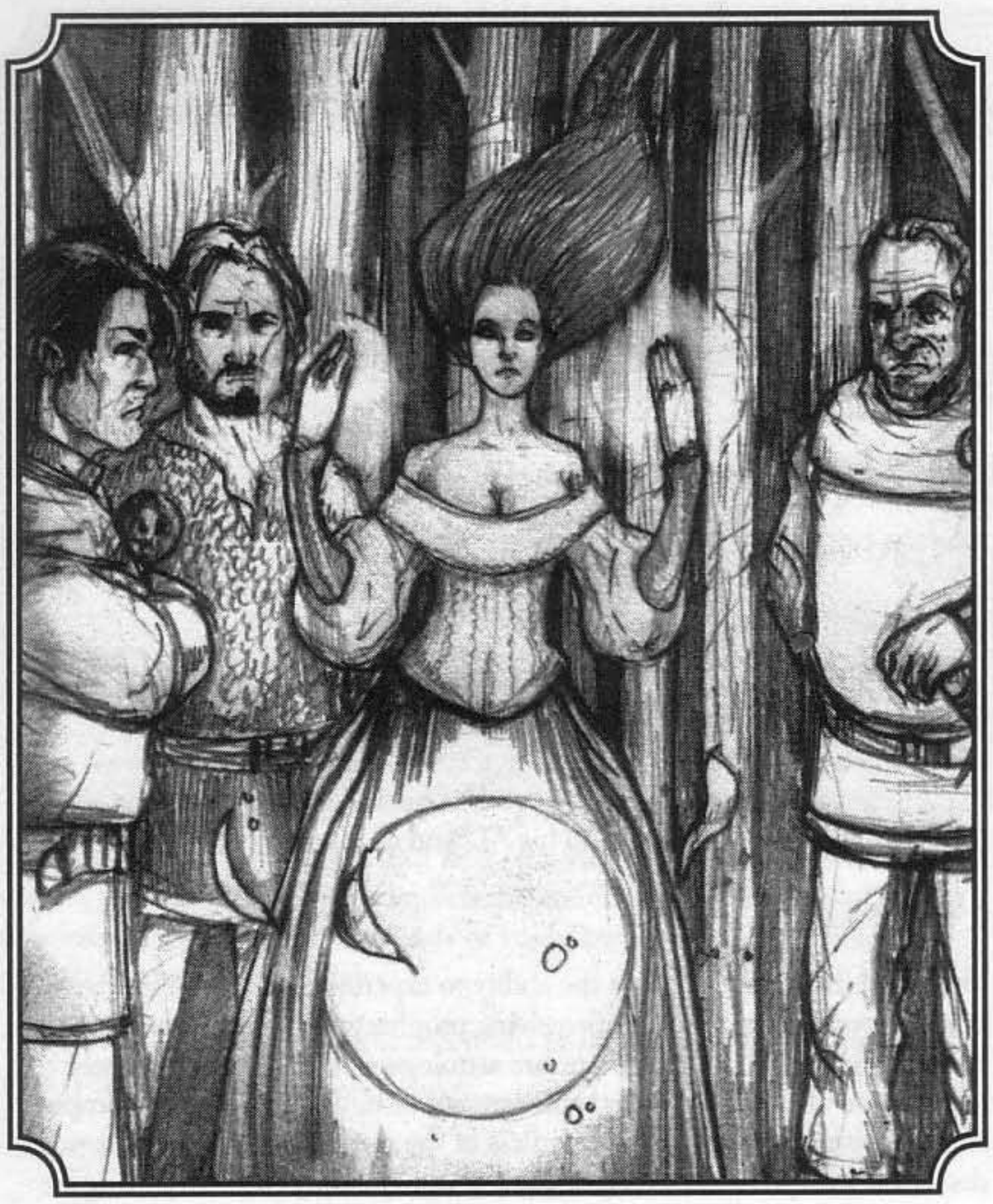
Random Prophecy

A GM may give an oracle a prophecy on any subject he wishes, any time he wishes. The prophecy is one level greater than the oracle can create on his own (thus a 1st or 2nd level oracle receives a random minor prophecy, while a 3rd-5th level oracle receives a random intermediate prophecy). The oracle has the same percentage of getting an useful prophecy as he would if he'd chosen the topic.

Table 12-6: The Oracle

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+2	Insight
2nd	+1	+3	+3	+3	Prophecy, Random Prophecy
3rd	+1	+3	+3	+3	Déjà Vu
4th	+2	+4	+4	+4	Minor Prophecy
5th	+2	+4	+4	+4	—
6th	+3	+5	+5	+5	Perfect Minor Prophecy
7th	+3	+5	+5	+5	Intermediate Prophecy
8th	+4	+6	+6	+6	—
9th	+4	+6	+6	+6	Perfect Intermediate Prophecy
10th	+5	+7	+7	+7	Major Prophecy

Characters above 20th-level: An oracle's maximum insight bonus continues to increase as he gains level, though few have a Wisdom core high enough to grant more than a +10 bonus. His chance of getting a successful prophecy continues to go up with his level. At 14th level, and every ten levels after, the oracle gains a second weekly use of minor prophecy. At 16th level, he gains perfect major prophecy, allowing his percentage of a successful major prophecy to reach 100%. At 17th level, and every ten levels after, the oracle gains a second weekly use of intermediate prophecy. At 20th level, and every ten levels after, the oracle gains a second weekly use of major prophecy.



For each week that passes without the GM giving the oracle a random prophecy, the oracle gains a +5% bonus to his next prophecy (wether random or chosen by the prophet).

Déjà Vu (Ex)

An oracle often doesn't realize what his glimpses of the future refer to until a sense of déjà vu overcome him. When this happens, the oracle has a single chance to take advantage of his premonitions by shouting advice or a warning (or making a distraction). Once per day, the oracle may affect a single d20 roll made by anyone in his current line of sight who can hear him. This may be done even when it's not the oracle's turn.

The d20 roll affected may be an attack, saving throw, skill check, ability check, or any other roll made on a d20. If the oracle decides to affect the outcome before the roll is made, he may modify it with a bonus or penalty equal to twice his levels in oracle. If he decides to affect it after the die roll is made, he can force a re-roll, but with a bonus or penalty equal only to his oracle levels.

Minor Prophecy

A minor prophecy can tell you whether a particular action will bring good or bad results for you in the immediate future. The base chance for receiving a meaningful reply is 60% + 1% per oracle level, +1% per point of Wisdom (not modifier, but the actual Wisdom score), to a maximum of 90%. This roll is made secretly by the GM. A question may be so straightforward that a successful result is automatic, or so vague as to have no chance of success. If the *prophecy* succeeds, you get one of four results:

- Positive omens (if the action will probably bring good results).
- Negative omens (for bad results).
- Mixed omens (for both).
- Nothing (for actions that don't have especially good or bad results).

If the prophecy fails, you get the "nothing" result. An oracle who gets the "nothing" result has no way to tell whether it was the consequence of a failed or successful minor prophecy. A minor prophecy can see into the future only about one day. Thus an oracle must decide what action he wishes to predict the day before it become relevant (should we flee the fight tomorrow, should we let the prisoner go tomorrow, should we accept the legate's commission tomorrow). Additionally, anything that might happen after the next day that would affect the result is not considered by the minor prophecy. Thus, the result might not take into account the long-term consequences of a contemplated action.

A minor prophecy may be used a number of times per week equal to the character's oracle levels + Wisdom bonus, but never more than once a night.

Perfect Minor Prophecy

At 6th level, the oracle no longer has a 90% cap on his change of successfully gaining a minor prophecy (though his chance never exceeds 100%).

Intermediate Prophecy

Similar to minor prophecy but more powerful, an intermediate prophecy can provide you with a useful piece of advice in reply to a question concerning a specific goal, event, or activity that is to occur within one week. The advice can be as simple as a short phrase, or it might take the form of a cryptic rhyme or omen. If you or your allies don't act on the information, the conditions may change so that the information is no longer useful. The base chance for a correct intermediate prophecy is 60% + 1% per oracle level, +1% per point of Wisdom (not modifier, but the actual Wisdom score), to a maximum of 90%. If the dice roll fails, you know the prophecy failed, unless specific magic yielding false information is at work (in which case you are allows a Will save to realize your prophecy has failed).

An intermediate prophecy may be used a number of times per month equal to the character's oracle levels + wisdom bonus, but never more than once a night.

Perfect Intermediate Prophecy

At 9th level, the oracle no longer has a 90% cap on his change of successfully gaining an intermediate prophecy (though his chance never exceeds 100%).

Major Prophecy

A major prophecy allows the oracle to interact with his prophecy, gaining additional information as the prophecy continues. The oracle's prophecy topic (or topics) can be couched as a series of questions that can be answered yes or no. The oracle is allowed one such question per oracle level. The answers given are correct within the limits of the GM's knowledge. "Unclear" is a legitimate answer, because GMs are not necessarily omniscient, as is "Likely" and "Unlikely". In cases where a one-word answer would be misleading or contrary, a short phrase (five words or less) may be given as an answer instead. You may choose each question after receiving the previous answer, but my not ask anyone else for advise about what to ask.

This ability, at best, provides information to aid character decisions. It does not give answers on moral values, any assumptions, or judgments. For example, you cannot ask "Is it safe to assume the Shadowmasters don't know of our plans?" You can ask "Do the Shadowmasters know of our plans?" but this doesn't tell you if they might learn them later, or if they know them but don't believe their information is accurate. It's very unlikely to give specific information about the future, since it's limited by GM knowledge.

A major prophecy may be used a number of times per month equal to half of the sum of the character's oracle levels + Wisdom bonus, but never more than once a night.

The Spirit Shaman

Not all users of magic know exactly how they cast spells, or from where magic originates. A few mistakenly believe their power comes from the gods, through the spirits of their ancestors, or from some philosophical source, but deny they manipulate the same magic as wizards do. They are wrong. And in their wrongness, they are not as powerful as wizards, who actively train to expand their knowledge and power. Spirit shamans on the other hand explore the manifestation of their magic through their faith, using their powers to employ the powers of the nature to their advantage.

The spirit shamans on the Plain of Fear and the witchdoctors from the Great Forest in Limper's service during his southward rampage best reflect the skills and talents of the spirit shaman prestige class.

Prerequisites

A character must meet all the following prerequisites before taking levels in the spirit shaman.

Skills: Handle Animal 3 ranks, Knowledge (religion) 3 ranks, Magic Use 2 ranks, Survival 6 ranks.
Feats: Self-Sufficient.

Game Rule Information

Spirit shamans have the following game statistics.

Hit Die: 1d8.

Class Skills

The spirit shaman's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Detect Magic (Int), Handle Animal (Cha), Heal (Wis), Knowledge (nature) (Int), Knowledge (religion) (Int), Magic Use (Cha), Resistance (Con), Ride (Dex), and Survival (Wis). See **Chapter Four: Skills** in the *PHB* for skill descriptions. See **Chapter Five: Skills** in this book for details on new skills.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the spirit shaman class.

Weapon and Armor Proficiency

Spirit shamans gain no new proficiency with arms or armor.

Animal Companion

A 1st-level spirit shaman acquires an animal companion selected from the following list: bat, cat, hawk, lizard, owl, rat, raven, snake, or weasel. This animal is a loyal companion that accompanies the spirit shaman on his adventures as appropriate for its kind. A spirit shaman's companion is completely typical except as noted below. As a spirit shaman advances in level, the animal's power increases as shown on the table. If a spirit shaman releases his companion from service, he may gain a new one by performing a ceremony requiring 24 uninterrupted hours of meditation along with the expenditure of 1 action point. This ceremony can also replace an animal companion that perished.

A spirit shaman of 3rd level or higher may select from alternative lists of animals (see below). Should he select an animal companion from one of these alternative lists, the creature gains abilities as if the character's spirit shaman level were lower than it actually is. Subtract the value indicated in the appropriate list header from the character's spirit shaman level and compare the result with the spirit shaman level entry on the table to determine the animal companion's powers. (If this adjustment would reduce the spirit shaman's effective level to 5th or lower, he cannot have that animal as a companion.)

Spellcaster (Ex)

The spirit shaman adds his class levels to his wizard levels when determining the save DC for spell effects he casts.

Wild Empathy

A spirit shaman can improve the attitude of an animal. This ability functions just like a Diplomacy check made to improve the attitude of a person. The spirit shaman rolls 1d20 and adds his spirit shaman level and his Charisma modifier to determine the wild empathy check result. The typical domestic animal has a starting attitude of indifferent, while wild animals are usually unfriendly.

To use wild empathy, the spirit shaman and the animal must be able to study each other, which means they must be within 30 feet of one another under normal conditions. Generally, influencing an animal in this way

Table 12-7: The Spirit Shaman

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+0	+2	Animal Companion, spellcaster, wild empathy
2nd	+1	+3	+0	+3	Dream Focus
3rd	+2	+3	+1	+3	—
4th	+3	+4	+1	+4	Talent
5th	+3	+4	+1	+4	Bonus feat
6th	+4	+5	+2	+5	—
7th	+5	+5	+2	+5	Magnitude
8th	+6/+1	+6	+2	+6	Talent
9th	+6/+1	+6	+3	+6	Spiritwalk
10th	+7/+2	+7	+3	+7	Bonus feat

Characters above 20th-level: Spirit shamans above 10th level, whose total character level is 20th or higher, gain a bonus feat every five levels beyond 10th (6 at 15th, 7 at 20th, and so on). They gain a further instance of Talent every four levels beyond 8th (6 at 14th, 7 at 18th, and so on).

The Spirit Shaman's Animal Companion

A spirit shaman's animal companion is different from a normal animal of its kind in many ways. A spirit shaman's animal companion is superior to a normal animal of its kind and has special powers, as described below.

Animal Companions

Class Level	Natural Armor Adj.	Str/Dex Adj.	Bonus Tricks	Special
1st–2nd	+0	+0	1	Link, Alertness
3rd–4th	+2	+1	2	Empathic link, evasion
5th–6th	+4	+2	3	Devotion
7th–8th	+6	+3	4	Multiattack
9th–10th	+8	+4	5	Improved evasion

Animal Companion Basics

Use the base statistics for a creature of the companion's kind, but make the following changes.

Class Level: The character's spirit shaman level. The spirit shaman's class levels stack with levels of any other classes that are entitled to an animal companion for determining the companion's abilities and the alternative lists available to the character.

Hit Dice: For the purpose of effects related to number of Hit Dice, use the spirit shaman's class level or the animal companion's normal HD total, whichever is higher.

Natural Armor Adj.: The number noted here is an improvement to the animal companion's existing natural armor bonus.

Str/Dex Adj.: Add this value to the animal companion's Strength and Dexterity scores.

Bonus Tricks: The value given in this column is the total number of "bonus" tricks that the animal knows in addition to any that the spirit shaman might choose to teach it (see the Handle Animal skill). These bonus tricks don't require any training time or Handle Animal checks, and they don't count against the normal limit of tricks known by the animal. The spirit shaman selects these bonus tricks, and once selected, they can't be changed.

Link (Ex): A spirit shaman can handle her animal companion as a free action, or push it as a move action, even if she doesn't have any ranks in the Handle Animal skill. The spirit shaman gains a +4 circumstance bonus on all wild empathy checks and Handle Animal checks made regarding an animal companion.

Evasion (Ex): If an animal companion is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage if it makes a successful saving throw.

Devotion (Ex): An animal companion gains a +4 morale bonus on Will saves against enchantment spells and effects.

Multiattack: An animal companion gains Multiattack as a bonus feat if it has three or more natural attacks and does not already have that feat. If it does not have the requisite three or more natural attacks, the animal companion instead gains a second attack with its primary natural weapon, albeit at a –5 penalty.

Improved Evasion (Ex): When subjected to an attack that normally allows a Reflex saving throw for half damage, an animal companion takes no damage if it makes a successful saving throw and only half damage if the saving throw fails.

Alternative Animal Companions

A spirit shaman of sufficiently high level can select her animal companion from one of the following lists, applying the indicated adjustment to the spirit shaman's level (in parentheses) for purposes of determining the companion's characteristics and special abilities.

3rd Level or Higher (Level –2): badger, bat, camel, dire rat, dog, eagle, horse (light or heavy), pony, snake (Small or Medium viper), wolf, or two of the base animal companions (such as four ravens).

5th Level or Higher (Level –4): Ape, black bear, bison, boar, cheetah, crocodile, dire badger, dire bat, leopard, monitor lizard, constrictor snake, large viper snake, wolverine, two of the 8th level or Higher animal companions, or four of the base animal companions.

7th Level or Higher (Level –6): Brown bear, dire wolverine, giant crocodile, dire ape, dire boar, dire wolf, lion, rhinoceros, huge viper snake, tiger, two of the 10th level or Higher animal companions, four of the 8th level or Higher animal companions, or 16 of the base animal companions.

9th Level or Higher (Level –10): Polar bear, dire lion, giant constrictor snake, two of the 12th level or Higher animal companions, four of the 10th level or Higher animal companions, eight of the 8th level or Higher animal companions, or 32 of the base animal companions.

takes 1 minute but, as with influencing people, it might take more or less time.

A spirit shaman may also use this ability to influence a magical beast with an Intelligence score of 1 or 2, but he takes a –4 penalty on the check.

Dream Focus (Ex)

At 2nd level, the spirit shaman can cast spell effects to greater effect while in the Spiritworld. While asleep and in this plane, the spirit shaman save DCs increase by +1, and he gains a +4 bonus to Magic Use checks.

Talent

At 4th level, and every four levels thereafter, the spirit shaman gains Talent as a bonus feat.

Bonus Feat

Starting at 5th level and again at 10th level, a spirit shaman gains a bonus feat. At each instance, the spirit shaman may select any Magic feat. The spirit shaman must still meet all prerequisites for a bonus feat, including caster level minimum. See **Chapter Six: Feats** and **Chapter Ten: Magic** for details on these feats and their applications.

Magnitude (Su)

At 7th level, a spirit shaman's magnitude increases by one step, from Dabbler or Student of Wizardry to First Magnitude, First Magnitude to Second Magnitude, or Second to Third Magnitude. If the spirit shaman is already Third Magnitude, he gains another instance of the Talent feat instead. See the wizard base class on page 78 for details on magnitude

Spirit Walk (Su)

At 9th level, the spirit shaman gains the Spirit Walk feat as a bonus feat. Spirit shamans do not need to meet the prerequisite to gain this feat. If the spirit shaman already has Spirit Walk, he may select any other Magic feat whose prerequisites he meets. See **Chapter Six: Feats** for details.

Siege Engineer

Warfare is about making the most of your side's advantages while minimizing you opponent's. Siege engineers are an expression of this, as they are masters of getting the most out of their own sides siege engines (and building them as quickly and powerfully as possible), and minimizing the effectiveness of a foe's defenses. Though a siege engineer may seem to be a second-rate soldier when forced to fight man-to-man, their skills are far more valuable to an army than is any individual swordsman's.

Siege engineers use siege weapons more often than other characters. A GM should be familiar with the siege engine rules from the *DMG* and how they are used in *The Black Company Campaign Setting* at the different combat scales (see **Chapter Eight: Equipment**). A single siege weapon crew can be treated as a squad in squad-scale conflict, even if it's less than 20 men.

Cletus and Loftus are examples of siege engineers in the Books of the South.

Prerequisites

A character must meet all the following prerequisites before taking levels in siege engineer.

Base attack bonus: +4.
Feats: Proficiency with crossbows.
Skills: Disable Device 4 ranks, Craft (siege engines) 8 ranks, Knowledge (architecture and engineering) 8 ranks, Profession (siege engineer) 8 ranks.

Game Rule Information

Siege engineers have the following game statistics.

Hit Die: 1d8.

Class Skills

The siege engineer's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Climb (Str), Command (Cha), Craft (Int), Disable Device (Int), Hide (Dex), Jump (Str), Knowledge (architecture and engineering, dungeoneering and nobility and royalty, each taken separately) (Int), Open Lock (Dex), Profession (Wis), Ride (Dex), Search (Int), Spot (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the siege engineer class.

Weapon and Armor Proficiency

Siege engineers gain no weapon or armor proficiencies.

War Engineer (Ex)

A siege engineer adds his level in this prestige class to all Profession (siege engineer) checks he makes. This is particularly important when loading or firing a siege engine (see **Siege Engines** in the *DMG* and **Chapter Eight: Equipment** in this book).

Siege Crew (Ex)

A siege engineer adds his level in this prestige class to all Profession (siege engineer) checks made by any characters under his command. Also, such characters may make Profession (siege engineer) checks untrained. The siege engineer must make a Command check with a DC equal to the number of men he's directing. On a failed check, the bonus is only granted to a number of men equal to half his Command check total.

Work Crew (Ex)

A siege engineer can direct a work crew to build siege engines (towers, catapults, ballista, rams, etc) or fortifications (walls, castles, even arrow blinds) in a quick and efficient manner. Each laborer acts as if he had a Craft (siege engines) bonus equal to half the siege engineer's bonus. A single siege engine can have as many as twenty workers crafting it at once, with the gp or work done by each adding together daily. The siege engineer must make a Command check with a DC equal to the number of men he's directing. On a failed check, work is only accomplished by men equal to half his Command check total.

Find Weakness (Ex)

When a siege engineer makes an attack against an object, including doors, siege engines, walls and towers, he has a chance of finding a weakness in it. If the siege engineer's weapon scores a threat (normally a natural roll of a 20 on the attack roll), the character re-rolls to confirm the weakness, just as if rolling to confirm a critical hit. On a successful confirmation, the object's hardness is cut in half against that attack.

Undermine (Ex)

A siege engineer can attempt to reduce the hardness of an object he attacks, ranging from ramming a door to smashing a city wall or even breaking a sword. On a successful attack, if the siege engineer does more damage than the object's hardness, instead of dealing hp to it, he reduces its hardness by 2 and it's break DC by 1. An object that has its hardness or break DC dropped to 0 breaks the next time it is struck for damage.

Sapper Crew (Ex)

At 4th level, a siege engineer's find weakness and undermine abilities can be used by any one squad or company he commands if he succeeds at a DC 18 Command check.

Enhance Mundane Offense (Ex)

A 5th level siege engineer can use siege weapons more effectively than can common soldiers. Whenever firing a siege engine, he deals one die

Table 12–8: The Siege Engineer

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+2	+0	War Engineer, Work Crew
2nd	+2	+0	+3	+0	Find Weakness, Siege Crew
3rd	+3	+1	+3	+1	Undermine
4th	+4	+1	+4	+1	Sapper Crew
5th	+5	+1	+4	+1	Enhance Mundane Offense +1d
6th	+6	+2	+5	+2	Directed Fire, Enhance Defense
7th	+7	+2	+5	+2	Enhance Mundane Offense +2d
8th	+8	+2	+6	+2	Bonus Feat, Siege Master
9th	+9	+3	+6	+3	Enhance Mundane Offense +3d
10th	+10	+3	+7	+3	Enhance Magic Offense +1d, Master Craftsman

Characters above 20th-level: Siege engineers who have all 10 levels of their class and are 21st or higher-level characters continue to expand their assassination powers. They continue to gain bonuses to their Profession (siege engineer) and to be able to add this bonus to others. They gain an additional die of damage and +1 Reflex DC to siege weapons fired every other level, and to magic siege engines every 5 levels. The AOQ bonus they gain increases every 8 levels, and they get a bonus feat every 8 levels. The master craftsman bonus granted to siege weapons the siege engineer builds increase by the same amount (+1 damage die, +2 hardness, +505 range) every ten levels.

more damage than normal on a successful hit. Thus a heavy catapult, which normally deals 6d6 hp, deals 7d6 in the hands of a siege engineer. A ballista, which normally deals 3d8 deals 4d8 if fired by a siege engineer. Additionally, any save Reflex save the siege engine requires is increased by 1, so characters struck by a heavy catapult must make a DC 16 reflex save for half damage.

At 7th and 9th level, the number of additional dice the siege engineer does with siege weapons increases by another +1 die. The save DC of his siege weapons is also increased by an additional +1.

Directed Fire (Ex)

A siege engineer learns to work around the difficulties of walls and smoke. When making a ranged attack, a siege engineer may take a full round action to make a single shot that ignores cover other than total cover, and may re-roll any miss chance granted by concealment other than total concealment.

Additionally, any squad or company the siege engineer commands may do the dame. Any catapult the siege engineer fires or a crew he directs fires takes only a –3 penalty when firing without line of sight to their target, rather than the normal –6.

Enhance Defense (Ex)

A siege engineer with enhance defense may increase the hardness of a siege engine or structure. Each siege engine may be reinforced individually, as may a ten-foot long section of wall, gate, or building. This requires a Craft (siege engine) skill check, with the object to be crafted equal in value to 100 sp (for +1 hardness), 500 sp (for +2 hardness) or 1,000 sp (for +3 hardness). A structure may not be reinforced more than once.

Bonus Feat

At 8th level, a siege engineer gains a bonus feat. This must be selected from either the fighter's list of bonus feats, or a command feat. The siege engineer must meet all the feat's normal prerequisites.

Siege Master (Ex)

At 8th level, a siege engineer adds +1 to the AOQ of any army he's in at army scale.

Enhance Magic Offense (Ex)

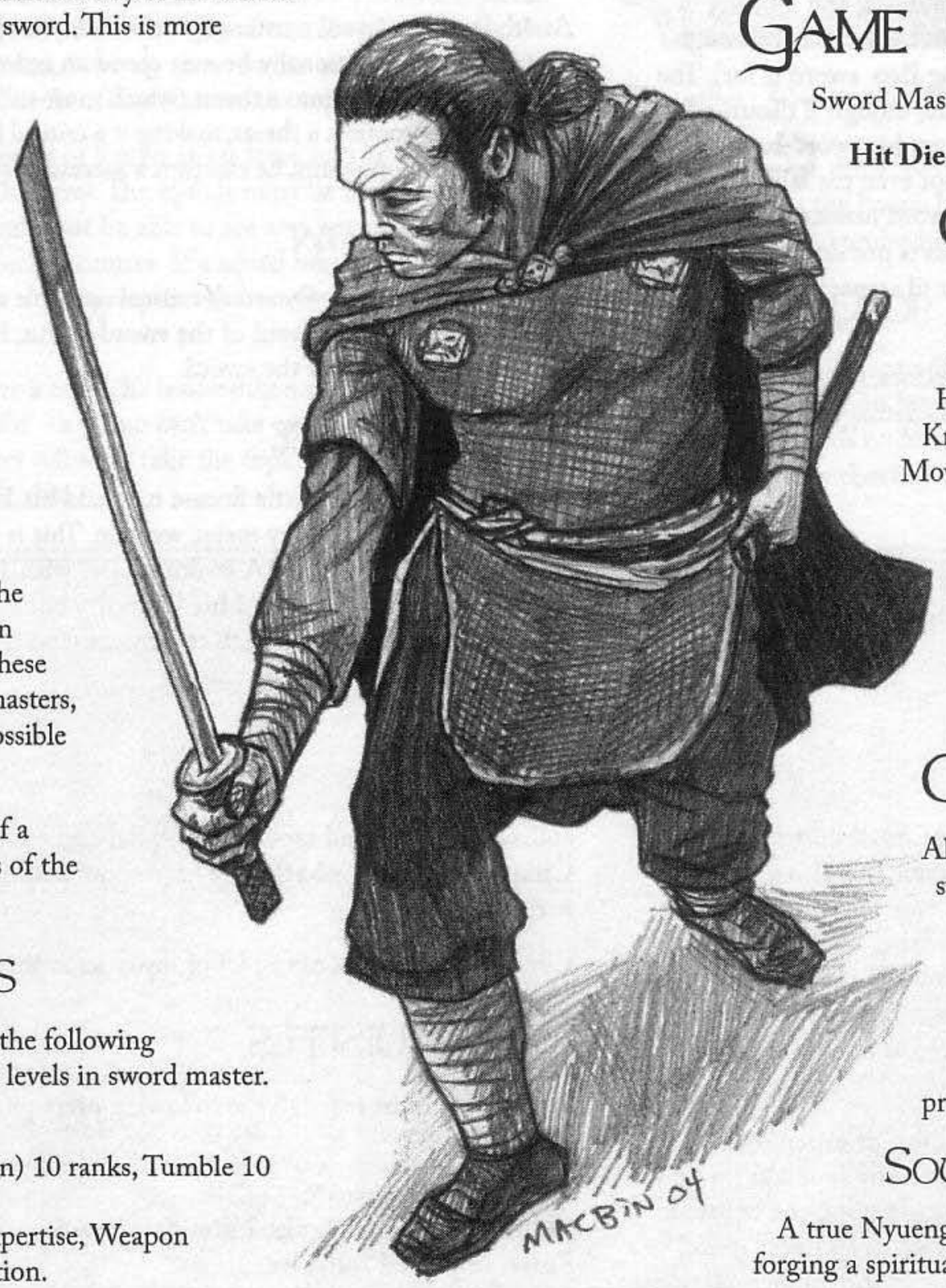
This works as enhance mundane offense, but he can add +1 die to the damage dealt by a magical siege engine.

Master Craftsman (Ex)

At 10th level, any siege weapon the siege engineer crafts (including those crafted by work crews under his direction) are superior. They have +3 hardness, deal an additional die of damage (separate from and staking with any bonus the siege engineer gets when firing them), and have 50% greater range.

Sword Master

Many Nyueng Bao follow a way of life known as the path of the sword. This is more than a fighting technique, though it certainly is that. It is a religion and philosophy that allows Nyueng Bao to focus on what is important in life, and act with great clarity. Most followers of the path of the sword are weaponmasters, learning the Nyueng Bao fighting style and treating their swords with respect. But some Nyueng Bao follow the path more rigidly, and are in fact priests of their order. These eventually become sword masters, the highest achievement possible on the path of the sword.



Uncle Doj is an example of a sword master in the Books of the South.

Prerequisites

A character must meet all the following prerequisites before taking levels in sword master.

Base attack bonus: +5.
Skills: Knowledge (religion) 10 ranks, Tumble 10 ranks.
Feats: Dodge, Combat Expertise, Weapon Focus, Weapon Specialization.

Game Rule Information

Sword Masters have the following game statistics.

Hit Die: 1d8.

Class Skills

The sword master's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (all, each taken separately) (Int), Move Silently (Dex), Profession (Wis), Swim (Str) and Tumble (Dex). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the sword master class.

Weapon and Armor Proficiency

Sword masters gain no weapon or armor proficiencies.

Soul of the Sword (Su)

A true Nyueng Bao sword master links his soul to his sword, forging a spiritual connection not understood by others.

Table 12-9: The Sword Master

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+2	Soul of the Sword
2nd	+2	+3	+3	+3	Bonus Feat
3rd	+3	+3	+3	+3	—
4th	+4	+4	+4	+4	Focus
5th	+5	+4	+4	+4	Bonus Feat
6th	+6	+5	+5	+5	—
7th	+7	+5	+5	+5	Deadly Blow
8th	+8	+6	+6	+6	Bonus Feat
9th	+9	+6	+6	+6	—
10th	+10	+7	+7	+7	Battle Finesse

Characters above 20th-level: Sword masters who have all 10 levels of their class and are 21st or higher-level characters continue to expand their battle prowess. The bonuses from soul of the sword continue to increase, and another bonus feat is gained at 11th level and every three levels thereafter.

This requires regular practice and mediation to maintain, forcing the sword master to take at least two hours a day dedicated to perfecting his art. This time can be spent teaching others, but not doing anything else useful. A Nyueng Bao can ignore this requirement during times of war or emergency, but only for a number of days equal to his sword master class levels. A gap longer than this causes him to lose the soul of the sword benefit until he has meditated and practiced for 30 days in a row.

Additionally, the sword master must treat his sword with great respect. This means using it for no purpose other than training and fighting (a sword master never cuts wood with his sword, not even to cut through a barricade to escape – that's not what a Nyueng Bao sword is for). The sword master may not fight with any other blade, though if disarmed he can use non-bladed weapons in an effort to get his sword back. Also, he cannot allow anyone else to use his sword, not even casually, except possibly during training (for this reason most sword masters do not allow strangers to handle their weapons). Again, if this is not done, the sword master loses the benefits of soul of the sword until respect has been maintained for 30 days.

As long as the sword master follows these guidelines, he gains a damage bonus of +1 when attacking with his sword. This damage bonus increases by +1 every odd level (3rd, 5th, 7th, etc.).

Bonus Feat

The sword master gains a bonus feat at 2nd level, and again at 5th and 8th level. He may choose the feat from the following list, even if he lacks the needed prerequisites:

Advance, Burst of Activity, Combat Expertise, Dabbler, Great Cleave, Greater Dodge, Greater Combat Expertise, Greater Weapon Focus, Improved Critical, Improved Dodge, Power Attack, Spring Attack, and Weapon Finesse.

Alternatively, the sword master may take any magic feat for which he meets all the prerequisites.

Focus

At 4th level, the sword master gains the ability to spend two action points in a single round. Additionally, he may spend an action point to turn a successful strike with his sword into a threat (which must still be confirmed), or to automatically confirm a threat, making it a critical hit. (If the sword master spends two action points, he can turn a successful strike into a critical hit).

Deadly Blow

At 7th level, the sword master's critical multiple with his sword goes from x2 to x3. If he loses his soul of the sword bonus, he also loses this bonus, until he regains soul of the sword.

Battle Finesse

A sword master with battle finesse may add his Dexterity bonus to attack and damage rolls with any melee weapon. This is in addition to his Str modifier, not instead of it. A sword master with Weapon Finesse and an appropriate weapon may add his Dexterity bonus to attack rolls twice, but then may not add his Strength to damage (though he still adds his Dex bonus once).

Topkick

The topkick is a squad leader, a master of small unit engagements and minor group conflicts. He is a warrior, but also a planner and director. A topkick is not the best warrior when going toe-to-toe against another combatant, but can bring out the best in a group he commands. A topkick can plan an ambush, place his troops in advantageous position, make the most of his men's strengths and minimize their weaknesses, keep track of the chaos of battle, and keep his men under control during the actual fight.

Most topkicks are corporals or sergeants – soldiers of experience and skill but not fully commissioned officers. While some topkicks go on to be great generals, most are satisfied to be top dog among the enlisted men. (And, as most topkicks know, many great generals never spend a day in their lives as topkicks.) Although many of the topkick's class abilities are designed around the squad and company scale combat (see **Chapter Nine: Combat**), they have some abilities useful in character scale as well.

Elmo and Mercy are examples of topkicks in the Books of the North.

Prerequisites

A character must meet all the following prerequisites before taking levels in topkick.

Base attack bonus: +5.
Skills: Command 3 ranks, Intimidate 3 ranks.
Feats: Improved Initiative.

Game Rule Information

Topkicks have the following game statistics.

Hit Die: 1d8.

Class Skills

The topkick's class skills (and the key ability for each skill) are Climb (Str), Command (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (local) (Int), Listen (Wis), Move Silently (Dex), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the zealot class.

Weapon and Armor Proficiency

Topkicks gain no weapon or armor proficiencies.

Lead (Ex)

The most basic ability of the topkick is the ability to lead. Many of his other class features function for men he is leading. When using the character scale, a topkick can lead a number of men equal to double the total of his class levels in topkick plus his Wis and Cha modifiers. Thus a 5th level topkick with a Wis of 14 and a Cha of 12 can lead (5 + 2 +1 x 2 =) 16 men. Other character may follow his orders, but only those he has chosen to lead with this class feature gain the benefit of any bonuses the topkick grants.

A topkick may lead one squad of 8 men at 1st level, two at 4th level, three at 7th level, and four at 10th level. The squads must be formed to be under the topkick's command, and must be able to see and hear the topkick to receive orders or any special bonuses. If a squad breaks down into its component members, they no longer gain the benefit of the topkick's leadership.

Characters or squads under a topkick's leadership must use his Command check when one is called for – a group can't take orders from more than one individual. If characters refuse to take the topkick's orders, they lose any benefits from his leadership.

Swift Strike (Ex)

A topkick knows the importance of hitting first and hitting hard. The topkick extends the bonus he gains from Improved Initiative to any character or squad under his control.

Get the Drop (Ex)

Surprise is an important advantage in small unit conflicts. A topkick knows how to position his men to best be able to ambush foes. Any characters or squads under a topkick's leadership gain a +4 bonus to Hide and Move silently checks.

Table 12-10: The Topkick

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+2	Lead, swift strike
2nd	+2	+3	+0	+3	Get the Drop
3rd	+3	+3	+1	+3	Squad Tactics
4th	+4	+4	+1	+4	Bonus Feat
5th	+5	+4	+1	+4	Veteran
6th	+6	+5	+2	+5	Against the Tide
7th	+7	+5	+2	+5	Veteran Squad
8th	+8	+6	+2	+6	Bonus Feat
9th	+9	+6	+3	+6	Elite
10th	+10	+7	+3	+7	Inspire

Characters above 20th-level: Topkicks who have all 10 levels of their class and are 21st or higher level characters continue to expand their command abilities. They continue to be able to lead larger and larger groups of men, adding one squad to their maximum troops led every three levels above 10th (a topkick may command half as many squads to give them the entire veteran squad bonus gained at 7th level). Their bonuses from being elite increase by 50% every 5 levels above 10th, and they gain an additional bonus feat at 12th level and every 4 levels thereafter.

Squad Tactics (Ex)

All NPCs under the leadership of a 3rd level or higher topkick gain a +1 bonus to all damage rolls.

Bonus Feat

At 4th level and again at 8th level a topkick gains a bonus feat. This must be selected from either the fighter's list of bonus feats, or a command feat. The topkick must meet all the feat's normal prerequisites.

Veteran (Ex)

A 5th level topkick is a veteran, a seasoned warrior who's seen it all and isn't impressed (or at least can appear to be unimpressed while trying not to soil himself) by other warriors. The topkick gains a +4 competence bonus to any Command check (but in regard to company or army scale conflicts). The topkick also adds +1 to attack and damage rolls of any company he is part of when using company scale rules.

If the topkick is not the commander of his side in a company scale conflict, he adds a +1 bonus to the commanding characters Command checks. In army scale conflicts, the topkick adds one to his side's AOQ.

Against the Tide (Ex)

A 6th level topkick has the experience and alertness to minimize the effect of random battlefield events. If a character under the topkick's leadership provokes a battlefield event, the event is rolled twice and the topkick allowed to choose between the two results.

Additionally, if both the topkick's led forces and the opposing side provoke battlefield events, the topkick's forces are immune form having to roll the check (forcing their foe to do so, even if the foe has advantage). If topkicks are on both sides of a conflict and both sides provoke a battlefield event, all topkicks of 6th level and above make Command checks, with the side producing the highest check exempted from the battlefield event.

Veteran Squad (Ex)

A 7th level topkick can improve the performance of a single group of men if he concentrates his efforts on them. If the topkick leads only one squad, all members in that squad gain a +2 competence bonus to AC, damage rolls, and all Fort and Reflex saving throws. At 10th level, the topkick may give this bonus to two squads.

Elite (Ex)

A 9th level topkick is an elite warrior, and experienced combatant who truly is unflappable to most threats and battlefield conditions. The topkick gains a +4 bonus to Will saves. Any characters under his leadership gain a +2 bonus to Will saves. The topkick also adds +2 to attack and damage rolls of any company he is part of when using company scale rules. If the topkick is not the commander of his side in a company scale conflict, he adds a +2 bonus to the commanding characters Command checks. In army scale conflicts, the topkick adds one to his side's AOQ.

Inspire (Ex)

At 10th level, a topkick gains the ability to spend action points to enhance characters under his command. The topkick can give all characters under his command the benefit of spending an action point to act out of turn, boost defense, extra attack, hurry or surge.

Veteran

Soldiers are different from other people. They lead a hard life of discipline and danger, which exposes them to risks and experiences others never face. Many soldiers die early in their career, or specialize themselves in some small aspect of soldering. Those who do neither eventually become different because of their experiences. These are veterans, characters who have seen it all and learned to survive it. A veteran is more than someone who's experienced at fighting; he's experienced in the art of being a soldier. A veteran is better at looting, picking up new languages, getting used to and operating in foreign lands, dealing with pack animals, and all the other minutia of soldiering. Though not leaders in the same way topkicks or great generals, veterans often set examples for greener soldiers, and find themselves followed both in and out of combat by those trying to learn the ropes.

Otto and Murgen are examples of veterans in the Books of the South, though many of the Black Company become veterans before dying.

Prerequisites

A character must meet all the following prerequisites to become a veteran.

Base attack bonus: +8.
Skills: Climb 5 ranks, Jump 5 ranks, Ride 5 ranks.
Feats: Proficiency with all martial weapons, armor types, and shields other than tower shields.
Special: Must have served with an organized military group through at least one major conflict.

Game Rule Information

Veterans have the following game statistics.

Hit Die: 1d10.

Class Skills

The veteran's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Climb (Str), Command (Cha), Craft (Int), Gather Information (Cha), Handle Animal (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (Geography)(Int), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Speak Language (Int), Survival (Wis), and Swim (Str). See **Chapter Four: Skills** in the *PHB* for skill descriptions. For Command, see **Chapter Five: Skills** in this book.

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the zealot class.

Weapon and Armor Proficiency

Veterans gain no weapon or armor proficiencies.

Gauge Opponent (Ex)

A veteran is experienced enough with foes to have a feel for the relative damage one poses to him. By taking a standard action to make a Spot check with a DC equal to the foe's level (a GM may want to make this check in secret, so the player doesn't learn something about the foe's level as a result of this check), the veteran has successfully gauged him. For an individual or company, this allows him to know the foe's base attack bonus. For a squad, he learns its squad base damage. For an army, he learns it's AOQ, within a 1d6 margin of error (rolled randomly by the GM).

Table 12-11: The Veteran

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+1	+1	Gauge Opponent
2nd	+2	+3	+2	+2	+2 action points
3rd	+3	+3	+2	+2	Bonus feat
4th	+4	+4	+2	+2	Grizzled
5th	+5	+4	+3	+3	+2 action points
6th	+6	+5	+3	+3	Bonus Feat
7th	+7	+5	+4	+4	Set an Example
8th	+8	+6	+4	+4	+2 action points
9th	+9	+6	+4	+4	Bonus Feat
10th	+10	+7	+5	+5	Best Advantage

Characters above 20th-level: Veterans who have all 10 levels of their class and are 21st or higher level characters continue to expand their abilities. They gain a bonus feat at 12th level and every 3 levels thereafter, and the % chance of not losing a spent action point increases by 1% for every five levels above 10th (to a maximum of 25%). In addition, they gain an additional 2 action points every three levels beyond 8th.

Bonus Action Points

Veterans receive additional action points. A veteran gains +2 extra action points at 2nd level, and +2 more every three veteran class levels thereafter. These action points are cumulative. Each level, spent action points acquired from this class feature return.

Bonus Feat

At 3rd level, and again at 6th and 9th, a veteran gains a bonus feat. This must be selected from the fighter's list of bonus feats, a command feat, or the feats listed below. The veteran must meet all the feat's normal prerequisites. Additional feats include Alertness, Animal Affinity, Endurance, Great Fortitude, Iron Will, Leadership, Lightning Reflexes, Run, Self-Sufficient, Tower Shield Proficiency, and Skill Focus.

Grizzled (Ex)

At 4th level, a veteran gains a number of bonus hit points equal to 1d8 + his Con modifier. This is not truly a hit die (it has no effect on his character level, saves, max skill ranks, or anything else based on hit dice or level), but it does add to his hit point total just as a hit die does.

Set an Example (Ex)

A 7th level veteran is an inspiration to his allies. Any time he undertakes an attack or skill check, all his allies within 30 feet gain a +1 morale bonus if they perform the same action in the following round. For example, if a veteran attempts to disarm a foe in combat, any ally within 30 feet that tries to disarm a foe (it need not be the same foe) gains a +1 morale bonus to their opposed attack roll to do so. The ally need not use the same type of weapon, but they must be able to take the disarm action (for example, they cannot attempt to disarm with a crossbow just because the veteran did so with a longsword).

Similarly, if the veteran made a Search check to find hidden loot, any ally in range who makes a Search check for the same purpose the following round gains the +1 bonus. An ally making a Search check to find traps would not gain this bonus.

Best Advantage (Ex)

A 10th level veteran knows how to make the most of any advantage he gains. Any time the veteran uses advantage his side has gained in combat he rolls 3d20 rather than 2d20, and uses the best of the three rolls. Additionally, any time the veteran spends an action point, there is a 15% chance he retains the action point rather than lose it.

Glittering Stone: Classes from Other Worlds

As with core classes, if you use the Glittering Stone campaign option, you will have characters with prestige classes not native to *The Black Company Campaign Setting*. While several classes should adapt well to this setting, a few will undoubtedly be problematic. Prestige classes designed for arcane or divine spellcasters employing magic from a different setting find they have no power in this world. What follows are suggestions for incorporating all the core prestige classes from the *DMG*. If you use a base class from another source, use the following as guidelines.

Arcane Archer, Arcane Trickster, Archmage, Assassin, Eldritch Knight, Loremaster, and Red Wizard

All of these classes suffer a serious power loss once they pass through the glittering stone. They cannot cast arcane spells, none of the metamagic feats or Item Creation feats work. If they have a familiar, they retain it. If the character continues advancing in one of these classes, he gains a bonus feat at 3rd, 5th, 7th, and 9th level, although he does not retroactively gain feats for levels already earned in this class. Such characters also gain the following class skills: Detect Magic (Int), Ghost Sound (Cha), Magic Use (Cha), Prestidigitation (Cha), and Resistance (Con). They lose all spell-like abilities, and supernatural abilities become extraordinary.

Blackguard, Hierophant, Mystic Theurge, and Thaumaturgist

Like the cleric, these classes lose access to divine spells. They retain all of their supernatural abilities. If the character continues advancing in these classes, she gains a bonus feat at 3rd and 7th level, although she does not retroactively gain feats for levels already earned in this class. Characters in these classes also gain the following class skills: Detect Magic (Int), and Resistance (Con).

Dragon Disciple, Duelist, Dwarven Defender, Horizon Walker, and Shadowdancer

The abilities of these classes continue to work normally, though all spell-like and supernatural abilities become extraordinary. However, the rules of the universe are different enough that it's not possible to take additional levels in these classes (nor to teach them to others native to the world of the *Black Company* novels). Characters must instead qualify for a native prestige class, or multiclass into a native base class.

Chapter Thirteen: Cast of Characters

This chapter describes many of the major characters that appear in the *Black Company* novels, details important members of the Black Company, characters whom the Black Company ally, oppose, or rival. While every effort is made to provide a complete survey of the most important and iconic characters, there are far more characters in the books than those presented here. For minor characters there is a generic example such as Black Company Veteran on page @@, or Lady's Taken on page @@. In addition to the major characters, this chapter also describes the Dominator, one of the most powerful forces in *the Black Company Campaign Setting*. In stat-blocks, **Mdt** refers to the character's massive damage threshold.

Black Company Leaders

The Black Company has a simple command structure with a Captain at the head of the band. Beneath him is a lieutenant who executes commands to the sergeants who in turn lead smaller squads of men. The Annalist is another officer, whose role it is to oversee, record, and maintain the history of the Black Company, but more importantly to read from the Annals (the books recording the Company's exploits) to remind the men of their history, from where they come, and to learn from the successes and failures of the past.

We are the sum total of our pasts, good and evil.

—She is the Darkness

Throughout the novels, there have been many Captains, from the bearlike Captain who set the tone for commanders ever since, influencing Croaker in his style as captain, and to a lesser extent Lady, Murgen, Mogaba, Sleepy, and finally Suvrin. The Black Company leaders also include all the lieutenants and the characters who served as Annalist, whom just so happen to also be Black Company commanders in most cases.

The Captain

Novels: *The Black Company*, *Shadows Linger*

The first captain in the *Black Company* novels was known simply as the Captain or the Old Man. Little is known about his life prior to his command of the Black Company, except that he born in one of the Jewel Cities, and served as a professional soldier. After a personal upheaval, he abandoned his commission and became a wanderer, eventually joining the Black Company.

He led the Black Company during its service to the Syndic of Beryl before working to extricate the Company from the corruption of the city and the growing dissent and widespread plague crippling Beryl. Soulcatcher appeared and offered employment. The subsequent riots claimed the lives of nearly 100 Black Company soldiers, forcing the Captain to consider breaking the terms of their contract with the Syndic of Beryl. The night the forvalaka attacked the Paper Tower, killing many members of the Company including Tom-Tom, they discovered the Syndic of Beryl hiding in a chest. One of the Company men murdered him, freeing them from their contract.

The Captain signed a new contract with Soulcatcher, and served her, leading the company through a series of battles against the Rebels who fought to overthrow the Lady. Though he knew signing with the Lady was a mistake, he abided by the contract.

After the fall of Lords, the key campaign where the Company enjoyed several significant victories, the Lady ordered all Imperial officers to defer

to him. Unfortunately, the Captain died in the Juniper, trying to fly Lady's carpet to escape the Taken who had conspired against them throughout their employment.

Personality

The Captain was a no-nonsense, pragmatic leader. He is most dangerous when speaking gently. He had a sardonic, bleak sense of humor, and saw philosophizing as an exercise in futility. He was an excellent field commander, loving strategy and matching wits with intelligent adversaries, but he disliked plunder, rape, and the darker faces of warfare. And the constant use of the Black Company to achieve wicked ends made the Captain disillusioned with their service.

Perhaps the Captain's closest friend was Raven. The two formed a close bond quickly, though the Captain sorely felt Raven's desertion.

Description

Described as a bear of a man, the Captain was large, muscular and intimidating. By Tally, six years after the Battle of Charm, he had silvery hair. He was in his mid-fifties when he died at Juniper.

The write-up below represents the Captain shortly before his death.

The Captain

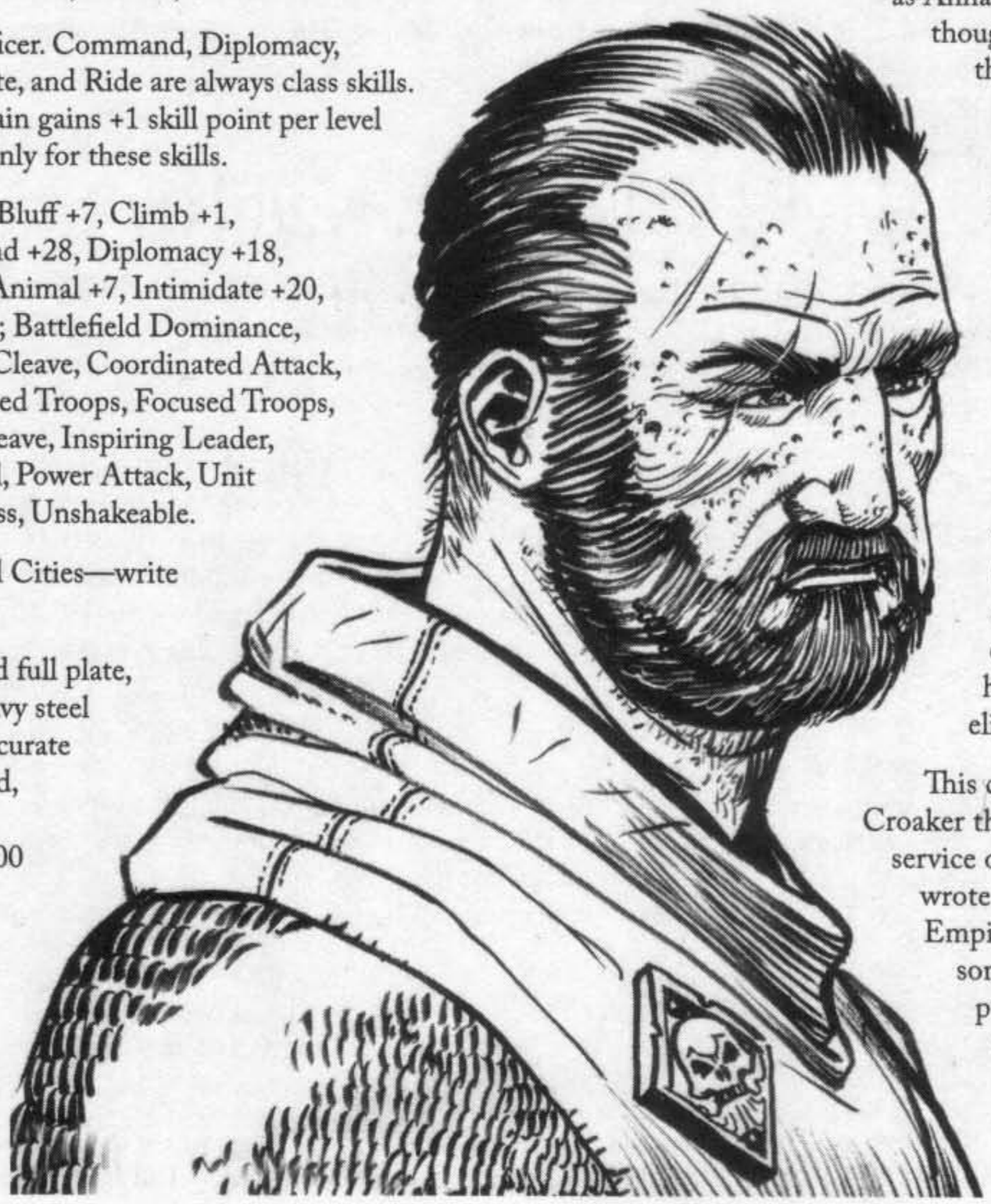
Male fighter 12; CR 12; Medium humanoid; HD 12d10+12; hp 78; Mdt 25; AP 11; Init –1; Spd 30 ft.; AC 19 (–1 Dex, +8 full plate, +2 heavy steel shield), touch 9, flat-footed 19; BAB +12; Grap +15; Atk +16 melee (1d8+3/19-20, accurate longsword) or +12 ranged (1d4+3/19-20, accurate dagger); Full Atk +16 melee (1d8+3/19-20, accurate longsword) or +12 ranged (1d4+3/19-20, accurate dagger); SQ commander, officer background trait; AL Black Company, tradition, honor; SV Fort +9, Ref +3, Will +8; Str 16, Dex 8, Con 13, Int 12, Wis 15, Cha 17.

Background: Officer. Command, Diplomacy, Intimidate, and Ride are always class skills. The captain gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +7, Climb +1, Command +28, Diplomacy +18, Handle Animal +7, Intimidate +20, Ride +14; Battlefield Dominance, Charge, Cleave, Coordinated Attack, Disciplined Troops, Focused Troops, Great Cleave, Inspiring Leader, Iron Will, Power Attack, Unit Toughness, Unshakeable.

Languages: Jewel Cities—write (good).

Possessions: Fitted full plate, fitted heavy steel shield, accurate longsword, accurate dagger, 100 sp.



Croaker

Novels: *The Black Company, Shadow Linger, The White Rose, Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps, Soldiers Live*

Croaker is the central character of many of the most important moments of the Black Company's later years. Originally from Padora, a trading town located on a crossroads south of the Jewel Cities, Croaker left his family to seek fame and fortune with the legendary mercenaries. Already a trained physician's aid, he soon rose to be the Black Company's primary bone-cutter. The ancient wizard One-Eye was pleased to have less work to do with the injured, and named the new recruit Croaker as a jest. As with many jests in the Black Company, no one thought it was particularly funny.

Because he had a true gift for languages and flowery descriptions, Croaker soon became the Annalist, a position that had been largely ignored for years before his arrival. In many ways Croaker was not a good choice for this role – he had no head for maps or directions, and numerous errors can be found in his descriptions of the Company's travels. Additionally, Croaker never made any real effort to remain impartial in his Annal entries, happily painting those who had irritated him as villains, while leaving out the less savory details of his closest comrade's actions. What Croaker did have was a true love for the Black Company and the traditions it represented. Though cutthroats and killers, these misfit fighters were his family.

Even when Croaker decided the Black Company was done, he opted to take the Annals to Khatovar, a city 8,000 miles away that might not even exist. His romance with the Lady flourished despite their differences, and Croaker forged a new Company to defeat the Shadowmasters who might destroy the world. He became the new Captain, called the Old Man as often as Croaker, and waged war across a continent to fulfill his duty as Annalist. If Khatovar ever existed, it was never what Croaker though it was, but in searching for it, he did his part to save the world from shadow.

In the end, Croaker had seen too much of the world to simply die the death of an old man. He traded roles with Shivetya, a golem demigod with the power to watch all of history. The simple peasant had become a god, and doubtless spends much of his time looking after whatever exists of the Black Company.

Personality

Croaker was a romantic and a traditionalist, his knowledge of the Company's past deeds and victories drove him to become the keeper of the Black Company's honor. Even when looking for a way to escape a commission, Croaker wished to at least fulfill contracts to the letter of the law. Croaker maintained honor, but knew that eventually every employer tried to eliminate the Black Company, rather than pay its fee.

This combination of romanticism and pragmatism followed Croaker through his days. When the Company took to the service of the Lady, wife of the godlike Dominator, Croaker wrote fantasies about how she might look, watching at an Empire out her tower window. When he met her, in fact, some strange romance did begin to bloom between them, perhaps because only Croaker in the entire world had the balls to think of such a thing. But when it became clear the Lady was only the lesser of two evils, Croaker saw through plans to strip her of her power forever.

Perhaps his ability to ruin his love, casting her down from the heights of power, owes itself to Croaker's dark side. Though he hides it well in his writings, he is ruthless. When offered the chance, he chooses maximum mayhem. He tricked the Voroshk into destroying their own shadowgate, condemning their world to death. He drove the camp followers before his own troops in the battle for the Plain of Charandaprash, and there many other examples of his viciousness throughout the novels. In short, Croaker always justifies his actions by the results, which for some, paints him as a genuinely ruthless man.

Description

Croaker was a big man, about 6 foot 4 inches tall, with unremarkable brown hair that had begun to recede by the time he was in Taglios, when he was probably about 50 years old (although the Lady then estimated his age at 45). His eyes were hard and humorless, icy blue, deeply set; his mouth was thin and seldom smiled. His face was hard and a little off-center. His skin was scarred from a childhood pox and acne. He was never comfortable with his appearance. In Taglios, he wore a ragged graying beard. Though he wore a sword and dagger as well as mail when expecting trouble, he often carried only a long knife when further away from fighting.

The write-up below represents Croaker at the peak of his mortal life, as the Protector of Taglios, commander of its mighty armies, and Captain of the Black Company.

Croaker

Male academician 5/ fighter 3/jack-of-all-trades 5/great general 2; CR 15; Medium human; HD 5d6 plus 5d6 plus 3d10 plus 2d8; hp 63; Mdt 25; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14, BAB +9, Grap +10, Atk +11 melee (1d8+1/19-20, longsword), or +12 ranged (1d8+1/x3, longbow); Full Atk +11/+6 melee (1d8+1/19-20, longsword), or +12/+7 ranged (1d8+1/x3, longbow); SQ commander, emulate feat 1/day, emulate feat 1/day, expanded repertoire (Command as class skill, bonuses to Command, Research), research +8, sneak attack, style (organizer), uncanny insight 2/day; AL Black company, the Annals, the Lady; SV Fort +7, Ref +7, Will +13; AP 7; Str 13, Dex 15, Con 10, Int 18, Wis 15, Cha 15.

Background: Physician. Concentration, Heal, Profession (herbalist), and Survival are always class skills. Croaker gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +16, Command +25, Concentration +5, Decipher Script +9, Diplomacy +16, Disguise +2 (+4 acting), Forgery +5, Gather Information +14, Handle Animal +5, Heal +22, Hide +10, Intimidate +14, Knowledge (geography) +4, Knowledge (history) +14, Knowledge (local) +10, Knowledge (nobility and royalty) +4, Knowledge (religion) +3, Listen +5, Move Silently +8, Perform (oratory) +14, Profession (herbalist) +5, Research +18, Ride +11, Search +11, Sense Motive +9, Spot +7, Survival +8 (+10 following tracks); Jack of All Trades Class Skills: Bluff, Command, Gather Information, Heal, Hide, Knowledge (history), Knowledge (local), Move Silently, Perform (oratory), Research, Speak Language, Spot; Advance Healing, Bushwhack, Disciplined Troops, Far Shot, Gift of Tongues, Judge of Character, Point Blank Shot, Power Attack, Precise Shot, Self-Sufficient, Skill Focus (Command), Skill Focus (Heal), Weapon Focus (longbow).

Languages: All spoken and written Finger Speech (mastered), Forsberger (mastered), Jewel Cities (mastered), Jewel Cities – ancient (good), Juniper (mastered), Nyueng Bao (good), Rosean (good), Shadowlander(good), Taglian-low (mastered), TelleKurre(fair)

Possessions: Chain shirt, accurate longsword, accurate longbow, accurate dagger, medical kit, 500 sp.

Darling

Novels: *The Black Company, Shadow Linger, The White Rose, The Silver Spike*

Darling is the White Rose, the child destined to defeat the Lady, as her predecessor had brought down the Dominator centuries before. She was discovered in a burned out village, the victim of foul rape despite being a girl of nine. Deaf and dumb, she had to learn finger speech to communicate. Saved by Raven who became her father figure, and through him, the whole Black Company became her foster family. At first, of course, her destiny was hidden to them – she was just Darling, and they treated her like a kid sister.

Though it took her years, Darling managed to succeed as her predecessor had – though it was not Lady she defeated, but the original evil of the Dominator. His body was destroyed, and his soul trapped in a *silver spike*. Darling paid a terrible price, for she allied herself with the Lady to defeat the Dominator, and in return had her true name named, and her null field destroyed. But in the end it mattered little – Lady was named as well, and the Dominator and the Taken destroyed or driven off. The White Rose won, though most of the Black Company was destroyed in the process.

After the Black Company left to find fabled Khatovar, Darling led a small party to deal with Limper once and for all, and prevent the *silver spike* from falling into the wrong hands. During this effort both Raven and Silent died. Darling succeeded in putting down the evil she was born to oppose permanently, found love with the man Philodendron Case, and settled down to live a life without swords and armor.

Personality

As a child Darling was caring, open and loving. Despite her rough past, she opened her heart to Raven and to all the Black Company as her foster family. As she became a great leader and military genius, she grew harder, though her style was cautious — never expending troops for minor gains, even if she could afford to lose the numbers. She came to rely heavily on

the mage Silent, especially when she was emotionally rocked by the news that Raven had faked his death.

Darling never flinched from what had to be done. She risked herself, and anyone else, when it required accomplishing the greater good. She felt a great hatred for Lady and her empire, but was willing to leave her foe stripped of power rather than kill her. She also refused to be a pawn, never seeing herself as a prize for men to fight over. Darling insisted on being treated as a person and an equal, choosing carefully where she lent her affections.

Description

As a child, Darling was freckle-faced and pale, with a frail, almost ghostly appearance. Her eyes were brown, and able to stare intently at anyone and anything. As she grew, she became squarer and more solid, though still lean and attractive. Because her null field was weak, it was not immediately obvious. But she did ignore spells that dropped others, and showed a keen, even tactical, mind. In time, Raven realized who she was, and after the Battle of Charm took her from the Black Company to hide her. When the Black Company showed up at her new hiding place, Raven faked his death. Darling rejoined the Black Company, and used them as the core of a rebellion to bring down Lady and her Empire.

The years of rebellion aged darling prematurely. Her eyes turned a pale blue, and she gained the power to discomfort others with just a look. Her hair was often bleached from too much sun and kept shorter than was fashionable. Darling cared little for fashion, and her unkempt hair was a sign of this, as were her utilitarian clothes.

The write-up below is Darling just before her confrontation with Lady, prior to the ritual of naming being performed on her. She is a confident general and experienced woman in her late twenties, who has built a rebellion and leads and army.

Darling (The White Rose, Tonie Fisk)

Female fighter 7/great general 5; CR 12; Medium human; HD 7d10+ 21 plus 5d8+15; hp 101; Mdt 29; Init +3; Spd 20 ft.; AC 16, touch 11, flat-footed 15, BAB +10, Grap +12, Atk +14 melee (2d6+5/19-20, greatsword); Full Atk +14/+9 melee (2d6+5/19-20, greatsword); SQ Commander, once a round may replace a unit's morale check with her Command check, grandmaster, maneuver and trickery, null field (5120 ft.), style (cautious, guerilla), tricks of the trade (2); AL Black Company, Raven, Good; SV Fort +9, Ref +7, Will +13; AP 6; Str 14, Dex 12, Con 17, Int 15, Wis 19, Cha 20.

Background: Officer. Command, Diplomacy, Intimidate, and Ride are always class skills. Darling gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +10, Command +35, Diplomacy +16, Disguise +5 (+7 acting), Handle Animal +10, Hide +5, Intimidate +24, Knowledge (geography) +4, Knowledge (history) +4, Knowledge (local) +4, Knowledge (nobility and royalty) +4, Listen +8, Move Silently +5, Ride +17, Search +4, Sense Motive +12, Spot +8, Survival +5; Battlefield Dominance, Cleave, Coordinated Attack, Disciplined Troops, Focused Troops, Inspiring Leader, Iron Will, Power Attack, Skill Focus (Command), Weapon Focus (greatsword), Weapon Specialization (greatsword).

Languages: Finger Speech (mastered).

Possessions: Fitted chain mail, accurate greatsword, accurate lance, heavy warhorse.

Ky Sahra

Novels: *Bleak Seasons*, *She is the Darkness*, *Water Sleeps*, and *Soldiers Live*.

Sarie, as she was affectionately known by Murgen and her closest friends, led a life full of tragedy. Her mother, Ky Gota, arranged her first marriage to a despicable man, who had claimed great wealth, but wad in fact destitute. She bore three of his children, but during a pilgrimage to the shadowgate, she and the rest of the Nyueng Bao were caught in the middle of the war between the Shadowlanders and the Black Company. They remained inside Dejagore, but could not leave the city for the army surrounding its walls. There, her husband fell ill, and died a long-suffering death.

However, in the terrible environment of the siege, Sarie met and fell in love with the Black Company annalist, and then commander of the Old Crew, Murgen. Prophesied to wed him by the matron and mystic Hong Tray, Sarie let her feelings toward the northern man guide her. Yet tragedy would strike again. Mogaba, learning that his secret store of food and supplies had been pilfered, blamed the theft on the Nyueng Bao, and sent his forces into their neighborhood to butcher them. Murgen arrived, but too late to save Sarie's children.

Sarie eventually escaped the city, with her toddler nephew To Tan, and others, and shortly after married Murgen. They lived in relative peace for four years, until the Deceivers attacked their home, torching the Annals, and snapping To Tan's neck. The rest of the Nyueng Bao spirited Sarie away, claiming she had died in the attack as well. Pregnant with Murgen's child, she fled to the Nyueng Bao land, in the Taglian River Delta.

The truth of the Nyueng Bao ruse was revealed, and Murgen sent world to his estranged wife, asking her to join him. But she was in no state to travel, and so remained in her village until Tobo was born. Before she could reunite with her husband though, he was ensnared by Soulcatcher's trap in the Fortress with No Name, entombed within the Caves of Ice.

Sarie and Sleepy rebuilt the Black Company from the ashes of the Kiaulune Wars that followed the capture of the Black Company's leadership. For 14 long years, Sarie balanced raising her only surviving son, fighting a guerilla war against the Protector, and keeping the Black Company together. She was finally reunited with her husband, but their marriage would be strained, for Murgen remained in stasis for those years, not aging one day, while Sarie was over a decade older. Still, they managed to overcome the age difference, and made a pleasant life, until Sleepy led the Black Company once more to fight Taglios.

In the final days of her life, she was consumed with worry, for her only surviving son was in harm's way more than he wasn't. After the Battle for the Grove of Doom, Ky Sahra vanished, believed dead. Some suspected

she was injured in the battle and hid where she could die quietly. Regardless, her body was never found, and necromantic communication produced nothing definitive. It's assumed Sarie died because her spirit haunted Tobo's dreams as he slipped deeper and deeper into his own corruption, though whether these dreams were manifestations of his consciousness or her spirit in fact is open to speculation.

Personality

Ky Sahra was very strong, dedicated to protecting her family. Clever and with the will of sharp steel, not even Goblin or One-Eye would cross paths with her. Nothing ever intimidated her, not wizards, generals, anyone or anything. During the dark years when most of the Company leaders lay entombed beneath the Fortress with No Name, Sarie emerged as a leader of the survivors, though she was never an official member, and formed the spine of all their operations.

She could change faces easily, being the cruel, cunning, coldly calculating necromancer who conjured the Captured, to become the maudlin near-widow of Murgen, all the while playing the part of the doting mother. She could channel these abilities into her skill with disguising her features, such as when she became Minh Subredil, a pathetic and pious woman who cleaned the Palace.

With her family restored, she wanted just one thing: to keep her family alive. However, her son was willful, and the most power wizard to emerge since the Taken. Tobo constantly placed himself in danger, which drove her mad with concern. And even in the afterlife, she still watches over her only surviving son, workings desperately to keep him from becoming the evil so many expect him to become.

Description

Beautiful with exotic green eyes, long black hair and pale features, Sarie was a vision in her youth. She was so stunning she distracted Murgen during his many visits with the Speaker. Time, however, was not kind to her, and as she grew older, she looked more and more like her troll-like mother, Ky Gota. Still, flashes of beauty manifested throughout her later years, offering a glimpse into her former youth.

The following stat-block reflects Ky Sahra as she was during her final days in *Soldiers Live*.

Ky Sahra

Female jack-of-all-trades 8, oracle 6; CR 14; Medium humanoid; HD 8d6+16 plus 6d6+12; hp 79; Mdt 29; Init +1; Spd 30 ft.; AC 14, touch 14, flat-footed 10; Base Atk +7; Grap +6; Atk +6 melee (1d4–1/19-20, dagger); Full Atk +6/+1 melee (1d4–1/19-20, dagger); SQ déjà vu, emulate feat (1/day), emulate skill (2/day), insight, minor prophecy, perfect minor prophecy, prophecy, random prophecy; AL Family, Nyueng Bao, Sleepy; Ap 7; SV Fort +13, Ref +10, Will +14; Str 8, Dex 13, Con 15, Int 12, Wis 17, Cha 18.

Background: Commoner; Class Skills: Craft, Handle Animal, Profession, and Ride; Favored Class: Any.

Skills and Feats: Appraise +3 (+5 weaving), Bluff +23, Craft (weaving) +7, Decipher Script +9, Diplomacy +17, Disguise +21 (+23 acting), Gather Information +10, Handle Animal +9, Hide +12, Intimidate +14, Listen +16, Move Silently +12, Profession (cook) +9, Research +3, Search +12, Sense Motive +21, Sleight of Hand +9, Speak Language, Spot +16; Alertness, Diligent, Dodge, Endurance, Great Fortitude, Iron Will, Judge of Character, Mobility, Persuasive, Skill Focus (Disguise), Skill Focus (Sense Motive).

Languages: Nyueng Bao (Good-read), Taglian-Low (Fair-read).

Possessions: dagger, mist projector.

Lady

Novels: *The Black Company, Shadow Linger, The White Rose, Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps, Soldiers Live*

The Lady was a sorceress with the power of a demigoddess, who ruled a terrible empire along with her husband the Dominator, and the Ten Who Were Taken. Imprisoned by the White Rose, she was awakened by the wizard Bomanz, freed the Ten, left the Dominator interred, and set about conquering her old empire. Of all the lords of the Domination, she was the most mysterious and shrouded with myth.

Her true name was Dorotea Senjak, her father Lord Senjak – noble of a far western kingdom just before the Domination. He had four beautiful daughters named Ardath, Credence, Sylith (or Selith), and Dorotea, thought to be the youngest. In an effort to conceal her past (and thus her true name), Dorotea may have killed her sister Ardath and stolen her identity – but of course no one remains who is an unbiased witness of the events of those days. The Dominator took all but one of the surviving sisters as lovers, and made that one his wife. But even the Dominator was not sure which sister was which, leaving him without sure knowledge of their true names.

The Lady knew how to play the Taken off one another, and to run an empire on a combination of true strength and perceived power. At its height, her empire was both stable and safe — it was said it was possible for a young virgin to wander naked through a city's back alleys at night, with a silver piece in her hand, and remain unmolested. When it became clear that the Dominator might return to the land of the living, the Lady sacrificed her own power to allow his recapture, though she stripped Darling, her most dangerous remaining foe, of any mystic power.

Bereft of her powers, Lady insisted on making a few changes in her Empire on sheer bluff, to ensure it would continue without her, and to avoid terrible civil wars of succession. Though she might have been able to hold onto the reins of power indefinitely, she gave them up to accompany Croaker on his quest to return the Annals to Khatovar. On the journey, her romance with Croaker blossomed. Lady also began having contact with Kina, and stealing some of that goddess' power, and later became the lieutenant of the Black Company and for a time its Annalist as well. After Croaker supposedly died, Lady took over the role of Captain of the Black Company. She bore Croaker a child, only to have it stolen by worshipers of Kina. Lady started on a crusade for revenge.

The Lady was never fully trusted by most of the Company's old guard, but she held the mercenaries together even as the Shadowmasters tried to crush them. She even retained power after Mogaba betrayed them. As a reward for her faithfulness, in the end the Lady had her powers returned by Croaker, now contained in the body of a demon golem demigod.

Personality

Though perceived as a bloodthirsty tyrant who ruled by fear, she truly wished to create a world of order and security. She was strong willed and self-possessed, able to focus even when badly damaged and cow her generals and sorcerers even when her powers were gone. She was a cunning woman, able to keep great secrets (no one knew she could Take until Whisper became the first new Taken in centuries) and pry into the hidden places of others (like Soulcatcher, the Lady could often guess what others were thinking without resorting to any magic).

Though she did not care what anyone thought of her, she did wish to ensure her actions were recorded accurately for future generations. She did not ask to be made a hero, but disliked the idea of being turned into a monster by historians. Perhaps this is what first drew her to Croaker, whom she saw as a balanced scholar and recorder of events. Or perhaps it was her wry sense of humor at the idea of a romance between a common

mercenary sawbone and the empress of the world. It may even have been simply loneliness — no one would dare woo the Lady, and her marriage with the Dominator had been a loveless, sexless alliance of convenience. She confessed to Croaker that no one had held her for comfort since she was a child, and she had never had a friend before him.

Description

Until her powers were stripped, the Lady was physically stuck at an eternal age in her mid-twenties. She was a pale beauty with silky black hair and delicate hands. Her beauty was great and obvious, an adolescent's dream despite her hard heart. She was always graceful, and dressed stylishly for all occasions. Her eyes, in particular, were stunning, though no man who saw them ever had the presence of mind to note their color. Such was the effect of her beauty.

The stat block below represents the Lady at the height of her power, just before her alliance with the White Rose and the confrontation with the Dominator. After losing her powers, she wore armor and carried a longsword.

Given her great power, it's worth remembering that the Lady can afford to do things with a penalty (such as use a rumel without proficiency), and still not worry about failure.

The Lady (Dorotea Senjak)

Female wizard 52, great general 5; CR 57; Medium human; HD 52d6+104 plus 5d8+10; hp 320; Mdt 71; Init +6; Spd 30 ft.; AC 16, touch 16, flat-footed 11, BAB +28, Grap +29, Atk +31 melee (1d8+1/19-20, Lady's sword, +4 to confirm criticals); Full Atk +31/+26/+21/+16 melee (1d8+1/19-20, Lady's sword, +4 to confirm criticals); SQ fourth magnitude, grandmaster, maneuver and trickery, organizer, tricks of the trade, tyrant; AL Croaker, Law; SV Fort +26, Ref +32, Will +35; AP 31; Str 13, Dex 20, Con 14, Int 28, Wis 21, Cha 25.

Background: Aristocrat. Diplomacy, Intimidate, Knowledge (nobility & royalty), and Sense Motive are always class skills. The Lady gains +1 skill point per level useable only for these skills.

Skills and Feats: Appraise +20, Balance +20, Bluff +48 (+53 smoke & mirrors), Command +47, Concentration +34, Decipher Script +20, Detect Magic +45, Diplomacy +48, Disguise +21, Escape Artist +22, Forgery +20, Gather Information +34, Ghost Sound +32, Handle Animal +12, Heal +10, Hide +10, Intimidate +66, Jump +4, Knowledge (arcana) +33, Knowledge (architecture and engineering) +10, Knowledge (geography) +25, Knowledge (history) +37, Knowledge (local) +20, Knowledge (nature) +12, Knowledge (nobility and royalty) +31, Knowledge (religion) +20, Listen +23, Magic Use +99, Move Silently +10, Prestidigitation +30,Research +16, Resistance +23,Ride +25, Search +17, Sense Motive +60, Spot +34, Survival +10 (+12 hazards); Alertness, Armored Caster, Armor Proficiency (heavy, light, medium), Battlefield Dominance, Charge, Defy Time, Disciplined Troops, Dominant, Embed Spell, Forced March, Greater Armored Caster, Improved Critical (unarmed), Improved Unarmed Strike, Inspiring Leader, Martial Weapon Proficiency (longsword), Power Attack, Ritual of Taking, Siphon Magic (x4), Skill Focus (Command), Skill Focus (Magic Use), Spell Energy Reservoir (x9), Spirit Walk, Talent (x27), Unit Toughness.

Languages: All spoken and written Forsberger (mastered), Jewel Cities (mastered), Juniper (mastered), Taglian (mastered), TelleKurre (mastered).

Spells Known: (Save DC 43; Spell Energy 30); *animate*, *augment* (+2), *aversion* (+2), *awareness* (+2), *beguile* (+2), *call*, *charm* (+2), *compel* (+2), *create electricity* (+2), *destroy*, *dispel* (+2), *enchant* (+2), *fear*, *force* (+2), *foresee* (+2), *freedom* (+2), *glamer* (+2), *hold* (+2), *light talent* (+2), *necromancy* (+2), *reflect* (+2), *reveal* (+2), *sense* (+2), *slay* (+2), *telekinesis* (+2), *telepathy* (+2), *wards* (+2)

Possessions: Royal outfit, Lady's Sword.

The Lieutenant

Novels: *The Black Company, Shadow Linger, The White Rose*

The Lieutenant was executive officer of the Black Company at Beryl and throughout the early stages of the Rebellion. Because he was a private man, little is known of his past. He served as a cabin boy in his youth, and obviously earned a military schooling as he became a master of siege warfare. The Lieutenant became captain of the Black Company after the death of the Old Man at Juniper, though Darling assumed much of the Company's leadership in the years during their exile to the Plain of Fear.

A powerful fighter, the Lieutenant was fearless and bold in combat. When the Dominator was escaping the Barrowlands and dropped by a windwhale, the Lieutenant was among the first to engage him in combat. The Dominator killed him, but the Lieutenant's attack bought precious time needed to bring further forces to bear against the undying tyrant.

Personality

The Lieutenant was close-mouthed and straightforward. When a junior officer, he was willing to let others do most of the talking. He got close to few men, and made little effort to understand the details of the world around him. The Lieutenant looked only at what needed to get done, and what tools he had to do it, and to ensure the survival of the Company, he acted as its disciplinarian. As a commander, he stood apart from his men, rarely playing Tonk and becoming embittered by the sad state the Company found itself in under his rule. He was not a diplomatic man, allowing

Croaker to take point in negotiations. Croaker describes him as having a bizarre sense of humor, but there's little sign of it in the Annals.

Description

The Lieutenant was of average height, but a powerfully built man. His greatsword was among the largest used by anyone in the Company, and he swung it with ease. He was in his forties when he assumed command of the Black Company, but had lived a hard life and looked older.

The write-up block below represents the Lieutenant just before his death.

The Lieutenant

Male fighter 4, siege engineer 5, topkick 3; CR 12; Medium human; HD 4d10+ 8 plus 5d8+10 plus 3d8+ 6; hp 93; Mdt 26; Init +5; Spd 20 ft.; AC 17, touch 11, flat-footed 16; BAB +12; Grap +15; Atk +17 melee (2d6+6/19-20, greatsword); Full Atk +17/+12/+7 melee (2d6+6/19-20, greatsword); SQ commander, +2 Dex when on water, get the drop, enhance mundane offense (+1 die), find weakness, leader (9 men), sapper crew, siege crew, squad tactics, swift strike, undermine, war engineer, work crew; AL Black Company; SV Fort +10, Ref +7, Will +6; AP 6; Str 16, Dex 13, Con 14, Int 12, Wis 13, Cha 15.

Background: Sailor. Balance, Climb, Profession (sailor), and Use Rope are always class skills. The Lieutenant gains +1 skill point per level useable only for these skills.

Skills and Feats: Balance +4, Climb +7, Command +21, Diplomacy +5, Handle Animal +5, Hide +5, Intimidate +19, Knowledge (geography) +3, Move Silently +5, Profession (sailor)+5, Profession (siege engineer) +21, Ride +5, Sense Motive +3, Spot +5, Use Rope +5; Endurance, Improved Initiative, Inspiring Leader, Loose Formation, Power Attack, Vicious, Weapon Focus (greatsword), Weapon Specialization (greatsword).

Languages: Forsberger (fair), Jewel Cities (read-fair).

Possessions: Fitted chain mail, accurate greatsword, 100 sp.

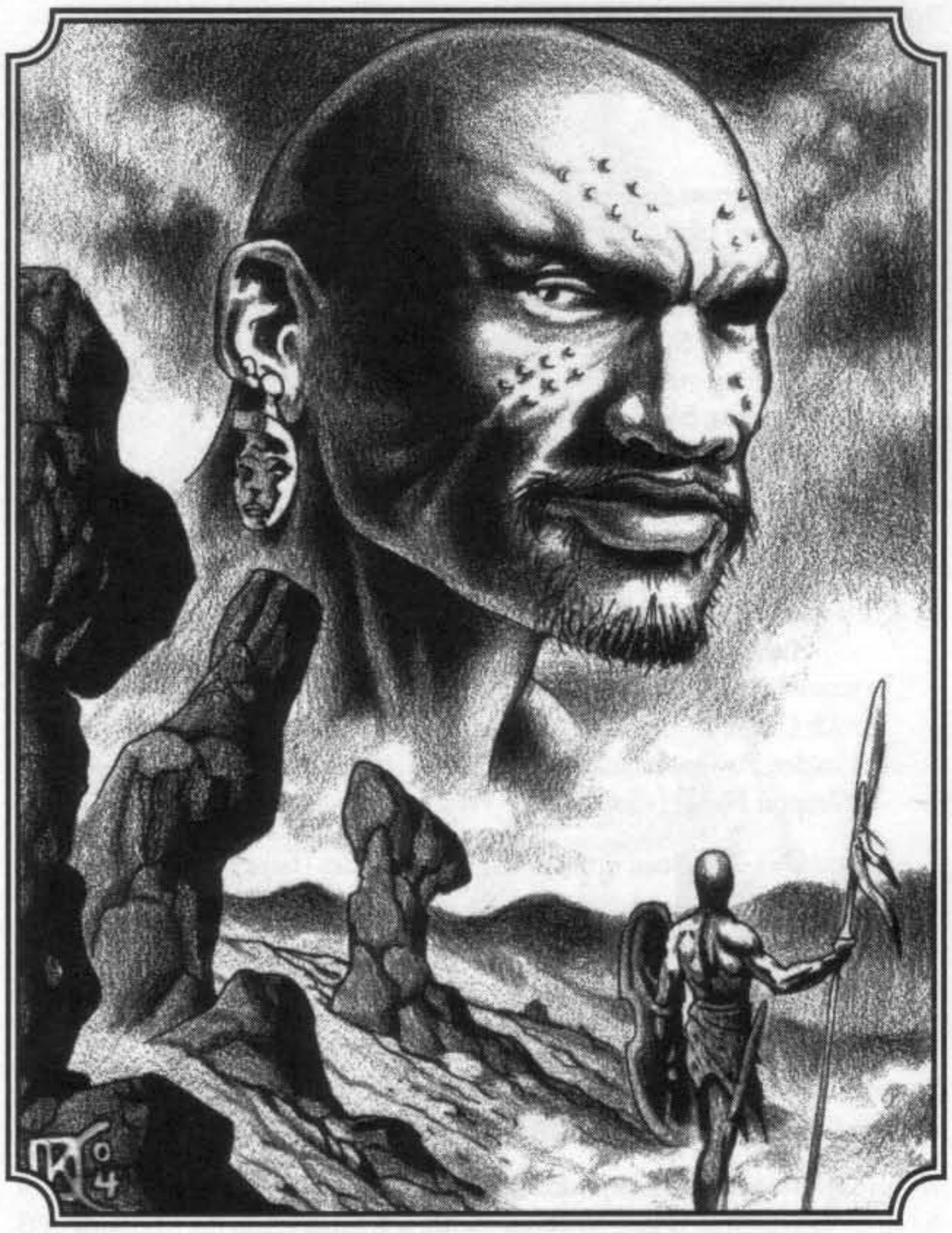
Mogaba

Novels: *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*, *Water Sleeps*, and *Soldiers Live*.

Mogaba's history is a classic tragedy. A member of the Nar tribe, he was driven his whole life to compete and prove himself to be the best: the best warrior, the best leader. When the legendary Black Company came to his home, Mogaba saw an opportunity to write himself into legend. And better, the company was lead by Croaker, an old man clearly near death. Mogaba and his men joined, sure in the knowledge that once the Nar learned the Black Company's secrets, believed they could take control and forge it back into the instrument of terror it was in their history.

But when Croaker did seem to fall, it was Lady, and not Mogaba, who took command. Worse, Mogaba found himself trapped in a city under siege, with both Nar and old school Company men. Mogaba didn't believe he could win a war from behind a wall, and insisted on sending out attack parties. He ignored the old school as much as possible, and focused on commanding the Nar. When Croaker returned and gave Mogaba an opportunity to return to the fold, Mogaba couldn't bring himself to do it.

Needing a chance to prove himself better than Croaker and the northern members of the company, Mogaba eventually turned to Longshadow and fought against his old comrades. He soon came to regret the choice, wishing he could reunite with the Company, but events and his pride wouldn't allow it. Longshadow demanded Mogaba fight the war in a particular way, which hampered the great general's ever effort to win.



Longshadow was defeated and captured, and Mogaba signed on with the Radisha, and built an army south of Dejagore, though he no longer had any Nar followers.

Working for the Radisha Mogaba, he fought against whatever remains of the Black Company he could find. At first, these were often minor conflicts with a weakened Black Company in hiding (see **Chapter One: Black Company Primer**), but eventually the full force of the Company was brought to bear. Mogaba had many victories, but came to understand his internal demons had stolen any real chance at glory he might have had. He finally rejected his role as the Company's enemy, and with a few others stole away from Taglios on a boat. He had determined to do no more harm. On that journey, river creatures summoned by Tobo in revenge for the death of Murgen, killed him.

Personality

Mogaba was competent, arrogant, and insecure. He was the greatest warrior among the Gea-Xle, but could never convince himself of that fact. More importantly, he never believed it was clear to everyone else. Everything he did, from competing among the Nar to be one the 31 warriors who joined the company to betraying the Old Crew and becoming a mercenary captain, he did to prove himself as the Great General and ultimate warrior. He could not bear to be overshadowed, and thus could not work with Croaker and the Lady once it became clear they would not die, fail, or bow down to him.

Description

Mogaba was six and a half feet of black, lean fighting muscle. He had the strength of an ox and the grace of a panther. He wore little, both as custom among his people and because no garment could be as impressive as his own flesh. He carried a Nar shield and spear. He was more dangerous than a dozen soldiers.

The following stat-block reflects Mogaba as he was during his service to the Protector.

Mogaba

Male zealot 12/great general 3; CR 15; Medium human; HD 12d12+36 plus 3d8+9 plus 18; hp 160; Mdt 32; Init +5; Spd 30 ft.; AC 18, touch 15, flat-footed 13; BAB +14; Grap +17; Atk +19 melee (1d6+7/x3, short spear); Full Atk +19/+14/+9 melee (1d6+7/x3, short spear); SQ grandmaster, maneuver and trickery, righteous wrath 3/day, strike down the infidel +3, style (tyrant); AL Power, Nar, Taglios; SV Fort +12, Ref +10, Will +12; AP 7; Str 20, Dex 20, Con 17, Int 15, Wis 13, Cha 18.

Background: None. Class skills: Balance, Hide, Move Silently, Tumble. Background Feat: Combat Expertise.

Skills and Feats: Balance +12, Climb +10, Command +27, Diplomacy +8, Hide +20, Intimidate +22, Jump +12, Knowledge (local) +4, Knowledge (religion) +5, Move Silently +20, Survival +5, Tumble +22; Combat Expertise, Cleave, Charge, Focused Troops, Inspiring Leader, Power Attack, Skill Focus (Command), Toughness (x6), Weapon Focus (short spear), Weapon Specialization (short spear).

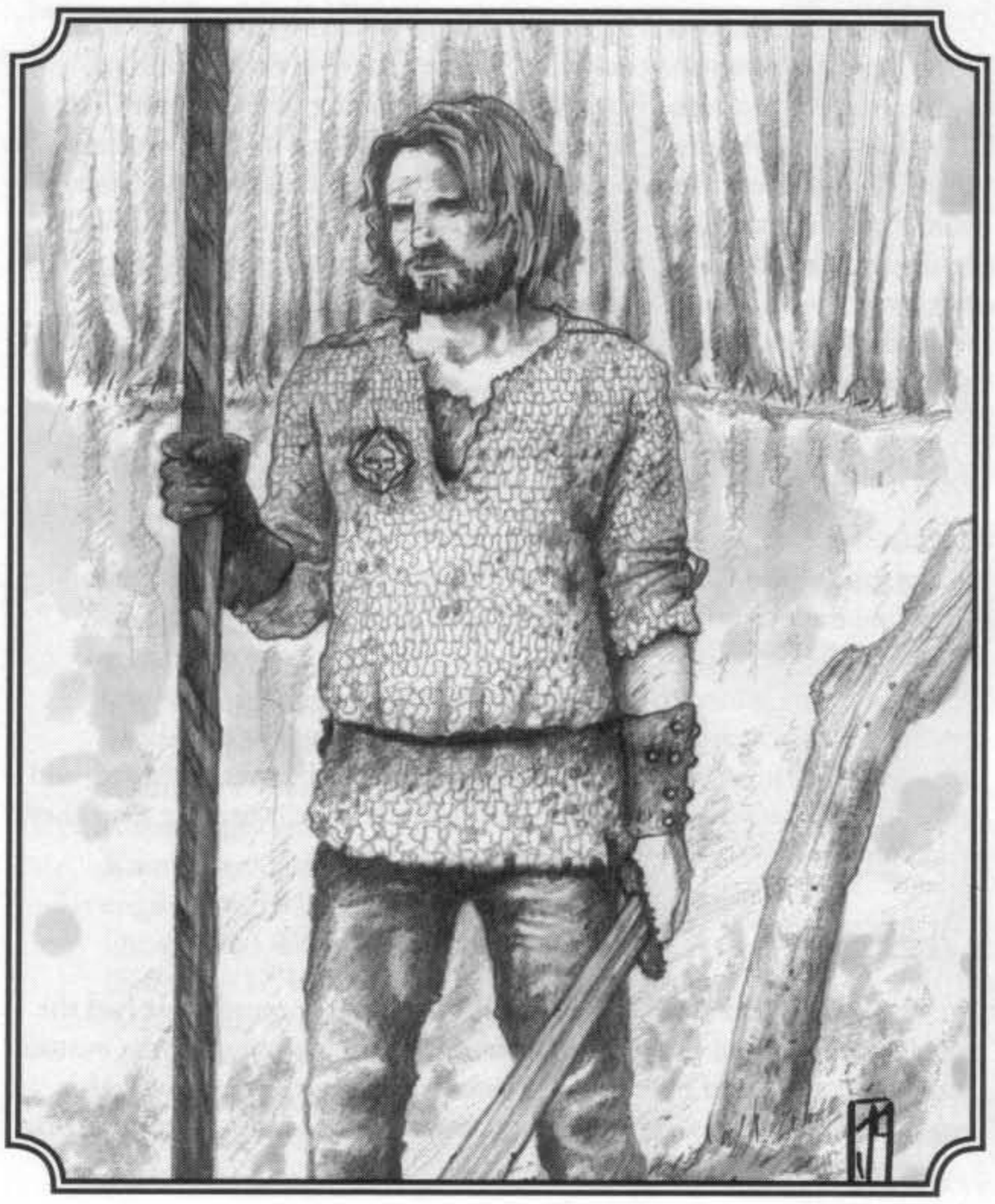
Languages: Gea-Xle (read –mastered), Jewel Cities (fair), Taglian (fair).

Possessions: Fitted leather armor, Fitted large shield, accurate short spear

Murgen

Novels: *White Rose, Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps*, and *Soldiers Live.*

Murgen grew up on a farm, the descendent of a Groghor woman and the man who captured her. Nothing exciting happened in his life until he decided farming was not for him. He joined one of Lady's armies, and found he didn't like it there either. Deserting, he found and joined the Black Company shortly after it defected from Lady's service. His homeland was destroyed by the rebel army in their struggle to free it from the peaceful tyranny of Lady's Empire.



Murgen became the standard-bearer for the Black Company in the days when it followed Darling, carrying the *lance of passion* without having any idea of its power. Murgen wanted the Annalist position, and made his intentions clear to Croaker early on. Croaker placed him in charge of the new recruits gained in Opal, and worked with him a little during the journey south. As Murgen showed he could handle leadership, Croaker placed him in charge of more and more recruits, and allowed him to work on copying and translating the recovered tomes of the Annals. In time, Murgen was Croaker's understudy as Annalist.

After the battle in which Croaker was believed to have died, Murgen bore the shame of having lost the company standard. He took up the role of unofficial annalist, and struggled to do well in his tasks. He took command of the Old Crew when they were trapped in Dejagore. There he became involved with the Nyueng Bao, and fell in love with Ky Sahra. Though never truly happy, he enjoyed his life with Ky Sahra, and studied the way of the sword Uncle Doj. This lasted until his wife was stolen away by her family after an attack, leaving no sign she lived.

With his wife lost, Murgen slipped back through time to different periods, where he relived his past as an observer. When he came back, he suffered from nasty headaches. In time, he was trapped in a stasis, and missed many years. Afterwards he reunited with Ky Sahra, and was able to just be the standard-bearer once more. Not long after, Murgen died in an ambush planned by Mogaba, his death helping to drive his son Tobo to his dark end.

Personality

Murgen was a quiet man of many sorrows with nothing to call his own outside the Company, and an outsider and lonely man even there. He regretted leaving home having never been a broad traveler (he had never seen the Tower at Charm before going there after the fall of the Dominator, and surrendered to open-mouthed awe). He was more squeamish than most soldiers around rotting corpses, but had a fair hand at taunting his foes.

When thrown into the thick of combat, Murgen became a take-charge, leader type. Trapped in Dejagore he turned sullen and serious, and afterward turned grim in most stressful situations. He wasn't good at dealing with grief, and was nearly destroyed when he believed his wife dead.

Description

Murgen was just 28 when the Lady and Darling finally defeated the Dominator. He always appeared sad, his long face drawn and haunted by dark memories. Tall and lean, Murgen had a solid frame and was a capable fighter.

The following stat-block reflects Murgen as just before he believed his wife dead.

Murgen

Male fighter 7/weaponmaster 3; CR 10; Medium human; HD 7d10+14 plus 3d8+6; hp 76; Mdt 24; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; BAB +9; Grap +10; Atk +12 melee (1d8+3/x3, Lance of Passion); Full Atk +12/+7 melee (1d8+3/x3, Lance of Passion); Face/reach: 5 ft./5 ft. (10 ft. with Lance); SQ Commander, disciplined mind, evasion, flurry of blows; AL The Black Company, his family, the Annals; SV Fort +8, Ref +10, Will +5; AP 7; Str 13, Dex 16, Con 14, Int 12, Wis 10, Cha 10.

Background: Commoner. Craft, Handle Animal, Profession, and Ride are always class skills. Murgen gains +1 skill point/level only for these skills.

Skills and Feats: Balance +6, Command +21, Hide +8, Intimidate +12, Move Silently +6, Profession (Annalist) +5, Profession (soldier) +8,

Ride +13; Charge, Cleave, Disciplined Troops, Power Attack, Skill Focus (Command), Skill Focus (Ride), Weapon Focus (longspear, long sword), Weapon Specialization (longspear, long sword).

Languages: All spoken and written Finger Speech (fair), Forsberger (mastered), Jewel Cities (fair), Nyueng Bao (fair), Shadowlander (fair), Taglian-low (fair).

Possessions: Lance of Passion, fitted chain shirt.

Sleepy

Novels: *Bleak Seasons*, *She is the Darkness*, *Water Sleeps*, and *Soldiers Live*

Sleepy's membership in the Black Company was accidental. A young girl who lived in Dejagore, she was raped repeatedly by her uncles. Her constant suffering led her to retreat within herself, to escape the pain and shame of her experiences. As Dejagore sank into the long siege, a Black Company soldier named Big Bucket rescued her, throwing one of her uncles from the walls of the city. Thereafter, Sleepy became a part of the Black Company and its youngest member.

From the start, she pretended she was a boy, hiding her gender during the years since the siege. After Croaker liberated them from the city, she stayed alongside Big Bucket, who watched over her as would a father. Having hopes of being more than just another soldier, Sleepy pestered Murgen to become the Company's standard-bearer, a task from which Murgen was glad to be free. Also, the role of the standard-bearer was a doorway to become annalist, and eventually even an officer, but Sleepy could not yet read.

Therefore, based on Murgen's empty promises, she worked hard to learn, until one day, Murgen sent her back to Taglios to carry a message to Bahn Do Trang, to carry a message back to Ky Sahra. Murgen instructed Sleepy to wait until he returned. Before he could though, the Radisha Drah sent her soldiers to round up everyone loyal to the Black Company. Sleepy fled, but Soulcatcher caught her, adopted her appearance and slipped back into the Black Company encampment. Sleepy eventually escaped with Uncle Doj's help, but not before the Black Company had fallen victim to Soulcatcher's plots on the Plain of Glittering Stone.

In the years that followed, Sleepy took greater and greater responsibility for the Black Company, fighting alongside her brothers through the disastrous Kiaulune Wars, and then orchestrating the underground movement in Taglios. Through plots of her own making, and her own keen strategies, she discovered the existence of another key to the shadowgate and a means to free the Captured from the Caves of Ice.

With Croaker and the rest freed, Sleepy officially became the new Captain. Disciplined and meticulous, she rebuilt the Black Company using recruits from Hsien and gold taken from the treasure vaults beneath the Fortress with No Name to construct an army certain to defeat Mogaba. Hungry for revenge, she wanted to punish Mogaba for his crimes committed during the Kiaulune Wars. Nothing would stop her. At the head of her new army, she boiled out of the shadowgate like the Free Companies of old, and marched straight towards Taglios.

Sleepy's determination would be her undoing, for she tackled every problem by butting heads with it. Faced with Mogaba's forces, she bulled her way through him, coming away from the battle with an indecisive and very costly victory. She lost everyone whom she had been close to including Willow Swan, Blade, and many others. Distraught, but resolved, she pressed the attack against Taglios. There, she personally led her forces through one of the narrow gates, but fell victim to one of Mogaba's lethal traps.

Personality

Though always driven, Sleepy turned to sleep to escape the horrors she experienced in her youth. Her tendency to sleep led others to see her as a bit irresponsible. Later, her devotion to the Captured drove her

to overcome her scars. She loved Big Bucket as a father, and had close friendships with many men, but because of her childhood, she would never have any romantic involvements with any of her peers. Sleepy was an expert at disguise, and could assume a variety of personas, like Sahra, from prostitutes to war veterans. Her most famous guise was Dorabee Dey Banerjae, the name of a man who died near Daka Woods in the years during Croaker's captaincy. With this persona, she took a job at the library and learned much of the Black Company's history.

Description

In her youth, Sleepy easily passed for a boy, keeping her hair short and wearing masculine clothes. Sleepy had a small scar over her left eye, causing the lid to droop and making her seem like she had trouble staying awake. As she grew older, her experiences hardened her, giving her an androgynous appearance.

The following write-up describes Sleepy during the height of her power as Captain of the Black Company.

Sleepy

Female academician 5, scout 7, great general 4; CR 15; Medium humanoid; HD 5d6+10 plus 7d6+10 plus 4d8+8; hp 83; Mdt 29; Init +2; Spd 35 ft.; AC 17, touch 12, flat-footed 15; Base Atk +8; Grap +9; Atk +10 melee (1d8+1/19-20/x3,accurate deadly longsword) or +10 ranged (1d8/19-20, light crossbow); Full Atk +10 melee (1d8+1/19-20/x3,accurate deadly longsword) or +10 ranged (1d8/19-20, light crossbow); SA ambush +2d4, sniper shot +2d6, swift sniper; SQ expanded repertoire (Command), forward observer, grandmaster, improved research +1, maneuver and trickery, style (human wave, organizer), uncanny dodge, uncanny insight (2/day); AL Revenge, the Black Company, Suvrin; Ap 7; SV Fort +9, Ref +10, Will +13; Str 12, Dex 15, Con 14, Int 17, Wis 16, Cha 15.

Background: Fugitive; Class Skills: Disguise, Gather Information, Hide, and Move Silently.

Skills and Feats: Appraise +11, Balance +8, Bluff +6, Climb +7, Command +21, Concentration +9, Decipher Script +11, Diplomacy +8, Disguise +13 (+15 acting), Escape Artist +8, Gather Information +10, Hide +12, Intimidate +13, Knowledge (geography) +11, Knowledge (history) +15, Knowledge (local: Dejagore) +7, Knowledge (local: Taglios) +7, Knowledge (religion) +11, Listen +9, Move Silently +12, Profession (annalist) +11, Research +18 (+20 historical or religious research), Ride +6, Search +11, Sense Motive +7, Speak Language, Spot +14, Survival +10 (+12 avoid hazards, getting lost, following tracks), Use Rope +5 (+7 bindings); Battlefield Dominance[B], Charge, Coordinated Attack[B], Disciplined Troops, Endurance, Fight Cautiously, Gift of Tongues[B], Judge of Character, Skill Focus (Command, Disguise, Research)[B], Spirit Walk.

Languages: Taglian-Low (Mastery-Read), Taglian-High (Mastery-Read), Sangel (Good-Read), Shadowlander (Good), Hsien (Good-Read), Stored 2 lp.

Possessions: Fitted studded leather armor, fitted heavy steel shield, accurate deadly longsword, light crossbow, 10 bolts.

Suvrin

Novels: *Water Sleeps* and *Soldiers Live.*

The last captain of the Black Company novels, Suvrin was not always the fine commander he would become. When Sleepy first found him, he was an overweight officer, shoved into one of the bleakest places in the protectorate, in charge of a small garrison at New Town. A poor leader, he was commanded all the armed forces in the Kiaulune region. Never wanting to be in the army, he served because his father wished. He was easily led, over responding to modest praise and expressions of gratitude.

He immediately latched onto the Company, drilling alongside the troops, losing his weight and becoming a real soldier. With Sleepy's help, Suvrin transformed from a grudging prisoner to a skilled soldier in service to the Black Company, though he would not join officially until the final days of Sleepy's captaincy. He became a solid young officer with maybe just a tad of hero worship for Sleepy. One could be confident that neither accidents nor stupid mistakes would happen on Suvrin's watch.

Sleepy saw something in him, and she planned for him to become her successor. After much prodding, he finally relented, and agreed to take the oath of brotherhood. After a number of bad injuries, Croaker briefly apprenticed him as annalist, though Suvrin could not read or write Taglian. Two days later, Sleepy appointed him Lieutenant of the Black Company. Soon after, Sleepy died leading a force inside Taglios, and the captaincy fell to him.

When the battle for Taglios finally ended, Suvrin decided to lead the Company back to the Land of Unknown Shadows. With none of the Old Crew left alive, Suvrin was free to forge a new life for the Black Company, free from its history of his home world. And so, with Arkana and Shukrat serving as annalists, they returned to the Abode of Ravens to begin again.

Personality

The last thing Suvrin ever wanted was to be part of the Black Company. As time passed and his friendship with Sleepy grew, he felt a growing connection to the force he helped to build. Suvrin finally did join, and when he did, he leapt through the ranks, holding each position only briefly. He is still uncertain about himself and his command, but surrounds himself with competent advisors.

Description

By the time Suvrin took over as captain of the Black Company, he had lost nearly all the fat of his youth. While certainly not muscular, he was only slightly pudgy. Short and dark, he seemed to be growing into his new role.

The following stat-block describes Suvrin when he took command of the Black Company during the battle for Taglios.

Suvrin

Male fighter 4, ranger 5, veteran 2; CR 11; Medium humanoid; HD 4d10+8 plus 5d8+10 plus 2d8+4; hp 80; Mdt 26; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +11; Grap +12; Atk +13 melee (1d8+1/19-20,accurate longsword) or +13 ranged (1d6+1/x3,accurate composite [+1] shortbow); Full Atk +11/+6/+1 melee (1d8+1/19-20,accurate longsword), +11 melee (1d6/19-20, accurate guard shortsword) or +13/+8/+3 ranged (1d6+1/x3,accurate composite [+1] shortbow); SA ambush +1d4, combat style (two-weapon); SQ commander, gauge opponent, natural trapfinding, nature sense, terrain mastery (mountains), trap sense +1, woodland stride; AL Sleepy, the Black Company; Ap 9; SV Fort +13, Ref +6, Will +4; Str 13, Dex 12, Con 15, Int 16, Wis 15, Cha 14.

Background: Officer; Class Skills: Command, Diplomacy, Intimidate, and Ride.

Skills and Feats: Bluff +4, Climb +12, Command +22, Diplomacy +7, Disable Device +8, Escape Artist +1 (+3 bindings), Gather Information +4, Handle Animal +9, Hide +6, Intimidate +13, Jump +10, Knowledge (geography) +10, Knowledge (nature) +12, Listen +7, Move Silently +6, Ride +12, Search +5, Spot +7, Survival +11 (+13 avoid hazards, getting lost, aboveground natural environments), Swim +8, Use Rope +6; Endurance[B], Iron Will, Track[B], Two Weapon Defense[B], Two-Weapon Fighting[B], Unit Toughness, Weapon Focus (Longsword), Weapon Focus (Shortsword), Weapon Specialization (Longsword)[B].

Languages: Sangel (Fair), Shadowlander (Fair-Read), Taglian-Low (Fair)

Possessions: Fitted studded leather armor, accurate longsword, accurate guard shortsword, accurate composite [+1] shortbow, 20 arrows.

Wizards of the Black Company

One of the things that set the Black Company apart from most mercenary companies was their cadre of wizards. Beginning with Tom-Tom, One-Eye, Goblin and Silent, and eventually adding such luminaries as the Lady and the very powerful Tobo, the Company could use magic to augment their tricks, bluffs and deceptions. Their wizards were never in the caliber of the Taken, but were nevertheless useful and important tools.

Arkana

Novels: *Soldiers Live*

Shortly after the Voroshk wizard tore a hole in their own shadowgate, a group of young wizards, mostly apprentices, fled their doomed land, thinking to join the Black Company. However, when they arrived, they were not accorded with respect, and in fact, they were subject to indignities beyond their imagination. Some fled back to their dying world, but a few remained. Among those who stayed was Arkana.

Arkana fled her home world, in part because she recognized the fate of her people, but also to be rid of her family, having little interest in becoming another breed mare for over eager Voroshk youths. She saw the Black Company, or rather the small band of men including Croaker, as an ideal opportunity for choosing her own destiny. She had little interest in their mission, goals, or purpose, but when she joined them, she realized quickly she had simply traded masters.

She assented to their demands, learned their language, and bided her time until she could escape. Finally, having crossed into a world strangely familiar to her own, the chance for freedom presented itself. Gromovol, one of the other Voroshk, led the escape, but in their attempt to break free, the foolish youth killed a few Company men. This led their former guardians to turn against them, resulting in the murder of one of the Voroshk youths, the injury of another, and Arkana's brutal rapes.

Since her assault, Croaker spent more and more time with her, trying to bring her out from the horrors of that night. In time, Croaker looked on her as his daughter, including Arkana with Shukrat in his new family. Arkana, though, hid the depths of her scars, and when she accompanied Croaker and Goblin to destroy Kina, she left Croaker to his fate, fleeing back to her home world. She was not prepared for the extent of her world's destruction, or for her role in repopulating the Voroshk family. She fought off her "suitors," but her time there was not long, for Croaker and Shukrat rescued her, bringing her back to the Black Company once more.

Arkana finally accepted her new life, and shared the role of Annalist with Shukrat after Croaker replaced the demon-golem Shivetya. They accompanied the Black Company back to the Land of Unknown Shadows, where it's likely she and Shukrat continue to advise Suvrin in his new role as captain.

Personality

Arkana was cold, distant, and uninterested in the daily functions of the Black Company, though she did embrace the ideals and values of the Black Company after being rescued by Croaker. Described as the brightest of the Voroshk youths who joined the Black Company on the Plain of Glittering Stone, she had a quick mind and sharp tongue.

Description

Of the Voroshk, who were all beautiful, Arkana was the most attractive, with imperious features, long flowing brown hair, and deep eyes of swirling blue. She normally wore a loose tunic and trousers, but when readied for battle, she donned the inky black Voroshk apparel.

The following stat-block refers to Arkana at the conclusion of *Soldiers Live*.

Arkana

Female wizard 10, academician 2; CR 12; Medium humanoid; HD 10d6+10 plus 2d6+2; hp 54; Mdt 25; Init +5 (+8 with shortsword); Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +6; Grap +6; Atk +6 melee (1d6/19-20, fine balanced shortsword); Full Atk +6/+1 melee (1d6/19-20, fine balanced shortsword); SQ DR 3/—, SR 20, second magnitude, uncanny insight (1/day); AL Croaker, Shukrat, The Black Company; SV Fort +4, Ref +6, Will +14; Str 10, Dex 12, Con 13, Int 18, Wis 14, Cha 19.

Background: Magician's Apprentice; Class Skills: Concentration, Detect Magic, Magic Use, and Prestidigitation; Magic Use limited by normal Magnitude plus Intelligence modifier.

Skills and Feats: Appraise +6, Bluff +20, Concentration +16, Decipher Script +19, Detect Magic +20, Diplomacy +12, Disguise (acting) +6, Forgery +6, Ghost Sound +19, Intimidate +9, Knowledge (arcana) +22, Knowledge (history) +21, Knowledge (the planes) +19, Magic Use +37, Prestidigitation +18, Research +14, Resistance +17, Search +6, Speak Language, Spot +4; Armored Caster[B], Embed Spell, Improved Initiative, Iron Will, Rapid Recovery, Skill Focus (Magic Use) (x3)[B], Spell Energy Reservoir (x2),Talent (x8)[B].

Languages: Voroshk (Good-read), Sangel (Good), Shadowlander (Good), Low Taglian (Good-read), Hsien (Good-read), Juniper (Poor), Nyueng Bao (Poor).

Spells Known (DC 19; Spell Energy 7): *Afflict*, *Armor* (+2), *Charm* (+2), *Create Electricity*, *Dispel* (+2), *Enchant* (+2), *Figment* (+2), *Sense*.

Possessions: *Voroshk attire,* fine balanced shortsword, *flying post*, Black Company Annals, keyed fetish.

Goblin

Novels: *The Black Company, Shadow Linger, The White Rose, Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps, Soldiers Live*

Goblin was One-Eye's counterpart – if One-Eye liked an idea, Goblin was against it. He was in many ways a less skilled wizard, but far more controlled and serious about his art. Though not as old or veteran as One-Eye, Goblin had been in the Black Company longer than most of its members, including Croaker. He was a trusted member of the company through its service in Beryl, the wars both for and against the Lady, and the first stages of the war against the Shadowlanders in the South.

Brave when the situation called for it, Goblin attacked the Spirit of Kina to protect many of the Black Company, and was believed dead. Sadly, Goblin was turned into an agent of Kina, unwillingly betraying his brothers, and was sent back to the Company by her to kill Narayan Singh and bring on the Year of Skulls.

Personality

Goblin was surprisingly sensitive for a profiteer, mercenary, and killer. He was fastidious even when living in a hole in the Plains of Fear, and pondered the morals of serving a tyrant. He disliked killing innocents, though he would do so when needed to protect the Company. Though motivated by a desire to cause chaos and make a profit, much like One-Eye, Goblin never lost track of the big picture, unlike One-Eye. He could be trusted to undertake sensitive missions and operate in enemy territory without taking unneeded risks to turn an extra silver. He was often One-

Eye's watchdog, a role he relished. Goblin normally let One-Eye start one of their famous squabbles, but Goblin was the most likely to win it, and when he didn't things turned nasty. His fastidious nature encouraged him to be prepared, and he often had a nasty trick or two up his sleeve for emergencies, and was far more likely than Silent or One-Eye to walk around with a spell stored.

Goblin also had his nasty side. He loved making a game out of giving information, making his audience ask leading questions and saving the best bits for last. He held a special hatred for lawyers and tax collectors, and could be particularly heartless when dealing with anyone who made a living off the poor and powerless.

Appearance

Goblin is an extremely ugly, very small man. He squeaked when excited, giggled like a burbling teakettle, and danced wildly when excited. His ugliness was legendary, his face looking more like a frog's than a man's, and simply got worse as he aged. Because of his slight height (barely five feet tall) and bug-eyed face, it was impossible to determine his age, though he claimed to have known One-Eye since before Croaker's father was born, making him only a little younger than One-Eye himself.

The write-up below shows Goblin before the height of his power, but after he had gained fair mastery. This is roughly equal to Goblin's power at the Battle of Charm.

Goblin

Male wizard 12; CR 12; Medium human; HD 12d6+24; hp 68; Mdt 27; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; BAB +6; Grap +6; Atk +7 melee (1d6/19-20, shortsword); Full Atk +7/+2 melee (1d6/19-20, shortsword); SQ second magnitude; AL One-Eye, Old Crew, the Black Company; SV Fort +6, Ref +7, Will +11; AP 6; Str 10, Dex 12, Con 15, Int 18, Wis 16, Cha 21.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Goblin gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +17, Concentration +20, Detect Magic +22, Diplomacy +13, Disguise +8 (+10 acting), Forgery +10, Gather Information +14, Ghost Sound +22, Intimidate +7, Knowledge (arcana) +19, Knowledge (local) +10, Magic Use +35, Prestidigitation +20, Resistance +23, Search +6, Spot +8, Survival +6; Defy Time, Embed Spell, Skill Focus (Magic Use), Spell Energy Reservoir (x2), Spirit Walk, Talent (x10).

Languages: Speak Language – all spoken and written. Finger Speech (mastered), Forsberger (mastered), Jewel Cities (mastered), Taglian (mastered).

Spells Known: (Save DC 21; Spell Energy 8); *animate*, *armor* (+2), *awareness*, *charm* (+2), *enchant* (+2), *figment* (+2), *glamer*, *plant talent*, *sense*, *vermin mastery*.

Possessions: Traveler's outfit, short sword, dagger, 100 sp.

One-Eye

Novels: *The Black Company, Shadow Linger, The White Rose, Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps, Soldiers Live*

A "modestly accomplished" wizard of the Black Company, One-Eye was the younger brother of Tom-Tom, and, like Tom-Tom, a notorious thief and black marketer. As boys, Tom-Tom and One-Eye were sold to the wizard N'Gamo to be his apprentices after getting into some kind of trouble at home — the jungles of D'loc-Aloc (near the equator, far south of the Sea of Torments). In Beryl, One-Eye and Tom-Tom had been with the Company for many years and had seen "much of its decline."

In Beryl, One-Eye and Tom-Tom had been with the Company for many years and had seen "much of its decline." Both were over 100 years old when the Company signed on with Soulcatcher, and the Annals mentioned them going back more than a century. With Tom-Tom's death, One-Eye became the eldest brother.

One-Eye was Croaker's only medical assistant and he made a foul-tasting chicken and herb broth that "would bring new hope to the dead," though he hated medical work. He was Croaker's assistant from the time Croaker first joined up. He was also a skilled torturer, and willing to use this skill as needed. Any experienced member of the Company knew One-Eye had to be carefully watched, as he took any opportunity to make a profit (including selling food or supplies the company might need). His special watchdog was the wizard Goblin, who usually got the better of One-Eye in their legendary, and largely harmless, arcane duels.

After the forvalaka killed One-Eye's brother, Tom-Tom, One-Eye made it his life's work to kill the creature. More than once, he thought the deed done, but he eventually realized the creature had escaped him. He began enchanting a spear, layering spell after spell to make it a potent weapon against the forvalaka. Despite having strokes in his old age, he never forgot his hate of the creature, and died trying to kill it.

Personality

To One-Eye, every rule was made to be broken, and he never passed up a chance to make a little money off some shady scheme, though he didn't fully think through the consequences of his mischief and tricks very often. He had tremendous, irrepressible self-confidence and an equal sense of mischief, but was serious when he got down to business, and could behave himself when called on the carpet for causing genuine trouble and when sufficiently frightened. He had an infallible nose for hidden treasure. He cheated at cards but usually got caught. One-Eye was as good at stage magic as true wizardry.

One-Eye played off his great age and apparent frailty at every opportunity, using them as an excuse to avoid doing things he disliked (water and sailing, hard labor, the Annals, and healing work). He could move numbly when forced to, and sneak well when he had to. He was a cynic as well, entering every action sure he was going to die and claiming history was always written by those who wish to look good in it. For all his faults, One-Eye was a true friend, especially to his supposed nemesis Goblin, and surprisingly good with children (who he claimed to despise).

Description

One-Eye was a small, wizened black man over a century older than anyone else in the company, except for maybe Goblin. He wore a signature eye patch and a floppy, battered black felt hat. Despite his age, he was as spry as men Croaker's age. Even after spending years in Darling's null, without being able to use magic, he was still better off after six years without magic than most men over 100 years old. He had good sight in his remaining eye, such that at the Hole, he was the only one of several men to notice a carpet flying to the south while everyone was watching another carpet braving the edge of the null to the west.

The write-up below shows One-Eye at the height of his powers – after the fall of the Dominator but before his first stroke.

One-Eye

Male wizard 15, artificer 2; CR 17; Medium human; HD 15d6+15 plus 2d6+2; hp 79; Mdt 30; Init +3; Spd 30 ft.; AC 13, touch 13, flat-footed 10; BAB +8; Grap +7; Atk +8 melee (1d6–1/19-20, shortsword); Full Atk +8/+3 melee (1d6–1/19-20, shortsword); SQ expert artificer, reduced personal cost, second magnitude; AL Goblin, crime, the Black Company; SV Fort +6, Ref +10, Will +13; AP 8; Str 9, Dex 16, Con 13, Int 22, Wis 14, Cha 15.

Background: Con artist. Bluff, Disguise, Sense Motive, and Sleight of Hand are always class skills. One-Eye gains +1 skill point per level useable only for these skills.

Skills and Feats: Appraise +10, Bluff +10, Command +6, Concentration +21, Detect Magic +20, Diplomacy +13, Disguise +2 (+4 acting), Gather Information +4, Ghost Sound +17, Heal +10, Hide +10, Intimidate +10, Knowledge (arcana) +23, Knowledge (local) +15, Magic Use +27, Move Silently +10, Prestidigitation +16, Profession (herbalist) +13, Resistance +17, Search +14, Sleight of Hand +22, Spot +14, Survival +2 (+4 follow tracks); Defy Time, Embed Spell, Master Craftsman, Skill Focus (Magic Use), Spell Energy Reservoir (x2), Spirit Walk, Stealthy, Talent (x13).

Languages: All spoken and written, D'loc-Aloc (mastered), Finger Speech (fair), Forsberger (fair), Jewel cities (fair), Taglian –low (fair).

Spells Known: (Save DC 19; Spell Energy 7); *animate*, *alter*, *beguile* (+2), *create energy* (*fire*) (+2), *dispel* (+2), *earth talent*, *enchant* (+2), *figment* (+2), *fire talent* (+2), *glamer*, *healing talent* (+2), *reveal* (+2), *sense* (+2).

Possessions: Traveler's outfit, short sword, battered hat, spear, Tonk deck, 500 sp.

Raven

Novels: *The Black Company, Shadow Linger, The White Rose, The Silver Spike*

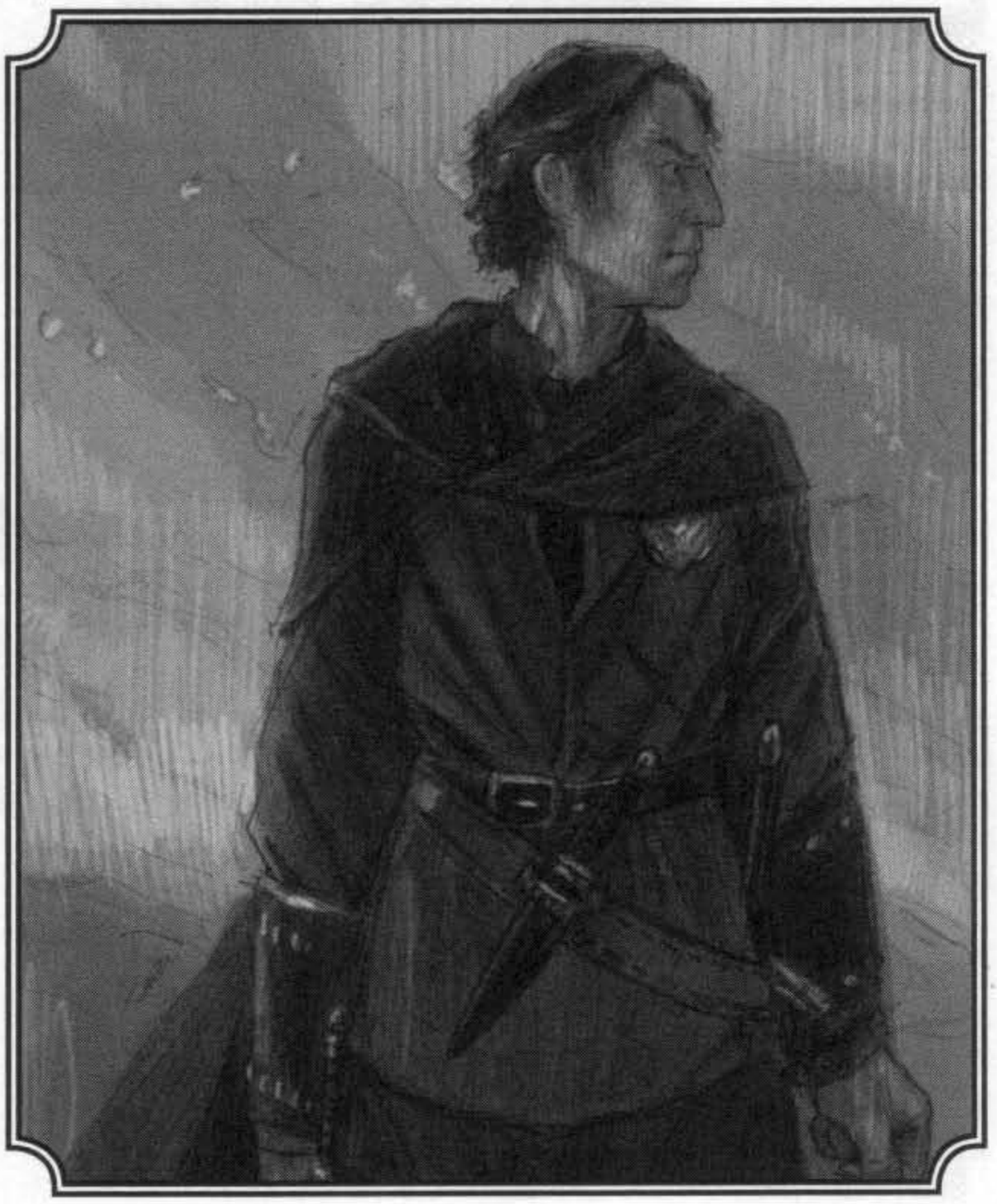
Raven was a wealthy noble of Opal who enlisted in the Black Company after earning the enmity of the Limper. A native of the Lady's Empire, and as a result of his noble status, he had met all the Taken at least once, and been taught the extinct languages of the Domination, TelleKurre and UchiTelle.

Raven's old home in Opal was among the wealthy on cliffs overlooking the sea, east of the city, where he was known as Baronet Corvo. His family allied itself with the Empire when it first moved in. Corvo's was an arranged marriage, set up by both families to mend a century-long feud. While Corvo was off on assignment on the empire's behalf—the Limper was then military governor of the Opal province—his wife fell in with the Limper's cronies and helped rob Raven's family of most of its honors, titles, and properties, framing Corvo's uncles and cousins for some crime or other so they could be executed and their properties confiscated. Corvo's family was apparently wiped out by the time he returned. The Limper assisted in this effort by sending Raven into an ambush, for as last heir to his family's titles his death would make the crime complete. Corvo survived and, still recovering from the wounds, murdered his wife and two of her lovers in the Opal Gardens, joining the Black Company and abandoning his children and his family's stolen titles.

Raven was an extremely dangerous man. He was stealthy and comfortable in cities and the wilds, a wizard of minor potential, and a skilled fighter (especially when using knives). His magic studies were very rusty by the time he joined the Black Company (sorcery was a diversion for wealthy youths avoiding legitimate studies). He was, however, a skilled and cold-blooded killer who dispatched traitors and enemy soldiers without a second thought. However, he had a soft spot for victims of senseless slaughter, especially children. This was at least in part due to guilt he felt over leaving behind young children of his own when he joined the Company.

At least in part due to this guilt, he rescued the child Darling from troops of the Limper, and even carved her a doll and sewed clothing for it. As her father figure he watched over her, and eventually realized she was the White Rose reborn, and in terrible danger. After the battle for Charm, Raven took Darling and fled, intending to sever all ties to the Company. He didn't know how to respond when Croaker stopped him and offered to help, despite staying loyal to the Company and its commission with the Lady. Raven could not learn to trust.

Once he set his loyalty on Darling, he acted with utterly pragmatic amorality on her behalf, committing murder and selling still-living humans to the demons of the Black Castle without a thought. Six years after



Charm, he lived with Darling in the Iron Lily in the slums of Juniper. He stood out there, for even in his mid-30s he was younger, tougher, and healthier than most of the inn's customers, and could obviously afford better. His stay in Juniper would not be for long. Once the Black Company arrived, he and Darling fled by ship for Chimney, but the Black Company followed. The day the Lieutenant and the surviving Old Crew showed up in Chimney, Raven apparently slipped in a public bath, hit his head, and died. The Lieutenant claimed to have recognized the corpse on a pyre, and even Darling was absolutely convinced that it was genuine. Raven had faked his death, though, for the only things he ever feared were love and commitment. When Darling grew up and came to love him as something more than a father figure, he felt he had to stage his own death to leave her with the Black Company.

Raven went to the Barrowland, showing a limp that he had not had in Chimney. Claiming to be a disabled veteran of the Limper's campaigns in Forsberg from years before, he did odd jobs around town, mainly for the Eternal Guard. Once he had been there a while he moved into Bomanz' old house, shunned and long abandoned, and began researching the keys to deciphering Bomanz's papers and learning the Lady's true name. He also attempted to investigate the Barrowland magically, but the experiment was too much for his skills and his spirit was trapped out of his body for months. Brought back to the land of the living by the Lady and the Taken, he attempted to make everything right with Darling by killing the Lady; Croaker stopped him by putting one of the Lady's black arrows in his hip. Raven's hip pained him for a long time afterward, and Darling later made it clear he had a long way to go to regain her trust.

When Darling left with Silent and the Torque brothers, Raven slipped into an alcoholic haze. Lacking a clear fight to struggle against, however, he slid downhill fast. He and Case went to Oar first, where Raven started drinking and didn't stop. When Raven sense a disturbance in the Barrowlands he found a new goal (finding Croaker and warning him of the Dominators new movement). This allowed him to focus, which gave him the mettle to give up drinking and avoid inns and taverns where he could be tempted.

When it became clear he couldn't catch up to Croaker, Raven went back north to hunt for the *silver spike* that contained the Dominator's essence without coordinating with Darling. When he finally found the *spike*, he grabbed it with his naked hand, and since he had studied sorcery, the thing possessed him completely, turning him into what would become another Dominator. At Darling's order, a centaur killed him with a javelin through the head.

Personality

Raven had an intense, powerful presence and force of personality, capable of intimidating the toughest men. He was unimpressed by and even mocked the original Taken. Raven enlisted in the Company as a regular soldier, but he was unused to calling anyone "sir." He had a forceful, charismatic personality and a knack for intimidating men more powerful than himself. He soon became close comrade of the Captain, and at the Stair of Tear, the commander put Raven in charge of a battalion of veteran regulars.

His tough guy act did not conceal his fears or feelings from everyone, however. Raven could handle life or death battle and a fate worse than death without a second thought. But having to deal with emotions, love, commitment and trust, were more than he could handle. If Raven lacked a conflict to focus on he had to look inward, and he took to drinking to avoid dealing with what he saw. Raven could not learn to reach out for help, and in the end, his inability killed him.

Description

Despite his privileged background, Raven was content with a simple, military dress and lifestyle. On enlistment, Raven wore gray, tattered, and patched clothing (though he wore more than one ring). Initially Raven typically only carried a knife or two unless on the battlefield, but after making enough enemies and concealing enough secrets, he always after wore a sword.

Darkly handsome, dusky, lean, and of modest height, Raven was probably in his late twenties when he enlisted. He had a cold, hawkish face that was too severe to ever look jovial. Raven described himself as quiet, dusky, brooding, and tall, with dark eyes. When he lived in the Barrowland, he grew out gray hair, partly as a disguise and in part as a reaction to years of a hard life.

The stat bloc below represents Raven at the height of his physical powers, but before he had once again taken up wizardry in an effort to plumb the mysteries of the Barrowlands.

Raven (Baronet Corvo)

Male fighter 8/jack-of-all-trades 4/wizard 4; CR 16; Medium human; HD 8d10+8 plus 4d6+4 plus 4d6+4; hp 100; Mdt 28; Init +4; Spd 30 ft.; AC 16, touch 14, flat-footed 12; BAB +12; Grap +15; Atk +18 melee (1d8+4, longsword), or +18 melee (1d4+4, dagger), or +20 ranged (1d4+4, dagger); Full Atk +18/+13/+8 melee (1d8+4, longsword), or +18/+13/+8 melee (1d4+4, dagger), or +20/+15/+10 ranged (1d4+4, dagger); SQ commander, emulate skill 1/day, first magnitude, sneak attack +2d6; AL Darling, Croaker; SV Fort +7, Ref +7, Will +13; AP 8; Str 14, Dex 19, Con 12, Int 18, Wis 11, Cha 17.

Background: Aristocrat. Diplomacy, Intimidate, Knowledge (nobility & royalty), and Sense Motive are always class skills. Raven gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +11, Command +17, Concentration +5, Diplomacy +11, Disguise +3 (+5 acting), Gather Information +13, Hide +20, Intimidate +18, Knowledge (arcana) +10, Knowledge (geography) +5, Knowledge (history) +12, Knowledge (local) +7, Knowledge (nobility and royalty) +18 Listen +3, Magic Use +18, Move Silently +23, Research +12, Ride +5, Search +6, Sense Motive +5, Sleight of Hand +22, Spot +12; *Jack of All Trades Class Skills*: Bluff, Command, Concentration, Gather Information, Hide, Intimidate, Magic Use, Move Silently, Research, Sense Motive, Sleight of Hand, Spot; Astral Self, Bushwhack, Far Shot, Improved Unarmed Strike, Knife Trick, Point Blank Shot, Power Attack, Precise Shot, Skill Focus (Intimidate), Skill Focus (Magic Use), Spirit Walk, Sniper, Talent (x2), Weapon Focus (dagger), Weapon Focus (longsword), Weapon Specialization (dagger), Weapon Specialization (longsword).

Languages: All spoken and written, Finger Speech (mastered), Forsberger (mastered), Jewel Cities (mastered), TelleKurre (fair), UchiTelle(fair).

Spells Known: (Save DC 15; Spell Energy 3); *reveal* (+2), *sense*.

Possessions: Fitted leather armor, accurate longsword, 4 accurate daggers, 250sp.

Shukrat

Novels: *Soldiers Live*

Shukrat was one of the Voroshk wizards who attacked the Black Company when they passed through the shadowgate into the world containing Khatovar. Like many of her peers, she was unprepared for the Black Company's arsenal, and was quickly defeated before she had a chance to strike back. At first she was their prisoner, but eventually she saw the Black Company as her family, especially Croaker.

Having never fit in among her own people, she worked twice as hard to become one of the crew. Her eagerness to be a part of the Black Company

widened the rift between her and the other Voroshk, but while they suffered suspicion, limited freedoms, and worse, Shukrat established a trust with the Company. Over time, a romance blossomed between her and Tobo, but it started to sour as he became obsessed with getting revenge for the deaths of his parents.

Shukrat, as a testament to her skills with sorcery, survived all of the wars and battles for Taglios. She rescued Croaker when Arkana abandoned him, and it was she who helped bring Arkana back. Shukrat, along with Arkana, took over the role of annalist. It is uncertain if the differences that developed between Shukrat and Tobo ever mended

Personality

Shukrat wanted more than anything to fit in. An outsider in her home world, she was always different. She liked the structure of the Black Company; she liked the familial aspects of the band, and overlooked its darker elements. She was relaxed and had a great sense of humor. She loved Croaker the best, seeing him as the father she never had.

Description

Short, well proportioned and very attractive, Shukrat was a beautiful young woman. She had long blond hair and freckles, which became more apparent when she blushed. She wore a shirt and breeches when not donning her black Voroshk robes.

The following stat-block describes Shukrat at the conclusion of *Soldiers Live*.

Shukrat

Female wizard 14; CR 14; Medium humanoid; HD 14d6+14; hp 65; Mdt 27; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 15; Base Atk +7; Grp +7; Atk +8 melee (1d6/19-20,accurate shortsword); Full Atk +8 melee (1d6/19-20,accurate shortsword); SQ DR 3/—, SR 22, second magnitude; AL Tobo, Croaker, the Black Company; Ap 7; SV Fort +5, Ref +8, Will +12; Str 11, Dex 14, Con 13, Int 12, Wis 13, Cha 18.

Background: Magician's Apprentice; Class Skills: Concentration, Detect Magic, Magic Use, and Prestidigitation; Magic Use limited by normal Magnitude plus Intelligence modifier.

Skills and Feats: Bluff +22, Command +4, Concentration +18, Decipher Script +5, Detect Magic +21, Diplomacy +9, Disguise +4 (+6 acting), Escape Artist +5, Ghost Sound +23, Intimidate +6, Jump +3, Knowledge (arcana) +21, Magic Use +31, Prestidigitation +22, Resistance +16, Speak Language; Armored Caster[B], Combat Casting, Defy Time, Dodge, Embed Spell, Improved Dodge, Iron Will, Mobility, Rapid Recovery, Skill Focus (Magic Use)[B], Spell Energy Reservoir (x4), Spirit Walk, Talent (x5)[B].

Languages: Voroshk (Good-read), Taglian–low (Good-read), Taglian–high (Good-read)

Spells Known (DC 21; Spell Energy 9): *Beguile* (+2), *Charm* (+2), *Create Fire* (+2), *Dispel* (+2), *Telekinesis* (+2).

Possessions: *Voroshk attire*, accurate shortsword, *flying post*, Black Company Annals, keyed fetish.

Silent

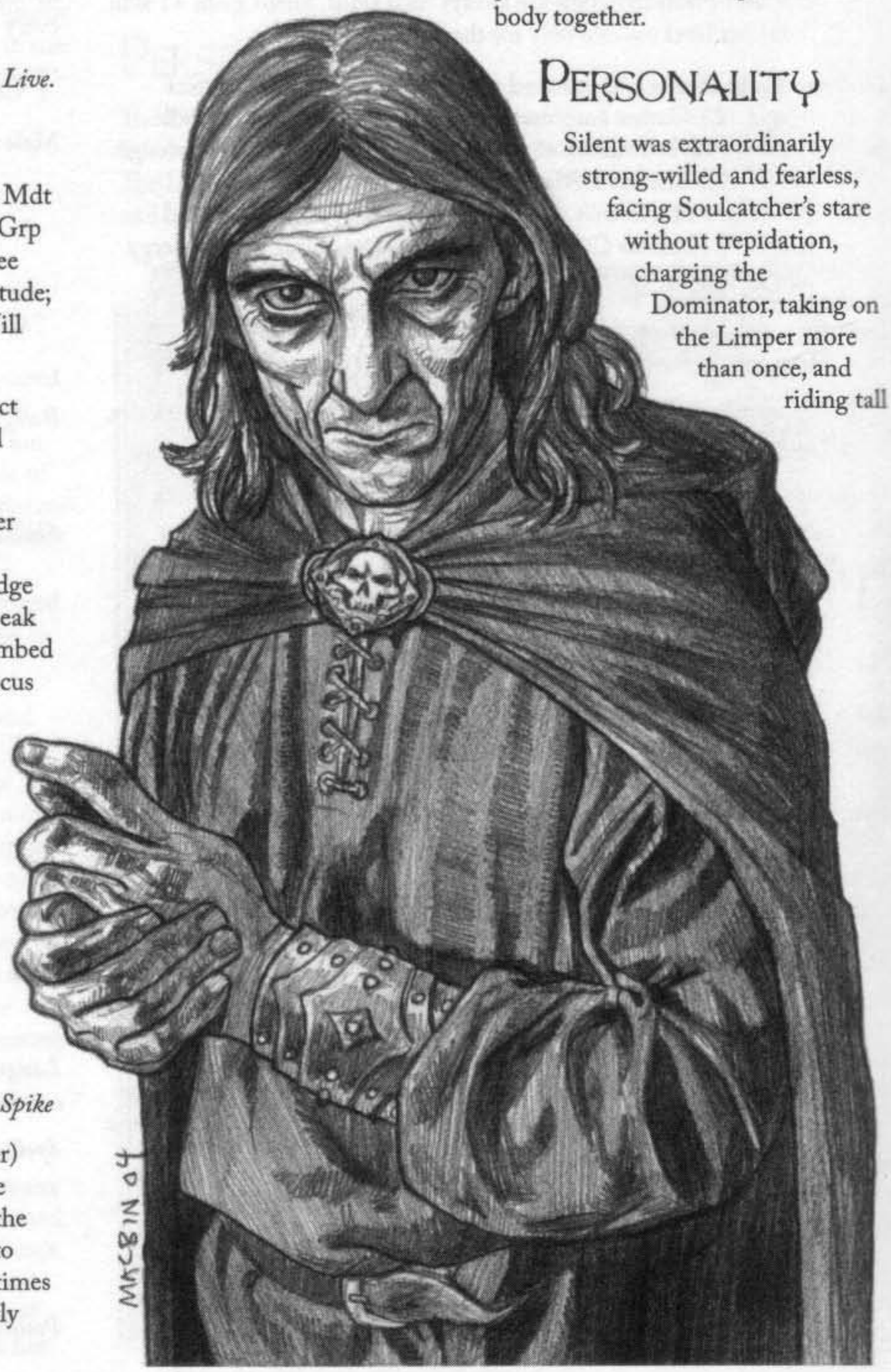
Novels: *The Black Company, Shadow Linger, The White Rose, The Silver Spike*

Silent was a wizard of the Black Company who never (or almost never) spoke and whose spells tended to be subtle and quiet. Perhaps because he didn't speak, little is known of Silent's past. Early in his service to the Black Company, he did speak, though rarely, but at some point prior to Croaker joining the company, Silent took a vow of total quiet. Many times Croaker saw Silent come close to speaking, especially when particularly angry or amused, but the wizard always caught himself.

Silent was the most dependable of the Black Company's spellcasters, though he may have lagged slightly behind Goblin and One-Eye in terms of raw power. When a mission required control, subtlety, responsibility or the ability to lead men, Silent was chosen above the other Company wizards. Even the Taken saw Silent as a better choice for special tasks, as they chose to teach him the spell of destruction when fighting the Black Castle. Silent was often able to accomplish things that seemed beyond a mage of his caliber, including successfully ambushing Limper (a Taken) and surviving direct combat with the Dominator.

Silent's loyalties slowly switched from the Black Company to Darling when she rejoined them as a young woman. Darling trusted his opinion and leaned on him for support, but he was unable to express his feeling to her. Darling might have been able to return his affections, but was unwilling to consider doing so if he could not admit them to her. Silent was driven to trying to protect her, and at the battle of the Barrowlands, Silent broke his vow to complete the ritual of naming on the Lady, despite having trouble forming the needed words.

When Darling parted ways with the Company, Silent went with her. He aided her in the effort to eliminate Limper and the dominator for the last time. He died fighting the Limper outside Oar, casting a spell that turned his own body into some kind of magic neutralizer. Silent jumped on the Limper and his flesh splashed and burned like green naphtha, dissolving the spells that held the Limper's demon-body together.



Personality

Silent was extraordinarily strong-willed and fearless, facing Soulcatcher's stare without trepidation, charging the Dominator, taking on the Limper more than once, and riding tall

through a snowstorm. Though he had a mean streak, and didn't flinch at murdering captured enemies, he was also the only member of the Company to support Croaker's desire to abandon the service of the Lady after the Battle of Charm. He supported Darling in all her endeavors as the White Rose, and gave his life to see true evil eliminated.

Description

Silent was tall, dark, and bleak, with hard, black, disillusioned eyes. He kept a small bag in a thong around his neck that usually contained strange things like putrefied bat's ears and elixir of nightmare. He carried a 14-inch silvery knife.

The stat block below represents Silent just after the battle of the Barrowlands.

Silent

Male wizard 10, fighter 2; CR 12; Medium human; HD 10d6+20 plus 2d10+4; hp 72; Mdt 26; Init +0; Spd 30 ft.; AC 11, touch 11, flat-footed 11; BAB +7; Grap +8; Atk +8 melee (1d6+1, shortsword); Full Atk +8/+3 melee (1d6+1, shortsword); SQ second magnitude; AL White Rose; SV Fort +8, Ref +6, Will +12; AP 6; Str 13, Dex 11, Con 14, Int 20, Wis 15, Cha 19.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Silent gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +7, Command +11, Concentration +17, Detect Magic +23, Gather Information +6, Ghost Sound +19, Handle Animal +12, Intimidate +14, Knowledge (arcana) +23, Knowledge (local) +10, Listen +9, Magic Use +32, Prestidigitation +20, Resistance +17, Search +7, Ride +7, Spot +7; Iron Will, Rapid Recovery, Reckless Caster, Skill Focus (Magic Use), Spell Energy Reservoir (x3), Spirit Walk, Talent (x8).

Languages: All spoken and written, Finger Speech (mastered), Forsberger (mastered), Jewel Cities (mastered), Rosean (mastered).

Spells Known: (Save DC 22; Spell Energy 9); *animal talent* (+2), *create fire*, *dispel* (+2), *fear*, *figment* (+2), *sense*, *vermin mastery*, *wards* (+2)

Possessions: Traveler's outfit, accurate short sword, silvered dagger, neck pouch of fetish props.

Tobo

Novels: *She is the Darkness, Water Sleeps, Soldiers Live*

Tobo was the son of Murgen and Ky Sahra, making him one of the first people ever to be literally born into the Black Company. Though he never respected his mother, he treated everyone else in the Company with great reverence, especially Goblin and One-Eye. Growing up a half Nyueng Bao in Taglios, he was constantly watched and treated with mistrust outside, only feeling secure when with the Company. He often disguised himself as a girl, Shiki, to gain greater mobility in Taglian society.

Tobo received schooling in the basics of magic from Goblin, and sword fighting instruction from Uncle Doj. By the time he was an adult, years of training with the best instructors had turned him into a powerful sorcerer. Lady mentioned to Croaker that she expected Tobo to approach the power level she enjoyed at the height of her empire, and that she couldn't believe he would remain a good natured, even tempered man, a belief that became prophetic.

Unfortunately, when Tobo lost both his mother and father in the fighting, he turned inward, wallowing in his grief and regrets. This pushed him over the edge. Tobo accepted the role of Thi Kim, "One who Walks with the Dead," he who was prophesized to defeat the Protector. In this new persona, he was obsessed, cruel, and mad. He would have become worse than any of the Ten had it not been for a well placed blow to his head. Tobo's recovery and whether he would continue down the road of corruption is uncertain.

Personality

With the exception of his mother, Tobo treated his elders with respect, and his friends as people whose opinions, feeling and fate mattered, and strangers as potentially worthwhile people. Despite this, he was in many ways spoiled. As the darling of the Company, he was taught anything he wished to know. He also felt trapped his entire life – by fate, by the prophecies of Hong Trey, and by the expectations of those who watched him grow up.

Description

As a youth, Tobo was scrawny and almost always dirty. As a young man, he became graceful, svelte, trim, muscled, and confident. His attire was usually practical, and though often concealed, he kept his Nyueng Bao sword with him along with a few fetish props.

This write up is of Tobo at the height of his powers to date within the Black Company series, at the end of *Soldiers Live*. He is likely the most powerful third magnitude wizard ever to exist. He can afford to spend spell energy regularly, and has an amazing +29 Magic Use check. (It's also worth noting that Tobo meets the conditions to gain a +2 synergy bonus with every spell he knows, making his effective Magic Use +31.)

Tobo (Shiki, Thi Kim)

Male wizard 26, weapon master 7, sword master 7; CR 40; Medium human; HD 26d6+16 plus 7d8+7 plus 7d8+7; hp 186; Mdt 53; Init +5; Spd 30 ft.; AC 20, touch 20, flat-footed 14; BAB +20; Grap +21; Atk +26 melee (1d10+4, Nyueng Bao sword); Full Atk +26/+21/+16/+1 melee (1d10+4, Nyueng Bao sword); SQ AC bonus, disciplined mind, evasion, flurry of blows, focus, soul of the sword, third magnitude; AL Black Company, his family, Shukrat; SV Fort +17, Ref +23, Will +26; AP 15; Str 13, Dex 18, Con 13, Int 18, Wis 15, Cha 28.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Tobo gains +1 skill point per level useable only for these skills.

Skills and Feats: Balance +16, Bluff +20, Command +14, Concentration +37, Craft (stoneworking) +7, Detect Magic +47, Diplomacy +16, Disable Device +12, Disguise +20 (+22 acting), Escape Artist +7, Gather Information +22, Ghost Sound +51, Handle Animal +14, Heal +10, Hide +12, Intimidate +19, Jump +6, Knowledge (arcana) +23, Knowledge (architecture and engineering) +9, Knowledge (geography) +9, Knowledge (history) +10, Knowledge (local) +10, Knowledge (nature) +12, Knowledge (religion) +15, Knowledge (the planes) +9, Listen +10, Magic Use +47, Move Silently +20, Prestidigitation +40, Resistance +27, Ride +12, Search +5 (+7 hidden compartments), Sense Motive +18, Spot +11, Survival +10 (+12 hazards, aboveground natural environments, other planes), Tumble +20; Cleave, Dodge, Embed Spell, Greater Dodge, Improved Dodge, Power Attack, Skill Focus (Magic Use), Spell Energy Reservoir (x5), Spirit Walk, Talent (x19), Weapon Finesse, Weapon Focus (Nyueng Bao sword), Weapon Specialization (Nyueng Bao sword).

Languages: All spoken and written, Finger Speech (mastered), Nyueng Bao (mastered), Taglian – low (mastered), Sangrel (fair).

Spells Known: (Save DC 32; Spell Energy 14); *augment* (+2), *awareness* (+2), *beguile* (+2), *create fire*(+2), *destroy* (+2), *dispel* (+2), *drain* (+2), *earth talent* (+2), *enchant* (+2), *figment* (+2), *fire talent* (+2), *glamer* (+2), *healing talent* (+2), *hold* (+2), *reflect* (+2), *shadow mastery* (+2), *telekinesis* (+2), *telepathy* (+2), *wards* (+2).

Possessions: Nyueng Bao sword, adventurer's outfit, backpack, 300 sp.

The Dominator and the Ten Who Were Taken

The Dominion was ruled by the Dominator, his Lady, and the villainous Ten who were Taken. The Dominator and Lady managed to achieve fourth magnitude on their own, though through rituals impossible for lesser mortals to manage, and kept as closely guarded secrets. The Dominator and his Lady were not gods, but could reasonably aspire to reaching the same power level, given time.

The Dominator, however, also knew he needed agents loyal to him and more powerful than any foe he might face. To this end, he created the Ritual of Taking, a process by which any other wizard could be broken down, body and soul, and rebuilt as a loyal servant. Not only were the Taken dependent on the Dominator to exist, they were brought up to fourth magnitude as well. No enemy wizard could hope to overpower the Ten who were Taken.

Of course, it was not magic that defeated the Dominator, but the lack of it. Not once but twice a being came into existence, the White Rose, who had a null field in which no magic functioned. Both times, the Dominator was unable to win victory without magic, and was imprisoned (first in the Barrowlands, and then in a rift between worlds).

The Dominator

Novels: *Shadows Linger* and *The White Rose*

The Will will reign triumphant.

—Dreams of Steel

The Dominator was a powerful sorcerer and warrior king who conquered a "hellish" empire in the north centuries before the events of the Black Company novels. He married the Lady, a sorceress too powerful for him to control outright, and magically enslaved the other greatest wizards of the age, who became the Ten Who Were Taken. His empire was infamous for its cruelty even centuries after its fall. It was thrown down by a female general known as the White Rose, who defeated the Dominator, the Lady, and the Taken. But the sorcerers were too powerful to be destroyed outright, so the White Rose imprisoned them all in a magical barrow in the Great Forest.

Like all the wizards of his age, the Dominator did his best to hide and confuse his history as a matter of protection. According to the best evidence, he came from the kingdom of Vye, where he took the alias Erin NoFather, an unlanded priest of the god Vancer, from the town of Slinger. He destroyed Slinger and laid waste to Vye, eradicating all traces of knowledge of his true name. He married the Lady, who he knew as Ardath Senjak, and took her other sisters Credence and Sylith, becoming the lover of at least one of them. Sylith became one of the Ten Who Were Taken, known as Soulcatcher (and perhaps was the lover, like other women among the Taken); Credence's husband, Barthelme of Jaunt, became another of the Taken, probably Shapeshifter. Credence's fate is unknown; the histories said she died in the fighting when the Dominator and the Lady conquered Jaunt. If she survived, she may have become another one of the Taken, perhaps Nightcrawler.

The Dominator woke along with the Lady and the Taken when Bomanz freed them, but the Lady kept him down. Despite remaining imprisoned, the Dominator was awake enough to psychically influence other wizards. According to the Lady, he touched the females among the Taken ("they'll do anything for him") and suborned members of the Circle of Eighteen who contacted him, thinking to gain power to use against her.

The rebellion that culminated in the devastating Battle of Charm was thus guided by the Dominator seeking to secure his own release with the overthrow of the Lady by the Rebel and the feuding Taken.

He nearly broke free through the black castle in Juniper, seven years after the Battle of Charm; before his downfall, he sent people out with black castle seeds, which fed on life force and grew into monstrous fortresses with magical, demonic servants. The Lady destroyed the Black Castle and all the castle seeds, and secured the Barrowland against his exerting any more influence. Eventually the Lady and the new White Rose (Darling) formed an uneasy alliance to bring about his defeat. His soul was trapped in a *silver spike*, which was to be driven into a young tree godling to be watched over forever. But even this would not last, for the *spike* was stolen and Darling called to recover it. Once the *spike* was safely regained, the White Rose, as her final act on behalf of the world, threw it into an interdimensional rift opened by the god-like Old Father Tree.

Personality

The Dominator was arrogance incarnate. Even imprisoned in the Great Barrow, Croaker could feel his absolute confidence of his eventual victory. The Dominator was so powerful he never had to learn to think tactically, and only occasionally thought to use subtlety. He believed nothing could

resist his will, and when thwarted in the least flew into a terrible rage. In truth, the Lady was the driving force

Description

The Dominator was huge, physically perfect, and handsome. He could be persuasive and seductive when it suited him, but was far more likely to be seen with a wicked smile. Just short of a god in power himself, the dominator was physically and psychically more powerful and perfect than any mortal had a right to be. His form was no longer that of a mere human, but the molded, empowered vessel of a powerful arcane spirit.

During the Dominion, he always dressed the part of conquering king, carrying sword and scepter as props rather than tools. Even unarmed and denied his magic he was able to kill dozens of trained soldiers before being brought down, and his decapitated head was still able to hurl insults. Describing the Dominator is like describing the sun or pure evil – words cannot do his physical beauty or mental darkness justice.

The Dominator

Male wizard 75, demi-power; CR 75; Medium human; HD 75d6+600; hp 865; Mdt 83; Init +13; Spd 30 ft.; AC 16, touch 16, flat-footed 11; BAB +36; Grapple +45;, Atk +45 melee (1d10+9, slam); Full Atk +45/+40/+35/+30/+25 melee (1d10+9, slam); SQ fourth magnitude; AL Himself, evil, tyranny; SV Fort +41, Ref +41, Will +43; AP 37; Str 28, Dex 20, Con 27, Int 31, Wis 19, Cha 29.

Background: Priest. Decipher Script, Diplomacy, Knowledge (history), and Knowledge (religion) are always class skills. The Dominator gains +1 skill point per level useable only for these skills.

Skills and Feats: Balance +15, Bluff +26, Command +83, Concentration +60, Craft +16 (+19 stoneworking), Decipher Script +40, Detect Magic +48, Diplomacy +46, Disguise +18 (+20 acting), Escape Artist +11, Forgery +30, Gather Information +41, Ghost Sound +42, Heal +7, Hide +8, Intimidate +64, Jump +15, Knowledge (arcana) +83, Knowledge (architecture and engineering) +20, Knowledge (geography) +30, Knowledge (history) +50, Knowledge (local) +20, Knowledge (nobility and royalty) +40, Knowledge (religion) +79, Listen +44, Magic Use +156 (+158 repair shadowgate), Prestidigitation +43, Resistance +56, Search +32 (+34 secret compartments), Sense Motive +57, Survival +10 (+12 hazards), Spot +65; Advance, Battlefield Dominance, Blind-Fight, Burst of Activity, Charge, Cleave, Combat Expertise, Combat Reflexes, Defy Time, Dodge, Dominant, Embed Spell, Forced March, Great Cleave, Great Fortitude, Improved Bull Rush, Improved Critical (longsword), Improved Disarm, Improved Feint, Improved Initiative, Improved Sunder, Improved Trip, Iron Will, Lightning Reflexes, Martial Weapon Proficiency (longsword), Mobility, Power Attack, Ritual of Taking, Skill Focus (Magic Use), Spell Energy Reservoir (x4), Spirit Walk, Talent (x47), Weapon Focus (longsword).

Languages: Speak Language – all spoken and written, Forsberger (mastered), Jewel Cities (mastered), Juniper (mastered), TelleKurre, UchiTelle (mastered).

Spells Known: (Save DC 56; Spell Energy 27); *afflict*, *air talent*, *alter*, *animate* (+2), *animal talent*, *armor* (+2), *augment* (+2), *aversion* (+2), *awareness* (+2), *banish*, *beguile* (+2), *call*, *charm*, *compel* (+2), *conjure*, *create energy* (+2), *destroy*, *dispel* (+2), *drain*, *earth talent* (+2), *enchant* (+2), *fear*, *figment* (+2), *fire talent*, *force* (+2), *foresee*, *freedom* (+2), *glamer*, *healing talent*, *hold* (+2), *light talent* (+2), *necromancy* (+2), *obscure*, *pattern*, *plant talent*, *reflect* (+2), *reveal* (+2), *sense* (+2), *shadow mastery*, *shapeshifting*, *slay*, *suspend*, *telekinesis* (+2), *telepathy* (+2), *vermin mastery*, *wards* (+2), *water talent*.

Possessions: Royal outfit.

Howler

Novels: *The Black Company*, *Shadow Games*, *Dreams of Steel*, *She is the Darkness*, *Soldiers Live*

Little is known about the tiny wizard called Howler. He is a survivor and skilled general, and a cautious planner. He is also the inventor of the flying carpets used extensively by both the dominator and the Lady, which used telekinesis to simulate flight (though they required focused concentration). The Howler stayed out of the bickering between the Taken as long as possible, and faked his death at the Battle of Charm. He moved south, and set up a bandit kingdom in Gea-Xle.

When the Black Company came and destroyed his empire, Howler allied himself with the Shadowmaster Longshadow, acting as his general and minion. Howler was unable to stop the Company, however, and was eventually captured (along with Longshadow). Later, he fell victim to the stasis trap and was frozen for some time. He was revived much later by the Black Company, and turned over to Tobo, who eventually convinced him to work for the Company, though he was closely guarded at all times. He was killed in an ambush orchestrated by Mogaba in Taglios.

Personality

Howler was a wretch and a villain, but mostly just wanted to find a place were he could be secure and left alone. He sought the path of least resistance, and worked for whatever master seemed on top at the time. Oddly, this lack of real ambition served him well, for he was one of the very last of the Taken to be destroyed.

Description

Howler is a tiny, child-sized Taken that keeps his appearance concealed. Originally, Howler was swathed in indigo wraps from head to toe. After fleeing south, he simply wrapped his body in filthy rags, making no effort to clean himself or boost his impression with fine clothes or armor.

Howler's most distinguishing feature was his shrieking. Terrible cries of anguished pain, he suffered under some sort of a curse, though what was the cause of the curse not even he ever admitted to. Part of the reason why Howler was so amenable to helping the Black Company in the end was the promise that Shivetya would cure him of his uncontrollable cries.

Howler

Male Taken wizard 35, artificer 5; CR 44; Medium human; HD 35d6+175 plus 5d6+30; hp 350; Mdt 60; Init +6; Spd 30 ft.; AC 17, touch 13, flat-footed 14; BAB +20; Grap +22; Atk +22 melee (1d3+2, unarmed); Full Atk +22/+17/+12/+7 melee (1d3+2, unarmed); SQ Cheat, complex condition, darkvision, expert artificer, fear aura, magic affinity—*Animate*, master artificer, immortal, reduced personal cost, Taken immunities, fourth magnitude, DR 5/–; AL Artifice, Power; SV Fort +20, Ref +18, Will +28; AP 17; Str 14, Dex 14, Con 20, Int 22, Wis 20, Cha 22.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Generic old Taken gain +1 skill point per level useable only for these skills.

Skills and Feats: Balance +26, Bluff +35,Command +29, Concentration +48, Detect Magic +26, Diplomacy +24, Disguise +9 (+11 acting), Escape Artist +5, Gather Information +30, Ghost Sound +23, Intimidate +43, Jump +5, Knowledge (arcana) +47, Knowledge (geography) +20, Knowledge (history) +22, Knowledge (local) +10, Listen +26, Magic Use +89, Prestidigitation +34, Research +16 (+18 history), Resistance +36, Search +12, Sense Motive +29, Spot +23, Survival +5 (+7 hazards); Dodge, Embed Spell, Forced March, Improved Precise Shot, Improved Unarmed Strike, Iron

Will, Mobility, Point Blank Shot, Precise Shot, Shot on the Run, Skill Focus (Magic Use), Spell Energy Reservoir (x10), Spirit Walk, Talent (x25), Unit Toughness.

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (mastered), TelleKurre (mastered).

Spells Known: (Save DC 33; Spell Energy 27); *afflict*, *animate* (+20), *armor* (+2), *augment* (+2), *aversion* (+2), *compel* (+2), *create fire* (+2), *destroy*, *dispel* (+2), *enchant* (+2), *fear*, *force* (+2), *freedom* (+2), *light talent* (+2), *necromancy*, *pattern*, *reflect* (+2), *reveal*, *sense* (+2), *shadow mastery*, *slay*, *suspend*, *telekinesis* (+2), *telepathy* (+2), *vermin mastery*, *wards* (+2).

Possessions: Peasant's outfit, *flying carpet* (10 feet square and 5 feet square).

Limper

Novels: *The Black Company*, *Shadows Linger*, *The White Rose*, *The Silver Spike*

A powerful wizard, one of the Ten Who Were Taken, the Limper was notorious for his corruption as a military governor and for his ruthlessness and cruelty as a military commander. He left nothing but death and desolation in his wake, slaughtering whole Rebel towns. Despite his great power, the Limper was never far from misfortune; his schemes were invariably thwarted by rivals and enemies whose cleverness he underestimated. His whole existence was "a headlong assault upon adversity."

When the Black Company signed on with Soulcatcher, there was bad blood between Soulcatcher and the Limper, and Soulcatcher warned the Company that the Limper might try to discredit them or steer the enemy toward them. After being humiliated by Soulcatcher and the Black Company in the hunt for Raker in Roses, the Limper secretly joined with Whisper and contributed to a number of debacles for the Lady's forces. The Lady had Croaker and Raven ambush and captured the Limper and Whisper. Raven turned him, though he was within his rights to kill the Taken, over to Soulcatcher who then turned him over to the Lady. The Lady tortured him but later rehabilitated him. He went on serving the Lady as her chief champion after a years-long recuperation. After that, he was confined to a small floating carpet, a "human wreckage animated by sorcery and a mad, burning will."

In the Barrowland, the Limper attempted to name the Lady's true name and shot her with an enchanted black arrow. Croaker lost his composure and attacked the old wizard, chopping his head off and mutilating his body. The Limper's body was thrown on the pyre where the Dominator's body was destroyed, but his head was buried and lost.

While the Son of Old Father Tree—standing nearby with the *silver spike* embedded in it—was too weak to stop him, the demon Toadkiller Dog dug up the Limper's head and carried it to the Great Forest shamans, who created a wicker body for him. The Limper showed them how to improve it, and then set out on an insane quest for revenge against the Lady, Croaker, the White Rose, and the world. Taking 50 tribal warriors, he first massacred the surviving Eternal Guardsmen in the Barrowland, and then ravaged Oar. After Oar, he moved southward pursuing Croaker and the Lady, attacking cities as he went and accumulating an army of desperate conscripts and savage freebooters.

His wicker body was destroyed at the Temple of Traveler's Repose by Darling's army of creatures from the Plain of Fear. With his army wiped out, too, the Limper was forced hid with Toadkiller Dog inside the Temple, where they forced surviving priests to craft him a new body made from enchanted clay. Six and a half feet tall and perfect in every detail, the Limper used spells to refresh the grease that retained moisture and kept the clay supple. In his clay body, he was physically tireless but not indestructible; a 500-pound rock brushed grease from his shoulder and

might have smashed him if it had caught him square. In his clay body with its protective spells, he was immune to fire, although it could blind him. His arms and legs were terribly powerful, devastating the deadly demons summoned by wizards in Charm to attack him.

The Limper was overpowered by demons, wizards, and most of all windwhales outside Oar where he was dumped into a massive cauldron designed to boil his clay body and flesh down to fluid. But the cauldron wasn't watched properly and he created a new body out of parts of demons that were dumped in with him. In this horrific form, he pulled free of windwhale tentacles, dragging himself towards the *spike* until Silent sacrificed himself to destroy the abomination.

Personality

The Limper's style was always unsubtle, favoring brute force whenever possible. He had a reputation for stealing the glory from other commanders. Surprisingly, the Limper was much into the social whirl of the early Domination. Rumor had it that he was lover to the woman who betrayed Shapeshifter, whom the rival Taken turned into his unique staff.

He was always power hungry, ruthless, and blunt. When he was governor of the province that included Opal—and notorious for his corruption and rotten governorship—the Limper or people near him arranged with Raven's wife and her lovers to murder Raven and steal his family's rights and titles.

Description

A small man in dingy brown clothes, he exuded a vile aura. He wore a hood and a battered, drooping leather mask, and with tangled strands of peppery gray hair protruding out from underneath. His eyes were "baleful and alive," but beneath the mask, he had the face of a mummified corpse improperly preserved, with a patch of rotted flesh beneath one eye. A square inch of lip was missing at the right corner of his mouth, and a scar ran down his forehead along left cheek.

The following write-up represents Limper just before he lost his head. For the clay bodied Limper, grant him immunity to fire damage, increase his Str to 30, DR to 10, and speed to 30. For his demon body, use the same modifications but increase the Str to 40.

Limper

Male Taken wizard 35, noble 7; CR 46; Medium human; HD 35d6+280 plus 7d8+56; hp 492; Mdt 68; Init +3;Spd 25 ft.; AC 21, touch 13, flat-footed 19; BAB +21; Grapple +26; Atk +27 melee (1d8+5, longsword); Full Atk +27/+22/+17/+12/+7 melee (1d8+5, longsword); SQ Education, contact, darkvision, diplomat, magic affinity—*Create Energy (Cold)*, immortal, inspire competence, inspire complacency, inspire confidence, inspire courage, organize +4, resources, Taken immunities, taint (7), fourth magnitude, DR 5/—; AL Lady, revenge; SV Fort +24, Ref +21, Will +24; AP 17; Str 20, Dex 14, Con 26, Int 22, Wis 14, Cha 22.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Generic old Taken gain +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +43, Command +42,Concentration +33, Decipher Script +25, Detect Magic +36, Diplomacy +33, Disguise +6 (+8 acting), Escape Artist +5, Gather Information +27, Ghost Sound +22, Hide +5, Intimidate +66, Jump +8, Knowledge (arcana) +45, Knowledge (history) +34, Knowledge (local) +31, Knowledge (nobility and royalty) +32, Knowledge (religion) +11, Listen +12, Magic Use +94, Prestidigitation +31, Research +24 (+26 history, religion), Resistance +34, Search +10, Sense Motive +17; Alertness, Armored Caster, Battlefield Dominance, Burst of Activity, Charge, Cleave, Coordinated Attack, Embed Spell, Forced March, Greater Armored Caster, Improved Unarmed Strike, Leadership, Power Attack, Skill Focus (Magic Use), Spell Energy Reservoir (x10), Spirit Walk, Talent (x20).

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (mastered), TelleKurre (mastered).

Spells Known: (Save DC 33; Spell Energy 26); *afflict*, *animate*, *augment* (+2), *awareness*, *create acid* (+2), *create cold* (+22), *create fire* (+2), *destroy*, *dispel* (+2), *drain*, *fear* (+2), *force* (+2), *hold* (+2), *light talent* (+2), *obscure*, *reflect* (+2), *reveal*, *slay*, *telekinesis* (+2), *wards* (+2).

Possessions: Accurate longsword, fitted chainmail, 600 sp.

Shapeshifter

Novels: *The Black Company* and *Shadow Games*

Shapeshifter was among the most powerful of the Ten Who Were Taken, and arguably may have been the greatest of those deathless wizards. He was the first wizard-king to be suborned and enslaved by the Dominator. He became a leader of their knights, the TelleKurre, and wore a black breastplate marked with a half-man, half-beast symbol. When the first White Rose fought to defeat the Dominator, Shapeshifter against them in the final battles in the Barrowland.

Shapeshifter was a long-time foe of the Limper, who was rumored to have been the third party to the love triangle that resulted in the woman being turned into Shapeshifter's staff. He often allied with Soulcatcher and the Hanged Man, working with Soulcatcher to recruit the Black Company in Opal for example (and killing the wizard Tom-Tom while in the form of a forvalaka). However, he did not oppose Soulcatcher and Stormbringer when they determined to let the Hanged Man die at the Battle of Charm.

Before he was Taken, Shapeshifter may have been Barthelme of Jaunt, brother-in-law to the Lady. This could explain his apparent loyalty to both Lady and Soulcatcher. Thought to have been slain in the Battle of Charm, Shapeshifter eventually appeared with his apprentice, Lisa Daele Bowalk of Juniper, in Gea-Xle in the far south, where he allied temporarily with the Lady and the Black Company. Lady sent him south after salvaging him, using the fury of the war and Stormbringer's enmity to hide the fact. He died at Dejagore when One-Eye identified him as the one who killed his brother Tom-Tom.

Personality

He was cold and detached, with a strange sense of humor. Lady believed Shapeshifter would do as she told. Of all the Taken, he alone never seemed to plan treachery, though he did allow one group of allies convince him to abandon another. He was also one of the few Taken to begin training an apprentice, showing him to have had a stronger sense of companionship, and less secretive fear, than many of his brethren.

Description

Shapeshifter was a massive monster with the appearance of a king fallen on had times. He was "as tall as a house and half as wide." Shapeshifter had an uneven, shambling walk, a wild, stringy tangle of gray hair, a filthy matted beard, and eyes that burned with an insane fire that made them impossible to meet. His voice was resonant and deep even for his size. He wore ancient, tattered red clothes and carried a long, elegantly slim staff that was a perfect reproduction of a female body. Rumor has it the staff once was his lover whom he changed to a staff when she cheated on it.

Of course, Shapeshifter could take any appearance he wished. He often moved in the form of a huge gray wolf or as a forvalaka. If he felt the need, he could become nearly anyone, from a common thug to a beautiful princess. Shapeshifter simply didn't care who saw his normal appearance, as it was just one of thousands available to him.

Shapeshifter

Male Taken wizard 35, ranger 10; CR 49; Medium human; HD 35d6+210 plus 10d8+60; hp 440; Mdt 68; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; BAB +23; Grap +27; Atk +28 melee (1d8+6, quarterstaff); Full Atk +28/+23/+18/+13/+8 melee (1d8+6, quarterstaff); SQ Ambush +2d4, darkvision, evasion, immortal, magic affinity—*Shapeshifting*, natural trapfinding, nature sense, swift tracker, Taken immunities, terrain mastery (forest, plains), trap sense +3, woodland stride, fourth magnitude, DR 5/—; AL None; SV Fort +24, Ref +21, Will +28; AP 17; Str 19, Dex 13, Con 23, Int 22, Wis 18, Cha 24.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Shapeshifter gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +35, Command +38, Concentration +31, Craft +12, Detect Magic +26, Diplomacy +17, Disguise +37 (+39 acting), Escape Artist +4, Gather Information +19, Ghost Sound +24, Heal +7, Hide +31, Intimidate +33, Jump +7, Knowledge (arcana) +38, Knowledge (geography) +20, Knowledge (history) +20, Knowledge (local) +10, Knowledge (nature) +33, Knowledge (nobility and royalty) +10, Listen +25, Magic Use +95, Move Silently + 27, Prestidigitation +32, Resistance +34, Ride +20, Search +12, Sense Motive +17, Spot +25, Survival +45; Blind-Fight, Embed Spell, Endurance, Improved Unarmed Strike, Improved Grapple, Power Attack, Rapid Recovery, Run, Skill Focus (Magic Use), Spell Energy Reservoir (x14), Spirit Walk, Talent (x24), Track.

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (mastered), TelleKurre (mastered).

Spells Known: (Save DC 34; Spell Energy 28); *afflict*, *air talent* (+2), *alter*, *animate*, *animal talent*, *augment* (+2), *aversion* (+2), *awareness*, *compel*, *conjure*, *destroy*, *dispel* (+2), *drain*, *enchant* (+2), *figment* (+2), *healing talent*, *hold*, *obscure* (+2), *reflect* (+2), *reveal*, *sense* (+2), *shapeshifting* (+22), *slay*, *wards* (+2), *water talent*.

Possessions: Staff (functions as a fetish prop for air talent, animal talent, compel, healing talent, and shapeshifting).

Soulcatcher

Novels: *The Black Company*, *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*, *Water Sleeps*, *Soldiers Live*

In many ways, the story of Soulcatcher is the story of the Black Company. She hired them for the Lady, and it was in her service they survived their first encounters with the Limper and came to the Lady's attention. In addition, it was her plans they foiled when battling the Dominator, ensuring her lover would never rejoin her again. Soulcatcher spent the rest of the series trying to destroy the Black Company and the Lady (though perhaps not Croaker, at least initially), and she was responsible for many of their greatest hardships and tragedies.

Personality

Soulcatcher was driven by her desire to live in luxury, free her lover (the Dominator), and destroy her enemies. She was jealous of her sister, the Lady, and worked to bring about her downfall, though not at the cost of Soulcatcher's comfort. Though an amoral killer, in many ways Soulcatcher just wished to find companionship and acceptance, and she enjoyed being treated as "just one of the boys" when operating with the Black Company. She was obviously a student of human nature, and could guess what people were thinking based on nothing more than their expression. This helped her to plot with multiple factions at once, and to manipulate her foes into harming each other and doing her dirty work for her.

Once thwarted Soulcatcher went to great lengths to gain revenge. Although she always wished for comfort and security, once Lady and the Company defeated the Dominator, Soulcatcher took great risks to destroy them. She may initially have just wished to defeat and humiliate the Lady, and perhaps win Croaker's affection, but once spurned by him she was implacable.

Description

Soulcatcher was physically much like her sister, the Lady, though she went to great pains to hide this for most of her life. Her normal outfit was black leather armor with a black morion, which entirely concealed her head, making it difficult to determine her gender. She wore silver badges showing a skull with broken teeth on a black background, and used this as her symbol when commanding troops. She always carried a dagger with an uncut ruby in the pommel, and if expecting trouble often had a longsword and longbow; she was an expert with both. When traveling, she surrounded herself with luxury whenever possibly, though she could survive by herself in the wilderness when the situation called for it.

She was short, though not as small as Stormbringer or Howler, and more graceful than either. Despite this, her very presence was chilling, even to experienced soldiers. Her voice was worse, for every time Soulcatcher spoke it was in a different voice, ranging from that used by a gruff, hard man to the giggles of a child. This effect was the result of a slight taint, combined with a powerful *Necromancy/Slay* combination spell that allowed her to become a cloud of darkness that killed a man, and steal the voice of her victim.

The following write up is for Soulcatcher as she appears in the Books of the North, before her beheading.

Soulcatcher

Female Taken wizard 35, jack-of-all-trades 10; CR 49; Medium human; HD 35d6+175 plus 10d6+50; hp 405; Mdt 65; Init +3; Spd 30 ft.; AC 19, touch 13, flat-footed 17; BAB +23; Grapple +28; Atk +30 melee (1d8+5/17-20, longsword) or +27 ranged (1d8+4/19-20/x3, longbow); Full Atk +30/+25/+20/+15/+10 melee (1d8+5/17-20, longsword) or +25/+25/+20/+15/+10/+5 ranged (1d8+4/19-20/ x3, longbow); SQ darkvision, magic affinity—*telepathy*, immortal, Taken immunities, fear aura, fourth magnitude; AL None; SV Fort +24, Ref +24, Will +27; AP 22; Str 20, Dex 14, Con 20, Int 22, Wis 14, Cha 22.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Soulcatcher gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +44, Command +52, Concentration +30, Craft + 12, Decipher Script +20, Detect Magic +23, Diplomacy +32, Disguise +5 (+7 acting), Gather Information +43, Ghost Sound +22, Hide +22, Intimidate +41, Jump +8, Knowledge (arcana) +37, Knowledge (geography) +20, Knowledge (history) +20, Knowledge (local) +18, Knowledge (nobility and royalty) +10, Knowledge (religion) +11, Listen +20, Magic Use +97 (+99 repair shadowgate), Prestidigitation +31, Resistance +33, Search +12, Sense Motive +43, Spot +33, Survival +12 (+14 avoid hazards),; Jack of all trades class skills: Command, Diplomacy, Gather Information, Hide, Intimidate, Listen, Magic Use, Move Silently, Search, Sense Motive, Spot, Survival; Advance, Armored Caster, Cleave, Combat Reflexes, Disciplined Troops, Embed Spell, Far Shot, Greater Armored Caster, Improved Critical (long bow), Improved Critical (longsword), Martial Weapon Proficiency (longsword), Point Blank Shot, Power Attack, Precise Shot, Rapid Fire, Skill Focus (Magic Use), Spell Energy Reservoir (x9), Spirit Walk, Talent (x21), Weapon Focus (long bow), Weapon Focus (longsword).

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (mastered), Taglian (mastered), TelleKurre (mastered).

Spells Known: (Save DC 33; Spell Energy 28); *afflict*, *alter*, *augment* (+2), *awareness*, *beguile* (+2), *call*, *compel* (+2), *conjure*, *dispel* (+2), *enchant* (+2), *fear*, *foresee*, *hold* (+2), *necromancy* (+2), *reflect* (+2), *reveal* (+2), *sense* (+2), *shadow mastery*, *telekinesis* (+2), *telepathy* (+22), *wards* (+2)

Possessions: Fitted leather armor, accurate longsword, accurate +4 mighty composite bow, 20 arrows.

Generic Old Taken

Many of the original Ten Who Were Taken are just too mysterious, and have too little scene time in the *Black Company* books, for much to be known about them. Bonegnasher, The Faceless Man, The Hanged Man, Moonbiter, Nightcrawler, and Stormbringer are ancient, wicked, powerful sorcerers with powers beyond any modern wizard, but their exact powers, and in some cases appearance, are not well described. A GM wishing to use them should take the generic old Taken write-up presented below, and modify it as he wishes. A brief description of each Taken is given below.

This stat block can also be used for similar ancient evils the Black Company never ran into. Similarly, if somehow one of the Lady's Taken survived, it might well grow to this level of power eventually.

Bonegnasher

Bonegnasher was described as "eight feet tall and six hundred pounds of iron mean muscle," with a mouth like a crocodile and "little piggy eyes." Bonegnasher was definitely male. Old stories also called him Bonecrusher for his strength. He typically went shirtless. He was strong enough to hold a forvalaka helpless and chew on its shoulder. He was supposedly killed fighting Stormbringer in the Battle of Charm. While there is no evidence Bonegnasher survived, if he did he would make an excellent nemesis for anyone operating in the Lady's old northern empire.

To make the generic Taken act like Bonegnasher, increase its Strength score to 36, give him the bite special ability, spend one feat on Improved Grapple, and give him magical aptitude with augmentation.

The Faceless Man

Also called the Nameless Man, he was supposedly killed in the Battle of Charm in the feud among the Taken. His appearance is unknown. No body was ever produced. While there is no evidence The Faceless Man survived, if he did he would make an excellent nemesis for anyone operating in the Lady's old northern empire.

A GM can make any changes he wishes to the generic Taken to represent The Faceless Man, since the Taken is never defined as having any particular powers.

The Hanged Man

Described as improbably tall and lean, with a swollen and purpled neck, his head twisted far to one side, and his face was frozen into a bloated, strangled expression. When first seen he spoke with Soulcatcher and Shapeshifter in TelleKurre. Soulcatcher nicknamed him Crooked Neck. He was apparently killed when Harden threw a sword into his head. The Hanged Man worked the blade from his skull, tried to speak but failed, and dying noisily while Soulcatcher, Stormbringer, and Shapeshifter watched.

A GM can make any changes he wishes to the generic Taken to represent The Hanged Man, since the Taken is never defined as having any particular powers. If a GM wants to use the Hanged Man as a survivor, he should likely be given either figment or necromancy, to explain his apparent death.

Moonbiter

Moonbiter was an aggressive, fierce combat leader. He was supposedly killed in the Battle of Charm in the feud among the Taken. His appearance is unknown. No body was ever produced.

A GM can make any changes he wishes to the generic Taken to represent Moonbiter, since the Taken is never defined as having any particular powers or traits.

Nightcrawler

Nightcrawler was likely one of the three female taken, but this is not certain. She may have been Credence Senjak, Shapeshifter's ex-wife, one of the Dominator's lovers and the Lady's sister (see notes on The Lady, above). Nightcrawler spent the battle for Lords feuding with Shapeshifter, who was loyal to the Lady. Supposedly, she died at the Battle of Charm. Her appearance is unknown. No body was ever produced. While there is no evidence Nightcrawler survived, if she did she would make an excellent nemesis for anyone operating in the Lady's old northern empire, especially since she may know many of the Lady's old secrets.

A GM can make any changes he wishes to the generic Taken to represent Nightcrawler, since the Taken is never defined as having any particular powers or traits.

Stormbringer (Stormshadow)

Stormbringer was one of the three female Taken. Described as being small like a child, she was an expert in weather magic, and had a talent for mockery. She was apparently one of the Taken conspiring with Soulcatcher against the Lady and was supposedly killed fighting Bonegnasher in the Battle of Charm. She actually fled south and became one of the Shadowmasters, known as Stormshadow. She was destroyed after being defeated by Shapeshifter in Dejagore when it first fell to the Black Company.

To make the generic Taken represent Stormbringer, increase her Dexterity score to 20, and give her magical aptitude with air talent. By the time she took the role of Stormshadow, she also had the shadow mastery spell.

Generic Old Taken

Male or female Taken wizard 35; CR 39; Medium human; HD 35d6+175; hp 300; Mdt 55; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; BAB +18; Grap +23; Atk +24 melee (1d8+5, longsword); Full Atk +24/+19/+14/+9 melee (1d8+5, longsword); SQ darkvision, magic affinity, immortal, Taken immunities, fourth magnitude, DR 5/—; AL None; SV Fort +18, Ref +18, Will +21; AP 17; Str 20, Dex 14, Con 20, Int 22, Wis 14, Cha 22.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Generic old Taken gain +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +41, Command +29, Concentration + 30, Decipher Script +20, Detect Magic +21, Diplomacy +22, Disguise +6 (+8 acting), Gather Information +15, Ghost Sound +20, Intimidate +22, Knowledge (arcana) +35, Knowledge (geography) +20, Knowledge (history) +20, Knowledge (local) +10, Knowledge (nobility and royalty) +20, Knowledge (religion) +10, Listen +10, Magic Use +87, Prestidigitation +30, Resistance +30, Search +10, Sense Motive +15, Spot +15, Survival +2 (+4 avoid hazards), 43 additional skill points divided as you wish; Battlefield Dominance, Burst of Activity, Cleave, Embed Spell, Forced March, Martial Weapon Proficiency (longsword), Power Attack, Skill Focus (Magic Use), Spell Energy Reservoir (x12), Spirit Walk, Talent (x20).

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (mastered), TelleKurre (mastered).

Spells Known: (Save DC 33; Spell Energy 29); Choose any 20 spells.

Possessions: Accurate longsword.

The Lady's Taken

When Whisper was captured by the Black Company and delivered to the Lady, the powerful empress revealed that like the Dominator, she could Take. Her Taken were never as powerful as the original Ten, but they were entirely loyal to her, and significantly more powerful than the Rebel Wizards who opposed them. Lady's Taken retained the names they had used as Rebels, and dressed in matching uniforms. Their weakness compared to the Dominator's crew of villains was not some fault in the Lady's Ritual of Taking. Rather, her sorcerer slaves simply weren't as old and experienced as the original Taken. Given a century to grow into their powers and expand their wickedness, her Taken certainly could have become the equal of any of the Ten.

None of the Lady's Taken are different or powerful enough to rate an entire stat block. Instead, they are variations of a theme, and represented by the Generic new Taken write-up. Not only can it be used for any of the Lady's servants, it is an excellent basis for writing up new villains of a similar power level, possibly including wizard warlords from off the Glittering Stone, or even mysteries such as Moonshadow.

Benefice

He was a sorcerer who became one of the Lady's new Taken in the years after Juniper's fall. He governed Rust, and had a great talent with flying carpets.

Blister

A sorcerer and powerful necromancer, he became one of the Lady's new Taken in the years after Juniper's fall. Lady entrusted him with governing Thud. He survived the War in the north but Lady stripped him of his powers. Either Scorn or Blister was female.

The Creeper

This wizard became one of the Lady's new Taken in the years after Juniper's fall. Charged with governing Frost, he survived the war in the north but fell from power when Lady stripped him of his magic.

Feather

Feather was one of the Circle of Eighteen, who was wedded to Journey shortly before the Battle of Charm. Captured by the Black Company, she was Taken by the Lady. She died in Juniper when her flying carpet *exploded after being blasted from the sky at the Battle of the Black Castle.* Before she died, she was one of the conspirators working with Whisper to destroy the Black Company.

Journey

Journey was also one of the Circle of Eighteen. Wed to Feather shortly before the Battle of Charm, the Black Company captured him to become one of the Lady's new Taken. Though he survived the wars in the north, when Lady lost her powers, so too did Journey.

Learned

Ruler of Rue, he became one the Lady's new Taken in the years after Juniper fell. Like Blister and the Creeper, he lost his powers when the Lady was named.

Scorn

Governor of Hull, Scorn, possibly one of the female new Taken, was elevated sometime after Juniper fell.

Whisper

One of the Circle of Eighteen, a powerful Rebel wizard-general who was cousin to Harden. Whisper was said to be the best known of the Circle for her brilliant strategies in the east, for her thoroughness, and for the discipline of her troops. Soulcatcher called her a genius but a loner and said her heart was "as black as the night of Hell." She was wide, hard, and homely, but with a cool, young, melodious voice; she wore leather armor and a leather helmet. She was tough, still trying to pull a sword and say a spell after being hit in the temple by a softheaded arrow and being kicked in the head.

Whisper was captured by Croaker and Raven and was the first wizard to be Taken by the Lady. She tended to be fair with her troops but was hard when they didn't perform. Croaker considered her probably the best general since the original White Rose. She was a better carpet flier than Journey and Feather, but not as good as the Limper. In Juniper, she plotted with Feather to destroy the Black Company. A huge, lithe, surprisingly fast bodyguard in black escorted her. She survived the war in the north, but Lady stripped her of her powers.

To use the generic new Taken for Whisper, change her background to Officer and spend 4 skill points on Command. This increases her Command check to +39. Spend feats on Disciplined Troops, leadership, and Skill Focus (Command) (bringing her Command check up to +42). Spend her remaining feats on melee combat and Command feats.

Generic New Taken

Male or female Taken wizard 31, Taken; CR 35; Medium human; HD 31d6+124; hp 235; Mdt 49; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; BAB +16; Grap +20; Atk +21 melee (1d8+4/19-20, longsword); Full Atk +21/+16/+11/+6 melee (1d8+4/19-20, longsword); SQ darkvision, immortal, Taken immunities, fourth magnitude; AL None; SV Fort +15, Ref +16, Will +19; AP 15; Str 18, Dex 14, Con 18, Int 20, Wis 14, Cha 20.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Generic new Taken gain +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +30, Command +24, Concentration +30, Decipher Script +20, Detect Magic +22, Diplomacy +23, Disguise +5 (+7 acting), Gather Information +17, Ghost Sounds +20, Intimidate +22, Knowledge (arcana) +30, Knowledge (geography) +15, Knowledge (history) +15, Knowledge (local) +10, Knowledge (nobility and royalty) +10, Knowledge (religion) +10, Listen +10, Magic Use +73, Prestidigitation +30, Resistance +30, Search +10, Sense Motive +15, Spot +15, Survival +2 (+4 avoid hazards, follow tracks), 34 additional skill points divided as you wish; Battlefield Dominance, Embed Spell, Forced March, Martial Weapon Proficiency (longsword), Power Attack, Skill Focus (Magic Use), Spell Energy Reservoir (x10), Spirit Walk, Talent (x10), +9 feats unspent.

Languages: All spoken and written, Forsberger, Jewel Cities (both mastered).

Spells Known: (Save DC 30; Spell Energy 26); Choose any 10 spells.

Possessions: Accurate longsword.

Other Wizards

There are many wizards beyond those employed by the Black Company, the Dominator and the Lady. Magic is power, and many wizards rise to positions of great power. It's a natural combination for magic and military or political power to go together, and even religions are often led by powerful mages. Once a wizard reaches a certain level of ability, he has no choice but to get involved in the maneuvers of the rich and powerful around him. He must either accept a role as a pawn to another, or struggle to become a master in his own right.

Bomanz

Novels: *The White Rose* and *the Silver Spike*

Bomanz was one of the most important figures in the history of the Lady's dominion, for he was the wizard who made it possible for her and the Ten Who Were Taken to be released. Bomanz, whose true name was Seth Chalk, craved knowledge of the old Domination. He spent decades in the Barrowlands disguised as an antiques dealer, mapping out the barrows and secretly researching the True Names of all the Taken. It was his papers that fell into the hands of Whisper, and later Croaker, which eventually provided the True Name of the Lady.

When Bomanz realized his actions allowed the cultists to restore the Lady, he went into the Barrowland, armed with her true name, in an effort to prevent her resurrection. But he was frozen while battling a great dragon that was the last ward in the Barrowland. For the next century, all believed the wizard dead, but in truth, he survived, frozen, until Darling and the Lady forged an alliance to prevent the Dominator from escaping his barrow. Bomanz assisted them and was apparently killed again by the same dragon believed to have taken his life years earlier.

Once again, his death was not as it appeared. Bomanz faked his destruction and fled to Oar, where he lived incognito as an astrologer. When he sensed the disturbance of an Eternal Guard amulet in the Barrowland, he rushed immediately to see what happened—despite his fear of what he might find. He eventually joined forces with Darling to once more bring down the Dominator, and found he was drawn to the White Rose's compassion and openness. Bomanz was apparently killed for the last time fighting the demon-bodied Limper. It's conceivable that Bomanz survived and ducked out of sight—as he survived apparently being devoured by the massive dragon in the Barrowland, twice—but there's no indication of this, and after all he had gone through with Darling and Case, it seems unlikely that he would not have let them know he survived.

Personality

As an antiques dealer, Bomanz was an affable, harmless digger cowed by the Eternal Guard and left sloppy digs behind him. For years, he played the part of an obsequious, cowardly merchant. The fact he could maintain this ruse for so long (and so completely) says volumes about Bomanz' true force of will and determination. Once he dropped his persona, he revealed himself as decisive, confident, ruthless, and precise. His strong force of will gave him a presence of authority that allowed him to order around soldiers who should have been trying to arrest him.

Bomanz was also sharp-witted and a good judge of character. He quickly saw the Lady was not wholly given over to evil, and knew some tension existed in the relationship between her and Croaker. Had he been able to question the Lady without releasing her, Bomanz might well have become the most powerful wizard of his age.

Description

Bomanz was a short, fat, easily winded old man who led a sedentary lifestyle, and was unsuited to long trips. He was nevertheless surprisingly

quick and strong, though not so much so that he could defeat a soldier in armed combat. Bomanz was also a master of disguise, able to take a role and maintain it for years, even decades, without breaking character. He was attached to no one particular style of dress or mannerism, and could fade from sight quickly if given cause.

Bomanz

Male wizard 27; CR 27; Medium human; HD 27d6+27; hp 121; Mdt 35; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; BAB +14; Grap +15; Atk +15 melee (1d6+1/19-20, shortsword); Full Atk +15/+10 melee (1d6+1/19-20, shortsword); SQ third magnitude; AL None; SV Fort +8, Ref +14, Will +17; AP 18; Str 13, Dex 14, Con 8, Int 20, Wis 14, Cha 23.

Background: Scholar. All Knowledge skills are always class skills. Bomanz gains +1 skill point per level useable only for these skills.

Skills and Feats: Appraise +15, Bluff +19, Command +8, Concentration +29, Craft (any) +8, Detect Magic +37, Ghost Sound +32, Heal +7, Hide +5, Intimidate +25, Knowledge (arcana) +33, Knowledge (history) +17, Magic Use +57, Prestidigitation +21, Profession (antiquities dealer) +10, Profession (herbalist) +10, Resistance +28, Search +23, Sense Motive +17, Spot +18; Astral Self, Combat Casting, Rapid Recovery, Skill Focus (Knowledge [arcane]), Skill Focus (Magic Use), Spell Energy Reservoir (x9), Spirit Walk, Talent (x13).

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (fair), TelleKurre (fair).

Spells Known: (Save DC 29; Spell Energy 16); *afflict* (+2), *awareness*, *call*, *compel*, *conjure*, *create energy* (*fire*) (+2), *dispel* (+2), *figment* (+2), *glamer*, *light talent* (+2), *sense*, *slay*, *wards* (+2).

Possessions: Traveler's outfit, short sword, 100 sp.

Booboo

Novels: *Bleak Seasons*, *She is the Darkness*, *Water Sleeps*, *Soldiers Live.*

The creature who was to become the Daughter of Night was stolen from her mother shortly after being born. Never named, she was merely a vessel for Kina's will. Croaker and Lady ironically nicknamed her Booboo and the name stuck. Her real parents long hoped to be reunited with their lost daughter and give her a proper name (at least by Black Company standards). But, such a reunion never happened.

To the cult of the Deceivers, Booboo was the Daughter of Night, the avatar of Kina destined to bring about the Years of the Skulls. Because she was the daughter of two captains of the Black Company, her efforts, and her cult, were constantly hunted and harried. Even when the Black Company was weak, the other forces of the region did their best to stamp out the Deceivers, as no one wanted Kina to return except Booboo's followers. Though Booboo was captured more than once, she always managed to escape. When the Books of the Dead were destroyed, she transcribed out a new set. Despite who gave birth to her, she was truly Kina's daughter, and able to feel the goddess' will. She had the power to make all those who saw her love her, though the extend of her abilities never worked on Goblin/Khadidas.

In the end, Booboo was captured by the Lady, and given one final chance at redemption. Instead, she tried to kill her mother with a rumel, forcing Croaker to kill her in turn. With the Daughter of Night dead, the Year of the Skulls was stopped, and the plans of Kina foiled for all time.

Personality

Though the Lady never wished to believe Booboo was beyond redemption, the influence of Narayan Singh and the goddess Kina twisted her daughter

into one of the few beings truly given over wholly to evil. Booboo cared about nothing but bringing about the Year of Skulls, and would have made any sacrifice without compunction to accomplish that goal. A Deceiver, Booboo killed men in their sleep, and thought nothing of manipulating the Deceiver cult to her own ends. She was a black-souled bitch, with nothing left to redeem.

Description

Booboo closely matched her mother, the Lady, in appearance. She was graceful, lithe, slim, dark haired, fair skinned, and extremely attractive. However, her constant flight from the Black Company often resulted in the Daughter of Night looking like a beggar, dressed in rags and covered in filth (though fetching, nonetheless).

The write-up below represents Boo-Boo at the height of her power, as she nearly succeeds in bringing about the Year of Skulls.

Booboo (The Daughter of Night)

Female wizard 26, zealot 10, Deceiver 4; CR 40; Medium human; HD 26d6+26 plus 10d12+10 plus 4d8+4 plus 15; hp 210; Mdt 53; Init +9; Spd 30 ft.; AC 14, touch 14, flat-footed 10; BAB +20; Grap +21; Atk +21 melee (1d3+1, unarmed); Full Atk +21/+16/+11/+6 melee (1d3+1, unarmed); SQ evasion, red rumel, black rumel, child of kina, living legend, righteous wrath 3/day, strike down the infidel +2, third magnitude; AL Kina; SV Fort +17, Ref +23, Will +28; AP 15; Str 13, Dex 18, Con 13, Int 18, Wis 15, Cha 28.

Background: Priest. Decipher Script, Diplomacy, Knowledge (history), and Knowledge (religion) are always class skills. Boo-Boo gains +1 skill point per level useable only for these skills.

Skills and Feats: Balance +26, Bluff +24, Command +13, Concentration +21, Detect Magic +47, Disable Device +12, Diplomacy +32, Disguise +31 (+33 acting), Escape Artist +7, Gather Information +19, Ghost Sound +51, Heal +7, Hide +24, Intimidate +32, Jump +6, Knowledge (arcana) +23, Knowledge (history) +10, Knowledge

(local) +10, Knowledge (the planes) +9, Knowledge (religion) +40, Listen +10, Magic Use +47, Move Silently +24, Prestidigitation +39, Resistance +35, Search +6, Sense Motive +18, Spot +12, Survival +12 (+14 on other planes), Tumble +20; Burst of Activity, Embed Spell, Exotic Weapon Proficiency (rumel), Improved Initiative, Improved Grapple, Improved Unarmed Strike, Iron Will, Power Attack, Skill Focus (Magic Use), Spell Energy Reservoir (x4), Spirit Walk, Talent (x18), Toughness (x5).

Languages: All spoken and written, Taglian – low (mastered).

Spells Known: (Save DC 32; Spell Energy 13); *armor* (+2), *augment* (+2), *awareness* (+2), *banish*, *beguile* (+2), *call* (+2), *compel*, *create electricity* (+2), *destroy* (+2), *dispel* (+2), *enchant* (+2), *fire talent*, *freedom* (+2), *glamer*, *sense*, *telekinesis* (+2), *telepathy* (+2), *wards* (+2).

Possessions: Books of the Dead (unfinished).

Longshadow

Novels: *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*.

The leader of the Shadowmasters was not of the same world as the Black Company. He was a native from beyond the Glittering Stone, born Maricha Manthara Dhumraksha, a powerful and evil sorcerer who fled his homeland after committing great crimes in hopes of gaining greater power elsewhere. He learned how to release powerful shadows from the glittering stone, and to control them in small numbers. He built shadowtraps and shadowgates to hold the beasts, and tied them to his true name. He then set about to control the southern continent of this new world, building a huge fortress able to keep him safe.

When many Taken faked their deaths at the Battle of Charm and fled south, Longshadow pressed them into his service. Though he lacked the raw magic power of the Taken, Longshadow was able to hold his shadowtraps over them as a constant threat. Because the traps were keyed to his True Name, only the shadowmaster could maintain them. Without him, they would eventually degrade, releasing enough shadows to destroy the world. Worse, should he die the traps would collapse entirely and immediately.

But when the Black Company moved south, Longshadow's plans were thrown into disarray. Though they didn't know it, the Black Company's quest to reach Khatovar was a quest to reach the Glittering Stone, and a threat to Longshadow's efforts. He made every effort to destroy them, employing first the Taken in his service and later recruiting Blade and Mogaba, two of the greatest commanders left in the world. But all his efforts were foiled, for eventually the Black Company, who had learned the way to the Land of Unknown Shadows, his original homeland, captured him.

And there, he became a bargaining chip. Though generations had passed since his evil, he was well remembered, The warlords of that world wanted him, and were willing to make great concessions to the Black Company to get him. Once Tobo was convinced he could rework the shadowgates so they would survive Longshadow's death, he was nothing more than a payment to the descendents of his victims.

Personality

Exactly what Longshadow wished to accomplish is difficult to know, for the small wizard was quite clearly mad. His fortress was designed to surround him entirely in light, so no shadow could reach him, yet he was the most skilled at manipulating the shadows. He was paranoid about everything, especially his own allies, and in many ways he was predictable. What he lacked in raw power he often made up in complex schemes, but nothing he did could overcome the forces arrayed against him. He was no match for the manipulations of Kina or the direct power of Soulcatcher, both of whom were wild cards he could not predict.

Description

Longshadow was a small, brown wizard with a sunken appearance and wrinkled, leathery skin. He covered every inch of his diseased body with cloth, only removing his globes to touch the glass ball that extended his will over the hated shadows. Thoroughly insane, he slipped in frothing seizures at the most inopportune times.

The following stat-block describes Longshadow at the height of his power, during *Shadow Games*.

Longshadow

Male wizard 31; CR 31; Medium human; HD 31d6+124; hp 235; Mdt 42; Init +2; Spd 30 ft.; AC 17 touch 13, flat-footed 15; BAB +16; Grap +15; Atk +15 melee (1d3-1, unarmed); Full Atk +15/+10/+5/+0 melee (1d3-1, unarmed); SQ third magnitude; AL None; SV Fort +11, Ref +14, Will +19; AP 15; Str 8, Dex 14, Con 11, Int 20, Wis 14, Cha 24.

Background: Magician's Apprentice. Concentration, Detect Magic, Magic Use, and Prestidigitation are always class skills. Longshadow gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +35, Command +14, Concentration +34, Craft +8, Decipher Script +20, Detect Magic +28, Diplomacy +24, Disguise +7 (+9 acting), Escape Artist +5 (0 ranks, +2 Dex, +3 drain), Gather Information +20, Ghost Sound +14, Heal +16, Intimidate +34, Knowledge (arcana) +34, Knowledge (architecture and engineering) +25, Knowledge (geography) +15, Knowledge (history) +17, Knowledge (the planes) +25, Knowledge (religion) +10, Listen +10, Magic Use +44, Prestidigitation +32, Research +17 (+19 history and religion), Resistance +32, Search +7 (+9 hidden compartments), Sense Motive +19, Spot +24, Survival +2 (+4 hazards, on other planes); Defy Time, Embed Spell, Skill Focus (Magic Use), Spell Energy Reservoir (x14), Spirit Walk, Talent (x18).

Languages: All spoken and written, Hsien (mastered), Taglian (mastered).

Spells Known: (DC 32, Spell Energy: 22); *afflict*, *alter*, *banish*, *beguile* (+2), *call* (+2), *compel* (+2), *destroy*, *dispel* (+2), *drain*, *enchant* (+2), *fear*, *force* (+2), *foresee*, *healing talent* (+2), *hold* (+2), *reveal* (+2), *sense* (+2), *shadow mastery* (+2), *slay* (+2).

Possessions: None.

The Rebel

The rise of the Lady and her empire in the north did not go uncontested. A group of wizards, known as the Circle of Eighteen, forged a rebellion and raised an army to oppose her. The Circle was among the most powerful individuals of their era, powerful wizards who were also skilled generals and able commanders. Though they portrayed themselves as heroic freedom fighters joined in a noble cause, the only thing that united them was a desire to see the lady defeated. In fact, many of the Circle of Eighteen were every bit the villains the lady and her Taken were, and they often fell to fighting among themselves when a clear leader wasn't present.

Of the 18 wizards, 10 were known to have been killed or Taken by the Lady. The Rebel wizard known as Trinket, along with 7 whose identities were never revealed, are not confirmed to have been killed. They may have survived, gone to ground, fled or even turned coat. Many may have been killed by infighting within the Circle, or even suffered a loss of their powers from a Ritual of Naming. In games set in the North after the Lady and the Black Company have gone South, a remaining Rebel wizard general could make a great ally, or major antagonist

Many of the rebel Wizard/Generals were at best mentioned in passing in the *Black Company* novels, and little or nothing is known about them (including Roper, Tamarask, and Whiskers). Those few for which more information is available for are detailed below.

Harden: Brother-in-law and hated rival to Raker, and cousin to Whisper, Harden was said to have a volatile, unpredictable temper. He became the senior Rebel general after the fall of Lords. Physically he was a large man and had a pink face framed by orange hair and beard, with one eye half-closed by a livid scar. He was a deadly fighter and powerful wizard, killing two elite Imperial soldiers with a large sword while casting a spell that stopped three of the Taken cold. Then, seized by Shapeshifter, he threw his sword and buried it in the Hanged Man's skull. When Raven attacked him, he punched Raven in the head, knocking him out. He either wore chainmail or had a protective spell that turned Raven's sword.

When using the generic Wizard/General for Harden, spend feats on Weapon familiarity and Weapon Focus with the Greatsword, and give him Burst of Activity. When going into battle Harden often layered a few long-duration spells on himself, and then carried one or two prepared spells already boosted with Spell energy, allowing him to put pause to even a Taken, and fought with his sword rather than casting new spells.

Linger: Apparently, he was killed on the Stair of Tear.

Moth: Whisper defeated Moth on the Plain of Fear, though it wasn't until the apocalyptic battle at the Stair of Tear that Moth died.

Parcel: He committed suicide in Ade to avoid being captured by Bonegnasher.

Raker: After embarrassing the Limper by capturing the Fortress at Deal, he was on the run, routed by the Black Company until he later took Oar and Elm. A powerful wizard, Raker was Harden's brother-in-law and despised rival. Such a problem was this wizard to the Lady that Soulcatcher orchestrated a complex trap to snare him in Roses. Raker's downfall was his arrogance; he was too proud to leave Roses when the Circle ordered him replaced. He fought back against the Black Company, but made a fatal error when he attack Otto and Hagop. Raven and Croaker tracked him through the city and butchered him on the street.

Sidle: Sidle was defeated, along with Moth, by her former ally, Whisper, on the Plain of Fear. Sidle was grievously injured at the Stair of Tear and is believed to have died soon afterwards.

Trinket: One of the female wizards, she met defeat at the hands of Whisper, but she is believed to have escaped. Whether she later survived or not is open to speculation.

Generic Rebel Wizard/General

Male or female wizard 20; CR 20; Medium human; HD 20d6+20; hp 92; Mdt 32; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; BAB +10; Grap +11; Atk +11 melee (1d8+1/19-20, longsword); Full Atk +11/+6 melee (1d8+1/19-20, longsword); SQ third magnitude; AL None; SV Fort +7, Ref +12, Will +14; AP 10; Str 13, Dex 16, Con 12, Int 18, Wis 15, Cha 22.

Background: Officer. Command, Diplomacy, Intimidate, and Ride are always class skills. Rebel wizard/generals gain +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +16, Command +24, Concentration +20, Detect Magic +17, Diplomacy +22, Disguise +6 (+8 acting), Gather Information +8, Ghost Sound +17, Intimidate +22, Knowledge (arcana) +20, Knowledge (geography) +10, Knowledge (history) +14, Knowledge (local) +14, Knowledge (nobility and royalty) +0, Listen +5, Magic Use +43, Prestidigitation +20, Resistance +15, Ride +10, Sense Motive +10, Speak Language – all spoken and written (mastered: Forsberger, Jewel Cities, fair: any 1 language), Spot +10, Survival +2 (+4 hazards), 16 skill points unspent; Coordinated Attacks, Formation Fighting, Martial Weapon Proficiency (longsword), Power Attack, Skill Focus (Magic Use), Spell Energy Reservoir (x5), Spirit Walk, Talent (x10), +3 feats unspent.

Languages: All spoken and written, Forsberger (mastered), Jewel Cities (mastered), TelleKurre (mastered).

Spells Known: (Save DC 27; Spell Energy 14); Choose any 10 spells.

Possessions: Accurate longsword, fitted chain shirt, light warhorse, 500 sp.

Smoke

Novels: *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*.

Smoke was officially the Lord of the Guardians of Public Safety, overseeing the city's fire brigade. Unofficially, he had the ear of the Prince and his sister, and served as their advisor. A wizard of great skill, he was superior to the Black Company wizards, but even with all of his training, his craven nature prevented him from reaching the heights of greatness any other wizard would have achieved.

Since the beginning, Smoke argued against an alliance with the Black Company, fearing they would somehow bring about the Year of Skulls. His obsession led him to betray his Prince and all of Taglios by serving Longshadow as his spy. However, Soulcatcher, posing as Lady, thwarted his efforts to communicate with the Shadowmaster, and eventually destroyed his mind sending him into a coma.

With Smoke removed as an obstacle, most believed the wizard done. Yet, the nature of his coma and his skills at sorcery proved to be useful. Smoke soul was, in effect, loose from his body. Another individual could command the cowardly wizard to take them anywhere and even anytime within Smoke's memory, and watch scenes as they unfolded. Given the strategic value Smoke offered, the Black Company kept the wizard alive,

feeding and bathing him, while they exploited his loose spirit to spy on Longshadow, Mogaba, and Narayan Singh. There were limits to where Smoke would go; he would not go onto the Plain of Glittering Stone, nor would he look at Soulcatcher. Smoke, the greatest voice of opposition of the Black Company, ended up being their best servant.

Smoke eventually awoke. No longer having any use for him, the Company put him in with their other captives. His time among the living would not be long, for shortly after being interred someone cut his throat.

Personality

Smoke was a very frightened man. He constantly suffered prophetic nightmares, many of which originated from Kina herself. Misunderstanding many of them, he erroneously linked the Black Company with the dreaded Year of Skulls. No matter the evidence on their behalf, Smoke firmly believed they were the doom of the south. When serving Longshadow, he was forced to abide by his master's wishes, for the longer he waited, the larger and the more threatening the presence in his mind. The strain broke him, and coupled with Soulcatcher's magic, Smoke slipped into a long coma, though his spirit form retained something of his personality.

Description

Wrinkled, short, and skinny, Smoke had blotchy dark skin, with pink patches like blots. The splashes of color covered his hands, one arm, and the side of his face. His voice was tremulous, and he had a tendency to squeak. While in the coma, he was emaciated, and often disgusting if it had been a while since someone cleaned him.

The following stat-block describes Smoke just before he slipped into a coma.

Smoke

Male wizard 17; CR 17; Medium humanoid; HD 17d6+17; hp 79; Mdt 29; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 14; Base Atk +8; Grap +7; Atk +7 melee (1d4–1/19-20, dagger); Full Atk +7/+2 melee (1d4–1/19-20, dagger); SA third Magnitude; AL Taglios, the Prahbrindrah Drah, Longshadow; Ap 8; SV Fort +6, Ref +9, Will +11; Str 8, Dex 13, Con 12, Int 9, Wis 15, Cha 17.

Background: Bureaucrat; Class Skills: Gather Information, Knowledge (local), and Knowledge (nobility & royalty), and Speak Language; Favored Class: Noble.

Skills and Feats: Bluff +6, Concentration +11, Decipher Script +19, Detect Magic +24, Diplomacy +8, Disguise +9, Gather Information +14, Hide +1, Knowledge (arcana) +2, Knowledge (local: Taglios) +19, Knowledge (nobility & royalty) +7, Magic Use +45, Prestidigitation +12, Research +1, Sense Motive +4, Speak Language, Spot +8; Armored Caster, Astral Self, Dodge, Investigator, Skill Focus (Magic Use), Rapid Recovery, Run, Siphon Magic, Spirit Walk, Talent (x10)[B], Talent Focus (Foresee), Temporal Traveler, Toughness.

Languages: Taglian-low (Mastery-Read), Taglian-high (Mastery-read), Shadowlander (Poor), Sangel (Poor), Nyueng Bao (Fair-read)

Spells Known (DC 21; Spell Energy: 9): *aversion*, *awareness*, *beguile* (+2), *charm*, *dispel*, *foresee* (+2), *glamer*, *obscure*, *reveal*, *wards*.

Possessions: Hide armor, dagger, scrying bowl, keyed fetish.

Other Allies and Enemies

The *Black Company* novels are rife with characters that are not part of a specific organization – or at least are trying not to be. These characters are sometimes allies, sometimes enemies, and often switch from one role to another. Though major players in the overall drama of the series, they don't belong in any one other category, causing them to all be lumped together here.

Blade

Novels: *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*, *Soldiers Live*.

Blade hid his history throughout his friendship with Willow Swan (see page @@) and Cordy Mather (see page @@) and on throughout his service with the Black Company. He never let anyone learn why he hated priests as he did, or how he came to be in a pool filled with crocodiles, though many suspect the two are linked. Though he never officially joined the Black Company, he vowed to serve Lady, and later, Sleepy, staying with them until the end at the Battle for the Grove of Doom.

When Cordy Mather and Willow Swan rescued Blade from crocodiles, they made a friend for life. Blade accompanied the refugees along the last of their 2,000 mile journey from the Freecity of Roses to Taglios. However, while the two men built their brewery, Blade always remained somewhat mysterious, tangentially attached through bonds of friendship, but not through common interest. Still, he came to see Taglios as his home, despite the power the retailers of religion—the priests—held.

When the Shadowmasters made another push into Taglian territories, Blade, along with his two friends, served as generals in the principality's armies, leading the forces to achieve a victory. Though they won the battle, they all realized the Shadowlanders were not done. So, along with Mather and Swan, the Woman, and Smoke, Blade made the trek north to meet the Black Company to assess their strengths. Blade immediately recognized their value, and his loyalties gradually shifted to them instead of Taglios.

After the Black Company's crushing defeat at Dejagore, Blade declared he would serve Lady, breaking from his friends, and creating a rift that never fully healed. Blade served Lady throughout her exploits, despite her ties to the Children of Kina. His loyalty was questioned, though, when he and Croaker staged a terrible argument, forcing Blade to quit Lady's service to work for Longshadow. While this further undermined his friendship with his former comrades, it gave the Black Company a useful ally for Blade used Longshadow to eliminate the religious fanatics who fought the Shadowlanders, giving the Black Company more freedom to ready themselves for the final offensive. The trick was revealed at the Plain of Charandaprash, when Blade surrendered his battalion of soldiers to the Black Company, demoralizing Longshadow's forces, and clinching the victory over the Shadowlands.

Blade continued to work with the Black Company after he returned. He accompanied the Company's fifty best onto the Plain of Glittering Stone, where he fell victim to Soulcatcher's trap. Sleepy and her companions rescued him, and in the following years Blade was responsible for excavating the treasure vaults beneath Fortress with No Name.

In his last years, Blade loyally fought alongside the Black Company in the final offensive against the Great General and the Protector back in Taglios. An integral part of Sleepy's command structure, he saw the war nearly to its end. During the terrible battle near the Grove of Doom, Taglian soldiers killed Blade with his longtime friend, Willow Swan.

Personality

While not an atheist, really, Blade nursed a lifelong rabid hatred of priests. In the early days in Taglios, Blade was not prone to speaking much, and in fact rarely, if ever, offered a reaction to what happened around him, seeing little point to speech. Everything Blade did in the early parts of the Shadowlander wars was because of the debt he felt he owed to Swan and Mather. In time, even the bonds of friendship could not keep the three together, for in Lady, Blade saw the means to achieve his revenge and a way to do his part to fighting the evils of the world.

After his time with the Black Company, he gradually learned to open up. He developed a sense of humor and open candor after he betrayed Longshadow. He became far more communicative, and developed a fondness for dramatic gestures. Never a sworn brother of the Black Company, his long service made him an honorary member.

Description

Blade was a tall, lean man with ebony skin and a head shaved to a polish. Often described as a black giant, he very well could have been born a Nar. He had severe features, and said very little, until later in life.

This stat-block describes Blade during his service to Lady.

Blade

Male ranger 2, fighter 3, berserker 3, veteran 4; CR 12; Medium humanoid; HD 2d8+8 plus 3d10+12 plus 3d12+12 plus 4d8+16; hp 122; Mdt 30; Init +3; Spd 40 ft.; AC 16, touch 13, flat-footed 13; Base Atk +12; Grap +15; Atk +16 melee (2d6+5/17-20, lethal sharp greatsword) or +16 ranged (1d8+3/x3, accurate composite [+3] longbow); Full Atk +16/+10/+5 melee (2d6+5/17-20, lethal sharp greatsword) or +16/+10/+5 ranged (1d8+3/x3, accurate composite [+3] longbow); SA rage (1/day), unarmed style; SQ commander, fast movement, gauge opponent, grizzled, natural trapfinding, nature sense, uncanny dodge; AL Lady, Sleepy, Willow Swan; AP 8; SV Fort +17, Ref +12, Will +3; Str 17, Dex 16, Con 18, Int 10, Wis 11, Cha 10.

Background: Tribesman; Class Skills: Hide, Move Silently, Spot, and Survival; Favored Class: Ranger.

Skills and Feats: Bluff +7, Climb +6, Command +10, Disable Device +2, Gather Information +4, Hide +5, Intimidate +5, Jump +6, Knowledge (geography) +6, Knowledge (nature) +6, Listen +11, Move Silently +7, Ride +9, Search +2, Speak Language, Spot +8, Survival +9 (+11 avoiding getting lost), Swim +2; Alertness, Cleave[B], Dodge, Endurance[B], Improved Critical (Greatsword), Improved Sunder, Improved Unarmed Strike, Lightning Reflexes, Power Attack[B], Skill Focus (Bluff), Track[B], Weapon Focus (Greatsword).

Languages: Taglian–Low (Fair-Read)

Possessions: Fitted hide armor, lethal sharp greatsword, accurate composite [+3] longbow, 20 arrows.

Case

Novels: *The White Rose* and *the Silver Spike.*

A young soldier, Case was a farmer turned soldier. Born into an agricultural community with the full name Philodendron Case, the young man was dissatisfied with the lot of a commoner. His father had served as a soldier under Nightcrawler and marched with the Black Company, and these tales convinced Case he to become a soldier himself and see the world. His father and uncles tried to discourage him, but nothing would dissuade Case or the recruiting sergeant.

The Imperial Army trained Case and sent him out sometimes with Feather and Journey and sometimes with Whisper, usually in the north. It turned out being a soldier wasn't much better than being a farmer. Every time he made sergeant he did something to get busted back down to corporal. As dissatisfied as he was in the army—and as a farm kid—he never had enough ambition or drive to really succeed or to find something else to do. However, he was a good soldier, and eventually he was honored (though he never saw it as much of an honor) with a post in the Eternal Guard. He was an expert with a spear, which he considered his best weapon, and could use it to disarm and drop an opponent in seconds.

Case was taken prisoner by Croaker in the Barrowland, but escaped during their flight through the Great Forest. After the Dominator's destruction, Case left the Barrowland with Raven. Technically, he was a deserter, but with so many guardsmen killed in the fighting, and in the Limper's later massacre of the survivors, he wasn't missed. He took work in Oar as a bodyguard for a wealthy family, supporting himself and Raven while his friend, filled with remorse and self-pity, went on a massive alcoholic bend.

Eventually he had enough of Raven and nearly went his own way, but then his friend sensed the disturbance in the Barrowland, gave up drinking, and set out to find Croaker for help. Case went with him, riding hundreds of miles across the breadth of the empire and beyond out of loyalty. He particularly hoped to see Raven contact his abandoned kids.

This eventually led to Case joining up with Darling, who also sought to stop the Dominator. He and Darling were naturally drawn to each other, despite his cynicism about the Rebel cause; she responded to his innate decency and strength. After nearly everyone else in their group died fighting the Limper and seeking the *silver spike*, Case and Darling dumped the *spike* and the Limper's remains into a portal into an abyss created by Old Father Tree. They soon married and returned to his old home to live in peace and raise a family.

Personality

Case was a simple man with simple desires, though it took him many years to realize this himself. He was not prone to philosophizing, and he admitted people never made much sense to him, although he had a firm grasp of the way the Taken looked at the world. He was curious why the Black Company insisted on fighting the Lady and tried to argue about it with Croaker. Case believed it was stupid for anyone to become a soldier for an idea instead of money or something tangible you can take

away from it, and until Darling talked him into going along with it, he resented being drafted into the quest to find the *silver spike*.

Case didn't see that the Rebel movement offered any better alternative to the empire — it offered worse, in fact, since in most provinces the commoners were better off under the empire than they had been under the hereditary kings and princes. In Case's town, under the empire the fields and produce were held communally and provided enough to feed everyone and provide a few luxuries by selling the surplus. In Case's grandfather's time, before the empire, the fields were owned by a single lord who held the land and people feudally, as chattel, and had to fulfill obligations to him before they could feed themselves or even work the land. That landholder's descendants were now staunch Rebels, trying to "liberate" their homelands.

Even after years working for the Imperial Army, Case was good-natured enough to feel bad for having to hurt a stranger who had tried to abduct his boss' kids, and he felt bad after sending his and Raven's vicious landlady tumbling down a flight of stairs. He could get along with nearly anybody—even the obnoxious buzzard Virgil and menhirs from the Plain of Fear.

Description

Case was young, rugged, and reasonably handsome.

The write-up below represents Case just after he leaves the service of the Eternal Guard, during his travels with Raven.

Case (Philodendron Case)

Male fighter 7; CR 7; Medium humanoid; HD 7d10+14; hp 57; Mdt 21; Init +6; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +7; Grap +9; Atk +10 melee (1d8+5, longspear); Full Atk +9 melee (1d8+5, longspear); SQ commander; AL Raven, Darling, the Empire; AP 9; SV Fort +6, Ref +4, Will +2; Str 15, Dex 15, Con 14, Int 11, Wis 10, Cha 16.

Background: Commoner. Craft, Handle Animal, Profession, and Ride are always class skills. Case gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +8, Climb +6, Command +6, Diplomacy +12, Intimidate +10, Jump +6, Profession (farmer) +4, Profession (soldier) +3, Ride +6, Sense Motive +2, Survival +2; Cleave, Endurance, Improved Initiative, Power Attack, Negotiator, Weapon Focus (Longspear), Weapon Specialization (Longspear).

Languages: Forsberger (Fair).

Possessions: Chain mail, longsword, longspear.

Cordy Mathers

Novels: *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*.

Cordwood "Cordy" Mather was a northerner from Roses who journeyed to Taglios with his friend Willow Swan. With no alcohol to be found, they made their own still and opened a tavern, enjoying the attentions of countless Taglian women who found them exotic. He was a soldier when young, but in Taglios he just wanted to forget about it.

He befriended an agent known as the Woman, who turned out to be the Radisha Drah. She made Cordy and his friends generals in the Taglian Armies. Later, after the fall of Dejagore, Cordy took over the defenses of Taglios. He slowly started a relationship with the Woman, and she became comfortable enough to call him by informal nicknames. When asked to serve Lady, Cordy refused, as his loyalties were to the Radisha. He was one of the two nominal commanders of all the forces south of the Main.

As time passed, be became little more than a plaything for the Woman to use. She made the commander of the Royal Guards, and as a guard to the Prince, Cordy accompanied the Black Company onto the Glittering Plain. When his party was interred in the Caves of Ice, the stasis did not take for him. He tried to wake some of his comrades, but doing so killed them. In a panic, he tried to get out, but triggered a trap that killed him in a passage.

Personality

Cordy mostly wanted to be left alone, but wasn't willing to forego his morals to manage that. Cordy was the calm one, the patient guy, the one who poured oil on the water. To be provoked, someone would have to really piss him off. Even the Lady said Cordy seemed to be a respectable man. Once he gave his loyalty to Taglios and the Woman, he wouldn't exchange it.

Cordy knew how to handle Willow, and was able to get the flamboyant man to do things he wouldn't ordinarily do. He was a genius when he wanted to be; he was a steady thinker who came up with surprisingly good ideas under pressure.

Description

Cordy was a nondescript man of average height with ginger hair. The only reason why he stood out was because he was white. In the southern lands, he seemed exotic, making him far more appealing than his plain features would have been in the north.

The write-up below represents Cordy during the time of *She is the Darkness*.

Cordy (Cordwood Mather)

Male jack-of-all-trades 3, fighter 3, topkick 2; CR 8; Medium humanoid; HD 3d10+3 plus 3d6+3 plus 2d8+2; hp 48; Mdt 21; Init +9; Spd 30 ft.; AC 18, touch 13, flat-footed 15; Base Atk +7; Grap +8; Atk +11 melee (1d8+1, longsword), or +10 ranged (1d8, light crossbow); Full Atk +11/+6 melee (1d8+1, longsword), or +10 ranged (1d8, light crossbow); SQ commander, get the drop, emulate skill 1/day, lead (6), sneak attack +2d6, swift strike; AL Sleepy, the Black Company, his squad; AP 6; SV Fort +8, Ref +7, Will +7; Str 13, Dex 16, Con 13, Int 14, Wis 11, Cha 18.

Background: Soldier. Command, Intimidate, Profession (soldier), and Survival are always class skills. Cordy gains +1 skill point per level useable only for these skills.

Skills and Feats: Appraise +8, Bluff +11, Climb +3, Command +17, Craft (beer) +5, Diplomacy +20, Heal +2, Hide +10, Intimidate +14, Jump +6, Knowledge (local) +5, Listen +6, Move Silently +11, Profession (barkeep) +8, Profession (soldier) +9, Sense Motive +7, Spot +6, Survival +6; Improved Initiative, Iron Will, Persuasive, Power Attack, Negotiator, Self-Sufficient, Weapon Focus (longsword)

Languages: Rosean (Fair - read), Taglian–Low (Fair - read)

Possessions: Fitted chain shirt, fitted light steel shield, accurate longsword, light crossbow, 10 bolts.

Lisa Daele Bowalk

Novels: *Shadows Linger, Shadow Games, She is the Darkness, Soldiers Live.*

Lisa Daele Bowalk always dreamed of escaping Juniper's Buskin. She had no intention of remaining poor, old before her time, and used like so many others from Juniper's slums. The opportunity to escape the tragedy of her life presented itself when Marron Shed (see **Appendix I: The Black Company Roster**, page 302) hired here to replace Darling as his barmaid. And though Shed never fully trusted her, she established herself as reliable and with an interest in seeing the Iron Lily prosper, even going so far as to manage Shed's money without asking.

She knew her boss lusted after her; Shed could scarcely conceal his desires. When she relented to his advances, she used it as an opportunity to discover how he made his money. She blackmailed Shed, threatening to reveal him if she didn't get a share of dough. She wasn't squeamish however, and was willing to assist him. On their first excursion, she seduced a moneylender, and while in the act, Shed strangled him from behind. The two carried the body to the Black Castle, but on their return, the Black Company captured them. They turned Lisa over to the Taken. Sensing her worth, the Lady apprenticed her to Shapeshifter, anticipating the girl's ambition would serve to make her a valuable ally.

Shapeshifter faked his death at the Battle of Charm, allowing himself and his apprentice to escape and pursue a future elsewhere. Eventually Lisa and Shapeshifter rejoined Lady after she lost her powers, forming a temporary alliance. The truce would not last, however, for One-Eye realized it was Shapeshifter who had killed his brother Tom-Tom. So, the Company turned on Shapeshifter when they took the citadel in Dejagore. They destroyed the Taken, and in doing so, condemned Lisa to spend the rest of her days as a wereleopard for Shapeshifter never trusted his apprentice and ensorcelled her to remain in that form should he ever die.

Lisa, consumed with rage over her curse, spent the last years of her life harrying the Black Company, forming a brief alliance with Goblin, only to turn against him. She wanted only one thing: to kill the wizard responsible for Shapeshifter's death. She got her wish, slipping through the shadowgate to the Land of Unknown Shadows, killing One-Eye, but gaining Croaker's enmity forever. Croaker tracked her to Khatovar, to the Land of the Voroshk, where he killed her with One-Eye's spear.

Personality

Ambitious best describes Lisa Daele Bowalk. She was determined to get out of poverty at any cost, unflinching when she planned wholesale murder for the possibility of becoming rich. She would blackmail, use her body, and certainly kill to escape the despair of the Buskin. Quick-witted, hard nosed and tough, she could give even hardened soldiers a tough time.

Description

Lisa, before she apprentices to Shapeshifter, was a pretty girl in her early twenties, with a body pleasing to the eye, long blond hair and blue eyes. When trapped in the form of the forvalaka, she appeared as a great cat, with a black hide and a sinister air.

The write-up below represents Lisa shortly after the death of Shapeshifter. She is not a true forvalaka hence the discrepancies between her stats here and the forvalaka described on page @@.

Lisa Daele Bowalk (trapped in forvalaka form)

Female commoner 3, thief 6, wizard 4, ranger 4; CR 23; Large magical beast (forvalaka, shapechanger); HD 3d4+15 plus 6d6+30 plus 4d6+20 plus 4d8+20 plus 5d10+25; hp 199; Mdt 37; Init +12; Spd 40 ft.; AC 22, touch 18, flat-footed 14; Base Atk +16; Grap +24; Atk +20 melee (1d8+5/19-20, claw); Full Atk +20 melee (1d8+5/19-20, 2 claws), +15 melee (2d6+2/x3, bite); Space/Reach 10 ft./10 ft.; SA ambush +1d4, combat style (unarmed), first magnitude, forvalaka curse, frightful presence, pounce, sneak attack +3d6; SQ alternate form, damage reduction 10/silver, evasion, knave, low-light vision, natural trapfinding, nature sense, scent, trapfinding, trap sense +3, uncanny dodge; AL Revenge; Ap 8; SV Fort +16, Ref +23, Will +12; Str 21, Dex 26, Con 20, Int 15, Wis 16, Cha 17.

Background: Commoner; Class Skills: Craft, Handle Animal, Profession, and Ride; Favored Class: Any.

Skills and Feats: Appraise +8, Balance +20, Bluff +9, Climb +15 (+17 using ropes), Concentration +9, Detect Magic +6, Diplomacy

+12, Disable Device +10, Disguise +3 (+5 acting), Escape Artist +8 (+10 involving ropes), Ghost Sound +7, Handle Animal +11, Hide +20, Intimidate +8, Jump +7, Knowledge (nature) +10, Listen +11, Magic Use +12, Move Silently +24, Open Locks +16, Prestidigitation +7, Profession (barmaid) +19, Resistance +12, Ride +17, Sleight of Hand +18, Spot +11, Survival +13, Tumble +14, Use Rope +14; Cleave, Defy Time, Dodge, Endurance, Great Cleave, Improved Dodge, Improved Initiative, Improved Unarmed Strike, Mobility, Power Attack, Run, Skill Focus (Magic Use)[B], Spring Attack, Stealthy, Talent (x3)[B], Track[B], Whirlwind Attack[B].

Languages: Juniper (Good-read), Meadenvil (Fair)

SA *Frightful Presence (Ex):* Opponents with fewer Hit Dice within 30 ft. of the forvalaka when it growls must make a Will save (DC 18) or become frightened for 5d6 rounds. An opponent that succeeds on the saving throw is immune to that same forvalaka's frightful presence for 24 hours. This is a mind-affecting fear effect.

Spells Known (DC 15; Spell Energy 7): *Armor, Awareness, Fear.*

Possessions: none

For more information on the forvalaka template, see the entry in **Chapter Fourteen: Bestiary**.

Narayan Singh

Novels: *Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps,* and *Soldiers Live.*

Narayan Singh was a Deceiver, a member of the cult that worshiped Kina and sought to bring about her return during the Year of the Skulls. To casual observation, he was a simple vegetable peddler, a faithful Gunni, good father and grandfather. But among the Deceivers he was a Jamadar of his band, a living legend, and in time a living saint. A master Deceiver who had strangled more than 100 men for the glory of Kina, his dark goddess, and who recognized her will. Even when enslaved, he kept his rumel hidden, and remained faithful to his goddess.

Narayan Singh recognized the Lady as marked of Kina, and brought her into the Deceiver cult. He built a cadre of men around her, and helped her gain control of Taglios. He did much to win her trust and became a close advisor. But when her daughter was born, he stole her from the cradle, for she was the reason he kept so close. The lady's child was the Daughter of Night, Kina's ultimate servant who would bring the goddess back to the world.

From that moment on, Narayan Singh was hunted. He raised the Daughter of Night, teaching and protecting her and keeping her safe from all foes or threats. He ensured the Black Company could not recover her, and on the few occasions she was captured he made certain she escaped.

For years, he served his goddess faithfully, and she saw to his reward. When he was finally captured, separated from the Daughter of Night by too great a distance to overcome, Khadidas gave Narayan Singh a message of love and devotion from Kina, and promised him rewards in the afterlife, before strangling him.

Personality

Narayan Singh was a zealot in the truest sense. Nothing existed for him but the service to Kina, and no other morality or justice was important. As a Deceiver, he honored his goddess by killing for her glory. When he was inspired to realize the Lady could be a vessel to bring about the Daughter of Night, he earned her trust, and convinced her she was being brought into his cult, when in truth her unborn child was being dedicated to Kina. He risked his life for the daughter of Night, and happily died to keep her safe. He enjoyed the respect he earned among the Deceivers, but was unbothered by the scorn he earned as a poor Gunni. If it furthered the will of Kina, it brought him joy. If not, it was of no consequence to him.

Description

Narayan Singh was very short and thin, a slender man who appeared average at best. He was constantly dirty, making no effort to set himself apart from common laborers.

The write-up below represents Narayan Singh during the era shortly before his capture by Sleepy's Black Company, but before he triggered Goblin's trap, crippling him.

Narayan Singh

Male zealot 15/Deceiver 5; CR 20; Medium human; HD 15d12+30 plus 5d8+10 plus 21; hp 186; Mdt 35; Init +4; Spd 30 ft.; AC 14, touch 14, flat-footed 10; BAB +20; Grap +26; Atk +22 melee (1d3+2, unarmed); Full Atk +22/+17/+12/+7 melee (1d3+2, unarmed); SQ Red rumel, black rumel, living legend, living saint, evasion, righteous wrath 4/day, strike down the infidel +4; AL Kina, Daughter of the Night; SV Fort +15, Ref +7, Will +17; AP 10; Str 14, Dex 18, Con 15, Int 15, Wis 19, Cha 13.

Background: Priest. Decipher Script, Diplomacy, Knowledge (history), and Knowledge (religion) are always class skills. Narayan Singh gains +1 skill point per level useable only for these skills.

Skills and Feats: Bluff +15, Command +8, Diplomacy +26, Disguise +11 (+13 acting), Escape Artist +9, Hide +18, Intimidate +10, Knowledge (religion) +20, Listen +8, Move Silently +16, Search +6, Spot +8, Survival +9, Use Rope +4 (+6 bindings); Combat Expertise, Exotic Weapon Familiarity (rumel), Improved Grapple, Improved Unarmed Strike, Improved Trip, Iron Will, Power Attack, Toughness (x7), Weapon Focus (rumel).

Languages: Deceiver's Cant (mastered), Taglian -low (mastered -read).

Possessions: Deceiver's tools, black rumel.

The Prahbrindrah Drah

Novels: *Shadow Games*, *Dreams of Steel*, *Bleak Seasons*, *She is the Darkness*, *Water Sleeps*, and *Soldiers Live*.

The Prince of Taglios, the Prahbrindrah Drah, was always caught between his desires to leave a legacy of his rule and his constant struggle against Taglios' powerful religions. He shared many of his royal responsibilities with his sister, the Radisha Drah, and listened, at least at first, to his advisor, Smoke. Though little more than a fop at first, his time with Croaker taught him the fundamentals of statecraft, and had he not betrayed the Black Company, he might have become Taglios' greatest prince.

The Prince courted the Black Company, hoping to find a tool to give him the leverage to throw off the yoke of religion that hamstrung his ability to lead. But instead of finding a useful tool, he found himself handing over absolute authority over his lands to a foreigner. Not content to let Croaker dictate the future of his civilization, the Prince planned early to take back his sovereignty from the Black Company, destroying them if he must.

Throughout the early stages of the Shadowlander wars, the Prince was content to let Croaker do most of the fighting himself, but when Croaker made the winter offensive, the Prince asserted his right to lead his people, taking a battalion of his own into the most dangerous parts of the battlefield. The Prince steadfastly supported Croaker until they came to Overlook. With victory in hand, the Prince, as advised by his sister, turned on the Black Company, but before he could do much damage, Longshadow released the shadows from the Plain of Glittering Stone. The Prince fled, but was soon recaptured and brought, with many of the Company's enemies, onto the Plain of Glittering Stone.

The Prince, after being freed and spending several years in the Land of Unknown Shadows, changed in many ways, becoming the leader he was supposed to be. He worked with Sleepy in her quest to dislodge the Protector and the Great General, working with the liberated people to unite them under his rule. After the final battle in Taglios, with the city restored to him, he entered the place where the Daughter of Night and Khadidas worked to transcribe the Books of the Dead, but an errant ray of destructive energy killed him, leaving the city to his sister and the General Aridatha Singh to rule in his stead.

Personality

Above all else, the Prince was polite. He didn't have the manipulative side to his personality like his sister did. Easygoing and friendly, he was far too weak to control the fractious people of Taglios. Since his capture, though, he became quiet and unexpressive until, during Sleepy's campaign to liberate Taglios, the Middle Army met defeat at the hands of the Black Company. With this victory, the Prahbrindrah Drah became animated, working to restore his authority and his rightful place as prince of Taglios.

Description

In the early days, the Prince was little more than a well-dressed fop. His features were northern, but with a darker complexion. Standing just over five and a half feet tall, he would have been nondescript if it hadn't been for his station.

This stat-block describes the Prince during the Battle for the Plain of Charandaprash.

The Prahbrindrah Drah

Male noble 6, fighter 7, topkick 2; CR 15; Medium humanoid; HD 6d8+6 plus 7d10+7 plus 2d8+2; hp 93; Mdt 28; Init +5; Spd 30 ft.; AC 18, touch 11, flat-footed 17; Base Atk +13; Grap +14; Atk +15 melee (1d6+4/15-20, +4 to confirm a critical, double lethal sharp scimitar)

or +15 ranged (1d8+1/x3, accurate composite [+1] longbow); Full Atk +15/+10/+5 melee (1d6+4/15-20, +4 to confirm a critical, double lethal sharp scimitar) or +15/+10/+5 ranged (1d8+1/x3, accurate composite [+1] longbow); SA inspire complacency; SQ commander, get the drop, contact, diplomat, education, inspire competence, inspire courage, lead, organize +4, resources, swift strike; AL Taglios, the Radisha Drah, Power; SV Fort +12, Ref +6, Will +9; Str 13, Dex 12, Con 13, Int 12, Wis 9, Cha 16.

Background: Aristocrat; Class Skills: Diplomacy, Intimidate, Knowledge (nobility & royalty), and Sense Motive; Favored Class: Noble.

Skills and Feats: Bluff +14, Climb +8, Command +24, Diplomacy +27, Disguise +3 (+5 acting), Intimidate +13, Jump +8, Knowledge (local: Taglios) +5, Knowledge (nobility & royalty) +18, Listen +1, Sense Motive +17, Speak Language, Spot +1, Survival +1, Swim +8; Advance, Disciplined Troops, Fight Cautiously, Forced March, Improved Critical (scimitar), Improved Initiative, Leadership, Negotiator, Weapon Focus (scimitar), Weapon Specialization (scimitar)[B].

Languages: Taglian–Low (Mastery-read), Taglian–High (Good-read), Sangel (Fair), Shadowlander (Fair-Read).

Possessions: Fitted chainmail, heavy steel shield, double lethal sharp scimitar, accurate composite [+1] longbow, 20 arrows.

The Radisha Drah

Novels: *Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps, Soldiers Live.*

In Taglios, one of the only ways for a woman to hold any power was through the manipulation of men. The Radisha Drah was such a woman. Unlike her brother, she was a competent administrator, capable of handling the priests, while maintaining the smooth function of the government, even recruiting Willow Swan, Cordy Mather, and Blade to serve as generals. However, with the threat posed by the Shadowmasters, the Radisha realized that Taglios would surely fall without some outside intervention. So, despite Smoke's warnings, she left Taglios to assess the Black Company's strengths.

She pushed her brother to recruit them, but did not anticipate Croaker's demands for absolute control over the Principality. Over the following years, the Radisha Drah lost more and more control, as power slipped through her fingers to go to Lady and Croaker. Plotting revenge, when the Radisha received word that Overlook had fallen, she sent the Greys, her police force, to arrest everyone loyal to the Black Company in her city. Making a devil's bargain with Soulcatcher, she retained control over the city, with her brother believed dead, but in name only, for the true power was in the Protector.

Sleepy and Sarie kidnapped the Radisha years after the disastrous Kiaulune Wars, using her disappearance to cripple the city while they escaped. They kept the monarch with them as they journeyed onto the Plain of Glittering Stone and rescued her brother. And she stayed with them in the Land of Unknown Shadows.

When the Black Company returned to Taglios, the Radisha Drah was too old to bear children, so the line would end with her unless she could keep her brother safe. Unfortunately, the Prince was killed shortly after the Black Company liberated Taglios from the Great General. Rule of the city fell once more to her, but she was bereft of everyone she knew and loved, forced to pay tenfold for the treachery of her youth.

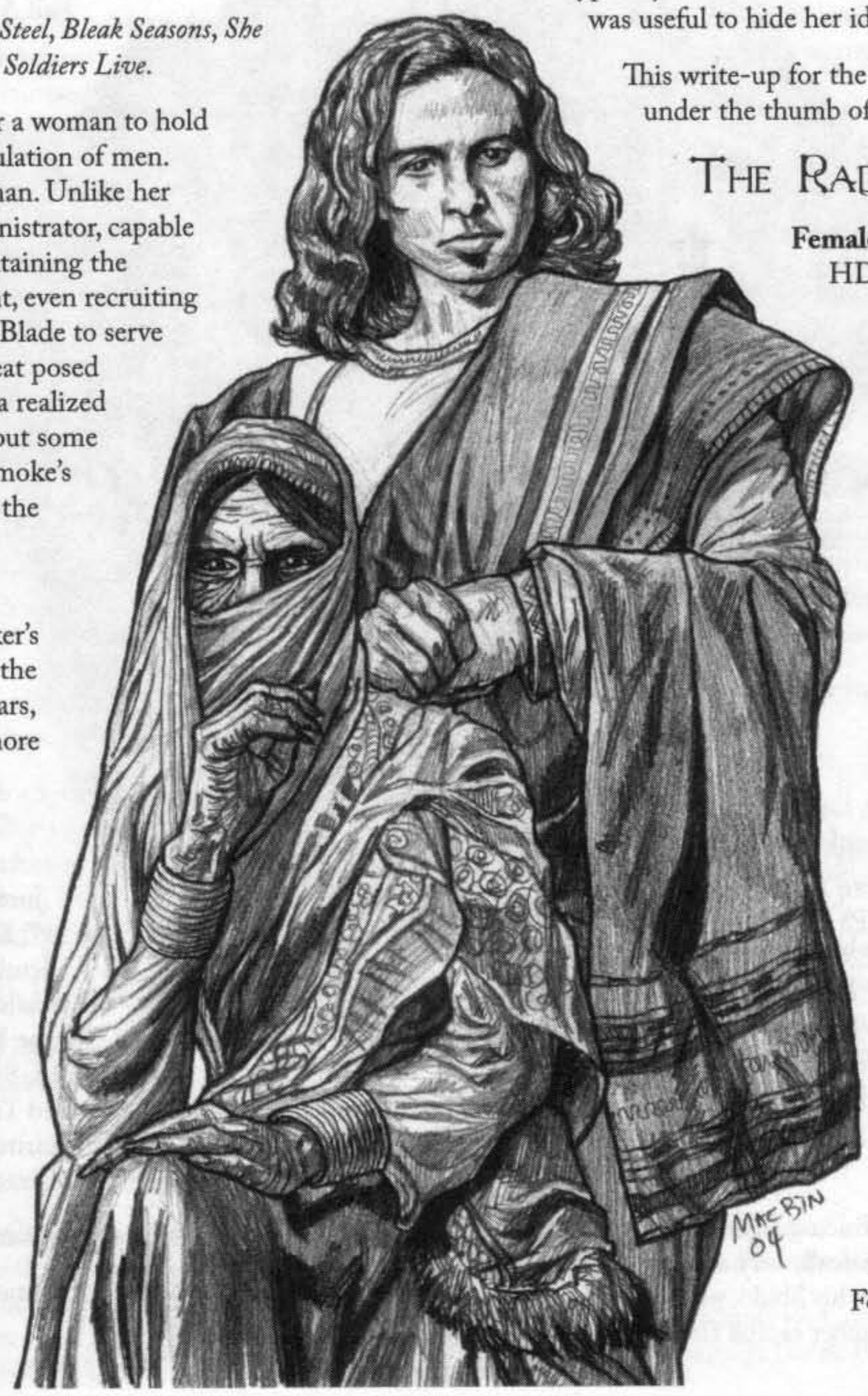
Personality

The Radisha Drah, sometimes called the Woman, is hard and stubborn, with an attitude of authority surrounding her all the time. Ambitious and grasping, she took whatever power she could. With the will of steel and the conscience of a hurtling stone, she was an imposing force in Taglian politics. As she grew older, though, her personality softened, becoming down-to-earth, sensible, with a reputation for good business sense. While under her administration, Taglios prospered, but Soulcatcher's capricious behavior thwarted her every effort.

Description

The Radisha Drah was about average size for a Taglian, just under five and a half feet tall, with very dark skin and ordinary features. She aged badly, and her face became a maze of wrinkles, by the time she turned 40. She typically wore solid black clothing, and concealed her features, as it was useful to hide her identity when dealing with underlings.

This write-up for the Woman describes her during her reign under the thumb of the Protector.



The Radisha Drah

Female noble 15; CR 15; Medium humanoid; HD 15d8+39; hp 110; Mdt 30; Init +0; Spd 30 ft.; AC 12, touch 10, flat-footed 10; Base Atk +11; Grap +11; Atk +12 melee (1d4+1/19-20, accurate triply ornate dagger); Full Atk +12/+7/+2 melee (1d4+1/19-20, accurate triply ornate dagger); SA inspire awe, inspire complacency; SQ contact (x3), diplomat, educated, inspire competence, inspire confidence, inspire fear, inspire valor, inspire zeal, organize +6, resources (x3); AL Power, the Prahbrindrah Drah, Taglios; Ap 7; SV Fort +9, Ref +7, Will +9; Str 12, Dex 11, Con 15, Int 14, Wis 11, Cha 14.

Background: Aristocrat; Class Skills: Diplomacy, Intimidate, Knowledge (nobility & royalty), and Sense Motive; Favored Class: Noble.

Skills and Feats: Appraise +10, Bluff +26, Diplomacy +32, Disguise +2 (+4 acting), Gather Information +16, Intimidate +31, Knowledge (history) +12, Knowledge (nobility & royalty) +21, Listen +2, Perform (oratory) +16, Research +4, Sense Motive +14, Speak Language, Spot +2; Alertness, Leadership, Negotiator, Persuasive, Skill Focus (Intimidate), Toughness (x3).

Languages: Taglian–Low (Good-Read), Taglian–High (Good-Read), Sangel (Fair), Shadowlander (Poor).

Possessions: leather armor, accurate triply ornate dagger, noble's outfit.

Willow Swan

Novels: *Shadow Games, Dreams of Steel, Bleak Seasons, She is the Darkness, Water Sleeps, Soldiers Live.*

Willow never wanted to be a soldier. When he was younger, he and his friend Cordy Mather slipped out of Roses about a year after the Black Company hunted the Rebel Raker. The two wandered, drifting from town to town, slowly heading south. They crossed the Sea of Torments, and found trouble with the imperials, encouraging them to keep moving. Eventually, they came across Blade, and found themselves in Taglios.

There, they were novelties. No one had ever heard of beer, so Mather and Swan opened their own tavern, enjoying the adulation of countless Taglian women, free flowing booze, and idle days. Their paradise would not last. The Shadowmaster armies marched northward to take Taglios. Pressured by the Woman, Mather, Blade, and Swan all became generals, and managed, somehow to repel the armies.

Once they served, they were attached to the Prince and his sister, becoming pawns in their efforts to exploit the Black Company to overthrow the Shadowlanders. Swan, who was at heart loyal to Taglios first, fought for the Prince, though he had mixed feelings, disgusted with the city for abandoning the Company at Dejagore.

Swan was no innocent though. He lusted after Lady, obsessed with garnering her attentions. Thinking he had a chance with her, his hopes were dashed with Croaker's return. Swan still fought alongside the Black Company through their final battle against the Longshadow at Overlook, but when the Prince gave the order, Swan became the Company's prisoner.

Swan accompanied them onto the Plain of Glittering Stone, but he was charged with watching Soulcatcher, who looked just like Lady, and was quickly seduced. She beguiled him, and used him to help her place Croaker, Lady and others in the Cavern of Ice. In reward, Soulcatcher allowed him to survive. Over the next decade, Swan led the Greys, Taglios' police force, until Sleepy and the Company kidnapped him. Somehow, despite his betrayals, he wormed his way back into the Company's good graces, helping to restore the Captured, and remaining with them through the last days. Swan finally died at the Battle of the Grove of Doom with his longtime friend Blade, earning his redemption at the last.

Personality

Swan was a charismatic man, capable of convincing anyone to do just about anything. He blustered a lot, was intrinsically lazy, with a volatile personality. Perhaps his greatest weakness was his libido, which landed him in all sorts of trouble when he helped Soulcatcher escape from the Plain of Glittering Stone. Thereafter, he was terrified the Black Company would exact vengeance. His fear manifested when kidnapped, but his charm let him win over his captors, where others would most certainly have died. Not having a stomach for violence and warfare, he didn't do well when confronted directly with it, such as when Lady and the Deceivers killed Shadowspinner. He never wanted to be a hero, but circumstance always forced him to try to be one.

Description

When the Black Company first encountered Willow Swan, he was a young man with long cornsilk blond hair and handsome features. He did not retain his good looks, though, as the burden of his fear and guilt aged him before his time. When Sleepy kidnapped him, his hair had turned gray and stringy, thinning at the top.

This stat-block describes Willow Swan at the time when he served in Sleepy's army against the Protector and Taglios.

Willow Swan

Male jack-of-all-trades 3, fighter 4, ranger 2, veteran 1; CR 10; Medium humanoid; HD 3d6+3 plus 4d10+4 plus 2d8+2 plus 1d8+1; hp 58; Mdt 22; Init +2; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +8; Grap +10; Atk +12 melee (1d8+4/19-20, accurate longsword) or +8 ranged (1d8/19-20, light crossbow); Full Atk +12/+7/+2 melee (1d8+4/19-20, accurate longsword) or +8/+3 ranged (1d8/19-20, light crossbow); SA combat style (cavalry); SQ commander, emulate skill (1/day), gauge opponent, natural trapfinding; AL Taglios, Lust, Sleepy; Ap 9; SV Fort +12, Ref +6, Will +2; Str 14, Dex 11, Con 12, Int 13, Wis 8, Cha 17.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter.

Skills and Feats: Bluff +10, Climb +8, Command +15, Diplomacy +13, Disguise +3 (+5 acting), Escape Artist +6, Gather Information +6, Handle Animal +9, Hide +3, Intimidate +15, Jump +8, Knowledge (local: Taglios) +7, Knowledge (nature) +5, Move Silently +3, Profession (brewer) +7, Profession (soldier) +3, Ride +12, Search +3, Sense Motive +5, Speak Language, Survival +5, Swim +6, Use Rope +0 (+2 bindings) Endurance[B], Focused Troops, Inspiring Leader, Mounted Combat, Ride-By Attack[B], Spirited Charge, Track[B], Weapon Focus (Longsword), Weapon Specialization (Longsword).

Languages: Rosean (Good-Read), Taglian-Low (Fair-Read).

Possessions: Fitted studded leather, accurate longsword, dagger, light crossbow, 10 bolts.

Minor Characters

The Black Company novels are filled with characters far less powerful than the Dominator, the Taken, and even the leaders of the Black Company. These are men and women living in a dangerous world, trying to get along as best they can. Most are neither strongly virtuous nor truly evil. They have the weaknesses, failings and fears common to all people, yet sometimes manage to rise above their lot in life for a few shining moments.

Big Bucket

Cato Dahlia, also known as Big Bucket, was a common thief in Opal. He joined the Black Company to escape his grim life, becoming one of the first additions to the Company roster since the devastation in the Barrowland. Big Bucket, at first, served under Otto, but he rose through the ranks quickly, becoming a quartermaster during the Company's efforts to ready for facing the Shadowlander armies for the first time in Taglios. Perhaps Big Bucket's biggest contribution is finding and rescuing Sleepy. He found him, at the time it was believed she was a he though Sleepy speculated that Big Bucket always knew, being raped by his uncles. True to his wild temper, Bucket threw one of the offending men from the city walls, and immediately watched over the young man.

Big Bucket managed to survive through some of the Black Company's darkest times, but he met his end on the Plain of Glittering Stone. As one of the fifty who stepped onto the Plain, he evaded Soulcatcher's trap, however, he and his Nyueng Bao bodyguard Suyen Dinh Duc both fell victim to the shadows Soulcatcher released to slaughter escapees. Sleepy and her company found his corpse on the road back to the Fortress with No Name, and buried him in the Land of Unknown Shadows.

Big Bucket

Male thief 3, fighter 3, topkick 2; CR 8; Medium humanoid; HD 3d10+3 plus 3d6+3 plus 2d8+5; hp 51; Mdt 21; Init +9; Spd 30 ft.; AC 18, touch 13, flat-footed 15; Base Atk +7; Grap +14; Atk +10 melee (1d8+3/x3, rugged battleaxe), or +10 melee (1d3+3, unarmed strike), or +10 ranged (1d8/19-20, light crossbow); Full Atk +10/+5 melee (1d8+3/x3, rugged battleaxe), or +10/+5 melee (1d3+3, unarmed strike), or +10 ranged (1d8/19-20, light crossbow); SA lead (6), sneak attack +2d6, swift strike; SQ commander, get the drop, evasion, knave, trapfinding, trap sense +1; AL Sleepy, the Black Company, his squad; AP 6; SV Fort +8, Ref +7, Will +5; Str 16, Dex 16, Con 13, Int 10, Wis 11, Cha 12.

Background: Criminal; Class Skills: Hide, Intimidate, Move Silently, and Sleight of Hand; Favored Class: Thief.

Skills and Feats: Appraise +6, Climb +5, Command +9, Disable Device +8, Hide +10, Intimidate +9, Jump +8, Knowledge (local) +2, Listen +6, Move Silently +11, Open Locks +11, Sleight of Hand +12, Speak Language, Spot +6, Survival +2; Improved Grapple, Improved Initiative, Improved Unarmed Strike, Stealthy, Toughness.

Languages: Jewel Cities–Opal (Fair), Taglian–Low (Fair)

Possessions: Fitted chain shirt, fitted light steel shield, fine rugged battleaxe, dagger, light crossbow, 10 bolts, *fireball projector*.

Candy

Candy was a sergeant of the Black Company during its service to Beryl. A skilled and dependable soldier, and excellent leader, the Captain placed a lot of responsibility on Candy's shoulders, such as using him as a courier when negotiating terms with Soulcatcher. About seven years later, Candy led a small team to lure out the Rebels in Tally. In short, Candy was the "go-to guy" to get things done. After the Captain died in the cold waters of Juniper, Candy was elected the second in command to the Lieutenant. It's unclear what ever happened to Candy, for after the Black Company escaped Juniper, he is never mentioned again. Presumably, he died during the Company's flight from Chimney to the Plain of Fear.

Candy

Male fighter 5, topkick 4; CR 9; Medium humanoid; HD 5d10+10 plus 4d8+8; hp 68; Mdt 23; Init +7; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +9; Grap +11; Atk +12 melee (1d8+4/19-20, longsword) or +10 ranged (1d10/19-20, heavy crossbow); Full Atk +12/+7/+2 melee (1d8+4/19-20, longsword) or +10 ranged (1d10/19-20, heavy crossbow); SA lead (12 men), squad tactics, swift strike; SQ commander, get the drop; AL Black Company, his squad, the Lieutenant; Ap 10; SV Fort +10, Ref +3, Will +6; Str 14, Dex 13, Con 14, Int 12, Wis 12, Cha 13.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter.

Skills and Feats: Climb +7, Command +17, Hide +2, Intimidate +10, Jump +7, Knowledge (local: Beryl) +5, Listen +5, Move Silently +2, Profession (soldier) +6, Spot +5, Survival +4, Swim +4; Disciplined Troops, Dodge, Focused Troops, Formation Fighting, Improved Initiative, Rapid Reload, Weapon Focus (Longsword), Weapon Specialization (Longsword).

Languages: Jewel City-Beryl (Fair), Forsberg (Fair).

Possessions: Fitted chain shirt, heavy steel shield, longsword, heavy crossbow, 10 bolts.

Elmo

Elmo was the quintessential Black company sergeant – sharp eyed, quick-witted, and cool under pressure. He was a professional soldier with more than 36 years of experience at the time of his death. As a trainer, he made a "diabolical" obstacle course and, like any veteran sergeant, he had a baleful stare. He was cool and professional in a crisis, even when ready to panic. He never got irritated with One-Eye and Goblin's feuding except during a crisis. Though he liked to come across as a dumb country boy, his sharp mind was quick to get a feel for the politics among the Taken. Elmo was not without his faults, becoming lazy on muggy summer days.

Elmo died fighting the Dominator, jumping that ancient evil alongside Silent and the Lieutenant.

Elmo

Male fighter 5, topkick 4, veteran 3; CR 12; Medium humanoid; HD 5d10+10 plus 4d8+8 plus 3d10+6; hp 87; Mdt 26; Init +3; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +12; Grp +15; Atk +15 melee (1d8+4/19-20, longsword) or +13 ranged (1d10/19-20, heavy crossbow); Full Atk +15/+10/+5 melee (1d8+4/19-20, longsword) or +13 ranged (1d10/19-20, heavy crossbow); SQ commander, get the drop, gauge opponent, lead (12 men), squad tactics, swift strike; AL Black Company, his squad, the Lieutenant; Ap 10; SV Fort +10, Ref +3, Will +8; Str 14, Dex 13, Con 14, Int 12, Wis 12, Cha 14.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter

Skills and Feats: Climb +7, Command +21, Hide +2, Intimidate +10, Jump +7, Knowledge (local: Beryl) +5, Listen +5, Move Silently +2,

Profession (soldier) +6, Ride +9, Spot +10, Survival +4, Swim +4; Alertness, Disciplined Troops, Dodge, Focused Troops, Formation Fighting, Iron Will, Weapon Focus (Longsword), Weapon Specialization (Longsword).

Languages: Jewel City-Beryl (Fair), Forsberg (Fair)

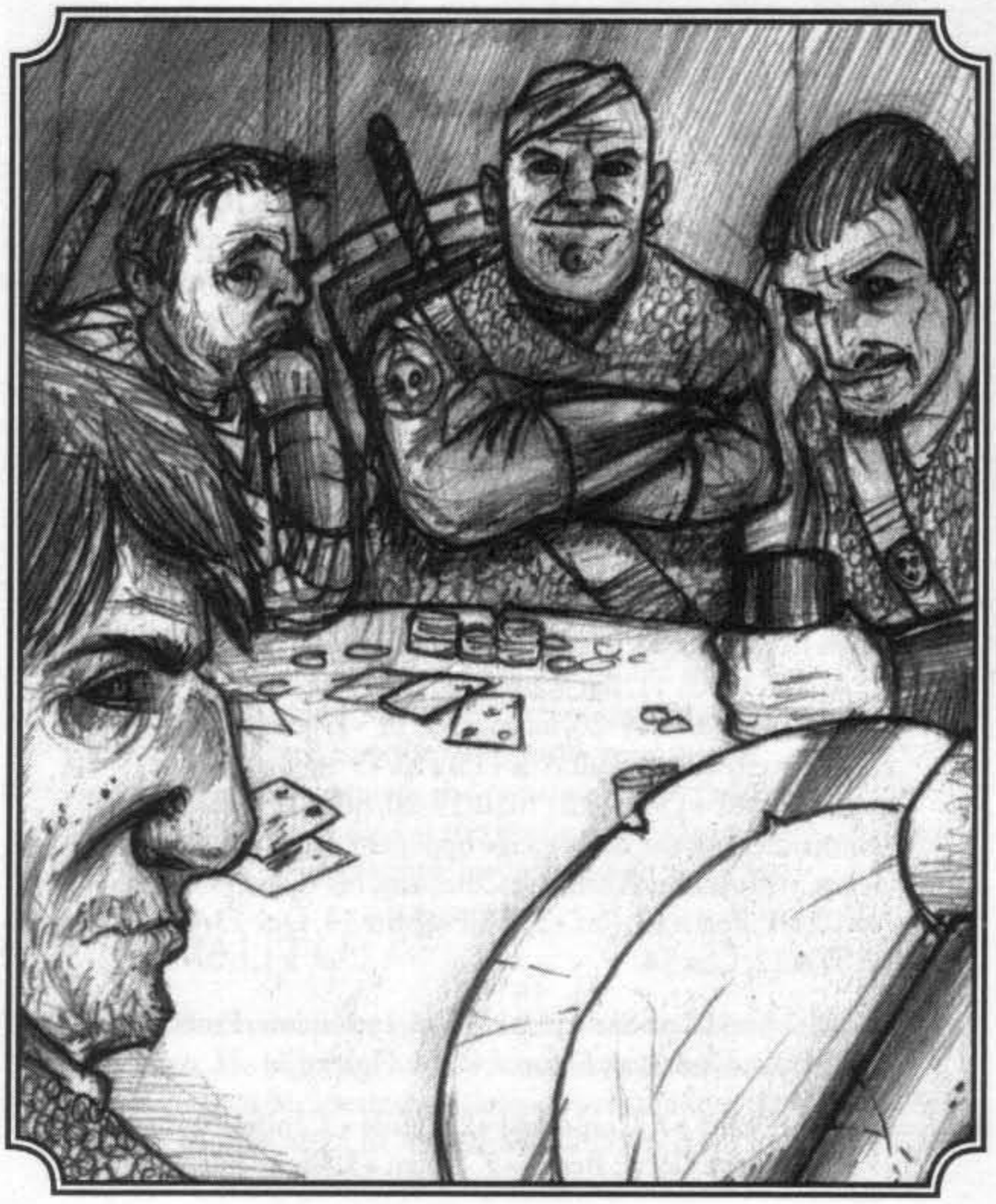
Possessions: Fitted chain shirt, heavy steel shield, longsword, heavy crossbow, 10 bolts.

Generic Black Company Soldier

The rank and file members of the Black Company are simply experienced soldiers. Not quite veterans, but very different from green troops, these soldiers are at their best when led by experienced commanders, aided by veterans within their ranks, and boosted by the Company's wizards. On their own typical Black Company soldiers are easily separated and picked apart – as part of the Company they are one of the most dangerous forces in the world.

The generic write-up given below is appropriate for a large number of typical Black Company soldiers mentioned in the books – Billygoat, Candles, Carp, Cougar, Crispin, Curly, Doughbelly, Fleet, Jo-Jo, Jolly, Longhead, Match, Pickles, Pokey, Sharky, Spiff, Still, Three-Fingers, Tickle, Wall-Eye, Whitey, Wild Bruce, and even the Torque brothers.

The write up can also be used as a base for building characters that are more advanced by adding a few levels of a prestige class. For example, by adding a few levels of siege engineer, the generic Black Company soldier can be used to represent Cletus, Loftus, or Longinus. Similarly changing the generic soldier's background (and reassigning it's background feat and skill points) can be used to create other characters. By changing the background from Soldier to Physician, and moving skill points from Intimidate to Heal (and changing feats around – Weapon Focus is no longer a background feat, so it must be taken as a fighter feat – take it instead of Cleave, and take Skill Focus [heal] as a background feat), the write-up can be used for Pockets, Croaker's assistant.



Generic Black Company Soldier

Male fighter 4; CR 4; Medium human; HD 4d10+12; hp 38; Mdt 20; Init +4; Spd 30 ft.; AC 16, touch 12, flat-footed 14; BAB +4; Grap +7; Atk +8 melee (1d8+5/19-20, longsword) or +7 ranged (1d10/19-20, heavy crossbow); Full Atk Atk +8 melee (1d8+5/19-20, longsword) or +7 ranged (1d10/19-20 heavy crossbow); SQ commander; AL Black Company; SV Fort +7, Ref +4, Will +3; AP 3; Str 16, Dex 14, Con 16, Int 10, Wis 12, Cha 8.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter

Skills and Feats: Climb +7, Command +1, Handle Animal +2, Hide +3, Intimidate +5, Jump +5, Listen +2, Move Silently +3, Profession (soldier) +6, Ride +5, Spot +2, Survival +16; Cleave, Combat Expertise, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Languages: All spoken and written – pick any 2; Forsberger (fair), Jewel Cities (fair), Taglian – low (fair).

Possessions: Chain mail, longsword, light warhorse, heavy crossbow, 10 bolts, 10 sp.

Hagop

Hagop was one of the core members of the Old Crew of the Black Company. Being a part of the Company since its days of service in Beryl, he was close friends with Otto and they both came from Rebosa, a city south of Beryl where the Black Company served briefly just after Croaker enlisted. By the time the Black Company headed south, Croaker, Otto, Hagop, One-Eye, and Goblin had been together nearly 20 years. He was an excellent scout and tracker, finding spoor while riding point in the woods, and was one of those sent on the mission to capture Raker in Roses. Like Otto, he was ordinary but a survivor. He seemed more sentimental than his buddy, but was still a hardened soldier. Croaker gave him the responsibility of putting together the cavalry to defend Taglios along with Otto, the Guards, and the roi. He then was with the group that went north to collect info on Longshadow and the Taken. After being with the Black Company for more than twenty years, Hagop died of natural causes in the Land of Unknown Shadows within days of Otto.

After being with the Black Company for more than twenty years, Hagop died of natural causes in the Land of Unknown Shadows within days of Otto.

Hagop

Male ranger 9; CR 9; Medium human; HD 9d8+18; hp 62; Mdt 23; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; BAB +9; Grap +12; Atk +13 melee (1d8+3/19-20, longsword); Full Atk +13/+8 melee (1d8+3/19-20, longsword); SQ Ambush +2d4, evasion, natural trapfinding, swift tracker, terrain mastery (forest), trap sense +3, woodland stride; AL Black Company; SV Fort +8, Ref +9, Will +5; AP 6; Str 16, Dex 16, Con 14, Int 10, Wis 14, Cha 8.

Background: Hunter. Knowledge (nature), Listen, Spot, and Survival are always class skills. Hagop gains +1 skill point per level useable only for these skills.

Skills and Feats: Climb +10, Handle Animal +8, Hide +16, Jump +8, Listen +13, Knowledge (nature) +12, Move Silently +12, Ride +10, Spot +13, Survival +16; Alertness, Combat Expertise, Combat Reflexes, Endurance, Improved Grapple, Improved Unarmed Strike, Power Attack, Track, Weapon Focus (longsword).

Languages: All spoken and written, Forsberger (fair), Jewel Cities (fair), Taglian – low (fair).

Possessions: Fitted chain mail, accurate longsword, light warhorse, 50 sp.

Kingpin

Kingpin was another soldier of the Black Company, a dangerous sort of man, plagued with a lazy streak. He was prone to turn a mission into a long vacation, slacking unless there was someone pushing him. Part of his problem was that he was not very bright, and could easily miss important facts. Still, he was a competent swordsman, and a good man to have at your side in a fight. Kingpin died when trampled to death in the ambush on the Limper and the former Black Company men just outside of Meadenvil.

Kingpin

Male fighter 5; CR 5; Medium humanoid; HD 5d10+10; hp 42; Mdt 19; Init +2; Spd 30 ft.; AC 18, touch 10, flat-footed 18; Base Atk +5; Grap +7; Atk +8 melee (1d8+4/19-20, longsword); Full Atk +8 melee (1d8+4/19-20, longsword); SQ commander; AL Vice, the Black Company; Ap 6; SV Fort +6, Ref +1, Will +0; Str 15, Dex 10, Con 14, Int 7, Wis 8, Cha 9.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter

Skills and Feats: Climb +5, Command +8, Intimidate +9, Jump +5, Profession (soldier) +3, Survival +1; Cleave[B], Improved Bull Rush, Power Attack, Weapon Focus (Longsword), Weapon Specialization (Longsword)[B].

Languages: Jewel Cities- Beryl (Fair)

Possessions: Splint mail, heavy steel shield, longsword

Pawnbroker

Another soldier from the old days, Pawnbroker served with the Black Company since before Beryl. Ugly with squinting beady eyes and a furtive manner, he was as dangerous as any other member of the Black Company, made so, perhaps, from his desire to distance himself from his life as a one-time farmer. Reliable in a pinch, he was one of the soldiers sent ahead to Meadenvil to identify Raven without being seen. He was perceptive, sensing deception in men where others could not, and was deadly with a knife, silent as death. Pawnbroker survived service with Soulcatcher and Lady, and fought alongside Croaker against the Limper just outside of Meadenvil, where he personally sunk to ballista bolts into the Taken's chest. Croaker never tells what happened to Pawnbroker after the battle with the Limper, and it is likely he died in the years of flight from Chimney to the Plain of Fear.

Pawnbroker

Male commoner 1, fighter 4, ranger 3, berserker 1; CR 8; Medium humanoid; HD 1d4+1 plus 4d10+4 plus 3d8+3 plus 1d12+1; hp 51; Mdt 20; Init +1; Spd 40 ft.; AC 15, touch 11, flat-footed 14; Base Atk +8; Grap +10; Atk +11 melee (2d6+5/x3, greataxe); Full Atk +11/+6 melee (2d6+5/x3, greataxe); SA combat style (two-handed), rage (1/day); SQ commander, fast movement, natural trapfinding, nature sense, trap sense +1; AL Black Company; Ap 8; SV Fort +10, Ref +6, Will +4; Str 14, Dex 13, Con 12, Int 13, Wis 14, Cha 11.

Background: Commoner; Class Skills: Craft, Handle Animal, Profession, and Ride; Favored Class: Any.

Skills and Feats: Climb +11, Command +8, Disable Device +4, Handle Animal +8, Hide +4, Intimidate +5, Jump +7, Knowledge (nature) +3, Listen +6, Profession (farmer) +8, Profession (soldier) +15, Ride +7, Search +5, Spot +6, Survival +8, Swim +6; Charge, Cleave[B], Endurance[B], Improved Bull Rush, Power Attack[B], Skill Focus (Profession: Soldier), Track[B], Weapon Focus (greataxe), Weapon Specialization (greataxe).

Languages: Jewel City-Beryl (Fair), Juniper (Fair)

Possessions: chain shirt, great axe.

Otto

Otto was a soldier in the Black Company from its Beryl days. He and Hagop came from Rebosa, a city south of Beryl where the Black Company served briefly just after Croaker enlisted. Otto was regularly picked for special missions; he was one of the troops sent with Candy's team to Tally. Otto was frequently injured but never seriously; he even took a scratch in the short fight with Neat's rebels in Tally. After the fall of the Dominator, Otto had been injured a hundred times and almost believed himself favored of the gods. He was injured protecting Darling from one of the Dominator's monsters in the Barrowland

Though Otto was solid, loyal and courageous, he was no hero. He had no compunctions about rape when the mood took him and had no conscience. He was a large man of ordinary appearance, but an exceptional soldier. A good friend of Hagop, he died within days of him in the Land of Unknown Shadow.

Otto

Male fighter 5, veteran 7; CR 12; Medium humanoid; HD 5d10+10 plus 7d10+10 plus 1d8+1; hp 86; Mdt 26; Init +7; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +12; Grap +14; Atk +15 melee (1d8+4/19-20, longsword) or +13 ranged (1d10/19-20, heavy crossbow); Full Atk +15/+10/+5 melee (1d8+4/19-20, longsword) or +13 ranged (1d10/19-20, heavy crossbow); SA Gauge opponent, grizzled, set and example; SQ commander; AL Black Company, his squad; Ap 8; SV Fort +11, Ref +4, Will +4; Str 14, Dex 13, Con 14, Int 12, Wis 12, Cha 13.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter.

Skills and Feats: Climb +7, Command +20, Hide +2, Intimidate +10, Jump +7, Knowledge (local) +5, Listen +5, Move Silently +2, Profession (soldier) +11, Spot +5, Survival +4, Swim +4; Cleave, Disciplined Troops, Dodge, Focused Troops, Formation Fighting, Improved Initiative, Power Attack, Rapid Reload, Weapon Focus (Longsword), Weapon Specialization (Longsword).

Languages: Jewel City (Fair), Forsberg (Fair), Taglian (Fair).

Possessions: Fitted chain shirt, heavy steel shield, longsword, heavy crossbow, 10 bolts.

Sindawe

Sindawe was a Nar soldier who with Mogaba and others joined the Black Company in Gea-Xle. Of the Nar, Sindawe was the most personable, with irreverence for authority. Still, he was far quieter than the other soldiers, rarely wasting words on small talk. As Mogaba's oldest friend, and possibly his brother, Sindawe enjoyed an early command position, leading the Third Taglian Legion as a reserve unit. He stayed by Mogaba's side during the siege of Dejagore, but broke with his friend when Mogaba deserted. With Croaker and the fifty soldiers, he went onto the Plain of Glittering Stone, and somehow escaped Soulcatcher's trap. Before he could escape, though, a shadow killed him. The Black Company took his badge, which Sindawe, being an excellent craftsman, made himself.

Sindawe

Male berserker 8, veteran 1, topkick 3; CR 12; Medium humanoid; HD 8d12+24 plus 1d8+3 plus 3d8+9; hp 111; Mdt 29; Init +5; Spd 40 ft.; AC 16, touch 13, flat-footed 13; Base Atk +12; Grap +16; Atk +18 melee (1d8+4, accurate (x2) longsword) or +15 ranged (1d6+4, javelin); Full Atk +18/+13/+8 melee (1d8+4, accurate (x2) longsword) or +15/+10/+5 ranged (1d6+4, javelin); SA lead (10 men), rage (3/day), swift strike; SQ get the drop, damage reduction 1/–, fast movement, gauge opponent, improved uncanny dodge, squad tactics, uncanny dodge; AL Black Company, Nar, Mogaba; Ap 6; SV Fort +14, Ref +8, Will +6; Str 19, Dex 16, Con 17, Int 10, Wis 13, Cha 12.

Background: Soldier; Class Skills: Command, Intimidate, Profession (soldier), and Survival; Favored Class: Fighter.

Skills and Feats: Climb +15, Command +12, Hide +7, Intimidate +18, Jump +11, Listen +2, Move Silently +7, Profession (soldier) +5, Ride +8, Search +2, Speak Language, Spot +2, Survival +9; Cleave[B], Endurance, Great Cleave[B], Power Attack, Quickdraw, Weapon Focus (Longsword), Weapon Focus (Javelin).

Languages: Gea-Xle (Good), Taglian-Low (Poor).

Possessions: Fitted (x3) hide armor, accurate (x2) longsword, 3 javelins.

Thai Dei

Dour, taciturn, remorseless and pitiless, Thai Dei was as close to a brother as Murgen had. Hard and tough, with a lantern jaw and plain features, he stood a full foot shorter and eighty pounds lighter than the standard-bearer. He wore his black hair crudely cropped black hair; it stuck out in unkempt spikes.

Murgen gained Thai Dei's companionship after Murgen tried to save the Nyueng Bao. Thai Dei vowed he owed Murgen six lives for those the then Annalist saved. He became Murgen's bodyguard but eventually the two men became good friends. Thai Dei had argued against the Nyueng Bao from taking Ky Sahra away from Murgen, but his voice was too small to bear any weight with Mother Gota and Uncle Doj.

He accompanied the Black Company onto the Plain of Glittering Stone, and after the Captured were rescued, he spend four years in the Land of Unknown Shadows. During all this time, he never failed to protect Murgen. Thai Dei died at Uncle Doj's side when a force rescued Howler and Tobo.

Thai Dei

Male weapon master 5, ranger 3, fighter 4; CR 12; Medium humanoid; HD 5d8+10 plus 3d8+6 plus 4d10+8; hp 85; Mdt 26; Init +4; Spd 30 ft.; AC 16, touch 16, flat-footed 16; Base Atk +10; Grap +12; Atk +12 melee (1d10+4/19-20, sharp (x2) bastard sword) or +15 ranged (1d8+2/x3,accurate composite [+2] longbow); Full Atk +12/+7 melee (1d10+4/19-20, sharp (x2) bastard sword) or +15/+10 ranged (1d8+2/x3,accurate composite [+2] longbow); SA combat style (two-handed), flurry of blows (–1/–1); SQ commander, disciplined mind, evasion, natural trapfinding, nature sense, trap sense +1, uncanny dodge; AL Murgen, his family, Nyueng Bao; Ap 10; SV Fort +10, Ref +12, Will +6; Str 15, Dex 18, Con 14, Int 12, Wis 13, Cha 8.

Background: None; Jump, Hide, Move Silently, Survival; Favored Class: Any.

Skills and Feats: Balance +17, Climb +9, Command +1, Escape Artist +6, Hide +10, Intimidate +3, Jump +19, Knowledge (nature) +8, Knowledge (religion) +5, Listen +3, Move Silently +10, Spot +6, Survival +7, Swim +11, Tumble +16, Use Rope +7; Cleave[B], Combat Expertise[B], Deflect Arrows, Dodge, Endurance[B], Exotic Weapon Proficiency (bastard sword), Improved Sunder, Improved Unarmed Strike, Power Attack, Track[B], Weapon Focus (bastard sword)[B], Weapon Specialization (bastard sword)[B].

Languages: Nyueng Bao (Fair), Taglian-Low (Fair).

Possessions: Sharp (x2) bastard sword, accurate composite [+2] longbow, 20 arrows.

Tracker

Tracker was always something of an enigma. He joined the Black Company not long before the final battle with the Dominator at the Barrowland, having carried a correspondence from Oar to the Hole, containing one of several letters to Croaker explaining the story of the Taken's release. Accompanied by his loyal hound, Toadkiller Dog, no one was ever certain about his character. Standing over six feet tall, extraordinarily muscular, with arms and chest crisscrossed with scars, his face was empty of emotion, but he had hard, dark eyes.

He could sometimes come off as a simpleton, especially when separated from his dog, but he was actually quite perceptive, and skilled with ancient languages. His combat prowess was equally curious. He was an expert marksman with a bow, and could wield a sword like something out of legend. He could even overcome men when unarmed, skilled as he was in fighting.

The truth about Tracker came out when Old Father Tree revealed Toadkiller Dog to be a demon. The tree cast away the fiend, and made Tracker his thrall instead. The Lady explained Tracker could not function without companionship. Thus, the dog had possessed him, and later the tree. Tracker stayed with the Black Company through the end, dying in the fight against Dominator. He held the dark lord down, while others carved him up.

Tracker

Male ranger 15; CR 15; Medium humanoid (extraplanar); HD 15d8+45; hp 116; Mdt 31; Init +3; Spd 30 ft.; AC 16, touch 13, flat-footed 13; Base Atk +15; Grap +19; Atk +23/+18/+13 melee (1d10+6/17-20, deadly accurate (x3) bastard sword) or +20/+15/+10 ranged (1d8+4/x3, accurate (x2) composite [+4] longbow); Full Atk +23/+18/+13 melee (1d10+6/17-20, deadly accurate (x3) bastard sword) or +20/+15/+10 ranged (1d8+4/x3, accurate (x2) composite [+4] longbow); SA ambush +3d4, combat style (archery), combat style mastery (two-handed), improved combat style (two-handed); SQ camouflage, evasion, improved evasion, natural trapfinding, nature sense, swift tracker, terrain mastery (desert, forest, mountains), trackless step, trap sense +5, venom immunity, woodland stride; AL Toadkiller Dog or Old Father Tree; Ap 7; SV Fort +12, Ref +12, Will +4; Str 18, Dex 17, Con 16, Int 11, Wis 8, Cha 11.

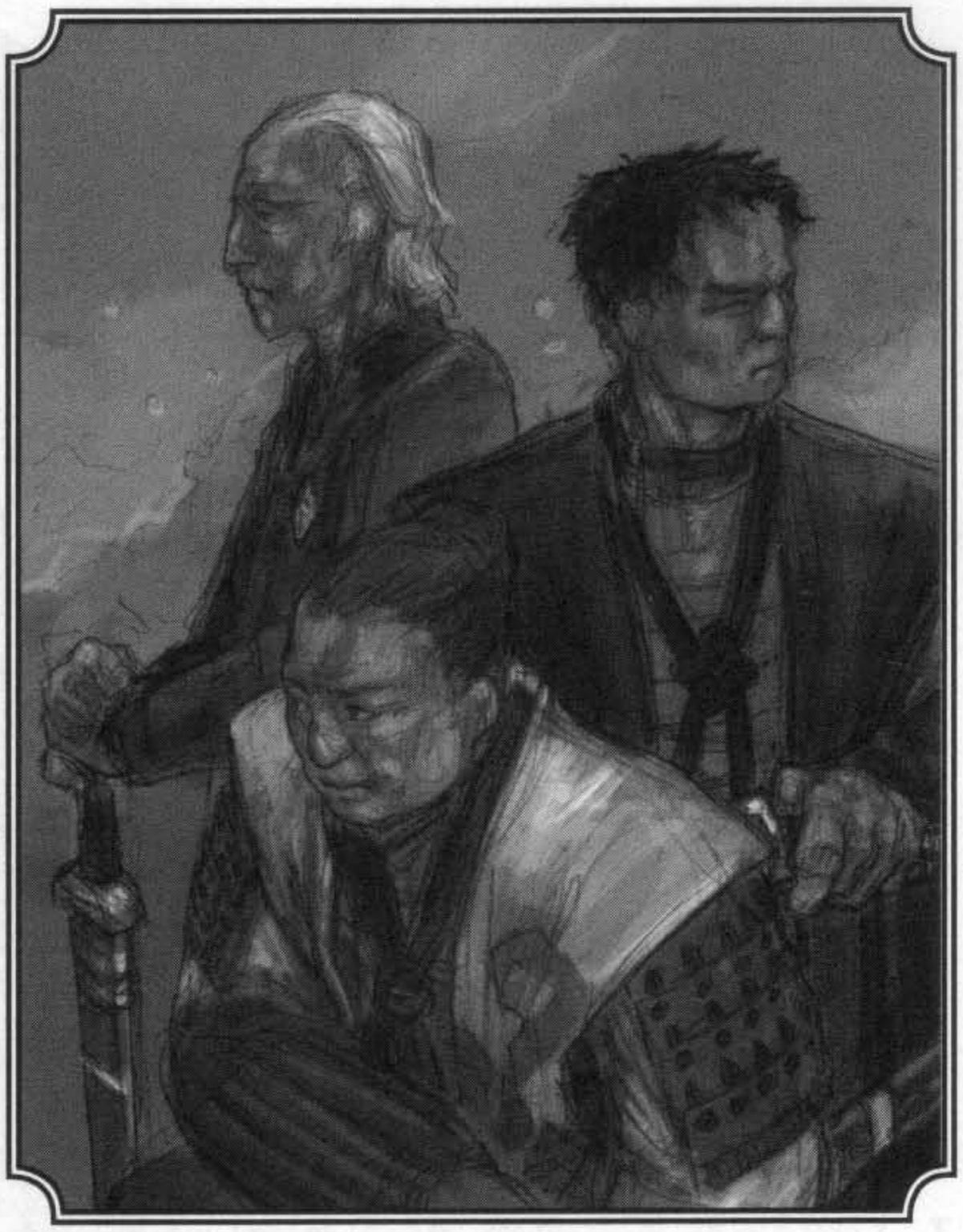
Background: Hunter; Class Skills: Knowledge (nature), Listen, Spot, and Survival; Favored Class: Ranger

Skills and Feats: Climb +26, Hide +27, Knowledge (nature) +22, Listen +17, Move Silently +23, Spot +17, Survival +21 (+23 aboveground natural environments); Cleave[B], Endurance[B], Exotic Weapon Proficiency (bastard sword), Great Cleave[B], Improved Critical (bastard sword), Improved Unarmed Strike, Improved Grapple, Point Blank Shot, Rapid Shot, Stealthy, Track[B], Weapon Focus (bastard sword).

Languages: Forsberg (Fair)

Possessions: Fitted studded leather armor, accurate (x2) composite [+4] longbow, 20 arrows, deadly accurate (x3) bastard sword

Uncle Doj



Uncle Doj was a squat, emotionless man of an indeterminate age. Rumored to be a priest, and a swordsman without peer, he had the grace and skill of someone half his age. Much of his skill stemmed directly from his mastery of an ancient religion called the Path of the Sword, a complex and ritualized set of exercises associated with a style of fighting employing the katana (bastard sword). As much as he was a warrior, he was also a priest, a keeper of the old ways. Moreover, he had some skill with magic, though he rarely, of ever used it.

Along with the rest of the Nyueng Bao who bound their fates with the Black Company, Uncle Doj remained with them, more or less, for the rest of his life since Dejagore, even through the darkest days of Company who led an underground resistance against the Protector. He held to his secrets closely, until, when the possibility of releasing the Captured depended on his knowledge.

Doj revealed the history of his people, from his point of view (see the Secrets of the Nyueng Bao, page @@ for details), and agreed to help Sleepy recover the lost key in exchange for him turning over the stolen manuscript of the first Book of the Dead. Doj also helped Sleepy recover the Captured, and trained many members, whom Doj viewed as less than the Nyueng Bao, in the essential practices of the Path of the Sword. Doj was a constant presence in the Company's latter days, but died rescuing Tobo and the Howler, overwhelmed by the sheer numbers of Taglian troops.

Uncle Doj

Male weapon master 7, wizard 3, swordmaster 12; CR 22; Medium humanoid; HD 7d8+14 plus 3d6+6 plus 12d8+24; hp 143; Mdt 36; Init +4 (+7 with Ash Wand); Spd 30 ft.; AC 18, touch 18, flat-footed 18; Base Atk +17; Grap +20; Atk +28 melee (2d6+7/17-20/x3, ash wand); Full Atk +27/+27/+22/+17/+12 melee (2d6+7/17-20/x3, ash wand); SA battle finesse, deadly blow, flurry of blows (–1/–1), focus, soul of the sword (+5); SQ +1 to all saves against spells and spell-like abilities, disciplined mind, evasion, overcome injury, student of wizardry, uncanny dodge; AL Path of the Sword, Nyueng Bao, his family; Ap 11; SV Fort +13, Ref +19, Will +20; Str 16, Dex 19, Con 14, Int 13, Wis 16, Cha 10.

Background: Priest; Class Skills: Decipher Script, Diplomacy, Knowledge (history), and Knowledge (religion); Favored Class: Academician.

Skills and Feats: Balance +28, Decipher Script +7, Detect Magic +4, Diplomacy +9, Escape Artist +14, Jump +27, Ghost Sound +2, Hide +26, Knowledge (history) +7, Knowledge (religion) +12, Listen +13, Magic Use +11, Move Silently +26, Prestidigitation +3, Research +1 (+3 historical or religious researching), Speak Language, Spot +16, Tumble +28, Use Rope +4 (+6 bindings); Advance, Burst of Activity, Combat Expertise[B], Combat Reflexes, Dodge, Greater Weapon Focus (greatsword), Greater Weapon Specialization (greatsword), Improved Critical (greatsword), Iron Will, Mobility, Onslaught, Skill Focus (Magic Use)[B], Spirit Walk, Spring Attack, Talent (x2)[B], Weapon Focus (greatsword)[B], Weapon Specialization (greatsword)[B], Whirlwind Attack.

Languages: Nyueng Bao (Mastery-Read), Taglian-Low (Good-Read)

Spells Known (DC 11; Spell Energy: 2): *Awareness*, *Enchant*.

Possessions: Ash wand (see page @@).

Wheezer

A withered old man from One-Eye's homeland of D'loc-Aloc, Goblin named him for his constant wracking wheezing and coughing. He served, at first, as a guide and translator, but hung around after he was no longer needed. He habitually chewed a nasty brown root called qat; it did nothing to help his condition. Still, despite his poor health, he escaped some of the Company's worst scrapes. Like One-Eye, he was full of mischief, and according to Croaker, he wasn't good for much, though in retrospect, most Company men agreed he was always underestimated. In Taglios, Wheezer served on Mogaba's staff, survived the disaster at Dejagore, and fought as well as the best of them, committed to keep going until he could go no further. Wheezer finally met his match on the Plain of Glittering Stone.

Wheezer

Male thief 2, scout 3, ranger 2; CR 8; Medium humanoid; HD 2d6–2 plus 3d6–3 plus 2d8+1; hp 25; Mdt 16; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +4; Grap +4; Atk +5 melee (1d6/19-20, short sword) or +5 ranged (1d8/x3, longbow); Full Atk +5 melee (1d6/19-20, short sword) or +5 ranged (1d8/x3, longbow); SA ambush +1d4, combat style (light), sneak attack +2d6, sniper shot +1d6; SQ evasion, forward observer, knave, natural trapfinding, nature sense, trapfinding; AL Black Company; Ap 4; SV Fort +5, Ref +10, Will +3; Str 10, Dex 13, Con 8, Int 11, Wis 14, Cha 12.

Background: Beggar; Class Skills: Bluff, Knowledge (local), Profession (beggar), and Survival;

Skills and Feats: Appraise +3, Balance +4, Bluff +9, Diplomacy +3, Disable Device +4, Disguise +1 (+3 acting), Hide +9, Gather Information (D'loc-Aloc) +3, Intimidate +3, Knowledge (geography) +2, Knowledge (local: D'loc-Aloc) +7, Knowledge (nature) +7, Listen +8, Move Silently +9, Open Locks +8, Profession (beggar) +11, Search +3, Sleight of Hand +10, Speak Language, Spot +8, Survival +9 (+11 aboveground natural environments) Bushwhack, Dodge, Endurance[B], Improved Dodge, Mobility, Toughness, Track[B], Weapon Finesse.

Languages: D'loc-Aloc (Fair), Taglian-low (Fair)

Possessions: Leather armor, short sword, longbow, 20 arrows.

Chapter Fourteen: Bestiary

Unlike other d20 fantasy settings, *The Black Company Campaign Setting* lacks the traditional types of monsters. In this world, you will not find goblins, orcs, satyrs, or drow. Abominations like the roper and the grick have no place in keeping with the tone and flavor of the novels. However, this is not to say that this world lacks monsters at all. A dragon once guarded the Barrowland, and ghosts haunt the remains of Cho'n Delor. The Plain of Fear has innumerable variations of creatures, each an extension of Old Father Tree's imagination. Worlds like the Land of Unknown Shadows house infinite types of monster, each with strange forms, motivations, and degrees of awfulness. With the shadows stalking life on the Plain of Glittering Stone and the forvalaka haunting the jungles of the D'loc-Aloc, *The Black Company Campaign Setting* is rife with threats both human and monstrous.

Monsters from the MM

Just because *The Black Company Campaign Setting* does not incorporate the standard array of monsters found in other games does not mean you can't still use the *MM* for games set in this world. First, all of the standard animals, most vermin, and their swarms exist. You can also use monsters from the *MM* to define other lesser-known creatures on the Plain of Fear or in the Land of Unknown Shadows, such as gray renders, griffon, or even pixies. However, some abilities and functions of the various types of creatures may work differently in this world, as such things like *teleport* or *wish* do not function at all. When using monsters from the *MM* and other sources, consider the following adjustments to modify the monster for use in your Black Company games.

Aberrations, Oozes, and Plants

Of all the monster types found in the *MM*, aberrations are probably the best fit, for creatures in *The Black Company Campaign Setting* are not normal and are a result of magical interference or the warping influence of particularly powerful beings and phenomenon. Such things like gibbering mouthers, chokers, and will-o'-wisps are all perfectly suited to this setting. Conversely, aboleth, driders, mimics, nagas and their ilk are probably highly unsuited for standard games, unless you use the Glittering Stone Campaign Options to bring them from another world.

Oozes, like aberrations, could potentially exist, but should be reserved for unique situations, contained in unusual locations, far from civilization. Plants, though, are extremely suited to this world, as the warping effects of latent sorcery warps and twists plant life into the walking trees of the Plain of Fear, and other creatures in the depths of the D'loc-Aloc.

Animals and Vermin

All of the animals described in **Chapter Two: Animals** in the *MM* exist in *The Black Company Campaign Setting*. By extension, bat and rat swarms also exist. As for dire animals, they could easily exist in this world, but recall, Croaker who was well traveled, had never seen a wolf as large as the form Shapeshifter took when they scouted south of the Main River. Dinosaurs, on the other hand, probably shouldn't be used for most Black Company games, though they could be found in remote places within the D'loc-Aloc or in other hot climes.

Vermin are slightly different. There are no giant ants, giant bees, monstrous spiders the size of castles and so in this world. Avoid using giant insects and instead utilize insect swarms like the centipede swarm described in the *MM*. Again, vermin are one of the better creature types to employ in this setting as it does not compromise the integrity of the world like a dwarf would. Still, use them sparingly.

Constructs

The manner in which constructs are created according to the *MM* does not function in this world. Those constructs that exist are usually animated objects created by an effect of the Second Magnitude spell *Animate*.

Golems could be created in the same fashion, but the only golem mentioned in the novels is the being Shivetya, called the demon-golem, guardian of the Plain. He is unique and with god-like powers. Hence, if you use golems, it is best to have them be vestiges from ancient eras, or things from other worlds.

Dragons

Though dragons do exist in this setting, chromatic, metallic, and other dragons do not. Dragons here lack the high intelligence of their other d20 system counterparts, and are far more beast-like than they are civilized. Like the dragon at the Barrowland, these creatures generally serve as guardians. Other varieties of the dragon type, such as the dragon turtle, pseudodragon, and wyvern do not have a presence here, though they could exist in remote places or come from other worlds like any other monster.

Elementals and Outsiders

The Black Company Campaign Setting does not have an intricate planar cosmology. Among the planes it lacks, are the elemental planes. And while elementals never appear in the novels, there is no reason to think they could not be summoned from one of the other levels of reality, like the Demon World, via a *Call* spell effect.

Outsiders certainly exist in this world, evidenced by creatures like Toadkiller Dog and the demon Soulcatcher summoned as she left the Fortress at Overlook. Demons, devils, daemons, and other fiends all dwell in one of the many demon worlds accessible via the *Call* spell. However, these creatures are rarely anthropomorphic, unless they are imps (which here, they are not devils), instead taking the form of monstrous beasts. Interestingly, though, celestials never appear in the novels. If angels, archons, and other beings of the Upper planes do exist, they are aloof to the concerns of mortals.

Fey

Fairies are mythological creatures, believed to exist only in children's tales. There are no examples of these creatures in the novels, although there are legends of dwarves—clearly of fey nature and not humanoid—in the south, though admittedly these creatures are little more than legend. You could lend some credence to these myths, allowing fey creatures in this setting, but they should be scarce. If you intend on introducing elves, dwarves, gnomes, or other fantastic humanoid creatures, it is recommended you change their type from humanoid to fey.

Giants

Murgen recalled the myths of his people, stories of titans walking the earth. These creatures, if they existed at all, were probably giants. These giants, like other creatures, would exist beyond the reaches of civilized lands, only lurking in ancient ruins, or in vast stretches of wilderness.

Humanoids & Monstrous Humanoids

One thing that is clear in the novels, humans are the only humanoids. There are no elves, dwarves, halflings, goblins or other examples of the various humanoid races described in the core rulebooks. Consequently, these races should only appear if you employ the Glittering Stone Campaign Option or if you play a Free style game (see **Chapter Eleven: Black Company Campaigns** for details on the various styles of play).

Monstrous humanoids suffer the same kinds of restrictions as humanoids. Civilizations of monstrous humanoids just do not fit within the flavor of this setting. A minotaur is likely the creation of some magical experiment gone awry, or comes from a world, like Green Ronin's *Trojan War* or some other fantasy setting. While these creatures do not unbalance the game, they compromise the tone of Black Company games, just as other humanoids do.

Magical Beasts

Magical beasts, like fey, are best reserved for legend and myth, as the novels make a clear distinction about the existence of such fantastic creatures. Things like griffons, unicorns, owlbears, and so on, could exist in this world, but their existence compromises the flavor of the world. On the other hand, magical beasts could be used to represent things on the Plain of Fear or in the Land of Unknown Shadows, though many of these creatures should probably be aberrations.

Undead

First, most people see undead as subjects for ghost stories, with vampires often confused with forvalaka. There is no such thing as ghouls, spectres, or other creatures of the kind. Second, this cosmology lacks a Negative Energy Plane, so undead cannot be not extensions of the life-draining plane, and instead function in an entirely different manner. Undead are the spiritual remains of life, trapped between the Material Plane and the Spirit Realm (see the **Spirit** entry on page 297 for details). Occasionally, commoners refer to the Taken, who cannot themselves die as long as they remain Taken, as undead, though this is nothing more than a statement of their condition rather than their type. Finally, some undead are nothing more than animated corpses created by the Animate spell (see **Chapter Ten: Magic**). Again, these creatures lack the Undead type and are not

Table 14–1: Undead Conversions

Level Drain	Example	Converted Damage
1 Level	Wight	Touch (2d6 Cold damage)
2 Levels	Vampire, Spectre	Touch (4d6 Cold damage)

Table 14–2: Adapting Monsters

Special Attack or Quality	Recommended Action
Ability damage (temporary)	Retain this ability; +1 CR
Ability drain (permanent)	Change to ability damage; no CR change
Blindsense	No change
Blindsight	No change
Breath weapon	Increase CR by +1
Change shape	No change
Constrict	No change
Damage reduction	Note: a weapon affected by an Enchant spell effect counts as magical.
5/any type	CR +1
10/any type	CR +2
15 or better/any type	CR +3
Disease	No change
Energy drain (negative levels)	As per **Table 14–1: Undead Conversions**
Fast healing	No change
Fear	CR +1
Frightful presence	CR +1
Gaze	CR +1
Immunity to energy/attack form	No change
Improved grab	No change
Incorporeal	Increase CR by +2
Paralysis	CR +1
Poison	No change
Pounce	No change
Powerful charge	No change
Psionics	Psionics do not exist in this setting; change psionics to similar spell-like abilities; increase CR by +2
Ray	CR +1
Regeneration	CR +2
Rend	No change
Roar	No change
Scent	No change
Sonic attack	CR +1
Spell immunity	Change to spell resistance equal to CR +11
Spell resistance	No change
Spells	Creature loses this ability; reduce CR by –1 to –4 depending on how integral the spells were to the creature's attack forms
Spell-like abilities	No change; increase CR by +1 per 4 caster levels
Subtype features	No change
Summon	Strike this ability; reduce CR by –1
Swallow whole	No change
Trample	No change
Tremorsense	No change
Turn resistance	Strike this ability
Wounding	Increase CR by +1

really skeletons and zombies though they certainly appear that they are.

You can use undead from the *MM* in this world, though while it strains the tone, it does not break it. Given the Magic system and the lack of a divine presence, undead as written in the *MM* are significantly tougher threats. If you intend to use these creatures, make the following adjustments. Undead who deal ability damage (not drain) retain this ability. Undead who deal ability drain instead deal ability damage. Undead who drain levels, deal damage as indicated on **Table 14–1: Undead Conversions**. This applies to undead native to *The Black Company Campaign Setting*. Undead from other settings employing the Negative Energy Plane are destroyed when brought into this world, their planar connection permanently severed.

Adapting Monsters

When using monsters from the *MM* or other sources in *The Black Company Campaign Setting*, there are several important, perhaps unrecognized, consequences you should consider. Apply the recommended changes as indicated on **Table 14–2: Adapting Monsters** to monsters for each of the applicable Special Attacks and Special Qualities. If the monster has an attack or quality not listed below, or not similar to one listed here, assume it works as normal. If a creature has multiple special attacks or qualities, the CR increase may be too drastic; use your instincts when increasing a monster's CR.

Other Creatures

Most of the creatures in the world of the Black Company reside in isolated places. The Plain of Fear is more of a canvas on which Old Father Tree paints his dreams, while the Land of Unknown Shadows is a repository for thousands of different and bizarre creatures. While this chapter sets out to provide statistics for all the major (and some of the not-so-major) monsters, it is far beyond the scope of this book to detail every creature and every form it takes. Instead, use these locales as great opportunities to use monsters from the *MM* and other sources. For example, for walking trees you can easily use statistics for a treant. Likewise, for all of the sentient animals on the Plain of Fear, simply use statistics as if they were awakened by the *awaken* spell.

Land of Unknown Shadows

In the Land of Unknown Shadows, the First One, sometimes called the Master of Time, stole shadows from the Plain of Glittering Stone, and warped their material to create a host of bizarre creatures. In the succeeding generations, the spawn of this Shadowmaster are known as the Host of Unforgiven Dead. Of the 10,000 varieties, only Tobo knew all their names.

Like with other creatures in this world and other worlds, you can use creatures from the *MM* to fill this category. Fey, outsiders, aberrations, magical beasts, and just about anything else could all very well serve in these roles. Blink dogs, belkers, gricks, manticores, yeth hounds, and shadow mastiffs, and more could all conceivably fill these rolls. And because *The Black Company Campaign Setting* does not employ alignment, it's easy to see how these ordinarily dangerous and malevolent creatures could ally with Tobo in *Soldiers Live*.

When adapting monsters to this world, use the guidelines described on **Table 14–2: Adapting Monsters**. However, all of the Host of Unforgiven Dead are naturally invisible, appearing only on the periphery of vision. Add this trait to all creatures you adapt.

Spell-like Ability: The following ability is always active on the creature, as the spell (caster level equal to the base creature's HD): *invisibility*. While this ability can be dispelled as normal, the creature can activate it as a free action.

New Monsters

The following monsters appear in the novels and are suitable for games set in *Black Company Campaign Setting*. Monsters presented here use spell-like abilities as described in the *MM* to enhance their usefulness in other settings, and for ease of use. All creatures described have an Allegiance listing and Alignment in parentheses if you intend on using them outside of this setting. Finally, all creatures have a Massive Damage Threshold. This value equals their Constitution + 1/2 their Hit Dice.

Black Watchers

The castle gate popped open as we came in a line. A half dozen wild beings in black rushed us. A fog of lethargy settled upon me, and I found fear fading the moment it sparked into existence.

—Shadows Linger

Medium Outsiders (Evil, Extraplanar)

Hit Dice: 3d8+12 (25 hp)
Massive Damage Threshold: 21
Initiative: +6
Speed: 40 ft. (8 squares)
Armor Class: 18 (+2 Dex, +6 natural), touch 12, flat-footed 16
Base Attack/Grapple: +3/+5
Attack: Longsword +5 melee (1d8+2/19-20)
Full Attack: Longsword +5 melee (1d8+2/19-20)
Space/Reach: 5 ft./ 5 ft.
Special Attack: Spell-like abilities
Special Qualities: Damage reduction 5/magic, indistinct, low-light vision, outsider traits, *tongues*, vulnerability to fire
Saves: Fort +7, Ref +5, Will +5
Abilities: Str 14, Dex 15, Con 18, Int 13, Wis 15, Cha 17
Skills: Bluff +11, Climb +8, Command +7, Diplomacy +11, Disguise +9 (+11 acting), Escape Artist +8, Heal +8, Hide +8, Intimidate +13, Move Silently +8, Use Rope +2 (+4 bindings)
Feats: Improved Initiative, Persuasive
Environment: Demon World or the Black Passage
Organization: Solitary, Pair, Nest (3-6), or Black Passage (varies dependant on Black Passage maturity)
Challenge Rating: 4
Treasure: Standard
Allegiances: Black Passage, Evil (*Alignment*: Always neutral evil)
Advancement: 4–9 HD (Medium)
Level Adjustment: —

A black watcher is a type of daemon called from the Demon World to protect and serve a black passage. Exactly what the connection is between these creatures and the dark construct is uncertain, but as a black passage matures, black watchers are certain to be near.

These creatures are tall, thin, and shadowy, wearing loose black pantaloons and a matching hooded shirt. Normally, these creatures keep their features obscured, but occasionally a glimpse of an angular face with an olive complexion and luminous yellow eyes appears. Some black watchers are short and wide, but have features otherwise identical to the normal black watchers.

Above all else, a black watcher's duty is to harvest souls. Once called from the Demon World, it insinuates itself in a nearby population, implanting suggestions of attaining wealth and luxury in exchange for delivering the living and the dead to the black passage. Once the black watchers acquire one or more steady and regular mortal servants, to whom they distribute silver amulets that hold immature passages, they withdraw into the construct, where they assist the black passage in stealing mortal souls from their victims.

If you use this monster in settings other than *The Black Company Campaign Setting*, a *summon monster IV* spell is required to summon a black watcher.

Black watchers, through their *tongues* ability, can speak and understand all languages.

Combat

Again, the black watcher's sole concern is the black passage. Everything it does is to serve the construct. If the black passage is under attack, it gladly gives its life to steal bodies from the battlefield to give bring the thing that much closer to the ritual of release. In combat, a black watcher fights intelligently, having little intention of giving its life unless the sacrifice is necessary to the survival of its master. For the purposes of overcoming damage reduction, the black watchers unarmed and weapon attacks count as magical.

Spell-like Abilities: 3/day—*cause fear* (DC 14), *expeditious retreat*, *lullaby* (DC 13), and *suggestion* (DC 16). Caster level 5th. The save DCs are Charisma-based.

Indistinct (Su): Black watchers are shrouded in gloomy shadows, even in the brightest light. This perpetual darkness grants the black watcher concealment (20% miss chance) from all melee and ranged attacks.

Catacomb Guardian

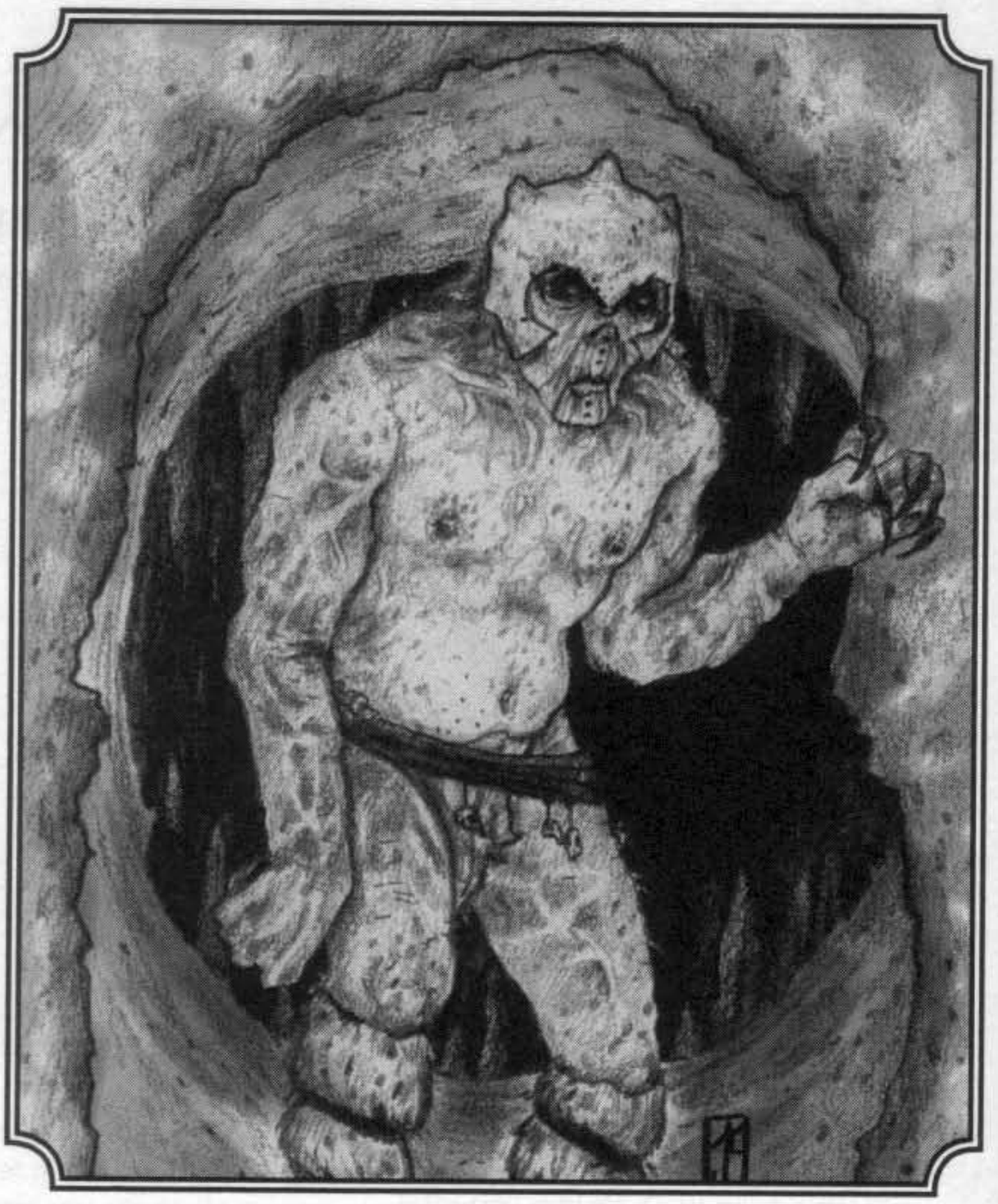
"Something jumped us. It tore him up before I could kill it." "A Guardian. I warned you."

—Shadows Linger

Monstrous Humanoid

Hit Dice: 2d8+4 (13 hp)
Massive Damage Threshold: 17
Initiative: +1
Speed: 30 ft. (6 squares)
Armor Class: 16 (+1 Dex, +5 natural), touch 11, flat-footed 15
Base Attack/Grapple: +2/+3
Attack: Claw +3 melee (1d6+1/19-20)
Full Attack: 2 claws +3 melee (1d6+1/19-20), bite +1 melee (1d8+1)
Space/Reach: 5 ft./ 5 ft.
Special Attack: Frightful presence, rage
Special Qualities: Keen senses
Saves: Fort +2, Ref +4, Will +4
Abilities: Str 13, Dex 12, Con 15, Int 6, Wis 13, Cha 12
Skills: Listen +10, Spot +5
Feats: Improved Critical (claws)[B], Multiattack

Environment: Catacombs beneath Juniper, or any Underground
Organization: Solitary, Pack (2-8)
Challenge Rating: 3
Treasure: None
Allegiances: The Dead (*Alignment:* Always lawful neutral)
Advancement: 3-6 HD (Medium)
Level Adjustment: —



Beneath the city of Juniper, there are miles of catacombs that house the city's dead. The custodians maintain the upper enclosure, allowing these tunnels closest to the surface to be open to the public. The deeper places, however, they leave to their minions to patrol and guard against robbers. Known only as catacomb guardians, they may be distantly related to humans, but generations of living beneath the city has slowly twisted them into the abominations they are today. Now, they feast on the rats, molds, and slimes of the corridors, occasionally making a meal on the foolish robber hoping to get rich quick.

Catacomb guardians do not speak, but understand the tongue of Juniper.

Combat

These creatures vigilantly guard against tomb robbers, patrolling the depths of the catacombs, kept company only by the dead. If they find someone in their territory, they watch from the shadows, waiting for a good opportunity to strike. When they finally engage their enemy, they are ruthless combatants, fighting to the death. They know enough not to attack an individual dressed as a Juniper custodian.

Frightful Presence (Ex): A raging catacomb guardian is a terrifying sight. All creatures within 30 feet of a catacomb guardian in the throes of a rage must succeed a DC 13 Will save or become shaken for 2d6 rounds. A creature that succeeds or fails this save cannot again be affected by a catacomb guardian's frightful presence for 24 hours. The save DC is Charisma-based.

Rage (Ex): Once per day, a catacomb guardian can enter a fearsome rage, identical to a berserker's rage (see the berserker class in **Chapter Four: Classes** for details), for 5 rounds. A common catacomb guardian, while in a rage, uses the following statistics.

HD 2d8+8; hp 17; Grp +5; Atk +5 melee (1d6+3/19-20, claw); Full Atk +5 melee (1d6+3/19-20, 2 claws), +3 melee (1d8+1, bite); SV Fort +4, Will +6; Str 17, Con 19

Keen Senses (Ex): Catacomb guardians have excellent sense, being able to see four times as far as a human in shadowy illumination. In addition, catacomb guardians have darkvision out to 120 feet.

Skills: Catacomb guardians gain a +4 racial bonus to Listen and Spot checks.

Centaurs of the Plain of Fear

Squadrons, troops, battalions of centaurs came cantering out of hiding,
the drum of their hooves a continuous thunder despite the muting effect of the snow.

—The Silver Spike

Medium Monstrous Humanoids

Hit Dice: 3d8+3 (15 hp)
Massive Damage Threshold: 16
Initiative: +1
Speed: 30 ft. (6 squares)
Armor Class: 15 (+1 Dex, +2 leather, +2 natural), touch 11, flat-footed 14
Base Attack/Grapple: +3/+4
Attack: Longsword +4 melee (1d8+1/19-20) or javelin +4 ranged (1d6+1)
Full Attack: Longsword +4 melee (1d8+1/19-20) or javelin +4 ranged (1d6+1)
Space/Reach: 5 ft./ 5 ft.
Special Attack: Tactics

Special Qualities: Disciplined, low-light vision
Saves: Fort +2, Ref +4, Will +3
Abilities: Str 13, Dex 12, Con 13, Int 10, Wis 11, Cha 12
Skills: Listen +4, Spot +4, Survival +6
Feats: Advance*, Combat Reflexes *New Feat, see **Chapter Six: Feats** for details.

Environment: The Plain of Fear
Organization: Solitary, Pair, Herd (3–30)
Challenge Rating: 2
Treasure: Standard
Allegiances: Old Father Tree, the People (*Alignment:* Neutral)
Advancement: By character class
Level Adjustment: +1

These rare, gentle creatures roam the Plain of Fear in service to their god, Old Father Tree. Normally, the centaurs are shy and inoffensive, content to pursue their own interests, but when roused to battle they are tireless combatants. They are curious about humans, even going so far as to mate with them, but the species are incompatible and there is never issue from these unions.

This well-proportioned humanoid is put together strangely. Its head and upper torso is that of a camel, while the abdomen and lower is that of a human except backwards, so that it moves towards its hindquarters.

Centaurs speak their own language, which lacks a written form, and usually one human tongue spoken by the indigenous tribes of men who share their land.

Combat

Centaurs share a preternatural connection with each other. While not fully telepathic, they can anticipate each other's actions, giving them an advantage on the battlefield. They always work to achieve flanks when possible, working together to eliminate one foe at a time.

Tactics (Ex): When flanking an opponent, all Plain of Fear centaurs gain a bonus to attack rolls equal to the number of flanking centaurs. So, if two centaurs flank a target, they gain the standard +2 bonus. However, if three centaurs flank a large creature, they receive a +3 bonus, while four centaurs receive a +4 bonus. This ability does not function on creatures that can't ordinarily be flanked.

Disciplined (Ex): Plain of Fear centaurs work well in units. When a Company scale unit fails a morale check, the unit may reroll this save, albeit at a –2 penalty. Individually, they are still tough in their resolve, gaining a +2 racial bonus to Will saves against fear spells and effects.

Skills: Centaurs gain a +2 racial bonus to Survival checks.

Coral of the Plain of Fear (CR 6)

Silent sat in shadow inside a reef of thousand-coral, dappled by sunlight come through twisted branches. Coral makes good cover. Few of the Plain's denizens dare its poisons.

—The White Rose

Throughout the Plain of Fear are forests of beautiful coral, spanning the spectrum of colors from red to violet. When the wind blows through its many pockets, it creates a haunting song. Coral forests grow from a single 5 foot square to miles long.

While the coral seems harmless, it is actually quite deadly. Touching the coral, even brushing against it, forces the subject to succeed a DC 18 Fortitude save to prevent the initial effects, and a second save against the same DC 10 rounds later. Initial and secondary damage is 2d6 points of Constitution damage.

Coral cannot be harvested for poison. A broken branch loses its venom in 1d4 rounds.

Demons

Sparks of ten thousand colors flew. Something huge and ugly and hungry started through, tearing the hole wider. Steel left no mark on its snout. Its snarls chilled the blood. It ripped itself out of the womb of elsewhere and flew after the garrison. Men screamed. It ran faster than they did.

—Dreams of Steel

The Demon Worlds are a collection of other realities, alternate Material Planes, ruled by raw evil and malevolence. Given the scope of these planes, there are an infinite number of possible fiends, allowing you to draw from the *MM* or other sources, like Green Ronin's *Book of Fiends*, though default planar cosmology does not exist here. However, fiends lack the ability to cross over into the Material plane, and may only do so if brought through by the *Call* spell (see **Chapter Ten: Magic**, page 163). Given their broad range of powers, defenses, and combat abilities, it is recommended you use these creatures sparingly.

The Demon Hound

Medium Outsider (Daemon, Evil, Extraplanar)

Hit Dice: 15d8+75 (142 hp)
Massive Damage Threshold: 35
Initiative: +3
Speed: 60 ft. (12 squares)
Armor Class: 26 (+3 Dex, +13 natural), touch 13, flat-footed 23
Base Attack/Grapple: +15/+20
Attack: Bite +20 melee (2d6+7)
Full Attack: Bite +20 melee (2d6+7)
Space/Reach: 5 ft./ 5 ft.
Special Attacks: Frightful presence, howl, improved grab, worry 2d6+7
Special Qualities: Damage reduction 15/silver and magic, immune to acid and poison, resistance to cold 10, electricity 10, and fire 10
Saves: Fort +14, Ref +12, Will +11
Abilities: Str 21, Dex 16, Con 20, Int 3, Wis 14, Cha 13
Skills: Hide +17, Listen +19, Move Silently +17, Spot +16, Survival +18
Feats: Combat Reflexes, Dodge, Improved Initiative, Power Attack, Run, Track

Environment: Demon Worlds
Organization: Solitary, Pair, Pack (5-12)
Challenge Rating: 13
Treasure: None
Allegiances: Evil (*Alignment:* always neutral evil)
Advancement: 16-30 HD (Medium), 31-45 HD (Large)
Level Adjustment: —

First seen when Soulcatcher called it forth inside the fortress of Overlook, the daemon hound is frightful creature, called forth from the Demon Worlds. Like many of its kind, it benefits from a natural resilience to weapons of mortal manufacture. The daemon hound is little more than a

beast, lacking the wit of others from its native world. Instead, it has an insatiable hunger, impelled by an unholy need to strip flesh from the bone.

If you use this monster in settings other than *The Black Company Campaign Setting*, a *summon monster VIII* spell is required to summon a daemon hound.

Daemon hounds do not speak, but they do understand the tongue of daemons.

Combat

The daemon hound opens every combat with its howl, hoping to instill fear in his enemies, before charging the toughest-looking target, using its frightful presence ability to unman its foe. Thereafter, the daemon hound picks a weak target, and trains its attacks there until it kills its prey. Unconcerned by weapon attacks, the daemon hound feasts until nothing remains, before tracking the rest of its opponents to kill them at its leisure. For the purpose of overcoming damage reduction, the daemon hound's bite attack counts as magical.

Frightful Presence (Ex): A charging daemon hound evokes terror in its enemies. All creatures within 30 feet of a charging daemon hound must succeed a DC 18 Will save or become shaken for 2d6 rounds. A creature who succeeds or fails this save cannot again be affected by a daemon hound's frightful presence for 24 hours. The save DC is Charisma-based.

Howl (Su): When a daemon hound howls, all creatures except other evil outsiders within a 100-foot spread must succeed at a DC 18 Will save or become panicked for 2d4 rounds. This is a sonic mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to the same daemon hound's howl for 24 hours. The save DC is Charisma-based.

Improved Grab (Ex): To use this ability, a daemon hound must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can worry.

Worry (Ex): On a successful grapple check, a daemon hound shakes its prey, dealing 2d6+7 points of damage.

Dark Passage

The black castle is the Dominator's escape hole. When it reaches a certain size and a certain set of circumstances, the creatures who live there, who are his creatures, heart and soul, will conjure him out of the Great Barrow. Here.

—Shadows Linger

Construct (Earth, Evil)

Environment: Any land
Organization: Solitary (1 dark passage [any maturity] with appropriate number of black watchers) or Plague (1 dark passage [maturity 9 or greater], 6-60 dark passages [maturity 1] and a number black watchers depending on the dark passage's size).
Challenge Rating: By maturity (see **Dark Passages by Advancement**)
Treasure: Triple standard
Allegiance: Their creator, evil (*Alignment*: Always lawful evil)
Advancement: By maturity (see **Dark Passages by Advancement**)
Level Adjustment: —

Starting existence as tiny pebbles—often set in a piece of jewelry to disguise their presence, these devious constructs exist to amass life energies to enact a ritual to release the Dominator from his imprisonment in the Barrowlands. As they accumulate the souls and flesh of humans, they grow larger, first resembling small stones, and then unnatural boulders, and then a series of progressively larger structures, until they appear to be small black castles. As they grow in size, they gain additional abilities and servants to assist them.

For a dark passage to perform its primary function – opening a gateway into the prison of its creator – it must reach considerable size. The dark passage grows by incorporating the flesh and, more importantly, life-force of those it kills. The dark passage must accumulate a number of souls equal to those listed in **Dark Passages by Advancement** to grow to the next stage. This number is a running total. Each living human provides 1 soul. Recently deceased humans (dead within the last 2 days) incorporated by the dark passage are worth one-half soul each. Long dead bodies are worth 1/10th of a soul.

It is possible that dark passages dedicated to other beings' release exist.

Combat

While initially portable, dark passages quickly settle into a single location and become a nerve center for heinous activities. While capable of defending themselves with a lethal touch, they work mostly though intermediaries – Dark Watchers summoned by the passage. In their final stages, they become armed camps, determined to summon forth their creator from his imprisonment.

A structure, like a small mansion stands on the ridge before you. It is made of glassy black stone, seemingly poured or cast as a single piece rather than assembled from hewn stones. There is a palpable aura of menace about it. Shadows flit about, suggesting movement within, and if you look closely, you can see the hint of human outlines within the darkly translucent stone...

Hardness: Dark passages are composed of an unearthly stone. Initially they have a hardness of 8, like ordinary stone, but this hardness increases steadily as they mature.

Death Touch (Su): To touch the stone of a dark passage invites death. Anytime a living creature touches the dark passage with their skin

Dark Passages by Advancement

Maturity	Size	Hit Dice	Str	Dex	Con	Int	Wis	Cha	F/R/W	AC
1	F	1/2d10 (5 hp)	—	—	—	10	3	3	+0/+0/–4	28 (–5 Dex, +8 size, +15 natural)
2	D	2d10 (11hp)	—	—	—	10	4	4	+0/+0/–3	24 (–5 Dex, +4 size, +15 natural)
3	T	3d10 (16 hp)	—	—	—	10	5	5	+1/+1/–2	22 (–5 Dex, +2 size, +15 natural)
4	M	5d10+20 (47 hp)	—	—	—	10	6	6	+1/+1/–1	20 (–5 Dex, +0 size, +15 natural)
5	L	8d10+30 (74 hp)	—	—	—	10	7	7	+2/+2/+0	19 (–5 Dex, –1 size, +15 natural)
6	H	11d10+40 (100 hp)	—	—	—	10	8	8	+3/+3/+2	18 (–5 Dex, –2 size, +15 natural)
7	G	15d10+60 (142 hp)	—	—	—	10	9	9	+5/+5/+4	16 (–5 Dex, –4 size, +15 natural)
8	C	19d10+80 (184 hp)	—	—	—	10	10	10	+6/+6/+6	12 (–5 Dex, –8 size, +15 natural)
9	C	24d10+80 (212 hp)	—	—	—	10	11	11	+8/+8/+8	12 (–5 Dex, –8 size, +15 natural)
10	C	29d10+80 (239 hp)	—	—	—	10	12	12	+9/+9/+10	12 (–5 Dex, –8 size, +15 natural)
11	C	36d10+80 (278 hp)	—	—	—	10	13	13	+12/+12/+13	12 (–5 Dex, –8 size, +15 natural)
12	C	41d10+80 (305 hp)	—	—	—	10	14	14	+13/+13/+15	12 (–5 Dex, –8 size, +15 natural)
13	C	48d10+80 (344 hp)	—	—	—	10	15	15	+16/+16/+18	12 (–5 Dex, –8 size, +15 natural)

Maturity	Souls	Special	Watchers	CR	Listen	Spot	Feats
1	1	Hardness 8, Death Touch	—	1	+0	+0	1
2	2	Hardness 10	—	2	+2	+2	1
3	4	*Suggestion* 3/day	—	3	+3	+3	2
4	6	*Control Weather*, Hardness 12	—	6	+6	+6	2
5	8	House of Darkness	4	8	+9	+9	3
6	15	Hardness 14	16	10	+13	+13	4
7	30	Lure of Greed	32	12	+17	+17	6
8	60	*Clenched Fist*, Hardness 16	64	16	+22	+22	7
9	125	Spawn Passages	128	20	+27	+27	9
10	250	Hardness 18	256	24	+33	+33	10
11	500	Fortress of Darkness	512	28	+40	+40	13
12	1,000	Hardness 20	1,024	32	+46	+46	14
13	2,000	Ritual of Release	2,048	36	+53	+53	16

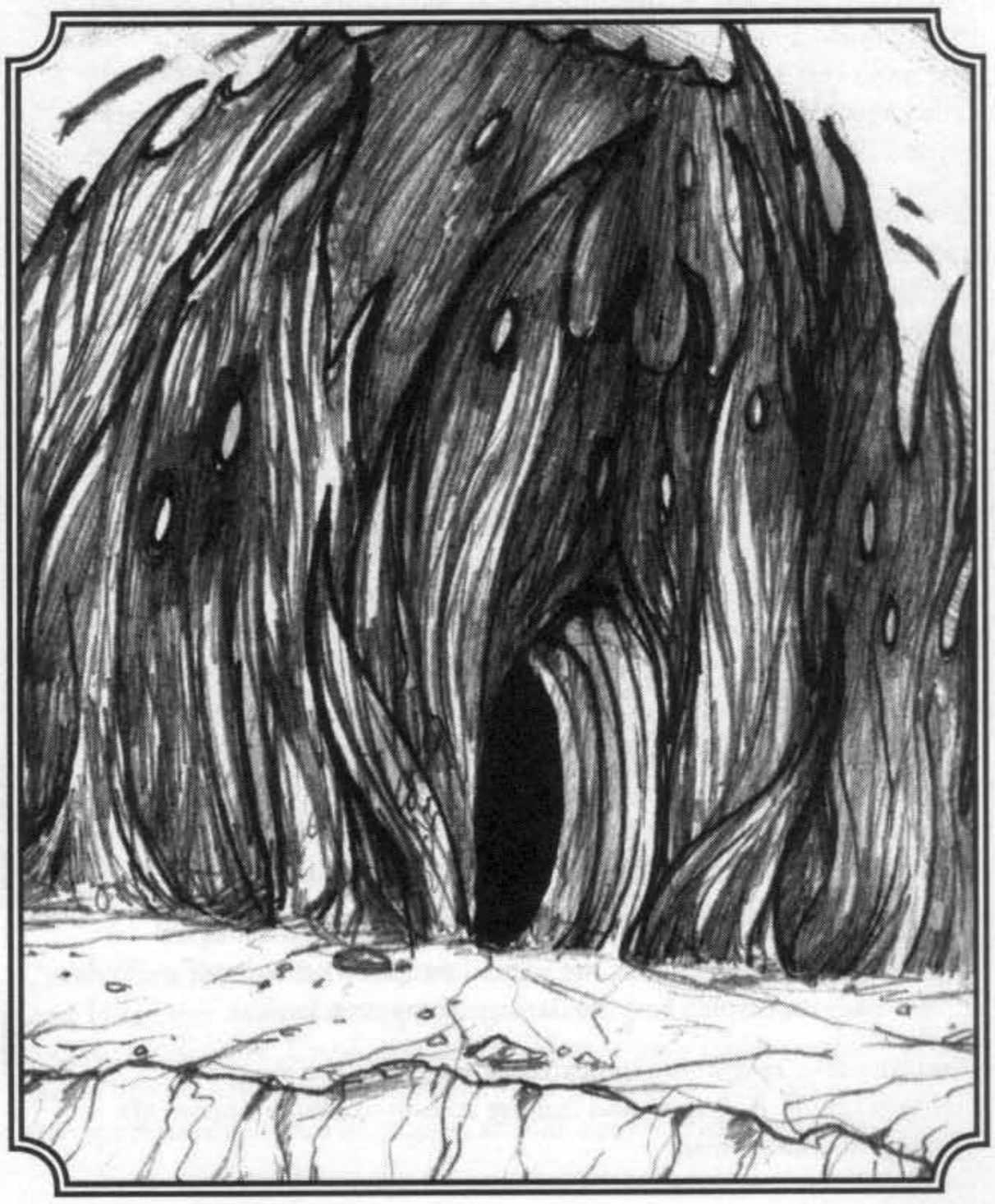
must succeed a DC 20 Fortitude save or die. Even on a successful save, the dark passage deals 10d6 points of damage. If the subject dies, the dark passage consumes the subject's soul. Because of this dangerous property, dark passage stones are commonly set into silver amulets to protect their carriers. The dark passage may suppress this ability at will.

Spell-like Abilities: As the dark passage grows, it develops a number of spell-like abilities. Unlike other creatures, these effects require the dark passage to use souls. Each listed ability includes a soul cost, which come from its total souls. Reducing a dark passage's souls does not affect its size or Hit Dice in any way. At will—*clenched fist* (maturity 8; cost 5 souls), *control weather* (maturity 4; cost 3 souls); 3/day—*suggestion* (maturity 3; cost 0 souls). Caster level 20th. The save DC is Intelligence based.

House of Darkness (Su): A maturity level 5 or greater dark passage grows large enough to house servants. The dark passage summons black watchers (see page 160) to assist and protect it. The maximum number of watchers the passage may summon at one time depends on it's maturity, as indicated on **Dark Passages by Advancement**. The passage can summon new or fallen watchers back from the Demon World at the rate of one per day. Once these creatures are summoned, they remain until destroyed, even if the dark passage is itself destroyed.

Lure of Greed (Su): Once per day, the dark passage can produce a number of silver pieces equal to one half the number of souls it has collected (round down). These coins are non-magical, and of indeterminate origin (resembling no known modern currency). These coins are generally stockpiled by the black Watchers to use as bribes to entice outsiders to provide bodies and souls for the ritual of release.

Spawn Passages (Su): Once per week, a dark passage of a maturity level of 9 or greater, may reduce the number of souls it has collected by 1 to create a new



Dark Passage with a maturity of 1 with no accumulated souls. Dark Watchers often use accumulated silver to create an attractive setting for the new passage such as an amulet or ring, which they bestow onto their tomb robbers.

Fortress of Darkness (Ex): When the dark passage reaches a maturity level of 12 or higher, it grows additional defenses in preparation for the Ritual of Release. The dark passage gains the equivalent of 12 light ballista and 6 heavy catapults (see **Chapter Eight: Equipment** for details). The dark passage requires no crew and has unlimited ammunition for these weapon. It considered proficient with siege weapons and uses its Charisma modifier for firing these weapons.

Ritual of Release (Su): Once the dark passage reaches full size, it immediately begins the ritual of release, the purpose of its creation. The Passage opens a portal into the prison of its creator. This creates an avatar of its creator inside the dark passage. This avatar gains one character level each day until its level equals that of the creator. The avatar's stats are exactly like those of the creator, if the creator had been level drained to level 1, regaining one level each day. The avatar may not leave the confines of the dark passage, but may move about within it freely. Once the avatar reaches maximum levels, the creator's soul is transferred to the avatar, and entirely free from it's confinement. If the avatar is slain before this point, the dark passage is destroyed, but not its spawn.

Dragon, True

Great green eyes stared into his own. Ancient, wise, merciless eyes, arrogant, mocking, contemptuous. The dragon exposed its teeth in a sneer.

—The White Rose

Dragon (Earth)

Environment: Any land
Organization: Wyrmling, very young, young, juvenile, and young adult: solitary or clutch (2–5); adult, mature adult, old, very old, ancient, wyrm, or great wyrm: solitary, pair, or family (1–2 and 2–5 offspring)
Challenge Rating: Wyrmling 6; very young 7; young 8; juvenile 10; young adult 12; adult 14; mature adult 17; old 19; very old 21; ancient 23; wyrm 25; great wyrm 27
Treasure: Triple standard
Allegiances: Its Horde (*Alignment*: Usually neutral)
Advancement: Wyrmling 8–9 HD; very young 11–12 HD; young 14–15 HD; juvenile 17–18 HD; young adult 20–21 HD; adult 23–24 HD; mature adult 26–27 HD; old 29–30 HD; very old 32–33 HD; ancient 35–36 HD; wyrm 38–39 HD; great wyrm 40+ HD
Level Adjustment:—

In *The Black Company Campaign Setting*, there is only one type of dragon. Chromatic and metallic dragons as described in the *MM* are not native to this world, but if you employ the Glittering Stone Campaign Option, you could certainly bring one through the Plain of Glittering Stone. Otherwise, dragons of this world — if more than one actually exists beyond that guarding the Barrowland — all have similar characteristics.

Like the true dragons of the *MM*, dragons gain more abilities and greater power as they age. They range in length from several feet upon hatching to more than 100 feet after attaining the status of great wyrm. The size of a particular dragon varies according to age.

Combat

Dragons are guardians. They protect a place or an object, and on occasion, a person. If they feel their charge is threatened, they viciously lash out with their breath weapon, before charging their foes. A dragon attacks with its powerful claws and bite, and can also use a breath weapon and special physical attacks, depending on its size. It prefers to fight on the wing, staying out of reach until it has worn down the enemy with ranged attacks. Older, more intelligent dragons are adept at sizing up the opposition and eliminating the most dangerous foes first (or avoiding them while picking off weaker enemies). For the purpose of overcoming damage reduction, a young adult or older dragon's natural attacks count as magical.

The following table below provides space and reach statistics for dragons of various sizes, plus the natural weapons a dragon of a certain size can employ and the damage those attacks deal.

Bite: Bite attacks deal the indicated damage plus the dragon's Strength bonus. A dragon also can use its bite to snatch opponents if it has the Snatch feat.

Dragon by Age

Age	Size	Hit Dice (hp)	Str	Dex	Con	Int	Wis	Cha	Atk/Grp	Base Attack	Fort Save	Ref Save	Will Save	Breath Weapon (DC)
Wyrmling	S	7d12+7 (52)	15	16	13	10	13	12	+7/+5	+10	+6	+9	+6	2d8 (14)
Very Young	M	10d12+20 (85)	17	14	15	10	13	12	+10/+13	+13	+9	+9	+8	4d8 (17)
Young	M	13d12+26 (110)	19	14	15	12	15	14	+13/+17	+17	+10	+10	+10	6d8 (18)
Juvenile	L	16d12+48 (152)	23	12	17	14	17	16	+16/+26	+21	+13	+11	+13	8d8 (21)
Young Adult	L	19d12+76 (199)	27	12	19	14	17	16	+19/+31	+26	+15	+12	+14	10d8 (23)
Adult	H	22d12+110 (253)	29	10	21	16	19	18	+22/+39	+29	+18	+13	+17	12d8 (26)
Mature Adult	H	25d12+125 (287)	31	10	21	16	19	18	+25/+43	+33	+19	+14	+18	14d8 (27)
Old	H	28d12+168 (350)	33	10	23	18	21	20	+28/+47	+37	+22	+16	+21	16d8 (30)
Very old	H	31d12+186 (387)	35	10	23	18	21	22	+31/+51	+41	+23	+17	+23	18d8 (31)
Ancient	G	34d12+238 (459)	39	10	25	20	23	22	+34/+60	+44	+26	+19	+25	20d8 (34)
Wyrm	G	37d12+296 (536)	43	10	27	22	25	24	+37/+65	+49	+28	+20	+27	22d8 (36)
Great Wyrm	C	40d12+400 (660)	51	10	31	22	25	24	+40/+76	+52	+32	+22	+29	24d8 (40)

Age	Frightful Presence DC	Speed	Initiative	AC	Special Abilities	SR
Wyrmling	14	30 ft., fly 100 ft (poor)	+3	21 (+1 size, +3 Dex, +7 natural) touch 14, flat-footed 18	Chameleon	—
Very Young	16	40 ft., fly 100 ft (poor)	+2	22 (+2 Dex, +10 natural) touch 12, flat-footed 20	—	—
Young	18	40 ft., fly 150 ft (poor)	+2	25 (+2 Dex, +13 natural) touch 12, flat-footed 23	—	—
Juvenile	21	50 ft., fly 150 ft (poor)	+1	26 (–1 size, +1 Dex, +16 natural) touch 10, flat-footed 25	—	—
Young Adult	22	50 ft., fly 150 ft (poor)	+1	29 (–1 size, +1 Dex, +19 natural) touch 10, flat-footed 28	DR 5/magic	21
Adult	25	60 ft., fly 150 ft (poor)	+0	30 (–2 size, +0 Dex, +22 natural) touch 8, flat-footed 30	*Fire shield*	23
Mature Adult	26	60 ft., fly 150 ft (poor)	+0	33 (–2 size, +0 Dex, +25 natural) touch 8, flat-footed 33	DR 10/magic	25
Old	29	60 ft., fly 150 ft (poor)	+0	36 (–2 size, +0 Dex, +28 natural) touch 8, flat-footed 36	*Poison*	27
Very Old	31	60 ft., fly 150 ft (poor)	+0	39 (–2 size, +0 Dex, +31 natural) touch 8, flat-footed 39	DR 15/magic	29
Ancient	33	60 ft. fly 200 ft (clumsy)	+0	40 (–4 size, +0 Dex, +34 natural) touch 6, flat-footed 40	*Blur*	31
Wyrm	35	60 ft., fly 200 ft (clumsy)	+0	43 (–4 size, +0 Dex, +37 natural) touch 6, flat-footed 43	DR 20/magic	33
Great Wyrm	37	60 ft., fly 200 ft (clumsy)	+0	42 (–8 size, +0 Dex, +40 natural) touch 2, flat-footed 42	*Haste*	35

Dragon Space/Reach, Attacks, and Damage

Size	Space/Reach*	1 Bite	2 Claws	2 Wings	1 Tail Slap	1Crush	1 Tail Sweep
Tiny	2-1/2 ft./0 ft. (5 ft. with bite)	1d4	1d3	—	—	—	—
Small	5 ft./5 ft.	1d6	1d4	—	—	—	—
Medium	5 ft./5 ft.	1d8	1d6	1d4	—	—	—
Large	10 ft./5 ft. (10 ft. with bite)	2d6	1d8	1d6	1d8	—	—
Huge	15 ft./10 ft. (15 ft. with bite)	2d8	2d6	1d8	2d6	2d8	—
Gargantuan	20 ft./15 ft. (20 ft. with bite)	4d6	2d8	2d6	2d8	4d6	2d6
Colossal	30 ft./20 ft. (30 ft. with bite)	4d8	4d6	2d8	4d6	4d8	2d8

*A dragon's bite attack has reach as if the creature were one size category larger. All other attacks are made with the standard reach for the dragon's size.

Claw: Claw attacks deal the indicated damage plus 1/2 the dragon's Strength bonus (round down). The dragon also can use its claws to snatch opponents if it has the Snatch feat. Claw attacks are secondary attacks, requiring a –5 penalty on the attack roll. (Many dragons choose the Multiattack feat to lessen this penalty to –2).

Wing: The dragon can slam opponents with its wings, even when flying. Wing attacks deal the indicated damage plus 1/2 the dragon's Strength bonus (round down) and are treated as secondary attacks.

Tail Slap: The dragon can slap one opponent each round with its tail. A tail slap deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down) and is treated as a secondary attack.

Crush (Ex): This special attack allows a flying or jumping dragon of at least Huge size to land on opponents as a standard action, using its whole body to crush them. Crush attacks are effective only against opponents three or more size categories smaller than the dragon (though it can attempt normal overrun or grapple attacks against larger opponents).

A crush attack affects as many creatures as can fit under the dragon's body. Creatures in the affected area must succeed on a Reflex save (DC equal to that of the dragon's breath weapon) or be pinned, automatically taking bludgeoning damage during the next round unless the dragon moves off them. If the dragon chooses to maintain the pin, treat it as a normal grapple attack. Pinned opponents take damage from the crush each round if they don't escape.

A crush attack deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down).

Tail Sweep (Ex): This special attack allows a dragon of at least Gargantuan size to sweep with its tail as a standard action. The sweep affects a half-circle with a radius of 30 feet (or 40 feet for a Colossal dragon), extending from an intersection on the edge of the dragon's space in any direction. Creatures within the swept area are affected if they are four or more size categories smaller than the dragon. A tail sweep automatically deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down). Affected creatures can attempt Reflex saves to take half damage (DC equal to that of the dragon's breath weapon).

Grappling: Dragons do not favor grapple attacks, though their crush attack (and Snatch feat, if they know it) use normal grapple rules. A dragon can always use its breath weapon while grappling, as well as its spells and spell-like or supernatural abilities, provided it succeeds on Concentration checks.

Breath Weapon (Su): Dragons of this setting all breathe fire. Using a breath weapon is a standard action. Once a dragon breathes, it can't breathe again until 1d4 rounds later. A blast from a breath weapon always starts at any intersection adjacent to the dragon and extends in a direction of the dragon's choice, with an area as noted on the table below. If the breath weapon deals damage, creatures caught in the area can attempt Reflex saves to take half damage; the DC depends on the dragon's age, and is given in the entry. The save DC against a breath weapon is Constitution-based.

A dragon can select the form his breath weapon takes, selecting either a line or a cone. The area varies with the dragon's size.

Dragon Breath Weapons

Dragon Size	Line* (Length)	Cone** (Length)
Tiny	30 ft.	15 ft.
Small	40 ft.	20 ft.
Medium	60 ft.	30 ft.
Large	80 ft.	40 ft.
Huge	100 ft.	50 ft.
Gargantuan	120 ft.	60 ft.
Colossal	140 ft.	70 ft.

*A line is always 5 feet high and 5 feet wide.
**A cone is as high and wide as its length.

Frightful Presence (Ex): A dragon of any age can unsettle foes with its mere presence. The ability takes effect automatically whenever the dragon attacks, charges, or flies overhead. Creatures within a radius of 30 feet x the dragon's age category are subject to the effect if they have fewer HD than the dragon. A potentially affected creature that succeeds on the indicated Will save remains immune to that dragon's frightful presence for 24 hours. On a failure, creatures with 4 or less HD become panicked for 4d6 rounds and those with 5 or more HD become shaken for 4d6 rounds. Dragons ignore the frightful presence of other dragons. The save DC is Charisma-based.

Spell-Like Abilities: A dragon's spell-like abilities depend on its age and variety. It gains the abilities indicated for its age plus all previous ones. Its age category is the caster level for these abilities. Dragons gain the following spell-like abilities: At will—*fire shield*, *poison*, *blur*, and *haste*. The save DC is 10 + dragon's Cha modifier + spell level.

Immunities (Ex): All dragons have immunity to *sleep* and paralysis effects.

Spell Resistance (Ex): As dragons age, they become more resistant to spells and spell-like abilities, as indicated.

Blindsense (Ex): Dragons can pinpoint creatures within a distance of 60 feet. Opponents the dragon can't actually see still have total concealment against the dragon.

Keen Senses (Ex): A dragon sees four times as well a human in shadowy illumination, twice as well in normal light and has darkvision out to 120 feet.

Skills: All dragons have skill points equal to (6 + Int modifier, minimum 1) x (Hit Dice + 3). Most dragons purchase the following skills at the maximum ranks possible: Listen, Search, and Spot. The remaining skill points are generally spent on Concentration, Diplomacy, Escape Artist, Intimidate, Knowledge (any), Sense Motive, and Use Magic Device at a cost of 1 skill point per rank. All these skills are considered class skills for dragons.

Feats: All dragons have one feat, plus additional feats based on Hit Dice just like any other creature. Dragons favor Alertness, Blind-Fight, Cleave, Flyby Attack, Hover, Improved Initiative, Improved Sunder, Power Attack, Snatch, Weapon Focus (claw or bite), and Wingover.

Dragon Age Categories

Category	Age (Years)
1 Wyrmling	0–5
2 Very young	6–15
3 Young	16–25
4 Juvenile	26–50
5 Young adult	51–100
6 Adult	101–200
7 Mature adult	201–400
8 Old	401–600
9 Very old	601–800
10 Ancient	801–1,000
11 Wyrm	1,001–1,200
12 Great wyrm	1,201 or more

Dragon Overland Movement

Dragons are exceedingly strong flyers and can cover vast distances quickly. A dragon's overland flying speed is a function of its tactical fly speed, as shown on the table below.

Dragon Overland Flying Speeds

	Dragon's Fly Speed			
	100 feet	150 feet	200 feet	250 feet
One Hour				
Normal	15 miles	20 miles	30 miles	40 miles
Hustle	24 miles	40 miles	60 miles	80 miles
One Day				
Normal	120 miles	160 miles	240 miles	320 miles

Dragons do not tire as quickly as other creatures when moving overland on the ground. If a dragon attempts a hustle or a forced march, check for nonlethal damage once every 2 hours instead of every hour.

Dragonhide

Armorsmiths can work with the hides of dragons to produce armor or shields of masterwork quality.

Forvalaka

Not strictly a vampire. This is the wereleopard, the man-leopard who walks on two legs by day and on four by night

—The Black Company

Ancient and immortal, the forvalaka are a race of wereleopards native to the D'loc-Aloc. While the Black Company newly emerged from the Shadowgate near Kiaulune, the forvalaka spread out from the jungle, bent on conquest, seizing Beryl as the seat of their terrible empire. There rule would not last forever, for shortly after the establishment of their tyranny of fear, the people overthrew them, confining them to a tomb beneath Necropolitan Hill, sealed with a bronze plaque for what was believed to be all time, at least until Soulcatcher and Shapeshifter breached the vault.

According to legend, the forvalaka drinks blood and devours internal organs when it has time. Though normal weaponry is effective against the forvalaka,

Forvalaka 7th-Level Human Ranger

	Forvalaka, Human Form Medium Humanoid (Augmented Humanoid) (Shapechanger)	Forvalaka, Leopard Form Medium Humanoid (Augmented Humanoid) (Shapechanger)	Forvalaka, Hybrid Form Medium Humanoid (Augmented Humanoid) (Shapechanger)
Hit Dice:	7d8+14 plus 3d8+6 (65 hp)	7d8+28 plus 3d8+12 (85 hp)	7d8+28 plus 3d8+12 (85 hp)
Massive Damage Threshold:	24	24	24
Initiative:	+7	+11	+11
Speed:	30 ft. (6 squares)	40 ft. (8 squares), climb 20 ft.	40 ft. (8 squares), climb 20 ft.
Armor Class:	17 (+3 Dex, +2 natural, +3 studded leather), touch 13, flat-footed 15	20 (+7 Dex, +3 natural), touch 17, flat-footed 13	20 (+7 Dex, +3 natural), touch 17, flat-footed 13
Base Attack/Grapple:	+9/+11	+9/+14	+9/+14
Attack:	Longsword +11 melee (1d8+2/19-20) or composite [+2] longbow +12 ranged (1d8+2/x3)	Bite +14 melee (1d6+5)	Claw +14 melee (1d4+5)
Full Attack:	Longsword +11/+6 melee (1d8+2/19-20) or composite [+2] longbow +12/+7 ranged (1d8+2/x3)	Bite +14 melee (1d6+5), 2 claws +9 melee (1d4+2)	2 Claws +14 melee (1d4+5) bite +9 melee (1d6+2)
Space/Reach:	5 ft./ 5 ft.	5 ft./ 5 ft.	5 ft./ 5 ft.
Special Attack:	Ambush +1d4, combat style (two-handed), feasting, improved combat style (two-handed)	Feasting, forvalaka's curse, frightful presence, improved grab, pounce, rake 1d3+2,	Ambush +1d4, combat style (two-handed), feasting, forvalaka's curse, frightful presence, improved combat style (two-handed)
Special Qualities:	Alternate form, low-light vision, natural trapfinding, nature sense, scent, swift tracker, trap sense +2, woodland stride	Alternate form, damage reduction 5/magic, low-light vision, natural trapfinding, nature sense, scent, swift tracker, trap sense +2, woodland stride	Alternate form, damage reduction 5/magic, low-light vision, natural trapfinding, nature sense, scent, swift tracker, trap sense +2, woodland stride
Saves:	Fort +7, Ref +10, Will +6	Fort +12, Ref +17, Will +7	Fort +12, Ref +17, Will +7
Abilities:	Str 14, Dex 16, Con 14, Int 10, Wis 14, Cha 8	Str 20, Dex 24, Con 18, Int 10, Wis 14, Cha 8	Str 20, Dex 24, Con 18, Int 10, Wis 14, Cha 8
Skills:	Hide +15, Jump +12, Knowledge (nature) +12, Listen +12, Move Silently +15, Search +10, Spot +12, Survival +12 (+14 in above-ground natural environments)	Balance +19, Climb +16, Hide +19, Jump +17, Knowledge (nature) +12, Listen +12, Move Silently +19, Search +10, Spot +12, Survival +12 (+14 in above-ground natural environments)	Balance +19, Climb +16, Hide +19, Jump +17, Knowledge (nature) +12, Listen +12, Move Silently +19, Search +10, Spot +12, Survival +12 (+14 in above-ground natural environments)
Feats:	Cleave[B], Combat Reflexes, Dodge, Endurance[B], Great Cleave[B], Improved Initiative[B], Iron Will[B], Lightning Reflexes, Run[B], Spring Attack, Stealthy, Track[B], Whirlwind Attack[B]		
Environment:	Warm forests		
Organization:	Solitary		
Challenge Rating:	7		
Treasure:	Standard		
Allegiances:	Evil (*Alignment*: Neutral evil)		
Advancement:	By character class		
Level Adjustment:	+5		

they are extraordinarily tough, strong, agile, and fast, believed to have the strength of a dozen natural leopards. The most disconcerting characteristic of the forvalaka is their ability to change shapes, shifting into a human form to hunt among its unaware prey, only to strike when least expected.

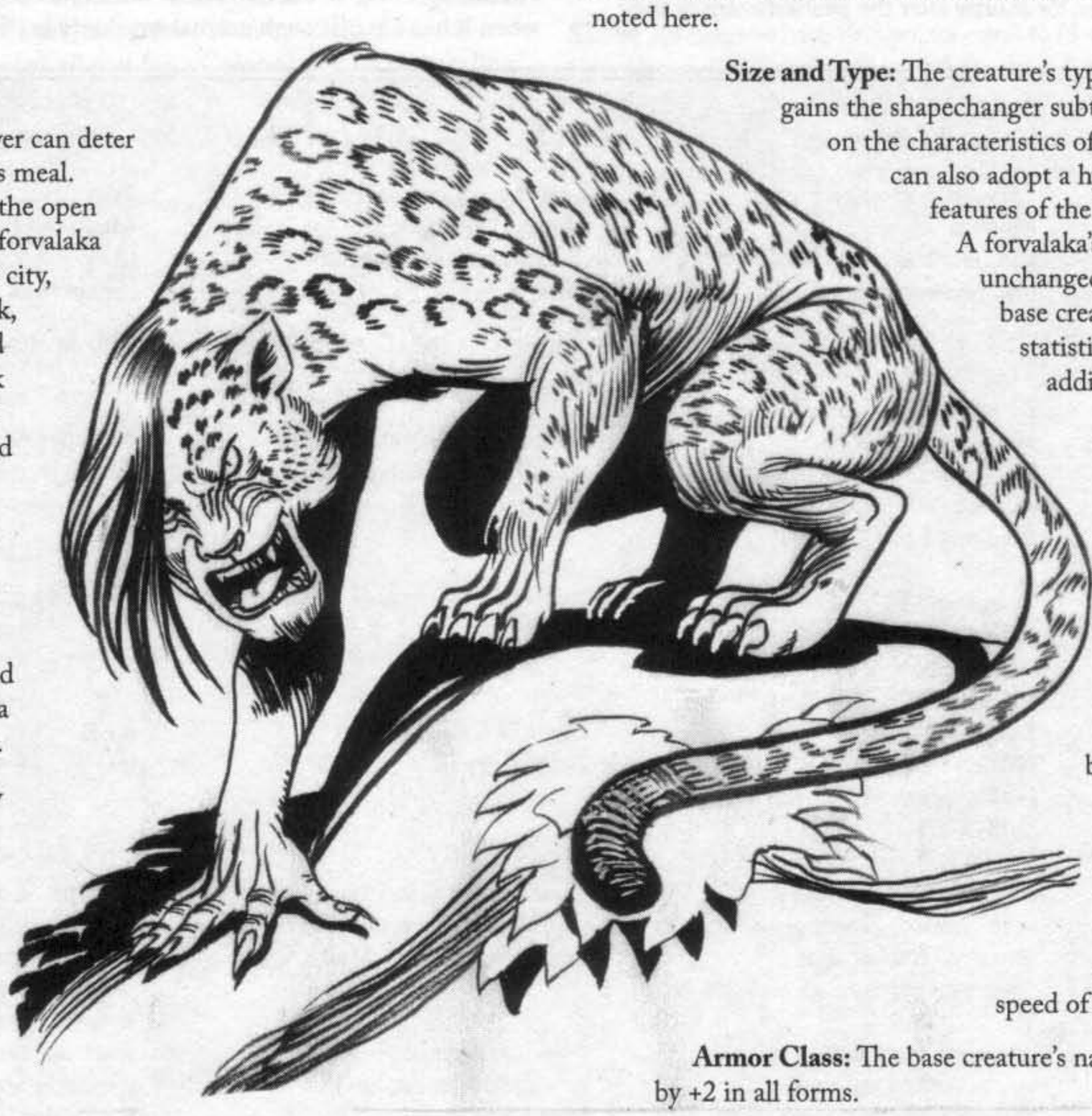
Forvalaka as described here are typically loners, only emerging to prey upon a lone traveler or a lost child.

Sample Template

This example on page 283 uses a 7th-level human ranger as the base creature.

Combat

Only a greater show of power can deter a hunting forvalaka from its meal. However, it only attacks in the open when starving. Normally, a forvalaka insinuates itself in a human city, culling the weak, so to speak, from the herd. If discovered or confronted, it fights back viciously, but it readily flees opponents, better armed and nastier than they are.



***Feasting* (*Su*):** A forvalaka, in any form, may consume the organs from a dead human's chest cavity and drain their blood. At the end of the feasting, the forvalaka heals 2d8 points of damage.

***Forvalaka's Curse* (*Su*):** Any humanoid bitten while the forvalaka is in leopard or hybrid form must succeed on DC 20 Fortitude save or transform into a forvalaka, gaining this template in 2d6 days. Forvalaka are exceedingly choosy about creating more of their kind, and slay most victims before the disease takes hold. This transformation into a savage killing machine is not a comfortable one, and most individuals go mad from the experience, even if deliberately seeking to become a forvalaka.

***Frightful Presence* (*Ex*):** Opponents with fewer Hit Dice than the forvalaka, while it is in hybrid or leopard form, and are within 30 feet when it charges must make a DC 14 Will save or become frightened for 5d6 rounds. An opponent that succeeds on the saving throw is immune to that same forvalaka's frightful presence for 24 hours. This is a mind-affecting fear effect. The save DC is Charisma-based.

***Improved Grab* (*Ex*):** To use this ability, a forvalaka in leopard form must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

***Pounce* (*Ex*):** While in leopard form, a forvalaka may make a full attack, including two rakes attacks, at the end of a charge.

Alternate Form (Su): A forvalaka can shift into leopard form as though using the *polymorph* spell on itself, though its gear is not affected, nor does it regain hit points for changing form. It does not assume the ability scores of the animal, but instead adds the animal's physical ability score modifiers to its own ability scores (see **Abilities**). A forvalaka also can assume a bipedal hybrid form with prehensile hands and animalistic features. Changing to or from animal or hybrid form is a standard action. A slain forvalaka reverts to its humanoid form, although it remains dead. Separated body parts retain their animal form, however.

Creating a Forvalaka

Forvalaka is an inherited template that can be added to any humanoid or monstrous humanoid (referred to hereafter as the base creature). A forvalaka uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type does not change, but it gains the shapechanger subtype. The forvalaka takes on the characteristics of a leopard. The forvalaka can also adopt a hybrid shape that combines features of the base creature and a leopard. A forvalaka's hybrid form remains unchanged. A forvalaka uses either the base creature's or the base animal's statistics and special abilities in addition to those described here.

Hit Dice and Hit Points: Same as the base creature plus 3d8. To calculate total hit points, apply Constitution modifiers according to the score the lycanthrope has in each form.

Speed: Same as the base creature or 40 feet, depending on which form the forvalaka uses. Hybrids use the base creature's speed. In hybrid or animal form, the forvalaka gains a climb speed of 20 feet.

Armor Class: The base creature's natural armor bonus increases by +2 in all forms.

Base Attack/Grapple: Add the base attack bonus for the leopard (+2) to the base attack bonus for the base creature. The forvalaka's grapple bonus uses its attack bonus and modifiers for Strength and size.

Attacks and Damage: Same as the base creature or as the leopard, depending on which form the lycanthrope is using. A forvalaka in hybrid form gains two claw attacks (each dealing 1d4 points of damage plus the forvalaka's Strength modifier) and a bite attack (dealing 1d6 points of damage plus one-half the forvalaka's Strength modifier) as natural weapons. A hybrid may attack with a weapon and a bite, or may attack with its natural weapons. The bite attack of a hybrid is a secondary attack.

Forvalaka Attacks

Hybrid Size	Claw	Bite
Small	1d3	1d4
Medium	1d4	1d6
Large	1d6	1d8
Huge	2d4	2d6

In leopard form, the forvalaka has a bite attack and two claw attacks. The bite attack deals 1d6 points of damage plus the forvalaka's Strength

modifier. The claw attacks, which are secondary in this form, deal 1d4 points of damage plus 1/2 the forvalaka's Strength modifier.

Special Attacks: The forvalaka retains the special attacks of the base creature or leopard, depending on which form it is using, and gains the special attacks described below. A forvalaka spellcaster can cast spell effects with verbal props while in animal form, and may spells while in hybrid form.

***Feasting* (*Su*):** A forvalaka, in any form, may consume the organs from a dead human's chest cavity and drain their blood. At the end of the feasting, the forvalaka heals 2d8 points of damage.

***Forvalaka's Curse* (*Su*):** Any humanoid bitten while the forvalaka is in leopard or hybrid form must succeed on DC 20 Fortitude save or transform into a forvalaka, gaining this template in 2d6 days. Forvalaka are exceedingly choosy about creating more of their kind, and slay most victims before the disease takes hold. This transformation into a savage killing machine is not a comfortable one, and most individuals go mad from the experience, even if deliberately seeking to become a forvalaka.

***Frightful Presence* (*Ex*):** Opponents with fewer Hit Dice than the forvalaka, while it is in hybrid or leopard form, and are within 30 feet when it charges must make a Will save (DC 15 + the forvalaka's Cha modifier) or become frightened for 5d6 rounds. An opponent that succeeds on the saving throw is immune to that same forvalaka's frightful presence for 24 hours. This is a mind-affecting fear effect.

***Improved Grab* (*Ex*):** To use this ability, a forvalaka in leopard form must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

***Pounce* (*Ex*):** While in leopard form, a forvalaka may make a full attack, including two rakes attacks, at the end of a charge.

***Rake* (*Ex*):** Attack bonus as a secondary attack in leopard form, damage 1d3 plus one-half the forvalaka's Strength bonus.

Special Qualities: A forvalaka retains all the special qualities of the base creature and gains those described below.

Alternate Form (Su): A forvalaka can shift into leopard form as though using the *polymorph* spell on itself, though its gear is not affected, nor does it regain hit points for changing form. It does not assume the ability scores of the animal, but instead adds the animal's physical ability score modifiers to its own ability scores (see **Abilities**). A forvalaka also can assume a bipedal hybrid form with prehensile hands and animalistic features. Changing to or from animal or hybrid form is a standard action. A slain forvalaka reverts to its humanoid form, although it remains dead. Separated body parts retain their animal form, however.

Damage Reduction (Ex): A forvalaka in animal or hybrid form has damage reduction 5/magic.

Low-Light Vision (Ex): A forvalaka has low-light vision in any form.

Scent (Ex): A forvalaka has the scent ability in any form.

Base Save Bonuses: Add the leopard's base save bonuses (Fort +3, Ref +3, Will +1) to the base save bonuses of the base creature.

Abilities: All forvalaka gain a +2 bonus to Wisdom. In addition, when in animal or hybrid form, its physical ability scores improve as follows: Str +6, Dex +8, and Con +4. In addition, a forvalaka may also gain an additional ability score increase by virtue of its extra Hit Dice.

Skills: A forvalaka gains skill points equal to (2 + Int modifier, minimum 1) per Hit Die of its animal form, as if it had multiclassed into the animal type. (Animal is never its first Hit Die, though, and it does not gain quadruple skill points for any animal Hit Die.) Its class skills are as follows: Balance, Climb, Hide, Jump, Listen, Move Silently, and Spot. In any form, a forvalaka also gains a +8 bonus to Balance and Climb checks, and may always choose to take 10 on a Climb check, even if rushed or threatened.

Feats: Forvalaka gain Improved Initiative, Iron Will, Mobility, Run, and Whirlwind Attack. If this results in a forvalaka having the same feat twice, it gains no additional benefit unless the feat normally can be taken more once, in which case the duplicated feat works as noted in the feat description. This process may give the forvalaka more feats than a character of its total Hit Dice would normally be entitled to; if this occurs, any "extra" feats are denoted as bonus feats. It's possible that a forvalaka cannot meet the prerequisites for all its feats when in humanoid form. If this occurs, it still has the feats, but cannot use them when in humanoid form. A forvalaka also receives as bonus feats.

Environment: Warm Forests.

Organization: Solitary or pair, sometimes family (3–4), pack (6–10), or troupe (family plus related animals)

Challenge Rating: By class level or base creature +4.

Treasure: Standard.

Allegiances: Evil (*Alignment:* Usually neutral evil)

Advancement: By character class.

Level Adjustment: Same as the base creature +5. In addition, a forvalaka's character level is increased by 3.

Horses of Charm

The horses she gave us were of a wild and wonderful breed, hitherto given only to the greatest champions of her empire... They could run forever without tiring. They were magical beasts.

Large Magical Beast

Hit Dice: 4d10+16 (38 hp)
Massive Damage Threshold: 23
Initiative: +5
Speed: 60 ft. (12 squares)
Armor Class: 16 (–1 size, +1 Dex, +6 natural), touch 10, flat-footed 16
Base Attack/Grapple: +4/+15
Attack: Hoof +10 melee (1d6+4)
Full Attack: 2 hooves +10 melee (1d6+4) and bite +5 melee (1d4+2)
Space/Reach: 10 ft./ 5 ft.
Special Attacks: —
Special Qualities: Darkvision 60 ft., long-lived, low-light vision, scent, tireless
Saves: Fort +8, Ref +5, Will +2
Abilities: Str 24, Dex 13, Con 19, Int 6, Wis 13, Cha 6
Skills: Listen +5, Spot +4
Feats: Diehard[B], Improved Initiative, Run

Environment: Tower of Charm
Organization: Domesticated
Challenge Rating: 3
Treasure: —
Allegiances: The Tower of Charm, their Rider (*Alignment:* Always neutral)
Advancement: 5–8 HD (Large)
Level Adjustment: —

The great steeds of Charm, carefully bred to promote the best qualities in the steeds, while eliminating the undesirable traits. Furthermore, the Tower wizards carefully layer magical enhancements, increasing the steed's lifespan and endurance. Trained for war, these loyal mounts are treasured companions for the servants of the Lady.

Combat

A heavy warhorse can fight while carrying a rider, but the rider cannot also attack unless he or she succeeds on a Ride check.

Long-lived (Su): The horses of Charm have long life-spans, equalling those of humans.

Tireless (Su): Horses of Charm automatically succeed on any of the following checks: Swim checks made to resist nonlethal damage, Constitution checks made to continue running, Constitution checks made to avoid nonlethal damage from a forced march, and Fortitude saves made to avoid nonlethal damage from hot or cold environments.

Human Foes

Disciplined, orderly these uniformed soldiers are dressed in ostentatious uniforms, but beneath the gaudy attire are hardened men of steel.

Most of the enemies the PCs will face on a day-to-day basis are human foes, be they pirates, thugs, or other soldiers. The following stat-blocks provide statistics for common types of opponents. Imperial soldiers are those troops in the service to the Lady, but you can also use these statistics to represent Taglian Palace guards, or the elite soldiers the Black Company recruited in the Land of Unknown Shadows. Shadowlander soldiers represent common and untrained troops, suitable for opponents like the Urban Cohorts of Beryl, Rebel troops, or, obviously, Shadowlander forces. Thugs, the final category, are basic toughs the PCs may stumble across, from bullies to watchmen. Each entry presents these characters at three separate levels, 1st 3rd, and 7th.

Imperial Soldiers

The Lady puts all of her soldiers through a rigorous training program to ensure her soldiers are the best on the continent. Those imperials charged with protecting the Tower of Charm have colorful uniforms, regarded by the Black Company as foolish and hideous. You can use these statistics for the Taglian Palace Guard, the soldiers from the Land of Unknown Shadows, or for any other skilled warrior.

1st-level fighter possessions: Studded leather armor, light wooden shield, heavy mace.

Imperial Soldier

	1st-Level Human Fighter Medium Humanoid	3rd-Level Human Fighter Medium Humanoid	7th-Level Human Fighter Medium Humanoid
Hit Dice:	1d10+2 (12 hp)	3d10+6 (27 hp)	7d10+14 (57 hp)
Massive Damage Threshold:	15	17	21
Initiative:	+1	+0	+5
Speed:	20 ft. (4 squares)	20 ft. (4 squares)	20 ft. (4 squares)
Armor Class:	14 (+1 Dex, +3 studded, +1 shield), touch 11, flat-footed 13	18 (+0 Dex, +6 splint, +2 shield), touch 10, flat-footed 18	19 (+1 Dex, +6 banded, +2 shield), touch 11, flat-footed 18
Base Attack/Grapple:	+1/+3	+3/+5	+7/+10
Attack:	Heavy mace +3 melee (1d8+2)	Battleaxe +6 melee (1d8+2/x3)	Battleaxe +11 melee (1d8+5/x3)
Full Attack:	Heavy mace +3 melee (1d8+2)	Battleaxe +6 melee (1d8+2/x3)	Battleaxe +11/+6 melee (1d8+5/x3)
Space/Reach:	5 ft./ 5 ft.	5 ft./ 5 ft.	5 ft./ 5 ft.
Special Attacks:	Action points +2	Action points +4	Action points +8
Special Qualities:	—	—	—
Saves:	Fort +4, Ref +1, Will +1	Fort +5, Ref +1, Will +2	Fort +7, Ref +3, Will +3
Abilities:	Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8	Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8	Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8
Skills:	Climb +4, Intimidate +3, Jump +4, Ride +5	Climb –1, Intimidate +5, Jump –1, Ride +6	Climb +5, Intimidate +9, Jump +5, Ride +10
Feats:	Dodge, Power Attack	Cleave, Dodge, Power Attack, Weapon Focus (battleaxe)	Cleave, Dodge, Great Cleave, Improved Initiative, Power Attack, Weapon Focus (battleaxe), Weapon Specialization (battleaxe)
Environment:	Any land		
Organization:	Solitary, Pair, Squad (4–8), Troop (10–20), Company (16–32)		
Challenge Rating:	1	3	7
Treasure:	Standard	Standard	Standard
Allegiances:	Any (*Alignment*: Any)		
Advancement:	By character class		
Level Adjustment:	+0		

3rd-level fighter possessions: Splint mail, heavy wooden shield, battleaxe.

7th-level fighter possessions: Banded mail, heavy steel shield, battleaxe.

Shadowlander Soldier

Shadowlander soldiers undergo a rapid training process, taken from slaves and taught the elementary techniques for fighting. Most of these raw recruits die early, but those who survive a battle or more become competent, if not dangerous warriors. Use these statistics for any generic soldier, from the ranks upon ranks of Rebel to the cultists whipped into a frenzy by the priests in Taglios.

1st-level warrior possessions: Padded armor, light wooden shield, heavy mace.

3rd-level warrior possessions: Splint mail, heavy wooden shield, longsword.

7th-level warrior possessions: Banded mail, heavy steel shield, longsword.

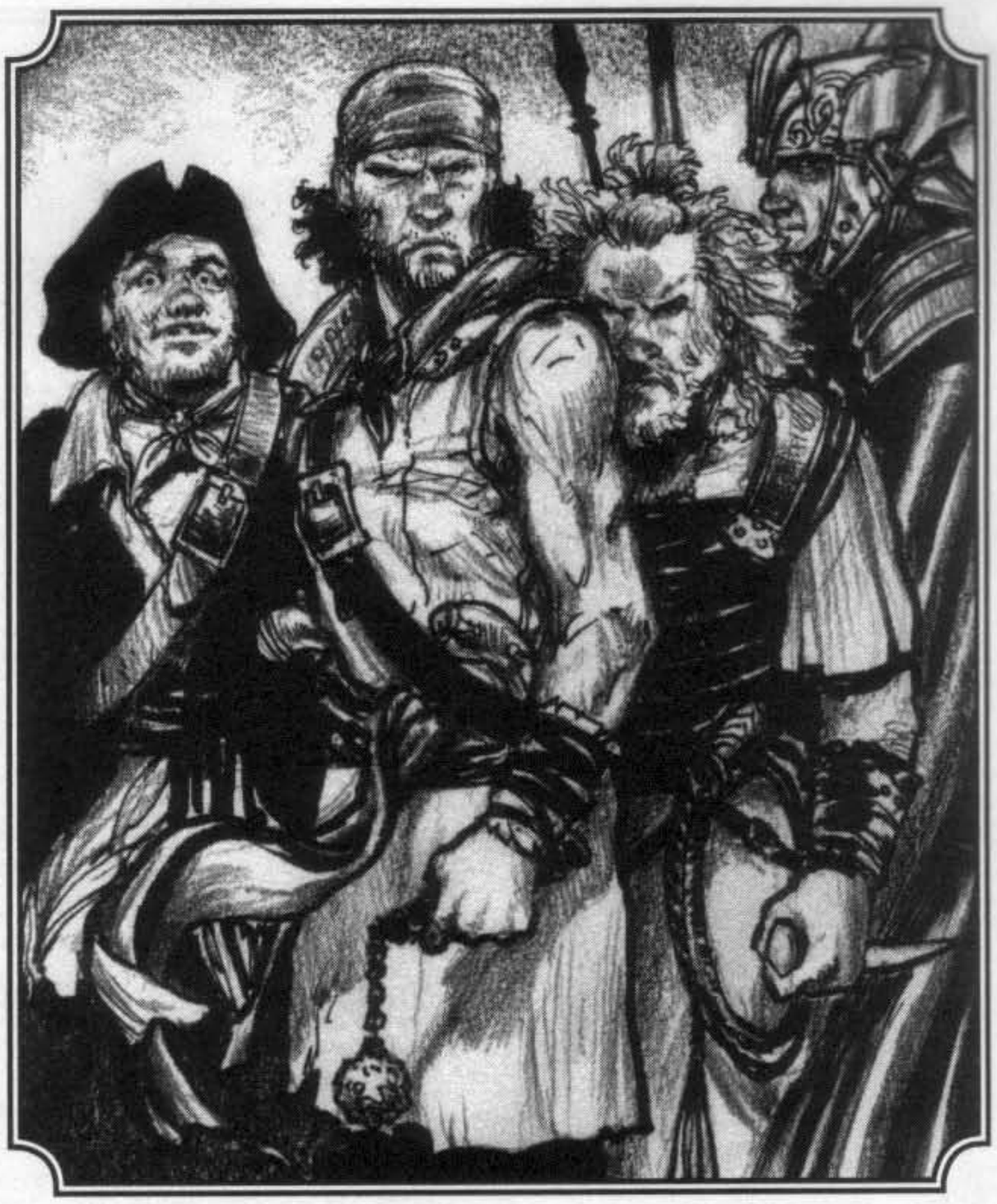
Thug

Thugs fill a number of niches in *The Black Company Campaign Setting*, from watchmen, to sailors, to mercenary soldiers.

1st-level thief possessions: Padded armor, light wooden shield, club.

2nd-level thief/1st-level warrior possessions: Leather armor, light wooden shield, longsword.

4th-level thief/3rd-level warrior possessions: Studded leather armor, light steel shield, longsword.



Shadowlander Soldier

	1st-Level Human Warrior Medium Humanoid	3rd-Level Human Warrior Medium Humanoid	7th-Level Human Warrior Medium Humanoid
Hit Dice:	1d8+1 (9 hp)	3d8+3 (20 hp)	7d8+7 (42 hp)
Massive Damage Threshold:	13	15	19
Initiative:	+4	+4	+4
Speed:	30 ft. (6 squares)	20 ft. (4 squares)	20 ft. (4 squares)
Armor Class:	12 (+0 Dex, +1 padded, +1 shield), touch 10, flat-footed 12	18 (+0 Dex, +6 splint, +2 shield), touch 10, flat-footed 18	18 (+0 Dex, +6 banded, +2 shield), touch 10, flat-footed 18
Base Attack/Grapple:	+1/+2	+3/+4	+7/+9
Attack:	Heavy mace +2 melee (1d8+1)	Longsword +5 melee (1d8+1/19-20)	Longsword +10 melee (1d8+2/19-20)
Full Attack:	Heavy mace +2 melee (1d8+1)	Longsword +5 melee (1d8+1/19-20)	Longsword +10/+5 melee (1d8+2/19-20)
Space/Reach:	5 ft./ 5 ft.	5 ft./ 5 ft.	5 ft./ 5 ft.
Special Attacks:	—	—	—
Special Qualities:	—	—	—
Saves:	Fort +3, Ref +0, Will +0	Fort +4, Ref +1, Will +1	Fort +6, Ref +2, Will +2
Abilities:	Str 13, Dex 11, Con 12, Int 9, Wis 10, Cha 8	Str 13, Dex 11, Con 12, Int 9, Wis 10, Cha 8	Str 14, Dex 11, Con 12, Int 9, Wis 10, Cha 8
Skills:	Intimidate +3	Intimidate +5	Intimidate +9
Feats:	Improved Initiative, Power Attack	Improved Initiative, Power Attack, Weapon Focus (longsword)	Cleave, Improved Initiative, Power Attack, Weapon Focus (longsword)
Environment:	Any land		
Organization:	Solitary, Pair, Squad (4–8), Troop (10–20), Company (16–32)		
Challenge Rating:	1/2	2	6
Treasure:	Standard	Standard	Standard
Allegiances:	Any (*Alignment*: Any)		
Advancement:	By character class		
Level Adjustment:	+0		

Thug

	1st-Level Human Thief Medium Humanoid	2nd-Level Human Thief, 1st-Level Warrior Medium Humanoid	4th-Level Human Thief, 3rd-Level Warrior Medium Humanoid
Hit Dice:	1d6 (6 hp)	2d6 plus 1d8 (14 hp)	4d6 plus 3d8 (30 hp)
Massive Damage Threshold:	11	13	17
Initiative:	+5	+5	+6
Speed:	30 ft. (6 squares)	30 ft. (6 squares)	30 ft. (6 squares)
Armor Class:	13 (+1 Dex, +1 padded, +1 shield), touch 11, flat-footed 12	14 (+1 Dex, +2 leather, +1 shield), touch 11, flat-footed 13	16 (+2 Dex, +3 studded, +1 shield), touch 12, flat-footed 14
Base Attack/Grapple:	+0/+1	+2/+3	+6/+7
Attack:	Club +1 melee (1d6+1)	Longsword +4 melee (1d8+1/19-20)	Longsword +8 melee (1d8+1/19-20)
Attack:	Club +1 melee (1d6+1)	Longsword +4 melee (1d8+1/19-20)	Longsword +8/+3 melee (1d8+1/19-20)
Space/Reach:	5 ft./ 5 ft.	5 ft./ 5 ft.	5 ft./ 5 ft.
Special Attacks:	Sneak attack +1d6	Sneak attack +1d6	Sneak attack +2d6
Special Qualities:	Knave, trapfinding	Evasion, knave, trapfinding trap sense +1	Evasion, knave, trapfinding,
Saves:	Fort +0, Ref +3, Will –1	Fort +2, Ref +4, Will –1	Fort +4, Ref +6, Will +1
Abilities:	Str 12, Dex 13, Con 10, Int 10, Wis 9, Cha 8	Str 12, Dex 13, Con 10, Int 10, Wis 9, Cha 8	Str 12, Dex 14, Con 10, Int 10, Wis 9, Cha 8
Skills:	Gather Information +3, Hide +5, Intimidate +3, Listen +3, Move Silently +5, Search +4, Sleight of Hand +7, Spot +3	Climb +2, Gather Information +4, Hide +6, Intimidate +5, Listen +4, Move Silently +6, Search +5, Sleight of Hand +8, Spot +4	Climb +4, Gather Information +6, Hide +8, Intimidate +9, Listen +6, Move Silently +8, Search +7, Sleight of Hand +10, Spot +6
Feats:	Dodge, Improved Initiative	Dodge, Improved Initiative Weapon Focus (longsword)	Dodge, Improved Initiative, Mobility, Weapon Focus (longsword)
Environment:	Any land		
Organization:	Solitary, Pair, Squad (4–8), Troop (10–20), Company (16–32)		
Challenge Rating:	1	2	6
Treasure:	Standard	Standard	Standard
Allegiances:	Any (*Alignment*: Any)		
Advancement:	By character class		
Level Adjustment:	+0		

Imp

The imp popped into the air as if shot up... it flipped and landed on its feet and sped across... it did cartwheels back...

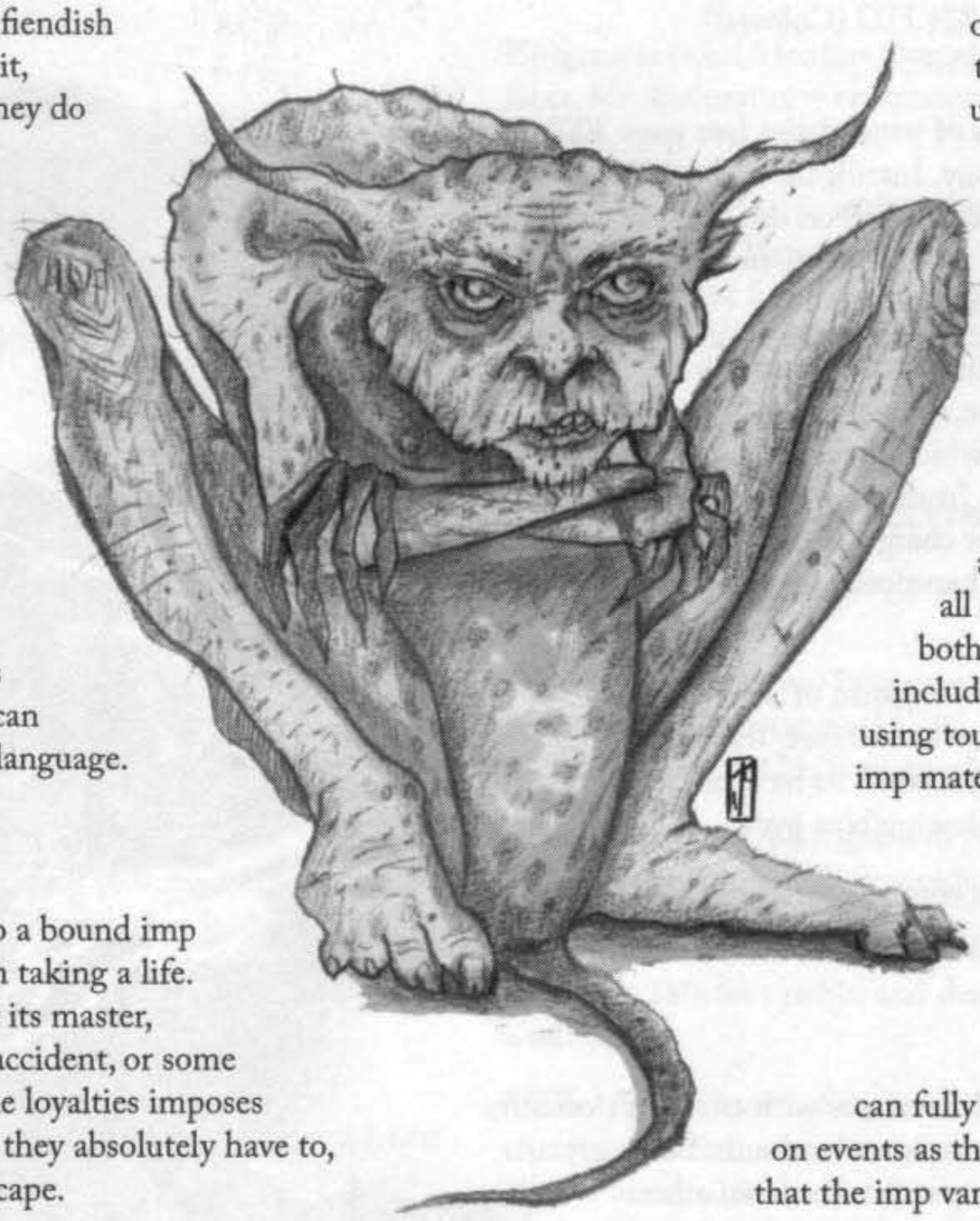
—Shadow Games

Small Outsider (Extraplanar, Incorporeal)

Hit Dice: 6d8+6 (33 hp)
Mass Damage Threshold: 19
Initiative: +8
Speed: 30 ft. (6 squares)
Armor Class: 22 (+1 size, +8 Dex, +3 deflection), touch 22, flat-footed 14 or 23 (+1 size, +8 Dex, +4 natural), touch 19, flat-footed 15
Base Attack/Grapple: +6/+2
Attack: Bite +15 melee (1d3)
Full Attack: Bite +15 melee (1d3)
Space/Reach: 5 ft./ 5 ft.
Special Attacks: Spell-like abilities
Special Qualities: Augment, burst, cleanse blood, damage reduction 5/magic, materialize, oath, spell resistance 19
Saves: Fort +6, Ref +13, Will +9
Abilities: Str 11, Dex 26, Con 13, Int 24, Wis 19, Cha 16
Skills: Appraise +12, Balance +19, Bluff +12, Decipher Script +12, Diplomacy +12, Disable Device +12, Disguise +3 (+5 acting), Escape Artist +17, Gather Information +8, Hide +31, Intimidate +5, Jump +13, Knowledge (any one) +17, Listen +21, Move Silently +19, Open Lock +17, Search +24, Sense Motive +9, Sleight of Hand +12, Spot +17, Survival +4 (+6 following tracks), Tumble +21, Use Rope +8 (+10 bindings)
Feats: Acrobatic, Stealthy, Weapon Finesse

Environment: The Spirit World or Demon Worlds
Organization: Solitary
Challenge Rating: 8
Treasure: None
Allegiances: None (*Alignment:* Usually lawful evil)
Advancement: 7–18 HD (Small)
Level Adjustment: —

Often confused with demons, due to their fiendish appearance, imps are actually a type of spirit, hailing from some unknown dimension. They do not appear in the Material Plane unless *Called*, and then only remain for as long as their oath of service demands. Despite their benefits, they are hard to control, and sometimes create more problems than they solve.



Imps are about 2 feet tall and weigh about 10 to 15 pounds. Most imps are male, but a wizard can easily conjure a female imp as a male. They all have dark green coloring and are hairless.

Imps speak their own language, but thanks to their always active tongues ability, they can communicate with any creature that has a language.

Combat

One of the first things a summoner does to a bound imp is to extract a vow preventing the imp from taking a life. If the wizard did not, it would turn against its master, either leading enemies to him, causing an accident, or some other such violence, all worming around the loyalties imposes by the oath. Thus, imps do not fight unless they absolutely have to, and then, they fight just long enough to escape.

For the purpose of overcoming damage reduction, an imps bite counts as magical.

Spell-Like Abilities: At will—*animate objects* and *confusion*. Caster level 8th.

The imp always has *tongues* active, as the spell (caster level 8th). *Tongues* can be dispelled, but the imp can reactivate it as a free action.

Augment (Su): An imp sworn to serve a spellcaster confers a +4 bonus to all Magic Use checks provided the imp is within 5 feet of the caster.

Burst (Ex): Three times per day, an imp can increase its speed by +30 feet, for 3 rounds.

Cleanse Blood (Su): Once per week, as a full-round action, an imp can bite a living creature (dealing 1 point of damage) and drink a small amount of the blood. While the imp ingests the blood, it cleanses any disease or poison affecting the subject. After the blood is cleansed, the imp returns the clean blood into the victim's blood stream by placing its lips over the wound it created. In addition to the cleansing effects, the imp also cures up to 80 points of damage, as if it had cast the *heal* spell.

Materialization (Su): An imp naturally exists in the Spirit or Demon World. When called, by a *Call* spell, an imp materializes, becoming fully solid on the Material plane while simultaneously existing in the Spirit/Demon World. The spirit has all of the base creature's normal physical abilities while materialized and retains all of its special abilities. It can interact with both physical and spirit opponents normally, including touching physical opponents (and using touch spells and abilities on them). When an imp materializes, it appears in a puff of pink smoke.

Once an imp is bound, it can return to the spirit world, but for brief stints, and only at the behest of its master, such as sending the imp to go and spy on an enemy for example. When it returns to the Spirit World, the imp can fully see into the Material plane and can spy on events as they transpire. To an outsider, it appears that the imp vanishes, perhaps teleporting away.

Oath (Su): When a wizard encounters or calls an imp, he can exert his will onto the creature. The spellcaster must expend 4 points of spell energy. Then, the GM secretly rolls opposed Will saves. If the spellcaster wins, the imp must obey the spellcaster's commands for 1 week. If the imp wins, it is not bound by the caster's wishes. Such an oath is typically only for a short term. If the wizard tries to extract an oath for a longer period, the imp gains a bonus to his Will save as follows.

Oath

Duration	Will save bonus
Per additional week	+1
Per month	+4

Skills: Imps have a +8 racial bonus on Hide, Listen, Search, and Spot checks.

Manta

A number of mantas, big blue-blacks, soared off the rosy bluffs and caught updrafts. Must have been a dozen, though they were hard to count, maneuvering as they did to avoid stealing one another's wind. They were giants of their kind. Their wings spanned almost a hundred feet.

—The White Rose

Gargantuan Aberration

Hit Dice: 16d8+80 (152 hp)
Mass Damage Threshold: 37
Initiative: +12
Speed: 5 ft. (1 square), fly 300 ft. (perfect)
Armor Class: 25 (–4 size, +8 Dex, +11 natural), touch 14, flat-footed 17
Base Attack/Grapple: +12/+32
Attack: Lightning arc +17 ranged touch (6d6 electricity/19-20) or bite +16 melee (2d8+12)
Full Attack: Lightning arc +17 ranged touch (6d6 electricity/19-20) or bite +16 melee (2d8+12)
Space/Reach: 20 ft./ 15 ft.
Special Attacks: Lightning arc
Special Qualities: Darkvision 240 ft., immunity to electricity
Saves: Fort +10, Ref +13, Will +12
Abilities: Str 27, Dex 26, Con 21, Int 10, Wis 15, Cha 10
Skills: Listen +23, Spot +23

Feats: Alertness, Flyby Attack, Improved Critical (lightning arc), Improved Initiative, Weapon Focus (lightning arc), Wingover
Environment: Plain of Fear
Organization: Solitary, Pair, Wing (3-12), Flock (10–40, plus 30% noncombatants)
Challenge Rating: 12
Treasure: None
Allegiances: The People, Old Father Tree, Windwhale (*Alignment*: Always neutral)

Advancement: 16–32 HD (Gargantuan), 32+ HD (Colossal)
Level Adjustment: —

These symbiotic creatures live on the backs of windwhales (see page 300), existing in a state of harmony with the larger creature. Intelligent and tribal in nature, they mate and there raise their young, called kits, all on the backs of their host. Ill-tempered, they hate sharing space with other mantas and are territorial, staking their claim on the windwhale's back.

What makes mantas so deadly is their ability to collect electricity from friction. Their hides are supersensitive, so as they fly through the air, they create an electrical discharge, which they can then release in a lightning arc. As the friction develops from the wind over their unusual bodies, they quickly regain another charge. If they do not discharge the electricity, excess discharges harmlessly into the air around them.

Mantas are enormous, on average having a wingspan of 30 to 50 feet. Some of the older mantas grow as large as 100 feet. They have turquoise bodies, while undersides are a light tan. Kits have black hides. All mantas, regardless of age, have glowing blue eyes.

Mantas speak their own tongue, which is a complex series of shrieks and whistles.

Combat

Mantas swoop down from above, strafing their targets with an arc of electricity. After they release a bolt, the flap back upwards into the clouds. Being as possessive as they are of their space, they keep a distance from others of their kind, though they readily work together to dispatch a threat. They are protective of their windwhale, and return to defend their host should it come under attack.

Lightning Arc (Ex): Whenever a manta takes a single flying move action, they generate enough electricity to fire a lightning arc, an attack action, which they can use with the Flyby Attack feat. The manta must succeed a ranged touch attack to strike a target with the lightning arc. On a successful hit, the arc deals 6d6 points of electrical damage. Mantas can hold this electricity until discharged.

Menhir

Sneaky rocks. Like to play games.

—The White Rose

Huge Aberration (Earth)

Hit Dice: 9d8+63 (103 hp)
Mass Damage Threshold: 33
Initiative: +1
Speed: 20 ft. (4 squares)
Armor Class: 20 (–2 size, +1 Dex, +11 natural), touch 9, flat-footed 19
Base Attack/Grapple: +6/+20
Attack: Slam +12 melee (1d8+8)
Full Attack: Slam +12 melee (1d8+8)
Space/Reach: 15 ft./ 15 ft.
Special Attacks: Spell-like abilities
Special Qualities: Awareness, damage reduction 10/–, darkvision 60 ft., elemental traits, enigmatic, link
Saves: Fort +12, Ref +4, Will +12
Abilities: Str 26, Dex 13, Con 24, Int 15, Wis 18, Cha 13
Skills: Knowledge (geography) +14, Listen +18, Move Silently +13, Spot +18, Survival +4 (+6 avoid getting lost)
Feats: Alertness, Great Fortitude, Improved Bull Rush, Iron Will, Power Attack

Environment: The Plain of Fear
Organization: Solitary, Pair, Host (4–16)

Challenge Rating: 7
Treasure: None
Allegiances: The People, Old Father Tree (*Alignment*: Always neutral)
Advancement: 10-18 HD (Huge), 19+ HD (Gargantuan)
Level Adjustment: —

The great talking rocks of the Plain of Fear are the custodians and spokesmen of the People. As they share a strange link among all their kind, they track the movements of interlopers, assessing their intent, and organizing resistance to those who would harm them. Like most creatures on the Plain, they despise outsiders, and have no compunction against deceiving, misleading, or tricking the intruders into falling into one of the many dangers of the Plain.

Even when a menhir accepts an alien presence into their fold, such as the Black Company for instance, they are sarcastic, unfriendly, and generally unhelpful. They speak rarely, and then just once, unless it is really important, and even then it is sour and caustic. As they lack facial expression, they are hard to read, so one is never for certain when a menhir jests or when it is serious.

Menhir speak the language of the People, and usually know two other human tongues.

Combat

Menhirs, when they do actually attack and not stand still pretending to be large rocks, charge forward with a bull rush attack, followed by a series of slam attacks. If pressed, they use their spell-like abilities to beat a hasty retreat.

Spell-like Abilities: At will — *clairvoyance/clairaudience*, *dimension door*, *mislead* (DC 20), and *tongues*. Caster level 12th. The save DC is Wisdom-based.

Enigmatic (Ex): Menhirs, completely lacking facial features—or even faces, for that matter—are immune to all Sense Motive attempts against them.

Link (Ex): All menhir within the Plain of Fear are in constant communication. If one is aware of a particular danger, they all are. If one in a group is not flat-footed, none of them are. No menhir in a group is considered flanked unless all of them are.

Needleteeth

A fish as long as your arm. Heads for blood in the water. When there's a lot they go mad and attack everything. They can devour a hippo, bones and all, in a minute.

—Shadow Games

The needleteeth is a larger cousin of the piranha. Armed with a mouthful of razor sharp teeth, hence the name, they can tear a full-grown man to bloody bones in a matter of seconds. Normally passive creatures, the introduction of blood into their waters sends them into a swarming frenzy.

A single fish in a needleteeth swarm can grow up to three feet long. They have grey-green bodies and grisly maws. Otherwise, they look just like an oversized piranha.

Combat

A needleteeth fish attacks anything it perceives of as food. However, when blood is spilled into the water, such that a character takes at least 1 point of damage, all needleteeth from within 100 feet close, gaining the swarm template. A needleteeth swarm always fights to the death.

Distraction (Ex): Any living creature that begins its turn with a swarm in its square must succeed on a DC 18 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Blindsense (Ex): A needleteeth fish or swarm can locate creatures underwater within a 30-foot radius. This ability works only underwater.

Keen Scent (Ex): A needleteeth fish or swarm can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

Skills: A needleteeth fish or swarm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Needleteeth

	Needleteeth Tiny Animal	Needleteeth Swarm Tiny Animal (Swarm)
Hit Dice:	1d8 (4 hp)	16d8 (72 hp)
Mass Damage Threshold:	12	—
Initiative:	+3	+7
Speed:	Swim 40 ft.	Swim 40 ft.
Armor Class:	16 (+4 Dex, +2 size), touch 16, flat-footed 12	16 (+4 Dex, +2 size), touch 16, flat-footed 12
Base Attack/Grapple:	+0/–10	+12/–
Attack:	Bite +6 melee (1d4–3/19-20)	Swarm (4d6)
Full Attack:	Bite +6 melee (1d4–3/19-20)	Swarm (4d6)
Space/Reach:	2 1/2 ft./0 ft.	10 ft./0 ft.
Special Attacks:	Swarm	Distraction
Special Qualities:	Blindsense, keen scent	Blindsense, half damage from slashing and piercing weapons, keen scent, swarm traits
Saves:	Fort +0, Ref +6, Will +1	Fort +7, Ref +16, Will +5
Abilities:	Str 5, Dex 19, Con 11, Int 1, Wis 12, Cha 2	Str 5, Dex 19, Con 11, Int 1, Wis 12, Cha 2
Skills:	Listen +2, Spot +2, Swim +8	Listen +8, Spot +8, Swim +17
Feats:	Weapon Finesse	Alertness, Great Fortitude, Improved Initiative, Lightning Reflexes, Skill Focus (Swim), Weapon Finesse
Environment:	The Great River (any freshwater)	The Great River (any freshwater)
Organization:	Solitary, Swarm (40–400)	Swarms (1–6)
Challenge Rating:	½	6
Treasure:	None	None
Allegiances:	None (*Alignment*: always neutral)	None (*Alignment*: always neutral)
Advancement:	—	—
Level Adjustment:	—	—

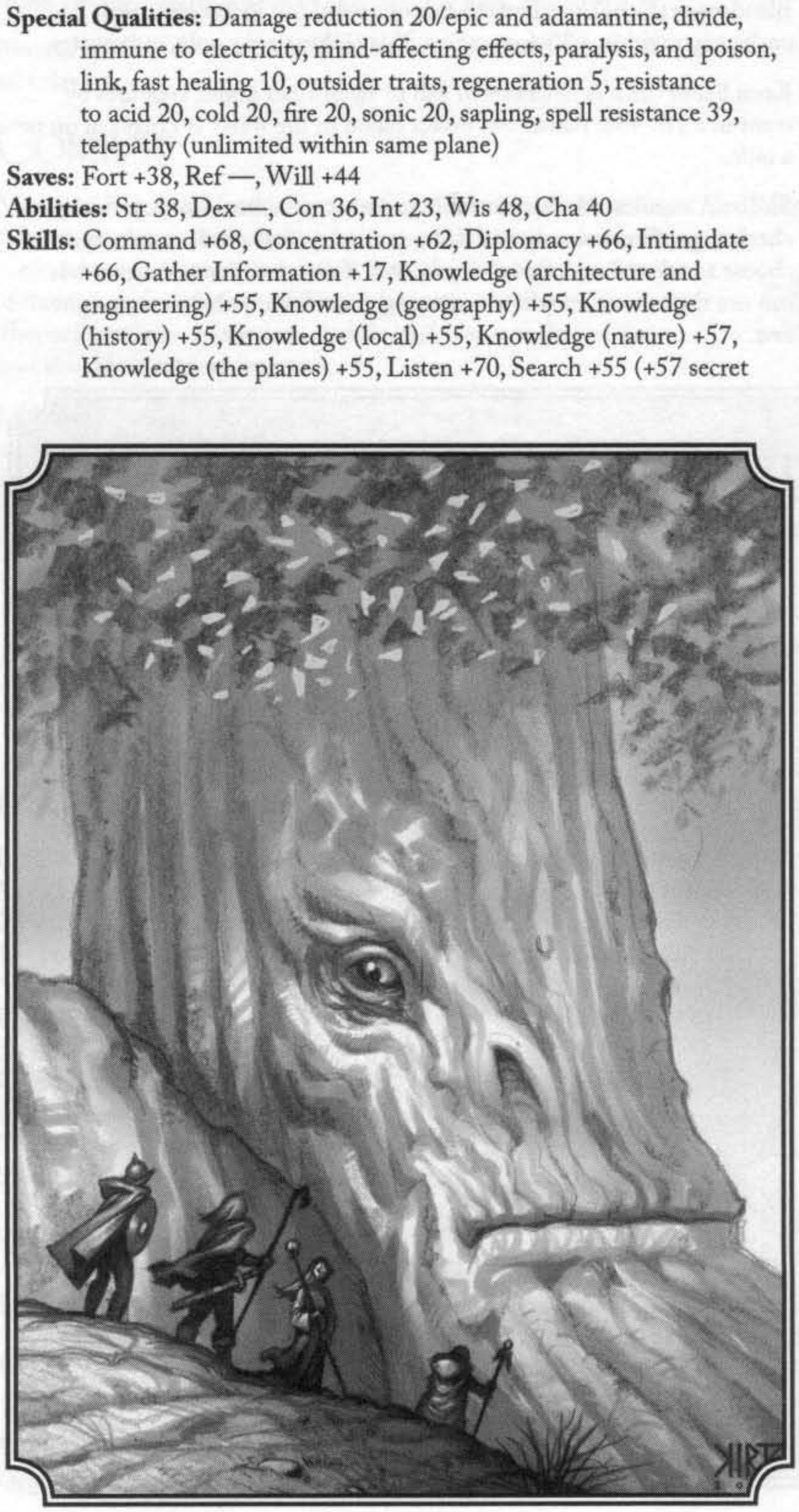
Old Father Tree

A breath of breeze whined in the coral, stirred the leaves of Old Father Tree. They tinkled off one another with the song of wind chimes. To the north, the glimmer of change lightning limned the horizon like far clash of warring gods.

—The White Rose

Gargantuan Outsider (Extraplanar)

Hit Dice: 46d8+598 (805 hp)
Mass Damage Threshold: 82
Initiative: +10
Speed: 0 ft. (0 squares)
Armor Class: 41 (–4 size, –5 Dex, +40 natural), touch 1, flat-footed 41
Base Attack/Grapple: +46/+72
Attack: Slam +56 melee (8d6+14)
Full Attack: 4 slams +56 melee (8d6+14)
Space/Reach: 15 ft./ 15 ft.
Special Attacks: Call Change Storm, improved grab, rend 8d6+21, spell-like abilities
Special Qualities: Damage reduction 20/epic and adamantine, divide, immune to electricity, mind-affecting effects, paralysis, and poison, link, fast healing 10, outsider traits, regeneration 5, resistance to acid 20, cold 20, fire 20, sonic 20, sapling, spell resistance 39, telepathy (unlimited within same plane)
Saves: Fort +38, Ref —, Will +44
Abilities: Str 38, Dex —, Con 36, Int 23, Wis 48, Cha 40
Skills: Command +68, Concentration +62, Diplomacy +66, Intimidate +66, Gather Information +17, Knowledge (architecture and engineering) +55, Knowledge (geography) +55, Knowledge (history) +55, Knowledge (local) +55, Knowledge (nature) +57, Knowledge (the planes) +55, Listen +70, Search +55 (+57 secret compartments), Sense Motive +68, Spot +70, Survival +68 (+70 hazards, aboveground natural environments, planes, tracks)
Feats: Alertness, Awesome Blow, Cleave, Combat Casting, Great Cleave, Greater Spell Penetration, Improved Bull Rush, Improved Initiative, Improved Natural Attack (slam) (x4), Improved Sunder, Power Attack, Quicken Spell-Like Ability (wish), Spell Penetration



Environment: Center of the Plain of Fear
Organization: Solitary (unique)
Challenge Rating: 48
Treasure: None
Allegiances: The Plain of Fear, the People (*Alignment*: Neutral)
Advancement: —
Level Adjustment: —

Called forth from some other world at the expense of thousands of lives and miles of countryside to contain an evil far greater than resulting destruction, Old Father Tree imprisons a demon creature whose hate and wickedness would otherwise consume the world. Nearly a god in power, his will is uncontested on the Plain of Fear. In fact, so great is his influence, he twists and warps the creatures of the Plain with his dreams, creating new species and ending old in a seemingly random fashion. However, there is a sense of order to the Plain, for the People, as they are called, live in harmony, from the chattering rock monkey to the reality-defying windwhale. All of the People bow to him, accepting his edicts as law.

Old Father Tree allowed the Black Company and the White Rose to reside within a hole in his shadow, as he sensed the impending release of the Dominator. Before he would commit the People of the Plain of Fear to the mortal battle, he observed them, concealing his sentience and motives beneath his innocuous, albeit unusual, form. Eventually, with the arrival of the Lady, and the forces properly assembled, Old Father Tree revealed himself to Croaker and the rest, offering an alliance between the People and the White Rose. To forge the bond, Old Father Tree created from his body a sapling, to plant overtop the Dominator's remains when they defeated them.

Though the White Rose conquered the stirring evil in the north, neither could she nor her allies stop Toadkiller Dog (see page 298) from escaping. Soon after the shattered Black Company left the Barrowland, the demon dog dug up the remains of the Limper's head. Meanwhile, a small band of thieves, thinking to profit from the *silver spike*, surrounded the sapling with fallen branches and old wood, ignited it. Once the fires burned down, nearly killing the sapling, they stole the object.

With the release of the *spike*, Old Father Tree once more allied with the White Rose. Though she was now powerless, Old Father Tree believed in her skills at leadership. He sent forth the People to stop the Limper's march into Oar to prevent him from taking the *spike* for himself. The White Rose was successful, and along with Case, she returned to the Plain of Fear to throw the tainted object through a tear in the fabric of reality created by the Old Father Tree, ridding the world forever of the Dominator and his evil.

Old Father Tree knows all languages but does not speak. Those who touch him can communicate with him telepathically.

Combat

Fighting Old Father Tree is futile. Armed with nigh impregnable defenses, a blistering arsenal of spell-like abilities and an implacable tenacity to destroy those threatening the world, Old Father Tree enters every combat

as if it were his last. When facing a foe, Old Father Tree often begins by calling a Change Storm to disrupt his enemies. On the following rounds, he lashes out with a *wish* spell, or failing that, he strikes his foes with slam attacks (using his roots and branches), tearing them apart with his rend ability. For the purposes of overcoming damage reduction, Old Father Tree's natural attacks count as magical and epic.

Call Change Storm (Su): Change Storms are an extension of Old Father Tree's will, his imagination, and in fact, himself. As a full-round action, Old Father Tree can manifest a Change Storm in the sky over head. On the first round after it is called, the Change Storm has a 50-foot radius. Every round thereafter, the Change Storm expands 50 feet until it extends out to a 4-mile radius or until Old Father Tree dismisses it (a full-round action). For details on the effects of Change Storms, see **Chapter Two: The World** on page 34.

Improved Grab (Ex): To use this ability, Old Father tree must hit with two slam attacks. He can then start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple and achieves a hold, he can rend.

Rend (Ex): If Old Father Tree achieves a hold with a grapple check, he automatically deals 8d6+21 points of damage.

Spell-like abilities: At will—*wish* (DC 38). Caster Level 46th. The save DC is Wisdom-based.

Duty (Ex): The reason for Old Father Tree's presence in the Plain of Fear is to safeguard the vault imprisoning an ancient evil. Old Father Tree always acts to fulfill his duty and can never be dissuaded from this path.

Link (Ex): Old Father Tree is are in constant communication with the People of the Plain of Fear. If one is aware of a particular danger, he is too. If one in a group is not flat-footed, none of them are. Old Father Tree is not considered flanked unless all People are.

Regeneration (Ex): Epic weapons and fire deal normal damage to Old Father Tree.

Sapling (Ex): Once per century, Old Father Tree can create a sapling from himself. The sapling is a 20 HD Medium-sized outsider. Its stats are otherwise identical to Old Father Tree's, except it has access to *limited wish* instead of *wish*. After a century, it has stats identical to Old Father Tree.

Shadows of the Plain of Glittering Stone

The dark tide came off the water and headed upslope. As it drew doser I began to make out individual shadows.

—She is the Darkness

In the dark years after Kina's imprisonment beneath the Fortress with No Name, warlords from the various worlds sent armies marching to conquer other lands. In a desperate gambit to stop the approaching legions, wizards in the Land of Unknown Shadows, birthplace of the Nyueng Bao, teased out the spirits of captured soldiers, twisting and warping them into shadows. With these new minions assembled, they released them onto the Plain of Glittering Stone to dissuade travelers from crossing into other worlds. What these wizards did not expect was that the shadows, consumed as they were by hate, killed all life with equal fervor. Spilling through the various gates, shadows threatened to destroy all. This new threat led to the construction and locking of the Shadowgates, the manufacture of the keys, and the shadow warding shields guarding the paths through the Plain.

Though shadows are terrifying foes, capable of devouring the soul and leaving behind a dried husk of remains, they can be controlled. The Shadowmasters, Longshadow especially, learned how to control them, to bend them to their will. In fact, Soulcatcher eventually learned to master these venomous spirits, and used them to great effect during the Kiaulune Wars.

Shadows are vaguely man-shaped blobs of darkness. They do not speak.

Combat

To control a shadow, a wizard must expend a point of Spell Energy and make an opposed Will save against the shadow in question. If the wizard succeeds, she controls the shadow completely and is immune to its draining touch. On a failed save, the shadow is free to act. The spellcaster can make as many attempts as she can expend Spell Energy.

Longshadow used an orb to enhance his control over these creatures. Clearly an artifact from a previous age, it allowed the user to take a point of Taint in exchange for the Shadowmaster to control up to 4 shadows per point of Spell Energy. It's not certain if Soulcatcher had this, or a similar device, from the novels, though it is certainly possible that she stole it in her flight from Overlook with the Daughter of Night in *She is the Darkness*.

Shadows cannot affect creatures in the spirit world. If a spiritwalking traveler passes through a shadow, he must immediately succeed a Will save against a DC (10 + one-half the shadow's HD + the shadow's Charisma modifier) or be stunned for 1d6 rounds reliving the shadow's memories.

Shadows, in combat, lash out at any living being within reach, without regard for their own safety. The only thing capable of repelling a shadow is fire and light, two things these creatures fear. They will not knowingly approach a bright area, though they are unafraid of shadowy light.

Draining Touch (Su): Living creatures hit by a killer shadow's incorporeal touch attack must succeed a DC 15 Fortitude save or take 2d6 points of Constitution damage. Living creatures hit by a horrific shadow's incorporeal touch attack must succeed a DC 30 Fortitude save or take 3d6 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the shadow gains 5 temporary hit points.

Shadows of the Plain of Glittering Stone

	Shadow Messenger Tiny Aberration (Incorporeal)	Killer Shadow Small Aberration (Incorporeal)	Horrific Shadow Huge Aberration (Incorporeal)
Hit Dice:	1d8+1 (5 hp)	4d8+12 (30 hp)	32d8+128 (272 hp)
MDT	14	21	51
Initiative:	+8	+6	+7
Speed:	Fly 80 ft. (perfect)	Fly 60 ft. (perfect)	Fly 40 ft. (perfect)
Armor Class:	20 (+2 size, +8 Dex), touch 20, flat-footed 12	21 (+1 size, +6 Dex, +4 deflection), touch 21, flat-footed 15	33 (–2 size, +3 Dex, +22 deflection), touch 33, flat-footed 30
Base Attack/Grapple:	+0/—	+2/—	+16/—
Attack:	Incorporeal touch +10 melee (1d4)	Incorporeal touch +10 melee (1d4 and 2d6 Constitution damage)	Incorporeal touch +19 melee (1d4 and 3d6 Constitution drain)
Full Attack:	Incorporeal touch +10 melee (1d4)	Incorporeal touch +10 melee (1d4 and 2d6 Constitution damage)	Incorporeal touch +19 melee (1d4 and 3d6 Constitution drain)
Space/Reach:	2 1/2 ft./0 ft.	5 ft./5 ft.	15 ft./15 ft.
Special Attacks:	Draining touch	Draining touch	Draining touch
Special Qualities:	Daylight powerlessness, fire vulnerability, incorporeal, life sense, light sensitivity, unnatural aura	Daylight powerlessness, fire vulnerability, incorporeal, life sense, light sensitivity, unnatural aura	Daylight powerlessness, fire vulnerability, incorporeal, life sense, light sensitivity, unnatural aura
Saves:	Fort +1, Ref +8, Will +3	Fort +4, Ref +7, Will +6	Fort +11, Ref +15, Will +25
Abilities:	Str —, Dex 26, Con 13, Int 6, Wis 13, Cha 14	Str —, Dex 22, Con 17, Int 8, Wis 15, Cha 16	Str —, Dex 16, Con 19, Int 12, Wis 17, Cha 18
Skills:	Listen +3, Spot +3	Listen +5, Spot +6	Listen +38, Search +36, Spot +38
Feats:	Weapon Finesse	Dodge, Weapon Finesse	Combat Expertise, Combat Reflexes, Dodge, Flyby Attack, Improved Initiative, Iron Will, Lightning Reflexes, Mobility, Spring Attack, Weapon Finesse, Whirlwind Attack
Environment:	Plain of Glittering Stone	Plain of Glittering Stone	Plain of Glittering Stone
Organization:	Solitary, Pair, Pack (3–18)	Solitary, Pair, Pack (3–18 plus 4–40 Messenger shadows)	Solitary, Horde (1–4 plus 3–18 killer shadows, plus 40–400 Messenger shadows)
Challenge Rating:	2	8	20
Treasure:	None	None	None
Allegiances:	Evil (*Alignment*: Always neutral evil)	As messenger shadow	As messenger shadow
Advancement:	1–3 HD (Tiny)	5–15 HD (Small), 16–31 HD (Medium)	33+ HD (Huge)
Level Adjustment:	—	—	—

Daylight Powerlessness (Ex): Shadows are utterly powerless in natural sunlight (not merely a *daylight* spell) and flee from it.

Fire Vulnerability (Ex): Shadows take +50% damage as normal from fire effects, regardless of whether a saving throw is allowed, or if the save is a success or failure.

Lifesense (Su): A shadow notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast *deathwatch*.

Light Sensitivity (Ex): Shadows are dazzled in bright sunlight or within the radius of a *daylight* spell or similar effect. They will not knowingly approach a brightly lit area, though they can move unhindered through shadowy areas.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a shadow at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Shindai Kus Horror

Something exploded out of the sand ahead. An impossible something. A monster that could not exist in this world, a devil thing the size of an elephant but with more legs and hair than a tarantula plus some squidlike tentacles and a scorpion's tail thrown in for good measure.

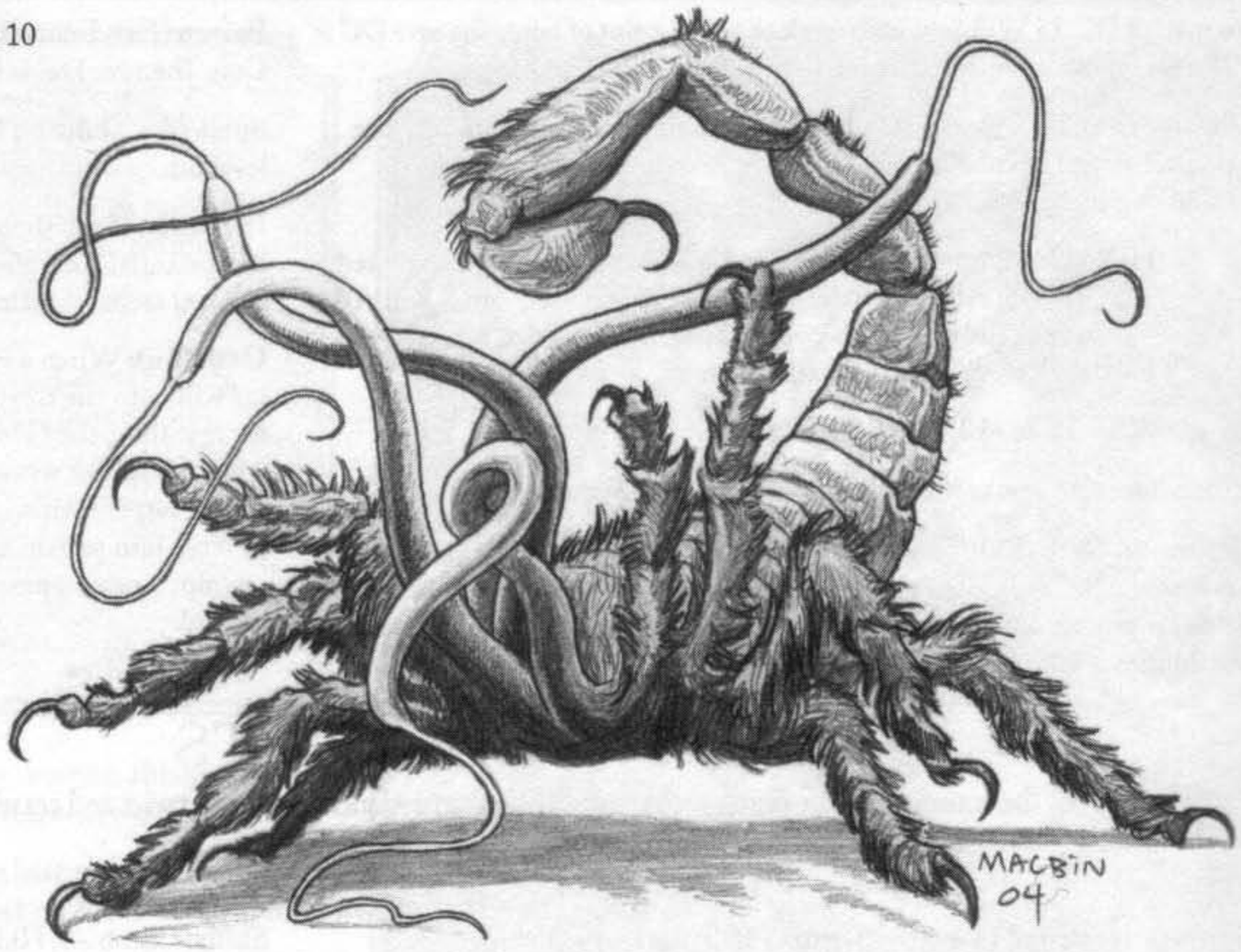
—She is the Darkness

Gargantuan Aberration

Hit Dice: 18d8+162 (243 hp)
Mass Damage Threshold: 46
Initiative: +2
Speed: 40 ft. (8 squares), burrow 20 ft.
Armor Class: 28 (–4 size, +2 Dex, +20 natural), touch 8, flat-footed 26
Base Attack/Grapple: +9/+34
Attack: Tentacle +18 melee (2d6+13)
Full Attack: Sting +19 melee (3d6+13 and poison), 6 tentacles +13 melee (2d6+6), bite +13 melee (2d8+19)
Space/Reach: 20 ft./ 15 ft. (25 ft. with tentacles)
Special Attacks: Improved grab, poison
Special Qualities: Fast healing 5, immune to fire, tremorsense 60 ft.
Saves: Fort +15, Ref +8, Will +12

Abilities: Str 36, Dex 15, Con 28, Int 2, Wis 13, Cha 10
Skills: Hide +11, Move Silently +14
Feats: Ability Focus (Sting), Endurance, Improved Natural Attack (Sting), Multiattack, Power Attack, Stealthy, Weapon Focus (Sting)

Environment: Shindai Kus Desert
Organization: Solitary
Challenge Rating: 15
Treasure: None
Allegiances: None (*Alignment*: Always neutral)
Advancement: 19–36 HD (Gargantuan), 37+ HD (Colossal)
Level Adjustment: —



The Shindai Kus is a vast wasteland south of Taglios, and natural barrier to the Fortress of Overlook. Lacking rain for decades at a time, this place is dreary at best, with shifting sands, sudden sand storms and terrors lurking beneath the uncertain footing. One such creature is the Shindai Kus horror, a rare and impossible being. It is considered rare for none of these creatures had ever before been seen, and impossible for the composite parts of a half-dozen different creatures, combining the worst traits of spiders, scorpion, squids, and worse.

The horror is nearly 50 feet long and weighs just over 100 tons.

Combat

The horror burrows under the sand and lies in wait for its prey to pass near. It then lashes out with its tentacles dragging the victim, if the dead from the tentacle, or a sting, or even if still squirming, close for a bite. The horror fights until terribly injured before then scuttles back beneath the sands.

Improved Grab (Ex): To use this ability, a Shindai Kus horror must hit with its tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can automatically bite or sting.

Poison (Ex): Injury, Fortitude DC 28, initial and secondary damage 2d6 Dex. The save DC is Constitution-based.

Smoke Serpent

Goblin had something that looked like a black snake of smoke growing out of his belt pouch.

—*Shadow Games*

Small Outsider (Air, Evil, Extraplanar, Fire)

Hit Dice: 6d8+12 (39 hp)
Mass Damage Threshold: 20
Initiative: +4
Speed: 30 ft. (6 squares)
Armor Class: 21 (+4 Dex, +1 size, +6 natural), touch 15, flat-footed 17
Base Attack/Grapple: +6/+9
Attack: Bite +11 melee (1d4+4/x3 plus poison)
Full Attack: Bite +11 melee (1d4+4/x3 plus poison)
Space/Reach: 5 ft./ 5 ft.
Special Attacks: Constrict 1d4+4, corruption, *enlarge*, improved grab, poison, spell-like abilities
Special Qualities: Damage reduction 10/magic, indistinct, oath, outsider traits, resistance to cold 5 and fire 5, spell resistance 19
Saves: Fort +7, Ref +9, Will +7
Abilities: Str 16, Dex 19, Con 14, Int 7, Wis 14, Cha 15
Skills: Bluff +11, Diplomacy +4, Disguise +2 (+4 acting), Hide +17, Intimidate +13, Listen +11, Move Silently +13, Spot +11
Feats: Dodge, Improved Feint, Improved Grapple[B], Weapon Focus

Environment: Demon World
Organization: Solitary
Challenge Rating: 8
Treasure: None
Allegiances: None (*Alignment*: Always chaotic evil)
Advancement: 7–12 HD (Small), 13–21 HD (Medium)
Level Adjustment: —

A smoke serpent is a form of imp (see **Imp** on page 288) called from the Demon World to serve a mortal master. While more powerful than many of their kind, hence making them more attractive servants, they are wild and unpredictable, difficult to control, and with a tendency to turn against their masters.

If you use this monster in settings other than *The Black Company Campaign Setting*, a *summon monster VII* spell is required to summon a smoke serpent.

Smoke serpents do not speak, but understand all mortal languages.

Combat

A smoke serpent fights cautiously, using its spell-like abilities to augment its already potent array of powers. If pressed, it enlarges and lashes out with its bite attack to start a grapple. If it achieves a hold, it constricts. For the purpose of overcoming damage reduction, a smoke serpent's natural attacks count as magical.

Constrict (Ex): On a successful grapple check, a smoke serpent deals 1d4+4 points of damage.

Corruption (Su): Smoke serpents are foul creatures from the Demon World. When these creatures serve a mortal master (see Oath), they force the master

to make a DC 15 Will Save each week or gain 1 point of taint. The save DC is Charisma-based. For the effects of Taint, see **Chapter Ten: Magic**.

***Enlarge* (Sp):** At will, as a standard action, a smoke serpent can increase its size by one step to Medium (or Large for larger smoke serpents), modifying its statistics as follows:

> HD 6d8+18; hp 45; Mdt 21; Init +3; AC 19, touch 14, flat-footed 16; Grp +15; Atk +13 melee (1d6+7/x3 plus poison, bite); Full Atk +13 melee (1d6+7/x3 plus poison, bite); SA constrict 1d6+7; SV Fort +8, Ref +8; Str 20, Dex 17, Con 16.
>
> *Skills:* Hide +12, Move Silently +12

A medium size smoke serpent's poison save DC increases by +1.

Improved Grab (Ex): To use this ability, a smoke serpent must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury, Fortitude DC 15, initial and secondary damage 1d6 Con. The save DC is Constitution-based.

Spell-like Abilities: 1/day—*bull's strength*, *cat's grace*, *magic fang*. Caster level 6th.

Indistinct (Su): Though the smoke serpent is solid, it appears insubstantial. This effect grants the smoke serpent concealment (20% miss chance) from all melee and ranged attacks.

Oath (Su): When a wizard encounters a smoke serpent, he can try to exert his will onto the creature. The spellcaster must expend 5 points of spell energy. Then, the GM secretly rolls opposed Will saves. If the spellcaster wins, the smoke servant must obey the spellcaster's commands. If the smoke serpent wins, it is not bound by the caster's wishes, but may pretend to serve him to gain a later advantage. Each day the spellcaster must attempt a new opposed Will save to either maintain control, or regain control.

Spirits

The light of the comet filled the night with ghosts. The Barrowland seemed to twist and crawl. Momentary shapes drifted amongst the brush.

—The White Rose

Frequently referred to as ghosts, spirits are remnants of the living, somehow trapped between worlds, prevented from moving on to a well-deserved afterlife in the Spirit World. Necromancers can sometime contact these beings to learn useful information. Those individuals who can separate their souls from their bodies (see the Spirit Walk feat in **Chapter Six: Feats**) sometimes encounter these lost beings, learning for themselves whether they are harmful or helpful.

In the novels, there are several instances of spirits. Perhaps the most famous are the ghosts of the men who died fighting the Dominator. Sworn to protect the Barrowland from tomb robbers, they killed those who crossed the barrier of fetishes without amulets. Another instance of spirits are the ones who haunted Tobo in *Soldiers Live*. While they manifested only in the young wizard's dreams — and perhaps they were nothing more than manifestations of his conscience — among the Nyueng Bao, the spirit world is very real and very dangerous. As these ancestors can be violent or vengeful, one is advised to respect the dead.

Sample Spirit

This example uses a 7th-level human fighter as the base creature.

Barrowland Sentry

Spirit 7th-Level Human Warrior

Medium Humanoid (Augmented Humanoid) (Incorporeal)
Hit Dice: 7d12+14 (59 hp)
Mass Damage Threshold: 21
Initiative: +1
Speed: 20 ft. (4 squares) in breastplate, fly 20 ft. (perfect); base speed 30 ft., base fly 30 ft.
Armor Class: 14 (+1 Dex, +3 deflection), touch 14, flat-footed 13 or 18 (+1 Dex, +5 breastplate, +2 shield), touch 11, flat-footed 17
Base Attack/Grapple: +7/+9
Attack: Corrupting touch +8 melee (1d6) or masterwork longsword +10 melee (1d8+2/19-20)
Full Attack: Corrupting touch +8/+3 melee (1d6) or masterwork longsword +10/+5 melee (1d8+2/19-20)
Space/Reach: 5 ft./ 5 ft.
Special Attacks: Corrupting touch, manifestation, spell-like abilities
Special Qualities: Incorporeal touch, rejuvenation
Saves: Fort +7, Ref +3, Will +2
Abilities: Str 15, Dex 12, Con 14, Int 8, Wis 10, Cha 17
Skills: Climb +3, Hide +5, Intimidate +13, Jump +3, Listen +8, Search +7, Spot +8
Feats: Cleave, Great Cleave, Power Attack, Weapon Focus (longsword)

Environment: Barrowland
Organization: Solitary, Pair, Squad (8), Troop (10–40)
Challenge Rating: 8
Treasure: None
Allegiances: White Rose, Duty (*Alignment:* Lawful Neutral)
Advancement: By character class
Level Adjustment: +5

Bound to the Barrowland to ensure the Dominator remains imprisoned are the spirits of soldiers who died to end his reign. These creatures lament their fates, but their duty impels them to serve the White Rose, even in death. They do not concern themselves with any disturbances that might occur beyond the barrier of fetishes containing the tombs, but when someone crosses the line of standing stones, they attack without mercy.

Spell-like Abilities: At will—*cause fear* (DC 14). Caster level 7th. The save DC is Charisma-based.

Possessions: breastplate, heavy steel shield, longsword.

Creating a Spirit

"Spirit" is an acquired template that can be added to any aberration, animal, dragon, giant, humanoid, monstrous humanoid, outsider, or undead (if your campaign utilizes them) (hereafter referred to as the "base creature") with a Charisma of 8 or higher. A spirit uses all the base creature's statistics and special abilities except as noted here.

Type: The spirit retains its size and type, but gains the incorporeal subtype.

Hit Dice: Increase all current and future Hit Dice to d12s.

Speed: Spirits have a fly speed of 30 feet, unless the base creature has a higher fly speed, with perfect maneuverability.

Armor Class: The base creature retains its natural armor bonus (if any) but it only applies to creatures in the Spirit World. When the spirit manifests (see **Manifestation**), its natural armor bonus is +0, but it gains a deflection bonus equal to it Charisma modifier or +1, whichever is higher. When the spirit materializes (see **Materialization**), it uses the natural armor bonus of the base creature.

Spirits in Other Settings

If you use the spirit template in other settings, it resides, much like ghosts, in the Ethereal Plane. In addition, it gains turn resistance +4 if the template is applied to an Undead creature.

Abilities: Same as the base creature, except its Charisma score increases by +4.
Skills: Ghosts have a +8 racial bonus on Hide, Listen, Search, and Spot checks. Otherwise same as the base creature.
Environment: Any, often as base creature.
Organization: Solitary, gang (2–4), or horde (7–12).
Challenge Rating: Same as the base creature +2.
Treasure: None.
Alignment: Any.
Level Adjustment: Same as the base creature +5.

Attack: A spirit retains all the attacks of the base creature, although those relying on physical contact only affect creatures in the Spirit World.

Full Attack: A spirit retains all the attacks of the base creature, although those relying on physical contact only affect creatures in the Spirit World.

Damage: Against creatures in the Spirit World, a spirit uses the base creature's damage values. Against corporeal creatures, the spirit cannot deal physical damage at all but can use its special attacks, if any, when it manifests (see **Manifestation**). A materialized spirit uses the normal damage values of the base creature.

Special Attacks: A spirit retains all the base creature's special attacks, although those relying on physical contact do not affect creatures not in the Spirit World. The spirit also gains the manifestation ability plus one other special attack per 3 HD as described below. The save DC against a special attack is equal to 10 + one-half the spirit's HD + spirit's Cha modifier unless otherwise noted.

Corrupting Gaze (Su): A spirit can blast living beings with a glance, at a range of up to 30 feet. Creatures that meet the spirit's gaze (see **Gaze Attacks** in **Chapter Eight: Glossary** in the *DMG*) must succeed on a Fortitude save or take 2d10 points of damage and 1d4 points of Charisma damage.

Corrupting Touch (Su): A spirit hitting a living target with its incorporeal touch attack deals 1d6 points of damage. Against opponents in the Spirit World, it adds its Strength modifier to attack and damage rolls. Against all other opponents, it adds its Dexterity modifier to attack rolls only.

Malevolence (Su): Once per round, a spirit can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 10th or the spirit's Hit Dice, whichever is higher), except that it does not require a receptacle. To use this ability, the spirit must be manifested (but not materialized) and it must move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack by succeeding a Will save (DC 15 + spirit's Cha modifier). A creature successfully saving is immune to that same spirit's malevolence for 24 hours, and the spirit cannot enter the target's space. If the save fails, the spirit vanishes into the target's body.

Manifestation (Su): Every spirit has this ability. A spirit dwells in the Spirit World and so it cannot affect or be affected by anything in the material world. When a spirit manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested spirit can be harmed only by other incorporeal creatures, magic (*Enchanted*) weapons, or spell effects, with a 50% chance to ignore any damage from a corporeal source. A manifested spirit can pass through solid objects at will, and its own attacks pass through armor. A manifested spirit always moves silently. A manifested spirit can strike with its touch attack. A manifested spirit remains partially in the Spirit World, where is it not incorporeal. A manifested spirit can be attacked by opponents on either the Material Plane or in the Spirit World. The spirit's incorporeality helps protect it from foes on the Material Plane, but not from foes in the Spirit World. When a spellcasting spirit is not manifested and is in the Spirit World, its spells cannot affect targets on the Material Plane, but they work normally against Spirit Walkers. When a spellcasting spirit manifests, its spells continue to affect Spirit Walkers and can affect targets on the Material Plane normally unless the spells rely on touch. A manifested spirit's touch spells don't work on material targets. A ghost has two home planes, the Material Plane and the Spirit World. It is not considered extraplanar when on either of these planes.

Materialization (Su): Some spirits can materialize, becoming fully solid on the Material Plane while simultaneously existing in the Spirit World. The spirit has all of the base creature's normal physical abilities while materialized and retains all of its special abilities. It can interact with both physical and spirit opponents normally, including touching physical opponents (and using touch spells and abilities on them).

Spell-like Ability: The spirit may select one or more spell-like abilities, with each selection counting as one of its special attacks. Each spell-like ability may be used at will. The available spells include: *animate objects*, *bestow curse*, *cause fear*, *confusion*, *contagion*, *dancing lights*, *deathwatch*, *dream*, *emotion*, *faerie fire*, *ghost sound*, *light*, *open/close*, *seeming*, *sleep*, *suggestion*, *telekinesis*, and *tongues*. The caster level for these abilities equals the spirit's Hit Dice. Also, the save DC equals 10 + the spell level + the spirit's Charisma modifier. A spirit in the Spirit World can only use its spells (if it was a spellcaster) and spell-like abilities on other creatures in the Spirit World. A manifested spirit can use spells and spell-like abilities on physical and beings in

the Spirit World, but it cannot use touch spells on physical beings. A materialized spirit can use spells and spell-like abilities on physical and beings in the Spirit World normally.

Special Qualities: A spirit has all the special qualities of the base creature as well as those described below.

Rejuvenation (Su): In most cases, it's difficult to destroy a spirit through simple combat: The "destroyed" spirit will often restore itself in 2d4 days. Even the most powerful spells are usually only temporary solutions. A spirit that would otherwise be destroyed returns to its old haunts with a successful level check (1d20 + spirit's HD) against DC 16. As a rule, the only way to get rid of a spirit for sure is to determine the reason for its existence and set right whatever prevents it from resting in peace. The exact means varies with each spirit and may require a good deal of research.

Toadkiller Dog

Something stared back at him from fifty feet away. It had a head the size of a bushel basket. Its eyes and teeth shown in the tree light. Especially its teeth. Never had he seen so many sharp teeth, or so big.

—The Silver Spike

Large Outsider (Evil, Extraplanar, Shapechanger)

Hit Dice: 36d8+360 (522 hp)
Mass Damage Threshold: 66
Initiative: +10
Speed: 50 ft. (10 squares)
Armor Class: 37 (–1 size, +10 Dex, +18 natural), touch 19, flat-footed 27
Base Attack/Grapple: +36/+49
Attack: Bite +44 melee (2d6+13/19-20)
Full Attack: Bite +44 melee (2d6+13/19-20)
Space/Reach: 10 ft./ 5 ft.
Special Attacks: Enlarge, improved grab, spell-like abilities, trip, worry 2d6+13
Special Qualities: Change shape, damage reduction 15/epic, fast healing 10, immune to paralysis, poison, and petrification, outsider traits, resistance to acid 10, cold 10, electricity 10, fire 10, and sonic 10, scent
Saves: Fort +30, Ref +30, Will +27
Abilities: Str 28, Dex 31, Con 30, Int 21, Wis 24, Cha 21
Skills: Balance +49, Bluff +52, Concentration +49, Diplomacy +7, Disguise +52 (+54 acting), Escape Artist +49, Hide +45, Intimidate +54, Jump +48, Listen +46, Move Silently +49, Search +44, Spot +46, Survival +46 (+48 following tracks), Use Rope +10 (+12 bindings)
Feats: Awesome Blow, Combat Expertise, Combat Reflexes, Dodge, Endurance, Improved Bull Rush, Improved Critical (bite), Improved Natural Attack, Mobility, Power Attack, Run, Spring Attack, Track

Environment: Any land
Organization: Solitary (unique)
Challenge Rating: 24
Treasure: None
Allegiances: Chaos and Evil (*Alignment*: Always chaotic evil)
Advancement: —
Level Adjustment: —

Among those interred with the Dominator, the Lady, the Taken, the original White Rose buried several powerful creatures. When Raven began his investigation of the Barrowland to assess the likelihood of the Dominator's release, he accidentally set free the Toadkiller Dog and Tracker. Liberated from the eldritch bindings, the demon worked to restore his master to the world.

Toadkiller Dog is thoroughly wicked, a demon called forth from the Demon Worlds. Adopting the guise of an innocent hound, its actual form is a perverse mockery of a dog, a great demonic thing over nine-feet tall at the shoulder, though this demon can shifts its size with its moods. Replete with a maw filled with huge teeth, and a scaly hide, his corruption is manifest in its appearance.

Toadkiller Dog first met the Black Company with its dominated servant, Tracker, in the Plain of Fear. Though Croaker had misgivings about the pair, the rest of the crew seemed to accept them. Suspicions arose, however, after the dog returned on foot from Rust after it had been inadvertently left behind. Worsening doubts was when Croaker, One-Eye, Goblin, Tracker, and Toadkiller Dog were caught in a Change Storm that revealed the pair's true appearance. In the end, Old Father Tree revealed the demon for what it was, taking control over Tracker and repulsing the foul creature.

The demon fled north to the Barrowland to rally the savage men of the Great Forest in the hopes of stopping the White Rose. Though he was successful in assembling an army, the combined forces of the Lady, her Taken, the White Rose, the Black Company, and the creatures from the Plain of Fear were too much. Toadkiller Dog lost a leg and quit the field.

Later, it returned to the battlefield and dodging the many attempts by the sapling to drive it away, it unearthed the Limper's head. Forming a pact with the now-mad Taken, the two cut a swathe through the Empire, bent on destroying Lady and the Black Company. However, when the Limper and the demon learned the

spike was free, they turned back, but not before the Limper gained a new body for his disembodied head, and the demon a new leg, both of which made of special clay.

The Limper returned north with the demon at his heels. They confronted the White Rose and her allies at Oar in a terrible battle. Darling's forces were too much and Toadkiller, the Limper, and several unfortunate soldiers were dumped inside a great cauldron, where they fused into one horrific creature. Though they managed to escape and wreak more havoc, the Limper and the Dog were contained once more, destroyed forever.

Toadkiller Dog does not speak aloud, but can communicate telepathically to a range of 100 feet.

Combat

Toadkiller Dog is an intelligent opponent. He uses his skills at disguise to insinuate himself among his enemies, striking only when alone and necessary. If exposed, he attacks viciously with his bite, augmented by his spell-like abilities. For the purpose of overcoming damage reduction, Toadkiller Dog's bite attack counts as magical and epic.

Enlarge (Ex): As a standard action, Toadkiller Dog can increase its size by one step to Huge, modifying its statistics as follows:

HD 36d8+432; hp 594; Mdt 70; Init +9; AC 39, touch 18, flat-footed 30; Grap +57; Atk Bite +45 melee (3d6+19/19-20); Full Atk Bite +45 melee (3d6+19/19-20); Space/Reach 15 ft./10 ft.; Fort +32, Ref +29; Str 36, Dex 29, Con 34.

Skills: Balance +48, Concentration +51, Escape Artist +48, Hide +40, Move Silently +48, Use Rope +9 (+11 bindings).

Improved Grab (Ex): To use this ability, Toadkiller Dog must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can worry. It can use either his improved grab ability or trip in a round, but not both.

Spell-like Abilities: 3/day—*bear's endurance*, *bull's strength*, *calm emotions* (DC 17), *cat's grace*, *dominate person* (DC 20), *greater magic fang*, *longstrider*. Caster level 36th. The save DCs are Charisma-based.

Trip (Ex): If Toadkiller Dog hits with a bite attack, it can attempt to trip the opponent (+13 base check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip Toadkiller Dog. It can use either his improved grab ability or trip in a round, but not both.

Worry (Ex): If Toadkiller Dog achieves a hold, it can automatically worry his foe, shaking him in his great fangs. Worry deals 2d6+13 points of damage.

Change Shape (Su): As a free action, Toadkiller Dog can change his shape to assume the appearance of an ordinary dog. It can remain in this form until it chooses otherwise. A change in form cannot be dispelled, but if Toadkiller Dog is somehow killed, it reverts to its natural form. An effect replicating *true seeing* reveals its natural form.

Skills: Toadkiller Dog has a +8 racial bonus to Bluff, Disguise, and Intimidate checks.

War Elephant

The elephants thundered up the aisles through the legions, gaining momentum.

—Shadow Games

Huge Animal

Hit Dice: 12d8+84 (138 hp)
Mass Damage Threshold: 36
Initiative: +0
Speed: 50 ft. (10 squares)
Armor Class: 15 (–2 size, +7 natural), touch 8, flat-footed 15
Base Attack/Grapple: +9/+29
Attack: Gore +19 melee (2d8+18)
Full Attack: Slam +17 melee (2d6+12) and 2 stamps +12 melee (2d6+6); or gore +17 melee (2d8+18)
Space/Reach: 15 ft./10 ft.
Special Attacks: Trample 2d8+18
Special Qualities: Low-light vision, scent
Saves: Fort +15, Ref +8, Will +8
Abilities: Str 34, Dex 10, Con 24, Int 2, Wis 15, Cha 7
Skills: Listen +13, Spot +12
Feats: Alertness, Endurance, Iron Will, Power Attack, Skill Focus (Listen)

Environment: Warm plains
Organization: Domesticated
Challenge Rating: 7
Treasure: None
Allegiances: None (*Alignment*: Always neutral)
Advancement: 12–22 HD (Huge)
Level Adjustment: —

Massive herbivores of tropical lands, elephants are unpredictable creatures but nevertheless are sometimes used as mounts or beasts of burden. These elephants are trained for war, capable of fighting on bloody battlefields.

Some of these elephants bear fortified howdahs from which archers can pelt their foes with arrows or javelins.

Combat

War elephants commonly charge into battle leading with a gore attack and moving through ranks of enemy soldiers. Those ridden by skilled riders can perform ride-by attacks.

Trample (Ex): Reflex half DC 28. The save DC is Strength-based.

Overwhelming Critical [Epic]

Prerequisites: Str 23, Cleave, Great Cleave, Improved Critical (chosen weapon), Power Attack, Weapon Focus (chosen weapon).

Benefit: When using the weapon the character has selected, he or she deals an extra 1d6 points of bonus damage on a successful critical hit. If the weapon's critical multiplier is x3, add +2d6 points of bonus damage instead, and if the multiplier is x4, add +3d6 points of bonus damage instead. Creatures immune to critical hits can't be affected by this feat.

Special: A character can gain this feat multiple times. Its effects do not stack. Each time a character takes the feat, it applies to a different type of weapon.

Windwhales

Night creatures came out. Dots of luminescence fluttered and swooped above. The windwhale whose shadow I saw came far enough eastward to show me its glimmering underbelly. It would descend soon, trailing tendrils to trap whatever came its way.

—The White Rose

Colossal Aberration

Hit Dice: 50d8+900 (1125 hp)
Mass Damage Threshold: 71
Initiative: +2
Speed: Fly 50 ft. (average)
Armor Class: 37 (–8 size, –2 Dex, +37 natural), touch 0, flat-footed 37
Base Attack/Grapple: +25/+63
Attack: Tendril +39 melee (3d8+22/19-20 plus 1d6 on a confirmed critical)
Full Attack: 4 tendrils +39 melee (3d8+22/19-20 plus 1d6 on a confirmed critical)
Space/Reach: 1500 ft./200 ft. (tendrils)
Special Attacks: Lightning bolt
Special Qualities: Chameleon hide, death throes, fire vulnerability, water ballasts
Saves: Fort +36, Ref +16, Will +31
Abilities: Str 54, Dex 7, Con 46, Int 11, Wis 14, Cha 13
Skills: Listen +57, Spot +57
Feats: Alertness, Cleave, Endurance, Flyby Attack, Great Cleave, Great Fortitude, Hover, Improved Critical (tendril), Improved Initiative, Improved Natural Attack (tendril), Iron Will, Lightning Reflexes, Overwhelming Critical (tendril), Power Attack, Snatch, Weapon Focus (tendril)

Environment: The Plain of Fear
Organization: Solitary (8–16 mantas), Fleet (2–4 with 16–64 mantas)
Challenge Rating: 24
Treasure: None
Allegiances: The People (*Alignment*: Always neutral)
Advancement: 51+ (Colossal)
Level Adjustment: —

Perhaps the largest creatures in the entire world, the windwhales are gigantic flying creatures, native to the Plain of Fear. From below, they look like a cross between a man-o-war and a giant shark, but from above, their backs are a forest of strange organs and protrusions, with great sections of slippery flesh, and coral-like growths. They have a strong, though not unpleasant odor, which is overpowering when close. If they land, the hide on their back changes color to blend in with its surroundings.

Windwhales have a symbiotic relationship with mantas, another flying creature of the Plain of Fear. These creatures breed and raise their kits on its back in exchange for protecting their host. A windwhale usually has eight or more manta partners.

Despite their bulk, windwhales are graceful fliers, carried aloft by the buoyant gas sacs inside their bodies. Their organs on the back collect water they can use for propulsion and quick ascents. Though they prefer to fly, which they can do indefinitely, they drop within 200 feet of the ground to drag their tendrils, scooping up cattle, people, or anything else they can eat—they eat other sentient creatures without hesitation.

Their biggest danger is fire. The gas by which they fly is extremely flammable, and any fire source burns them terribly. When windwhales go into battle, they commonly work together using their ballasts to extinguish flames.

Windwhales communicate though a complex language consisting of grumbles and hums. In pain, they make a sad lowing noise and loud booming cries.

Combat

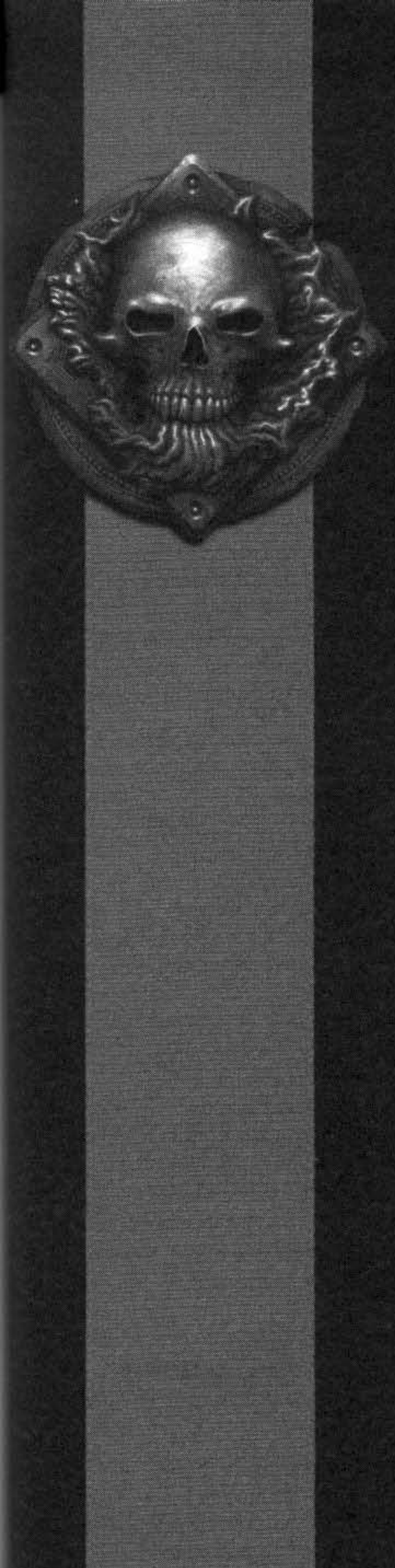
Relying on mantas for defense, the windwhale opens combat with a volley of lightning bolts to hammer the ground below. It then descends to rip apart ground forces and feed at the same time. It flees fire, unless ordered into battle by Old Father Tree.

Lightning Bolt (Su): Once per round, a windwhale can unleash a stroke of lightning in a line to a range of 240 feet. All creatures in the area of effect must succeed a DC 33 Reflex save or take 20d6 points of electrical damage. A successful save halves this damage. The save DC is Dexterity-based.

Chameleon Hide (Ex): A windwhale who lands on the ground and rests for at least 1 minute gains a +20 circumstance bonus to Hide checks, blending in as it does with the surround landscape.

Death Throes (Ex): If a wind whale takes fire damage reducing it to 0 hit points or less, it explodes in a devastating blast, extending out in a 1,000-ft. radius burst, dealing 50d6 points of fire damage (Reflex DC 53 half). This explosion automatically destroys any unattended equipment. The save DC is Constitution-based.

Water Ballasts (Ex): As a move action, a windwhale can release a blast of water up to a range of 120 feet. This blast extinguishes all non-magical flames. If used against a target, the windwhale must succeed a ranged touch attack (+15 attack bonus). On a successful hit, the stream of water deals 6d6 points of bludgeoning damage. A windwhale stores 1d10 such bursts each day.



Part V:

Appendices

Appendix I: Black Company Roster

This appendix provides an overview of the brothers of the Black Company who appeared in the novels. Characters marked with an "*" are included as honorary members though they never took the oath of service.

Arkana

See page 243 for details.

*Bahn Do Trang

An old Nyueng Bao, Bahn Do Trang was a relative of one of the pilgrims in Dejagore, and was a commercial factor and smuggler in Taglios. He spent most of his time trading in the outside world, making him something of an outsider. Ky Sahra and he became close friends during the siege of Dejagore, and because he had loved a Gunni woman in his youth, he understood the complexities and emotions behind her and Murgen's budding romance.

After the Kiaulune Wars, Bahn Do Trang, at great cost to himself and his business, assisted the survivors in the Black Company, sheltering them in his property in the city. Already old during the Siege of Dejagore, he was ancient in the times of the Captured. He suffered a stroke shortly before Sleepy evacuated the Black Company from Taglios, and died the day they left.

*Baladitya

Baladitya was a nearsighted copyist who worked in the Library of Taglios. Despite his poor vision, he was skilled in translation. The Black Company abducted him from the library as he was one of the last people to see Master Santaraksita (see page 308). He traveled with the Black Company to the Fortress with No Name, where he stayed behind to find a deeper range of understanding. In his last years, he recorded everything from his conversations with the demon-golem, living and working at its feet. The copyist is described as a hairy old scarecrow in bad need of a change in clothing. His ragged apparel was all he ever wore. Tangled wisps of fine white hair floated all around his head and face.

Big Bucket

See page 267 for details

Billygoat

He was a soldier who served with the Black Company during their time working for the Lady. His fate is unknown.

*Blade

See page 260 for details.

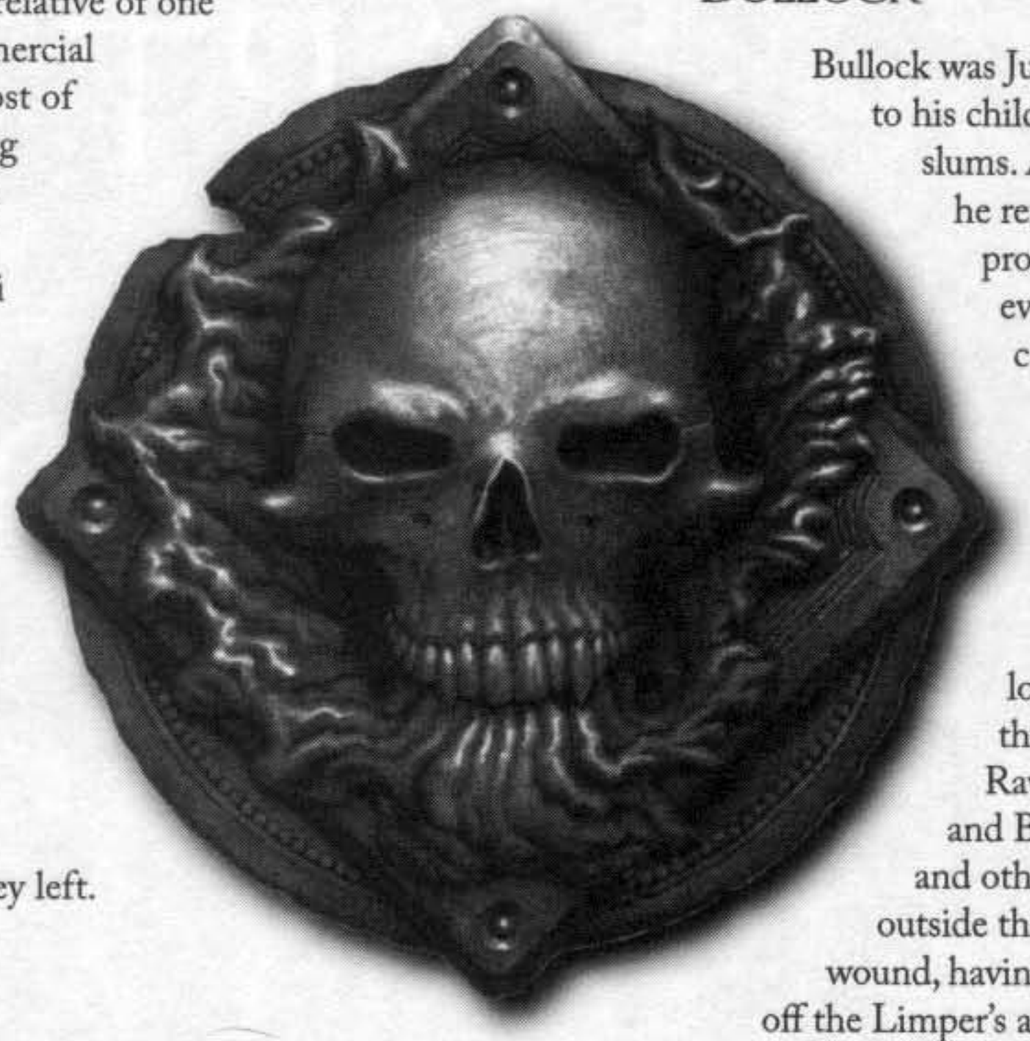
*Bomanz

See page 256 for details.

Bubba-do

He was a soldier who served with the Black Company during the siege of Dejagore. He accompanied Goblin on the Shaded Path, and was presumed to be slowwitted. His fate is unknown.

*Bullock



Bullock was Juniper's chief inquisitor. He owed his success to his childhood spent in the Buskin — Juniper's slums. A protection gang killed his father when he refused to pay up after they demanded protection payment from another gang. Bullock eventually killed each man responsible and carried him to the catacombs himself. A hard man, he followed the rules, and could not be intimidated. Bullock eventually left Juniper to follow Raven to Meadenvil during his investigation into the rash of corpse thieving and break ins in the catacombs, but things turned sour after he lost a fight with Raven, turning worse when the Pawnbroker and others framed him for Raven's murder. Marron Shed got him out, and Bullock briefly y fought alongside Croaker and others when they finally faced the Limper just outside the city. Bullock died from a terrible head wound, having slain four ex-Company men and cutting off the Limper's arm.

Brother Bear

He joined the Black Company sometime after they fought the Nightstalker Brigade at Queen's Bridge. Though he survived the Battle for the Barrowlands, he quit the Black Company when Croaker decided to return the Annals to Khatovar, preferring to stay with Darling instead. Hespoke an eastern language Bomanz considered a barbaric gabble, so he may have come from as far east as Tally. Smeds Stahl murdered him in Oar.

Candles

Candles signed on with the Black Company during its second visit to Opal. He came with the name and the story behind it was long and uninteresting. He later served under Otto, eventually becoming a quartermaster. Candles survived the siege of Dejagore, and traveled onto the Plain of Glittering Stone with Croaker. He did not survive interment in the Cave of Ice, possibly touched by a frightened and panicking Cordy Mather.

Candy

See page 267 for details.

The Captain

See page 233 for details.

Carp

He was a sergeant who served with the Black Company from the Beryl days. His fate is unknown.

*Case

See page 261 for details.

*Cho Dai Cho (Jo-Jo)

Jo-Jo was One-Eye's Nyueng Bao bodyguard, and was, perhaps the most unobtrusive and unambitious bodyguard as ever to live. He did not hang around much and kept to himself. He believed in keeping Nyueng Bao secrets to themselves. A shadow killed him during the expedition into the Land of the Voroshk to kill the Lisa Bowalk.

Chu Ming Brothers

These Hsien soldiers served as escorts for the resurrected Goblin when Sleepy sent him to Khatovar. Their fate is unknown.

General Chu

A Hsien officer of the Black Company, he died trying to save Mihlos Sedona when he slipped from his Voroshk flying post.

Chun Brothers

These Black Company brothers died in the Battle for the Grove of Doom.

Cletus (Clete)

A soldier of Beryl who deserted the Urban Cohorts with his brothers Loftus and Longinus to join the Black Company. He was a child when the Black Company served the Syndic of Beryl. He and his brothers were accomplished military engineers, and served under Hagop. Of the brothers, he was a master artilleryman, a genius who could make anything. Throughout the southern campaigns, Croaker put him in charge of farming. When the Company traveled onto the Plain of Glittering Stone, he did not survive the interment in the Cave of Ice.

Corder

This mysterious man was one of the best informants for the New White Rose Rebellion in Tanner. He had contacts everywhere and had opposed the Lady for decades. He fought and survived the Battle of Charm. His fate is unknown.

Cougar

A soldier of the Black Company during the campaign in the north, he went into the Plain of Fear during the Company's journey eastward after the Battle of Charm.

Cratch

A soldier of the Black Company during Sleepy's captaincy.

Croaker

See page 234 for details.

Curly

A soldier in Black Company during its days in service to Beryl, he was named for his bald egg-shaped head. Croaker knew him for his regular bouts of crabs. He was poisoned by the Blues when he ate at the Mole Tavern, though Croaker saved him.

Crake

A soldier of the Black Company during their Juniper campaign.

Crispin

He was soldier in the Black Company from its Beryl days, and aided Otto in flogging the Limper's arrogant courier.

*Darling

See page 235 for details.

Donkey Dick

Donkey Dick, Stubby around Darling, was one of the Torque brothers. He survived the Battle for the Barrowlands, but quit the Black Company when Croaker decided to return the Annals to Khatovar to stay with Darling. He apparently joined sometime after the Black Company fought the Nightstalker Brigade at Queen's Bridge, and swore his allegiance to the White Rose from the very beginning. He spoke an eastern language Bomanz considered a barbaric gabble. After seeing Silent, Raven, and Bomanz die fighting the Limper in Oar, Donkey Dick Torque quit and struck off on his own, presumably looking for his missing (and recently murdered) brother.

Doughbelly

He was a soldier of the Black Company from its Beryl days. He accompanied Elmo and Raven when they found the girl Darling assaulted by the Limper's men.

Eagle Eye

He was a soldier in the Black Company during Sleepy's captaincy. His fate is unknown, and he probably survived to serve under Suvrin.

Elmo

See page 267 for details.

Endibo

Endibo was a Nar and member of the Black Company, unswervingly loyal to Mogaba. He died during the riots in Dejagore.

*First Father

He was a Voroshk wizard and probable father of one of the runaways. With his world in jeopardy, he fled onto the Plain. Croaker recruited him to help in the war against Kina, but the wizard died during the attempted assassination of Mogaba.

Feet

A soldier of the Black Company, he served during the time of the Company's service to Taglios. His fate is unknown.

Fleet

He was a soldier of the Black Company who died in the Plain of Fear during the Company's journey eastward after the Battle of Charm.

*Flick

An old man rescued from the Limper's troops by Raven. He was Darling's grandfather. He died when the Limper's men ambushed Raven in Oar.

The Freak

This warrior came from the Plain of K'Hlata and joined the Black Company (along with his brother, nicknamed the Geek) after being outlawed for murdering three warriors of a rival tribe. He was a tall, sleek, healthy black man who carried a short-hafted, long-bladed spear and a shield of black-and-white striped hide, and wore a sheaf of javelins on his back. He and his brother ran in perfect cadence. His real name was Heart-of-the-Lion, but Goblin gave him the nickname, which stuck. In Taglios, he was less useful to the military preparations, and so Croaker placed him on Mogaba's staff. During the siege of Dejagore, the Freak slaughtered Nar warriors when one killed his brother. The Freak's final fate is unknown. If he did not die in Dejagore, he probably did not survive the Kiaulune Wars.

The Geek

The Geek was K'Hlata warrior who joined the Black Company (along with his brother, nicknamed the Freak) after being outlawed for murdering three warriors of a rival tribe. He was an incredibly handsome tall, sleek, healthy black man, like a rubbed ebony statue, who carried a short-hafted, long-bladed spear and a shield of black-and-white striped hide, and wore a sheaf of javelins on his back. He and his brother ran in perfect cadence. His real name was Claw-of-the-Lion, but Goblin gave him the nickname, which stuck. Being of little use during the military preparations in Taglios, Croaker placed him on Mogaba's staff. The Geek and his brother worshipped a bloodthirsty god. During the siege of Dejagore, when Mogaba tried to flood the city, a Nar speared and killed the Geek. The Geek was the first brother to die at the hands of another member of the Company.

Goblin

See page 243 for details.

Gupta Brothers

These two brothers joined the Black Company somewhere before Willow Swan betrayed the Company to be with Soulcatcher. The novels name just one of the brothers, Sin.

Hagop

See page 268 for details.

*Hong Tray

Ky Dam's wife, she was sometimes able to part the veil of time. Her visions are not always true, nor always fixed, and they always reflect things not yet come to pass. She had green eyes, a rare trait among the Nyueng Bao.

Hong Tray's prophesied Dejagore's flooding and Murgen and Sahra's marriage. She counseled the speaker to ally with the Black Company, hence her honorary placement among their ranks. In one particularly brutal riot, Mogaba's soldiers swept through the Nyueng Bao neighborhood dragging women and children out of their homes to butcher them in the street. Hong Tray was among those who died.

*Howler

See page 250 for details.

Iqbal Singh

A large Shadar soldier of the Black Company during the Sleepy's captaincy. He had a wife and two children, dependants he never forgot, even though his duty placed him in harm's way more often than not. He usually worked with his brother Runmust Singh (see page 307), and on one foray, they captured Narayan Singh and the Daughter of Night. Iqbal died in the Battle for the Grove of Doom.

Isi

Isi was a Nar soldier who joined the Black Company with Mogaba and the others in Gea-Xle. When the Company split during the siege of Dejagore, Isi sided with Mogaba, but his loyalty always remained with the Black Company. After Croaker relieved Mogaba, Isi stayed with the Company, despite the rest of the Company's lack of trust. He served Lady, along with his fellow Nar, Ochiba and Sindawe. He journeyed onto the Plain of Glittering Stone, and was interred in the Cave of Ice. Later he was freed, but his final fate is unknown.

Jo-Jo

He was a soldier of the Black Company whom Croaker mentions got frostbite at the Fortress of Meystrikt. He probably survived Juniper with Elmo, but either died in the Black Company's retreat from the Lady's forces, or at the Barrowlands.

Jolly

A soldier of the Black Company from its days in Beryl, Jolly was professionally sarcastic and unpleasant. He was with Elmo and Raven when they found Darling assaulted by the Limper's men. His fate is unknown. He probably survived Juniper with Elmo, but either died in the Black Company's retreat from the Lady's forces, or at the Barrowlands.

Kendo Cutter

Kendo Cutter was a former Shadowlander, who joined the Black Company during or soon after Croaker's march south. The Daughter of Night almost seduced him in Taglios. He was a very violent and very devout Vehdna. Unlike some, he did not know the Captured personally and did not care one way or the other if they escaped. He was a pessimist. His final fate is unknown.

Khucho

A Nar soldier who joined the Black Company in Gea-Xle, he deserted to join Mogaba after the siege of Dejagore. He died during Mogaba's withdrawal from the Plain of Charandaprash.

Khusavir Pete

He was a Taglian lieutenant who accompanied the Black Company onto the Plain of Glittering Stone. Apparently, he was one of the few who

escaped Soulcatcher's trap. He fought on the Black Company's side during the Kiaulune wars, but was thought killed in the ambush of Kushkhoshi, where the Bahtra Battalion was destroyed, effectively ending the Black Company's chances at winning the Kiaulune Wars. Later, Spiff identified him among the guards at the fortress watching the shadowgate. Sleepy learned he had led his allies into a trap, cutting a deal by betraying his own brothers. Sleepy gave him a chance at redemption, chaining him in place and leaving him a fireball projector. He was to try to kill the Protector while the rest escaped onto the Plain. He failed to kill Soulcatcher and died at her hands.

Kingpin

See page 269.

Kloo

Kloo was a sergeant in the Black Company during the assault against Overlook. Though his fate in unknown, he likely died during the Kiaulune wars.

Knuckles

A member of the Black Company during their service to the Lady. He probably survived Juniper with Elmo, but either died in the Black Company's retreat from the Lady's forces or at the Barrowlands.

*Ky Dam, Speaker

He was the Nyueng Bao speaker, the voice of his people during the siege of Dejagore. He looked to be a thousand years older than One-Eye, but still spry enough to climb up the steps to the walls without help. His hair was evenly distributed but little remained, and consisted of white wisps. Liver spots covered his faded skin, so he was more pallid than some northerners. His presence was strong. He was likely a sorcerer. He listened with every ounce of his being, and had an odd sense of humor. Mogaba's men murdered him in Dejagore.

*Ky Gota

Sahra's mother is described as a pain in the ass. Widowed young, she suffered terribly in her advanced years as her joints gave her trouble. Four feet ten inches of bile, she was nearly as wide as she was tall. Many called her troll behind her back. Despite her outward venom, she was somewhat protective of Murgen, but nasty to his face. Croaker suspected she was so unpleasant because she hurt all the time.

Her Taglian was an abomination, and the faster she spoke the faster she waddled. She hated being humored or ignored. She is the incarnation of dissatisfaction and complaint. Her lamentations and reproaches were of such amazing potency, it seemed she must be the avatar of a cranky old deity as yet undiscovered by man.

One-Eye immediately fell for her, and she nursed him through his frequent strokes. She spent her last years drinking happily with the ancient wizard. She died happy and drunk in their shared cottage.

*Ky Sahra

See page 236 for details.

Lady

See page 237 for details.

Leadbeater

A former Shadowlander soldier and prisoner of war, the Black Company used him for scutwork, until he finally earned their trust and took the oath. He died a month later, killed by a shadow during the night of Longshadow's capture.

Lhopal Pete

A Taglian Lieutenant and favored by Big Bucket. He went onto the Glittering Plain, but his final fate is unknown.

The Lieutenant

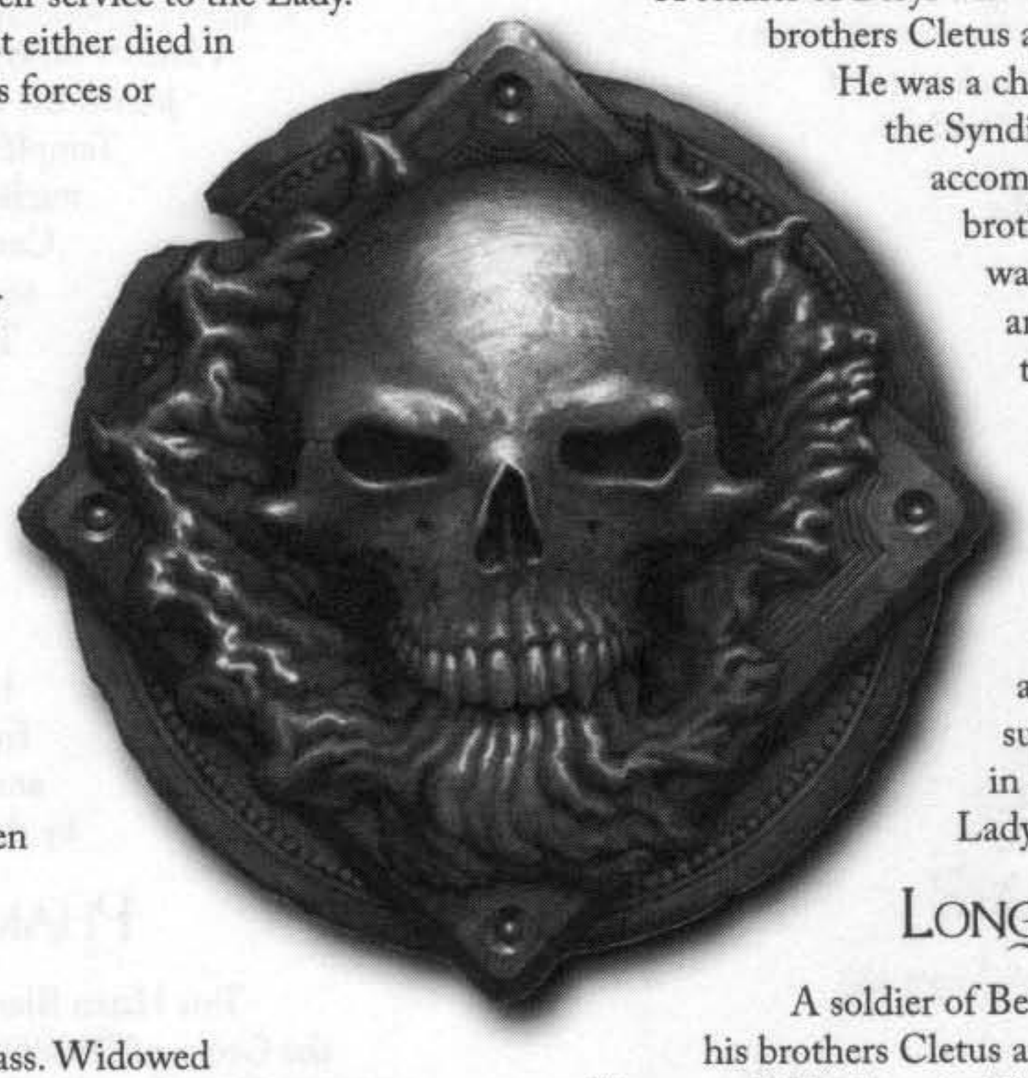
See page 238 for details.

Li Wan

He was a soldier in the Black Company who died in the Battle for the Grove of Doom.

Loftus

A soldier of Beryl who deserted the Urban Cohorts with his brothers Cletus and Longinus to join the Black Company. He was a child when the Black Company served the Syndic of Beryl. He and his brothers were accomplished military engineers. Like his brothers, he was assigned to Hagop. Later, he was captured on the Plain of Glittering Stone, and later released. He died in the Battle for the Grove of Doom.



Longhead

A soldier of the Black Company from its Beryl days. He accompanied Elmo and Raven when they found Darling being assaulted by the Limper's men. He probably survived Juniper with Elmo, but either died in the Black Company's retreat from the Lady's forces or at the Barrowlands.

Longinus (Longo)

A soldier of Beryl who deserted the Urban Cohorts with his brothers Cletus and Loftus to join the Black Company. He was a child when the Black Company served the Syndic of Beryl. He and his brothers were accomplished military engineers, and served under Hagop. He is a gossip, and can't help repeating everything he hears, though he never does so maliciously. He went onto the Glittering Plain, where he was captured, released and journeyed back with Sleepy. He died in the Battle for the Grove of Doom.

Lucky

The last named brother in the novels of the Black Company.

*Marron Shed

Though never a sworn brother of the Black Company, his fate was tied to them when he fell in with Raven in Juniper. Marron Shed was an impoverished owner of an inn in Juniper called the Iron Lily, a ramshackle place on its last legs. Shed, despite his laziness, was intelligent and considerate, when he did not obsess about his lusts. He was constantly beset by fear, but as he slipped deeper into Raven's illicit activities, he found courage, self-control, and a violent temper. When things started to sour in Juniper, Shed fled his home city, hoping to start a new life in Meadenvil, but in time, when he caught sight of one of the Black

Castle creatures he had served, he resolved himself to put a stop to their corruption. He eventually found himself fighting on the side of the Black Company against the Limper and the Limper's minions, but in the end, he died from a mortal wound.

Match

He was a sergeant of the Black Company during their time in Beryl. He apparently murdered the Syndic with the Captain's blessing after the Company drove off Shapeshifter, who had taken the form of the forvalaka to do the job. Match's final fate is unknown.

Mercy

A particularly nasty platoon sergeant of the Black Company in Beryl, described as a smallish, cocky fellow fond of the dramatic gesture and who had a cruel sadistic streak. Mercy died from wounds sustained when his platoon held off three cohorts of the Beryl army.

Mihlos Sedona

This young man was a personable Dejagoran, who served as Sleepy's gopher. He was a competent flier, but was killed after being knocked from his flying post and when General Chu's post, who came to rescue, was struck by a fireball.

Minh Bhu

Minh Bhu was a Hsien warrior who joined the Black Company in the Land of Unknown Shadows. He was known to be one of the best. He was deadly quiet and patient. He is believed to have survived the battle for Taglios.

Mogaba

See page 239 for details.

Mowfat

This Taglian soldier and member of the Black Company accompanied Goblin on the Shaded Path. His fate is unknown, though he probably perished during the Kiaulune wars.

Murgen

See page 240 for details.

*Nashun the Researcher

This Voroshk wizard fled his home world when the shadows invaded. He was Gromovol's father, and was held prisoner by Shivetya. Croaker recruited him to help stop the Year of Skulls, but his stint with the Company was brief, dying during their attempted assassination of Mogaba.

Ochiba

A Nar warrior who joined the Black Company in Gea-Xle, he served as Mogaba's lieutenant. During the initial forays against the Shadowlander armies, Ochiba commanded the second legion in Taglios. After the siege of Dejagore, he returned to the Black Company, serving Lady in the latter days of the war. He very rarely spoke, especially to Murgen. He accompanied the Black Company onto the Plain of Glittering Stone, where he was interred beneath the Fortress with No Name. Though rescued, his final fate is unknown.

One-Eye

See page 244 for details

Otto

See page 269 for details.

Paddlefoot

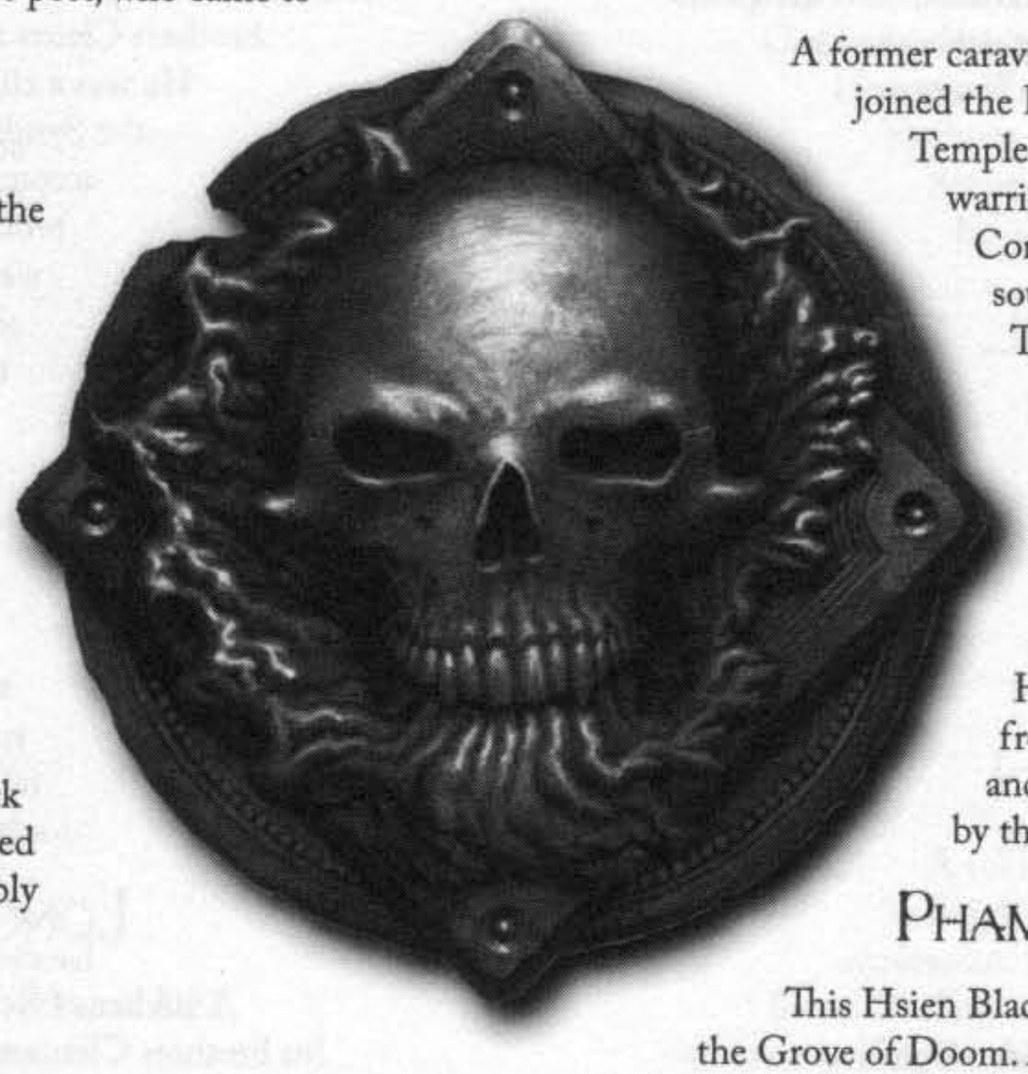
One of the three Torque brothers, Paddlefoot joined the Black Company sometime after it came north of the Sea of Torments. Though he survived the battle at the Barrowlands, he quit the Black Company when Croaker decided to return the Annals to Khatovar. He decided to stay with Darling. During Limper's rampage in Oar, Old Man Fish knifed him.

Panda Man

Panda Man was a Hsien soldier of the Black Company under the captaincy of Sleepy. He was an older than average hard case veteran, and gained his nickname because it sounded like his real name. He accompanied the Old Crew on their way back to the Shadowgate to close it, remaining behind to guard it. He apparently survived to accompany Suvrin's Black Company back to the Land of Unknown Shadows.

Patience

A former caravan guard and nomad of the Roi, Patience joined the Black Company before they reached the Temple of Traveler's Repose. He was a canny warrior, who devised a nasty engine the Company used on their boat when headed south. Later, he helped to construct the Taglian cavalry. His fate is unknown.



Pawnbroker

See page 269 for details.

Peewee

He was a soldier of the Black Company from its Beryl days. He accompanied Elmo and Raven when they found Darling assaulted by the Limper's men.

Pham Huu Clee

This Hsien Black Company soldier died in the Battle for the Grove of Doom. Apparently, he was one of Sleepy's valued soldiers, and may have been an officer.

*Pham Quang

A Nyueng Bao bodyguard, he was frozen in the Cave of Ice and rescued by Sleepy's Black Company. His fate is unknown.

Pickles

He was the Black Company's quartermaster during its Beryl days. He was friendly with Raven and Flick. He checked food and valuables out to brethren. A skilled player of Tonk, he was an excellent bluffer. He probably died at Charm or Juniper, but the novels never mention his fate.

Pockets

He was a young member of the Black Company who joined some time after the Battle of Charm and became Croaker's understudy as physician. He was 23 years old when the Company was in Tally. He was among the Company brothers left in Juniper when the Old Crew fled the treachery of the Taken. He likely died there, though his fate is unknown.

Pokey

He served in the Black Company during their time in Beryl. He was poisoned by the Blues, but Croaker saved him. He was in Oar along with Raven and others when Colonel Zouad's men ambushed them.

Pooch

He was a barely competent soldier in the service of the Black Company during the years following the Kiaulune wars. His fate is unknown, but it seems unlikely that he survived.

*Ram

Once a carter in Taglios, Ram joined the Taglian legions, after his beloved wife died in childbirth bearing a stillborn infant. He was described, at least initially, as not very bright, hairy, tireless Shadar. Despite the appearance otherwise, Ram was not stupid, he just never learned to employ his intellect.

Ram joined the Deceiver cult while in the legions, earning the yellow rumel. After the crushing defeat at Dejagore, he and Narayan Singh found Lady in the nearby hills. Ram instantly took the role of Lady's protector. Ram started to regret his service to Kina, and wondered if the World was really so black it was time for the Year of Skulls. He underwent a crisis of faith when Lady returned to Dejagore.

Obsessed with the death of his wife and child, he abandoned the Deceivers when he learned Lady was pregnant. He vigilantly guarded her throughout her term, for he suspected Narayan Singh's plan. He died trying to stop the Deceivers from stealing the baby, but found death for his efforts.

Ran

Ran served in the Black Company in the years following the Kiaulune wars. His fate is unknown.

Raven

See page 245 for details.

Red Rudy

Red Rudy signed on with the Black Company on its second visit to Opal, where he served under Otto, and later became a quartermaster. He survived the battle at Dejagore and the subsequent siege. He was one of the first to leave Dejagore with Murgen and the Nyueng Bao. His knack for survival carried him through the Battle at Charandaprash and the siege of Overlook. Like many of the Old Crew, Red Rudy had a Nyueng Bao bodyguard. He had a foul mouth, and harassed Murgen for spending all his time with the officers. It's uncertain what ever happened to Red Rudy. He probably went onto the Plain of Glittering Stone with the rest. He was never mentioned again.

Riverwalker

River, as Sleepy called him, soldiered in the Black Company in the years after the Kiaulune Wars. He was not quiet. He accompanied Sleepy with the first group to leave Taglios, and eventually became a sergeant. He became responsible for guarding and educating the Voroshk youth wizards. However, he died, along with many others, during the Battle for the Grove of Doom.

Ro

Ro was a soldier of the Black Company in the years after the Kiaulune wars.

*Runmust Singh

Runmust Singh, Iqbal Singh's brother, served in the Black Company in the years after the Kiaulune wars. He and his brother accompanied Sleepy with the first group to leave Taglios. He became a sergeant, and later, when Sleepy led the Black Company from the Land of Unknown Shadows, he commanded the rangers. He took an arrow in the leg after he, Iqbal, and their rangers captured Narayan Singh and the Daughter of Night. He was not one to sit and rest, and put off Croaker's suggestion that he look at the leg injury. He was one of the few survivors of the Battle for the Grove of Doom.

Shadid

A former caravan guard and nomad of the roi, he joined the Black Company just north of the Temple of Traveler's Repose. He was a skilled tracker, and later helped to put together the cavalry in Taglios. His fate is unknown.

Shaky

Shaky was a sergeant in the Black Company during the Juniper campaign. He was one of 50 Company men who joined up after Beryl, and who Whisper and the Limper brought in to hunt for the old crew that had fled under the Lieutenant. The Taken had told them something to make them want their former brothers bad. Shaky told Pawnbroker what happened in Juniper in the aftermath of the Dominator's near-resurrection, before trying to kill him. Pawnbroker survived; Shaky's fate is unknown. Most of Shaky's men died fighting the troops of the Prince of Meadenvil.

Sharkey

Sharkey was a soldier of the Black Company during the northern Campaign, sent with the advance team to Juniper. His fate is unknown.

Shiner

Shiner was a sergeant of the Black Company, during the Croakers march to Overlook.

Shukrat

See page 246 for details.

Silent

See page 247 for details.

Sindawe

See page 269 for details.

Sleepy

See page 241 for details.

Slink

A corporal, Slink had been with the Black Company since before Willow Swan's betrayal. He was a quick and skilled soldier and a Jaicuri Vehdna, far more devout than Sleepy. In Taglios, he posed as a Dejagoran refugee employed by Banh Do Trang because he had done the Nyueng Bao favors during the siege. He had a wife. Sleepy claimed she could trust Slink to be deadly, and as morally reluctant with a spear as needed.

Slobo

Slobo was a soldier of the Black Company during Sleepy's captaincy.

Smiley

Smiley, Hagop's nephew, joined the Black Company in Rebosa. He earned his nickname for his sullenness and sarcasm. Croaker considered him useless, and dumped him onto Hagop. Smiley's fate is unknown.

Sparkle

Croaker recruited Sparkles in Opal. Sparkle got his name from Goblin and One-Eye, likely because of the gold inlays on his front teeth. He served under Otto and eventually became a quartermaster. He survived the disaster at Dejagore and fought through the siege. Sparkle discovered Sleepy, who was actually Soulcatcher in disguise. He went onto the Glittering Plain, though he is never again mentioned.

Spiff

Spiff was a soldier of the Black Company during the final attack against Longshadow. He survived the Kiaulune Wars and served under Sleepy back in Taglios. He left Taglios for the Shadowgate, and became a sergeant. He died in the Land of the Voroshk, killed by a shadow.

Spook

Spook was a Hsien soldier and an older than average hard case veteran. He accompanied the Old Crew on their way back to the Shadowgate to close it. He was named for his green eyes, a trait believed by the Hsien to be exclusive to demons and haunts. He remained behind with Panda Man to guard the shadowgate.

*Master Surendranath Santaraksita

Master Santaraksita was in charge of the Library of Taglios. He had an undeniable attraction for young men, which allowed him to be manipulated by Sleepy. Despite his lusts, he was brighter than he seemed. Sleepy had him abducted when he started asking too many questions. Soon after his kidnapping, he helped Sleepy translate the first three Annals, and later, was content to spend the rest of his days at Khang Phi.

Still

A soldier of the Black Company from its Beryl days, he was among the brothers ambushed by Zouad's men in Opal. His fate is unknown.

Stork

Stork was a soldier of the Black Company who served during the Juniper campaign.

*Suruvhija

Suruvhija was Iqbal Singh's wife. She joked and laughed, but was the least attractive woman associated with the Company. One of her children was responsible for giving the Daughter of Night a rumel cloth, which she used to strangle Lady.

Suvrin

See page 242 for details.

*Suyen Dinh Duc

This Nyueng Bao was Big Bucket's bodyguard. One of Soulcatcher's booby traps killed him as he tried to escape the plain. He was second cousin to Sahra's father.

*Tamal

Tamal served Murgen as an orderly and assistant. He was a huge Shadar man-bear, all hair, growl, and bad breath.

Tam Do Linh

He was a Hsien commando who accompanied Croaker and gang on their attack on Mogaba. He was the only commando to survive, and miraculously escape unscathed.

Tam Duc

Tam Duc was a Hsien recruit who died in training after falling into a crevasse while riding his blanker down the long slick slope of the Tien Myuen glacier in the Land of Unknown Shadows.

Tea Nung

He was a cavalry officer from Hsien. His fate is unknown.

*Thai Dei

See page 270 for details.

*Thien Duc

The Nyueng Bao was Goblin's unobtrusive bodyguard. Goblin was not certain of his name. He knew only a few words of Taglian. His fate is unknown.

Three Fingers

An apparently nasty soldier of the Black Company soldiering in the northern campaigns.

Tickle

He was a soldier of the Black Company sent with the advance team to Juniper.

Tobo

See page 248 for details.

Tom-Tom

A minor wizard employed by the Black Company while in Beryl. Tom-Tom shared his brother One-Eye's sense of humor and it was noteworthy when he seemed unhappy. However, Tom-Tom was apparently more dependable and steady than One-Eye, being trusted by the Captain to negotiate with Soulcatcher (under the supervision of the Lieutenant and Croaker, anyway); but he was unnerved by Soulcatcher. He and One-Eye came from the jungles of D'loc-Aloc, near the equator, far south of the Sea of Torments. He hated water. Tom-Tom earned his nickname from the drum he always carried, which he sometimes tapped to punctuate statements. Shapeshifter, posing as the escaped forvalaka in Beryl, killed him. Despite hideous injuries, he held on a long, long time before dying.

*To Tan

Th ai Dei's infant son, he was murdered by Deceivers.

*Tracker

See page 270 for details.

Tso Lien

Tso Lien was a Hsien soldier who led the recon forces for Sleepy's armies. He was very formal and of the fiercely competent professional officers who shed the feudal chains of Hsien in hopes of making a fortune.

*Uncle Doj

See page 270 for details.

Vahn

He was a sergeant of the Black Company who extracted the treasures from the vaults beneath the Fortress with No Name to fund the Black Company's return to Taglios.

Vigan

He was a nasty soldier of the Black Company who evacuated Taglios with the rest. He traveled with Tobo and Sarie and was in New Town when Sleepy rejoined them. His fate is unknown.

Walleye I

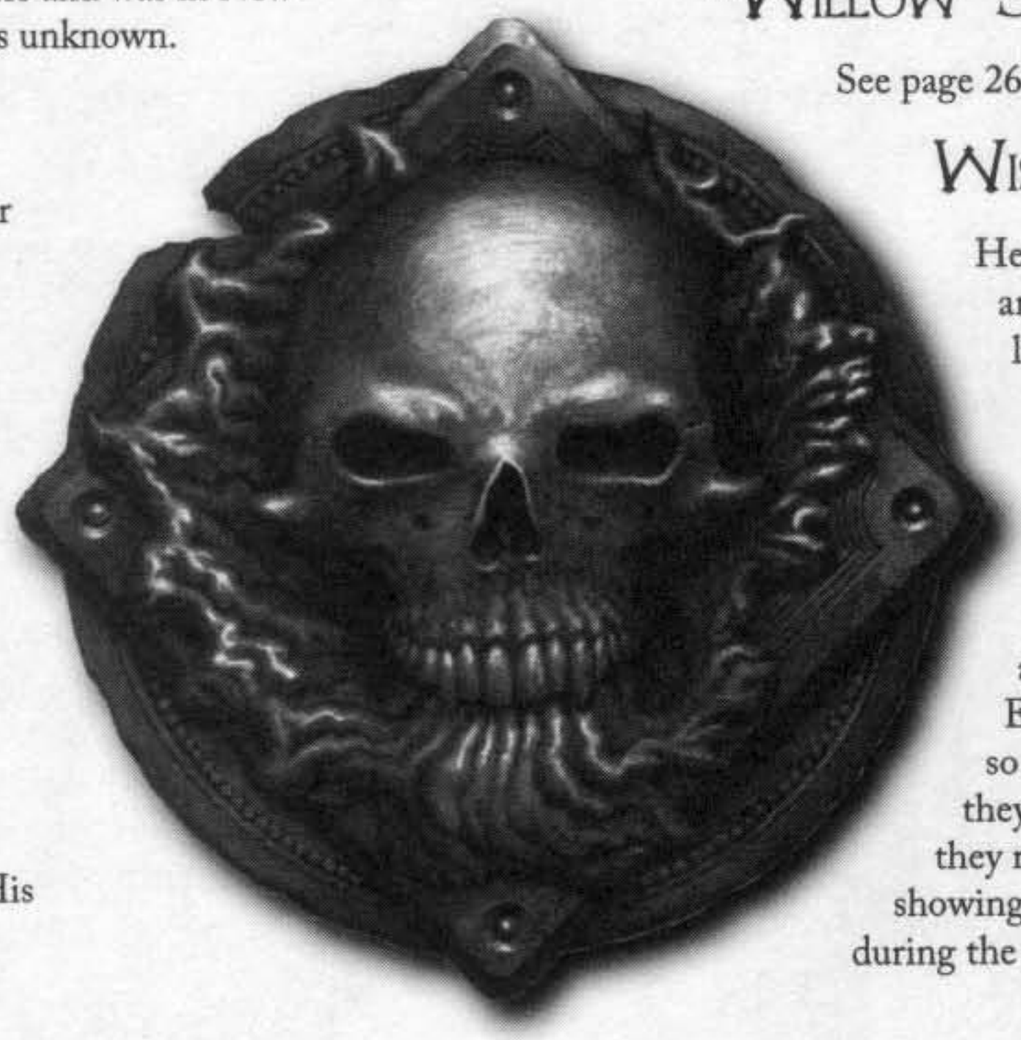
A soldier of the Black Company during their service to Beryl. He died from poisoning by the Blues.

Walleye II

He was a soldier of the Black Company who served during the Juniper campaign. He was part of Croaker's squad guarding the Black Castle.

Wart

He was a soldier of the Black Company during Sleepy's captaincy. He accompanied Sarie and Tobo's group to the shadowgate. His fate is unknown.



Wheezer

See page 271 for details.

Whitey

Whitey served in the Black Company in the Beryl days. He was one of the first to spot Soulcatcher's quinquireme, *The Dark Wings*, as it came to port in the city. He accompanied Elmo and Raven when they found Darling being assaulted by the Limper's men. He was morally bankrupt, and partook in rape and plunder along with many of the other men. His fate is unknown.

Wild Bruce

A soldier of the Black Company in Beryl, the Blues killed him by slipping poison into his food.

Willie

He was a soldier of the Black Company mentioned during the Company's stay in Meystrikt. He was one of the men who laughed at Croaker's fantasies about the Lady.

*Willow Swan

See page 266 for details.

Wishbone

He accompanied Murgen and crew at the ambush in the Grove of Doom. He thought little of the Taglians, so he came either from the north or from the Shadowlands. His fate is not recorded.

Wobble

A Black Company brother mentioned after his death, he was a Jaicuri stonemason. Everybody he ever knew died in Dejagore, so he stuck with the Black Company when they pulled out. He was with Murgen when they raided the Grove of Doom. He made a good showing at Charandaprash, but a shadow killed him during the long night of Longshadow's capture.

Appendix II: Spell Reference Tables

Spellcasting Steps

Step 0 Choose a spell and determine desired effect.

Step 1 Determine the spell effect's DC including all augmentations (see individual Spell descriptions and Augmentations on pages 157-181).

Step 2 Determine Casting Time, which is determined by subtracting the number of ranks in Magic use from the DC of the spell effect and referenced on **Table A3–3: Casting Times** (see page 151 for details).

Step 3 Cast the spell effect by spending the indicated number of actions.

Step 4 Roll a Magic Use skill check against the spell effect's DC. If you succeed, proceed to Step 5. If you fail, proceed to Step 6.

Step 5 Resolve spell effects.

Step 6 Roll the spell's drain and deduct your current spell energy from the total. Take the remaining drain as nonlethal damage (see **Base Drain** and **Spell Energy** on pages 151 and 150 respectively).

Table A2–1: Spell Energy Expenditures and Results

Spell Energy Expended	Bonus to Magic Use Check	Additional Drain	Magnitude Required
0	—	—	Dabbler
1	+10	+1d8	Student of Wizardry
2	+20	+2d8	First Magnitude
3	+30	+3d8	Second Magnitude
4	+40	+4d8	Third Magnitude
5	+50	+5d8	Fourth Magnitude
+1	+10	+1d8	Fourth Magnitude

Table A2–2: Magnitude

Magnitude	Bonus to Magic Use	Max Spell Energy Expenditure
Dabbler	+0	0
Student of Wizardry	+2	1
First Magnitude	+4	2
Second Magnitude	+8	3
Third Magnitude	+12	4
Fourth Magnitude	+32	Any

Table A2–4: Base DCs

Magnitude Required	Base Casting DC
0	10
1	15
2	20
3	25
4	30

Table A3–3: Casting Times

Total Magic Use DC minus Aptitude*	Casting Time
0 or less	Swift Action**
1–5	1 action
6-10	2 actions
11-15	3 actions
16-20	4 actions
21-30	6 actions
31-40	8 actions
41-50	1 minute
51-60	2 minutes
61-70	3 minutes
71-80	5 minutes
81-90	10 minutes
91-100	1 hour
+10	+1 hour

*Aptitude equals the spellcaster's ranks in Magic Use + the Magnitude modifier.

Table A2-5: Augmentations

Hit Point Damage

Augmentation	DC Modifier	Example
Increase die type	+5	Increase the damage die from 1d4 to 1d6 (max 1d12)
Per additional die	+2	Increase the damage dice from 1d6 to 2d6

Other Variables

Augmentation	DC Modifier	Effect
Empower the Spell	+20	All variable, numeric effects increase by one-half
Maximize the Spell	+40	All variable, numeric effects are maximized
Spell deals nonlethal damage	+10	Convert 1d4 points of damage to 1d4 points of nonlethal damage
Spell deals lethal damage	+20	Convert 1d4 points of nonlethal damage to 14d points of lethal damage

Area/Target Augmentation

Area/Target Augmentation	DC Modifier
Add one target	+4
Change from target to any area	+5
Burst/Spread Area of Effect per 10-foot radius	+5
Burst/Spread Area of Effect per 500-foot radius	+30
Cloud per 5 ft. radius and height	+6
Cone Area of Effect per 10 feet	+6
Cylinder per 5 ft. radius, per 5 ft. high	+8
Emanation per 5-foot radius	+2
Line of Effect per 10 feet	+5
Per 5-foot square*	+2

*Each target square must be adjacent to at least one other target square.

Range Augmentation

Range Augmentation	DC Modifier
Change from personal to touch	+10
Change from touch to ray *	+4
Per 10 feet	+1
Per 50 feet	+5
Per 100 feet	+10

*If you change an area spell to a ranged touch, the spell effect has no save, but the caster must hit the target. A ray has a range of 10 feet base.

Duration Augmentation

Duration Augmentation	DC Modifier
Per additional round	+1
Per additional hour	+20
Per day	+80 + 1 spell energy*

*It costs one point of spell energy per day.

Props

Subtracting Props	DC Modifier
Subtract Verbal Prop	+10
Subtract Somatic Prop	+10
Subtract Fetish Prop	+10

Additional Props	Magic Use check
Add Verbal Prop	+4
Add Somatic Prop	+4
Add Fetish Prop	+4
100 XP	+4
200 XP	+8
400 XP	+12
800 XP	+16
1,600 XP	+20

Table A2-6: Proximity Magic Modifiers

Difference in Magnitude	Example	Magic Use bonus
One step	A dabbler adjacent to a wizard of 1st Magnitude	+2
Two steps	A student adjacent to a wizard of 2nd Magnitude	+4
Three steps	A 1st Magnitude adjacent to 4th Magnitude Taken	+8
Four steps	A dabbler adjacent to a 4th Magnitude Taken	+16

Table A2-7: Blended Spells

Follow these steps when blending spells.

1. Determine spells to blend.
2. Determine desired effect, such as range, duration, damage, and so on.
3. Modify DCs for all components as normal, paying the range costs for each spell effect separately.
4. The spell effect with the highest Magic Use DC is the primary effect. The added spell with the second highest DC is the secondary effect, the third highest becomes the tertiary effect and so on.
5. Add one-half of the Magic Use DC (round down) for the secondary effect to the Magic Use DC of the primary effect.
6. Add one-quarter of the Magic Use DC (round down) for all other effects to the sum of the secondary and primary effect. This number is the Magic Use DC to cast the spell.
7. Add the drain from each spell to determine the effect's total drain.
8. Determine casting time as normal.
9. Cast the new spell as normal.

Appendix III: Tonk

Like soldiers everywhere, the men and women of the Black Company gather in small groups and play cards to pass the time. Undoubtedly, their most popular game is Tonk. This appendix presents one of many variations of the game, inspired by Glen Cook's descriptions and John P. Speno's design.

General Concepts

Tonk is a betting game for any number of players, though most games involve three or four players. It uses a standard deck of 52 cards—discard the jokers.

Before dealing a hand, players agree on the stakes, which is the amount to be paid to the winner.

The goal in Tonk is to win in one of three ways.

First, if you're dealt all face (or royal) cards (jack, queen or king), you declare "Tonk!" and immediately win a *double payoff* from each player.

Second, you can "go down," putting all your cards face-up on the table and counting up their point value. Aces are worth 1 point, royal cards are worth 10, and all others are at face value. All other players must do the same. You win if you have the lowest total value of cards—or if someone else goes down and *you* have the fewest points!

Third, you win if you discard or use all the cards in your hand.

The Deal

Deal five cards to each player, clockwise, one at a time.

When each player has a five-card hand, turn the next card face-up next to the deck. The face-up card is the discard pile.

If you have nothing but royal cards, immediately declare "Tonk!" before play begins. If you're the only one with Tonk, you win the game and every player must pay you double the stakes. You also win if your hand totals 49 or less than 15, but in these instances it is a single payoff.

If more than one player has Tonk, however, it's a draw; shuffle and deal again.

The player to the left of dealer plays first, and turns pass clockwise. On your turn, you must choose to either play your hand or go down.

Going Down

If you choose to go down, say so at the beginning of your turn. Don't draw or discard any cards. Lay your cards face-up on the table and count their point value. Every other player must immediately do the same. If the total value of your cards is lowest, you win—each player pays you the stakes.

Going down is risky, though. If any other player has the same or fewer points, you get burned: You must pay *double* the stakes to each player who burned you. The other players pay the regular stakes to the player with the fewest points. If it's a tie for fewest points, the others pay the stakes to *each* player tied for fewest.

When a player goes down, the game ends.

Playing Your Hand

If you didn't get Tonk and you aren't going down, play your hand.

First, draw one card either from the discard pile or the deck—your choice.

Next, you can drop any and all cards from your hand that make or extend spreads. A spread can be a straight or "run" of three or more cards in the same suit (such as the 5, 6, and 7 of hearts); or a "book" of three or four of a kind (such as three aces). If you have a spread, lay it face-up on the table. You can lay down more than one at a time if you have them.

If you have a card that fits into a spread that's already on the table, no matter who laid it down, you can drop it into that spread. For example, if another player laid down the 5, 6, and 7 of hearts, and you have the 8 of hearts, you can extend that spread by dropping your 8 of hearts on top of the 7. Or if another player laid down three jacks and you have the last jack, you can drop it into the spread of three. Again, you can drop multiple cards into existing spreads if you have them.

Finally, discard one card from your hand—put it face-up on the discard pile.

If you drop or discard all the cards in your hand, you win the game. Each player must pay you the stakes. Otherwise, your turn is over and play passes to the player on your left.

If you draw the last card in the deck, finish playing your hand, and then the game ends. All players count the points in their hands. The player with the fewest points wins the stakes. If there's a tie, all players pay the stakes to *each* player tied for fewest.

Tonk is one of the simplest games ever invented, rules-wise, but a huge part of it is the table talk that goes along with the actual picking up, discarding and laying down of cards. . . . Wherever the Company stops for fifteen minutes a Tonk game soon develops.

—Soldiers Live

Example of Play

The Deal

Nomenclature: A = ace, J = jack, Q = queen, K = king, c = clubs, d = diamonds, h = hearts, and s = spades.

Croaker sits down with Goblin, Elmo, and One-Eye for a round of Tonk.

One-Eye deals Croaker As, 7h, 10c, Jh, and Qh.

Goblin gets Ah, 2c, 2d, 7d, and 9c.

Elmo gets Ac, Ad, 2h, Kd, and Kh.

One-Eye deals himself 3h, 5s, 6c, 6s, and 10h.

One-Eye places 3c face-up for the discard pile.

Round 1

Croaker draws 8c from the deck. He discards 7h—it's not the lowest card in his hand, but he hopes to later make a spread by drawing 10h, Kh, 9c, or Jc. He now holds As, 8c, 10c, Jh, and Qh.

Goblin draws Ks from the deck and discards it. He still holds Ah, 2c, 2d, 7d, and 9c.

Elmo draws Goblin's Ks from the discard pile and drops his three kings in a spread. He now holds Ac, Ad, and 2c.

One-Eye draws the 9s from the deck, scowls fiercely, and discards 10h. He now holds 3h, 5s, 6c, 6s, and 9s.

Round 2

Croaker pulls One-Eye's 10h from the discard pile and drops a spread, 10h-Jh-Qh. He discards 10c, leaving him with As and 8c. He smirks, hoping it will keep Elmo from going down.

Goblin draws 4h from the deck and discards 9c. He now holds Ah, 2c, 2d, 4h, and 7d.

Elmo goes down, ending the game. Croaker never was much good at bluffing.

And the Winner Is . . .

Croaker holds As and 8c. Total points: 9.

Goblin holds Ah, 4h, 2s, 2d, and 7d. Total points: 16.

Elmo holds Ad, Ac, and 2h. Total points: 4.

One-Eye holds 9s, 6c, 6s, 3h, and 5s. Total points: 29, and a mighty stench comes wafting up from the suddenly putrescent pile of cards.

Croaker had fewer cards, but Elmo had the lowest point total. He rakes in his winnings.

CHARACTER NAME | BACKGROUND | CAMPAIGN | PLAYER'S INITIALS

CLASS & LEVEL | ALLEGIANCE #1 | ALLEGIANCE #2

THE BLACK COMPANY

CHARACTER LEVEL | GENDER | HEIGHT | WEIGHT | HAIR COLOR | EYE COLOR | SIZE | AGE | HANDEDNESS

ABILITY SCORES

	ABILITY SCORE	ABILITY MOD	TEMP SCORE	TEMP MOD
STR				
DEX				
CON				
INT				
WIS				
CHR				

SAVING THROWS

	TOTAL	= BASE SAVE	+ ABI MOD	+ MAGIC MOD	+ MISC MOD	+ TEMP MOD
FORT						
REF						
WILL						

INITIATIVE = DEX + MISC + TEMP

HIT POINTS

NORMAL	CON

SAVING THROW MODIFIERS

BASE SPEED

	SPEED	MAX LOAD	MAX DEX	CHK PEN	RUN
L			-	-	-
M			+3	-3	x4
H			+1	-6	x3

ACTION POINTS

MASSIVE DAMAGE THRESHOLD

ARMOR CLASS = 10 + ARMOR BONUS + SHIELD BONUS + DEX BONUS + SIZE BONUS + NATURAL ARMOR + DEFLECTION MODIFIER + MISC MOD

SPELL RESISTANCE

FAVORED CLASS

TOUCH AC

FLAT-FOOTED AC

FLAT-FT TOUCH

ARMOR CLASS MODIFIERS

ARMOR & SHIELD

	TYPE	BONUS	MAX DX	CK PEN	SP FAIL	SPEED	WEIGHT	SPECIAL PROPS

PROFICIENT WITH -- ☐ LIGHT ARMOR ☐ MEDIUM ARMOR ☐ HEAVY ARMOR ☐ SHIELDS

WEAPON PROFICIENCIES

☐ SIMPLE WEAPONS ☐ MARTIAL WEAPONS

BASE ATTACK BONUS

NUMBER OF ATTACKS

	TOTAL ATTACK MODIFIERS	= BASE ATTACK BONUS	+ ABILITY MOD	+ SIZE MOD	+ ENC MOD	+ MISC MOD
MELEE						
RANGED						
GRAPPLE						

COMBAT MODIFIERS

WEAPONS

	ATTACK BONUS	DAMAGE	CRITIAL	RANGE	SIZE	TYPE	WEIGHT	WEAPON NOTES

SKILLS

SKILL TYPES ■ CLASS SKILL / ☐ CROSS-CLASS SKILL

● CAN BE USED UNTRAINED ✝ ARMOR CHECK PENALTY APPLIES

CLASS SKILL MAX RANKS CHARACTER LEVEL + 3

CROSS-CLASS SKILL MAX RANKS (CHARACTER LEVEL + 3) / 2

	TOTAL	= RANKS	+ ABI MOD	+ MISC MOD	
☐ Appraise ●					IN
☐ Balance ● ✝					DX
☐ Bluff ●					CH
☐ Climb ● ✝					ST
☐ Command					CH
☐ Concentration ●					CN
☐ Craft _____ ●					IN
☐ Craft _____ ●					IN
☐ Decipher Script					IN
☐ Diplomacy ●					CH
☐ Disable Device					IN
☐ Disguise ●					CH
☐ Escape Artist ● ✝					DX
☐ Forgery ●					IN
☐ Gather Information ●					CH
☐ Handle Animal					CH
☐ Heal ●					WS
☐ Hide ● ✝					DX
☐ Intimidate ●					CH
☐ Jump ● ✝					ST
☐ Knowledge (Arcana)					IN
☐ Knowledge (Arch/Eng)					IN
☐ Knowledge (Dungeon)					IN
☐ Knowledge (Geography)					IN
☐ Knowledge (Local)					IN
☐ Knowledge (History)					IN
☐ Knowledge (Nature)					IN
☐ Knowledge (Nobility)					IN
☐ Knowledge (Religion)					IN
☐ Knowledge (the Planes)					IN
☐ Knowledge _____					IN
☐ Listen ●					WS
☐ Move Silently ● ✝					DX
☐ Open Lock					DX
☐ Perform _____					CH
☐ Perform _____					CH
☐ Profession _____					WS
☐ Profession _____					WS
☐ Research					IN
☐ Ride ●					DX
☐ Search ●					WS
☐ Sense Motive ●					WS
☐ Sleight of Hand ✝					DX
☐ Speak Language ●					**
☐ Spot ●					WS
☐ Survival ●					WS
☐ Swim ● ✝					ST
☐ Tumble ✝					DX
☐ Use Rope ●					DX

Magic Skills

	TOTAL	= RANKS	+ ABI MOD	+ MISC MOD	
☐ Detect Magic					IN
☐ Ghost Sounds					CH
☐ Magic Use					CH
☐ Prestidigitation					CH
☐ Resistance					CN

SKILL MODIFIERS

MAGIC

	SPELL ENERGY		SAVE DC

SPELLS KNOWN

SPELL	BASE DC	DRAIN	PROP	RANGE	DURATION

LANGUAGES	W/R

MONEY	
BITS	
CP	
SP	
GP	

ITEMS WORN

ALLEGIANCES

FEATS

ARMOR, EQUIPMENT, WEAPONS, & MAGIC ITEMS

ITEMS	WEIGHT	ITEMS	WEIGHT
		EQUIPMENT WEIGHT TOTAL	

CONTAINER	
TOTAL WEIGHT	

CONTAINER	
TOTAL WEIGHT	

CONTAINER	
TOTAL WEIGHT	

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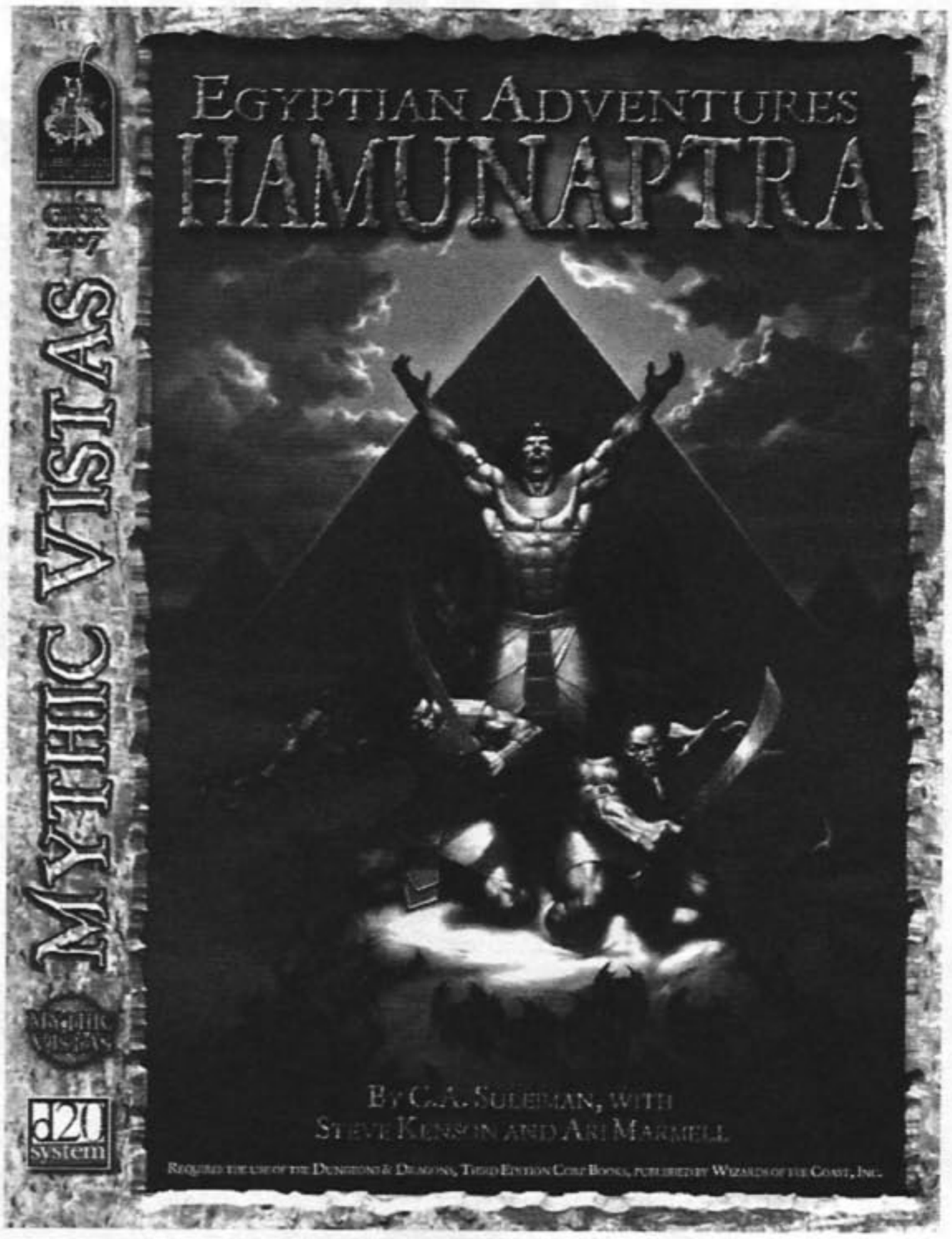

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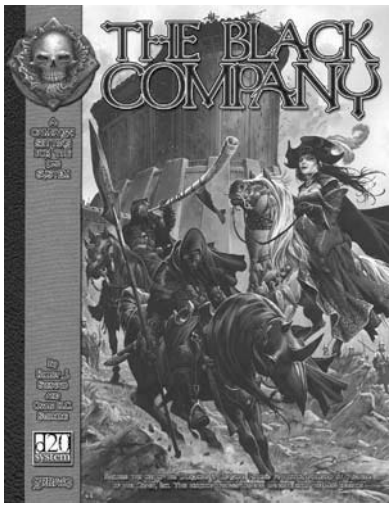
SUMMER 2005

Thieves of the Silver Spike

NPCs for the Black Company Campaign Setting

Design: *Robert J. Schwalb*
Editing: *Joanna G. Hurley*
Layout: *Marc Schmalz*

Introduction



Some of the most popular characters in the series were not even in the Black Company, though they are important enough to be mentioned. These characters are the thieves who plucked the *silver spike* from the son of Old Father Tree. Among them are Old Man Fish, a clever ranger with lots of experience; Timmy Locan, a funny young ex-soldier; Tully Stahl, the morally bankrupt cutthroat and opportunist who organized the group; and finally, Smeds Stahl, a cut-rate criminal, alcoholic, and pedophile, who is somehow better than all the rest. What makes this motley crew so interesting is that they were no different from anyone else in this world; they had no practice with sorcery, knew very little of magic in general (except Old Man Fish who knew enough to stay away), and were no great warriors themselves. They were ordinary fools driven by greed, who stumbled into a deadly adventure, much like the PCs in your own Black Company games.

Old Man Fish

Old Man Fish, Forto Reibas, was a resident of Oar's north side. A trapper and ranger by trade, he was intimately familiar with the Great Forest. In addition to his skills as a woodsman, he also knew something of the healing trade, and was able to find materials in the wild to make poultices and balms to aid the healing of blistered feet and chaffed skin.

A complicated character, he had a core of decency that allowed him to bond with Smeds, while dodging the authorities and warlocks who hunted for their prize. Still, he was not above killing innocent people to cover his tracks. The wholesale death left by the Limper's massacre of the Eternal Guards did not seem to bother him, although he disliked the sadistic, murderous joy shown by the Limper, Toadkiller Dog, and their savage followers. At first, Fish never said much, only speaking up to sneer at his city-boy companions made miserable in the forest. But, after a while, he became the voice of reason in the group, and, because of his sly and clever mind, they managed to avoid the worst.

As a younger man, he was a Rebel, involved in the movement in Oar around that time. He had been trained in ways to attack wizards, and was skilled at striking quickly and with deadly force. He fought at the Battle of Charm. It was the only battle he was in, and from that, he could still recognize his foes, remembering Silent 15 years later.

He was white-haired with bushy white eyebrows, but straight-backed, and he could move silently in the woods. He darkened his hair to join the Oar Home Defense Force Brigade.

Old Man Fish died of cholera not long after he and Smeds escaped Oar with the ransom they got for turning the *silver spike* over to Exile.

Old Man Fish

Male ranger 5, thief 1, night stalker 1; CR 7; Medium humanoid; HD 5d8+5 plus 1d6+1 plus 1d8+1; hp 41; Mdt 19; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +5; Grap +6; Atk +7 melee (1d6+1/19-20, short sword) or +8 melee (1d4+1/19-20, accurate dagger); Full Atk +7 melee (1d6+1/19-20, short sword) or +8 melee (1d4+1/19-20, accurate dagger); SA ambush +1d4. combat style (light), death attack (melee), sneak attack +2d6; SQ knave, natural trapfinding, nature sense, terrain mastery (forest), trapfinding, trap sense +1, woodland stride; AL wealth, the thieves; Ap 8; SV Fort +5, Ref +10, Will +6; Str 13, Dex 14, Con 12, Int 12, Wis 16, Cha 10.

Background: Hunter; Knowledge (nature), Listen, Spot, and Survival.

Skills and Feats: Climb +3, Escape Artist +3, Heal +11, Hide +18, Knowledge (geography) +4, Knowledge (local) +5, Knowledge (nature) +15, Listen +13, Move Silently +14, Search +9, Spot +11, Survival +17 (+19 in aboveground natural environments, following tracks); Alertness[B], Dodge, Endurance[B], Exotic Weapon Proficiency (rumel/garrote), Stealthy, Track[B], Weapon Finesse[B] .

Languages: Forsberg (spoken-good, written-poor)

Possessions: studded leather armor, short sword, accurate dagger.

Smeds Stahl

A layabout from Oar's north side, Smeds lived in squalor, from one jar of wine to the next, until his cousin, Tully, came up with the idea of stealing the *silver spike*. Believed none too bright, he favored young, even prepubescent girls, had a cool head, endurance, and was capable of ruthless action when necessary. Instead of an education, he had low, animal cunning. Like his cousin, at first he had little conscience and planned to murder his accomplices in stealing the *silver spike*. But, after spending weeks with them when they contributed more to the job than Tully did, he didn't think he could do it. He found himself weeping with sadness and guilt after being psychically buffeted by the tree's pain, disappointment, and sorrow, and was filled with rage at the Limper's murder of babies in Forsberg.

In a crisis, he was cool and moved more fluidly and confidently than usual. He had sharp hearing and fast reflexes, and was a stronger runner than Old Man Fish. He learned from Old Man Fish how to use a knife to murder quietly, and was alert enough to use Timmy Locan's screams to mask the sound of his footsteps when sneaking up on Timmy's torturers.

Once he found his self-confidence, he had a temper and a big chip on his shoulder against bullies. He murdered Tully in broad daylight, lured the two imperial soldiers escorting Tully into an alley and murdered them, and later he savaged two press-gang recruiters who disturbed his lunch. As a conscript, he went by the name Kenton Anitya.

Smeds escaped with an enormous ransom after turning the *silver spike*'s location over to Exile. He set up a struggling brewery in Roses, became an upstanding member of the community, and never told anybody about the spike.

Smeds Stahl

Male jack-of-all-trades 1/fighter 1; CR 2; Medium humanoid; HD 1d6+2 plus 1d10+2; hp 15; Mdt 16; Init +4; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +1; Grap +3; Atk +4 melee (1d4+2/19-20, dagger); Full Atk +4 melee (1d4+2/19-20, dagger); SQ commander; AL the thieves, wealth, vice; Ap 8; SV Fort +5, Ref +3, Will +2; Str 15, Dex 14, Con 14, Int 11, Wis 12, Cha 11.

Background: Criminal; Hide, Intimidate, Move Silently, and Sleight of Hand.

Skills and Feats: Bluff +4, Climb +4, Command +1, Diplomacy +4, Disguise +4, Escape Artist +4, Hide +8, Intimidate +4, Jump +5, Listen +7, Move Silently +8, Search +2, Spot +7, Swim +1; Alertness[B], Stealthy[B], Weapon Focus (dagger).

Languages: Forsberg (spoken-fair)

Possessions: Padded armor, dagger.

Timmy Locan

A young, incurably happy and optimistic ex-soldier from Oar's North Side, he was an acquaintance of Tully and Smeds Stahl. Both men knew Timmy was just dishonest enough to go in for stealing the *silver spike,* but naïve enough to easily betray. He was caught in a lightning blast that the Son of Old Father Tree sent against Toadkiller Dog, but he recovered. He was short with bright red hair, had a good eye for measurements, and was good at divvying up treasure.

His parents, though poor, were not tenants like most in the North Side; they owned their home. There was a rumor that the government gave it to them for being good informants when there was active Rebel activity in the city. His father and two brothers died fighting the fires after the Limper attacked Oar. The Limper's men mauled his mother and sister; his mother died and his sister killed herself after being mutilated.

Although he was taught to use a spear in his soldiering days, Timmy preferred the dagger. He constantly told jokes and never complained. Timmy was murdered by torture when people found out he knew something about the spike.

Timmy Locan

Male fighter 1, scout 1; CR 2; Medium humanoid; HD 1d10+1 plus 1d6+1; hp 15; Mdt 15; Init +3; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grap +3; Atk +3 melee (1d4+2/19-20, dagger); Full Atk +3 melee (1d4+2/19-20, dagger); SA ambush +1d4, sniper shot +1d6; SQ commander; AL family, the thieves; Ap 8; SV Fort +4, Ref +3, Will –1; Str 14, Dex 12, Con 13, Int 10, Wis 9, Cha 15.

Background: Soldier; Command, Intimidate, Profession (soldier), and Survival.

Skills and Feats: Balance +2, Climb +7, Command +4, Handle Animal +6, Hide +3, Intimidate +5, Jump +6, Move Silently +3, Profession (soldier) +1, Spot +0, Survival +1; Dodge, Weapon Focus (spear)[B].

Languages: Forsberg-fair

Possessions: leather armor, two daggers.

Tully Stahl

Tully Stahl was a hustler from Oar's north side who made his way in the world with the favors of wealthy widows and married women whose husbands were away. He was the first to think of stealing the *silver spike* and had no conscience. He was so callous that even the scene of a massacre by the Limper and Toadkiller Dog only bored him.

Smeds at first thought Tully was the smarter of them, but Tully was too stubborn, never thought things through, and was ultimately too lazy and shortsighted for such an ambitious plot. He was also something of a coward, readily abandoning Smeds when trouble threatened. When he did become dangerous, his voice became soft and even.

Smeds murdered Tully after Tully was caught by imperials while trying to cut a deal and sell out Smeds and Fish.

Tully Stahl

Male jack-of-all-trades 2; CR 2; Medium humanoid; HD 2d6+4; hp 13; Mdt 16; Init +5; Spd 30 ft.; AC 12, touch 11, flat-footed 11; Base Atk +1; Grap +2; Atk +2 melee (1d6+1, club) or +2 melee (1d4+1/19-20, dagger); Full Atk +2 melee (1d6+1, club) or +2 melee (1d4+1/19-20, dagger); AL wealth; Ap 6; SV Fort +4, Ref +3, Will +1; Str 13, Dex 12, Con 14, Int 11, Wis 9, Cha 13.

Background: Con Artist; Bluff, Disguise, Sense Motive, and Sleight of Hand.

Skills and Feats: Appraise +5, Bluff +10, Command +2, Diplomacy +11, Disguise +0 (+2 acting), Gather Information +7, Intimidate +6, Knowledge (local) +5, Search +5, Sense Motive +8, Sleight of Hand +7, Spot +5; Improved Initiative, Negotiator[B], Persuasive[B], Run[B].

Languages: Forsberger (Fair)

Possessions: padded armor, club, dagger.

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