



BEMPHUTH

During the Time of Titans, an elemental named Walo lived in the lands that eventually became northern Omeria. Walo, considered a trickster but most of the elementals—and even the dulons—enjoyed experimenting with new creatures. His favorite creation, by far, was the bempthuth. It's believed he created the creature from Uduzmoth's the Obese's droppings

The bempthuth resembles a gigantic shambling mound made of mud and filth. Dense clouds of mosquitos follow it wherever it travels. The bempthuth hates most of the dulons' creations, particularly elves and humans who they see as "lesser entities."

Unique to Omeria, the bempthuth resides in the Quagmire of Shefcour in the Elegant Valley. As an elemental, the bempthuth is tied to the land. Unless the swamp itself is destroyed, the bempthuth cannot be permanently killed.

Elemental Nature. The bempthuth does not require air, food, water or sleep.

BEMPHUTH

Huge elemental, chaotic evil

Armor Class 16 (natural armor)
Hit Points 115 (10d12 + 50)
Speed 40 ft., swim 40 ft.

| STR | DEX | CON | INT | WIS | CHA |
|---------|--------|---------|--------|---------|--------|
| 26 (+8) | 9 (-1) | 20 (+5) | 5 (-3) | 12 (+1) | 7 (-2) |

Saving Throws Con +10, Wis +6

Skills Perception +6, Stealth +4, Survival +6

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

Damage Immunities poison

Condition Immunities exhaustion, paralyzed, petrified, poisoned, unconscious

Senses blindsight 60 ft., passive Perception 16

Languages Aquan, Primordial, Terran

Challenge 13 (10,000 XP)

Amorphous. The bempthuth can move through a space as narrow as 5 feet wide without squeezing.

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

Mosquito Cloud. Tens of thousands of biting mosquitos buzz around the bempthuth, lightly obscuring the area around it. At the start of each of the bempthuth's turns, a creature within 5 feet of the bempthuth takes 10 (4d4) piercing damage.

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

Regeneration. The bempthuth regains 10 hit points at the start of its turn. If the bempthuth takes thunder or radiant damage this trait doesn't function at the start of the bempthuth's next turn. The bempthuth dies only if it starts its turn with 0 hit points and doesn't regenerate.

Swamp Camouflage. The bempthuth has advantage on Dexterity (Stealth) checks made while in swamps.

Actions

Multiattack. The bempthuth makes two slam attacks.

Slam. Melee Weapon Attack: +13 to hit, reach 15 feet., one target. *Hit:* 21 (3d8 + 8) bludgeoning damage. If the target is a creature, it must succeed on a DC 18 Strength saving throw or become coated in thick, sticky mud. While stuck in the mud, the creature is restrained. The creature can use its action to make a DC 18 Strength check to break free from the mud.

Mud Ball. Ranged Weapon Attack: +13 to hit, range 60/240 ft. *Hit:* 21 (3d8 + 8) bludgeoning damage.

Mud Vomit (Recharge 5-6). The bempthuth spews a shower of mud in a 60-foot cone. Each creature in that area must make a DC 18 Dexterity saving throw or take 45 (10d8) bludgeoning damage on a failed save and be knocked prone, or half as much damage on a successful one and not be knocked prone.

Legendary Actions

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

Move. The bempthuth moves its speed.

Attack (2 Actions). The bempthuth makes a weapon attack.

Poison Cloud (3 Actions). The bempthuth emits a toxic cloud of gas in a 30-foot cube originating from it. Each creature in the area must make a DC 18 Constitution saving throw or be poisoned until the end of the bempthuth's next turn. While poisoned, the creature's is blinded. On a successful saving throw, the creature is immune to the Bempthuth's Poison Cloud for 24 hours.



DEATH SPIRIT

Also referred to as "grim reapers", death spirits are the actual creatures who lend their appearance to the personification of death myth. They appear to be bleached skeletons cloaked in long, flowing robes. They brandish long psychic-scythes which they use to reap any who prevent them from reaching their quarry—a living creature at death's door.

Negative Energy Elementals. Frequently mistaken for undead, these beings are actually elementals created from pure negative energy. Like many of the horrible things birthed by the dark forces that hold The Nether together, death spirits

often leak into The Real to wreak havoc on the living. Wars, plagues, and other events where the death count is high, tears occur in the fabric of reality allowing many of these horrors to escape. Even after the cause for their appearance ends, those affected must handle these detriments soon after.

While they have no true place in the living world, there are scholars who contend that these creatures play a vital link in the balance between life and death that is central to all neutral-aligned philosophies.

Elemental Nature. Death spirits do not require air, food, drink, or sleep.

DEATH SPIRIT

Medium elemental, neutral

Armor Class 12

Hit Points 75 (10d8 + 30)

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

| STR | DEX | CON | INT | WIS | CHA |
|--------|---------|---------|---------|---------|---------|
| 6 (-2) | 15 (+2) | 16 (+3) | 13 (+1) | 20 (+5) | 17 (+3) |

Damage Resistance cold, fire, lightning, thunder

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

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

Senses truesight 120 ft., passive Perception 15

Languages understands all languages but doesn't speak
Challenge 6 (2,300 XP)

Invisibility. The death spirit is invisible. Creatures who have less than half of their hit points remaining can see the death spirit.

Death Sense. The death spirit can magically sense the presence of creatures that aren't undead or constructs up to 5 miles away that has 0 hit points and is still alive. It knows the direction they're in but not their exact locations.

Incorporeal Movement. The death spirit can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Actions

Ethereal Scythe. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one creature. *Hit:* 5 (1d4 + 3) psychic damage and the creature must make a DC 13 Charisma saving throw. On a failed saving throw, the creature's hit points drop to 0. Undead creatures and constructs automatically pass their saving throws.

Consume Life. The death spirit targets one living creature it can see within 5 feet of it that has 0 hit points and is still alive. The target must succeed on a DC 13 Constitution saving throw against this magic or die. If the target dies, the death spirit regains 10 (3d6) hit points. Creatures slain in this way can only be revived via a *wish* spell or similar magic.

Haunting Gaze (Recharge 6). The death spirit targets one living creature that it can see within 60 feet of it. The target must make a DC 13 Wisdom saving throw or become frightened of the death spirit for 1 minute. While frightened of the death spirit, the target can't take reactions and the target can see the death spirit. The target can repeat its saving throw, ending the effect on itself on a success. A target that succeeds on its initial saving or the effect ends for it is immune to the death spirit's haunting gaze for 24 hours.

FLITTERBUG

A flitterbug is an aberration found primarily in the swamps and mires of Omeria, particularly in and around the Obsidian Plain. Some have been found as far north as the Quamire of Shefcour.

The flitterbug has a flat, disc-shaped shell with a mess of segmented legs below it. The center of its shell has eight telescoping eye-stalks that allow it to see all around it. Small, razor-sharp wings hide within the center of its shell and emerge after it launches itself into the air. Once launched, the flitterbug spins as it flies, resembling a flying buzz saw. It uses its wings to attack creatures, leaving them with vicious, supernatural wounds as it goes.

FLITTERBUG

Tiny aberration, chaotic evil

Armor Class 14 (natural armor)

Hit Points 7 (3d4)

Speed 10 ft., fly 60 ft.

STR **DEX** **CON** **INT** **WIS** **CHA**

4 (-3) 16 (+3) 11 (+0) 3 (-4) 10 (+0) 6 (-2)

Skills Perception +4, Stealth +5

Senses darkvision 60 ft., passive Perception 14

Languages —

Challenge 1/4 (50 XP)

Flyby. The flitterbug doesn't provoke opportunity attacks when it flies out of an enemy's reach.

Actions

Saw. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) slashing damage. If the target is a creature other than an undead or a construct, it must succeed on a DC 10 Constitution saving throw or lose 2 (1d4) hit points at the start of each of its turns due to an aberrant wound. Each time the flitterbug hits the wounded target with this attack, the damage dealt by the wound increases by 2 (1d4). Any creature can take an action to stanch the wound with a successful DC 13 Wisdom (Medicine) check. The wound also closes if the target receives magical healing.

Screech (Recharge 6). The flitterbug emits a high-pitched screech. Each living creature within 30 feet of the flitterbug must make a DC 10 Constitution saving throw. On a failed saving throw, a creature takes 3 (1d6) psychic damage and is incapacitated until the end of its next turn. On a successful saving throw, a creature takes half as much damage and isn't incapacitated. Flitterbugs are immune to this effect.





GIANT MUD LEECH

Horrors of shallow ponds, mires, and swamps, giant mud leeches are dog sized invertebrates that move through muddy waters in search of fresh blood to consume.

GIANT MUD LEECH

Small monstrosity, unaligned

Armor Class 13 (natural armor)
Hit Points 7 (2d6)
Speed 20 ft., swim 30 ft.

| STR | DEX | CON | INT | WIS | CHA |
|--------|---------|---------|--------|--------|--------|
| 6 (-2) | 14 (+2) | 10 (+0) | 1 (-5) | 7 (-2) | 1 (-5) |

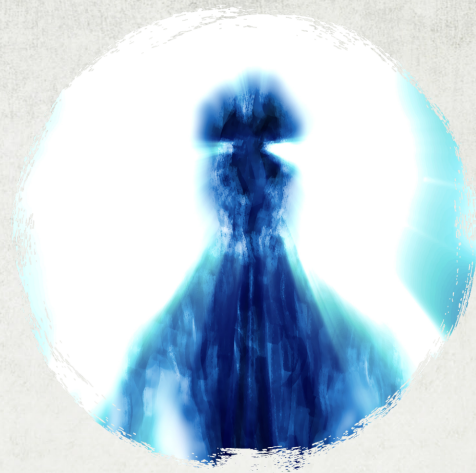
Senses blindsight 30 ft.
Languages —
Challenge 1/4 (50 XP)

Mud Camouflage. The mud leech has advantage on Dexterity (Stealth) checks made to hide in muddy terrain.

Actions

Blood Drain. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 6 (1d8 + 2) piercing damage and the mud leech attached to the target. While attached, the mud leech doesn't attack. Instead, at the start of each of the mud leech's turns, the target loses 6 (1d8 + 2) hit points due to blood loss.

The mud leech can detach itself by spending 5 feet of its movement. It does so after it drains 20 hit points of blood from the target, the target dies, or if the mud leech takes any fire damage. A creature, including the target, can detach the mud leech by making a successful DC 12 Strength check.



GRAVEMAN

Gravemen are gaunt, blackened creatures with glowing white eyes. They lack noses, mouths, and ears. And although referred to as "gravemen", these undead creatures have no discernible anatomy and are effectively genderless.

Undead Nature. A graveman does not require air, food, drink, or water.

GRAVEMAN

Medium undead, chaotic evil

Armor Class 15
Hit Points 15 (2d8 + 6)
Speed 40 ft.

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

Saving Throws Wis +5
Skills Perception +7
Damage Immunities poison
Condition Immunities exhaustion, poisoned
Senses darkvision 60 ft., passive Perception 17
Languages understands the languages it knew in life but does not speak
Challenge 1 (200 XP)

Pack Tactics. The graveman has advantage on an attack roll against a creature if at least one of the graveman's allies is within 5 feet of the creature and the ally isn't incapacitated.

Turn Resistance. The graveman has advantage on saving throws against being turned.

Actions

Cold Touch. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one living creature. *Hit:* 5 (2d4) cold damage.

Reaction

Damage Transference. When the graveman takes damage, it can transfer up to half of the damage it takes to any other graveman within 60 feet of it.

HIDEOUS ONE

Short, with pointed ears, glowing red eyes, and mangy hair which grows only on the back of their necks, hideous ones are often mistaken for ugly goblins. The truth, however, is much worse. Hideous ones are formed by powerful evil magical items and spells which transform ordinary humans into these horrific creatures. Driven mad by the transformation, they are wholly evil creatures, nary an ounce of good left in their bones. Only a *wish* spell returns a hideous one to its original form.

NYMPH

Nymphs are fey creatures of such indiscernible beauty that they cause creatures to turn blind the moment they lay eyes on them. Nymphs have no set gender, instead possessing a pure adrogynous state that appeals to any creature that views it.

HIDEOUS ONE

Small monstrosity, neutral evil

Armor Class 12

Hit Points 9 (2d6 + 2)

Speed 30 ft., climb 30 ft.

| STR | DEX | CON | INT | WIS | CHA |
|---------|---------|---------|--------|---------|--------|
| 10 (+0) | 15 (+2) | 12 (+1) | 7 (-2) | 10 (+0) | 5 (-3) |

Skills Stealth +6

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 10

Languages understands the languages of its creator but cannot speak

Challenge 1/2 (100 XP)

Dominated. The hideous one can't take reactions, and the hideous one and its creator can communicate telepathically with each other over any distance. If the hideous one's creator is destroyed, the hideous one becomes permanently stunned.

Actions

Bite. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature grappled by the hideous one. *Hit:* 2 (1d4) piercing damage, and the target is disfigured. Until the disfigurement is removed, the creature has disadvantage on Charisma (Persuasion) checks and advantage on Charisma (Intimidation) checks. Magical healing of 6th level or higher, such as *heal* and *regenerate*, removes the disfigurement.

Claw. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature. *Hit:* 3 (1d6) slashing damage and the target is grappled (escape DC 10).

NYMPH

Medium fey, chaotic good

Armor Class 17

Hit Points 27 (5d8 + 5)

Speed 30 ft., swim 20 ft.

| STR | DEX | CON | INT | WIS | CHA |
|---------|---------|---------|---------|---------|---------|
| 10 (+0) | 17 (+3) | 12 (+1) | 16 (+3) | 17 (+3) | 19 (+4) |

Saving Throws Str +4, Dex +7, Con +5 Int +7, Wis +7, Cha +4

Skills Deception +6, Perception +5, Persuasion +6, Stealth +5

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Senses passive Perception 15

Languages Common, Sylvan

Challenge 1 (200 XP)

Blinding Beauty. When a creature that can see the nymph starts its turn within 30 ft. of the nymph, the nymph can force it to make a DC 14 Constitution saving throw if the nymph isn't incapacitated. Undead, constructs, and creatures immune to being charmed automatically pass their saving throws. On a failed saving throw, the creature is blinded for 1 minute. The creature can repeat its saving throw at the end of each of its turns, ending the effect on itself with a success.

Unless surprised, a creature can avert its eyes to avoid the saving throw at the start of its turn. If the creature does so, it can't see the nymph until the start of its next turn, when it can avert its eyes again. If the creature looks at the nymph in the meantime, it must immediately make the save.

Unearthly Grace. The nymph adds its Charisma modifier to its AC and its saving throws (included above). It only adds its Charisma modifier once to its Charisma saving throws.

Actions

Multiattack. The nymph can use its Stunning Glance. It then makes two attacks with its dagger.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or ranged 20/60 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Stunning Glance (Recharge 5-6). The nymph targets one creature that it can see within 30 feet of it that can see the nymph. The target must make a DC 14 Constitution saving throw or become stunned for 1 minute. Undead, constructs, and creatures immune to being charmed automatically pass their saving throws. The creature can repeat its saving throw at the end of each of its turns, ending the effect on itself with a success. A creature that succeeds on its saving throw or the effect ends for it is immune to this nymph's stunning glance for 24 hours.

QRUASZIAN SCALESTEED

These relatively rare creatures are only found in a few swamps spread throughout Omeria. Thought to be creatures borne of the Transmuter Wars, the scalesteeds can rapidly alter their form to ensure its survival. Most humanoid races have trouble catching and training these creatures to serve as mounts. Only druids, lizardfolk, and other creatures who can communicate naturally with the scalesteeds can convince these creatures to submit.

QRUASZIAN SCALESTEED

Large beast, unaligned

Armor Class 13 (natural armor)

Hit Points 68 (8d10 + 24)

Speed 60 ft. (fly 60 ft. in flying form and swim 60 ft. in aquatic form)

| STR | DEX | CON | INT | WIS | CHA |
|---------|---------|---------|--------|---------|--------|
| 19 (+4) | 13 (+1) | 14 (+2) | 4 (-3) | 12 (+1) | 6 (-2) |

Skills Perception +5

Senses passive Perception 15

Languages —

Challenge 3 (700 XP)

Actions

Multiattack. The scalesteed makes one attack with its bite and one attack with its claw.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (1d10 + 4) piercing damage.

Claw. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d8 + 4) slashing damage.

Evolve. The scalesteed can assume a different form. When the scalesteed takes this action, choose one of the following options, the effects of which last until it uses this action to gain the benefits of a different option.

Aquatic Form. The scalesteed can breathe underwater and gains a swimming speed of 60 feet.

Ferocious Form. A melee weapon deals one extra die of its damage when the scalesteed hits with it.

Flying Form. The scalesteed gains a flight speed of 60 feet.

Stealth Camouflage. The scalesteed has advantage on Dexterity (Stealth) checks made while underwater.

SPILATERA

Spilateras are huge monstrosities that resemble multi-horned bears with a long, snake-like proboscis that launches from their mouths. Typically, the spilatera traps its prey by burrowing a hole into the earth or into the side of a rocky cliff. It then waits in the dark, using its camouflage to appear as the cave entrance. When a creature approaches, it attacks, using its proboscis to paralyze the creature. Then its claws to rend it to shreds. From there, the spilatera recedes into the darkness of its cave where it swiftly devours its victim. Often, inedible items such as armor, weapons, and even treasure are found strewn about the spilatera's cave.

SPILATERA

Huge monstrosity, chaotic evil

Armor Class 16 (natural armor)

Hit Points 162 (12d12 + 84)

Speed 40 ft., burrow 30 ft.

| STR | DEX | CON | INT | WIS | CHA |
|---------|---------|---------|--------|---------|--------|
| 25 (+7) | 11 (+0) | 24 (+7) | 2 (-4) | 12 (+1) | 7 (-2) |

Skills Perception +4

Senses darkvision 60 ft., passive Perception 14

Languages —

Challenge 8 (3,900 XP)

Charge. If the spilatera moves 20 feet straight toward a target and then hits it with a horn attack on the same turn, that target takes an extra 13 (3d8) piercing damage from the attack. If the target is a creature, it must succeed on a DC 18 Strength saving throw or be knocked prone.

Stone Camouflage. The spilatera has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

Actions

Multiattack. The spilatera makes three attacks: two with its claws and one with its proboscis.

Claws. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 17 (3d6 + 7) slashing damage.

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

Proboscis. *Melee Weapon Attack:* +10 to hit, reach 15 ft., one creature. *Hit:* 13 (1d12 + 7) piercing damage and the target must make a DC 18 Constitution saving throw. On a failed saving throw, the creature is poisoned for 1 minute. While poisoned, the creature is paralyzed. A creature can repeat its saving throw at the end of each of its turns, ending the effect on itself with a success.