



EXPLORE YOUR NIGHTMARES IN *THE GREPHEARON*

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THE GREPHEARON

The Grephearon is a multi-dimensional realm and the source of all dreams throughout the cosmos. It is a semi-sentient realm ruled by a god-like entity called the Dream Shaper. The Dream Shaper employs those with powerful imaginations to serve as the plane's artisans. The artisans toil within The Grephearon, designing the dreams and nightmares that eventually make their way into The Grephearon's labyrinthine Dream Gallery. The Dream Gallery grants direct access to the subconscious of every dreaming creature in existence. An invader could exercise unparalleled and untraceable influence in the dreamer's plane, potentially causing effects that extend into the material world. Therefore, the Dream Shaper does everything in its power to prevent unwanted guests in The Grephearon.

OVERVIEW OF THE GREPHEARON

The Grephearon is a separate plane of existence. Planar scholars believe it lies within the Deep Ethereal, hidden among its thickest mists. As such, it possesses many of the same qualities as the Ethereal Plane. The plane is built from protomatter, a magical material that encompasses possibility. The artisans in The Grephearon use this protomatter to shape dreams. Other traits consistent with the ethereal nature of The Grephearon are detailed in the following sections.

GEOGRAPHY OF THE GREPHEARON

The Grephearon consists of two separate entities: the Dream Gallery and the Artisans' Workshop. The Dream Artisans are a group of talented spellcasters and dreamers (typically **magics** or **archmagics**) chosen by The Grephearon's omnipresent overlord, the Dream Shaper. They design the actual dreams and nightmares supplied by The Grephearon. These dreams and nightmares inevitably find their way into the Dream Gallery. The Dream Gallery serves both as a view into the mindscapes of active dreamers across the cosmos and a way to access the subconscious of those who experience them.

While the Dream Gallery and Artisan's Workshop have some motifs in common, both are distinctly different in appearance and design. The Artisan's Gallery resembles a colossal factory floor. Dull orange light illuminates the floor's entirety. The Workshop lacks the exquisite stonework of the Dream Gallery, favoring unpainted wooden floors, walls, and ceilings broken up by rusty metal girders. The eponymous artisans work at the center of the workshop, endlessly developing new dreams and nightmares. They write their creations onto long, curly scrolls, which they then stuff into rusty metal and glass cylinders. Then, they place the cylinders into the Workshop's pneumatic tubes. When a dream cylinder vanishes from the Workshop, a new painting appears within the Dream Gallery.

The Dream Gallery is a non-euclidean labyrinth built from dark stone. Blue light lacking a source illuminates the nearly infinite passageways. Whereas the Artisan's Workshop is loud with the moans and sighs of its artisans, the Dream Gallery is deathly silent. Every five feet or so, a painting hangs on the wall. These paintings are the dreams and nightmares that The Grephearon's artisans create. Each one offers a

glimpse into the subconscious of the person experiencing it. The paintings always seem to be at eye level, regardless of one's height—even when two people of different heights are staring at it simultaneously.

There does not seem to be any "connective" tissue between the two sides of The Grephearon. The pneumatic tubes vanish into the walls but never reemerge. Were the two sides not so synergistic, one might suspect they were two different planes of existence altogether. No public exits connect the two sections, although one or more artisans may have devised hidden pathways to visit their handiwork.

REACHING THE GREPHEARON

The Ethereal Plane is a misty, fog-bound dimension sometimes described as a great ocean. Its shores, called the Border Ethereal, overlap the Material Plane and the Inner Planes so that every location on those planes has a corresponding location on the Ethereal Plane. Certain creatures can see into the Border Ethereal, and the *see invisibility* and *true seeing* spell grant that ability. Some magical effects also extend from the Material Plane into the Border Ethereal, particularly effects that use force energy such as *forcecage* and *wall of force*. The depths of the plane, the Deep Ethereal, are a region of swirling mists and colorful fogs. It is within this part of the Ethereal the Grephearon exists. When travelers in the Deep Ethereal view a plane within the Border of Ethereal, they see its curtains. The color, texture, and motion of a plane's curtain offer a way for savvy travelers to identify it. The Grephearon's curtain looks like swirls of orange and blue liquid. Those who enter The Grephearon through its ethereal curtains find themselves within the Artisans' Workshop, regardless of their point of entry.

SPELLS

Various spells offer access to certain parts of the Border Ethereal and Deep Ethereal. Some are temporary, whereas others are permanent.

Temporary methods cause the spellcaster (plus any additional targets) to return to their starting plane of existence once the duration lapses. The spell *ethereality* is the most well-known temporary method for reaching the Border Ethereal.

Permanent methods allow the spellcaster and targets to achieve a permanent ethereal state. The spells *gate* and *plane shift* are the two most popular permanent spells for ethereal travel. When using *plane shift*, a spellcaster may substitute the actual dreamer in place of a tuning fork. The dreamer must be within 15 feet of the spellcaster for this to work. While the *gate* spell can allow you to travel to either the Artisans' Workshop or the Dream Gallery, casting *plane shift* in this way always deposits the teleported characters in front of the dreaming creature's Gallery picture.

MAGIC ITEMS

Certain magic items grant a user temporary access to the Ethereal Plane, usually the Border Ethereal. The legendary *armor of ethereality* grants its wearer the same effects as the *ethereality* spell. *Oil of ethereality* also grants its wearer the same effects as the *ethereality* spell, although it only lasts for one hour.

PORTALS AND GATES

Permanent portals and gates exist, offering access to the Ethereal Plane. Usually, these magical conduits are fixed to a specific place within the Border or Deep Ethereal, as determined by the portal or gate's creator. Such conduits are common throughout the Inner Planes, Outer Planes, and Astral Plane. In the material plane, cities with a larger-than-normal presence of high-level spellcasters may also have these conduits.

SURVIVAL IN THE GREPHEARON

The Grephearon exists in the Deep Ethereal. Despite being a separate plane, it shares many similarities with the ethereal plane, as noted below.

BREATHING

Air does not exist in the traditional sense in the ethereal and, by extension, The Grephearon. Ethereal particles "bleed off" of the Inner Planes. These particles combine to form invisible ethereal fogs, minuscule packets of possibility. And because much of the ethereal plane and The Grephearon is made from the power of possibility, creatures that require air to breathe automatically translate that possibility into reality; the mist becomes a nourishing gas appropriate to the breather. It becomes air for air-breathers, water for water-breathers, and so on.

FOOD AND DRINK

Unlike the Astral Plane, which ceases a living creature's aging and need for nourishment, non-natives to the Ethereal Plane must still seek nourishment. The easiest way to stave hunger and thirst is for travelers to bring their own food into the Ethereal or The Grephearon. Of course, some can translate the protomatter that makes the Ethereal Plane into food. Spellcasters capable of casting the spell *create food and water* may cast the spell using a 2nd-level spell slot. Learn more about the changes to magic later in the document.

SENSES IN THE GREPHEARON

While most senses function the same way they do in the prime material, there are a few notable alterations to senses on the Ethereal Plane and The Grephearon, as noted below.

VISION

The fogs surrounding The Grephearon significantly reduce the distance a person can see, as these mists consist of thick soups of ethereal protomatter. At best, vision extends up to 300 feet in the swirling vapors.

Within The Grephearon's two sections, there are constant lights, as if the entire complex is lit by regular castings of the continual flame spell. The lights within the Dream Gallery are blue, while the lights in the Workshop are orange.

HEARING

Hearing improves within the Ethereal and The Grephearon, as sound travels twice as far in the thick possibility-laden protomatter of the plane as it does in the Prime Material. On

the Ethereal Plane and within The Grephearon, creatures gain a +5 bonus to Wisdom (Perception) checks made to hear.

SMELLING

Smelling is more difficult on the Ethereal Plane and within The Grephearon, as the transformative nature of both plus lack of definite boundaries prevent odors from permeating a space. Explorers say the entire space smells like stale figs. Creatures in the Ethereal Plane and The Grephearon have a -5 penalty to Wisdom (Perception) checks made to smell.

TOUCH AND TASTE

The senses of touch and taste are blunted on the Ethereal and The Grephearon. Food loses most of its flavor, similar to food created via the *create food and water* spells. And objects native to the plane feel somewhat pliant and rubbery.

MAGIC IN THE ETHEREAL PLANE AND THE GREPHEARON

Unsurprisingly, magic works quite differently within the Ethereal Plane and The Grephearon. Magic owes these alterations to the conceptual nature of the ethereal. Whereas things in the Material Plane are more or less in their "final state," matter in the Ethereal Plane and Grephearon are constantly in flux.

GENERAL CONDITIONS

Because there is no solid ground in the Ethereal Plane, spells that require a physical anchor, such as *move earth*, *black tentacles*, *web*, and other spells that alter or affect ground or terrain, do not function unless cast upon stable protomatter. Fortunately for casters who favor such spells, such protomatter comprises the bulk of The Grephearon.

ABJURATION

In a plane of endless possibility spells that halt that possibility are much less effective. Abjuration spells, by design, recant, repudiate, or limit objects and effects. Thus, spells from the school of abjuration are more challenging to cast. To cast an abjuration spell in the Ethereal Plane or The Grephearon, a spellcaster must expend a spell slot of at least one higher level than usual. Abjuration cantrips must expend a 1st-level spell slot. If a spellcaster does not have access to the requisite higher-level spell slots, they may not cast the spell. The effect is the same as it would be had it been cast at its normal level and does not gain any additional benefits from being upcast. For example, a wizard casting *shield* must expend a 2nd-level spell slot instead of a 1st-level spell slot to cast the spell successfully. If the wizard does not have a 2nd-level spell slot available, either because all of their slots are expended, or they are not a high enough level, they can't cast *shield*.

Additionally, it is impossible to cast 4th-level or higher spells from the abjuration school on the Ethereal Plane. This restriction excludes 3rd-level abjuration spells cast using 4th-level slots due to the aforementioned effect. However, the restriction does include powerful magic items that duplicate abjuration spells, such as a ring of storing or a shield guardian's Spell Storing feature.

CONJURATION

The Ethereal Plane does not touch the Astral or Outer Planes. Therefore, a spellcaster who tries to summon or conjure a creature, such as a fiend or celestial, or an effect that originates from these planes automatically fails. This restriction extends to magic items used that duplicate similar effects. However, conjuration spells that pull creatures and effects from the Inner Planes, the Prime Material, the Shadowfell, Feywild, and any other demi-planes in the Ethereal (The Grephearon included) function normally within the confines of the Ethereal.

DIVINATION

Divination spells completely fail within The Ethereal. Spells from this school seek to forestall future events, thereby “locking in” what will happen. But the Ethereal Plane is a plane of possibility; therefore, nothing is “set in stone.” This restriction extends to magic items and creatures duplicating such effects.

ENCHANTMENT

Enchantment spells work the same within the Ethereal Plane and The Grephearon as they do in the Prime Material.

EVOCATION

Evocation spells work the same within the Ethereal Plane and The Grephearon as they do in the Prime Material.

ILLUSION

Spells and magic from the school of magic benefit the most from the Ethereal Plane’s probabilistic nature. Spellcasters may cast such spells using spell slots one level lower than usual (minimum of one 1st-level slot). Additionally, illusion spells that normally require concentration do not require concentration in the Ethereal Plane and Grephearon. Most illusion spells cast in the Ethereal fade away at the end of their duration. However, there is a 5 percent chance that illusions created in the Ethereal Plane and The Grephearon using 1st-level spell slots or higher gain a semblance of life and reality of its own beyond the caster’s control. Thus, illusory walls could become actual obstacles, the effects of *blindness* spells could become permanent, and a cat created via the *major illusion* spell may become a true feline.

In addition, damage-dealing spells from the school of illusion inflict damage of the type the illusion suggests. So a wall of fire created via the *phantasmal killer* spell would deal fire damage instead of psychic damage.

While these may sound like boons to the average illusionist, there are some significant dangers of which one should first make themselves aware. Sometimes, illusions-turned-real break from their caster’s control and run amok. The illusory entities that manifest ethereally are unpredictable in their demeanor, alignment, abilities, and even final form. When a spellcaster casts an illusion spell, refer to the Illusion Manifestation table below to determine changes to the illusion manifestation; this only occurs when an illusion takes on a semblance of life, as noted above. If a manifestation’s change doesn’t make sense for the creature, you are free to ignore the result or select a trait that better suits its form.

ILLUSION MANIFESTATION

d20 Change

- 1 Alignment and goals are the same as the caster.
- 2 Alignment and goals are opposed to the caster.
- 3 The illusion manifestation does not age.
When the illusion hits a creature with a natural attack, the target must make a Charisma saving throw. The DC for the saving throw is equal to 8 + the illusion's proficiency bonus + the illusion's Charisma modifier. On a failed saving throw, the target ages 2d20 years.
- 4 1d10 new mouths grow on the illusion. The illusion may use its action to bite a target within 5 feet of it. Its to-hit modifier is equal to the illusion's proficiency bonus + its Strength modifier. On a hit, the illusion deals piercing damage equal to 1d4 for each mouth plus its Strength modifier.
- 5 The illusion has advantage on Strength and Dexterity ability checks made in the Ethereal Plane and The Grephearon.
- 6 The creature moves at twice its normal speed while on the Ethereal Plane and The Grephearon.
- 7 While on the Ethereal Plane or in The Grephearon, the illusion regains 5 hit points at the start of its turn if it has at least 1 hit point.
On a successful hit, the illusion can force a creature not native to the Ethereal Plane to make a Charisma saving throw. The DC for the Charisma saving throw is 8 + the illusion's proficiency bonus + its Charisma modifier. On a failed saving throw, the target is banished from The Ethereal Plane, returning to its home plane.
- 8 The illusion can reproduce via osmosis, creating an exact replica of itself. Once it uses this trait, it can't use it again for 1 year.
When the illusion makes an attack roll and rolls a 20, the target of the attack must make a Constitution saving throw. The DC for the saving throw is equal to 8 + the illusion's proficiency bonus + the illusion's Charisma modifier. On a failed save, the target takes 10d6 + 40 force damage. The target is disintegrated if this damage leaves it with 0 hit points. A disintegrated creature and everything it is wearing and carrying, except magic items, are reduced to a pile of fine gray dust. The creature can be restored to life only by means of a *true resurrection* or a *wish* spell.
- 9 When the illusion makes an attack roll and rolls a 20, the target of the attack must make a Charisma saving throw. The DC of the saving throw is 8 + the illusion's proficiency bonus + the illusion's Charisma modifier. On a failed saving throw, the target is banished into the Deep Ethereal and must spend 1d100 days of travel to return to known planes.
- 10 The illusion's Intelligence and Charisma scores become 10. If a score is already 10 or higher, it gains a permanent +2 bonus to the score.
- 11
- 12
- 13

d20 Change

14 The illusion gains the ability to speak. If the illusion can already speak, it gains telepathy out to 120 feet.

15 The illusion increases in size by one category. Its Strength and Constitution scores increase by 4 (to a maximum of 30), and its natural weapon attacks deal one more die of damage.

16 The illusion's natural weapon attacks inflict poison. A creature hit by such a weapon must make a Constitution saving throw with a DC equal to 8 + the illusion's proficiency bonus + the illusion's Constitution score. On a failed saving throw, the target is poisoned for 1 minute. The target can repeat its saving throw at the end of each of its turns, ending the effect on itself with a success.

17 The illusion gains a link to either the Elemental Plane of Air (25%; lightning damage), Earth (25%; bludgeoning damage), Fire (25%; fire damage), or Water (25%; cold damage). As an action, it can exhale the associated element in a 15-foot cone. Each creature in the area must make a Dexterity saving throw with a DC equal to 8 + the illusion's proficiency bonus + the illusion's Constitution modifier. The target takes 3d6 damage of the creature's associated type on a failed saving throw or half as much damage on a successful one.

18 The illusion gains a link to either the Elemental Plane of Air (25%; lightning damage), Earth (25%; bludgeoning damage), Fire (25%; fire damage), or Water (25%; cold damage). As an action, the illusion may choose an unoccupied space that it can see within 60 feet of it. A 5-foot diameter sphere appears in the space and lasts for as long as the illusion concentrates (up to 1 minute). Any creature that ends its turn within 5 feet of the sphere must make a Dexterity saving throw. The DC for the saving throw equals 8 + the illusion's proficiency bonus + the illusion's Charisma modifier. The creature takes 2d6 damage on a failed save, or half as much damage on a successful one. The type of damage it takes depends on the Inner Plane to which the illusion is linked (cold, fire, lightning, or bludgeoning). As a bonus action, the illusion can move the sphere up to 30 feet. If the illusion rams the sphere into a creature, that creature must make the saving throw against the sphere's damage, and the sphere stops moving this turn. When the illusion moves the sphere, the illusion can direct it over barriers up to 5 feet tall and jump it across pits up to 10 feet wide.

19 The illusion completely changes its shape, species, and purpose (GM's discretion).

20 The illusion gains the ability to cast spells. It has the same spells and slots as the mage stat block, except it does not require material components to cast its spells. Charisma is its spellcasting ability.

NECROMANCY

The Ethereal Plane is not connected to the Astral Plane. Therefore, spells that grant the caster access to the Astral Plane, such as *astral projection*, fail in the Ethereal Plane and The Grephearon.

TRANSMUTATION

Since the nature of the Ethereal Plane draws on the idea of possibility, resisting the imposition of a single fixed form, spells and magical items that break down or alter matter, like the *disintegrate* spell, are more effective. Creatures have disadvantage on saving throws made against transmutation spells in the Ethereal Plane and The Grephearon.

THE DREAM GALLERY

The Dream Gallery is the main feature of The Grephearon and is infinitely larger than the Artisan's Workshops. As a demi-plane in the Ethereal, the Grephearon's countless hallways and chambers circuitously wind through each other, altogether avoiding euclidean geometry. The uninitiated find these passages confusing and often become hopelessly lost within the labyrinth.

NAVIGATING THE DREAM GALLERY

The skills one needs to navigate a traditional environment are useless in The Grephearon's Dream Gallery. The non-Euclidean environment demands a mind detached from mathematics and logic. As such, creatures teetering towards the edge of chaos fare better within the maddening halls than those of sound mind.

To navigate the Dream Gallery, a character must perform a skill challenge.

A skill challenge simulates a task requiring more time and effort than a single ability check. In its simplest form, the characters make a series of ability checks to earn a required number of successes before accumulating a maximum number of failed checks—similar to how death saving throws work. This skill challenge consists of the following elements:

- **Goal and Context.** The characters must navigate the hallways of the Dream Gallery. Before they begin, they must choose a goal, such as “find a specific dream” or “find a way out.”
- **Difficulty.** Primary ability checks made to explore The Grephearon are made against DC 25, while secondary checks made to explore The Grephearon are made against DC 10. Non-traditional methods used to navigate The Grephearon's halls actually work better than traditional ones.
- **Complexity.** Complexity is the total number of successes needed versus the number of failures to succeed on the check. To succeed in this skill challenge, the characters must gain six successes before they suffer three failures.
- **Primary Checks.** Typically, when the characters partake in a skill challenge, they may commit any ability check they like to the skill challenge. Certain ability checks, however, lend themselves better to a successful outcome than others. These ability checks are primary checks and usually have a lower DC than their secondary checks. Within The Grephearon, primary checks actually limit

the characters' ability to find what they are looking for more than secondary checks. Primary checks made to navigate The Grephearon are Intelligence (Arcana), Intelligence (Investigation), Wisdom (Perception), and Wisdom (Survival).

- **Secondary Checks.** Secondary checks represent all the skills the characters may use to participate in a skill challenge that aren't considered primary checks. The main reason for the disparity between primary and secondary is that primary checks are a little more "obvious" in their function. The Grephearon welcomes creatures that use strange and unusual methods to find their way through its galleries.
- **Other Conditions.** Time is meaningless in The Grephearon. Each time the characters perform an ability check related to navigating the halls of The Grephearon, it takes 1d12 hours.
- **Consequences.** If the characters suffer three failures before achieving six successes, they fail the skill challenge and must spend more time navigating its hallways. Otherwise, they find that which they seek.

Consider rolling on the Random Encounter table (found on page 10 of this document) when the characters fail to find their objective or spend a prolonged or even excessive period of time wandering the Dream Gallery's labyrinth.

ENTERING DREAMS

From humans to giants to squirrels to aboleths, any creature capable of dreaming has a gallery space within The Grephearon's Dream Gallery. The dreams experienced by dreamers resemble paintings, offering a glimpse into the dreamer's dreamscape. And the frame surrounding these images is the actual portals to the creature's subconscious. The paintings' frames reflect the nature of the dreamer. A construct's frame might be made of steel plates, rivets, and bolts, while a centaur's frame could be wreathed in leaves and wicker.

The Gallery's paintings don't only offer a view of a dream; spellcasters capable of casting the *dream* spell may enter the dream directly. Because The Grephearon has much stronger ties to the subconscious of its dreamers, using the spell *dream* in this way offers the spellcaster greater control over the dreamer. A spellcaster capable of casting the *dream* spell may spend one week of downtime studying the paintings in The Dream Gallery. At the end of the week, the spellcaster must make a DC 15 Intelligence (Arcana) check. On a successful check, the spellcaster learns the *dreamwalk* spell detailed below. This spell doesn't count towards the number of spells the caster may learn or know and can only be cast while within The Grephearon.

DREAMWALK

5th-level conjuration

Casting Time: 1 minute

Range: Special

Target: A painting in The Grephearon

Components: V, S, M (A handful of sand, a dab of ink, and a writing quill plucked from a sleeping bird)

Duration: 8 hours

Classes: Bard, Druid, Warlock, Wizard

This spell allows the spellcaster and up to eight other willing creatures to enter a creature's dreams via one of the paintings in The Grephearon's Dream Gallery. Since elves may dream while they trance, it even allows the spellcaster to enter the dreams of elves.

You enter the dreams of the painting's dreamer and can converse with the dreamer as long as it remains asleep through the spell's duration. If the dreamer wakes while you and any other creatures with you are inside its dream, you are immediately shunted back to The Grephearon's Dream Gallery.

You can also shape the environment of the dream, creating landscapes, objects, and other images, using the rules for Dreamscapes (see page 8). You can exit the dream at any time, ending the effect of the spell early. The painting's owner recalls the dream perfectly upon waking.

While inside the dream, you may create any of the following effects:

Comatose. You can prevent the dreamer from waking by placing the dreamer's manifestation of itself into an imaginary vault, safe, cell, or similar holding area. The dreamer must make a Wisdom saving throw. On a failed saving throw, the dreamer is trapped in its dream and can't wake. At the end of every 7 days, the creature can repeat its saving throw against this effect. If it succeeds on its saving throw, the spell ends. A *greater restoration* spell or similar magic ends the effect early.

Influence. You may convince the dreamer that you are a part of its subconscious, using this deception to influence it to act in your favor. The target must make a Wisdom saving throw. It makes the save with advantage if it recognizes you as an enemy. If it fails the saving throw, it is charmed by you for 24 hours or until you or your companions do anything harmful to it, including inside its dream. The charmed creature regards you as a friendly acquaintance. At the end of the duration, the creature knows it was charmed by you.

Probe. You probe deeper into the dreamer's subconscious; this allows you to gain insight into the dreamer's reasoning, its emotional state, and anything that looms large in its mind (such as something it worries over, loves, or hates). For the next 24 hours, you have advantage on Wisdom (Insight) and Charisma checks made to interact with the dreamer both inside and outside of its dream.

Using this effect, you can also uncover hidden secrets in the dreamer's mind. If you try to uncover a carefully guarded secret, the dreamer may make a Wisdom saving throw. If the target fails, you learn the secret. On a successful saving throw, you can't learn the information you seek, and the dreamer becomes aware of your presence in its dream.

Wrack. You and your companions appear monstrous or terrifying to the target. If you do, the dreamer must make a Wisdom saving throw. On a failed save, echoes of the phantasmal monstrosity spawn a nightmare that lasts for the duration of the target's sleep and prevents the target from gaining any benefit from that rest. When the target wakes up, it takes 6d6 psychic damage.

DREAMSCAPES

The world of dreams often resembles the sleeper's waking world, albeit greatly exaggerated. Dreamscape mountains have steep cliffs, strange curves, and impossible heights. Swamps in the dreamscape are dark, dismal places filled with sucking mud and biting insects. Castles in the dreamscape offer impenetrable defenses, lavish chambers, and infinitely long passageways. Because nothing is stable within a dreamscape, the same magical limitations that apply to the Ethereal Plane and The Grephearon also apply to dreamscapes.

Furthermore, a dreamer that is aware that they are dreaming may take control of the dreamscape and shape it to their will. There are two ways for a dreamer to become aware that they are dreaming. First, a dreamer may willingly start the dreaming process with a lucid mind. Doing so requires a dreamer to make a DC 15 Wisdom check before they fall asleep. Elves and other creatures that trance instead of sleep automatically pass their check. On a success, the dreamer enters their own dreamscape fully aware that they are in a dream. Otherwise, they enter the dream and play the role their subconscious awards them—essentially, they are a “tourist” in their own dreamscape.

The other way for a dreamer to become aware of their dream is to interact with an outsider, such as a spellcaster entering their dream via the *dream* or *dreamwalk* spells. The dreamer may make a DC 15 Wisdom saving throw when this occurs. The dreamer continues to act as a tourist on a failed saving throw. On a success, the dreamer becomes aware of their dreamscape.

Once a dreamer becomes aware of the dreamscape, they may use their action to change the environment in any way they see fit. While inside their dream, the dreamer may cast any conjuration, evocation, illusion, or transmutation spell from any list, even if they don't know how to cast the spell in the waking world. Before the dreamer casts the spell, they must succeed on an Intelligence (Arcana) check. The DC for the check equals 10 + the spell's level (cantrips count as 0). On a success, the dreamer casts the spell inside their dream without any issue. If the check fails, the dreamer's attempt to cast the spell fails.

Outsiders who enter the dreamscapes of others, such as spellcasters entering the dreamscape via the Dream Gallery, may shape dreamscapes the same way. However, the DC to alter the landscape is 8 + the dreamer's proficiency bonus + the dreamer's Wisdom modifier. And if the dreamer is aware that there is an outsider in their dream, the check is made at disadvantage.

COMBAT IN THE DREAM

Dreamscapes occur within the subconscious of living creatures. Therefore, all damage dealt within the dream is psychic damage.

DANGERS IN DREAMS

Entering a dreamscape does not automatically guarantee that a spellcaster will take control of the dreamer. Some dreamers, particularly those with vivid imaginations, may have defenses in place to protect themselves from dreamwalkers. Also, other dreamwalkers and deadly creatures may enter dreams, competing for control of the dreamer.

MONSTERS

Creatures in dreams come in two forms: natives and outsiders. Native monsters are part of the dreamscape, conjured by the dreamer's mind or the artisan responsible for painting the dreamscape (see The Artisan's Workshop for details). Outsiders are monsters that enter the dream through The Grephearon's Dream Gallery, the *dream* spell, or other magical methods.

Natives. Creatures that originate in the dream can take on any appearance. Usually, these creatures' appearances are distorted versions of their Material Plane counterparts. Because these creatures are part of the dreamer's subconscious, these creatures automatically fail saving throws against spells and effects created by the dreamer that would alter the creature's form. Creatures with special defenses against mutability, such as a golem's Immutable Form trait, lose this feature in the dreamscape.

When a dreamer becomes aware that they are dreaming, they immediately gain control of all native creatures. While the creature is under the dreamer's control, the dreamer has a telepathic link with it so long as the dreamer remains within their own dreamscape. The dreamer can use this telepathic link to issue commands to the creature (no action required), which it does its best to obey. The dreamer can specify a simple and general course of action, such as “attack that creature,” “run over there,” or “fetch that object.” If the creature completes the order and doesn't receive further direction from the dreamer, it defends and preserves itself to the best of its ability.

The dreamer can use their action to take total and precise control of the native creature. Until the end of the dreamer's next turn, the creature takes only the actions the dreamer chooses and doesn't do anything that the dreamer doesn't allow it to do. During this time, the dreamer can also cause the creature to use a reaction, but this requires the dreamer to use their own Reaction as well.

Outsiders. Creatures that originate from outside the dream usually look the same as they do in the waking world. Dreamers may not take control of outsiders unless they use enchantment magic or effects, such as the *dominate person* spell, similar to the ones used in the waking world. Examples of outsiders include the **dream dragon**, **dream eater**, **night terror**, or **nightmare puppeteer**, the details for all of which can be found in the Appendix. **Night hags** or **nightmares** can also be found in the dreams as outsiders, although hags usually have business with the dreamer in the waking world. Wayward Artisans who have mysteriously slipped away from the Workshop may also visit the dreams of those in the Gallery, either to appreciate their designs or merely as a reprieve from the lifeless landscape of The Grephearon.

HAZARDS

Like the waking world, hazards represent deadly obstacles that must be avoided or removed. Just as the terrain in the dreamscape becomes greatly exaggerated, so do hazards. Spider webs are larger and stickier and seemingly impossible to destroy. Quicksand is deeper and harder to escape. Razorvine grows in great forests that stretch beyond the limits of the imagination. When implementing a hazard in the dreamscape, increase the DC for saving throws made against such hazards by 5.

Additionally, the dreamscape has its own exclusive array of deadly hazards rarely found anywhere else in the universe.

Dream Assimilation. Dreamwalkers who remain in the dreams of others too long risk becoming a permanent part of the dream, especially if the dreamer is unaware that there are trespassers in the dream. A dreamwalker must succeed on a DC 15 Intelligence saving throw at the end of each hour spent within a dream or have its Wisdom score reduced by 1d4. The target dies if this reduces its Wisdom to 0. Otherwise, the reduction lasts until the target finishes a short or long rest outside the dream. If the dreamwalker dies while within a dream, it becomes a permanent part of the dreamscape. Only a *true resurrection* or *wish* spell may remove it from the dream.

Hands of Desire. Dreamers wracked with anxiety over a lost lover or possessed with ceaseless lust often conjure hands of desire. Disembodied hands and arms spring from the solid surfaces in the dreamscape—floors, walls, and ceilings—and grasp any creature they can. The hands and arms are pocked with small mouths that constantly moan and wail. A creature that starts its turn within 30 feet of the arms that can hear their wails must make a DC 16 Wisdom saving throw. On a failed saving throw, the target becomes charmed by the hands of desire until the end of its next turn. While charmed by the hands, a target is incapacitated. If the charmed target is more than 5 feet away from the hands of desire, the target must move on its turn toward the hands by the most direct route, trying to get within 5 feet. The target doesn't avoid opportunity attacks, but before moving into damaging terrain, such as lava or a pit, and whenever it takes damage from a source other than the hands, the target can repeat the saving throw. A charmed target can also repeat the saving throw at the end of each of its turns. If the saving throw is successful, the effect ends on it. A target that successfully saves is immune to the hands' moaning for the next 24 hours.

When a creature starts its turn within 5 feet of the hands, it must make a DC 13 Dexterity or Strength saving throw (target's choice). On a failed saving throw, the target becomes restrained. The creature can use its action to escape the hands with a successful DC 13 Strength or Dexterity check (target's choice). Another creature may pull the target from the hands with a successful DC 13 Strength check.

A creature may also attack the hands. A 5-foot-square section of hands of desire has AC 11, 10 hit points, and immunity to psychic damage. If the hands' hit points are reduced to zero, they shrivel and fade, releasing any creature grappled by them.

Screaming Wind. Dreamers suffering from grief sometimes conjure these horrible hazards in their dreamscape. A screaming wind appears like a rolling cloud of dark dust. The dust cloud wails, echoing the pain of the dreamer. The cloud is usually a mile in diameter (or at least what one might consider a "mile" within the dreamscape) and moves at a pace of 60 feet per round. A creature that starts its turn within the wailing wind must make a DC 15 Wisdom saving throw. A creature takes 14 (4d6) psychic damage on a failed save and becomes incapacitated on a failed saving throw, or half as much damage and doesn't become incapacitated on a successful one.

TRAPS

Dreamers aware that they are inside a dream may set traps for dreamwalkers. Traps set this way resemble ordinary waking world traps in every way, except they deal psychic damage instead of the damage normal for its waking world version. For example, a pit trap with spikes normally deals falling and piercing damage in the waking world. But in a dreamscape, the fall and spikes both deal psychic damage.

DREAM COLLAPSE

The greatest danger facing dreamwalkers is the potential of a total dream collapse. These occur when the dreamer spontaneously wakes from the dream, giving a dreamwalker no time to escape the dream. When this happens, the dreamwalker and any of its allies in the dream are shunted from the dreamscape back to their point of origin and must make a DC 15 Intelligence saving throw. A target takes 5d6 psychic damage on a failed saving throw or half as much damage on a successful one.

DREAM SICKNESS

Even if a spellcaster avoids dream assimilation (see above), there is still a chance that their time in the dream may afflict them with dream sickness. When a dreamwalker spends 4 hours or more within a single dream, it must make a Wisdom saving throw. Compare the saving throw results to the Dream Sickness Effects table below.

DREAM SICKNESS EFFECTS

Result	Effect
10 or lower	The dreamwalker gains one form of indefinite madness.
11–15	The dreamwalker gains one form of long-term madness.
16–20	The dreamwalker gains one form of short-term madness.
21 or higher	No effect.



NIGHTMARE FLASK

RANDOM ENCOUNTERS

The creatures that can survive in The Grephearon are often best avoided. However, that's not always an option for those that need to hunt for their next meal. Despite what the table below may suggest, no monstrous encounter in the Dream Gallery or Artisan's Workshop is considered common, especially when you consider the sheer vastness of the realm and how unlikely it is to run into another creature unintentionally. However, like everything in The Grephearon's non-euclidean maze, if you go searching for it, you may get what you asked for. For the purposes of these encounters, any creature capable of casting a spell can also cast the *dreamwalk* spell up to 3 times per day.

THE DREAM GALLERY

d20 Encounter

- 1d3 **nightmares** stampede through the labyrinth, setting fire to nearby paintings and knocking others to the floor.
- 2 A **succubus** (40%), **incubus** (40%), or both (20%) looking for a waking creature to entertain themselves with.
- 3 A **night hag** mutters quietly to herself as she searches for the dream she's after, unbothered by the characters.
- 4 An **androsphinx** (30%) or **gynosphinx** (70%) blocks off the pathway that leads to the party's destination. Despite knowing full well how The Grephearon works, the sphinx insists that this path is the only one that will get the party to where they're going.
- 5 1d6 **darkmantles** drop from above.
- 6 A lost **doppelganger** wanders the maze in a wearied search for a way back to the Material Plane.
- 7 A **minotaur skeleton** traverses the labyrinth in an endless, aimless march. 2d6 **skeletons** follow behind it.
- 8–10 A **swarm of rats** or 1d4 **giant rats** race past the characters, seemingly trying to escape something even more sinister behind them.
- 11 A Dream Artisan (**mage** or **archmage**) walks the labyrinth. They alternate between admiring the paintings and creating various small illusions, which sometimes become corporeal and skitter off.
- 12 A **black pudding** slides over a painting in the Gallery, obscuring its imagery but unable to mask the sounds of wailing coming from within.
- 13 1d4 **phase spiders** attempt to trap the characters in carefully disguised patches of webbing.
- 14 2 **dream eaters** lumber through the labyrinthian hallways searching for trouble.
- 15 A **night terror** and its 2 **nightmare barbarian** thralls hunt down the party, keeping purposefully just behind them if the party tries to escape, reveling in the party's fears.

d20 Encounter

- 16–19 A **nightmare puppeteer** crawls along the ceiling, invisible and out of sight. It only intervenes with the characters if they do something that would otherwise damage The Grephearon or damage its paintings. If a **dream dragon** is following the characters, the puppeteer will immediately attack the dragon.
- 20 A **dream dragon** rests lazily on a heaping pile of intricately carved Gallery paintings and frames. Some of the paintings continue to move beneath it, suggesting the dreamer within is trapped within and unable to wake up from their dream. The dragon will not initiate conflict within its lair, as its only interest is in the collection of particularly vivid dreams or beautiful frames. If the dragon knows the characters are nearby, however, it will follow the party invisibly and slip into whatever dream the players do, if any, attempting to devour them within the dream rather than within The Grephearon.

THE ARTISAN'S WORKSHOP

Unlike the twisting maze of the Dream Gallery, the Artisan's Workshop is seemingly uninhabited by anyone other than the artisans themselves. However, numerous **nightmare puppeteers** reside invisibly within the Workshop—many more than what can be found traversing the labyrinth. They remain idle and in defense of the workers, serving as both protectors of The Grephearon and enactors of the Dream Shaper's will. Dangerous creatures that enter the workshop from the Deep Ethereal are swiftly dealt with by the puppeteers.

EXAMPLE TREASURE

Because of the far-reaching nature of The Grephearon and the ability for all manner of creatures to end up there (either purposefully or otherwise), virtually anything can be found in the Dream Gallery, lost by some other long-gone visitor. Many of these treasures are found and collected beforehand by other denizens of the labyrinth, but not all. Treasures collected by dream dragons end up in their painting-laden hoards, dream eaters collect trinkets to lord over other dream eaters, and nightmare puppeteers deposit lost goods to a hidden Lost and Found within the Artisan's Workshop.

However, example dream- and, nightmare-related magic items that could be found within The Grephearon include the *bottled abyss*, *dream catcher*, *dream saber*, *fell-rider chariot*, *nightmare flask*, *nightstalker's kanabo*, *phantom fire staff*, and *scroll of nightmares*. Other items designed to aid with sleep or manifest the illusory protomatter of the Deep Ethereal are also natural fits for the location, such as the *dream mantle*, *hourglass of slumber*, *mantle of security*, *sleepytime sheep stuffy*, *staff of the dream shepherd*, or the *wand of meadow's rest*. *Snugglebeasts* and *socks of the well-rested* are especially common within the workshop's Lost and Found.

APPENDIX: THE GREPHEARON STAT BLOCKS

DREAM DRAGON

Dream dragons lord over their lairs in The Grephearon's Dream Gallery, enjoying the unique magics that radiate off of their collected gallery paintings. They magically turn invisible when exploring the gallery's labyrinth in search of new treasures, interesting dreams, or visiting humanoid. When within a dream, a dragon attempts to devour other outsider creatures—those not belonging to the dream. To the dragon, these morsels, while not truly necessary for their survival, are nevertheless a delicious treat.

DREAM EATER

Dream eaters are headless, lumbering giantfolk with taut mouths stretched across their midsections. They patrol the hallways of the Dream Gallery in search of ne'er-do-well dreamwalkers. Dream eaters can smell the magical residue of the *dreamwalk* spell (as described on page 7, hunting down the source of the spell over time. Once found, the dream eaters either attack the caster or consume the painting the caster is currently inside. The dream then collapses and shunts the caster out into the dream eater's stomach.

INSOMBIE

Insombies are the risen undead of those who have died of exhaustion. These wandering zombie-like creatures radiate tiredness and inflict levels of exhaustion to those within their reach.

NIGHT TERROR

Shapeshifting specters made of protomatter themselves, night terrors are aptly named. These undead harbingers of misery emanate fear wherever they go and cause their prey to wither and lose all sense of hope in their wake. When invading the dreams of creatures, a terror transforms any dream into a horrifying experience.

NIGHTMARE BARBARIAN

Barbarians that are driven by their innermost turmoil as much as they are their anger. Using bizarre magic pulled seemingly straight from The Grephearon, these brutal warriors are capable of striking bone-chilling fear into those whom they stalk from the shadows.

NIGHTMARE PUPPETEER

The Dream Shaper's will is carried out by the puppeteers: massive, disembodied hands that silently traverse The Grephearon. The puppeteers are largely harmless until threatened or actively engaged. They use body-snatching strings made of the Deep Ethereal's protomatter to bind and control dissidents within The Grephearon. Dream dragons are their sworn enemy and will immediately engage with any they encounter.



DREAM DRAGON

Huge dragon, chaotic neutral

Armor Class 17 (natural armor)

Hit Points 157 (15d12 + 60)

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

STR	DEX	CON	INT	WIS	CHA
14 (+2)	21 (+5)	19 (+4)	22 (+6)	15 (+2)	16 (+3)

Saving Throws Dex +10, Con +9, Int +11, Wis +7

Skills Investigation +11, Perception +12, Stealth +10

Damage Resistances poison, psychic

Senses truesight 120 ft., passive Perception 22

Languages Common, Draconic, telepathy 120 ft.

Challenge 15 (13,000 XP)

Dream Sight. The dragon can see any living creature within 120 feet of it like normal, even if the creature is lightly or heavily obscured.

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

Unusual Nature. The dragon doesn't require air, food, drink, or sleep.

ACTIONS

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

Bite. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 16 (2d10 + 5) piercing damage.

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

Tail. *Melee Weapon Attack:* +10 to hit, reach 15 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage.

Hypnotic Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and can see it must succeed on a DC 16 Wisdom saving throw or become charmed for 1 minute. While charmed in this way, the creature is incapacitated and has a speed of 0. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If an affected creature takes any damage or if someone else uses an action to attempt to shake

the creature out of its stupor, the creature can repeat the saving throw with advantage, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Hypnotic Presence for the next 24 hours.

Breath Weapons (Recharge 5–6). The dragon uses one of the following breath weapons.

Phantasmal Breath. The dragon exhales a cloud of obscuring sand in a 60-foot cone. The cloud remains until the end of the dragon's next turn, and its area is lightly obscured. Each creature in the cloud when it appears must make a DC 17 Wisdom saving throw as the dragon magically crafts illusory manifestations of each creature's deepest fears within the cloud. A target takes 45 (10d8) psychic damage on a failed save, or half as much damage on a successful one.

Sleep Breath. The dragon exhales sleep gas in a 30-foot cone. Each creature in that area must succeed on a DC 17 Constitution saving throw or fall unconscious for 1 hour; a creature has disadvantage on this saving throw if it is under the effects of the dragon's Hypnotic Presence. This effect ends for a creature if the creature takes damage or someone uses an action to wake it.

Invisibility. The dragon magically turns invisible until it attacks or uses its breath weapon, or until its concentration ends (as if concentrating on a spell). Any equipment the dragon wears or carries is invisible with it.

LEGENDARY ACTIONS

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

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

Tail Attack. The dragon makes a tail attack.

Sandstorm (Costs 2 Actions). The dragon causes a torrent of sand to buffet the area around itself. Each creature other than the dragon within 10 feet of it must succeed on a DC 18 Constitution saving throw or take 12 (2d6 + 5) bludgeoning damage and have disadvantage on the next attack roll it makes before the end of its next turn. The dragon can then fly up to half its flying speed.

DREAM EATER

Large monstrosity, chaotic evil

Armor Class 12 (natural armor)

Hit Points 104 (11d10 + 44)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	8 (-1)	18 (+4)	7 (-2)	8 (-1)	7 (-2)

Saving Throws Con +6

Damage Resistances poison, psychic

Condition Immunities blinded

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 9

Languages Giant

Challenge 4 (1,100 XP)

Wretched Strikes. If the dream eater hits a creature with two greatclub attacks in the same turn, the target must succeed on a DC 14 Constitution saving throw or fall prone and become incapacitated until the end of the dream eater's next turn.

ACTIONS

Multiattack. The dream eater makes two greatclub attacks. It can attempt to grapple a creature in place of one attack.

Bite. *Melee Weapon Attack:* +6 to hit (with advantage if the target is grappled by the dream eater or incapacitated), reach 5 ft., one target. *Hit:* 18 (4d6 + 4) piercing damage plus 9 (2d8) psychic damage.

Greatclub. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Devour Hope (Recharge 5–6). Each creature the dream eater chooses within 30 feet of it must make a DC 14 Wisdom saving throw; a target makes this saving throw with disadvantage if it is incapacitated. On a failed save, the target takes 18 (4d8) psychic damage and becomes frightened of the dream eater for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. On a successful save, the target takes half as much damage and isn't frightened. If damage from this effect reduces a creature to 0 hit points but doesn't kill it, it immediately suffers one death saving throw failure as it is filled with dread.

INSOMBIE

Medium undead, neutral evil

Armor Class 7

Hit Points 25 (3d8 + 12)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	5 (-3)	18 (+4)	3 (-4)	6 (-2)	6 (-2)

Saving Throws Wis +0

Damage Immunities poison

Condition Immunities exhaustion, poisoned, unconscious

Senses darkvision 60 ft., passive Perception 8

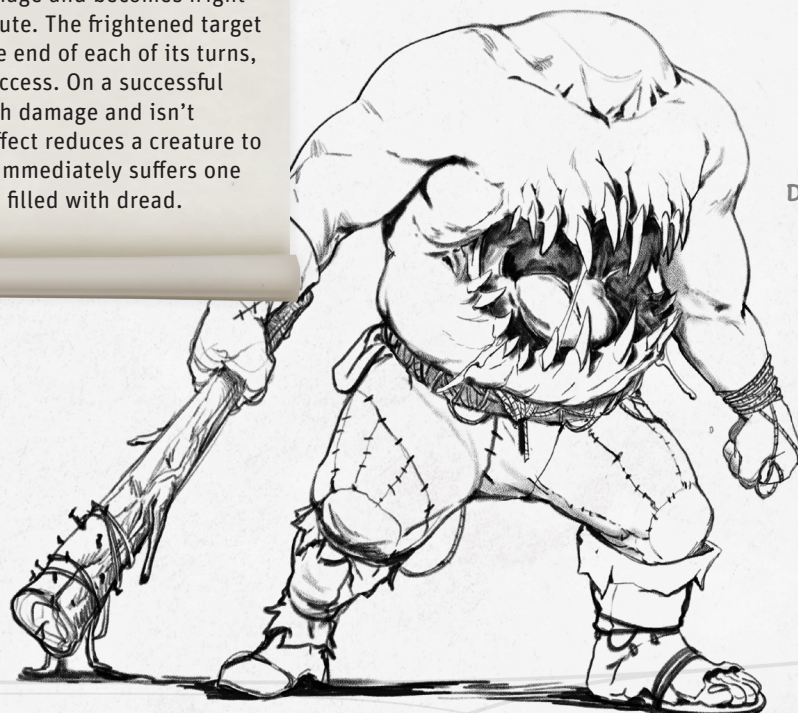
Languages understands all languages it knew in life but can't speak

Challenge 1/4 (50 XP)

Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit; the zombie has advantage on this saving throw if it has inflicted at least one level of exhaustion since the start of its last turn. On a success, the zombie drops to 1 hit point instead.

ACTIONS

Slam. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) bludgeoning damage plus 3 (1d6) necrotic damage. If the target is a creature, it must succeed on a DC 12 Constitution saving throw or suffer one level of exhaustion. Any levels of exhaustion inflicted by this effect go away when the target finishes a short or long rest.



DREAM EATER

NIGHT TERROR

Large undead (shapechanger), neutral evil

Armor Class 15 (natural armor)

Hit Points 115 (11d10 + 55)

Speed 30 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	21 (+5)	12 (+1)	17 (+3)	19 (+4)

Saving Throws Con +9, Wis +6, Cha +7

Skills Intimidation +10, Perception +6, Stealth +7

Damage Resistances psychic; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities necrotic, poison

Condition Immunities charmed, exhaustion, frightened, petrified, poisoned, unconscious

Senses darkvision 120 ft., passive Perception 16

Languages Common, telepathy 60 ft.

Challenge 8 (3,900 XP)

Shapechanger. The night terror can use its action to polymorph into a Small or Medium humanoid, or back into its true form. Its statistics, other than its size, are the same in each form, but it can only use its flying speed in humanoid form if it's polymorphed into a race that is able to fly. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

Aura of Fear. Creatures within 30 feet of the night terror have disadvantage on saving throws against being frightened, and frightened creatures in the aura have disadvantage on saving throws against the night terror's spells and effects. In addition, the night terror gains 5 temporary hit points at the start of each of its turns for each creature within this aura that is frightened.

Incorporeal Movement (True Form Only). The night terror 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.

Innate Spellcasting. The night terror's spellcasting ability is Charisma (spell save DC 15). The night terror can innately cast the following spells, requiring no material components:

At will: *silent image*, *thaumaturgy*

3/day each: *bane*, *command* (as a 2nd-level spell)

1/day: *fear*

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

ACTIONS

Multiattack. The night terror makes two attacks with its Nightmarish Touch. It can cast a spell in place of one attack.

Nightmarish Touch. *Melee Spell Attack:* +7 to hit (with advantage if the target is frightened), reach 5 ft., one target. *Hit:* 9 (2d8) psychic damage plus 14 (4d6) necrotic damage, and the target must make a DC 15 Constitution saving throw. On a failed save, the target's hit point maximum is reduced by an amount equal to the necrotic damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Torrent of Terror (Recharge 5–6). Each creature within 60 feet of the night terror must succeed on a DC 15 Wisdom saving throw or become frightened as it is flooded with horrific visions of its deepest fears. While frightened in this way, the creature's speed is reduced to 0, and it takes 11 (2d10) psychic damage if it starts its turn within 30 feet of the night terror. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.



NIGHT TERROR

NIGHTMARE BARBARIAN

Medium humanoid (any race), any alignment

Armor Class 14 (hide armor)

Hit Points 60 (8d8 + 24)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	16 (+3)	16 (+3)	9 (-1)	11 (+0)	14 (+2)

Saving Throws Dex +5

Skills Intimidation +4

Senses passive Perception 10

Languages Common plus one other language

Challenge 4 (1,100 XP)

Apparition (Recharge 5–6). As a bonus action, or as part of the bonus action the barbarian uses to enter a rage, it can teleport up to 20 feet to an unoccupied space it can see that is within 5 feet of another creature. That creature must succeed on a DC 14 Wisdom saving throw or become frightened of the barbarian until the start of the barbarian's next turn. A creature frightened in this way can speak only falteringly and can't make opportunity attacks against the barbarian, and the barbarian has advantage on attack rolls against the creature.

Rage (3/Day). As a bonus action, the barbarian can enter a rage that lasts for 1 minute. The rage ends early if the barbarian is knocked unconscious or if its turn ends and it hasn't attacked a hostile creature or taken damage since its last turn. While raging, the barbarian gains the following benefits:

- It has advantage on Strength checks and Strength saving throws.
- It gains a +2 bonus to the damage roll of any melee weapon attacks it makes (included in the attack).
- The first creature it hits on each of its turns with a weapon attack takes an extra 4 (1d8) psychic damage.
- It has resistance to bludgeoning, piercing, and slashing damage.

Reckless. At the start of its turn, the barbarian can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against it have advantage until the start of its next turn.

ACTIONS

Multiattack. The barbarian makes two attacks.

Maul. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage, or 12 (2d6 + 5) bludgeoning damage while raging.



NIGHTMARE PUPPETEER

NIGHTMARE PUPPETEER

Huge undead, lawful evil

Armor Class 16 (natural armor)

Hit Points 218 (19d12 + 95)

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

STR	DEX	CON	INT	WIS	CHA
25 (+7)	14 (+2)	20 (+5)	21 (+5)	16 (+3)	11 (+0)

Saving Throws Dex +8, Con +11, Cha +6

Skills Deception +12, Perception +9, Persuasion +12, Stealth +8

Damage Immunities poison

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, poisoned, prone, unconscious

Senses blindsight 120 ft., passive Perception 19

Languages understands all

Challenge 18 (20,000 XP)

Charge. If the puppeteer moves at least 20 feet straight toward a target and then hits it with a slam attack on the same turn, the target takes an extra 10 (3d6) bludgeoning damage. If the target is a creature, it must succeed on a DC 21 Strength saving throw or be pushed up to 10 feet away from the puppeteer and knocked prone.

Innate Spellcasting. The puppeteer's spellcasting ability is Intelligence (spell save DC 19, +11 to hit with spell attacks). The puppeteer can innately cast the following spells, requiring only somatic components:

At will: *burning hands*, *scrying*, *shocking grasp* (4d8)

3/day each: *color spray* (as a 5th-level spell), *scorching ray* (as a 4th-level spell)

1/day each: *finger of death*, *prismatic spray*

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

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

Invisibility. As a bonus action, the puppeteer can magically turn invisible until it makes an attack, forces a creature to make a saving throw, or its concentration ends (as if concentrating on a spell). Any strings the puppeteer has attached to a creature and any equipment the puppeteer wears or carries are invisible with it.

Turn Immunity. The puppeteer is immune to any effect that turns undead.

ACTIONS

Multiattack. The puppeteer makes two slam attacks. It can use its Fling in place of one attack.

Slam. Melee Weapon Attack: +13 to hit, reach 5 ft., one target. **Hit:** 20 (3d8 + 7) bludgeoning damage.

Fling. The puppeteer attempts to flick or throw one creature within 5 feet of it. The target must make a DC 21 Dexterity saving throw. On a failed save, the target is flung up to 60 feet away from the puppeteer and knocked prone, and any

strings that were attached to it detach. If the target strikes a solid surface, the target takes 3 (1d6) bludgeoning damage for every 10 feet it was thrown. If the target is thrown at another creature, that creature must succeed on a DC 15 Dexterity saving throw or take the same damage and be knocked prone.

String Up. The puppeteer launches a string from each of its fingertips at one creature it can see within 15 feet of it. The target must make a DC 19 Dexterity saving throw. On a failed save, 1d4 + 1 strings attach to the creature's limbs, and the target is restrained. While restrained in this way, the target is moved with the puppeteer as it moves, always staying within 15 feet of the puppeteer.

The target can use an action to make a DC 15 Strength (Athletics) check, breaking free from up to 1d4 attached strings on a success. Each string can also be attacked and destroyed individually (AC 10; hp 5; vulnerability to fire damage; immunity to bludgeoning, poison, and psychic damage). The puppeteer can only have strings attached to one creature at a time, and it can detach its strings from a creature as a bonus action.

Puppet (Recharge 6). The puppeteer attempts to take total control of a creature that has at least one of the puppeteer's strings attached to it. The creature must succeed on a DC 19 Wisdom saving throw or become charmed by the puppeteer for 1 hour. While charmed in this way, the puppeteer has a telepathic link with the creature, which it can use to issue commands to the creature. In addition, whenever the creature makes a Charisma (Deception) or Charisma (Persuasion) check, it uses the puppeteer's bonus for that check, unless its own bonus is higher.

The charmed creature takes only the actions the puppeteer chooses, and doesn't do anything that the puppeteer doesn't allow it to do. The puppeteer can also cause the creature to use a reaction, but this requires the puppeteer to use its own reaction as well. Each time the creature takes damage, it can repeat the saving throw, ending the effect on itself on a success.

LEGENDARY ACTIONS

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

Move. The puppeteer moves up to its speed.

Cast a Spell (Costs 1–2 Actions). The puppeteer casts a spell from its list of at will spells (1 actions) or 3/day spells (2 actions).

Snap (Costs 3 Actions). The puppeteer snaps its fingers creating a sonic boom that is audible out to 300 feet. Each creature within 30 feet of the puppeteer must make a DC 19 Constitution saving throw. On a failed save, a creature takes 22 (5d8) thunder damage and is stunned until the end of the puppeteer's next turn. On a successful save, a creature takes half as much damage and isn't stunned. The puppeteer can't use this legendary action while it has strings attached to a creature.



PATH OF NIGHTMARES

NEW BARBARIAN PATH

Barbarians are known far and wide as being some of the most relentless warriors in existence, entering terrifying rages that fuel their attacks and allow them to shrug off even the most staggering of blows. A barbarian's presence and capabilities depend largely on the source of their rage, such as from a sense of greater purpose, bloodlust, or deeper, spiritual connection. Regardless of where this fount of rage comes from, barbarians are always feared and respected for their brutal talents.

PATH OF NIGHTMARES

Barbarians of the Path of Nightmares believe that battles are fought by both flesh and mind, preying upon their enemies' fears to gain the upper hand. Using a mixture of might and magic, these terrifying warriors embody their own worst nightmares to render their foes speechless and move unseen throughout the world.

FEARMONGER

Starting when you choose this path at 3rd level, you harness your own fears to empower your abilities. Your rage manifests visually as a small, nightmarish illusion from your body. The appearance may be a random phenomenon or something you choose, or it may even be based on your personal nightmares that come to the surface when you rage. Choose a nightmarish appearance or roll on the table below.

NIGHTMARISH APPEARANCES

d8 Illusion

- 1 Smoke and embers billow from you where your hair would normally be.
- 2 Your eyes burn like coals, and the flesh around them appears charred and ashen.
- 3 Your face blurs when you move, leaving a haze of afterimages behind it.
- 4 When you speak or shout, cloying whispers edge into the minds of enemy creatures that can hear you.
- 5 Your shadow moves on its own and pools around you as a dark specter.
- 6 Your teeth grow unnaturally long and pointed.
- 7 Inky, leathery imp wings unfurl from your back and loom behind you.
- 8 Your tongue grows long and forked, and your eyes turn yellow with slitted pupils.

Saving Throws. Some of your features for this path use a special save DC, called your Nightmare save DC. The saving throw DC is calculated as follows:

Nightmare save DC = 8 + your proficiency bonus + your Strength or Dexterity modifier (your choice)

TERRIFYING FURY

At 3rd level, your rage subtly draws out the fears of your enemies. While you're raging, the first creature you hit on each of your turns with a weapon attack takes extra psychic damage equal to half your barbarian level, rounded up.

You also gain proficiency in either the Intimidation or Stealth skill (your choice).

APPARITION

Also at 3rd level, you can use a bonus action to teleport to an unoccupied space that you can see within 20 feet of you that's also within 5 feet of another creature. If there are multiple creatures within 5 feet of that space, choose one. When you teleport in this way, that creature must make a Wisdom saving throw against your Nightmare save DC, provided that it can see you; the creature has disadvantage on the save if it didn't see you before you teleported. On a failed save, the creature becomes frightened of you until the start of your next turn. A creature frightened in this way can't make opportunity attacks against you, and you have advantage on attack rolls against it.

You can use this feature a number of times equal to half your level in this class, rounded up, and regain all expended

uses when you finish a long rest. You can also use this feature as part of the same bonus action to enter a rage. If your speed is 0, you can't teleport using this feature.

Alternatively, once you reach 10th level in this class, you can use an action to expend two uses of this feature to cast the *invisibility* spell, targeting only yourself, without expending a spell slot or material components. If you hit a creature while you're invisible in this way, that target must make a Wisdom saving throw with disadvantage against your Nightmare save DC. On a failed save, it suffers the effects of your Apparition.

WAKING NIGHTMARE

Beginning at 6th level, you have resistance to psychic damage, and you can't be frightened while raging. If you are frightened when you enter your rage, the effect is suspended for the duration of the rage.

In addition, you don't need to sleep, and magic can't put you to sleep. To gain the benefits of a long rest, you can spend all 8 hours doing light activity, such as cleaning your equipment, reading, or keeping watch.

DREAMSEEKER

Starting at 10th level, you can cast the *dream* spell, without expending a spell slot or material components. When you do, the saving throw DC for the spell is equal to your Nightmare save DC. For the duration of the spell, you can change the target of the spell up to five times, visiting the dreams of each creature separately. The spell otherwise ends early once the messenger becomes monstrous, as normal. Once the messenger becomes monstrous to a creature, that creature can't be targeted by this spell again until 2 days have passed.

Once you've used this feature, you can't do so again until you finish a long rest.

IMPROVED APPARITION

By 14th level, your mastery over terror is unmatched. You can use an action to expend three uses of your Apparition feature to cast the *fear* spell, without expending a spell slot or material components, using your Nightmare save DC for the spell save DC. Further, when you cast *invisibility* on yourself, you can move through a space as narrow as 1 inch wide without squeezing. Your rage also doesn't stop you from casting or concentrating on the *fear* or *invisibility* spells when you expend uses of your Apparition feature to do so, nor can your rage end early as a result of not attacking a creature on the turn when you cast a spell in this way.

In addition, when you use your Apparition to teleport, the distance you can teleport increases to 30 feet.

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