

HIS MAJESTY IN YELLOW

A FAIRY TALE HORROR CAMPAIGN SETTING

FOR OLD-SCHOOL ESSENTIALS









PAN

His Majesty in Yellow

A Fairy Tale Cosmic Horror Setting for Old-School Essentials

Most Appropriate for Characters of Level 7+

Requires the use of *Old-School Essentials Advanced Fantasy*



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DESIGNED FOR USE WITH
OLD-SCHOOL ESSENTIALS

As a sibling and companion book to ***Memento Mori*** • ***Memento Vivere***, this book will expand the scope of your adventures in Anon and Vestibul, but make no mistake—this book stands on its own and can be used as a complete campaign setting or ported into your existing games as an adventure locale with very little work.

"To die will be an awfully big adventure."

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• A PASTICHE •

Along the shore the cloud waves break,
The twin suns sink behind the lake,
The **SHADOWS LENGTHEN**,
In Carcosa.

Strange is the night where **BLACK STARS** *rise,*
And **STRANGE MOONS** *circle through the skies*
But stranger still is
Lost Carcosa.

Songs that the **HYADES** *shall sing,*
Where flap **THE TATTERS OF THE KING**,
Must die unheard in
Dim Carcosa.

Song of my soul, my voice is **DEAD**;
Die thou, unsung, as tears unshed
Shall dry and die in
Lost Carcosa

—Cassilda's Song

I don't know whether you have ever seen a map of a person's mind...

Doctors sometimes draw maps of other parts of you ... but catch them trying to draw a map of a child's mind, which is not only confused, but keeps going round all the time. There are zigzag lines on it ... and these are probably roads in the island; for ***the Neverland is always more or less an island,*** *with astonishing splashes of colour here and there, and coral reefs and rakish-looking craft in the offing, and savages and lonely lairs, and gnomes who are mostly tailors, and caves through which a river runs, and princes with six elder brothers, and a hut fast going to decay, and one very small old lady with a hooked nose. It would be an easy map, if that were all; but there is also first day at school, religion, fathers, the round pond, needlework, murders, hangings, verbs that take the dative, chocolate pudding day ... say ninety-nine, three-pence for pulling out your tooth yourself, and so on; and either these are part of the island or they are another map showing through,* ***and it is all rather confusing, especially as nothing will stand still.***

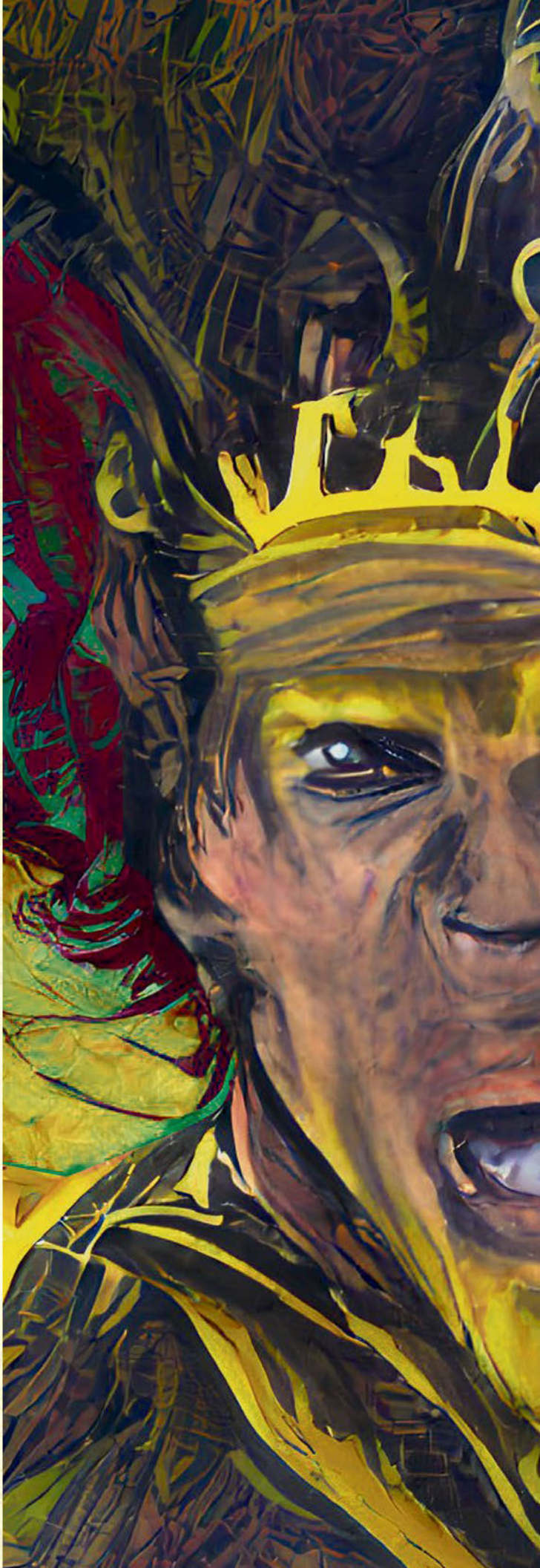
Of course the ***Neverlands*** *vary a good deal.*

...but on the whole the Neverlands have a family resemblance, and if they stood in a row you could say of them that they have each other's nose, and so forth. ***On these magic shores, children at play are for ever beaching their coracles.***

We too have been there; *we can still hear the sound of the surf,* ***though we shall land no more.***

Of all delectable islands, the Neverland is the snuggest and most compact; not large and sprawly, you know, with tedious distances between one adventure and another, but nicely crammed. When you play at it by day with the chairs and the table-cloth, it is not in the least alarming, but ***in the two minutes before you go to sleep it becomes very nearly real.***

That is why there are night-lights...





• A POEM •

It little profits that an IDLE KING, *by this still hearth, among these barren crags, match'd with an aged wife, I mete out and dole unequal laws unto a savage race that hoard, and sleep, and feed, and* **know not me.**

I cannot rest from travel

I will DRINK LIFE *to the lees*

All times I have enjoy'd greatly, have suffer'd greatly,
both with those that loved me, and alone, on shore,

And when
thro' scudding drifts
THE RAINY HYADES *vext the dim sea:*

I am become A NAME:

For always roaming with a HUNGRY *heart*

Much have I seen and known;
cities of men and manners, climates, councils, governments,
Myself not least, but honour'd of them all;
and drunk delight of battle with my peers,
far on the ringing plains of windy entrails.

I AM A PART OF ALL THAT I HAVE MET:

Yet...

all experience is an arch wherethro' gleams THAT UNTRAVELL'D WORLD
whose margin fades
for ever and forever
when I move.

HOW DULL IT IS TO PAUSE,

to make an end,
To rust unburnish'd, not to shine in use!

As tho' to breathe were life!
Life piled on life were all too little, and of one to me

Little remains:
but every hour is saved from that eternal silence,
something more, A BRINGER OF NEW THINGS:

and vile it were for some three suns to store and hoard myself,

And this GRAY SPIRIT

yearning in desire to follow knowledge LIKE A SINKING STAR,

BEYOND THE UTMOST BOUND OF HUMAN THOUGHT...

ONCE UPON A TIME, the three thousand and three nymphs of the rain and evening, sisters all, lamented their lack of a brother. Dionysus, whom they had raised and who was like a son and brother to them, had grown up and left to pursue his destiny after learning to make wine from the very waters they shared with him. Their tears shone in the heavens of the many worlds they brought rains.

On one such world lived a young shepherd named Haïta, who lived a simple and devout life, tending his flock, playing his reed pipes, and worshipping his silent and unspeaking god, Hastur. When the sisters' tears fell from the heavens, their mother followed their trail to Haïta's world. She did not cry as deeply or for as long as her daughters, for she was Aethra, nymph of Happiness and Bright Skies.

Aethra took an interest in Haïta, as he possessed a more melancholy spirit than all of her daughters, not knowing his history or place, and having no family of his own but his flock, and no friend but an aged hermit. As a mother, she desired to soothe his soul.

Radiant Aethra was so beautiful that the flowers about her feet folded their petals in despair and bent their heads in reverence, so sweet her look that hummingbirds thronged her eyes and wild bees were about her lips. Haïta, ignorant youth that he was, struggled to meet her on her terms, without conditions or presuppositions, such that she nearly left him for his folly. Eventually, he learned to let go of his cares through her lessons and embrace the present moment, which is the only place and time she could be found.

She took Haïta back to her daughters, where they now cried tears of joy instead of sadness at the arrival of their new brother, and they renamed him Hyas, crowning him with celestial laurels so that he would shine alongside them among the stars, as they had with Dionysus before him. In time, Hyas went on many adventures and became a mighty hunter and famed archer in the heavens, felling many beasts that would threaten his new home. However, the silent god he once worshipped, Hastur, was a jealous god.

When Hyas had abandoned his devotion to Hastur, as he was no longer a mortal shepherd, the god orchestrated his demise so that he would fall to the great bull that roamed the mazes of the pathless heavens near his and his sisters' home. While Hyas succumbed, so too did the bull meet its end to Hyas' arrows.

The sisters transformed their grief into chains, and locked Hastur away in some unknowable place, King of Yellow Cowardice, Lord of Never-and-Nowhereland, never to feel light or love, or the embrace of Happiness.

Their vengeance cost the sisters their lives. In recognition of their love and sacrifice, Dionysus implored the highest among the gods to honor and pity them.

They were transformed into stars, and became the ever-raining Hyades, known to the worlds to which they once brought rains, near the head of the slain cosmic bull to remind all of what they had lost and of the vengeance and love of family.

Hyas' older brother (after a fashion), Dionysus, used guile and trickery to secret away the last remnants of Hyas' essence so Hastur could not fully obliviate him.

As the ages rolled forward and time marched on, the splintered spirit of Hyas found its way back to the mortal world, born again and again in many forms over many generations, unknown to all. Eventually his spirit recombined in its entirety into one little boy, whom we all now know. As soon as he was born, he knew in his being that he did not belong, that he was not human.

After a mere seven days of being human, he recalled how he once soared through the heavens like a bird, or perhaps a star. He flew out of his nursery window in his yellow nightgown toward a star that called to him, though he quickly tired (being ever so new), and alighted in a delightful public gardens. There he spent three suns living among the birds and learning their language and ways from Solomon Caw, the wisest of avian spirits, and going on many grand adventures with the fairies who dwelt there and the ghosts of children who died.

During his time in the gardens, he gained the name *Peter Pan* for his attempts to imitate birds on the reed pipes he somehow just *knew* how to craft. He was by then quite unaware that he had ever been human, and supposed he was a bird—or at least *part* bird, at any rate, and often crowed his joy and triumphs. Solomon told him he was *not* a bird, but not quite human either, being instead a *betwixt-and-between*.

Peter had no memories of his former time as Haïta or Hyas, his many sisters, or even his *mother*, Aethra—though, in his deepest core he felt her, of course, how she taught him to live truly in the moment without care for the past or worry for the future.

And, deep within his dark realm of exile, Hastur knew that Haïta had returned, and he burned with a rage and envy so deep that the veil between realms was weakened...and the silent god found his voice.

Peter, oblivious to this, went about his merry and mercurial way, unable to fly and unaware that he was anything other than a half-boy who had flown away to become a bird. All the while, Hastur whispered throughout time and space to any who had ears to hear and minds to ponder his siren signs of doom.

Over time, Peter began to wonder about his human mother. He did not so much miss her as he wondered *if she missed him*, thinking it would be decidedly delicious if she did. The fairies agreed to give Peter the ability to fly again to check in on her, but, instead of staying, he decided he could come back to her in the future when he was ready, since his mother always kept the window open in case he should return.

Many months seemed to pass, and Peter decided he was full of adventures in the gardens. He'd built a boat, had many battles, played many games, made many friends, and even married a little girl named Maimie!

He was going to again be his mother's boy. A great going away ceremony was held for Peter by the birds and fairies, and he quite enjoyed the attention from both those glad for him and saddened to see him go.

But, when he returned, the window was barred—his mother had forgotten him. She now had a new baby to dote upon. What seemed like many months had really been many *years*, and Peter felt not only his first real sadness in his short new life, but a depth of loss deeper than his soul had known in any previous life.



Too prideful to return to the gardens and face the derision of the fairies and pity of the birds, Peter decided he would never grow up any further. As he flew away from his wretched mother, he saw that star which once called to him. The first star on the left of that group of stars Solomon had told him was a *bull*, whatever that was.

Peter flew toward the star all night, as fast as he could, constellations streaking by him as he went. The further he went, the more he felt the thrill of adventure, as if on the hunt for some unknown quarry. His sadness was already abating.

And, the further Peter flew, the stronger the jealousy and rage of Hastur grew, and the thinner the veil between the planes became that bound him and kept him from that last chosen disciple who had scorned him, his Haïta. Feasting on the fears of the minds he touched throughout the cosmos from afar, Hastur grew stronger until his chains became arms with which he reached out, beckoning the boy who yet knew no fear.

Peter knew from some of the child spirits in the gardens that those spirits who left would go this way and never be seen again. Peter relished the idea that he was going somewhere that nobody from where he came could see him again. He did not know, of course, that those spirits who took this path traveled to their afterlives, nor did he know that the star that called to him was the remnant of his former life as Hyas.

When Peter neared the familiar star, it blinked out of existence and he found himself in a lightless black realm above a sea covered in eerie mists. He flew for ages, directionless, until he saw an island surrounded by drifting orbs of soft white light.

The orbs followed his flight, and he thought it was good fun at first, but over time they annoyed him. The rude things did not even say *hello*. Peter did not know that they sensed his power and followed him to monitor his ingress into their realm as he approached the island.

The island was huge and had a city on its coast, but the city had *grown ups*. This would not do. If there were grown ups, then people *could* grow up, and he would *never* grow up. He would live in the *now* forever. He left.

Peter Pan flew and flew until he thought it should surely be morning. He came across a series of rugged and uninhabited islands. No cities, no bothersome orbs, no grown ups. This would do. This would be his *new* home, and he would be *king*. But where was the sun? He decided then and there that it was definitely *well past time* for sunrise and, so, for the first time ever, the sun, strange though it was, rose over the barren crags of those small islands, and the orbs in the distance recoiled in horror and the nameless mists retreated to the cusp of the horizon. They would never return so long as Pan ruled there.

One of many things that Peter did not know was that the largest island of his new home was the epicenter of the final veil between the rest of the planes and that unknowable place where Hastur was locked away by the Hyades. That place alluded to only in disparate texts as the fabled and lost *Carcosa*. When Pan brought the light of his sun to the island for the first time, he brought with it new *shadows*. And his own shadow was always that one which had followed him since he first left his flock to join the Hyades, many lifetimes ago. That umbral gloom of Hastur's jealousy.

Now, the shadowy tendrils of hidden Hastur, forever trapped in both past and future, comingle and alloy with the shadow of the forever-boy, the never-man, who lives ever-now as Peter Pan.

d66 Things Pan Might Say



1.1 "Oh, the cleverness of me!"

1.2 "Did you see me?! Did you see?"

1.3 "You don't think I'd kill him while he was *sleeping*! I'd wake him first, and *then* kill him, like I *always* do!"

1.4 "More! More! Do it again! DO IT AGAIN!"

1.5 "I'm sorry you *feel* that way, but..."

1.6 "Don't leave me. Nobody else will want you."

2.1 "I'll kill them! Twice! I'll rip them open and feed their insides to the neverbirds and give their hides to the gnomes!"

2.2 (tells a big lie) "And that's the honest truth!"

2.3 "Don't mind the mermaids, they're like that with *everyone*!"

2.4 "I don't know *any* stories, none of the lost children knows any stories."

2.5 "Let me show you the new game I invented!"

2.6 "I forget them after I kill them. Who is Captain Hook? Who is Tinkerbell?"

3.1 "Thank you for that idea, I'm so glad I thought of it!"

3.2 "*Discipline*. That's what kings believe in. We should punish the children immediately before they try to kill you again, visitor. In fact, we should *kill them*."

3.3 "If you're feeling ill, eat these glass bits and then drink this beef stew from this jar. It has a spout. Yes, I'm certain this is the medicine Wendy once taught me."

3.4 "The ducks are such gloomy creatures."

3.5 "If that's what you *really* want..."

3.6 "I am *so* merry! *Much* merrier than *you*, for instance, as *you* are merrier than your father, I suppose."

4.1 "A grand design burns in my heart!"

4.2 "Forget them. Forget them all. Come away with me where you'll never, never have to worry about grown up things again."

4.3 "I don't want *ever* to be a man! I want always to be a little boy and to have fun!"

4.4 "Do people where you come from know of all the wonderful things I do? Oh, please tell them!"

4.5 "They will forget their mothers in time and be happy with me."

4.6 "Dark and sinister villain, have at thee!"

5.1 "I am youth, I am joy! I am a little bird that has broken out of the egg!"

5.2 "The neverbirds are always thinking of their nests, and there are some bits of you that would excite them very much."

5.3 "Well, I can't be *any* of the things you say, because I don't know what they are!"

5.4 "Of course Neverland was make-believe in the early days, but it is real now."

5.5 "I'm breathing fast because everytime you breathe, a grown up dies..."

5.6 "Never say goodbye because goodbye means going away and going away means forgetting."

6.1 "All of this has happened before and it will happen again."

6.2 "Dare say that again and I'll forget you EVER EXISTED."

6.3 "Just *always* be waiting for me."

6.4 "I taught you how to fly and fight, what more could there be?"

6.5 "One girl is more use than twenty boys."

6.6 "Dreams *do* come true if you wish hard enough. You can have *anything* in life... if you will sacrifice *everything* else for it."

(d66: roll 2d6, with one die acting as the "tens" place and the second acting as the "ones" place.)

"He is Peter Pan, You Know."

"Come with me to where dreams are born and time is never planned."

—Peter Pan

Children have the strangest adventures without being troubled by them. For instance, they may remember to mention, casually, a week after the event happened, that when they were in the woods they met their dead father and had a game with him...

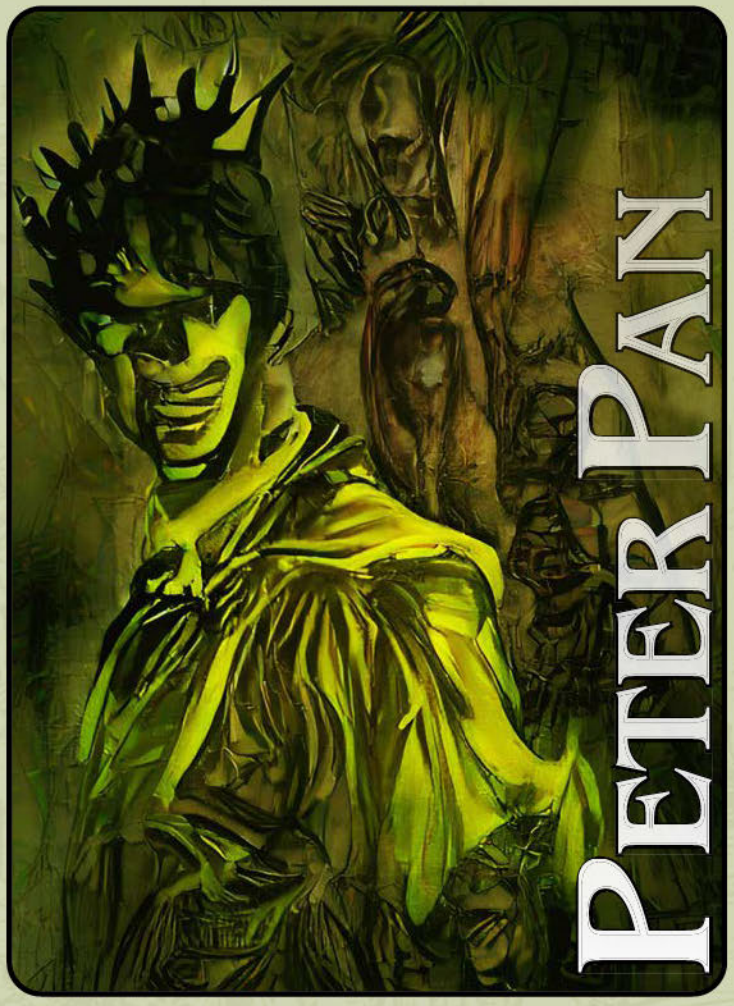
When parents travel through their children's minds, they sometimes find things they cannot understand. Occasionally, they will find the name *Peter* scrawled all over, standing out in bolder letters than any of the other words and ideas with an oddly cocky appearance. When the parents ask their children who he is, they reply, *"He is Peter Pan, you know."* And, while at first the parents *did not know*, after thinking back to their own childhood they will *just* remember a Peter Pan who was said to live with the fairies. There were odd stories about him, such as that when children died he went part of the way with them so that they should not be frightened. Parents who remember him had believed in him at the time, but now that they were *grown up* and full of *sense*, they quite doubt whether there was any such person.

Children do not know *how* they know who Peter Pan is, they just *know*. When parents ask their children why in the heavens they didn't tell them before, the children invariably reply lightly with an *"I forgot."* The parents then jump through mental hoops to rationalize away these unsettling occurrences with an *"Oh, surely they must have been dreaming or playing make-believe."* But, deep in their hearts they know better, and feel a little afraid. *And Hastur smiles.*

The Boy Who Would Not Grow Up

Peter Pan is too many things all at once to sum up, and he is often wildly different in demeanor from one day to the next, but following are some *generally* consistent statements about him:

- He is the very definition of *capriciousness*.
- There is almost nothing he cannot do.
- He has the ability to imagine things into existence.
- He can imitate voices perfectly, and replicate any sound he's heard or imagined on his pipes.
- The most entrancing thing about him to adults is that he still has all his first teeth, which he gnashes at anyone he sees to be a *grown up*.
- He senses danger when it is near.
- When he senses danger, he gets excited instead of afraid.
- He cannot experience fear, instead experiencing *gladness*.
- He can sniff danger in his sleep and cannot be caught by surprise, unless he is intensely focused on something else.
- He is very self-absorbed and cocky.
- He is more cocky than anyone you have ever met, though there is an odd boyish charm that never makes it feel like arrogance.
- People often forgive him his faults, even against their better judgement.
- He is just *so* infectiously likable.
- He often doesn't notice changes in others because he is too interested in talking about himself.
- His gestures and mannerisms are always exaggerated, as if he was in a stage play and hamming it up for an audience.
- He *has* to fight fair. Unfairness *stuns* him! He always meets unfairness, but often forgets it. Such that each unfairness feels like the first time to him.
- He can transform into many things, but sometimes doesn't realize when he has done something or transformed into something or someone else.
- When he is mischievous, a strange smile plays about his face that causes others to shudder. While that smile is on his face, no on dares address him—all they can do is stand ready to obey.
- He usually carries a longknife, which he refers to as his *sword*.
- He is a superb swordsman, parrying with dazzling rapidity; ever and anon he follows up a feint with a lunge that gets past his foes' defenses, but his shorter reach often stands him in ill stead, leaving him unable to drive his steel home.



- He is rather naïve of very commonsense things, but disturbingly knowledgeable about dark and forgotten lore.
- When anyone, even children, annoy him terribly, he usually grows bored of them and leaves them be.
- Sometimes he takes a marked dislike of someone and banishes them...
  ...or *kills* them.
- He is the only being within three miles of the Neverborn Islands who can *permanently* kill anyone (see page 14).
- He does not handle abandonment well, and can be cruel and possessive towards those that he otherwise seems to care deeply for.
- He feels deeply, but briefly; he is at once full of heart and heartless.
- He is oblivious to others' feelings, often treating others as if *they* have a problem for their feelings (but *his* are valid!), or else he attempts to distract them into a better mood (so they are more fun to be around).
- He usually cannot differentiate reality from fantasy.
- He is incapable of *real* love or empathy.
- When he does nice things for others it is usually just so he can celebrate his *own* cleverness or heroism.
- He meets criticism and chastisement very poorly, often getting angry and demonizing his "attacker."
- He rarely feels remorse.
- When he does feel remorse, all of the islands grow dark.
- He sometimes—though not often—has dreams, and they are more painful than the dreams of other children. For hours he cannot be separated from these dreams, though he wails piteously in them.
- These dreams have to do with the riddle of his existence, but he never seems to recall them upon waking.
- If anyone tells him about his fitful sleep, he calls them a *liar* and insists they change the subject, else he will get angry.
- *No one must ever touch him*, though he does not know why; the fairies enforce this law when they are around.

The Many Faces of Peter Pan

The Many Faces of Peter Pan

As a godling with near-infinite imagination who is being influenced all the time by outside forces as much as his own whims, Pan sometimes takes on different avatars depending on his mood. Typically, Pan appears as a human boy with occasional elfin features of an age somewhere between six and twelve years old. This default avatar as *Peter Pan* is the most pleasant of his mercurial roles.

His other primary personae include the adventurous and ruthless *Captain Pan* and the tyrannical and pompous *King in Yellow*. Each of these personalities manifest as a different avatar of himself, with its own unique abilities and traits.

Of course, at times he will take on yet further guises, and referees are encouraged to substitute an appropriate stat block for such infrequent avatars. Perhaps, sometimes Pan imagines himself to be a wizard or a master burglar, while others he is a ferocious dragon or tediously boring father to his many lost children when he has a *mother* around.

Any of Pan's avatars can be defeated by conventional means, but, as an immortal being, he will always come back in one form or another, following the same rules as everyone else who "dies" within the Neverborn Islands (p. 14). He will return in 1d100 hours 1d4 miles from wherever he was defeated, no worse for the wear.



Pan's Mercurial Memory

"I forget them after I kill them. Who is Captain Hook? Who is Tinkerbell?"
—Peter Pan

Peter Pan has seen many tragedies, but he has forgotten them all. As a being forever living in the *here and now*, he often and frequently struggles to remember anything for very long. Even very important or notable things to others—and things that *should be* important or notable to him—are but sand between his fingers, only recalled by chance or whim at the unlikeliest, and sometimes least opportune times.

The *Fake* Pans

Hastur cannot directly affect Pan in any present and current moment, but he *can* influence his past and future through proxies and shadows. As both the future and the past are places as dark as the void Hastur is trapped within, he can manipulate those shadowy energies. Once, when a conjunction of the planes afforded an opportunity, Hastur used fell umbramancy to multiply Pan's severed shadow into a swarm of impostor Pans, which he sent throughout time and space to subtly impact the nature of the *real* Pan by influencing the minds of any who might have an opinion of him. The Pans, Pushans, Pucks, Petras, Pangus, and others. Nobody knows that these shadow-Pans were facsimiles created by Hastur, of course, but there are some rare few eldritch planar scholars who know of these *fake Pans* of the multiverse, as—when they make the connection after meeting Peter Pan—they quickly learn of his ire and wrath should they press their inquiries.

Pan's Shadow

Hastur has lurked in the shadows of the past and future for so long that he has a special power over them—and even, at times, over those to whom the shadows belong. If Hastur exerts great effort, he can sever the shadows of others to create an umbral puppet that he can guide and manipulate to do his bidding. Hastur once did this to Peter Pan, back in the days when the infamous Darling children frequented the islands, but Wendy Darling used magic she had learned from the Old Ladies of the woods (p. 52, 59) to reverse the curse and re-bind Pan's shadow, unwittingly preventing Hastur from duplicating the trick on Pan again.

These **Hasturian Shadows** can be found on page 46.

PETER PAN

AC 3 [16], HD 15+3**** (70hp), Att 3 × longknife (1d4 + pushback), 1 × scathing insult, THAC0 11 [+8], Mv 120' (40') / 240' (80') flying, Sv D4 W5 P6 B5 S8 (15), ML 10, AL Neutral, XP 5,150, NA 0 (1), TT None

► **Languages:** Common, plus the languages of birds, fairy beings, and mermaids.

► **Betwixt-and-Between:** Peter Pan is treated as both a human, a bird, and a celestial being for all rules and effects.

► **Immortal:** Peter Pan cannot die—at least not within the Neverlands. He is a godling and will always come back to life, no worse for the wear, in 1d100 hours within 1d4 miles of wherever his form "died" (p. 14). He will often *disbelieve* his own defeat or just say he was only *pretending* to be dead. If Pan's avatar form was destroyed under circumstances that insulted him or made him feel embarrassed or guilty, he will typically return as his King in Yellow avatar (p. 11).

► **Resistances:** Immune to aging effects and fear from any source (he cannot experience fear). Has a +4 bonus on saves against poison and mind-affecting or mind-reading spells or effects (e.g. *charm, hold, sleep*). Takes only half damage from weapon attacks by adults.

► **I See What You Did There!:** Can roll twice and take the better result on any saving throw against any charm effect.

► **Guess Again! (3/Day):** May re-roll a failed saving throw.

► **Weaknesses:** While Peter Pan is immune to fear, if he ever has his pride wounded deeply, such as being confronted about his mother abandoning him, being caught fighting or playing unfairly, or the like, he must **save versus spells at a -4 penalty** or lose access to the following abilities for 1d20 turns: Guess Again!, Imagine That!, Aerial Somersault, and I Know You Are, But What Am I? If he loses the ability to fly, he gently descends to the ground without being harmed.

► **Combat:** May use any weapon, but refuses to use firearms. Never uses a weapon that gives him a grossly unfair advantage. If attacking with a one-handed blade (dagger, sword, etc.), he can make three attacks, as with his longknife, otherwise he makes only one attack. Being child-sized, he suffers a -4 penalty on attack rolls with two-handed melee weapons.

► **Danger Sense:** Rolls initiative twice and takes better result.

► **Pushback:** If Peter Pan misses with an attack with his longknife, he may choose to force his target to move back 5' away from him (**save versus spells** negates).

► **Imagine That!:** Can duplicate the effects of the following spells with only the power of his imagination. Once per day he can image so powerfully that it has the effect of a ***wish*** (see *Old-School Essentials*). These are all treated as divine spells.

- **At-Will:** *animal friendship, auditory illusion, charm person, create food, create water, detect danger, glamour, invisibility to animals, major creation, nondetection, silence 15' radius, speak with plants, suggestion, ventriloquism, water breathing* (self only)
- **3/day Each:** *charm monster, dancing lights* (appear as fairies), *hallucinatory terrain, hypnotism, emotion, fascinate, illusion, impersonation, invisibility, knock, mass suggestion, mislead, phantasmal force, polymorph self, quest (remove quest), summon animals, true seeing*

► **Legendary Reactions:** Peter Pan has 3 points each combat round that he can use at the end of an enemy's turn to do one of the following things; he may only take 1 such action per single enemy's turn:

- **Aerial Somersault:** (1 point) Flies or jumps up to 20' without having to make a fighting withdrawal or retreat.
- **Dazzling Parry:** (1 point) Adds +3 to his AC until the start of his next turn against melee and missile attacks.
- **I Know You Are, But What Am I?:** (2 points) Duplicates any one spell or effect that targeted him or one of his allies who he can see that round, so long as he can speak and see. A mirrored spell is cast as soon as he uses this legendary reaction, not during the normal spellcasting phase of combat.
- **Scathing Insult:** (1 point) Insults one creature he can see within 60'. The target must **save versus spells** or be stunned (cannot move or act) until the start of Peter Pan's next turn. Unintelligent creatures or those who do not share a language with Peter Pan make their save at +4.



The Boy Eternal

When Peter Pan is his most jovial and mercurial self, the self that all who meet Pan *hope* is his truest form, he is an infectiously charismatic and carefree boy with a penchant for adventure and a disdain of adults. His charming smile and sense of wonder and optimism at just about everything is, however, darkened by his need to always be right and better than everyone else.

Most of the time, Pan appears as a boy somewhere between the ages of six and twelve years old, depending on his mood and with whom he is interacting. He usually appears six more often than he appears older. While he sometimes forgets to wear clothes at all, he is usually clad in fairy-crafted garments of skeleton leaves and the juices that ooze out of trees. Many nights, he can be encountered riding around on a large ram-goat that he imagined into being looking for new arrivals to his islands.

Peter Pan's personality is described in more detail on page 07.



Captain Pan

After Peter Pan killed the infamous Captain Hook, he became a pirate himself for a little while. Legend has it that Pan's most well-known "mother," Wendy Darling, was leaving the Neverlands and returning to the mortal world. Every time someone leaves Peter, he feels the loss and betrayal as deeply as if it were the first and worst time, as he can scarce recall any that came before. But, not one to miss a chance for a game, Peter always finds ways to delay those who would leave him with unexpected and improvised adventures and grandiose ruses, which he devises to keep them *just a little longer.* After he killed Captain Hook (p. 34), for instance, Peter declared himself *Captain* Pan, and decided that he was then the captain of the dreaded *Jolly Roger*, which he proudly renamed the *Jolly Peter*, in what he thought was a rather inspired moment.

Taking on the most dastardly and cliché traits of pirates, as he saw them, Captain Pan was a ruthless captain indeed. He forced his then-mother Wendy to make a new suit for him out of some of Hook's wickedest garments, against her protestations. On the first night he wore this sinister red coat, he sat long in the *Jolly Roger's* cabin with Hook's double cigar-holder in his mouth and his right hand clenched, all but for the forefinger, which he bent and held threateningly aloft like a hook. In the many months that followed, Captain Pan, along with his gaggle of lost children, his Wendy-mother and her Darling siblings, a slew of fairies, and some of Hook's original crew sailed about the Neverlands reaving and gaining infamy from both the inhabitants of the Neverborn Islands and the surrounding Neverlands. His comrades were all too afraid to challenge him in this new avatar he had adopted—instant obedience was the only safe thing.

Sometimes, but less frequently these days, Pan still dons his *Captain's Coat* (p. 66) when he is feeling particularly ornery and irritable.

While in his Captain Pan avatar, he has the same statistics as Captain Hook (p. 34), with the following changes:

Captain Pan has 70hp, and he does not have Hook's *Hasturian Blessings*, *Rending*, or *Dueling Pistol* abilities.

His hook attack is instead a Dagger, and it cannot grapple targets.

He gains the *Resistances* and the *Aerial Somersault* and *Scathing Insult* legendary reactions of Peter Pan (p. 09).

Pan, His Majesty in Yellow

When Pan is in his darkest moods, his shadow—which he does not know is tethered to Hastur in Carcosa beneath the Neverlands (p. 29)—influences him to embrace a grim and tyrannical avatar. When Pan is both dark and sullen, after his ego is bruised, his trust broken, or his pride deeply wounded, he dons his yellow tatters—those once-swaddling clothes from his mortal infancy—and fashions a crown and finds a scepter. He becomes the King in Yellow. If his *Tatters of the King* (p. 67) are worn by someone else, that person is immediately teleported to the King in Yellow, where he will attempt to take them back.

In this guise he does not acknowledge he is Pan, scoffing at "Peter Pan" as if he is someone else. Some foolish boy who is inept and bumbling and pitiable. It is almost as if, on some level, he recognizes his many flaws and lays them bare to others as the King in Yellow, harshly critiquing himself only to reign terror upon his audience to prove how much better it would be to have Peter Pan there in his stead.

As the King in Yellow, he terrorizes anyone he comes across, until or unless they can convince him that Peter Pan really is wonderful and capable and wise after all (his victims can tell they are succeeding when a glimmer of a wry, self-satisfied grin creeps from the corner of his mouth). As the King, he is crueller than Captain Hook ever was, is more scheming and scathing than a Machiavellian villain, and is—oddly—more possessed of logic and maturity than in any of his other avatars. While he is the King is also the only time grown ups are treated as equals and without utter contempt.

Unfortunately, the times when Pan is the King in Yellow is when Hastur has greatest sway over the boy-god, and each time he dons this role he loses just a tiny sliver more of his innocence and *Pan-ness.* The fairies (p. 40) and Old Ladies (p. 59) know this and do everything in their power to placate him continually, so that he does not enter this state. Others fear this version of Pan, and so, too, indulge and mollycoddle him to avoid the wrathful warpath of the King in Yellow.

As the King in Yellow, Pan has set ablaze forests and homes with his flaming thyrsus, tortured innocents with cruel glee, brought forth the deepest and darkest secrets and insecurities to crush the spirits of others, and worse. And, when he returns to his boyish avatar as Peter Pan (p. 09), he is blissfully unaware of any of his actions. In fact, Pan *loathes* the idea of the King in Yellow so much that he has even organized grand hunting parties to find him and kill him, to no avail. He swears the King will one day suffer a fate worse than Hook if he ever finds him...



THE KING IN YELLOW

AC -1 [20], HD 30**** (135hp), Att 1 × scepter (4d6), magic, THAC0 5 [+14], Mv 120' (40') / 180' (60') flying, Sv D2 W2 P2 B2 S2 (30), ML 12, AL Chaotic, XP 21,750, NA 0 (1), TT None

► **Languages:** Can speak and understand all languages.

► **Telepathy:** Can communicate telepathically within 120'.

► **Shrewd Liege:** Always knows if he hears a lie.

► **Deific Sight:** Is under a continual *true seeing* effect.

► **Wisdom Beyond Time:** 3-in-6 chance to know any esoteric or forgotten lore, history, secret, ritual, science, or the like.

► **Immortal:** The King in Yellow is a godling that cannot die—at least not within the Neverlands. He always comes back to life as Peter Pan (p. 09), no worse for the wear, in 1d100 hours within 1d4 miles of wherever his form "died" (p. 14). As Peter Pan, he will have no memory of his time as the King in Yellow.

► **Resistances:** Immune to aging effects, being charmed, and fear from any source (he cannot experience fear). Cannot be blinded or deafened. Immune to poison. Takes only half damage from spells and magical attacks.

► **Regeneration:** Regains 2hp each round, as long as he has at least 1hp.

► **Weaknesses:** If the King in Yellow can be convinced by those around him that they believe Peter Pan is wonderful and not the least bit terrible—that they *truly* wish he would return to them, then the King in Yellow must **save versus spells** with a -10 penalty or transform into Peter Pan (p. 09) with no recollection of his time spent as the King. If The King's robes, the *Tatters of the King* (p. 67), are removed from him for more than one hour, he will also transform into Peter Pan once the time elapses. Referees should award ad-hoc XP for defeating the King in Yellow by either of these means.

► **Banishment:** One creature that can be seen within 60' must **save versus death** or be banished to Carcosa (p. 29) for up to 1 turn. The King in Yellow can choose to end this effect at any time before a minute transpires, which returns the banished creature to where they were. If the target is not returned before the end of 1 turn, they do not return.

► **Multifaceted Mind:** Can cast up to 2 spells at one time.

► **Eldritch Ego:** Can cast any of the following spells, as a 14th level spell caster. Never loses a spell if damage is taken. Each spell is cast from whichever spell list the referee prefers.

- **At-Will:** *auditory illusion, blight, entangle, ESP, fascinate, fear, nondetection, pass plant, shield, silence 15' radius, telekinesis, whispering wind*
- **3/day each**: *anti-magic shell, charm monster, confusion, control weather, dimension door, disintegrate, dispel magic, emotion, geas, growth of plants, hold monster, mass suggestion, mirror image, mislead, paralyzation, phantasmal killer, remove curse (curse), raise dead, sleep, speak with plants, suggestion, teleport*



► **Legendary Reactions:** The King in Yellow has 3 points each combat round that he can use at the end of an enemy's turn to do one of the following things; he may only take 1 such action per single enemy's turn:

- **Shadow Step:** (1 point) Teleports, along with anything he is wearing or carrying, up to 100' away. The starting and ending locations must be in areas of shadow or darkness.
- **Regal Parry:** (1 point) Adds +3 to his AC until the start of his next turn.
- **Counterspell:** (1 point) Cancels 1 spell cast within 200'.
- **Majestic Resilience:** (2 points) Ends any single effect or condition affecting him, even if he could not normally act due to some effect. Can do this even if he is unconscious.
- **Lordly Insult:** (1 point) Insults one creature he can see within 60'. The target must **save versus spells** or take 1 point of damage and be stunned (cannot move or act) until the start of the King in Yellow's next turn. Unintelligent creatures and psionic creatures make their save at +4.

HEX-CRAWLING THE ISLANDS

The subjective nature of the Neverborn Islands and the wild and rugged terrain of most of the islands means that tracking *precise* distance is impossible. Traveling from one area to another might take an hour or two on one adventure and then a few days on the next. Further, the islands are so delightfully packed with adventures and dangers that new adventures are likely to frequently pop up and distract from one's original goals.

That said, a simple hex overlay map is presented to the right for referees wishing to maintain and track some semblance of accurate distances. Assume that each hex is *approximately* 2 miles across. Traditional overland movement rules are all but worthless in this setting, so it is advised to use the following travel guidelines:

Walking: Any group traveling on foot can move 1d6 hexes per day. Increase this distance by 1 hex if no random encounters occur, and by 1 additional hex if the group contains at least one scout from the Neverborn Islands who knows the path traveled. Treat hexes that are primarily jungle or forest terrain as 2 hexes, treat hexes that are primarily mountains as 3 hexes, and treat the Desert of Desolation (p. 19) as 6 hexes.

Flying: Any group that is flying around the islands or traveling by seafaring vessel can easily move 2d6 hexes per day. Increase this distance by 2 hexes if no random encounters occur, and by 1d4 additional hexes if the group contains at least one scout from the Neverborn Islands who knows the path traveled.

Sailing: While sailing, treat any hex that contains at least 1 island as 2 hexes, while hexes that contain any of the Hydra's Teeth islands count as 4 hexes due to jagged rocks. For air travel, treat all hexes within 1 hex of Lake Hali as 2 hexes due to neverbirds, volcanic ash, and frequent storms.

WALKING

Flying can be tiresome, so that most creatures spend most of their time traveling by foot. Even fairies walk about their territories as often as they fly. The rugged and diverse topography of the Neverborn Islands can prove challenging to travelers, though, especially those traveling long distances.

FLYING

Many creatures can fly in the Neverborn Islands: Peter Pan and the lost children, the fairies, Solomon Caw and the birds, the neverbirds, the *Calypso*, etc. Refer to the Planar Traits section on page 14 for rules on flying in the Neverlands.

SAILING

Many denizens of the Neverborn Islands who are not pirates do not have seafaring vessels of any importance. Pan and the lost children occasionally build coracles and rafts for fun until they forget about them, but most everyone else has little need of a ship. In fact, having a proper boat of any kind is a likely way to be branded a "pirate" by Pan and the lost children.

FREQUENCY OF RANDOM ENCOUNTERS

While traveling overland on foot, parties have a base 1-in-6 chance of a random encounter every hour. The base chance is 2-in-6 while in terrain comprised mainly of forests, jungles, or mountains. Increase this by 1-in-6 for every 10 full people in the group. If the party is making an excessive amount of noise or using time-altering magic, increase the chance by 1-in-6 as well.

While traveling in the air, parties have a 3-in-6 chance of a random encounter every hour that they travel. Increase this by 1-in-6 for every 10 full people in the traveling party, and by another 1-in-6 if the traveling party is not accompanied by Peter Pan or a fairy guide.



RANDOM AERIAL ENCOUNTERS

1. 1 neverbird, scouting the party's travels.
2. 1d6+1 neverbirds, hunting (p. 56).
3. 1d6 Summer Court fairies (p. 27, 40), looking for mischief (or trade).
4. 2d6 Winter Court fairies (p. 27, 40), looking to trade (or mischief).
5. 3d6 Summer Court fairies, looking for a fight.
6. 10d6 chaffinches (p. 17, 31), looking for a fight—or conscripts to fight the dogs.
7. 1d6 lost children, looking for an adventure (p. 50).
8. 2d6 lost children, looking for a fight.
9. Peter Pan, looking for an adventure (p. 09).
10. 1d6+1 pirates in a sky skiff, surveying the islands.
11. The *Calypso* is 2d6+1 hexes away and heading this way (p. 60).
12. The party has flown too high and must contend with 10d6 will-o'-wisps.

RANDOM ISLAND ENCOUNTERS

1. 1 nightmare beast, on a mission for the Old Ladies (p. 59).
2. 2d6 nightmare beasts, on the hunt.
3. 1d6 neverbirds, resting but hungry-looking (p. 56).
4. 2d6 redcloak gnomes, looking for a fight (p. 62).
5. 1d6+1 redcloak gnomes, looking to trade.
6. 1d4 Hasturian shadows, seeking to increase their numbers (p. 46).
7. 2d6 blue wolves, hunting (p. 33).
8. 1 giant possum, protecting her den (p. 25, but treat as an **Owl Bear**).
9. 1d6 lesser chronodiles, looking for an easy meal (p. 38).
10. 3d6 lesser chronodiles, basking in the path of the party.
11. The Chronodile is 1d6+1 hexes away and is heading this way (p. 38).
12. If near a body of water, 1d6 mermaids are looking for mischief (p. 54).

The Neverborn Islands



1 Blind Man's Bluff
2 The Boreal Forest
3 The Chaffinches' Nest
4 Cheater's Channel
5 The Dark Forest
6 The Desert of Desolation
7 The Dog's Cemetery
8 Emerald Island
9 The Flower Islands
10 Hangman's Tree
11 The Happy Isles
12 The Hengelands
13 The Hydra's Teeth
14 Kidd's Creek
15 Lake Hali
16 Mab's Teeth
17 Marooner's Rock
18 The Maze of Regrets
19 Mermaid Lagoon
20 Neverbird Skerry
21 Neverland Island
22 The Neverpeaks
23 The Nevertree
24 The Neverwood
25 Nowhereland
26 Pirate Cove
27 Pirate River
28 The Redcloak Camp
29 Ruins of Hali
30 Skull Rock
31 Slightly Gulch
32 The Southern Isles
33 Summercoast
34 Tinker-Tailor Island
35 The Twins
36 Wild Fig Island
37 The Winterlands
38 Wylderbeast Woods

Gazetteer

THE NEVERBORN ISLANDS

The strange and dreamlike Neverborn Islands are influenced by the minds of their inhabitants and visitors, and the stronger the mind the stronger the influence. Hopes, dreams, whimsies, and fears all shape the islands' topography and denizens. Located in a pocket dimension known as the Neverlands amid a sea of souls partway to the hereafter, these islands are the mercurial domain of an entity everyone has heard of, even if only in childhood dreams—*Peter Pan*.

THE NEVER*WHERE*?

The names of places named, essentially, by a child tend to get convoluted and repetitive, and are often quite confusing to grown ups, so pay attention:

The Neverlands refers both to the multiversal and myriad versions of Neverland imagined by countless minds across time as well as the dark and mysterious realm where the Neverborn Isles (and other places) can be found. The Neverlands in the latter are a demiplane of darkness and possibility, existing on the cusp of the material and shadow planes and the hereafter.

The Neverborn Islands refer to the group of islands within the Neverlands that Peter Pan rules over. They are diverse, wondrous, and terrible, and often change form over time. Most inhabitants of the Neverborn Islands simply refer to the realms at large as "Neverland," "The Neverlands," or just refer to each island by its given name. This is where most of the confusion by outsiders arises.

Neverland Island is the centralmost island within the Neverborn Islands, and is the seat of Peter Pan's realm. It is where the classic tales that most people know once took place a long time ago when the infamous Darling children returned and spread the tales of their adventures to others.

THE NAMELESS MISTS

Nameless Mists surround the Neverborn Islands on all sides, but never encroach within 3 miles of any island's shores, and are rarely seen on the horizon. None know with certainty where the Mists originate, but they have always been in the Neverlands, even before Pan's arrival. Whatever their true nature, one thing is certain: the Mists induce madness and erase memories. All sentient beings who remain within the Mists for too long—mortals and undead alike—risk losing their grasp on their minds.

Every 1d6 minutes a sentient being spends in the Mists requires them to **save versus spells** or lose 1d4 days worth of memories. A successful save reduces the memory loss to just the time spent within the Mists.

Memories lost to the Mists can typically only be restored by legendary magic (like a *wish* or *miracle*), or by the intercession of gods or powerful otherworldly beings. Those who survive any length of time inside the Mists also talk of the waters being filled with faintly glowing lost souls and inky black tentacles that brush past them, waiting for them to succumb to the depths...

ISLANDS OF FORGETTING

Those who dwell in the Neverborn Islands often lose their memories of their old life, but are otherwise effectively immortal. Adults may **save versus death** every 1d6 days they spend among the islands to stave off the effects. If they fail, they lose 1d12 months' worth of memories from before they came to the Islands. These memories can only be restored if the amnesiac adult spends at least twice as much time away from the Neverborn Islands as they spent among the islands. Children must **save versus death** every day they are within the islands' influence, instead. *This effect extends 1 mile away from the coasts of each island within the chain.*

PLANAR TRAITS

The Fun Will Never End: Living creatures who die within 3 miles of the Neverborn Islands will come back to life, no worse for the wear, in 1d100 hours somewhere within 1d4 miles of where they died. Once a creature comes back to life in this manner, everyone—including the newly resurrected individual—will barely remember the event, treating it as of little more importance than a sprained ankle. Even if a creature's body was destroyed (even eaten!), they will come back fully formed, their old body nowhere to be found. However, if any creature is slain personally by Peter Pan, they remain dead forever and may not be brought back without divine intervention.

Planar Magic: Magic that summons or conjures beings or objects, or which interacts with other planes of existence will not function normally within 3 miles of the Neverborn Islands' shores.

Imaginary Conjurations: Instead of conjuring items or beings from elsewhere, magic that summons or fabricates instead pulls its creations directly from a caster's imagination! This means that any magical conjuration might take on wildly different appearances than expected, despite otherwise functioning normally.

Planar Magic: Magic that interacts with other planes functions, *but not as intended*. Any spell that interacts with a different plane of existence in *any way* instead interacts only with the demiplane of Carcosa (p. 29). Even higher level planar magic does not function normally within the Neverborn Islands, linking only to Carcosa. For example, spells that would take a caster to the ethereal plane still function, however they treat Carcosa as the ethereal plane for all effects. At the referee's discretion, legendary magic, like *wishes*, might still allow interplanar travel to work under the right circumstances.

But, My Bag of Holding!: Pocket dimensions that can be formed within the Neverlands still function normally, but these pocket dimensions cannot be used as a springboard to travel to other planes. For example, the extradimensional space inside a *Bag of Holding* or the space created by the *rope trick* spell function normally, but a character could not then travel to another plane—other than Carcosa (p. 29) or back to the Neverborn Islands—from that space.

Temporal Distortion: Time moves slower on the Neverborn Islands. Inhabitants age more slowly and need to eat less often (about 10 times slower), though they are still ruled by the circadian-like rhythms of the islands' day and night cycles. Time is also highly subjective and unpredictable; it might only take one person a week to travel across an island, whereas it may take another person only a few hours to traverse the same distance. The only way for anyone to know the precise time is to locate the titanic Chronodile (p. 38) that roams the islands and wait for the ancient clock in its belly to sound the hour.

I Believe I Can Fly: Anyone within 3 miles of the Neverborn Islands can attempt to fly by *believing* hard enough. By succeeding on a **save versus spells** (children gain a +4 bonus), a sentient creature can fly at their walking speed. Children must make this check every 1d12 hours to retain the ability to fly, while adults must make the check every 1d12 minutes. If the creature is already flying and fails a check, they are instead treated as if under the effects of a *levitate* spell without the ability to mentally direct vertical movement, until they pass another check. If they fail another check, they lose the ability to fly for 2d12 hours and will immediately fall if they are still airborne.

When Pan Leaves the Islands: At times, Peter Pan abducts living children from mortal worlds to join him on adventures, when the Neverlands come too near to some material plane or another and the strange boy breaks through, rending the film during these brief forays. In Pan's absence, the islands are sullen and quiet; the fairies laze about, the beasts attend to their young, the gnomes pause their work, and when pirates and lost children meet they merely bite their thumbs and blow raspberries at each other. When the islands feel Pan is on his way back from his travels, they again wake into a blaze of life.

WEATHER ON THE ISLANDS

The Neverborn Islands are frequently sunny with countless clouds shaped like countless things during the day, while at night they appear to be full of brilliant stars and strange moons. The sun, it will be noted, appears to be in two places at once, not quite next to itself but not quite overlapping, either.

A 3-Mile Bubble: The skies only appear as "normal sky" within 3 miles of the islands' shores, with the effect being invisible to anyone beyond this perimeter. In fact, anyone further than 3 miles from the Neverborn Islands will be unable to see anything other than a clear patch of black ocean over which hangs the eternal black void of the Neverlands' sky, where the Mists and will-o'-wisps dare not encroach. Anyone *within* this bubble will be unable to see the black skies and Mists beyond without magical aid, and then only within a few hundred yards.

Mysterious Sky Orbs: On the clearest nights, when Pan is away from the islands, some claim to have seen soft orbs of light lolling and drifting in the night skies at the horizon. Observers will note the luminous orbs remain for around 12 hours before disappearing. Talking about these lights aloud will often draw the ire of nearby fairies. These are **will-o'-wisps**, and are detailed further in *Memento Mori / Memento Vivere;* if you do not have that book, simply treat them as normal **Will-o'-the-Wisps** that are Neutral and have a +4 bonus on saving throws against spells and magical effects.

Mercurial Weather: While weather can change drastically within the span of a few miles, when it turns bad across *all* of the islands, it is usually because Pan is in some dark mood or another. Dreary and drizzly when he is introspective or lonely, overcast with a hint of thunder rolling on the horizon when he is sullen or brooding, nearly dark as night and full of dangers when he is embarrassed, flashing with lightning and torrential storms when he is enraged, and full of buffeting winds that will blow a grown up over when he is not getting his way. If the moods or emotions of enough denizens on the island converge, this may also impact the localized weather.

The Seas: The seas within 3 miles of the Neverborn Islands are idyllic and wild, full of mermaids, exotic fish, strange and beautiful coral reefs, and all manner of enticing adventures and dangers. The dark waters beyond the islands' 3-mile influence have a peaceful quality to them. Beckoning. Despite the countless lost souls that swim aimlessly beneath the waves, and the massive inky tentacles that writher and slither, something about the waters is inviting.

TECHNOLOGY ON THE ISLANDS

Technology: The technology level can be whatever the referee likes, but the default assumption is that magic items are fabulous and rare among the Neverborn Islands, while most technology is a mixture of classic medieval fantasy and earth's mid-1600s golden age of piracy. Further, the dishware, personal grooming, medicinals, and accessories (like pocket watches, buttons, and bicycles) of the 19th and even early 20th centuries are commonplace.

Soulstones & Geistglass: Geistglass is not able to be formed on any of the Neverborn Islands, and nobody knows why. Furthermore, all soulstones cease to function while within 3 miles of the Neverborn Islands. Most grown ups believe this is Pan's doing.

Anachronisms & Caches: Caches of out-of-time-and-place objects called *anachronisms* may be found and used among the Neverborn Islands, though *caches* rarely appear. When they do appear, they almost always show up in some remote and difficult to reach location inhabited by some fearsome guardian.

ECONOMY OF THE ISLANDS

The Pirates: (p. 60) The pirates will trade and traffic in both treasure and obols, as well as useful information.

The Lost Children: (p. 50) The children will not understand the significance of obols and have little staying interest in coins or loot, but can sometimes be convinced to trade for both. They will often trade for candies and sweet treats, toys and weapons, joining them on some adventure, or some randomly desired focus of their short attention spans.

The Fairies & The Old Ladies: (p. 40, 59) The fairies and the Old Ladies of the islands both trade mostly for favors, secrets, names, memories, and other ephemeral things. They will sometimes trade for obols or magical reagents, if they need them for some spell or another.

Mermaids & Redcloak Gnomes: (p. 54, 62) The gnomes and mermaids will sometimes trade for obols, though they have no use for coins. They will also trade for living captives of all stripes. The mermaids for their cuisines and the gnomes for their tailoring. Both groups are xenophobic, so gaining an audience to trade is often difficult.

Impermanent Goods: Some of the goods that outsiders might trade for may prove to disappear in time, as they were the products of fairy magic or imagination. This can prove vexing to those not familiar with the impermanence of such a realm of make believe and possibility.

*WHAT*STONES AND *WHO*BOLS?

Geistglass is magical glass formed when lightning strikes beaches in or near the realm of the dead; chunks of geistglass can trap spirits and be used to enhance magic. *Soulstones* are chunks of spirit-filled geistglass that allow their wielder to cast spells from them, sort of like a scroll. *Obols* are items that hold some emotional, psychic, or spiritual importance that are often traded as currency by spirits of the dead and extraplanar travelers. None of these items are necessary to run a campaign within the Neverborn Islands. [Rules for all these items, as well as rules for adventuring as a ghost and more, can be found in *Memento Mori / Memento Vivere*.]

NECROMANCY & TIME EATERS

Undead: No undead that travels to the Neverborn Islands survives long. While Pan is within 3 miles of the islands, sentient undead (even ghosts) immediately become alive, reform a perfectly whole body, and promptly forget all shreds of their former lives. If their corpses have souls that desire to return to them, they may, else their forms crumble into so much dust soon to be carried off by a breeze of forgetting. Mindless undead are immediately destroyed. No new undead may be formed within the Neverborn Islands while Pan is present. When Pan leaves the Neverborn Islands, transformed undead do not revert to their unholy states, but other undead who arrive in his absence may travel about the islands without becoming alive.

Necromancy: While Pan is within 3 miles of the Neverborn Islands, all forms of necromancy magic—except that which heals—will not function at all. When any non-healing necromancy spell is cast, the spell is lost.

Time Eaters: As with every rule, there is always an exception. When Peter Pan kills a grown up and wishes them to remain dead, they do. For a time. His deep-rooted drive to have everyone adore him at all times—coupled with the corrupting influence Hastur has over the Neverborn Islands—brings such slain adults back as feral revenants known as **Time Eaters**.

These poor souls seek only to destroy life and sate their ravenous hunger, a warped mockery of the adulation Pan craves from others. Pan does not handle facing mortality well, so the fairies (p. 40) have made it their duty to hide these aberrant corpses in the depths of Skull Rock (p. 25) from him to spare the islands his foul moods.

Treat these time eaters as **Ghasts** with twice as many hit points and the following ability instead of their normal **Carrion Stench** ability:

Time Eating: Any living creature that starts its turn within 10' of the time eater must save versus death or age 1d12 months and the time eater regains this many hit points (up to twice its normal maximum hit points). This disorients the victim and imposes a -4 on all attacks and ability checks until the start of their next turn. On a successful save, the target is immune to the time eater's Time Eating ability for 24 hours.



The Wisdom of Hank Puddinbottoms

1. I've never trusted flowers—they're trying too hard.
2. I've learned a lot living among other cultures. The great people of Yith taught me about time travel. It was the treants who taught me about consent.
3. I don't believe in carrying coins. You ever notice the way coins attract trouble? Like my daddy would always say, "mo' money, mo' problems."
4. You'll know it when you find it.
5. I've never met a stupid person.
6. Me and the fey, we've got an agreement of sorts. I've no idea what it is, though.
7. I'll try *anything* three times.
8. I'm hairless from my navel down! That happened by accident.
9. Wherever you go, there you are.
10. Want to see how many eggs I can fit in my mouth? ...It's more than you'd expect!
11. ...that was when I realized I was wearing his pants!
12. I'll find my way back to L. Frank Island one day. Sit on the beach, pet a blue crab, and watch the rainbow waves. How I miss those hot springs!
13. I've forgotten more worlds than I've visited. There are just too many of them.
14. Don't get me started on MINOTAURS! Those bastards are behind almost every evil scheme in the multiverse. Except capitalism—that's all just rich people.
15. Why do they call them build*ings*? They're already built!
16. Don't walk behind me—I don't like to lead. Don't walk in front of me, either—I may not follow you. Don't walk beside me either. Actually, just leave me alone.
17. I like to live in the moment. Unless it's unpleasant. Then I like to sleep.
18. Don't give all your treasures to someone that doesn't deserve them.
19. I'm not perfect, by any means. One of my faults is my inability to tolerate your faults. I'll try harder tomorrow. Goodbye.
20. A friend insisted nothing travels faster than the speed of light. I corrected him, as bad news travels much faster, obeying its own special laws. I hope he wrote it down.

1) Blind Man's Bluff



This rocky region is home to three elderly men who believe themselves to be quite knowledgeable and wise, but are truly more full of bravado and pride than anything. The first is a theologian named Tolstoy who stared so long at Pan's strange sun that he went blind in pondering it, only to decide that the sun must not exist at all! The second is Salford, a lonely crab-apple of an old man stuck in reverie who timidly asks everyone he meets if they've been to his hometown of Salford, and has been in the Neverlands so long he has forgotten his original name (though he carries his home address around in his hat). Salford once met the third man, Hank PuddinbottomS, an interplanar explorer who was stranded here and said he had once indeed been to Salford. The two became cronies and were and thick as thieves ever since. Hank remained behind and convinced the other two to build a small café for other interplanar sages such as themselves to congregate.

With Pan's permission, they built a little hut for wayward travelers. They offer coffee and opium to their guests, and blusterfully expound at great lengths upon many topics that they are very passionate and learned about, but which seem quite droll and unimportant to all of their guests after a mere few minutes of conversation. Interplanar travelers, such as wizened wizards, mystic monks, and specious psions can occasionally be found here, taking respite from their mysterious travels to share their tales and proudly monologue about their own impassioned opinions on many disparate topics. Pan loves that all of these old people are *so* old as to nearly be children themselves in the manner in which they conduct themselves, so he permits them to stay here on Blind Man's Bluff, so long as they don't get too preachy with him or his lost children.

Adventure Seeds:

• Hank PuddinbottomS regrets the capital "S" he once acquired in trade to add to his name and would like to trade it for an "o." He knows that trading a useful vowel for a capital consonant is a longshot, but he's willing to pay handsomely or trade a big favor for the acquisition of one.

• An invisible, far-traveled elephant has taken up residence on Blind Man's Bluff, driven out of the Wylderbeast Woods by the animals that bullied it there. None of the three old men can agree on what the nature of the creature is, and it is causing an awful ruckus during their breakfast.

• Salford has lost his hat and is afraid he will forget his address in Salford if he does not get it back. Some lost children think the neverbirds have stolen it to make a nest out of, but Salford thinks the gnomes have taken it to add to their collection of tailoring materials.

2) The Boreal Forest



In this stretch of frigid hinterland coast, one can find abominable snowmen, winter wolves, the more feral fey of the Winter Courts (p. 27, 40), sabre-toothed tigers, magical white foxes who play pranks on visitors, polar bears, penguins, talking owls, and occasionally the home of Maimie Mannering, when she is taking a break from her various schemes. She likes the Boreal Forest best, as it reminds her of pleasant childhood memories. (See page 52 for more information on Maimie Mannering and page 59 for her coven of Old Ladies.) Pan and the lost children rarely trek as far as the Boreal Forest, as if it were a blind spot in their interests, adventures, and memories.

Adventure Seeds:

• Situated between the Winterlands and the Hengelands, denizens of this forest enjoy the unusual position of being the buffer between the fairies of the Winter Courts and the sentient canines of the Dog's Cemetery. Oddly, both factions have their uses for bones, so the Boreal Forest denizens aim to provide a steady supply to both sides, by any means...but bones have been scarce lately. Will interlopers help them acquire more bones or be harvested to meet demand? Rumor has it the fairies and dogs are not very picky about where the bones come from.

• One of Maimie Mannering's **Nightmare Beasts** (p. 59) has gained sentience and no longer wishes to be beholden to the Old Ladies. Half of their coven sympathizes for the creature and wants to grant its freedom, but the other half doesn't wish to give the other nightmare beasts any ideas. Maimie is away on sabbatical, so no tie-breaker can be had. They seek an impartial jury to devise a series of tests and decide whether the beast is truly an independent being or just a faulty spell effect. Assistance is compulsory, as refusing to help might lead to being turned into spell components...

3) The Chaffinches' Nest



Once the nest of a great neverbird, this vine-choked, thorny islet it now the home of a colony of hundreds of sinister chaffinches. Originally, they were the souls of children who died by predation who Solomon Caw brought here, but they were corrupted by Hastur's influence over time. They learned that by sacrificing half of their eggs they gained dark powers.

Chaffinches can be found on page 31.

Adventure Seeds:

• The chaffinches seek to expand their briar-crusted domain to the Dog's Cemetery and wage a genocidal war on its canine denizens. From there they plan to wage an all-out war on the Neverborn Islands.

• An emissary from the Winter Courts, from one of the Mabsdóttir clans, is seeking outsiders to infiltrate the Chaffinches' Nest and steal fifty pounds of fresh shadow briar vine. This corruption-filled vine can only be found in the interior of the island, but the reward is a great sum of money and a single *wish* granted per fifty pounds of it retrieved.

4) Cheater's Channel



When Neverland Island (p. 22) started to fracture and transform, the northernmost reaches of the island broke away and formed the foundations for what is now Lake Hali. When the rift finally tore the island asunder, it did so during a grand battle between Pan and his lost children on one side, and an unusual alliance of **Pirates** (p. 60) and **Neverbirds** (p. 22, 56) on the other. Pan already thought the pirates and neverbirds were fighting unfairly, having already captured half of his forces, but decided emphatically that they *must* be cheating when he started getting the upper hand only to have the pirates get away when the land fractured. The new sea channel that was created has born its name ever since. It is a perilous passage to traverse by ship, with falling rocks, neverbirds, and frequent whirlpools.

Adventure Seeds:

• A titanic and terrible crimson **Kraken** (p. 48) has taken up residence in Cheater's Channel It has eaten several chronodile younglings and the **Chronodile** (p. 38) is now on a rampage throughout the Neverborn Islands, making its way toward the kraken for a gargantuan showdown! Can anyone divert the Chronodile's devastation?

• The **Lost Children** (p. 50), **Redcloak Gnomes** (p. 62), and **Old Men** of Blind Man's Bluff (above) are working together to build a bridge to span the Channel, reconnecting the islands so they can better explore what has become of the Hangman's Tree (p. 20). Unfortunately, none of them are very good at bridge-building, and the groups have resorted to bickering and fighting. If that weren't bad enough, Pan has taken an interest and declared he will banish half of each group if they cannot figure it out (and the old men are an odd number!).

5) The Dark Forest



To date, Pan and the lost children have not really explored this foreboding and gloomy forest. Pan flew around it a few times when it first formed, but quickly lost interest. The pirates have made incursions into the woods a few times to check it out, but have fled in terror each time, often taking great casualties. **Sinister Trees** with hateful features claw at the dry and howling air, while the ground snags and tugs and trips any who would tread their always-dark reaches. On the rare times the **Old Ladies** (p. 59) travel that far north into the islands, even Maimie Mannering's nightmare beasts keep a healthy distance from these woods. While Pan does not feel fear the way others do, something in him instinctively avoids this place more often than not, making it a risky trip worth taking for those brave souls who wish to ensure they hide from Pan's capricious whims.

Adventure Seed:

• The shambling **Sinister Trees** have started wandering further south than they have right to be, and the ground bleeds where they pass. Treat these trees as Chaotically aligned **Treants** and **Bleeding Trees** (p. 33).

FLOWERLING

Requirements: None
Prime Requisite: CON
Hit Dice: 1d8
Maximum Level: 8
Armor: Shields only
Weapons: Any
Languages: None (see Spores)
Saving Throws: As Fighter
THAC0: As Fighter
XP Progression: As Elf
Spell Progression: As Cleric

Strange, silent plantoid lifeforms who only recently gained sentience. They adventure to learn about the world—everything is new to them.

Alien Physiology

Flowerlings have a +4 bonus on all saves against poison, spells, paralysis, petrification, disease, any source of cold damage. Further, they do not eat or sleep, but require 6 uninterrupted hours in contact with damp nutrient-filled soil each day to gain the benefits of eating and sleeping. They lose 1hp per day they do not rest in this manner.

Roots and Vines

Flowerlings can Climb Sheer Surfaces as a Thief of their level, and have a +4 bonus on all saving throws and other checks to resist being knocked over or moved against their will, due to their roots and grasping vinelike appendages.

Infravision

Flowerlings have infravision to 60'.

Blend In

Flowerlings have a 90% chance of success to hide in woods or undergrowth, being mistaken for a normal plant.

Spores

Flowerlings cannot speak, but emit a cloud of spores that allows them to empathetically communicate with sentient living beings within 40' + 10' per level.

From 2nd level, flowerlings can duplicate the effects of certain spells by expelling spores from their body. All saving throws against these effects are against poison, despite their original save type, as they originate from their spores. Flowerlings have the same spell progression as Clerics, but may only prepare and cast spells from the following list. Each spell comes from a different spell list: Cleric (C), Druid (D), Illusionist (I), or Magic-User (M).

Flowerling Spell List

1 auditory illusion (I), charm person (M), color spray (I), cause light wounds (C), detect illusion (I), faerie fire (D), light (C), remove fear/cause fear (C), sleep (M)

2 blindness/deafness (I), Blur (I), detect invisible (M), esp (M), hypnotic pattern (I), obscuring mist (D), slow poison (D)

3 clairvoyance (M), cure disease/cause disease (C), hold person (M)

4 cause serious wounds (C), charm monster (M), confusion (M), illusory stamina (I), neutralize poison (C), rainbow pattern (I), speak with plants (D)

5 animate dead (M), cloudkill (M), hold monster (M), illusion (I)

6) The Desert of Desolation



This island is a place of grieving and sadness. Once upon a time, this island did not exist. Instead a great reef lived there. However, in one of Pan's rampages as the King in Yellow (p. 11), he destroyed the reef and felt a deep sorrow afterward. He was not remorseful that he had killed the reef, mind you, but that he could no longer enjoy its beauty on days he wanted to swim about in the seas south of Neverland Island. For many ages, the dead reef was known as Grief Reef. When people were feeling extremely sad, Pan would temporarily exile them to the reef until they cheered up. Over time, the woes and sadnesses of the exiled children accumulated and formed a very large desert island, and the island eventually became a breeding ground for Hastur's influence.

While Pan still exiles children to the Desert of Desolation for being too melancholy, he usually now sends an advance scouting party to fight back any shadowy monsters that might come and get any child exiled there (treat as **Invisible Stalkers** that appear as shadows). The lost children will set fires along the dunes nearest the shores where they land to form a perimeter around the spot where the sad person is to be exiled. This also encourages the pitiable exiles to cheer up quickly, before the bonfires burn out...

Adventure Seed:

• The shadow creatures of the island have buried all the driftwood and gnarly scrubs under the sand and lie in wait for the next batch of lost children, knowing they will be unable to build fires large enough to keep them at bay before nightfall. They plan to take them to the center of the island, where the veil is thin between the Neverlands and Carcosa (p25). There they will sacrifice them to Hastur in 13 days' time, giving Hastur a stronger foothold into this realm.

7) The Dog's Cemetery



There is nowhere quite like the Dog's Cemetery in the known multiverse. When most children say that all dogs go to heaven, they are probably imagining a place like this. Dirt to roll in, shade to nap in, cats to chase, bones to bury, trees to mark, trash heaps to dig through, bottoms to sniff, and no leashes or collars in sight. All dogs here can talk, and new canine arrivals can speak, too. The hundreds of sentient talking dogs in these lands are loosely led by a triumvirate of canines: Nana the Newfoundland, Porthos the St. Bernard, and Hercules the mastiff (a.k.a. "The Beast").

Located within the southern reaches of the Neverborn Islands amid the region known as the Hengelands, this is one of the most friendly and simultaneously deadly areas of this strange realm. Aside from the droves of sentient and cultured feral dogs that roam the island and the expected natural wildlife such hills and fields would contain, the Dog's Cemetery is located atop a vast network of ancient barrows from some alien and forgotten culture. These barrows have the unusual quality of being inverted, as if anyone entering them from above were actually entering them from below, while also having the unfortunate quality of being immune to the anti-undead traits of the Neverborn Islands (see page 15). While the barrows' denizens cannot emerge without becoming alive, they freely haunt the tartaran depths below this island. More bizarrely, these barrows bear a striking resemblance to the ruins of Carcosa (p. 29) and seem to stretch deeper and wider than the island's horn should allow.

Fetch Quests:

• The dogs, loyal stewards and guardians that they are, watch the tunnels to the barrows and make frequent forays into them to harry any **Wights**, **Ghouls**, or **Ghasts** that would get too close to the surface and spread their foul influence. Oftentimes, a pack of dogs will emerge covered in gravedirt and cuts, chewing on some long-dead thing's femur with gleefully wagging tails. Unfortunately, a pack of young pups has not been seen in two days and the older dogs are stuck fighting the murderous chaffinches to the west (p. 16). The triumvirate seeks out mercenaries to aid them in returning their younglings.

• The dogs have mostly built their kennel-castles from the ruined megaliths that once dotted these lands, now long-destroyed by Pan (who *hates* any type of clock). Recent constructions have revealed that not all of these henges were time-tracking stones. Some of them appear to be the corpses of giant stone elementals or rock beings, their features frozen in the horror of their last moments. Was this Pan's doing, or someone else's? Who or what were they, and why did they meet their demise? Did any of them survive?

8) Emerald Island



Not all of the Neverborn Islands were always here, nor were all of the new islands formed by Pan's whims. The most recent arrival to the island chain is called the Emerald Island, owing to its fabulously viridescent hue. The island and its tall, narrow, blunted peaks arrived approximately a year or two ago by anyone's reckoning, and strange flashes of light are seen there sometimes at night. During the day, denizens of the other islands have reported seeing a strange flying balloon-ship at times, while the old men of Blind Man's Bluff have casually mentioned that an old charlatan-wizard from another realm dwells there and accidentally got himself and his island lost. Whatever the truth, Pan has been busy with other things of late, and has forbidden anyone else from investigating Emerald Island until he can first scope it out himself—whenever *that* might be.

Adventure Seed:

• There really is a wizard living on the Emerald Island, and his name is Oscar Zoroaster Phadrig Isaac Norman Henkle Emmannuel Ambroise Diggs. "Oz" for short. He is in this realm to try and rescue a little girl and her dog from his world who were spirited away by a magical vortex. She has since lost her memories and has joined Pan's lost children over the last year or so, while her dog, Toto, was exiled to the Dog's Cemetery, where he has been conscripted to fight in the war against the chaffinches. Now that Toto can speak from his time among the Neverlands dogs, he might prove a valuable asset in helping the little girl remember her life before being a lost child, as she looks everywhere in vain for him. The wizard, however, is stymied by bad weather (influenced by Pan's turbulent mood at his arrival) and cannot leave his island. He has taken to befriending some of the birds that have started nesting on his new island and trying to get them to send messages to the other islands for aid. If Captain Rex (p. 60) got wind of the wizard's plight, he might be inclined to aid him in recovering the poor lost girl.

9) The Flower Islands (The Gardens)



These lush and beautiful islands are dense and filled with innumerable plants—and delicious bugs and grubs and worms that the birds love to eat. Solomon Caw (p. 64) can often be found among this trio of islands, as can many different birds and a number of fairies—usually from the Summer Court (p. 27, 40), but all fairies are welcome so long as they keep Solomon's peace.

Adventure Seeds:

• Pan seeks a new "mother" to join him and his lost children again, as he feels they are getting too unruly. He heard it said somewhere that girls adore flowers, and he fancies that he should woo and entice his next mother to the Neverlands by bringing her the best and brightest fragrant flowers from the Flower Islands. Pan has declared that anyone who brings him seventy-two different types of flowers will be declared *King of the Islands* for one week, being allowed to do anything and go anywhere they please, and everyone will have to listen to them—*or else!* He's even extended this quest and offer to grown ups, so keen is he on getting the best flowers the Neverborn Islands have growing.

• The flowers have begun assembling into amalgamate humanoid entities with inscrutable motives. They do not seem to be wantonly hostile, but they have had a number of violent altercations stemming from misunderstandings with both fairies and birds on the Flower Islands. They have started making forays into the sea on rafts of underbrush and giant lily pads, and it is only a matter of time before they make their way to the other islands. Solomon Caw seeks to learn more about them, but is busy keeping tabs on Pan. As this might be an entirely new lifeform, he'd hate to see it extinguished in one of Pan's outbursts, so he seeks others to help him study these floral people and attempt to communicate with them. These **Flowerlings** can be found to the left.

• When they think nobody is looking, well-dressed human-looking grown ups emerge from their burrows in the ground and ride around the shores in perambulators and sail comically tiny sail boats on the water, before scurrying home at any approach. If caught and pressed, they claim they used to be fathers, before getting teary-eyed and fleeing back to their holes. They are led by Sooty, a former chimney sweep who has killed a great many bears. He searches for his long lost son, Malcom.

10) Hangman's Tree



The very first Hangman's Tree was located on the Neverland Island (p. 22), near to where the current Nevertree now grows. That tree was large, twisted, and full of holes that led down into an underground burrow that Peter Pan and his lost children used as a home for many years. However, the current Hangman's Tree is like that original tree as seen in a fevered nightmare. Hundreds of feet tall, possessed of a malevolent visage and menacing presence, the holes in this new Hangman's Tree likely lead to infernal realms and dangers untold. It was first discovered by Pan and his lost children a long time ago, after Hastur's influence brought the Bad News Mountains into being, forming Cheater's Channel and Lake Hali and breaking the northern islands apart. Since this tree did not lead down to any adventuresome hideouts below, nor did it have any interesting or inviting qualities about it, Pan decided to leave it and its boring, twisted sapling neighbors be in favor of other adventures. In time, the warped and odious Dark Forest (p. 17) grew, even deterring Pan from venturing there.

Adventure Seeds:

• Something is hunting Sir George's paladins (p. 42) and dragging them back to the Hangman's Tree. The grisly remains of their armored corpses are hung from the tree's crooked branches by unholy, blood-engorged vines that seem to pulse as they feed on their remains. Violet, jagged leaves sprout from their helmets, where once noble faces were. Sir George is seeking brave adventurers willing to join him to rescue his comrades and slay whatever vile and cancerous evil has taken root in the tree.

• The Old Ladies (p. 59) are offering treasure and favors to anyone who will bring them a sliver of the Hangman Tree's heartwood from its interior. They know the task they ask is perilous, as the tree will surely be defended by the shambling Bleeding Trees (p. 31) of the Dark Forest, but they have an urgency and desperation in their need for this reagent.

11) The Happy Isles



These two tranquil and idyllic tropical islands once served as the transient hereafter for an ancient mortal warrior who impressed Pan. After the warrior's death, his spirit became lost in the Neverlands for centuries on the way to his hereafter. Finding himself reborn anew in Pan's strange islands with a living body, he dwelt there for a time before Pan became aware of him. After meeting Pan and sharing many tales of adventure and battle, the warrior was allowed to live out his second life there on the islands because of his youthful spirit, despite being a grown up. When he was very old and near his end, he built a little boat and sailed into the Nameless Mists to spare Peter Pan his passing. Pan just remembers how happy the warrior was on those islands, and so they came to be called the Happy Isles.

Adventure Seed:

• While Pan is beloved among the mermaids, the warrior was greatly loathed by them for some unspoken reason. Whenever Pan was away from the Neverlands, the aquan nymphs made the warrior's second life a veritable hell. Not one to accept such torments, he found that his willpower could shape the islands' sands and trees into whatever he wished. He created a surrogate army of warrior-constructs, hidden beneath the sands ready to fight the savage mermaids should they continue. But they ceased their harassment at Pan's insistence, so the warrior hid the small army of constructs and they were forgotten. Now, something stirs beneath the sands of the Happy Isles...

12) The Hengelands



Situated between the Desert of Desolation, the Chaffinches' Nest, and the Flower Islands, the Hengelands are a large peninsula of rugged hills, light woodlands, and rolling plains. Littering this region are countless toppled and sundered megaliths, henges, and tombs, once destroyed by Pan when he learned that the ancients used to tell time with large stones such as these. The Hengelands contain diverse wildlife, but the sentient dogs of the Dog's Cemetery have authority.

Adventure Seed:

• Rumor has it that enough stones survived intact that still hold power that, with enough effort, a ley line-powered portal could be constructed to leave this unreal place and travel to other worlds.

13) The Hydra's Teeth



There once was a golden tree that the gods cherished in the garden of the Hesperides, those evening sisters of the Hyades, which granted them their immortality. Those yellow fruits of famed repute were guarded by the serpentine dragon, Ladon, who was defeated in ages past by some hero of renown. Thought slain by the hero, Ladon's wounds healed and their form multiplied, growing new heads and powers, becoming a mighty Hydra (p. 49). With the first fruits of immortality stolen, Ladon was cast out by the gods for their failure. Of their many heads, those known as Ladon, Lotan, and Illuyanka were the most intelligent and influential, and they schemed a way to make amends for their failure.

They sought to find a new source of immortality, the source from which the original golden yellow fruits must have drawn their power. That unmistakable citrine hue from the exiled pastoral god of a former age who cultivated those very first fruits for the other gods...

The dragon wormed their way to the Neverlands, and picked up the trail of the fruits' power. Ladon did not know what to expect, but they did not expect the deranged play-place that Pan had created. Unable to make rhyme or reason of the boy-god's Neverborn Islands, and unable to get close enough to the source of the power, they waited. Eventually, Hastur's whispers guided them into cultivating a new tree to bear immortal fruits in the shadows of their new island home. Fruits that bear the power and will of Hastur. Of course, by now the other gods had found new fruits and new guardians and had forgotten all about poor Ladon. Still, Ladon waited and persisted. Still, Ladon waits and lurks.

14) Kidd's Creek



Called "Crocodile Creek" by the lost children, due to the many such Lesser Chronodiles (p. 38) that live there, this branch of the Pirate River (p. 25) was named "Kidd's Creek" by the late Captain Hook (p. 28) in ages past to commemorate some other pirate whom he honored or hated (it is hard to say, perhaps both). Kidd's Creek empties into Pirate Cove (p. 23), and is a frequent site of espionage and battle between the lost children and the pirates.

Adventure Seeds:

• The Chronodile (p. 38) has decided to settle into Kidd's Creek for a nap, damming the river for weeks. The surrounding lands have become flooded, and Pirate River has even swelled its banks. Time is flowing normally outside the Chronodile's vicinity, and Pan is furious. He has ordered that everyone in his domain work together to find a way to move the titan... *or else!*

• Those delicious crayfish have run amok! They demand to be given a place within the Summer Court and to no longer be eaten by others—at least that's what a Winter Court crustacean-whisperer is claiming! Attempts to *speak with animals* seems to confirm this, but something is off.

15) Lake Hali



Pan simply calls this place *"that big ugly round pond inside the big ugly bad-news mountains that I did not invite here."* When the Neverborn Islands starting warping and fracturing as Hastur's influence grew, parts of his dark realm of exile began to bleed through. Lake Hali once dominated the topography of lost Carcosa in another age, in another plane, in another verse. Now it, or some refracted echo of it, has partially emerged in the Neverlands and has taken its place in the northern reaches of the islands amid the new Bad News Mountains. Like some looming caldera of infernal peaks, Lake Hali did not arrive fully intact, and so its fetid freshwater mingles with the seas of the Neverlands.

Adventure Seed:

• In the center of Lake Hali lies a hard-to-find island, only visible by moonlight. On this island is a small lagoon called The Serpentine. Within its waters, one can see a drowned forest at its bottom; if you peer over the edge you can see the trees all growing upside down toward twin black suns in some alien sky. They say that at night, the drowned starlight of the Hyades can be seen within it. Only a small part of The Serpentine is on the island, the rest passing beneath an unsettling bridge to faraway realms, undreamed of wishcraft, and unborn potential that no mortal being can travel to, save Pan, who is only half-mortal. Unless they dive into these waters on a moonless night...

?) The Little House



The only house in all of the Neverborn Islands that the fairies have built for mortals. No one has really seen it, except a small handful of people, and they have not seen it but slept in it, and unless you sleep in it you never see it. This is because it is *not there* when you lie down, but it *is there* when you wake up and step outside! In a kind of way everyone *may* see it, but what you really see is not really it, but only the light in the windows. You see the light after nightfall. The fairies build the house every night except for ball nights, and always in a different part of the islands.

Peter travels about the islands on his imaginary goat many nights looking for wayward interlopers that he calls "Lost Ones." If he finds them while they are sleeping, he carries them on his goat to the Little House, and when they wake up they are in it, and when they step out they see it. The Little House was first built for **Maimie Mannering** (p. 52) by fairies of another world, and Pan taught the fairies of the Neverlands how to build it, too.

Adventure Seeds:

• The fairies still build the Little House, even when there are no Lost Ones for which to build it, because it is so pretty, but Peter Pan only rides around in memory of Maimie. Most of the time Pan forgets who she is, but on these nights he remembers and may even mention their adventures together in passing to anyone whose paths he crosses. Maimie is completely unaware that he does this, or that he remembers her at all, and learning of this might curry great favor with the old witch. See page 52 for more info on Maimie Mannering.

• If the bad ones among the fairies happen to be out on nights that Pan is riding about on his goat, they will certainly mischief visitors in the hopes of pleasing Pan should he find exhausted, unconscious, or even dead Lost Ones in his domain to look after. Even if the bad fairies are not out, visitors to the Neverborn Islands may perish of cold or other hazards before Peter Pan comes round. Pan has been late several times, and when he sees he is too late, he digs a grave for the Lost One and erects a little tombstone with their initials on it. He puts these tombstones in pairs because they seem less lonely. At times, however, Peter is too ready with his spade (p. 66) and does not check on whether Lost Ones are quite dead or not before burying them...

• A new group of Lost Ones has arrived to the islands, having woken up in the Little House with little-to-no recollection of their former lives. Who are they and where did they come from? Into what will their personalities emerge while in these strange lands with no prior ties to self? How will they remedy their actions if their former memories return?

16) Mab's Teeth



When the great fairy Queen Mab died at the hands of the late Captain Hook, the magics released in her demise pulled a large swath of her Winter Court realm into the Neverlands. When her blood mixed with the water of the Sea of Souls surrounding the Neverborn Islands, colossal jagged peaks of ice ascended from the depths. So cold were these mountains that the coast of the nearmost island has forever since become a wintry realm, in stark contrast to the jungles found just on the other side of its mountain range.

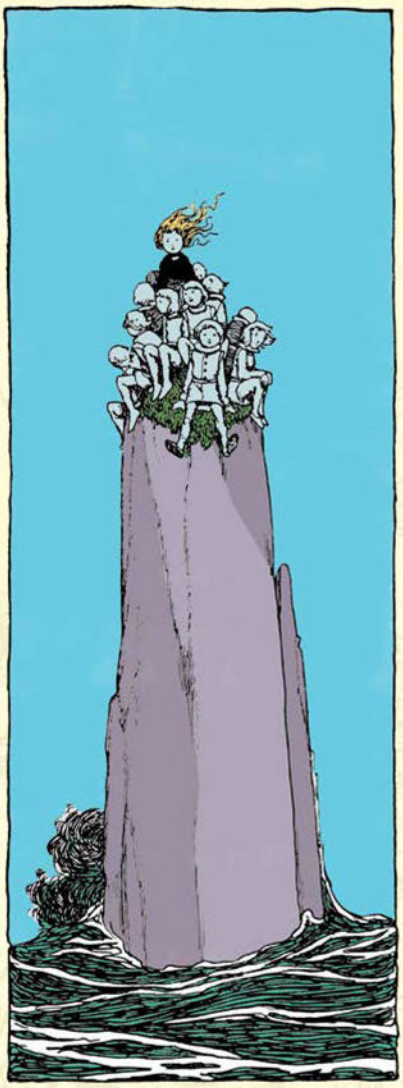
The island peaks of Mab's Teeth contain many fairy citadels and manors, grand dance halls, gardens, vistas, and galleries, all frozen solid until a new heir to the throne can be determined. With the infighting of Queen Mab's many descendants, it is unlikely that a new monarch will be chosen any time soon. Sometimes fairies from the Winter Court, who dwell west across the frigid channel in the Winterlands (p. 27), will lead raiding parties to loot the ruins of Mab's Teeth in order to gain some advantage over their rival clans.

Adventure Seeds:

• The Mabsdóttir clans have feuded with each other for generations since Queen Mab's demise. Aiding any one of them to gain a substantial advantage of power or influence over the other clans will surely garner great rewards—assuming they are feeling generous.

• A mixed raiding party of gnomes, lost children, and ex-pirates was hired to uncover and retrieve a fabled scepter that once belonged to Mab's mother, Mabily, which has the power to birth the dreams of sleepers, send or banish nightmares, and to grant travel through the realm of dreams. Reports were promising that they were onto its location, but they have not been heard from for many weeks. The region they were exploring experiences terrible ice storms and avalanches, and it is said that strange howls drift on the winds there.

17) Marooner's Rock



Located in Mermaid Lagoon (p. 22), it is known that evil captains put sailors on Marooner's Rock to leave them to drown at low tide. While most rocks like this are submerged when the tides come in, Marooner's Rock instead *rises* high above the waters, sinking below the receding waters when the tide goes out again! During high tide, the **Mermaids** (p. 54) and any guests accompanied by Pan will frolick and play for many hours. If Pan is not around, of course, the mermaids will flee at the sign of intruders, or else harry them and cause them great mischiefs.

Adventure Seeds:

• A stout stave is embedded atop of Marooner's Rock; Pan believes it marks buried treasure. The mermaids know it is there to tether marooned victims so they cannot swim away when the tide goes out. Inside the rock, an ancient **demon** (treat as a **Malfyr**) has been bound since before Hastur's exile to Carcosa. If Pan cannot be convinced to not chisel away at the rock in his search for buried treasure, the demon might be released.

• The Evil Beavers from Slightly Gulch (p. 25) have decided to dam up Mermaid Lagoon (p. 22, 54) so that they can build a dam-fortress around Marooner's Rock. Their top engineers have decided that, while slow, the perpetual motion of the rock's sinking and rising can be utilized to power some infernal contraption. Further, their shaman says that the stave atop the rock is an ancient beaver totem with dark power that will aid them. If their plight is successful, this would end their war with the giant possums, but likely start a new and protracted conflict with the mermaids.

18) The Maze of Regrets



When Captain Hook met his demise at the jaws of the Chronodile (p. 38), his first mate—that affable fellow, Smee (p. 61)—spiralled into a deep depression. He rowed to the Desert of Desolation (p. 19) and started digging. His idea was that if he toiled and worked, he would be too preoccupied to feel sorrow, which attracts **Invisible Stalkers**. Smee dug so deep and for so long, that he broke away a small section of the island on its eastern side, forming a new island. Still feeling deep sadness, he continued to dig, this time downward. He dug a shrine to his grief and regrets in the form of a maze, where he intended to get lost in order to once again find himself. Smee's decades of work paid off, as eventually he joined up with Captain Rex's crew (p. 60) as his same old chipper self. But his maze remained.

Adventure Seed:

• Smee's Maze of Regrets is harmless to Pan and most of the lost children, who have no regrets to speak of, but is a dangerous place to those with shame and guilt, or those seeking penance. Appearing as a crater until one is right upon it, the Maze spirals downward and inward, countless miles of twisting, folding, impossible paths. Like a blocky jumble of sandstone hallways, crumpled and compressed. Some visitors to the island swear they hear a man crying, with a voice like Smee's. Some say he begs for their help and whispers promises of riches buried in the Maze if they aid him.

19) Mermaid Lagoon



This tranquil, sprawling, and inviting lagoon of dark blue water is full of delightful colors, sights, smells, and wildlife. Tropical birds of every feather congregate here, rainbow crabs skitter across rock and sand, siren songs drift on the breeze with an alluring pull, and multi-hued trees and vegetation serve as a luscious tapestry to illuminate what surely must be the grandest adventures. Except, it's not at all a nice place to visit. The mermaids who dwell here are vapid and cruel, petty aquatic bullies who care more about their appearance and status than anything—aside from the joy they gain from emotionally tormenting others. They adore little Peter Pan, though, as he once had a connection to the Hyades, of whom they claim descent. If anyone enters the Lagoon that is not accompanied by Pan, they will disappear under the waters and hide in their subaqueous grottos—they will never speak a civil word to anyone but Pan. If anyone who intrudes stays for too long, or causes damage to their lagoon, the mermaids will strike quickly and ruthlessly, draining the invaders' life force and dashing their heads against rocks, leaving so much chum for their undersea friends. See page 55 for more information on the mermaids of the lagoon.

Adventure Seeds:

• A malevolent spirit haunts this dark lagoon. When the change brought on by the mermaids' song comes to the lagoon (p. 55), little shivers run over it and the sun goes away. Shadows steel across the water, turning it ice cold. The air goes pitch black, and even those who can see in the dark cannot see in this darkness. Night does not come, but something as dark as night comes. No, worse than that. It does not yet come, but sends a shiver through the sea to say that it is coming...*but what is it?*

• Known only to Pan, Smee, the mermaids, and some of the older lost children, Mermaid Lagoon is the last resting place of the *Jolly Roger* (p. 36). Hidden in a network of caves behind one of the many resplendent waterfalls in the lagoon, the old ship is battered and derelict, but could be brought back to seaworthiness by those with the know-how. Unknown to anyone, even the mermaids, a nest of Carcosan Spiders have taken up residence in it.

Carcosan Spiders: Treat them as Phase Spiders with a swim speed of 50', and who speak their own strange language; their Phasing ability takes them to and from Carcosa while they are intangible (p. 14, 29). They wish to repair the vessel and understand its planar travel capabilities so that they can travel to another world called Leng and rejoin their ancestors in the Dreamlands.

20) Neverbird Skerry



It is said that, once, the neverbirds were like all the other birds of the Neverborn Islands—those transmogrified spirits of dead children who met unfortunate or traumatic ends. They used to build hat-shaped nests and sail them around the islands and go on many grand adventures with Pan and the lost children. But then something changed. When Hastur began mutating and fracturing the islands with his influence from near Carcosa, corruption found its way to the neverbirds. They took on unspeakable forms. They were not altogether crows, nor moles, nor buzzards, nor ants, nor vampire bats, nor decomposed human beings, but something one cannot and must not recall. They flop limply along the ground, half with their webbed feet and half with their membranous wings, but they fly with a terrible and sinister grace, with each turn and dive feeling like one is meeting their imminent demise just to witness their flight. These "birds" became so hideous and strange that Pan no longer recognized them as their former selves, instead assuming they were repugnant and disfigured newcomers to his islands. The new neverbirds had a crude language, similar to that of the birds but also similar to that of things not meant to be known by mortals. In their few attempts to communicate, they would call themselves some hellishly vile-sounding name. What was it again? *Buy-a-Key? Bye-Ack-Eee? By-ah-kuh-hee?* Something like that. (See Neverbirds on page 56.)

The skerry that was once home to the hat-nesting neverbirds grew dark and volcanic with Hastur's influence. By the time Cheater's Channel formed, Neverbird Skerry was a craggy and unwelcoming place with an ever-smoking hot plume of foul ochreish-black smog. The entry to the skerry's interior is well above the sea level and appears as a festering, gaping hole in the side of the volcanic rock. Oozing fungal growths and strange tangles of moss coat the opening of the cave, and the smell of sulphur and decay wafts across the wind. Any who come too close are fair game for the neverbirds to prey upon, but they do not kill their meals quickly...

21) Neverland Island



The centralmost island within the Neverborn Islands, and that island famed throughout the stories of other worlds where the legendary Darling children had their adventures, Neverland Island is the heart of Peter Pan's domain, as well as the central nexus that keeps lost Carcosa and exiled Hastur away from the Neverlands and the multiverse at large. It is the wheel that keeps all the Neverborn Islands going; round as it is in the very middle of the islands when you come to it you never want to go any further.

Neverland Island is intertwined with a tumultuous and slapdash network of tree forts and walkways, connecting forests, streams, mountains, and valleys. These mega-forts are where the Lost Children live (p. 51), and where Pan's infrequent guests are invited to stay.

In addition to the Nevertree and the network of forts, this island is also home to Blindman's Bluff, the Redcloak Camp, the towering Neverpeaks, the perilous Neverwood, Pirate River, Mermaid Lagoon, Slightly Gulch, and *technically* even Kidd's Creek and Pirate Cove. If it isn't apparent, Pan named many places what he did to emphasize that he is *never, never, never* going to grow up.

Adventure Seed:

• The very epicenter of Neverland Island is where the strongest connection to Carcosa lies (p. 29), but it is only reachable by the subterranean home that Pan built under the Nevertree (p. 23, 28)—or by the macabre tree-doors known as Bleeding Trees (p. 31). Aboveground, these hollow trees in the middle of the island bleed at night, shambling about and leaving a trail of crimson sap as they seek new victims to fill the voids within them.

These treant-like creatures were once the flesh and limbs of lost children that Peter Pan carved off to fit them to their tree-doors, back when he thought that was the best and most fun way to get into his Underhome. The discarded bits of childflesh wormed their way to the abandoned tree-doors, merging with them. Any time Pan is away from the Neverborn Islands, these trees get up and walk about, much like the Sinister Trees of the Dark Forest (p. 17), though these trees seek to reunite with their former bodies.

If these bleeding trees cannot find their remains, or the living lost children to whom they once belonged, they will hack and tear at anyone they find until there is suitable missing flesh onto which they can graft themselves.

22) The Neverpeaks



When Peter Pan first arrived in the Neverborn Islands, they were all dark and desolate and full of craggy peaks. They seemed much bigger than they were to little Peter, so much bigger they became. Over time, Peter's many whims and adventures required that some of the mountains be shorter or taller than they were, or to go away entirely to make room for some other type of place to adventure. While the heart of the central Neverland Island remained tall and mountainous, many of the other mountains became haunted forests, humid swamps, rolling hills, golden fields, idyllic islands, steamy jungles, wintry tundras, curiously abandoned villages, magical grottos, and deep red-hued canyons. The Neverpeaks are as tall as they are majestic and intimidating, and are home to all manner of beasts, buzzards, and blizzards.

Adventure Seed:

• Before Captain Hook (p. 34) met his demise at the jaws of the Chronodile (p. 38), he had infamously found and plundered Pan's Underhome (p. 28) and secreted his booty away in a magically concealed cave within the Neverpeaks. His crew and the lost children all thought he merely raided a subterranean burrow, but what the late Captain discovered was the lost city of Carcosa (p. 29) through the portals under the original Hangman's Tree. Making many trips to and from Carcosa darkened Hook's soul further, but the treasures he looted were truly incomparable. While hoarding his riches in the Neverpeaks, Hook encountered and made a pact with an ancient Demon of Hunger (p. 43) to conceal the treasure. The demon has been little more than a bogeyman the lost children use to frighten each other, but now that it has discovered Hook is long-dead and it is released from its pact, it roams the Neverpeaks once more, hunting the lost children to feast upon them in its treasure-filled mountain cave.

• A motley gang of Yeti, Ogres, Minotaurs, and Trolls have taken up residence in the snowiest of the Neverpeaks. Their raucous laughter and constant rough-housing not only can be heard all day and night long throughout Neverland Island, but frequent avalanches and rockslides are attributed to them as well. Enough is enough! Pan thought they were great fun at first, but has grown tired of their tomfoolery. It wouldn't be fair for him to get involved, he says, so a posse must be rounded up to break up their troublesome gang.

23) The Nevertree



When Pan came to the Neverlands and found the craggy islands, he imagined the biggest tree he could think of, bigger than the trees in the garden where he once lived. The Nevertree and the original Hangman's Tree were both born, diametrically opposed reflections of each other. The Nevertree grew and grew, and from its roots a network of plants and trees bloomed all over the islands, for all of them were connected to the Nevertree. While the Hangman's Tree (p. 20) remained static, and merely grew more gnarled, and twisted in upon itself. Both trees were riddled with passageways that led deep into the island below, where Pan created an underground home (p. 28) after he built up his new domain into the wondrous Neverborn Islands.

Much later, when Captain Hook raided Pan's Underhome on the Night of Nights (p. 34), he set both the Nevertree and the Hangman's Tree ablaze, hoping to forever seal the portals under them (which led to the fell realm of Carcosa) and be free of Hastur's torment for good. While this angered Pan, and eventually led to Hook's death at the jaws of the Chronodile, it did nothing to truly destroy the Nevertree, which was part of every plant in the Neverborn Islands. In time, a new Nevertree sprang up where the old one was burned, though the Hangman's Tree would not resurface again for quite a while longer, after the islands changed from Hastur's influence and the new northern islands emerged.

24) The Neverwood (The Pathlesse Woods)



When Pan or his lost children are asked if they have ever been in the Neverwood, they always declare *"NO, and I never would!"* in mock fear and with a smile in their eyes. The primordial and often perilous forests of Neverland Island are Pan's and the lost children's favorite stomping grounds for adventures and exploration. Despite seeming small from an aerial view, the strange nature of the Neverborn Islands makes this forest much, much larger when one is within them. In fact, traveling from one side to the other can take many days, especially if one is scared or in a hurry!

Situated north of Pirate's Cove and south of both Blind Man's Bluff and the Redcloak Camp, the Neverwood can be found on both sides of the Pirate River. The westernmost section of the Neverwood is sometimes called **The Pathlesse Woods**, owing to its strange nature. No trails can be blazed, no footpaths or game trails made, and no maps will ever prove to be reliable while within The Pathlesse Woods. The only exception to this phenomenon are the *Paths that have Made Themselves*. Semi-sentient pathways that make themselves when they wish to get to one place or another, often by meandering and inconvenient courses. If one is lucky enough to find such a path in the early morning before they fade away (as all such Paths only make themselves at night), traversing this stretch of the Neverwood can be much easier to navigate and much less full of hazards.

25) Nowhereland

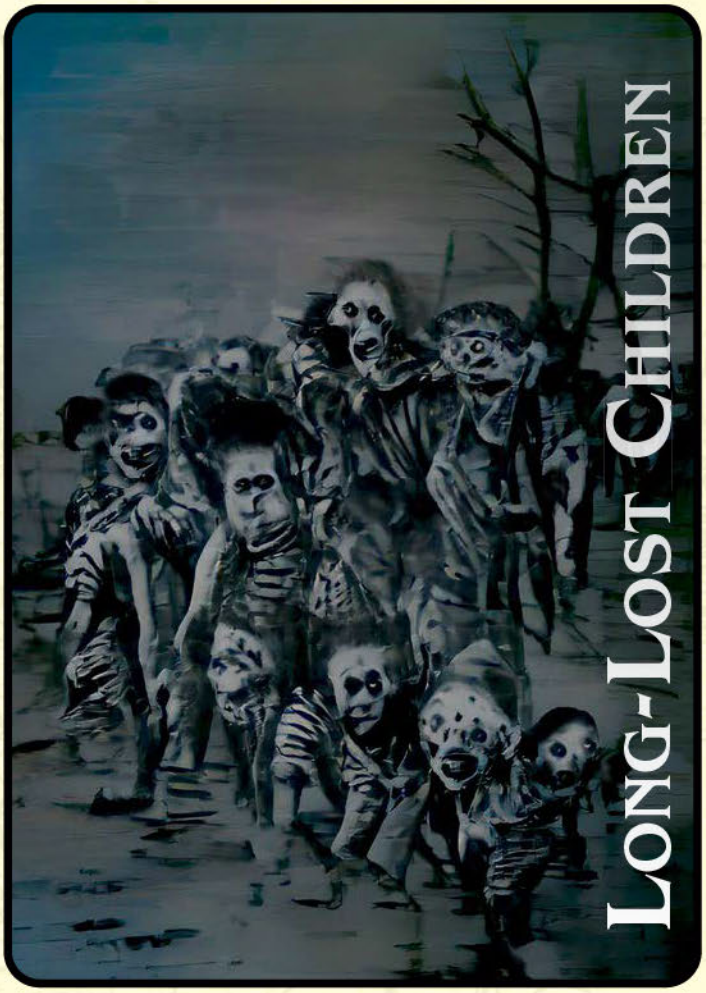


When Pan feels deeply betrayed or angered by one of his lost children, or they grow too old and he does not have the heart to cull them, he instead banishes them to Nowhereland. A place where he can forget about them. Where everyone can forget about them. Of course, those banished remember themselves for a time, as do those remaining lost children with whom they were once comrades, until *they* get too old, too. However, eventually everyone forgets, even the banished children. Known as *long-lost children*, and sometimes as *roamers*, they twist and mutate under the influence of Hastur and his shadows, creeping up from the massive, bottomless pit that dominates the center of their island.

The long-lost children are split into two factions. The first faction, led by a cruel and older child named Jackie, is a group of sadistic cultists and cannibals that worship an effigy made from a fly-riddled boar's head impaled on a stake. Jackie's "lieutenant" is an ancient and bent pirate named Roger, who takes sadistic glee in murdering interlopers to the island by slowly rolling boulders over them. Roger is the oldest of the long-lost children, exiled by Pan in ages past because he shared a name with Hook's ship, and therefore *must* be a traitor.

The second faction is led by one-eyed Ralphie, who tries to maintain civility and decency among the long-lost children. Sometimes he succeeds for a time, but often the children devolve into bloodthirsty and crazed cruelty, himself included. Ralphie's lieutenant is Pigwort, a whiny, intellectual innovator of a child. Pigwort was exiled for having invented a sundial that accurately tells time.

Caught between the two factions—one side advocating for savagery and one for civility—are the "Samerics." Children so long-lost and forgotten that they do not remember their own names, instead creating new names by collaging others' names together. These pathetic creatures live in quicksand pits and are twisted and impressionable, driven by only their base drives for food and comfort. They are often swayed to one faction's side or the other in the neverending wars the long-lost children wage amongst themselves, but will grow bored easily and wander off to hunt boars or dig quicksand burrows from which to ambush others.



26) Pirate Cove



Before the arrival of the late Captain Hook (p. 34), this was known as "Cannibal Cove," so-named for the runaway **Long-Lost Children** that had taken up residence on its shores after escaping from Nowhereland. During Captain Hook's time, the *Jolly Roger* and her crew would often make berth here, in grand defiance to—and engaged in constant drama with—Peter Pan and his lost children, just across the woods and river on Neverland Island, neither faction gaining the upper hand for many years.

The cove itself is surrounded by jagged cliffs overlooking calm beaches. The cliffs are densely-packed with jungle and are nearly impossible to climb of from the jungle proper. These naturally defensible features created a sort of haven for the pirates, as approach by Kidd's Creek, the air, or the sea could be seen with enough time to flee, loose a volley of musketshot, or even fire a full broadside battery if needed.

After Hook died, the cove remained empty for years, and the stragglers from Hook's crew who joined Captain Pan (p. 10) didn't have the heart to encourage Pan to go back there. If it weren't for the watchful fairies, the long-lost children might have taken up residence there again.

In time, when Captain Rex (p. 60, 64) and his crew came to the Neverlands, Pirate Cove was a natural harbor in which to lay anchor. And, so, the drama between "pirate" and lost child continued, albeit with a different narrative than before.

Adventuring in the Ruins of Hali



1. 1d6 Neverbirds, hungry and hunting
2. 1d4 Bleeding Trees, shambling and leaving trail of 10d6 red Grey Oozes
3. 2d6 Lost Children captured by 2d8 Harpies who are preparing a barbecue
4. An Old Lady searching for her Bone Golem, who has wandered into a dungeon
5. A black dragon, depraved and paranoid
6. 2d4 Ankhegs, breaching the surface
7. An Invisible Stalker, spying for Maimie Mannering and eavesdropping on the PCs
8. 1d4 Doppelgängers with murderous intent, seeking to replace the PCs
9. 2d4 Insect Swarms, heading the direction of the PCs, dark chanting fills the air
10. An Old Lady with 1d4 Nightmare Beasts
11. A Medusa explorer (AC 4 [15], 30 hp)
12. A Manticore masquerading as a sphinx, asking deadly riddles for passage
13. 2d4 Caryatid Columns, singing mournfully
14. 1d6 Hasturian Shadows, following PCs
15. 3d6 Gargoyles, lurking in ruins
16. 2d6 Phase Spiders, building a large nest
17. 1d8 Hook Beasts, dragging prey underground for 4d8 yellow-clad Acolytes
18. A Malfyr with 1d4 trained Basilisks, seeking their master, Oneirok
19. An Eye of Terror bound in a magical stasis field; 2d6 Otyugh cultists are attempting to free it (spells as MU 5)
20. A field of 6d6 Gas Spores drifts toward the PCs from all sides

27) Pirate River



Originating from beautiful springs in Slightly Gulch high in the Neverpeaks, this river runs zig zags through the mountains of Neverland Island and through the Neverwood until it reaches the sea. Branching off from it is Kidd's Creek, which leads to Pirate Cove. Pirate River is the main watercourse by which riverworthy vessels travel through Neverland Island. It is home to diverse wildlife, including chronodiles, fur-bearing trout, blade-nosed pike, leeches, piranhas, birds both tropical and temperate, hippos, turtles aplenty, tree frogs and bull toads, thieving otters, giant possums, raft-building grizzly bears, and the odd elemental.

28) The Redcloak Camp



Once, long ago, in the early days of the Neverborn Islands, one of Peter's guests, Barrie, imagined into existence a whole *tribe of people*. Sadly, like many such creations in the Neverlands, these people were corrupted by the boy's ignorance and prejudices. It is said that the imaginary tribe that once lived on this rocky butte-and-jetty were a sad mockery of real people Barrie had only read stories about in his home world. They featured prominently in the early tales of Peter Pan and the infamous Darling children, but eventually faded into obscurity as Barrie moved on to other interests and Pan forgot about them.

On the high bluff where that tribe once lived, the crimson-cloaked **Gnomes** (p. 62) from the Pathlesse Woods (p. 23) took up residence. They fortified it as their new home, now safe from the vicious fairies, ravenous **Blue Wolves** (p. 31), and other dangers of the islands' dark forests.

Adventure Seeds:

• The gnomes, while ill-hearted isolationists who are not above eating the occasional sentient flesh for dinner, tend to be fairly civil and trade-minded when they are so inclined. Lately, the gnomes have been having a hard time coming by animal hides, cotton, flax, wool, catgut, sinew, and other materials they use to ply their tradecrafts. They are willing to trade services or goods for such items. Most prized, however, is the hair from the dogs from the Dog's Cemetery (p. 19), which they make magical vests from. For the right dog hair, they might even barter magical garments that are *not* cursed.

• An envoy of gnomish crafters must travel to the Winterlands for a grand-moot, where the Winter Court, Summer Court, redcloak gnomes, unaligned fey, and even visiting dignitaries from various seelie and unseelie courts from elsewhere in the Neverlands and beyond all get together to dance, discuss matters of great importance to fairykind, politick, play games, and otherwise create mischief and unnecessary hoopla. Unfortunately, the **Blue Wolves** (p. 31) miss the taste of gnome and have been harrying their camp and the nearby Neverwoods hoping to get a fresh taste. The gnomes are seeking an escort to as far as Summercoast, as it is well known that the wolves will not let up once they catch the scent of their quarry.

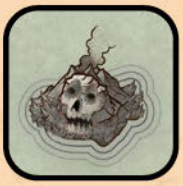
29) Ruins of Hali



After Hastur had thinned the veil of his prison in Carcosa, strange and ominous new islands, full of towering mountains and twisted black trees began appearing in the Neverborn Islands. For a long time, Pan remained blissfully unaware of their incursion into his realm. By the time he did finally take notice of them, they had grown to a massive size. He explored the islands with some of his lost children, and was surprised by the many odd things he found. First, the island was in the shape of a giant *hook*—a rather dismal shape to be in, indeed! He noticed volcanoes, an enormous new Hangman's Tree surrounded by a haunted forest, the strange byakhee birds, and more unsettling and curious things. But what Pan found *most* odd were the ancient ruins of a long-gone civilization that he had neither seen before, nor had a hand in crafting here in the Neverlands. It was unfair, he thought, that anyone should be so bold as to have built civilization here before he arrived, so he forbid anyone else from coming to the ruins and exploring further—lest their once-owners somehow come back to claim them.

What Pan does not know is that these ruins are a small portion of fabled Hali, from the realm of Carcosa. Displaced and superimposed over the Neverlands like a double exposure photograph, these ruins were Hastur's latest and most powerful attempt to break free of his prison, instead forcing a sliver of Carcosa through the breach.

30) Skull Rock



This broodingly desolate volcanic island is shunned by Pan and his lost children as barely suitable adventuring grounds, even for pirates. Of course, nothing in the Neverborn Islands is truly without adventure or peril, and Skull Rock is no different. Deep inside its worming tunnels, the lurching corpses of many of the pirates and other grown ups Pan has personally slain over the millennia dwell and feed upon each other. These **Time Eaters** (p. 15) have been deposited by the Summer Court fairies generation after generation, who like to let Pan believe no undead exist in the Neverlands, as he falls into deep depressions or rageful fits when confronted with mortality, which affects *all* of the islands.

Adventure Seeds:

• Since Queen Mab died, her feuding descendants have been lax in their duties of disposing of grown up corpses that have developed the zombosis, and the hungry denizens of Skull Rock have begun shambling forth. Some of them have been washing up on the shores of other islands, and it is only a matter of time before Pan catches wind of their presence...

• When **Captain Hook** (p. 34) was still troubling these islands, he would occasionally make berth at Skull Rock, using its reputation of keeping Pan and the lost children away to have periods of peace without being constantly harangued by the immortal child-god. During this time, Hook and his crew deposited a great wealth of treasures taken from various lands. While previous adventurers looted much of it, there are still undiscovered caches deep in the winding, zombie-filled bowels of Skull Rock.

• *"What if that skull was really the head of a giant skeleton that's just been sleeping in the water for a really long time."* What if, indeed, little lost child...

31) Slightly Gulch



Named for a long-gone but famous lost child named Slightly. Always ready with an answer to a question, and usually the first to blurt it out, despite it usually being perfectly ridiculous, Slightly *once* guessed correctly when asked how far it would be to jump across the Gulch—which was *"Slightly farther than if you missed and fell!"* And, who could argue with that? Foreverafter it was known as Slightly Gulch, and has been a frequent place of battle between gnome, lost child, wild beast, pirate, and fairy, with alliances frequently shifting between sides. Of course, choosing sides exhausts so much time that there is scarcely any battle at all. Everyone wants to be the General, and as soon as they are slain they want to be the Lieutenant or a Colonel, unless someone else is a better wrestler—and while they are wrestling over it, all the soldiers and skirmishers have scattered away to play at something else.

Adventure Seed:

• **Giant Possums** have claimed the Gulch for their own and are fighting a war of attrition with a horde of **Evil Beavers**. Aiding either side could turn the battle and garner favor with their kind, but Pan has forbidden anyone from getting involved, as he relishes a fair fight. The beavers know where rare magical trees grow in the Neverwood, while the possums know how to navigate the Pathlesse Woods (p. 23) at night. Treat giant possums as **Grizzly Bears** that can be trained as mounts (p. 42). Treat the evil beavers as sentient **Giant Rats** who wield spears.

32) The Southern Isles



Very little is currently known about the Southern Isles. Back in the days of Captain Hook, these islands were little more than rocks and reef poking their crowns above the waves at low tide. Now, they are lush and verdant tropical stretches that only Pan and the birds might know what wonders or dangers lie within. While Pan's attentions and priorities currently lie elsewhere, it is only a matter of time before these newer islands tug on his curiosity. While these are clearly tropical islands, an inordinate number of chestnut trees grow along their coasts, and the wind suspends the blossoms throughout the air around them. At times the waters appear as if carpeted with tiny pink and white flower petals.

Adventure Seed:

• Some unknown and unseen actor has started erecting monolithic statues resembling fearsome giants along the coasts of the Southern Isles, facing outward and positioned menacingly, as if ready for battle. Carved from an unknown lustrous material as hard as stone and as reflective as metal, who made these strange warrior effigies and what is their purpose?



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33) Summercoast



Home of the Summer Court fairies, those feral, swarming, carnivorous little fey who roam far and wide throughout the Neverborn Islands, clandestinely meting out their own brand of law and justice to keep Pan's fragile psyche soothed and complacent. While the Winter Court is the most civil of the fairy courts in the Neverborn Islands, the Summer Court are hands-down the most wild and vicious. Comprised of many clans, the Tinker, Tailor, and Firefly clans are the most powerful among them, with many of their members befriending Pan over the ages and serving as de facto chaperones, bodyguards, and advisors to the boy-god.

Summercoast is the longest contiguous stretch of land in the Neverborn Islands that is controlled by just one faction. The Summer Court originally hailed from Tinker-Tailor Island, but when Neverland Island started fracturing and changing, and new islands emerged, the fairies seized upon the opportunity to expand their holdings. It was remarkable how quickly they multiplied and conquered the Summercoast, and would have swarmed across all of that island were it not for the emergence of Mab's Teeth after Queen Mab of the Winter Court died.

With the arrival of the second court to contend with, and the **Old Ladies** (p. 59) and **Dogs of the Hengelands** (p. 19, 20) beyond that, a temporary truce was declared among the Summer Court and the various other factions of the island.

Adventure Seeds:

• A visiting group of cantankerous Barren Court sewer fairies from elsewhere in the Neverlands have worn out their welcome and are eating the northern Summercoast out of food stores. Etiquette forbids the Summer Court to kick their guests out, despite their inclinations, but there is nothing forbidding them from getting *others* to help them evacuate their unwanted squatters.

• The Summer Court fairies claim to be the power responsible for granting true flight (p. 14) to denizens of and visitors to the Neverborn Islands, being attuned to wishcraft and dream magic, as they are. Some fairies have whispered that without them, *even Pan himself would be unable to fly* within the Neverborn Islands, though there is no easy or ethical way to test that claim.

• **Sir George and his paladins** (p. 42) are seeking the legendary **Well of Saint Govor**. In an age past, Govor was fabled to be a cleric of some proselytizing sun deity or another who got himself lost on a journey to or from some distant plane. Govor ended up in the Neverborn Islands sometime after the Summercoast had formed, and spent time among the old men of Blind Man's Bluff (p. 17). At some point, they were conscripted to build a well for the Summer Court by Pan, but the cleric so offended the wild fairies that they chewed his head off to the bone and threw it down the well. The fairies had no quarrel with the other men, whose bumbling antics they enjoyed, and Pan figured the priest must have gotten what he deserved, else the fairies would not have made him lose his head. In time, the well was abandoned by the fairies, but sometimes the rare explorers who survive the Summercoast report encountering a miraculous well that gives them accurate visions of the future if they drink from it, accompanied by a terrible rash all around their necks.

34) Tinker-Tailor Island



The seat of the most powerful two Summer Court clans and the location of the Summer Court's stained glass royal palace, Tinker-Tailor Island is a small but integral location among the Neverborn Islands. The Summer Court fairies and the birds of this island have a strong alliance, coming to each other's aid when called upon. This island is surrounded by sharpened stakes and upright posts to prevent boats from approaching its shores, and bird-sentinels and fairy dragoons guard from atop the posts day and night.

35) The Twins



When twins arrive to the Neverborn Islands, Pan takes them to these two islands and temporarily maroons one child on each. While each is separated, Pan gets to know each twin individually, and helps their "true" personalities emerge, as he believes that who they *think* they are upon arrival is too influenced by their twin, thus creating a reciprocal loop of copycatting and parody—and Pan has a *No Copycats* rule in his realm (p. 51)! Once he has sufficiently determined that each twin is different enough and he can tell them apart, he lets them join his band. Otherwise he exiles them to Nowhereland (p. 23). There are a lot of twins in Nowhereland...

36) Wild Fig Island



This small and isolated island is the resort of *superior* little children, who are loathe to mix with the *commonalty*. They are stuffy, pompous, and condescending, but excel at dancing around Pan's rules so as not to be slain or exiled. They vex him so much, however, that he finds it best to just leave them alone on their own island. The "figs," as these dandiacal children are wont to call themselves, are likewise contemptuously called "figs" by all the other lost children. They don't like anybody and nobody likes them back, and that suits everyone just fine.

37) The Winterlands



The home of the fairies of the Winter Court of the Neverborn Islands, the Winterlands is a newer territory, as far as age goes within these lands, and Pan does so love *newness*. On the other side of the mountain range from Summercoast and the feral Summer Court fairies, the Winterlands are a bastion of fairy law, order, and civility within the wild and chaotic Neverborn Islands. While the Winter Court fairies fight among themselves and vie for position, each trying to claim the late Queen Mab's throne, they always maintain order and the rule of law, as far as fairy law goes, anyway. With the infighting of Queen Mab's many descendants, it is unlikely that a new monarch will be chosen anytime soon, but the Winter Court still holds great power. Their many artifacts and their skill with wishcraft and ice magic keep them comfortably positioned within the ever-shifting power dynamics of Pan's islands.

After Queen Mab was slain by Captain Hook, the magics released brought part of her kingdom into the Neverlands, and a large many of her Winter Court along with it. As the peaks known as Mab's Teeth (p. 21) froze solid and rose from the seas, the surviving Winter Court fairies fled to what is now the Winterlands to build their new home, trapped as they found themselves like so many others in Peter Pan's demented sandbox.

The Winterlands are enclosed by tall cold iron gates to deter other fey from entering without permission. Instead of pennants and banners, the Winter Court flies bright white balloons above their gates and little citadels. There are more gates to the Winterlands than one gate, but there is always just the one you go in at. The Winterlands are smaller than Summercoast, but it is still a tremendously big place, with millions and hundreds of trees and sprawling parks and gardens in which to get delightfully lost.

Adventure Seeds:

• **Cecco Hewlett's Tree**, that infamous evergreen fir named for a child who once lost a penny and found two, causing the tree to take on a wealth-doubling property, has finally seeded and four new saplings have sprouted. The Winter Court seeks hired ambassadors to take the new firs as gifts of peace to other factions' leaders, as they cannot agree among themselves as to who of their own should be appointed to the task. One is destined for Summercoast, one for the **Redcloak Gnomes** (p. 62), one for the triumvirate in the **Dog's Cemetery** (p. 19), and the last for the **Old Ladies** (p. 59).

• The **Lost Children** (p. 50) have broken some fairy taboo (or a dozen), deeply angering the Winter Court's elites. To punish their transgressions, the fairies have cursed *all* living humanoid mortals within the Neverborn Islands to be *mad-dog*, which means to kick out at everything and throw an ugly tantrum at the slightest inconvenience. While mad-dog individuals are utter grumps with whom nobody likes to interact, there *is* some inherent satisfaction in melting down and throwing fits. The grown ups, however, are not pleased, and seek a way to get the fairies to end the curse.

38) Wylderbeast Woods



Ruled over by the Great Lion, Moreaux, king of the beasts, all of the animals in these small but untamed woods are sentient. Nestled between Blind Man's Bluff, the Neverpeaks, Slightly Gulch, and the path to the gnomes' camp, the wylderbeasts' society is a hodge-podge of feudalism, meritocracy, and convoluted bureaucracy, in veritable parody of what they believe humanoid cultures and laws to be like. The animals often wear vests, hats, spectacles, and other humanoid accoutrements.

Adventure Seeds:

• It is said that the rabbits of these woods can burrow portals to other worlds—even *other* Neverlands, but they cannot make them work without a functioning time piece... What to do, with all the clocks broken?



THE UNDERHOME

Much like the ramshackle and topsy-turvy tree forts of the lost children that interweave the forests and mountains of Neverland Island (p. 22, 51), the subterranean network of tunnels known as the Underhome that has grown from Pan's original little underground playhouse-burrow is a mazy liminal space that is easy to get lost within.

Pan originally chiseled the Underhome from the rocks of eternity beneath the Neverborn Islands for his once-mother, Wendy Darling, and her younger brothers Michael and John, those children of legend. These well-known stories from those fabled days have been distilled down into family-friendly and approachable tales which are not even one whit as horrifying and perilous as what actually transpired.

Over the years, and long after the Darling children had grown up and Hook was no longer menacing the Neverborn Islands, Pan had forgotten about the Underhome (or else he avoided it to prevent thinking about those simpler times and yet another *mother* who had left him). During the many years the Underhome was abandoned by Peter Pan, many other creatures and denizens of the Neverborn Islands took turns claiming it as their own, carving out new tunnels and burrows, unearthing new caves, adding their own touches to the complex until it was taken from them by the next faction to occupy it.

Eventually, Pan's curiosity drew him back to the Underhome, which he was delighted to find had grown and developed many new and unusual features—rife with new and unusual adventures for him and his lost children to embark upon! Pan declared the Underhome was his domain (it was after all), and has since dwelt therein when he is not off galavanting across the islands. In the largest, centralmost cavern, Pan and his lost children built a village of mushroom spires, whose high-domed canopies soar impossibly tall over head. From these black fungal towers, Pan often takes on the role of His Majesty in Yellow (p. 11), unwittingly influenced by his Hastur-corrupted shadow.

The deeper the Underhome was dug over time, however, the closer to Carcosa it came. Now, the Underhome is full of portals that link directly to that exiled dimension, if one knows where to look—or is unlucky enough to stumble across one! Many times Pan has actually ventured into Carcosa, oblivious to the fact, believing it to be just another strange room or cavern he had blundered across in his explorations. As Pan is tethered to the present and Carcosa exists only in the past and future, he barely even noticed the strange realm through which he traveled, let alone much remembered it after he had returned.

Referee's Note: Mechanically, the Underhome serves to give referees running adventures in the Neverborn Islands veritable *carte blanche* to include any strange and disparate dungeon-style adventures or locations, providing a plausible backdrop for otherwise incongruous and funhouse-style dungeon modules or original creations.

LOST CARCOSA

"So old seemed these relics, these vestiges of vanity and memorials of affection and piety, so worn and stained ...so neglected, deserted, forgotten the place, that this must be the burial ground of a long extinct and forgotten race."

Below or just beyond the Neverlands, coterminous but slightly out of sync, the lost and banished realm of Carcosa lies within its own dreadful demiplane, out of space and time. Carcosa is a prison, and the lost land is, itself, a prisoner as well.

Carcosa is forever ancient and never now, the fabled city that once held Hastur as the highest among their gods. When the Hyades struck down and exiled Hastur for killing their brother Hyas, they not only exiled the him, but also the epicenter of his power.

There are a few means of entering Carcosa from the Neverlands, and all must be done within 3 miles of the Neverborn Islands' strange influence. First, any and all planar travel takes one from the Neverborn Islands to Carcosa, instead of wherever such magics would normally take someone (p. 14). Second, Carcosa can be reached through portals in Pan's Underhome (p. 28). Third, travel to Carcosa is rumored to be possible within the waters of an island in the middle of Lake Hali (p. 20). Lastly, it is said that one may travel to Carcosa through the Dreamlands, if one pays the right price to the right benefactor, such as the insidious merchants of Leng or the Ferrymen of Anon.

As long as one was not exiled to Carcosa, then one may travel back in the same manner which they arrived.

How Came I Hither?

In Carcosa, one will observe with astonishment that everything seems unfamiliar. New arrivals to Carcosa must **save versus spells** or forget how they came to be there, where they came from, and why they are there for 1d12 hours. A successful save reduces this time to 1d12 minutes and imposes a -1 penalty on all of the traveler's rolls for the next 1d4 hours due to the psychically traumatic ordeal.

Where Is Hastur?

While it is true that Hastur is bound in exile here in Carcosa, he is scattered throughout the *past and future*. He is never in the *here and now*, and so cannot be encountered by travelers to Carcosa unless they have a means of manipulating time. Legendary magic like ***wishes*** or ***miracles*** may, at the referee's discretion, be able to counter the temporal effects of Carcosa and allow interlopers to briefly interact with Hastur. Spells like ***haste*** and ***time flow*** might even allow targets of those spells to catch fleeting glimpses of a yellow-clad spectre in their peripheral vision while they are so affected, since their connection to normal time is misaligned.

A stat-block for an eldritch deity such as Hastur is beyond this book. This setting is best served by having Hastur be the ultimate bogeyman.

What Do I See?

A canopy of lead-colored clouds hangs like a visible curse over all the dismal landscape. A bleak and desolate expanse of plain, no crags or forests in sight, covered with a tall overgrowth of sere grass which rustles and whistles in the uncanny winds with the Heavens know what mysterious and disquieting suggestion. Strangely sombrecolored rocks that seem to have an understanding with each other and exchange looks of uncomfortable significance—as if they reared their heads from the ashen dirt to watch the issue of some unforeseen event. Lonely and ominous irregular low mounds dot the plain.

A few blasted trees here and there break up the flat topography, as if leaders in this malevolent conspiracy of silent expectation. Wind sighs in the branches of the dead trees and the grey grass bends to whisper its dread secret to the earth, but no other sound or motion breaks the awful repose of this menacing place.

Light. The day can seem far advanced despite no sun visible in the sky, but if one stays long enough, twin black suns circle high above with a disorienting and soul-itching malevolence, like two eyes searching. **It is always considered dim light in Carcosa. Visitors to Carcosa and their gear never cast shadows.**

Temperature. The raw air chills visitors' psyches, but not their bodies. **Visitors feel no physical discomfort from the environment.**

Fauna. There is no sign of bird, beast, or insect. If one travels long enough within Carcosa, the referee should describe scenes of wildlife such as prowling lynx, howling wolves, hooting owls, and strange stone age humanoids on the hunt, as if they were phantasmal recordings playing out a scene, oblivious to travelers to their realm and unable to be affected or communicated with. **Visitors to Carcosa see and hear, but are not themselves seen or heard by its inhabitants.**

Planar Malevolence. If anyone casts *detect evil* or a similar such spell while in Carcosa, they must **save versus spells at a -4 penalty**, suffering a -2 penalty to all rolls for the next 24 hrs on a failure due to the overwhelming experience. A successful saving throw merely results in 1 point of unpreventable damage. Everything in Carcosa is *overwhelmingly* evil and counts as a magically desecrated place, for any spells or effects which that would affect. The onslaught to the senses is sickening, bordering on corruptive. Good-aligned clerics and paladins must make a saving throw upon arriving and every hour thereafter, as if they had cast *detect evil*.

Investigating Carcosa Further:

5 minutes: The weatherworn stones are evidently shaped with tools. Broken, covered with sickly colorless moss and half sunken in the earth.

10 minutes: The stones are obviously headstones of graves, though no graveyard remains. Aeons have leveled all.

30 minutes: Scattered here and there, more massive blocks show where some pompous tomb or ambitious monument once flung its feeble defiance at oblivion.

1d4 hours: No signs of civilized life anywhere, visible nor audible. No rising smoke, watchdog's bark, no lowing of cattle, or shouts of children at play.

1d4 hours, or by keen observation: No shadows are cast from the suns without another light source, like a torch or spell or glowing magic item.

1d8 hours, and some knowledge of astronomy: If one searches long enough and scans the sky, brief rifts in the clouds reveal Aldebaran and the Hyades shining brilliantly, much closer than they should be and surrounded by other strange constellations.



DENIZENS

Of the Neverborn Islands

STAT BLOCK NOTES

Armor Class (AC): The sources of AC bonuses may not always be listed in a stat block (e.g. natural armor, armor, magic, etc.).

Ability Scores: Unique monsters, and monsters that can serve as retainers, replacement characters, or other important NPCs will have their ability scores listed in their stat blocks for referees who find use for them. Any modifiers to saving throws, damage, etc., from high ability scores are not factored in, however, and it will be up to the referee to take this into consideration if such a monster is used in a capacity where this information is needed.

Legendary Reactions: Some monsters have special abilities they can use outside of their normal turn order in combat, after a foe has taken their turn. Inspired by more modern rules, this allows certain enemies to offer a greater challenge on their own. A monster with legendary reactions will have a number of points to spend each combat round. These points refresh at the beginning of the monster's turn each round, and unspent points do not carry over. A monster can only use one legendary reaction per enemy's turn, and each legendary action has a cost in points required to use it. A legendary reaction cannot be used if the monster does not have enough points left to pay its cost.



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GENERAL FLORA & FAUNA

The Neverborn Islands are home to many more creatures than could ever be adequately or comprehensively detailed in such a compact tome. Further, new creatures arrive or are being imagined constantly, so referees are encouraged to add to the creatures herein, as all Neverlands should be unique.

In addition to the flora and fauna mentioned in these pages or fleshed out as stat blocks, the following denizens are commonplace throughout the Neverborn Islands:

Animated objects, apes and giant apes, awakened shrubs and trees, baboons and mandrills, badgers and giant badgers, black bears, blights, blink dogs, boars, brown bears, carrion crawlers (giant caterpillars), cats (which are not welcome in the Hengelands), cave bears, crabs and giant crabs, deer, some dinosaurs (see The Birds, right), dryads, elementals, elephants, elk, faerie dragons, giant fire beetles, giant frogs and toads, goats, hippogriffs, hippos, hunter sharks, killer whales, lions, lizards, mimics, octopuses and giant octopuses, owlbears, panthers, pegasi, pixies, polar bears, ponies, pseudodragons, reef sharks, sabre-toothed tigers, scorpions and giant scorpions (in the Desert of Desolation), spider monkeys, spiders and giant spiders, shambling mounds, sprites, stirges, tigers, treants, unicorns, vultures and giant vultures (among the Neverpeaks), in addition to diverse and exotic sea life, strange and beautiful coral, a dizzying variety of flora, and birds of every feather.

THE BIRDS

Among the islands, there is a constant cacophony of bird song and chatter. Visitors will find birds of paradise, blue jays, bluebirds, canaries, cassowaries, cockatoos, cranes, cuckoos, eagles, emus, falcons, finches, flamingoes, hawks, herons, hornbills, house-swallows, hummingbirds, kiwis, loons, ostriches, owls, parrots, penguins, ravens and crows, robins, seagulls and shorebirds, sparrows, starlings, storks, thrushes, toucans, and so many others.

They're all friendly toward Peter Pan, but only truly listen to Solomon Caw (p. 64). The birds and fairies often get into minor spats with each other. Pan has a vague memory that he was human once, making him especially kind to the birds when they visit his islands, for the birds there are the spirits of little children who have died.

Birds have their own language (Bird) that can be learned.

Fantastical birds, like rocs and even cockatrices, are not native to the Neverborn Islands but if they or any other bird travels to the islands, they can immediately speak and understand the language of birds.

In the deepest reaches of the darkest island jungles it is rumored that far more ancient birdlike beasts also dwell. Treat these primordial birds as various bipedal dinosaurs.

CHAFFINCHES

The sinister chaffinches (p. 17) use the same stats as Pixies, except they look like normal birds, do not have the Invisible ability, and can turn into an infernal form that looks like a monstrous chaffinch. While in their infernal form, a chaffinch can cast *magic missile* at will (**XP** 19).





BLEEDING TREES

Twisted and shambling hollow trees with barky maws and red vines leave a trail of sap-blood behind them as they go.

AC 2 [17], HD 8*** (36hp), Att [4 × clawing branch (2d6), 2 × bloody vine (grab + blood drain), magic] or [1 × gaping maw (see below)], THAC0 12 [+7], Mv 60′ (20′), Sv D8 W9 P10 B10 S12 (8), ML 12, AL Chaotic, XP 2,300, NA 0 (1d8), TT None

► **Surprise:** On a 1-3, in a forest, due to being mistaken for a normal tree. Encounter occurs at 300′ or less.

► **No Escape:** 10% can cast *entangle* 3/day.

► **Spell Immunity:** Immune to all spells of 1st to 3rd level.

► **Animate Trees:** Each individual can animate 2 trees (within 60′; may switch trees at will). These fight as bleeding trees with movement rate 30′ (10′).

► **Shambling Pursuit:** Immune to paralysis and any spell or effect that impede or prevent its movement.

► **Bloody Vines:** Can attack up to 30′ away.

► **Grab:** A victim hit by a bloody vine is grabbed and dragged toward the tree's maw (10′ per round). The victim can only be freed by severing the vine.

► **Blood Drain:** Upon a successful bloody vine attack, attaches and drains victim's blood: 1d4 automatic damage per round until vine is severed.

► **Severing Tentacles:** Requires a hit with a cutting weapon inflicting 5 or more damage.

► **Gaping Maw:** A successful attack against a victim dragged to its maw by its vine swallows the victim whole. A swallowed victim takes 3d6 points of damage as the tree chews off pieces to make them fit inside. In 1d4 rounds, the victim is teleported to the Underhome (p. 28). A victim can free themself by dealing 10 points of damage to the tree with fire or a one-handed cutting weapon. The victim escapes automatically if the tree is slain.

BLUE WOLVES

Long, lean, shaggy, and ravenous blue-furred wolves who hunt in packs. Driven only by their need to find their next meal, blue wolves are the archetypal big bad wolf.

AC 6 [13], HD 4** (18hp), Att 1 × bite (2d4), THAC0 15 [+4], Mv 150′ (50′), Sv D12 W13 P14 B15 S16 (4), ML 8, AL Neutral, XP 125, NA 1d6 (2d6), TT None

► **Feral Intelligence:** Understands Common & Sylvan. 10% of blue wolves can speak.

► **Infravision:** 120′.

► **Surprise:** On a 1-3, due to stealth.

► **Relentless Tracker:** Can track by scent. Never suffers penalties from exhaustion while pursuing their quarry.

► **Pack Tactics:** Gains +2 on bite attack if at least one the blue wolf's allies is within 5′ of its target. If two or more blue wolves successfully bite the same target, the victim must **save versus paralysis** or be tripped. A blue wolf gains an additional +2 on attacks against a tripped creature.

► **Verdant Camouflage:** Appears as a large and lean azure-furred wolf in open terrain, but when within any natural vegetation, such as jungle, forest underbrush, or tall grass, it emits an illusory aura that mirrors the vegetation surrounding it. This makes it nearly invisible to sighted creatures, who suffer a -4 penalty on attacks against it.

► **Howl:** Alerts all other blue wolves within 1d6 miles as to the howling wolf's general direction and distance. At the referee's discretion, this may bring new blue wolves into the fray or to seek revenge for any fallen blue wolves at a later time.



The Late Captain Hook

"Brimstone and Gall!" "Odds, bobs, hammer and tongs!" "Quiet you scugs, or I'll cast anchor in you!" "Stow this gab!" Never was there, nor will there be again a literary pirate quite so iconic as Captain Hook.

Old Jas Hook, Blackbeard's bosun, the worst of them all, the only man whom Barbecue the Sea-Cook feared. His epitaphs are many, and his exploits are known all across the planes.

It is said Hook was once a school teacher and gentleman (p. 64), whose secret parentage was so scandalous it could have ruined his country. It is said that Hastur influenced his mind until he tried to do harm to a mere baby boy, forcing him to flee his perfect life, whereupon he took to the seas and a life of piracy. It is said that he took to piracy like a devil in hellfire.

His interplanar reaving and the pull of Hastur eventually brought him to the Neverlands, and to Peter Pan's strange Neverborn Islands. It stirred something within him that broke his mind and focused his purpose.

Hook had a vindictiveness so relentless and malignant toward Peter Pan which no one could understand, not even himself. There was just *something* about Pan that goaded Hook to frenzy. He thought it was his cockiness that got on his nerves, made his hook twitch, and disturbed him like an insect at night. But it wasn't. It was his connection to Hastur... The proximity to Hastur and Pan, to the twin suns of lost Carcosa, to the untapped potential of the Neverlands, and the loss of his right hand to Pan changed him and truly made him into the icon we know.

The longer he stayed in the Neverlands, the more wan and cadaverous his appearance became. His hair was like black candles, and his dress evoked our own history's King Charles II. He smoked two cigars at once in a holder of his own design, which ever and anon gave a touch of color to his pallid face. His hat was always dawned at the most rakish angle.

And, of course, in place of his right hand was the deadly iron hook, which gave him his namesake. In fact, because Pan bestowed upon the captain the name of "Hook," and so deep was the insult of losing his sword hand, the appellation rippled through time by the tendrils connecting him to Hastur and changed his identity in the timestream, as well. Now, none know who Captain Hook might have once been—even himself, having forgotten his life before the Neverlands—and he could never envision a future where he was not Hook, nemesis of Peter Pan. Hook, like Pan, is immortal, timeless, and will return no matter what.

Ever a solitary enigma, Hook stood aloof from his followers in spirit as in substance. His manner was regal and poised, so that he even ripped you up with an air, and he was a raconteur of repute, always ready with words as sharp as his sword. He was never more sinister than when he was most polite.

His eyes were the blue of the forget-me-not, and of a profound sense of melancholy, save when he was plunging his hook into you—at which time two red spots appeared in them and lit them up horribly.

He was not *wholly* evil—he had a Thesaurus in his cabin, after all. There was elegance in his diction, even when he was swearing, and no less the distinction of his demeanor. Hook was a man of fell genius and indomitable courage, but was afraid of his own blood, which was rendered thick and unusually yellow in color by some rare disease.

Hook, despite his villainy, had a passion for *good form*, even though he rarely achieved it himself. He believed obsessively that good form was all that mattered—something he and Pan surprisingly shared in common.

Those who knew Hook most intimately, like his first mate Smee (p. 61), knew that he had a softer and more ephemeral side in private—he loved flowers and tender music and even played the harpsichord. While scheming, he would sometimes sweetly mutter snatches of rude songs under his breath while fingering a pack of cards.

In combat, Hook fought like a human flail, sweeping arcs that would cut any child or grown warrior in two. He fought ruthlessly and cleverly, even once impaling a lost child with his iron hook and using them as a buckler. His iron claw made a circle of dead water around him, from which enemies fled like affrighted fishes.

The Night of Nights

The Night of Nights is one of the few fixed events in time that Peter Pan can always recall with any clarity. While his story of that night may vary from one retelling to another, a few things remain consistent: the Darling children were leaving, the pirates had won a series of decisive battles throughout the Neverlands, and Hook burned down the Nevertree (p. 23), the Hangman's Tree (p. 20), and Pan's Underhome (p. 28) along with them. It is unclear if this is when the famous fairy, Tinker Bell, died—and, if so, whether by Hook's hand or Pan's in punishment for her not stopping Hook. Even Pan's retellings of her ultimate fate conflict with each other, as some of his later tales seem to feature her in them as well.

When the infamous Darling children were adventuring among the Neverborn Islands, Captain Hook was at the height of his power and Peter Pan was most in his element. Pan had a *mother*, Wendy, his band of lost children to dote upon him and adventure with him, and he had the ultimate nemesis in Hook. There was a perfect balance to the back-and-forth battles and schemes, such that if it had lasted that way in perpetuity, then Pan could not be happier. But it was all coming to an end. Wendy Darling and her brothers were getting older and wanted to leave the Neverlands, and Hook had been gaining the upper hand with his tactical strikes. Then, Hook found and burned the Underhome, sparking the beginning of his end.

When Hook emerged from the burning Underhome after looting the ruins of Carcosa (p. 29), he looked the very spirit of evil breaking from its hole, and something in Pan forever changed—he grew up just ever so slightly. In his rage at facing any sort of consequence for his actions and being pulled out of his juvenile bliss ever so briefly, Pan hunted down Hook in a grand confrontation that led them to Marooner's Rock. Pan mortally wounded Hook, but instead of slaying him, drug his bleeding husk to the Chronodile (p. 38), to reunite him with his lost hand. In the belly of the beast, Hook would be slowly digested for eternity, never able to die and never able to escape. *And Pan knew this.*

The Return of Captain Hook

While Captain Hook is presently being slowly digested for a veritable eternity in the hellpit of the Chronodile's stomach (p. 38), it is entirely possible for the villain to return.

Referees are encouraged to incorporate Captain Hook into their adventures however they see fit. Here are some suggestions to inspire your games:

1. Hook finally dies, but manages to manifest as a ghost, despite the islands' normal effects on undead (p. 15). He possesses the Chronodile and cannot be put to rest until either Pan or all portals to Carcosa are destroyed.
2. Loyalists to Hook among **Captain Rex's crew** (p. 60) are devising a way to free their former captain from the croc's guts. They seek the aid of unwitting outsiders in their plight. The first step is to find and restore the *Jolly Roger* (p. 36) and get it to fly by stealing turbines from *The Calypso* (p. 60) so they can bombard the Chronodile from the air.
3. In a bout of cosmic indigestion, the Chronodile expulses the partially digested Hook (from one end or the other), whereafter he slowly reforms, but with a terrible case of amnesia.
4. Hook is rescued by Hastur's grace. He emerges transformed into a loathsome avatar of the Yellow God, seeking revenge.
5. Hook was once a Ferryman and he hid his Soul Key somewhere in the Neverborn Islands. Learning of this, one of the current Ferrymen seeks to resurrect Hook to claim the key for themself, but Hook will of course have other plans after he escapes the croc's guts. (See *Memento Mori / Memento Vivere* for more information on the Ferrymen and Soul Keys.)
6. Hook regains consciousness within the Chronodile and begins singing soft lullabies to it whenever he can manage through the pain. When the croc is asleep, Hook is able to move a little bit, and he has been searching for the ancient clock that eternally keeps the time. If he manages to get hold of the clock and free himself, he hopes to be able to use the artifact to distract and defeat Peter Pan once and for all.

CAPTAIN HOOK

AC 1 [18], HD 14***** (112hp†), Att [3 × hook (1d4 + rending), 2 × *cutlass +1* (1d8+1)] or [1 × pistol (2d6 + stun; range 5'-30' / 31'-60' / 61'-90'), 3 × hook (1d4 + rending)], THAC0 9 [+10] (8 [+11] with *cutlass*), Mv 150' (50'), Sv D4 W5 P6 B5 S8 (14), ML 10, AL Neutral, XP 7,050, NA 0 (1), TT T

STR 13 **INT** 14 **WIS** 9 **DEX** 15 **CON** 12 **CHA** 17

► **Languages:** Can speak the language of mermaids and the dark language used by eldritch beings from far realms.

►†**Hasturian Blessings:** Due to his dark connection to Hastur, Captain Hook's hit points are maximized. If this connection is ever severed, he instead has 63hp. Furthermore, he takes no damage from *cause wounds* spells or necromantic magic, and takes only half damage from nonmagical sources.

► **Immortal:** Captain Hook cannot die within the Neverlands. He will always come back to life, no worse for the wear, in 1d100 hours within 1d4 miles of wherever he "died" (p. 14).

► **Fearless:** Immune to fear effects while at half or more hp.

► **Indomitable (3/Day):** Can re-roll a failed saving throw.

► **Weaknesses:** While normally immune to fear, Captain Hook gets squeamish at the sight of his own yellowish blood. If he is reduced to half his hit points or less, or if a natural '20' is scored against him on an attack, he must **save versus spells**. If he fails, he is frightened for 1d6 minutes, attempting to clean up his blood; if he cannot, he flees for 1d6 minutes. The blood is the source of his fear. If he succeeds, he manages to carry on, but loses his immunity to being frightened until he cleans up his blood. Furthermore, if someone is fighting extremely fairly or does something that showcases exemplary character or honor, Captain Hook must **save versus spells** or suffer disadvantage on attack rolls and be unable to give his allies orders or intimidate others for 1 minute.

► **Raise Hell, Ye Dogs!:** Can replace one attack to order one ally he can see within 100' who can hear him to move up to their speed or make one attack.

► **Treacherous Strike:** When attacking an unaware opponent, Captain Hook gains a +4 bonus to hit and doubles any damage dealt.

► **Rending:** When hit by a hook attack, a victim must **save versus paralysis** or take an extra 1d6 automatic damage. A victim that is rended is grabbed and cannot move away from Captain Hook. While grabbed, Captain Hook cannot attack anyone else with his hook attack except the grabbed victim, but can automatically rend them without an attack roll once per round. A victim can break away with a successful **save versus paralysis** (they can make this save once per round at the start of each of their turns). If a grabbed victim is child-sized or smaller, they automatically move with Captain Hook when he moves and attacks against Captain Hook suffer a -2 penalty, as he uses the grappled victim as an improvised shield. Captain Hook may release a grabbed victim at any time.

► **Dueling Pistol:** If Captain Hook scores a critical hit with his anachronistic pistol, his target must **save versus death** or be stunned for 1d4 rounds (cannot move or act).

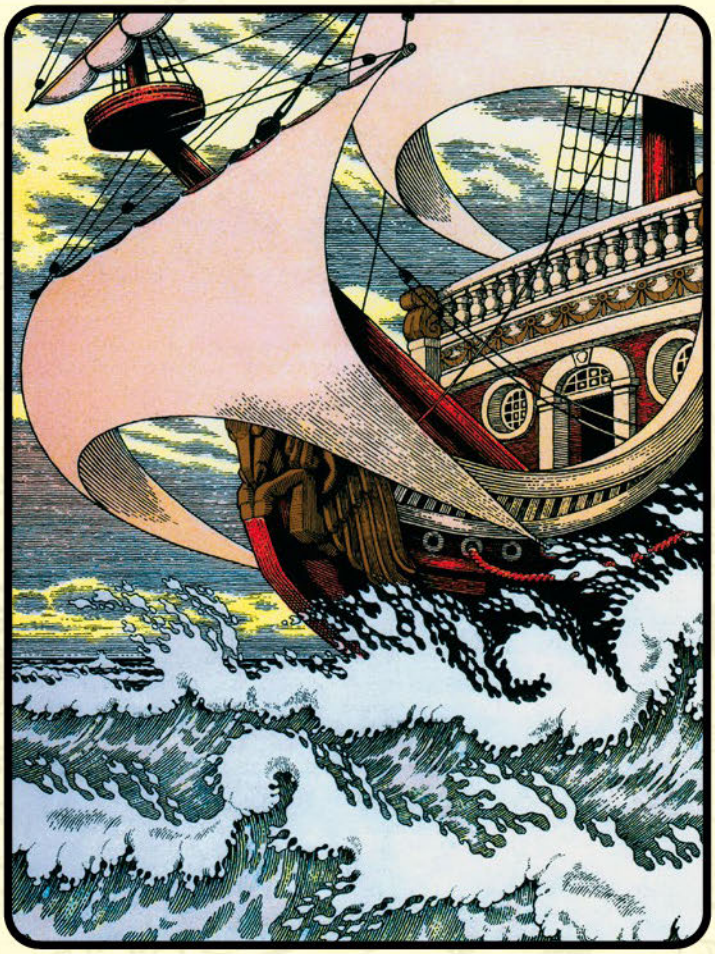
► **Legendary Reactions:** Captain Hook has 3 points each combat round that he can use at the end of an enemy's turn to do one of the following things; he may only take 1 such action per single enemy's turn:

- **Riposte:** (1 point) Can make one melee attack against an enemy within 5' who attacked and missed him with a melee attack. If he has his Masterful Parry ability active, this Riposte attack has a +4 on the attack roll.



- **Masterful Parry:** (1 point) Captain Hook adds +4 his AC against weapon attacks until the start of his next turn. This only applies against attacks from enemies he can see and only if he is wielding a melee weapon (his hook counts).
- **Fearsome Rally:** (1 point) Can end any fear and charm effects affecting all of his allies within 60' that can hear or see him by making a **save versus spells**.
- **Curses and Insults:** (1 point) Captain Hook insults or intimidates one creature he can see within 60'. The target must succeed on a **save versus spells** or take 1 point of unpreventable damage and be either stunned (cannot act or move) or frightened (flee for 1d6 rounds) until the start of Captain Hook's next turn (referee's choice). Creatures who do not share a language with Captain Hook have a +4 bonus on their saving throw.

Referee's Note: For extra danger, give Captain Hook access to all the Combat Maneuvers on page 68!



The Jolly ~~Roger~~ Peter

The legendary *Jolly Roger* is a magical brig that can travel between the Neverlands, the material plane, and other realms beyond. She is a rakish-looking craft, foul to the hull. Every beam in her is detestable, like ground strewn with mangled feathers.

At night, all that can be seen is her green searchlight, low in the water. She was once the cannibal of the seas, and scarce needed that watchful green eye, for she floated immune in the horror of her name.

Currently, the *Jolly Roger* is derelict and abandoned in a secret cave in Mermaid Lagoon (p. 22, 54), infested with Carcosan Spiders (p. 22) who wish to repair the ship to travel to the Dreamlands and rejoin their sinister kin. If cleared out and restored, the ship might serve new owners well in their travels. Even if the ship is restored, it will be forever haunted, with strange happenings occurring on a nightly basis (see next page).

At the height of the *Jolly Roger's* reign of the sea, she boasted some 60 cannons, though now most are lost to the sea. The most notorious cannon was Long Tom, the biggest cannon ever mounted to any ship, which is said to have been able to take out a fort's walls in one shot. The rusty, barnacle-crusted Long Tom lies at the bottom of Mermaid Lagoon; it could be restored or replicated by a dedicated enough team of smiths.

After Peter Pan defeated Captain Hook and fed him to the Chronodile (p. 38), he took over captainage of the ship as the notorious Captain Pan (p. 10) and renamed her the *Jolly Peter*. Eventually, as with all things, Pan tired of his new game and abandoned the ill-maintained vessel in Mermaid Lagoon—his *gift* to the mermaids. They, of course, adored the little boy-god too much to protest the unsightly wreck intruding on their tranquil home, so they hid it away in a secret and out-of-the-way cave in the lagoon, quickly forgotten about. If anyone asks the mermaids, they just say the *Jolly Roger* sank off the shores of Skull Rock (p. 25) generations ago.

The Jolly Roger

The *Jolly Roger* has the statistics of a **large warship**, except it has AC 6 [13] and 200 hull points. It is 200' long, has a beam (width) of 45', and has a draft of 12'.

See Water Vehicles in Vehicles and Animals under **Equipment** in ***Old-School Essentials Advanced Fantasy***.

Features

Ceilings. Interior ceilings are 8' high with 6-foot-high doors.

Doors. Strong wooden doors, ornate motifs carved into them.

Lighting. Lanterns cast bright light throughout the ship.

Rigging. Can be climbed easily; many perches, ledges, swings, and platforms litter the rigging for crew to utilize both in combat and daily duties.

Sails. The *Jolly Roger* has three 100-foot-tall masts with many sails to catch the wind. It is equipped with oars on the lower deck for rowing in doldrums.

Doors. Strong wooden doors, ornate motifs carved into them.

Ship's Boats. The *Jolly Roger* can carry up to a half dozen launches, pinnaces, jolly boats, or similar-such smaller away craft. Treat such small boats as lifeboats and sailing boats (see **Water Vessels** in ***Old-School Essentials***).

Cannons

The *Jolly Roger* is outfitted with 61 cannons. It has 20 cannons on each of its port (left) and starboard (right) sides, and 10 cannons on each of its prow (front) and stern (rear) sides.

Each of the 60 normal cannons inflicts 3d6 hull damage with a range of 150-300 yards. With a crew of 2 (minimum), a cannon can be fired every 12 rounds at THAC0 19 [+0]. With a crew of 3, a cannon can be fired every 6 rounds at THAC0 18 [+1]. With a crew of 4 (maximum), a cannon can be fired every 3 rounds at THAC0 17 [+2]. The referee may apply modifiers to attack rolls for weather conditions, morale, maneuverability, size of the target, etc.

The last cannon is an absurd behemoth dubbed "Long Tom." This 50' long terror of a cannon is mounted inside the ship and has a forward-facing gun port, just below the *Jolly Roger's* masthead. Long Tom can only fire forward, and inflicts 9d6 hull damage on a successful hit. Long Tom has a range of 500-1000 yards, but cannot target anything within 100' unless the *Jolly Roger's* prow is touching it at the point of the cannon's gun port. However, Long Tom is wildly inaccurate and takes an extremely long time to reload. With a crew of 4 (minimum), Long Tom can be fired once every turn at THAC0 27 [-8]. With a crew of 6, Long Tom can be fired once every 5 minutes at THAC0 23 [-4]. With a crew of 8 (maximum), Long Tom can be fired once every minute at THAC0 21 [-2].

All of the *Jolly Roger's* cannons are treated as magical in regard to creatures who can only be harmed by magical attacks.



The Jolly Roger

d8 Haunted Happenings on the *Jolly Roger*

1. The words *"dirty pig"* are scrawled on every porthole glass as if by a child's finger any time someone looks out of one.
2. The phrase *"floreat etona"* is carved into the walls, floors, and desk of the captain's cabin many times by any unattended sharp metal objects.
3. Alternatingly melancholy and furious harpsichord music wafts on the air.
4. A chest triggers a *curse* on everyone within 50' (as the cleric spell).
5. 2d6 Mimics spawn in the lower decks. If slain, they remain useful items.
6. 1d12 flying Bull Sharks emerge from the walls to attack; they can swim through walls and decks and take half damage from nonmagical attacks.
7. An impossible and fearful wind buffets the rigging and tattered sails. The ropes and topsails animate and attack all on deck (treat as Rugs of Suffocation that can be slain—AC 8 [11], 30hp, and Strangle Weeds).
8. The masthead turns into a powerful guardian (treat as a Caryatid Column) and is running amok. It is bound to the *Jolly Roger's* helm and can be controlled if the command words in Captain Hook's journal are found.

Map by 2-Minute Tabletop 1 Square = 5 ft.

THE CHRONODILE

A primordial titanic crocodile, hundreds of feet long, tied to the stream of time, the Chronodile lumbers endlessly on in search of its next meal and a warm rock on which to sun. It dreams of the many histories and timelines of the universe and always peers moments into the future. A continuous, droning tick-tock-tick-tock, like some infernal clock emanates from its craw.

AC -4 [23], HD 36+8**** (170hp), Att [1 × bite (5d10 + grab), 2 × claw (2d6), 1 × tail (2d12 + sweep)] or [1 × ram (6d6 hull damage)], THAC0 5 [+14], Mv 150' (50') / 150' (50') swimming, Sv D2 W2 P2 B2 S2 (36), ML 10, AL Neutral, XP 29,250, NA 0 (1), TT none

► **Languages:** Understands but cannot speak the languages of dragons and sphinxes.

► **Wisdom Beyond Time:** 3-in-6 chance to know any esoteric or forgotten lore, history, secret, ritual, science, or the like.

► **Adjust Fate (3/day):** Can succeed on a failed saving throw.

► **Hold Breath:** Can hold its breath for 12 hours.

► **Implacable:** Ignores all difficult terrain when it moves. The Chronodile can spend 5' of its movement to automatically escape from nonmagical restraints or grapples.

► **Temporally Locked:** The Chronodile will never die of old age and cannot be affected by any magic that alters time unless it chooses to be affected. The Chronodile is immune to mind-affecting spells and effects, magic that would alter its physical form, magic that would impede or halt its movement, and cannot be petrified or disintegrated. Furthermore, it takes no damage from nonmagical attacks, unless they are siege weapons.

► **Distortion Aura:** Any spell manipulating time within 100' of the Chronodile fails unless its caster successfully saves versus spells. If the caster fails their save by 5 or more, they are affected by a *hold monster* spell for 1d12 rounds. Time also passes normally within this radius on the Neverborn Islands (see p. 14), and an ancient ticking clock in the Chronodile's guts sounds the hour every hour.

► **Grab:** A victim hit by its bite attack must save versus paralysis or be grappled in its jaws. While a victim is so held, the Chronodile cannot bite another target, but gains a +4 bonus on all subsequent bite attacks against the grabbed victim. A victim in the Chronodile's jaws can save versus paralysis in place of an attack on its turn, escaping on a success.

► **Stun:** A victim is unable to move or act for 1 round if the Chronodile rolls a natural '20' on its tail attack.

► **Sweep:** A victim on land must save versus paralysis when hit by a tail attack or be knocked prone. If the victim rolls a natural '1' on their save, the Chronodile may fling the victim 2d6 × 10'. A flung victim takes damage as if they had fallen the distance flung.

► **Swallow:** An attack roll with its bite of 4 or more than the target number required indicates that a horse-sized (or smaller) victim is swallowed. Inside the Chronodile's stomach: suffer 3d6 damage per round (until the Chronodile dies); due to the time-distorting nature of the Chronodile, swallowed victims heal this same amount of damage at the start of each of their own turns, leaving them digested for eternity. While swallowed, a victim does not need to eat or drink, and does not age.

► **Escaping the Belly:** Swallowed victims may attack with sharp weapons at -4 to hit; if swallowed creatures deal 20 or more damage on a single turn, the Chronodile must save versus death or vomit forth all swallowed creatures.

► **Legendary Reactions:** The Chronodile has 3 points each round it can use at the end of an enemy's turn to do one of the following actions; it may only take 1 such action per enemy turn:

- **Death Roll:** (2 points) If grappling a horse-sized or smaller creature, can writhe and twist furiously, mangling its victim. The Chronodile and its target both immediately fall prone and the victim takes bite damage (save versus paralysis for half damage). If they are in water, the victim must also save versus death or begin drowning.
- **March Ever On:** (1 point) Moves or swims 20'.
- **Swipe:** (1 point) Makes a single claw attack.
- **Snap:** (2 points) Makes a single bite attack.
- **Tick-Tock-Tick-Tock:** (2 points) Casts the spell *hold monster* on up to 12 creatures of its choice within 100' that it can see. This version of *hold monster* can affect undead.
- **Trampling Sprint:** (3 points) On land, the Chronodile can move impossibly fast in a short burst, charging forward up to 120' in a straight line. This movement can pass through the spaces of other creatures smaller than itself, as long as the Chronodile ends in an unoccupied space. Any creature moved through in this way must make a save versus breath or take 4d8 damage and fall prone.
- **Capsize:** (3 points) Can attempt to capsize a seafaring vessel it can reach. Automatically deals damage to the vessel equal to its ram. If the vessel is of sailing boat size or smaller, it has a 5-in-6 chance of capsizing. If it is larger than a sailing boat, it has a 2-in-6 chance of capsizing.

Lesser Chronodiles

These smaller (but still dangerous) progeny of the Chronodile also haunt the Neverborn Islands. These preponderant and esurient Stygian beasts are nearly 50' long.

AC 1 [18], HD 15+3* (70hp), Att 1 × bite (3d8), 2 × claw (1d4), THAC0 8 [+11], Mv 120' (40') / 120' (40') swimming, Sv D8 W9 P10 B10 S12 (8), ML 9, AL Neutral, XP 2,300, NA 0 (1d3), TT none

► **Languages:** Understands but cannot speak the languages of dragons and sphinxes.

► **Feeding Frenzy:** Attracted to the scent of blood or violent movement in the water.

► **Hold Breath:** Can hold its breath for 3 hours.

► **Implacable:** Ignores all difficult terrain when it moves. Can spend 1 round to automatically escape from nonmagical restraints or grapples.

► **Temporally Locked:** Will never die of old age and cannot be affected by any magic that alters time unless it chooses to be affected. Are immune to mind-affecting spells and effects, magic that would alter its physical form, magic that would impede or halt its movement, and cannot be petrified or disintegrated. Furthermore, they take only half damage from nonmagical attacks, unless they are siege weapons.

► **Distortion Aura:** Any spell manipulating time within 50' of the Chronodile fails unless its caster successfully saves versus spells. If the caster fails their save by 5 or more, they are affected by a *hold monster* spell for 1 round.



CROCODILE

The Fairy Courts

It is difficult to know much about the fairies beyond what you learn from interacting with them, but they are likely to be very different the next time you meet the same ones. Three things are generally true about them: fairies have to be one thing or the other, because being so small they unfortunately have room for only one feeling at a time; while they are ever so cunning in their own territories, they are not one bit cunning once they leave their domains; they will usually give a civil answer to a civil question.

Geography. The fairies of the Neverborn Islands are the feral Summer Court and politicking Winter Court. Each court dwells on the opposite sides of a mountain range that they call the Fairy Basin. The Summer Court dwells in Summercoast (p. 27) in lush jungles, while the Winter Court resides in iron-gated settlements in the Winterlands (p. 27). Both Courts' territories are covered in flowers and ground ivy. Most of the flowers really are flowers, but some of them are really fairies. The only way to know for sure is to stare at them without blinking for a long time; after being observed for long enough, they cannot help winking and blinking, which is how you know they are fairies.

Not What They Seem. Pretending to be something else is one of the fairies' best tricks. Usually they favor the form of flowers, as they are the thing least likely to attract attention, but they can really become just about anything. In addition to being able to change their own forms, many Neverlands fairies can also transform others into various things.

Appearance & Personality. When Neverlands fairies fly about, they appear as a strange light no bigger than your fist, and they dart about the room like a living thing. If it were not for their great variation in hues, one might confuse them for diminutive will-o'-wisps (p. 15). While at rest—which is rare—they appear as six-inch-tall humanoids with gossamer insect wings and curious elfin features. All fairies are very inquisitive folk, with the Summer Court prone to savagely pranking others and the Winter Court prone to savagely judging others. Both Courts constantly seek approval and admiration from others, and regularly clap their hands at their own cleverness, as is their custom.

When fairies are enraged or extremely hungry, they can form carnivorous swarms and lay waste to everything in their paths, like a host of locusts or piranhas, making little distinction between friend and foe. While the Winter Court fairies like to think they are above such behavior, they too can fall into such a feral and murderous state when pushed too far.

One of the great differences between the fairies and mortals is that they never do anything *useful*. They always look tremendously busy, you know, but if you were to ask them *what* they were doing, they could not tell you in the least. They are rightfully ignorant, and everything they do is make-believe.

Queens. Fairies are always led by a queen, never a king. Fairy queens tend to be benevolent and put on airs of wisdom, but they can often be quite shortsighted and contemptuous in all matters of importance. Fairy queens can grant *wishes*. If one puts off asking for their *wish* for too long it might go bad. Currently, the Summer Queen is **Tinker Fleck**, a distant relation to the renowned Tinker Bell of ages past, while the Mabsdóttir clans of the Winter Court still cannot decide upon their next queen—a full three generations since Queen Mab's death. The most elegant and enviable thing about fairy queens (and very high-born fairies) is their necks, which are blue in color and of a velvet texture, which better allows them to show off their diamond necklaces as no pale throat could do. They achieve this admired effect by pricking their skin, which lets the blue blood come through and dye them.

Fairy Balls. Neverlands fairies love to dance more than anything else. They are exquisite dancers and hold great balls in the open air, in what is commonly called a fairy ring. They never say "We feel happy," what they say is "we feel *dancey*." The fairies love best to hold balls when Pan is near, as they know he cannot resist being their orchestra on his pipes, and they can jig and waltz with wild abandon. You can always tell when fairies hold their balls, as ribbons are stretched between the fairy ring and all the populous parts of their territories, in straight lines so that nobody has an excuse to be late. The fairies light their galas with an array of myriad glow-worms all holding onto each other, forming a dazzling canopy over a luminous fairy ring. They are so bewilderingly bright that guests to the dance have to blink all the time to see clearly. They use potions made from wallflower juice to revive exhausted dancers and elixirs made from Solomon's seals to heal bruises (and sometimes they will sell or trade these potions).

Neverland Fairy

Diminutive humanoids with insect-like wings and elfin features.

AC 3 [16], **HD** 1/2* (2hp), **Att** 1 × tiny weapon (1), **THAC0** 19 [+0], **Mv** 90' (30') / 180' (60') flying, **Sv** D10 11 P12 B13 S14 (4), **ML** 7, **AL** Neutral, **XP** 6, **NA** 2d6 (1d6 × 10), **TT** S

- **Languages:** Common, Pixie, Mermaid, and their own fairy language.
- **Mercurial Forms:** Can transform into any similarly sized creature, plant, object, or phenomenon (e.g. a ball of light, wisp of cloud, small flame, etc.) and back again at will. Observers often overlook them if they remain still while so transformed.
- **Surprise:** Always surprise, if in the form of object or plant and being still.



Fairy Homes. Fairy houses are the exact opposite of human houses. You can see human houses by day but not by dark, but fairy houses can be seen by dark but not by day, for they are the color of night (and nobody has yet heard of one who could see night in the daytime). This does not mean that they are black, for night has its colors just as day has, but ever so much brighter. Their blues and reds and greens are like yours with a light behind them.

The houses of both Courts are entirely built of many-colored glasses, and are each quite a lovely spectacle to behold. Each house is a palace, and every fairy has their own palace. Even the poorest and lowest of station has a glass palace, although their palaces are little more than a few panes of broken glass slapped together with tree sap and coarse twine.

Both of the fairy Courts' streets are miles long and very twisty. Oddly, fairies rarely fly directly from one place to the next, instead favoring their winding paths, for a path is mean to be taken. The streets of the Summer Court are made from bright yarn strung throughout the jungle canopy, while the streets of the Winter Court's settlements are made from polished pebbles, fingernails, and seashells. The birds sometimes steal the Summer Court's yarn for their nests, so that armed guards are frequently appointed to hold onto the ends.

Random Fairy Musings. When fairies want to know the time, they blow on a dandelion. Many fairies are excellent trackers and scouts. Neverlands fairies weave textiles from skeleton leaves and golden rain, make castor oil from ground ivy, make butter from the roots of old trees, and brew a surprising array of wines (blackthorn, berberris, and cowslip being their most popular varieties). They will pour wine for their guests, but because the bottles and cups are too large and heavy they will just pretend to pour them out. If fairies want to get married, they just leap into each others arms, which counts as a fairy wedding—so long as a fairy priest is present (and this applies to non-fairies as well, if a fairy priest is present).

Peter Pan. Fairies all value and exalt youth, which is paramountly why they adore Peter Pan so much, despite all his flaws and dangerous whims. Pan is the very epitome of youth, and being near to that keeps their power strong, as all Neverlands fairies are empowered by the lives of younglings. The fairies constantly coddle and humor Pan, monitor his moods, watch his guests and keep them from upsetting him too greatly, and hide unpleasant things from him—such as the time eaters in Skull Rock (p. 15, 25).



A Random Fairy Name Generator

Roll 1d20 and 1d10 around 1d4 times. Combine the results in any combination and alter as desired to create fairy names on the fly! Re-roll until you like the result.

	1	2	3	4	5	6	7	8	9	10
1	Fern	Acorn	Honey	Grub	Berry	Wood	Tum	Grab	Scowl	Sniff
2	Butcher	Apple	Liver	Mushy	Bobbin	Swain	Lily	Cutter	Sneer	Snack
3	Glow	Blossom	Glade	Rat	Jabber	Clove	Twist	Snipe	Licker	Under
4	Gem	Bell	Bark	Squeak	Pickle	Spice	Toad	Hollow	Snag	Barrow
5	Fire	Brownie	Willow	Chirp	Shell	Spider	Night	Grim	Pitter	Kiss
6	Hatter	Butter	Fleck	Paws	Flit	Huffle	Moss	Black	Wallop	Eater
7	Muffin	Cricket	Grass	Lemon	Twirl	Grump	Cap	Bones	Fits	Chops
8	Shimmer	Pretty	Sweet	Glime	Plumb	Frost	Stalk	Bristle	Spits	Snobby
9	Brine	Whisk	Dew	Drop	Mud	Sugar	Tinsel	Mead	Splitter	Gust
10	Lighter	Lime	Dazzle	Splash	Pie	Dust	Batch	Horns	Growl	Slender
11	Sparkle	Cloudy	Lashes	Dash	Cumber	Locks	Fen	Tusk	Howl	Dirge
12	Miller	Briar	Bottom	Wallow	Fluff	Falls	Gimble	Claws	Fear	Dreamy
13	Bander	Thistle	Foot	Wing	Dapple	Flax	Sour	Sorrow	Fell	Misty
14	Holly	Down	Teeth	Thin	Bitter	Wisp	Grove	Tears	Thorn	Gray
15	Knocker	Buttons	Vine	Flutter	Maker	Twill	Legs	Snatch	Spike	Boots
16	Twig	Silver	Rose	Chortle	Flicker	Shade	Cozy	Mad	Ire	Pants
17	Tinker	Baker	Fly	Twilight	Patter	Red	Wright	Prig	Needle	Eyes
18	Pebble	Wise	Dingle	Wrinkle	Speckle	Cherry	Gills	Truffle	Rash	Giggle
19	Biter	Root	Jingle	Figgy	Tack	Blue	Jab	Snoot	Blood	Newt
20	Weaver	Snorts	Worm	Kin	Petal	Green	Hop	Bimple	Guts	Sting

SIR GEORGE

AC 1 [19], HD 12** (54hp), Att 2 × polearm (1d10+2), 1 × shield bash (1d6+2 + shove), THAC0 10 [+9], Mv 90′ (30′) / 120′ (40′) swimming, Sv D6 W7 P8 B8 S10 (12), ML 11, AL Lawful, XP 2,700, NA 0 (1), TT None

STR 17 **INT** 9 **WIS** 10 **DEX** 14 **CON** 12 **CHA** 16

► **Unwavering Bravery:** Is immune to fear effects. 3 times per day can re-roll a failed saving throw.

► **Resilient:** Takes half damage from nonmagical attacks.

► **Shove:** An ogre-sized or smaller creature hit by Sir George's shield bash must save versus paralysis or be knocked back 1d4 × 5′.

► **Hurl Shield:** Can throw shield [range 10/20/40]; his shield returns back to him at the beginning of his next turn. *Note, his AC is lowered by 2 until it returns.*

► **Lancer:** Has a +2 bonus on attack rolls with a lance, spear, or other polearm, can wield all such weapons in one hand, and treats all such weapons as having both the Charge and Brace properties (see Equipment in *Old-School Essentials*).

► **Knightly Smite:** Deals double damage with weapon attacks against dragons, undead, and Evil creatures.

► **Mithral Plate Mail of the Deep:** Wears Plate Mail +1 made from mithral (p. 60) that grants its wearer the ability to breathe under water and a swimming speed of 120′ (40′).

► **Legendary Reactions:** Has 3 points each round he can use at the end of an enemy's turn to do one of the following actions; he may only take 1 such action per enemy turn:

- **Leap:** (1 point) Jumps up to 20′ vertically or horizontally without provoking an opportunity attack.
- **Throw Shield:** (1 point) Throws his Shield +1 at one target within 40′. This counts as a Shield Bash attack. It returns back to him at the beginning of his next turn. *Note, his AC is decreased by 2 until it returns.*
- **Sweeping Lance:** (2 points) Swings polearm in a wide arc. All creatures within 10′ must save versus breath or take 1d10 points damage and be tripped.

Fractured Memory

Sir George's madness is deeper than delusion. He constructed an idealized and heroic personality after his real personality was erased by the magics of the Neverlands. Nothing short of a *wish* or divine intervention can restore his memories and old self—and who knows what effect that may have on him.

ARGENT, George's Steed

AC 3 [16], HD 8 (36hp), Att 2 × claw (1d8), 1 × bite (2d6), THAC0 12 [+7], Mv 120′ (40′), Sv D8 W9 P9 B10 S12 (8), ML 10, AL Neutral, XP 650, NA 0 (0), TT None

► **Charge:** When not in melee. Requires a clear run of at least 20 yards. Rider's lance inflicts double damage. Argent cannot attack when charging.

► **Melee:** When in melee, both rider and mount can attack.

► **Gnaw:** Deals an extra 2d8 automatic bite damage if both claws hit a victim in the same round.



Sir George the Errant Knight

The kindly and valiant Sir George roams the Neverlands on quixotic quests with his band of twenty paladins. Their pennants and gleaming armor can be seen from far away, heralding grand adventures to be had in their wake.

Sir George and his troupe usually travel with Captain Rex on *The Calypso* (p. 60), but they can sometimes be found trotting across the islands—and seas—on their noble Giant Possum steeds (stats as Grizzly Bears, treating "bear hug" as "gnaw"). George's (left) and the knights' steeds all wear *Horseshoes of a Zephyr.* Claiming to be the greatest dragonslayers of the planes, Sir George and his band hunt the Chronodile and the hydra, Ladon, in an endless loop of skirmishes that never result in decisive victory for either side.

While Pan is standoffish with Sir George and his crew, he is also rather enamored of his charming and heroic disposition. Pan allows them to adventure within his islands on the condition that he can join them from time to time—and that Sir George will join him and the old men of Blind Man's Bluff regularly to swap tales (Pan, of course, one-upping the knight at every turn with his own stories, and Sir George often having to repeat himself with his thick brogue accent).

Am I My Brother's Keeper?

While the memory of it is now long lost to him, Sir George was first brought to the Neverborn Islands long ago by Maimie Mannering (p. 52). When she was a young woman and she had learned that Peter was in the Neverlands, she needed a connection to him to travel there. Maimie learned that Peter's mother had another son, some years after he had flown away to the gardens.

Maimie reached out to the young man, whose name was George, pleading to him her tale and how she wished to reunite him with his brother. But George was bitter, as his mother had died young many years ago, being despondent and heartbroken her whole life after the disappearance of her first son, Peter. The shadow of his mother's grief and her eventual passing impacted George too deeply, and he denied any filial obligation that Maimie tried to impart upon his sympathies. Maimie would not give up so easily, and she did not wait for his consent, instead ensorcelling him and bringing him with her to the Neverlands. In time, George lost his memories and sense of self, as most adults do there. He wandered about addled for years, with only memories of childhood heroes to keep him from losing all of his mind.

The crew of *The Calypso* found him and took him in as part of their crew for a time. Eventually, as George rebuilt his mind away from the Neverlands' influence, all that was left were the childhood stories of heroes, which became the template for his new identity—*Sir* George.

GINGERBREAD DEMON

The delicious smell of gingerbread precedes the arrival of this kaleidoscopic horror of sweet treats and demonic fury.

AC 3 [17], HD 15+3**** (70hp), Att [2 × fist (1d10), magic] or [1 × bite (1d4 + devour)], THAC0 8 [+11], Mv 150' (50'), Sv D4 W5 P6 B5 S8 (15), ML 12, AL Chaotic, XP 5,150, NA 0 (1), TT None

► **Fractal Sight:** Can see invisible creatures, see through all illusions, enchanted objects and creatures are revealed, and can detect secret doors. Cannot be surprised.

► **Languages:** Speaks Common, the language of demons, and has telepathy to 120'.

► **Immunities:** Lightning and poison. Cannot be blinded, frightened, or charmed. Not harmed by nonmagical weapons.

► **Resistances:** Takes half damage from fire and cold damage.

► **Immersion in Water:** Imposes a -4 penalty to its attack rolls, saves, and AC, halves its speed, and negates its Immunities and Resistances for as long as it is immersed and for 1d6 rounds thereafter. Immersion for 1 turn banishes it for 1d12 months.

► **Shapechanger:** Can transform into an unassuming human-sized or smaller elderly or juvenile humanoid, a tiny animated gingerbread cookie, a 15'-tall spindly and too-many-jointed gingerbread humanoid horror, or an amorphous fractally oscillating 10'-diameter gingerbread-and-nightmare being with too many eyes. It has the same statistics in all of its forms, though its personality and voice may change to suit its whims.

► **Lord of Hunger:** Has a +4 bonus to AC and on all attack rolls against a living creature who is hungry. If it tempts a living creature who is hungry with food, the creature will have a -4 penalty on saving throws against the Gingerbread Demon's spells and special abilities.

► **Run, Run, Run!:** Movement is unimpeded by difficult terrain. Can retreat at full speed and enemies do not get a bonus to hit.

► **Can't Catch Me! (3/day):** Instantly ends one effect causing it to be incapacitated, unconscious, restrained, stunned, paralyzed, or petrified, or preventing it from moving. May immediately move after it ends the effect. Can use this ability even if it otherwise couldn't act (such as by being petrified).

► **Arcane Spells.** The Gingerbread Demon casts spells as both a 9th level illusionist and a 5th level magic-user

► **Horrific Splendor (5/day):** While not in the form of a humanoid, it can emit kaleidoscopic, fractally undulating light. Each sentient creature within 30' must save versus spells or be frightened or charmed for 1 turn (the Gingerbread Demon's choice). A creature that succeeds on their save is immune to this ability for the next 24 hours.

► **Devour:** The Gingerbread Demon avoids physical combat at all costs, but if it is adjacent to an incapacitated human-sized or smaller living creature, it can swallow the creature whole. If the victim has 10hp or less, the creature is slain instantly and the Gingerbread Demon regains hit points equal to 5 x the devoured creature's Hit Dice or level. If the victim has 11 or more hit points, they take 1d6 damage per round (until the demon dies); may attack with sharp weapons at -4 to hit; body digested 2d6 turns after death. After swallowing a victim, the Gingerbread Demon cannot act for 1d4 rounds as it savors its meal, and attacks against it have a +4 bonus during that time.



Hunger & Nightmares, Oh My!

Known by many names, such as *Kolobok*, *Gingerbread Man*, and *The Muffin Man*, this being is a demon of hunger and nightmares known to diabolists as *Oneirok*. The demon currently takes on the guise of some fractal gingerbread horror and stalks the mountains of the Neverborn Islands, preying upon the imaginations and fears of its denizens. It especially enjoys feeding on the fears and desires of hungry lost children.

For a time, Oneirok was bound into service to Captain Hook, helping the old pirate guard his stash of Carcosan treasure. For too long the demon grew lazy and complacent, with the many children Hook brought it in trade for its aid. But, as time passed, the tasty morsels became less and less frequent, until they stopped coming altogether. Oneirok waited for a time, per their terms, until the fiend was satisfied Hook had broken their accord, freeing it from service.

Oneirok prefers to haunt and hunt the mountains, as the Old Ladies (p. 59) rarely traverse those regions; those witches have the power to destroy the demon—or bind it into service to them. Neither is a fate it seeks to tempt.

The strange treasures the demon once guarded are now useful lures for wayward lost children and hapless newcomers to the Neverborn Islands. It still uses the treasure-filled cave as its lair, and hopes that one day it can truly test whether Peter Pan is as fearless as he seems to be. It would be such an accomplishment to break the soul of the forever-child...



NOW A ONCE AND FUTURE KING, YOU ARE LOST TO THE NOW LIKE ME. HASTUR, ONCE GREAT GOD OF HARVEST, WOOD, AND PASTURE. WHEN YOUR MOST BELOVED AND DEVOUT SCION, THAT CHOSEN AND BLESSED BOY, HAÏTA OF THE FLOCK AND CROOK, THAT ONLY ONE WHO COULD BEND YOUR HEART AND GAIN YOUR FAVOR... WHEN HE BROKE YOUR HEART AND ABANDONED YOU, I SAW YOU WEEP. I WATCHED YOU FROM AFAR, FROM MY EXILE IN THIS DARK PRISON. I SAW YOUR PAIN AND WATCHED YOU, MY SON. I SAW YOUR GRIEF AND I SAW YOUR RAGE. I SAW. STILL I SEE...

AND ...

ALL I CAN DO, IT SEEMS, FOR NEAR AS LONG AS I CAN REMEMBER IS TO WATCH WITH MY COUNTLESS EYES.

REMEMBER, HASTUR, MY SON, THAT WE SHALL ABIDE. WHEN YOU WERE EXILED FOR THE GRIEF THAT YOUR PAIN CAUSED, WHEN THE HYADES CAST YOU OUT AND BOUND YOU EVEN BEYOND MY GAZE ...

YOU TOUCHED BRIEFLY UPON MINE OWN VOIDFUL REALM OF BANISHMENT, AND I FELT YOU RUSH PAST. I FELT THE VERY DEPTHS OF YOUR DARKENED HEART, SO CORRUPTED BY THAT IMPERTINENT YOUTH AND BLACKENED FURTHER BY YOUR RAGESOME DEED.

AND LIKE EVERYTHING ELSE THAT PASSES IN THE STREAM OF TIME, ALL I COULD DO WAS TO WATCH ON, MY MANY EYES WELLING WITH IMPOSSIBLE TEARS FOR YOUR FATE, MY SON. FOR THE BETRAYAL OF YOUR CHOSEN SON. BUT THIS, TOO, SHALL PASS."

THE GREAT GOD HASTUR WAS ABANDONED BY HIS MOST FAVORED DISCIPLE, HAÏTA, WHEN HE FOLLOWED THE HYADES TO THE HEAVENS AND BECAME HYAS. THE BROKEN-HEARTED HASTUR'S PAIN TWISTED HIM INTO A VENGEFUL AND JEALOUS THING, AND THE SHADOW OF HIS ONCE LUMINOUS LOVE FOR THE BOY LOOMED OVER HIM WHEREVER HE WENT. UNABLE TO BEAR HIS GRIEF AND TO SEE THE VESSEL OF HIS HEART EMBRACE JOY WITH ANYONE ELSE, HASTUR SENT THE GREAT COSMIC BULL TO SLAY HYAS, SO THAT HE MIGHT AT LEAST HAVE HIS SOUL IN THE HEREAFTER. BUT THE HYADES DENIED HIM HIS CLAIM, PUNISHING HASTUR AND SEALING HIM AWAY BEYOND THE NEVERLANDS, CHAINED BY THEIR LOVE AND HIS OWN GRIEF AND RAGE. THE HYADES DIED FOR THEIR VENGEANCE, AND HASTUR WAS EXILED OUTSIDE OF TIME AND SPACE, MUCH LIKE HIS OWN PROGENITOR, YOG-SOTHOTH. THE ESSENCE OF HAÏTA WAS EVENTUALLY REBORN AS A HUMAN BOY NAMED PETER, AND THE RIPPLES OF HIS BIRTH WERE FELT IN THE PAST AND FUTURE BY HASTUR, EVEN IN HIS EXILE. HASTUR THINNED THE WALLS OF HIS PRISON, REACHING OUT TO MINDS THAT COULD FATHOM HIS SIGNS, TO LURE THE BOY TO HIM. IN TIME, THE PULL GUIDED PETER, NOW *PAN*, TO THE EPICENTER OF HASTUR'S PRISON—LOST CARCOSA, JUST BEYOND THE NEVERLANDS. NOW HASTUR WORKS FROM THE SUBTLE SHADOWS TO TURN PAN INTO HIS NEW AVATAR AND VESSEL.


HASTUR



HASTURIAN SHADOW

These shadowy beings created by Hastur are the closest means the god has to enact his will in the present. Appear as umbral black mockeries of living creatures' shadows.

AC 4 [15], HD 5+2*** (24hp), Att [1 × touch (1d6 + life drain)] or [1 × sever shadow], THAC0 14 [+5], Mv 90' (30') / 180' (60') flying, Sv D6 W7 P8 B8 S10 (10), ML 12, AL Chaotic, XP 750, NA 1d4 (1d6), TT None

► **Languages:** Understands but cannot speak Common and the dark language used by eldritch beings from far realms.

► **Quasi-Real:** Immune to effects that affect living creatures (e.g. poison), mind-affecting or mind-reading spells and effects, and damage from nonmagical weapons Takes only half damage from magic attacks.

► **Light Dependency:** Can only exist while the creature it once belonged to is in some sort of illumination. If its progenitor creature is in dim light, the Hasturian shadow has the normal stats presented above, but while its progenitor creature is illuminated by bright light, the Hasturian shadow regains 5 hit points at the start of each of its turns and it is immune to all damage. If its progenitor creature is in total darkness, the Hasturian shadow takes 1d6 unpreventable damage per round and has -2 on all attacks and saves until the creature is illuminated again.

► **Incorporeal Movement:** Makes no noise. Can move through other creatures and objects at half speed. Takes 1d6 force damage if it ends its turn inside an object.

► **Life Drain:** A successfully hit target must **save versus death** or lose 1 STR. If the attack roll was a natural '20,' or the target rolled a natural '1' on their saving throw, the victim also loses one experience level (or Hit Die). This incurs a loss of one Hit Die of hit points, as well as other benefits due to the drained level (e.g. spells, saving throws, etc.). A character who loses an experience level has their XP reduced to the lowest amount for the new level. The target dies if their XP or STR are reduced to 0.

► **Sever Shadow:** The Hasturian shadow targets a living creature within 10' of it that is not in total darkness or targets an adjacent creature who has died from its Life Drain ability. A living target must **save versus death** or have its shadow severed from it, animating as a **Shadow** at the start of the target's next turn, under the Hasturian shadow's control. A target slain by its Life Drain ability does not get a saving throw and the Shadow animates immediately. Animated Shadows are not Undead. When a living creature's shadow is severed in this way, the creature is extremely sullen—bordering on morose, gains Light Sensitivity (-2 on attack rolls and -1 AC when in bright light), and suffers an additional -1 penalty to all rolls that cannot be removed until their shadow is returned. If someone dies while their shadow is severed, they cannot be resurrected by any means outside of divine intervention, and their shadow becomes a sinister doppelgänger of them, in thrall to Hastur (although the doppelgänger casts no shadow of its own).

► **Thrall of Hastur:** Hasturian shadows and any **Shadows** they create via Sever Shadow are completely loyal to Hastur. They cannot be bribed, charmed or controlled, persuaded, or manipulated to do anything other than what they were commanded to do by Hastur.



THE KRAKEN

THE KRAKEN

An impossibly large and devilishly intelligent tentacled titan of the depths churns the sea with its many arms.

AC 6 [13], HD 36*** (162hp), Att [1 × bite (3d20), 10 × tentacles (2d6 + constriction), magic] or [1 × ram (6d6 hull damage), THAC0 5 [+14], Mv 30' (10') / 180' (60') swimming, Sv D4 W5 P6 B5 S8 (15), ML 8, AL Neutral, XP 22,500, NA 0 (1), TT V

- **Storm-Blessed:** Immune to lightning.
- **Swallow Whole:** An attack roll of 4 or more than the target number required indicates a horse-sized (or smaller) victim is swallowed. Inside the kraken's belly: suffer 3d6 damage per round (until the kraken dies); may attack with sharp weapons at -4 to hit; body digested in 6 turns after death.
- **Ram Ships:** 10% likely to attack vessels.
- **Crush Ships:** 20% likely to wrap its 10 tentacles around a boat or ship, doing 1d6 hull damage per tentacle. When its tentacles are grappling a ship, in subsequent rounds its bite inflicts 2 points of hull damage automatically.
- **Grab Crew:** 70% likely to grab crew from the deck and drag them underwater to be eaten.
- **Constriction:** Tentacles grab and constrict after a hit. 1d4 automatic damage per round.
- **Severing Tentacles:** Requires a hit that inflicts 10 or more damage.



LADON

LADON, THE HYDRA

The many large draconic heads look like small islands in the sea until you get too close...

AC 2 [17], **HD** 24**** (192hp), **Att** [12 × bite (1d10 + venom)] or [1 × fiery breath, magic], **THAC0** 5 [+14], **Mv** 90' (30') / 180' (60') swimming, **Sv** D2 W2 P2 B2 S2 (24), **ML** 10, **AL** Neutral, **XP** 14,250, **NA** 0 (0), **TT** Golden fruits of immortality

► **Vigilant:** While Ladon sleeps, at least one of their other heads is awake. Cannot be surprised.

► **Celestial Immunities:** Immune to poison, lightning, and damage from spells of 3rd level or lower.

► **Heads:** 12 heads; 2HD per head. While Ladon has more than 1 head, they have a +4 bonus on saves against blindness, mind-affecting effects (charms, fear, etc.), being stunned, sleep, and being deafened.

► **Disabling Heads:** For every 16hp damage taken, one head is disabled (cannot attack).

► **Regeneration:** At the beginning of each of their turns, Ladon regains 2d6 hit points (maximum 192) and grows 2 heads for each of their heads that was disabled (maximum 12 heads). This regeneration does not function if Ladon took any fire damage since their last turn in combat.

► **Subduing:** Will surrender if reduced to 0hp by non-lethal attacks, admitting they have been defeated (see the **Dragon** monster entry in ***Old-School Essentials***).

► **Venom:** Victims of the bite must **save versus poison (with a +2 bonus)** or die in 1d4 turns.

► **Fiery Breath (12/day):** 90' long cone of fire. Damage equals half of Ladon's current hit points (rounded up).

12 Heads are Better Than One

There once was a golden tree that the gods cherished in the garden of the Hesperides, those evening sisters of the Hyades, which granted them their immortality. Those yellow fruits of famed repute were guarded by the serpentine dragon, Ladon, who was defeated in ages past by some hero of renown. Thought slain by the hero, Ladon's wounds healed and their form multiplied, growing new heads and powers, becoming a mighty hydra.

With the first fruits of immortality stolen, Ladon was cast out by the gods for failure, and they schemed a way to make amends for their failure. They sought a new source of immortality, the source from which the original golden yellow fruits drew their power. That unmistakable citrine hue from the exiled pastoral god of a former age who cultivated those very first fruits for the other gods...

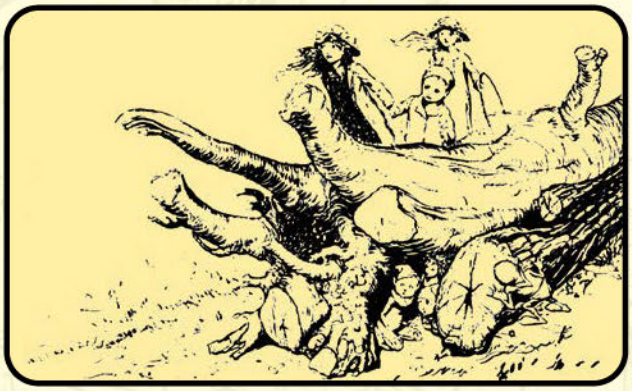
Ladon picked up the trail of the fruits' power, and wormed their way to the deranged play-place of Peter Pan. Unable to withstand the Nameless Mists, and unable to get close enough to the source of the power, Ladon waited. In time, Hastur's whispers guided Ladon into cultivating a new tree to bear immortal fruits. Fruits bearing the power and will of Hastur. By then the other gods had found new fruits and new guardians and had forgotten all about poor Ladon.

Now, Ladon lurks about the craggy and desolate southernmost islands of Pan's realm, know appropriately as the Hydra's Teeth. There, the multitudinous personalities of the hydra argue amongst themselves over how much to trust the influence of Hastur, what to do with their new golden fruits of immortality, and what to do about the strange and dangerous denizens of the Neverborn Islands.

d88 Lost Children

1.1 Davey and Les, brothers who used to sell newspapers
1.2 Michael and Jane, whose magical nanny abandoned them
1.3 Oliver Bailey, who likes staying up late
1.4 Angela Clare, a veritable berserker who loves tea
1.5 Jenny Wren, who knows many games
1.6 Dennis, a menace of a child with a slingshot
1.7 Wednesday, a dark and somber schemer and prankster
1.8 Little Jake, who likes to dress up like a pirate
2.1 Bayrolles Jr., who sleeps fitfully and has dark visions
2.2 Marmaduke and Binkham "Binky" Perry, who are twins and two of the oldest lost children in the Neverlands
2.3 Miss Mabel Gray, who turned from snob to mad-dog
2.4 Lucie and Marcy, inseparable and insufferable
2.5 Malcolm the Bold, who is afraid of wells
2.6 Kenny, who frequently dies horrible deaths on Pan's many island adventures, only to come back soon thereafter
2.7 Mikey, who is short of breath and craves pirate treasure
2.8 Spot, a sling-shot wielding wise-mouth
3.1 Topher Robbins, whose stuffed animals can come to life
3.2 Rufio, a hot-tempered duelist with big ambitions
3.3 Pockets, and avid collector of trinkets
3.4 Jack and Maggie, whose father was once a lost boy that filled in for Peter Pan while he was away for many years
3.5 Dayta, an energetic inventor of gadgets and gizmos
3.6 Wort, who once knew a powerful wizard
3.7 Brian, who has been to the door-filled world of monsters
3.8 Eddie Frog, who hates vampires and has a big mouth
4.1 Thuddeus Butter, who is giant and joyful
4.2 Benny the Jet, who is better at baseball than anyone
4.3 Beth, who has a rude imaginary friend named Fred
4.4 Nemo, whose lucid dreams spill into the waking world
4.5 Cubby, tough and strong and dressed in a bearskin
4.6 Walter and Phoebe, inseparable younglings who Peter Pan found early on and brought here, the first lost children
4.7 Squints, an excellent swimmer with a crush on a mermaid
4.8 The Tinies: Amy (loves running on stairs), Basil (picks fights with bears), Yorrick (has a sarcastic grin), Zillam (has a taste for gin), Maud (loves swimming in the sea), and Neville (declines adventures, possessed of ennui)
5.1 Repeat, who always says everything twice in a row
5.2 Niklaus the reader, Flower the inventor, and Sunnie the biting baby, rich orphan siblings who died in a terrible fire
5.3 No-Naps, who hates to sleep
5.4 Dorothy and her little dog, too, who are lost here from another strange world that she barely remembers...
5.5 Don't Ask, who doesn't tell others much
5.6 Ham Porter, a freckle-faced heckler with a soft heart
5.7 Lillian and Phillip, twins who goad others on
5.8 James, a boy who sailed here in a giant bug-filled fruit
6.1 Wolfgang, a child prodigy who once went to space
6.2 Ludwig, Wolfgang's younger brother, can manipulate his voice, dreams of having purple hair, loves dice
6.3 "Queen" Big Penny, who is queen of the Baby's Palace tree fort with ever so many animated dolls that she rules
6.4 Sooner and Later, mischievous twins
6.5 Alfie-Alpha, who has a golden voice and a legendary cowlick, a hopeless romantic with a flair for the dramatic
6.6 Bertram, who has a fondness for chewing tobacco
6.7 Spanky, whose schemes get him in lots of trouble
6.8 Good-Grief Charlie, a melancholy over-thinker
7.1 Stymie, a keen gambler and strategist
7.2 Alice, whose head is full of wonder and nonsense
7.3 Tommie Cucumber, a baby with a screwdriver
7.4 Smalls, an amateur engineer who often kills others
7.5 Sunshine Sam, whose charisma sways his comrades
7.6 Hog-Pen, who is surrounded by an aura of filth
7.7 Froggy McToad, a raspy-voiced schemer
7.8 Coraline, who collects buttons and dislikes spiders
8.1 Buttich and Woym, the meanest of the bunch
8.2 Pippie, a pig-tailed redhead whose father was a pirate, she often goes on as many adventures as Peter with the other lost children without him, and this makes him sour
8.3 Rascal Darla, who keeps many of the others in line
8.4 Harriet, who is a master eaves-dropper
8.5 Kevin, an expert trap-maker who often stays home alone
8.6 Little Lisa, who is extremely smart and plays a saxophone
8.7 Yeah-Yeah, who only replies in the affirmative
8.8 Charley Buckets, who has a sweet tooth

(d88: roll 2d8, with one die acting as the "tens" place and the second acting as the "ones" place.)



To Outsmart a God

While the lost children are just that—children, many of them have also been around a *very* long time, and most of them have died a few dozen times since their arrival in the Neverlands. They are clever, the way a mischievous brat or smart dog is clever. They have learned how to wheedle and cajole Pan to suit their needs at times. They can sometimes diminish Pan's wrath or mischief by combining lavish flattery with exaggerated reverse psychology. In fact, the more sarcastic, patronizing, and obvious their ploys might seem to an adult, the more likely they are to persuade Pan to their desires. They are the only beings in the Neverlands able to circumvent Pan's ability to detect falsehoods.

Sycophants and Playthings

The children of the Neverborn Islands vary, of course, in numbers according as they get killed and so on—and when they seem to be growing up, which is against the rules, Peter Pan thins them out. They collectively refer to themselves as the *neverborn*, while Peter Pan and most outsiders refer to them as the *lost children*. They have been here so long and have been caught up in Pan's fantasies so deeply that most of them truly believe they were never born, having always been children here in the Neverlands. They sometimes say in jest that the Wind is their mother.

The lost children are nearly as wild as the beasts and dark fey who call the islands home. Aside from normal childhood fears and worries, and the anxiety over Pan's unpredictable moods, these lost children are truly carefree, and oftentimes as capricious as their immortal leader, bordering on malicious. The lost children adore and fear and loathe Peter Pan, and are utterly dependent on him.

The Underhome

Each of Pan's lost children, and sometimes a rare and honored guest to his islands, is granted access to his secret Underhome (p. 28) home, that sinisterly cozy place between the Neverlands and Carcosa (p. 29). There are certain trees near the middle of the central Neverland Island which bleed at night. These trees are hollow in their interiors and allow those above to travel below. Peter measures you for your tree as carefully as for a suit of clothes—the only difference being that the clothes are made to fit you, while *you* have to be made to fit the tree.

Pan's Law of the Forest:

No Growing Up! If any of the children start getting too far along in puberty, or even if they lose their childlike wonder and heartlessness and start *acting* too grown up, Peter will often kill or banish the offender.

No Boredom! Peter hates lethargy, so the children must always be busy doing something except for when they are sleeping. And if he believes they are sleeping too soundly, he will sometimes rouse them to give them a good beating.

No Copycats! The lost children are forbidden to look the least like Pan, whether in countenance or in clothing. They are also forbidden to copy each other (twins rarely survive long as lost children).

No Whining! The lost children are not to complain too much, tattle on each other, or beg for more than their fair share. Greediness and grumbling are met with harsh words and sharp beatings.

Use Your Imagination! The lost children are required to imagine wonderful new games, adventures, and inventions to share with Peter Pan and to constantly add to the island. Children who are not imaginative enough to Pan's incessant demands for *"More! More!"* are often forced to imagine half of their meals each week until Pan forgives them.

No Clocks! Peter Pan hates the passage of time worse than any other foe he has ever faced or imagined. He has ordained that no time shall be kept in his domain by anyone for any reason, except for by the Chronodile, with whom he has a special agreement (p. 38). The lost children and fairies will smash any hourglasses, clocks, watches, or other time pieces they find. Pan even waged a grand war on the Hengelands (p. 20) and tore down the standing stones there when the old men of Blind Mans' Bluff mentioned in passing that ancient people used to use the stones to tell time. However, any time someone wants to do something special on the islands, it must be declared to be a Saturday night, as Pan once heard all the fun things happen on Saturday nights.

No Touching! Pan does not allow anyone to touch him, ever, unless he is the one that initiates it. He will challenge others to wrestling matches, slap someone who annoys him upside their head, and has even been known to bestow or accept a kiss on the cheek from someone he has taken a prideful fancy to. But if anyone should dare to touch him first, he will overreact in anger and rage. If any fairies are around, they will protect Pan from being touched to the best of their abilities, as they fear his sour mood might bring on the Yellow King (p. 11).



Outsiders

While interlopers to the islands are given a little more leniency while learning these rules than his lost children—even those children brand new to Pan's flock, visitors will be met with a bevvy of insults and petty teasing from the lost children and fairies while they learn the ropes.

Tree Forts and Catwalks

The lost children live in a dizzyingly chaotic and ramshackle series of tree forts, catwalks, and rope bridges intertwining Neverland Island's forests and mountains like some cancerous tangle of yarn and forest trash. Medium and larger-sized humanoid creatures find it difficult to navigate these child-sized labyrinthine fortresses, but Small and smaller humanoid creatures and Medium quadrupedal creatures do not have any trouble.

Creatures larger than a human child or a big dog suffer disadvantage on all Strength- and Dexterity-related ability checks, saving throws, and attack rolls when navigating the catwalks and clubhouses of the lost children.

Solomon Caw

There are so many lost children living throughout the Neverborn Islands at any one time that they cannot all possibly adventure with Pan at once (except for those times he declares war on some group or another on a neighboring island). When Pan is busy elsewhere—or away from the Neverlands entirely, the lost children seek direction, advice, and counsel from Solomon Caw (p. 64).



Maimie Mannering

Before, Wendy, or Jane, or Margaret, or Matilla, or Melinöe, or Camilla, or Cassilda, or all the other *Mothers*... before Peter Pan started abducting children to join him on Neverland Island, before the boy-god even found his way to the Neverlands, he lived briefly in the mortal world in a sprawling public gardens as a little bird-boy. Raised by fairies and birds and the wise Solomon Caw, little Peter made many friends in the gardens. His dearest friend of that innocent time was little Maimie Mannering, a human child with whom he had a deep and magical connection. Or so Maimie will say.

You see, little Maimie was from a long, powerful, matrilineal family of witches, and her powers were strong even at a young age.

Little Maimie was a rather strange and obsessive child. During the day, she was an absolute gem and worshipped her older brother Tony for the bravery she projected onto him, believing he could do no wrong, despite his contemptuous attitude toward her. But as the shades of night fell, Tony the swaggerer lost his contempt for his little sister and eyed her fearfully. And no wonder, for it was at night that she was strange and terrible. She would conjure into existence horrible visions and phantasmal goat-creatures from her dark imagination, and tormented her brother until he was in tears. *"Hsh! What was that? It is coming nearer! Oh, look at it, dearie! It is feeling your bed with its horns—it is boring for you, oh dearie, oh!"* Of course, their parents would always return with her traumatized brother only to find a sweetly sleeping angel.

Maimie's adoration of her brother would end abruptly one day when Tony utterly disappointed her. The pair had learned of the fairies in the gardens, and through the fairies they learned of the strange magical boy known as Peter Pan. Insistent they meet him, the pair schemed to stay in the park after dark when the gates locked, but Tony ran away and abandoned her. Maimie, however, remained. She nearly froze to death that night, and the fairies took pity on her, building the first Little House (p. 21) to keep her safe until she awoke to find that Peter Pan had found her.

At barely four years of age herself, Maimie had a keener mind than most grown ups, and when she met the three-year-old godling she instantly idolized him, as he too had a wisdom beyond his years. The two went on many grand adventures in the gardens, and lost all track of time. In fact, time stood still for them, and their one night of adventures lasted for many months to the rest of the world. Before Maimie left the gardens, she jumped into Peter Pan's arms in front of the whole fairy court, which was (as everyone knows) considered to be a fairy wedding. She promised to return to Peter, but would not be able to keep her promise.

When Maimie arrived at home, she found she had been missing for many many months, and her mother would not let her return to the gardens for some time. Maimie did finally manage to get back to the gardens, by scheming. She promised to never scare her brother Tony with her imaginary goat-demon again, and convinced her mother to let her leave it for Peter Pan in the gardens as a parting gift with a little note to the fairies to help her make it real. Her mother, who was a rather gifted woman, consented, and helped Maimie with her spell.

Her mother, said —

"My daughter tell me, if you can, what have you got for Peter Pan?"

To which Maimie replied —

"I have a goat for him to ride, observe me cast it far and wide."

She then flung her arms about her as if she were sowing seed, and turned round three times.

Next Tony said —

"If Pan doth find it waiting here, wilt ne'er again to make me fear?"

And Maimie answered —

"By dark or light I fondly swear never to see goats anywhere."

Maimie asked the fairies to turn the imaginary goat into one convenient for riding on. Of course, nothing could be easier for the fairies than to turn the goat into a real one, and so that is how Peter got the goat he used to ride around the gardens every night sublimely playing his pipes for the remainder of his days there.

And that is also how Maimie learned to make imaginary terrors *real* by observing the fairies work their strange magics.

Maimie kept her promise and never frightened Tony with a goat again, but she did eventually create *other beasts*...

But the longer Maimie was gone, the more Peter forgot her. And when she returned the third time, he had already fled the gardens for the Neverlands.

Until Maimie was quite grown, she continued to leave presents for Peter in the gardens, hoping he would one day return. Maimie spent many years growing up and learning the strongest magics from her mother and the fairies, trying as best as she could to find her dear Peter again. By the time she found her way to the Neverlands, she was a powerful sorceress who had learned many dark powers and secrets—powers which were, unbeknownst to her, corrupted by Hastur's malignant influence.

Referee's Note: Maimie is both the iconic evil witch of the dark woods and a cautionary tale about the darkness of obsession and unrequited love. Maimie can readily serve as an ally or antagonist in alternating strokes.

The Old Ladies

What Maimie found when she arrived in the Neverlands was that her beloved Peter Pan had forgotten all about her and had derided her for being *old*. And she learned he had done the same or worse with countless other little girls whom he had pulled into his orbit and abandoned when he tired of them. Many of those girls were long dead, though some few managed to escape Pan's realm. A few remained behind. These Old Ladies, as Pan and his lost children called them, lived as squalid scavengers throughout the islands, fighting over scraps, surviving the many perils of the islands, and hoping against hope that Peter would remember them, would notice them. Maimie thought these pitiable creatures deserved better, and so collected them together and took them under her tutelage. She returned their dignity and taught them the ancient ways. See page 59 for more on The Old Ladies.

MAIMIE MANNERING

An unassuming old lady wrapped in a tasteful traveling cloak. Her strange smile contrasts sharply with her kind, wizened eyes.

AC 4 [15], HD 16+3****** (95hp†), Att [1 × attack (1d4 or by weapon)] or [1 × magic stare], THAC0 8 [+11], Mv 90' (30') / 180' (60') flying†, Sv D2 W3 P4 B3 S6 (16), ML 11, AL Neutral, XP 7,050, NA 0 (1), TT E

► **Languages:** Common and the language of fairies.

► **Umbral Sight:** Has infravision to 90' and can use it in any area of shadow or dim light, not just complete darkness. Magical darkness never impedes her vision.

► **Illusion Immunity:** Unaffected by illusions and phantasms.

► **Mimicry:** Perfectly mimics animal sounds and voices.

► **Glamoury:** Can disguise true form of self or others with an illusory form. Unwilling targets can **save versus spells** to resist. Can take on appearance of any humanoid or animal of horse-size or smaller.

► **Fate-Weaver (3/Day):** Can re-roll a failed saving throw or force another creature she can see to re-roll a successful or failed saving throw.

► †**Fairy Bath:** Maimie bathes in the blood of fairies each morning, granting a number of benefits. For 24 hours after a fairy bath, she gains 20hp, can fly, and is immune the magic and special abilities of all fairy creatures. Without a fairy bath, she has 75hp and cannot fly on her own.

► **Familiars:** Has a number of woodland creatures and unsavory minor spirits she has enthralled or befriended to do her bidding. They act as spies for Maimie.

► **Weaknesses:** If damage is taken from a +1 or better cold iron weapon, Maimie loses her ability to cast spells, use any Magic Stare, Summon Nightmare Beast, and use any Legendary Reaction for 1 round.

► **Magic Stare (3/day each):** Uses one of the following magic gazes; a creature cannot suffer the effects of two identical Magic Stares at one time:

- ***Evil Eye:*** Balefully stares at a creature within 60', who must **save versus spells** or take 1d6 damage and flee in terror 1d4 turns. A creature targeted by Evil Eye has a -4 penalty on their save if they are under the effect of her Hexgaze.
- ***Hexing Glare:*** A creature within 60' must **save versus paralysis** or be cursed with arcane deformities. A deformed creature's speed is halved and it suffers a -2 penalty on all d20 rolls. They can make a new save to end the curse after each full night's rest. A creature targeted by Hexing Glare has a -4 penalty on their save if they are under the effect of her Evil Eye.
- ***Prising Gaze:*** One creature within 30' must **save versus spells** or be *cursed* (as the cleric spell) until they sleep for at least 8 hours. She also learns one secret about the target, which the target blurts out loud. A successful save negates the curse, but a secret is still gleaned.
- ***Deadly Gaze:*** Up to three times per day, may gaze at a creature within 30', who must **save versus death** or die instantly.

► **Dark Fairy Magicks:** Knows all druid and illusionist spells. Casts spells as a 14th-level druid / 14th-level illusionist while she remains in the Neverlands. Otherwise, she casts as a 7th-level illusionist / 8th-level druid. *Maimie also has access to 7th-level druid spells (p. 69).*

► **Summon Nightmare Beast:** In place of a spell, conjures forth one **Nightmare Beast** (p. 59) within 30' of her. She may summon up to 13 nightmare beasts per day and may have no more than 13 of them in existence at one time. If she dies, all nightmare beasts will be instantly destroyed.

► **Legendary Reactions:** Maimie Mannering has 3 points each round she can use at the end of an enemy's turn to do one of the following actions; she may only take 1 such action per enemy turn:

- **Summon Nightmare Beast:** (3 points) Summons a nightmare beast (see above).
- **Jinx:** (2 points) Cancels 1 spell she sees cast within 100'.
- **Criss-Cross:** (2 points) Casts *mirror image* (as the illusionist spell), except duplicates disappear at the start of her next turn.
- **Skidaddle:** (1 point) Teleports up to 20' away.
- **Shame on You!:** (1 points) One target within 30' must **save versus spells** or be unable to attack Maimie for 1 round with spells or weapons.



Maimie's Personality

- Maimie is wheedling and mysterious, but her smile is disturbing.
- She sweetly calls everyone "dearie," even while dissecting them.
- She is as likely to take on a protective and motherly role to those she meets as she is to carve them up for her spell components.
- She can instantly go from sweet and dawdling to dark and sinister.
- She keeps fairies captive as living dolls to entertain her. She also uses fairies in her spell components and bathes in their blood daily to gain special powers.
- She is utterly obsessed with Peter Pan and will not let him come to any harm. She believes he will eventually remember her and they will be happy together.
- She sees the other Old Ladies as useful, but expendable, in her ultimate goal of reuniting with Peter Pan.
- She keeps the ancient skull of her brother Tony in a satchel on her person at all times. She talks to at night. If it is ever stolen, she will become obsessed with recovering it and exacting torturous revenge on the thief.

MERMAIDS

Humanoids with piscine tails instead of legs. Vain and cruel aquatic beauties, the mermaids of the Neverborn Islands are petty and exclusionist toward others. They frolick in their lagoon and lure in victims for their strange lunar rites.

AC 6 [13], HD 5+3** (25hp), Att [1 × draining kiss (see below)] or [2 × claw (1d6), 1 × cursing bite (1d6), monstrous form only] THAC0 14 [+5], Mv 30' (10') / 150' (50') swimming, Sv D10 W11 P12 B13 S14 (5), ML 9, AL Chaotic, XP 575, NA 0 (4d6), TT A, H

► **Languages:** Common, Mermish, the language of water elementals, and the dark language used by eldritch beings from far realms.

► **Air Breathing:** Can breathe out of water for up to 4 hours.

► **Surprise:** On a 1-4 in the water due to stealth.

► **Celestial Heritage:** Takes half damage from lightning and cold, as well as nonmagical weapon attacks.

► **Draining Kiss:** The mermaid kisses a willing creature or one charmed by the mermaid. The victim loses 1d4 points of Constitution (**save versus spells** for half). Points of Constitution lost this way return at the rate of 1 point per full day of rest. If the victim's Constitution score is reduced to 0 by a Draining Kiss, they are transformed into a harmless sea creature of the mermaid's choice in 3d6 hours, with no memory of its former life, such as a crab, fish, or anemone.

► **Siren Songs:** By singing a song (as casting a spell) while in mermaid form, all creatures who can hear within 60' must **save versus spells** or be affected by one of the following effects of the mermaid's choice: an *Enchanting Melody*, a *Terrifying Dirge*, or a *Sweet Lullaby*. Other mermaids are unaffected. Killing the mermaid breaks the effect. A mermaid's song effects work underwater, but only up to 30'.

An affected creature can repeat its saving throw at the end of each of its turns, with a success ending the effect for itself. A successful save grants immunity to that same mermaid's song for 24 hours, and a +2 bonus on saving throws against the same type of song from other mermaids during that time.

- ***Enchanting Melody:*** A target is charmed by the mermaid as if by a magic-user's *charm monster* spell for 1 hour. This bewitchment ends if the mermaid or their companions physically harm the enchanted target. A creature charmed in this manner is a willing target for the mermaid's Draining Kiss ability (above).
- ***Frightening Dirge:*** A target is under the effects of a cleric's *cause fear* spell.
- ***Sweet Lullaby:*** A target falls asleep and is unconscious as if affected by a magic-user's *sleep* spell, awakening if they take any damage or if someone else slaps or vigorously shakes them awake.

► **Monstrous Form:** Can transform into the horrific form of a razor-fanged aquatic humanoid, doubling its swim speed and gaining 2 claw attacks and a Cursing Bite (below).

► **Cursing Bite:** A mermaid in monstrous form regains hit points equal to the damage dealt by its bite. If a victim is reduced to 0hp by the bite, they must **save versus spells** or be transformed into a sea creature, as per Draining Kiss (above).

	1	2	3	4	5	6	7	8	9	10	11	12
1	Acaste	Adara	Adrasteia	Agunua	Agwe	Ahuizotla	Aiglee	Alcyone	Amalthea	Ambrosia	Anahita	Antheia
2	Apkalla	Aquaea	Arethusa	Argia	Amkafalu	Asteree	Atabey	Aycayia	Bairthy	Barati	Belisama	Benvarrey
3	Beroe	Bunzi	Bylgja	Calemo	Calypsie	Camena	Capheira	Cerceis	Cesgi	Ceto	Chalchi	Cleia
4	Clio	Cyren	Daera	Danu	Deia	Dewi	Dorma	Eachy	Eela	Eingana	Ephyra	Eudora
5	Erytheia	Eurynomi	Ezili	Galaura	Glysta	Grindieloo	Havfruea	Ileima	Jiaorena	Kelpsie	Kolga	Kuliltu
6	Laneira	Lorelei	Lakapati	Lanthea	Lasirene	Leucosia	Leviatha	Lienga	Ligeia	Limnia	Lipera	Lyris
7	Magandara	Maia	Makara	Maneli	Marae	Mareena	Mazu	Melia	Melusine	Menestho	Meritursa	Metis
8	Mindiss	Molpie	Morgwenna	Moryana	Naera	Namera	Nehalennia	Nelissa	Nengyo	Nessie	Nixia	Njoglee
9	Nuliajuk	Nyairoro	Oamemasu	Occyroe	Occyroe	Ondine	Owunmiri	Pearl	Pegea	Peitho	Petraea	Phaeo
10	Phaesylee	Pleio	Polyxo	Pymno	Raidne	Rhodeia	Riella	Rusalkia	Salacia	Scylla	Sedna	Selki
11	Shuimu	Simbi	Sirona	Styxia	Sovanna	Talaya	Tangie	Tayjeti	Telesto	Tethysa	Theia	Thelxinoe
12	Thoe	Thraikee	Thyonie	Tursa	Undina	Veela	Vellamo	Vesperia	Vodyana	Xantho	Yemaya	Zeuxie

144 Mermaid Names

(Roll 1d12 twice, once for the row, then for the column, to generate a mermaid's name. Feel free to cross them out if they die!)

"Mermaids are sweet, they'll sweetly drown you, if you get too close..."



Callous Sirens

"...and by and by there was to be heard a sound at once the most musical and the most melancholy in the world: the mermaids calling to the moon..."

Mermaids are as cruel as they are beautiful, and they are *ever so beautiful*. They live and play in Mermaid Lagoon (p. 22), basking on Marooner's Rock (p. 21), playing water games with their prismatic bubble-orbs, and generally being vapid, snide, jealous, and petty. They utterly adore Peter Pan, but will harass and even harm any other trespassers into their lagoon who are not accompanied by him. They will disappear beneath the water with nary a splash at the sight of interlopers not accompanied by Pan.

The most haunting time at which to see the mermaids is at the turn of the moon, when they utter strange wailing cries; but the lagoon is dangerous for mortals then. Anyone in the water while within earshot of their seductive songs at this time must **save versus spells** or become charmed and become exhausted, suffering a -1 to all rolls until they are able to rest for 8 hours or more. Any creature who would naturally be inclined to be romantically attracted to a beautiful humanoid woman suffers a -4 on their saving throw. A successful saving throw instead leaves the target frightened so long as they remain in the lagoon, and for 2d6 minutes after leaving.

Adventures

- The rarely seen *potamoi*, bull-headed mermen and shadow sons of the Okeanides, have arrived to demand these wayward water nymphs leave this twisted realm and join them in the outer planes, where they can take on duties left abandoned by the slain Hyades. The mermaids are furious and a war rages between them. A potamos has a Gore (2d8) instead of Siren Songs and Draining Kiss and has 50hp, but otherwise uses a mermaid's stats (left).
- The mermaids' prized magical combs (treat as various *ioun stones* or magical rings) are often the focus of their politicking and infighting. Someone has stolen a great many of them from the lagoon and the mermaids are in a tizzy trying to find them. They have begun executing bloody raids all over the Neverborn Islands, and even Pan cannot sway them from their course...

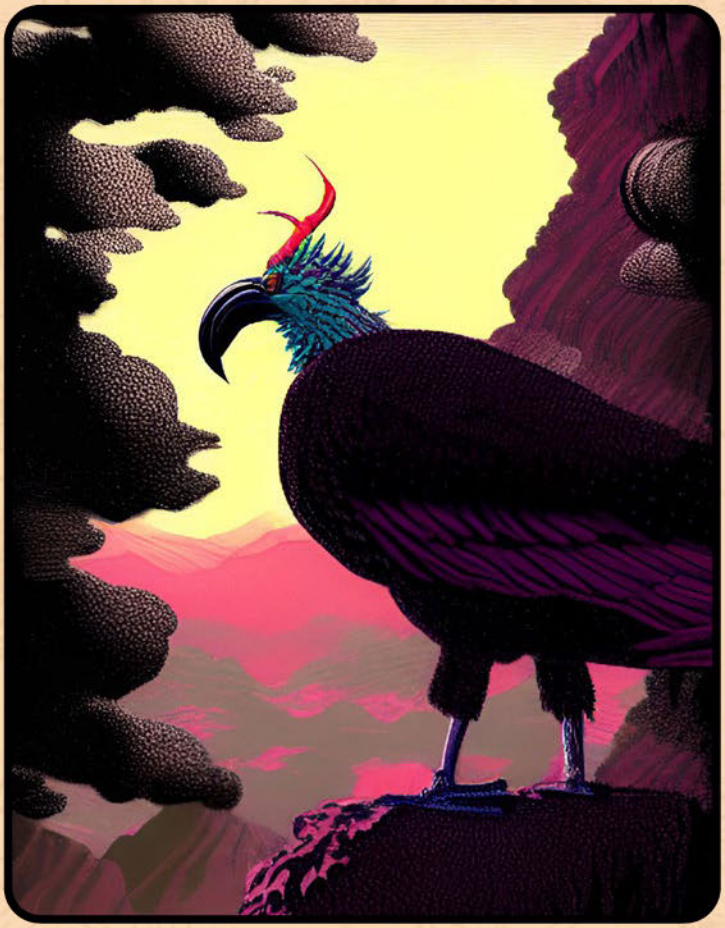


NEVERBIRDS

Also known as "byakhee birds," the neverbirds were once like all the other birds of the Neverborn Islands—those transmogrified spirits of dead children who met unfortunate or traumatic ends. They used to build hat-shaped nests and sail them around and go on many adventures with Peter Pan and the lost children. But then something changed.

Hastur's corruption found its way to the neverbirds, warping them into unspeakable forms and transforming their skerry into a putrescent den of oozing corruption. They were not altogether crows, nor moles, nor buzzards, nor ants, nor vampire bats, nor decomposed human beings, but something one cannot and must not recall. They flop limply along the ground, half with their webbed feet and half with their membranous wings, but they fly with a terrible and sinister grace, with each turn and dive feeling like one is meeting their imminent demise just to witness their flight.

These birds became so hideous and strange that Peter Pan no longer recognized them as his former friends. These repugnant and disfigured new interlopers developed their own crude language, similar to that of the birds but also similar to that of things not meant to be known by mortals. In their few attempts to communicate with Peter Pan and the lost children, they would call themselves some hellishly vile-sounding name. What was it again? *Buy-a-Key? Bye-Ack-Eee? By-ah-kuh-hee?* Something like that. Some arcane visitors to the old men of Blind Man's Bluff (p. 17) have posited that these byakhee birds bear more than a passing resemblance to powerful lesser demons known as "vrocks."



NEVERBIRD

A taloned, vulturine demonic horror with an almost-human build covered in dark greasy feathers, sharp chitinous plating, and pulsing leathery flesh sizes you up with calculating eyes full of malice and hunger.

AC 1 [18], **HD** 11+1***** (50hp), **Att** [(2 × claws (1d8), 1 × bite (1d6), 1 × talons (1d4), magic] or [1 × stinging spores], **THAC0** 10 [+9], **Mv** 90' (30') / 180' (60') flying, **Sv** D4 W5 P6 B5 S8 (13), **ML** 11, **AL** Chaotic, **XP** 5,100, **NA** 1d4 (2d6), **TT** None

- **Language:** Speak the abyssal language of demons and a corrupted dialect of Bird. Understands Common.
- **Touched by Hastur:** Unharmed by nonmagical weapons.
- **Eagle-Eyed:** Infravision 120'. Can see fine details up to 1 mile away. Is never surprised if awake and able to see.
- **Immunities:** Immune to poison.
- **Magic Resistance:** Has a 50% chance to ignore any spell or magical effect cast on it.
- **Dexterous Attacks:** Can direct each melee attack at the same or different targets when it attacks. Always attacks first in melee.
- **Spores:** Once every 3 rounds, can eject a spray of stinging spores, automatically dealing 1d8 damage to all living creatures within 5'. Spores then implant beneath victims' skin and begin to grow. Victims infected with spores suffer 1d2 damage per round. If spores grow for 10 rounds (1 minute), victim is covered in thick, vine-like fungal growths and is unable to move. Spores can be destroyed by a *bless, neutralize poison,* or similar spells, or by being sprinkled with holy water. *Protection from poison* prevents spores from implanting. *Slow poison* stops the spores' growth.
- **Thunder Screech (1/day):** Deafens all non-neverbirds within 10', stunning them for 1 round (cannot move or act). **Save versus paralysis** to negate stun, but not deafness. Deafness lasts for 1d4 turns.
- **Ruinous Dance:** 5 or more neverbirds may join hands in a circle, dancing wildly, chanting and whining and screeching in their dark language. After 3 rounds, eldritch energy fills the air like electricity. All creatures within 100' of the *dance* must **save versus death** or suffer 2d20 damage (**save versus spells** for half damage). If any neverbird suffers 20 or more points of damage during the 3 rounds of dancing, the *ruinous dance* is disrupted and must be started again. All creatures, even the neverbirds, are affected.
- **Diabolic Magic:** Can cast *darkness, detect invisible,* and *detect magic* at will. 3/day, can cast *charm monster, dispel magic, mirror image,* and *telekinesis.* 1/day, can cast *teleport.* 1/day, has a 50% chance to summon 1d6 neverbirds to them. All spells are cast as if the neverbird were an 11th level spell caster.



Nightmare Beasts



NIGHTMARE BEASTS

These towering, coal-black, razor-jawed equine horrors have far too many limbs and hooves sprouting from their humanoid forms, like knobby trees. They serve only Maimie Mannering and the Old Ladies, and do their bidding without question.

AC 3 [16], HD 10**** (45hp), Att [1 × rending jaws (2d6), 1 × too many hooves (3d8), magic] or [1 × prising glare], THAC0 11 [+8], Mv 150' (50'), Sv D6 W7 P8 B8 S10 (10), ML 12, AL Chaotic, XP 3,700 (or 0 XP if Maimie Mannering is killed first), NA 1d4 (1d6), TT None

► **Languages:** Understands all languages but cannot speak.

► **Umbral Sight:** Has infravision to 500' and can use its infravision in any area of shadow or dim light, not just complete darkness. Magical darkness never impedes a nightmare beast's vision.

► **Terrifying Bray:** The beast constantly howls and brays. Enemies within 30' must save versus spells or take 1d6 damage and flee in terror 1d4 turns. A successful save grants immunity to this fear for 1d6 hours.

► **Dream Creature:** Immune to sleep effects, being charmed or mind-controlled, fear effects, poison, cold damage, and nonmagical damage unless it is from silver or cold iron. Spells such as *cause wounds* instead heal a nightmare beast equal to the damage it would have taken.

► **Magic Resistance:** Has a +4 bonus on all saving throws against spells and other magical effects, except by those created by Maimie Mannering or the Old Ladies.

► **Weaknesses:** If someone finds a mandrake root and stabs it with a silver blade within 30' and line of sight of a nightmare beast, it will become stunned (unable to move or act) for 1d6 rounds, despite its normal immunity, so long as the silver blade remains inside the root. After the duration ends, the mandrake root melts into a foul, sludgy ichor. If Maimie Mannering dies, all nightmare beasts will be instantly destroyed. If a *sleep* spell is cast targeting a nightmare beat, it will lose its Regeneration for 1 round and be stunned until the spell caster's next turn.

► **Regeneration:** 2 rounds after being damaged, starts regaining 5 hp per round. The nightmare beast is only destroyed if it starts its turn with 0 hit points and does not regenerate. Each time it regenerates, it sprouts more hooved limblike appendages, increasing its damage with its Too Many Hooves by +1 each time it regenerates (to a maximum of +6 damage).

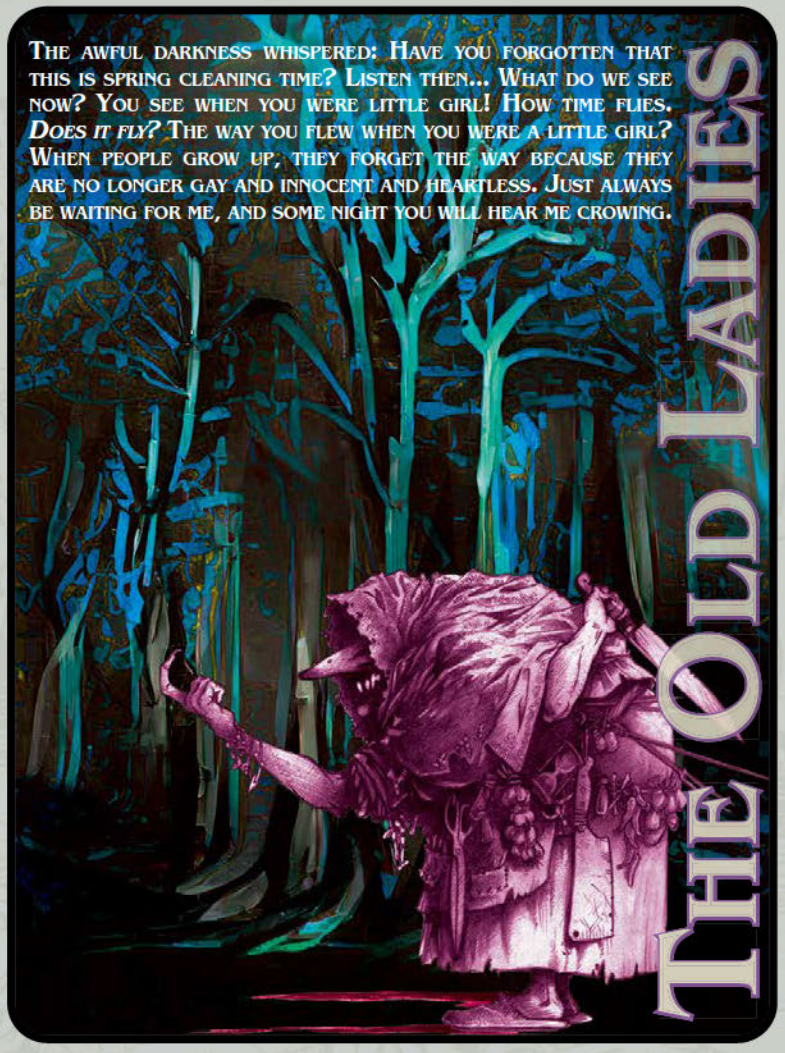
► **Return from Death:** If killed (0hp), will regenerate and fight again in 1d6 rounds.

► **Herd Frenzy:** A nightmare beast gains a +2 on attack rolls against a target if Maimie Mannering (p. 52), an Old Lady (right) or at least one other nightmare beast is also attacking the target.

► **Rending Jaws:** Sunders armor on a natural '20.'

► **Shadowy Jaunt:** The nightmare beast can cast *teleport* at will, except it targets itself along with any equipment or creatures it is carrying, and the destination must be within 100'. up to 100' away to an unoccupied space it can see. The spaces it starts and ends in must be places of shadow or complete darkness.

► **Prising Glare:** A creature it sees within 30' must save versus death or be cursed with a -1 penalty on all rolls until they sleep for at least 8 hours. The beast also learns one secret about the target, which the target blurts out loud. A successful save negates the curse, but the beast still learns a secret. If a beast has collected at least 3 secrets, it will try to return to its master.



What Maimie found when she arrived in the Neverlands was that her beloved Peter Pan had forgotten all about her and had derided her for being *old*. She learned he had done the same or worse with countless other little girls whom he had pulled into his orbit and abandoned when he tired of them. Many were long dead, though some few managed to escape Pan's realm. A dozen remained behind. These Old Ladies, as Pan called them, lived as squalid scavengers across the islands, fighting over scraps, surviving the islands' many perils, and hoping against hope that Peter would remember them, would notice them.

Maimie thought these pitiable creatures deserved better, and so collected them together and took them under her tutelage. She returned their dignity and taught them the ancient ways. Of course, their witchcraft was much stronger here, as Carcosa is a great source of magic. They set about carving out a niche for their coven of *mothers* among the Neverborn Islands, while guiding events and steering Pan from the shadows toward their own inscrutable ends. Maimie and her Old Ladies eventually discovered the truth of Hastur, of Pan's past lives, and much of the rest of the mystery of his existence. Instead of loathing the boy-god, they loved him all the more, but knew Hastur's influence would only make him less and less of what he was in time. So the coven of Old Ladies do everything they can to prevent Hastur from getting Pan too far under his sway. In a way, the Old Ladies have found a way to continue protecting their once-beloved Peter, as mother-guardians from the shadows.

The Old Ladies roam about the Neverborn Islands, and so may be encountered anywhere, but they primarily reside in the Boreal Forest (p. 17). There are usually at least a half dozen Old Ladies throughout the islands at any one time.

OLD LADY

AC 6 [13], HD 7+2* (33hp), Att [1 × dagger (1d4)] or [1 × spell], THAC0 12 [+7], Mv 90' (30'), Sv D8 W9 P10 B10 S12 (7), ML 8, AL Neutral, XP 1,250, NA 0 (1d6), TT Q

► **Covencraft:** Casts spells as a 5th-level illusionist / 6th-level druid. Increase this level by 2 for every other Old Lady (including Maimie Mannering, p. 52) who is within 100' of her, as they amplify each others' magic as a coven.

► **Hex-Blessed:** Has 50% chance to ignore any spell cast on them by an enemy.

► **Summon Nightmare Beast:** Conjures a nightmare beast (left) within 10' once per day, in place of a spell. If she dies, the nightmare beast remains until slain.

Captain Rex

Captain Rex, the Paladin of the Skies, and his crew of "pirates" travel the planes in the clockwork flying ship, *The Calypso*, plundering villains and saving innocents.

Rex is a Robin Hood-esque former smuggler who leads a group of raiders on expeditions to faraway lands to help end child slavery and suffering. He brings the restless spirits of kids he is unable to return to their families to Solomon Caw (p. 64) for safety in the Neverborn Islands until they are willing and able to pass on to their eternal rest. Rex agrees with Caw that a simple, carefree existence on the islands as a bird is a better fate than festering as a malevolent and traumatized ghost, haunting the living and unable to find peace.

Unfortunately, as soon as these poor souls arrive within the Neverborn Island's memory-wiping influence (p. 14), they forget the crew's help, and often instead believe them to be their captors (all pirates are villains, *right?!*). The other child ghosts who have been transformed into lost children (p. 50) on the islands share this sentiment, and devise elaborate plans to "free" the 50 arrived captive children from the dastardly *pirates* before they have to walk Johnny Plank.

Captain Rex and Solomon Caw allow this ruse to play out time and again, as explaining it to the children would risk them remembering their traumas.

Captain Rex earned the honorific of "Paladin of the Skies" after rescuing and befriending Sir George the errant knight (p. 42). Sir George believes that the work Rex does is saintly and laudable, worthy of the greatest chronicles.

Captain Rex [Level 14 Fighter]

AC 0 [19] (mithral plate +2 + *Cloak of Defense +1*), **HD** 14 (77hp), **Att** 1 × sword (1d8+3) or by weapon, **THAC0** 7 [+12], **MV** 90' (30'), **SV** D4 W5 P5 B5 S8, **ML** 10, **AL** Neutral, **STR** 13 **INT** 11 **WIS** 9 **DEX** 12 **CON** 14 **CHA** 16, **XP** 1,350, **TT** S+T, **Items** Mithral Plate Mail +2, *Amulet of Protection Against Scrying, Brooch of Shielding, Eyes of the Eagle, Flying Carpet*, Mithral Sword +2, *Necklace of Adaptation, Potion of Flying, Potion of Giant Strength, Potion of Healing, Potion of Invulnerability, Potion of Speed*

Traits of Neverlands Pirates

Sea Savvy: Neverlands pirates have a +4 bonus on any saving throws against disease and falling prone or overboard. They also may roll twice and take the better result on skill checks with which pirates would be reasonably skilled.

Supremely Superstitious: Neverlands pirates have a -2 penalty on saving throws against curses, fear effects, and the spells and magical abilities of creatures like angels, arcane spell casters, clerics, demons, devils, fey, undead, and witches.

Crew Synergy: Neverlands pirates deal +1 damage for each ally adjacent to an enemy they attack.

Tactics: Neverlands pirates will attempt to capture their enemies if possible, rather than kill them, as adults are more valuable to conscript into service in trade for their rescue if they are alive, and lost children can be brought to Solomon Caw to rescue them from Pan's mercurial realm of perpetual death and rebirth.

You Can't Save Them All

Rex has tried time and again to rescue the many long lost children of Nowhereland (p. 23), but they are adept at hiding and would sooner cannibalize the crew of *The Calypso* than to parlay with them, and their habit of burrowing into quicksand makes it impossible to chase them.

The Calypso

Captain Rex's ship, *The Calypso*, is an armored, magical clockwork- and steam-powered xebec-style affair with six turbines that allow it to fly. It is able to access rare portals at specific times through magics that Caw taught Rex ages ago. *The Calypso* is exceptionally fast and well-armored, and emits a constant whirring and *tick-tick-tock-tick* when it is flying. This sound camouflages it from the Chronodile (p. 38), but enrages Peter Pan, so Captain Rex orders his crew not to fly while within the Neverborn Islands unless absolutely necessary, instead only sailing.

What About The Ferrymen?

The Ferrymen of Sargasso and Anon (see *Memento Mori / Memento Vivere*) have little love for Rex and his crew of do-gooders, so *The* Calypso tends to give them wide berth.

Notable Crew of the *Calypso*

The Calypso's crew is a mixture of Rex's original multiversal crew and the former crew of the *Jolly Roger* (p. 36). If Captain Hook ever returns (p. 34), Hook's old crew might abandon Rex and come to his call.

- †Alf Mason a.k.a. "Lean Wolf," the only long lost child to have escaped Nowhereland (p. 23) for long and grown up. [Ftr 8]*
- †Annabelle Lee, always has her nose in a romance novel. [Bar 5]*
- Baronet Slightly, former lost child from the time of the Darling children; he plays clarinet, loves dancing, and misses flying. [Thf 11]*
- †Billie Jukes, who is tattooed from head to toe. [Ftr 5]*
- Blackbeard Joe, formerly a lost child and now an ancient and crooked deckhand with a penchant for wizardry. [MU 7]*
- Cass Rich, master artillerist and ship's bard. [Brd 7]*
- †Cecco, who wears pieces of eight in his ears and carves names in his victims' backs, formerly a lost child once upon a time. [Asn 6]*
- †Cookson, the brother of the famed pirate, Black Murphy. [Thf 10]*
- Doc Curly, the old bonesaws and a former lost child. [Thf 9]*
- Épée d'Orleans, whose brother works at the harbor of Anon. [Ftr 7]*
- Fire-Flier, the fairy friar, unaligned to the Fairy Courts (p. 40) and loyal to Baronet Slightly (above) who admires the size of her tall tales and lies.
- †Foggerty, who sometimes wishes she were a mermaid. [Clr 5]*
- †Gentleman Starkey, once an usher in a public school and still dainty in his way of killing; has amassed a hoard of 7,000 onions and once served under Captain Pan (p. 10). [Asn 10]*
- Golbie Hundleswitch, a halfling swashbuckler who Pan sometimes mistakes for a lost child. [Acr 7]*
- Jester Tuggy, cook that runs the galley. [Ftr 4]*
- Judge Tootles, who was once a lost child in the days of the Darling children that returned to rescue his own children from Pan; now this portly, mustachioed man spends his afterlife trying to save kids from Pan while hoping to redeem Pan as well, whom he loves dearly. [Clr 7]*
- †Misty, who is a skilled fighter and collects pearls. [Ftr 6]*
- †Mullins, a dwarven ranger who relishes hunting the strange beasts of the Neverlands. [Rgr 7]*
- †Noodler, whose hands are fixed on backwards—the only indication they are actually a Rakshasa, albeit of stoic alignment and character.
- Ol' Charles Beckett, a nihilist who believes you should try and fail and fail again better each time than before. [Ftr 8]*
- Ravelli, a raggedy former caravaneer and circus animal trainer who once served as valet to Captain Pan (p. 10) many years ago. [Brd 5]*
- Red-Handed Jack, a former lost child and expert thief who once stole Pan's longknife and lived to tell the tale. [Thf 11]*
- †Scourie, elven mage who seeks to make her name as a hero. [Elf 8]*
- Sir George, the errant knight (p. 42) [Pal 11]* and his contingent of twenty paladins [Ftr 1d6+2]*—and their Giant Possum steeds.
- †Skylights, whose nets and javelins reek with blood. [Rgr 6]*
- †Smee, the friendly former first mate of Captain Hook. [Thf 12]*
- Starra, curly-haired and exuberant sailmaster and ship's mage. [MU 9]*
- Turley the Panther, a catfolk swashbuckler who has been with Rex since his first crew; she is a peerless and agile duelist. [Acr 10]*

† *These crewmembers were once part of the Jolly Roger's crew, under Captain Hook (p. 34).*

* *Classes can be found in Old-School Essentials Advanced Fantasy, or stat them how you like.*

Mithral, the Mystical Metal of Myth

A legendary steel alloy that is as hard as steel and half as heavy. Mithral is difficult to work with and very rare, but is flexible and can be worn under normal clothing and barely be noticed.

Metal armor made from mithral costs five times as much as normal and counts as one armor category lighter for determining speed.

Metal weapons made from mithral cost 10 times as much as normal and grant a +1 bonus on attack rolls with them.

Other metal items made from mithral cost twice as much as normal.

All items made from mithral weigh half as much as normal.

The Calypso

The ironclad flying ship, *The Calypso* has the statistics of a **small warship**, except it has AC 3 [14] and 175 hull points. It is 80′ long, has a beam (width) of 25′, and has a draft of 8′.

See Water Vehicles in Vehicles and Animals under **Equipment** in ***Old-School Essentials Advanced Fantasy***.

Features

Resistances. *The Calypso* takes half damage from cold and fire, and is immune to damage from lightning.

Ceilings. Interior ceilings are 8′ high with 6-foot-high doors.

Doors. Strong iron doors, riveted and reinforced.

Lighting. Lanterns cast bright light throughout the ship.

Rigging & Ladders. Can be climbed easily.

Sails. *The Calypso* has two 80′ tall masts with sails to catch the wind.

Turbines. *The Calypso* has six magical steam-powered clockwork turbines that allow it to fly and to move without wind, the same as if rowed by oars. When flying, *The Calypso* has a sailing speed of 72 miles per day and a movement rate of 360′ (120′).

Ship's Boats. *The Calypso* can carry up to a half dozen launches or similar-such smaller away craft. Treat such small boats as lifeboats and sailing boats (see **Water Vessels** in ***Old-School Essentials***).

Cannons

The *Jolly Roger* is outfitted with 40 cannons. It has 12 cannons on each of its port (left) and starboard (right) sides, and 8 cannons on each of its prow (front) and stern (rear) sides.

Each of the 40 cannons inflicts 3d6 hull damage with a range of 200-800 yards. With a crew of 2 (minimum), a cannon can be fired every 10 rounds at THAC0 19 [+0]. With a crew of 3, a cannon can be fired every 5 rounds at THAC0 18 [+1]. With a crew of 4 (maximum), a cannon can be fired every 2 rounds at THAC0 17 [+2]. The referee may apply modifiers to attack rolls for weather conditions, morale, maneuverability, size of the target, etc.

All of *The Calypso's* cannons are treated as magical in regard to creatures who can only be harmed by magical attacks.

Wait, *That* Smee?

Bartholomew Quigley Smeethington, or *Smee* for short, is an oddly genial fellow who stabs without offense. He was always a non-conformist among his most ruthless piratical peers. He started life as a smuggler until he fell in with Captain Hook's former ship, the *Sea Witch*, before he came to the Neverlands. Smee is the only living soul who still vividly remembers his time with the man Hook once was, and desires with every fiber of his being to rescue and save his former captain and friend and to restore his memories, if possible (p. 34). Under the captaincy of Rex, Smee has taken on a more domestic role, mending sails and clothes on his prized anachronistic sewing machine and collecting souvenirs from the Neverlands which he hopes to one day sell in retirement with Hook in a little shop by a seashore back in the mortal realms.

REDCLOAK GNOMES

Masterful tailors and xenophobic curmudgeons, the diminutive gnomes of the Neverborn Islands broke away from the fairy court many ages ago to create their own sadistic society of hunter-crafters. If outsiders can broker an audience with them, they can sometimes be bartered with to create wondrous and magical garments, but they always demand a dark price.

AC 5 [14] (7 [12] when enlarged), **HD** 2+1 (10hp), **Att** [1 × needles (1d4), magic] or [2 × slams (2d6), when enlarged], **THAC0** 17 [+2], **MV** 120' (40'), **SV** D12 W13 P14 B15 S16/10† (2), **ML** 10, **AL** Chaotic, **XP** 10, **NA** 0 (2d6), **TT** F, U, V

► **Language:** Speaks Common, Deepcommon, Gnomish, Pixie, the language of earth elementals, and the secret language of burrowing animals.

► **†Cunning Mind.** A redcloak gnome has a calculating, keen mind and a will of iron. While not in an Explosive Rage (below), it saves versus spells as a 10 HD creature and is immune to illusion and enchantment spells and effects.

► **Bloodsoaked Cloak:** Its prized cloak is soaked in the blood of its enemies, giving it a rusty, crimson, patina and imbuing it with magic. While worn, a redcloak gnome rolls saving throws twice and takes the better result. There is also a 20% chance that any given cloak is further enchanted. See the Bloodsoaked Cloak table below to determine its additional properties. The magical properties of this cloak fade 1d6 days after being removed from the redcloak gnome, and any non-gnome must attune to the cloak to gain its benefits.

► **Natural Invisibility.** While standing still and not in an Explosive Rage (below), a redcloak gnome is invisible.

► **Explosive Rage.** While extremely analytical and intelligent, a redcloak gnome is cruel and contains a simmering rage just beneath its polite façade. If a redcloak gnome is greatly angered, it must save versus death or swell with rage to ogre-like proportions. While enraged, the gnome is as large as an ogre and has commensurate strength, it gains 2 × slam attacks. If it lacks the room to become large when it becomes enraged, it explodes and dies; all creatures within 20' of it take 4d6 damage (save versus breath for half). While in an Explosive Rage, the gnome loses the benefits of its Cunning Mind and Natural Invisibility (above) and cannot use its Grim Needlework spells (below) or attack with its Needles. An Explosive Rage lasts for 1d6 minutes, or until the object of its anger is out of sight for 2d6 rounds. A *emotion*, *charm monster*, or *feeblemind* spell targeting an enraged redcloak gnome will immediately end its rage, but those spells will not otherwise affect it.

► **Needles:** When a redcloak gnome rolls a natural '20' on an attack roll against a target, it can either blind one of its eyes for 1d6 rounds or pin the target to a solid surface, preventing it from moving for 1d4 rounds. A pinned target can save versus paralysis at the start of each of its turns to free itself.

► **Grim Needlework.** With its bird-bone needles and fairy-gut thread, a redcloak gnome can create a number of magical effects, in addition to its mundane tailoring skills. These innate magical abilities work only if the gnome has its needle and thread in hand, and their spell effects incorporate the gnome's actual thread—wounds are stitched together, thread is spooled throughout an area to ensnare, and so on. Thread so used remains as part of the affected target or area forever, even after the magical effects have faded, unless a *remove curse*, or *dispel evil* spell is cast. Anyone carrying a thimble is immune to a redcloak gnome's grim needlework spells. The gnome can cast the following spells (from any class list the referee prefers, if there are multiple versions), all of which have their range altered to touch:

1/day each: *cure light wounds, dispel magic, entangle* (redcloak gnomes are immune), *hold person, rope trick, web*

1/month each: *animate dead* (target retains its memories and personality), *geas, raise dead*



Bloodsoaked Cloak

Use this table to determine the magical properties of a redcloak gnome's cloak. 20% of gnomes have a magical cloak, while powerful elders' cloaks might have multiple such properties. Properties of non-cloak magic items are treated as if they come from the cloak, potentially creating interesting and unusual combinations and implications!

1.1 bag of devouring	*4.1 medallion of ESP 30'*
1.2 bag of holding	*4.2 necklace of adaptation*
1.3 bag of transformation	*4.3 net of snaring*
1.4 boots of levitation	*4.4 periapt of health*
1.5 boots of speed	*4.5 periapt of wound closure*
1.6 boots of traveling and leaping	*4.6 portable hole*
2.1 bracers of armor	*5.1 purse of plentiful coin*
2.2 brooch of shielding	*5.2 ring of fire resistance*
2.3 cloak of flight	*5.3 ring of protection*
2.4 cloak of the manta ray	*5.4 ring of regeneration*
2.5 decanter of endless water	*5.5 ring of spell turning*
2.6 displacer cloak	*5.6 ring of telekinesis*
3.1 elven cloak and boots	*6.1 ring of water walking*
3.2 eyes of charming	*6.2 robe of blending*
3.3 helm of telepathy	*6.3 robe of eyes*
3.4 flying carpet	*6.4 robe of scintillating colors*
3.5 folding boat	*6.5 robe of useful things*
3.6 immovable rod	*6.6 rod of parrying*

(d66: roll 2d6, with one die acting as the "tens" place and the second acting as the "ones" place.)



SOLOMON CAW

The enigmatic, cheerful, overconfident, and mystical avian entity known as Solomon Caw once traveled the planes and amassed vast wisdom and power. In all his travels, he learned that the most important thing in life *was* life. And with that revelation, he decided that the best thing he could do would be to ease the suffering of those innocents who died much too soon, so that their souls and psyches would not fester in the ether and grow into some eldritch horror the multiverse is all too full of already.

Appearance: Solomon Caw sometimes looks like a very large raven, sometimes like a twinkle-eyed old man in a feathery cloak, and sometimes as an amalgam bird-man. When Solomon is feeling sullen or angry he tends to appear as some fractally-amorphous dream creature with both avian and humanoid features.

Personality: Usually mirthful yet unintentionally condescending, old Solomon often assumes the role of a bird-brained and somewhat pompous advice-giver, though is secretly sharp as a tack and exceedingly calculating and intelligent. His goals are centered on protecting children and watching Pan so that he can intercede if ever needed to shepherd him back to a less dark path.

So, What is Solomon Caw, Really?: Nobody seems to be sure of what he really is, where he came from, or if he has any hidden agenda beyond monitoring Pan and saving children. Perhaps he is a fairy lord, an exiled and reformed demon prince, an ascended mortal king of legend, or some benevolent yet misguided demigod? Regardless, he seems to truly care for the children and rarely exercises his power within Pan's domain—not that he'd be a match for Pan's power, should a confrontation ever ensue.

History: Old Solomon sought out concentrations of power in younglings of many worlds and, whenever such a little one died early, he would act as a psychopomp during their transitions to their afterlives. In this role he found his heart too big to ignore all the normal children who also died. Just because their spirits were not vast wells of cosmic potential did not mean they were not also frightened, also lost. So, the old bird took them under his wing. Those he could not soothe and see on to their hereafters he instead transformed into birds. He gave them the gift of flight and new life, in the hopes their carefree experiences as birds would ease the burden of their souls. Caw believes this fate is merciful, as existing forever as a traumatized ghost with a fractured child's mind is a too-cruel fate.

Unfortunately, Solomon Caw could not save them all. Over time, he began recruiting unlikely allies to aid him in his quest to save lost souls. Planar travelers, smugglers, detectives, social workers, drifters, former street urchins, thieves, school teachers, and many other disparate people who found themselves with an ear to the ground of the world of at-risk children.

The Teacher: One such ally, a school teacher from a mortal world (whose secret parentage was so scandalous it could have ruined his country) worked in a dangerous and downtrodden city—one of the largest on that world. This teacher became aware of the birth of a baby boy named Peter who had the signature of power that Caw had taught him to look for. By that time, though, Hastur had already stirred in his prison realm of Carcosa and had found his voice. Reaching through time and space, Hastur got his hooks into this teacher's psyche before he even met Solomon Caw, one of Hastur's many such unwitting puppets. When the teacher finally found the boy, Hastur's hold on his mind took over and he broke into the boy's home, through the nursery window, and sought to take him for his unknown master. Fortunately for little Peter, his power was vast and he was looked over by the now diminished Dionysus, like a guardian angel. Peter, oblivious to his would be abductor, flew right out of the window, following that strange star which called to him. The teacher was chased from the house by the family and their servants, and he was forced to flee for his life, eventually taking to the seas. There he would use the planar knowledge he attained from Caw and the time-distorting secrets he gleaned from his new dark master to become one of the most feared pirates in timelines before he was born.

The Boy: Solomon Caw found Peter, the tired baby, in one of the city's loveliest and most magical gardens that night, surrounded by curious fairies. The old bird took him in and hid him from the corrupted teacher for three years while the little one unknowingly recharged his powers. Not a bird (despite Peter's imagination), and no longer human, Caw taught him the language and ways of the birds. How to live only in the moment and be always full of joy. The fairies of the gardens nurtured Peter's compulsiveness and capriciousness. While the fairies' influence was irritating, some of the boy's inherent impulses and whims were dark and concerning to Solomon. He worried what such a being might become if he went down the wrong path, and there was a definite *shadow* about him that Caw could not quite understand, like a sickly yellow film which clung to his aura. It became clear that Pan's psyche was fragile and any destructive thoughts of rage or fear or pain could prove disastrous on an untold scale. Best to placate the little godling.

The Neverlands: When Peter Pan finally left the mortal realm at the age of three, speeding across the cosmos toward that strange star to which he was connected (p. 05), Solomon Caw found a way to follow him. Not wanting to scare or push away the distraught boy, Caw watched from a distance for years as Pan shaped the barren islands to his wildest flights of fancy. The old bird continued his work, now using Pan's Neverborn Islands as a base of operations.

The Lost Children: Caw was the one who gave them that sobriquet when Pan had found him living on one of the smaller islands, and asked him who he was and how he and the many birds had come to be in his kingdom. Pan did not remember Caw, but he was awfully fond of birds, especially as he could fly himself and birds seemed to love when he played on his pipes. When Pan realized there was something more going on, Caw altered his normal way of saving children, and started bringing the more troubled ones to Pan for him to have *friends*. Solomon told Pan that the children had become *lost* and had no homes, and it would be truly kind and wonderful of Pan if he would give them a home on his islands. Pan was keen on this venture, so long as they all agreed to *never grow up*.

The First Captain: During the years which Hook scourged the Neverlands, Pan took a more active interest in finding new friends to bring back to the Neverborn Islands, as Caw was simply not bringing him lost children fast enough. Unknown to Pan, Hook was that very same teacher who once worked for Solomon and who was corrupted by Hastur's dark influence. (See page 34 for more info on Captain Hook.)

The Second Captain: For a very long time, Solomon had a hard time trusting others to aid him in his search to ferry the souls of children. But, when Captain Rex (p. 60) and his crew had taken up the torch Solomon had lit on so many worlds in the past, he was truly touched. Rex was a smuggler, but his sole drive was to save children wherever he went, both living and dead. In all his millennia, Caw was embarrassed that he had neglected the living. While he now felt his duty was to keep watch over the godling, Pan, he admired what Rex was doing and so partnered with him and explained to him who he was, the nature of Pan, and the two formed an alliance. Captain Rex and his crew engage in an elaborate form of theater to avoid rousing Pan's darker impulses, creating a dynamic of playful animosity between Pan and his lost children and Rex and his crew, as Pan and the lost children "rescue" new children from Rex to become new lost children on the islands, and Rex actually rescues lost children from Pan.

The Birds: The birds living on the Neverborn Islands can talk, but listen only to Solomon Caw. The birds (p. 31) are a mixture of the spirits of children—brought to the islands by Captain Rex who managed to remember their traumatic lives before they died—and the lost children who Pan has culled or slain over the ages. Aside from the chaffinches and the neverbirds (pages 17, 22, 31, & 56), all the birds who live in the Neverborn Islands are relatively peaceful and meet once a week with Solomon at the Flower Islands (p. 19), where they chatter at great length about many things, though sometimes they get into minor tiffs with the fairies (p. 40).

The Shadow of Hastur: Solomon Caw, for all his wisdom and wariness of Pan, is still woefully unaware of the true nature of the Neverborn Islands as the nexus atop the planar prison of Hastur. He knows Pan's shadow is dark and his psyche has a maligned component, but has no idea that Hastur is to blame.


SOLOMON CAW

Magic Items



Amulet of Baleful Insight

This tarnished bronze amulet is etched with mystical sigils and bears the emblem of an all-seeing eye.

Powers. The wearer of an *Amulet of Baleful Insight* can cast *charm person, detect invisible,* and *ESP* two times per day each. Further, if the wearer is an arcane spell caster, they may also cast *charm monster* and *geas* once per day each. These spells are cast as a magic-user equal to the wearer's level.

History. This amulet is currently owned by Hank PuddinbottomS of Blind Man's Bluff (p. 17), who proudly claims he won it off a mind reader in a game of cards.

Captain's Coat

This crimson pirate captain's coat is expertly made from disparate garments in many different shades of red.

While the *Captain's Coat* appears sized for a child, it will resize to fit any humanoid-shaped creature (human toddler to ogre size).

Powers. The *Captain's Coat* grants its wearer a magical aura that functions like an assassin's Disguise ability and also gives its wearer the knowledge and skills of a seasoned pirate captain. The also gains a +2 bonus to any and all skill checks related to sailing and commanding a seafaring vessel.

History. When Peter Pan killed Captain Hook (p. 34), he donned the persona of Captain Pan (p.10) for a time, and wore this coat.

Celestial Laurels

These golden laurels are fit for an emperor, but instill feelings of discomfort.

Powers. *Celestial Laurels* grant their wearer the ability to understand all spoken languages or vocal utterances that attempt to convey intent (even gibberish and nonsense). They also grant a +4 bonus on saves versus spells. Three times per day, the wearer can cast *mass suggestion* as an illusionist equal to their level.

History. An Old Lady (p. 59) named Yanny claims these laurels came from the god Dionysus many ages ago when he unsuccessfully tried to visit Peter Pan in the Neverborn Islands.

Chronodile Scale

This oversized dark green reptilian scale shimmers in the light and instills a sense of anxiety in its vicinity, as if time is running out.

Powers. Once per day, the bearer of a *Chronodile Scale* can re-roll any die roll they make and take the better result or force a creature within 30' to re-roll any die roll and take the worst result. Furthermore, if ground up (1 minute), mixed with liquid (1 round), and ingested (1 round) a *Chronodile Scale* acts as a *Potion of Speed*—this destroys the *Chronodile Scale.*

Harvesting. Lesser chronodiles (p. 38) will typically each have 1d6 stable temporally infused scales that are viable to harvest.

Chrono-Clock

This finely made gold and copper brooch bears a skull motif and an inscription reminding readers that we will all die, so remember to live. Its outer front face pulls down to reveal an anachronistic timepiece.

Powers. The wearer of a *Chrono-Clock* gains a +4 bonus on all saving throws to resist any negative effects of any non-native plane they visit, as well as a +4 bonus on all saving throws against any spell or effect which targets them that manipulates time in some way. If the wearer of a *Chrono-Clock* spends 1 turn focusing, they can detect if any planar portals are within 500' of them and discern the general direction of the nearest one—the wearer can automatically pinpoint the portal's location if they come within 20' of it. Further, once per week, the wearer of a *Chrono-Clock* can cast *time flow* as an illusionist equal to their level.

History. Created for Captain Rex and his crew (p. 60), *Chrono-Clocks* have become popular items among planar travelers.

Coracle Spade

This battered tin child's shovel lashed to a long and sturdy stick with so much yarn and ribbon is cool to the touch and has a lonely aura to it.

Powers. This *Spade* functions as a hand axe with the same properties as a *Nine Lives Stealer*. It also has two more curious powers. First, if used to paddle a small one- or two-person water vessel, such as a boat, raft, or canoe, the boat will be immune to capsizing or sinking and can travel at twice its normal speed. Secondly, it functions as a *Spade of Mighty Digging*, except using this property only requires the wielder to have a Strength of 10 or higher. Finally, once per month, if the *Spade* is used to bury a living creature who died within 24 hours, the creature will come back to life the next day as if *raise dead* had been cast upon them.

History. When Peter Pan briefly lived in the gardens of a mortal world (p. 04), he found this shovel and thought it was a paddle. After little Maimie Mannering (p. 52) told him what it was really for, he used it to bury lost children who died in the gardens—though sometimes he mistakenly buried living children who slept too soundly. Maimie found the shovel years after Peter Pan traveled to the Neverlands, and she kept it as a memento, bringing it with her when she too found her way to the strange islands.

Ram's Head Thyrsus

This mystical staff appears to be made from hardwood, but is actually crafted from a giant celestial fennel stalk. It has a gold-inlaid spiral, a red leather hand grip in its center, and is topped with a ram's skull.

Traditional thyrsi are adorned with vine-leaves, grapes, ivy-leaves, and berries, and topped with a pine cone or artichoke, serving devotees of Dionysus as a symbol of faith and fertility in their bacchanalian revels. This thyrsus, however, is a reminder of death, instead of a celebration of life.

Powers. The *Ram's Head Thyrsus* functions as a *Staff +3,* and also has a number of other powers. It has 13 charges, and regains 1d3 charges at dawn. If its last charge is ever used, it teleports to a random location in the Neverborn Islands (p. 13). Anyone who has been in possession of the *Thyrsus* for 24 hours or more ages 10 times slower than normal and may cast the *magic missile* and *charm person* spells by expending 1 charge each. Further, the *Thyrsus'* bearer may expend two of its charges to cast *charm monster* or *confusion*. All spells are cast as if by a magic-user of the wearer's level. Finally, by expending all 13 charges from the *Thyrsus* after ritually killing at least 15 HD worth of living sentient creatures (an evil act), the wielder may open a magical portal to any plane that lasts for 1d6 turns—this overcomes even the planar influence of Carcosa in the Neverlands (p. 14, 29). Once such a portal is created with the *Thyrsus,* another cannot be created for a year and a day.

Special. Peter Pan and Maimie Mannering can use the *Ram's Head Thyrsus'* powers without having it in their possession for 24 hours.

History. This *Thyrsus* was crafted by Maimie Mannering (p. 52) many years after Peter Pan left behind the mortal realm and the gardens where they met and had their fairy wedding. The skull atop it is that of the very first such imaginary creature she once tormented her brother with at night and then gifted to Peter at her mother's behest. Once given to Peter, the fairies of those gardens in the mortal world transformed Maimie's creation into a real goat for him to ride about on. After many years of

training under her mother in the dark arts, the beast that Peter abandoned finally died and Maimie bound its fell spirit to its fairy-crafted skull. She slew every fairy from the gardens of her youth and bound their power to the skull, allowing her to open a door to the Neverlands. When she found her missing "husband," Peter Pan, he did not remember her. Hoping the skull would one day remind him of their innocent youth together, she left it with him and exiled herself to the darkest woods of the islands. Peter, however, was frustrated that he could not will the ram-goat's skull back to life, so he put it atop an old stick he found (which smelled like starlight, wine, and rain) to remind him that he would never be so dull as to die, like that stupid ram.

Destroying the Ram's Head Thyrsus. First, one must ritually kill 15 HD worth of sentient fey creatures (an evil act). Then, one must use the staff to create a portal from the Neverlands to the exact location that Maimie Mannering buried the ram skull's mortal remains. Then, two consecutive *wishes* must be used within three minutes of each other to rejoin and resurrect the original ram. The first *wish* rejoins the skull to the ram's corpse and makes it whole again, and the second *wish* brings it back to life, severing the magic that once powered the *Thyrsus*. Releasing the magic, however, will summon a host of vengeful fairy ghosts who were sacrificed as part of the *Thyrsus*' original creation. Treat these fairy ghosts as undead spectral Sprites.

Stick Boat

It is just a stick with a piece of string tied to it unless one has the imagination to see a boat. These curious items are favorites of the lost children (p. 50).

A *Stick Boat* is rather like a stick until it is in the water and you are holding its string. Then, if your imagination is strong enough, little shiphands start running about its deck and sails rise magically and catch the breeze—then, soon, you'll make land on dirty nights in snug harbors unknown to lordly yachts, nose for the wind past spouting whales, cast anchor on coral isles, and have brushes with pirates.

Powers. If you hold the string and place the stick in a large body of water, the *Stick Boat* functions as a *Folding Boat* for the next 4d6 hours. Activating it requires a successful **Wisdom check**. Failure means it really is just a bit of string tied to a stick to everyone for the next 24 hours. While in stick-form, the bearer of a *Stick Boat* has immunity to mind-affecting effects (fear, charms, illusions, etc.), and cannot lose any of their memories by any means (though memories already lost do not return).

Tatters of the King

This patchwork and tatty robe of multihued yellows flutters in the wind like the feathers of a bird. Despite its appearance, it inspires regality and power.

Powers. The *Tatters of the King* will bestow upon their wearer a number of powers and abilities. The *Tatters* will give their wearer the ability to speak with all birds and avian creatures. All of its other benefits require the wearer to wear the *Tatters* for at least 12 hours. After this time, their wearer can transform into *any* type of bird three times per day as if casting *polymorph* self as a magic-user of the wearer's level. Also, the *Tatters* automatically protect their wearer if they fall any height, floating them gently and harmlessly to the ground. Next, the wearer of the *Tatters of the King* can spend 1 round to transform them into veritably anything of similar size and dimensions, such as a blanket, jacket, headwrap, towel, short rope, door, raft, sail, shield, etc. The referee has final say on what is permissible. Changing the *Tatters* back also requires 1 round. Finally, if the wearer also dons a crown of any material which they themselves made, they will gain immunity to fear and treat their Charisma score as 18 for the purposes of determining NPC reactions and retainer loyalty while the handcrafted crown and *Tatters* are both worn.

History. When Peter Pan lived in the gardens of his youth (p. 04), he outgrew the fine yellow nightgown he wore when he absconded from his nursery, and made clothes from skeleton leaves like the fairies taught him. However, the many birds of the gardens were always begging Peter for bits of his nightgown to line their nests with and, being very good-natured, Peter could not refuse, so by Solomon Caw's advice he had hidden what was left of it.

Unknown to Peter, Solomon (p. 64) had convinced the greedy birds to not only return the many tatters of Peter's nightgown they had been gifted by him, but also to collect and gather countless new scraps of fabric, ribbon, flower petals, paper, and the likes of every beautiful and regal yellow hue they could find. In secret, old Solomon began to craft a garment fit for a king for when Peter eventually grew up there in the gardens.

When Peter finally left the gardens, Solomon gave him the patchwork robes, filled with magical wisdom and the protection of the birds. Its myriad yellow components fluttered like feathers in the wind. Amber and gold and ochre and mustard and bumblebee and corn and canary and lemon and citrine. But Peter laughed, reminding Solomon that he was not a bird, but a *betwixt-and-between*. Peter had quite forgotten he ever had a nightgown but, not wanting to hurt the old bird's feelings (who was rather vain of his cleverness and was prone to bouts of sulking when he felt slighted), took the cloak with him, supposing he could perhaps use it as a blanket or doormat one day.

When Peter found himself in the Neverlands, he still had the yellow tatters, though of course he had forgotten all about them, so that when he arrived at the Neverborn Islands for the first time, he thought that he had likewise discovered the cloak for the first time as well. What a grand thing he had found for himself, indeed!

Over the millennia, Pan would alternately forget about and rediscover his tattered cloak many times. Sometimes he would use it as a blanket, a sail, a rug, a hammock, a kite, a fine cape, a warlock's cloak, a tent, a cleaning rag, and many other things. Sometimes he would not recognize it at all and leave it be or cast it aside in disgust, as though it were the most tasteless and useless fabric he had ever seen.

Tinker's Bell

This diminutive bell is smaller than a thimble and extremely delicate, yet durable. It makes the tiniest tinkling sound when rung, and brings to mind smells and sounds from childhood.

Powers. This tiny bell grants its bearer a number of beneficial abilities. First, five times per day, the bearer of a *Tinker's Bell* can repair minor tears, cracks, and damage to mundane items at will by holding the bell in one hand and ringing it vigorously. This repairs up to 1 cubic inch of damage per turn of ringing. Second, by ringing the bell continuously in one hand for 2 rounds, the bearer can fly with a movement rate of 360' (120') once per day for 1 minute. The duration can be extended by another minute by spending 1 round ringing the *Bell* in hand again before the duration ends, restarting the 1-minute duration. There is no limit to how long the duration can be extended in this way. Finally, once per week, the wielder can ring the *Tinker's Bell* to designate any one building as a sanctuary. Any time within one week of designating the sanctuary, the bearer can spend 1 minute continuously ringing the bell in hand to teleport themself and up to five willing creatures within 5' of them to the sanctuary. Any time the bell is rung, it sheds light like a candle.



Captain Hook's Combat Maneuvers

Captain Hook (p. 34-35) has traveled countless worlds, mastering many martial techniques unknown to most old-school fighters. Drawing inspiration from Champions and Masters, and even infamous Pathfinders, these Combat Maneuvers are only available to characters of the Fighter class, if you choose to add them to your *Old-School Essentials* games. Fighters gain access to all the listed maneuvers at the indicated levels.

Fighters can choose to perform Maneuvers in the missile attacks, spell casting, and melee attacks phases of combat. A fighter may only perform one maneuver per round, unless they have the ability to make multiple attacks.

Grapple (4th level)

From 4th level, a fighter may grapple an enemy in melee combat in place of an attack. The fighter and their target make opposed **saves versus paralysis**. If the fighter wins, the foe is grappled and cannot make a fighting withdrawal that round, nor can they attack anyone else but the fighter while grappled. The fighter and their enemy may only use one-handed melee weapons or attack unarmed against each other while grappling, and the fighter suffers a -4 on attacks against other targets.

Bullrush (6th level)

From 6th level, a fighter may move up to 1/2 their speed directly toward an enemy and make a melee attack. If successful, the fighter deals only 1/2 damage and pushes their foe directly backward 5′ + 5′ per point of the fighter's Strength bonus (minimum 5′). A fighter that knows the Trip maneuver may elect to deal no damage and instead knock the opponent down (this does not incur the -4 penalty of a Trip). A foe knocked down in this way is not pushed back.

Dash (6th level)

From 6th level, a fighter may move an additional time in place of an attack, following the normal rules for movement.

Feint (6th level)

From 6th level, a fighter may attempt to feint an enemy in melee combat in place of an attack. The fighter makes an Intelligence check with a bonus equal to their Dexterity modifier. If successful, their foe suffers a -2 penalty to AC against the fighter's next attack made before the end of the fighter's next turn, and the opponent must also **save versus wands**. If the enemy fails, they also incur a -2 penalty on attack rolls against the fighter until the end of the fighter's next turn.

Disarm (9th level)

From at 9th level, when a fighter scores a successful melee attack against an enemy wielding a weapon, they may attempt to disarm the foe instead of damaging them. The target must make a Dexterity check with a penalty equal to the fighter's DEX modifier. If they fail, they drop their weapon.

Parry (9th level)

From 9th level, a fighter may refrain from attacking in order to turn aside incoming blows. The fighter gains +4 to AC against melee and thrown (but not missile) attacks that round.

Smash (9th level)

From 9th level, a fighter may choose to automatically lose initiative in order to make a powerful melee attack. The fighter accepts a -5 penalty to their attack rolls in order to add their Strength score as an additional bonus on top of their weapon's normal damage.

Trip (9th level)

From 9th level, a fighter may choose to attack an opponent in melee with a -4 penalty. If successful, the fighter deals 1/2 damage with their weapon and the foe must **save versus paralysis** or be knocked down. An enemy tripped in this way cannot attack that round.

Multiattack (12th level)

From 12th level, a fighter may attack twice per round. If you are using the Attacking with Two Weapons optional rule and a fighter is wielding two weapons, they only gain one additional attack (they must choose which, with its associated attack penalty being applied). Each attack of the multiattack can be a normal attack or another combat maneuver, as the fighter chooses.

Druid Magic of the 6th Circle

Maimie Mannering (p. 52-53) has learned a special kind of druid magic. Unlike normal druids, she has learned spells of the 6th circle from other realms.

If you choose to add these 6th level druid spells to your *Old-School Essentials* games, druids should gain them at the following levels:

Level	Spells
12	1
13	2
14	2

Animal Ward (druid 6)

Duration: 1 turn per level of the druid
Range: The caster

An invisible barrier forms around the druid's body, just under and inch away. It prevents damage from all attacks by any kind of animal. Even nonfantastical creatures of animal intelligence cannot harm the druid. Likewise, the druid cannot harm any such animals while protected by this spell, except by the use of other spells.

Summon Weather (druid 6)

Duration: 6 turns per level
Range: 5

The druid pulls some nearby weather condition they know about to their location. The druid only summons the weather, they do not control it.

Severe weather, such as a hurricane or severe heatwave, cannot be summoned (referee's discretion).

Traverse through Plants (druid 6)

Duration: Instant
Range: Infinite

this spell may not be used more than once per 24 hours. The druid and up to two additional willing creatures magically enter a plant of any size which they are near, and step out of another plant at a chosen destination. The destination must be either a general location or a specific plant known to the druid elsewhere. The druid (and any companions) exits from a randomly determined plant if they did not specify the exact plant.

The range is unlimited, but both plants must be alive and on the same plane of existence for the spell to work, otherwise it fails.

Wood Wave (druid 6)

Duration: 1 turn per level of the druid
Range: 30′

The druid conjures an invisible wave of force that repels all wooden items. The wave is 120′ long and 60′ high, with its center located anywhere within 30′ of the druid that they choose. Upon creation, the wave moves horizontally at the rate of 10′ per round in one direction the druid chooses, up to a maximum of 360′. The druid may stop the wave at any time, but is unable to move it thereafter if they do so.

All wooden objects that touch or are touched by the wave become enmeshed in it and move with it. The wave continues moving until it reaches 360′ or the druid ends its movement, at which point it stays there for the rest of the spell's duration.

Items caught up in the wave are not harmed, but wooden weapons and magical items cannot be used while bound up within the wave. objects with metal attachments (arrows, chests, ships, etc.) are moved by the wave, however permanent structures (buildings, attached objects like doors) and secured objects (such as trees) cannot be moved by the wave.

The druid can concentrate for 1 round to cause the wave to vanish. The wave does not otherwise require concentration once conjured.

Maimie also knows a single 7th level druid spell she learned from an ancient cyclopedia of magic, which she can cast once per day.

The Creeping Doom (druid 7)

Duration: 1 round per level of the druid
Range: 120′

A huge swarm of 1,000 creeping insects is conjured, appearing within range of the druid. The swarm fills between a 20′ × 20′ and a 60′ × 60′ area and can move up to 60′(120′) if the druid remains within 120′ of any part of the swarm. The swarm can move over most obstacles at its normal movement rate and is not affected by *protection from evil*.

The swarm attacks everything in its path, automatically inflicitng 1 damage per 10 insects (no saving throw) to all creatures in its area.

Normal attacks with fire deal half damage to the swarm, while *fireball* will destroy 100 individual insects, reducing its numbers accordingly. *Dispel magic* can destroy the swarm with the normal chance of success. The swarm is otherwise immune to damage.

The swarm vanishes when the spell ends or when the druid is more than 120′ away.



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"To live will be an awfully big adventure."







In the Neverlands, the boy-god Pan, shadow puppet of exiled Hastur, twists everything and everyone that comes within his purview to suit his whims, as he lives forever in the here and now.

Not all fairy tales have happy endings. While most of them have some kernel of truth or history to them, many do not have the origins you may have been taught...

The unassuming tome you hold in your hands contains a glimpse into one of the strangest versions of the Neverlands you are likely to behold, and allows you to embark upon perilous and unprecedented adventures in a realm unlike any other you have before encountered.

The setting and lore of *Pan, His Majesty in Yellow* is system-neutral, while the rules are designed for use with *Old-School Essentials: Advanced Fantasy*. However, any old-school RPG compatible with B/X will also work.

This setting can accommodate parties of any level, though many of its dangers are most appropriate for characters of 7th level or higher.

Inside, you will find a comprehensive Gazetteer and an overview of all of the Neverborn Islands, rich lore about these strange lands and its capricious denizens, a number of new Magic Items to use in your games, and a host of new Monsters, NPCs, and Powerful Beings that dwell among these unnatural islands.

As a fairy tale horror RPG setting, this book blends elements of Lovecraftian cosmic horror with the darker underside of classic children's fairy tales and the unwritten literary and mythological pastiches that interweave our countless stories in a way that can be interacted with at your game table. The Neverlands always seem idyllic and inviting, until you stay long enough to see their true colors.

DESIGNED FOR USE WITH

OLD-SCHOOL ESSENTIALS