

Credits

Creature Conversion: Joseph Browning

Creature Creation: James C. Boney, Joseph Browning, Andrew Hind, Alphonso Warden

Cover Art: Peter Mullen

Editing: David M. Prata

Interior Art: John Bingham, Joe Calkins, David Esbri, Joan Guardiet, William McAusland, Bradley McDevitt, Jeremy McHugh, Claudio Pozas, Ravindra Rana, Jeff Womack, and Maciej Zagorski

Foreword

Welcome to Malevolent and Benign: A First Edition Bestiary! It is with great pleasure that we at Expeditionary Retreat Press bring to you a new bestiary with over 150 monsters for First Edition play. We believe you will find numerous enjoyable monsters within this tome with which to vex your players.

Malevolent and Benign has a happenstance origin. We at XRP were busy in the old-school renaissance producing our *Advanced Adventures* line of modules when we noticed a slow accumulation of exciting new monsters with that delicious old-school flavor. This, coupled with some OGL monster conversions I did for the *Old-School Gazette*, gave us a healthy start for a full-fledged monster book so I decided to find some of the most interesting and fun monsters from our *Monster Geographica* line and convert them into the edition I grew up playing.

Because, truth be told, the real origin of Malevolent and Benign begins back in 1981 with my first character (a fighter, I believe) who went on his first adventure. The moment he fell into a pit trap and died, I was hooked. I suspect that we all share similar moments, be they in different years or with different success rates. It is because of that moment that Malevolent and Benign really exists.

But any thoughts of the past must be accompanied with a deep gratitude and a debt of thanks to Gary Gygax. His unfortunate passing has left a hole in world that, at least for me, will remain for a long time. Although I did not know the man well, our few exchanges were pleasant and I can truly say that there are few who would take the time to talk about the milk production of the humble bovine via e-mail. Thank you Gary, for your gift to us all!

Gary bears the lion's share of my gratitude, but there are many others from that age that helped form my preferred gaming aesthetic. Tom Moldvay is perhaps second only to Gary, but I am also deeply indebted to the artists Otis, Sutherland, Dee, Trampier, Willingham, and Roslof for putting images into my mind that guide with me when creating new material for First Edition. I hope the art contained within Malevolent and Benign seems as appropriate to you, gentle reader, as it does to me.

Well, enough of my ramblings, on with the show!

Joseph Browning
Expeditionary Retreat Press
March 22, 2009



TABLE OF CONTENTS

ACANOPYORNIS.....	4	GIANT, RIME	42	OTYUGH, CORRUPTED.....	81
ACULEAN.....	5	GIANT, SEA	43	PALLEMON	82
ADDLEVETCH	5	GIANT, WOOD	44	PHASE STALLION.....	83
ARCANOPLASM.....	6	GOLEM, AMALGAM.....	44	PRISM WARD	84
ASTRAL WEB	7	GOLEM, DRAGONSHIP.....	45	PUDDLE STALKER	84
AUTUMNAL MOURNER	8	GOLEM, FURNACE.....	46	QUICKENER	85
AVATAR OF FAMINE	8	GOLEM, IOUN	46	QUICKGRASS	86
AVMAR	9	GOLEM, LABYRINTHINE.....	47	QUISLOI.....	86
BARATHELAR	10	GOLEM, RESIN	48	RANCID.....	88
BLACKWATER SLOUGH.....	11	GOLEM, WAX	49	ROPE HORROR.....	88
BLESSED RING.....	11	GRAY LADY	50	RUMBLE LIZARD	89
BLIGHT BELCHER.....	12	GREENFEEDER	50	SABULOUS HUSK.....	90
BLOOD BOWLER	13	GROUNDLING	51	SCORPION, GIANT BLACK	90
BLOODWORM.....	14	HAEMOVORID.....	52	SCORPION SWARM	91
BOG BEAST	14	HAG, BLOOD.....	53	SEEDER	91
BOGWING	15	HAG, DOOM.....	54	SHADOW LORD.....	92
BONE SOVEREIGN.....	15	HARBINGER	54	SHADOWCAP.....	93
BRAINLOCK MOLD (SPIDER) ..	17	HARMOAI	55	SILENT REAPER	95
BRINE CRUST	17	HAZE HORROR	56	SKELETON, BLACK	95
BULL OF HEAVEN.....	18	HEARTH HORROR.....	56	SKRESH	96
CADAVER	19	HEARTLESS	58	SKYSHARK	97
CANOPY KRAKEN	19	HELIOKARABOS.....	58	SLAVERING MOUTHER	97
CAVE HERMIT	20	HELLSCORN	59	SLITHERVINE	98
CEILIDH HORROR	20	HEPHAESTAN	60	SNAIL MAN	99
CLAMOR.....	21	HERALD OF ARMAGEDDON..	60	SNAKE, CROWN COILER	100
COBLYNAU	22	HOLD CREEPER	61	SNAKE, ICE GLARE.....	101
DARK VOYEUR.....	22	HYDRACNID	62	SOULTRAPPER.....	101
DARK WOODSMAN	23	HYDRAMNION.....	63	SPIDER, ACIDWEAVER	102
DEADWOOD	24	INSCRIBER	64	SPIDER, PRIMAL	103
DELUSION HUMMER	26	JELLYHIVE.....	65	SPIDER, TIME	104
DIOCTOPUS	27	KINGMAKER SWAN.....	66	STINGING WOODFLY	104
DRAGON, AMOHAJI	27	KLORTHACK SPINE	66	STONESTRIDER	105
DROTH'YAR	28	LASSOO	67	STRANGLEBARK.....	106
DRYAD, TREELOST	29	LATCH FROG	67	SUICIDE PLANT	106
ELEMENTAL PRINCE, WATER...	30	LOSTLING	68	TEO-SELERAI.....	107
ENGRAVED.....	31	MAGPINE.....	69	TROLL, SHRIEKING	108
EPICUREAN.....	32	MALIGANTI	70	TULGORTH	109
EROLTH.....	33	MARLOC.....	70	UBEROUS GUARDIAN	110
FACELESS ONE	34	MARSHLIGHT OOZE	71	UMBRA SMOKE BEAST.....	111
FLUTTERING OOZE	35	MUS MAXIMUS.....	72	UNDAL	112
FOOL'S DRAGON	35	MYRCLOUD	73	VAMPIRE MOSS.....	112
FOUL SPAWNER.....	36	NAGA, BLOOD.....	74	VERMIN DOG	113
FUNGAL RENDER.....	37	NAGA, MOLT.....	74	VOLLEY FLOWER	113
FURROWER	37	NEVERLASTING	75	VORPA.....	114
GANYADI.....	38	NOCTUAR	76	VULTURE, GRIMDEATH	114
GARGOYLE, MAD SOME.....	39	NOJA	77	WAX DOPPELGANGER.....	115
GEHZIN.....	40	NOKKER	78	WHITE FOAM	116
GHOULFRUIT TREE	40	OAKMAN	79	WODEWOSE.....	116
GIANT, NEPHILIM.....	41	OATHBROKEN.....	80	WYRDWOLF	117

EPICUREAN

SIZE: Large (8 ft. long)
MOVE: 30 ft.
ARMOR CLASS: 7
HIT DICE: 3+3
ATTACKS: 1
DAMAGE: 1-8
SPECIAL ATTACKS: Spells
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 90%
TREASURE: In Lair: 3-24 cp, 3-18 sp, 2-12 ep, 2-8 gp, 1-6 pp, 1-4 gems (50%)
INTELLIGENCE: High
ALIGNMENT: Neutral
LEVEL/X.P.: 3 / 145 + 3/hp

General information: While most races claim that epicureans received their bodies as a punishment for gluttony, the epicureans, who refer to themselves as na-sashlan, say that the gods offered their ancestors mastery of a single sense. The na-sashlan chose taste, and they have since become exquisite connoisseurs of flavor. In addition, they have mastered the nature of hunger—not only hunger for food, but lusts for power and beauty. This mastery is a part of their being, and despite their grotesque bodies, they can incite passions in living creatures through secret motions and magic.

Epicureans are consummate gluttons, and most spend their lives searching for exotic tastes and lesser sensory experiences. While some are amused by manipulating other creatures, they avoid each other, despising their appearance. Their morals tend to be questionable, but they rarely aid truly evil beings; their greed is for small pleasures, not power or destruction.

Epicureans have the ability to eat at a distance. They can target any object within 30 feet and magically taste and digest it as if it was inside the formidable stomach of a na-sashlan. This causes 1-8 hit points of damage to any targeted creature. A save against spells reduces this damage by half.

The na-sashlan can use *emotion* as a spell-like ability up to 5 times per day. The effects of an epicurean's *emotion* lasts 2 rounds after it ceases concentration. At will, a na-sashlan can create taste illusions. These are the taste equivalent of *audible glamour* and can either be cast upon an item to be consumed or upon a target, who is allowed a save against spells to resist. These taste illusions can last up to 1 hour if the epicurean wishes. This can be used as a weapon of sorts as a creature affected may suffer a -2 to hit if the epicurean chooses to fill its mouth with foulness.



In their search for new and intriguing experiences, some epicureans have adapted to humanoid societies. They prefer to live in luxurious homes away from cities, attended to by slaves and servants. Much of the time, an epicurean's servants work in exchange for training. Most hope that the na-sashlan's knowledge of taste will allow them to perfect their cooking, but some seek to refine their own abilities to control others' emotions. In the wild, as it is, epicureans will often be found among sprites, nymphs, pixies, satyrs and other sylvan creatures who find joy and pleasure in the na-sashlan's taste illusions.

Languages: Epicureans speak common and at least two other languages, typically sylvan in orientation.

Physical description: Epicureans have 7-foot-long bodies resembling mottled, green-skinned caterpillars. They have no legs, however, and are barely strong enough to push themselves across the ground. Their emerald eyes sit above their prominent mouths, barely reachable by their fat and stubby arms. Most remarkable are their tongues. Half the length of their bodies, deep purple, and incredibly strong, they are tipped with tiny buds that add to their sensitivity. Epicureans carry an odor of chestnuts about them and have a well-known penchant for fine tobaccos.

GIANT, WOOD

SIZE: Large (9 ft. tall)
MOVE: 150 ft.
ARMOR CLASS: 5
HIT DICE: 7 + 1-3
ATTACKS: 1
DAMAGE: By weapon + 7
SPECIAL ATTACKS: None
SPECIAL DEFENSES: See below
MAGIC RESISTANCE: None
RARITY: Rare
NO. ENCOUNTERED: 2-20
LAIR PROBABILITY: 10%
TREASURE: Individual: 30-180 sp, 20-120 ep, 20-80 gp;
In Lair: 1-8k cp (50%), 1-6k sp (25%), 1-4k ep (25%),
1-3k gp (25%), 1-8 gems (30%), 1-4 jewelry (20%),
sword, armor, or misc. weapon (10%)
INTELLIGENCE: Average
ALIGNMENT: Chaotic good
LEVEL/X.P.: 6 / 550 + 10/hp

General information: Wood giants dress in greens or browns which blend into the surrounding forest and prefer neutral colors to the bright or dull colors of other races. They typically carry great swords, and huge bows rest upon their backs. Their swords do 2-12 hit points of damage while their bows do 2-8. They are able to attack twice per round while using their bows. They usually attack from ambush, hiding in dense undergrowth and firing at their prey with their bows before closing to melee with their swords.

Wood giants lair in meadows, where they build gigantic homes out of rough-hewn logs. It is easy for the inexperienced to confuse the great houses of the wood giants for a hill giant steading at a distance. Although drab appearing from the exterior, the interior is always filled with intricate and lovingly-carved wooden works.

Within this lair there will be a leader with no fewer than 50 hit points who does +8 damage. Wood giants tend to be led by females, who form the center of families and clans, maintaining the complex genealogies that form much of the focus of wood giant society. Wood giants do not toss rocks, finding such behavior very undignified.

Wood giants typically wear a tough armor made from leather and treated bark. They are able to hide and move silently with 50% success while in the forest.

Languages: Wood giants speak their own tongue and elven.

Physical description: Wood giants are peaceful, good-natured giants found in the forested areas of the world. Wood giants look much like elves, only they stand a full 9 feet tall. Wood giants have large heads

and prominent jaws; their elf-like ears sit high on their long, oval heads. Most wood giants (particularly males) are bald. Their skin is usually brownish-green.

GOLEM, AMALGAM

SIZE: Large (12 ft. tall)
MOVE: 90 ft.
ARMOR CLASS: 1
HIT DICE: 100 hit points
ATTACKS: 2
DAMAGE: 3-24, 3-24
SPECIAL ATTACKS: Adhesive orb
SPECIAL DEFENSES: Weapon adhesion
MAGIC RESISTANCE: See below
RARITY: Very Rare
NO. ENCOUNTERED: 1
LAIR PROBABILITY: 100%
TREASURE: See below
INTELLIGENCE: None
ALIGNMENT: Neutral
LEVEL/X.P.: 10 / 16,300

General information: Considered by some as the pinnacle of golem creation, the amalgam golem is a fearsome guardian created from stone and natural tar coupled with a fiery elemental spirit. An amalgam golem is a dire foe who usually opens combat by throwing a flaming adhesive orb at the most heavily armored opponent. If it hits, an adhesive orb deals 2-12 hit points of damage, plus an additional 1-4 points of fire damage. Furthermore, the tar adheres to the target's armor, causing the target to be entangled for 2-12 rounds, -1 round for every point of strength and dexterity above 14 the target possesses. Every round spent entangled in an adhesive orb deals another 1-4 hit points of fire damage. An amalgam golem then targets other opponents with its powerful fists. In addition to striking, it will hurl another adhesive orb every 8 rounds, focusing foremost upon heavily armored opponents.

The thick tar that holds the golem together is a powerful adhesive, and it holds fast any items that touch it. A weapon striking an amalgam golem is stuck fast unless the wielder makes a successful open doors roll. Any stuck items are easily removed if the golem is somehow slain. This trait results in older golems accumulating large amounts of weaponry. The golems will typically move all adhered weapons to their core after a day on their surface. If slain, 2-20 differing weapons will be found in the center of an amalgam golem. The majority will be non-magical, but 1 out of every 5 of them will possess some magical ability of note.

After 5 rounds of combat, the fiery elemental spirit within the amalgam golem asserts its will and immolates the golem in a flaming inferno, causing