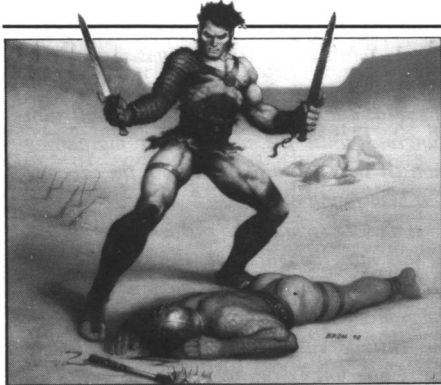


# DUNGEONS & DRAGONS®

Basic Game Adventure

## Arena of Thyatis

by John Nephew



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To Matthew Pozos, who introduced me to role-playing.

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### Table of Contents

Introduction .....	2
The DM's Guide to Winging It .....	5
Dramatis Personae .....	6
Setting: Thyatis City .....	9
Players' Background .....	10
Chapter I: Dinner with Helenites .....	11
Chapter II: The Initiation .....	16
Chapter III: A Day at the Circus .....	22
Chapter IV: Escape .....	25
Chapter V: Vengeance .....	27
Conclusion .....	31
Appendix I: The Order of the Sands .....	31
Appendix II: Thyatian Names .....	32

### MAPS

Map 1: Thyatis City .....	outside cover
Map 2: Villa Osteropolis .....	12
Map 3: The Coliseum—Upper Caverns .....	17
Map 4: The Coliseum—Lower Basement .....	20
Map 5: The Coliseum—Seating Level .....	inside cover
Map 6: The Coliseum—Ground Level .....	inside cover
Map 7: The Coliseum—Upper Basement .....	inside cover
Map 8: Domus Maximitus .....	28

# INTRODUCTION

## DM's Background

(For the DM's eyes only!)

It was 3 A.M. and a warm night in Thyatis City. An old man lay awake on a luxurious divan by the window of his urban villa. His name was **Helenites Osteropolus**, and he was an Imperial Senator. Thousands of souls, sleeping and awake, were in every direction around him; but only a night watchman's steady footsteps could be heard, fading away as he passed down the street. Helenites knew that not all Thyatis was so quiet; but with his riches, he could afford an oasis of peace in a wealthy district of the teeming metropolis.

Beside him lay his mistress, a young woman of the Pearl Islands. He had just that evening promised her freedom—when the time came that he was tired of her. But at the moment his thoughts were on another woman, a lover from his past.

**Elemaledai** was her name. Elemaledai, flame-haired and fair-skinned, a stormy-tempered Alpathian sorceress. The affair itself was short-lived, but its consequences have been much more interesting. And profitable, thought Helenites with a gleam in his eye. Of all the myriad pleasures and vices with which Helenites was familiar, none pleased him more than plain old greed.

One of the vices he knew was *zzonga*, the exotic Alpathian drug to which Elemaledai had introduced him. He did not personally care for its languid euphoria; active avarice gave him greater satisfaction, so he never became an addict, like Elemaledai.

He did see uses for the substance beyond mere personal gratification, however. Senator Osteropolus was, like many rich men, a patron of the Arena. And, like many of his peers,

he did more than just sponsor the public spectacles. He was also a gambler, placing large stakes on the outcomes of gladiatorial battles. Corruption and rigging ran rampant in the arenas anyway, but Helenites recognized that *zzonga* could provide him with a new way of controlling what would happen on the sands. A heavy dose could impair a great hero, and addiction could destroy the career of the most promising gladiator—or at least bind him to the will of the source of his precious narcotic.

With Elemaledai, Helenites built a network, over which he held nearly absolute control, to import and distribute *zzonga* among gladiators and other key figures of the arena. None of these people realize that he is their real supplier, since Helenites is careful to keep himself away from direct contact in the matter. But they are in his sway, for he is the only person who can satisfy their addictive cravings.

Through judicious use of *zzonga* and careful manipulation of the burgeoning group of addicts in the arena, Helenites seemed to acquire a Midas touch. He almost always knew where to place his bets. There was an occasional setback (some planned, supposedly, to diffuse suspicion of his "lucky streak"), but he was amassing a considerable fortune.

Elemaledai benefitted considerably from the arrangement herself. She could live in comfort (though she was careful not to flaunt too opulent a lifestyle, lest she attract unwanted attention—especially since she is Alpathian) and, most important to her, she could afford as much of her beloved toxin as she had the time to take.

Elsewhere in the city, the machinations of Helenites brought considerably less happiness. **Maximitus Chrystatarius**, a sponsor of gladiators (among other less reputable pursuits), brooded over his recent losses. Not only had he lost seriously in the arena betting, his own gladiators had done increasingly poorly,

many were now dead or crippled, and still others had given up the sands in uncharacteristic apathy. Why this poor luck? he wondered. Has Vanya cursed me? I need new gladiators, he thought; gladiators who will win, and who will capture the fancy of the city crowds. Something exotic, foreign. . . .

And deep beneath the Coliseum, there was a loud clamor at that moment. Two gladiators were found dead at their posts, guarding the entrance to the deep caverns that had been discovered when the Coliseum's basements were dug centuries ago. A hastily formed contingent of guards and gladiators scoured the Coliseum dungeons until the murderer, a marauding monster that had broken in from the caverns, had been found and killed.

It was the second such incident in the week. At this rate, thought some, there will be more deaths from subterranean incursions than from the games themselves.

"Initiate all gladiators into the secrets of the Coliseum," commanded the respected trainer, **Yalag**.

All the while, Helenites lay gloating, unaware of the effects of his actions except how they vainly filled his insatiable greed. Wealth meant power . . . power that might go beyond the petty formality of paying to have his reelection rigged (as his family had done, literally, for centuries).

The feast he was throwing the following night would be most satisfying, he thought. A chance to bask in the jealousy of his peers and those beneath him, parties like this were proof of their host's importance and wealth.

Helenites cast a momentary glance to the woman at his side before closing his eyes, but his gloating dreams were of the upcoming feast, and the sweet, inevitable success of his careful plans. He slept well.

Arena of Thyatis is a D&D® game adventure for four to six characters of levels 2-3. The total party level should be between 10 and 15; 12 would probably be ideal.

To play this adventure you will at the very least need the DUNGEONS & DRAGONS® Basic Set rules; the Expert Set rules are also highly recommended,

but you should be able to get by without them. Since this adventure is located in the Empire of Thyatis, a copy of the Thyatis and Alpathia boxed set Gazetteer, *Dawn of the Emperors* by Aaron Allston, would be most valuable to better understand the setting.

This module contains a complete, ready-to-run adventure, including detailed

maps, floorplans and descriptions that can serve beyond this adventure, both as locations for future adventures and as examples of Thyatian architecture.

Finally, *Arena of Thyatis* has a sequel: *Legions of Thyatis*. The two stand alone and can be played entirely separately; or, if you own them both, you can run them consecutively as a campaign.

This adventure is a tale of intrigues, lies, secrets and crime. A storm is brewing within—and *beneath*—Thyatis. The full extent of the gale will be felt in *Legions of Thyatis*, but here the player characters are first involved in a very personal way.

Senator Helenites Osteropolus, with the help of the sorceress Elemaledai, has been using the Alpathian drug *zzonga* to manipulate the arena gladiators, on whose matches great sums of money are bet. As far as Osteropolus is concerned, the plan works excellently; but he does not realize all its implications.

The gladiators are the bearers of an ancient secret: That there exists a dungeon of unknown, but immense, proportions right beneath the teeming streets of Thyatis. Gladiators who are members of the Order of the Sands are sworn to the guarding of this dungeon's entrances, to prevent the inhabitants of the underworld from ravaging the city; the greater Order assists in this project, particularly by supporting the legal and financial interests of gladiators.

Since the *zzonga* drug entered the Coliseum, chaos has followed. Besides skewing the arena contests, it has led to the general degeneration of the gladiators and guards. Addicts are virtually enslaved to Elemaledai, who provides them with their drug; in exchange, they are instructed to introduce specific individuals to the drug—preferably before crucial matches. This often results in a new addict; or in the gladiator's death, when he attempts to defend himself on the sands.

What has caused more concern among the gladiatorial ranks, however (since most remain naive about *zzonga*'s abuse), is the increase in monstrous incursions from below. Many recent deaths attributed to monster attacks have been *zzonga*-connected as well, but there has in fact been much more activity beneath the coliseum. Some gladiators fear that the restiveness indicates an impending invasion from below.

One person who has lost a lot of money and gladiators is Maximitus Chrystatarius, a man of many talents, who some would call a criminal. Maximitus is actively seeking vigorous new gladiators to



recoup his losses and replenish the ranks of his sponsored fighters; and he is increasingly willing to transgress laws even more than usual.

### Adventure Synopsis

The characters begin in Thyatis City; most (if not all) of the party are likely to be foreigners, at least from somewhere other than the city. They are invited to a lavish feast thrown by Helenites Osteropolus, the head of one of the most wealthy senatorial families in Thyatis.

Willingly or not, they are impressed into gladiatorial service by Maximitus Chrystatarius. The Thyatian is certainly breaking the law—but he has the connections to give it all the appearances of legality.

The first task that the new gladiators must surmount is their own initiation, which consists in depositing them in the caverns beneath the Coliseum, to see if they can find their way out alive.

After this the party is accepted into the gladiatorial ranks, and they see the day-to-day life in the Coliseum: training, the games, and the odd incursion from below. When a fellow gladiator falls ill, the PCs must take his place—and they win!

That night the characters find their cell left open: they are given the opportunity to escape! In fact it is a plan to have them captured and punished as runaway slaves, in retribution for their arena suc-

cess. The gladiator who was ill was meant to take a fall, and the characters' success caused Helenites Osteropolus to lose a healthy wager. Thugs hired by Elemaledai (on Helenites' behalf) subsequently waylay the party.

Things come together at the *domus* (house) of Maximitus Chrystatarius. Elemaledai is to be found there, working out plans to double-cross Helenites, swayed by Chrystatarius' promises of greater wealth and power, and a chance to grow the precious *zzonga* drug in Thyatis itself . . . beneath the Coliseum.

When the character party cleans up at the *Domus* Chrystatarius, they have no reason not to think that they've wrapped things up. Senator Osteropolus remains in the background, however, shrouded at the root of all the intrigue. He may emerge again in the sequel, *Legions of Thyatis*, or in follow-up adventures of the DM's devise.

### DMing Tips

The most important rule for DMing this adventure is this: **BE FLEXIBLE!** Highly interactive play requires more effort than dungeon adventures, for DM and players. There are a lot of characters and situations to role play; some are vital, other add color. The city setting is more free-wheeling; unlike a dungeon, with its options limited into flowchart-like logic by the stone corridors, a city is

filled with boundless possibilities. A module this size cannot describe all of Thyatis City, let alone adequately cover an adventure therein, nor should it! Understand this fact and be prepared for its consequences.

You must be prepared to change plans as characters do things you didn't expect. This adventure is *written* in a linear fashion, for narrative and structural reasons, but it need not be *played* that way. You should be ready to depart from the text, and actively practice just that, for this is the best way to become a superior DM. Recognize just what is important in carrying one scene to the next, or providing resolution for the conflicts that emerge; and improvise until the players are back on track.

In playtesting, for example, the adventure wound up starting in a very different way than the DM expected. No sooner had the DM announced, "You're all in Thyatis . . ." than a thief in the party was caught pickpocketing. One thing led to another, and soon the PC thief was in jail, a convicted criminal sentenced to slavery. The other PCs tried to buy him at the auction, but they were outbid—by Maximitus Chrystatarius. The party therefore went to Helenites' feast with hopes of arranging to buy back the thief. They subsequently awoke in a cell with him and thus commenced Chapter II, The Initiation . . .

Why should you not simply force the players to do or not do certain things, for the sake of preserving the "plot"? Simply because it won't be as fun, and you're sure to lose their interest. A module is designed as much for reading as playing, but your players don't want simply for the adventure to be read to them. They gain pleasure from thinking and deciding on their own. Give them that freedom, even if it substantially changes the story that this module presents.

As the Dungeon Master, you may find this adventure as challenging to play as the players themselves will. We hope that you will rise to this challenge, and improve your playing skills in the process.

### Zzonga

(adapted from p. 58 of Book I of *Dawn of the Emperors*)

Zzonga is a drug that comes from the fruit of a plant, the zzonga-bush. It has short, spiky green leaves and a large fruit that looks like a pale pink strawberry. The fruits give off a strong, sweet, distinctive odor.

It's impossible to disguise the odor of the zzonga-fruit: One can't introduce it into someone's food without that person's knowledge, for instance. (Of course, this supposes that the person will recognize the scent—which is rarely true of educated Thyatians, let alone most gladiators.)

The fruits can be eaten raw, made into preserves and jellies, or fermented and distilled into wines and liquors. In any form (and Elemaledai has distributed them in all different shapes, according to what she could acquire), they are delicious.

They also have a potent and detrimental effect. One dose of zzonga-fruit (a dose constitutes one fruit or the equivalent amount in jellies or preserves, one glass of zzonga wine, or one shot of distilled liquor) will drug the consumer if he does not make a saving throw vs. poison at -6. The effects will last 1-4 days.

During that time, the drugged party is pleasant and happy, but utterly and completely unambitious: He has no interest in furthering his career, earning a living, and so forth.

Gladiators don't want to fight (but will do so grudgingly, especially under threat of bodily harm), and when they do will suffer -4 on all combat rolls each round they fail to rouse themselves by making a Wisdom check.

A spell-caster casts magic with difficulty while under the effects of zzonga. To cast any spell successfully, he must make an Intelligence check at -6. (Clerics must make a Wisdom check at -4.)

A second dose in the same day en-

ures that the zzonga effect will last a full 4 days, instead of the unreliable 1d4 days. More doses in the same day have no further effect—except that the drugged person likes them a lot.

One dose on each subsequent day will extend the duration of the drugged condition by one day. Subsequent doses on days when the zzonga has already been taken have no effect—except, again, to please the partaker.

In the Alphatian Empire there are many zzonga-addicts, but until now they have been virtually unknown in Thyatis. One reason for this is that the bush can only grow in special conditions (mostly underground greenhouses with phosphorescent domes) set up in mainland Alphatia; it is extremely expensive in that empire, and even more costly to import. The plant is not native to this area and cannot survive here without special care.

Addicts waste all their money acquiring zzonga; and, under its effects, they do not desire to work, and even if forced, cannot work effectively. Even mighty magic-users among them cannot reliably defend themselves with their magic. The life of an addict revolves entirely around his zzonga; it becomes more important than friends, family—or even life itself, if by risking it he thinks he may get another dose.

Player characters who experiment with zzonga will not become addicted like NPCs; they always have the option to stop (although a heavy user would have difficulty doing so, and this should be role played). This may seem permissive—but of what use is zzonga for player characters? It's not exciting to role play ("Well, your character is in a blissful stupor for four days; then what?"), and all it does is inhibit their activities ("In the course of his otherwise blissful stupor, thugs attack your character, take all his possessions, and he is nearly helpless to defend himself, if he even wanted to"), as is demonstrated by the fate of Elemaledai. In this adventure, as in real life, druggs are a dead end.

## The DM's Guide to Winging It

"Winging it" means running an adventure without a detailed script or area key. Like all skills, doing it will be easier after you've tried it a few times.

The two keys to winging it are: 1) know the background material and 2) quickly combine this with player actions to develop the plotline.

When winging a plotted adventure, just identify the main turning points of the plot; how the players get there is less important than the fun they have doing it. Reviewing the possible results of each encounter before running the scenario will help you avoid many pitfalls.

Often, problems occur when players lose sight of their goals, or get distracted by another plotline. Your basic job is to keep your main plotline strong enough so the players want to follow it and see where it goes. Having identified a turning point, you can use seemingly random events, omens, accidents, and the secret plans of NPCs to steer the party in the right direction.

The single most important rule of winging it is **KEEP THE GAME MOVING**. This depends on good communication between the players and DM. You and the players should let each other know when you are speaking as DM or players, as opposed to speaking in character. Even a simple preface such as "Player to DM . . ." will prevent a lot of confusion in play.

Another way to keep the game moving is to have stock characters. Special voices, mannerisms, or a single physical feature can be used to identify an NPC the characters will run into again (it's a lot easier to remember "the fighter with the big nose" than the "fighter who is 5' 2" tall, weighs 145 pounds, and has brown hair").

One quick way to characterize an NPC is to visualize him as an animal, and picture that animal as you describe and play him.

Another way to create stock characters is to use *foils*, or opposites. One example is the wimpy, fast-talking thief teamed up with a hulking mountain of a thug.

Stock situations also can be used to occupy the party. The tavern brawl, the public contest (from archery to poetry), the official

procession, an NPC being pursued past the party, the wandering seer or gossip, the merchant who haggles prices theatrically, and more, can not only entertain the players, but can be used to sneak subtle clues into play.

These devices work best if each has a little routine. That is, each has its own plotline that ends if the party doesn't participate. The players have more fun if their actions make a difference in the outcome. Don't worry at first if the encounter sends the party away from the main plotline—you can practice steering them back to it!

For example, an NPC runs past the party, pursued by the city militia. If the party does nothing, the NPC gets away and the encounter ends. If the party helps the militia, their leader invites them to Helenites' party. If they help the NPC, one or more will probably be captured by the militia and end up in the Arena. The party at Helenites' is shortened to get everyone back into play faster.

If you use a stock character or situation more than once, add variations so the players don't get bored with them. Two ways to keep situations fresh are *repeating gags* ("that alchemist *always* blows up his lab") and *reversal of expectation* ("It **WORKED!**"). When using these, be sure to set up the players with a basic pattern the first few times around.

Another useful method is using our history as a general background. For example, Thyatis City is like Byzantium. If you read something about ancient Byzantium, you can use those details to fill out your descriptions of Thyatis City and the lives of its citizens.

When you wing it, you are replacing concrete dungeon maps with abstract plot twists. Thus, players depend on you dropping clues to guide them and can easily get lost if they miss something vital. Don't panic, keep giving them chances to get on the right track until they connect. If they don't connect, you can decide after the session whether you want to get them back on track or modify the adventure to go in their direction.

For example, in this adventure, the PCs should eventually end up in the Arena. Besides the drugging plot, any number of things could happen to get them there: framed for a crime, picked up for vagrancy, answer an advertisement, agree to participate in exchange for a favor, and so on. Nothing even requires characters to go together (except that it is a

bit more convenient).

When you make up new material, take enough notes so you can add it to your background information. Reviewing each game session and noting what went right and what went wrong is also useful.

If the party looks like it will split up, you can introduce an *attractive nuisance*, an encounter interesting enough to capture the players' attention and bring them back to group interaction. Examples include various stock characters and situations, or the arrival of a powerful neutral NPC they can interact with.

If the player characters scatter anyway, think ahead to the next point in your plot at which you can bring them all together. Try to do this as soon as possible—playing every given encounter is not nearly as important as having all the players in the game.

If a critical NPC is killed before his part is played, and if the players don't know about his role in the plot, *substitute* another NPC in his place—if Maximitus dies, another petty noble, Fabinius, hatches the same plot.

If the adventure is farther along, the opposition may still carry on its plans. They will have to compensate for the absent NPC, and you will have to decide if they still have the resources to continue, or whether they will abandon the plans but seek revenge, go into hiding, shift their attentions to a less dangerous activity, or maybe even try to recruit the characters!

Finally, you may have a situation where things have gone out of control—the players are mad, the plotline has completely outrun their ability to cope with it, you made a mistake that completely destroys the adventure and you can't think your way out of it. Everyone has bad days. In such cases, stopping the game for a few minutes to sort things out is perfectly okay. At this point relations among the players and you are more important than the game. Often a little time off will solve the problem. Sometimes (rarely) you and the players might decide to "rewrite" history so the unfortunate event never occurs. As you gain experience, this type of problem will happen less and less. And you will be well on the road to mastering the art of "winging it."

# DRAMATIS PERSONAE

Because numerous characters appear across the whole adventure, they are gathered together here for easy reference. Also here are all of the named characters of Chapter I. Each character description includes: general description (history, personality), appearance, combat notes, and magical items (if any).

## Carolus Anthemion, Gladiator

4th level fighter (werewolf); AL C

Carolus is a rookie gladiator, who has trained for months and fought in some group battles; he has not yet fought alone. Carolus is friendly, spontaneous, and popular among the gladiators and fans.

Unfortunately, Carolus is a werewolf. He is ashamed of his lycanthropy, and has managed to keep it under control. Only on nights of the full moon does he automatically transform—or in situations of high stress. He has not realized that a deadly arena duel could be exactly the thing to trigger the transformation.

In arena combat, Carolus fights normally until hit. If struck a blow, however, he will lose control and transform to wolf shape, shedding his armor and attacking with the natural weapons of that form.

No werewolf has been known to be a gladiator before; it's not certain how the Arena will deal with Carolus, if he survives. Is he to be considered a monster? or a special gladiator? Certainly the civilian authorities will not be pleased to know of a werewolf free in the city. . . . The DM will have to decide on behalf of the various concerned authorities—though they may be influenced by the actions of player characters.

**Appearance:** In human form, Carolus is tall, slim, and tawny-haired. His eyes are flashing blue.

**Combat Notes:** AC 5; HD 4\*; hp 18; MV 180' (60'); #AT 1; THAC0 16; Dmg 2-8 (werewolf) or by weapon type; Save F4; ML 8; AL C.

## Maximitus Chrystatarius

5th level Rake (see p. 10); AL N

Dabbling in many areas for personal profit, Maximitus is involved with the Arena as a *lanista*, a trainer of gladiators

(he doesn't have the wealth to sponsor games himself, though), and he has sometimes used his considerable clout in the Coliseum to influence the outcomes of games, for gambling profit.

Though entirely unscrupulous in business matters—willing to bend, twist, or break laws as it suits his needs—Maximitus is devoted to his family; and he is friendly, gregarious, and even graceful in society (as befits the rake Maximitus was in his youth).

**Appearance:** A man in his late forties, with graying black hair and a clean-shaven face.

**Combat Notes:** AC 6; Rake 5 (new class); hp 18; #AT 1; Dmg 1-4 + 1 (dagger + 1) or by weapon type; THAC0 17 (16 with dagger + 1); Save T5; ML 8 (10 if defending his family); AL N; OL 35, RT 30, MS 40, CL 90, HS/D 30, HN 1-3; S 11, I 14, W 11, D 15, C 13, Ch 13.

**Magical Items:** *Amulet of protection* + 2, *dagger* + 1. Besides his magical dagger, Maximitus is particularly fond of fighting with the rapier.

## Phaedra Anhorakenzes

6th level Cleric; AL L

Phaedra is the resident cleric of the Osteropolus household, attending to the spiritual needs of the senator, his family and servants. She is a serious woman, but not dour, and she knows too well that the senator rarely heeds her advice. Nonetheless she perseveres, trying her best to educate as well as minister. She is intelligent, articulate, and an expert on myths and historical accounts of various mortals. Her special interest is Vanya, the favorite Thyatian immortal, reputed to have been a Thyatian woman herself.

Cleric characters will surely attract the interest of Phaedra at the party, especially if they are of a foreign or esoteric sect. She has no prejudices against other beliefs and their clerics; she herself performs the rites of numerous immortals, though her personal patron is Vanya. The decadence of Helenites' parties is objectionable to her, but she tries to see them as a perfect opportunity to talk with people personally.

**Appearance:** Phaedra is about 50

years old, though it hardly shows. Before deciding to serve the faithful directly, she spent many years in cloistered religious order, so her skin seems much younger and smoother than one would expect at her age. Her bright, piercing green eyes leave an impression on all who meet her.

**Combat Notes:** AC 9, C 6; hp 21; MV 120' (40'); #AT none (see below); Save C6; ML 10; AL L; S 9, I 13, W 17, D 9, C 9, Ch 14; Spells: *cure light wounds*, *light*, *hold person*, *know alignment*, *cure disease*.

Phaedra objects to combat on moral grounds. If attacked, she will use spells such as *light* (to blind an opponent) or *hold person*. As an absolute last resort she might turn to reversals of her cures.

**Magical Items:** None. Phaedra renounced worldly possessions, including magical items, years ago. She keeps only a bare minimum of clothing and a small devotional amulet of Vanya.

## Elemaledai

8th level Magic-User; AL C

Elemaledai was a promising young sorceress in Alphatia, but her magical career was stunted by her involvement with zzonga, which began in school. In fact, she was expelled for neglecting her studies, preferring to spend weeks at a time in drugged bliss. Even her parents, both wealthy magic-users, grew tired of her habit, and its considerable financial drain. Still, she refused to quit the drug, refused to continue her magical studies, and refused to take up any other useful vocation.

Finally, after a great fight, her parents disowned her. She cast about the Empire's capital for a time, selling what magical services she could for survival, and then decided to leave the Empire entirely, and find her fortune in Thyatis. After all, she reasoned, sorceresses are much more in demand there—and they should be even more so when, like her, they are young and beautiful!

She was careful to keep connections so that she could acquire her precious zzonga fruit in its assorted forms, and she was quick to find a lover who could give her the money she needed to buy it.