Foulspawn come in many forms, all twisted distortions of people. These soldiers of the aberrant hordes hate the creatures of the natural world. From places of madness and Underdark caverns, they wage war against humanity.

Creatures taken from the world into the Far Realm become foulspawn if they are unfortunate enough to survive. Traces of their original forms remain, from the bloody, glistening muscles of a hulk to the unnatural flab of a seer. Few clues exist as to what the process of transformation might entail, and the foulspawn don’t discuss it: As far as they can tell, they were always this way.

People stolen from one region might reappear through portals or planar bleeds far away, but on rare instances their old friends and family can identify them. This recognition goes beyond the physical form, which is totally reshaped; rather, their loved ones find some hint of the old self in a gesture or a look in the eyes.

**Hate the Natural World:** Exposure to the Far Realm changes not only the bodies of foulspawn but also their minds. They believe that what they were was wrong. They see their world as disgusting, and
“The creatures smiled as they left. I knew not why but my mind now says to me things: darkness, taste of bones, love of the great stars. I make myself be a body afore I am too late. Know what I became you not want to meet.”

—Note found with the body of the warrior Elde

The only cure is for every person, animal, and plant be torn to shreds or changed by the touch of the mad plane. Foulspawn grant no quarter to anyone, not even the people they once knew.

Foulspawn kill whatever or whomever they find but specifically target settlements, especially villages built in the Underdark or on the slopes of mountains. They take captives only if they know of a nearby portal to the Far Realm where they can send victims to be transformed, or if an aberrant master orders them to round up thralls.

Captives of the foulspawn begin to hear voices and see visions of the horrors beyond just by spending time in the creatures’ presence. Those who are rescued from captivity usually return insane, suicidal, or even murderous. A person can go mad after seeing just a glimpse of the Far Realm through a planar portal. They go through never regain their normal selves. Even if they aren’t turned into foulspawn, they become sleeper agents of the Far Realm, with deeply implanted suggestions to kill and destroy in the name of madness.

**Appear in Places of Madness:** A cave of visions in the lair of an aboleth. The blood-caked pits of an abandoned charnel house once run by vampires. A rotting madhouse filled with starving “patients.” Anywhere the insane live, or where atrocities broke people down and drove them to take desperate measures, foulspawn and the Far Realm find footholds in the world. The choicest sites lie in the Underdark, where aberrant creatures have long dwelled or explorers became lost in the darkness and went mad. When foulspawn become established, more of their kind are soon to follow. Their presence in an area introduces it with the Far Realm’s blight, and the spreading madness invites more incursions from beyond.

**Loose Clans in Alien Warrens:** Foulspawn initially appear scattered throughout a larger area, but before long they assemble, drawn to one another’s madness. The creatures rarely speak, both because they use telepathy and because their bizarre minds all work the same way. They wander about, their mouths frozen in toothy grins and their eyes wide, occasionally staring or nodding at one another. These loose collectives split their time between finding things to kill and warping their territory into warrens that could have come from the Far Realm.

A foulspawn warren spreads out in several directions with no clear plan (though the overall structure often looks like a spiral). Any creature that stumbles into a warren would be hard pressed to find a way out and could quickly become surrounded. Tunnels reach up into the ceiling, down into the ground, and in random directions. The walls are painted (often using blood) with weirdly glowing sigils that appear in no known language or magical alphabet. Despite their brutality, foulspawn keep their lairs clean of bodies and bones. They have been known to pile up corpses to form ramparts just beyond the bounds of their warrens.

**Servants of Aberrant Masterminds:** Foulspawn willingly submit to the demands of the greater creatures of the Far Realm, such as mind flayers, aboleth, and beholders. Assuming they know less of the ways of madness than these masterminds, foulspawn follow their edicts—even those that seem labyrinthine or inconsequential. Humanoid thralls make foulspawn nervous, though: They can’t understand why a mind flayer would collect and keep natural creatures. Usually they can overcome their instincts, but occasionally foulspawn desert a master. Nothing frustrates an aberrant mastermind like a nearby pack of rogue foulspawn, killing potential thralls and drawing attention to their territory.

**Uneasy Allies with Mad Cults:** The cultists of the world might never achieve the true madness of aberrations, but they at least attempt to succumb to insanity and destruction. Foulspawn sometimes ally with these creatures, though always on a short-term basis. Followers of Tharizdun and Demogorgon hold philosophies closest to what the foulspawn believe.

The foulspawn show up in the midst of the cultists, killing anyone who challenges them and issuing cryptic demands. They encourage the cultists to open passages to the Far Realm and go on expeditions to slaughter normal people. As far as the foulspawn are concerned, these plucky little creatures can serve a purpose before being killed like everything else of their world. If the cultists object, they clearly weren’t true believers anyway.

**Creatures in Flux:** From the time they transform, foulspawn remain mutable, reacting to their environment and situation by changing their thought processes and physical traits. A foulspawn hulk or berserker becomes larger and more muscular after being wounded, sometimes splitting its flesh or breaking loose from armor as it grows. The flesh of a seer warps and shifts, rippling like water. A grue’s finger bones extend to become claws when it fights, then retract when it needs to manipulate objects. A mangler’s muscles become more elastic, allowing it to move quickly and strike with its daggers in all directions.

The group’s goals evolve as well. No debate precedes the decision, nor does any one foulspawn command the rest. Consensus is instantaneous. Once a new plan consumes the foulspawn’s minds, they immediately set forth to accomplish it.
**Monster Manual Update: Foulspawn**

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**Foulspawn Grue**  
Level 8 Controller  
Small aberrant humanoid  
XP 350  

- HP 87; Bloodied 43  
- AC 22, Fortitude 19, Reflex 21, Will 20  
- Initiative +8  
- Perception +5  
- Speed 4  
- Low-light vision  

**Standard Actions**  
- Claw  | At-Will  
  Attack: Melee 1 (one creature); +13 vs. AC  
  Hit: 2d4 + 9 damage, and the target is slowed (save ends).  
  If the target is already slowed, it is instead dazed (save ends).  

- Whispers of Madness (psychic)  | Recharge 5 6  
  Attack: Ranged 5 (one nondeafened creature); +11 vs. Will  
  Hit: 4d6 + 10 psychic damage, and the target is slowed (save ends).  
  If the target is already slowed, it is instead dazed (save ends).  

**Move Actions**  
- Teleport (teleportation)  | At-Will  
  Effect: The grue teleports up to 4 squares.  

**Minor Actions**  
- Mind Worm  | Recharge when the target saves against this power  
  Attack: Ranged 10 (one creature); +11 vs. Will  
  Hit: The target is slowed and takes a –2 penalty to Will (save ends both).  

**Skills**  
- Stealth +13  
- Str 6 (+3)  
- Dex 19 (+8)  
- Wis 3 (+0)  
- Con 15 (+6)  
- Int 11 (+4)  
- Cha 16 (+7)  
- Languages: Deep Speech, telepathy 10  

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**Foulspawn Mangler**  
Level 8 Skirmisher  
Medium aberrant humanoid  
XP 350  

- HP 86; Bloodied 43  
- AC 22 (24 while bloodied), Fortitude 19, Reflex 20 (22 while bloodied), Will 19  
- Initiative +9  
- Perception +7  
- Speed 7 (9 while bloodied)  
- Low-light vision  

**Traits**  
- Combat Advantage  
  The mangler deals 2d6 extra damage against any creature granting combat advantage to it.  

- Mangler’s Mobility  
  The mangler gains a +5 racial bonus to AC against opportunity attacks provoked by movement.  

**Standard Actions**  
- Dagger (weapon)  | At-Will  
  Attack: Melee 1 (one creature); +13 vs. AC  
  Hit: 2d4 + 7 damage.  

- Thrown Daggers (weapon)  | At-Will  
  Attack: Ranged 5 (one or two creatures); +13 vs. AC  
  Hit: 2d4 + 4 damage.  

- Dagger Dance  | Recharge when first bloodied  
  Effect: The mangler uses dagger four times and can shift 1 square after each attack.  

**Skills**  
- Athletics +10, Stealth +12  
- Str 13 (+5)  
- Dex 17 (+7)  
- Wis 6 (+2)  
- Con 14 (+6)  
- Int 10 (+4)  
- Cha 14 (+6)  
- Languages: Deep Speech, telepathy 10  

**Equipment**  
- 8 daggers  

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**Foulspawn Berserker**  
Level 9 Soldier  
Medium aberrant humanoid  
XP 400  

- HP 102; Bloodied 51  
- AC 25, Fortitude 23 (25 while bloodied), Reflex 20, Will 20  
- Initiative +7  
- Perception +0  
- Speed 7 (9 while bloodied)  
- Low-light vision  
- Immune to fear  

**Traits**  
- Berserker Aura  | Aura 1  
  When a creature in the aura makes a melee attack, it must choose its target at random from the potential targets in range.  

- Mental Feedback (psychic)  
  Whenever a creature targets the berserker with a charm attack, the creature and the berserker each take 10 psychic damage.  

**Standard Actions**  
- Greatsword (weapon)  | At-Will  
  Attack: Melee 1 (one creature); +14 vs. AC, +16 vs. AC while the berserker is bloodied  
  Hit: 2d10 + 6 damage, or 2d10 + 10 damage while the berserker is bloodied.  

- Berserker Charge  | At-Will  
  Effect: The berserker charges, and the charge attack deals 5 extra damage on a hit.  

**Skills**  
- Str 18 (+8)  
- Dex 12 (+5)  
- Wis 3 (+0)  
- Con 22 (+10)  
- Int 8 (+3)  
- Cha 12 (+5)  

**Languages**  
- Deep Speech, telepathy 10  

**Equipment**  
- Greatsword
**Foulspawn Seer**

**Level 11 Artillery (Leader)**

Medium aberrant humanoid  
XP 600

*HP 86; Bloodied 43  
AC 25, Fortitude 21, Reflex 25, Will 23  
Speed 6  
Initiative +7  
AC 25, Fortitude 21, Reflex 25, Will 23  
Speed 6  
Initiative +7  
Bloodied 43

**Traits**

† Foul Insight † Aura 10

Any ally in the aura that can hear the seer gains a +2 power bonus to one attack roll, skill check, ability check, or saving throw on its turn.

**Standard Actions**

† Twisted Staff (weapon) † At-Will

Attack: Melee 1 (one creature); +16 vs. AC

Hit: 2d8 + 10 damage, and the seer can push the target 1 square.

♀ Warp Orb (psychic) † At-Will

Attack: Ranged 10 (one creature); +16 vs. Reflex

Hit: 2d8 + 5 psychic damage, and the target is slowed (save ends). If the target is already slowed, it is instead dazed (save ends).

♀ Distortion Blast † Encounter

Attack: Close blast 5 (creatures in the blast); +14 vs. Fortitude

Hit: 3d8 + 8 damage, and the target is dazed (save ends). If the target is aberrant, the damage is halved.

**Move Actions**

Teleport (teleportation) † At-Will

Effect: The seer teleports up to 3 squares.

**Triggered Actions**

Bend Space (teleportation) † Recharge 20  
Trigger: An attack hits the seer.

Effect (Immediate Interrupt): The seer teleports up to 3 squares.

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<th>Str 10 (+5)</th>
<th>Dex 14 (+7)</th>
<th>Wis 8 (+4)</th>
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<td>Con 14 (+7)</td>
<td>Int 22 (+11)</td>
<td>Cha 18 (+9)</td>
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<tr>
<td>Alignment evil</td>
<td>Languages Deep Speech, telepathy</td>
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**Foulspawn Hulk**

**Level 12 Brute**

Large aberrant humanoid  
XP 700

*HP 150; Bloodied 75  
AC 24, Fortitude 27 (29 while bloodied), Reflex 22, Will 22  
Speed 8  
Initiative +8  
AC 24, Fortitude 27 (29 while bloodied), Reflex 22, Will 22  
Speed 8  
Initiative +8  
Bloodied 75

**Immune**

fear

**Standard Actions**

† Slam † At-Will

Attack: Melee 2 (one creature); +17 vs. AC, or +19 vs. AC while the hulk is bloodied.

Hit: 3d8 + 12 damage, or 4d8 + 15 damage while the hulk is bloodied.

<table>
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<tr>
<th>Str 24 (+13)</th>
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<th>Wis 7 (+4)</th>
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<tbody>
<tr>
<td>Con 20 (+11)</td>
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<td>Alignment evil</td>
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**About the Author**

Logan Bonner’s credits include *The Slaying Stone™* and *Monster Vault™*. He lives in the Seattle area and works as a freelance game designer, writer, and editor. You can follow him on Twitter, where he’s @loganbonner.

Developer and Editor

Jennifer Clarke Wilkes

Managing Editors

Jeremy Crawford, Kim Mohan

Producers

Christopher Perkins, Greg Bilsland

Art Directors

Kate Irwin, Jon Schindehette

Illustrator

Dave Allsop

Graphic Production

Erin Dorries