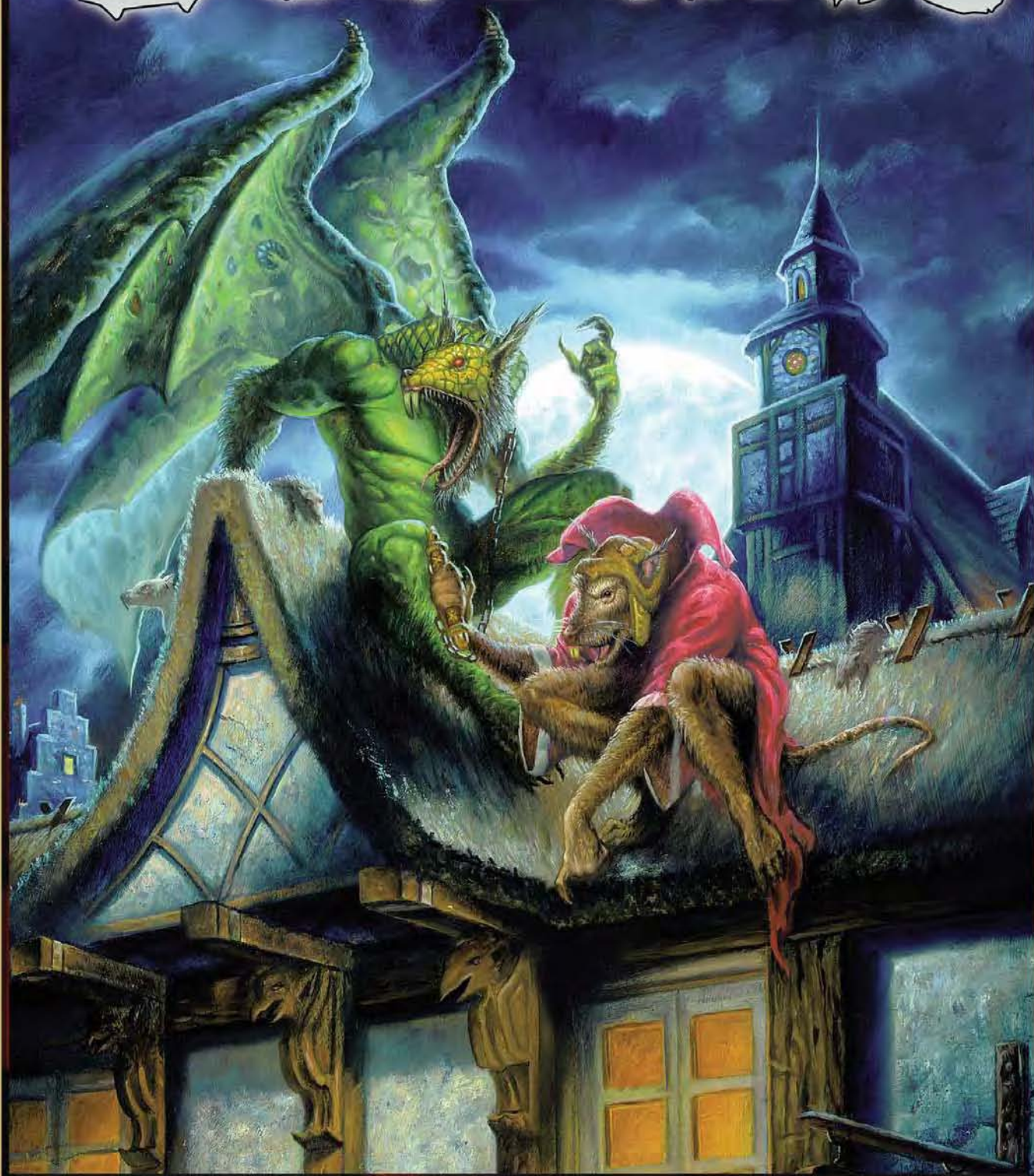


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The Complete
Guide to

werekats



The Complete Guide to

WERERATS

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Introduction

And so the time came to choose a form. The Council of Flesh gathered together in a secret place, and all swore an oath to be bound by the will of the majority. And the greatest among them rose around the table and made their voices heard.

“Let us choose the boar,” said Goran, always the first to speak. “Let us be fierce and bold, so all will fear to face us in battle.”

Jessasyra spoke softly, but her voice was always heard. “The boar is fierce, it is true,” she said. “But his anger clouds his mind. Do we not value reason over rage?” The Council nodded in agreement and Goran was shamed.

Stoic Bram was next to speak. “Let us choose the bear,” he said. “Let us have strength and power.”

Jessasyra spoke again. “What use is power when one stands alone? The bear is slow and solitary.” Again the council agreed and Bram, too, was shamed.

Cunning Shelysa was next to speak, seizing the opportunity left by her sister. “Then let us choose the wolf. She hunts with her pack, and together they bring down prey that one alone could not face.”

“All you think of is battle,” Jessasyra said. “Can the wolf live among men? Can her pack find a home in the city? Or do you intend to live your life in the woods?”

Shelysa’s eyes burned with hatred as she turned the question back. “As you are so wise, perhaps you would tell us what form to take, sister?”

“Let us choose the rat,” Jessasyra replied. “The rat lives among the cities of man; no matter how hard he tries, the rat cannot be destroyed or driven out. Through cunning, the rat overcomes all challenges. And yet it can carry the power of life or death. What boar or wolf has caused as many deaths as when the rats brought the Burning Plague to Sharna?”

The Council weighed her words and agreed with Jessasyra’s choice. Goran and Bram broke their oaths and left the Council, and so it was that until recently their followers could not take the form that stands between man and beast. Treacherous Shelysa remained only so

that she could steal the wisdom of the others, so that she could create her wolf-children in the woods. Others followed her example, stealing the knowledge of the council to take the form of tiger, falcon, or other beasts. But the wisest remained and took the form of the rat.

While these first Weavers had the form of the rat, they knew that they had not learned all of its secrets, nor infused their blood with all of its power. And so they fell to fighting over how this could best be accomplished. And so was the Council broken.

Jessasyra, wisest of the Council of Flesh, was the mother of our brood. To her we owe our lineage and our power, and it is in her name that we continue our work. And that work is threefold. We must perfect our form until we have gained all the gifts of the rat. We must destroy those who broke their oaths to the Council of Flesh, and all of their children, and their children’s children — both those traitors who take the forms of other beasts and those who turned on Jessasyra at the last, those who share our form. And we must manage Man until our work is done and we are ready to replace him. Let him be kept unaware of our work in the darkness. Let us remain invisible as the rat, lurking beneath his eyes and under his feet. If a man shows promise, let him become one of us. If a man should threaten us, let him fall to tooth and blade. But work always in silence and let the shadows be your shield. Our cunning and our wits are our greatest weapons — and with them we shall overcome all who oppose us.

— from *The Book of the Rat*
as transcribed by Carrus of the Asyra brood.

Lycanthropes — beings who can shift between human and animal form — are creatures of legend. Stories are told of savage werewolves that prey on the unwary, and of solitary mountain men who battle evil in bear’s shape. But the wererat is the most dangerous of these shapeshifters. A wererat does not have the raw physical power of those who take the forms of tigers, boars, or bears, but she makes up for that with cunning. Wererats are clever, social creatures — where you see one, there are probably a dozen that you haven’t seen. And when a wererat starts a fight, she is not driven by rage or primal instinct — you can be certain that she has a plan.



This book provides information on wererat culture, behavior, and combat tactics, along with ways to incorporate wererats into an ongoing campaign. It also includes new feats, skills, and classes that can be used by wererat NPCs or player characters who have become infected with lycanthropy.

The game statistics for wererats are provided in Appendix One. Information on any new skills, classes, or feats that are mentioned in the text can be found in the chapter on Wererat Characters.

A few definitions need to be established at the outset. The term “afflicted wererat” is used to indicate a human who has been infected with lycanthropy during his lifetime, while a “natural wererat” is one who has inherited the condition from his parents. Most importantly, throughout this document the term “human” is used to refer to all varieties of sentient, warm-blooded humanoids. Elves, dwarves, and halflings are just as vulnerable to lycanthropy as humans are. Even orcs, goblins, and giants can become wererats!

Special Note on Edition Conversion

When *The Complete Guide to Wererats* was originally released, wererats in the core rules were always lawful evil. In the revised edition they are always chaotic evil. This version of *The Complete Guide to Wererats* maintains wererats as a lawful evil race of lycanthropes, but otherwise all rule information is fully compatible with the new edition of the rules.

Physiology

A Look at Lycanthropy

Before looking at the physiology of the wererat, it is important to understand lycanthropy itself. Lycanthropy is a magical disease that is transferred when the saliva of an infected creature enters the bloodstream. The disease has both physical and psychological symptoms. The initial physical changes are obvious: in times of stress or when influenced by the lunar cycle, the victim’s body will transform into the form of an animal or into a half-human, half-animal hybrid form. But the mental transformation is deep and insidious. If the disease goes untreated, the victim’s entire outlook on the world can change; he may embrace ideas that previously would have been repellent, or engage in uncharacteristic and dangerous behavior.

In game terms, these mental changes are reflected by a shift in alignment. Wererats are lawful evil. Victims of the disease feel a strong desire to become part of a wererat community, to find or create a brood and earn a place in its hierarchy. Wererats are extremely social by nature and are uncomfortable working on their own; they prefer to be surrounded by others of their kind. Newly afflicted wererats will find themselves feeling detached from their previous relationships; old emotional attachments suddenly seem to be empty and meaningless. The victim finds that he feels isolated and alone. Only the presence of other wererats of the same brood fills this void — even if the victim doesn’t realize these individuals are wererats. The experiences of newly afflicted wererats are examined in more depth on page 9.

Lycanthropic Healing

A well-known aspect of lycanthropy is the supernatural resilience of the shapechanger. While in the hybrid or dire rat form, a wererat will recover from most physical injuries instantaneously. When struck by weapons of wood or steel, a wererat seems not to feel the blow; one story speaks of a wererat who walked around for an hour before realizing that there was a dagger sticking out of her back. Only silvered blades or the natural attacks of other lycanthropes affect wererats normally. The Weavers (wererat mystics) claim that the disease links the victim to a mystical archetype — an idealized form that the victim’s body is striving to attain. The Weavers say that silver resonates with the light of the moon — and lunar forces have a powerful effect on all lycanthropes — and so silver weapons are able to disturb the archetype and disrupt the healing process.

A natural wererat ignores the first 10 points of damage from any physical attack that does not involve a silvered weapon, and an afflicted wererat ignores the first 5. The natural attacks of another lycanthrope — or any creature that possesses a Damage Reduction that can be bypassed by silver — will also bypass this defense.

General Traits of Wererats

Wererats have normal hit dice from their class or race, plus the hit dice of the rat form they assume. For most humanoid wererats, this is 1 hit die, which provides 1d8+2 hit points. For large wererats that assume the form of medium dire rats, this is 4 hit dice, which provide 4d8+12 hit points. Remember that these additional hit dice may grant an extra feat, and increase the maximum skill ranks in the wererat’s skill.



Add the base attack bonus for the rat form to the base attack bonus for the base creature. The wererat's grapple bonus uses its attack bonus and modifiers for Strength and size depending on the creature's form.

Wererats gain skill points equal to $(2 + \text{Int modifier, minimum } 1)$ per Hit Die of its animal form, and for these skill points Climb, Hide, Listen, Move Silently, Spot, and Swim are class skills. Wererats also gain Alertness, Iron Will, and Weapon Finesse as bonus feats. Regardless of form they gain a +2 modifier to Wisdom and a +2 natural armor bonus to AC, and have low-light vision and the Scent ability.

Finally, all wererats possess the Rat Empathy ability, which allows them to communicate with rats and dire rats, and grants a +4 bonus to Charisma-based checks against rats and dire rats.

The Human Form

This is the natural form that a victim possessed before he was infected with lycanthropy—or in the case of a natural wererat, the form possessed by his ancestors when they originally contracted the disease. As noted before, “human” is used in a general sense. All humanoid species are susceptible to the disease; it is possible to encounter wererat dwarves, elves, halflings, or orcs. The dire rat form is too small for giants to become wererats, though some rare wererats might be giants that can assume the form of a large dire rat.

A creature with lycanthropy displays few symptoms of the disease while in his human form; in particular, the unnatural rate of healing possessed in the bestial forms is absent.

Natural wererats tend to be slightly shorter than average for their apparent species, with slender builds and wiry muscles. Afflicted wererats slowly shift towards

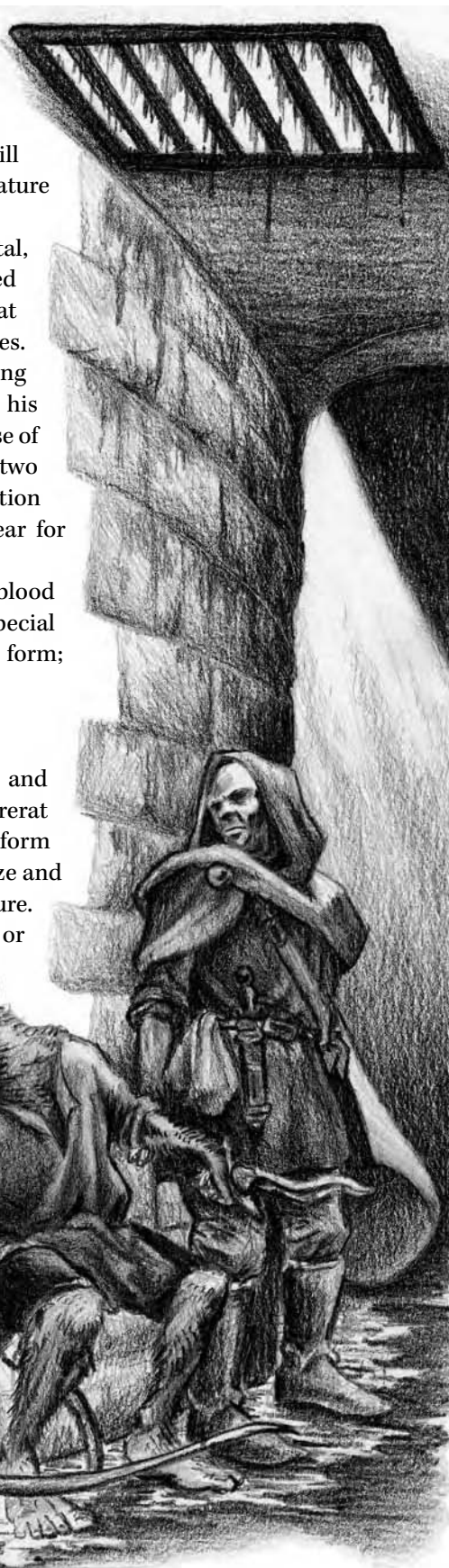
this build over a period of years. Both types of wererats have surprisingly active facial features; the nose, ears, and mouth will often twitch when the creature is excited or under stress.

Wererats are not immortal, but their lifespan is bolstered by the same energy that heals their physical injuries. A wererat lives twice as long as a normal member of his apparent species. In the case of an afflicted wererat, every two years following the infection only counts as a single year for purposes of aging.

A wererat with the Trueblood feat gains access to other special qualities while in human form; see page 25 for details.

The Hybrid Form

A blending of animal and human, the hybrid wererat has a wiry, lean bipedal form approximately the same size and shape as the original creature. In the case of heavy-set or



muscular beings like dwarves and orcs, muscles will flatten out to fit the slender profile of the wererat. The hybrid has the head and tail of a dire rat, and its spine elongates slightly and becomes more flexible, resulting in a hunched posture. Except for the tail, the entire body is covered with a light coat of fur; the color matches that of the wererat's dire rat form.

This form is a product of magic, and the hybrid wererat possesses many mystical abilities. Lycanthropic healing makes the hybrid virtually immune to all mundane forms of damage. His senses are sharpened to a superhuman level, and his reflexes are dramatically improved. His vicious bite can transmit the curse of lycanthropy. A wererat can strike with a weapon and bite almost simultaneously.

While in hybrid form gains damage reduction and the disease ability. Additionally, natural wererats in hybrid form possess the Curse of Lycanthropy ability.

Lycanthropic damage reduction prevents the first 10 points of damage per attack from non-silver weapons if the lycanthrope is natural, or the 5 points of damage if the lycanthrope is afflicted.

The Disease ability of the wererat can inflict filth fever with a successful bite attack. The injured creature must succeed a Fortitude save (DC 10 + half the wererat's racial hit dice + wererat's Constitution modifier) or become infected. Filth fever has an incubation time of 1d3 days, and deals 1d3 Dex and 1d3 Con damage.

A wererat in hybrid form has a +3 natural bonus to AC, a +6 modifier to his Dexterity, and a +2 modifier to Constitution. He has a +8 racial bonus to Climb checks, and can always choose to take 10 on a Climb check, even if rushed or threatened. He may use his Dexterity modifier for Climb and Swim checks, instead of Strength.

A medium hybrid inflicts 1d4 points of damage with its bite attack, and a small hybrid inflicts 1d3 points of damage with its bite.

The Dire Rat

This is the animal form of the wererat. Aside from its unusual size—nearly two feet from nose to rump—there is little that makes a wererat in this shape stand out from its mundane kin. This form is often used for scouting and spying, as even a giant rat can still fit into places that would be difficult for a human. The dire rat form provides a wererat with the same abilities, skills, and feats as the hybrid form, although a dire rat cannot use weapons. Also, in dire rat form, a wererat gains a +8 racial bonus to Swim checks.

Wererats in dire rat form cannot speak any sort of human language. As a result, they cannot cast spells with verbal components. However, they can communicate using Rat Empathy or brood codes, both of which are described on page 15.

Social Structure

Wererats are the most organized species of lycanthrope. Werewolves may hunt in packs, but they are creatures of the wild. Wererats lurk in humanity's shadow, and they have a civilization that is as sophisticated as any human society. If one believes the legends, there are natural lycanthropes who can trace their ancestry back to the wizards who invented lycanthropy.

Wererat civilization is broken into two levels. On the smaller scale wererats are organized into *warrens*; each warren claims a particular city as its territory, and has its own internal hierarchy. More information on warrens is provided in the next chapter. Warrens are bound into larger units known as *broods*. These are effectively wererat nations; all warrens within a brood are tied into a strict chain of command, with one warren holding ultimate authority within the brood.

This chapter examines each element of wererat society—the broods, authority figures within wererat society, the political structure of warrens and broods, and the ways that humans and afflicted wererats fit into this hierarchy.

The Broods

Blood binds a brood together. All wererats within a particular brood are related, either by their own blood or by that of the wererat who infected them. Members of a particular brood can sense the identity of their brothers through scent and Rat Empathy, and the presence of others of their kind is psychologically comforting. Broods are also held together by shared traditions and ideas—including the belief that the other broods must be destroyed. Wererat mythology varies from brood to brood, but all versions agree on a few central points—most notably, that all other broods betrayed the clan in question back when lycanthropy was first created. Now the broods are engaged in a silent war to prove the superiority of their bloodline and the righteousness of their progenitor. Nevertheless, wererats are orderly and patient; they hate chaos above all things. Conflicts between wererat warrens are subtle



and secret, and generally go unnoticed by the humans in the affected cities. Wererats only engage in open battle when they have a strong advantage; otherwise, they will conduct careful games of diplomacy and intrigue, trying to trick others into fighting their wars for them.

While broods are the closest thing that wererats have to nations, they are philosophical constructs as opposed to physical states. The warrens of a particular brood are not concentrated into coherent territories. Lines of communication are carefully maintained and the ruling warren is shielded behind a few smaller buffer warrens, but for the most part broods are spread across the world. This is largely due to the goals of the broods themselves. Most broods make use of humans in one form or another, either as servants, test subjects, or tools. Even those who don't have any immediate use for humanity want to be up to date on current events. As a result, broods intentionally spread themselves across human nations, to have spies in as many countries as possible. This scattershot pattern leaves individual warrens more vulnerable to attack — but also makes it difficult to identify and completely eradicate any given brood.

Every brood shares beliefs and traditions — which in many cases border on obsessions. Some are interested in mystical research; others work to gain political influence or hone their martial skills. A few broods are described below; gamemasters should feel free to create their own.

- The *Asyra brood* is obsessed with the perfection of the wererat form. Asyra mystics are constantly mutating their own kind or creating strange beasts from dire rat stock. The Asyra brood contains a large number of elven wererats.
- The *Dorian brood* is another clan of mystics, but they study lycanthropy itself—in the process developing a host of other deadly diseases that they occasionally test upon unsuspecting human communities.
- The *Graykin* are more interested in manipulating humanity than in mystical power. They work to subvert kingdoms and cities, infecting nobles or using wealth or blackmail to accomplish their goals.
- The *Pindar brood* is also interested in exploiting humanity, but where the Graykin focus on political power, the Pindar concentrate on commerce

and trade. The Pindar population includes a large number of gnomes and halflings, as opposed to the primarily human Graykin.

- The *Oath of Flesh* is an order of assassins dedicated to eliminating all forms of lycanthropes. Their vows require them to destroy all other breeds before turning on their fellow wererats; as a result, they are one of the only broods that other wererats will trust or work with.
- The *Quiet Ones* are religious fanatics who devote themselves to the spirit of the Rat. They take pleasure in subverting and infecting priests of other religions, and attempt to take control of the religious communities of any city they infest.
- The *Redtooth brood* is a wererat clan composed entirely of orcs, goblins, and hobgoblins. A young brood that is rapidly spreading across goblinoid territories, the Redtooth wererats are believed to have been created by Asyra experiments. Many of the older broods consider Redtooth wererats to be worse than Ravers. However, their violent and militaristic nature makes them dangerous opponents, so most wererats simply keep their distance from the Redteeth.
- The *Ravers* are not a brood as such. “Raver” is a term the broods use to describe afflicted wererats who try to start their own clans — as a result, Raver warrens have no knowledge of one another or of any of the other broods. Ravers are despised by natural wererats, due to their lack of subtlety and tendency to bring wererat activities into the public eye. Of course, this brazen behavior makes the Ravers likely candidates to cross paths with player characters.

Some of these broods are examined in more detail on page 27–30.

The Weavers

Wererat legends trace the origin of lycanthropy back to a secretive order of wizards who called themselves the Council of Flesh. The wizards of the Council were masters of transformation and transmutation who sought to create a new form of life — to take the gifts of the animal kingdom and weave them into the flesh and blood of humanity. The legends say that these wizards turned on each other after creating the first strains of lycanthropy, and that their work was never



perfected. The Weavers are wererat mystics who carry on the traditions of the Council, seeking to complete the work of their distant ancestors. They are cold arcane scientists who are feared by their own kind—for a Weaver will condemn a hundred wererats to hideous torture if she believes that the experiment will, say, reduce the transformation time of the next generation by a second. And as she is willing to sentence her own kind to agony or death in the pursuit of knowledge, she certainly won't spare a moment's thought when it comes to experimenting on humans.

The Dorian Weavers have spent centuries studying diseases in order to better understand and perfect lycanthropy; they frequently release new strains of plague into human communities to observe the effects. The Weavers of the Asyra brood prefer to work with living creatures; in addition to experimenting directly on wererats and humans, they use mystical techniques to create other ratlike monstrosities. Most of the feats described on page 21 are the result of Weaver experimentation, as are the creatures in Appendix II.

While the Asyra and Dorian broods are devoted to mystical research, Weavers are found in all of the natural wererat broods; none of the clans want to fall too far behind the others on the evolutionary ladder. The Pindar and the Graykin may be more interested in controlling humanity than in esoteric experiments, but each maintains carefully guarded Weaver think tanks. Most broods have a handful of heavily guarded warrens that are dedicated to training Weavers. Outlying warrens are dedicated to specific mystical projects, and a council of wizards will assign Weavers to work at a warren or recall them to work at other locations. This creates a barrier of aloofness between Weavers and other members of a warren, who view the Weavers with a mixture of respect and terror. Needless to say, Weavers rarely integrate into human society; they spend the vast majority of their time hidden away in their laboratories, studying the art of transformation and twisting flesh to fit their thoughts. Occasionally Weavers will be assigned combat duties or sent to a warren to serve in a military capacity; this is highly demeaning for the Weaver, and is reserved as punishment or for desperate situations where arcane support is required. Even if a warren is attacked, Weavers are not required to defend it unless they are expressly ordered to do so; their first priority is to preserve their research and escape.

In person, Weavers tend to be extremely arrogant. As children, they are taken from their warrens the

instant they display mystical talents, to be raised in one of the Weaver compounds. From her first lesson, a Weaver is taught that while wererats are superior to all other creatures, they are inherently flawed—and only the work of the Weavers can rectify this situation. A Weaver will obey the commands of the local Exemplar, but will make it clear that she considers her work to be more important than his desires.

Weavers are arcane spellcasters who specialize in transmutation. Complete details on the Weaver class can be found on page 20.

Shifters

Shifters are wererats with unique genetic abilities that set them apart from other members of their race. For centuries, wererat Weavers have worked to knit new magical powers into the flesh and blood of their kindred. These abilities are the new feats provided in this book; the shifter class is a restricted path that provides a wererat with increased access to these feats. Broods that believe in the legends of the Council of Flesh hold shifters in high regard, and wererat leaders usually possess a significant number of shifter feats. One wererat can get a sense of another wererat's shifter level through use of Rat Empathy, so shifters do not wear any sort of insignia to indicate their status.

Shifters are especially common in the Asyra brood, and are rarely seen among the Redteeth or the Ravers. Details on the shifter class can be found on page 18.

Ratcallers

As a race, natural wererats are not particularly religious. The majority of the broods believe that their ancestors were created by the mortal Council of Flesh, and thus they have more respect for the arcane science of the Weavers than they do for religion. The clerics are as much philosophers as anything else. These mystics—called *Ratcallers*—worship the idea of the Rat, the ideal form whose powers the Weavers are trying to draw into human flesh. They do not believe the Rat watches the daily activities of the wererats. Instead they believe that their devotions bring them closer to the essence of the Rat. They believe that divine magic is a manifestation of the power of the Rat that already runs through every wererat's veins.

Ratcallers are found in most of the natural broods. They spend most of their time in meditation, either alone or teaching others who wish to study the mysteries of the Rat. If they integrate into human society, Ratcallers generally assume the identities of priests or scholars.



Wererat Ranks and Offices

Wererats have an instinctual drive to form structured communities. Most wererats lack the ambition to lead; they simply want to be part of a group, and are more comfortable taking orders than making decisions. But a few are filled with a desire to shape the destiny of their brood; these talented individuals compete in the political arena for power and influence. Even these ambitious wererats typically avoid schemes that could threaten their entire warren, but if they can come up with a way to target an individual opponent without putting the warren at risk, they will take it.

While the wererats are the most cunning and civilized of the lycanthropes, the structure of their society is still quite simple. Warrens are linked together in a chain of command; the 'rank' of the warren is based on its population and geographical location, and can be influenced by other factors, such as the possession of powerful artifacts or special accomplishments by its members (in the Asyra and Dorian broods, status of warrens frequently shifts based on the accomplishments of the local Weavers). When a new warren is established, leaders are appointed by the Exemplar of the governing warren that sponsors the action. These officers maintain their rank until they voluntarily relinquish their position, are slain, or are demoted by a representative of the governing warren. Ranking warrens regularly send officials to inspect the lesser warrens and review their leaders.

The ranks and offices with a wererat warren include the following:

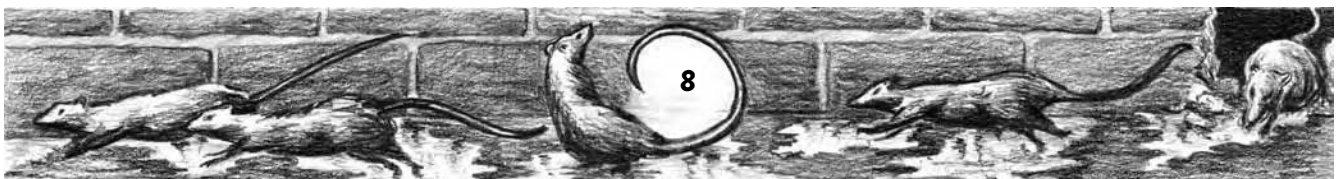
The *Exemplar* is the leader of a warren. A typical Exemplar is a high-level shifter, whose genetic gifts prove him to be superior to other members of his race. However, each brood looks for different talents in an Exemplar. The Asyra are mainly interested in shifter feats, but the Graykin and Pindar value cunning and diplomatic skills just as highly as shifter abilities. The Quiet Ones are ruled by high-level clerics, and the Exemplars of the Oath of Flesh are usually skilled tacticians.

An Exemplar who can maintain the respect of his warren is generally secure in his position; wererats are concerned with results, and if a leader is successful, even ambitious enemies will refrain from attacking him. However, the moment he loses the respect of his underlings he will have to contend with a host of plots and schemes, as those below him work to discredit or assassinate him "for the good of the warren." The Exemplar of a warren will not integrate into human society; his position requires his full attention.

A warren with more than thirty members includes a *lector* for every thirty members of the warren. Lectors advise the Exemplar and coordinate wererat activities within the territory of the warren. They also maintain communication with the warrens immediately above and below in the chain of command. Lectors rarely integrate into the human community.



The *oathkeeper* oversees the military operations of the warren, under the direction of the Exemplar. This includes both assassinations and offensive operations outside of the warren and internal affairs within it. For every ten wererats dedicated to military service, one



will be declared a *blade watcher*, who manages the squad and reports to the oathkeeper. If there are more than fifty wererats assigned to military service — a rare state of affairs — there will be one *blade marshal* for every fifty soldiers. Blade marshals coordinate up to five squads and report to the oathkeeper. An oathkeeper will not have a significant role in human society, but blade officers may be known on the surface.

Mole rats are individuals placed in important positions within a human community. This includes people who have power over the territory — such as nobles, politicians, or guild leaders — and those who are in a position to gain information, such as innkeepers. Mole rats spend most of their time in human form, and communicate with their warren through the use of half-rat messengers (see page 37). If a warren has a significant number of mole rats, the Exemplar and the lectors may appoint one or more *overseers* to maintain communications with them. Overseers also integrate into the local community, but in less critical positions than the moles.

Most warrens have at least one dedicated *burrower* — a wererat with expert knowledge of stonemasonry and architecture, who maintains the integrity of the warren itself. Burrowers are typically taken from dwarven stock, and possess the stonecunning of their ancestors. A burrower has no official power within the warren, but a wise Exemplar will give the burrower anything she needs to keep the warren intact and well-hidden.

Finally there are the Ratcallers and Weavers. Except for Quiet One warrens — where almost all of the inhabitants are Ratcallers — priests rarely hold other offices within a warren, preferring to spend their time in meditation. Weavers also maintain their own hierarchy within their arcane college, and consider themselves to be on loan to any particular Exemplar. Weavers will obey the local chain of command, but will follow the directives of higher-ranking Weavers should they contradict the orders of an Exemplar or Lector.

The Ravers and the Redtooth brood have even simpler hierarchies. Redtooth wererats are militaristic and value physical prowess in their leaders. Raver warrens vary wildly from case to case; Ravers have an inherent instinct for order and structure, but how they interpret that will be based on the dominant personality within the group.

Afflicted Wererats

Lycanthropy is a disease. Much of this book is focused on the behavior of natural wererats — those who have

inherited the infection from their parents. But what about afflicted wererats — those who are born human, only to have lycanthropy thrust upon them? How are they drawn into wererat culture?

One of the first things that needs to be understood is the effect of the disease. Whenever a human is struck by the bite of a wererat, he must make a Fortitude save (DC 15) or contract lycanthropy. Initially, there are no obvious physical symptoms, but over the next few days the victim will find that he feels less attached to his existing friends, that he feels lonely or empty inside. If he is of good alignment, he may find himself questioning his beliefs or simply feeling apathetic about them — why bother helping people? What have they ever done for him? Then, on the first night of the full moon, he will transform into dire rat shape. He will instinctively seek out other wererats; if he cannot find any, he will attack any weak targets that cross his path, seeking to spread the disease to others. When dawn comes he will return to his human form, remembering nothing about the night's activities. Thereafter he will continue to shift at every full moon or when he suffers significant injuries (see Control Shape, page 20).

Slowly he will begin to remember his lycanthropic activities and the personality of the beast will begin to dominate his mind. Every time he undergoes an involuntary change, he must make a Wisdom check (DC 15); if he succeeds, he clearly remembers his actions while transformed. At this point he may attempt to control the change using Control Shape, which he can purchase as a class skill. Any voluntary change permanently changes his alignment to lawful evil. But even if he doesn't choose to become a wererat, the lure of the Rat is difficult to resist. Each time he changes form, he must make a Will save (DC 15 + number of times he has been in animal form); if he fails this save, he has fallen under the influence of the disease and his alignment in human form shifts to lawful evil.

An important thing to understand is that most natural wererats do not infect humans indiscriminately. If a wererat bites a victim in battle, it's generally because she intends to kill him, not because she is trying to infect him. After all, given the potency of the disease and the general difficulty normal humans have in harming lycanthropes, if the broods made a concerted crusade to infect humans the world would be hip-deep in wererats within weeks. Most natural wererats consider lycanthropy to be a valuable gift — their inheritance from the Council of Flesh — that humans do not deserve. As a result infection generally occurs when a bitten opponent



manages to escape, or if the victim is seen as a vital and valuable addition to a warren — for example, infecting a guildmaster in order to seize control of a guild. In the case of an intentional infection, the victim will usually be kidnapped or at least closely monitored by wererat agents, in order to ensure his quick indoctrination into the brood. Victims will be tortured in order to trigger involuntary transformations, thus accelerating the mental decline.

Afflicted wererats cannot transmit the disease, a fact which causes some afflicted wererats to break away from the broods that created them, becoming Ravers. Ravers are most often those wererats who were created unintentionally, as these poor creatures find themselves rejected by their brood.

Occasionally afflicted wererats are taken in by brood warrens. Each brood has a unique strain of lycanthropy, and wererats can sense their own kind through Rat Empathy. The only way a character will be accepted into a warren is if he shares the strain of the brood. He will be assigned tasks to prove his dedication and his talents. If he passes these tests, he will be admitted to the general community. The next time an inspector arrives from a higher warren, the new recruit will be evaluated and if his skills merit it, elevated to an office within the warren. As a result, the local wererats are a little diffident towards newcomers until this inspection has occurred.

Human Servants

Natural wererats prefer to avoid infecting humans, but a warren will always seek to gain influence over the local human populace. The Asyra and Dorian broods seek to be aware of human activities and protect their own secrets; but groups like the Pindar and the Graykin actively work to control local politics and economies. They will identify key individuals to infect, and then control others using existing chains of command. If a city has a powerful merchant guild, the Pindar will not infect everyone within the guild; instead they will infect the guildmaster and control the guild through him. Thus the wererats gain access to a host of human servants who never realize that they are serving the agenda of the sewer lords.

Broods like the Pindar and the Graykin have access to considerable wealth. If a desirable target is too well protected for infection, they will turn to bribery. If this fails, blackmail is the next logical step; a rat can find out a lot of secrets. And if blackmail doesn't produce the desired results — well, then it's time to consider assassination.

Empathic Identification

Natural wererats go out of their way to avoid distinctive markings; they don't tattoo themselves with brood insignia or wear uniforms. In part, this is to avoid any signs that could be spotted and identified by humans. But it is also because wererats don't need to use such crude methods to recognize one another.

Rat Empathy gives wererats a bond to rats of all kinds — including other wererats. A wererat will automatically recognize another wererat from her brood, regardless of the form the rat is in; if she examines the individual, she can also learn how many levels he has in the shifter class. Wererats can automatically recognize wererats from other broods, but details are harder to come by. Determining the brood of an individual requires a Sense Motive check (DC 16); determining his shifter level requires a second check (DC 13). This is an extraordinary ability and cannot be blocked or detected by magic; it is a natural aspect of lycanthropy. Of course, there is a difference between possessing an ability and understanding how to use it. Afflicted wererats will find that they feel extremely comfortable around certain individuals (wearerats of their brood) and that others seem very familiar (wearerats of other broods) — but without guidance, they will not realize that they are recognizing people as wererats.

This ability is common to all lycanthropes, but they can only recognize others of their own species; werewolves can recognize other werewolves, and so on. Characters who possess the Sense the True Form feat can identify lycanthropes of other breeds using Rat Empathy.

Cultural Habits

This chapter discusses the cultural behavior of wererats — the ways in which they communicate, their mythological traditions, and how they interact with one another and the world around them in times of peace and times of war.

Language

There is no universal wererat language; wererats speak the languages of the human nations they inhabit. However, they have access to a few special modes of communication. While in any form, a wererat can use Rat Empathy to communicate with another wererat or any sort of rat. However, empathy can only be used to



convey simple ideas: emotional states, “attack her,” “he is a friend,” “flee now.” Most broods have also developed simple code languages that can be used in hybrid or dire rat form. These codes involve high-pitched sounds that cannot be replicated by the human voice or heard by human ears—including wererats in human form. These codes are far more versatile than empathic communication, but a gamemaster can rule that an idea is too complex for a code conversation. Brood code can be learned with the Speak Language skill, and all wererats can take this code as a class skill, costing only 1 skill point. To learn the code language of another brood, a character will have to find a willing instructor—and the broods guard their codes carefully.

If a human overhears wererats speaking in a brood code, he can make a Sense Motive check (DC 18) to recognize that it is a conversation of some sort as opposed to random squeaking. Use of *comprehend languages* or *tongues* will also allow a character to understand brood codes. However, humans using these spells will still run into difficulty because of the high-frequency sounds that they cannot hear. A human using one of these spells must succeed at an Intelligence check (DC 15) to bridge the semantic gaps and understand a particular conversation. If he fails he will be able to grasp the general nature of the conversation, but will miss specific details.

Warrens

A warren is a brood’s outpost in a particular city. When expanding into a new area, wererats will seize control of one or two large buildings within the city, either by purchasing property or infecting the current owners. Wererats are particularly fond of inns and taverns. Owning an inn helps wererats maintain an eye on those who enter and leave the city, keep in touch with the rumor mill, and provide accommodations for wererat messengers and representatives from other broods. Once they have established a base on the surface, a team of burrower stonemasons and a Ratcaller skilled in *stone shape* will venture underground. Burrowers prefer to expand existing sewers or catacombs, but they will take great pains to conceal the location of a warren. Many large cities are built on the ruins of older ones; in such cases, the burrowers will renovate the ruins and wall them off so that casual observers will not find them. Other times, the burrowers will construct new chambers beneath the city, carefully hidden behind multiple secret doors. Weavers and shifter swarm masters will supplement the natural rodent population with addi-

tional rats and dire rats, ensuring that wererats will be able to move about in dire rat form without attracting too much attention.

A warren will generally fill one of the following roles:

Safehouse: Safehouses are forward observation posts—used when a brood wants to keep an eye on an area without establishing a full-scale underguild. A safehouse has 5-10 full time inhabitants, whose primary duties are to coordinate and protect the mole rats hidden throughout the city. An oathkeeper will command the safehouse in lieu of an Exemplar, and his supporters will be warriors, shifters, or unclassed wererats. If the city is strategically important and has a large number of mole rats spread throughout the population, an Exemplar will be assigned to handle tactical decisions, with a Weaver for mystical support. Weavers hate these assignments, which take them away from research.

Maze: If a group of Weavers are working on a particularly unstable or dangerous experiment, they are sent to an out of the way location where disaster will not compromise other operations. These locations are called *mazes*. A maze typically contains 1-2 primary Weavers with 2-4 1st level Weaver assistants. For each Weaver in the maze, one warrior or shifter will be assigned as a protector, with an oathkeeper to maintain security. Mazes focusing on critical areas of research may be up to two or three times this size; in such cases, an Exemplar will be assigned to manage the daily operations of the maze. In lieu of warm bodies, mazes generally rely on convoluted layouts and magical and physical traps to deal with intruders. *Contagion*, *ghoul touch*, and *baleful polymorph* are frequently used by Weaver trapmakers.

Underguild: Underguilds are warrens dedicated to a single purpose: raising children, training warriors, breeding half-rats, or producing a certain type of equipment. Service centers generally contain 25-50 wererats, with an Exemplar, two lectors, a Ratcaller and an oathkeeper. If the warren provides magical services it will contain Weavers; otherwise, the rest of the population will be 75% civilian wererats skilled at the specialty of the underguild, and 25% warriors or shifters.

Undercity: A wererat undercity is a major center of population and brood leadership. An undercity will contain anywhere from 100 to 600 inhabitants drawn from all walks of life, and may support hundreds more integrated into the surface community. For every hundred inhabitants, the average undercity will include 70 civilians or mole rats, 20 mixed warriors and shifters, 4 Weavers (including low-level assistants), 3 lectors, 2



Ratcallers, and 1 warrior with the skills of an oathkeeper (although there will only be one official oathkeeper). One Exemplar will oversee the entire warren. Lectors have a wide range of skill; a young lector may have skills on par with a mole rat, while a more experienced one may have abilities rivaling an Exemplar.

Undercities are underguilds or safehouses that have expanded in size and scope over a period of centuries. As a result, the wererat inhabitants typically possess a tremendous amount of influence over the cities above their warren. Mole rats will be well-established within the government, city guard, or any other powerful organizations within the area. With that said, it may be easier for a group of adventurers to sneak into an undercity than to break into a maze; the sheer size of an undercity makes it difficult to cover all of the entrances, and Weavers may forget to recharge magical traps. Undercities are typically divided into multiple districts that can be sealed off at a moment's notice; if the leaders realize that security has been compromised in one of the districts, they will isolate that district in an attempt to prevent the invaders from realizing the full extent of the wererat infestation.

Family Life

Wererats are social by nature—it is very important for a wererat to have regular contact with other members of his brood. However, wererats rarely develop strong emotional attachments to individuals. Wererat relationships are always *quid pro quo*. Intimate relationships are matters of convenience or arranged by the Weavers in order to pursue a eugenic agenda, and wererat parents have little interest in their children. Once an infant wererat is weaned from his mother, he is sent to an underguild dedicated to raising and educating children; he may not even know the names of his parents. A side effect of this is that wererats tend to develop similar personalities based on the mindset and doctrines of their brood; as a result, afflicted wererats who are recruited into a brood may be able to excel and rise in status because of fresh ideas or innovative ways of looking at things. Alternately, the natural wererats may decide that the newcomer just doesn't fit in and rip him to shreds.

Although wererats rarely know the names of their parents, they can actually identify their relatives by smell. While family ties have little emotional attachment, a blood bond may be used as the basis for establishing a *quid pro quo* relationship. A wererat who was preparing to make a play for one of the offices

within his warren — discrediting the current oathkeeper, for example — would be more likely to conspire with a blood relative than an unknown wererat.

Myths

The most important myth of the wererat broods has been outlined on page 2. This is the tale of the Council of Flesh, the order of wizards whom the wererats believe created the first strains of lycanthropy. The story is simple enough. These wizards sought to bridge the gap between human and animal in order to create a superior species. The majority agreed to use the rat as their model, but a few broke away from the Council and used stolen research to create the other breeds of lycanthrope. The initial work was successful, and the members of the Council and their followers became wererats; but internal strife caused the Council to dissolve before the work could be perfected.

Each brood has its own stories concerning the collapse of the Council of Flesh; each one paints their own progenitor as a hero, while the founders of the other broods are selfish villains. Viewed in total, however, each version comes to the same basic conclusions:

- One wererat brood will attain genetic perfection. This brood will have the power to destroy all of the other broods. As a result, the broods must both continue the work of their progenitor and cripple the work of other wererat Weavers.
- All other breeds of lycanthrope are treacherous abominations. Such creatures should be destroyed whenever possible. The fact that these creatures have no knowledge of the wererat legends or the Council of Flesh makes no difference; ignorance is no shield from the crimes of their ancestors.
- Humans need to be monitored and kept under control. However, control of humanity is not the ultimate goal of the wererats; the broods simply need to ensure that humans do not interfere with their quest for genetic perfection.

Each brood places differing levels of importance on each tenet. The Asyra and Dorian broods focus all of their resources on mystical research. The Graykin have devoted more of their energy to influencing humanity; they have found humans (especially deluded adventurers) to be useful tools in dealing with the other broods. The Oath of Flesh is fanatically dedicated to the elimination of non-wererat lycanthropes. But at the core, each brood shares the same beliefs — and each believes



that one day there will be an apocalyptic conflict between the broods, lasting until only one remains.

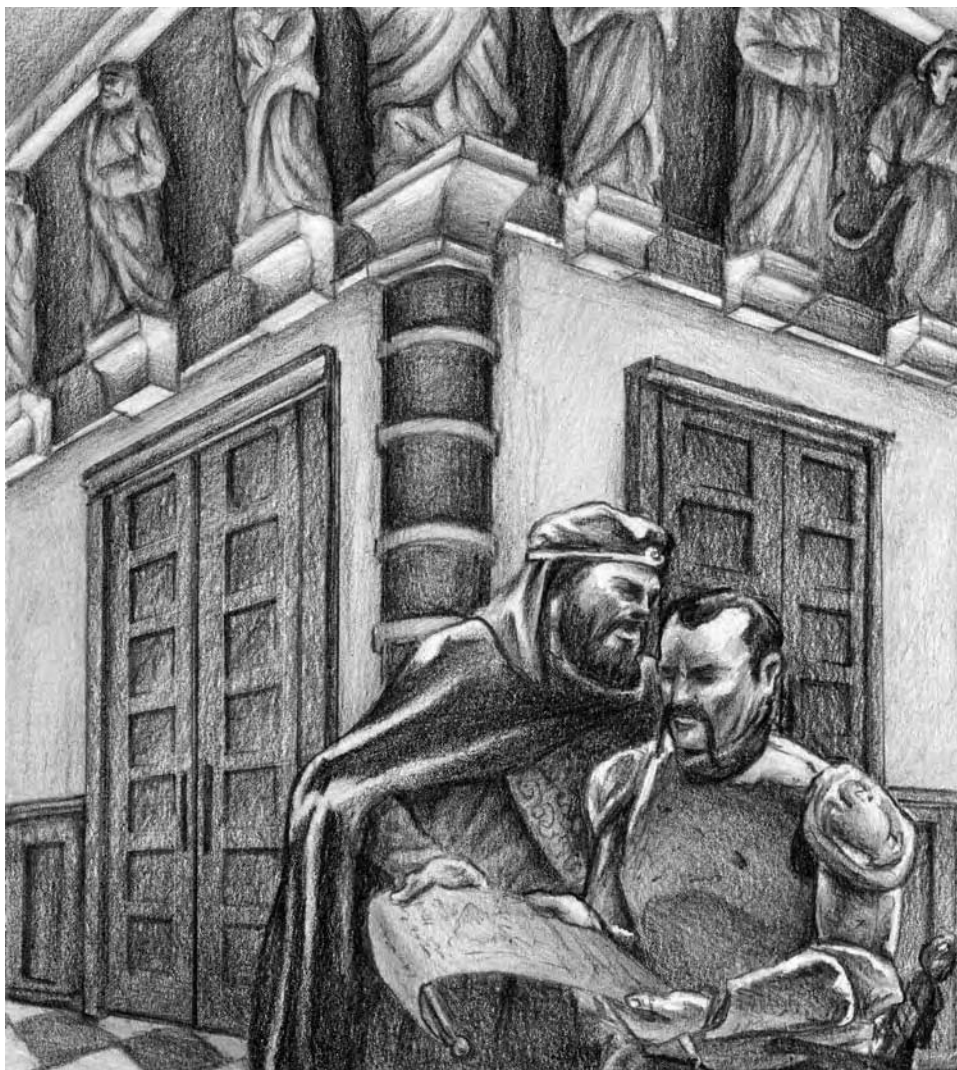
Diplomacy

The wererat broods are obsessed with secrecy. They have hidden their culture from human eyes for centuries, and they will go to great lengths to keep people from realizing how widespread their civilization is. Wererats do interact with other hidden races; the Pindar have trade agreements with the dark elves, and the Asyra discuss their research with aboleths. But in general the broods are self-sufficient and secretive. When they do interact with other creatures, they are most likely to use subterfuge or unwitting pawns. The Pindar control a mercantile empire with considerable influence in the surface world, but none of their clients have any idea that they are dealing with wererats—and in point of fact, the vast majority of Pindar servants and employees are humans, gnomes, or halflings.

But while they rarely interact with the human world, wererats are engaged in a constant game of diplomacy with the other broods. Wererats believe that they are fighting a genetic war, from which one brood will ultimately emerge triumphant. Any time one brood appears to have any sort of advantage, others will ally and attempt to neutralize it. Wererats value subtlety and wit over force of arms, and councils between brood representatives are convoluted affairs full of innuendo, discussions of past alliances, and complex negotiations. Wererats take order and structure quite seriously, and will comply with treaties or agreements that they make—but they will go to great lengths to conceal escape clauses or hidden advantages within any sort of diplomatic agreement. At the worst, an agreement between broods will generally have a time limit set on it; broods will rarely remain allies for more than a few years. A typical agreement involves working together to obtain a mutual goal—seizing Dorian's latest plague

formula and sharing the knowledge—after which the agreement will be dissolved.

One of the exceptions to this rule is the Oath of Flesh. These wererat assassins are dedicated to destroying all other species of lycanthrope—a goal shared by all of the broods. Members of the Oath take no part in the political conflicts between the broods. As a result, Oath hunting parties generally receive support from any local warren, regardless of brood—although a local warren will not put its own operations at serious risk to assist the Oath. As the Oath of Flesh does not put as much time into genetic research as the other broods, they occasionally make deals with broods that are involved in vendettas—exchanging the services of an assassination squad for information on a particular Fleshweaving technique.



Traditions and Rituals

Natural wererats are extremely practical and pragmatic. They are creatures of logic; they respect their progenitors, but they recognize that the members of the Council of Flesh were mortal wizards, not gods. Even the Ratcaller priests are philosophers as opposed to zealots; they hold daily sessions of guided meditation for members of a warren who wish to get in touch with their inner Rat, but there is little in the way of sermonizing or preaching. But they do have a few traditions relating to crime and war:

Vendettas: Wererats dislike violence; open conflict is chaotic and threatens the secrecy of a warren. But there are times when it is necessary — and in these cases, the rats will strike quickly and decisively. When a warren moves to a military footing, there is a formal gathering of all members of the brood in the area. The Exemplar and the lectors will clearly identify the scope of the vendetta. Who is the target? If the rats are going to war with the local thieves' guild, exactly who needs to be eliminated in order to neutralize the threat? If it is a merchant's guild, is more effective to assassinate the leaders or to raid their caravans? If it is a group of adventurers, is the most effective approach to attack the heroes directly, or to capture their friends or loved ones and infect them with lycanthropy? All members of a warren will be assigned a role — even if that role is “stay in hiding until this is over” — and the vendetta will be carried out as quickly and ruthlessly as possible. Specific combat techniques are discussed in the next chapter.

Certain broods — notably the Asyra, Dorian, and Redteeth — will try to capture a member of the targeted group prior to announcing the vendetta. At the gathering, the Weavers will torture this individual to death and mark each member of the brood with his blood. In part this is pure ritual — but in the case of a family or similar group it also allows the wererats to get the scent of their prey, and the Weavers may use the body to target specialized plagues.

Crime and Punishment: Identifying crimes within a warren is the duty of the oathkeeper; should he fail in this task, the lectors are expected to notice and follow up. Wererats have a strong natural instinct to maintain order, so minor crimes like theft are rare; if such crimes occur, the oathkeeper will act as judge and jury. Greater crimes — treason or acts of incompetence that endanger an entire warren — will be tried before the Exemplar and the lectors, with the accused representing himself and the oathkeeper prosecuting the case. Most serious crimes are punishable by death; wererats have little pa-

tience for disruption. A few rare cases result in exile; in such cases the individual is maimed so that he cannot betray the warren (his tongue removed, and occasionally, his hands cut off).

Shadow Duels: In a case where there are two or more subjects and it is impossible to determine the guilty party, broods may result to a shadow duel, the intention of which is to spare the individual who has more value to the warren. In this case, the suspects are given two days to kill their opponent. A shadow duel is a battle of cunning as much as skill at arms; the suspects are expected to manipulate humans into doing the work for them. A suspect who exposes the warren in the course of a duel will be slain even if he survives the duel, so duelists generally attempt to remain in human form throughout the duel. Shadow duels are especially common among the Graykin and Pindar broods; the Asyra and Dorian broods are more likely to kill both suspects, while the Redteeth will resort to straightforward trial by combat.

Death

The average wererat views death from a strategic perspective; the loss of an unskilled civilian is trivial, while the death of a high-level Weaver is a significant blow that will require retaliation. Most wererats see individuals as replaceable — as a result, hostage taking is not very effective against wererats. Strange as it may seem, while natural wererats may not care much about one another they are tremendously loyal to their brood as a whole; mole rats will put themselves through great pain and even risk death if it preserves the safety of their warren. This brood loyalty is part of the same instinct that drives a wererat to seek out his own kind; it is a powerful force that goes beyond conscious thought.

If a wererat dies while in her hybrid or rat form, her body will return to its human form. However, if a limb is removed from a wererat in bestial form, the limb will retain its current shape.

Combat Strategies

Wererats dislike physical confrontations. They prefer to remain in the shadows and let others do the bleeding and dying. But when battle is inevitable wererats are swift and ruthless, and they will use every possible trick to gain an advantage over their enemies. This chapter provides details on some of the tactics used by wererats.





Natural Abilities and General Tactics

Wererats possess a number of natural advantages that should be taken into account in any combat situation.

Low-Light Vision: Wererats possess low-light vision in all of their forms. When fighting creatures who rely on light, wererats will seek to lure their opponents into areas of darkness unless those foes also possess low-light vision. When under the cover of shadows, wererats can also use their skill at moving silently to position themselves around opponents.

Wererat warrens are often unlit, since wererats can roughly locate prey by scent, and most are familiar enough with their tunnels that they can navigate in the dark. If a wererat patrol spots light-using intruders, it will attempt to stay out of sight beyond the range of the light and send a half-rat or other messenger to call for reinforcements. They will continue to move with the party, seeking to engage them in a spot that provides maximum opportunity for the rats. When combat is joined, the wererats will focus their attention on any

character providing light for the group, attempting to dislodge and destroy the light source.

Damage Reduction: Natural wererats in hybrid or rat form possess damage reduction 10/silver, and afflicted wererats have damage reduction 5/silver. This means that wererats are virtually immune to harm unless their opponents are spellcasters or possess silver weapons.

In battle, wererats will immediately attempt to identify dangerous opponents and concentrate attacks on those individuals. They will begin with spellcasters, attempting to surround and flank the casters, and then move on to warriors with dangerous weapons. During this time they will completely ignore characters with ineffective weapons, finishing those people off at the end of the battle.

When a group of wererats is shadowing a party as described under Low-Light Vision, they will use the time to identify

potential threats; when they attack they will move immediately to neutralize those threats.

Rat Empathy: Wererats possess an empathic connection that allows them to communicate with other rats and wererats. While this silent communication is limited to basic concepts and emotions, it is an invaluable aid when coordinating ambushes and attacks. When shadowing opponents, wererats will use empathy to coordinate the moment of an attack and the targets that the group will concentrate on. During battle, wererats can use empathy to quickly order changes in strategy without alerting their opponents. Wererats may suddenly switch opponents to take advantage of a moment of vulnerability or to stop a spellcaster from completing a ritual. To the casual observer, it may seem that the rats are acting with one mind; in fact, they are simply “talking” while they fight.

Shapeshifting: Wererats are adept at using their abilities to set up ambushes or to escape when combat turns against them. Wererats encourage the spread of



dire rats throughout sewers and warrens, thus allowing actual wererats to move about without standing out. Wererats in dire rat form can fit through small openings where humans cannot follow; those with the Alternate Form (Rat) feat can escape through even smaller passages. Wererat warrens are typically filled with these “rat passages”, allowing quick escapes or movement between sections of an undercity.

A wererat’s human form provides additional opportunities. Mole rats will rarely risk compromising their human identity, but other wererats may use their human form to get close to a target. For example, a party of adventurers arrives at an inn. The innkeeper is a mole rat, and notices that the adventurers have an artifact the brood has been looking for. He sends a messenger to the warren, which sends a group of warriors to the inn. These warriors will pretend to be fellow travelers, and engage the party in conversation or gambling — trying to catch them off-guard, get them drunk, or separate them before transforming and striking to kill. Generally the innkeeper will stay out of this conflict so that there is no way to tie him to the wererats; in an exceptional situation, he might mix slow-acting poison into the heroes’ drinks in preparation for the attack.

Finally, in an urban area, wererats in hybrid form may be able to escape danger simply by shifting to human form and diving into a crowd. Can the adventurers recognize the rat when he wears a human face?

Ambushes and Traps

Wererats always attempt to take their opponents by surprise. Whether they use the cover of darkness or their shapeshifting powers to get close to their enemies, wererats try to be in control of a battle from the moment that it starts. A number of common ambush techniques have already been described. A few more are outlined below.

Sewer Eyes: Wererat warriors typically patrol their warrens in hybrid form, so they can use armor and weaponry. However, they will often have an outer perimeter of less obtrusive scouts — either half-rats or shifters with the Alternate Form (rat). As normal rats, these creatures will rarely attract attention. If they are attacked, they will behave as normal rats would — generally fleeing — so as not to draw attention to themselves. But they will watch the party and gather information, then use a rat passage to reach the center of the warren and summon a patrol.

In rare cases one of these sewer eyes may choose to engage a group of adventurers on her own. If a party does not appear to be aware of the existence of a wererat

warren and does not seem to have weapons that could harm a wererat, a shifter may attack the group in dire rat shape. If the shifter believes she can defeat the group alone she will attempt to do so; otherwise she will flee in the opposite direction from the warren. The goal is to make the explorers believe that it was an isolated Raver attack and to conceal the existence of the warren.

Traps: Wererats frequently use physical and magical traps in their warrens — especially in mazes, which have a high concentration of Weavers but few guards. Wererats will take advantage of trap placement when choosing a location for an ambush. Another common tactic is for a sewer eye to catch the attention of a party while in dire rat form and then flee from them, using its speed to stay just ahead of the group while leading them into a series of traps.

Ratspaws

As far as a wererat is concerned, the only thing better than an ambush is getting someone else to fight the entire battle for you. When dealing with opponents on the surface, wererats will often seek a way to get other people to fight their targets. The Graykin and Pindar broods are masters of this technique. In the example of the innkeeper described on this page, wererats with the right connections would send a detachment of the city guard after the players. Perhaps they have taken control of high-ranking guardsmen, or perhaps an attractive young wererat approaches the guards and explains how these rogues staying at the inn have stolen her precious relic. If the players resist, they get into trouble for fighting with the guard; if they cooperate, they will lose possession of the artifact. For the wererats, it’s a win-win situation.

Animal Allies

In addition to using humans as tools and foils, wererats make extensive use of animal allies. Dire rats are the most common beasts of battle; a typical shifter swarm master (see page 24) can keep eight rats under control, and even normal wererats can influence these creatures using Rat Empathy. However, the basic dire rat is only one tool in the wererat arsenal. Wererats often breed dire rats of enormous size, ranging up to 6 HD in power. And then there are the creations of the Weavers. Creatures like half-rats are used as spies and scouts, while normal rats can be twisted to possess a venomous bite or to carry terrible diseases. Finally there are creatures like the dragon rat — bizarre monsters that the Weavers save to protect important mazes or to engage extremely



powerful enemies. See Appendix II for more information on the bestial allies of the wererats.

Germ Warfare

Wererats — especially members of the Dorian brood — have a close relationship with disease. There are three common ways that this can come into play.

Plague Strike: Sometimes wererats want to kill someone without calling too much attention to their presence. In these cases, the use of the hybrid form is too obvious — and even an extended battle can be a problem. Instead, the Exemplar will send a group of diseased rats to attack the target and flee as soon as he has been bitten, preferably before the lycanthropic nature of the attackers have been discovered. Half-rats with the Plaguebearer feat are ideal for this purpose, but shifters with the feat will serve. The Dorian brood is especially fond of this tactic, as their Weavers have developed a host of terrible disease that their Plaguebearers can carry. This technique is especially effective if any local clerics have been replaced by Ratcallers — who can conveniently “fail” every time they attempt to cure the disease.

Lycanthropic Infection: Occasionally the best solution to a problem is to infect the target with lycanthropy. Natural wererats prefer to kidnap victims they intend to infect, in order to be in complete control of the situation and to prevent friends of the victim from finding out what has occurred. However, sometimes this is not an option.

Natural wererats attempting an infect-and-run will generally remain in dire rat form and seek to conceal their lycanthropic nature, so the target remains unaware of the threat. They will do everything possible to monitor the victim after the attack to determine if the disease took hold.

Epidemic: The Weavers of the Dorian brood have spent centuries experimenting with diseases and creating horrible new plagues. If there is reason, Dorian wererats may spread an infection across an entire village or city — either by releasing an airborne agent or spreading it through half-rats. A Dorian plague can be an extremely challenging threat for a group of adventurers; even if they manage to contain the disease, will they realize that it was artificial in nature? And if so, can they find the Weavers behind it before they strike again?

Dorian plagues can be extremely sophisticated. In the past, Dorian Weavers have crafted airborne diseases targeted to specific species, races, genders, or even age groups.

Wererat Characters

Wererats can serve many roles in a campaign. They can be nefarious villains or disturbing, temporary allies. Depending on the wishes of the gamemaster, they can also end up being player characters — either because a normal human becomes afflicted with the disease while adventuring, or because the gamemaster decides to let players create wererat characters. This chapter provides all the rules required to create detailed wererat NPCs and player characters.

Wererats as a Character Race

As a character race, wererats have these specifications.

Personality: Wererats are social creatures with a strong bond to their brood — the other wererats who share their particular strain of lycanthropy. They prefer being around others of their kind and are most comfortable in large groups. However, they lack emotional empathy and have little attachment to individuals; most of their personal relationships center on the principle of “you scratch my back, I’ll scratch yours.”

Wererats are ruthless but have a slight streak of cowardice in their racial character. They prefer to hide in the shadows and get others to do their dirty work. If they must fight, they will strike quickly, using any tactics that will give them an edge.

Physical Description: See page 3.

Relations: Wererats are extremely secretive. Certain broods have loose alliances with dark elves, aboleth, and other subterranean evil creatures, but as a rule wererats are isolationists who prefer their own company.

Alignment: Wererats are lawful evil by nature. A wererat possesses an overriding urge to join a warren belonging to his brood. Even if he was a rebellious spirit before the change, he will find that he has an overpowering desire to obey the hierarchy of his brood and to help the brood achieve its goals. These instincts are encoded into the lycanthropic strain and cannot be overcome unless the wererat is cured of the disease. As lawful evil creatures, wererats value order and stability. They will honor treaties and agreements that they make — but wererat negotiators and merchants are masters of legal manipulation and will always attempt to work loopholes into an agreement.

Wererat Lands: Wererats live in the shadows of humanoid cities. Given their passion for secrecy, wererats leave few marks on the territories they inhabit and the humanoids they share their lands with are usually none



the wiser. See the section on warrens (page 11) for more details.

Religion: Most wererats are too pragmatic and cynical to wholeheartedly embrace religion. Wererat priests are philosophers as opposed to preachers; they revere the idealized concept of the Rat and believe that bonding with this spiritual force is the ultimate destiny of their species.

Language: Wererats speak the languages of the dominant humanoid cultures in whatever region they inhabit. The major wererat broods have developed simple code languages that allow them to communicate with one another while in rat form, but these languages can only be used to convey basic concepts. Wererats can also communicate with one another using a limited form of empathy.

Names: Wererat children are taken from their parents at an early age and raised in brood nurseries. They are assigned names intended to blend in with their apparent race and the region that they inhabit. Wererats who accomplish significant feats or who rise to hold an office within a warren are allowed to select a new name for use within the Brood, along with the surname of the brood's founder. So a wererat of the Dorian brood might be assigned the name Johann Smith, but take the name Jolan Dorian when he becomes an oathkeeper. There is no set pattern for these chosen names; some are typical human names, while others are descriptive titles like "Grayfang" or "Redeye".

Adventurers: Wererats prefer to be among their own kind, and it would be unusual for a wererat to choose to travel with a group of non-wererat adventurers. This is most likely to occur if the wererat has been exiled from his brood and is seeking a surrogate family, or if the wererat is a spy insinuating himself amongst the adventurers in the hopes of using them for some purpose in the future.

Wererat Racial Traits

- Wererats possess all of the natural racial traits of their apparent humanoid species.
- Wererats receive additional benefits based on their current form; these are described in the Physiology section of this book (page 3).
- Natural wererat characters have a level adjustment of +3 in addition to the 1 racial hit die from their dire rat form. Afflicted wererats have a level adjustment of +2 in addition to the racial hit die.

Character Classes

This section provides information on classes that are especially relevant to wererats — the dedicated Shifter, the ominous Weaver, and the Ratcaller priest.

Ratcaller

Ratcaller priests venerate the Rat, a neutral force that can grant access to the domains of Animal, Earth, and Trickery. The favored weapon of the Rat is the dagger. While Ratcallers possess all of the skills and proficiencies of clerics, they rarely wear armor. Virtually all Ratcallers acquire the Alternate Shape (Rat) feat.

Shifter (Wererat)

Lycanthropes possess a primal tie to the natural world. Most people who contract lycanthropy cling to their humanity, but some embrace their animal nature. These individuals develop additional bestial abilities and skills based on the instincts of their natural form. This path is particularly common among natural wererats; between the eugenic agenda of the Weavers and the philosophical beliefs of the Ratcaller priests, many wererats have dedicated their lives to the development of their lycanthropic potential.

Theoretically any breed of lycanthrope could become a shifter, but this description will focus on wererat shifters. Lycanthropes of other breeds would have different class skills — a werebear would have skills like Survival or Knowledge (nature) where a wererat has Bluff and Knowledge (local) — and damage from natural attacks would have to take into account the nature of the lycanthrope's alternate form. But this class can be used as a guideline for designing shifters of other forms.

Characteristics: Shifters focus on the development of their natural abilities. These include both physical abilities — effective use of natural weaponry, jumping, swimming, and keen senses — and supernatural powers like enhanced lycanthropic healing or the ability to assume additional alternate forms. Shifters also have access to skills that relate to the primal nature of their animal spirit. In the case of the wererat, these skills involve cunning and stealth.

Alignment: The alignment of a shifter is based on its lycanthropic nature. All wererats are lawful evil.

Background: The wererat Weavers have spent centuries working to breed a better wererat, and they





see the abilities possessed by shifters as the culmination of this work. As a result shifters are quite common in wererat broods, especially the Asyra brood. Shifters serve a variety of roles within a wererat community, acting as spies, soldiers, or animal handlers. Exemplars—the leaders of wererat warrens—are generally powerful shifters who are seen as representing the future of the wererat race.

Table 1-1: Shifter

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Bite Damage
1	+0	+1	+2	+0	Bonus Feat	1d4/1d6
2	+1	+2	+3	+0	Bonus Feat	1d4/1d6
3	+2	+2	+3	+1	Bonus Feat	1d4/1d6
4	+3	+2	+4	+1	Bonus Feat	1d6/1d8
5	+3	+3	+4	+1	Bonus Feat	1d6/1d8
6	+4	+3	+5	+2	Bonus Feat	1d6/1d8
7	+5	+4	+5	+2	Bonus Feat	1d8/1d10
8	+6/+1	+4	+6	+2	Bonus Feat	1d8/1d10
9	+6/+1	+4	+6	+3	Bonus Feat	1d8/1d10
10	+7/+2	+5	+7	+3	Bonus Feat	1d10/1d12

Game Rule Information

The shifter class stands between a normal player class and a prestige class. Only lycanthropes can take levels in the class, and no shifter can take more than ten levels in the class. However, lycanthropy is the only restriction of the class, and natural lycanthropes can take a shifter level as their first character level. A character who is cured of lycanthropy loses all bonus feats and cannot progress further in this class. Note that natural wererats cannot be cured of lycanthropy; it is part of their nature.

Shifters have the following game statistics.

Abilities: Charisma is important to wererats; subtlety and subterfuge are two of the primary weapons of a wererat, and Charisma also helps a shifter when interacting with animals. Wererats also value Dexterity; wererat warriors prefer to rely on silence and speed as opposed to brute strength.

Alignment: Wererat shifters must be lawful evil.

Hit Die: d8

Class Skills

The class skills (and the key ability for each skill) for wererat shifters are: Bluff (Cha), Climb (Str), Control Shape (Wis), Disguise (Cha), Gather Information (Cha), Handle Animal (Cha), Hide (Dex), Jump (Str), Knowledge (local) (Int), Listen (Wis), Move Silently (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), and Swim (Str).

Skill points at 1st level: (4 + Int Modifier) x 4.

Skill Points at Each Additional Level: 4 + Int modifier.

Class Features

All of the following are class features of the wererat shifter.

Weapon and Armor Proficiency: Certain species of lycanthropes eschew human weapons in favor



of natural attacks, but wererats have always preferred to combine the two. Wererat shifters are proficient with light armor, all simple weapons, and the rapier (a weapon much favored by wererats due to its speed).

Bonus Feats: The primary advantage of the shifter class is increased access to unique lycanthropic feats. At each level a wererat shifter can select one of the following feats, provided that he meets the prerequisites: Alternate Form (Bat), Alternate Form (Rat), Faceless, Fast Healing, Filtheater, Improved Damage Reduction, Improved Lycanthropic Empathy, Infectious Bile, Lycanthropic Healing, Plaguebearer, Sense the True Shape, Strong Jaws, Swarm Master, Swift Change, Trueblood, Venomous Bite.

Bite Damage: As a monk learns to fight with his feet and fists, a shifter masters the natural weapons of his bestial form and learns to maximize the damage he can inflict. This indicates the amount of damage that the character inflicts with a successful bite in hybrid or dire rat form. The first value is used for small hybrids; the second is used for medium hybrids.

Weaver

Wererat legends claim that the first Weavers invented the disease of lycanthropy. The modern Weavers spend most of their lives conducting arcane research—creating strange new creatures or developing new wererat mutations—but they are occasionally called upon to support a warren with in battle.

Characteristics: Like other wizards, a Weaver relies on magic to survive. Weavers cannot learn Evocation or Conjunction, two schools of magic that are extremely valuable in direct combat, so they prefer to avoid physical confrontations whenever possible. Weavers focus on transmutation magic, with necromancy running close behind; Weavers have little interest in the undead, but make use of the many necromantic spells that affect living bodies. Due to their intensive study of living organisms and the need to keep the victims of their experiments alive long enough to see results, Weavers also learn something about healing.

Alignment: The work of the Weaver involves inflicting tremendous amounts of pain on living creatures. As a result, Weavers must be evil. All wererats are lawful evil.

Background: The Weaver is a wererat tradition. Wererats who show mystical potential are taken to hidden warrens where they spend years studying magic and biology. There is no physiological reason why a creature of another species could not become a Weaver,

but this would require years of study with an experienced teacher. The same is true of a human who is transformed into a wererat—the infection does not give a character the knowledge needed to become a Weaver, although he is more likely to be able to get wererats to teach him their techniques.

Game Rule Information

Weavers are almost identical to wizards who have specialized in Transmutation. They use the wizard tables to determine attack bonus, saving throws, and number of spells per day (with the additional transmutation spell at each level that a specialist would normally receive). Except where noted below, they have the same class skills, armor and weapon proficiencies, and special abilities as a wizard. The following features distinguish a Weaver from a Wizard:

Heal and Intimidate are class skills for Weavers. In addition to her knowledge of biology, a Weaver's knowledge of torture techniques and complete lack of empathy for other living creatures helps her cultivate an intimidating demeanor.

Except where noted below, Weavers are prohibited from learning Evocation or Conjunction spells. Weavers do not gain a familiar, nor do they get the Scribe Scroll feat automatically at 1st level. Instead, Weavers gain the Fleshweaving feat automatically at 1st level.

In addition to the spells that are normally available to wizards, Weavers have access to a number of additional spells. A few other spells are available at a lower level for Weavers than they are for wizards. The addition Weaver spells are:

1st level — *cure light wounds, deathwatch*

2nd level — *death knell, gentle repose*

3rd level — *contagion, cure moderate wounds, remove blindness/deafness, remove disease*

4th level — *animal growth, neutralize poison, poison*

5th level — *circle of doom, slay living*

6th level — *antilife shell*

Control Shape (Wis)

Any lycanthrope that is aware of his condition may purchase Control Shape as a class skill, and those unaware of their condition can attempt Control Shape checks untrained. Natural lycanthropes do not need this skill because they have full control of their own shapeshifting, but some take ranks in it to enhance their already exceptional shape control. Additionally, many lycanthropic feats require ranks in Control Shape as a prerequisite.



Check: The first application of Control Shape is for afflicted lycanthropes, who use this skill to control their transformations. An afflicted character must make a check to resist an involuntary change on any night when the moon is full or whenever he takes enough damage to reduce his hit points by one-quarter of his maximum value. If he succeeds in this check, he will have to check again if he loses another quarter of his total hit points. An afflicted lycanthrope also uses this skill when he wishes to voluntarily change shape or return to humanoid form. The difficulties of these tasks are provided below.

Task	DC
Resist involuntary change	25
Return to humanoid form (full moon)	25
Return to humanoid form (not full moon)	20
Assume hybrid form	15
Voluntary change to animal form (full moon)	15
Voluntary change to animal form (not full moon)	20

A natural lycanthrope, or a creature who possesses the Improved Control Shape feat, is immune to involuntary change and can shift form at will as a standard action. However, he can use the Control Shape skill to accelerate the transformation—changing more swiftly through sheer force of will.

Task	DC
Change as free action	25
Change as move-equivalent action	18

A character can only shift form once per round, even if he manages to change as a free action.

Retry: Unless he possesses the Improved Control Shape feat, an afflicted lycanthrope must check for an involuntary change every time a triggering event occurs. Any time the character changes—whether the transformation was voluntary or involuntary—he is allowed one attempt to return to humanoid form. If he fails the check, he is trapped in the bestial form until the next dawn. Afflicted lycanthropes with Improved Control Shape feat may change at will as often as they wish.

If a character attempts a quick transformation and fails his check, the change still occurs but requires a standard action. Further, it provokes an attack of opportunity from anyone within range; the pain of the partial failure breaks the shifter's concentration and leaves him vulnerable.

Special: As a wererat's hybrid form is the same size as his humanoid form; a wererat shifting to hybrid form can continue to use any armor, clothing, or weapons he had equipped prior to his transformation. If he shifts to his smaller dire rat form, he will drop his weapons and fall out of his armor and clothing. A character that is unaware of his condition cannot make Control Shape checks untrained to voluntarily change, though he can make untrained checks to resist involuntary change, and to return to humanoid form.

A natural lycanthrope, or an afflicted lycanthrope with the Improved Control Shape feat, may add half his ranks in Control Shape as a bonus to resist spells that alter his shape, with a maximum bonus of +5.

New Feats

Ever since the first warrens were formed, the Weavers have sought to improve the wererat species. There have been some astonishing successes; the Weavers have created wererats who can assume new forms, who can shift their facial features or inject lethal poison with a bite. But they have been unable to generate any sort of stable genetic pattern. Instead, these mutations lie dormant, capable of manifesting at any time in the lifecycle of a wererat. Even afflicted wererats can develop these powers; the potential for mutation is carried in the lycanthropic strain, not the bloodline of the individual. Some of these feats are available to other breeds of lycanthrope, but like the shifter class this sort of mutation is rare in those breeds. Wererats are making a conscious effort to produce these variations, but in other lycanthropes, these powers are rare and remarkable.

If a character is cured of lycanthropy, he loses the ability to use any of these feats.

ALTERNATE FORM — BAT [Special]

What is a bat but a rat with wings? Many generations of genetic tampering by deranged Weavers have produced wererats who can assume the form of a giant bat. These creatures are rare—primarily only found in the Asyra brood, although other clans are working to duplicate the mutation—and many wererats view them with some suspicion. However, the power of flight makes them valuable as scouts and messengers. Many who observe a wererat shift out of bat form mistake the creature for a vampire; a cunning wererat might use this confusion to intimidate an opponent.

Prerequisites: Wererat, Control Shape 8 ranks, Shifter level 4.



Benefits: The wererat can assume the form of a giant bat — a smaller dire bat the size of a dire rat. While in this shape, the wererat abilities and powers are the same as what he would have in his dire rat form, except that he loses his Disease ability, his dire rat movement abilities, and his dire rat racial bonus to skill checks. However, he can fly at a speed of 40 ft. with good maneuverability or move across land with a speed of 20 ft., and he gains blindsense with a range of 40 ft. He has a +4 racial bonus to Spot and Listen checks.

ALTERNATE FORM — RAT [Special]

A wererat's dire rat form can be useful for skulking, but it has its limitations — in many places, a two-foot rat is just as conspicuous as the hybrid form. Skilled shifters can learn to assume the form of a normal, tiny rat.

Prerequisites: Wererat, Control Shape 5 ranks.

Benefits: The wererat can assume the form of a normal rat. This form is identical to his normal dire rat form, except as detailed below.

The rat form is Tiny (+1 AC, +1 to attacks, +4 to Hide checks compared to a Small dire rat). The wererat loses her natural armor bonus to AC, takes a -4 penalty to Strength (minimum 1), and gains a +4 bonus to Dexterity. Her base speed is 15 ft., and her movement rates are climb 15 ft. and swim 15 ft. Her bite deals 1d3 damage. Due to the small size of the wererat, she cannot transmit the curse of lycanthropy while in this form.

FACELESS [Special]

Sometimes, a lycanthrope that develops his animal nature loses contact with his human shape. Instead of having a distinctive human form, he has a mutable one; his facial features and general build may shift each time he transforms from animal to human. While this can be a boon for characters involved in espionage, it can make it difficult to maintain a long-term human identity.

Prerequisites: Lycanthrope (any species), Shifter level 2.

Benefits: When shifting from animal or hybrid form to human form, the character may alter his facial features and make minor alterations to his height or build (altering height and weight by up to 10% in either direction). He cannot change his race or gender. Using this ability in conjunction with the Disguise skill provides the character with a +5 racial bonus to the skill check. However, unless the character makes a conscious effort, his features will shift slightly every time he changes. If he wishes to maintain a constant appearance, he will have to use Disguise skill every time he shifts form. If he

fails the check, people who know his “face” may think that he's an imposter. This does not affect the character's smell, so individuals with the Scent feat — like other wererats — can identify him through scent.

FAST HEALING [Special]

A shapeshifter with this feat possesses phenomenal healing abilities.

Prerequisites: Lycanthrope (any species), Lycanthropic Healing, base Fort save +7.

Benefits: While he is in his hybrid or animal form, the lycanthrope heals 1 point of damage at the start of each round. For every five shifter class levels that the character possesses, this number is increased by 1.

This is an uncommon mutation that is prized among wererats. Wererats with fast healing should be quite rare, and will often be Exemplars or oathkeepers.

FILTHEATER [Special]

The magical disease of lycanthropy defines the wererat's existence. It has the side effect of bolstering the wererat's immune system; few mundane diseases can compete with lycanthropy, which forces other infections from the victim's system. A wererat who takes this feat is immune to all other forms of disease and is also resistant to natural toxins. While this feat can be taken by any lycanthrope, the name is derived from the omnivorous appetites of the wererat, who will often take advantage of his immunity to consume normally hazardous foods.

Prerequisites: Lycanthrope (any species).

Benefits: A lycanthrope with the Filtheater ability is immune to all forms of mundane disease and receives a +2 to all saving throws against natural poisons.

FLESHWEAVING [Special]

Fleshweaving combines arcane magic with traditional medicine, with unpleasant results. Fleshweavers learn medicine and healing so they will be better at inflicting pain.

Prerequisites: Heal 4 ranks, Intimidate 4 ranks, ability to cast arcane spells.

Benefits: The primary use of Fleshweaving is grafting magic into living creatures. However, this is an evolutionary process that takes generations to produce results, and so is beyond the scope of most games. Fleshweaving has two short-term applications - Disease and Torture.

Disease: As opposed to curing diseases, Fleshweavers learn to create them. Creating any sort of mundane disease requires one week of dedicated work. A par-



ticular attempt will require (25 x the save DC of the disease) gp worth of materials. The user must also have an intended vessel for the disease — either a living creature or a liquid solution. At the end of a week, the character must make a Heal check with a DC of 15 + the save DC of the disease; the difficulty is increased by 5 if the intended vessel is not a living creature. Failure may cause the user to become infected, may release the disease into the surrounding area, or may mean that the disease was not developed at all, at the discretion of the gamemaster. A character cannot take 10 or take 20 on this ability. Fleshweavers can develop magical diseases, but like creating magical beasts this takes a long period of time and falls outside the scope of activities that an adventurer could pursue.

A character with Fleshweaving can identify a disease by observing its symptoms and studying the victim's blood. If the Fleshweaver succeeds a Heal check (DC 20), the character can determine the save DC and damage caused by the disease.

Torture: Knowledge of Fleshweaving provides a character with access to horrific torture techniques. If a victim is completely helpless, a character can make a Heal check (DC 15); for every two points of success, he receives a +1 circumstance bonus to a follow-up Intimidation check. Whether the check succeeds or fails, it is an excruciating experience that deals 2 points of Constitution damage, plus the accompanying loss of hit points. The torturer may retry after failure, but each attempt will inflict damage on the victim.

Special: Working in an arcane laboratory gives a character a +2 equipment bonus to Heal checks for the purpose of Fleshweaving.

IMPROVED CONTROL SHAPE [Special]

The lycanthrope has voluntary control over her transformations.

Prerequisites: Afflicted lycanthrope (any species), and either Control Shape 8 ranks, or Shifter level 3.

Benefits: The character has complete control over her lycanthropic transformation. She cannot be forced to shift shape by taking damage or the cycle of the moon, and she can change shape at will as a standard action.

IMPROVED DAMAGE REDUCTION [Special]

Due to generations of Weaver eugenics, this wererat has developed a partial immunity to the effects of silver.

Prerequisites: Wererat; Shifter level 5.

Benefits: The character gains DR 5/magic in addition to his normal resistance to non-silver weapons. If he is

struck by a silver weapon, he ignores 5 points of damage unless the weapon is also magical.

IMPROVED LYCANTHROPIC EMPATHY [Special]

This lycanthrope has an especially strong bond to creatures of his linked species. This enhances his natural ability to communicate with animals and lycanthropes.

Prerequisites: Lycanthrope (any species).

Benefits: When communicating with a normal or dire animal of his linked species, the lycanthrope gains a +6 racial bonus to checks to influence the animal's attitude. The character's ability to communicate with animals or other lycanthropes of his species is also enhanced; the complexity of the message is limited only by the intelligence of the receiver.

INFECTIOUS BILE [Special]

The wererat's lycanthropic infection is so virulent that it can exist for a short time after being exposed to oxygen, allowing the wererat to transmit lycanthropy in a variety of ways.

Prerequisites: Natural wererat.

Benefits: The character can infect a target with lycanthropy without having to bite her. If the wererat licks a slashing or piercing weapon (a standard action), he can infect his target by injuring her with the weapon. He can also spit into a liquid to infect it, but this is not especially subtle; a successful Spot check (DC 13) will reveal that the drink has been tampered with. In either case, the contaminated drink or weapon retains its potency for one minute. The wererat will also infect anyone he has intimate contact with. In any of these cases, the victim must succeed a Fortitude save (DC 15) to avoid contracting lycanthropy.

Note that a normal wererat can only spread lycanthropy in its hybrid or dire rat forms, and that restriction also applies to Infectious Bile. However, a wererat with the Trueblood feat can infect others while in human form.

This mutation was pioneered by the Dorian brood, but it has been duplicated by many of the warrens; certain sages have erroneously concluded that all wererats possess this ability.

LYCANTHROPIC HEALING [Special]

As a lycanthrope comes to understand the process of shapeshifting, he can learn to heal his body's injuries when he shifts forms.

Prerequisites: Lycanthrope (any species), and either Control Shape 7 ranks, or Shifter level 2.



Benefits: Once per day, when the character shifts forms he heals 2 hit points for each hit die that he possesses. He also recovers from temporary ability damage or negative levels as if he had rested for a day. If he has access to a severed limb, he can reattach it by holding it to the stump when he shifts, but this takes the place of any other benefits of healing for that particular change.

PLAGUEBEARER [Special]

This wererat is a conduit for unpleasant diseases.

Prerequisites: Wererat, Filtheater, Shifter level 1.

Benefits: The wererat can hold one disease within her body, and spread that disease through its usual vector. So a Plaguebearer with the Shakes can spread the disease through touch, while one who manages to contract Demon Fever can spread it with her bite. When she has an opportunity to be infected with a new disease, she may choose to exchange her old plague for the new one. Alone among wererats, Plaguebearers have the option NOT to spread lycanthropy with their bite; a Plaguebearer can choose to infect the target of a bite attack with lycanthropy (if she is a natural lycanthrope), her current plague (if it is transmitted through injury), or no disease at all.

SENSE THE TRUE SHAPE

[Special]

The lycanthrope's natural empathy is so keen that she can spot other shapechangers.

Prerequisites: Lycanthrope (any species).

Benefits: The character recognizes other lycanthropes regardless of their current form. If the lycanthrope is of the same species as the observer, she can gain detailed information; a wererat watching another wererat will automatically be able to identify the brood and shifter levels of the target. If the target is a different species, she will be able to identify the target's species automatically and can determine the target's shifter class levels with a Sense Motive check (DC 13). The character also receives a +6 to Spot

checks when attempting to penetrate a disguise using *alter self*, *polymorph*, or similar Transmutation effects.

Sense the True Shape is an intuitive ability that does not require any special action on the part of the lycanthrope. It can be used in any form.

STRONG JAWS [Special]

This wererat has powerful jaws and sharp teeth, allowing her to inflict additional damage with an unarmed attack.

Prerequisites: Wererat.

Benefits: The character inflicts an additional two points of damage with her bite attack.

SWARM MASTER [Special]

This wererat has exceptional empathic abilities, and can form permanent bonds with rats and ratlike beasts. Most warrens have designated Swarm Masters who manage the rats of the sewers.

Prerequisites: Wererat, Improved Lycanthropic Empathy.



Benefits: The character can form an empathic bond with any sort of ratlike creature of animal intelligence. As a standard action he may attempt to command a swarm of rats, and if the swarm fails a Will save (DC 11 + wererat's Charisma modifier) it becomes loyal to the wererat, as with the *charm animal* spell. A Swarm Master can command multiple swarms at once, but no more than one swarm per two hit dice he possesses.

SWIFT CHANGE [Special]

The lycanthrope can shapeshift in the blink of an eye.

Prerequisites: Either natural lycanthrope (any species), or afflicted lycanthrope (any species) and Improved Control Shape.

Benefits: The character can change forms as a free action without having to make a Control Shape roll. The character can only shift once per round.

TRUEBLOOD [Special]

Trueblood wererats are the result of Weaver manipulation. A trueblood wererat never becomes fully human; he always maintains a primal connection to the Rat. This provides the character with access to a number of features of the hybrid form while in human form, but it also causes normal humans to feel uncomfortable around him. While there are no hard restrictions on the feat, trueblood wererats are extremely rare.

Prerequisites: Natural wererat or afflicted wererat and Improved Control Shape.

Benefits: While in human form, a wererat with this feat has the abilities and powers of his hybrid form, unless his normal form's modifier is better. He does not gain a bite attack, and he suffers a -2 penalty to Charisma-based checks with sentient creatures that are not wererats.

VENOMOUS BITE [Special]

Using the data gained from the creation of the serpent rat, the Asyra Weavers were able to breed wererats with venom glands. Over time other broods duplicated or stole this research, and venomous wererats can be found scattered throughout the broods.

Prerequisites: Wererat, Shifter level 2.

Benefits: The wererat can secrete one or more types of poison any time she makes a successful bite attack. A wererat can take this feat multiple times; each time she takes the feat she may pick one of the venoms from the list below, or add 2 to the DC of one of her existing venoms. When she makes a bite attack, she has to choose one type of venom to apply to the attack;

this is in addition to her chance to spread the curse of lycanthropy.

The save DC to resist the wererat's venom is 10 + half the wererat's racial hit dice (typically 0) + the wererat's Constitution modifier.

The venom choices are:

Musclerot (Initial Damage 1d4 Str, Secondary Damage 1d6 Str)

Black Fever (Initial Damage 1d3 Con, Secondary Damage 1d4 Con)

Feral Daze (Initial Damage 1d4 Int, Secondary Damage 1d4 Int)

Blue Sleep (Initial Damage 2 Str, Secondary Damage Unconsciousness)

Lockbone (Initial Damage Paralysis, no secondary damage). Lockbone venom can only be selected by a character with at least 4 shifter levels.

If a wererat possesses both Infectious Bile and Venomous Bite, she can deliver her poison using any of the alternate methods described under Infectious Bile.

Campaigns

Settings

Wererats can serve many roles in a campaign—the question is how extensive the gamemaster wants their involvement to be. Are the adventurers going to have an extended conflict with a particular brood, or is an encounter going to be a one-time event? Here are a few long-term scenarios involving wererats:

The adventurers are caught in a conflict between two broods. They could be caught directly in the middle—one brood is trying to expand into a city controlled by another brood, and the heroes are simply trying to maintain order and find out what is going on. Alternately, a clever Exemplar could trick the party into doing his dirty work—convincing them to disrupt another brood's activities or steal Weaver research, never realizing that they are helping another group of wererats.

- A wererat brood has established a research maze beneath the party's home town. But the work is unstable, and strange beasts occasionally escape from the sewers and wreak havoc. Can the heroes track these beasts back to the rats? And if they manage to destroy the maze, what vengeance will the wererats take?



- If any of the adventurers are part of an organization—a guild or mercenary band, for example—the local brood might infect and convert the leader of the organization. As the guild starts to perform more questionable activities, can the party recognize the symptoms and find a way to save their friend?

- The party’s urban base of operations contains a massive undercity—a center for brood politics. The wererats have agents spread throughout the government, guard, and guilds. What happens when the heroes discover a wererat infiltrator, only to have the incident covered up? Will they realize the extent of the infection, and if so, what will they do about it?

- The adventurers find an ancient maze that belonged to the original Council of Flesh and obtain a few artifacts that have tremendous value to the Weavers. Will the heroes make a deal with one of the broods, and if so what will the spurned Weavers do? What powers might these artifacts hold? What could the Weavers create with them?

- A pair of natural wererats leading a group of Ravers seek to establish their own brood; as a result, they attack humans without provocation and are rarely as careful about covering their tracks as brood rats are. A group of adventurers discovers a Raver infection spreading across a village or city and has to put a stop to it.



should not have any sort of distinguishing behavior. But here are a few ideas for roleplaying wererats in hybrid form.

- Crouch slightly and crane your neck forward to replicate the hunched posture of the hybrid.
- Rub your hands together frequently, mimicking rodent “hand-washing” behavior.
- Stare intently at whomever you are speaking to. Keep your eyes open as wide as possible.
- Except for your hands and neck, try to move as little of your body as possible.
- Try to develop a voice that inspires distrust and suspicion. Peter Lorre makes an excellent wererat.

Aside from these mannerisms, bear in mind that wererats are extremely cunning. In any conversation they will carefully evaluate the situation and the participants. If one of the characters seems uncomfortable or socially

Conversing with Wererats

An encounter with a particular creature can be more interesting if the gamemaster gives the monster identifiable personality traits. Ideally players will be able to recognize the type of creature they are dealing with by the way the gamemaster speaks or presents information. When wererats are in human form they



inept, they will direct the conversation to that person. They will pay close attention to any sort of interplay between the characters, looking for signs of discord or any information that could be useful in the future. And with their keen lycanthropic eyes and ears, little goes unnoticed in a conversation with wererats.

In diplomatic situations, wererats will always attempt to leave loopholes that can later be exploited or used to invalidate an agreement. A wererat will never agree to a permanently binding arrangement; at the very least he will set a time limit on any deals that he makes.

Six Broods

Dealing with a group of Asyra Weavers is a very different experience than fighting a band of Ravers. This section takes a brief look at six of the groups that have been mentioned in this book, providing additional information about the nature of these broods and how this might affect the role they would play in an ongoing campaign.

THE ASYRA BROOD

Masters of Mutation

The progenitor of the Asyra brood was a half-elven wizard named Jessasyra. Her followers call her “the First Weaver” and claim that she pioneered transmutation magic and founded the Council of Flesh to help with her work. Asyra wererats are fanatically dedicated to the continued evolution of their species. They believe that they can attain a higher state — an ultimate merging of man and rat that they do not yet possess.

Weavers play a major role in Asyra society. Asyra warrens contain twice the listed number of Weavers; further, due to the eugenic work of the Weavers, all wererat warriors should be replaced by shifters. The Weavers still leave matters of daily administration to other wererats; Asyra leaders are invariably shifters, chosen for the number of shifter traits that they possess. Compared to the other broods, the Asyra possess a large number of elven and half-elven wererats, but humanoid race does not affect status within the brood.

Asyra wererats focus all of their energy on their research. Cities containing Asyra warrens will not be as heavily infiltrated as those occupied by Pindar or Graykin wererats. The Asyra spend more time recruiting sages and infiltrating universities than they do seizing control of guilds or governments. They do what they

have to in order to keep their activities hidden from prying eyes, but they have no interest in ruling the world — at least, not until they have completed the work of their ancestor.

The work of the Asyra Weavers focuses on physical mutation. In addition to the high concentration of shifters in Asyra warrens, Asyra wererats are the most likely source for strange beasts like the dragon rat or the Trigat.

Asyra wererats rarely engage in unnecessary vendettas or aggressively expand their territory. Here are a few ideas for Asyra encounters:

- Once an experiment has been tested on rats, Asyra Weavers will want to test the process on humans before sacrificing their own kind. Even if these experiments are not fatal, who knows what the long term results might be? In the case of a small maze, Asyra could be kidnapping people for use as test subjects. In a larger operation, an entire village might be being used as a test population for Asyra experiments. Can the heroes get to the bottom of things?
- Heroes passing through a city may hear of monsters in the sewers — the results of Asyra experimentation. If something has gone disastrously wrong, the wererats themselves may need help containing the problem.
- If one of the PCs is a skilled wizard, the Asyra might kidnap her, planning to infect her and force her to join the brood. Alternately, this could happen to any ally of the party who is a skilled wizard or knowledgeable healer.

THE DORIAN BROOD

The Plague Lords

The progenitor of this brood was a human named Annis Dorian, known to her followers as “The Mistress of the Plague.” The Dorian Weavers claim that it was Annis who created the disease of lycanthropy, grafting the shapeshifting magics of the Council into a viral strain. Members of the Dorian brood scoff at the Asyra wererats and their work with living creatures. The Dorian wererats believe that the key to perfecting the wererat form is to perfect the disease of lycanthropy itself. In the process they study and create mundane diseases, viruses, and plagues of all types. Any major plagues that have occurred in the game world could have been creations of the Dorian rats.



Like the Asyra, the Dorian brood is focused on mystical research. They have little interest in controlling human society and are most likely to target individuals who could help with their research. Dorian warrens will contain twice the usual number of Weavers. However, Dorians have no special regard for shifters; Dorian warrens are typically run by Weavers. Shifters are relatively uncommon in the Dorian brood; those that do exist focus on feats like Plaguebearer and Infectious Bile. Virtually all Dorian wererats have the Filtheater feat.

The Dorian brood is smaller than the other clans, but its use of disease can make it a dangerous foe. Here are a few ideas for stories involving the Dorian brood:

- Like the Asyra, Dorian wererats will often kidnap humans for use as test subjects. They will also release diseases into the wild to observe the results. When the party arrives in a village whose inhabitants are suffering from a strange multitude of diseases, can they expose the Dorian Weavers?

- While traveling by boat, the party comes across another ship. All aboard have died due to an airborne Dorian disease. If the party explores the boat and finds out what happened, will it be too late for them to avoid infection?
- The Dorian Weavers are perfecting a plague that can be targeted against a specific wererat brood. The Graykin have found out about this but cannot risk attacking the maze where the plague is being developed. Can the Graykin convince the adventurers to help them? Will they appeal to morality—asking the heroes to help prevent genocide—or use treachery and lies to get the party to do their dirty work?
- When there is a natural outbreak of plague, the Dorian Weavers may be the only beings with the knowledge to create a cure. But can the heroes find a way to convince these evil creatures to help them?



THE GRAYKIN

Shadowy Schemers

The Graykin are the most cunning members of a cunning species. They are the descendants of Marcus Gray, a master alchemist who served as the chairman of the Council of Flesh. The Graykin have never shared the Asyra's zeal for evolution. While they dedicate resources to their Weavers, the Graykin are primarily interested in keeping up with the other wererats as opposed to developing genetic innovations of their own. Instead, they focus their energies on gaining control of human civilizations. The Graykin are masters of manipulation, and wherever there is a Graykin warren these wererats will have sunk their claws into government and any other important institutions.

The other side of this is that the Graykin have an almost



paranoid fear of direct conflict. They will go to great lengths to hide their involvement in an area, and will always attempt to use humans to do their dirty work for them. Graykin are frequently willing to sacrifice a small operation to prevent the exposure of a larger scheme, even if it means sacrificing lives and resources that they have the ability to save.

Graykin warrens have slightly fewer Weavers than usual. Shifter abilities are respected, but the Graykin place a greater value on natural intelligence and skill. The greatest weapons of the Graykin are connections and wealth; as a result, they are bitter rivals of the Pindar brood. The Pindar wererats focus on mercantile connections where the Graykin place a greater emphasis on political and military power — but the rivalry between the broods is long and deep.

Here are a few ideas for campaigns involving the Graykin:

- The Graykin make excellent patrons for adventurers-for-hire. Even heroic adventurers might be tricked into pursuing a Graykin agenda without realizing it. Perhaps they are hired to destroy an assassin's guild — so that the Graykin can take over the remnants. Or perhaps they are sent after a group of evil wizards — who are actually the Weavers of an opposing brood. How long will it be before the adventurers realize that their good acts are serving evil ends?
- If the party has any friends involved in local politics, they may be pressured or even infected by Graykin agents. Can the heroes protect their friends?
- If the party is looking for wererat allies, the Graykin are their best chance. The Graykin are always willing to make deals — although they will do everything possible to weight a deal to their favor. A Graykin informer might be able to provide a party with a vast amount of information about current events, and if the adventurers are being targeted by another wererat brood, the Graykin may be able to help.

THE OATH OF FLESH

Destroy All Shifters!

Jordan Torranon, Keeper of the Oath, was the captain of the private army of the Council of Flesh. When traitorous wizards broke their oaths to the Council and stole its research to create other lycanthropes,

Torranon swore that he would hunt down all of the traitors and their progeny.

Since then the Oath of Flesh has scoured the world eliminating lycanthropes of all breeds. Members of the Oath are skilled assassins and are fanatically devoted to their task. The Oath has fewer warrens than the other broods; the warrens that exist are training centers for the young and bases for the Oath Weavers. Most of the members of the Oath are constantly traveling, hunting for new prey. Over the centuries, the other broods have come to recognize and respect the single-minded devotion of the Oath; it can be quite useful to have someone show up and eliminate that nest of werewolves. In addition, local warrens will occasionally offer support or research data in exchange for the Oath's assistance in eliminating a human opponent. As a result, the Oath of Flesh is the only brood that deals with all of the others on a regular basis.

Units of the Oath of Flesh are organized with strict military discipline. The Oath has considerably more racial diversity than the other broods; in addition to dwarves and elves, there are even a few halfling units. A typical unit consists of four to six wererats, including a Weaver, a Ratcaller, and a group of wererats with the physical skills of oathkeepers (see page 33). Most Oath wererats develop the feat *Sense the True Form* to help identify their prey.

Here are a few ideas for using the Oath of Flesh:

- If a group of adventurers is having trouble dealing with a group of evil lycanthropes, they might receive some unexpected help from the Oath of Flesh. Generally the Oath does not fight other wererats, but do act to eliminate Ravers whenever they encounter them — so a party could find itself in a surprising ratfight.
- If the party has become allies with friendly lycanthropes — like werebears — they could be called on for help when an Oath operation targets the area.
- If the party is used to dealing with a particular wererat brood, they might be thrown off by the change in tactics when their old enemies hire the Oath to assassinate them.
- If players are interested, they could create wererat characters and assume the role of an Oath hunting party. Tracking and eliminating lycanthropes can be an interesting basis for a short campaign.



RAVERS

Unfortunate Victims

Technically speaking, the Ravers are not a brood. Ravers are typically humans who have been afflicted with wererat lycanthropy and then left without guidance, plus the occasional natural wererat who turns his back on his brood. The first instinct of a Raver is to find others of his kind; he will feel a panicked need to be around other wererats, and will often be violent if his is alone. Because afflicted wererats cannot pass along the curse of lycanthropy, most Ravers lead forlorn lives. In a group of Ravers, the typical orderliness of normal wererat broods break without the guiding influence of natural wererats, making most Raver clans chaotic. If a natural wererat or a particularly charismatic afflicted wererat joins the group, she may seize control. Otherwise, these inexperienced wererats may try to accumulate wealth through crime, or seek to take vengeance on old enemies, or perhaps seek to seize control of a guild or an entire town.

The important thing is that Ravers are typically confused and disorganized. They are not in full control of their lycanthropic powers; as afflicted wererats they have to rely on the Control Shape skill to transform. They will not have the backing of Weavers or Ratcallers, and are unlikely to manifest shifter feats. As a result, they are the wererats that are most likely to be encountered by adventurers, and it is their behavior that colors the stories the public hears about wererats. The organized broods despise Ravers, seeing them as trash who threaten to expose their operations; brood rats will eliminate Raver clans wherever they are found.

While they are not as sophisticated as the brood rats and do not have the same level of control over their powers, Ravers are not actually insane, and are capable of coordinated actions. Many groups of Ravers are chaotic, in keeping with the current incarnation of the wererat in the core rules, but even these groups quickly shift to lawful if under the control of a natural lycanthrope who can increase their numbers.

A few ideas for Raver encounters:

- Ravers are the wererats that are most likely to leap out of nowhere and attack a party, for the sole purpose of gaining more recruits. Some afflicted Ravers are convinced they are able to create other lycanthropes, which may lead to killing sprees in a desperate attempt to find others of his kind.
- If a band of Ravers is satisfied with its current size, it may start making deals with other power

groups. A band of experienced Ravers might hire themselves out as assassins or make a power play to take control of a thieves' guild.

- Given time, a group of expansion-minded Ravers could infect an entire village or town with lycanthropy. These wererats would not have access to the history of the broods and would have to develop their own culture and beliefs. A party who passes through the village could notice the strange behavior — and if they get too nosy, the heroes might be attacked by the villagers. Alternately, the Oath of Flesh might show up to slaughter the Raver village — will the adventurers pick a side?

THE QUIET ONES

Wererats 'Enlightened'

Wererats are not given to religious fanaticism. They are pragmatic creatures with more interest in the physical world than the spiritual realm. The few exceptions become Ratcallers — ascetics who contemplate the mysteries of the Rat and attempt to become one with this spiritual force. Ratcallers live among the other broods, supporting their fellow wererats and holding meditation services for those few who wish to get in touch with their inner Rat.

Over the centuries, a number of Ratcallers grew tired of living among their close-minded kin. These wererats left their broods to found a new society — a hidden order dedicated to the veneration of the Rat and the spiritual evolution of their people. Due to their meditative nature and tendency to avoid contact with wererats of other broods, these mystics have become known as the Quiet Ones.

The Quiet Ones were originally drawn from many different broods, but over generations they have developed their own unique strain of lycanthropy that can be recognized through Rat Empathy or Sense the True Shape. However, the Quiet Ones will accept new acolytes from any of the other broods. In this, they are unique; the other broods consider lycanthropic strain to be an inviolate barrier, whereas the Quiet Ones believe the intention to become one with the Rat overrides all physical concerns.

Quiet Ones rarely get involved in human affairs — although they have a perverse tendency to infect and corrupt any priests operating in the areas where they establish their broods. The majority of Quiet Ones are dedicated to some form of religious service. Many are Ratcallers or dedicated acolytes. Others become



Fangdancers — wererat monks who hone their martial skills through devotion to the Rat. Fangdancers generally fill the role of warriors and oathkeepers in Quiet One warrens; Fangdancers are also found among the Oath of Flesh. There are shifters among the Quiet Ones, but no Weavers; Quiet One shifters develop their talents entirely through meditation. The Weavers of other broods consider this to be nonsense and say that the powers of Quiet shifters are the result of the mixed strain of Quiet One lycanthropy — the shifters are merely manifesting the work begun by Weavers of other broods. Alternate Form (Rat), Improved Lycanthropic Empathy, and Swarm Master are all common feats among the Quiet Ones. Sample statistics for members of the Quiet Ones are presented in Appendix I.

Instead of the Exemplar-based system of the other broods, Quiet One warrens are run by a Rat Choir — a tribunal of the three most respected Ratcallers in the warren. Instead of the maze warren used by Weaver-oriented broods, the Quiet Ones establish small centers of worship that are also called choirs. Each choir contemplates a different philosophical mystery; the wererats believe that once they understand all of the mysteries of the Rat, they will ascend to a higher state. While they do not tend to involve themselves in human society, the high concentration of Ratcallers and the martial skills of the Fangdancers can make the Quiet Ones extremely dangerous opponents!

Here are suggestions for stories involving the Quiet Ones:

- The party starts to notice unusual behavior among the priests of a particular city. Can they catch the Quiet Ones at work before all of the clerics fall prey to lycanthropic infection? Can the party find a way to cure the afflicted priests? Will they bother to help clerics of opposing faiths?
- A party comes across an old, seemingly abandoned temple infested with rats. Of course, it's actually a center of Quiet One activity; anyone who attempts to exterminate the rodent population will be in for a big surprise!
- Adventurers hear rumors about a powerful relic — an artifact that was supposed to allow the bearer to commune with nature and control natural creatures — that was lost in a temple now buried deep beneath the city streets. Perhaps this relic is in the possession of a Quiet One choir. Or perhaps the Quiet Ones have only just learned about the

artifact themselves, and the heroes must race against the rats to locate the mystical orb.

Appendix I: Wererats

Combat

In animal form, wererats avoid combat, preferring to use their dire rat shape for skulking and spying. In hybrid form, a wererat fights with a rapier and light crossbow.

Alternate Form (Su): A wererat can assume a bipedal hybrid form or the form of a dire rat.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a wererat's bite attack in animal or hybrid form must succeed on a DC15 Fortitude save or contract lycanthropy.

Disease (Ex): Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Rat Empathy (Ex): Communicate with rats and dire rats, and +4 racial bonus on Charisma-based checks against rats and dire rats.

Skills: A wererat in rat or hybrid form uses its Dexterity modifier for Climb or Swim checks. It has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Wererats have a +8 racial bonus on Swim checks from their dire rat form.

Feats: Wererats gain Weapon Finesse as a bonus feat.

The wererat presented here is based on a 1st-level human warrior who is a natural lycanthrope, using the following base ability scores: Str 13, Dex 11, Con 12, Int 10, Wis 9, Cha 8. The following section provides details on useful wererat NPCs. All statistics are for natural wererats in hybrid form with a base race of human. If the wererat has a different race, apply the statistic modifiers for that race and remove one of the wererat's feats, along with 4 + (level - 1) skill points.

These statistics are only guidelines and should be modified to fit a situation. A wererat Exemplar in charge of a massive undercity might be a 12th level character, and depending on her brood she might have an entirely different set of skills. The chief researcher of an important maze might be a 10th level Weaver, while an assistant might only be 1st level.



WERERAT

	Wererat, Human Form	Wererat, Dire Rat Form	Wererat, Hybrid Form
	Medium Humanoid (Human, Shapechanger)	Small Humanoid (Human, Shapechanger)	Medium Humanoid (Human, Shapechanger)
Hit Dice:	1d8+1 plus 1d8+2 (12 hp)	1d8+1 plus 1d8+2 (12 hp)	1d8+1 plus 1d8+2 (12 hp)
Initiative:	+0	+3	+3
Speed:	30 ft. (6 squares)	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares)
Armor Class:	15 (+2 natural, +2 leather, +1 buckler), touch 10, flat-footed 15	17 (+1 size, +3 Dex, +3 natural), touch 14, flat-footed 14	16 (+3 Dex, +3 natural), touch 13, flat-footed 13
Base Attack/Grapple:	+1/+2	+1/-2	+1/+2
Attack:	Rapier +2 melee (1d6+1/18-20) or light crossbow +1 ranged (1d8/19-20)	Bite +6 melee (1d4+1 plus disease)	Rapier +5 melee (1d6+1/18-20) or light crossbow +4 ranged (1d8/19-20)
Full Attack:	Rapier +2 melee (1d6+1/18-20) or light crossbow +1 ranged (1d8/19-20)	Bite +6 melee (1d4+1 plus disease)	Rapier +4 melee (1d6+1/18-20) and bite -1 melee (1d6 plus disease); or light crossbow +4 ranged (1d8/19-20)
Space/Reach:	5 ft./5 ft.	5 ft./5 ft.	5 ft./5 ft.
Special Attacks:	—	Curse of lycanthropy, disease	Curse of lycanthropy, disease
Special Qualities:	Alternate form, rat empathy, low-light vision, scent	Alternate form, rat empathy, damage reduction 10/silver, low-light vision, scent	Alternate form, rat empathy, damage reduction 10/silver, low-light vision, scent
Saves:	Fort +5, Ref +2, Will +4	Fort +6, Ref +5, Will +4	Fort +6, Ref +5, Will +4
Abilities:	Str 13, Dex 11, Con 12, Int 10, Wis 11, Cha 8	Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8	Str 13, Dex 17, Con 14, Int 10, Wis 11, Cha 8
Skills:	Climb +0, Handle Animal +3, Hide +1, Listen +4, Move Silently +0, Spot +4, Swim +9	Climb +11, Handle Animal +3, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11	Climb +4, Handle Animal +3, Hide +5, Listen +4, Move Silently +4, Spot +4, Swim +9
Feats:	Alertness, Dodge, Iron Will [®] , Weapon Finesse [®]	(same as human form)	(same as human form)
Environment:	Any	Any	Any
Organization:	Solitary, pair, pack (6-10), or troupe (2-5 plus 5-8 dire rats)	(same as human form)	(same as human form)
Challenge Rating:	2	2	2
Treasure:	Standard	Standard	Standard
Alignment:	Always lawful evil	Always lawful evil	Always lawful evil
Advancement:	By character class	By character class	By character class
Level Adjustment:	+3	+3	+3

EXEMPLAR

An Exemplar is the leader of a wererat warren. An Exemplar generally holds his position through a combination of diplomatic and tactical skills and by possessing multiple shifter feats, which allow him to claim genetic superiority over other wererats. An Exemplar is not expected to participate in regular military operations; his task is to oversee general strategy. Fighting is a job for warriors or the oathkeeper.

Wererat Exemplar, Rogue 2/Shifter 5

CR 9; Medium Humanoid (human, shapechanger); HD 2d6+5d8+14+1d8+2; hp 50; Init +10 (+6 Dex, +4 Improved Initiative); Spd 30 ft.; AC 23 (+6 Dex, +3 natural, +4 +1 studded leather), touch 16, flat-footed 17; Base Atk +4; Grapple +4; Atk +1 rapier +11 melee (1d6+1), or Bite +11 melee (1d8+1), or light crossbow +10 ranged (1d8); Full Atk +1 rapier +11 melee (1d6+1) and Bite +6 melee (1d8); SA Curse of Lycanthropy, Disease (DC 12), sneak attack



+1d6; SQ Alternate Form, Damage Reduction 10/Silver, Evasion, Rat Empathy, Scent; AL LE; SV Fort +7, Ref +15, Will +6; Str 11, Dex 22, Con 14, Int 14, Wis 12, Cha 15.

Skills: Balance +8, Bluff +12, Climb +14, Control Shape +9, Diplomacy +11, Gather Information +7, Hide +11, Intimidate +12, Jump +8, Knowledge (local) +12, Listen +13, Move Silently +9, Search +8, Sense Motive +6, Spot +13, Tumble +13. *Feats:* Alertness, Alternate Form (Rat), Combat Expertise, Fast Healing, Improved Disarm, Improved Initiative, Improved Lycanthropic Empathy, Iron Will, Lycanthropic Healing, Sense the True Shape, Swift Change, Weapon Finesse.

Equipment: +1 rapier, +1 studded leather, light crossbow, incidental items.

MOLE RAT

A mole rat is a wererat deep cover agent. Even in broods of natural wererats, mole rats are often normal humans who have been infected with lycanthropy and then returned to their positions. As a result, statistics can vary considerably; the leader of the thieves' guild will be considerably more talented than an innkeeper. These statistics are for a fairly mundane individual — an innkeeper, civil engineer, or government official.

Wererat Mole Rat, Expert 2

CR 3; Medium Humanoid (human, shapechanger); HD 2d6+2+1d8+2; hp 15; Init +3; Spd 30 ft.; AC 16 (+3 Dex, +3 natural), touch 13, flat-footed 13; Base Atk +1; Grapple +1; Atk dagger +4 melee (1d4), or bite +4 melee (1d4) or dagger +4 ranged (1d4); Full Atk dagger +4 melee (1d4) and bite -1 melee (1d4); SA Curse of Lycanthropy, Disease (DC 11); SQ Alternate Form, Damage Reduction 10/Silver, Rat Empathy, Scent; AL LE; SV Fort +3, Ref +6, Will +7; Str 10, Dex 17, Con 13, Int 12, Wis 10, Cha 12.

Skills: Bluff +6, Climb +11, Diplomacy +10, Disguise +6, Gather Information +6, Hide +6, Knowledge (local) +6, Listen +5, Move Silently +6, Sense Motive +5, Spot +5, and either Craft (specialty) +9 or Profession (specialty) +8. *Feats:* Alertness, Iron Will, Skill Focus (Profession or Craft), Weapon Finesse, and either Sense the True Shape or Plaguebearer.

Equipment: Dagger, incidental items.

OATHKEEPER

An oathkeeper is the commander of the military forces of a warren. These statistics are those of a skilled wererat commando; if you are dealing with an especially small warren, you might use the wererat warrior statistics for the oathkeeper and the unskilled statistics for his

troops. These statistics can also be used for the elite agents of the Oath of Flesh.

Wererat Oathkeeper, Rogue 4/Shifter 1

CR 7; Medium Humanoid (human, shapechanger); HD 4d6+1d8+10+1d8+2; hp 35; Init +9 (+5 Dex, +4 Improved Initiative); Spd 30 ft.; AC 21 (+5 Dex, +3 natural, +3 masterwork studded leather), touch 15, flat-footed 16; Base Atk +3; Grapple +5; Atk masterwork rapier +9 melee (1d6+2), or bite +8 melee (1d6+2), or light crossbow +8 ranged (1d8); Full Atk masterwork rapier +9 melee (1d6+2) and bite +3 melee (1d6+2); SA Curse of Lycanthropy, Disease (DC 14), sneak attack +2d6; SQ Alternate Form, Damage Reduction 10/Silver, Evasion, Rat Empathy, Scent, Uncanny Dodge; AL LE; SV Fort +6, Ref +13, Will +5; Str 14, Dex 20, Con 14, Int 13, Wis 11, Cha 11.

Skills: Balance +10, Bluff +7, Climb +13, Disable Device +8, Disguise +6, Hide +12, Jump +9, Listen +7, Move Silently +12, Open Lock +12, Search +10, Sense Motive +7, Spot +7, Tumble +14. *Feats:* Ability Focus (Disease), Alertness, Combat Expertise, Improved Initiative, Iron Will, Weapon Finesse, plus two of: Plaguebearer, Sense the True Shape, Swift Change, or Venomous Bite

Equipment: Dagger, masterwork rapier, masterwork studded leather armor, light crossbow, incidental items.

RATCALLER

Ratcallers are wererat priests who channel the spirit of the Rat. While religion does not play a major role in wererat society, Ratcallers will respond to threats to a warren and often provide mystical support in combat actions. This Ratcaller has access to the Animal and Trickery domains. These stats can also be used for Choir Lords of Quiet Ones warrens.

Wererat Ratcaller, Cleric 5/Shifter 1

CR 8; Medium Humanoid (human, shapechanger); HD 6d8+12+1d8+2; hp 46; Init +4; Spd 30 ft.; AC 21 (+4 Dex, +3 natural, +4 masterwork chain shirt), touch 14, flat-footed 17; Base Atk +3; Grapple +4; Atk dagger +7 melee (1d4+1), or bite +7 melee (1d6+1), or light crossbow +7 ranged (1d8); Full Atk dagger +7 melee (1d4+1) and bite +2 melee (1d4); SA Curse of Lycanthropy, Disease (DC 12); SQ Alternate Form, Damage Reduction 10/Silver, Rat Empathy, Scent; AL LE; SV Fort +9, Ref +9, Will +10; Str 12, Dex 18, Con 14, Int 10, Wis 15, Cha 10

Skills: Bluff +7, Climb +11, Concentration +10, Diplomacy +8, Disguise +5, Hide +5, Knowledge (nature) +6, Listen +4, Move Silently +3, Spot +4. *Feats:* Alertness,



Alternate Form (Rat), Combat Casting, Improved Lycanthropic Empathy, Iron Will, Swarm Master, Weapon Finesse

Equipment: Dagger, light crossbow, masterwork chain shirt, incidental items.

Spells Prepared (5/5/4/2): 0-level — cure minor wounds x2, detect magic, resistance x2; 1st level — disguise self, cure light wounds x2, doom, shield of faith; 2nd level — augury, death knell, hold person, invisibility; 3rd level — contagion, dominate animal.

SHIFTER

The wererat Weavers are constantly working to improve their species. Their mystical experiments have resulted in wererats with unusual enhanced abilities. Shifters serve as specialized spies or animal handlers.

Wererat Shifter, Shifter 2

CR 4; Medium Humanoid (human, shapechanger); HD 2d8+4+1d8+2; hp 20; Init +4; Spd 30 ft.; AC 20 (+4 Dex, +3 natural, +3 masterwork studded leather armor), touch 14, flat-footed 16; Base Atk +1; Grapple +1; Atk masterwork rapier +7 melee (1d6), or bite +5 melee (1d6), or light crossbow +5 ranged (1d8); Full Atk masterwork rapier +7 melee (1d6) and bite +0 melee (1d6); SA Curse of Lycanthropy, Disease (DC 12); SQ Alternate Form, Damage Reduction 10/Silver, Rat Empathy, Scent; AL LE; SV Fort +6, Ref +9, Will +4; Str 10, Dex 19, Con 14, Int 10, Wis 10, Cha 12.

Skills: Bluff +6, Climb +12, Control Shape +6, Disguise +4, Hide +10, Listen +2, Move Silently +10, Spot +2. *Feats:* Alertness, Dodge, Iron Will, Weapon Finesse, Weapon Focus (rapier), any three shifter feats.

Equipment: Dagger, masterwork rapier, masterwork studded leather armor, light crossbow, incidental items.

Here are a few common shifter feat packages:

Corruptor: Faceless, Infectious Bile, Trueblood.

Foulmouth: Filtheater, Plaguebearer, Venomous Bite.

Spy: Alternate Form (rat), Faceless, Improved Lycanthropic Empathy.

Survivor: Filtheater, Lycanthropic Healing, Swift Change.

Swarm Master: Alternate Form (rat), Improved Lycanthropic Empathy, Swarm Master.

WARRIOR

A typical wererat 'warrior' has neither the fighter nor warrior class; wererats value stealth and ambush tactics over direct combat, so the standard wererat soldier is actually

a rogue. Warrens maintain squads of warriors both for defense and to engage in acts of sabotage or theft.

Wererat Warrior, Rogue 1

CR 3; Medium Humanoid (human, shapechanger); HD 1d6+2+1d8+2; hp 12; Init +8 (+4 Dex, +4 Improved Initiative); Spd 30 ft.; AC 19 (+4 Dex, +3 natural, +2 leather armor), touch 14, flat-footed 15; Base Atk +0; Grapple +1; Atk rapier +4 melee (1d6+1), or bite +4 melee (1d4+1), or light crossbow +4 ranged (1d8); Full Atk rapier +4 melee (1d6+1) and bite -1 melee (1d4); SA Curse of Lycanthropy, Disease (DC 12), sneak attack +1d6; SQ Alternate Form, Damage Reduction 10/Silver, Rat Empathy, Scent; AL LE; SV Fort +4, Ref +8, Will +4; Str 12, Dex 19, Con 14, Int 10, Wis 10, Cha 10.

Skills: Balance +8, Climb +12, Disguise +4, Hide +8, Intimidate +4, Jump +5, Listen +6, Move Silently +8, Spot +6, Tumble +8. *Feats:* Alertness, Dodge, Improved Initiative, Iron Will, Weapon Finesse.

Equipment: Dagger, rapier, leather armor, light crossbow, incidental items.

WEAVER

Weavers devote their lives to creating new lifeforms, new wererat mutations, and new forms of disease. As these experiments can easily get out of hand, Weavers and their projects are spread between many warrens. However, Weavers generally remain hidden within the depths of a warren; they are only called into military service in desperate situations, and even then may choose to remain in hiding in order to protect their work.

Wererat Weaver, Shifter 1/Weaver 5

CR 8; Medium Humanoid (human, shapechanger); HD 1d8+5d4+12+1d8+2; hp 36; Init +4; Spd 30 ft.; AC 17 (+4 Dex, +3 natural), touch 14, flat-footed 13; Base Atk +2; Grapple +2; Atk rapier +6 melee (1d6), or bite +4 melee (1d6); Full Atk rapier +6 melee (1d6) and bite +1 melee (1d6); SA Curse of Lycanthropy, Disease (DC 12); SQ Alternate Form, Damage Reduction 10/Silver, Rat Empathy, Scent; AL LE; SV Fort +6, Ref +9, Will +9; Str 10, Dex 18, Con 14, Int 16, Wis 12, Cha 8.

Skills: Climb +12, Concentration +12, Control Shape +10, Heal +11, Intimidate +9, Hide +4, Knowledge (arcana) +13, Knowledge (nature) +13, Listen +3, Move Silently +5, Spellcraft +13, Spot +3. *Feats:* Alertness, Alternate Form (Rat), Brew Potion, Craft Wand, Fleshweaving, Improved Lycanthropic Empathy, Iron Will, Spell Focus (transmutation), Spell Mastery (*cure light wounds, blindness/deafness, contagion*), Weapon Finesse.



Equipment: Rapier, spellbook, wand of *hold person* (10 charges), two *potions of cure light wounds*, incidental items.

Spells Prepared (5/5/4/3): 0-level—daze, detect magic, detect poison, ghost sound, mage hand; 1st level—cure light wounds x2, enlarge person, ray of enfeeblement, reduce person; 2nd level—blindness/deafness, death knell, ghoul touch, invisibility; 3rd level—contagion, haste, slow.

FANGDANCERS

Most wererats stand between human and rat. When in hybrid form wererats will often use human armor and weapons to augment their combat abilities. Of course, this often prevents a wererat warrior from assuming his rat forms; a wererat who shifts into dire rat form must abandon all of his equipment at the point of transformation, a sacrifice some wererats aren't willing to make.

Ages ago, a number of particularly devout Ratcallers decided that this reliance on human equipment was preventing the spiritual evolution of the wererats—that a wererat should use the natural gifts of the Rat as opposed to the tools of humanity. This resulted in the Fangdancer, a militant monk who learns to strike his opponents with fist and fang. Fangdancers are typically found among the Quiet Ones, but the Oath of Flesh also trains Fangdancers; with his ability to shift from rat form into a fighting machine, a Fangdancer makes a deadly assassin.

Fangdancer Acolyte, Wererat Monk 1

These are statistics for a young Fangdancer, who is still learning the path. Fangdancer Acolytes are used in place of warriors in Quiet One warrens. These statistics are for a human acolyte in hybrid form. Flurry of Blows allows a Fangdancer Acolyte to make an additional unarmed attack as part of a full attack, with a -2 penalty to all attacks that round, including his bite attack.

CR 3; Medium Humanoid (shapechanger); HD 1d8+2+1d8+2; hp 11; Init +4; Spd 30 ft.; AC 18 (+4 Dex, +1 Wis, +3 natural), touch 15, flat-footed 13; Base Atk +0; Grapple +1; Atk unarmed +4 melee (1d6+1), or bite +4 melee (1d4+1); SA Curse of Lycanthropy, Disease (DC 12), Flurry of Blows, Stunning Fist (1/day, DC 11); SQ Alternate Form, Damage Reduction 10/Silver, Rat Empathy, Scent; AL LE; SV Fort +6, Ref +8, Will +7; Str 12, Dex 19, Con 14, Int 10, Wis 12, Cha 9.

Skills: Balance +6, Climb +12, Hide +9, Jump +8, Listen +3, Move Silently +9, Sense Motive +4, Spot +3, Tumble +11. *Feats:* Alertness, Dodge, Iron Will, Sense the True

Shape, Stunning Fist, Weapon Finesse.

Equipment: Incidental items.

Flurry of Blows: A Fangdancer Acolyte can make an additional unarmed attack as part of a full attack, with a -2 penalty to all attacks that round, including his bite attack.

Fangdancer Adept, Wererat Monk 6

A Fangdancer adept is a deadly warrior. These statistics could be used for an assassin of the Oath of Flesh or an oathkeeper in a Quiet One warren.

CR 8; Medium Humanoid (human, shapechanger); HD 6d8+12+1d8+2; hp 46; Init +9 (+5 Dex, +4 Improved Initiative); Spd 50 ft.; AC 21 (+5 Dex, +2 Wis, +3 natural, +1 monk), touch 18, flat-footed 13; Base Atk +4; Grapple +5; Atk unarmed strike +10 melee (1d8+1) or bite +9 melee (1d4+1), or dagger +9 melee/ranged (1d4+1); Full Atk unarmed strike +10 melee (1d8+1) and bite +4 melee (1d4); SA Curse of Lycanthropy, Flurry of Blows, *Ki* Strike (magic), Stunning Fist (6/day, DC 15); SQ Alternate Form, Damage Reduction 10/Silver, Evasion, Purity of Body, Rat Empathy, Scent, Slow Fall 30 ft., Still Mind; AL LE; SV Fort +9, Ref +10, Will +9; Str 12, Dex 20, Con 14, Int 10, Wis 14, Cha 9.

Skills: Balance +13, Climb +12, Hide +14, Jump +13, Listen +3, Move Silently +14, Sense Motive +4, Spot +3, Tumble +18. *Feats:* Alertness, Combat Reflexes, Improved Disarm, Improved Initiative, Sense the True Shape, Stunning Fist, Swift Change, Weapon Finesse, Weapon Focus (unarmed).

Equipment: *Periapt of wisdom* +2, incidental items.

Flurry of Blows: A Fangdancer Adept can make an additional unarmed attack as part of a full attack, with a -1 penalty to all attacks that round, including his bite attack.

Appendix II: Weaver Creations

This chapter provides details on a few of the inventions of the Weavers—the strange beasts that serve the wererats as spies and weapons.

DRACONIAN WERERAT

The wererat Weavers of the Asyra brood are constantly seeking to graft new abilities into the mutable blood of the wererat. Since the creation of the dragon rat, the



Asyra have been trying to weave draconian powers into an actual wererat. So far, they have had only partial success. The draconian wererat is a humanoid creature that combines traits of both dragon and wererat. Possessing the lycanthropic resistance to injury and the raw power of a dragon, the draconian wererat is a deadly foe. However, in the process the creature loses its ability to shift shape, and its intelligence is limited; draconian wererats typically need to be controlled by Asyra ratmasters.

A typical draconian wererat is a humanoid creature, slightly over eight feet in height. It has a long, serpentine neck with a ratlike head perched on the end. Its thick green skin alternates scales and patches of rough green fur. It possesses powerful claws on its hands and a mouth full of vicious teeth. It moves with amazing speed and grace for a creature of its size.

At the moment, draconian wererats are extremely rare. They are more difficult to train than dragon rats, and as a result they are typically used as weapons of war as opposed to guards. As the Asyra continue their work, they may develop a more intelligent draconian wererat that has the ability to shift its form — such a creature could be a deadly surprise!

Draconian Wererat

(Large Dragon)

Hit Dice:	8d12+32 (84 hp)
Initiative:	+8 (+4 Dex, +4 Improved Initiative)
Speed:	30 ft., fly 40 ft. (Clumsy)
Armor Class:	20 (-1 size, +4 Dex, +7 natural)
Base Attack/Grapple:	+8/+19
Attack:	Bite +14 melee (1d8+7)
Full Attack:	Two claws +12 melee (1d6+3) and bite +14 melee (1d8+7)
Face/Reach:	10 ft. by 10 ft./10 ft.
Special Attacks:	Breath Weapon
Special Qualities:	Acid immunity, scent, darkvision 60 ft., immunity to paralysis and magic sleep effects, low-light vision, DR 5/silver
Saves:	Fort +10, Ref +10, Will +6
Abilities:	Str 24, Dex 18, Con 18, Int 3, Wis 10, Cha 8
Skills:	Listen +8, Spot +8
Feats:	Hover, Improved Initiative, Multiattack
Climate/Terrain:	Any Land and Underground
Organization:	Patrol (1 draconian wererat and 1 wererat handler)
Challenge Rating:	6
Treasure:	None
Alignment:	Always lawful evil
Advancement:	9-16 HD (Large)

Draconian wererats possess the following special abilities and qualities:

Breath Weapon (Ex): Once per day, a draconian wererat can exhale a 30 foot cone of corrosive gas. This inflicts 6d6 damage to all within the area of effect. Victims who succeed at a Reflex save (DC 18) take half damage.

Disease (Ex): The bite of a draconian wererat can infect its target with filth fever. This has an incubation period of 1d3 days and requires a Fortitude save of DC 18. The disease inflicts 1d3 temporary Dexterity and 1d3 temporary Constitution damage every time the victim fails his saving throw.

DRAGON RAT

A recent invention of the Asyra Weavers, the dragon rat is a living war machine. After decades of work, the Asyra merged the qualities of a green dragon into a breed of exceptionally large dire rats. A dragon rat is the size of a wolfhound; it has the general appearance of a dire rat, but its torso is longer and more heavily muscled than a normal rat. It has a light coat of fur, but its thick green hide can be seen beneath the fur and a small, leathery green crest runs along its spine. In battle a dragon rat tears into opponents with its fangs and vicious talons. If it is alone it will use its breath weapon immediately, attempting to catch as many opponents in the cone as possible; if it is accompanied by a wererat handler, it will only use its breath weapon if ordered to do so.

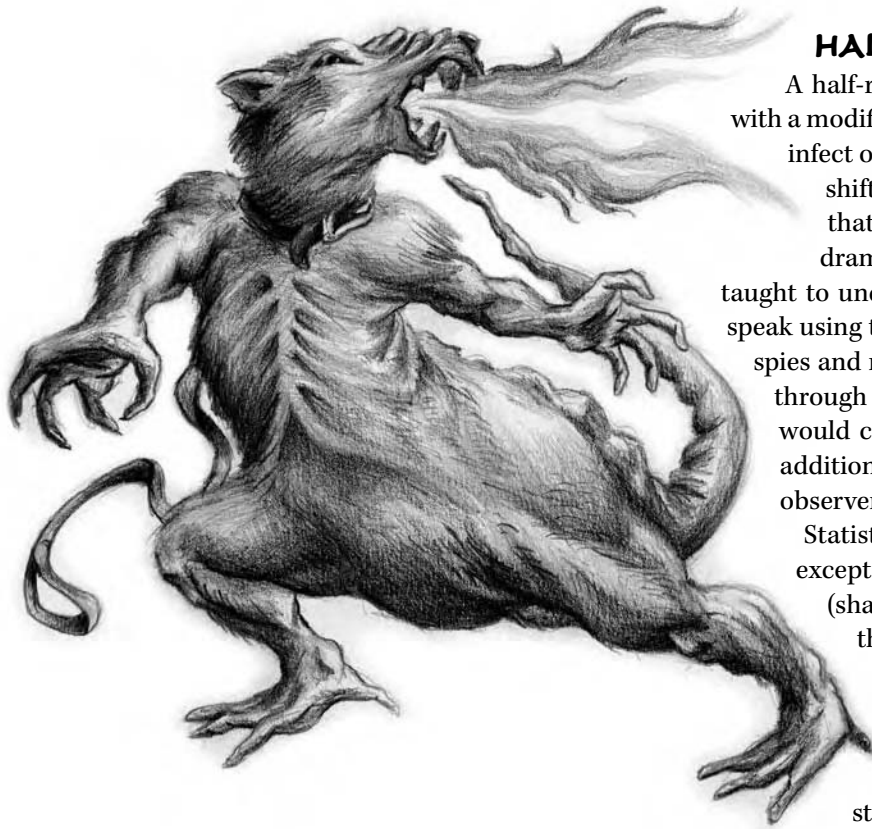
Dragon rats are found guarding important Asyra mazes and are used in Asyra military operations, but have not yet been replicated by any of the other broods. While the other Weavers struggle to replicate the work of the Asyra, the creators of the dragon rat have already managed to graft draconic attributes onto wererats themselves.

Dragon Rat

Medium Dragon

Hit Dice:	6d12+18 (57 hp)
Initiative:	+6 (+2 Dex, +4 Improved Initiative)
Speed:	40 ft., climb 20 ft.
Armor Class:	17 (+2 Dex, +5 natural), touch 12, flat-footed 15
Base Attack/Grapple:	+6/+12
Attack:	Claw +12 melee (1d4+3) or bite +12 melee (1d6+6)
Full Attack:	2 claws +10 melee (1d4+3) and bite +12 melee (1d6+6)
Space/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Breath weapon, disease





HALF-RATS AND TRIGATS

A half-rat is a normal rat that has been infected with a modified strain of lycanthropy. A half-rat cannot infect other creatures with lycanthropy, but it can shift between the form of a normal rat and that of a dire rat, and its natural intelligence is dramatically increased. Half-rats can be taught to understand human speech and can learn to speak using the wererat Brood codes. They are used as spies and messengers, using their tiny forms to pass through areas where the dire rat form of a wererat would cause alarm. Some half-rats are bred with additional abilities that increase their value as observers or weapons.

Statistically, half-rats are identical to dire rats, except that their creature type is Magical Beast (shapechanger), their Intelligence is 5, and they gain the following abilities.

Alternate Form (Su): A half-rat can shift forms, just like a lycanthrope. Its natural form is that of a tiny rat, but it can assume the form of a dire rat as a standard action.

Damage Reduction (Ex): Half-rats possess DR 3/silver while in dire rat form.

Bonus Feat: A half-rat gains one of the following feats as a bonus feat: Filtheater, Improved Healing, Plaguebearer, Sense the True Shape, Strong Jaws, Venomous Bite.

Challenge Rating: 1

Trigats are an example of the Weavers' flair for creating living weapons. A trigat is a tiger infected with lycanthropy so it can assume the form of a tiny rat or dire rat. Trigats are used in assassinations; the trigat uses its tiny form to reach its target, and then transforms to its tiger form to tear its victim to pieces. The stats below represent the trigat in its tiger form. In dire rat or tiny rat form it loses its claw attacks and its bite deals less damage, but it gains the Disease ability (DC 17).

Trigat

Large Magical Beast (shapechanger); HD 7d8+28; hp 59; Init +2; Spd 40 ft.; AC 17 (-1 size, +5 Dex, +3 natural); Base Atk +5; Grapple +15; Atk claw +10 melee (1d8+6); Full Atk 2 claws +10 melee (1d8+6) and bite +5 melee (2d6+3); SA improved grab, pounce, rake 1d8+3, SQ DR 5/silver; AL LE; SV Fort +8, Ref +7, Will +3; Str 23, Dex 21, Con 19, Int 6, Wis 12, Cha 6; Skills: Balance +7, Hide +5, Listen +3, Move Silently +10, Spot +3, Swim +11; Feats:

Special Qualities:	Acid immunity, scent, darkvision 60 ft., immunity to paralysis and magic sleep effects, low-light vision
Saves:	Fort +8, Ref +7, Will +6
Abilities:	Str 22, Dex 15, Con 16, Int 3, Wis 12, Cha 6
Skills:	Climb +14, Hide +7, Listen +8, Move Silently +8, Spot +8
Feats:	Alertness, Improved Initiative, Multiattack
Climate/Terrain:	Underground
Organization:	Solitary or Patrol (1 dragon rat with 2-6 wererats)
Challenge Rating:	4
Treasure:	None
Alignment:	Always lawful evil
Advancement:	7-9 HD (Medium); 10-14 HD (Huge)

Dragon rats possess the following special abilities and qualities:

Breath Weapon (Ex): Once per day, a dragon rat can exhale a 30 foot cone of corrosive gas. This inflicts 6d6 points of damage to all within the area of effect. Victims who succeed at a Reflex save (DC 16) take half damage.

Disease (Ex): The bite of a dragon rat can infect its target with filth fever. This has an incubation period of 1d3 days and requires a Fortitude save of DC 16. The disease inflicts 1d3 temporary Dexterity and 1d3 temporary Constitution damage every time the victim fails his saving throw.



Alertness, Improved Natural Attack (bite), Improved Natural Attack (claw); Challenge Rating 6.

Trigats have a +4 racial bonus to Balance, Hide, and Move Silently checks. In areas of tall grass or heavy undergrowth, the Hide bonus improves to +8 in tiger form. So trigats are bred to be camouflaged instead in urban settings, possessing a strange gray and brown mottled pattern.

REDTOOTH TROLL

The wererats of the Redtooth brood were created by the Asyra Weavers. The orcs and goblins of these Redteeth managed to overpower their captors and escape from the research facility where they were being tortured. In recent years, a few Redtooth adepts have begun to replicate the experiments they observed during the Asyra captivity. These adepts lack the skill and sophistication of Weavers, but they have had a few successes — the most notable of which is the Redtooth troll.

The Redtooth troll is a troll afflicted with wererat lycanthropy. The beast cannot infect others, but it makes a formidable foe in combat. Further, its ratlike nature makes it vulnerable to Rat Empathy — a critical factor that allows Redtooth handlers to keep these creatures under control.

In hybrid form, a Redtooth troll is giant caricature of a normal wererat. In spite of its bent spine and hunched posture — even more stooped than that of a normal troll — it still stands almost 9 ft in height. For the most part it is completely hairless, revealing rubbery gray skin; occasionally there are patches that appear to be covered by fur, but these are actually fleshy fibers that writhe and flex. It has the head of a dire rat, but its eyes are yellow and seem to bulge out of their sockets, and its snout is filled with oversized, jagged teeth. Like a regular troll, its arms are long and drag about on the ground, and its gangly form belies its immense strength and speed.

	Wererat, Troll Form	Wererat, Dire Rat Form	Wererat, Hybrid Form
	Large Giant (Shapechanger)	Medium Giant (Shapechanger)	Large Giant (Shapechanger)
Hit Dice:	6d8+36 plus 4d8+12 (93 hp)	6d8+36 plus 4d8+12 (93 hp)	6d8+36 plus 4d8+12 (93 hp)
Initiative:	+2	+5	+5
Speed:	30 ft. (6 squares)	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares)
Armor Class:	16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14	20 (+5 Dex, +5 natural), touch 15, flat-footed 15	19 (-1 size, +5 Dex, +5 natural), touch 14, flat-footed 14
Base Attack/Grapple:	+7/+18	+7/+14	+7/+18
Attack:	Claw +13 melee (1d6+7)	Bite +14 melee (1d6+7)	Claw +13 melee (1d6+7)
Full Attack:	2 claws +13 melee (1d6+7) and bite +8 melee (1d6+3)	Bite +14 melee (1d6+7)	2 claws +13 melee (1d6+7) and bite +8 melee (1d6+3)
Space/Reach:	10 ft./10 ft.	10 ft./10 ft.	10 ft./10 ft.
Special Attacks:	Rend 2d6+10, curse of lycanthropy, disease	Curse of lycanthropy, disease	Rend 2d6+10, curse of lycanthropy, disease
Special Qualities:	Alternate form, darkvision 90 ft., rat empathy, regeneration 5, low-light vision, scent	Alternate form, darkvision 90 ft., DR 5/silver, rat empathy, regeneration 5, low-light vision, scent	Alternate form, darkvision 90 ft., DR 5/silver, rat empathy, regeneration 5, low-light vision, scent
Saves:	Fort +15, Ref +8, Will +8	Fort +16, Ref +11, Will +8	Fort +16, Ref +11, Will +8
Abilities:	Str 24, Dex 14, Con 23, Int 6, Wis 11, Cha 6	Str 24, Dex 20, Con 25, Int 6, Wis 11, Cha 6	Str 24, Dex 20, Con 25, Int 6, Wis 11, Cha 6
Skills:	Listen +7, Spot +8	Listen +7, Spot +8	Listen +7, Spot +8
Feats:	Alertness, Cleave, Improved Bull Rush, Iron Will [®] , Power Attack, Track, Weapon Finesse [®]	(same as troll form)	(same as troll form)
Environment:	Cold mountains	Cold mountains	Cold mountains
Organization:	Solitary, gang (2-4), or warband (3-6 plus 8-15 wererats)	(same as troll form)	(same as troll form)w
Challenge Rating:	8	8	8
Treasure:	Standard	Standard	Standard
Alignment:	Always lawful evil	Always lawful evil	Always lawful evil
Advancement:	By character class	By character class	By character class
Level Adjustment:	+7	+7	+7



Combat

Alternate Form (Su): A wererat can assume a bipedal hybrid form or the form of a medium dire rat.

Disease (Ex): Filth fever; bite, Fortitude DC 19, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Rend (Ex): If a Redtooth troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+10 damage.

Regeneration (Ex): Fire and acid deal normal damage to a Redtooth troll.

Rat Empathy (Ex): Communicate with rats and dire rats, and +4 racial bonus on Charisma-based checks against rats and dire rats.

Skills: A wererat in rat or hybrid form uses its Dexterity modifier for Climb or Swim checks. It has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Wererats have a +8 racial bonus on Swim checks from their dire rat form.

OTHER CREATURES

Wererat Weavers—particularly the mystics of the Asyra brood—are constantly creating new horrors. The dragon rat and the trigat are two examples of how far they can go, but many of their creations are less colorful. A *serpent rat* is a dire rat that possesses Venomous Bite as a bonus feat. *Plaguebearers* are rats that possess the feat of the same name, and are favored tools of the Dorian brood. Bear in mind that wererats prefer to keep a low profile, so bizarre creatures like a dragon rat or a rat-troll hybrid would be kept hidden in the darkness.

Dorian Plagues

The Dorian brood is one of the most dangerous of the wererat clans. For centuries they have studied mystical diseases in a quest to perfect lycanthropy itself. In the process they have developed terrible biological weapons. These mystical afflictions have many advantages over their mundane counterparts:

- A magical plague is extremely difficult to treat through mundane methods. When a character attempts to treat a magical plague using the Heal skill, his skill check has a –4 penalty. However, most magical plagues do have underlying flaws that those familiar with fleshweaving techniques can take

advantage of. A character with the Fleshweaving feat ignores the –4 penalty. A character without Fleshweaving may attempt a Knowledge (arcana) check (DC 26) to negate the penalty.

- Magical plagues can be cured by *remove disease* or *break enchantment*, followed by *remove disease*. *Dispel magic* is not effective.
- Magical plagues can be targeted to only affect certain types of individuals. A magical plague can be keyed to affect people of a certain race, gender, or age, or even stranger traits—like the possession of sorcerer abilities. For example, an airborne infection could be set to only affect female elves over 100 year of age. A character who doesn't meet the requirements of a plague can still carry it; he simply won't show any symptoms. If an individual is a carrier, the gamemaster should make saving throws for him to see if he manages to fight off the infection, even if he doesn't know that he is infected.
- Magical plagues can also be given unusual vectors of infection. In addition to the standard methods (ingestion, inhalation, injury, and contact), the Dorians have created sexually transmitted diseases, emotionally transmitted diseases (a psychic vector that transmits the disease to individuals whom the victim feels a particular emotion towards), and plagues that are transferred to anyone the victim casts a spell on—a particularly cruel trick to play upon a priest, who will infect people as he heals them. If you can think of a strange method of transmission, the Dorians have probably thought of it too.
- Many magical plagues can be transmitted during the incubation period, before a victim has shown any symptoms of the disease. This can make it extremely difficult to track the source of a particular plague.

Burning Plague

Infection Method: Injury or Contact. **DC:** 18. **Incubation:** 1d3 day. **Damage:** 1d6 Con.

The Burning Plague is traditional wererat weapon; the Dorian Weavers have created variants that target specific races, but most broods have a few plaguebearers holding the basic form of the plague. The disease is usually released through rats and fleas, but can also be spread through contact with a victim. It manifests as a vicious fever; red welts spread across the victim's



body, occasionally bursting and releasing contaminated blood and pus.

Foulmouth Fever

Infection Method: Inhaled. *DC:* 14. *Incubation:* 1 day. *Damage:* 1d3 Con + 1d4 Cha

Foulmouth fever is an airborne disease that affects the victim's mind. The symptoms include a high fever and remarkably bad breath, but the most notable symptom is odd social behavior. A victim of foulmouth fever spews obscenities without noticing what he is doing; he also loses the ability to control the volume of his voice and tends to shout. Initially these problems only occur when the victim tries to speak; as the disease progresses, the victim will constantly rave, shouting filth at the top of his lungs.

Once a victim has lost four points of Charisma to foulmouth fever, it becomes difficult for him to cast spells requiring verbal components; in order to cast the spell without swearing and breaking the incantation, he must succeed at a Concentration check (DC 12 + the number of points of Charisma he has lost to the disease).

Magebane

Infection Method: Spellcasting. *DC:* 16. *Incubation:* 1d6 days. *Damage:* 1d4 Int + 1d4 Wis.

Dorian Weavers created magebane to cripple communities that rely on priests and other spellcasters. Magebane has a slow incubation period, but it is viable and can be transmitted during this time. Whenever a victim casts a spell, the target of the spell must make a separate Fortitude check to see if he is infected with magebane. When the disease finally strikes, its effects are powerful and disturbing; victims are overcome with delirium and terrible hallucinations. Within days, a victim is stripped of his reason and becomes a virtual vegetable.

Magebane can be targeted to affect a certain group—for example, elves. However, it can still be carried and transmitted by other creatures; the carriers just won't display any symptoms.

Magic Items

Most who know of the Weavers think of them as mystical geneticists; the monsters of the Asyra and the Dorian plagues are certainly their most spectacular creations.

But Weavers can enchant wood and steel as well as flesh. This section looks at two magic items found among the wererats.

Magic Item Special Ability: Ratbone

One of the greatest problems for a wererat spy is the fact that shifting to rat form forces him to leave all of his human equipment behind. Graykin Weavers developed *ratbone* items as a solution to this problem, and the Pindar and Oath of Flesh were quick to steal this discovery.

A *ratbone* item is designed to shift forms with a lycanthrope. When a lycanthrope shifts from human or hybrid form into his animal form, any *ratbone* items that he is carrying are absorbed into his body and disappear. Items absorbed this way have no effect, so armor does not protect, and magic items do not grant their benefits. The size of the original object does not matter, except that a lycanthrope cannot absorb an item if its weight would put him over his maximum heavy load. If a lycanthrope is killed in animal form, he will return to his human form and any *ratbone* objects will reappear.

The *ratbone* ability can be applied to any object, or to a collection of objects, like a suit of clothes.

Despite the name, *ratbone* items will work for any sort of lycanthrope. As an additional bonus, *ratbone* weapons ignore lycanthropic damage reduction as if they were silver. This ability does not transfer to missiles fired from a *ratbone* bow, crossbow, or sling.

Caster Level: 8th; *Weight:* —; *Prerequisites:* Craft Wondrous Item, Fleshweaving, *polymorph*; *Market Price:* 500 gp.

Magic Weapon: Prison Of Flesh

This weapon is a creation of the Oath of Flesh, whose members dedicate their lives to the eradication of other lycanthropes. A *prison of flesh* is a battle dart with a black shaft and a silver head inscribed with mystical runes. For combat purposes, it is treated as a +1 *shuriken*. When it hits a lycanthrope in hybrid or animal form, its true power is revealed. The victim is immediately forced into her human shape, and cannot shift form for 1d6 rounds. After this time has passed, she can take a standard action to attempt to shift form; this requires a successful Will save or Control Shape check (DC 23). When she successfully makes the check, she regains full control of her abilities. After the dart strikes its target, it shatters.

Caster Level: 9th; *Weight:* —; *Prerequisites:* Craft Magic Arms or Armor, Fleshweaving, *baleful polymorph*; *Market Price:* 4,200 gp.

