DUALINK

Malenia, Blade of Miquella

BBEG



Elden Ring Sote Edition

Malenia, Blade of Miquella

Medium humanoid (demigod), lawful neutral

Armor Class: 19 (unalloyed armor; up to 22 with Unbroken Flow)
Hit Points: 315 (30d8 + 180)
Speed: 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	28 (+9)	22 (+6)	16 (+3)	20 (+5)	18 (+4)

Saving Throws: Str +12, Dex +16, Con +13, Wis +12
Skills: Acrobatics +16, Athletics +12, Insight +12, Perception +12
Damage Resistances: necrotic; bludgeoning, piercing, and slashing from nonmagical attacks
Damage Immunities: poison
Condition Immunities: charmed, exhausted, frightened, poisoned
Senses: blindsight 30 ft., darkvision 120 ft., passive Perception 22
Languages: Common, Celestial
Challenge: 24 (62,000 XP)

Demigod's Armament. Malenia's weapon attacks are magical. Her attacks and other abilities ignore resistance to slashing damage.

Evasion. If Malenia is subjected to an effect that allows her to make a Dexterity saving throw to take only half damage, she instead takes no damage if she succeeds and only half damage if she fails.

Legendary Resistance (3/Day). If Malenia fails a saving throw, she can choose to succeed instead.

Malenia's Great Rune. Whenever

Malenia deals slashing or piercing damage to one or more hostile creatures with her prosthetic blade or Waterfowl Dance, she regains hit points equal to half the damage dealt to one creature of her choice, to a maximum of 15 hit points. She can regain hit points from each separate attack or flurry, but not from damaging objects, constructs she created, or creatures that were already at 0 hit points.

Unbroken Flow. Malenia begins combat with no Flow and can have a maximum of 3 Flow points. Certain abilities require her to spend Flow points. At the start of her turn, Malenia gains 1 Flow point if she has taken no damage since the start of her previous turn. Once per round, she can also gain 1 Flow point when an attack misses her by 5 or more, or when Evasion causes her to take no damage from an effect.

Whenever Malenia takes damage, she loses 1 Flow point. She cannot lose more than 1 Flow point during the same creature's turn. For each Flow point Malenia has, she gains a +1 bonus to AC.

Malenia cannot gain Flow while performing Waterfowl Dance. When she begins Waterfowl Dance, she can spend up to 3 Flow points, performing one flurry for each point spent.

Unyielding Poise. Malenia has advantage on saving throws against being knocked prone, restrained, stunned, or moved against her will. If she succeeds on a saving throw

against one of these effects, she can immediately move up to 10 feet without provoking opportunity attacks. This movement does not grant Flow.

Blind Swordswoman. Malenia cannot be blinded, and her attack rolls do not suffer disadvantage from attacking creatures she cannot see, provided they are within her blindsight. She cannot perceive creatures or objects beyond her blindsight while she is both blinded and deafened.

Actions

Multiattack. Malenia makes five attacks, using any combination of ***Prosthetic Blade***, ***Lunging Thrust***, and ***Unalloyed Kick***. She can use Lunging Thrust and Unalloyed Kick only once each during this Multiattack.

Prosthetic Blade. *Melee Weapon Attack:* +16 to hit, reach 10 ft., one target. *Hit:* 22 (3d8 + 9) slashing damage.

Lunging Thrust. Malenia moves up to 20 feet in a straight line without provoking opportunity attacks before making the following attack. *Melee Weapon Attack:* +16 to hit, reach 15 ft., one target. *Hit:* 31 (4d10 + 9) piercing damage. If Malenia moved at least 15 feet immediately before hitting, the attack deals an additional 7 (2d6) piercing damage.

Unalloyed Kick. *Melee Weapon Attack:* +16 to hit, reach 5 ft., one target. *Hit:* 18 (2d8 + 9) bludgeoning damage, and the target must succeed on a DC 21 Strength saving throw or be pushed up to 15 feet

away from Malenia and knocked prone. On a successful save, the target is pushed only 5 feet and is not knocked prone.

Impaling Ascent (Recharge 5–6). Malenia sweeps her blade upward in a 15-foot cone. Each creature in that area must make a DC 21 Dexterity saving throw, taking 36 (8d8) slashing damage and being launched 20 feet into the air on a failed save. On a successful save, a creature takes half as much damage and is not launched.

A launched creature remains suspended until the end of Malenia's turn. Malenia can then move to an unoccupied space within 5 feet of one launched creature and make one Prosthetic Blade attack against it. If this attack hits, it deals an additional 18 (4d8) piercing damage. The creature then falls, taking falling damage and landing prone as normal.

Waterfowl Dance

Malenia spends between 1 and 3 Flow points, performing one flurry for each point spent. She spends all the Flow when the dance begins and cannot gain Flow until the dance ends. Movement made as part of Waterfowl Dance does not provoke opportunity attacks.

The first flurry occurs immediately. If Malenia spent at least 2 Flow, the second flurry occurs at the end of the next creature's turn. If she spent 3 Flow, the final flurry occurs at the end of the following creature's turn. Malenia cannot take reactions or legendary actions between these

flurries.

Malenia can move through other creatures' spaces during the dance, though she cannot end this movement there.

First Flurry: Encircling Rush. Malenia moves up to 30 feet toward a creature she can see. Each creature within 10 feet of her at the end of this movement must make a DC 21 Dexterity saving throw, taking 27 (6d8) slashing damage on a failed save, or half as much damage on a successful one. The creature Malenia moved toward has disadvantage on this saving throw if it was within 10 feet of her when she began moving.

Second Flurry: Crossing Pursuit. Malenia moves up to 40 feet toward a point she can see. She can change direction during this movement. Each creature whose space she passes within 5 feet of must make a DC 21 Dexterity saving throw, taking 27 (6d8) slashing damage on a failed save, or half as much damage on a successful one. A creature makes this saving throw only once during the flurry.

Final Flurry: Waterfowl's End. Malenia moves up to 40 feet and then unleashes a storm of blades. Each other creature within 15 feet of her must make a DC 21 Dexterity saving throw, taking 36 (8d8) slashing damage on a failed save, or half as much damage on a successful one.

The slashes linger momentarily. At the beginning of Malenia's next turn, each creature still within 15

feet of her must repeat the saving throw, taking 18 (4d8) slashing damage on a failed save, or half as much damage on a successful one. The dance then ends.

Bonus Actions

Flowing Step. Malenia moves up to half her speed without provoking opportunity attacks. If she has at least 1 Flow point, she can instead move up to her full speed.

Feinting Advance. Malenia moves up to 15 feet toward a creature she can see and adopts a deceptive posture. The next Prosthetic Blade attack she makes against that creature before the end of her turn has advantage. On a hit, the attack does not trigger opportunity attacks from the target for the remainder of that turn.

Blade's Reposition. After Malenia hits a creature with a melee attack, she moves that creature up to 5 feet to another unoccupied space within her reach. Malenia can then move into the space the creature vacated. Neither movement provokes opportunity attacks.

Reactions

Scarlet Retaliation. When a creature within Malenia's reach misses her with an attack, she makes one Prosthetic Blade attack against it. On a hit, Malenia can move up to 10 feet without provoking opportunity attacks.

Deflecting Steel. When Malenia is hit by a weapon attack she can see, she adds 3 to her AC against that attack, potentially causing it to miss.

Malenia cannot use this reaction while she has 3 Flow points.

Legendary Actions

Malenia can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. Malenia regains spent legendary actions at the start of her turn.

Swift Slash. Malenia makes one Prosthetic Blade attack.

Flowing Pursuit. Malenia moves up to half her speed without provoking opportunity attacks. She can then make an Unalloyed Kick attack against one creature within her reach.

Lunging Thrust (Costs 2 Actions). Malenia uses Lunging Thrust.

Relentless Flurry (Costs 2 Actions). Malenia makes two Prosthetic Blade attacks against the same creature. If both attacks hit, that creature cannot take reactions until the end of its next turn.

Goddess of Rot

When Malenia is reduced to 0 hit points, she does not die or fall unconscious. Instead, the scarlet rot sealed within her blooms for a third and final time.

Malenia ends every condition and effect affecting her, regains 285 hit points, regains all uses of Legendary Resistance, and transforms into ***Malenia, Goddess of Rot***. Her maximum hit points become 285 for the remainder of the encounter.

She then gains 2 Flow points and

immediately uses ***Scarlet Aeonia***.

Scarlet Aeonia

Malenia rises into the air and descends upon a point she can see within 60 feet. This movement does not provoke opportunity attacks. Each other creature within 20 feet of that point must make a DC 21 Dexterity saving throw.

On a failed save, a creature takes 45 (10d8) slashing damage plus 45 (10d8) necrotic damage and gains 2 Scarlet Rot counters. On a successful save, it takes half as much damage and gains 1 Scarlet Rot counter.

A colossal scarlet flower blossoms in a 20-foot-radius sphere centered on Malenia and remains until the start of her next turn. The area within the flower is heavily obscured, difficult terrain, and permeated by Scarlet Rot. A creature that enters the flower for the first time on a turn or begins its turn there takes 18 (4d8) necrotic damage and gains 1 Scarlet Rot counter.

Until the flower disappears, Malenia's speed is 0, and she cannot take reactions or legendary actions. At the start of her next turn, the flower withers, these restrictions end, and a cloud of scarlet butterflies fills her space.

This transformation constitutes a mythic encounter. Defeating Malenia, Goddess of Rot awards an additional 62,000 XP.

Malenia retains her passive traits. Her Unbroken Flow trait is replaced by ***Putrescent Flow***.

Putrescent Flow. Malenia begins

this form with 2 Flow points and can have a maximum of 3.

At the start of her turn, she gains 1 Flow point if either of the following is true:

- She has taken no damage since the start of her previous turn.
- No hostile creature is within 10 feet of her.

Once per round, she can also gain 1 Flow point when an attack misses her by 5 or more, or when Evasion causes her to take no damage.

Whenever Malenia takes damage, she loses 1 Flow point. She cannot lose more than 1 Flow point during the same creature's turn. She cannot gain Flow while performing Waterfowl Dance.

For each Flow point Malenia has, her prosthetic blade and each flurry of Waterfowl Dance deal an additional 3 (1d6) necrotic damage. Her AC also increases according to her current Flow. When Malenia begins Waterfowl Dance, she can spend up to 3 Flow points, performing one flurry for each point spent.

Scarlet Rot. Certain abilities give creatures Scarlet Rot counters. A creature can have a maximum of 3 such counters.

At the start of each of its turns, a creature takes 5 necrotic damage for each Scarlet Rot counter it has. At the end of each of its turns, it can make a DC 21 Constitution saving throw, removing 1 counter on a success. All counters disappear after 1 minute.

When a creature reaches 3 Scarlet Rot counters, its counters are removed and it becomes ***Afflicted with Scarlet Rot*** for 1 minute. While afflicted:

- It takes 22 (4d10) necrotic damage at the start of each of its turns.
- Any hit points it regains are halved.
- It cannot gain Scarlet Rot counters.

At the end of each of its turns, the afflicted creature can repeat the DC 21 Constitution saving throw, ending the affliction on a success. *Greater restoration*, *heal*, or comparable magic also ends the affliction. Immunity to disease grants immunity to Scarlet Rot, but resistance or immunity to poison does not.

Rot-Bearing Strikes. Once per turn when Malenia deals necrotic damage to a creature with her prosthetic blade, that creature must succeed on a DC 21 Constitution saving throw or gain 1 Scarlet Rot counter.

A creature can be forced to make this saving throw only once during each of Malenia's turns, regardless of how many times she hits it.

Aura of the Scarlet Bloom. The ground within 10 feet of Malenia is difficult terrain for hostile creatures. A hostile creature that ends its turn within the aura must succeed on a DC 21 Constitution saving throw or gain 1 Scarlet Rot counter.

A creature that succeeds on this

saving throw is immune to the aura until the beginning of its next turn.

Wings of Rot. Malenia can hover and can move through the spaces of other creatures as if they were difficult terrain. The first time she enters a creature's space during a turn, that creature must succeed on a DC 21 Dexterity saving throw or take 9 (2d8) necrotic damage. A creature can take this damage only once per turn.

Malenia does not provoke opportunity attacks while flying upward, and her flight cannot be ended by being knocked prone.

Blooming Violence. When Malenia reduces a creature to 0 hit points or causes a creature to become Afflicted with Scarlet Rot, she regains 1 Flow point. If she already has 3 Flow points, she can instead move up to half her speed without provoking opportunity attacks.

She can benefit from this trait only once per round.

New Legendary Action

Phantom Dive (Costs 2 Actions). Malenia manifests a scarlet phantom and sends it diving through a point she can see within 60 feet. Each creature in a 30-foot-long, 5-foot-wide line must make a DC 21 Dexterity saving throw, taking 18 (4d8) piercing damage plus 9 (2d8) necrotic damage on a failed save, or half as much damage on a successful one. A creature that fails the saving throw gains 1 Scarlet Rot counter.