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Mereoleona Vermillion

BBEG



Black Clover Edition

Mereoleona Vermillion

The Uncrowned Lioness

Medium humanoid (human), chaotic good

Armor Class 18 (Mana Skin)
Hit Points 209 (22d8 + 110)
Speed 40 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
22 (+6)	18 (+4)	20 (+5)	14 (+2)	18 (+4)	18 (+4)

Saving Throws Str +11, Con +10, Wis +9
Skills Acrobatics +9, Athletics +16, Insight +9, Intimidation +14, Perception +9, Survival +9
Damage Immunities fire
Condition Immunities frightened
Senses passive Perception 19
Languages Common
Challenge 16 (15,000 XP)

Legendary Resistance (2/Day). If Mereoleona fails a saving throw, she can choose to succeed instead. When she uses this trait, she loses 2 Inferno Points, to a minimum of 0.

Mana Skin. Mereoleona surrounds her body with a dense layer of protective magical energy, which is included in her Armor Class.

Fire Magic. Mereoleona manipulates powerful Fire Magic through her three-leaf grimoire, concentrating immense quantities of mana around her fists to deliver devastating attacks. Constitution is her spellcasting ability for her Fire Magic. Her spell save DC is 18, and she has a +10 bonus to spell attack rolls. Her Fire Magic attacks are magical.

Mana Zone. Mereoleona controls the ambient mana within 60 feet of herself, allowing her to sense magical energy and manipulate the surrounding battlefield. While she isn't incapacitated, she gains the following benefits.

Mana Awareness. Mereoleona knows the location of each creature within 30 feet of herself that is concentrating on a spell, provided the creature isn't behind total cover.

Aerial Movement. Mereoleona can use her Mana Zone to fly, as reflected in her flying speed.

Unrestricted Assault. Mereoleona can move through the spaces of hostile creatures that are Large or larger, treating those spaces as difficult terrain. She can't end her movement in another creature's space.

Reinforcement Magic. Mereoleona reinforces her body with mana, greatly enhancing her physical capabilities. She has advantage on Strength checks and Strength saving throws made to resist being grappled, knocked prone, or pushed against her will.

Reckless Ferocity. At the start of her turn, Mereoleona can throw aside all concern for her own safety and attack recklessly. Doing so gives her advantage on melee attack rolls during that turn, but attack rolls against her have advantage until the start of her next turn.

Unbreakable Lioness (1/Day). When Mereoleona would be reduced to 0 hit points but not killed

outright, she can instead drop to 1 hit point. She can immediately move up to 15 feet without provoking opportunity attacks. This movement requires no action. Mereoleona can't use this trait while incapacitated.

Special Resource - Inferno Points

Mereoleona's extraordinary fighting spirit allows her to draw increasing quantities of natural mana into her body. As the battle becomes more intense, her magical power grows, allowing her to unleash increasingly destructive techniques. This power is represented by **Inferno Points (IP)**.

Inferno Point Pool. Mereoleona begins combat with **3 Inferno Points** and can have a maximum of **10 Inferno Points**. She gains Inferno Points in the following ways.

Predatory Instinct. At the start of her turn, Mereoleona gains 1 Inferno Point if at least one hostile creature is within 15 feet of her.

Relentless Assault. The first time Mereoleona hits a creature with Calidos Brachium on her turn, she gains 1 Inferno Point.

Thrill of Battle. The first time each round that Mereoleona takes 15 or more damage from a single source, she gains 1 Inferno Point.

Mereoleona can't gain Inferno Points while incapacitated. She loses all remaining Inferno Points when combat ends.

Spending Inferno Points. Mereoleona can expend Inferno Points to activate certain actions,

bonus actions, reactions, and legendary actions. She can't use an ability if she doesn't have enough Inferno Points to pay its cost. While Phase II is active, Mereoleona can expend **8 Inferno Points** to enter Phase III.

Actions

Multiattack. Mereoleona makes three Calidos Brachium attacks.

Calidos Brachium. Mereoleona concentrates Fire Magic around her fist before delivering a devastating punch. She makes a melee spell attack with a +10 bonus to the attack roll against one creature within 10 feet of herself. On a hit, the target takes 12 (2d6 + 5) bludgeoning damage and 5 (1d10) fire damage. If the target is Large or smaller, Mereoleona can force it to make a DC 18 Strength saving throw. On a failed save, she pushes the creature up to 10 feet away from herself. Mereoleona can attempt to push a creature using this attack only once on each of her turns.

Calidos Brachium Barrage (Costs 3 IP). Mereoleona extends her control over the surrounding mana, manifesting a relentless storm of flaming fists that attack her enemies from multiple directions. She chooses up to three creatures she can see within 60 feet of herself. Each target must make a DC 18 Dexterity saving throw as flaming fists erupt from the surrounding mana and converge upon it.
On a failed save, a creature takes 27

(6d8) fire damage and is knocked prone. On a successful save, the creature takes half as much damage and isn't knocked prone. A creature behind total cover can't be targeted by this ability.

Calidos Brachium Purgatory (Costs 4 IP). Mereoleona releases the destructive power of her Mana Zone, saturating the surrounding area with countless fiery strikes. Each creature of her choice within 20 feet of herself must make a DC 18 Dexterity saving throw. On a failed save, a creature takes 45 (10d8) fire damage. On a successful save, it takes half as much damage. Unattended, nonmagical objects within the affected area take the full damage.
The ground within the affected area becomes scorched and covered in burning debris, making it difficult terrain until the end of Mereoleona's next turn.
Overextended Assault. After using this ability, Mereoleona can't take reactions until the start of her next turn.

Bonus Actions

Lioness's Pursuit. Mereoleona channels mana into her legs, propelling herself toward her enemies with explosive speed. She moves up to 20 feet without provoking opportunity attacks from one creature she can see.

Burning Challenge (Costs 2 IP). Mereoleona directs a surge of Fire Magic toward one creature she can see within 30 feet of herself. The

target must make a DC 18 Constitution saving throw. On a failed save, the creature takes 10 (3d6) fire damage and can't take reactions until the start of Mereoleona's next turn. On a successful save, the creature takes half as much damage and suffers no additional effect.

Reactions

Mana Skin: Defiant Guard (Costs 2 IP). When Mereoleona takes damage from an attack made by a creature she can see, she can reinforce her body with concentrated mana. She reduces the triggering damage by 13 (3d8). If this reduces the damage to 0, she can immediately move up to 10 feet without provoking opportunity attacks from the attacker.

The Lioness Protects Her Pride (Costs 2 IP). When a friendly creature Mereoleona can see within 15 feet of herself is targeted by an attack, she can use her reaction to move up to 15 feet toward that creature without provoking opportunity attacks from the attacker. If she ends this movement within 5 feet of the friendly creature and within the attacker's reach or range, Mereoleona can become the target of the triggering attack instead. The original attack roll is compared against Mereoleona's Armor Class. Mereoleona must declare this reaction before the attack roll is made.

Legendary Actions

Mereoleona can take 3 legendary

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

Mana Zone Movement. Mereoleona moves up to half her speed without provoking opportunity attacks.

Calidos Brachium (Costs 2 Actions). Mereoleona makes one Calidos Brachium attack.

Mana Zone: Flanking Fists (Costs 2 Actions, 1 IP). Mereoleona manipulates the surrounding mana to manifest a blazing fist beside one creature she can see within 30 feet of herself. The target must make a DC 18 Dexterity saving throw. On a failed save, the creature takes 13 (3d8) fire damage and is pushed up to 10 feet in a direction of Mereoleona's choice. On a successful save, it takes half as much damage and isn't pushed.

Lioness's Roar (Costs 3 Actions, 2 IP). Mereoleona releases a terrifying roar accompanied by an eruption of flames. Each hostile creature within 15 feet of herself that can hear her must succeed on a DC 18 Wisdom saving throw or become frightened of her until the end of its next turn.

Phase Two - Mana Zone: Purgatory

Phase Two Activation. When Mereoleona is first reduced to **104 hit points or fewer**, she immediately enters Phase II. This transformation

requires no action.

An eruption of Fire Magic radiates from her body. Each creature of her choice within 15 feet of herself must make a DC 18 Dexterity saving throw. On a failed save, a creature takes 10 (3d6) fire damage and is pushed up to 10 feet away from her. On a successful save, the creature takes half as much damage and isn't pushed.

Mereoleona immediately gains **15 temporary hit points** and 3 Inferno Points. These temporary hit points last until she is reduced to 0 hit points or combat ends. She retains all her existing abilities and gains the following benefits.

Phase Two Traits

Mana Zone: Full Release. Mereoleona's control over the surrounding mana reaches an entirely new level. Her walking speed increases to 50 feet, and her flying speed increases to 60 feet. Additionally, creatures of her choice treat the ground within 15 feet of her as difficult terrain while she isn't incapacitated.

Hellfire Incarnate. Mereoleona begins assimilating Fire Magic directly into her body. While Phase II is active, each of her Calidos Brachium attacks deals an additional 4 (1d8) fire damage on a hit.

Blazing Momentum. Once on each of her turns, immediately after hitting a creature with Calidos Brachium, Mereoleona can move up to 10 feet without provoking opportunity attacks from that

creature. This movement requires no action.

Phase Two Actions

Calidos Brachium Purgatory: Abyss (Costs 3 IP). Mereoleona concentrates an immense quantity of Fire Magic into her fists before delivering a devastating series of punches. She chooses one creature within 15 feet of herself and makes a melee spell attack against it with a +10 bonus to the attack roll. On a hit, the target takes 21 (3d10 + 5) bludgeoning damage and 22 (5d8) fire damage. If the target is Huge or smaller, it must succeed on a DC 18 Strength saving throw or be knocked prone.

The impact releases a violent eruption of flame. Each other creature within 10 feet of the target must make a DC 18 Dexterity saving throw, taking 13 (3d8) fire damage on a failed save, or half as much damage on a successful one.

Phase Three - Ultimate Magic: Exercitus Leonum

Ultimate Magic: Exercitus Leonum (Bonus Action; Costs 8 IP). While Phase II is active and Mereoleona has at least 8 Inferno Points, she can expend 8 Inferno Points as a bonus action to begin transforming her body into living Fire Magic. She immediately enters Phase III. **Mereoleona decides when to activate this transformation.** Reaching a particular hit point threshold doesn't automatically trigger Phase III.

When she enters Phase III, her

Inferno Points are reduced to 0, and she can no longer gain them. She can no longer use abilities that require Inferno Points. Her Legendary Resistance remains available and can be used without spending Inferno Points. Mereoleona can't return to an earlier phase. Phase III lasts until Mereoleona is defeated or combat ends.

Phase Three Traits

Incarnation of Hellfire. Mereoleona's body becomes composed almost entirely of Fire Magic. She immediately gains **20 temporary hit points**, replacing any temporary hit points she currently has. Her walking speed becomes 60 feet, and her flying speed becomes 60 feet (hover). She also gains the following benefits.

Living Flame. Mereoleona can move through spaces occupied by hostile creatures, treating those spaces as difficult terrain. She can't end her movement in another creature's space.

Unbound Body. Mereoleona is immune to the grappled and restrained conditions.

Ultimate Calidos Brachium. Her Calidos Brachium attacks deal an additional 7 (2d6) fire damage on a hit, replacing the additional damage granted by Hellfire Incarnate in Phase II.

The Price of Incarnation. At the end of each of her turns during Phase III, Mereoleona loses **12 hit points**. This loss ignores temporary hit points and can't be reduced or prevented.

Additionally, Mereoleona can't regain hit points while Phase III is active. The transformation ends when Mereoleona is reduced to 0 hit points or combat ends.

Army of Lions. When Mereoleona enters Phase III, two Flamebound Lions manifest in unoccupied spaces she can see within 30 feet of herself. The lions are manifestations of Fire Magic that assume the forms of her fallen comrades. They act immediately after Mereoleona's turn in the initiative order.

The lions obey her commands without requiring an action from her. If she gives no commands, they take the Dodge action. A Flamebound Lion disappears when it is reduced to 0 hit points or when Mereoleona is defeated. The lions can't be summoned again during the same encounter.

Phase Three Actions

Calidos Brachium: Flame Burial (1/Day). Mereoleona gathers an extraordinary quantity of Fire Magic into her body, concentrating the flames into a single overwhelming eruption. She chooses a point she can see within 60 feet of herself. A massive explosion of fire erupts in a 20-foot-radius sphere centered on that point.

Each creature in the area must make a DC 18 Dexterity saving throw. On a failed save, a creature takes 54 (12d8) fire damage and is knocked prone. On a successful save, the creature takes half as much damage and isn't knocked prone.

Unattended, nonmagical objects in the area take the full damage.
After using this ability, Mereoleona immediately loses **15 hit points**. This loss ignores temporary hit points and can't be reduced or prevented.

Final Purgatory (Recharge 6). Mereoleona launches herself toward a creature she can see within 60 feet of herself, transforming into a streak of brilliant golden fire. She moves to an unoccupied space within 5 feet of the target without provoking opportunity attacks. She then makes a melee spell attack against the target with a +10 bonus to the attack roll. On a hit, the target takes 32 (5d10 + 5) bludgeoning damage and 22 (5d8) fire damage.
If the target is Huge or smaller, it must make a DC 18 Strength saving throw. On a failed save, Mereoleona knocks the creature prone and pushes it up to 20 feet away from herself.

Flamebound Lion

Medium elemental, neutral good

Armor Class 15
Hit Points 22 (5d8)
Speed 30 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	10 (+0)	10 (+0)	12 (+1)	10 (+0)

Damage Immunities fire, poison
Condition Immunities poisoned
Senses darkvision 60 ft., passive Perception 11
Languages understands Common but can't speak
Challenge 1/2 (100 XP)

Lion Traits

Living Flame. The Flamebound Lion can move through another creature's space and vice versa. It can't end its movement in another creature's space.

Bound to the Lioness. The Flamebound Lion disappears immediately when Mereoleona is reduced to 0 hit points or combat ends.

Lion Actions

Fiery Claw. The Flamebound Lion manifests a burning weapon or claw of condensed mana and attacks one creature within 5 feet of itself. It makes a melee spell attack with a +5 bonus to the attack roll. On a hit, the target takes 7 (1d8 + 3) fire damage.

Special Weakness - The Limits of Humanity

Mereoleona's extraordinary power comes at the cost of her physical stability. As she draws increasing quantities of mana into her body, she becomes more powerful but risks destroying herself.

Discovery Mechanism. A creature that witnesses Mereoleona entering Phase II can use its action to make a DC 17 Intelligence (Arcana) or Wisdom (Insight) check. On a success, the creature recognizes that Mereoleona is drawing increasingly dangerous quantities of mana into her body. The creature learns the following information:

- Mereoleona accumulates power

through close combat and by enduring powerful attacks.

- Her strongest techniques consume the magical energy she is accumulating.
- Her ultimate transformation places continuous strain upon her body.
- Once Mereoleona enters Phase III, her body begins consuming itself, and she can no longer recover hit points.

Triggering Mechanism. **Mana Rupture.** While Mereoleona has 5 or more Inferno Points or Phase III is active, a creature that has discovered this weakness and can see her within 30 feet of itself can use its action to strike at the unstable mana surging through her body. Mereoleona must make a Constitution saving throw against a DC equal to 8 + the creature's proficiency bonus + its Strength, Dexterity, or spellcasting ability modifier (the creature's choice).

Consequence. On a failed save, Mereoleona loses 4 Inferno Points and can't gain Inferno Points until the end of her next turn. If Phase III is active, she instead loses 15 hit points. This loss ignores temporary hit points and can't be reduced or prevented.

Recovery. After Mereoleona is affected by Mana Rupture, she can't be affected by it again until the end of her next turn.