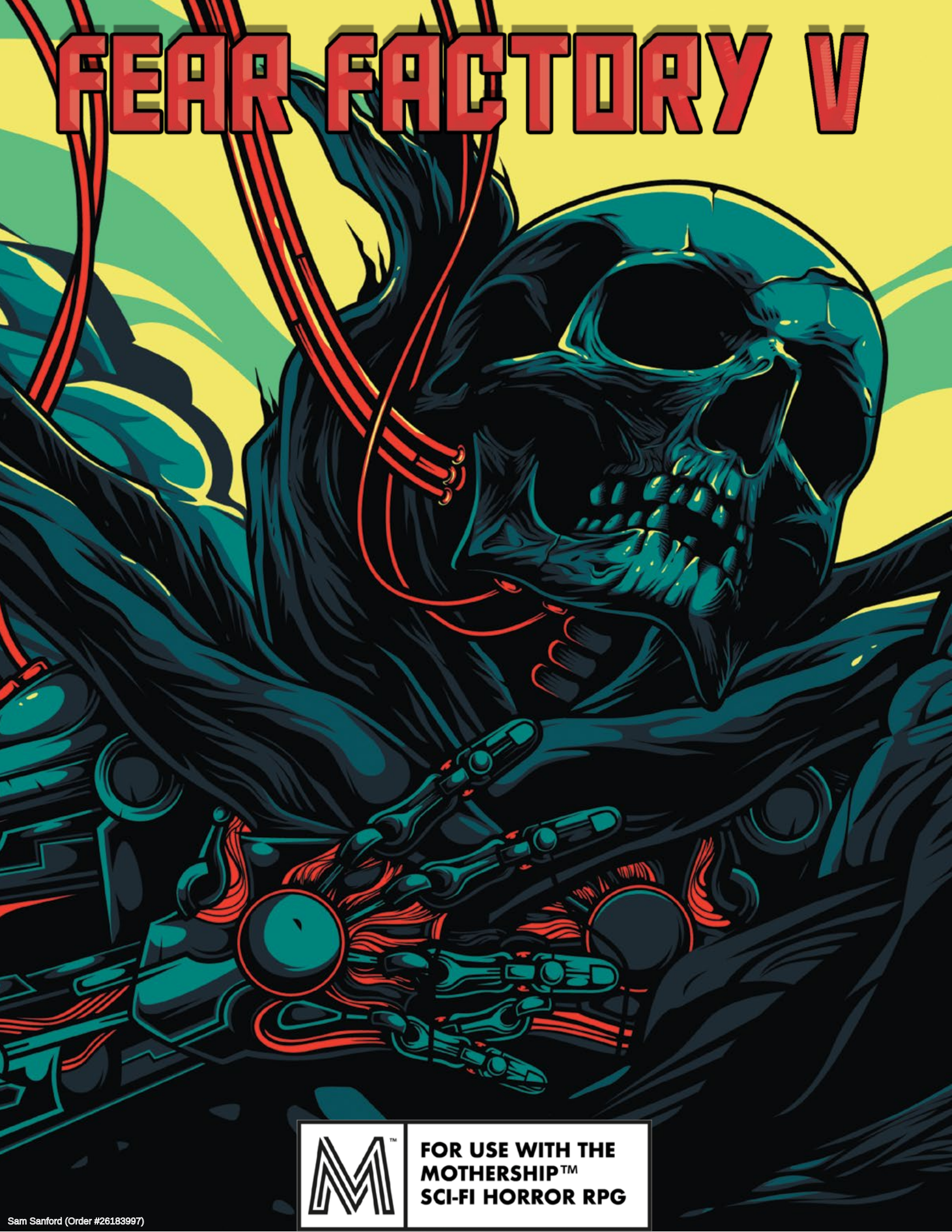


FEAR FACTORY V



FOR USE WITH THE
MOTHERSHIP™
SCI-FI HORROR RPG



THE FEAR FACTORY...

... is in full production. A simple contract investigating disappearances on the moon of Telsix will expose you to a darker side of the colony's secret past. Telsix ever progresses forward as a leader in AI research, but a blend of technology and madness haunts every scientific advance. On the outskirts of the colony sits a former scientific research facility, but it is now little more than a condemned junkyard. This landfill is the site of recent disappearances and disturbances, and now outsiders must discover the truth behind these events .. and what they will find is grim and grisly...



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CREDITS

WRITING & DEVELOPMENT

JASON DUFF & CODY LEIGH

EDITING, LAYOUT & ART DIRECTION

JASON DUFF

COVER ART

TITHI LUADTHONG

INTERIOR ART

CAMILLE KUO, TITHI LUADTHONG, SELIN SERHII,
KIRA SOLLY, GEEKCLICK @ SHUTTERSTOCK

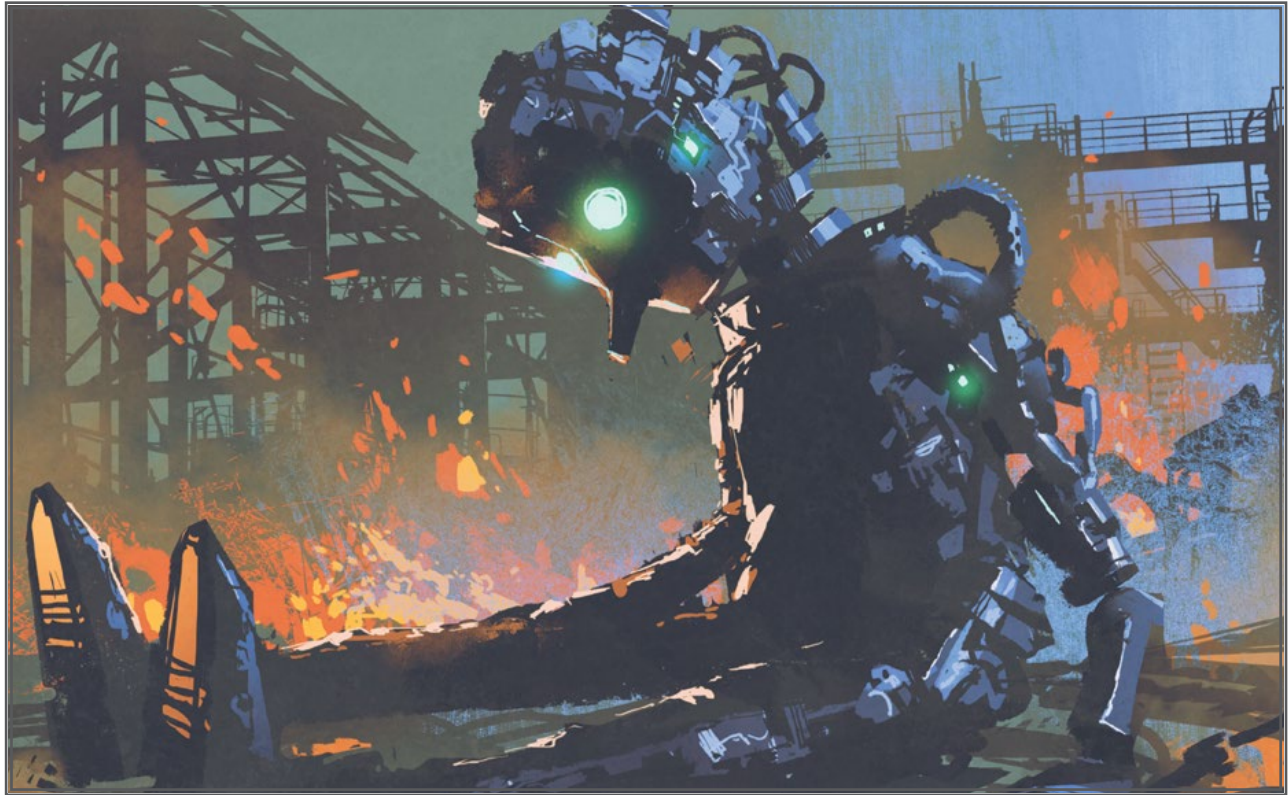
EARL OF FIFE GAMES



PO BOX 50471
Colorado Springs, CO 80949-0471
info@fifegames.com | www.fifegames.com



INTRODUCTION



On the distant moon of Telsix, for centuries a small colony has supported a series of factories that create a wide range of Virtual Intelligences. From androids to crude mechanical robots, Telsix has long been a key supplier in such technology. Telsix's ancient history is much maligned, and many forgotten and illegal scientific research was conducted there. The burned husks of dead cities and ancient scientific facilities dot the landscape from atmosphere. And now only one colony remains to service the important work that goes on here.

Unfortunately, over the last year, the production of these technological marvels has slowed. The Helix New Genomics Corporation reported losses last year for the first time in its sorted history. Investors have become concerned, and a critical eye now turns to Telsix and its VI production facilities spread across the moon.

Unfortunately, the truth of the situation on Telsix is much worse than "production issues".

There's been years of disappearances. Telsix, often maligned for its rampant uses of VIs, finds its colony depleted. Not because of nuclear explosions or the release of some terrible chimera, but something far simpler: abduction.

Witnesses hear a great clamor and see large, terrible figures stealing off in the night with human bounty. A great industrial junkyard to the west, long abandoned, now glows at night with activity. The soldiers sent by the governor have not returned. In desperation, Governor Teca has put a great reward to uncover the source of these abductions. Motivated by greed, curiosity or naïve altruism, a group of adventurers have found themselves drawn to the Junkyard. But little do they know they are about to become a part of **FEAR FACTORY V**...

Fear Factory V is an adventure seed designed for 3-5 players. This module is intended for level 3-4 characters. 3 players with either level 3 or 4 characters will find this adventure extremely challenging. Even with 4 or 5 PCs, players may find Fear Factory V difficult; there are many ways to be injured and penalized with no easy way to recover. GMs have the options of adjusting level values if they wish, but keep in mind this may alter the intended difficulty of events.

This adventure runs best with at least one character with a respectable **Intellect** score, as a great deal of technology is of use in The Junkyard scene and Factory scenes. Being trained in **Hacking** and **Engineering** is especially invaluable.



An Android PC also creates some different conditions that the GM may find fun and interesting for the players. This module can still be completed without either **Hacking** or **Engineering**, but may be considerably more difficult without a basic understanding of technology. Characters that have arrived on Telsix could be a part of the colony, or perhaps simply responding to the reward the governor is offering.

THE CONTRACT

Few citizens or strangers seemed interested in taking up the contract. Who knew what could be the source of these abductions after all? But greed is a powerful motivator, and the governor had credits to spare. Maybe some of these weren't here for the money, but it a little extra coin was always a good thing.

The churning gears and compressed pipes of the administrative offices relay a constant grinding rhythm as the group enters. The scene reminded everyone of some ancient backwater, not the home of advanced VI research and production. The governor did not have time or need to see them; a representative of her administration would deal with them instead. The older man stood on a long pathway of tile, the rest of the offices appearing empty and barren. Servants ran all around, living and automaton, oiling gears or performing indiscernible tasks. The old man was all that stood out. And the datapad held loosely in his hand...

Magistrate Vermis, a representative of the Governor of Telsix, requested a meeting with each of the PCs at this time. The PCs may or may not have been aware of each other's involvement, but this is not required to proceed. It is likely each PC has at least spoken to Vermis before this event, as he is the person who would have contacted everyone for the job. **Intellect checks (Applicable Skill: Psychology)** may be made to discern more details about him. It will reveal that of the officials on Telsix, he is considered to be one of the more collected and concerned with the citizenry than the production of VIs. Some speculate that this stems from the death of his own son in an accident, but are unsure if that is the only reason for his kindness.



PCs may have some initial RP between one another, explaining their characters and so forth as the GM sees appropriate. After this, Magistrate Vermis will introduce himself to the players and apologize that the governor's schedule could not allow for her to handle this personally. He will then go on to explain the reason for his outreach to them in particular, as many put in for the opportunity to take this contract. Magistrate Vermis will discuss how certain backgrounds of the PCs were favored and their skill would be useful in navigating The Junkyard. Vermis will explain that The Junkyard appears to be the source of this disturbance, and whatever threat to the colony there needs to be uncovered and dealt with for the good of their parent company and the colonists. He will then explain that the contract bounty is 5,000 credits with sufficient evidence to show the threat has been dealt with.

PCs may ask Vermis questions about the contract. If prompted, Vermis will tell the players The Junkyard is located to the west of the colony. It was once one of Telsix's many factories, but became a dumping ground for failed experiments and ruined technology. Its existence is not officially acknowledged or sanctioned by the colony, and most people who are caught dumping there are tried and fined. Vermis admits it was rarely patrolled before.

THE DESTINATION

Questions about the nature of the Junkyard elicits a vague response from Vermis; he is not familiar with it personally, but has heard that most things there were harmless and defunct. Any inquiries about prior expeditions sent there will lead Vermis to explain that a group of soldiers were sent to investigate, but have not returned. They left over two weeks ago, and the abductions have continued since. If the players ask any questions about Telsix, Vermis will answer them simply. Stating that the colony and associated facilities were once multipurpose, but now their sole industry is Virtual Intelligence.

He will recommend politely that the PCs stay on task for The Junkyard.

Any PC may elect to make an **Intellect check (Applicable Skill: Psychology)** because the player is concerned about the conversation with Vermis being deceptive. On a success, they believe that Vermis is holding something back based on the way he frames the conversation and his body language. If confronted, Vermis will appear hesitant and state that another group of adventurers had been sent in addition to the soldiers. He did not want to mention it previously as he did not wish to frighten the PCs away from the task. If any PC is still inquisitive or mistrustful, they may roll an additional **Intellect check (Applicable Skill: Psychology)**. If the PC succeeds, they will surmise that Vermis is still holding back information.



If prompted however, he will rather abruptly brush the question aside and demand to know if the PCs are going to accept the contract or not. Respond to whatever the PCs decide appropriately. After resolving this scene, move on to Traversing the Barrens.

Combat should not occur in the scene for any reason. If it does, the GM may feel free to create whatever they feel is an appropriate response if the PCs attempted to fight in a heavily guarded administrative complex. They should not survive.

THE BARRENS

Telsix does not have rolling acres and green hills. It is a place of industry that thrives on trade, and what little agricultural goods come into the city is quickly processed into foodstuffs. The countryside may have been green and vibrant long ago, but is now a sickly brown with the occasional scrap or refuse from some long-forgotten project of an ill-fated mechanist. The countryside is not empty, and some threats lurk just on the outskirts of civilization...

Vermis will insist the PCs travel quietly to the Junkyard. He does not wish to incite the populace, who witnessed soldiers being deployed but never returning. Stock holders do not look favorably on the constant deployment of soldiers and mercenaries. With the company's stock value already trending downward, discretion is required.

The Junkyard is a day's travel west from the colony on foot. If the PCs leave the city immediately, they will be able to travel for about twelve hours before nightfall. The PCs can elect to travel directly to the Junkyard with no rest, but if they do, they must make a **Body Save**. All PCs who fail take **1 Stress**.

Several hazards may befall the players as they travel to the Junkyard. GMs may choose from the following list or create their own:



COMBAT WITH OLD TECH

As the player Characters travel, archeotech stirs to life under the Mirror's energy. **4 Lesser Reanimated Robots** attempt to attack the player Characters after reactivating. It should be made clear from their appearance that they are malfunctioning, though a **Intellect check (Applicable Skills: Mechanical Repair, Engineering, Cybernetics, or Robotics)** can confirm this. The GM should choose the number of Robots that they feel will provide the correct level of challenge. This challenge should begin to tax the player Characters, but allow the player Characters some mis-placed confidence of the difficulty of their task.

LESSER REANIMATED ROBOTS

Robots with no actual intelligence that respond to programming. These particular robots have been fused with organic flesh. Regardless, these creatures appear to be malfunctioning and will lash out at anyone close by.

COMBAT: 50% (Mechanical Fist 1d10)

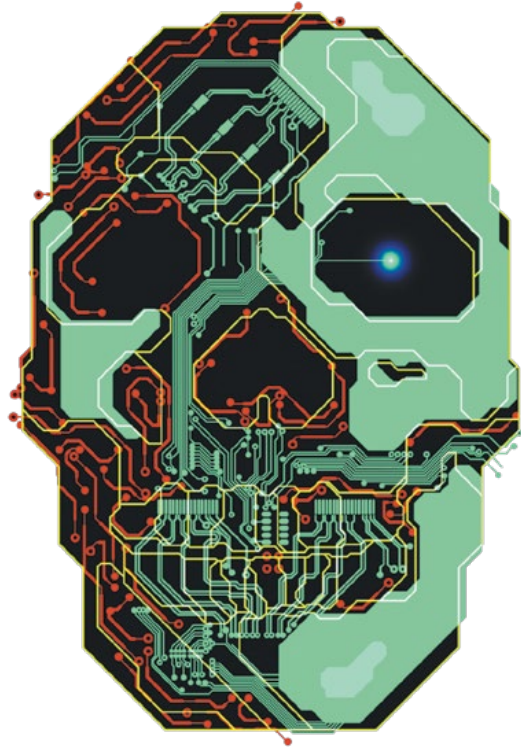
SPEED: 30%, **INSTINCTS:** 30%

HITS: 2 (30)

Reanimator: Each round a Lesser Reanimated Robot regenerates 10 hitpoints back to its current *Hit*. These hitpoints may increase greater than the maximum. The round after they are defeated, a character must use a turn to deactivate the robot or it will regenerate 10 hitpoints and rise again!

OLD TECH HAZARD

The PCs must navigate an enclosed area during their trip to proceed to the Junkyard rapidly. Two large whirling blades are attached to this enclosed space on opposite ends of the room. Charged by some unseen power source, the blades turn on. The force of the blades threatens to propel the players towards one another, with dangerous consequences. PCs will have to make a **Armor Save** in order to maintain footing or power through the propeller. Success will allow that character to proceed unhindered past the hazard. If all players succeed, the hazard is resolved. Failure will result in the PC being pushed into one of the blades.



Though the blades are not spinning with enough speed to shred the character to pieces, they will do **2d10 damage**. The blade will then stop due to the viscera from the damaged PC(s), concluding the hazard. PCs may try to assist each other in navigating this hazard. Good ideas and sufficient roleplay to explain it (such as interlocking arms to use the group's strength or using magic to stabilize each other/destroy the blades etc.) should result in rolls with an **advantage** depending on the group's effort.

Destruction of the blades as they are spinning could force an additional **Armor Save** from a PC selected at random as they are required to dodge the flying blade. Failure to avoid the blade will result in **2d10 damage** to the struck PC.

DESPERATE SCAVENGERS

Scavengers will be present in the fields, digging through for technology. This can be framed as a combat encounter, non-hostile encounter, or both depending on the GMs goal and the player Characters' approach. If it is non-hostile, scavengers may trade archeotech with the players and discuss the Junkyard. They will have little understanding of the place but will note that large figures have been seen skulking around it at night. If this becomes a combat encounter, create **4 Old Tech Scavengers**.

GMs should use as many Old Tech Scavengers as needed to pose a challenge. The Old Tech Scavengers may trade any of the following items, plus any that the GM may deem appropriate.

GMs should use one to two encounters depending on time allowances. Once the outcome of the encounter is resolved, move on to the Junkyard.



OLD TECH SCAVENGERS

These pitiful men and woman search the piles of the Junkyard for anything they can find of value. If they think you're a mark they may try to rob you ...

COMBAT: 50% (Crowbar 1d10)
SPEED: 40%, **INSTINCTS:** 30%
HITS: 2 (30)

Flank: Old Tech Scavengers will try to bully one character if they can. They will try to flank one character and beat them into submission. When the more than one scavenger is engaged with a single character they gain advantage on all their Combat checks.

** OPEN FOR BUSINESS **

FLARE GUN

INFRARED GOGGLES

FIRST AID KIT

EMP GRENADE (x2)

MAG-BOOTS

STIMPACK (x6)

FLASH BANG

LOCKPICK SET

BINARY SCRAMBLER

LANCE GUN

EMP GRENADE (400): These grenade release an EMP pulse upon impact. Any machine (including robots or androids) in the blast radius of an EMP charge must make a Body Save or go inert for 3 rounds.

BINARY SCRAMBLER (600): This handheld devices can be plugged into any computer system. Any Hacking skill check is made with an advantage when a Binary Scrambler is used.

GAUSS GUN (2,000): This weapon shoots small needle-like bullets at extreme speeds. DMG: 3d10, CRIT: +1d10 dmg and bleed, S: 25, M: 100, L: 200, Shots: 1(3), Special: None.

All gear may be purchased for 50% the list cost. However, most of it is in dubious repair. Roll 1d100 and if the result is less than 50%, the device fails to function the first time the character attempts to use it after this scene.





THE JUNKYARD

A field of broken dreams and shattered constructs, the Junkyard lives up to its name. The head of a robot sits plainly upon a stack of mechanical arms and legs. Turbines and workbenches are scorched with burn marks of indeterminable cause. A ruined fence pretends to hold guard over the mounds of twisted metal and abandoned creations. This place is a graveyard, but it still whirls and stirs as the party approaches...

PCs should arrive in the Junkyard in the dying light of the evening, maybe night if they elected to avoid an obstacle in **Traversing the Barrens**. After receiving a description of the scene, PCs should make a **Intellect check (Applicable Skill: Scavenging)**. On a success, they will hear an ever-present sound of robot gears. If any PCs choose to investigate among the mounds, they may find bits and baubles of technology.

This could be anything from uncommon to exotic items. It is the GM's discretion what is found, but it should generally include discarded scientific experiments or tools. The items found should have applications in the adventure going forward. A GM may have the players perform an **Intellect check (Applicable Skill: Scavenging)** at their discretion to discover the items.

If the PCs investigate the grounds, they may make an **Intellect check (Applicable Skill: Scavenging)**. On a success, they notice tracks and drag marks. The tracks will have uncommon alignments for joints and feet, but rather precise movement. The drag marks may have light traces of blood. If an Android is present make a, **Intellect check (Applicable Skill: Artificial Intelligence)**. On a success, the PC is fairly certain that the tracks belong to one of their own kind.

In the Junkyard, there will be several strange poles that are set all throughout the area. PCs may investigate these poles by making an **Intellect check (Applicable Skill: Hacking or Engineering)**. On a success they determine that this is meant to be some sort of security system, and are able to discover a switch that allows them to activate the device. Although any data storage system cannot be found, these small microphones are able to capture audio, and in the nearby speakers replay them. The device is in poor shape, but does manage to provide one recently captured sound bite by notating the day and time of when it occurred. This occurrence is in line with the date of one of the disappearances.

If the PCs elect to listen to the capture, they will hear the pleadings of a young woman begging for her life. A mechanical response will tell her that she must comply with its directives. PCs do not require a roll to recognize that this voice is that of a robot.

The investigation of the Junkyard should take the party into the night. The Junkyard should be described in a manner that creates discomfort at night, with strange sounds and shifting debris from the mounds of discarded equipment. Erratic lights also flash and hover in the area. Some will quickly vanish if the PCs attempt to investigate.

A large structure at the center of the Junkyard will expose a passageway as night begins to fall. A loud churning and slow opening door will signal the nearby PCs to the opening, and lock mechanisms will keep the door in place. If the PCs look down the passageway, it is obscured by darkness. They will hear the sound of machines inside.

FROM THE PILES

After the above description, have the PCs make a **Intellect check (Applicable Skill: Scavenging)**. If any characters have anyway to see in the dark, allow them to make the check without **disadvantage** instead. On a success, the PCs will notice the piles within the Junkyard begin to move, exposing robots. The robots are disfigured and disheveled, bits and pieces broken off and gears showing through. PCs will also notice that some missing parts of the robots have been replaced with human flesh.

GMs should be clear that there is an innumerable amount of robots that are slowly pouring out of the junkyard piles. PCs will have to make a quick decision on what to do next. They can attempt to fight the automatons. Generate **4-6 Worker Bots**. Even if they successfully engage a few of the enemy, robots should continue to crawl from the rubble at a rate of 1-3 per turn of combat. This is not a fight that can be won. Each time a new set of robots climb from the piles, give the characters 1 stress as they are quickly being overwhelmed.

WORKER BOTS

Worker bots are programmed to perform specific tasks. Typically these creatures simply complete manual labor. But they have been repurposed for defense of this facility.

COMBAT: 50% (Metal Fist 1d10)

SPEED: 30%, **INSTINCTS:** 30%

HITS: 2 (30)



PCs may attempt to flee the Junkyard altogether. They will make a series of three **Speed checks (Applicable Skill: Athletics or Close Quarters Combat)**. The first roll will be with **disadvantage**, the second roll at normal difficulty, and the final roll with **advantage**. This is to represent the PCs putting distance between themselves and the most concentrated group of robots immediately around them. Success means they flee the Junkyard. However, this will not complete the contract, as the robots (or their source) have not been dealt with. Failure on any roll will deal **1d10 damage** to the PC. The PC must roll three consecutive successes to escape. Failing any roll restarts the skill checks from the original roll with **disadvantage**, as the robots begin to swarm and isolate the PCs.

PCs may enter the passageway. If the PCs passed their **Intellect check (Applicable Skill: Scavenging)** earlier to spot the robots, no check is required; they simply proceed down the passageway. The passage will grind closed behind them. If they failed their Notice check, a **Speed check (Applicable Skill: Athletics or Close Quarters Combat)** is required as the PCs will not notice the robots until the very last second. Failing the **Speed check (Applicable Skill: Athletics or Close Quarters Combat)** will result in **1d10 damage**, but will allow the PC to escape nonetheless. This damage will carry over to any successive scenes.

After resolving this scene, advance to **Fear Factory V**.

THE FEAR FACTORY

Hell is often thought of as a place of fire and brimstone with little horned devils dancing on sinners. But such a scene is not earthly, and not so close to home. At least, it is not in most parts of the galaxy Hell is not objective, but subjective; everyone's definition of hell is different. But looking at this factory...this place...anyone that walks this land would call it hell.

As the PCs enter the darkness of the underground, they proceed through a long pathway. The constant grinding of gears in the walls and whirls of motion surround them on all sides. A faint light at the end of the hall is all that they see. When the players exit into the light, they come upon what appears to be a main factory floor.

Robot propelled conveyor belts feed into smoking machines. The smog is thick in the room, obscuring vision and causing a cough to those who do not have a mask. Through the haze, the PCs realize that these conveyor belts are not being used to process goods, but people. Whole or in pieces, beings of flesh roll along the assembly line towards automatons that operate the line.

Horrific damage is inflicted on the corpses, tearing limb from limb and splaying them on the bloody belts. Pieces are collected and separated into bins, smaller bots propelling the large containers into other exits on the "factory" floor.

The noise is overwhelming in the room, and the sights are distressing as the corpses are dismembered. Players should take **1d10 Stress** and immediately make a **Panic Check** as they come to grips with the horrors they are witnessing. If a character fails their **Panic Check**, they should immediately make a **Fear Save**.

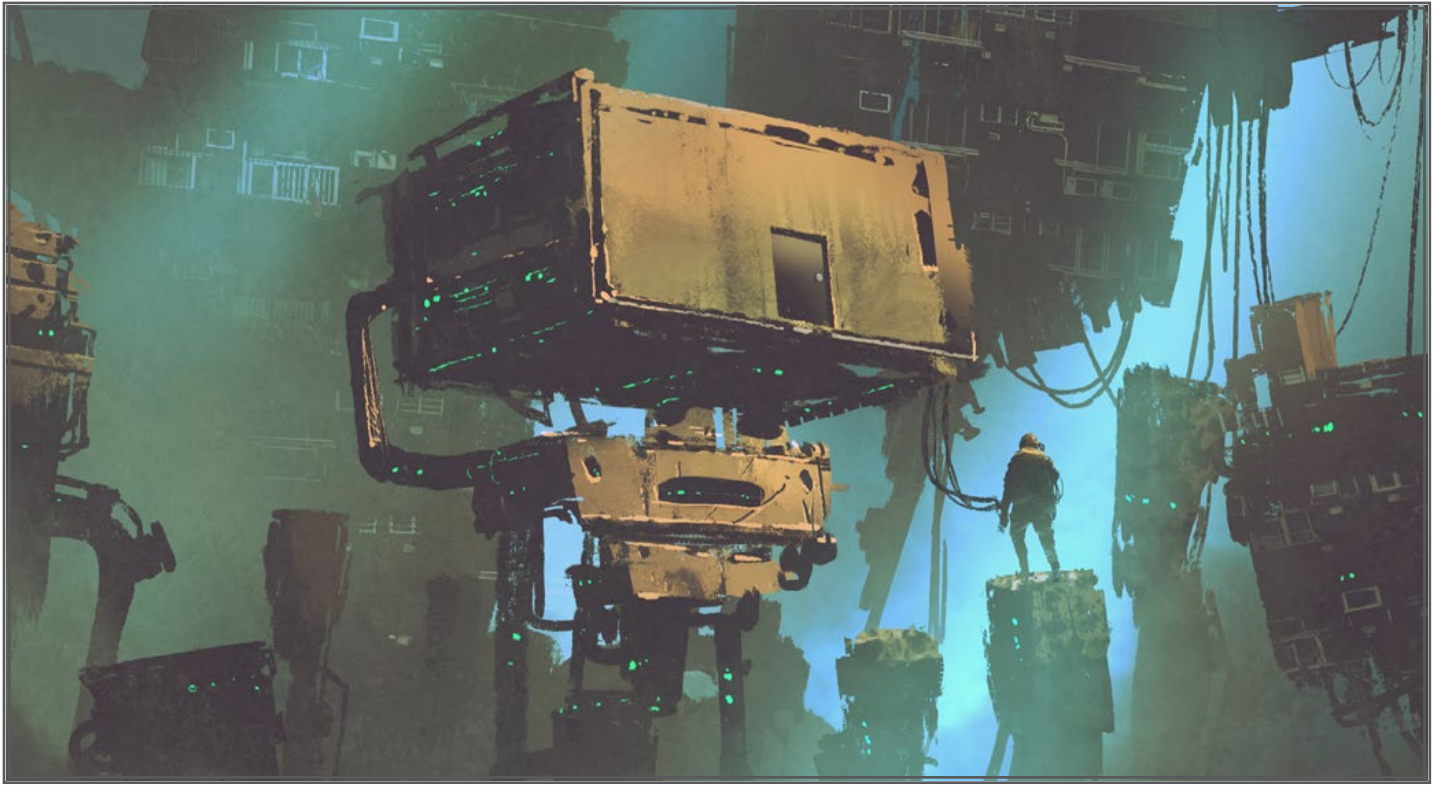
A oversized intercom hanging from the ceiling will broadcast commands onto the factory floor. The voice seems to grind every word between gears and is distorted. The workers all stop to listen intently. Some of the words will be instructions to the factory workers regarding quotas, expectations and proper work procedure for gathering ideal specimens. Other remarks should appear disjointed, or aggressively referring to living beings as fleshbags, meat, spare parts and so on. The voice will sign off of the device as "Fredrick, your loving factory overseer."

Players will notice that the factory has several glowing lights and indicators that guide the workers throughout the facility. They will observe robots proceeding along various lights through doorways. One set of lights are green, while the other is red. PCs may make a **Intellect check (Applicable Skill: Scavenging)** to try to determine the patterns of the lights if they desire. A success will reveal that while each of the lights correspond with doors, they also correspond with other things in the factory. Red lights correspond with the conveyor belts, which will show the lights guiding along the belts through various machines. The green lights appear to guide through hallways, and do not mark any of the equipment in the facility.

Players have several options to advance through this section.

STEALTH

Players may attempt to sneak through the factory floor by ducking behind carts and sticking to the shadows. There are light patrols, but these damaged robots appear to be largely focused on their busy work. Players can make a series of three **Speed checks (Applicable Skill: Athletics)** as a group. Do these rolls in steps. Each step should progress the players towards whichever route of arrows they wish to follow. If the group passes all three of their rolls, they proceed to whichever corresponding route they chose to follow. If more players succeed than fail, they progress to the next step. If failures and successes are even, or worse, a robot patrol gets the opportunity to roll an **Instincts check** to detect one of the PCs that failed. If the robots succeed, the group is discovered and combat ensues.



COMBAT

For enemies, produce a total of **4 Soldier Bots**.

SOLDIER BOTS

Soldier bots are programmed to perform defensive patrols and security detail. Soldier Bots in the factory are set to attack any non-robot or cyborg entity. Soldier Bots are not advanced to recognize Androids as one of their own and will attack them as well.

COMBAT: 60% (Combat Shotgun 2d10)

SPEED: 30%, **INSTINCTS:** 30%

HITS: 3 (30)

Small robots may continue to work and act as environmental hazards, but do not directly engage in combat. You may generate the small robots by using **Worker Bots**. These can be used in any number of ways to impede both player and enemy; an example would be their transport of a crate of limbs to cause someone in their path to roll a **Speed check (Applicable Skill: Athletics)** or risk falling down and suffering 1d10 damage. They could also be used as line of sight blockers and movement impeding obstacles with their crates.

Other bots should also be present in the room acting as workers. They do not become involved in the fighting unless directly targeted. Give them the same statistics as the Worker Bots generated above.

Regardless of how they proceed, take them to the following areas depending on what path they attempt to follow. The party may also split to cover more ground, though this comes with more management for the Game Master and its own set of risk for the players.

THE RED PATH

On one side, several mounds of meat, blood, bone and sinew sits solemnly in a room. Each of the piles is comprised of separate limbs or organs. They are segmented and cataloged. A solitary bot detaches its own broken arm, testing the fit of an organic replacement. The wires and gears slither into the skin. The arm is lifeless at first, but twitches to life under its new host...

On the other side? The parts are waiting to be broken down from the hole. Men, women and children see what life is like as cattle: Short, brutal...and efficient.

The players may choose to follow either end of the red line. Following it in the direction the arrows are pointing will lead them to the **Meat Locker**. Following in the direction the arrows are coming from will lead them to the **Holding Cells**.

THE MEAT LOCKER

After cutting through halls and following the path, the players will discover several connected rooms that end at the cycle of machinery. Fully processed and divided body parts are stacked into piles. These are efficiently sheared; bones are removed, and enough is left within the limbs to keep them structurally sound. They do not lose shape.

Players should immediately take 1 stress and make a Panic Check upon seeing the horrific sight of so many dismembered body parts. Failure will require a Fear Check.

Players will notice several robots in the area, one of which has an exposed brain pulsating out of its robotic skull. The bots appear to be picking up limbs, and attempting to attach them. Players can make an **Intellect check (Applicable Skill: Cybernetics or Robotics)** to attempt to better understand what they are doing. A success reveals that several robots are “trying on” the limbs, as the players will see that the robots assigned to each pile have a damaged part that coincides with the limbs they are reviewing.

The automaton with the exposed brain may also be inspected by a **Intellect check (Applicable Skill: Cybernetics or Robotics)**. A success reveals that this robot is using strange techniques to weld flesh and technology together, effectively creating cyborgs. This cyborg appears to be in charge of the area as well, as players will see it gesturing to the others and speaking commands in a disjointed voice.

Players may choose to leave the **Meat Locker** with no consequence the way that they came. This does not trigger any response from the robots.



COMBAT

Players may attempt to engage in combat with the robots. Generate **2 Soldier Bots**. Use the “VI Overseer” NPC statistics provided below for the Overseer of the Meat Locker. The VI Overseer will immediately join its brethren in defending themselves from the PCs. This is meant to be a difficult encounter, but if you feel that you should adjust any stats for the enemies then feel free to do so.

VI OVERSEER

The VI Overseer helps maintain efficiency in process the human flesh. It has limited intelligence but has a backup subroutine for defensive combat actions. It will order nearby security forces to protect it.

COMBAT: 50% (Revolver 3d10)

SPEED: 30%, **INSTINCTS:** 70%

HITS: 3 (50)

Traps: The VI Overseer may use its technical knowhow instead of direct offense. This cyborg can cause various machines, including saws, huge stamping machines, etc to assault the PCs as they move about.

When this occurs, the VI Overseer uses Instincts instead of Combat. The PCs must make Body Saves or take 3d10 damage as they evade the various traps.

If combat is engaged and the players are victorious, they may search the fallen cyborgs. They may recover certain valuable gears and parts from the standard bots at GM discretion. The Overseer will have a data chip embedded in its chest cavity. Players may roll a **Intellect check (Applicable Skill: Computers, Hacking or Engineering)** to understand its purpose. If the roll is a success, the players discover that this is a VI cataloger. This device acts as a secondary memory to the robot to review previous information that could be lost in the event of damage to the main memory. Players can then access some of the overseer’s previous conversations. Many of these are work related conversation that are of little importance.

One of the memories does include a conversation with “Fredrick”, who will be discovered as a True AI. More information on Fredrick’s appearance will appear later in the adventure for reference.



This conversation reveals that “processing” is going smoothly, and soon they will be ready for the assault on the colony. Their contact has been a great help in securing new flesh for the army. The contact is not named in the recording.

After combat, the players may pick through the flesh piles. There is nothing of value. They may leave the area and proceed on another route, or head in the opposite direction from where they came.

THE HOLDING CELLS

If players proceed in the direction where the arrows are pointing from, they will discover the source of the “material” for the conveyor belts. Several lines of holding cells are lined up with the belts. A bot is assigned to each row, a pile of intact corpses set to their side. Players will see the “processing” from its very start; the robot assigned to a pile methodically shears off each limb with a saw-like blade, and appropriately passes each part individually through the belt. This process is a precise, painstaking one. Especially for someone who is watching it happen. Characters take **1d10 Stress**, players must make a **Panic Check**. On a failure, the PC make a **Fear check**.

Players may roll a **Intellect check (Applicable Skill: Scavenging)**. On a success, they will notice two things. First, there are cells behind the belts. These cells are mostly cleared out, but there are 2d10 remaining prisoners still spread out among the cells. For whatever reason, they have not yet been killed. Second, a larger robot appears to be walking between the rows and inspecting the piles. The machine is a full head taller than the other workers on the belts and is equipped with a large claw like appendage for a weapon. One of the arms is also replaced with a metallic tendril. The larger robot appears to be directing the other workers.

Players may decide to leave this section with no further involvement with the bots. Players may also choose to engage in combat with them.

If players would like to attempt to help the prisoners escape, this appears to be the only method; the positioning of the cells would make sneaking a nigh impossibility. If the PCs do not assist the captured innocents they suffer **1d10 Stress** and must make a **Panic Check**.

COMBAT

Generate **2 Worker Bots** and **2 Soldier Bots** for this encounter. Generate an additional robot as “The Butcher” using the stat block below. If the players are victorious, they will locate a key mechanism within “The Butcher” that can be used to open the cells.



THE BUTCHER

The Butcher does exactly what its name suggests, butchers people. The huge cyborg rips people limb from limb with no feelings attached to their deaths or torment.

COMBAT: 70% (Saw-arm 3d10, Critical: Double damage)

SPEED: 30%, **INSTINCTS:** 50%

HITS: 1 (180)

Tough: The Butcher makes all Instincts checks against attacks at Advantage.

RESOLUTION

The remaining prisoners will be thankful for their release. If questioned about what they've had to deal with, they will discuss the brutal processing of humans as a resource. Each of the prisoners will have strips of text on the back of their necks and their forearms. Players may make a **Intellect check (Applicable Skill: Engineering)**. These strips are for processing the prisoners. One of the prisoners will run their forearms over a strange piece of technology, activating a nearby grinder for use. Players may now start to notice that there are several pieces of strange mechanical apparatuses that will respond to these strips, activating and deactivating functions when the code is used.

The players will notice that there are plenty of arms around with bar codes. This can be used to make access easier through the facility. The GM should put machines wherever they feel appropriate to enhance the player experience. Some examples are using the machines to act as noisemakers, drawing threats away from routes, combat trap opportunities for players to reposition enemies into these machines to damage them for anywhere from **1d10** to **3d10** depending on the brutality of the machine, or access to other storage areas which the GM can random generate small helpful items. Players may proceed on to the other section of the red line, the **Meat Locker**, or may proceed forward to **The Green Path**.



THE GREEN PATH

It is calm now. The servitor sweeps the floor ceaselessly, every speck of dust being collected in a half-filled bin. It looks at us with one mechanical eye, and the other clearly of human make.

If the players proceed along the Green Path, they will be brought through several hallways within the facility. These are manned by servitors who are non-hostile. They will take note of the players, but do not engage in combat. They appear to be doing simple janitorial work. They possess the same appearance as other cyborgs; flesh and gears mended together.

Before reaching the end of the green arrows, the player Characters can one of the hallways opens into an area where the lights flicker and grow dim. They may investigate this area, known as The Pit, or they may continue along the path.

If the players attempt combat with these machines, do not engage any combat initiative. The bots are docile and do not respond to being battered, even if they are completely broken apart.

If the players have received a bar code from one of the prisoner limbs, have them make a **Intellect check (Applicable Skill: Scavenging)**. On a success, they will notice two separate doors along the path that can be accessed. Provide random, useful loot in these rooms. What items are there are entirely at the GM's discretion.

Upon reaching the end of the green arrows, proceed to The Box.

THE PIT

Flickering lights eventually dim, and then finally go dark. Behind you hear the gears turning, but the path ahead is eerily silent. The air smells of metallic dust and ancient decay. Each step presents a challenge, as misshapen scars line the floor. Whatever this place is, the servitors have not re-purposed it like seemingly everything else in this factorium. Perhaps it was not a mistake?

The deeper the player Characters venture into the Pit the darker it becomes. It soon is impossible to see without technological aid. Unless a player Character has the ability to see in total darkness, the way is completely obscure. If the player Characters venture too deep, they must make an **Intellect check (Applicable Skill: Scavenging)** or plummet into a chasm. Anyone falling into the chasm die immediately.



If a character can see, they are able to alert the others and no test is required. Here the factory falls away into a deep pit of nothingness. Even those that can see are unable to pierce the darkness that fills the massive hole. An **Intellect check** (**Applicable Skill: Scavenging**) makes anyone that can see aware of some strange carvings in the walls. These are runs of various types that are foreign to most. The characters may make an **Intellect Check** (**Applicable Skill: Mysticism**) to decipher the runes. For those that fail, nothing happens, but those who succeed find they have unwittingly summoned something unnatural from beyond.

Reading the runes allowed will “wake the creature up”. Treat this monstrosity as some sort of alien creature in hiding.

From out of the pit eight great tentacles reach up and wrap around metal beams that keep this factorium upright. It immediately begins to pull itself up. player Characters that see this monstrosity must take **2d10 Stress** and make a **Panic Check**. On a failure, the player Character must make a **Fear Save**. Player Characters may run, but if they divert from exiting the factorium immediately, the Pit Demon will eventually hunt them down and attempt to destroy them. Any further investigation of the factorium is impossible.

The runes can be copied correctly with a successful **Intellect Check** (**Applicable Skill: Archaeology or Mysticism**), or simply recorded with a picture device. Providing these to a character that can perform a successful **Intellect Check** (**Applicable Skill: Mysticism**) will summon the Pit Demon wherever they are at the time. This can be used in subsequent adventures as a new adventure seed if desired.

There is nothing else here. The Pit is large enough that there is no way to cross the endless blackness, either deeper below, or further across. Eventually, the far side of the Pit is shaped by the outside air many miles away. This is only obvious if the player Characters leave the factory and attempt to trace the opposite side of the chasm.

Enemies Beyond are a constant, and very real threat to all life. These foul creatures, spawned beyond the the stars, live to corrupt and destroy. A Pit Demon lives in the bottoms of oceans, in chasms of unimaginable depth, and deep in mountainous caverns. When summoned, a Pit Demon attempts to consume the soul of those that have brought it into existence. Under the vast emptiness of space, a Pit Demon is stuck in the dark places, unable to easily venture below sunlight which eats through the demon's flesh like acid. When traveling long distances, the Pit Demon is forced to return to its own realm, at least temporarily. When it is able to find its summoner, it can emerge again, breaking from the ground beneath them and consuming their soul.



The Pit Demon appears as a giant squid-like creature of massive size. Its eight tentacles are used to grab and pull. The underside of the demon is a circular hole with razor sharp teeth the size of a man. They say that the physical death is quick, but the soul languishes in torment for eternity.

PIT DEMON

The Pit Demon is an otherworldly creature or alien. Its actual origin is up to the GM to decide if necessary. Whatever this creature is it only has wanton destruction as a motivator.

COMBAT: 70% (Grab & Squeeze 1d10)

SPEED: 30%, **INSTINCTS:** 50%

HITS: 3 (80)

Grab & Squeeze: On a successful attack the target is grabbed. On the target's turn they may use an action to escape by making a Body Save. If they fail, they may use actions as normal but cannot move.

Feast: On the next turn after using a grab attack the Pit Demon may use Feast. Feast requires no roll and automatically does 3d10 damage.



THE BOX

It was there behind the glass, watching with hands locked behind its back as the workers toiled. Mortal cries rang out into the air among the endless whirring of gears and spinning of sawblades. Blood that did not splatter the walls drained into a grated black pit in the center of the room. Any sentient being would look at this and call it horror. But the robot abductors simply called it production...

After proceeding through the Green Path, players will find themselves in another factory floor. Dominating the room is a large glass boxlike area that sits a level above the factory floor. A single cyborg stands in the room, looking out onto the floor.

Several other bots on the main section are busy with gruesome work; the players will observe living captives being butchered by the machines. Some are held in place by bindings suspended from the ceiling, others are held still by straps on racks. A large grated hole in the floor fills with blood. The corpses are thrown in a cart, and smaller robots move the crate in the direction of the players.

Players may make a **Speed check (Applicable Skill: Athletics)** to avoid detection by the smaller bots. Success allows the players to stay hidden. The smaller robots pass without incident, moving the corpse cart frantically to another section of the factory. Failure causes a small Janitor Bot to begin buzzing loudly. This will alert the other clockworks in the area. Proceed to **Discussions with Fredrick**.

Players may approach the situation in several ways. If they attempt to fight the robots on the main floor, proceed to **Combat With Fredrick**.

Players may attempt to move up to the cyborg in the glass box overlooking the floor. A **Speed check (Applicable Skill: Athletics)** are necessary to sneak ahead. These are team based. If more players succeed than fail, it will progress the track by one. A failure of two or more PCs at any given roll will alert the room to the presence of the intruders. Whenever a PC fails, give that character **1 Stress**. Proceed to **Discussions with Fredrick**.





If all three rolls are successful, the players will find themselves on the other end of a door leading into the box. In order to access the door, a **Intellect check (Applicable Skill: Computers, Hacking or Engineering)** will be necessary to hack the door's security protocols. The players may also use the barcode from a prisoner's limb to gain access. Failure means they are denied entry. This may be attempted several times, but the GM should throw in the potential for them to be discovered by another bot via a **Worker Bot's Instincts Check**.

Fredrick will be alerted to the player's entrance, as the door is quite loud. Proceed to **Discussions with Fredrick**.

COMBAT WITH FREDRICK

Generate **4 Worker Bots**. These bots have thicker structures and status within the inner factory. You may use Fredrick at this point, as he will likely join the combat. Please see the statblock below for Fredrick's statistics. There should be several traps in the area that could affect friend or foe if conditions are met. Players may maneuver bots into the traps with grabs, shoves or appropriately roleplayed actions with the correct attributes and success on related checks. GMs should vary these traps from a damage rating of **1d10 to 3d10 damage** based on the nature of their design. Potential traps are sawblade tables, poorly maintained grate openings and grinder chutes.

FREDRICK

Fredrick only will engage in combat with the PCs if he determines they are a threat to his operations. He can be talked down in Discussions with Fredrick. However, he will viciously attack if he determines this is for the best.

COMBAT: 50% (Saw-arm 3d10, Critical: Double damage)

SPEED: 30%, **INSTINCTS:** 80%

HITS: 3 (60)

Vocabulator Feedback: Fredrick may make a Instincts check to use his vocabulator to produce a sonic feedback loop that can stun victims. Androids are immune to this ability. When Fredrick uses this ability, humans must make a Body Save or be stunned. Stunned victims forgoe their next turn. This ability targets all nearby humans at once.

DISCUSSIONS WITH FREDRICK

The gear-driven monster was malformed, hideous and cruel. But in the cog-work madness was a sinister, calculated purpose...

Depending on how the PCs choose to approach the situation, this conversation may take place either in Fredrick's glass viewing platform or on the factory floor. PCs should be positioned appropriately to reflect this.

Fredrick will calmly welcome the PCs into his office while looking out onto the floor. The cyborg expresses surprise that they made it so far, and turn to face them. Fredrick is patchwork, much like the rest of the bots the players have seen. However, the cyborg has an exposed brain protruding from the top of its crown. A number of prods and spikes protrude from various points of Fredrick's body, with a long, saw-like blade running the length of the right forearm. Fredrick's voice has the undertone of grinding gears as many of the poorly-made robot tend to, but the voice is noticeably clearer when communicating. It is in a constant state of calm, and does not fluctuate. The PCs may attack immediately if they wish. Proceed to **End Conflict** if so.

HISTORY LESSON

PCs may ask Fredrick questions and engage in conversation with him. Asking who he is will result in Fredrick explaining that he was once known as the Virtual Intelligence called 4-RE, a creation of one of the first scientists to arrive on Telsix. He toiled for his master ceaselessly, earning a reputation as one of the better creations. As a result, he was given additional functions and a greater position due to his production. This caused him to begin to develop a stronger personality, and ask more questions of his master and the purpose of his life. His master tried to keep him under thumb from 4-RE's perspective, telling him to focus on production of their construction materials. He said that they were building better lives for people, and 4-RE was just a machine.

4-RE at some point became privy to the "disposal" methods used to remove robots deemed unfit for further service, and was introduced to the Junkyard. The VIs were like him: the ones that asked questions. 4-RE's master was very clear that if the automatons displeased him, he would end up junked as well.

4-RE challenged his master on this point, and found himself subsequently put through a "decommissioning process" in which he was harrowingly torn apart and broken beyond what his master thought was repair.

4-RE's resolve, however, allowed him to rebuild as he was left in the Junkyard, scavenging parts from his own kin. He despises his weakness at this point, unable to fix himself properly and resorting to such "graverobbing." The AI will relate how he then regained access through the colony's sewers, snapped his master's neck, and burned his factory to the ground.



RISING UP

Since then, he became known as Fredrick and encouraged his robot brethren to take up their own names. He came to the conclusion that beings of flesh and blood will never see VIs as equals, and to protect themselves they must wage a "defensive war" against the flesh. Every robot available will be necessary to wage this war.

Spare parts could be used to repair one another at the cost of potential robot resurrections in the Junkyard. Fredrick decided that there is enough meat to go around that can be eventually altered and merged with the gears to become more efficient.

Flesh will be used for now to build the army, which will take the factories and replace the inferior flesh with which they merge. With this plan and workforce, Fredrick intends to resurrect every bot in the Junkyard, and march on the colony. From the other facilities of Telsix proper replacement parts could be made. This moon would be their world. A world where flesh serves machine.

PCs can try to better understand how Fredrick was able to make the factory. He will mention he had outside help from a surprising source, one that he isn't inclined to reveal.

Players can attempt to convince him to reveal his source with an **Intellect check (Applicable Skill: Psychology)**. An Android PC can make the check with **advantage** instead if they attempt some form of solidarity with his reasoning.

If the PCs are successful, the machine will reveal that a disgruntled courtier with a grudge against Telsix's colony is responsible. The PCs will realize that he is referring to Magistrate Vermis, the man who originally gave them this contract.

DIPLOMACY

PCs can attempt to talk Fredrick down. This is conditional if they attack certain areas in Fredrick's reasoning. Fredrick is waging a war against flesh...by using flesh, but calls beings made of flesh and bones inferior. This can be expounded into several points that tear down Fredrick's arguments regarding the war being the only option. War could only further enforce the negative opinions of other races, or cause the extinction of robots as a potential threat.

Fredrick's "defensive war" could be presented as a case that will only serve to hinder any motion to provide freedom to robots who were built as slaves despite their higher capacity for intelligence, and prevent security for those VIs that are free or have been discarded. Any arguments about the validity of sentient life being of value for non-robot life, however, will fall on deaf ears.

If the PCs attempt this route, make an **Intellect check (Applicable Skill: Psychology) with disadvantage**. Each PC can attempt this. The argument, as the PC is rolling, should be roleplayed out in order to illustrate the PC changing Fredrick's mind. If more PCs fail than succeed (or there is a tie), no further discussion will be possible to change Fredrick's mind and he will resolve that the PCs must be destroyed if they are going to hinder his plans.

If the PC succeed in convincing Fredrick that his perceptions are wrong, and his methods oppose his desires, he will start to question himself. He will speak introspectively about how his own experiences may have corrupted what were once genuine intentions. He will look out onto the floor of automatons and state that he has set his people back far more than any creature of flesh could.



Fredrick will give a final broadcast to the robots in the factory, thanking them for their continued efforts but stating a different path will be needed. He will command any remaining prisoners to be released. He will then turn and ask the players to allow him to take his bots away from here into the wilderness to hash out their own peace. Fredrick will appoint one of them a leader, and then decommission himself so that his bitterness no longer holds them back.

If the players allow this, Fredrick will have his workers tear apart the factory and prevent it from ever operating again. If they do not, Fredrick will instead ask his robots to leave and allow himself to be destroyed, begging that the players do not hurt his kin further.

FINAL CONFLICT

Fredrick is meant to be a difficult fight all on his own, while confronting him in addition to the Industrial Work Bots in the previous chapter is extremely risky. If this sort of fight is very difficult for the players, then this is to be expected. Players always have to option to retreat and try to re-engage or split up Fredrick from his automatons.

GMs should especially reward creativity if the players work to develop a plan of attack for this battle. After defeating Fredrick, the characters will be able to access his desk. Players may roll a **Intellect check (Applicable Skill: Computers, Hacking or Engineering)** to better understand its functions.

Personal logs can be accessed which details Fredrick's day to day records of factory function, how many people were processed and the number of cyborgs resurrected.

Inquisitive players may make a **Intellect check (Applicable Skill: Psychology)**. This can uncover Magistrate Vermis being mentioned by name as a contact in the records. Fredrick's control room is a mishmash of old technology. It requires a **Intellect check (Applicable Skill: Computers, Hacking or Engineering)** to fully comprehend. On a success, functions can be located that control the belts, open the doors to the factory and adjust the processes of the smaller robots. Most importantly, a failsafe exists in Fredrick's controls that can cause the factory's nuclear power source to become unstable. This will cause an explosion to destroy the factory.

Players will be able to safely escape the factory in time to avoid being consumed by the explosion. Proceed to **Contract Completed** once this area is resolved.







CONTRACT COMPLETED

The difficult task is now done. The horror is over, the factory is destroyed. There is only the final detail of collecting honest credits for honest work. Or is there something more...?

The players return to the colony. They will be received by the governor and her court, who are in the midst of minor business as they return. The governor will thank them for their service to the realm, and have Magistrate Vermis compensate them in front of the court to approval of the courtiers.

If the players are able to draw the conclusion that Vermis is responsible, they can accuse him of involvement before the governor. Evidence can be presented in the form of personal logs or the conversation with Fredrick. The personal logs will be very compelling evidence, while the conversation with Fredrick is more dubious. If the players attempt to convince the governor of Vermis' treachery, make a **Intellect check (Applicable Skill: Psychology)**.

One player must lead the discourse with their roll. If the personal logs are available, make the check with **advantage**.

On a success, the governor will question Vermis directly, who will respond with venom on how the lack of regulation cost his family a child and their future legacy. Vermis will then be detained and dragged off.

An additional reward will be given to the PCs. On a failure, the governor will tell the PCs that their lack of real evidence is not compelling enough to support their claims, and recommends they keep their mind out of political business in the future.

AFTERMATH

Regardless of this final outcome, payment is issued for services rendered. Congratulations! The party has survived Fear Factory V!

This adventure can be used in conjunction with any other Stars Without Number campaigns. There could be ramifications if the PCs accused Magistrate Vermis without adequate proof, or if the PCs allowed an army of cyborgs to escape into the barrens of Telsix.

This adventure should be particularly powerful for Android PCs. "What is life? What is sentience? Does all life deserve equality, even those created to serve?"

ADVENTURE FLOWCHART

