

GLADIATOR II

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A1 EXT. SMALL HOLDING - NUMIDIA - DAWN A1

A dusty small holding on the edge of a great walled town.

LUCIUS is trying to get hold of a goat.

It will not stay still for him. Every time he gets a hold of it, it manages to escape his grasp.

It's exasperating but Lucius has a smile on his face.

ARISHAT

Be gentle.

ARISHAT is standing in the doorway of a white washed farm house. She is dressed - somewhat oddly - in military clothes.

LUCIUS

I am being gentle. She is not being gentle with me.

He grabs hold of the goat, puts a bucket underneath her and starts to try and milk her. With a kick, the goat manages to free herself again. Lucius grabs out for her and manages to end up sprawled on the floor. The bucket beside him.

Arishat laughs delighted. Lucius grins, exasperated.

And then they hear a bell.

The clang clang clang of a bell being rung in warning.

Lucius looks at Arishat. They know what this might mean.

They hear another bell and then another. There's clearly been multiple sightings. Arishat comes closer to him as Lucius gets to his feet. More bells ring.

ARISHAT

Are they finally here?

Arishat touches his hand for just a moment. The fear between them is palpable.

And then they run to ready themselves for battle...

1 EXT. NUMIDIA -- AFRICA NOVA (PRESENT DAY LIBYA) -- MORNING

AN ANCIENT CITY carved into a cliffside overlooking the sea. The city is sleeping; its lights are darkened.

EXT. CITY SQUARE.

Close on a large bronze bowl with burning coals

JUGURTHA, Tribal Leader of Numidia, conducts a sacred ritual, blessing the warriors before him before they go into battle.

Each person throws a small piece of papyrus into the coals and it catches flame.

The tribesmen kneel in prayer, heads bowed, their hands on one another's shoulders. Women and children are watching.

Jugurtha chants a PRAYER:

JUGURTHA

Macurtam, Macurgam, Vihinam, we  
invoke you by your great names to  
come to our aid. Bind the Romans,  
bind their ships, their engines of  
war, and their soldiers. Bind  
their arms so they cannot raise  
them against us; bind their feet  
so they cannot come against us;  
bind their swords, their arrows,  
their spears and shields. Bonchor,  
Varsissima, Matilam: accept our  
sacrifice and grant our warriors  
strength in battle, and courage to  
defend your holy places against the  
invader, so that they might not  
prevail against us.

CLOSE ON LUCIUS: Though he wears the garb of a barbarian, he is of another blood -- an exile. To his comrades, he is known as Mago. His head is bowed, but unlike the other praying warriors, his eyes are open and angry.

The warriors stand in line to accept the Leader's blessing.

WARRIORS

Let us bind them.

JUGURTHA

Sophonisba... Gisco...  
Massinassa... Hiempsal...  
Ozalsces... Arishat...

Jugurtha looks over and sees Lucius standing to the side. Their eyes meet: there is a genuine bond of loyalty between them.

CUT TO:

2

EXT. BATTLEMENT -- MORNING

2

Along the wall soldiers are waiting, taking off blankets, food wrapped in linen in baskets and water being distributed amongst them.

LUCIUS sits as a lookout, keeping watch over a white-capped sea.

A raven-haired young woman approaches; she hands him an *Armudu* of strong tea and a crust of bread wrapped in a linen cloth and sits beside him. Her name is ARISHAT.

They break the bread and share it in silence. They're waiting for something, keeping a vigil together.

A fond smile between them, tinged with the awareness that this day may be their last. Arishat takes off one of her rings, takes his hand, and subtly (and intimately) places it on his finger. Lucius takes one of his own, and places it on hers.

A kiss, privately.

Lucius watches as Arishat briskly walks along the walls' edge to the tower. We see that there is a bow slung on her back, she is an archer.

Jugurtha approaches Lucius.

JUGURTHA

Mago. You did not make an offering  
to the gods.

Lucius respectfully.

LUCIUS

I prefer to sacrifice a Roman.

High on a pole above the battlements a boy, is keeping  
lookout - he sees --

A shadow appears on the sea. A single ROMAN SHIP -- a two-masted *Ponto*, its sail bearing the markings of the Roman Empire. Then BIREMES with hundreds of rowers at the oars, and catapults embarked on their decks.

Then the destroyers of the Roman fleet appear: two QUADRIREMIS, and the great DECIREME, with two great siege towers rising like castles upon its deck. All are packed with Roman Centurions.

BOY

I see them! I see them! Romans!

The cry is echoed along the wall.

Jugurtha, hearing the warning

JUGURTHA

(to Bostar)

Light the Beacons. Sound the alarms.

This is relayed as we follow Bostar along the wall.

BOSTAR

Light the Beacons...

Along the length of the wall, beacons are lit. CLARION HORNS sound.

LANTERNS are lit in the city below; they flicker messages in code from one rampart to another.

The city below comes to life as it prepares to defend itself. These are simple clay dwellings: Numidia is no match for the Roman fleet that's approaching.

3

EXT. DECK ROMAN WARSHIP -- NUMIDIAN COAST -- MORNING

3

The ROMAN Fleet advances.

Catapults, torsion ballistes and scorpions, equestrians and standard bearers. A vast moving machine of war brought to life.

Leading them is a Roman General: ACACIUS, a fifty-year-old battle-scarred veteran and hero of the Empire. His second-in-command, DARIUS, approaches.

DARIUS

On our first approach, General -- shall we wait for the wind to drop?

Acacius casts an expert eye toward the desert.

ACACIUS

No! The wind is behind us.  
This is good. Hove to at one  
mile.

A Roman WAR DRUM begins to pound.

4 EXT. NUMIDIAN STREET/CITY SQUARE/WALLS -- MORNING 4

Along the wall, they are preparing for battle.

The city is in a state of alarm: old women and children have lined up in the street to go into shelters underground. Most are what we would today call Bedouin or Arab, but others are African or European.

5 EXT. DECK ROMAN WARSHIP -- NUMIDIAN COAST -- MORNING 5

Eight thousand troops aboard fifty vessels are now hove to in the azure water about a mile offshore, all under the eye of General Acacius and his officers. Acacius studies the sea walls and the tide breaking against them.

DARIUS

Shall we send a fast boat to offer  
terms, General?

ACACIUS

I would not accept the Emperors'  
terms. Why would they?

Darius raises an eyebrow at Acacius' remark. But Acacius returns to the business at hand:

ACACIUS (CONT'D)

The wind is too strong. Furl sail  
and strike water.

DARIUS

Yes sir.

Darius turns to a signal officer standing behind him, to transmit the order to the rest of the fleet by semaphore.

6 EXT. NUMIDIA -- SEA WALLS -- MORNING 6

Lucius stands with his small company . He is the equivalent of an officer or a company commander.

He gazes out at the vast Roman Fleet making its way towards them.

LUCIUS  
(to "himself" but others  
hear)  
Rome. The enslaver. The  
destroyer. They have no lands but  
the ones they've stolen. Wherever  
they go, they destroy and call it  
peace.

He clearly loves this place.

LUCIUS (CONT'D)  
This is the last free city in  
Africa Nova. Today we will defend  
our freedom until the last man...

The younger men -- teenage boys, some of them -- are vigilant, nervous before the battle. He touches one of them reassuringly, as if in prayer:

LUCIUS (CONT'D)  
We have nothing to fear. Where  
death is, we are not. Where we  
are, death is not. Listen to my  
commands. Fight with your heart and  
soul.

Lucius sees Arishat at 200 feet on the other end of the wall in a detachment of archers.

7 EXT. ROMAN WARSHIP -- NUMIDIAN COAST -- DAY 7

DRUMS ROLL as Roman ships advance toward the sea walls of Numidia. BALLISTAS (giant bolt-firing crossbows mounted on wheels) and CATAPULTS are now adjusted for range and angle.

Acacius recites Plautus' words as the towers on the bows of the large ships are seen to be rising.

ACACIUS  
(to himself)  
"The ballista is my fist; the  
catapult is my elbow."

DARIUS  
(smiling, murmurs. A FIST)  
*To victory!*

The city is in range: we can see the Numidian archers positioned along the crenellated walls, waiting for them.

8 EXT. NUMIDIA -- SEAWALL -- DAY 8

The archers crouch behind the crenels and embrasures built into the city walls, watching as the ships come in formation, 200 shields protecting them from a cloud of arrows that will descend from the Roman boats..

As Lucius has joined Bostar's troops along the centre of the wall:

BOSTAR  
(shouting, with arm raised)  
Coming into range!

This is relayed along the wall.

JUGURTHA  
(repeating in unison)  
Archers. Nock and hold.

This echoes along the thousand foot wall.

9 EXT. ROMAN WARSHIPS -- NUMIDIAN COAST -- DAY 9

The Roman ships now in range of the wall as the stern decks have Roman archers kneeling and poised to release eight thousand arrows from the larger vessels.

Acacius can hear the voices and see the eyes of the archers on the wall gazing down at him. Then, finally he drops his own arm:

ACACIUS  
(shouting)  
Release at will.

Semaphore is utilized as flags signal throughout the fleet.

10 EXT. NUMIDIA -- SEAWALL-- SAME 10

JUGURTHA (O.S.)  
Release!



The order is released in a flash along the length of the thousand foot wall.

11 EXT. -- SAME 11

The Roman archers fire their arrows skyward -- and 8000 arrows rain down onto the city walls.

Numidian marksmen draw and take aim at the Roman ships approaching the walls.

Roman oarsmen now back paddle with the enormous oars holding the prow of the ships just off the wall

11A INT. BELOW DECK -- SAME 11A

Roman oarsmen now back paddle with the enormous oars, holding the prow of the ships just off the wall as burning oil ignites the towers

12 EXT. -- SAME 12

The Roman towers are rising and falling in the swell of the tide as Jugurtha orders his archers to fire at will onto the Roman decks.

Jugurtha watches as barrels of oil split open on the decks below. The archers now ignite arrows and fire them onto the oil soaked Roman decks.

13 EXT. STERN. ROMAN SHIP. SAME 13

The Roman ballistas LAUNCH flaming barrels of oil that STRIKE at the heart of the city. They BURST upon impact, spraying a mist of flaming oil everywhere as

THE ROMAN TROOPS on the towers now sprint across the bridge onto the wall. Others plant ladders and begin to scale them, risking their lives in the rise and fall of the swell.

-- as the Numidian ARCHERS now resort to sword play and engage the Romans on the battlements.

14 EXT. -- SAME 14

Now, Acacius' great DECIREME has come to within 5 meters of the wall, its SIEGE TOWER is elevated so that Lucius is at eye level with the Roman archers manning it.

The rise and fall with the swell making it dangerous and difficult to drop the bridge across the 5 meter gap.

The windlass jams, making the lowering of the platform impossible.

As ARISHAT and her group of archers continuously pick off Romans officers from atop the tower, firing off arrows as quickly as she can load them. A young boy at her side feeds her arrows one by one. A brilliant markswoman.

The Decireme's siege tower LAUNCHES a fusillade of heavy iron GRAPNELS onto the walls which gain purchase and secure the ships.

Roman oarsmen back water to keep the rope taut and hold the ships close to the wall.

Acacius, sees the problem of the windlass, ascends the ladder with his short sword and slices through the ropes.

The platform crashes to the wall. Acacius seizes the moment and charges across the heaving platform followed by his special forces.

15 EXT. THE WALL -- DAY 15

Lucius is standing to receive the Romans with Acacius leading them. As Acacius bulldozes forward, in that moment, Lucius is stunned by his recognition of this man who is immediately engulfed in the melee and chaos as --

-- A Centurion charges Lucius, who decapitates him, sending him stumbling off the wall to the courtyard below.

16 EXT. BELOW IN THE CITY -- DAY 16

Along the entire length of the wall Roman are crossing the battlements and are streaming down into the city, butchering the Numidians as they try to defend.

Lucius searches the fray he catches a glimpse of Arishat, now with her sword in her position on the wall a hundred feet away.

Below us, General Acacius surrounded by four officers, his manner coldly efficient in the mayhem --

-- Now recognition in Lucius' eyes -- he knows this man as Acacius roars to his troops as they press into the city:

ACACIUS  
(shouting orders)  
Advance and take the square!

Acacius' face is spattered with blood.

Lucius calls to Arishat, roaring:

LUCIUS  
Arishat! Him! Fire on him -- !

Arishat launches an arrow that clips Acacius helmet -- one of the arrows grazes his leg. A third arrow strikes his lieutenant in the throat.

Acacius feeling the problem, knowing from where it came, sees Arishat as his archer turns and takes careful aim at her and fires -

-- His arrow enters Arishat's chest, coming out through her spine - A kill shot. Her eyes find Lucius' --

LUCIUS (CONT'D)  
Arishat -- !

-- Lucius howling like a wolf as she vanishes off the wall into the sea .

-- in that moment Lucius is struck from behind by a Centurion's mace --

-- and plummets, tumbling endlessly toward the sea below --

17 EXT. UNDERWATER -- DAY 17

-- and as Lucius HITS the water - we GO TO BLACK.

17A EXT. VOLCANIC BEACH -- DAY 17A

Lucius regains consciousness: he's lying in the water on a riverbank of black sand and volcanic stone. The sky is grey; the river is swathed in mist.

He struggles to his knees, then staggers out onto the shore.

There are others on this beach, all walking toward a jetty along the shore. At first they seem to be survivors of the battle we've just seen. Lucius falls into step with them.

In the distance, a group of small, gondola-like FLAT-BOTTOMED BOATS are there to ferry them across the water. Then he sees her --

-- it's Arishat, his lover. She's boarding one of the boats. She seems bewildered even at this distance.

He calls out, but she can't hear him. The boatman poles the raft off. Lucius hurries to catch up with her --

The sand is soft holding him back and won't allow traction-  
in desperation - he calls out -

-- but she's already drifting away. We see that there are  
dozens of these small boats, each one piloted by a hooded  
boatman, ferrying their passengers across the water. They  
disappear into the mist, one by one.

Arishat turns, and their eyes meet... as the boat vanishes  
into the mist... and she vanishes with it.

CUT TO:

18

EXT. NUMIDIAN BEACH -- DAY

18

The waves deliver Lucius ashore, facedown in the tide at the  
foot of the great Numidian city walls. The tide has  
retreated --

-- to show BODIES floating in the surf amidst the wreckage of  
Roman ships. This is the aftermath of the battle. He looks  
up --

-- to see ROMAN STANDARDS being raised above the city's  
turrets. Roman Centurions stand watch along its walls. The  
city has been taken.

Then he realizes -- he wades into the sea, searching  
desperately --

-- until he sees a vertical arrow buried deep in a body bobbing on the tide --

-- it's Arishat. Lucius gathers her up in his arms, searching her face for signs of life.

He snaps off the arrow shaft and casts her adrift. He grips the feather of the broken arrow and keens.

As two Centurions violently arrest him from behind. Arishat sinks beneath the tide.

19 EXT. BEACH -- DAY 19

Two Roman Centurions arrest him. His beloved city is aflame above him.

20 EXT. OUTSIDE THE CITY WALLS -- EVENING 20

BURIAL PITS have been dug in the desert beyond the city walls. A group of twenty Centurions are there. The crowd of mourners parts as Acacius appears.

He walks past hundreds of bodies lying in the pits, prepared for burning, on one side, teenage Numidian soldiers, on the other, young Romans. The youth of two civilizations has been laid to waste.

Acacius places a garland before ignition. Centurions stand with flaming torches.

ACACIUS

I claim this city for the glory of  
Rome. Numidia is no more.

HOLD on the faces of the native people, silent: there is nothing they can do. Acacius raises his sword.

ACACIUS (CONT'D)

Woe to the conquered.

If Acacius feels any remorse, he doesn't show it. He signals his men to torch the bodies.

As they burn, hold on LUCIUS, rage, remorse and retribution.

CUT TO:

21 EXT. TOWN SQUARE -- DAY 21

Lucius is made to kneel along with hundreds of other prisoners. A Centurion gestures him to come forward. Lucius refuses.

Three soldiers descend on Lucius as a glowing brand comes from the fire -- Lucius struggles violently --

-- as the searing brand is pressed into the back of his neck. It reads SPQR -- the mark of Rome.

Lucius ROARS WITH FURY.

CUT TO:

22 EXT. DECK LARGE CARGO BOAT -- DAY 22

A misty morning alongside the city walls as the prisoners descend the stairs to a boat.

Lucius is pressed into a line as they go into a cargo hold. He still in pain from the fresh brand at the back of his neck. At first he hangs back, but then he sees--

-- Jugurtha, being press-ganged below deck with the other POW's. His arm is broken and hangs useless at his side.

He is white with pain as the Centurions push him below deck. They subdue Lucius and drag him aboard as the boat casts off.

23/23A INT. ROMAN GALLEY SHIP -- BELOWDECKS -- NIGHT/DAY 23/23A

Seasickness and heat are taking their toll as Lucius rides with the other prisoners. From the deck above us we hear the beating of the DRUM used to keep the rowers in time.

Lucius sits with his back to the wall, consumed with grief. He twists the ring on his finger.

We study his face and see the shadows of the last few days pass across it. We see the loss.

Across the cabin Jugurtha is propped against the hull of the ship. He watches Lucius in his grief.

Lucius feels a familiar gaze on him, and looks up to see Jugurtha. He moves fast towards him. Relieved to see someone he loves still alive. But he also sees that Jugurtha is a broken man. His spirit is dying and his body is not in great shape.

LUCIUS

Jugurtha?

JUGURTHA

Hanno.

They embrace. Jugurtha pulls Lucius's head close to his. His breathing is ragged. Lucius sees the pain.

LUCIUS

What damage have they done you...

JUGURTHA

Arishat...

Lucius's face tells the story. Jugurtha shuts his eyes.

JUGURTHA (CONT'D)

I am sorry, my son.

This is hard for Lucius. We see her death replay within him. He raises his chin bravely. He turns the ring she gave him.

LUCIUS

She died - under my watch.

JUGURTHA

She died under their sword.

Jugurtha smiles softly at Lucius. Lucius looks at Jugurtha's arm. It is dangling from him. An edge of bone protrudes.

JUGURTHA (CONT'D)

I have not long Hanno. This galley is sailing us toward something I cannot endure - I am ready to be taken into another place -

There is kindling below deck for small stoves. Lucius takes wood pieces and tears a strip of fabric from his tunic to fashion a crude splint for Jugurtha's arm.

LUCIUS

Stay here a while longer -

JUGURTHA

I remember well when you first were brought to us. A lonely child from the desert. Guileless. Afraid. You embraced all we taught you. You found Arishat's love. Your soul seemed restored. But now - I have such fear as to what these Romans may make you.



Desperate for distraction, Lucius concentrates on Jugurtha's arm.

LUCIUS

I know what I am. I knew who I fought for.

JUGURTHA

When I go into battle, my ancestors battle beside me. When I die, their spirits meet me to the next world. Would you were of my blood but you are not. Who will meet you?

We see these words sink into Lucius' face. It disturbs him.

LUCIUS

You think me alone?

JUGURTHA

I think you face a struggle to protect that soul. I think what awaits you is a battle fiercer than you have ever had to fight.

These words echo.

24 EXT. PORT OF OSTIA -- DAY 24

The Roman galley ship arrives into Ostia.

25 EXT. VIA SACRA -- DAY 25

Acacius leads a triumphal parade along Rome's main street: the hero has returned to Rome.

A worshipful crowd waves their *oraria* in tribute as he marches at the head of his legions toward the Imperial Palace in the distance.

26 EXT. IMPERIAL PALACE -- GRAND ENTRY -- DAY 26

Gravely Acacius ascends the palace stairs, flanked by his *Legati Legioni*. Rome's patrician elite have assembled here to receive him. Children scatter petals on the stairs while others present flowers. A path is cleared as we reach the top of the stairs, --

-- revealing two fraternal twin Emperors, standing side-by-side: CARACALLA and GETA.

Their body language and manner is very different. Geta is cool and calculating -- he wears the regalia of a military man. Caracalla is wild-eyed and erratic as a result of syphilis and lead poisoning. A PET MONKEY sits upon Caracalla's shoulder, constantly grooming his hair.

Acacius approaches the Emperors and bows before them, affecting a show of respect.

ACACIUS

Emperor Geta. Emperor Caracalla.

GETA  
General Acacius.

ACACIUS  
(almost by rote)  
I have taken Numidia in your names,  
that your dominion may eclipse that  
of every Emperor that came before  
you.

CARACALLA  
Crown him with laurels, brother.

A CROWN OF OAK LEAVES stands on a cushion held by one of the  
Emperors' lackeys. Geta takes the crown.

CARACALLA (CONT'D)  
Hail, the conquering hero. Let his  
name be carved upon the Capitoline  
Arch, and live forever in history!

Caracalla gestures for him to kneel. Acacius kneels as Geta  
places the crown of oak leaves atop his head.

GETA  
In honor of your conquest, there  
will be games in the Colosseum.

ACACIUS  
I require no games in my honor.  
Serving the Senate and the People  
of Rome is honor enough.

GETA  
You are too modest, Acacius. It  
doesn't suit a General such as  
yourself.

ACACIUS  
The glory is yours, not mine. I  
ask only for some respite from war,  
to be with my wife --

CARACALLA  
Yes. Your wife. Remember the  
privileges we have granted her.  
Where is she now to ignore such an  
occasion?

GETA  
(is this a hidden threat?)  
There are victories still to come.  
There is still Persia to conquer,  
and India.

ACACIUS

Has Rome not enough mouths to feed?

CARACALLA

They can eat war!

Geta borrows a sword from a guard and touches Acacius' shoulder gently with his sword, like a benediction, but it's also a threat.

GETA

Your triumphs will be celebrated as a tribute to the greatness of the Roman people.

CARACALLA

There must be games!

GETA

There will be games.

Acacius bows and stands, backing away three meters, before he walks out of the palace. We hold on his face as he descends the stairs: he hates this place and everyone in it.

27

EXT. LUCILLA'S VILLA -- EVENING

27

A small cavalcade canters up a gravel road to the gates of a secluded villa guarded by a company of the Emperors' personal militia, the PRAETORIAN GUARDS. Some men are seated on campaign stools around a cooking fire -- they are there for the night.

They are dressed in black and gold, in contrast to the red-white-and-gold of Acacius' men.

Acacius reins in. The Praetorians at the gate bow heads in deference to the General's rank.

PRAETORIAN

General.

The gate is opened-- it's locked from the outside. The villa is a golden cage -- a prison.

28 INT. LUCILLA'S VILLA -- COURTYARD -- EVENING 28

We follow Acacius to a candlelit courtyard where a woman is kneeling at a reflecting pool, wearing a long hooded cape. She feeds two golden carp. Acacius pauses a moment: we see love in his eyes as he sees her again.

Hearing Acacius' footsteps, she rises and turns to face us -- it's LUCILLA, Marcus Aurelius' daughter, still a great beauty after twenty years under house arrest.

Her eyes alight with relief at Acacius' safe return.

LUCILLA

Thank the Gods that brought you  
back safe to me.

He goes to her, and they kiss.

ACACIUS

Thank the Army. They protected me.

There is a fond appraisal.

LUCILLA

You've lost weight. Let me feed  
you.

She takes his hand and leads him inside, behind a curtain...

29 EXT. ANTIUM (ROMAN OUTSKIRTS) -- CITY STREET -- DAY 29

Jugurtha sits atop a wagon. He winces, with his broken arm, with every lurch of the wagon.

The spectators ooh and aah; some spit and throw stones. Now Lucius sees an arena coming into view --

30 EXT. PROVINCIAL WOODEN ARENA -- UNDERCROFT -- DAY 30

-- as the procession enters the undercroft beneath a circular wooden structure. From above us we can hear the roar of the crowd. The other prisoners are praying to their gods.

We are in the undercroft beneath the Arena stands. We can see the feet of the spectators through the platforms. Ahead of us, the prisoners are led to a set of gates.

The gates open, giving us a fleeting glimpse of what awaits them within. Lucius turns to Jugurtha.

**OPTION OF SILENCE:**

LUCIUS

Stay with me. I will protect you  
with my life.

JUGURTHA

I've made my peace. Save yourself.

The gates open --

31

INT. ARENA -- DAY

31

-- and we enter a wooden bullring-like structure, with the crowd sitting on high benches surrounding it. They eat and drink as they watch the show.

The crowd murmurs, shouting insults as Lucius and Jugurtha are led into the Arena. He is in pain, but he remains serene. Other prisoners follow them in.

From O.S. we hear a low GROWLING with random SHRIEKS. Something's out there, but they don't know what it is. Lucius scans the crowd:

We see a man as he enters the stands: MACRINUS is a prosperous Roman of African descent. His toga, cloak and jewelry are resplendent; he radiates the confidence and élan of a self-made man. He has the best seats in the house, next to the provincial GOVERNOR; he is the wealthiest man here.

And with him, his entourage: a striking young girl, FORTUNA, sits with him, along with HYACINTHIA, a woman near thirty, and his other servants, including QUAESTOR.

GOVERNOR

Remarkable. Look at their  
primitive markings!

Macrinus is bored and impatient.

MACRINUS

I was told there would be prisoners  
of war today. Soldiers. Contests of  
skill.

QUAESTOR

These are Numidian warriors,  
Macrinus. Prisoners of the latest  
Roman campaign.

MASTER OF CEREMONIES (O.S.)  
...watch as he faces the fate of a  
conquered enemy of Rome: the  
Barbarian Chieftain of Africa Nova,  
Jugurtha!

Macrinus studies Jugurtha standing before the jeering crowd.

MACRINUS  
(musing)  
The great Jugurtha. Mothers used  
to tell their children that if they  
misbehaved, Jugurtha the Fierce  
would come to devour them.

Fortuna gazes down at Lucius guarding Jugurtha in the pit.

FORTUNA  
Look how he protects him. Who  
inspires such loyalty in Rome?

Macrinus notes her interest. She quickly looks away.

IN THE ARENA BELOW, Lucius and Jugurtha eye the two gates,  
waiting for what is to come. Both gates open --

-- in a gust of white dust, a TROOP OF MATURE MANDRILL  
BABOONS lope into the arena, prodded by game-keepers with  
spears. This goads the animals into a rage.

The baboons turn to see the group as the game-keepers fire  
small darts at the baboons with blow pipes to provoke them  
further. They protest in pain --

-- and turn their rage on the men in the ring before them.

They charge in a blur of teeth and fur, randomly bounding  
across the ring at the group to pause and circle... as the  
big SILVERBACK, sensing the weakness, studies Jugurtha...  
then attacks.

Jugurtha is perfectly still, eyes closed, ready to die--

-- as the baboon leaps, the other baboon simultaneously  
attacks Lucius who is swinging his heavy wrist chains to ward  
it off, in this moment the silverback has fastened his teeth  
into Jugurtha's femoral artery.

Hyacinthia, repulsed, turning away.

HYACINTHIA  
That poor man -- !

QUAESTOR

Not a man, but a barbarian.

As Lucius tries to reach Jugurtha...

...the silverback charges him. It SHRIEKS in his face to bite, --

-- and Lucius raises the shackles on his wrists. The baboon bites down hard on the chain and it recoils in pain, spitting broken teeth, enraged.

Now, the baboon reaches out for him. Lucius, ferocious, lunges towards the animal which raises its arm in defense as -

-- Lucius bites the arm, ripping flesh, drawing blood. The animal screams. The audience gasps.

Lucius, now bloody, roars in the silverback's face, which hops away, cowed. The crowd, now fully entertained are with Lucius as--

--Quaestor goes to comment as Macrinus raises a finger for silence.

Lucius, now on all fours, moves towards the baboon, subtly mimicking its body language.

Seeing their leader dominated by Lucius, the entire troop takes a few steps away, widening their circle. Lucius holds eye contact with the silverback -- he's challenging its leadership of the troop.

Macrinus sits up and laughs, fascinated now.

Lucius presses forward, eyes locked with the silverback. The animal SHRIEKS and charges. Lucius shrieks back and charges -  
- the silverback, intimidated, retreats.

One small baboon begins to lope behind Lucius' back, then another joins him. The baboon troop is going over to Lucius' side.

The silverback makes a last-ditch effort to hold onto its dominance and lunges at Lucius -- all teeth and gaping jaws --

-- but Lucius, faster than his opponent, sidesteps the shrieking silverback and wraps the chain around its throat. A fast wrestling move and he's on its back now. He wraps his legs around its stomach.

The crowd is on its feet. Lucius is choking out the Baboon with the chain that shackles his wrists.



The baboon thrashes and rolls, trying to shake him loose, but Lucius grips him with the chain and his legs. It bucks and rolls until it loses consciousness.

Macrinus is now laughing as he studies this man now, surrounded by the baboons.

MACRINUS

This one is interesting. Stop the fight. I will buy him.

32 EXT. MACRINUS' ESTATE -- DUSK 32

Lucius, covered in blood and filth, rides in the back of a cattle wagon. He holds the fletch of the arrow that ended Arishat's life, it is still red with blood.

We pass through a front gate and through the armament yards, where men are building the kind of war machines we saw in Numidia -- scorpions, catapults, ballistas, iron foundries -- in effect, a factory. This man has a small empire.

33 EXT. MACRINUS' ESTATE -- DUSK 33

Through the bars of the wagon Lucius glimpses his destination -- a sprawling villa in the Roman style. The wagon pulls up outside a stone building beneath the great wall.

Lucius descends with other prisoners.

Lucius is led past a dozen GLADIATORS performing exercises in the courtyard. They hold *haltares* -- large semicircular stones with handles carved into them. Other men hoist heavy Atlas stones and carry them on their shoulders.

They perform their exercises under the watchful eye of a leathery former gladiator and trainer named VIGGO. He counts off like a drill sergeant.

VIGGO

*Septem! Octo! Novem! Decem! Enough!*

Viggo sees Lucius' arrival in a small group of four.

Viggo steps forward to inspect them, looking them over for defects like a piece of merchandise.

VIGGO (CONT'D)

Worms! Gut rot! Trench mouth!  
Syphilis!

Now he walks among the new arrivals, declaiming his warrior's creed:

VIGGO (CONT'D)

The Arena is a sacred temple.  
There, before the crowd, a man  
faces his destiny. For the bravest  
of you, the road to glory runs  
through the Arena. The Arena turns  
slaves into gladiators and  
gladiators into free men.

He moves to Lucius. He smiles a smile of yellowed teeth.

VIGGO (CONT'D)

Open! And I've heard about this  
one. He eats monkeys.

33A INT. MACRINUS GLADITOR QUARTERS. DUSK 33A

Viggo leads Lucius with a guard along a stone corridor.

VIGGO

If any of you have any ideas about  
escape from here, this is what  
happens when you're caught.

They pass a man who is swabbing water along the corridor.

VIGGO (CONT'D)

Centho!

He man turns to face him. His forehead has been branded with  
a large symbol that disfigures his face with a grotesque  
pucker.

VIGGO (CONT'D)

The mark of the fugitive.

33B INT. MACRINUS ESTATE. DUSK 33B

They enter a large chamber where 30 GLADIATORS eat at a long  
table.

Viggo leaves and Lucius sits down at the table. A bowl of  
food is placed before him by a slave boy.

No one looks at him. The gladiators all eat in SILENCE...

...until one of the gladiators in back, BRENNOS, starts  
making sounds as he eats. Low, guttural.

We realize it's the GRUNTING of an ape.

Now another gladiator across the room picks up the taunt,  
SCREECHING like a macaque.

Now the HOOTING of a bonobo. The HONK of a proboscis monkey.  
The SQUEAK of a marmoset.

Soon they all join in, chattering, grunting screaming.

The orchestra of ape noises reaches a crescendo... all  
without the gladiators ever looking up from their bowls.

Lucius ignores them as he eats his food with don't-give-a-  
fuck elan as the room echoes with the sound of apes.

34

EXT. FIGHTING PLACE -- BLAZING SUNSHINE -- MORNING

34

Lucius is led, to an area with walls 40 feet high and a corral at one end, where Macrinus is seated, shaded by silk canopies. He flicks with his fly-swatter as he notices them approaching with Lucius.

The other fighters are sitting in the dust watching. Someone brings Macrinus a silver tray of fruit and a box full of snow that will be ice cold water shortly. Macrinus drinks, then sets it down.

Lucius stands before Macrinus, impassive.

MACRINUS (SMILING)

Do you speak Aramaic? Hebrew?  
Latin? Greek? What is your  
language? I speak them all.

Lucius doesn't answer.

MACRINUS (CONT'D)

You don't answer. Because you can't  
or you won't? Well, violence is a  
universal language. Viggo!

Viggo crosses toward Lucius. He is holding two pairs of *cestus* -- leather gloves with heavy studs or metal plates. They are stained and worn. As Viggo puts them on:

MACRINUS (CONT'D)

Put him through his paces. He can  
fight an ape, but can he fight a  
man?

Viggo tosses one pair to Lucius. But instead of catching them, Lucius lets them fall to the ground with a heavy thud.

Viggo puts on the other pair of gloves and begins to circle Lucius in the Greco-Roman style. Lucius remains impassive. Viggo spits in his face and swings at the same moment --

-- and SLAMS Lucius across the side of his head with the studded glove. Lucius is knocked down.

Lucius rises to one knee and spits blood on the ground, without waiting, Viggo moves in to strike again -- spits phlegm, again throws a heavy roundhouse punch.

-- but Lucius catches his fist with his hand. But as soon as he does, Viggo kicks him in the throat.

Lucius, recovering, reluctantly picks up the gloves that he refused only moments before. Macrinus smiles.

MACRINUS (CONT'D)

That's it. He's learning.

Lucius wipes the blood from his face. He beckons to Viggo:  
*try that again.*

Viggo swings and Lucius ducks the blow almost gracefully.  
Lucius delivers a punch once --

-- and Viggo is knocked down, studmarks bleeding on his face.  
Viggo is ready to get back up and continue the fight, but  
Macrinus calls a halt:

MACRINUS (CONT'D)

Enough.

Macrinus rises and walks away, leaving Lucius with Viggo.

MACRINUS (CONT'D)

Hose him down. Then bring him to  
me.

Above us we see that all this has been watched from a  
trellised balcony high above the yard: it's Fortuna, the girl  
who accompanied Macrinus to the Arena where Lucius fought the  
baboon. She gazes down at him, curious.

35 OMITTED 35

36 INT. MACRINUS' LIBRARY -- DAY 36

Viggo leads Lucius into a cool darkened room, where Macrinus  
is already waiting for them. Lucius takes in the library,  
its shelves laden with scrolls, papyrii and tablets: the  
sanctum of a well-read, self-taught man.

Macrinus approaches and inspects what he has brought.

MACRINUS

A strong jaw. Good arms. A better  
smell. Yes. He will do well.

Lucius stares at him hatefully. Macrinus smiles, enjoying  
this.

MACRINUS (CONT'D)

It is an art. Choosing Gladiators.  
Some look for entertainers. Some  
for brute force. I look for rage.  
The crowd want blood, and they love  
those who want blood as much as  
they do. And you - my friend - rage  
drips out of you like milk from a  
mother.

Lucius is fast toward Macrinus, his eyes wide. Viggo pulls him hard to the ground. Smashing his head into the floor.

Viggo looks at Macrinus, awaiting more instruction, Macrinus gestures with his hand, leave him.

MACRINUS (CONT'D)

Oh, he does roar. You will be quite  
the fighter.

Lucius is quick to his feet.

LUCIUS

Not for you.

Macrinus holds out a glass. A woman - Hyacinthia, her eyes hollowed by opium approaches and fills it for him. Her pays her no heed.

MACRINUS (LAUGHING)

You do not fight *for* me. I put you  
in the ring and you either fight or  
die.

Lucius says nothing.

MACRINUS (CONT'D)

You are strong - but wrong to  
direct your rage at me.

Lucius looks at Macrinus. Interested in this deal now. Macrinus reads this.

MACRINUS (CONT'D)

Whose head could I give you to  
satisfy your fury?

There's a long silence. One filled with sulphur and possibility.

LUCIUS

The Roman army? Too much. The  
General will do.

Macrinus laughs, deeply amused by Lucius's target.

MACRINUS

General Acacius? The great warrior  
who took Numidia and your life.

Macrinus approaches Lucius.

MACRINUS (CONT'D)

Give me your obedience - and I will  
give you his head - ready for your  
sword.

Lucius. Head spinning.

MACRINUS (CONT'D)

Rome is a snake pit but they do not  
see the reptiles. I am a snake  
Barbarian. And the best snakes  
trust no-one...

He holds out a hand. Lucius hesitates and then takes it.

MACRINUS (CONT'D)

Serve me and I will serve you. Deny  
me and it will be of little  
consequence either way.

37

INT. IMPERIAL VILLA -- SAME

37

Lucilla, magnificently dressed, stands regally before the  
Emperors.

Geta bows before her and waits for her to extend her hand.  
It is not forthcoming. Finally he gives up and straightens.

CARACALLA sniggers.

LUCILLA

You would kiss the hand of your  
prisoner?

GETA

(straightening)

A prisoner? You're a *guest* of the Emperors, my lady.

LUCILLA

A guest.

GETA

You're guarded for your own protection and enjoy many privileges.

LUCILLA

Why am I here?

GETA

My brother and I have a proposal to make.

Lucilla says nothing.

GETA (CONT'D)

We are twins, as you know. As I was born first, I am the Emperor.

CARACALLA

I am the Emperor! I would have been conceived first.

GETA

I was the first out of the womb --

CARACALLA

I was the first to be conceived because I was the last out surely proving my rights.

GETA

First out is what matters.

CARACALLA

Last out ... conceived first ...

Geta waves his hand in irritation. They have bickered like this every day of their lives (Geta would never admit this weakness).

Lucilla looks at him: she senses where this is going.

GETA

In your father's time, an Emperor who lacked a son would adopt one as his heir.



LUCILLA

What is it you want?

CARACALLA

To adopt us. As your sons.

Lucilla almost laughs.

GETA

For which you would enjoy greater benefits and more freedom.

CARACALLA

And now you have no children of your own. Your son died did he not?

GETA

And you are past childbearing age.

CARACALLA

Though not undesirable!

LUCILLA

You want the daughter of Marcus Aurelius to give you some kind of *dignatas*.

(beat)

I will need time to consider this proposal.

GETA

We have only days before the games begin. Your presence would bring only greater glory to General Acacius.

LUCILLA

General Acacius does not seek glory. Glory seeks him. He fights your wars to serve Rome, and to protect me.

GETA

The people love you. You must honor them with your presence at the games.

LUCILLA

The moment a man loses his life it is no longer a game.

CARACALLA

Or the greatest game of all.

LUCILLA

GETA

Go freely, or go in chains.

LUCILLA

I'll take the chains.

She rises. The meeting is over. Geta glowers at her back as she leaves the chamber.

GETA

Then chains it will be.

38 INT. LUCILLA'S VILLA -- EVENING

38

Lucilla has returned home; Acacius is there. A fire burns in the fireplace. A maidservant has just brought them wine.

LUCILLA

There are times I wished you'd abandoned me, rather than fight their wars.

ACACIUS

I made my choice. I can live with it. But Caracalla and Geta, it's as if Caligula gave birth to twins. My patience with those two is at an end.

Lucilla silences him with a look. She sees her maidservant hovering in the corridor beyond the door.

LUCILLA

Leta, you may go to your quarters. We need nothing else.

The maidservant bows and leaves. As Lucilla closes the door, Acacius broods darkly as he gazes into the fire.

ACACIUS

To hear wives and mothers mourning their dead on the beach in Numidia..no more. I cannot waste another generation of young men for their vanity. If I fight another campaign, it must be to depose them.

LUCILLA

Acacius, now is the time to act.  
The Emperors do not have the  
support of the people. The people  
are weary of the madness, weary of  
the tyranny. When will your troops  
arrive?

ACACIUS

They make land at Ostia in ten  
days.

LUCILLA

How many are loyal to you alone?

ACACIUS

All of them.  
(after a beat)  
I have taken territories before.

Acacius, smiling, takes her hand.

LUCILLA

Those places were not like taking Rome itself. What is the dream of Rome if her people are not free?

He takes her in his arms.

ACACIUS

Ah, Lucilla. If only you had been born a man, what an emperor you would have made.

Lucilla takes his hand

LUCILLA

Why must it always be a man?

She kisses him on the forehead

39-41 OMITTED

39-41

42 INT. GLADIATOR STABLE -- DORMITORY-- MORNING

42

Lucius lies sleeping in a dormitory on a wooden bunk. Viggo enters and throws a tunic in Macrinus' colors at him along with a pair of golden sandals.

VIGGO

You. Ready yourself.

The other gladiators jeer at him as he walks past.

43 EXT. THRAEX'S MANSION -- MAIN HOUSE -- DAY

43

A palatial home, with patrician guests spilling onto the street outside: a party is already in progress. Carriages draw up and leave guests as if from limousines.

Lucius follows Viggo inside, twisting Arishat's ring as it sits on his finger.

LUCIUS

What is my purpose here?

VIGGO

You'll find out soon enough.

44 INT. THRAEX'S MANSION -- MAIN HOUSE -- DAY

44

A countertenor sings of exalted noble life. The contrast with the ruffians present is stark.

The Senator THRAEX and his young male CONSORT greet Macrinus and his party as they enter the grand hall, other guests have arrived, mingle and chatter.

THRAEX (GREETING)

Macrinus! I knew that the provinces would not be enough for you.

MACRINUS

I'm here for the games, nothing more.

THRAEX (BANTER)

You won't be disappointed. Rome has all the games that men like you like to play.

MACRINUS

Men like me, Thraex? Men like us. I know nothing happens in Rome unless you've tasted it first.

Laughing, Thraex leads Macrinus through the crowd into a grand chamber filled with guests to where Caracalla and Geta are holding court with the rest of their entourage. Both are intoxicated. Caracalla is stoned out of his mind on some cocktail of ancient drugs.

Thraex presents his honored guest to the Emperors.

MACRINUS (CONT'D)

Emperors.

Macrinus bows before Geta. But Geta doesn't pay any attention -- he's laughing at a joke he's just been told. Macrinus gracefully waits for the Emperors' attention.

Geta's gaze turns to Macrinus. It's not clear that Geta remembers who he is.

THRAEX

Macrinus of Thysdrus, Emperor.

GETA

(remembering)

Macrinus of Thysdrus! Have you come to Rome for the games?

MACRINUS

My estate is in Antium. But I could not resist the temptations your majesties are providing these days.

CARACALLA

(laughter)

Brother, every man who has a fortune makes a name for himself sponsoring fighters at the games.

MACRINUS

I am here only for the love of the sport.

GETA

As are we. As are we!

45 INT. THRAEX'S MANSION -- SMALL CHAMBER -- SAME

45

Lucius has been lead into a small chamber adjacent to the great hall, where he is chained to a column.

From here he can see past some drapes across the quadrangle to see a GOTH FIGHTER chained to the wall in a similar space.

Lucius studies the Emperors and Macrinus in the next room, surrounded by the Roman elite including a Praetorian General, TEGULA, resplendant in black and silver armor.

THRAEX (CHATTER)

What's this we hear about you being interested in standing for election to the Senate, Macrinus?

MACRINUS (BANTER)

If only I were capable of such a task. I am a simple merchant. I barely understand an abacus.

Thraex looks at him, unsure. Macrinus smiles innocence.

MACRINUS (CONT'D)

But tell me, I've heard it's the custom for your guests to make wagers at these affairs. Might we..

THRAEX

(a flicker of weakness  
from this gambling man)  
How large a sum did you have in mind?

MACRINUS

Perhaps - a thousand gold denarii?

THRAEX

Two.

Macrinus can recognise a gambling addiction when he sees it. He smiles.

MACRINUS

Is it truly so simple?

They shake as gamblers do.

45A INT. THRAEX'S MANSION -- ANTEROOM -- SAME

45A

Lucius glimpses a dining room dominated by a large marble table, laden with food: bear, ostrich, porpoise, hare, swan.

A RHINO'S HEAD is on the table. A servant uses a device to shave the rhino's horn into a small pile of powder, which several of the guests snort as an aphrodisiac.

Fortuna is examining the offerings. Seeing Lucius beyond the curtain and moves toward him. Clearly curious.

FORTUNA

Eat.

She offers him a bite of meat on a stick.

LUCIUS

What is it?

FORTUNA

Flamingo. Go on barbarian.  
It might be poisoned. Taste it for me.

(teasing)

Come. Aren't you supposed to protect me?

LUCIUS

I think you know how to protect yourself.

FORTUNA

And I was told gladiators are fearless men.

Lucius glances around - it looks good - then eats the morsel. Then Fortuna takes a bite.

LUCIUS

Will you wait to see if I die?

FORTUNA

You will survive. And I am hungry.

Lucius looks her over: the gold chains, the finery.

FORTUNA (CONT'D)

We're not so different, you and I.

Lucius nods toward the Emperors cavorting in the next room.



LUCIUS

I've only ever seen these faces on coins.

FORTUNA

There are those born to the throne, those given it and those who take it. I have placed money on you. Nothing big, just three sesterces -- I can't afford to risk more than that.

LUCIUS

I am flattered you risk anything at all.

Fortuna glances in Macrinus' direction. She should be getting back to him.

FORTUNA

I do not see what Macrinus does. The rage he finds so alluring. I see - something else - is it fear? Fear can be a powerful motivator. Tell me barbarian, do you know what frightens you?

Lucius says nothing, these words churning at his insides. He knows the truth of them.

FORTUNA (CONT'D)

Perhaps it is better for my three sesterces that you do not. Good luck, gladiator, I "believe" in you.

CUT TO:

Caracalla and Geta sit surrounded by their young male and female hangers-on, sycophants all.

Thraex walks in, he looks around, apprehensive and claps his hands:

THRAEX

Please follow us into the court for your entertainment -- the art of combat.

The crowd begins to move. Excitement ripples.

46

INT. SMALLER QUAD -- SAME

46

Guests now mingle around the walls of this room. The drink and chatter in excited expectation.

Lucius is led in ... astounded at what is about to take place.

GETA

Is this your gladiator?

MACRINUS

It is.

CARACALLA

I want to see him fight.

THRAEX

You will, Emperor.

CARACALLA

I want to see him fight now.

Caracalla claps his hands. In truth, he is too stoned to stand on his feet, so he is helped into a golden seat.

From the opposite side of the quad the Goth is brought in in chains.

THRAEX

Very well. Three rounds, hand to hand --

CARACALLA

(shakes his head)

Swords! We want swords. A fight to the death!

The party gasps in excitement and moves back a little from the fighting space. Thraex desperately, unenjoyably glares at Macrinus for help - none is given.

CARACALLA (CONT'D)

(Clapping with glee)

No quarter to be offered, or given!  
NOW! NOW!

Thraex nods to one of his bodyguards of the household and two swords are produced and brought forward. The Gladiators are unchained- which is where it becomes dangerous so guards move closer to protect the guests.

LUCIUS

Brother. Let's not kill each other  
for their amusement.

After a long pause, in answer, the Goth stands opposite Lucius and suddenly attacks -- and Lucius simply evades him. He turns the blade against the Goth. The blades skitter and clash.

The ladies GASP; Caracalla's pet monkey SHRIEKS. The partygoers titter with nervous excitement; they back away from the swing of the fighters blades.

The Goth turns toward Lucius and charges him --

Macrinus is a study throughout the exchange.

-- and Lucius slams the Goth on the head with the flat side of his blade, sending him into furniture, crashing into a column, the guests squealing and scattering.

The Goth, barely conscious, is back on his feet in an instant.

The Goth slashes at the air, backing Lucius into a wall. The blade ricochets off the smooth marble, slicing the Goth. His arm spurts blood on the floor.

They exchange. Blood pumps and the Goth slips and skids on the bloody marble -- and falls down -- it is kill or be killed.

LUCIUS (CONT'D)

Please. I do not wish to kill you.

The Goth scrambles in his own blood for his lost sword. He reaches out for it. As he does, Lucius, with a tortured expression, cuts him down.

The Goth reaches out feebly and then collapses to the floor.

The fight was too bloody to be entertaining - instead, momentarily, there's a deadly silence.

Caracalla begins to CLAP; his friends join in, and soon all of the guests are applauding Lucius.

GETA

Remarkable! Congratulations,  
Macrinus.

MACRINUS

Thank you.

GETA

Poor luck, Thraex. He must have  
been expensive.

Thraex looks stricken: he's lost more than a gladiator.

Two servants are already sliding the limp body from the chamber.

As the Servants mop up the trail of blood, Lucius is already being studied by the women who are aroused by the violence.

Geta rises to his feet and approaches to the stunned Lucius who is now grabbed by guards and forcibly disarmed.

GETA (CONT'D)

Gladiator. From which part of the  
Empire do you hail?

Lucius says nothing. An uncomfortable silence.

GETA (CONT'D)

Gladiator. Did you hear my question?

Macrinus intervenes as Lucius is about to retort across his guards.

MACRINUS

Emperor, he is from the colonies.  
His native tongue is all he knows.

LUCIUS

(off Macrinus)  
*"The gates of hell are open night  
and day."*

Geta reacts, confused.

LUCIUS (CONT'D)

*"Smooth is the descent, and easy is  
the way."*

For a moment, it comes as an insult - or is it a curse?  
Macrinus watches - impressed by this new turn.

LUCIUS (CONT'D)

*"But to come back from hell and  
view the cheerful skies -- in this  
the task and mighty labor lies."*

GETA

That's -- that's --

MACRINUS

Virgil, your grace - poetry.

GETA

(he doesn't)  
Of course -- I know that -- But how  
would a barbarian know?

Macrinus snaps his fingers at Viggo -- "get him out of here"

Macrinus eyes Lucius as he is taken away: he's wondering the same thing. Caracalla laughs at his brother's embarrassment. Fortuna reacts as well: this fighter is different indeed.

CARACALLA

Very clever, Macrinus! We've grown so bored with platitudes -- this one is a surprise. A barbarian who recites poetry! Wherever did you find him?

Macrinus bows theatrically.

MACRINUS

To amuse you is my only wish.

GETA

(calling after Lucius)

We look forward to seeing your  
gladiator in the Arena.

MACRINUS

As do I, Emperor.

Caracalla rises unsteadily to his feet.

CARACALLA

Yes. Yes. You must join us in our  
box at the games. We insist.

Geta looks at Caracalla - insisting nothing.

MACRINUS

An offer I could never refuse.

A silver dish is proffered. Caracalla takes a snort of the  
Rhino's-horn powder, then offers some to Macrinus:

CARACALLA

Rhino's horn has aphrodisiacal  
qualities.

MACRINUS

Not my taste.

In the BG, the Patrician women eye and preen over Fortuna.

CARACALLA

He has no need of it! Do you hear  
him Geta? What boasts -

GETA (WARNING)

Brother. Control yourself.

CARACALLA

Join us in the bedrooms Macrinus,  
show us your might...

MACRINUS

I prefer not to display my  
techniques for fear of plagiarism,  
Emperor.

Caracalla roars with laughter as the Emperors depart for the  
bedrooms, leaving Macrinus with Fortuna. His smile fades.

MACRINUS (AN ORDER) (CONT'D)

Go, share your beauty, I will  
watch.

47

INT. GLADIATOR STABLE -- BATHS -- NIGHT

47

Enter Macrinus, he places the coins on the bath edge. \*

MACRINUS \*

You fought well. But you were  
lucky, too. \*

Lucius shakes his head, unimpressed. Macrinus smiles. \*

MACRINUS (CONT'D) \*

The lines you recited. You didn't  
learn that in Africa, I know that. \*

LUCIUS \*

A good verse travels far. \*

MACRINUS \*

Who taught you poetry? \*

LUCIUS \*

(lying) \*

A - captured Roman officer. I was  
posted guard over him and he used  
to tell us tales to pass the time. \*

MACRINUS \*

What became of this prisoner? \*

LUCIUS \*

We ate him. As barbarians do. \*

MACRINUS \*

As barbarians do... where were you  
born? \*





Macrinus looks back at Lucius. He can see his blood lust. Who \*  
knows what uses he can be put to?

MACRINUS (CONT'D)

All in good time.

Macrinus exits. Lucius glances at the gold coin shining in  
the water --

-- it bears Janus-faced head: one face is Caracalla and the  
other of Geta. We HOLD on his face. He closes his eyes and  
the sound becomes that of...

47A EXT. NORTH AFRICAN DESERT VILLAGE -- DAY 47A

...a desert *shamal* wind blowing across the sands.

47B EXT. NORTH AFRICAN VILLAGE STREETS -- DAY 47B

THE YOUNG LUCIUS, 13 years old, plays street handball with a  
group of village boys. The people here seem to have taken  
Lucius in as one of their own.

But now, in the distance, we see something coming --

-- cantering horses ridden by Roman soldiers. Lucius throws  
the ball against the wall and catches it --

It's a Praetorian search party, sent to find and kill him,  
just as Lucilla warned.

47C EXT. STREET -- MOMENTS LATER 47C

They are going door-to-door. Some doors are kicked in and  
homes are ransacked.

We hear the ULULATIONS of women sounding the alarm. The  
streets empty out. The village boys start calling out to  
warn him.

VILLAGE BOYS

Romans! Romans!

Lucius now runs into an alley, through a maze of streets --

- 47D INT. SAFE HOUSE -- SAME 47D  
-- and comes upon a safe house. Lucius' BODYGUARD waits outside with a spare horse and baggage.
- 47E INT. HOUSE -- SAME 47E  
A Noble BEDOUIN WOMAN blesses and kisses him. He leaves.  
We hear the SOUNDS of horses, Praetorians with torches doing house-to-house searches, forcing the population into the streets.
- 47F EXT. STREET -- SAME 47F  
Lucius joins his bodyguard and scrambles down the back alley, onto the horse --
- 47G EXT. DESERT -- DAY 47G  
-- and away from the village. He casts a final glance back and sees the village burning. He rides off into the vast empty desert.
- 48 INT. LUCILLA'S VILLA -- COURTYARD -- NIGHT 48  
Lucilla is at a small grilled window -- where she sees that the guards posted outside are changing shifts.  
She blows out all the candles in her room, and the guards below note that she's turning in for the evening.  
Lucilla, now robed and hooded, approaches a small shrine. She rolls back a slab of marble behind the shrine --
- 49 INT. TUNNEL -- NIGHT 49  
-- and descends a tight spiral staircase into a "hewn" tunnel that leads beneath the villa.  
After some distance in the labyrinth, the tunnel opens into a huge underground catacomb, tall and vaulted, built for centuries of royalty, in early Roman splendor.
- 50 INT. FAMILY TOMB -- NIGHT 50  
-- and she emerges inside the family tomb.

Each crypt is marked by a bust of the family member interred within. Lucilla goes to the bust of her father, Marcus Aurelius, touching it and makes a prayer.

51 INT. ANTECHAMBER -- MINUTES LATER

51

Lucilla greets Gracchus and Thraex warmly:

LUCILLA

Old friend.

GRACCHUS

My lady. I wish we were meeting in better times.

LUCILLA

The sun shone once - it will shine again.

GRACCHUS

And what in heavens name does that mean?

Acacius emerges from the shadows. Gracchus smiles wryly.

GRACCHUS (SO DRY) (CONT'D)

Oh yes. He is shiny.

ACACIUS

We want to take back the city. To restore Rome to what it should be.

Gracchus has heard this a thousand times, it makes him weary.

GRACCHUS (TRULY DOUBTFUL)

An exciting venture. When?

ACACIUS

On the final day of the games.

GRACCHUS

How?

A moment - Acacius shows his irritation at Gracchus' tone.

ACACIUS

My army waits for my command at Ostia. Five thousand soldiers loyal to me will enter Rome. I intend to arrest our Emperors in front of the crowds at the Colloseum for their crimes against the Senate and their people.

There is a long weary beat. Lucilla reads their hesitation.

LUCILLA

We cannot continue to see Rome damaged slide down into the sewer.

Thraex and Gracchus study Acacius dryly.

THRAEX

Does *he* wants to be Emperor?

ACACIUS

I am a soldier not a politician. Rome will be yours to administer and -

Gracchus cuts off Acacius as he turns to Lucilla.

GRACCHUS

Your father talked of returning power to the Senate. But that was a generation ago, much has changed, the people haven't seen hope for many years and -

ACACIUS (CUTTING HIM OFF IN TURN)

Rome is not yet ready to be a republic but with time - and guidance - a vote by the people for the people would mean -

LUCILLA (TO GRACCHUS)

Rome can live again. Do we have your support Gracchus?

Gracchus thinks, looks at Acacius a beat longer and then turns to Lucilla and softly nods.

GRACCHUS

Lucilla, you are the daughter of Marcus Aurelius, he had my loyalty, and so do you.

LUCILLA

A politic answer, but good enough.  
Senator Thraex?

Acacius looks at Lucilla. Thraex straightens his posture, as if finding his backbone.

THRAEX

Politics follows power, my lady.  
Take back what is rightfully yours  
and the Senate will support you.

51A OMITTED

51A

51B INT. MACRINUS' LIBRARY -- DAY (WAS SC.66)

51B

Macrinus is in his library with Hyacinthia. Fortuna enters.

MACRINUS

Fortuna. The barbarian. I saw you  
talking to him at the palace. You  
like him.

Fortuna is silent -- she's afraid that she's run afoul of  
Macrinus, but does her best to hide it.

MACRINUS (CONT'D)

Lie with him. You have my  
permission. Learn his truth.

Fortuna says nothing -- she is intimidated by such an  
instruction.

MACRINUS (CONT'D)

I would have expected more  
enthusiasm. She does not speak -  
what say you Mother - is it  
conscience that holds her back - or  
other - feelings?

Fortuna looks at Hyacinthia, who is timid to her soul.

HYACINTHIA

I could not tell you.

FORTUNA

(covering)

My conscience is clear. It will be  
my pleasure.

MACRINUS

Good. We must both make use of him -  
while he lives.

Fortuna nods, she makes to leave.

MACRINUS (CONT'D)

But after, you return to me... and  
leave out not a word.

Macrinus leaves, leaving Fortuna with Hyacinthia. Fortuna  
looks unsettled at the orders she's just been given, so  
Hyacinthia looks at her with a empty savagely motherly smile:

HYACINTHIA

We serve him as we can.

52

EXT. THE APPROACH TO ROME -- DAY

52

Macrinus' convoy of carriages rides along the road into Rome.  
Swarms of beggars at the side of the road - the wretched and  
the diseased. \*

DORSO \*

When I was told about this place  
they never mentioned the stink. \*

BRENNOS (WRY) \*

It is Hanno. \*

The gladiators laugh. \*

LUCIUS \*

You will have to put up with me as  
I am. \*

"Laughter" follows... That is a bond. \*

Just ahead, the ancient arch of Romulus and Remus with the  
statue of the she-wolf feeding them. \*

DORSO \*

What's that up there, a wolf? \*

LUCIUS \*

The twins that were outcasts, left  
in the hills to die. A She-wolf  
found them, who had lost her litter  
- she suckled them on her milk. The  
off-spring of a wolf. \*

LUCIUS(TOO KNOWING) (CONT'D) \*  
It's in their blood. \*

DORSO \*  
How do you know this place? \*

LUCIUS \*  
I know the chaos they've wrought... \*  
(Just) look at us now. Rome infects \*  
everything it touches. \*

As the Colosseum comes into view, towering above the horizon \*  
the gladiators turn to take it in for the first time. All \*  
silent for a moment, awestruck. Only Lucius not following \*  
their gaze. \*

BRENNOS \*  
I never dreamt it would be so big. \*

This says it all - the gladiators smile, a gallows agreement. \*

LUCIUS \*  
Don't fall for their pomp and \*  
bullshit... \*

53 INT. GLADIATOR CART -- DAY

53

(CONTINUING THE SCENE THAT HAS ALREADY BEEN SHOT)

From inside the gladiator's cart, we behold the city as we  
enter its gates.



Most of the gladiators have never seen Rome -- their heads are on swivels, awed by all they see. They talk amongst themselves, taking in the magnificent architecture. Lucius looks out and we watch with his eyes. He can only see the poverty. The pain.

Lucius can't understand how this beautiful city has been corrupted. We stay on his face.

It's a plague tent. Full of disease and malnutrition. This is Rome left to rot. The Rome that Marcus Aurelius warned of. The buildings remain papal and magnificent. But the people - the people - the ill, the sick and the starving.

DORSO

It is not as I thought it would  
look...it's a good deal bigger.

Lucius watches with hooded eyes as a patrician looking man on a high chair is carried through by slaves. Beggars clamor underneath him but are beaten brutally back by fierce looking bodyguards.

LUCIUS

It is not how it used to be. How  
it should be.

DORSO

You know Rome?

Lucius nods as we pass a temple with graffiti. Much of the marble at ground level is marred by obscene graffiti, and has been left to decay.

BRENNOS

He's lying. He came to us from  
Africa smelling of apeshit half a  
moon ago.

Now, up ahead, it comes into view: THE COLOSSEUM.

VIGGO

And there is it...

The Gladiators all turn to face it. All but Lucius, amazed by its might. Lucius sees it as one might a hated cousin. With recognition of its damage.

VIGGO (CONT'D)

Today you will bring glory to the  
name of Macrinus.

We approach the Capitoline Arch -- as Lucius sees the statue of General Acacius' atop a marble plinth: ACACIUS, VICTOR AFRICAE. Lucius looks up at it with loathing --

-- and Macrinus notices it too, as he drives his four-in-hand through the great arch.

MACRINUS

(to himself and to Rome)

Rome, unconquered. How many armies have come to the walls of Rome and couldn't breach them? Where they failed, I will succeed.

Macrinus' driver stirs the reins, and we ride on toward the Colosseum. Macrinus gets out in front of a small tavern.

54

EXT. BAR OUTSIDE THE COLOSSEUM. DAY

54

Thraex is sitting inside the tavern.

MACRINUS

Thraex. About out wager.

THRAEX

Ah, the barbarian. I haven't forgotten. I always repay my debts.

MACRINUS

I was going to suggest your luck might change. Shall we say double or quits?

Thaex can't help himself..he nods in agreement.

Outside the Colosseum, a CROWD has gathered, Vendors and pickpockets ply their trade outside the Arena as the crowd funnels its way into the entrances.

The wagon pulls into a gate at the rear of the Colosseum and the gates close behind them. Lucius takes it all in -- the memories coming back to him.

VIGGO

Move on! Move on!

55 INT. COLOSSEUM UNDERCROFT -- DAY

55

Lucius descends into the tunnels of a dungeon-like undercroft, where dozens of gladiators are already preparing for the games that are in progress.

IN THE MAIN CHAMBER a stone memorial spanning two centuries, with a list of NAMES carved into one wall. A surgeon and cut-man named RAVI. He wears a thick canvas coat laden with pockets that hold the instruments of surgery along with bottles of liquids, tinctures, etc

LUCIUS

What are these names?

RAVI

Contests of legend. The greatest fights the Arena has seen.

Above the list is a legend - "Strength and Honor".

As Lucius moves backwards twenty years through time, they become darker, indistinct--

-- until he reaches the name COMMODUS. Beside it, where the name of his opponent, Maximus, would be, the name has been chiseled away.

A distant CORNU HORN sounds: the combatants are being summoned to the Arena --

56 EXT. COLOSSEUM -- DAY

56

-- as Caracalla and Geta already arrive in the Royal seats. There is only tepid applause from the crowd.

The fight's EDITOR, or MASTER OF CEREMONIES, nervously signals for the musicians to play a fanfare again.

Lucius stands in the South Arch awaiting his fight alongside four other gladiators. He gazes up at the people in the stands, then at the team around him.

At the North Arch the Master of Ceremonies speaks through a giant copper horn mounted on a stand:

MASTER OF CEREMONIES  
Citizens of Rome! These sacred  
games are held to honor the victory  
of Rome over the barbarians of  
Numidia --

Lucius REACTS to the mention of his city's defeat.

MASTER OF CEREMONIES (CONT'D)  
-- and to honor Rome's legionary  
commander --

Lucius turns to look at the Royal seats high above --

MASTER OF CEREMONIES (CONT'D)  
-- General Justus Acacius!

-- as Acacius appears in the Emperors' booth. The crowd applauds.

IN THE ROYAL SEATS Caracalla and Geta stand to politely applaud for Acacius, the conquering hero.

MASTER OF CEREMONIES (CONT'D)  
And with him, Lucilla, the daughter  
of Emperor Marcus Aurelius!

The crowd bursts into APPLAUSE and CHEERING -- much more than the tepid applause the Emperors received. Lucilla still commands the people's affection. At this distance it seems she is embracing the accolades.

CLOSE on LUCIUS, stricken as he sees his mother with Acacius. She goes to Acacius and ceremonially takes his hand.

Caracalla and Geta exchange a look. Geta mutters bitterly:

CARACALLA  
We give them everything. What has  
she given them?

GETA  
Brother. He who controls the lady  
of Rome controls the people.

Two Centurions help Lucilla to the Royal Seats. From up close, it is not clear that Lucilla is under armed guard.

The whole display is forced, an act of propaganda. But from the distance Lucius is standing at the center of the Arena, Lucilla appears to be a willing participant.

GETA (CONT'D)

You honor us with your presence.

ON LUCIUS' REACTION as he watches his mother and Geta. He sways with shock. He grips the bars to steady himself.

GETA (CONT'D)

Speak to the plebeians, Acacius.

Acacius is reluctant. He exchanges a look with Lucilla. Then he rises and goes to the railing, and the crowd falls silent. He searches for the right words, and then:

ACACIUS

I am not an orator, nor a politician. I am only a soldier. Real heroism is not the stuff of games.

A rumbling from the crowd; confused looks from the Emperors.

ACACIUS (CONT'D)

It reveals itself to us only in the service of life itself. I have seen bravery in men during war and from women, too -- and even, once, in this Arena. If you pray, pray that the gods will deliver us bravery like that. Because Rome needs it now.

Acacius steps away. The audience applauds.

The Emperors look unsure of whether Acacius has just insulted them. Macrinus is intrigued by Acacius political acumen.

As the ceremonial anthem plays in the Arena, Geta turns to speak to his brother. Macrinus leans over to speak to her, *sotto voce*:

MACRINUS

You handle them with more grace than I could ever summon, lady.

LUCILLA

I've had more practice.

MACRINUS

And I admire Acacius' discipline.  
He knows how to choose his moment.

In the Arena below, the opening ceremony has ended. The Emperors clap appreciatively. The Master Of Ceremonies announces the next fight:

MASTER OF CEREMONIES

From the South Gate... fighters  
from the stable of Macrinus of  
Thysdrus.

MACRINUS

(to Acacius)

General, I hope my gladiators meet  
your standards of heroism.

ON LUCIUS and the other gladiators as they are released into the Arena. They are received with scattered boos and jeers from the crowd, like a soccer crowd.

The gladiators now stand in the centre of the arena.

MASTER OF CEREMONIES

And from the stables of our  
Emperors Caracalla and Geta  
themselves: Glyceo the Destroyer!

At the other end of the Arena, a pair of doors open, and materializing from the shadows --

-- GLYCEO, a gladiator in full armor, stands atop a great WHITE RHINO. The crowd ROARS its approval. The rhino goes into a trot, as quick and nimble as a polo pony. It then stops as Glyceo steadies himself... then squats and takes up his seat.

The wooden bars pinned to the thick hide give Glyceo a choice of weapons -- an axe, a sword, and a mace, and a bola. Not one but several.

LUCIUS

Spread out. He can only go for one of us. Then we may outflank it.

PHOEBUS

Why would I obey you?

Phoebus is a 6'4" giant -- he assumes he is indestructible.

LUCIUS

I don't want you to obey me. I'm suggesting a way to survive.

PHOEBUS

Fend for yourself, little man.

Ironically the rhino charges at him

LUCIUS

Separate! Break for the wall!

Phoebus thinks he can dodge the rhino at the last moment. But the rhino is more nimble: it clips him at full speed. He flies twenty feet and the rhino turns on a penny and gores him with its horn, crushing his ribcage and vitals.

The rhino thrashes his head back and forth, then tosses Phoebus' body aside. It sweeps around in a great arc -- Glyceo's legs manipulating the reins as he circles.

LUCIUS (CONT'D)

Separate! Separate!

The rhino, pausing now, draws Lucius into its sights from 100 meters away. Lucius is next.

Then, Lucius does something strange. He crouches down and picks up a handful of sand from the Arena floor and lets it run through his hands -- an old ritual of Maximus'.

ON LUCILLA as she watches this -- her memories of Maximus stirred, but she quickly dismisses it.

ON LUCIUS as this remembered gesture seems to summon a memory, and an idea.

Glyceo spurs the rhino with his heels, and it charges.

As it bears down on Lucius at full gallop, and Glyceo raises his mace.

Lucius, presents a real target, raises his sword in defense. Glyceo's mace-chain coils around it, barely missing his head but ripping it from Lucius' hand and sending it flying out of Lucius' reach...

The rhino already wheels in the fine dust particles, almost blinded in the sunlight.

Now Lucius moves close to a wall. He still has the sand from the Arena floor in his hand. He throws the sand into the air... filling it with a fine dust curtain -- blindingly bright in the sunlight.

Lucius is a clear target for the rhino. The rhino makes its charge, picking up speed until it is unstoppable -- Lucius steps backwards in the dust -- and disappears.

-- and leaps aside but is clipped hard as the rhino gallops past him and, unable to stop, SLAMS into the wall at full force, throwing Glyceo off like a projectile, slamming headfirst into the wall.

The rhino staggers, stunned but alive: it reels in circles, scraping along the walls, having lost its bearings.

Lucius retrieves his sword and moves to the recovering Glyceo. As Lucius strikes --

-- Glyceo seizes the moment, striking his sword aside. It spins away into the sand. Lucius is now left defenseless.

57

IN THE ROYAL SEATS

57

Caracalla and Geta are watching raptly as Lucilla averts her eyes from the fight in the Arena below.

GETA

(excited)

This is the poet, is it not?

CARACALLA

I don't remember, brother. That night was a blur.



GETA

"The gates of hell are open night  
and day. Smooth is the descent..."

The line gets Lucilla's attention.

GETA (CONT'D)

How does it go?

CARACALLA

"Smooth is the descent..."

LUCILLA

(murmurs)

"Smooth is the descent, and easy is  
the way."

ON LUCILLA: the verse strikes a chord in her. Macrinus  
observes her reaction.

GETA

The gladiator spoke them at Thraex'  
party. Perhaps he can recite it  
for you after the games.

CARACALLA

He won't live that long.

Down in the Arena, Lucius is indeed taking a beating from the  
powerful Glyceo.

He holds his shield as Glyceo rains frenzied blows with his  
mace --

-- Lucius now drops to his knees.

The crowd CHANTS. Lucilla gasps and looks away; Macrinus  
looks disappointed... but there will always be another.

Glyceo draws his own short sword. He looms over the unarmed  
Lucius like an executioner.... he looks to the royal box for  
permission to administer the coup de grace.

Lucius rises to one knee, prepared for death -- and removes  
his helmet. Lucilla gazes at him intently.

Glyceo waits for the word.

GETA

Shall we spare his life, brother?

CARACALLA

I wouldn't mind seeing some blood.

Geta rejects that suggestion by ignoring it.

GETA  
Lucilla, shall we show mercy?

LUCILLA  
Mercy.

Geta rises and raises his fist. The crowd goes silent as he studies the heavens to commune with God --

-- and then Geta gives a thumbs up, sparing Lucius' life. The crowd CHEERS. Then:

LUCIUS  
No.

A silence.

LUCIUS (CONT'D)  
No mercy.

A hush falls over the crowd.

GETA  
Gladiator. We have spared your life. No one refuses --

LUCIUS  
I will not accept mercy.

In the Royal Seats, Geta is shocked. Macrinus is intrigued now -- what game is this man playing?

LUCIUS (CONT'D)  
I would sooner face your blade than accept Roman mercy.

The Master of Ceremonies looks worried: no one has ever refused the Emperor's mercy before. The Crowd rumbles with amusement, heat and cheap wine.

THRAEX  
When has such defiance been seen in the Arena?

Lucilla gazes at the kneeling gladiator in the Arena below. She whispers to herself:

LUCILLA  
Once.

Watchful, Macrinus notices her whispered line.

A ripple runs through the crowd. Geta glowers, embarrassed; his brother Caracalla cackles at his brother's embarrassment. Macrinus looks at the reddening face of Geta.

GETA

Fight on, then, fool, and die.

Glyceo's arm is raised to strike... Lucius lunges out of his kneeling position and grabs his short sword from the ground, all Lucius' fury guides his arm and his strength as he flings the heavy blade at Glyceo --

-- as it plunges into his abdomen. The famous gladiator gazes down at the blade, as if surprised to find it there. He staggers, then collapses in the dirt, falling on the handle and finishing the job.

The crowd erupts. From his seat, Macrinus smiles.

Lucius shouts up at the box:

LUCIUS

What is the punishment for victory?

The crowd quiets...

LUCIUS (CONT'D)

What is the punishment for honor?

Now the crowd begins chanting, stamping its feet. Geta has no choice but to grant Lucius a victory and yet he disobeyed.

CARACALLA

Brother -- allow him his moment.  
The games have only begun. Plenty  
of time to make an example of him.

Geta nods. Now he stands close, over his brother -- temples swollen with rage and his blood is up. He reluctantly begins to clap, and the crowd applauds with him.

Lucilla rises and the Centurions lead her away, with Acacius accompanying her as Geta magnanimously gestures to Macrinus.

GETA

Stand, Macrinus. His glory belongs  
to you.

Macrinus rises and basks in the crowd's thunderous applause. Beside him, Thraex looks stricken at another lost wager. Geta rises. The crowd falls silent. He addresses Lucius:

GETA (CONT'D)

(loud and grandly)

Gladiator, enjoy this victory. May  
fortune still smile on you tomorrow  
as it has done this day.

Lucius spits on the ground. He searches the stands for  
Lucilla and Acacius, but they have left the Arena.

58 INT. COLOSSEUM UNDERCROFT -- DAY

58

We hear the chanting of the crowd in the background as Lucius  
descends, weary and wounded, into the undercroft. Though a  
gash has been opened up on his arm, there's an air of  
triumph.

A small crowd of gladiators has gathered. The gathering  
parts --

-- to REVEAL a body on stretcher: the gored gladiator  
Pheobus, who has been trampled by the rhino. His body is  
destroyed, unrecognizable, with exposed ribcages and broken  
bones protruding through bloody flesh.

Ravi stands over him, his coat covered in blood, having tried  
to revive the trampled man, but he has given up.

Lucius gazes down at the body as the other gladiators look  
on. Viggo watches him from the shadows. Lucius looks at him.

LUCIUS

The road to freedom doesn't run  
through the Arena. The road leads  
here, to death.

VIGGO

Cage them.

Viggo watches them take him away, is he irritated by the  
accolades for this prisoner of war?

58A INT. COLOSSEUM HOSPITAL ROOM -- NIGHT. (WAS SC.64)

58A

Lucius sits at a stool. His arm has an untreated wound;  
mosquitoes are buzzing around.

\*  
\*

LUCIUS

What's your name.

\*  
\*

RAVI

I am Ravi, I'm a doctor. Because  
More men die of infected wounds  
than in the Arena. This needs to be  
cleaned and stitched up. This is  
going to hurt.

Ravi hands him a small pipe.

LUCIUS

What's this?

RAVI

Devil's Breath and opium. For the  
pain. Breathe it in.

Lucius breathes in. He closes his eyes as the drug  
immediately takes effect - his world starting to slow,  
disassociating a little as drift back to Ravi, who is looking  
at him, smiling kindly.

RAVI (CONT'D)

The effects are different for us  
all.

Ravi just smiles as Lucius' eyes glaze over. The warmth of  
the drug now seeping through him. Ravi begins to stitch up  
the wound with catgut.

Lucius takes another draw of the pipe. He coughs as Ravi  
starts pulling the thread through his skin, spluttering opium  
smoke over Ravi.

LUCIUS

Where'd you learn your trade?

RAVI

Why do you ask?

LUCIUS

You've got a heavy hand.

RAVI

I used to be a gladiator myself.

LUCIUS

No surprise. You use that needle  
like a dagger.

They laugh. Lucius is now inebriated... High.

LUCIUS (CONT'D)

Would you have bested me? In your  
prime of course...

Ravi flashes a cheeky smile.

RAVI

In your current state I could best  
you now... Luckily for you, I have  
put down my sword. I spend my days  
saving lives, instead of taking  
them.

LUCIUS

(Amused)

Why such a change? And so late in  
life...

Ravi looks at him, enjoys his barb. Throws another stitch.

RAVI

What we do in life, echoes in  
eternity...

Beat - Lucius, even through his drugged haze resonates.

LUCIUS

I feel I know those words...

RAVI

I cannot take credit, it is written  
on a tomb here. Over the bones of a  
gladiator.

Ravi looks at his handiwork. Neat-ish.

RAVI (CONT'D)

There, I think that should hold.

Lucius looks down at the wound, transfixed by the opium, runs  
his finger across the crude stitching. Ravi stands to leave,  
and reaches to retrieve the pipe, before he can Lucius grabs  
the opium, and takes another hit.

LUCIUS

(Option)

Once for your clumsy hand...and  
once because I like it.

Ravi allows it. Off camera we hear the arrival of Macrinus.

MACRINUS

I smell Devil's breath... My  
champion...

(MORE)

MACRINUS (CONT'D)

(The scene plays out)

MACRINUS (CONT'D)

The Greeks called it fire, Thymos  
etc... It will take you far.

As Macrinus walks away.

LUCIUS

(To himself)

That will not be my destiny but I  
will see your end.

59 INT. LUCILLA'S VILLA -- EVENING

59

On Lucilla: she is haunted, still shaken by what she has seen  
at the games. Then she heads down a corridor to a room at  
the end of the hall.

60 INT. A BOY'S BEDROOM -- EVENING

60

The room is darkened, clean but unused, shut-away. Lucilla  
lights candles --

\*  
\*  
\*  
\*  
\*  
\*  
\*  
\*  
\*  
\*

-- it's a boy's room, once occupied by a 12 year old.

A small bed, a chest with toy soldiers and swords, a chalk slate with a half-finished Latin lesson in a boy's handwriting, preserved from years gone by. She opens a scroll of the child Lucius' writings and sees two words, "Scatto" and "Argento".

She looks up at the frieze where she sees a mantra for life inscribed: --

*"The gates of hell are open night and day/Smooth is the descent and easy is the way/But to come back and view the cheerful skies -- in this the task and mighty labor lies." ~ Virgil*

Off these words we flash back to

CUT TO:

61 INT. ROMAN COLOSSEUM -- DAY (FLASHBACK) 61

MAXIMUS' BODY lies on the sandy floor of the Arena. Commodus' corpse lies nearby.

Lucilla is kneeling beside Maximus. She has taken his hand.

MAXIMUS  
Lucius is safe...?

Lucilla nods.

LUCILLA  
(whispering)  
Go home. Go to them.

Maximus passes. The whole Arena is watching as Lucilla stands and addresses them:

LUCILLA (CONT'D)  
He was a soldier of Rome. Honor him.

The gladiators raise Maximus up on their shoulders. Following Gracchus and the other Senators in a slow march, they carry him out of the Arena.

THE BOY LUCIUS looks on from behind his mother. Lucilla turns to Lucius, and reaches out --

LUCILLA (CONT'D)  
Lucius -- !



Lucilla and Lucius take an exit door in the hall to be met by a younger Acacius waiting for them, ready to lead them to safety.

ACACIUS

Quickly.

62

EXT. LUCILLA'S VILLA -- EVENING (FLASHBACK)

62

A CHARIOT stands waiting. Lucilla crouches to say goodbye to her son:

LUCILLA

Lucius. You're the sole heir now.  
There are men who will kill you so  
they can take power. As soon as  
it's safe I'll bring you back home  
where you belong -- I promise you.

A Roman bodyguard named GNAEUS stands nearby. The young officer Acacius stands at a close distance.

Lucius is traumatized by the turn of events; he is distant, Events moving faster than he can comprehend.

LUCIUS

Mother! Why can't you come with me  
-- please!

LUCILLA

Lucius, I must stay for your sake  
and for the sake of Rome.

LUCIUS

Please -- mother...

Lucilla is overcome with emotion. She is unable to speak, Acacius takes the boy aside, kneels, and speaks to him as if to a young soldier under his command:

ACACIUS

Lucius. You are the future of  
Rome. This is no time for tears.  
You must be strong. To survive is  
your duty now. It is time to  
retreat and return another day.

Lucius gazes back at Acacius, unsure of his soldierly advice.

Lucilla collects herself and touches her son's face.

LUCILLA

Remember who you are.

She embraces him. O.S. on her face, deeply conflicted:

LUCILLA (CONT'D)

And remember that I love you.

The chariot rides off into the night. The boy casts a final glance back at his mother as Acacius stands protectively next to her.

The boy watches bitterly as he rides away alone into his uncertain destiny.

63	OMITTED	63
64	OMITTED (NOW SC.58A)	64

64A INT. SMALL DARK ROOM. NIGHT (FLASHBACK)

64A

On a stone table is a simple wooden box. Lucilla enters with great trepidation with a cloaked traveller behind her.

LUCILLA

Leave me.

She lifts off the lid. Inside, wrapped in heavy white linen, we see a shroud covering a small body.

Lucilla gently undoes the ties revealing a skeleton of blackened bone.

She begins to weep quietly.

65-67 OMITTED

65-67

67A EXT. LUCILLA'S VILLA. DAY

67A

Centurions stand guard outside Lucilla's home. A chariot approaches. A figure steps down and dismounts --

-- it's Macrinus. He produces a note with Lucilla's seal to the officer on guard duty.

68 INT./EXT. LUCILLA'S VILLA -- COURTYARD -- DAY

68

Lucilla is there to receive him. She is dressed to impress and intimidate.

MACRINUS

What an honor this is.

He bows before her, very correct and low: the epitome of elegance and sophistication.

LUCILLA

It was a pleasure to meet you at the games. I hear you are the talk of the court --

MACRINUS

We've met before, long ago.

LUCILLA

Where?

MACRINUS

I was in the service of your father's army. On his African campaign.

LUCILLA

You served my father?

He doesn't answer her question, but deflects it.

MACRINUS

I was one of many translators but I had the privilege of reading your father's *Meditations*. "The best revenge is to be unlike him who performed the injury."

Hearing her father's words Lucilla replies.

LUCILLA

"Rome's power preserves the freedoms of its citizens."

Macrinus nods. Touché.

LUCILLA (CONT'D)

You've made quite a name for yourself in a short time. You are arming half the legions in every corner of the empire. Now here you are gaining influence in Rome by sponsoring gladiators.

MACRINUS

I do that for love of the sport.

LUCILLA

Where do you recruit your gladiators?

MACRINUS

I find them at contests in the provinces. They are usually prisoners of war or vagrants.

LUCILLA

They have no choice.

MACRINUS

Of course not... but a man can choose to fight and stay alive. It's the same in life as the Arena is it not?

Lucilla processes this, but is careful not to give herself away. Even so, Macrinus senses something there.

At that moment, Acacius emerges from the villa into the courtyard. Lucilla holds out her hand to Acacius.

LUCILLA

I believe you know General Acacius.

ACACIUS

Welcome. We so rarely have guests.

A slightly awkward moment -- it's clear Acacius is less than enthusiastic about Macrinus' presence. Macrinus bows to leave.

As Lucilla shows him out, they pass a bust of the young Marcus Aurelius in the courtyard. Macrinus examines it.

MACRINUS

Who is this?

LUCILLA

My father, as a youth.

Macrinus steps closer: the bust bears a striking resemblance to Lucius. He gazes into young Aurelius' face.

MACRINUS

Uncanny.

Macrinus exits. Lucilla listens to the chariot disappear with mounting unease.

68A INT. -- LUCIUS' CELL -- NIGHT. (WAS SC.85)

68A

Lucius sits awake: he is on a bunk in a small cell, thinking of what to do - thinking of what's ahead. He hears someone working the bolt on the cell door from outside. He sits up abruptly --

-- as someone enters. It's Fortuna, being led in by a guard. She slips into the cell and closes the door carefully behind her. There is the chink of a coin. A silence as they just look at one another for a moment, and then:

FORTUNA

You were impressive today.

LUCIUS

Did you have a wager placed?

Fortuna smiles. Is she telling the truth? She doesn't care, she enjoys this dance.

FORTUNA

I made a mistake. I thought you would lose. I lost all I have.

LUCIUS

Then how could you afford the fee to get into my cell?

FORTUNA

You miss nothing. My fee was paid by another.

LUCIUS

Macrinus.

FORTUNA

He thinks you lie to him. He is frightened of nothing more so than lies. A skill he is so proficient at that he despises it in others.

She crosses the cell to sit on the cot beside him.

LUCIUS  
I have not lied.

FORTUNA  
He knows you're not what you claim  
to be.

Lucius opens his mouth to speak. She touches her lips to  
quiet him.

FORTUNA (CONT'D)  
Careful. Barbarian. A truth shared  
with me might not be a truth kept.  
Remember I am here under orders.

LUCIUS  
Then what do you wish to talk of?

FORTUNA  
Who says I wish to talk at all-?  
(he looks at her  
concerned)  
Would it be so bad if you took what  
he paid for?  
(she smiles like a snake)  
Again, the fear.

Lucius makes to talk. She puts a finger to his lips.

FORTUNA (CONT'D)  
Did I say or did I not? You must  
not talk.

LUCIUS  
I am not afraid.

FORTUNA  
You are right. It is not fear. It  
is something else. Who damaged you  
and left you so?

She scrutinizes him. He can't cope with it. He looks away.  
She softens.

FORTUNA (CONT'D)  
I am kept just as you - my father  
had a debt to him, it was settled  
with Macrinus taking both my mother  
and I. My mother became his servant  
- I became - whatever he'd have me  
be. I was fourteen.

LUCIUS  
I am sorry.



Fortuna reaches out and claws her fingernails down Lucius' back. He wretches with pain.

FORTUNA

I did not ask for your pity.

She makes to strike again. Lucius grabs her hand. She smiles.

FORTUNA (CONT'D)

Sometimes you seem as noble as  
Apollo, and sometimes you seem like  
a beast.

LUCIUS

What would you have me be?

FORTUNA

I confess I like the beast.

She takes her hand from him.

FORTUNA (CONT'D)

Not every slave gets to fight in  
the Arena. The rest of us can only  
watch you... and hope. Now tell me  
something so I may lie to him.

68B

EXT. TRAINING GROUND -- COLOSSEUM -- DAY

68B

An offscreen whip cracks:

VIGGO

Again!

Three planks make primitive benches to take twelve oarsmen who are shackled to heavy poles that are pivoted and tied to heavy logs on each side. In effect a rowing machine. The drum beats. The gladiators begin to row.

TIMELAPSE: the sun arcs through the sky above the Arena. Gladiators pull in time, over and over.

During this exercise Viggo will call out orders such as "Stand by oars", "Toss oars", "Let fall oars." As he orders "Give way together" rowing begins once again, the logs slide back and forth in the dirt, the men grunt.

At a primitive drum on a stand a guard beats out a timing which gets faster and faster.

Viggo looms over Lucius, backlit by the blazing sun, as Lucius pulls his oars. Lucius squints up at Viggo and offers his best fuck-you smile:

LUCIUS

We will not get far like this.

Viggo raises a hand. The rowers stop. He points at Lucius.

VIGGO

Just him.

CUT TO:

Lucius, alone now in the great machine. He pulls at his oar, doing the work of three men. The great logs grind slowly through the dust. Viggo looms over him, watching Lucius' labors with satisfaction. Then he turns --

-- to see the other gladiators, including Brennos and Agedilios, gazing at him. This cruelty is winning them over to Lucius' side.

VIGGO (TO A GUARD) (CONT'D)

Take them away. Leave him here.

68C

EXT. TRAINING GROUND -- COLOSSEUM -- NIGHT

68C

Night has fallen. Lucius lies slumped and unconscious over his oars, still shackled to the machine. A figure appears -- - it's Ravi. \*

ADR: to highlight the gladiators are bonding with Lucius. \*

RAVI \*

Easy! Easy! It's only vinegar. \*

He looks around to make sure no one is watching, then takes out his satchel of instruments. He begins to work the locks on the shackles until they open. \*

Ravi helps Lucius from the machine. Ravi offers him a bucket. Lucius looks at it, suspiciously. A whiff of it hits him. \*

Lucius rinses his bloody hands in the vinegar. He barely winces. Ravi watches him, amused. \*

RAVI (CONT'D) \*

The men told me you were here. \*

There's plenty of pain waiting for you in the next life, friend. You don't have to be so greedy for it in this one. \*

Lucius laughs. But laughing hurts him. He sits, wincing, too exhausted to move. \*

LUCIUS \*  
Are you a free man Ravi? \*

RAVI \*  
I am now. I laid down the sword and \*  
I swore I'd never pick it up again. \*

LUCIUS \*  
And yet you remain in this hell \*  
hole? Go back home to -- \*

RAVI \*  
Varanasi. \*  
(shrugs) \*  
I wish I could - I met a woman. \*

LUCIUS \*  
(laughing) \*  
Always a woman. \*

RAVI \*  
From Londinium, in Brittania. Our \*  
boys speak only Latin. My \*  
daughter's eyes are as blue as \*  
yours. We are Romans now. \*

Lucius smiles, then shakes his head. \*

LUCIUS \*  
Not I. This city is not my home. \*

Lucius gazes off, remembering. \*

LUCIUS (CONT'D) \*  
I grew up hearing stories at my \*  
grandfather's knee. He used to talk \*  
about the dream that was Rome. \*  
(A fond Smile) \*  
"It was so fragile, you could only \*  
whisper it... or it would vanish." \*

RAVI \*  
What was it, this dream? \*

LUCIUS \*  
He often would say "Strength and \*  
Honour". A Rome where all would \*  
live by fair law. A protection for \*  
all... A Rome of hope. \*

RAVI \*  
He sounds like a dangerous man. \*

A beat, Ravi holds Lucius gaze, serious, concerned. \*

RAVI (CONT'D)

The odds are against you.

\*  
\*

LUCIUS

The odds are always against men  
like us, don't worry old man.

\*  
\*  
\*

RAVI

Rest now... your friends will need  
you to lead them tomorrow.

\*  
\*  
\*

68D INT. MACRINUS' VILLA -- BATHS -- NIGHT. (WAS SC. 87) 68D

Fortuna enters. Macrinus lies in a great marble bath, chest-deep in the water, swathed in steam. Servants, amongst them Hyacinthia pour steaming buckets of herbal water into the bathtub, then leave.

Macrinus gazes at Fortuna with hooded eyes like a crocodile.

MACRINUS

Did you lie with him?

FORTUNA

I did.

MACRINUS

And? Tell me.

Macrinus closes his eyes, leans back. This is their ritual. Fortuna looks at Hyacinthia, who nods.

FORTUNA

From the beginning?

MACRINUS

When there's more time.

MACRINUS (CONT'D)

What did he tell you?

FORTUNA

He lives only for revenge upon this General Acacius.

MACRINUS

I knew that. I wanted to know why.

FORTUNA

Give me another chance and I'll  
find out --

Macrinus regards her with that crocodile gaze as another  
bucket of hot water is poured into the bath.

Fortuna looks at him, momentarily unsure where on this wire  
walk she is. He reads it and smiles.

MACRINUS (INDICATING)

Join me.

Fortuna disrobes and joins him in the bath. He watches her  
carefully as she undresses to a translucent shift.

MACRINUS (CONT'D)

I have no jealousy in my soul. But  
I do demand my own kind of  
fidelity. If you were ever to  
betray that trust --

FORTUNA

I never will

As she begins to remove the last garment.

MACRINUS (WATCHING)

I wonder if you already have.

69-70 OMITTED

69-70

71 EXT. COLOSSEUM UNDERCROFT -- DAY

71

Fight day. We see Lucius in a dark space. As the doors are  
opened to the ship docked in the south arch.

LUCIUS

This is about survival. Survive.

They move out onto the boats.

LUCIUS (CONT'D)

We are a crew. Work to my time and  
pull as one.

72

EXT. COLOSSEUM -- DAY

72

-- the Arena has been filled with water. It is now a great  
blue sea. Water is pumping from the mouths of sculpted heads  
along the walls of the Arena floor.

The Emperors sit in the Royal Seats as Macrinus enters and  
sits next to Thraex who breaks into a sweat when Macrinus  
turns his gaze upon him.

THRAEX

Let me enjoy the games, Macrinus.  
You will have your winnings in good  
time.

Macrinus smiles a crocodile smile.

MACRINUS

My concern is only for your pocket  
books. Do you know what happens to  
a man who can't pay his debts?

THRAEX

I am not a "man" Macrinus. I am a  
Senator. I pay what I owe.

MASTER OF CEREMONIES (O.S.)

In the name of Poseidon, we  
celebrate the glory of naval war!  
Today we re-live the Battle of  
Salamis!

The crowd CHEERS. Drums roll, trumpets fanfare. The Master of Ceremonies motions to the Roman ships, which are crewed by Centurions in Athenian garb. Both ships emerge from the North and South gates.

MASTER OF CEREMONIES (CONT'D)

Rome's champions will defend the  
cradle of civilization, the city of  
Athens --

Then he turns to the Gladiators.

MASTER OF CEREMONIES (CONT'D)

-- from the barbarian sailors of  
Persia!

From her seat, Lucilla scans the ranks of the "Barbarian" gladiators, searching for the young gladiator. All look similar in their uniform dress.

Macrinus, just behind Lucilla, watches her closely. She turns and sees him watching her.

On Lucius as he climbs into his boat he takes note of Lucilla and Macrinus seated together. Drums roll.



MASTER OF CEREMONIES (CONT'D)

(Loudly)

Hail to the Emperors!

GLADIATORS AND CENTURIONS

We who are about to die salute you!

Lucius does not speak. He stares with hardened eyes at the floor.

Lucius and the other gladiators row out in their war boats to the beat of their drums.

LUCIUS

In time -- one two, one two...

The Athenian ships bear down upon them --

LUCIUS (CONT'D)

(shouting)

Raise your shields!

-- they do, he has their loyalty now.

Arrows are loosed from the Roman vessel. The flaming arrows hit the sail of the Gladiators ship.

The gladiators have raised their shields, but flaming arrows torch their sails. Within moments Lucius' rigging is aflame.

73 INT. ROYAL SEATS -- DAY

73

Lucilla has now identified the leading gladiator and watches him carefully. Her continued attention is noted by Macrinus.

74 INT. COLOSSEUM -- DAY

74

MASTER OF CEREMONIES

Now -- we release the creatures of the depths!

From under the water TIGER SHARKS glide, seeking blood.

A gladiator furiously cuts the rigging and the sail falls to the deck as others scramble to cast it overboard. The sharks immediately snap at it, dragging it beneath the water. Lucius steers his craft at the Roman ship with intention to ram. At the last moment he takes his craft alongside, and all the Roman oars snap into splinters:

LUCIUS

(shouting)

Ship port side! Oars now!

As the ship spins clockwise -- they throw their grapnel hooks onto the Roman ship, then pull until the hooks catch on the rails. The Romans desperately slash at the hooks. Slicing some of them.

The Barbarian ship t-bones and mounts the Roman boat with splintering timbers and the screech of breaking wood.

LUCIUS (CONT'D)

Board them! Board!

Lucius leads them onto the ship. Every inch a commander now.

There is HAND-TO-HAND COMBAT now as the gladiators swarm onto the Roman boat. Amidst the chaos, a Roman archer crashes to the deck -- and his loaded crossbow falls from his hands.

Now sword play takes over. Dagger and short sword havoc. Lucius sees the fallen crossbow on the Roman deck -- it is locked and loaded.

He moves towards it, but as he does, Lucius is tackled from the side, his attacker almost carrying them both overboard.

Lucius grabs a rail as the Centurion is half submerged in the water. A tiger shark tears at his leg -- ripping the body down in an explosion of bloody water.

75 EXT. COLOSSEUM -- DAY 75  
-- disappearing into the blood-streaked waters of the pool.

76 EXT. COLOSSEUM -- DAY 76  
WIDE SHOT: in an instant the sharks are drawn to the blood.  
They streak toward us from every corner of the great pool, fighting, bumping against the hull as men fall overboard from the battle.

76A EXT. COLOSSEUM -- DAY 76A  
Pick ups of 3 shark attacks under and over the surface of the water.

77 EXT. COLOSSEUM -- DAY 77  
Lucius, seeing the commotion in the water below, his eyes wide, pulls himself back on board and looks around. His team have taken control even as the two ships begin to swing toward the royal box.

Lucius moves fast and grabs the crossbow, turns and blinks against the smoke --

-- and he draws his unwitting target into his sights:  
Acacius, the destroyer of Numidia.

LUCIUS

For Jugurtha, for Arishat, for  
Rome...

But in that instant, Lucilla moves to leave, obscuring  
Acacius. She turns, he sees her --

And in this moment, the arrow releases. It rips through the  
air, narrowly missing Lucilla --

-- and strikes the gilded post on Geta's throne. Caracalla squeals in horror.

GETA (SHAKING)  
Praetorians. Where are the  
Praetorians -- !?

In this moment we see Lucilla, shaken, not only by the arrow, but because she now is convinced that this gladiator is her son. Acacius tries to snap her out of it:

ACACIUS  
Lucilla.

Chaos in the Royal Box as the Praetorian Guard sweeps in to bear Caracalla and Geta away to safety, as well as Lucilla and the other occupants of the box. Only Macrinus hangs back.

The chaos repeats in the crowd who cheer and boo. In the Arena: the Barbarian gladiators have won the contest. Lucius drops his crossbow onto the deck.

The Master of Ceremonies uncomfortably delivers a winner over the din and chaos:

MASTER OF CEREMONIES  
In the name of the Emperors!  
Victory has gone to the barbarians--  
(corrects himself)  
-- to the gladiators of Macrinus of  
Thysdrus!

The audience applauds fervently, delirious with cheap wine and spectacle.

Macrinus is left standing just behind the empty throne. He reaches out a hand --

-- and holds the backrest of the throne in his grip. A private moment... and yet Lucius is watching from his boat.

ON LUCIUS as he starts to see the shape of Macrinus' larger plan, and his own place in it. As Macrinus realizes he is being watched, he nods to Lucius.

78

INT. COLOSSEUM UNDERCROFT -- DAY

78

Lucius and the other gladiators are led to the undercroft.

Word of what happened in the Arena has already reached the cells where the fighters are kept... and they are riotous.

The Praetorians rush into their cells to subdue the gladiators by force. Viggo roars above the din:

VIGGO

*Who did this!? Who did this?! Geta  
will want retribution for all of  
you, you are dead men!*

The Gladiators fall silent. From far off, a small VOICE calls out:

AGEDILIOS (O.S.)

It was me!

LAUGHTER from the Gladiators as others join in.

LUCIUS

Pay the man.

VIGGO

Did you learn to shoot the same  
place you learned to recite poetry?

LUCIUS

Be glad it wasn't me, or that arrow  
would have found you.

As Lucius is led away, the other Gladiators honor him as he passes. Is this the beginning of leadership for?

78A INT. MACRINUS' CARRIAGE -- DAY

78A

...as the crowds in the street chant it as well. *Hanno!  
Hanno! Hanno!* Macrinus watches it all as he leaves the  
fight in his carriage, a satisfied smile on his face.

Upon a building's wall, the words have been painted in crude  
graffiti: WHAT IS THE PUNISHMENT FOR HONOR?

QUAESTOR

Macrinus, you own a hero!

MACRINUS

It seems I do.

QUAESTOR

If you wish to sell him, I could  
fetch you a good price?

MACRINUS

Sell him? He is my key through the  
door.

(MORE)

## MACRINUS (CONT'D)

The question is how to *control* him.  
For there is something about him  
that cannot be trusted.

79 INT. LUCILLA'S VILLA -- NIGHT 79

Lucilla puts out the candles. The guards see the lights dim... she crosses to Acacius rooms where he lies sleeping, she pulls up the hood of her cloak.

She crosses the courtyard and approaches the secret door...

80 EXT. EXIT TO SECRET TUNNEL -- ROMAN STREETS -- NIGHT 80

Lucilla emerges from the tunnel hidden by growth. Her servant waits there for her. She mounts the black horse and they ride through the city. We see the graffiti here as well: QUAE POENA VICTORIAE is painted on one of the walls.

81 EXT. COLOSSEUM SIDE GATE -- NIGHT 81

A figure waits in the shadows next to the gate.

As the cloaked Lucilla approaches, Gracchus emerges, accompanied by one of his bodyguards. He places his hand on his heart in greeting and whispers:

GRACCHUS

My lady.

82 INT. COLOSSEUM UNDERCROFT -- CORRIDOR/CELL -- NIGHT 82

Gracchus leads Lucilla to the door of the cage where Lucius is being kept. Gracchus pays the guard with a small pouch of coins, then melts away. \*

Lucilla lowers her hood, and steps into the candlelight. \*

Lucius' eyes flare when he sees his mother. He bows his head, hiding his face, trying to contain the anger inside. \*

LUCILLA \*

Gladiator, do you know me? \*

She closes in. He avoids her gaze - a caged animal. \*

LUCILLA (CONT'D) \*

Will you not look at me? \*

He looks up with an anger that stops her in her tracks. \*

LUCILLA (CONT'D) \*

Lucius...? \*

A long beat, a gulf between them. Grief overcoming her. He is sharp, angry. \*

LUCIUS \*

I am not who you think I am. My name is Hanno. I have no mother, or none that I can remember. \*

LUCILLA \*

Do you have a family? \*

Suddenly he cools, this has hit a deep nerve in him. He answers full of ice. \*

LUCIUS \*

A wife, Arishat... \*

LUCILLA \*

Arishat... \*

She savors it - a glimpse into her son's life. The hardness returning to his gaze. Anger burning in him again. \*



LUCIUS

She was killed on your husband's  
orders.

She looks away, despairing. Ashamed.

LUCILLA (OPTION)

(Silence)

I am so sorry.

(I think silence and shame from Lucilla would be  
more appropriate.)

\*Silence and shame\*

LUCILLA (CONT'D)

(In despair)

Rome drowns in its own blood.

LUCIUS

And yet you enjoy the pleasures of  
the Colosseum.

LUCILLA

There is much you do not  
understand.

LUCIUS

(Now Simmering)

If your son was here I feel sure he  
would tell you not to grieve him.  
For he would not be the boy you had  
sent away, that boy is dead.

LUCILLA

(Defense turns into Anger)

If you will not have your mother's  
love, then take your Father's  
strength.

His name was Maximus Decimus  
Meridius.

(Option here - Cut to Ravi outside the cell door... For a  
beat)

LUCIUS

Maximus?

(Lucius is perplexed with this revelation - Who was he? It's  
hard to understand this sudden revelation. In a way it's  
worse... He was the bastard of a soldier, it's too much to  
take in that he does not understand.

LUCIUS (CONT'D) \*  
(Growls) \*  
Get out! \*

LUCILLA \*  
(Walking to the door) \*  
I searched for you. \*

These words hard for him to comprehend. \*

LUCILLA (CONT'D) \*  
I never stopped loving you. \*

She is still for a moment. \*

GRACCHUS (O.S.) \*  
My lady. \*

Lucilla turns to leave. \*

LUCILLA \*  
(From the door) \*  
I never stopped loving you. \*

LUCIUS \*  
(Shouting) \*  
Get out!! Get out!! \*

Lucilla can see she will get no more form him. She leaves. \*

EXT. LUCIUS' CELL \*

Ravi outside has been present, hearing this exchange from his \*  
table. \*

83 OMITTED 83

84 INT. LUCILLA'S VILLA -- DAWN 84

Acacius finds Lucilla by the fireplace, still in her hooded cloak, as she gazes into the ashes.

LUCILLA  
Lucius is alive.

ACACIUS  
Are you certain?

LUCILLA  
I know my son. I spoke to him tonight.  
(a beat)  
He may be lost to me for what I've done... but he lives. He said "That boy is dead but tells me not to grieve for him."

She looks at Acacius and says --

LUCILLA (CONT'D)  
Is that not forgiveness?

Acacius reflects on this for a moment.

ACACIUS  
The third day of games is tomorrow.  
Most fighters won't survive.

LUCILLA  
I know. You must help him.

ACACIUS

An attempt would put our plans at risk. The army are waiting in Ostia, if we wait a few days, the Emperors can be overthrown and we can free him --

LUCILLA

By that time he could be dead.  
We must take our chance.

She looks at him imploringly. Acacius knows the chances, but still he nods.

LUCILLA (CONT'D)

I sent him to the desert and I swore to protect him. I failed him then. I cannot fail him now.  
Please Acacius.

85-89A OMITTED

85-89A

89B EXT. THRAEX'S MANSION -- DAY 89B

Macrinus' chariot pulls up in front of Thraex's mansion.

89C INT. THRAEX'S MANSION -- DAY 89C

Macrinus throws the door open and enters, with Viggo in tow, as if he already owned the place. Thraex appears, terrified.

MACRINUS

What are you doing here?

THRAEX

Macrinus --

MACRINUS

This house is mine now. Your debt is now over ten thousand denarii.

THRAEX (DESPERATE)

I have other things. Cattle. Art.

MACRINUS (SCORN)

You offer me beef and paint? Oh Thraex.

THRAEX

Slaves then. Or.. What do you want?

Macrinus looks at him, as if the question is a surprise to him. He plays the supplicant once more.

MACRINUS

Well, there is... I could...there might always be... you could...  
(brutal)  
Truth.

Thraex looks at him, uncomprehending.

MACRINUS (CONT'D)

Nothing happens in Rome without Thraex's knowledge. You have the Senate's trust. You have Lucilla's trust.

THRAEX

You wish my loyalty?

MACRINUS (GRIN)

I wish your house. It is a nice house. But I will take only your loyalty *if* that loyalty has worth...

Thraex crumbles. Desperately divided.

THRAEX

I have heard of a - plot. To dethrone the Emperors. But the plan has been - delayed. A gladiator is to be rescued from the Arena. Tonight. I know not why --

A slow smile grows across Macrinus's face.

MACRINUS

I know why. And I know who.

90 EXT. ROMAN COLOSSEUM -- NIGHT 90

OVERHEAD: the Colosseum, by night, is swathed in darkness.

Normal night guards stand out outside the main gate. The streets are empty but for stray dogs. A beggar tries to negotiate food from a guard. The soldier strikes him and he scrambles away.

An arrow HISSES from out of the darkness. It strikes the guard in the throat. He goes down choking on his own blood.

A dozen CLOAKED SHADOWS materialize like ghosts out of the side streets and enter the Colosseum -- one of them steps over the dead soldier and leads into

91 INT. COLOSSEUM -- TUNNELS -- NIGHT 91

We MOVE through the maze of tunnels with the cloaked figures.

Arrows HISS down corridors and strike the posted guards at various points inside the tunnels. Throats are cut. The operation is swift, well-planned, almost soundless: an extraction mission.

One of the cloaked figures lowers his hood -- it's Acacius.

92 INT. COLOSSEUM -- TUNNELS -- NIGHT 92

Suddenly the tunnels are flooded with 100 Praetorians, outnumbering Acacius' elite unit. From above archers dominate the chamber.

93 INT. COLOSSEUM -- TUNNELS -- NIGHT 93

Acacius and his men make a stand but are outnumbered.

94 OMITTED 94

95 INT. LUCILLA'S VILLA -- COURTYARD -- NIGHT 95

Lucilla waits anxiously by the fire for Acacius' return.

A group of Praetorian guards storm into the house. Lucilla rises as they grab her by either arm and roughly lead her outside.

96 INT. IMPERIAL VILLA -- NIGHT 96

A hurried audience, the Emperors barely dressed from bed. The captured Acacius and Lucilla, as well as Gracchus, have been brought before them.

Acacius has been beaten and bloodied, but he remains unbowed.

As they enter, Geta gowned and Caracalla wrapped in a sheet.

Macrinus and Thraex stand nearby

GETA

The honor, the *dignitas* that Rome has bestowed upon you -- all this you have forfeited by your treachery. Thanks to the civic virtue of men like Macrinus and Thraex your insurrection has been revealed --



ACACIUS

Torture me if you want. But don't lecture me.

GETA

Your name and deeds will be forgotten, lost to history. You are damned to oblivion.

ACACIUS

(laughs)

You damn me? I don't care. Everything is forgotten in time. Empires fall. So do Emperors.

Caracalla rises from his throne, enraged:

CARACALLA

Why wait? I'll gut him right now --

Caracalla reaches for a his brother's sword. Geta tries to calm his brother:

GETA

Brother! Brother! His death must be public.

CARACALLA

Public, yes. Hang his entrails from the city gates!  
(pointing to Lucilla)  
Crucify her.

Caracalla is getting carried away. Geta gestures, and the Praetorians lead Acacius and Lucilla away.

GETA

(shaking with fear and rage)

Macrinus, I thank you. These last days I've come to see you not as a subject but a friend.

MACRINUS

As a friend I must counsel caution.  
(off his look)  
Acacius is a hero of Rome. Crucifixion is for thieves and Christians -- it's too common.

GETA

Acacius is a traitor. He must die.

MACRINUS

I agree. But it doesn't have to be  
by your hand.

GETA

I don't understand.

MACRINUS

Let the Gods decide his fate in the  
Colosseum.

96A INT. UNDERCROFT -- MORNING

96A

The undercroft is eerily empty, quiet but for the sound of  
the crowd outside. Ravi wrapping Lucius' wrists.

LUCIUS

Who am I fighting?

Ravi shakes his head: he doesn't know.

LUCIUS (CONT'D)

Today I woke up dreaming of a dark  
river, a river I have dreamt of  
before, but this time, for the  
first time, I was crossing it.

RAVI

Where I come from, crossing a river  
represents forgiveness and  
salvation.

LUCIUS

Where I come from, it means you're  
dead. I believe it means I will die  
today in the Arena. But - as I saw  
it, I was not afraid. For there  
were people on the other side. I  
was not alone. And my heart felt -  
open.

Lucius' approaches the spot on the wall where Maximus' name  
has been chiseled away.

LUCIUS (CONT'D)

Who was this man?

RAVI

Maximus! My time in the Arena was  
after his but in whispers many  
still talked of him and what he  
did.

\*  
\*  
\*  
\*  
\*  
\*

Lucius leans with his fists against the wall and gazes into that empty space, listening to the CHANTING of the crowd outside.

\*

*(Possibly Scene 103 - Catacomb scene with Ravi & Lucius-here)*

97 INT. COLOSSEUM -- DAY

97

The Master of Ceremonies stands before the enormous copper megaphone and reads off the official denunciation of Acacius:

MASTER OF CEREMONIES  
For his treason against the lives  
of the Emperors and the Roman  
state... an Enemy of the People.

98 OMITTED

98

99 INT. COLOSSEUM -- DAY

99

At the door of the south door arch Viggo hands Lucius a sword and a dagger.

VIGGO  
(to Lucius)  
Go now. *Vae victis.*

He walks out onto the sun bleached sand. The gate clanging  
sut behind him.

MASTER OF CEREMONIES  
From the vanquished city of  
Numidia, the victor of three  
contests in the Colosseum -- the  
barbarian Hanno!

The CROWD ROARS. Lucius steps out into the sun-bleached  
sand.

On the other side Acacius is brought into the Arena.

MASTER OF CEREMONIES (CONT'D)  
Will challenge General Justus  
Acacius for his treason against the  
lives of the Emperors and the enemy  
of the State .

Entering with dignity, LUCILLA is now seated as the Emperors'  
prisoner in the Royal Seats, hearing her son is about to  
fight Acacius to the death.

LUCILLA  
(pleading with Caracalla)  
Whatever birthright I have, it is  
yours --

GETA  
Too late.

MASTER OF CEREMONIES (O.S.)  
-- the Roman traitor, or the  
Barbarian hero? Let the gods  
decide who will survive this  
contest.

Blinding sunlight as Lucius approaches Acacius.

*Pick-ups for this section:*

LUCIUS  
You killed the woman I loved.

ACACIUS  
I'm sorry. Many were killed that  
day.

LUCIUS  
And you will die today.

ON LUCIUS as he raises his sword and charges. Acacius hefts  
his sword and meets Lucius head-on.

IN THE ROYAL BOX -

GETA

Acacius is a bull of a man. He may  
yet send that barbarian to the  
underworld.

ON LUCILLA, as she offers a whispered prayer. Macrinus observes her torment.

IN THE ARENA BELOW, Lucius and Acacius brutally clash in their combat.

Acacius splits Lucius' wooden shield with his sword, tearing the shield from Lucius' hands, knocking Lucius off balance.

Lucius charges Acacius again without protection, swinging violently at his head --

-- and the flat of Lucius' sword catches Acacius broadside to his head. Acacius reels and his helmet flies off as his sword falls to the ground out of reach.

ACACIUS

I swore on your father's memory  
that I would protect you with my  
life.

Now Acacius raises his hand.

MASTER OF CEREMONIES

Acacius has raised his hand! He has  
surrendered

The crowd falls silent.

ACACIUS

Do what you will. On my death, you  
must know I love your mother  
Lucilla and your father Maximus.

Lucius gazes down at Acacius. Caracalla and Geta rise to their feet to address the crowd.

GETA

Romans, what say you?

The crowd cheers for Geta to spare their hero Acacius.  
*Mercy!* Whilst others cry "*Kill him*"

Geta raises his fist. He holds it poised in midair, his eyes to the heavens as if awaiting the gods' guidance -- all goes silent

GETA (CONT'D)

The Gods have rendered their  
judgment.

-- and he turns it over, giving the "thumbs-down."

The crowd rumbles with dissent. All eyes turn to Lucius.

Acacius bows his head and kneels.

Lucius raises his sword.

LUCILLA

*Lucius -- !*

Lucilla's cry echoes around the Arena.

But Lucius looks up -- and their eyes meet. Now she stands,  
her eyes imploring.

-- and Lucius tosses the sword aside.

A RUMBLING through the crowd: *what is this?*

Caracalla rises to stand beside his brother Geta.

Now Caracalla, too, makes the thumbs-down gesture. Lucius  
ignores him.

CARACALLA

Kill him! Kill him!

Macrinus watches from his seat, amused by the turn of events.

Lucius wheels and ROARS up at the crowd:

LUCIUS

Is this how Rome treats its heroes?

Lucilla looks up -- her lover has been granted a moment's  
reprieve.

ON LUCIUS as he shouts:

LUCIUS (CONT'D)

If this life has no value, what are  
yours worth?

GETA

(shouts in reply)  
The Gods have spoken!

A standoff. A ripple of excitement runs through the crowd. Macrinus leans in and whispers to Geta:

MACRINUS

You must kill him now before all of Rome. This is your decision. This is what happens to traitors.

GETA

(gibbers)

Yes. Yes, you are right.

The rumblings of the crowd grow louder.

GETA (CONT'D)

Kill him!

All around the Arena, two hundred bows are drawn; arrows are knocked. But the Centurions hesitate.

CARACALLA

(foaming at the mouth)

In the name of Jupiter -- kill him!

An archer releases his arrow. It traces a long arc across the Arena --

-- and Acacius is struck in the chest. --

Lucius, quite still, witnesses 30 arrows penetrating Acacius torso. Lucius now sinks to his knees, waiting for the arrow that will kill him.

Arrow shafts sprout pincushion-like from Acacius' body in all directions. And yet, in his death throes, he manages to stay on his feet --

In this moment, Lucilla reels in agony as Acacius collapses backwards onto the ground.

In silence now... OVERHEAD SHOT as he slowly sinks into them, the bloody arrowheads slowly sprouting from his chest, reaching up like bloodied fingers towards us...

Caracalla and Geta stand there, uncomfortable with the audience' silence, growing into a rumbling of dissent. We begin to hear jeering and stomping of feet. The Centurions at the barricades use spears to control the crowd.

Caracalla and Geta glance at one another anxiously. This isn't going well. Lucilla turns on the Emperors, cursing them through her tears:



LUCILLA  
(formidable)  
Damn you to the fire, forever.

CARACALLA  
(frightened)  
First you'll get your turn in the  
pit!

Macrinus intervenes. He sees an opportunity.

MACRINUS  
For your safety, you should return  
to the palace.

Caracalla and Geta are hustled out of the Colosseum by their Praetorian Guards. Lucilla is taken by a different pair of guards. The unrest in the crowd rages; the guards struggle to keep it contained.

Macrinus watches the mob with satisfaction. Everything has unfolded to his advantage.

Lucius is taken out of the arena by two Pretorians.

100 INT. UNDERCROFT -- DAY

100

Lucius is dragged through the undercroft by Viggo and Macrinus' men. All around us, the gladiators are chanting his name. Ravi waits for them in the passage:

RAVI  
Give him to me.

VIGGO (O.S.)  
Let him bleed.

RAVI  
Does Macrinus want him to die? Is  
he still useful?

Viggo hesitates. Ravi has a point.

VIGGO  
Stitch him up. There'll be time to  
change my mind.

101 OMITTED (NOW 106A)

101

102 OMITTED (NOW 96A)

102

103 INT. UNDERCROFT -- CATACOMB -- DAY

103

Ravi leads Lucius down a stairwell into a narrow tunnel lined with catacombs. Most are marked with nothing more than a name -- "Iduma of Mykonos," "Cimon".

RAVI

When a rebel gladiator dies, we are supposed to cremate him and scatter the ashes. But we bury them here instead.

The crypt is marked with a single crudely chiseled phrase:  
*"What we do in life echoes in eternity"*

Lucius runs his hand over the words, reading them to himself:

LUCIUS

"What we do in life... echoes in eternity."

And beneath it, the name MAXIMUS.

Atop the crypt, Maximus' breastplate and sword hang from the wall. He takes down the breastplate and looks at it, remembering:

LUCIUS (CONT'D)

Scatto. Argento.

It all comes back to him now.

103A INT. LUCIUS' CELL. DAY

103A

Lucius sits alone in his cell, in his hands the arrow that killed Arishat. He is still, pensive. Something building inside him. A guard appears with a lantern, he lays it down, filling the cell with its glow. Lucius looks up as Macrinus appears in the doorway.

MACRINUS

We had a bargain, I gave him to you, you let him live... Why did you hesitate...?

Lucius' gaze hardens.

LUCIUS

(Defiantly)

You got what you wanted. Chaos is your "order" is it not?

MACRINUS

I always get what I want, but why did you let him live?

Lucius angered by Macrinus' arrogance. His entitlement.

N.B. Here are some alts, trying out a bunch of different things some shit but they might spark something useful! If you want to let me know a preferred approach I can generate more)

LUCIUS

You bought a gladiator, not a slave. My will is my own.

MACRINUS

Perhaps the heart of a Roman beats in that chest. The greatest temple Rome ever built, the colosseum, because this is what they believe in, power, they gather here to watch the strong fight the weak...

LUCIUS

There is another way-

MACRINUS

There is nothing else. There is no other Rome.

Lucius looks at him with disgust.

MACRINUS (CONT'D) \*

Your dream, the dream of Rome. It's \*  
an old man's fantasy... How blue is \*  
your blood I wonder. \*

Lucius looks at Macrinus, trying to decipher what he knows. \*

LUCIUS \*

Who are you, what were you before \*  
you traded your own name for a \*  
Roman one? \*

Macrinus smiles to himself, enjoying this game of cat and \*  
mouse. \*

MACRINUS \*

You'll never know. I have a \*  
destiny... The Gods delivered you \*  
to me, you will be my instrument. \*

LUCIUS \*

I will never be your instrument in \*  
this life or the next. \*

Macrinus gets up to leave. We stay on Lucius face as the \*  
anger overcomes him. Macrinus for a moment may have a moment \*  
of doubt. \*

104 INT. UNDERCROFT -- DAY

104

MACRINUS

He has outlived his use to me. He  
dies tomorrow in the Arena,  
alongside his mother.

Viggo nods, his vengeance at hand at last:

VIGGO

As it must be.

104A INT. MACRINUS' CARRIAGE -- NIGHT

104A

Macrinus' carriage rides through the masses of rioting people  
in the streets as the chanting continues...

105 INT. IMPERIAL PALACE -- NIGHT

105

Inside the palace, the Emperors are anxious. Riots can be  
heard outside. The popular hero has been executed.

GETA

There was nothing else to do. He  
and his bitch were plotting to kill  
us. If I'd let him live --

CARACALLA

(re: the street noise)  
Don't you hear them? They're  
calling for our heads!

Macrinus pours from an amphora of wine and offers a glass to Geta. Caracalla whimpers:

CARACALLA (CONT'D)

Who brought this on us? Who?!

GETA

Calm yourself, brother. The Praetorians will put down this crowd like they have every other --

The monkey is chittering and restless.

GETA (CONT'D)

(exasperated)

Keep the ape still!

CARACALLA

Beware how you speak of Dondus!

MACRINUS

Perhaps you should take Dondus elsewhere, to comfort one another.

Caracalla gathers Dondus up in his arms and takes him away.

GETA

Forgive my brother's outburst. The disease that infests his loins has spread to his brain. Each day is worse than the one before.

MACRINUS

I will reason with him.

Macrinus leaves.

106

INT. IMPERIAL PALACE -- OTHER ROOM -- NIGHT

106

Macrinus finds Caracalla sitting on the floor, holding Dondus in his arms. They groom one another as they gaze into each other's eyes. It's rather touching. The sounds of the crowd have diminished. The Praetorians have done their job.

Macrinus approaches and sits next to them.

CARACALLA

Nothing was ever mine. Everything was "ours," always. Even in the womb, he gripped the umbilicus in his tiny fist to try to deprive me of air.

MACRINUS

You remember that, do you?

CARACALLA

Certainly, one cannot forget.

Macrinus lowers his voice.

MACRINUS

I must warn you, Caracalla. My  
conscience compels me.

CARACALLA

Oh no. What?

MACRINUS

Your brother means to blame you.  
Before the Senate. For what  
happened, for the chaos in the  
streets...

CARACALLA

That's a lie! I didn't do it!

MACRINUS

No testimony is more damning than  
that of one brother against  
another.

CARACALLA

But he lies! He always lies!

MACRINUS

He's very persuasive.

CARACALLA

What will they do to me?

MACRINUS

I don't dare imagine. But what's  
even worse...

(nods at the monkey)

...is what will happen to Dondus.

Caracalla reels, horrified. Even the monkey looks worried.

Macrinus reaches into his cloak --

-- and offers it to him: the knife.



106A INT. UNDERCROFT -- DAY

106A

In a chamber, Acacius' body lies upon a marble slab the arrows have been removed.

Lucilla is brought in by a guard to view her husband's body one last time. Her hands are still manacled by silver chains. She looks at the guard with pleading eyes. He hesitates but then grants her wish and leaves.

Alone now, she kneels beside Acacius' body and weeps. She takes his hand in hers, then slips the signet ring from his finger and places it upon her own.

107 INT. IMPERIAL PALACE -- NIGHT

107

Geta stands by the window, the curtains drawn, worriedly peering out into the streets below. He hears footsteps, turns --

-- and Caracalla is upon him and Geta grabs his arm.

GETA

Caracalla, no. Put down the blade.  
Put it down --

CARACALLA

*You lie!* You always lie!

GETA

(calmly, used to the  
dementia)  
Caracalla -- It's me! Look at me.  
I am your brother. Listen to my  
voice --

CARACALLA

*Lie! Lie! Lie!*

Caracalla grips Geta by the throat, ready to plunge the knife into Geta's eye. Geta has experienced these moods before, many times. He stays calm.

GETA

We're brothers! Remember all the  
times -- against our father, I  
protected you!

Caracalla hesitates; he wavers. Geta is tapping a shared childhood memory.

GETA (CONT'D)

With my own body, I shielded you  
from him! I took his blows,  
because I love you! You are my  
brother!

Tears spring to Caracalla's crazed eyes. Geta seems to be reaching him.

But now, from out of the shadows, another, larger figure appears behind Caracalla. It envelops Caracalla like a wraith, taking Caracalla's knife hand in his --

-- and with one powerful gesture it drives the knife into the femoral artery in his neck. Caracalla gazes into his twin brother's eyes as the light instantly goes out.

Now Macrinus grips Geta's hair with his other hand. Still holding Caracalla's knife hand in his, he begins sawing Geta's head off.

Caracalla is like a puppet, controlled by the shadow behind him, his body shaking as Macrinus keeps sawing. When it's done, the headless body simply drops away to the floor.

Macrinus holds Geta's head like Yorick's skull in front of the wide-eyed Caracalla. Holding Caracalla in his embrace, Macrinus whispers in his ear:

MACRINUS

Now you're the only one.

The monkey for once is silent, watching the whole thing in wonder. Macrinus releases Caracalla, who picks up the monkey and runs away as if nothing had happened.

109 INT. UNDERCROFT -- DAY 109

The usual clamor in the pens has gone, only silence.

-- Lucilla is being led down the corridor by Ravi past the other gladiators in their cells.

She is in chains, surrounded by four Praetorians, her eyes still red from mourning Acacius.

110 OMITTED (NOW SC.110A) 110

110A INT. LUCIUS CELL -- DAY. (RESHOOT OF 110) 110A

-- to the bars of Lucius' cell. Ravi opens it for her and she walks inside. Where he stands...

LUCILLA

Lucius... I never could have imagined the fates would lead us here..

LUCIUS

And yet here I am. Everything has brought us full circle. You sent me away, yet fate brought me back to the very ground where my father died.

She takes a ring from her finger and presses it into his hands.

LUCILLA

This was your grandfather's. He gave it to Maximus in acknowledgement of his trust. I gave it to Acacius. Now it should be yours.

Lucius looks at it, he knows the importance of it.

LUCIUS

This ring was one my wife gave me. I will wear it beside yours.

He puts the ring on his finger. He looks at both rings.

LUCIUS (CONT'D)

I'm sorry for Acacius. I could not see the man.

LUCILLA

He lived and died for Rome. He had troops readying at Ostia under the command of General Darius Sextus, troops he was to lead again the emperors.

LUCIUS

Is it true they intend to kill you?

LUCILLA

One man or another has had a sword on my neck since my father died but now I have found you I am not afraid.

LUCIUS

I've grown quite accustomed to losing the things I love. Now that I've found you I have no desire to lose you again.

Lucilla looks at her son

LUCILLA

You stand like him, your father, proud, alert.

LUCIUS

I do not have his strength.

LUCILLA

I wish that were true.

(Beat) She sees Maximus in her son

LUCILLA (CONT'D)

Strength and honor.

LUCIUS

Strength and honor.

LUCIUS approaches and they finally embrace.

Viggo is heard approaching and the Praetorians enter the cell.

VIGGO

How did she get here?

Ravi watches from the shadows as --

-- the Praetorians lead her away and she's gone.

110B INT. ROMAN SENATE -- DAY. (WAS SC.108)

110B

CARACALLA sits on the throne before them as Emperor, but his mental state has unraveled further in the wake of his brother's death. A bloody fabric bundle leaking onto the floor by Caracalla's feet.

CARACALLA

Now I am the only one. I was the true us, and he was the false me. We were always "we," all our lives, but now I am only I, me, alone.

The Senators are silent and terrified. Macrinus, just visible, stands in the shadows behind Caracalla, observing the Senators' reactions.

CARACALLA (CONT'D)

My hand held the blade, but my Father's hand guided mine. I was the puppet, dancing on his string.

Caracalla weeps a little, then seems to regain a moment of lucidity.

CARACALLA (PULLING HIMSELF TOGETHER) (CONT'D)

As Emperor, I have convened the Senate to appoint my First Consul, and bestow upon him the power to administer the military and civic functions of the Empire.

(a beat)

I name Citizen Dondus!

A moment of confusion. The Senators look at one another: *who the fuck is Dondus?*

Dondus is placed by Caracalla onto the throne next to him where he sits calmly, studying the chamber.

Macrinus claps to encourage the others. Dondus claps too.

MACRINUS  
(from the shadows,  
clapping hard)  
Hail Dondus!

CARACALLA (JOINING IN)  
Hail Dondus!

SENATORS (JOINING TOO)  
Hail Dondus!

The mortified Senators are forced to clap for the new Consul.

CARACALLA  
As is custom, I am naming a Second Consul to advise the First and to assure his integrity. Though you will find that Dondus is incorruptible! As Second Consul, I name Citizen Macrinus!

The Senators begin to clap a little more enthusiastically. Caracalla gathers up the monkey in his arms.

CARACALLA (CONT'D)  
There will be a triumphal parade to celebrate. There will be games and mass executions. Long live the Empire!

SENATORS  
*Long live the Emperor!*

The Emperor Caracalla carries the First Consul Dondus sweepingly out of the hall, to the Senate's terrified silence. Macrinus picks up the canvas sack --

-- and GETA'S DECAPITATED HEAD spills out onto the floor of the Senate. The assembled Patricians GASP.

Macrinus now stands before them, with Geta's head lying at his feet.

They stand there, hoping that he will offer them something that will deliver them from this madness. Instead, Macrinus smiles...

MACRINUS

I happen to have - through good fortune and not a little skill - the remaining - Emperor's ear. I can - speak reason in it, and tame the madness in the street.

The Senators watch him in silent terror.

MACRINUS (CONT'D)

But to restore order I will need power over affairs of the state. And command of the Praetorian Guard.

Macrinus gestures to the Praetorian Commander Tegula, who stands in the wings with other officers.

MACRINUS (CONT'D)

The decision is in your hands.

No movement, only silence.

MACRINUS (O.S.) (CONT'D)

Ballot or hand?

Slowly all hands are raised as the Senators say "aye."

111 INT. COLOSSEUM UNDERCROFT -- DAY

111

The Praetorians lead her to a private cell. Macrinus walks in.

MACRINUS

Rome must fall. I need only give it a push.

LUCILLA

And after Rome falls, what then?

MACRINUS

You are your fathers child. His "Dream of Rome" was never a dream -- it was a fiction. Look.

Macrinus pulls back his collar to reveal the "M.A." branded on his left pectoral. Lucilla reacts.

MACRINUS (CONT'D)

Do you recognize your father's mark?



LUCILLA

(looks away)

Yes.

MACRINUS

"The best revenge is to become  
unlike the one who did the injury."  
I made myself unlike him.

(MORE)

MACRINUS (CONT'D)

He spoke of dreams; I speak the truth. And the only truth in my Rome will be the law of the strongest. I was owned by an Emperor; now I will control an Empire. Where else but in Rome can a man do that?

He indicates the cell which has been appointed with a few small luxuries -- a bed, a decanter with water and wine, some bread and fruit.

MACRINUS (CONT'D)

If there's anything that can be done to make these hours more comfortable, we will provide. It is only for one night. Tomorrow there will be games, and at them you will die.

111A-112 OMITTED (NOW SCENE 112A)

111A-112

112A INT. LUCIUS CELL. NIGHT (RESHOOT OF 111A-112)

112A

Lucius examines the ring his mother gave him: inside it bears the inscriptions of the names "Marcus Aurelius" and "Maximus." He hears footsteps approaching: it's RAVI.

LUCIUS

I need you to get a message to Ostia by morning.

RAVI

What is at Ostia?

LUCIUS

We have an army. I am - asking you to risk yourself my friend.

Ravi looks at him for a long time. We can see conflict within him.

LUCIUS (SOFTER) (CONT'D)

In service of something greater. In the service of the true Rome.

Ravi Softly nods. Lucius' face breaks into a smile.

LUCIUS (CONT'D)

Thank you. friend.

We stay on Ravi as Lucius presses Acacius' ring into his palm.

LUCIUS (CONT'D)

Ride to Ostia. When you enter the camp, take this ring and show it to them, then demand to be shown to General Darius Sextus. He'll know it as Acacius' ring.

RAVI (DAUNTED)

And who will I say sent this ring?

LUCIUS

I am Lucius Verus Aurelius, Prince Regent of Rome, and I will face death in the Arena tomorrow with my mother Lucilla.

Ravi looks at him, shocked at this revelation. Lucius seems to grow with the use of his real name.

LUCIUS (CONT'D)

I am summoning this Army to the defense of the Republic of Rome.

Ravi sees his friend and his friend's might.

LUCIUS (CONT'D)

And I will need your keys. I have a plan myself.

Ravi smiles. He hands over a giant ring of keys.

- 113 EXT. RURAL ROADS -- NIGHT 113  
Ravi rides flat out on a horse.
- 113A EXT. COLOSSEUM -- WIDE SHOT -- PRE-LIGHT 113A  
The crowds are gathering outside the Colosseum for the Emperor Geta's triumphal games.
- 113B EXT. OSTIA -- PRE-DAWN 113B  
The sun is on the horizon as Ravi dismounts his tethered horse inside the Roman camp at Ostia.  
A Centurion takes him to Darius Sextus tent. As he emerges, Ravi presents the signet ring that Lucius gave him, and it is recognized immediately.
- 113C EXT. COLOSSEUM - DAWN 113C  
The sun blooms through the empty stadium as ten horses drag rakes to smooth and comb the sand for the day's spectacle.
- 114 OMITTED 114
- 114A INT. NORTH ARCH. SAME 114A  
The Emperor's enemies, including the conspirators, against him and his brother, are paraded to a decorated wagon, then chained to it. Some murmur prayers, others are just openly terrified.
- 115 EXT. EMPEROR'S PALACE -- DAY 115  
As the sun shines down, Caracalla is lead out of the palace with his entourage and Dondus to the royal coach.

CARACALLA  
Where is my brother?

MACRINUS  
Geta couldn't be here, Emperor. He is unwell.

CARACALLA

He should be here. He would be so  
happy for me.

MACRINUS

This is your triumph, Emperor.  
Exult in it.

Caracalla nods, already forgetting his brother's absence,  
waving and acknowledging the gathering crowds.

115A EXT. NORTH ARCH -- SAME 115A

Lucilla, also in silver chains, is led onto the wagon. Viggo  
checks the chains of all the conspirators.

115B EXT. ENTRANCE. IMPERIAL BOX. DAY 115B

Macrinus and Quaestor watch from above as Lucilla and the  
other conspirators are led onto the wagon. A pall comes over  
the crowd.

QUAESTOR

The people love her. Her death  
will incite the mob --

MACRINUS

If she dies and the streets rise up  
in anger, I will deliver them  
Caracalla's head, and the people  
will acclaim me. That is politics.

115C EXT. RURAL ROADS -- DAY 115C

Ravi rides with Acacius's army. The horses are at full  
throttle. The soldiers going double time - cantering for huge  
distances as they approach the distant Rome.

116 OMITTED 116

117 EXT. COLOSSEUM -- DAY 117

The stands are filling, but there is palpable unease in the air today.

The stands are guarded by black-clad Praetorian archers -- 200 bowmen placed at evenly spaced intervals around the first tier of the Arena. A security cordon facing the crowd.

Macrinus stands behind the Emperor Caracalla. His monkey sits in the chair previously reserved for Geta, perched on a cushion with a bowl of food in front of him.

The wagon with Lucilla is ready to enter the main arch of the Arena: she is separated from the Arena by a massive latticed gate that effectively cages her within the gateway arch.

INT. ROYAL BOX -- SAME

CARACALLA  
(whispers, uneasy)  
Must we kill Lucilla?

The Emperor is losing his nerve.

MACRINUS  
Until she is dead, you will never  
know peace.

Macrinus gestures to the Master of Ceremonies.

MACRINUS (CONT'D)

Let it begin.

The Master of Ceremonies drinks a draft of wine and approaches the giant copper horn to announce the fight.

MASTER OF CEREMONIES

To honor the acclamation of Emperor Caracalla... *(continues throughout the following scenes)*

118 INT. UNDERCROFT -- DAY

118

Lucius uses the key Ravi slipped him to open the lock on the cell door. The lock quietly springs open.

CUT TO:

VIGGO comes down the corridor with a wooden sword in his hand. Two other guards are with him.

VIGGO

Today is your last fight, champion.  
And our Master has bestowed on you  
the wooden sword of freedom.

Viggo holds the sword ceremonially in his hands.

VIGGO (CONT'D)

But you have to earn it. Today you  
will defend your mother.

Viggo steps forward, holding the sword in both hands --

-- and Lucius kicks the cell door. It FLIES OPEN, smashing Viggo in the face --

-- guards come streaming out to try to stop the fight as all the gladiators emerge from their unlocked cells overpowering the guards.

Without weapons, the gladiators destroy the guards; they wrest their weapons away.

Lucius has Viggo against the floor using the point of the wooden sword, to his windpipe. Viggo's eyes bulge as he struggles.

LUCIUS

Wood or steel, a point is a point.



He drives the sword in, penetrating from Viggo's Adam's apple to his spinal chord.

Finally Viggo is dead. He rises to his feet: the gladiators have taken over the undercroft.

119 EXT. ARENA -- MAIN ARCH -- DAY

119

The gates open as the crowd roars. Excitement and anger pervade all, the promise of violence is palpable as the wagon with Lucilla and the other conspirators standing atop it rides into the center of the Arena. She is surrounded by other loyalists, including Gracchus.

MASTER OF CEREMONIES

...and as punishment for her  
conspiracy against him and the  
Roman people...

Each has been given a simple wooden sword -- and nothing else. Gracchus holds his sword with shaking hands, fearful of what is to come.

MASTER OF CEREMONIES (CONT'D)

...for treason against the  
Empire...

BOOS and CHEERS are heard: a divided crowd.

MASTER OF CEREMONIES (O.S.) (CONT'D)

...for her calumnies against the  
Emperor's imperial bloodline...

119A INT. UNDERCROFT -- DAY

119A

The gladiators have raided the armory. They move quickly, quietly, gathering and distributing weapons. Lucius looks at them as they arm themselves, putting on armor and choosing weapons. He realizes what he must choose. He descends into -

120 INT. UNDERCROFT -- CATACOMBS -- DAY

120

Lucius races into the catacomb. He cannot hesitate. He grabs one of the metal swords then he looks up at the breastplate above him. He looks at it reverently for a moment and then takes it from the wall and places it on.

121 EXT. COLOSSEUM -- DAY

121

Simultaneously, TWO HUNDRED PRAETORIANS enter the Arena, marching in perfect sync. They form a wide circle, positioned against the wall becoming statues in the contrast of the blazing light and shadows.

MASTER OF CEREMONIES (O.S.)  
 ...for fomenting military mutiny  
 along with her husband, whose name  
 will never again be spoken...

121A EXT. COLOSSEUM. SAME 121A

Lucilla, standing on the wagon, stands formidably poised. The gates open and the wagon and float moves to the centre of the oval.

122 INT. UNDERCROFT -- DAY 122

Lucius and the other gladiators are gathered in the undercroft. Lucius looks at the gladiators that surround him. Every one of them is armed, but silent. They encircle him. \*

LUCIUS  
 I am not a General BUT WE ARE ALL  
 soldiers. Until now, we have fought  
 in that arena for nothing more than  
 another day's survival. \*

Lucius pauses as he studies at his men. \*

BRENNOS  
 What will you have us do? \*

LUCIUS  
 You can return to your cells if you  
 do not wish to fight this battle... \*

Now finding his rhythm. His anger channelled into passion. \*

LUCIUS (CONT'D)  
 ...Or you can join me... and we can  
 fight for a future far beyond these  
 walls... \*

The gladiators start to rumble. \*

GLADIATORS  
 Aye! Aye! Aye! \*

LUCIUS  
 There was a time when honour meant  
 something in Rome.... That honour  
 has been lost. Find it. Know  
 this, we have nothing to fear from  
 death. Where death is, we are not.  
 Where we are, death is not. \*

LUCIUS (CONT'D) \*  
(Raises his sword) \*  
By my sword. Strength and Honour. \*

All Gladiators raise their weapons and exclaim: \*

GLADIATORS \*  
Strength and Honour. \*

122A INT. COLOSSEUM. TUNNELS. DAY 122A

The gladiators run around the corridors that circle the arena, taking up positions at each portal, waiting for Lucius' command.

122B EXT. ROAD. DAY 122B

DARIUS leads a contingent of five thousand along the road. Their horses trotting. Beside him rides RAVI.

They are here to bring war

123 EXT. COLOSSEUM -- DAY 123

The crowd is silent. Lucilla and her loyalists are a tableau in the center of the Arena.

Macrinus gazes down at the scene from beside the Emperor. Fortuna seated behind him. Caracalla nervously fidgets, nibbles on sweetmeats, giving some to Dondus in the next chair.

The Master of Ceremonies speaks into his copper horn:

MASTER OF CEREMONIES

Let it not be said that the Emperor  
is not merciful! The queen will be  
granted a champion to defend her!

The South gates swing open -- and then a solitary figure appears.

It is Lucius, dressed in Maximus' armor; the vision of his father. Lucilla's eyes tear at the sight of her son.

Lucius strides toward the center of the Arena, the distance closing, to face one another for their last meeting.

In the box, we pick out Fortuna eyes carefully watching Lucius.

As Lucius strides in, 200 PRAETORIANS step out from the deep shadow into dazzling sunlight.

Lucius approaches Lucilla as the ever-closing oval of Praetorians move in to surround him.

In the Imperial box Macrinus quietly signals General Tegula to ready the archers who are facing the crowd as crowd control.

He looks at Fortuna and sees her anguish. He enjoys it.

MACRINUS

He has chosen his own demise.

On arrival, in single command, the Praetorians all draw swords.

Fortuna rises to leave the box.

MACRINUS (CONT'D)

Retake your seat.

Fortuna does not.

MACRINUS (CONT'D)

Your value was temporary. And now  
it will soon be gone unless you sit  
- back - down.

FORTUNA (WITH TRUE BRAVERY)

I also choose my own demise.

She exits. Macrinus broods for a single moment and then turns his laser focus back on the action.

As Lucius draws his sword and swiftly raises it aloft..as..

TWO HUNDRED GLADIATORS materialize from all quarters of the Arena, covering ground in a silent sprint, blades raised to strike.

The crowd ROARS at the sight. The Emperor claps excitedly:

CARACALLA

Yes! *This* is a contest!

The Praetorians turn late as they hear the crowd's roar to face the steel, hacking and chopping.

This is war, and Lucius is the general.

Now the crowd is on its feet, apoplectic with cheap wine and heat. The archers have drawn their bows threateningly.

As some of the spectators begin to climb down in disarray and excitement as one of the archers releases his arrow and FIRES -- killing a spectator. The unruly crowd EXPLODES.

Praetorian archers now fire at will out of self-preservation. Some are taken and flung into the Arena below.

Macrinus rises in his seat, excitement riven through him. This was not what he had expected, but that isn't necessarily a terrible thing.

CARACALLA (UNSURE OF THE CHAOS) (CONT'D)  
This is war, real war!

Macrinus speaks to the Praetorian commander, Tegula:

MACRINUS  
Summon your cavalry...put this down  
at once.

GENERAL TEGULA  
(nods)  
Sir.

Caracalla cowers in terror.

124 EXT. COLOSSEUM -- DAY 124

On the Arena floor, the fighting separates Lucius from Lucilla -- a chaotic phalanx of blood and steel stands between them. Lucilla looks on helplessly as the fighting rages.

125 EXT. COLOSSEUM -- ROYAL SEATS -- DAY 125

From the Royal Box, Macrinus watches the scene from behind the Emperor. The North gate opens -- and the cavalry begin streaming in, brutally putting down the uprising.

Macrinus looks on with unease: General Tegula, the Praetorian commander, reappears at his side, clearly disturbed. He reports to Macrinus.

GENERAL TEGULA (LOW VOICED)  
The army of Acacius is advancing  
just outside of Rome, sir.

CARACALLA (OVERHEARING)  
The army of Acacius -- ?!

GENERAL TEGULA

Sighted on the march. They come  
swiftly.

Macrinus glances down at Lucius leading his gladiators on the  
Arena floor, getting the upper hand over the cavalry.

CARACALLA (PISSING HIMSELF, LITERALLY)

How many?

GENERAL TEGULA

Five thousand, perhaps more.

CARACALLA

I can feel their swords  
sharpening...

MACRINUS

My lord, you must trust me -

Caracalla turns back to the crowd, his fear overwhelming.

CARACALLA (SHRILL NOW)

But where is my protection?

In this moment, Macrinus withdraws a needle stiletto from his  
wrist cuff. Macrinus plunges the stiletto into his Caesar's  
brain, killing him instantly.



Caracalla slumps to the floor.

Dondus scampers away as ...

126 EXT. COLOSSEUM -- ARENA FLOOR -- SAME 126

Lucius fights to reach Lucilla. The crowd control in the stands has given way: the mob rules and streams onto the Arena floor.

The gladiators -- including Brennos and Agedilios -- crash forward in a wedge formation in order to drive through the phalanx of violence that separates Lucius from Lucilla.

127 EXT. ROYAL BOX -- SAME 127

Macrinus takes this in for a moment. He turns to a distracted ARCHER, whose eyes pop:

MACRINUS

The bow. Give it to me.

The impressed Praetorian hands Macrinus the longbow. Macrinus sights Lucius expertly --

-- but he's surrounded by the wedge of gladiators. Lucilla, however, is exposed.

128 EXT. COLOSSEUM -- SAME

128

Lucius' gladiators now crashing through the violence and mayhem -- one final heave and the wall of soldiers opens up --

-- Lucilla stands before him. Lucius leaps onto the wagon and reaches out for his mother's hand --

-- Lucilla looks over to see -- as Macrinus releases the arrow --

Their hands grasp... as the arrow strikes her in the breast. Lucius wails as if the arrow took him. Her hand squeezes his.

Lucilla wavers, still tied up -- Lucius embraces her upright.

In this millisecond, he sees Macrinus, bow still in his hand as he leaves the Emperors box.

LUCILLA

Lucius.

Lucilla is fading.

LUCILLA (CONT'D)

Remember who you are.

LUCIUS

I know.

LUCILLA

Tell me you will be just -

LUCIUS

I will.

Lucilla smiles, she knows he's talking the truth.

LUCILLA

I always loved you.

Lucius kisses her gently on the cheek. She smiles

Then the light in her eyes go out, and she is dead.

129 EXT. VIA SACRA -- DAY

129

Macrinus is swiftly descending the staircase to see General Tegula, on his horse.

MACRINUS

How long until Acacius' army reach us?

GENERAL TEGULA

Less than one half hour.

Macrinus' own Praetorians can be seen mustering behind the Colosseum.

## GENERAL TEGULA (CONT'D)

They must cross beneath the old arch. Our men will lie in wait until they pass. Then they will be vulnerable and we can attack.

General Tegula gets on his horse and heads off to relay the order to the troops. In short order the troops turn about, heading for the bridge.

Macrinus remains behind for a few moments --

-- and sees Lucius emerge from the Colosseum with his sword in his hand. Will nothing kill this man?.

## ON LUCIUS

There is chaos everywhere; Macrinus' Praetorians are seen moving away.

For a moment Lucius catches a glimpse of Macrinus. He is seemingly alone and unarmed. His jaw steels as he thrusts his way through the tumult to him.

Macrinus mounts a horse and passing by the troops, he disappears. Lucius strikes down a Praetorian and grabs his horse to follow.

129A EXT. ROAD. LATER

129A

Macrinus canters along the road, arriving at the great arch where beggars and lepers are sheltering around meager fires.

Lucius, distraught with grief and rage, rides to the fork in the road and stops, looking down on the arch where Macrinus waits. He canters towards him.

130 EXT. RIVERBANK -- LATER

130

Macrinus rides towards the gate, where Acacius' army is advancing towards Rome. Macrinus pauses for a moment before Tegula gestures to the traveling army. \*

Macrinus gallops towards the arch, gazing defiantly out towards the soldiers being led by Ravi and General Sextus. \*

A galloping horse draws Macrinus' attention. He turns to see Lucius riding at speed towards him. \*

(We will take more time on Macrinus as Lucius approaches) \*

N.B. As much as we can keep the momentum here the better. \*  
Currently, with the back and forth and then Lucius stopping \*  
before reaching him, the momentum is lost slightly. \*

NB. If no ADR from Lucius here, cutting the first shot in \*  
Lucius in the distance, and starting with him already closer \*  
(03:11:34:00) would help with the momentum of this section. \*

Macrinus turns to face him. Lucius rides forward and faces up \*  
to him. \*

MACRINUS \*

Will nothing kill this barbarian? \*

NB. Intercut with Tegula and Ravi as they hear these words \*  
being shouted at each other. \*

LUCIUS \*

My name is Lucius Verus Aurelius. \*

(OPTION) \*

Heir to the last true Emperor of \*

Rome. \*

CLOSE UP: During this ADR we could be on a reaction shot of \*  
General Tegula and his men at the front of the praetorian \*  
army - able to hear Lucius and Macrinus. Really important to \*  
bringing them into this dialogue. Tegula, a look of \*  
intrigue/concern, - the beginning of the questioning of \*  
loyalty to Macrinus alone.... \*

MACRINUS \*

Well nobody knows or cares. A man \*

does not become Emperor by \*

bloodline alone, it must be taken \*

by force and kept by force are you \*

such a man as this. \*

LUCIUS \*

I don't fight for power. I fight to \*

free Rome from men like you and to \*

return it to them. \*

He gestures to the men behind him. CLOSE UP: General Tegula \*  
here - slows his men, halting - willing to let whatever it is \*  
happening between Lucius and Macrinus play out... Having more \*  
interaction with the armies here is key to this ending and to \*  
Lucius's speech after the fight, so whatever we can feed in \*  
at this point will pay dividends. \*

\*

MACRINUS

The gods themselves want Rome  
reborn. They sent me to fulfill  
that task.

For the first time, Macrinus' eyes show a flicker of doubt --

LUCIUS

And what if your gods sent me here  
to kill you. It's time to end this,  
Macrinus.

-- and in that moment Lucius draws his sword and spurs his  
horse forward, charging straight towards Macrinus, knocking  
Macrinus and his horse down. Lucius' horse rolls, unseating  
him.

A confusion of hooves as Macrinus' horse struggles to rise,  
hooves lashing out.

Lucius, now on his feet moves quickly towards Macrinus, sword  
ready, his horse lunges to its feet behind him. --

-- A sword fight begins beneath the Arch --

As the savage encounter continues, Darius' army and the  
Praetorians appear on the hill from different directions.

Oblivious to the arrival of the armies, Lucius drives  
Macrinus off the road and towards the muddy slope to the  
river.

As Macrinus slithers, Lucius swings to decapitate Macrinus  
but is parried by Macrinus' sword and --

--Lucius' sword buries its blade into the beam of the bridge.

-- Taking this opportunity, Macrinus drives him backwards  
into the shallow river alongside the low bridge --

--Lucius slips and goes under the water and we descend under  
with him.

-- Above Macrinus, astride Lucius' chest, stabbing down into  
the muddy water.

IN CLOSE UP - The sword stabbing and sliding across Lucius'  
breastplate, the point violently skidding on the plating  
between Scatto and Argento - as if they protect Lucius.

-- Lucius' eyes open wide in the filthy water.

-- He grabs a rock from the river bed lying beside him.

-- Then in one movement, Lucius rises out of the water, smashing Macrinus in the head with stone. Macrinus reels as Lucius smashes him again and again, braining him. \*

-- Blood now blinding Macrinus who drops the sword, which lands in the mud upright. Lucius grasps the sword, and swings the blade to decapitate. \*

-- As Macrinus, half blinded with blood, blocks as his arm is cut off at the elbow. Macrinus is incredulous, how can this happen to him? \*

-- Lucius raises the sword again, surgical now, and slashes across Macrinus' abdomen, opening him up. \*

-- As Macrinus struggles to hold his guts in with his remaining arm. He sits backward, and lies into the river. He looks up at Lucius as he drifts away in the slow current, sliding beneath the filthy water... \*

-- Lucius watching him go then looks up -- Now realising the presence of the two armies who stand in silence on separate banks. \*

--Praetorians, Centurions of Acacius's army, beggars, vagrants. Romans all. -- \*

Lucius, bloodied and exhausted, climbs the muddy slope to the road, now standing under the arch between two armies. \*

Silence: \*

He stands between both armies. Looking at the faces of the men on either side of him, facing off, Lucius thinks and then throws down his sword. \*

He shouts out, addressing the men. \*

LUCIUS (CONT'D) \*

You look to me to speak. I know not what to say other than we have all known too much death. \*

Let no more blood be spilt in the name of tyranny. \*

My grandfather Marcus Aurelius talked of a dream that would be Rome, an ideal... \*

(beat) \*

...a city for the many and a home for those in need... A republic. That dream has been lost. \*

(MORE) \*

LUCIUS (CONT'D)

But dare we rebuild that dream  
together. What say you?

\*  
\*

Of course there will be cutaways of the armies.

\*

Lucius takes in all that is given to him and stands,  
uncertain what will be his future in Rome.

\*  
\*

131 EXT. COLOSSEUM -- SAME

131

\*

Lucius is in the Arena. The ground is stained with blood. He stands next to the wagon upon which his mother died. He whispers -

Placing his hand on the ground where Maximus died and whispers a prayer:

LUCIUS

Speak to me...

(pause)

....Mother.

He turns and walks to the spot where he believes his Father died. He kneels and murmurs...

LUCIUS (CONT'D)

Speak to me Father.

BLACK OUT.