

HEROES AND VILLAINS

ENTERTAINMENT



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BARBARIAN

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Based on a true story

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FADE IN:

EXT. BATTLEFIELD - DAY

CLOSE ON a TRIPLE SPIRAL incised in stone -- a TRISKELE.

It hangs around the neck of BOUDICCA (35), her eyes closed, face streaked with cerulean paint, on her back in the snow.

She could be an angel ascending to Heaven, when --

Her eyes fly open, as if waking from a dream, in time to see a *pilum* (javelin) HURLING toward her from that very Heaven --

She rolls over. The spear PLUNGES into the snow, inches from her head --

CUT TO BLACK.

OVER BLACK, WHITE TEXT:

In the first century AD...

Like a vacuum, a primal SCREAM draws us back to --

EXT. BATTLEFIELD - RESUME

Boudicca scrambles to her feet, YANKS her spear from the stomach of a DEAD ROMAN SOLDIER and turns to face --

A beastly battle and macabre phantasmagoria: CELTIC WARRIORS with tattoos that spare little flesh, some wearing ANIMAL HEADS, versus armored ROMAN LEGIONARIES.

A ROMAN SOLDIER careens toward Boudicca, sword raised. They CLASH, steel against wood --

CUT TO BLACK.

OVER BLACK, WHITE TEXT:

Rome invaded Briton.

EXT. BATTLEFIELD - RESUME

In a sequence of QUICK CUTS, Boudicca disarms the Roman, brandishes a curved blade *falcata* and CLEAVES his helmet in two. Off the fireworks of BLOOD and BRAINS --

CUT TO BLACK.

OVER BLACK, WHITE TEXT:

Led by a woman...

EXT. BATTLEFIELD - RESUME

Boudicca looks over her shoulder, blood melting off her animal fat-greased face.

The carnage around her reaches an operatic crescendo, flesh SIZZLES, blood escapes like folds of red silk, bodies arch, slump, whirl and fall, like a stirring, frenetic ballet.

Boudicca hikes her weapons and rushes headlong into the fray.

CUT TO BLACK.

OVER BLACK, WHITE TEXT:

Briton rebelled.

FADE TO:

EXT. WOODS - DAY

A CHILD's bare feet move through underbrush. CLOSE ON her face, the feral eyes we know. This is BOUDICCA, age eight.

CUT TO:

We watch Boudicca from the cover of a tree trunk, as she walks, clutching berries. We start moving toward her, when --

Boudicca stops. Turns. She drops her berries and scrambles for a STICK, at which point we see --

ÁEDÁN ("Aidan") (10) -- if the blue eyes won't kill you, what he's holding will. A STICK-FIGHT ensues. Boudicca's aggressive, scrappy. Áedán spares no mercy. THWAP! Boudicca renders Áedán weaponless. He takes off into the trees.

Boudicca catches her breath, then jogs in pursuit. She hears rustling and slows, creeps toward a tree trunk. She prepares to give Áedán a fright, when --

A MAN stumbles out, an arrow through his neck.

He opens his mouth to speak. Blood SPRAYS on Boudicca's face -- she SCREAMS. The man falls. His body is covered in the same curvilinear tattoos of the Celtic warriors from our opening.

Áedán JUMPS out of a nearby tree, races to Boudicca. They exchange equally harrowed looks, then take off. Find them --

EXT. HILLCREST - DAY

At a crest overlooking a village, which is under Roman siege.

BOUDICCA
We've got to go down.

Boudicca starts, but Áedán grabs her arm, stops her.

ÁEDÁN
Not you.

BOUDICCA
What do you think you'll do that I
can't?

ÁEDÁN
It's not I think you can't, just
don't want to see you dead.

This pisses Boudicca off, but it's kind of romantic.

BOUDICCA
Go on, then.

ÁEDÁN
Thought you'd say you don't want to
see me dead, either.

Boudicca pushes past Áedán. He follows. Below, thick smoke from the burning dwellings mercifully occludes the carnage. So we plunge into it --

EXT. ICENI VILLAGE - DAY

A Roman *spatha* SEVERS the head of an ICENI VILLAGER. Others are HACKED with axes and stabbed with *pugiones*. FLAMING ARROWS pierce the ROUNDHOUSES and send them up in flames.

The Iceni wear wool or linen tunics, armor-less against the chain-mailed Romans.

INT. ICENI ROUNDHOUSE

BOUDICCA'S FATHER (40) distributes weapons to ICENI MEN.

BOUDICCA'S FATHER
Consecrate my sword and strengthen
the arm that wields it. Make fear a
stranger and bless me as you send
my soul to battle.

At his nod, the Iceni pour out of the dwelling --

EXT. ICENI VILLAGE

Boudicca's Father HACKS a RIDER's leg in two, RIDER tumbles.

Boudicca and Áedán creep through the chaos, ducking behind dwellings. Boudicca spots her Father through the smoke, SEVERING a Roman's head. Two Romans descend upon him.

Boudicca DASHES for her Father. Áedán sees a Roman riding for Boudicca and RACES after her. The Roman raises his sword --

Boudicca stops and watches, as her Father is SPEARED through the stomach. He falls to his knees. The other Roman circles him, brings his bowstring to her Father's hairline and RAKES it across her Father's skull, SCALPING him.

The noise DROPS OUT and we hold on Boudicca's face, blood-spattered, imprinting the grisly image, as the violence plays out in ethereal SLOW MOTION around her.

Her Father falls, cheek to the mud. With the final flicker of life in his eyes, he bids his daughter farewell.

SMASH BACK to real time. Áedán TACKLES Boudicca, right as the Roman brings down his sword -- into nothing. The force of the blow sends the Roman FLYING over his horse's head.

Áedán SHOVES Boudicca behind a dead horse. They huddle, as the screams of the fearful fade to the moans of the dying.

EXT. ICENI BURIAL SITE - MORNING

Boudicca stands beside her MOTHER. Her eyes are diaphanous, vacant, reflecting FLAMES. She's staring at a PYRE atop which her Father's body burns. Across the field, there are dozens.

BOUDICCA'S MOTHER

A strong hand ends up dead as a weak one, just sooner.

BOUDICCA

He were brave.

BOUDICCA'S MOTHER

He were prideful, lass. There's a difference.

BOUDICCA

He hadn't a choice but to fight. Saw it with my own eyes.

BOUDICCA'S MOTHER

See these men.

Boudicca looks out at the numerous SURVIVING ICENI MEN.

BOUDICCA'S MOTHER (CONT'D)
 All they did was raise their hands.
 And mercy they were granted.

Boudicca sheds a tear.

BOUDICCA'S MOTHER (CONT'D)
 There, I knew you had a soft heart.

INT. BOUDICCA'S CHILDHOOD DWELLING - NIGHT

Boudicca lies next to her snoring mother, her eyes closed.

Above her head is a cutout WINDOW, through which a TWIG emerges. The twig is released and falls on Boudicca's face --

Her eyes open -- she catches the twig, lightening reflexes.

Attached to the twig is a scrap of LINEN bound by a piece of grass. She opens the scrap. It's a drawing of a YEW TREE.

EXT. BOUDICCA'S CHILDHOOD DWELLING - MOMENTS LATER

Boudicca makes a dash through the slumbering village.

EXT. OUTSKIRTS OF ICENI VILLAGE - NIGHT

Boudicca arrives at a YEW TREE, its branches tangled like a Gordian knot. She looks around. Silence. Then --

Áedán descends from the tree -- Boudicca instinctively HITS him -- hard. He staggers, clutching his head.

Boudicca LAUGHS, covers her mouth. Áedán shrugs it off.

BOUDICCA
 (in my defense)
 A lass couldn't tell if you want to
 kiss or kill her.

ÁEDÁN
 Want neither from a lass with an
 arm like that.

Boudicca's mouth puckers in a tiny pout. Áedán approaches, extends his hand and unfurls a stone with a triskele carved in it -- the one around Boudicca's neck in our opening.

Boudicca takes the stone and admires it. She lifts her eyes to Áedán and curls her fingers around the stone.

EXT. ICENI VILLAGE - MONTHS LATER

The triskele is fashioned into a necklace on Boudicca. She's washing furs beside her Mother, who's stringing them up.

Suddenly, an arrow SEVERs the clothes line. The furs fall. Mother spins around, sees Áedán, a ways off, with a bow and arrow. She storms after him. Boudicca grins.

Áedán scampers up the roof of a dwelling and hops off the ledge, evading Mother at every turn, until he reaches Boudicca. He grabs her hand, and they run straight into --

Two horses carrying the ICENI CHIEF and his son, PRASUTAGUS (15). Boudicca's Mother catches up, grabs Boudicca by the ear. Prasutagus, an anemic, awkward boy, stares at Boudicca.

BOUDICCA'S MOTHER

They'll be out of your way, Chief.

ICENI CHIEF

Just the boy. We were lookin' for the girl.

Mother releases Boudicca, grabs Áedán by the ear instead.

ICENI CHIEF (CONT'D)

What're you called, lass?

BOUDICCA'S MOTHER

(off silence)

Boudicca.

ICENI CHIEF

This is my son, Prasutagus. He's just come of age. He needs a wife.

BOUDICCA'S MOTHER

A princess, then?

ICENI CHIEF

Aye. And a queen in time.

Boudicca's Mother brushes the hair from Boudicca's face.

BOUDICCA'S MOTHER

Sweet girl, is she.

(re: Áedán)

This one brings out the worst in her. Go on then, this don't concern you.

She SWATS Áedan. He jogs off.

ICENI CHIEF

My son would be honored to take your daughter as his wife.

BOUDICCA'S MOTHER
 My daughter would be honored to
 serve him. Wouldn't you, lass?

Boudicca's watching Áedán. Her Mother forcibly turns her head. Prasutagus offers a smile. Boudicca doesn't return it.

BOUDICCA'S MOTHER (CONT'D)
 All in time.

DISSOLVE TO:

EXT. COAST OF BRITON - DAY

A bare foot discerns a foothold on crumbling rocks. The muscles of a sinuous arm contract as the climber ascends a monolithic precipice rising out of turquoise water.

Atop the cliff, a white STALLION paces haughtily.

The climber is the Boudicca of our opening (35). Around her neck are three GOLD RINGS, the sign of royalty.

The stallion freezes, eyes translucent, ears cocked.

Boudicca pulls herself over the ledge. She approaches gingerly, extends her hand before the stallion's nose.

BOUDICCA
 There...

She grabs the reins and draws them over his head, absolving the horse of his fear, then MOUNTS. Suddenly --

The CAW of an EAGLE overhead rings out. The horse SPOOKS, backs up. Rocks skitter off. His hooves tempt the abyss.

Boudicca rubs his neck with a hand, as she watches the eagle circle, her eyes telling us, this is somehow meaningful.

She digs her heels. He LURCHES forward, and they're off.

ESTABLISHING - ICENI VILLAGE - DAY

The village has grown. More roundhouse dwellings, more people. Horses, big and small, graze on the feathery grass.

EXT. ICENI VILLAGE

Boudicca rides through the village, observing the industrious, jovial people. She halts the stallion. It REARS.

Boudicca clings to the horse's neck. He comes back to earth. Boudicca looks up, finds the source of his bravado: a MARE.

ÁEDÁN (O.S.)

Don't deny the man.

Boudicca sees Áedán, now 37, who has grown into a wickedly handsome, roguish man. He's covered in tattoos.

ÁEDÁN (CONT'D)

She's a beauty.

He mounts the mare.

BOUDICCA

Denial makes a man dutiful.

ÁEDÁN

And what of a man's duty?

Áedán WHISTLES. From inside his roundhouse emerges a DARK-HAIRED WOMAN, covering her naked body in a fur.

BOUDICCA

I see you're branching out.

Boudicca rides off. Áedán watches her go, and his cocky smile turns into a look of pain. He's still in love with her.

DARK-HAIRED WOMAN

Where you goin'?

Áedán ignores the Woman, gallops off.

EXT. ELSHA'S ROUNDHOUSE - MOMENTS LATER

Boudicca dismounts. A lithe boy called JUDOC (16), a servant, takes the horse by the reins and bows.

JUDOC

Another fine stud, my Queen.
What'll you call him?

BOUDICCA

Pain in my arse.

Also outside the dwelling is a man we'll learn is ELSHA'S HUSBAND, pacing, a response to agonizing MOANS from inside.

ELSHA'S HUSBAND

I've heard men die in more peace'n
that.

BOUDICCA

Best your wife don't hear you say
that.

Boudicca enters the roundhouse, where:

INT. ELSHA'S ROUNDHOUSE

ELSHA (25), tall, fair, has just given birth to a BOY.

ELSHA

You better be a decent man, 'cause
I'm never doin' that again.

BOUDICCA

Head that big, I reckon he's
cleared a channel. Next one'll fall
right out.

The MIDWIFE cleans the baby. Boudicca moves to Elsha's side.

ELSHA

Be lucky my husband can find
pleasure enough in a channel to
make one.

BOUDICCA

A man'll find pleasure in a sheep,
you tell him it'll bear him a son.

ELSHA

Still tryin' for one yourself?

BOUDICCA

The Chief's illness makes it hard.
Not in a good way.
(facile smile)
All in time.

The Midwife hands Elsha her baby. Boudicca gazes upon the union, reminiscing on her own...

INT. BOUDICCA'S ROUNDHOUSE - EVENING

Boudicca removes her necklaces and places them in a box. She brushes past the triskele necklace, goes to touch it, when --

CLÍONA (O.S.)

Hair's gettin' dry, Mum. Brush it
like that, you tear it loose.

Boudicca shuts the box.

BOUDICCA

Can't have you bald, can we?

She grabs a comb and works through her daughter CLÍONA (10)'s hair. MÁIRE (15) is plaiting her own.

MÁIRE

I'll not have any left myself, that
servant boy keeps tuggin' at it.

BOUDICCA

You know what that means, don't you?

MÁIRE

That he's stupid.

BOUDICCA

Means he's keen on you.

MÁIRE

Then he ought to kiss me.

BOUDICCA

You're a bit young to be kissin'.

MÁIRE

One to talk, you married Da when you were younger'n me.

BOUDICCA

Married don't mean you're kissin'.

MÁIRE

Then what's the point of doin' it?

BOUDICCA

Sometimes you haven't a choice.

MÁIRE

You didn't choose to marry Da?

BOUDICCA

He chose to marry me. And that's how it should be.

MÁIRE

Do you love him?

BOUDICCA

Love him dearly.

MÁIRE

Then why aren't you kissin'?

BOUDICCA

He's not well, your Da, and kissin' takes strength. Saves all his for the pair of you.

Máire smiles, reassured. Boudicca sighs, dodged a bullet. She notices Clíona is playing with a COIN.

BOUDICCA (CONT'D)

Who gave you that?

CLÍONA

Máire did.

Máire turns sharply.

MÁIRE
Fool, that was a secret!

Boudicca takes the coin.

BOUDICCA
Where'd you find this, Máire?

MÁIRE
Ways out.

BOUDICCA
How far?

MÁIRE
Be cross if I tell you.

BOUDICCA
I will not, promise. Done far worse
at your age.

MÁIRE
(beat)
By the mountains.

Off Boudicca, this news concerning, we find her:

INT. BOUDICCA'S ROOM - LATER THAT NIGHT

Boudicca takes a seat on the bed beside her feeble husband
Prasutagus, now 42. A hybrid WOLFDog is curled at his feet.

BOUDICCA
Máire found this today.

PRASUTAGUS
Roman, is it?

BOUDICCA
What're they doin' here? Thought
you made a deal with 'em.

PRASUTAGUS
I did. We pay tithes in exchange
for our peace. Must be another
tribe they're visitin'. Not all
have submitted.

BOUDICCA
They haven't submitted, it's a
wonder they're still standin'.

PRASUTAGUS
Claudius has softened in his age.

Boudicca crawls into bed, at a distance from her husband.

INT. ROMAN AMPHITHEATRE - NIGHT

EMPEROR CLAUDIUS (64) sits beside AGRIPPINA (45), a sovereign beauty, watching a theatre performance on a stage below.

CLAUDIUS

This is my favorite part.

He squeezes Agrippina's hand. On the stage below, the ACTORS begin cavorting. Claudius smiles like a child.

Agrippina responds synthetically, turns a porcelain cheek.

A SERVANT arrives with two GOLDEN CHALICES, hands one to Agrippina, one to Claudius. Claudius takes a sip.

Moments later, he starts COUGHING. He drops his chalice. His hand moves to his throat. His eyes bulge. He's choking.

AGRIPPINA

The servant! Get that servant!

Blood pours from Claudius's mouth, nose and eyes. Agrippina puts Claudius's head in her lap and watches helplessly, as the life drains from her husband's eyes.

INT. FORUM ROMANUM - DAY

TIGHT ON a MASK (an *imagine*), Claudius's face immortalized.

In the front row of the audience, Agrippina is stoic. Behind her, thousands of ROMANS are packed in the marketplace.

HIRED MOURNERS wail and tear at their hair. CLOWNS in lurid makeup or avian masks are rendered humorless.

NERO (17) ascends to the speaker's platform. He bows reverently over the body, then turns to address the crowd:

NERO

Woe's me, that all goodness should
be so short-lived.

In the audience, a slight smile crawls across Agrippina's lips, as she gazes upon her son, at last, Emperor.

INT. DOMUS NERO - MEETING ROOM - DAY

Nero sits at the head of a table, feet resting on it, picking at a WOOL BALL. To Nero's left is SENECA (60), his tutor.

AGRIPPINA (O.S.)

Darling.

Agrippina brings Nero's attention to seven ADVISORS seated.

AGRIPPINA (CONT'D)
Perhaps you have an opinion on the
plans for your Empire's conquest.

Nero swings his legs down, lurches forward.

NERO
What lands are mine?

The CHIEF ADVISOR proffers a map of Rome's territory.

CHIEF ADVISOR
To the north, our border is the
Rhine. East, the Euphrates River,
South, we're nearly to Arabia, and
West, we are working our way
through Briton. If I may suggest--

NERO
Which costs the most?

TREASURER
It's hard to say, but--

NERO
If your job is too hard for you, I
will find someone else to do it.

TREASURER
West.

NERO
The conquest of Briton is most
costly?

TREASURER
Yes.

NERO
Abandon it.

AGRIPPINA
He speaks uninformed.
(to Nero)
My son, to abandon the conquest of
Briton would be naive. There is
great wealth to be had from a
kingdom on the water.

On top of the table, Agrippina reaches for her son's hand.
Under the table, she rubs her foot sensually against a leg --
a leg she thinks is Nero's, but is Seneca's. He says nothing.

NERO
I have much to learn.

AGRIPPINA

May I suggest redoubled efforts in
the conquest of Briton?

NERO

Yes.

TREASURER

My Lady, there is simply not
enough...

AGRIPPINA

You heard the Emperor.

The Treasurer bites his tongue, nods.

EXT. WOODS - NIGHT

Boudicca slips through the forest. She arrives at the trunk
of a thick tree and starts climbing, reaching a TREEHOUSE.

EXT./INT. DRUIDESS TREEHOUSE - MOMENTS LATER

Boudicca KNOCKS. Moments later, a DRUIDESS (70) opens. She
smiles, creasing wrinkles as deep and thick as bark.

DRUIDESS

That's a face I love to see.

BOUDICCA

It's a wonder you can.

True enough, her lids almost cover her eyes.

Boudicca follows the Druidess, in a cape of feathers with
whole, DEAD BIRDS adorning each shoulder, into her hovel.

Decrepit candles and jars of curious elixirs occupy the
shelves. A hanging cauldron bubbles over a fire. Bundles of
herbs dangle from the ceiling. Boudicca wafts SMOKE.

DRUIDESS

So, who is he?

BOUDICCA

Who?

DRUIDESS

The man you're in love with.

BOUDICCA

Did I say there was one?

DRUIDESS

Didn't have to, the lines on your
face did.

BOUDICCA
Then surely you mean my husband.

DRUIDESS
He's not dead yet?

The Druidess selects a jar of dark liquid from a shelf and hands it to Boudicca. Boudicca sniffs it. Not bad. She sits.

BOUDICCA
Nearly.

DRUIDESS
So you've come to hear what you'll do when he's gone.

BOUDICCA
Saw an eagle today.

The Druidess nods. This is meaningful.

DRUIDESS
Bow your head.

Boudicca obliges. The Druidess reaches forward and RIPS a chunk of Boudicca's hair from her head.

BOUDICCA
Are you mad?!

DRUIDESS
So they tell me.

She places the hair under a STONE and closes her eyes, receiving a series of impressionistic FLASHES:

A WOMAN giving birth to a SNAKE.

TWO FIGURES, one tall, one short, ON FIRE.

HANDS bound in a strip of white cloth.

Boudicca's blood-crusted triskele necklace falling in SLOW MOTION. It hits the snow, imprinting.

The Druidess opens her eyes, looks shaken.

BOUDICCA
So?

DRUIDESS
They weren't clear.

BOUDICCA
You'll try again, then, won't you?

DRUIDESS

One mustn't ask for more'n they're
given. The images will lie.

Boudicca chugs the last of her drink, reaching the bottom,
then SPITS it everywhere. Inside is a DEAD RAT.

BOUDICCA

Mad you are, crone!

Boudicca can't help but laugh.

DRUIDESS

Look like your father when you
laugh.

BOUDICCA

Then I don't need rat juice to put
hair on my chest.

DRUIDESS

No, that you don't.

BOUDICCA

What'll I do about the bird?

DRUIDESS

Patience.

Boudicca rises.

BOUDICCA

I haven't any of that.

DRUIDESS

More'n you know. There are things
you want, you're waitin' to claim.

BOUDICCA

Got two healthy girls and a husband
who loves me. Deep as I can feel, I
want for nothin'.

Boudicca gives the Druidess a kiss on the head and leaves.

DRUIDESS

If only we were all so ignorant.

EXT. FIELD - DAY

Áedán pounds a nail into the axle of a wheel affixed to a
CHARIOT. Boudicca's daughter Máire watches from her PONY.

ÁEDÁN

She's ready for you.

Máire dismounts. Áedán rigs the pony to the chariot and holds him still, while Máire climbs aboard.

ÁEDÁN (CONT'D)
You promise your mother gave her
blessin'?

MÁIRE
She didn't have to, 'cause I didn't
tell her.

Máire CLUCKS and waves the reins. The pony takes off. Áedán watches, as Máire TEARS across the field.

ÁEDÁN
Just like her, too.

Áedán's eyes shift to the horizon, where an ominous line has formed. He WHISTLES, but Máire can't hear through her WHOOPS.

The darkness materializes as a mass of SOLDIERS on horseback.

Áedán mounts his horse and gallops after Máire. Neck and neck, Máire dons a challenging grin and SURGES ahead.

Áedán has no choice -- he cuts in front of Máire's pony, which SKIDS to a halt -- Máire lurches forward.

MÁIRE
When I tell Mum you nearly killed
me, she'll have your head.

ÁEDÁN
Not before she has yours for racin'
a chariot without askin'. Let's go.

Máire sees the soldiers, intuiting the urgency, follows Áedán.

INT. BOUDICCA'S ROUNDHOUSE - DAY

Boudicca skins a strung up RABBIT. Through the window, she sees Áedán and Máire. She smooths her tunic, her hair.

Moments later, they enter. Boudicca looks surprised.

ÁEDÁN
Need to see the Chief.

Boudicca hides her disappointment and shows Áedán to the bedroom, where Prasutagus is in bed, dog curled at his feet.

ÁEDÁN (CONT'D)
The Romans are comin'.

BOUDICCA
To collect the tithe, as they do.

PRASUTAGUS

They're not due for a fortnight...

(then)

But we've done as they wished.

There's nothin' to fear. Greet them
as you would our own.

Áedán nods, shows himself out. Boudicca catches up.

BOUDICCA

How many?

ÁEDÁN

Maybe half a legion.

(reading the fear)

As your husband said, we've done
nothin' to rattle the cage.

Áedán leaves. Boudicca's alone with Máire.

BOUDICCA

Find your sister, and stay inside.

Boudicca chases after Áedán, arriving outside in time to see:

EXT. ICENI VILLAGE

The Romans, led by Governor GAIUS SUETONIUS PAULINAS (40),
frigid, blue eyes and black hair, enter the village.

SUETONIUS

I'm looking for Chief Prasutagus.

Suetonius dismounts. Boudicca steps forward.

BOUDICCA

He's ill. Bound to his back.

SUETONIUS

Who are you?

BOUDICCA

His queen.

SUETONIUS

In a tunic. Our ladies would sooner
have their own heads.

Soldiers trade impish smiles. Boudicca stays quiet.

SUETONIUS (CONT'D)

Matters not. Those I've come for
are the able-bodied.

(then, for all to hear)

(MORE)

SUETONIUS (CONT'D)

Any and all men able to perform
military duties, are hereby
conscripted into the Roman army, by
order of the Emperor Nero.

BOUDICCA

We pay you to leave us be.

SUETONIUS

There's a new arse on the throne,
and he wants yours as his men.
Consider it an honor.

ELSHA'S HUSBAND (O.S.)

We'll forego the honor for our
independence.

The new mother Elsha's husband steps forward. Elsha stands
behind him, holding their baby.

SUETONIUS

It's not a choice.

ELSHA'S HUSBAND

Then you'll have to drag us in
chains.

Suetonius smiles, then nods to the two SOLDIERS flanking him.
They restrain Elsha's husband. Elsha cuts Boudicca a look.
Boudicca gives a subtle motion with her hand, *be calm*.

SUETONIUS

They give us their service, or
their lives.

Elsha's husband SPITS on Suetonius. Suetonius draws a DAGGER
and THROWS IT into the husband's forehead. Elsha SCREAMS.

Boudicca takes the baby. Elsha sinks to her dying husband.

SUETONIUS (CONT'D)

Find the suitable soldiers.

The Romans set out, marking the suitable men by dumping WHITE
POWDER on their heads, discarding the ELDERLY or HANDICAPPED.

A PREGNANT WOMAN fights for a last touch of her HUSBAND.

Boudicca searches for Áedán. She finds him, just as he's
dusted white. They share a protracted look, until a Roman
CLUBS Áedán in the stomach. He willingly walks.

Off Boudicca, watching the fissure of her tribe, we find:

EXT. ICENI VILLAGE - DAY

A pair of ROMAN SOLDIERS riding through the village. The Icení's new reality is constant surveillance.

The Romans eye furtively the ICENI WOMEN at work. Boudicca, who's hanging clothes, avoids eye contact.

EXT. FIELD - DAY

Armed with a BOW AND ARROW and a SPEAR, Boudicca rides in front of her daughters, Máire and Clíona.

In the distance, we see a new addition to the landscape, a ROMAN MILITARY OUTPOST.

EXT. WOODS - DAY

Boudicca inserts an arrow in the bow and draws, aimed at a grazing DEER. Máire and Clíona suppress laughter.

Boudicca releases -- THWAP! Hits a tree. The deer bounds off.

MÁIRE

It's not right, you with a bow.

BOUDICCA

You're right, it's not.

Boudicca casts down the bow and arrow and picks up the spear. She sets off through the trees. Her daughters stay.

CLÍONA

I feel badly for her.

MÁIRE

You won't when we're starvin'.

We follow Boudicca through the woods. She finds the deer again, stops, aims her spear...

Moments later, WITH MÁIRE AND CLÍONA, Boudicca approaches with the deer, dead, slung over her shoulder.

BOUDICCA

Was always better with a spear.

LATER

They make their way back through the woods.

CLÍONA

How'd you learn to do that?

BOUDICCA

My Da.

CLÍONA

How come our Da didn't show us?

BOUDICCA

Your Da believes in peace. Knew if he kept it, there'd never come a day when his girls had to fend for themselves.

MÁIRE

Then he's failed in keepin' it?

BOUDICCA

He's a good man, your Da, but good don't always work against bad.

Ahead, Boudicca notices two ROMANS approaching. Their names are LUCIUS (20s, leader) and PRISTUS (20s, follower).

LUCIUS

A woman that can hunt?

BOUDICCA

Took our men, what'd you expect us to do.

PRISTUS

Starve?

BOUDICCA

Got more will than you thought.

Lucius eyes Máire lecherously.

LUCIUS

Are these your daughters?

BOUDICCA

Aye. And I'd like to get 'em home 'fore nightfall. If you'll let us, we'll be on our way.

Boudicca starts. Lucius bars her with his sword to her neck.

LUCIUS

Leave the girl or the deer. Your choice.

Boudicca slumps the deer on the ground, grabs her girls and takes off, as the haunting harmony of a BONE FLUTE rises...

INT. BOUDICCA'S ROOM - NIGHT

Boudicca kneels beside the bed where Prasutagus lies. He's a husk of a man, withering with each breath.

PRASUTAGUS

You're good.

BOUDICCA

Only as good as the man I stand
beside.

PRASUTAGUS

You're good to have married me
though you loved another.

This breaks Boudicca's heart to hear. She takes his hand.

BOUDICCA

Love can be learned.

PRASUTAGUS

See that our girls are strong and
safe.

BOUDICCA

Don't act like you're not stayin'
'round to help me...

Alas, Prasutagus takes a final breath. Boudicca pulls the
lids over his eyes, lingers on the lifeless visage, then
rises to her feet, grabs a candle and pets the dog.

We follow Boudicca out of the room and into the kitchen,
where a SERVANT is cleaning.

SERVANT

How's he farin'?

BOUDICCA

We'll prepare the body in the
mornin'.

The Servant struggles for words.

BOUDICCA (CONT'D)

It's a better place he's headed.

Boudicca grabs a bladder of *koumiss* and heads outside --

EXT. BOUDICCA'S ROUNDHOUSE - NIGHT

Where the bone flute melody continues. Boudicca follows the
music to its source -- a MANHOLE with a hatch cover.

She peers inside at ÓENGUS ("*Angus*") (50s), the resident
criminal, playing the flute, hands and feet shackled.

Óengus, his face still in shadow, lowers the flute and
shuffles out of sight. Boudicca takes a seat.

BOUDICCA
I won't bite.

ÓENGUS
I will.

Morbidly intrigued, Boudicca dangles the bladder of *koumiss* in the hatch. Moments later, it's SNATCHED.

BOUDICCA
Must be lonely down there.

Boudicca lowers her face through the hatch to get a look, sees nothing but black. Then --

Óengus's face appears -- wild, blue eyes, gnarled, black teeth, and long, matted hair -- brandishing a DAGGER -- he SPITS koumiss through the hatch, spraying Boudicca --

BOUDICCA (CONT'D)
Be tough to make friends like that.

ÓENGUS
We all die alone.

BOUDICCA
'Spose I'd be as bleak livin' underground.

ÓENGUS
What do you want from me?

BOUDICCA
An ear.

ÓENGUS
It'll cost you an arm.

BOUDICCA
To listen. Women like to chew the fat.

ÓENGUS
It is the best part...

BOUDICCA
How long have you been shackled?

ÓENGUS
'Fore you were a spark in your father's eye.

BOUDICCA
Then you've seen the Romans come.

ÓENGUS
Aye. And our freedom go.

BOUDICCA

My husband's tried hard to keep it.
It's the only thing worth livin'
for.

ÓENGUS

It's whether you'll die for it,
that means anythin'.

Off Boudicca, considering these words...

EXT. BOUDICCA'S ROUNDHOUSE - MORNING

The sun ripens, bathing the landscape in a red-gold haze.

Boudicca exits with Prasutagus's dog on a rope. She leads him
around back, kneels, pets his head, then furnishes a KNIFE.

INT. BOUDICCA'S ROUNDHOUSE

The harsh light skewers Clíona's eyes. They flicker open.
We'll notice one is brown and one is blue. She looks out the
window, sees Boudicca with the dog and SPRINGS out of bed --

EXT. BOUDICCA'S ROUNDHOUSE

She races around back, finds Boudicca with the knife poised.
Clíona CASTS herself between Boudicca and the dog. Boudicca
GASPS, having nearly stabbed her child.

CLÍONA

You can't kill him.

BOUDICCA

Someone's got to keep your Da
company. 'Less you want to go
yourself.

CLÍONA

You're a savage.

BOUDICCA

I'm a Celt, same's you. And if you
don't like that, the Romans would
be happy to have you.

Clíona strokes the dog's head, tears welling in her eyes.
Boudicca watches, losing her nerve. She holsters the knife.

EXT. ICENI BURIAL SITE - DAY

Prasutagus's shrouded body lies atop a funeral pyre.

Boudicca ushers Clíona forward. She lays a STRAW DOG at Prasutagus's feet. Boudicca lights the straw, steps back.

Boudicca grabs a hand of each of her girls, and in a familiar scene, mother and daughters watch the pyre go up in flames.

INT. ICENI MEETING ROUNDHOUSE - NIGHT

A BLIND MAN with cloudy eyes presides over a tribal council.

The villagers part for Boudicca to pass. The Druidess recedes into the crowd. Boudicca makes her way to the front.

BLIND MAN
Our hearts are with you, my Queen.

Boudicca nods, accepting the condolences.

BLIND MAN (CONT'D)
As our leader, what's your course?

BOUDICCA
I think we've all yet lost enough.
Best keep our hands raised and our
heads down, try to live in peace.

EXT. ICENI VILLAGE - EVENING

The Druidess pursues Boudicca.

DRUIDESS
That's not the course.

BOUDICCA
You said they weren't clear, the
images.

The Druidess falls quiet.

BOUDICCA (CONT'D)
What is it you saw me doin'?

EXT. ICENI VILLAGE - DAY

CORNFLOWERS hang from roundhouses. Children and adults dance to the beat of tree-stump drums and ebullient pan flutes.

The servant boy Judoc approaches Máire. She takes off, finds Boudicca, who's holding Elsha's baby, looking contemplative.

BOUDICCA
Boy tuggin' your hair again?

MÁIRE
Won't let him close enough.

Boudicca nods toward the dancing crowd.

BOUDICCA
He'll be fine without you.

Máire looks to see Judoc dancing with another YOUNG GIRL.

MÁIRE
Traitor.

Máire finds another YOUNG BOY, drags him into the dance.

ELSHA
Even a widow, I don't miss that.

Boudicca gazes wistfully at her daughter. She does.

BOUDICCA
(to Elsha's baby)
Have mercy on the fickleness of
women.

She hands the baby back to Elsha, then sees:

Governor Suetonius and two dozen ROMAN SOLDIERS, including the men who took Boudicca's deer in the forest, Lucius and Pristus, ride through the village.

Boudicca moves into the dancing crowd and interrupts Máire.

BOUDICCA (CONT'D)
Get your sister and go to the
Druidess.

MÁIRE
Can you see I'm dancin'?

BOUDICCA
Now.

Máire sees the urgency, obeys. Boudicca confronts Suetonius.

BOUDICCA (CONT'D)
Governor.

SUETONIUS
I suppose I can't say "queen,"
considering your king is no more.
I bring the condolences of the
Emperor.

BOUDICCA
I'm humbled to be in his thoughts.

SUETONIUS
He has sent me to ensure the
transition is comfortable.

BOUDICCA

We've had chiefs die before. Burn the body, crown a new one.

SUETONIUS

This will be different. The death of a client-king ends the relationship. The client-king's property is handed over to the client. In this case, the Emperor.

BOUDICCA

My husband left his kingdom to his daughters.

SUETONIUS

Roman law forbids a woman to inherit. As citizens of property now owned by the Roman Empire, you are subject to those laws.

Suetonius motions with his hand.

SUETONIUS (CONT'D)

Take everything.

His soldiers disperse, entering dwellings, exiting with armfuls of belongings -- WEAPONS, SHIELDS, POTTERY, BRONZE ARTWORK -- they load the loot into wagons.

BOUDICCA

What good's a subject if he hasn't the means to survive?

SUETONIUS

A barbarian is resourceful. You'll start new.

BOUDICCA

So you can strip us again?

SUETONIUS

Silence her.

Two SOLDIERS restrain Boudicca. She struggles, gets BASHED in the ribs, doubles over.

BEHIND BOUDICCA'S DWELLING

Máire and Clíona mount Máire's pony and set off.

WITH BOUDICCA

BOUDICCA

(to Suetonius)

Another man moves your hand. What's your wife think of that?

The Soldier SOCKS Boudicca in the jaw. She spits blood.

We follow another Roman into:

INT. ICENI ROUNDHOUSE

A Soldier unfastens his pants and advances toward the Pregnant Woman whose husband was taken from her. She grabs a chalice and THROWS IT at his head. The Roman draws a dagger.

OUTSIDE -- a harrowing SCREAM.

INT. MANHOLE

Óengus, the shackled criminal, listens to the chaos unfolding above. He moves underneath the hatch and waits, until a ROMAN SOLDIER treads right on top of the hatch --

Óengus SEIZES the Roman's foot and JERKS his leg through the hatch hole. He starts GNAWING at the leg like a lamb shank.

The Roman SCREAMS. Óengus shoves the leg back through the hatch, his mouth filled with flesh, face dripping with blood, as ABOVE GROUND, the Roman LIMPS off, terrified.

INT. BOUDICCA'S ROUNDHOUSE

Lucius and Pristus are looting. Prasutagus's dog follows, BARKING. Lucius STABS the dog in the neck. He WHIMPERS, slinks off to die, when --

Pristus alerts Lucius to the window, through which we see: the horse galloping off with Máire and Clíona.

EXT. ICENI VILLAGE

Boudicca is battered, greasy with blood, eyes barely open. The Soldiers cast her to the ground.

Boudicca slowly draws a DAGGER from her tunic. She FLIPS OVER, STABS Suetonius's leg -- he staggers. The Soldiers return and KICK THE SHIT out of her.

Lucius and Pristus drag Máire and Clíona before Suetonius.

LUCIUS

Her daughters.

We'll notice a moment's hesitation in Suetonius, before evil eclipses any shred of a conscience.

SUETONIUS

Proceed.

The Soldiers drag Boudicca to her feet, as Máire and Clíona are fastened to STAKES.

BOUDICCA
Take it all, but please, take mercy
on my kin.

A Roman forces Boudicca's swollen eyes open, to watch, as:

Lucius and Pristus brandish FLAGELLA and FLOG Máire and Clíona repeatedly.

Boudicca THRASHES, SCREAMING with notes she's never used.

Tears crest her swollen cheekbone, carve channels through the blood and slip into the crease of her lips. The tears pool in the crease, then trickle onto her chin, down her throat. Her neck vibrates, as another harrowing SCREAM sprays blood.

The girls' tunics are stained red. Clíona's head is hung, she's barely breathing.

Suetonius crouches before Boudicca.

SUETONIUS
It's a good thing Da wasn't here to
see this.

He stands, summons his soldiers and the wagons.

As the Romans retreat, Iceni villagers emerge from their roundhouses in a stupor and survey the damage.

Boudicca scrambles toward her daughters and tears at Clíona's restraints until she falls into Boudicca's arms.

Boudicca holds Clíona's head in her lap, fighting the imminence of her daughter's death with gentle rocks and strokes. At last, Clíona fades. Boudicca's refusal to believe lingers, a mother's desperation, until --

Máire kneels before Boudicca, forces her to meet her gaze. Boudicca stares vacantly through Máire, cradling Clíona's head, in a place beyond grief, her eyes a hollow cast.

INT. BOUDICCA'S ROUNDHOUSE - MORNING

A SERIES OF CUTS IN SLOW MOTION:

Boudicca removes her gold necklaces.

Boudicca slips the triskele necklace over her head.

EXT. ICENI VILLAGE - MORNING

Boudicca, barefoot, walks through the village, a ghost-town.

She climbs atop the meeting roundhouse. Villagers alert each other. She begins, shakily:

BOUDICCA

Last I stood before you, I ordered
the course I've long been told was
right. Today I stand before you, to
say it's not the one I'll take.

(beat)

I do not stand before you a queen.
I do not stand before you a willin'
subject, nor even a subject willin'
to compromise to survive. I stand
before you a woman, my body cut by
the lash of a tyrant, my heart sick
from the injury to my people, and
my soul crushed by the loss of our
freedom.

(beat)

We're worthy of livin' as we are,
and to do that, we'll fight. I call
upon you, to show the Romans we
don't accept them as our leaders,
and we won't live under their yoke.
I ask you to join me, in reclaimin'
what they've taken and makin' so
fearful the idea of tryin' again,
that they run back to Rome in a
trail of piss and tears, ruein' the
day they brandished a sword against
a Celt.

Silence. Then, slowly, a chant of "Boudicca" begins. Another voice joins. And another, until --

It's a thunderous echo, honoring Boudicca as the Celts' new leader and rebellion against the Romans as their fight.

EXT. ROCKY OVERPASS - DAY

Boudicca and Elsha pick their way down a rocky mountain on horseback. Elsha's baby is strapped to her back.

ELSHA

You know how the last meetin' we
had with this tribe ended?

BOUDICCA

We need numbers.

ELSHA

Numbers that'll kill you sort of
cancel the numbers out, don't they?

BOUDICCA

It was men we sent. Women have a way of makin' people more agreeable.

ELSHA

Plan to bed the Chief, do you?

BOUDICCA

That's what I brought you for.

The landscape opens up to reveal hundreds of PYRES burning.

EXT. TRINOVANTES VILLAGE - DAY

Boudicca and Elsha enter the decimated village. TRINOVANTES VILLAGERS move mechanically, almost trance-like, until they see the intruders. They alert each other.

Boudicca and Elsha raise their hands. A Trinovantes elder, ULA (50), her face as creased as a turtle, missing teeth, approaches. Boudicca and Elsha dismount.

BOUDICCA

I've come to speak to your Chief.

ULA

He's dead. Who are you?

BOUDICCA

The leader of the Iceni.

ULA

I'd cut you down, but I haven't any axe to do it.

BOUDICCA

They've done to us what they've done to you.

Ula regards Boudicca's bruised face.

ULA

If you've come for pity, you have it.

BOUDICCA

I've come for help. I'm fightin' the Romans, and I need numbers.

ULA

Even if I was willin' to sacrifice my people to your cause, they've taken all my able warriors.

Boudicca regards the dozens of TRINOVANTES WOMEN.

BOUDICCA

I see plenty.

ULA

They couldn't swing an axe to save their life, let alone take one.

BOUDICCA

Won't be swingin' what we haven't any left of.

Boudicca picks up a ROCK.

BOUDICCA (CONT'D)

Name me a woman who hasn't thrown one of these at her husband.

The Trinovantes Women stifle laughter. Ula holds a stoic face. Off Boudicca's smile, undeniable --

EXT. CATUVELLAUNI VILLAGE - DAY

The CATUVELLAUNI CHIEF (40) gazes from a distance at Boudicca and Elsha approaching. (Note: each tribe has a defining pattern and color of tattoos.)

Behind him, the village is bustling. Dwellings are intact. Crop fields stretch for acres. GOATS and SHEEP graze freely. SILVER MINES are in full operation, producing ROMAN COINS, like the one Clíona had.

This tribe has been untouched by the Romans.

The Chief hands his DAUGHTER (5) to his WIFE and summons a fellow CATUVELLAUNI WARRIOR. They mount horses.

EXT. OUTSKIRTS OF CATUVELLAUNI VILLAGE

Boudicca and Elsha halt. The Chief circles Boudicca.

CATUVELLAUNI CHIEF

What do you want?

BOUDICCA

To speak of our common enemy.

CATUVELLAUNI CHIEF

Our only enemy is the savage who threatens Rome.

BOUDICCA

What've they threatened you with to say that?

CATUVELLAUNI CHIEF

Money.

ELSHA
They're tradin' for the Romans.

Elsha nods to the crop fields.

BOUDICCA
They're slaves.

CATUVELLAUNI CHIEF
A slave'll live to see his children
grown.

BOUDICCA
And grown, they'll see their father
isn't a man, but a coward.

CATUVELLAUNI CHIEF
Usin' reason don't make a man a
coward. But then, as a woman, what
would you know about reason?

BOUDICCA
It's 'cause you're a man you fear
the shame of failin'. As a mother,
you haven't the choice.

Boudicca spurs her horse.

BOUDICCA (CONT'D)
When you change your mind, come
find me. Name's Boudicca.

Boudicca wheels her horse around, Elsha follows. The Chief
watches them go.

OTHER CATUVELLAUNI
Who is she?

The Catuvellauni Chief spits, shrugs.

ESTABLISHING - ROMAN MILITARY OUTPOST - DAY

A lanky, square, stick-framed outpost. Towers rise from each
of the four corners. Each is armed with TOWER GUARDS.

EXT. ROMAN MILITARY OUTPOST

A Tower Guard holds a scope to his eye, sees:

A WAGON driven by Elsha, filled with six "VIRGINS" (18-20)
and Boudicca, whose hands are raised in surrender.

INT. BOUDICCA'S ROUNDHOUSE - INTERCUT

Boudicca sits with Elsha and the Virgins, addresses them:

BOUDICCA
My Da once showed me...

INT. BOUDICCA'S CHILDHOOD DWELLING - FLASHBACK

Boudicca helps her mother knead bread, when she sees her Father, hiding behind a corner, summoning her in secret.

BOUDICCA
I have to wee.

Mother tosses her head, go. Father disappears. Boudicca follows. Behind the corner, Father furnishes a LEATHER SCROLL. He lets Boudicca untie and unroll it, revealing --

A territory MAP, with shapes and lines and arrows.

BOUDICCA (V.O.)
Romans make pictures of our land.

EXT. ROMAN MILITARY OUTPOST - RESUME

The Tower Guards raise bows. ENTRY GUARDS raise swords.

ENTRY GUARD 1
Approach on foot.

Boudicca dismounts and approaches, her hands still raised.

ENTRY GUARD 1 (CONT'D)
Kneel and bow your head.

Boudicca obeys.

BOUDICCA (V.O.)
He called it a map.

ENTRY GUARD 2 studies Boudicca --

ENTRY GUARD 2
It's the one who stabbed the Governor.

ENTRY GUARD 1
What is your business?

BOUDICCA
I bring an apology for the trouble I caused.
(points behind her)
Virgins.

The Guards trade a look and a nod.

ENTRY GUARD 1
Rise.

Boudicca boards the wagon. They're permitted through, into --

INT. ROMAN MILITARY OUTPOST

An open-air fortress with TENTS lining the walls.

BOUDICCA (V.O.)
We'll need one, to show us what
they've claimed...

Boudicca and Elsha ride into the clearing and halt.

ROMAN SOLDIERS LEER, lick their lips. Boudicca climbs out and walks around the back, as we notice --

The virgins discreetly affixing lead pebbles in SLINGSHOTS.

Boudicca opens the wagon hatch, gives a look to the virgins.

BOUDICCA (V.O.)
And what we're takin' back.

BING! BING! The slingshots start firing. A pebble embeds between a Tower Guard's eyes. His armor glints in the sun, as he cartwheels to his death.

The ground soldiers take up arms. Others emerge from tents.

Elsha whips the horses. They surge, FLY around the square, the virgins WHIPPING soldiers, clothes-lining them with logs.

In the cover of the chaos, Boudicca creeps through a corridor formed by the tents, when SOLDIERS appear from another one --

Boudicca DUCKS behind another. The soldiers pass.

She moves on, passing tents with the silhouettes of figures, until she finds an empty one and slips inside. She rummages through the belongings, nothing of interest. Then --

From outside, she hears:

ROMAN SOLDIER (O.S.)
Yes, Commander.

Boudicca peers out, sees the tent the soldier emerged from. Boudicca waits a beat, then makes a dash for it.

THE COMMANDER'S TENT

The COMMANDER hastily stashes valuables in a box. Boudicca appears at the entry -- he sees her, brandishes a DAGGER --

Boudicca furnishes an ANTLER and approaches. A table separates them. Behind Boudicca, from the entry --

ANOTHER ROMAN SOLDIER appears, sees the stand-off --

Boudicca turns sideways, an eye on each threat, as the Roman closes in on her, also wielding a dagger. He RUSHES her --

She DIVES under the table --

The Roman's force LAUNCHES him over the table -- the Commander side-steps, but --

UNDERNEATH THE TABLE, Boudicca has PIERCED his Achilles tendon with the antler like a knitting needle. She YANKS it toward her -- the Commander TRIPS forward --

The other Roman FLIPS over the table -- a manual struggle ensues --

Meanwhile, the Commander grasps for his dagger --

Boudicca wrangles the Roman's dagger from his grip, when --

The Commander gets to his knees, raises the dagger to bury it in Boudicca's back -- his arm comes down like a hammer, as --

Boudicca HEAVES the Roman on top of her, trading places -- the Commander's knife sinks into the Roman's back.

Boudicca casts the Roman off her, scrambles to her feet -- the Commander starts crawling away -- Boudicca pursues, STABS him in the haunch -- he drops to his stomach --

She retracts the antler, then stabs him again, between the shoulder blades. He keeps trying to crawl, Boudicca keeps stabbing, until he gives out, dead.

Boudicca opens the box and pulls out a SCROLL. She unrolls it, indeed, a MAP, when she hears --

ROMAN SOLDIER (O.S.)
Commander!

Boudicca rolls the scroll and stashes it in her cleavage.

IN THE CORRIDOR

Soldiers advance toward the Commander's tent. They FLING open the flap and find him dead on the floor. No Boudicca.

INT. ROMAN MILITARY OUTPOST

Boudicca slips down another corridor, while, elsewhere --

Elsha spots ANOTHER GUARD ascending the steps to the top of the wall. A virgin takes the reins of the horses, Elsha LEAPS onto the wall like a frog and starts scaling it.

An ARCHER starts firing at her. ZING! ZING! Just missing.

Boudicca waits for the wagon to pass and LEAPS aboard. She directs the steering virgin toward the ARCHER gunning for Elsha. The horses charge -- the Archer starts to flee --

Boudicca LASSOES him with a rope -- he falls -- the horses TRAMPLE the Archer -- SQUISH! A hoof makes pie of his face.

ON THE WALL

The Guard surfaces and starts pulling the gates closed, trapping the Celts inside the outpost.

Elsha surfaces and makes a dash for the Guard. They fight hand-to-hand atop the narrow wall, until --

Elsha SHOVES the Guard off. She slackens the rope until the gates hang open. Boudicca guns it for the exit --

Once through the gates, Elsha JUMPS off the ledge --

In the wagon below, the virgins make room --

Elsha lands SMACK in the middle of it. A few wooden beams splinter, but it's intact. Off they ride.

ELSHA

How much time before they come for us?

BOUDICCA

We'll leave by dark.

INT. DRUIDESS TREEHOUSE - EVENING

Boudicca unrolls the map across a tree stump table. The Druidess studies it by the light of a moribund candle.

DRUIDESS

They've claimed most of the southern and eastern land. This is their capital, Camulodunum. And this, Londinium, see all them lines goin' to the sea? It looks to be the center of trade.

Boudicca takes the map, kisses the Druidess's head.

DRUIDESS (CONT'D)

Have you a plan?

BOUDICCA

Sack those cities and claim our freedom.

As the Druidess watches Boudicca go, she gets a QUICK FLASH:

Blood spills from between Boudicca's lips.

She shakes the image, deeply troubled. She runs outside, only to find -- Boudicca is long gone into the night.

INT. BOUDICCA'S ROUNDHOUSE - EVENING

Boudicca and her daughter Máire dine by candlelight.

BOUDICCA
Someone must be growin'.

MÁIRE
Gettin' strong for battle.

BOUDICCA
Only battle you'll be seein's with
your shadow, keep eatin' like that.

MÁIRE
I'll kill the bastards who've done
this to us.

BOUDICCA
You're not killin' anyone.

MÁIRE
Bit of a hypocrite, you are.

BOUDICCA
I'm a woman, you're a child.

MÁIRE
Not anymore, I'm not.

Grief surfaces as rage --

BOUDICCA
Already lost one child to the
Romans, I won't lose the pair of
you.

MÁIRE
Then I'm to live in Clíona's
shadow.

BOUDICCA
Better that, than to die in it.

MÁIRE
That's what you're askin' of the
rest, isn't it?
(then)
Be a quick fight, all you have.

Máire pushes the bowl across the table, cuts Boudicca a searing, defiant look and leaves. Boudicca hangs her head.

INT./EXT. MANHOLE - EVENING

Óengus is carving drawings in the rock wall, adding to an impressive tableau depicting a cannibalistic paradise.

He hears a WHISTLE, turns, sees Boudicca crouched above.

BOUDICCA

The dagger you sprung at my throat.

Óengus keeps carving, ignores her. Boudicca tosses down a bladder of *koumiss* as a bribe. No response.

BOUDICCA (CONT'D)

Got here a leg of lass.

Moments later, the blade appears through the hatch. Boudicca reaches gingerly, snatches it.

BOUDICCA (CONT'D)

Where'd you get this?

ÓENGUS

Where's the lass?

BOUDICCA

You'll work for the lass. Where'd you get the dagger?

ÓENGUS

(annoyed)

Made it.

BOUDICCA

It's iron.

ÓENGUS

(duh)

Made it from iron. Got more if you want, just lower the lass.

BOUDICCA

Where'd you get the iron?

Óengus, impatient, lights a TORCH and illuminates for Boudicca an expansive MINE, the walls embedded with IRON ORE.

BOUDICCA (CONT'D)

Thought we'd no more sources on our land. Why didn't you say somethin'?

ÓENGUS

You'd have moved me.

Boudicca smiles, seeing major opportunity.

BOUDICCA

Have you an axe?

Moments later, an AXE appears through the hatch. Boudicca grabs it, raises it and SMASHES the hatch lock. She opens it.

BOUDICCA (CONT'D)
You're movin', anyhow.

EXT. ICENI VILLAGE - NIGHT

The Iceni are joined by the Trinovantes, led by the Elder we met, Ula, with what few belongings they have in hide sacks.

CHARIOTS and WAGONS are being loaded with IRON ORE. Horses stamp their feet impatiently. Everyone's waiting...

For Boudicca. She appears with Óengus on a leash.

ELSHA
You're mad...

Óengus looks around, more a frightened animal than a dangerous man. Boudicca loads Óengus in a CAGE atop a WAGON and mounts her horse. Elsha looks at Boudicca, agape.

BOUDICCA
Let's go.

Boudicca digs her heels into her horse's sides, and they're off. The convoy follows Boudicca into the night.

EXT. ICENI VILLAGE - LATER THAT NIGHT

A band of vengeful ROMANS bearing weapons and torches BLAZE toward the Iceni village, only to find it devoured by flames.

EXT. CELTIC CAMP - MORNING

Animal hides are stretched between the gnarled arms of yew trees, forming canopies under which fur beds are stretched.

Battle preparations are underway:

Celts are SKINNING rabbits, deer and pigs, then bleeding them into BLADDERS. Children tie bladders and scrape skins.

Others carve sticks into spears and rocks into arrowheads, then hand them off to others, who assemble weapons.

Still others harvest RED SAP that looks like BLOOD from the bark of the yew trees. The arrowheads are dipped in the sap.

In a CAGE, Óengus pours LIQUID IRON ORE into clay DAGGER and AXE molds lined with animal fat.

Máire struggles to carry a bucket. Servant boy Judoc watches.

MÁIRE

You gonna help me, or what?

Judoc grins, jogs over, takes the bucket.

JUDOC

Was hopin' you'd ask.

MÁIRE

Shouldn't have to. You're a servant.

JUDOC

And a willin' one. But I want to be thanked. A kiss'll do.

Máire grabs back the bucket and attempts to haul it herself. Judoc waits a beat, then catches up with her.

MÁIRE

Don't need you.

JUDOC

You'd never need a man, but you might find you want one.

Máire drops the bucket.

MÁIRE

Come on then, kiss me already.

Judoc plants a gentle kiss on Máire's cheek. She's speechless. Judoc takes the bucket, leaves Máire blushing.

Boudicca speaks with the Trinovantes elder Ula over the map.

BOUDICCA

(re: Camulodunum)

We'll take their capital first.

ULA

Was our land 'fore they drove us out, you know. Saw what they built. An eyesore. Got stone walls. I don't see us gettin' past 'em.

Boudicca studies the map, points --

BOUDICCA

Is this a river runnin' by it?

ULA

Aye.

BOUDICCA

I've heard of wheels bringin' water into Roman cities.

ULA

So?

BOUDICCA

So the water must go under the ground to get to the city.

ULA

'Spose.

BOUDICCA

Then so will we.

Boudicca WHISTLES. From his cage, Óengus looks over.

BOUDICCA (CONT'D)

That flute, did you make it?

Óengus nods.

BOUDICCA (CONT'D)

Can you make enough for an army?

ÓENGUS

Best bones are human.

BOUDICCA

Good try.

Elsha approaches, hands and tunic covered in ANIMAL BLOOD.

ELSHA

(re: Óengus)

I maintain you're not right in the head.

BOUDICCA

And you? Bravest of men'll run from a bleedin' woman.

ELSHA

We've enough to drown the city. What's your plan for it?

BOUDICCA

They think we're savages, we'll give 'em savage.

EXT. RIVER - PRE-DAWN

Boudicca and her army SWIM down a turgid river flanked by woods. Torches beg mercy of the Stygian blackness.

ESTABLISHING - CAMULODUNUM - MORNING

Monolithic stone walls encircle the city. A ditch surrounds the walls and a river flows past, making it impenetrable.

EXT. CAMULODUNUM MARKETPLACE

VENDORS set up stalls in the cobblestone square, peddling spices, fruits, tapestries. CIVILIANS peruse the selections.

SOLDIERS from the ROMAN HOME ARMY patrol. Some have Celtic tattoos. These are the conscripted Celts -- AUXILIARY FORCES.

EXT. CAMULODUNUM

ROMAN WORKERS lumber off to work, tools in hand. Furtive GUARDS are perched on the walls, but they fail to notice:

EXT. RIVER

The tips of HUNDREDS of HOLLOW BONES (snorkels) are just visible above the water, moving with the current, downstream.

UNDERWATER

The Celts swim, clutching inflated BLADDERS and SPEARS.

EXT. RIVER

The bones round a bend, where there's a giant Ferris wheel-like AQUEDUCT, churning the river water.

UNDERWATER

Boudicca moves past the submerged base of the aqueduct, which is directing the water through a TUNNEL. She finds the entrance to the tunnel and swims in. Her army follows.

EXT. CAMULODUNUM MARKETPLACE

An AUXILIARY SOLDIER purchases a pomegranate from an ARABIC VENDOR. He extends his hand for the fruit, and we notice FAMILIAR TATTOOS. It's Áedán.

INT. AQUEDUCT TUNNEL

Boudicca and her army emerge like crocodiles, with just enough headroom to breathe. They wade through the stone tunnel, crawling with RATS. Elsha SWATS one.

Boudicca cups a handful of water and slurps it down.

EXT. CAMULODUNUM MARKETPLACE

From the floral patterns incised in the city's MANHOLE covers, BLOOD starts running, trickling through the channels between the cobblestones. FOUNTAINS spew blood.

Civilians start noticing and alerting each other. LADIES gasp in horror. Others utter PRAYERS. SOLDIERS go for weapons.

The manhole covers lift and Celts BURST out! They climb through and commence a vigorous assault --

Within seconds, Boudicca drops two Romans. Elsha is a dirty fighter, stabbing, biting.

Boudicca whirls around to see she's facing Áedán. They both freeze a moment, then Boudicca SWINGS her axe at Áedán --

He blocks her. She tries again. He blocks. She keeps at it. Áedán defends the blows with a slightly amused smile, which only fuels Boudicca's fire, retribution for betrayal --

Finally, Áedán's had enough -- he wrangles Boudicca's back against his chest, his blade pressed to her throat. He draws blood. She doesn't move, daring him to kill her --

He slackens. Boudicca seizes the opportunity, draws her own dagger and STABS Áedán in the thigh. Áedán drops his blade and staggers back. Boudicca watches, merciless, when --

Áedán alerts her to a threat from behind. She turns, faces another AUXILIARY hurling at her with raised sword. She DUCKS, he BARREL ROLLS over her back. She POUNCES on his prone body and buries her dagger in his heart.

Boudicca turns to re-engage Áedán, but he's gone.

Elsha strikes a piece of flint against a cobblestone until it sparks, then sets fire to bundles of straw in vendors' carts. POOF! The flames devour the carts --

The Romans scramble to extinguish them with fountain water.

INT. QUAESTOR'S CHAMBER

The QUAESTOR (45) watches from his window the carnage below.

COMPANION (O.S.)

Quaestor--

The Quaestor turns, regards his COMPANION.

COMPANION (CONT'D)

In the Governor's absence, military orders fall to you.

Just then, something FLIES through the window. The Quaestor finds it on the floor -- a HUMAN HEART, still beating.

He moves to the window, sees the Trinovantes elder Ula crouched over a heart-less Roman, snarling, her hand bloody.

QUAESTOR
Abandon it.

EXT. CAMULODUNUM MARKETPLACE

Romans and Auxiliaries lie slaughtered. The square is nearly circled in flames, smoke obfuscating the enemy.

Boudicca sees Ula on the ground, injured -- she fights her way toward her, as the entrance to the city is SMEARED with flames, leaving no way out.

BOUDICCA
(to Ula)
Get on.

Boudicca gets down on all fours. Ula scrapes herself onto Boudicca's back. Elsha joins. Boudicca regards a DEAD ROMAN.

BOUDICCA (CONT'D)
Take the feet.

Elsha grabs the man's feet, Boudicca his shoulders. They lift him and stagger to the entrance, a wall of flames.

BOUDICCA (CONT'D)
On three.

Boudicca initiates the swinging of the body. One, two --

They FLING the dead body into the entrance, bisecting the flames, creating a temporary bridge. Elsha ushers Boudicca out first, Ula clinging round her neck, then follows.

They emerge --

EXT. CAMULODUNUM

As the city EXPLODES. Many Celts are already outside, having chased fleeing Romans. Surviving Romans surrender their arms.

EXT. RIVER - LATER

The Celtic army retreats across the river, with scores of ROMAN PRISONERS OF WAR on leashes.

The sky rains ASH. In their wake, Camulodunum burns. PRELAP the sound of CELTIC MUSIC --

EXT. CELTIC CAMP - NIGHT

The Celts celebrate, dancing, singing, drinking. The wounded are mended, as they're liquored up and given leaves to smoke.

A giant WICKER MAN contains a writhing mass of Roman POWS, arms protruding like snakes, clawing each other's faces.

Ula lights the wicker with a torch and snickers. Roman limbs and hair catch fire, pitiful SCREAMS fill the night.

Elsewhere, DECAPITATED ROMANS have STRAW stuffed in their necks. The straw is on fire, making human ROMAN CANDLES.

Óengus is huddled in the corner of his CAGE, face in knees, covering his ears with his hands.

Boudicca humbly receives praise from her people, when she sees Máire, sitting alone, excuses herself and joins her.

MÁIRE

How many men did you kill?

BOUDICCA

It's not somethin' to regale.

Máire regards the celebration.

MÁIRE

Seem pretty pleased to me.

BOUDICCA

No matter what was taken from you,
it's never easy to take a life.
When it gets that way, you've lost
the point of vengeance.

MÁIRE

'Spose you'd never know, you never
got the chance to try.

Máire crosses her arms, stubborn. Off Boudicca, watching the wicker man burn, fearing her own caution...

EXT. DOMUS NERO - AGRIPPINA'S ROOM - DAY

Agrippina swipes charcoal across her lash line. KNOCKS at the door unsteady her hand.

AGRIPPINA

Not now.

The door opens. In saunters Nero, sweaty, SWORD in hand.

AGRIPPINA (CONT'D)

Is your tutor now a swordsman?

NERO
I've an idea.

AGRIPPINA
Then we'll call a meeting--

NERO
A new residence.

Nero removes his shirt and takes a seat in a chair, knees spread. Agrippina resumes her makeup, stealing glimpses in the mirror of her son's glistening torso.

AGRIPPINA
What of the one your father left you?

NERO
A man forced to adopt his wife's child does not a father to that child make.

AGRIPPINA
Is the child's crown not enough to assuage his grief?

NERO
He who wears the crown deserves to be housed like a human being. Plans for my Golden House are underway.

More KNOCKS at the door.

NERO (CONT'D)
Come in.

Agrippina cuts her son a look, *this isn't your room*. The door opens, and a sprightly messenger called FAUSTUS enters.

FAUSTUS
News from Briton, Emperor. The capital has been decimated by a band of barbarians.

AGRIPPINA
A band of barbarians.

FAUSTUS
Yes, my Lady. Led by a woman.

NERO
I'd like to meet this woman.

FAUSTUS
Boudicca is her name--

AGRIPPINA
Leave.

Faustus bows, leaves. Agrippina paces, then halts facing the mirror, back to Nero, burning with jealousy. She lifts her eyes to her reflection, sizing herself up in comparison --

She turns to her son with an entirely different demeanor. She kneels between his legs and takes his hands in hers.

AGRIPPINA (CONT'D)

Forgive me. I burn at the insult to my son, who I love more dearly than anyone, or anything.

She guides his hands to her breasts. Nero closes his eyes.

AGRIPPINA (CONT'D)

Look at me.

He opens them. She's wildly seductive. He's in her grasp. She moves his hands off her breasts. He shudders.

AGRIPPINA (CONT'D)

You'll order the Governor to find this woman and kill her.

NERO

Yes, mother.

EXT. CELTIC CAMP - EARLY MORNING

Boudicca appears to be sleeping, as a SNAKE slithers up the length of her arm and over her neck. Boudicca's eyes open.

She stays still, watching the serpent's body caress her neck, its tongue flickering. It glides along her outstretched arm, then wraps itself around her wrist, doubling back.

With her other hand, Boudicca brandishes a dagger and PINS the snake's head with its point, mere hairs from her arm.

She exhales, retrieves her knife, then grabs the snake and goes outside, where she sees Máire sitting by Óengus's cage.

Boudicca casts the snake on a fire to cook and approaches.

WITH MÁIRE

She chats to Óengus while sharpening a SPEAR.

MÁIRE

Did you eat all of him? Like, every bit?

ÓENGUS

Well, not everythin'. Pluck the nails off the fingers, else they catch in your throat.

Boudicca appears.

BOUDICCA
I don't s'pose he told you little
lasses were his favorite?

Máire looks to Óengus for confirmation. He shrugs, guilty.

BOUDICCA (CONT'D)
(re: spear)
And what's your plan for that?

MÁIRE
Killin' Romans.

BOUDICCA
I've got one for you.

MÁIRE
It's not funny.

BOUDICCA
I'm glad you agree.

Boudicca stands.

BOUDICCA (CONT'D)
Come on, then.

Máire hesitates, this is all happening very fast, but she's a proud girl, so she rises and follows Boudicca.

EXT. SHIP/ISLE OF MONA - MORNING

SHIPS are docked at the beach. ROMAN LEGIONARIES, including those who flogged Boudicca's daughters, Lucius and Pristus, board it. Lucius glances back --

Slaughtered druids, women and men in black robes, hair like Furies, are strewn across the sand -- like the Hell panel of Bosch's Garden of Earthly Delights.

Suetonius is still on the island, surveying his work. He comes across a DRUIDIC ROCK ALTAR -- in it, is etched a TRISKELE. He hears, faintly:

DYING DRUID (O.S.)
Yesu...

Suetonius looks around, sees a DRUID slumped against a YEW TREE, bleeding out.

DYING DRUID (CONT'D)
Yesu will come...

Suetonius finishes the Druid off. Then, from the yew's bark, oozes sticky RED SAP. To anyone but a Celt, it would appear the tree is BLEEDING. Suetonius watches, disturbed...

EXT. CELTIC CAMP - MORNING

Elsha stands before six ROMAN PRISONERS OF WAR, tied up. Her baby is strapped to her back.

She scoops a heap of slop in front of each. They scramble to their knees and eat from the ground like dogs.

Elsha stops before the last POW, VARUS (30s), olive skin and piercing blue eyes. She serves him and starts off, when --

The baby starts GIGGLING. Elsha stops. Turns. They're all still eating. She starts off again, and we catch Varus making a funny face. The baby lapses into another giggle fit.

VARUS

He'll need his humor. It's a dark place we find ourselves.

Just then, Boudicca appears with Máire.

BOUDICCA

Máire wants to kill a Roman.
(to Máire)
Take your pick.

Máire scans her options.

ELSHA

It's cruel to make her choose.

Elsha grabs a POW by the arm, drags him to his feet and casts him before Máire. Elsha trades a fleeting glance with Varus.

ELSHA (CONT'D)

This one eats too much, anyway.

Boudicca looks to Máire for approval.

BOUDICCA

Well?

Máire nods. Boudicca drags the POW off. Máire follows.

EXT. WOODS - MOMENTS LATER

Boudicca shoves the POW against a tree, crouches before him.

BOUDICCA

Feelin' merciful, you cut his throat.

She mimes a throat cutting.

BOUDICCA (CONT'D)
Want to draw it out...

She mimes a slit to the abdomen.

BOUDICCA (CONT'D)
Bit messy, all comes tumblin' out.

Boudicca rises, hands Máire the knife. Máire grips the handle, resolved, approaches the POW. Boudicca watches.

Máire kneels, looks the POW in the eyes.

ROMAN POW
Please. I beg you, girl.

Máire closes her eyes, adjusts her grip. She raises it to his throat, presses the blade against his skin --

Boudicca looks on, sangfroid, when --

Máire lowers the knife. Boudicca steps in, takes it from her. Máire runs away.

The POW sighs, relieved. Boudicca watches Máire until she disappears, then swiftly SLITS the POW's throat.

Through the trees, there's RUSTLING. Boudicca stands, alert. The bushes shake, giving way to a BABY WOLF. Boudicca sheaths her dagger and crouches down.

The wolf takes some steps forward, then pauses dubiously. Boudicca beckons it with her arms. The wolf proceeds. As it nears, we see its eyes -- one brown, one blue, like Clíona's.

Boudicca smiles, eyes brimming with tears, as she beholds the incarnation of her daughter.

Just then, the MOTHER WOLF appears. Boudicca raises her hands in surrender. The baby runs to its mother. Both disappear.

Boudicca watches them go and lowers her hands.

EXT. CAMULODUNUM - DAY

Governor Suetonius stalks the remains of the city, which are covered in a thick layer of ASH. Blood has stained the cobblestones. The dead are piled in carts, awaiting burial.

The remaining ROMAN HOME ARMY and AUXILIARY SOLDIERS, including Áedán, stand by. The Quaestor keeps his head bowed.

Suetonius's LEGIONARIES observe the carnage scornfully.

Suetonius crouches over a slain CELT and studies the eyes, even dead, burning with conviction.

ROMAN HOME ARMY SOLDIER
Even the ground was bleeding, sir.
I've never seen anything like it.

Privately, Suetonius's face shows he's troubled. He stands.

SUETONIUS
The tremendous victory I just
incurred does little to abate my
humiliation, that men who bear the
standard of the eagle cannot be
trusted to defend the empire that
lends them the honor!
(off silence)
Who seeks redemption?

Roman hands shoot up. Suetonius combs the line of options, nodding his selection of one, two, three soldiers, eventually coming to Áedán, whose hand is also raised.

He moves right past Áedán, selects two more Romans.

SUETONIUS (CONT'D)
Bring her to me. Alive.

Suetonius makes like he's leaving, when we hear:

ÁEDÁN
It'll take a savage to find one.

Suetonius stops.

ÁEDÁN (CONT'D)
We know the land.

Off Suetonius, considering...

EXT. NEW CELTIC CAMP - DAY

Boudicca brings a slab of gristly MEAT to Óengus's cage. She throws it through the bars. He eyes it, doesn't move.

BOUDICCA
Aren't you hungry?

ÓENGUS
I don't eat animals.

BOUDICCA
You don't eat animals.

ÓENGUS
Nay.

Boudicca turns to go.

ÓENGUS (CONT'D)

Be proud, your father saw you now.

Boudicca gives a weak smile, sets off again, when --

ÓENGUS (CONT'D)

The day he died, I was locked away.

(then)

I've heard the screams of hundreds
dyin'. I want to fight.

BOUDICCA

(beat)

I can't trust you not to hurt your
own. I'm sorry, Óengus.

EXT. WOODS - DAY

Áedán and six ROMAN SCOUTS ride.

FAT SCOUT

Why does a woman make a better
soldier than a man?

(beat)

She can bleed for a week and still
not die!

LAUGHTER from all but Áedán. The SKINNY SCOUT notices.

SKINNY SCOUT

Come on then, have a go.

ÁEDÁN

It's ill luck to chide your enemy.

THROUGH THE TREES, Áedán sees SMOKE.

FAT SCOUT

Sounds like a savage superstition,
doesn't it?

Áedán ignores this, as they come upon --

EXT. CELTIC CAMP - MOMENTS LATER

WOLVES and RAVENS pick through the strewn corpses. The Romans
cover their noses, as they gaze upon the wickerwork frame
filled with incinerated Romans, their corpses still smoking.

FAT SCOUT

We should give them proper burials.

SKINNY SCOUT

We haven't the time.

FAT SCOUT
It's asking for bad fortune.

ÁEDÁN
And I'm superstitious?

The Romans shoot Áedán looks of contempt.

ÁEDÁN (CONT'D)
It's a proper Celtic send-off.

FAT SCOUT
Where's it sending a Roman?

ÁEDÁN
Celtic spirits shed a tear for any
brave man.

INT. SÜETONIUS'S ESTATE - DINING ROOM - NIGHT

Suetonius sits opposite his wife, MARTINA (30s), and their
two DAUGHTERS (8 and 12). They eat in rigid silence.

MARTINA
(to the girls)
Wash up.

The girls leave. Martina intuitis her husband's anxiety.

MARTINA (CONT'D)
You must trust your men will find
Boudicca.

SÜETONIUS
I do.

MARTINA
Then what troubles you?

A long beat, then:

SÜETONIUS
They summon blood from trees and
stones.

MARTINA
My husband fears a pagan savage.

SÜETONIUS
But are they...?

MARTINA
You don't really think...

SÜETONIUS
Before the druid died, he said,
"Yesu will come."

MARTINA

A dying man speaks nonsense.

SUETONIUS

That prophet whose head we crowned
with thorns...

MARTINA

Yeshua.

SUETONIUS

He, too, said he would return.

(then)

How can it be, that two peoples who
have never had contact, nor
anything else common, came to
believe the same man would return
to save them?

MARTINA

You fear they speak the truth.

SUETONIUS

Why else would we kill their
prophet?

MARTINA

You would be wise to confine these
thoughts to this table.

SUETONIUS

A man may muse.

Off Martina, not convinced...

INT. SUETONIUS'S ESTATE - MARTINA'S BATHROOM - NIGHT

A bathtub sits under a vaulted marble ceiling. Hundreds of
tallow candles flicker from ledges incised in the walls.

Martina's HANDMAIDEN washes her.

MARTINA

"A man may muse..." Indeed, a woman
would be stoned for musing.

(beat, sighs)

I envy her.

MARTINA'S HANDMAIDEN

Who, my Lady?

MARTINA

Boudicca.

EXT. WOODS - NIGHT

The Romans sleep. Áedán sits by a dwindling fire, his gaze far-off, contemplative.

EXT. NEW CELTIC CAMP - NIGHT

Boudicca sits by a fire, donning a similarly far-off gaze, the only one in the camp still awake, or so it seems...

Elsha approaches, rocking her baby. She takes a seat.

ELSHA

His Da used to rock him right to sleep. Me, I don't know what I'm doin'.

BOUDICCA

I'm not the mother to be givin' counsel.

ELSHA

Raised two strong lasses, that's as good a mother as any.

BOUDICCA

A good mother don't see her lass die young.

ELSHA

She makes an army in her honor.

Boudicca smiles feebly.

BOUDICCA

Ferment your milk, puts 'em right to sleep.

ELSHA

Got your babes drunk? Good mother... I take that back.

Boudicca shrugs, *told you*.

EXT. WOODS - LATER THAT NIGHT

The Fat Scout SNORES, exhaling frosty breath. Suddenly --

His eyes fly open. BLOOD gurgles from his mouth. A hand muffles his groans. It's Áedán. He waits until the Fat Scout's dead, then moves to the Tall Scout, slits his throat.

The Skinny Scout awakens, grabs his own knife, clambers to his feet. A manual fight ensues, weapons are skittered. Áedán gets the upper hand and CHOKES the Skinny Scout to death.

EXT. NEW CELTIC CAMP - NIGHT

In his cage, Óengus is GNAWING at his wrist. CRUNCH! A tooth comes loose. He spits it out and starts in again...

EXT. WOODS - NIGHT

A Celtic NIGHT WATCHMAN stands guard in the dark. He hears RUSTLING through the trees and readies a SLING-SHOT.

Through the trees, materializes a man in Roman military garb. The Night Watchman fires a stone -- the man dodges it by a hair -- the Night Watchman reloads, when he sees --

The man's hands are up in surrender. He's holding a HEAD.

EXT. NEW CELTIC CAMP - NIGHT

Boudicca awakens to noise in the camp. She slips out, sees the Night Watchman DRAGGING a man through the camp.

NIGHT WATCHMAN
Caught this one sneakin' up.

Boudicca removes the cloak and sees, it's Áedán.

NIGHT WATCHMAN (CONT'D)
He brought this.

The Night Watchman furnishes the decapitated head.

ÁEDÁN
It's a Roman.

BOUDICCA
As are you.

NIGHT WATCHMAN
Shall I kill him?

BOUDICCA
Nay. That would be merciful.

The Watchman drags Áedán off. Boudicca watches, impassive.

MORNING

Áedán is strung from a tree by bound wrists. He attempts to heave his legs up to the branch, no dice.

Boudicca sits on a nearby log, carving meat off a rabbit.

ÁEDÁN
Cut me down, I'll tell you what they're plannin'.

BOUDICCA

Tell me, I'll cut you down.

ÁEDÁN

I see why the Chief wouldn't die.
You must've ordered him to keep
breathin'.

Boudicca THROWS her dagger like a dart, into Áedán's thigh.
He GROANS. Boudicca tears into the rabbit with her teeth.

ÁEDÁN (CONT'D)

Just sayin', you always seemed
better suited to a man who wouldn't
take your orders.

BOUDICCA

You're one to judge a coward.

ÁEDÁN

Takes one to know one, is typically
how it works.

BOUDICCA

And why should I let a coward among
my ranks?

ÁEDÁN

'Cause this one loves you.

BOUDICCA

Why would I want the love of a
coward?

ÁEDÁN

'Cause you love him, too.

Boudicca approaches. She extracts her knife, then strokes
Áedán's face with the flat side of the blade.

BOUDICCA

A druid claims love shows in the
lines of the face. Can you see
mine?

ÁEDÁN

Settin' me up to fail with that.

Boudicca presses the sharp side of the blade to his throat,
forcing an answer --

ÁEDÁN (CONT'D)

I still see a little girl carryin'
berries through the trees.

BOUDICCA
 A little girl, you say.
 (off nod)
 You're sick.

Boudicca leaves. Áedán sighs, tests his restraints. Futile.

WITH ELSHA

Elsha distributes another feed to the Roman POWs. Varus nods his thanks, when:

ROMAN POW
 I have to shit.

ELSHA
 No one's stoppin' you.

ROMAN POW
 Please, let me shit with dignity.

Elsha balances her baby in the crook of one arm and grabs the POW with the other arm.

VARUS
 I'll watch your boy. I'm not going
 anywhere.

Elsha regards the offer skeptically, then hands him her baby. Varus bounces the boy in his lap. Elsha hauls the POW off.

WITH BOUDICCA

Boudicca hangs furs to dry, repressing something. Máire, who's helping her mother, notices.

MÁIRE
 He did come back to us.

BOUDICCA
 It's like apologizing to a man once
 you've buried your axe in his
 chest.

MÁIRE
 Well, that's a bit dramatic.
 (off silence)
 Would you rather he stayed by us
 when the Romans came and got killed
 for it?

BOUDICCA
 The only useful coward's a dead
 one.

MÁIRE
 Then why haven't you killed him?

Boudicca's stymied.

MÁIRE (CONT'D)
And why are you still wearin' his
necklace?

BOUDICCA
Enough.

MÁIRE
(a beat)
He built my chariot.

BOUDICCA
Why didn't you tell me?

MÁIRE
Thought it'd make you feel bad for
Da.

Boudicca shakes a fur, doesn't know what to say.

MÁIRE (CONT'D)
He's a good man. And he loves you.

Boudicca turns to Máire, looks surprised.

MÁIRE (CONT'D)
Oh, please. I weren't born
yesterday either.

BOUDICCA
Nearly.

WITH ÁEDÁN

Boudicca approaches with the knife.

ÁEDÁN
I've been thinkin'--

Boudicca raises the knife above Áedán's head and swiftly CUTS
the rope. He collapses to the ground.

BOUDICCA
Get up.

Áedán looks up at Boudicca from all fours.

EXT. NEW CELTIC CAMP - LATER

Áedán awaits treatment for the stab wound on his leg. Máire
sits with him.

ÁEDÁN
Thank your mother for it.

MÁIRE

Really?

Both cast glances at Boudicca, the picture of sweetness and femininity, chatting to a TRINOVANTES WOMAN.

The Blind Man who led the tribal council approaches, bearing a piece of SMOLDERING IRON. He feels his way to Áedán.

MÁIRE (CONT'D)

He'll fix you right up.

Máire pats Áedán's shoulder, leaves. The Blind Man feels his way up Áedán's leg to the suppurating slit.

ÁEDÁN

Have you done this before?

BLIND MAN

Aye, before I lost my sight.

Before Áedán can protest, the Blind Man CAUTERIZES the wound. Off the sizzling flesh, we are:

ESTABLISHING - MOUNTAINS - DAY

ROMAN SOLDIERS escort a convoy of ROMAN MERCHANTS, their wagons filled to the brim with FOOD, WEAPONS and SLAVES.

EXT. NEW CELTIC CAMP - INTERCUT

Boudicca consults the map with Áedán and Elsha.

ÁEDÁN

It'll be some nights march to Londinium.

BOUDICCA

They'll be fortifyin' their army while we grow weary marchin'.

ÁEDÁN

Is that defeat I hear?

BOUDICCA

It's reality. But then, you've never lived in it.

ÁEDÁN

It takes the same time to build problems and opportunities.

BOUDICCA

Is that what they teach you in the Roman army?

Áedán traces a line connecting LONDINIUM with the coast.

ÁEDÁN

Here's how they bring the goods
from the sea to Londinium.

BOUDICCA

I know how to read it.

ÁEDÁN

By goods, I mean weapons.

ELSHA

Weapons they'll use against us.

ÁEDÁN

Fine place for us to strike.

BOUDICCA

Us? Oh, lad, we're not there yet.

EXT. TRAIL - DAY

The Roman convoy threads a narrow trail choked by high-stacked, sun-scorched boulders.

Bringing up the rear, a MERCHANT pulling a wagon of AFRICAN SLAVES hums to himself.

A SLAVE, shackled hands and feet, stares listlessly, jostling, when something blocks the sun from his eyes --

He looks up to see something CAREENING through the air, headed right toward him. He raises his hands, CATCHES IT. In his hands he holds the severed head of the Skinny Scout.

He looks up, sees ANOTHER HEAD flying through the air --

It EXPLODES upon impact in a SPICE WAGON, sending plumes of vibrant colors into the air, clinging to brains and blood.

Romans take up bows and arrows, look around frantically for the source, but it's nowhere to be seen, because --

EXT. OVERPASS RIDGE

Boudicca and her army are concealed behind the boulders crowning the overpass. ROPES are tied around their waists.

They observe below, the Romans in baffled disarray. The Celts wait in silence, then, at Boudicca's command, they start heaving BOULDERS off the overpass --

The boulders SMASH the wagons, SNAP the yokes of the horses, they whirl in panic --

The Romans fire up at the Celts -- half the Celts move, leaping from rock to rock, dodging a profusion of arrows, while the other half descend the gorge with the ropes around their waists, tied to trees.

EXT. TRAIL

The Romans struggle to move in the occluded trail. The Celts hop deftly from ground to wagon to horse rump, SPEARING and STABBING and HATCHETING Romans. Meanwhile --

EXT. OVERPASS RIDGE

The other Celts get ahead of the convoy, set fire to bundles of straw weighted with rocks and HURL them down on the wagons -- POOF! They go up in flames --

EXT. TRAIL

Boudicca LEAPS onto the slave cart and addresses the slaves, who are watching this unfold with a kind of amusement.

BOUDICCA

Us or them.

The Slave holds out his shackled hands. Boudicca SEVERs the chains, hands him the sword of a slain Roman, then moves on.

A SINGLE ROMAN escapes in the fracas, but it goes unnoticed in the flurry of sand, stone and steel.

At last, every other Roman is dead. Boudicca stands atop a wagon brimming with WEAPONRY and initiates a piercing, savage CRY, which is echoed by her army.

EXT. LONDINIUM COLUMBARIA - DAY

Suetonius is in a cavernous vault, its walls like honeycomb. Niches house the cremated remains of nobility, marked by PLAQUES and funerary masks like we saw on Claudius.

Suetonius is KNEELING, clutching his vertical SWORD. With the horizontal handle, it could almost pass for a cross.

Martina appears in the doorway, watching, until Suetonius is finished. He stands, turns, sees her.

SUETONIUS

How long have you been there?

Suetonius returns his sword to his sheath.

MARTINA

I just arrived.

SUETONIUS
Do you bring a message?

MARTINA
Is it impossible to believe I'd
come of my own desire?
(conceding)
A merchant convoy was ambushed on
its way here. Boudicca.

SUETONIUS
Then my scouts have not yet found
her.

MARTINA
She flung their heads at the
wagons.

Suetonius paces.

MARTINA (CONT'D)
What will you do?

SUETONIUS
I'll extend a peace offering.

MARTINA
I think that's wise.

SUETONIUS
...Which will serve as bait.

Suetonius walks past Martina.

Martina's eyes drift past the various masks, until she comes
upon the slot reserved for her husband: GAIUS SUETONIUS
PAULINUS. His mask has already been prepared.

She runs her fingers over the features of his face.

EXT. NEW CELTIC CAMP - DAY

The Celts ride into camp with their newly acquired slaves,
wagons piled high with their own DEAD and WOUNDED.

The children, elderly and handicapped gather round to welcome
the army. Boudicca dismounts.

BOUDICCA
(to all, re: the slaves)
You'll welcome our new brothers.

Áedán approaches Boudicca, takes her aside.

ÁEDÁN
We haven't the food for ourselves,
let alone more mouths.

BOUDICCA

We've lost enough. It evens out.

ÁEDÁN

As was, we were fixin' to starve
come winter.

BOUDICCA

Take from the land we left behind,
before it freezes over.

ÁEDÁN

You want to steal from the Romans?

BOUDICCA

It's not stealin' if we never gave
it up.

(then, re: the Slave)

Take him with you. New mouths can
work for their keep.

ÁEDÁN

(loud)

What do you say to Máire comin'?

Máire alights.

MÁIRE

Please, mum. It's not fightin'.

ÁEDÁN

She's pretty good with that
chariot. Can pile it up with grain.

BOUDICCA

She returns with a scratch, I'll
kill you.

ÁEDÁN

Best not bring her back, then.

Áedán grins. Máire takes his hand, ecstatic. Boudicca watches
them go... Until suddenly, it's as if she's reliving the pain
of losing Clíona. She runs after Máire.

BOUDICCA

Máire.

MÁIRE

What?

BOUDICCA

I... I just wanted a kiss.

Embarrassed, Máire capitulates. Áedán watches, moved by
Boudicca's vulnerability. Boudicca waves them off.

EXT. DOMUS NERO - GARDEN - DAY

Nero strolls through a brick path lined by Italian Cypress trees, bougainvillea dripping from a vaulted arch overhead.

Seneca trails, reading from a book:

SENECA

"It's easy to believe that you've felt Cupid's arrows. See the traces of your battles in me! If she asks how I am, say, I live in hope at night..."

NERO

What a desperate cow.

SENECA

This is love, Emperor.

NERO

If love so weakens a man, I hope it never befalls me.

SENECA

One cannot control the beat of the heart.

NERO

Sure he can. Ask my mother.

Nero plucks a WHITE FLOWER, considers it.

NERO (CONT'D)

No white in the new garden. Make note of that.

EXT. WOODS - DAY

Áedán rides ride, Máire drives the chariot with the Slave.

MÁIRE

He's sweet, but he's a servant.

ÁEDÁN

How's your mum feel about that?

MÁIRE

She doesn't care. Says you love who you love.

ÁEDÁN

Was always better at givin' advice than takin' it.

MÁIRE

Is that why she didn't marry you?

Áedán hesitates, how to preserve her illusion of her father?

ÁEDÁN

Nay. She loved your father.

Máire smiles, satisfied. A beat, then --

MÁIRE

So I let him kiss me, now what?

The Slave darts Áedán a look, *good luck, buddy*.

ÁEDÁN

Now you make him work for your heart.

EXT. NEW CELTIC CAMP - NIGHT

Elsha distributes smaller rations to the remaining POWs. She starts to go, when --

VARUS

Could I wash? I feel ashamed to let you near me.

ELSHA

I relish the smell of a rotting Roman.

VARUS

Why are you keeping us alive?

ELSHA

For food, when we're starvin'.

VARUS

Then you'll really want to let me wash.

He proffers his arm, a spot of BLACKENING FLESH.

VARUS (CONT'D)

Unless you fancy the taste of a rotting Roman, as well, which wouldn't surprise me.

Elsha waits a stubborn beat, then concedes. She helps Varus to his feet and guides him, as he shuffles in restraints.

WITH BOUDICCA

Boudicca walks among the cluster of sick, weak, injured, and dying, of which there are many.

Among them, the once feisty Trinovantes elder, Ula. Boudicca crouches beside her, takes the old woman's hands in hers.

ULA
Carry on without us.

BOUDICCA
I won't.

ULA
You will.

BOUDICCA
I leave you here, they'll find you.

ULA
We're dyin' already. Let us die
fightin'.

BOUDICCA
We'll stay until you're well enough
to move, and then you'll die
fightin' beside us.

EXT. STREAM - NIGHT

Elsha guides Varus to the stream. He hesitates to step in.

VARUS
I'll freeze in wet clothes.

Elsha unties his wrist restraints, slips off his tunic,
avoiding eye contact, then re-fastens the wrists.

VARUS (CONT'D)
I don't mean to make you blush.

ELSHA
It's nothin' special.

Varus stifles a grin.

ELSHA (CONT'D)
Somethin' funny?

Elsha shoves Varus in the water.

VARUS
A Roman woman would never be so
honest.

ELSHA
'Spose I wouldn't be, I were
leanin' on a man for survival.

VARUS
(beat)
What of your son's father?

ELSHA

Dead.

VARUS

Sorry to hear that.

ELSHA

Can thank your brothers.

Varus stands in the water, wrists bound.

VARUS

Do you mind helping?

Elsha wades in, splashes water on Varus's back. She turns him around to wash his chest. For a moment, they meet eyes.

VARUS (CONT'D)

I have one, too. A boy.

ELSHA

What of his mother?

VARUS

Rome. Him, too.

ELSHA

You must long for him.

(finishing)

'Spose that's as clean as a Roman--

Varus leans in and KISSES Elsha. She pulls back, aghast, a beat -- then dives back in. They fall into the water, kissing with the passion of desperation, grief and stifled desire --

INT. DOMUS NERO - DINING ROOM - NIGHT

We glide down the center of a long table, past the profiles of ROMAN OFFICIALS shoveling food in their mouths, to the end of the table, where sits Nero. To his left, Seneca. At the opposite end of the table, Agrippina.

Nero's not eating, but observing with satisfaction the gluttony of his officials. Suddenly, he ERUPTS:

NERO

Swine!!

Utensils are lowered. Open mouths sealed. Food swallowed.

NERO (CONT'D)

Rome exhausts her wealth claiming new land to bring glory to you, her citizens, while you feast like pigs with parasites.

AGRIPPINA

As it's here before them, they're
seeing that it doesn't go to waste--

NERO

Shh!

Agrippina burns at the humiliation, but compensates with sympathetic smiles to the officials.

Nero WHISTLES. SERVANTS flood the room with trays of elaborate DESSERTS.

NERO (CONT'D)

Tonight, you will feast, such that
you never need to eat again. That's
an order.

Cautiously, the officials start helping themselves to dessert. Nero watches with a manic grin.

Seneca motions to a SERVANT by the door. Moments later, the Servant returns with a beautiful, Asiatic woman. This is CLAUDIA ACTE (17). She starts to sing.

For Nero, the world stops. Agrippina notices. Seneca smiles, his plan is working.

EXT. NEW CELTIC CAMP - NIGHT

A ROMAN MESSENGER is thrust before Boudicca, his hands raised in surrender. He's taken a good beating.

ROMAN MESSENGER

I bring a peace offering from
Governor Suetonius.

BOUDICCA

Kill him.

ELSHA

Shouldn't we hear the offer?

BOUDICCA

There's no peace to be made with
tyrants.

ELSHA

If not peace, a compromise.

BOUDICCA

A compromise admits they're
entitled to any part of what
they're doin'. Takin' our land,
killin' our people. They've no
right. Just greed.

Just then, Áedán and Máire arrive. Starving Celts clamber to the chariot for a look at the spoils. It's empty.

ÁEDÁN

They've burned our farms.

Boudicca seethes, turns to Elsha.

BOUDICCA

Kill the captives and butcher the meat.

Off Elsha, now deeply conflicted by this order...

EXT. WOODS - TIME LAPSE

The Messenger is tied to a tree. In a TIME LAPSE of night to morning, WOLVES THRASH at his limbs, RIP his face off.

EXT. STREAM BANK - MORNING

Spectral light filters through the trees. Boudicca wraps her tunic and wrings her wet hair.

ÁEDÁN (O.S.)

Londinium's a tall order.

Boudicca doesn't turn, keeps dressing. Áedán is leaning against a tree, watching Boudicca.

BOUDICCA

It's the heart of their holdings.

ÁEDÁN

You do know the way to a heart.

BOUDICCA

Aye. Through the ribs.

ÁEDÁN

He'll have two legions, maybe three.

BOUDICCA

We'll need catapults. Were good with that chariot, I trust you'll see to their makin'.

ÁEDÁN

One legion's more'n double your numbers.

BOUDICCA

(wry)

Our numbers.

ÁEDÁN

The city's spread. We'll have
Romans to fight in every corner.

BOUDICCA

If you know it so well, you'll know
how best to make it fall.

Boudicca moves past Áedán.

ÁEDÁN

I wouldn't have killed you.

BOUDICCA

I wouldn't have let you.

ÁEDÁN

Can't let someone else kill you
either.

BOUDICCA

Can see to that myself.

Áedán pursues Boudicca, grabs her arm. She stops, turns to
face him. They linger on the sight of each other, when --

BLIND MAN (O.S.)

Boudicca.

BOUDICCA

Can you see I'm busy?

Áedán nods toward the Blind Man. Boudicca turns.

BOUDICCA (CONT'D)

'Course you can't.

BLIND MAN

You'll want to see this.

EXT. NEW CELTIC CAMP - MORNING

Two dozen of the sick and wounded form a triskele shape with
their corpses. At the center is Ula. Boudicca examines a few
of the bodies. No external wounds.

BOUDICCA

Poisoned themselves.

BLIND MAN

Knew you wouldn't leave without
'em, so they killed themselves to
free you to fight.

BOUDICCA

Bring the bodies. I'm not leavin'
'em here for the Romans to find.

BLIND MAN
We haven't the room--

BOUDICCA
Make it.

INT. DOMUS NERO - NERO'S BEDCHAMBER - DAY

Nero stares at his reflection in the mirror. A lanky BARBER trims his hair into a neat, curved line across his forehead.

NERO
Trim the beard.

The Barber hesitates -- a few wispy hairs don't a beard make, but he nods, and kindly makes a meal out of snipping them.

In the mirror we see Agrippina, sitting on Nero's bed, wearing a sumptuous, red velvet dress.

AGRIPPINA
Do you remember your first match?

NERO
I have a feeling I'm to be given the story regardless. Go on.

AGRIPPINA
I covered your eyes when the man was speared.

NERO
How things have changed.

The Barber finishes, removes Nero's bib and bows. Nero rises, moves to his closet and peruses his options.

AGRIPPINA
Perhaps red, to match your mother.

NERO
I'll not outshine the Christian blood.

Nero selects a PURPLE cape.

AGRIPPINA
Then you've replaced the barbarian gladiators with Christians?

NERO
Even in bloodshed is there monotony.

AGRIPPINA

A Christian death will be celebrated by fellow Christians as a noble sacrifice. It will seem to your people you've abandoned your conquest of the barbarians in favor of persecuting Christians.

NERO

The Christian unafraid to die for his cause is a greater threat than the barbarian who will fight for his. You see, conquest is made by instilling fear in those to be conquered. He who has no fear of life on earth, will never be conquered.

(beat)

This Christian plague must be stopped before it spreads. There is only one man before whom Romans will prostrate themselves, and his heart still beats violently in his chest.

Nero opens a drawer, pulls out a RUBY NECKLACE.

NERO (CONT'D)

Please leave. I'm expecting company.

AGRIPPINA

You speak to your mother as a subject.

NERO

Are you not also my subject?

Agrippina kneels before Nero, teases the waist of his pants.

AGRIPPINA

I serve you at your will.

NERO

Stand up.

AGRIPPINA

This whore has changed you.

NERO

She's not a whore.

AGRIPPINA

A slave.

NERO

She's a freedwoman. And she is my partner. She gives sound council.

AGRIPPINA

Then she's the one diverting you
from Briton to the Christians.

KNOCKS at the door.

NERO

Leave.

AGRIPPINA

If you take your eyes off Briton,
Boudicca will prevail. Do you dare
to let that be your legacy?

NERO

A legacy is many years made, and
I'm only getting started, mother.
It's yours you fear. But fear not,
a woman has none to leave.

Agrippina collects herself and leaves. Opening the door, she
passes Seneca and Claudia and lacerates both with a look.

EXT. NEW CELTIC CAMP - MORNING

Boudicca tools up. The Celts strike camp in the background.
Elsha approaches Boudicca with meat dangling from a stick.

ELSHA

The useful parts of a man are few.

Boudicca clocks something off -- Elsha's nervous.

ELSHA (CONT'D)

But dead, more'n the one when he's
breathin', eh?

A shrill SCREAM makes Boudicca and Elsha turn to see --

A WOMAN RUNS from Óengus's cage. One of his wrists is
shackled, the other shackle dangles free.

Óengus waves his other hand, a BLOODY STUMP, at Boudicca, and
he grins, revealing all of his visible teeth are missing.

Elsha looks on in horror. Boudicca stifles a laugh, waves.

BOUDICCA

(to Elsha, admit...)

It's clever.

Boudicca approaches Óengus.

ÓENGUS

So, can I fight?

BOUDICCA
Planned to let you, anyhow.

Óengus's face falls. All that for nothing.

BOUDICCA (CONT'D)
I'm jokin'. But you could've done
without the hand. I mean, with it.

ÓENGUS
(shrugs)
Was a good feed.

EXT. CATUVELLAUNI VILLAGE - CHIEF'S ROUNDHOUSE - DAY

CLOSE ON a DOLL made of twigs in a cloth tunic, with dark
HORSE HAIR streaming from the head, being moved by a hand.

CATUVELLAUNI CHIEF'S WIFE (O.S.)
Time to eat, lass.

The Chief's Daughter ignores her mother. Moments later, the
Chief appears, his face eye-level with the doll. (We'll
remember he's the one who denied Boudicca's invitation.)

CATUVELLAUNI CHIEF
Heard your mum?

His eyes shift focus to the doll. The Daughter drops it,
stands. The Chief lingers on the doll, then picks it up.

CATUVELLAUNI CHIEF (CONT'D)
What's this?

CATUVELLAUNI CHIEF'S DAUGHTER
Boudicca.

The Daughter sits down to eat. The Chief looks between his
Daughter and the source of her idolatry in his hand.

EXT. MARSHLAND - MORNING

Gelid fog tumbles over the horizon. From the haze emerges the
CELTIC ARMY, on foot, on horses and in chariots.

Boudicca rides at the front, Elsha on one side, Áedán on the
other. Máire drives her chariot. Óengus walks free.

EXT. RIVER - DAY

Horse legs splash through a shallow river. Boudicca's
stallion bounds ashore. Áedán rides to catch up to Boudicca.

ÁEDÁN
Been thinkin'.

BOUDICCA

It's a nice change from actin'.

ÁEDÁN

That comes next.

BOUDICCA

Can hardly wait.

ÁEDÁN

I'd like you to marry me.

(beat)

But then, I've known that since I was a lad. I've been wrestlin' with the question, if I want to marry you.

BOUDICCA

That's a lot of assumin' you're doin'.

ÁEDÁN

Never said I think you want to marry me. Just that I hope you do.

BOUDICCA

You want to know if I want to marry you, without havin' to say if you want to marry me. Is that right?

ÁEDÁN

That's right.

Boudicca rolls her eyes.

EXT. WOODS - DAY

Mist webs the trees, giving the illusion they're floating. Steam spews from the horses' noses like pistons.

Suddenly, a SHADOW cuts through the mist ahead. Boudicca holds up a hand, her army halts. A beat. She lowers her hand, they carry on. Moments later, she sees:

A blue EYEBALL floating in the mist. She BLINKS. The eyeball is gone. But this is a woman who knows her eyes do not deceive her. With a discreet hand, she motions to Áedán.

BOUDICCA

(softly)

Take take the children, and ride as fast as you can away. Tell the others to prepare to fight.

Áedán peels off. Boudicca reaches for her spear and rides calmly into the mist, while --

Áedán rides up to Maire.

ÁEDÁN
We're turning back.

MÁIRE
Why?

From the grey, materialize the shiny breastplates of HUNDREDS of ROMAN SOLDIERS.

Roman BATTLE CRIES shatter the fog. The Romans CHARGE. The Celts scramble for their weapons. The children break off.

Boudicca spurs her horse, enters the fight. The Celts fan out in a line, blocking the Romans from chasing the children. Dozens are slaughtered at first contact.

Boudicca sees, through the mass of bodies, a familiar face --

Varus, the POW, very much alive. Boudicca whirls around to find Elsha -- she's nowhere in sight. Boudicca's heart sinks at the betrayal, and the distraction costs her --

She's been CIRCLED by Romans. Her horse backs up, then surges forward, nervous, as the Romans close in. Boudicca raises her axe. She's met with derisive GRINS.

ROMAN SOLDIER
Go on. Give us a whack.

Boudicca whirls her horse in the claustrophobic circle. The Romans creep closer, until they're arms distance. Boudicca tugs on her horse's reins, he REARS -- his front legs CLOBBER a Roman, SPOOKING the others' horses --

The circle opens up -- Boudicca makes a break for the gap, narrowly escapes --

IN A TREE is an AUXILIARY SOLDIER watching Boudicca, poised to jump. He waits until she's nearly to him, then SPRINGS off the branch --

Boudicca CUTS LEFT -- nearly dodges the hurling Auxiliary, but he grabs hold of her tunic and YANKS her off her horse, onto the ground. Her weapons scatter.

Boudicca grabs the Auxiliary by his ratty hair and SMASHES his head into a rock. She looks up and notices --

A Roman approaching with a CLUB. She turns -- there's another Roman. To the left, another. To the right, another. She's surrounded -- this time, horseless and weaponless.

The Roman raises the club and SWINGS -- Boudicca DUCKS. The others brandish clubs, and they all start swinging. Boudicca keeps dodging, a mouse in the grip of vicious cats, until --

A CRACK to her leg sends her to her knees, and a subsequent WHACK to the head dims her lights.

In her waning POV, she's slumped over the withers of a horse. The trees BLUR and finally, we...

FADE TO BLACK.

EXT. PLAINS - DAY

We're looking through the bars of a cage at the spooling landscape. Chains RATTLE. We realize the cage is on wheels, and it's part of a massive convoy of ROMAN SOLDIERS.

Our POV is that of Boudicca, her face battered, hair matted with blood, now a captive of the Romans.

INT. DOMUS NERO - CORRIDOR - DAY

We follow Agrippina down a corridor. Approaching from the other direction is the songbird Claudia. She curtsies.

CLAUDIA

My Lady...

AGRIPPINA

Good day.

Agrippina keeps walking.

CLAUDIA

If you're looking for Nero, he's resting.

AGRIPPINA

I have a message he'll wake to hear.

CLAUDIA

If it's of Boudicca's capture, I've already relayed it.

Agrippina stops. She might be ready to choke a bitch...

Behind her, Claudia smiles, relishing the power she holds over Agrippina. Agrippina sets her jaw and carries on.

EXT. THIRD CELTIC CAMP - DAY

The remaining Celts have made temporary camp of a clearing, one side protected by a large rock wall.

All hands on deck help the numerous wounded. Buckets of blood and blood-soaked cloths are discarded like a factory line.

MÁIRE

They'll kill her, won't they?

ÁEDÁN

No one's killin' your mum without
her say.

Áedán wipes a tear from Máire's face. She smiles weakly and wraps her arms around Áedán. He hugs her back, but his face betrays his worry.

INT. SÜETONIUS'S ESTATE - MARTINA'S BEDCHAMBER - DAY

Martina helps her younger daughter dress. The elder daughter appears from a curtain in a dress exposing budding cleavage.

MARTINA

What is that?

ELDER DAUGHTER

My body.

YOUNGER DAUGHTER

Mum, look. Do you think it's her?

THROUGH THE WINDOW, Martina sees the ROMAN ARMY approaching.

INT. SÜETONIUS'S ESTATE - DAY

Suetonius strides down a marble corridor, flanked by GUARDS.

INT. LONDINIUM PRISON

Suetonius descends a stone staircase flanked by glistening sconces, into the bowels of the estate.

An IRON GATE grinds open. Suetonius enters. A row of dank PRISON CELLS await him. He walks past the recalcitrant PRISONERS, trapped in varying degrees of deranged minds.

He stops at the final cell, so small and dark, the contents aren't visible.

A GUARD inserts key in lock and heaves open the cell door. ANOTHER GUARD lights a torch from a scone and hands it to Suetonius. He steps inside and holds out the torch to see:

Nothing. Suddenly --

He's TACKLED from behind. Boudicca sinks her teeth into Suetonius's neck. Suetonius SHAKES Boudicca to the ground.

The Guards jump in, seize Boudicca, and with a CRACK to the jaw, they subdue her.

SUETONIUS

That's enough.

Suetonius straightens up, as Boudicca is chained to the wall. She devours him with a look like a rabid wolf with its jaws.

SUETONIUS (CONT'D)

It's good to see there's fight left in you. You'll need it.

Suetonius motions to the Guards.

SUETONIUS (CONT'D)

Have your way. Just make sure she's able to stand by morning.

The Guards descend, lascivious. Suetonius leaves, Boudicca's fierce protests playing him out...

LATER

Boudicca is inanimate. A Guard closes his trousers. Another enters with a KNIFE. Boudicca regards it dispassionately.

They grab her by the hair and force her to sit, her hands chained to the wall. The Guard begins SLICING through Boudicca's hair. Long swathes fall. She doesn't look, doesn't fight, dead in the eyes.

INT. LONDINIUM CIRCUS - DAY

The stadium is packed with CHEERING, bloodthirsty PATRONS.

Lightly-armed RETIARII lie slain in the dirt, as their heavily-armed opponents, the MURMILLONES, gloat, victorious.

And that was just the opening number.

Suetonius and Martina settle in their seats.

The slain are cleared from the arena. HORNS sound. An anticipatory hush falls on the crowd. After a moment --

A LION tears out of the stadium, blood streaming from between his shoulder blades. Then --

Boudicca emerges, ravaged from a hellish night, her hair choppily shorn, armed with a SPEAR.

Martina moves to the edge of her seat.

Boudicca creeps toward the tiger, when a ROCK is hurled from obscurity, hitting the lion. He sees Boudicca, GROWLS --

Suetonius watches, unmoved, as --

The lion CHARGES Boudicca. She stands her ground until the last second, then cuts left and tosses her spear -- THWAP!

It embeds between the lion's shoulders. He stumbles. Boudicca draws from her thigh sheath a DAGGER.

The lion tosses his head, trying to shake the spear. As Boudicca nears, he ROARS. Just then --

A TIGER comes BARRELING out of the stadium, heading straight for Boudicca. It looks like curtains for Boudicca --

Martina closes her eyes, when --

Boudicca JUMPS over the tiger's head and lands on its back, clinging, as the tiger tears around the arena. She STABS it repeatedly in the neck.

SUETONIUS
Impossible...

Martina opens her eyes.

The tiger wanes, his crisp, orange stripes now a sticky smear of rust. Boudicca climbs off. The tiger collapses.

Boudicca moves to his head and strokes it, then buries her dagger in his heart.

The lion wanders over. Boudicca backs off. The lion TEARS a chunk out of the tiger's side. LAUGHTER from the audience.

Suetonius CURSES under his breath, storms off.

A HORN summons silence. All eyes on Suetonius's seat, empty. Martina stands in her husband's stead. She locks eyes with Boudicca, nods.

Boudicca erects her spear, victorious. JEERS rattle the stadium, as Boudicca is dragged out.

INT. LONDINIUM PRISON - NIGHT

Boudicca is slumped against the corner of the cell, motionless, but awake, the whites of her eyes stark.

FOOTSTEPS echo down the hall, approaching. Moments later --

A key inserts in Boudicca's cell's lock. The door grinds open. A VISITOR steps in. The Visitor lights a MATCH, locates Boudicca, illuminates his own face --

The funerary mask of Suetonius. The Visitor removes the mask and pulls down a cloak to reveal:

Martina. She beholds Boudicca in a kind of curious awe.

Boudicca is silent. Martina furnishes a piece of FRUIT. She hands it to Boudicca, who promptly THROWS IT at the wall.

BOUDICCA
I'll take a violent death before
thousands, over a merciful death
alone.

MARTINA
It wasn't poisoned.

Martina scrapes the remaining fruit from the floor, eats it.

MARTINA (CONT'D)
Then you know you face death.

BOUDICCA
Bet you've never been this close to
a barbarian. Go on, get a good
look.

MARTINA
I'm here to release you.

BOUDICCA
Why?

MARTINA
A Roman woman has no rights. You
give me hope yet for freedom.

A beat as Boudicca digests the idolatry.

BOUDICCA
I've checked every brick for a
tunnel. There's no way out 'cept
through the bars, and there's no
doin' that so long as those Guards
are there.

MARTINA
I put them to sleep.

Martina coaxes Boudicca to the bars to look. Boudicca crawls, skeptically, and sees, down the aisle --

The three Guards are passed out on the floor.

Martina furnishes a bag of little CAKES.

MARTINA (CONT'D)
This is the poison.

EXT. OUTSKIRTS OF SÜETONIUS'S ESTATE - NIGHT

Boudicca and Martina emerge from the ground by way of a hole in the ground, into falling snow. Boudicca looks back -- the estate is far in the distance.

MARTINA

The way out, in case of a fire.

Martina directs Boudicca to a tree, where a HORSE awaits. Boudicca mounts. Martina gives Boudicca her cape for warmth.

BOUDICCA

How can I repay you?

MARTINA

Please spare my husband.

Boudicca spurs her horse and is off. Martina watches her go.

EXT. SÜETONIUS'S ESTATE - SÜETONIUS'S BEDCHAMBER - NIGHT

Martina enters quietly and creeps around the bed. Suetonius appears to be sleeping, when --

SÜETONIUS

Where have you been?

MARTINA

I fell asleep with Julia.

SÜETONIUS

I stopped in her room before I came to bed. I didn't see you.

MARTINA

Not our daughter, Julia. The whore.

Martina glides to Suetonius's side and strokes his face. Suetonius SEIZES Martina's wrist.

SÜETONIUS

Where was my invitation?

Martina climbs to a straddle over her husband, imbued with a newfound power.

MARTINA

I was feeling greedy.

SÜETONIUS

What's got into you?

MARTINA

Just her fingers. I'm ready for more.

Suetonius ignites, pulls Martina in for a kiss...

EXT. THIRD CELTIC CAMP - NIGHT

Somnolent woods. Thick snow blankets the ground and trees. Skeletal limbs SNAP under the weight.

The Celts are bundled in furs around fires.

The mood is subdued, lethargic, almost hopeless. So much so, that no one notices, when a horse rides into camp with Boudicca atop it --

Her limbs are bare, fingers frostbitten. A cloak conceals her head. She dismounts and immediately collapses to her knees.

MÁIRE

Mum!

Máire rushes over, bringing everyone's attention to their weary queen. Elsha sees, and her face drains. Áedán sees, and his harrow is eclipsed by the most genuine of smiles.

Máire flings her own fur on her mother's shoulders and wraps her arms around her in a vehement embrace. Over Máire's shoulder, Boudicca locks eyes with Elsha.

Máire releases Boudicca and helps her to her feet. Elsha starts walking away.

BOUDICCA

Elsha.

Elsha stops, a quiet panic.

BOUDICCA (CONT'D)

We'll have a word.

Elsha turns, trudges through the snow, all eyes on her, until she's standing before Boudicca.

ELSHA

Yes, my Queen.

Boudicca PUNCHES Elsha in the face. Elsha staggers, hand to her mouth. Boudicca approaches and SOCKS Elsha again, then SHOVES her to the ground. She circles her curled body.

BOUDICCA

(to the Celts)

This woman is a traitor. She freed a Roman prisoner, who gave our plans to the very man who's been tasked with seein' to our death. If you're angry for your losses in the forest, grab a stone and have your way.

Celts crouch in unison, start digging in the snow for ROCKS.

Elsha scrapes herself to her knees. Boudicca KICKS Elsha in the stomach -- she collapses.

BOUDICCA (CONT'D)

Why'd you do it?

Boudicca drops down on all fours, her ear to Elsha's mouth.

ELSHA

Swear I didn't know he'd tell 'em.
Planned to meet him in Londinium.

BOUDICCA

And then what?

ELSHA

We'd marry. My boy would have a
father.

Boudicca fixes on Elsha, wanting to hate. Instead, she sees the sincerity. And as a mother and a woman, she empathizes.

Boudicca rises to her feet. The Celts ready their rocks.
Boudicca holds up a barring hand.

BOUDICCA

She's offered to bring a message of
ours to the Romans.

Elsha looks up at Boudicca, grateful.

BOUDICCA (CONT'D)

I've accepted.

LATER

Máire evens Boudicca's choppy haircut with a knife.

MÁIRE

Lucky your head's a good shape.

Boudicca looks at her reflection in the water. She's now completely bald. She regards the image, impassivity concealing deep humiliation.

BOUDICCAag

Got all yours, must've kissed that
boy.

MÁIRE

He kissed me.

BOUDICCA

Good lad.

MÁIRE

(beat)

There's a lad been waitin' for you.

BOUDICCA

He should've come for me.

MÁIRE

He wouldn't leave me alone.

Boudicca considers the sweetness of those words to herself.

MÁIRE (CONT'D)

Won't you marry him already? If not for any reason than to shut him up. Been pinin' for you long's you been away. Everyone's sick of hearin'.

BOUDICCA

He's not asked me proper.

MÁIRE

He's scared you'll say no.

BOUDICCA

What do I want with a man who's scared of me?

MÁIRE

The man you want don't exist, and you've made it that way on purpose. That man loves you more'n anyone's ever loved another. Just sayin'.

Off Boudicca, stubbornly considering the truth here...

EXT. THIRD CELTIC CAMP - NIGHT

Boudicca sits with Áedán by the light of a fire, her head still covered. She prods the flames with a stick.

ÁEDÁN

If you don't tell me, I'll assume the worst.

BOUDICCA

And if you're right, am I sullied goods?

ÁEDÁN

If you think that's how I'd feel, you don't know me from a boar.

Áedán stands.

ÁEDÁN (CONT'D)

I'm real sorry for what happened,
but I won't be treated like this.

BOUDICCA

Like how?

ÁEDÁN

Like I'm foolish to love you, when
lovin' you makes sense of why I'm
even here.

BOUDICCA

People die. Ought to find a more
lasting reason to justify your
existence.

ÁEDÁN

Love transcends life. So, I don't
need one.

Áedán starts walking away.

BOUDICCA

I do love you.

Áedán turns around.

ÁEDÁN

Then let me kiss you.

Boudicca lingers in uncertainty. Áedán takes the invitation,
rushes back to Boudicca, cradles her face with both hands and
slips the cloak from her head.

She closes her eyes, humiliated. Áedán takes her in, rendered
silent by her beauty, then pulls her in for a kiss.

INT. LONDINIUM PRISON - MORNING

Suetonius stands before Boudicca's empty cell. The Guards
cower in the corridor. Suetonius's PERSONAL GUARDS flank him.

SUETONIUS

You saw nothing?

Nervous nods from the Prison Guards.

SUETONIUS (CONT'D)

As if to say she had a cloak that
made her invisible, such that she
slipped right by you, unnoticed.

Half-hearted nods. SNICKERS from prisoners. Suetonius's
Guards descend with clubs, BASHING hands gripping bars.

SUETONIUS (CONT'D)
 (to the prisoners)
 If any of you have something to
 offer, I will delay your execution.

PRISONER
 It's a better offer to kill us
 today.

Suetonius turns back to the Guards.

SUETONIUS
 Perhaps you fell asleep? An honest
 mistake...

The Guards struggle to recall. They shake their heads.

SUETONIUS (CONT'D)
 Perhaps you were pleasuring
 yourselves?
 (off head shakes)
 Help me understand.

GUARD 1 looks troubled, like he's receiving a vision.

GUARD 2
 We can't remember anything,
 Governor.

QUICK FLASH: *Blurry, the death mask moving down the corridor.*

SUETONIUS
 You. What is it?

GUARD 1
 ...A dead person.

Suetonius is deadpan. Can't believe this shit.

SUETONIUS
 (to his Guards)
 Have them replaced.
 (beat)
 Killed, then replaced.

Suetonius starts back through the corridor, while in the
 background, his Guards make quick work of SLITTING THE
 THROATS of the Prison Guards.

As Suetonius passes through the iron gates, his eyes narrow.
 He turns, sees the three bleeding out on the floor, races
 back to Guard 1 and seizes him by the collar.

SUETONIUS (CONT'D)
 Who was he? The dead man. Think. A
 face you remembered living.

Guard 1's mouth spews blood, and with it:

GUARD 1

Y-you...

His eyes roll back in his head. He's dead. Suetonius lets go.

EXT. THIRD CELTIC CAMP - EVENING

Candles are strung from twine between snowy trees. Smoke from a roasting PIG clouds and perfumes the dusk.

The sound of the bone flute, courtesy of Óengus, rises over the tempest of crackling fat, a primitive, but ethereal wonderland, host to --

A marriage ceremony. Boudicca and Áedán stand beneath the bough of a pine. The Blind Man presides. The rest of the tribe is gathered to witness. The Blind Man nods to Máire.

Máire brings an OATHING STONE, places it atop a CAIRN.

BLIND MAN

May this stone bring the wisdom of
the land and the blessing of the
spirits of our ancestors to the
start of your new life together.

(then)

Will the lovers join hands.

Áedán takes Boudicca's hands in his. The Blind Man binds them with cloth, the third-to-last of the Druidess's visions.

BLIND MAN (CONT'D)

You are blood of my blood and bone
of my bone.

BOUDICCA

You are the blood of my blood
and bone of my bone.

ÁEDÁN

You are the blood of my blood
and bone of my bone.

*
*
*

BLIND MAN (CONT'D)

I give you my body, that we two
might be one.

BOUDICCA

I give you my body, that we
two might be one.

ÁEDÁN

I give you my body, that we
two might be one.

*
*

BLIND MAN (CONT'D)

I give you my spirit, 'til our life
shall be done.

BOUDICCA

I give you my spirit, 'til
our life shall be done.

ÁEDÁN

I give you my spirit, 'til
our life shall be done.

*
*

BLIND MAN (CONT'D)

May kiss your bride.

Áedán pulls Boudicca in for a kiss. The Celts WHOOP and CHEER. Celebratory music and dancing begins.

Áedán SCOOPS Boudicca in his arms and carries her off.

Máire beams upon the union, finds Judoc flashing a grin in her direction. She blushes. He holds out a bent arm.

Máire hooks her arm in his and off they go, stomping, whirling, and off this unencumbered gaiety, we --

FADE TO:

INT. DOMUS NERO - NERO'S BEDCHAMBER - NIGHT

Nero sits at his desk, engrossed in an architect's plans for his grand Golden House, when KNOCKS arrive at the door.

NERO

Enter.

The door opens and Agrippina enters, wearing a sheer robe. Nero looks, momentarily enraptured by her visible curves...

NERO (CONT'D)

I'm occupied.

He looks back at his plans.

AGRIPPINA

What consumes you?

Agrippina leans over Nero, the neck of her robe exposing the curve of her breast. Nero fights the urge to look.

NERO

It's not finished. They'll need to expand my bedchamber, widen the corridors, and in the garden, I'll need lights...

AGRIPPINA

Fit for a man as noble as my son.

Nero pushes himself away from the desk, stands, a blatant rejection -- and paces, in deep consideration of his plans.

Agrippina's frustration mounts at her failed seduction.

AGRIPPINA (CONT'D)

The truth is that Rome cannot afford to demolish the existing residences on the Palatine Hill, to build your vision.

NERO

Says...?

AGRIPPINA

Your Treasurer. And your council of advisors, of which there are seven eager to speak with you. But it appears a slave girl and a palace are priorities over the expansion of your Empire.

NERO

You killed your own husband and installed me on the throne because you saw power for yourself. I have news for you, mother, you will never be Boudicca.

Faustus enters, catches the tail end of this.

FAUSTUS

Apologies, Emperor, I bring dire news.

NERO

Then why waste time with an introduction!?

FAUSTUS

Boudicca has escaped from Londinium.

Faustus bows, scurries out. Agrippina SLAPS Nero. Her ring catches his skin. His lip bleeds... DRIP, DRIP, onto his plans. Agrippina straightens up, reclaiming power.

AGRIPPINA

Tell the Governor to recapture Boudicca, or his family will be killed.

Agrippina leaves. Nero stares at his blood-splattered plans, delirious. After a moment, he SMEARS the blood with his hand, his eyes lit with inspiration...

EXT. THIRD CELTIC CAMP - MORNING

Boudicca's army is lined up. She moves among the rows, surmising the strength. Frostbitten extremities, bandaged heads and hands, sunken eyes and cavernous cheeks. Not good.

She glances at the rest of the tribe, the ELDERLY, the HANDICAPPED and the YOUNG, as if contemplating how morally abhorrent it would be to recruit them to fight.

She moves off the idea. But then --

JUDOC (O.S.)

Let us fight with you.

Judoc steps forward. Others follow.

YOUNG GIRL

Please.

YOUNG BOY

Let us.

The Blind Man steps forward.

BOUDICCA

You can't even see.

BLIND MAN

No eyes, no fear.

And then, among the crowd appears the GHOST of Clíona, delicate as an angel in a white tunic. She smiles. Boudicca is struck. She reaches out her hand -- Clíona disappears.

Máire steps forward and meets her mother's eyes with uncompromising steel.

INT. LONDINIUM COLUMBARIA - DAY

Suetonius enters the chamber. With a torch, he illuminates the memorial plaques and masks of the deceased.

Suetonius scans for his slot. The mask is missing. The "T" in his name has been made into a CROSS in BLOOD...

EXT. SÜETONIUS'S ESTATE - COURTYARD - DAY

Suetonius moves through the courtyard, harrowed, when he's intercepted by SOLDIERS dragging a battered Elsha in chains.

One of the soldiers holds her baby, who's WAILING.

ROMAN SOLDIER

From Boudicca's camp. She has a message. Boudicca proposes a battle at the Midlands.

SÜETONIUS

(beat)

Accept.

Suetonius starts off, when he hears:

ELSHA

Take me to Varus. Please.

SÜETONIUS

Of course.

(to Soldiers)

See that she's taken to Varus.

EXT. THIRD CELTIC CAMP - DAY

Battle preparations are underway in the background. The young men, including Judoc, receive their first WARRIOR TATTOOS.

WITH BOUDICCA

She receives a beautiful new *falcata* from Óengus, when --

Áedán WHISTLES from atop a horse. Boudicca kisses Óengus on the cheek. He blushes. Boudicca runs to Áedán.

ÁEDÁN

Get on.

Boudicca mounts behind, and they take off through the trees.

EXT. EDGE OF WOODS

The open plains reveal a mass of men riding toward the Celts.

BOUDICCA

We'll fight with what we have.

Áedán doesn't budge, keeps his eyes narrowed on the horizon.

BOUDICCA (CONT'D)

You plan to take 'em alone?

As the riders near, they materialize as lithe, armor-less, heavily tattooed bodies -- fellow Celts. Closer yet, the rider at the front is clearly, the Catuvellauni Chief.

He rides up to face Boudicca and Áedán.

BOUDICCA (CONT'D)

Changed your mind, then?

CATUVELLAUNI CHIEF

A coward's no pride anyway.

Off mutual smiles --

INT. SUTONIUS'S ESTATE - BATHROOM - EVENING

A HANDMAIDEN helps Elsha into a GOWN. Elsha looks in the mirror, smiles. Her baby sits on a chair nearby.

HANDMAIDEN

I'll watch your boy.

Elsha gives her son a kiss. The Handmaiden opens the door, where a GUARD waits. Elsha follows the Guard, through the estate, until RAUCOUSNESS from the dining room can be heard.

The Guard opens the door. Elsha hesitates, nervous, excited, smooths her gown, then walks through the door, into --

INT. SUETONIUS'S ESTATE - DINING ROOM - CONTINUOUS

Two dozen of Suetonius's LEGIONARIES are seated at the long table, including Lucius, Pristus and the former POW Varus.

CELTIC WHORES in Roman garb are dripping from the shoulders of the soldiers, dangling grapes in their mouths.

Elsha finds Varus, sucking wine out of the cleavage of one of the whores. Her heart sinks.

ROMAN SOLDIER

You. Come here.

Elsha attempts a break for the exit, but the Guard subdues her. Tears erupt, as she's dragged to the Soldier.

INT. DOMUS NERO - AGRIPPINA'S BEDCHAMBER - NIGHT

Agrippina sits by her window, gazing out at the splendor of Rome from atop Palatine Hill. She sips wine.

The door opens. She doesn't look, but holds out her glass.

After a beat, she looks over her shoulder, and sees --

Three MEN dressed in black, holding CLUBS: ASSASSINS.

AGRIPPINA

Won't you join me for a drink?

The Assassins advance. Agrippina sets down the glass and calmly, seductively, unpins her hair.

AGRIPPINA (CONT'D)

He always liked it loose.

The Assassins descend, Agrippina's fate sealed, and we --

CUT TO:

EXT. PLAINS - DAY

CAW! An EAGLE soars across the leaden sky. The Celtic Army, faces blue and greasy with animal fat, hair white with lime mead, or wearing ANIMAL HEADS, march through heavy sleet.

EXT. FIELD - DAY

The Roman Army, led by Suetonius, marches in neat columns, their numbers TRIPLE those of the Celtic Army. An AQUILIFER carries a pole, atop which is mounted a BRONZE EAGLE.

EXT. MIDLANDS - DAY

The Celts line up, the woods to their back, some bearing TORCHES. Across a thick blanket of snow, are the Romans.

WITH THE ROMANS

The Romans wait in formation, ARCHERS kneeling in front, INFANTRY with *pila* (javelins) behind them, and CAVALRY behind them. Many among the ranks are Celts (Auxiliaries).

Suetonius is in front, atop a sleek, black, decorated horse. He wheels the horse around to face the Celts and SHOUTS --

SUETONIUS

Surrender now and everyone walks
away with life!

WITH THE CELTS

Boudicca hears Suetonius and ignores him. She rides across the line of Celts, as THUNDER rattles the glowering sky.

BOUDICCA

Heaven's on the side of a righteous
vengeance.

(beat)

Do not be disheartened when you see
the glint of the Roman armor and
the sharpness of their steel, for
it's not the strength of the weapon
that makes a man a warrior, it's
the strength of his soul. Let us
show the Romans that a heart that
beats for freedom is stronger than
a heart that beats for greed.

(beat)

I called for this battle, knowin'
it'd be all or nothin' for our
cause. Victory or defeat, if at the
end of this battle, the snow is
stained with Celtic blood, we've
returned to our rightful place. But
first, let us fight for it.

The Celts bow their heads in unison.

CELTIC WARRIORS

(in chorus)

Consecrate my sword, and strengthen
the arm that wields it.

(MORE)

CELTIC WARRIORS (CONT'D)
 Make fear a stranger, and bless me
 as you send my soul to battle.

With that, Judoc erects the CARNYX, a bronze horse head with an open mouth, mounted on a long pole. He blows into the bottom of the pole, and from the horse's mouth bellows --

WITH THE ROMANS

A deep, haunting sound, followed by a chorus of belligerent CRIES. As the familiar noise hits their ears, the Auxiliaries' faces betray their conflicted loyalty.

SUETONIUS
 This barbarian represents an
 affront to Rome's honor, to Rome's
 benevolence and to Rome's
 sovereignty. Let her fate be an
 example to all those who dare spit
 in the face of so mighty, so
 glorious an Empire.

Another CRACK of THUNDER. Suetonius regards the Heavens, uneasy. He raises his arm. Archers poise their bows --

WITH THE CELTS

The Celts duck and hold their wooden shields above their heads. Silence, then ARROWS WHIR on approach and THWAP into the wood, some into horses' necks, others into Celts' limbs.

The Celts emerge and CHEER, weapons raised. Boudicca raises her spear, and at that, they CHARGE, the light of torches RIPPING through the grey --

Halfway across the field, a volley of JAVELINS set sail. The Celts mount the shields on their backs like turtles and keep charging, HURLING through the snow --

But the javelins EMBED in the shields --

From the Celtic side, catapults hurl heavy stones --

WITH THE ROMANS

They duck under shields -- the boulders BEND or RUPTURE the steel. Suetonius gives the signal for another volley.

WITH THE CELTS

They struggle to remove the javelins from their shields. Áedán STOMPS on a few, breaking them in half, when --

A second barrage careens toward them. SCHICK! THWAP! Warriors and horses are impaled, many fall.

Boudicca raises her spear again. The Celts advance. Snow falls harder, the fog so thick, it's viscous --

WITH THE ROMANS

Suetonius signals the infantry and cavalry.

ON THE BATTLEFIELD

The distance between the Celts and the Romans closes, each side running at full tilt, until --

The forces CLASH, melting into one malignant mass, as torrents of blood SLOSH on the snow and the middle collapses like a buckling bridge, a staggering number dead instantly.

Steel sparks fly. Heads are SMASHED by hooves.

Óengus SLITS a gut, YANKS the bowels and TWIRLS like a dancer, wrapping the entrails around himself as they unravel.

The Blind Man hurls an axe wildly, *no eyes, no fear* -- Celts duck from his warpath, Romans succumb to his blade, until --

A flying axe slices his head off -- his head rotates several times, long hair WHIPPING in circles, and in his suspended POV, we see a SLOW MOTION, 360 view of the battle, then --

SMASH BACK to REAL TIME, WITH BOUDICCA

Her white horse is splattered red. She spots a familiar face -- Pristus, the man who killed Clíona -- and rides like hell.

As she nears, Pristus sees Boudicca and drops his reins. She drives her spear right through his stomach, rides past, grabs the spear from its exit point and YANKS it out --

Meanwhile, Máire deftly navigates the chariot with the Slave inside -- he HACKS Romans as they fly past.

But Lucius has spotted her. Máire sees him --

MÁIRE
(to the Slave)
Hold on!

The Slave braces. Máire VEERS her pony to the side, evading Lucius. The Slave takes an ARROW to the back.

WITH BOUDICCA

Her horse takes a SPEAR to the chest. He REARS. Boudicca rubs his neck gently with her hand, as he collapses to his knees.

Boudicca dismounts. An Auxiliary rushes her, wielding an AXE.

Áedán sees this from afar, poises an arrow in his bow and -- SHICK! Pierces the axe-wielding Roman's eye.

Áedán jogs to Boudicca. Behind him, she sees a Roman galloping. She brandishes a dagger, THROWS it -- it rotates just past Áedán's head and embeds in the Roman's throat.

They linger a moment, both reluctant to admit gratitude -- weak smiles suffice. They each turn and face new opponents. Boudicca takes two at once, fells both at the same time --

CHOP! Áedán severs a Roman's spine. The Roman convulses.

Boudicca throws her spear at a sprinting Roman -- it punctures his belly -- he falls --

She races to retrieve her spear and gets SIDE-SWIPE by a Roman horse. The metal of the stirrup SMASHES her temple -- she falls, out cold, Áedán nowhere in sight.

WITH LUCIUS

He aims a bow and fires an arrow at the axle of Máire's wheel, which SNAPS the arrow. He fires another. This time, the wheel's disabled --

Máire's pony screeches to a halt -- he spins and SNAPS his yoke -- the chariot FLIPS and ejects Máire.

WITH ÓENGUS

He grabs a Roman by the tunic, goes to town with a dagger, RUPTURES the carotid -- it SPURTS -- Óengus drinks the blood like water from a fountain.

Óengus casts the Roman to the ground and turns, his face dripping red, sees --

Lucius riding hell for leather toward Máire --

WITH MÁIRE

Lucius SEIZES Máire by the hair, drags her to her feet.

Óengus races in pursuit. Lucius HURLS an axe at Óengus, who dodges, gains on Lucius, but --

An arrow pierces his back. He stumbles, keeps running. Another arrow. He slows, staggers, watching helplessly, as Lucius makes off with Máire.

At last, he falls to his knees in the snow.

IN THE TREES

Lucius starts taking down his pants. Máire THRASHES, BITES and SCREAMS --

Lucius WHACKS her in the head with a STONE. She falls unconscious. He hikes up her tunic, then --

His body tenses. Behind him we see Judoc. A spear is embedded in Lucius's back.

Lucius lets go of Máire and staggers to his feet to fight. Judoc grabs a LOG and WHACKS Lucius in the head.

Judoc runs to Máire's side and moves her head to his lap.

JUDOC

Máire. Do you hear me?

Doesn't appear so. For lack of a better idea, he KISSES her lips. She doesn't stir. It seems he was too late...

But then, her eyes open. Judoc grins.

WITH BOUDICCA

(The following sequence is an echo of our opening.)

Her eyes are closed, countenance peaceful. She's on her back. She could be an angel ascending to Heaven, when --

Her eyes fly open, as if waking from a dream, in time to see a *pilum* HURLING toward her from that very Heaven --

She rolls over. The spear PLUNGES into the snow, inches from her head. Boudicca scrambles to her feet, YANKS her spear from the stomach of the dead Roman and turns to face --

Another SOLDIER careening toward her, sword raised. They CLASH, steel against wood. In a sequence of QUICK CUTS, she disarms him, brandishes a *falcata* and CLEAVES his helmet in two -- fireworks of BLOOD and BRAINS --

Boudicca looks over her shoulder, blood melting off her animal fat-greased face, as --

The carnage around her reaches an operatic crescendo, flesh SIZZLES from fire, blood escapes from a neck like folds of red silk, bodies arch and slump and whirl and fall, like a stirring, frenetic ballet, when --

A Roman sword grazes her neck, SLICING her necklace --

In SLOW MOTION, the triskele falls -- BAM! Imprinting in the snow -- the penultimate of the Druidess's visions.

In REAL TIME, Boudicca dodges another attempt, drops to her knees and recovers the triskele.

She stands up, sees the number of Celts standing are few. The Roman numbers are still vast.

Through her eyes, we descend into --

EXT. ICENI VILLAGE - EVENING - FLASHBACK

The Druidess pursues Boudicca.

DRUIDESS
That's not the course.

BOUDICCA
*Said they weren't clear, the
images.*

The Druidess falls quiet.

BOUDICCA (CONT'D)
What is it you saw me doin'?

EXT. BATTLEFIELD - RESUME

Boudicca has her charge. Resolved, she turns to see --

Máire is running toward her. Together, they fall to their knees. Boudicca presses the triskele in Máire's hands.

She pulls Máire's head to her bosom and lingers in a kiss on Máire's head. She releases Máire and stands.

MÁIRE
Mum, don't go.

BOUDICCA
It's not far I'm goin'.

Boudicca swings herself on a horse and rides across the battlefield, toward the Roman side. Máire watches --

MÁIRE
No!

Boudicca gallops through a veil of falling snow, a *falcata* in one hand, a spear in the other --

WITH SUETONIUS

He smirks upon the slaughter, raises an arm to send another barrage of CAVALRY out for the death blow, when --

Through the snow he sees Boudicca, galloping full speed toward him -- her horse's legs pumping to his chest, as he barrels through the deep snow --

Boudicca's mouth is open, a MUTED SCREAM --

Suetonius sobers, brandishes a SWORD.

SOLDIERS tool up, an ARCHER raises a bow -- forty-odd Romans bracing for the wrath of a single woman --

SUETONIUS

Hold.

WITH ÁEDÁN

He sees Boudicca, starts fighting his way toward her --

WITH SUETONIUS

He watches Boudicca SLASHING and IMPALING passing Romans.
Hell hath no fury like this. The Archer looks to Suetonius
for permission to fire --

INTERCUT WITH BOUDICCA

THWAP! She takes an arrow to the shoulder, keeps riding.

The Archer readies another arrow -- SLING!

She takes another arrow to the stomach, keeps riding --

Suetonius watches Boudicca, undeterred --

SUETONIUS (CONT'D)

Surrender!

Boudicca presses on. Suetonius orders a third strike.

The Archer poises his bow, the CREAK of the sinew stretching,
as he perfects his aim --

The third arrow pierces Boudicca's heart. She drops her
weapons. Her horse keeps galloping, Boudicca stays astride,
her arms limp, until --

Two Roman Soldiers SEIZE her and DRAG her from her horse.

WITH MÁIRE

Judoc restrains her from running.

MÁIRE

She's lettin' 'em kill her.

JUDOC

Aye. To spare us.

Suetonius stalks toward his prey and sizes her up. Blood
trickles from Boudicca's mouth -- the Druidess's final image.

Suetonius crouches before her, relishing her struggle for
air. After a moment, he motions to the TRUMPET PLAYER.

WITH ÁEDÁN

He fights with savage lust, advancing on another Roman, when
the echo of the Roman trumpet abrades the sulking sky.

The Roman backs off. Áedán lowers his weapon.

WITH ÓENGUS

His bone flute is on a string around his neck, buried in the snow. He looks to be dead. But hearing the trumpet, he lifts the flute to his lips and with his dying breath, he BLOWS.

WITH BOUDICCA

The feeble melody reaches her ears and provokes a slight smile, blood coating her teeth.

Suetonius grips the arrow pinning Boudicca's heart. With the last of her strength, she wraps her hand around his and helps him push it deeper. Her eyes stay open, evanescent --

WITH ÁEDÁN

The Romans retreat to their side. The surviving Celts recede in a reluctant promenade. Áedán stays put, watching --

A flock of BIRDS make an arc across the sky.

WITH BOUDICCA

Suetonius extracts the arrow. Boudicca falls forward, cheek to the snow. Nearby, a faint apparition --

Boudicca, age eight, her face blood-spattered, the way she watched her Father die -- now watching herself succumb.

WITH ÁEDÁN

He watches the birds disappear through a hole in the clouds, into a ray of celestial light.

WITH BOUDICCA

Lifeless. Her soul has fled her body.

FADE TO:

INT. FORUM ROMANUM - DAY

CLOSE ON Agrippina's funerary mask. Nero stands over the pyre, gazing upon his mother's wax visage.

He descends the steps. Faustus intercepts him.

FAUSTUS

Emperor, news from Briton. Boudicca has been defeated.

NERO
 Do you hear that, Mother?
 (to Faustus, re:
 Agrippina)
 She was beautiful.

Nero takes a seat beside Claudia, as a SPEAKER ascends the platform. Claudia reaches for Nero's hand.

CLAUDIA
 She did not want for enemies.

Her reassurance fails to offset eyes that betray her guilt.

EXT. WOODS - DAY

HORSE HOOVES stomp and scrape the mud.

Máire rides before a group of CELTIC WARRIORS, their bodies scarred, hair matted, faces painted.

MÁIRE
 My mother wouldn't have us mourn.

Among the warriors, Judoc, Áedán, the Catuvellauni Chief...

MÁIRE (CONT'D)
 She'd have us fight.

CHEERS from the Celts morph into a chant, clear as day:

CELTIC WARRIORS
 Boudicca! Boudicca! Boudicca!

A SUBTITLE tells us that Boudicca's name means "VICTORY"

Off a raise of Máire's spear and the roar of a carnyx, we:

SMASH TO BLACK.

QUICK FLASHES:

Fair-featured GOTHs wearing BOAR'S HEADS raise CLUBS and BATTLE-AXES --

GOTHs
 (in native language, with
 English subtitle)
Victory!

Swarthy, bare-chested FRANKS wield SPEARS and SHIELDS --

FRANKS
 (in native language, with
 English subtitle)
Victory!

Milk-skinned GAULS in bronze helmets raise HUMAN HEADS --

GAULS
(in native language, with
English subtitle)
Victory!

SMASH TO BLACK.

OVER BLACK, WHITE TEXT FADES IN AND OUT:

Nero set fire to Rome, decimating a large part of the city to clear room for his "Golden House." He blamed the fire on the Christians.

Not long after its completion, Nero committed suicide.

Boudicca's rebellion inspired indigenous peoples across Europe to rise up against the tyranny of the Romans.

It would be several centuries before Briton claimed its independence from Rome, but not long after, Rome fell at the hands of barbarians.

FADE OUT.

THE END.