

CONAN

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Robert E. Howard

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IN DARKNESS, the solitary sound of a HEARTBEAT, resounding like a drum over the distant sounds of war, STEEL AGAINST STEEL, the crack of bootleather on bone.

NARRATOR (V.O.)

Between the years when the oceans drank Atlantis, and the rise of the sons of Aryas, there was an age undreamed off...

TILT DOWN to the immaculate crown of an UNBORN BABY, eyes closed, floating at peace within the warm glow of the womb.

NARRATOR (V.O.)

It was an age of war. And of all Hyboria, none knew war like the Cimmerians...

SSSKKTTTCH! A flash of steel as a BLADE PIERCES THE WOMB, not an inch from the child. As the sword is pulled free we MOVE WITH IT, out into the MADNESS OF BATTLE.

A VANIR WARRIOR withdraws the stained blade from FIALLA, a wild-maned Cimmerian warrior-woman, many months pregnant.

From atop a mountain of the dead, CORIN, rallying his CIMMERIAN WARRIORS against the Vanir, spots Fialla fall. Corin races across the battlefield, the FOREST ON FIRE around him, cutting through those in his way.

The battlefield is littered with dead Vanir; by the looks of it they've been fighting over these lands for years.

Fialla clutches her belly, looking up at her attacker, her other hand reaching through mud for her lost weapon.

Her attacker advances. She DRIVES THE BLADE up into the gap in his armor. He HOWLS in agony, raising his sword to finish her off when-

He's CLEAVED FROM HELMET TO STERNUM, a geyser of blood and bonechips. Corin draws back his blade, kneels beside his fallen wife.

From a distant ridge, a MOUNTED WARLORD watches the battle. Though we'll only glimpse him for a moment, we'll note that his robes look nothing like the pelts and skins of the Vanir. This is KHALAR SINGH.

2 CONTINUED:

Fialla looks down at her bare belly, a visible impression of the baby against her flesh. She tries to speak, coughing up blood.

FIALLA
Take your child.

CORIN
Do not speak, love.

FIALLA
You have never been able to still
my tongue, and you will not on this
day.

Fialla grits her bloodstained teeth, drawing a dagger from her pelt.

FIALLA (CONT'D)
I will see my child before I die.

Fialla NEVER takes her eyes off Corin, NEVER screams as Corin performs the horrific task. The sounds of war fade away, no more steel, no more screams...

Just the sound of a CHILD CRYING.

Fialla kisses her newborn, his first taste not of mother's milk, but of her blood.

FIALLA (CONT'D)
See that there will be more to his
life than fire and war.

No kissing or hugging for these two. Corin and Fialla share a warrior's handgrasp, touching forehead to bloody forehead.

CORIN
Name your child...

3 EXT. CIMMERIA - BURIAL GROUND - NIGHT

3

The air is wild with burning embers from funeral pyres. Corin stands with his newborn son.

FIALLA (O.S.)
His name is Conan.

Corin raises YOUNG CONAN skyward against the pyres ablaze. A baptism by fire.

TITLES: CONAN

EXT. CIMMERIAN VILLAGE - DAY

SMALL BARE FEET race through fresh snow. A YOUNG BOY, 11 sprints through the village. We don't see his face, just his small frame, a pre-adolescent scrawniness, black unkempt hair hanging in tangles.

CORIN (O.S.)

It was on that day, ten years ago, we taught the Vanirmen to respect our borders.

The boy takes a shortcut through the village center, cuts around a large hut, nearly slams into a CIMMERIAN ELDER teaching CIMMERIAN GIRLS how to stretch animal skin to craft a war drum.

CIMMERIAN ELDER

Watch yourself, boy.

No time to apologize, the boy keeps running, weaving around CIMMERIANS, ducking under a large SLAIN ELK being prepped for the spit.

CORIN (O.S.)

We drove them back with steel, sinew, and blood, drove them fleeing into the hills, half their men and more dead on the field...

The boy races past a group of CIMMERIAN WARRIORS digging fresh SPIDER TRAPS. They take notice of the boy as he races past, sharing a knowing smile.

CORIN (O.S.) (CONT'D)

To be a warrior, it's to understand battle, and bravery, and death. We do not fear death. Nor do we race foolishly to meet it.

EXT. CIMMERIAN VILLAGE - TRAINING GROUNDS - DAY

The boy clears the village, a haven nested in a heavily forested valley, surrounded by icy mountains. Ahead...

Corin, older, limping from a war injury, hands out jagged RIVER STONES to a group of eager CIMMERIAN BOYS, 12-15. The process is not so much *spiritual* as ceremonial. Several CIMMERIAN ELDERS watch.

CONTINUED:

CORIN

To be a warrior, it is to understand
that the rocky soil of Cimmeria is
well-watered in blood.

The boy joins the group, struggling to catch his breath,

CORIN (CONT'D)

(surprise)

Conan?

ONLY NOW DO WE SEE CONAN'S FACE. At age 11, the boy has a pre-adolescent scrawniness, lacking the swagger, the size, or the confidence of the other boys.

CORIN (CONT'D)

I gave you work, boy.

CONAN

Finished, father.

Conan's still catching his breath. Corin isn't pleased.

CORIN

You think yourself old enough to
compete?

DONAL

Even your father thinks you too small,
Conan.

The boys LAUGH. DONAL, 14, a schoolyard bully in pelts, playfully shoves Conan. Conan punches Donal right in the dick. Donal drops into the mud.

CONAN

Who's small now, Donal?

CORIN

Enough. The boy may race.

Corin hands the last of the stones to CONAN, 11.

CORIN (CONT'D)

In the high pass, north of black
crag, there is a great burned oak.
The first to reach it, stone still
in mouth, earns the right to train
with the warriors.

Conan places the stones inside his mouth. The boys follow suit, sizing up their competition. A moment as Corin looks over his son.

CONTINUED:

CORIN (CONT'D)

Well? By Crom, what are you waiting for?

AND OFF THEY RUN, a brutal footrace. They struggle to knock each other down, tripping each other in the river, cheap body blows to try and expel the stones.

5 EXT. CIMMERIAN FOREST - DAY 5

They race along a path that snakes the side of a mountain. No ordinary boy could make this climb.

But these are not ordinary boys. They climb with a preternatural ease, finding cracks we can barely see, seemingly flying up sheer rock.

Donal and Conan compete for the lead. As Conan reaches for a handhold, Donal grabs for Conan's mouth, snatching for the riverstones. Conan, without a free hand to defend, BITES DOWN on the rocks. He won't give an inch.

6 EXT. CIMMERIA - MUDDY FOREST - DAY 6

Donal takes the lead, Conan right behind him, bounding over roots with remarkable balance. Through the canopy ahead they can just make out the tip of black crag.

Around them, MOVEMENT IN THE TREES. Donal spots BARE FEET leaping amongst the branches, tracking with them. He slows, realizing what this means.

Donal spits out his stone, tries to grab Conan.

DONAL

Picts...

Conan barrels past Donal, taking the lead.

DONAL (CONT'D)

CONAN, STOP, IT'S NOT SAFE.

Donal waves off the approaching Cimmerian boys.

DONAL (CONT'D)

We return, alert the village.

The boys follow Donal's lead, rushing back toward the village. All but Conan. He watches them retreat,

No, Conan isn't retreating. He pushes on, sprinting ahead, racing through the muddy forest when-

WHOOSH! A BOLA ARCS THROUGH THE FOLIAGE. It snags Conan's feet, drops him face first into the mud.

Conan tries to stand, tangled in the snare. He wipes mud from his eyes, finds he's surrounded by 3 PICT SCOUTS, savages decorated in tribal warpaint, armed with dual handaxes, the rotting heads of their enemies slung at their waists.

The Picts make no move, discussing their *catch* in their native tongue. Conan watches, mouth held shut, struggling to free himself from the bola.

The PICT LEADER draws a CURVED SKINNING KNIFE, snatches a fist full of Conan's hair. He laughs to his fellow scouts.

He doesn't spot Conan slip free of the Bola, doesn't spot the weighted end raising up as

CONAN CAVES IN THE LEADER'S SKULL.

The leader drops into the mud, face inverted. What happens next happens in seconds. The Pict scouts rush Conan. But the boy is an animal unleashed.

He snaps his makeshift ball and chain into the closest Pict's knees, CRIPPLING HIM. Another Pict goes for the Leader's skinning knife. Winging the Bola, Conan BREAKS EVERY BONE IN HIS HAND.

Conan leaps atop the Pict, wrapping the bola tight around his neck. The crippled Pict watches in horror as Conan, barely eleven years old, BREAKS THE OTHER SCOUT'S NECK.

Conan watches as the crippled Pict FLEES INTO THE FOREST.

EXT. CIMMERIAN VILLAGE - TRAINING GROUNDS - DAY

Donal and the boys explain to the Elders. Corin mounts his horse along with several CIMMERIAN WARRIORS. They turn towards the forest path, stopping when they see a solitary figure emerge from the treeline.

CONAN IS COVERED IN BLOOD. He walks past the stunned Cimmerian boys, walks right up to his father.

And waits for approval. The Cimmerian elders just stare.

Conan has TWO PICT HEADS HANGING FROM HIS BELT.

CONTINUED:

Not getting the approval he expects, Conan SPITS out the river stones.

CORIN
What have you done, boy?

9 INT. CIMMERIAN VILLAGE - CORIN'S FORGE - NIGHT

9

Conan works his rage out on the bellows of a complex forge, the walls adorned with ARMS AND ARMOR. Corin enters, watches his boy work. A long moment before,

CORIN
You understand why it was foolish,
what you did?

Conan ignores his father, working the bellows.

CORIN (CONT'D)
Answer me, boy.

CONAN
They were trespassers. No Pict should
cross the black river.

CORIN
I don't ask that you offer them
your head, boy, just that you
think. You didn't have to fight
that battle.
(a moment)
And this village has no use for
more dead warriors.

That seems to sink in.

CORIN (CONT'D)
Crom has shaped you, Conan, as he
shapes us all, to his own cold
ends. He gives man courage at
birth.
(a moment)
But Crom has put something else
inside you.

Conan stares into the fire, FLAMES REFLECTED IN HIS EYES.

CORIN (CONT'D)
Come, you've worked the bellows
enough. It's time you learned to
forge a blade.

9 CONTINUED:

Corin leads Conan to their anvil, offers Conan the master smithing hammer. Conan doesn't take it, all angst.

CONAN
Crom made me to wield blades, not
make them.

CORIN
This is about more than just making
blades...

10 INT. CIMMERIAN VILLAGE - VARIOUS - **SMITHING MONTAGE** 10

Corin teaches Conan the art of blacksmithing.

- Ore carted in from the hills, BACK-BREAKING WORK.
- Bellows ROAR as the ore is superheated to liquid metal, poured into a mold from an ELABORATE PULLEY SYSTEM.
- The FORGING of the blade, hot iron poured into a mold.
- Corin EXAMINES CONAN'S SWORD. Conan seems proud enough.

CORIN
What's most important when forging
a blade, fire or ice?

CONAN
(obviously)
Fire.

Corin shakes his head, disappointed.

CONAN (CONT'D)
Ice...

CORIN
You're certain?

Conan nods. So Corin STRIKES the anvil with the sword. THE BLADE SHATTERS. Conan stares down at his own reflection caught in the shards of broken metal.

- RELENTLESS HAMMER WORK, Corin and Conan work the metal together, backlit by the forge. Sparks fly like angry fireflies.

CORIN (O.S.) (CONT'D)
This sword will be yours one day.
But before you can wield it, you
must understand it.
(MORE)

10 CONTINUED:

CORIN (O.S.) (CONT'D)

Steel is the most powerful thing in
the world. But steel it must bend
or it will break.

- The blade is QUENCHED, shock-cooled in a freezing slack
tub. Icewater pours down through a sunken run-off chamber.

CORIN (O.S.) (CONT'D)

It must be tempered...

- Conan watches Corin etch the pommel of the CIMMERIAN
GREATSWORD. A work of art.

11 EXT. CIMMERIAN VILLAGE - FROZEN RIVER - DAY

11

Conan swordfights with Corin atop an ice sheet over a shallow
river. For his age, Conan is quite the warrior. Still, Corin
easily deflects his every blow, moving across the ice without
difficulty.

CORIN

Weak.

As every strike is deflected, Conan just swings harder,
struggling for balance, a flurry of ice chips as his sword
scores the frozen river.

CORIN (CONT'D)

You're all fire, boy, all heat.
Find your balance.

Corin sidesteps a clumsy thrust, knocks Conan off his feet,
sending cracks spiderwebbing across the ice sheet. Donal,
watching with several CIMMERIAN BOYS, chuckles.

CORIN (CONT'D)

Enough.

But Conan isn't finished. What he can't deliver in skill he
delivers with pure ferocity, slashing his broadsword. Corin
easily disarms the boy.

CORIN (CONT'D)

ENOUGH.

Finished, Corin PLUNGES HIS GREATSWORD into the cracked
icesheet. It's almost ritualistic, like he's giving up, like
Arthur returning the sword to the stone.

Conan doesn't understand. He CHARGES HIS FATHER. Corin calmly
pulls back his blade.

Still wedged in the ice sheet, the blade becomes a lever, cracking the ice further. And just as Conan reaches him.

CRACK! The ice splits. Conan DROPS INTO THE SHALLOW RIVER.

The Cimmerians laugh. Corin silences them with a glare. Conan pulls himself out of the river.

CORIN (CONT'D)
(eyeing Conan)
This blade's not ready yet.

Corin heads back to the village, leaving Conan shivering on the river bank.

EXT. CIMMERIA - WILDERNESS - DAY

Conan, humiliated, hair still soaked from his swim, storms through a field of snow covered pines, slashing tree limbs, a rain of shattered ice crystals.

LATER, Conan sits atop a ridge, exhausted, looking out over the slopes and sombre hills of Cimmeria. A RUSTLING from the wilderness behind him.

Conan rises, watches curiously as WILDLIFE BURSTS FROM THE TREELINE, an assortment of birds and muskrats fleeing. Fleeing what? Conan's eyes go wide.

THEY'RE FLEEING FROM THE MAN OF WAR, a gargantuan siege ship retrofitted as a movable fortress, pulled by STYGIAN SIEGE-BEETLES, gargantuan tick creatures spurred forward by the blood and sweat of slaves. The ship uproots trees, seemingly swallowing all earth before it.

AKHOUN, Turanian, four hundred pounds of corpulent flesh, not so much armored as wrapped in chain, plays the role of taskmaster, urging the slaves onward.

AT THE HELM OF THE SHIP, Conan can just glimpse Khalar Singh, the mounted warlord from our intro, surveying his mercenary army.

MOUNTED ZINGARANS ride out before the man of war, scouts for the invading army.

And they're heading right towards Conan.

He rushes into the cover of the forest, struggling through the thick snow. Behind him, the horses are gaining, hooves kicking up powder. As they close,

CONTINUED:

Conan dives into a ditch, finding refuge beneath a fallen tree. The Riders leap over the ditch, jumping right over Conan. The small boy goes unnoticed.

As they pass, Conan spies the riders. He won't recognize the Zingarans, nor their cryptic battle standard.

But he *will* recognize the CRIPPLED PICT. The Pict uses his one good hand to point out Conan's village in the distant valley.

ZINGARAN RIDER
(native tongue, subtitled)
You'll have all the heads you want.

CRIPPLED PICT
(native tongue, subtitled)
There is only one I want...

The riders spur on their horses. Conan stays low in the ditch, taking a shortcut through the wilderness.

EXT. CIMMERIAN VILLAGE - DAY

A gentle fog rolls in from the lake. Corin carries firewood through the village. A light appears through the treeline, a faint flickering, like a distant torch...

And then a dozen flickering lights arc up into the sky as THE VILLAGE IS PEPPERED WITH FLAMING ARROWS.

Corin dives for cover. Unfortunate Cimmerians are PIERCED THROUGH. Even the chickens get skewered. Flaming arrows set thatch roofs aflame.

EXT. CIMMERIA - WILDERNESS - DAY

Conan bushwhacks his way back to the village. As he gets closer, the forest darkens, thick with BLACK SMOKE.

He slides down a snowbank, racing across the small river running from his village, waist deep before he realizes...

THE RIVER RUNS RED WITH BLOOD.

AHEAD, a TURANIAN RAIDER guts a CIMMERIAN BOY, kicking his lifeless body into the river. Another raider trades blows with Donal.

Conan rushes forward, unthinking. The Raider spins around. The last thing he sees is the tip of Conan's blade as it sinks between his eyes.

CONTINUED:

The 2nd raider turns, catches a handaxe with his face.

Conan helps Donal up. The boy's been stabbed in the leg. He can't keep up with Conan. Conan doesn't wait for him, doesn't even look back as he races for his village.

EXT. CIMMERIAN VILLAGE - DAY

A line of BRYTHUNIAN ARCHERS, amazons augmented for ranged combat, ready another volley of arrows. These women are led by CHERIN, one eye removed, a cleft dug into her lips to accommodate her bow string, a rabid bloodhound at her side.

As the archers advance on the village, the hound starts BARKING.

SPIDER TRAPS dug into the earth flip open. Cimmerians armed with axes and spears burst from hiding. The archers are caught from behind, their bows useless in the ensuing melee.

EXT. CIMMERIAN VILLAGE - OUTSKIRTS - DAY

Conan bursts through the treeline out into an open field. Ahead, his village is on fire. And behind him...

THE HORSE BRIGADES COME CHARGING. Conan's shortcut has placed him smack in the middle of the madness.

He sprints for the village as the mounted riders converge all around him. Conan swerves to avoid being trampled. On foot, these men would be twice his size. On horseback, they're armored juggernauts towering above him.

AT THE RIVER, LUCIUS, Aquilonian general, armor polished to a keen shine leads a LEGION OF AQUILONIANS, knights who fight with polished shields and short swords. They lay down makeshift bridges to cross the river.

The Cimmerians rush out to meet them with axe and spear, smashing the bridges as quickly as they're laid down.

AT THE MAN OF WAR, Khalar Singh surveys the battlefield with the patience of a skilled tactician. His HIGH PRIEST stands beside him carrying Singh's STANDARD, a macabre DEATHMASK, a jigsaw puzzle of bone shards affixed to a banner.

CONTINUED:

KHALAR SINGH

Remo, take a brigade around the south rim, Lucius's men will need support.

REMO nods, perched atop a rock formation. The man is barely five feet tall, back warped, awkward gait. He can barely walk.

But as he leaps down to his horse, he seems to come alive. Walking may be foreign to him, but he was born to be ride.

WITH CONAN, continuing his footrace behind enemy lines, the chaos of war erupting all around him. He's like a field mouse, scurrying behind the Aquilonians fighting to ford the river.

Conan breaks for the village, a short dash across a NARROW WOODEN BRIDGE is all it will take to get home.

But REMO SPOTS HIM. He gives chase, his calvary brigade right behind him. Conan spots the horses, double-times it, running faster than he's ever run in his life.

At the other side of the wooden bridge, a group of CIMMERIAN BOYS, Conan's previous competition at the marathon, watches.

CIMMERIAN BOY

CONAN, YOU CAN MAKE IT.

No, he can't. The horses are gaining. As Conan reaches the footbridge, Remo and his horses are right behind him.

CIMMERIAN BOY (CONT'D)

NOW.

The boys pull hard on a hidden chain. The bridge suddenly splits, back end dropping off, front end lifting up to reveal a set of WOODEN SPIKES.

Conan, small as he is, rushes right between the spikes. Remo's brigade SMASHES INTO THE WAITING SPIKES, a bloody mess of impaled horses and riders.

The lucky riders fall off into the river. The others crash into each other forming a nasty bottleneck. The Cimmerian boys leap down into the river, catching the riders out of the element, slaughtering them with swords, clubs, and heavy stones.

WITH CHERIN, Cherin and her archers struggle to hold off the Cimmerians but it's a slaughter, a mess of cleaved and crushed amazons.

CONTINUED:

As the Cimmerians move to finish off Cherin,

KUSH SPEARMEN, muscled warriors wearing the bones of those they've slaughtered, assault the Cimmerians from the flank.

The spearmen are lead by UKAFA, a Kush general swinging an enormous mace lined with sharpened bones and rusted metal. Any Cimmerian in his long reach is brought down.

EXT. CIMMERIAN VILLAGE - DAY

Corin wields his greatsword with incredible skill, cutting apart any foolish enough to get near. He scans the village, scans the wounded and the dying.

CORIN

CONAN.

CONAN keeps running, past the bottleneck of horses. The Aquilonians have crossed the moat, managing to hold their own against the Cimmerians.

From the lake, more Brythunian Archers, these ones mounted on SKIFF BOATS, pepper the village with arrows. *THUNK! THUNK! THUNK!* Conan keeps running. The arrows stick into Cimmerian shields.

As Conan passes an unsuspecting Aquilonian, he grabs the warrior, spins him into the path of the arrows. The Aquilonian gets skewered, Conan snatches his shortsword, races into the village.

Cimmerians grab hold of a hidden chain, pulling it to raise up HIDDEN RIVER SPIKES, piercing the boats, knocking the archers into the water.

AT THE MAN OF WAR, Khalar Singh mounts his horse, a magnificent alabaster steed.

KHALAR SINGH

Let us finish this.

EXT. CIMMERIAN VILLAGE - CONTINUOUS

It might have seemed the Cimmerians were winning. No longer. Conan enters the village, the air thick with smoke, the snow rich with blood. So many Cimmerians have fallen.

CONTINUED:

And still the invaders come.

Conan is knocked down by a Kush warrior. Conan spins to avoid a spear attack, driving his blade into the warrior's gut. The spearman crumbles, falling right on top of Conan.

Conan struggles under the weight of the body, pinned, even as more warriors close. He readies himself for the inevitable.

WHOOSH! Corin cleaves a spearman clear in half. He pulls his son to his side.

CORIN

To the forge.

Corin and Conan race to the forge, one of the few buildings not burning.

Behind them, KHALAR SINGH RIDES OUT FROM BLACK SMOKE, trampling the fallen beneath his magnificent steed. He wields a curved tulwar in one hand, a golden shield in the other. The shield is marked with the ACHERONIAN SEAL.

20

INT. CIMMERIAN VILLAGE - CORIN'S FORGE - DAY

20

Corin pulls Conan inside.

CONAN

Who are they? Vanir?

CORIN

They're not from these lands.

Conan only now sees that his father is bleeding badly. Corin retrieves a TURGID PIECE OF ORE from a chest.

CONAN

You're hurt.

Yes, but Corin can't worry about that now. He hands Conan the ore, lifting the grate covering the runoff chamber.

CORIN

You must take this, boy. Keep it from these swine. Escape through the runoff. By Crom's will you'll make it to South pass and-

CONAN

I CAN FIGHT.

CORIN

I know you can fight. You've been fighting since the day you were born. But I don't want to see you fight. I want to see you live.

And that silences Conan. Conan looks from the ore to his father. Corin shares a warrior's handgrasp with his son, just as he shared with his wife.

Corin lowers Conan down into THE RUNOFF CHAMBER, a narrow trough, too small for a grown man, leading out to the frigid river.

Corin looks down at his son through the grate. Neither says anything. They both know this is goodbye. Finally, Corin grabs his greatsword, moves to leave the forge.

He opens the forge door. Before he can step outside, he spots a figure emerging from a cloud of black smoke. Corin raises his blade, pausing when...

CORIN (CONT'D)

Fialla?

It's his wife, amber locks spilling out from under a black cloak. Corin backs away, lowering his blade.

CORIN (CONT'D)

Have I fallen?

Corin looks over his own wounds. He caresses his wife's face, unbelieving as he feels her skin in his. Concern spreads across his face as Fialla blurs, shifting before his eyes.

What was once Fialla changes into MARIQUE, 13, Singh's daughter. With her banded armor and hair cut like a boy, it would be easy to mistake her as Singh's son.

Corin raises his sword but it's too late. Singh strikes from the shadow, driving his tulwar through Corin's shoulder. Corin stiffens, drops to a knee.

Conan watches it all from the runoff, watching his father drop his greatsword.

CORIN (CONT'D)

What devilry is this?

Khalar Singh pulls his blade from Corin. Now we'll get our first real glimpse of the warlord, an exiled prince from the lands of Vendyha; Singh speaks like a noble, though years of war have worn away any other sign of nobility.

KHALAR SINGH

My daughter's ability is rare, but
that does not make her a devil.

Conan watches from hiding as Singh's GENERALS, Ukafa, Lucius, Akhoun and Cherin enter the forge behind Singh. They surround Corin. Cherin has her bloodhound with her, leashed, growling.

CORIN

I remember your face, outlander.
You led an army of Vanir swine.

KHALAR SINGH

Yes, when my peaceful request for
the shard was met with axes and
spears and swords.

IN THE RUNOFF, Conan looks down at the ore.

Corin eyes Singh's generals.

CORIN

And so now you've wrangled up all
the stray dogs of Hyboria?

KHALAR SINGH

These men have left their lands and
sworn allegiance to me.

Conan watches from hiding, BURNING THE FACES OF THE GENERALS INTO HIS MEMORY.

KHALAR SINGH (CONT'D)

They've done so because while their
people may fall, they know I will one
day be a god. They've joined my army
because-

CORIN

This is no army, outlander.

As wounded as he is, Corin laughs right in Singh's face.

CORIN (CONT'D)

The other clans of Cimmeria will
hear of this day. They will raid.
Then you'll know what an army is.

A long moment, Corin and Singh lock eyes. Finally,

KHALAR SINGH

String him up.

20 CONTINUED:

MOMENTS LATER, Ukafa and Akhoun bind Corin to the forge, a fiery vat of molten steel suspended above him.

Remo, Cherin, and Lucius search the forge.

LUCIUS

It's not here.

Marique examines Corin's greatsword, awed by the craftsmanship. The blade is nearly as big as she is.

CORIN

That sword is not for you, witch.

MARIQUE

(ignoring him)

The Cimmerians do not pray. They have no priests or preachers.

(re: the blade)

This is what matters to them.

(re: the forge)

This is their church. It will be here...

Singh's lieutenants are clearly unnerved by Marique. She pulls a pouch from her tunic, dips her fingers inside, staining them a deep bruise-colored violet.

And like a bloodhound sniffing for scent, Marique weaves her fingers along the ransacked arms and armor. Whatever she's looking for, she's not finding it.

WITH CONAN, still clutching the wolf pelt. He backs away from the grate, crawling through the small channel leading toward the river. It's gonna be a tight crawl...

Marique pauses as she skims the RUNOFF GRATE.

MARIQUE (CONT'D)

Below...

But Marique's not strong enough to lift the grate.

LUCIUS

Step aside, *girl*.

Khalar Singh cringes at the word. Lucius swings open the grate, eager to claim the prize. Singh turns to Corin. He can tell the Cimmerian is anxious.

Lucius peers down into the dark runoff...

WHOOSH! A blade SLASHES LUCIUS' NOSE CLEAR OFF. He tumbles backward, grabbing for his severed nose, failing to snatch it before Cherin's bloodhound DEVOURS IT.

Conan POUNCES from his hiding place, blade thrust at Singh.

But Singh is too fast. He deflects the blade, though the strike carries such ferocity that Singh is knocked back, the sword grazing his ear, DRAWING BLOOD.

Ukafa and Akhoun seize Conan. Singh catches his own blood in his palm, shocked.

KHALAR SINGH

The boy has your heart, Cimmerian.
The gods saw fit to deny me such an heir...

Marique cringes, exhales, more like a HISS. As she does so, her face seems to shimmer, to warp.

Singh spots the ore in Conan's hands.

KHALAR SINGH (CONT'D)

Still, my child has talents of her own.

Singh wrestles the ore from Conan. A moment, confused.

He places the ore into the furnace. As the ore heats, it begins to lose shape, warping,

Slowly melting to reveal its hidden content...

THE BONE SHARD RISES up from the melted ore, an intricately etched sliver, now a macabre puzzle piece. Singh looks on in awe.

KHALAR SINGH (CONT'D)

Gather the men.

Lucius moves to impale Conan. Singh stops him.

LUCIUS

THAT LITTLE BASTARD CUT OFF MY FACE.

KHALAR SINGH

That little boy is twice the warrior you'll ever be, Lucius.
(to his men)
Burn everything.

20 CONTINUED:

20

His men toss torches against the far walls. The forge catches aflame. He locks eyes with Corin.

KHALAR SINGH (CONT'D)

Years ago I was taught a very painful lesson, Cimmerian. Now your son will learn it as well.

Singh cuts through the forge's support beam. The vat of SUPERHEATED METAL begins to tip toward Corin.

Conan SNATCHES the stabilizing chain, grimacing as the chain, heated from the fire, SIZZLES into the flesh of his palms.

KHALAR SINGH (CONT'D)

What it's like to be robbed of what you care about most.

Singh exits, his men follow. Marique, the last to go, takes the blade Conan and Corin forged together. Conan can't do anything about it: if he lets go of the chain, his father will die in a shower of molten metal.

21 EXT. CIMMERIAN VILLAGE - DAY

21

Khalar Singh mounts his steed. His High Priest hands him the near-complete MASK OF ACHERON.

With bated breath, Singh inserts the recovered shard into the mask. The shard fits perfectly, the mask complete.

SINGH RAISES THE MASK OF ACHERON. His mercenary army CHEERS.

22 INT. CIMMERIAN VILLAGE - CORIN'S FORGE - DAY

22

Conan struggles to keep the vat of molten ore from tipping. If he lets go, his father dies. If he doesn't let go, the SPREADING FLAMES will kill them both.

CORIN

Conan, you cannot save me. Let go.

Conan struggles with the chain, his hands smoldering.

CORIN (CONT'D)

Let go of the chain, boy.

Conan's losing ground, his heels sliding through the dirt.

CONAN

I'm not afraid to die.

22 CONTINUED:

CORIN

Nor I. But there's no honor in a
death without purpose. Let go.

But Conan will not let go. He will never let go. And Corin
knows this, watching the fire spread around them, blistering
the skin of Conan's back.

CORIN (CONT'D)

Conan...
(goodbye)
You have to be able to let go.

Corin uses the last of his strength to pull the chain from
Conan's hands. The vat of ore spills down, a TORRENT OF METAL
ENVELOPING CORIN.

23 EXT. CIMMERIAN VILLAGE - FORGE - DAY 23

Conan crawls from the runoff on hands and knees through snow
toward the frozen river. He plunges his hands into the water.

As he pulls his hands free, he looks at his palms. The chain
has been branded into his flesh.

24 EXT. CIMMERIAN VILLAGE - DAY 24

Conan stumbles up back into the village. The bodies of
everyone he knew, they don't just litter the landscape.

THEY ARE THE LANDSCAPE.

The attackers have left, all but the CRIPPLED PICT. He remains,
searching the faces of the dead.

Conan emerges from the forge, covered in soot, traumatized. He
stumbles to knees, tripping amongst the dead.

The Pict spots him, a twisted smile spreading across his face.
He approaches, handaxe ready to collect his head.

Conan seems unaware, uncaring, until-

CONAN STRIKES, all fury as he drives a blade through the
Pict's ankle, severing bone, knocking the savage to the
ground.

CONAN POUNDS HIS FACE IN, and then again, and again, and
again until all the ten year old is doing is pounding wet
chunks of bone into the earth.

24 CONTINUED:

Only then does Conan rise, showered in gore, backlit by the fire of his own village.

PAINFULLY SLOW DISSOLVE TO:

25 EXT. COASTLINE - TAXING STATION - DAY 25

BARE BLOODIED FEET against broken earth. PULL BACK to reveal a MUSCLED SLAVE, bronzed flesh scarred from endless lashings, chained to a massive wooden wheel.

This is THE WHEEL OF TIME, used to lower cargo platforms to the ships waiting in the cove below. MERCENARY SOLDIERS watch from guard towers.

The Muscled Slave, *and surely this must be Conan*, scans the horizon, a trade route along a BOULDER FIELD. Empty, save for a single CLOAKED RIDER.

The rider stops his horse at the edge of the taxing station, watching the slaves.

ON THE WHEEL, a CRIPPLED SLAVE collapses into the dirt. The remaining slaves stop.

TASKMASTER

DID I SAY STOP? HE WANTS A BREAK,
THEN YOU'LL DRAG HIM.

The taskmaster, perched in a crow's nest atop the wheel, LASHES his whip down on the slaves. Other SOLDIERS load their cargo onto the wooden platforms; SLAVEGIRLS, naked save for their loincloths and the chains that bind them.

The Rider watches as the Crippled Slave is dragged through the dirt. A pair of Soldiers break away...

SOLDIER

Ho, outlander. What's your
business?

AND CONAN REMOVES HIS CLOAK. The wiry ten year old has grown into a real warrior, broadshouldered, skin lined with scars. Only the piercing blue eyes and black mane remain from the boy we last saw.

SOLDIER (CONT'D)

Speak up, don't be shy. You wish to
buy a girl?

No. Conan unsheathes his broadsword. The soldiers take three steps back, reaching for their own weapons.

25 CONTINUED:

25

But Conan doesn't attack, he merely reflects the sunlight with the polished blade.

26 EXT. COASTLINE - TAXING STATION - HILL - DAY

26

ATOP THE RIDGE, hidden in the boulder field, ARTUS, dashing Zamoran pirate, watches Conan through a primitive spyglass. He spots the signal.

ARTUS

Alright boys...

27 EXT. COASTLINE - TAXING STATION - DAY

27

Conan looks over the confused soldiers.

CONAN

Run.

The soldiers look from Conan to the boulder field, where TWO DOZEN PIRATES use planks of wood to dislodge the massive boulders.

AND THE BOULDERS COME A ROLLING. It seems the entire ridge is racing down to crush the taxing station, a stampede of earth blocking out the horizon.

The soldiers turn on their heels, racing back to the station. Conan watches the boulders, easing his horse, narrowly evading being crushed.

The fleeing soldiers aren't so lucky, almost back to the taxing station when they're LIQUEFIED by the boulders.

The rocks SMASH guard towers, loading ramps and piers. Absolute chaos as an infantry barracks is DEVASTATED, camels and horses crushed.

Conan rides forward, charging the wheel. In one triumphant strike he SEVERS the chain that binds the slaves.

Atop the ridge, Artus watches. He signals, another round of boulders cascade down.

The slaves scatter. The taskmaster frantically descends from the crow's nest. Too slow. A loose boulder SMASHES the great wheel, sending the Taskmaster down into the debris.

BACK UP TOP, Artus and his Pirates spot another Signal. They charge into the devastated station, blades finding the warm flesh of the soldiers too foolish or stubborn to flee.

27 CONTINUED:

The taskmaster rises amongst the remains of the wheel of time. He spots Conan approaching. The Taskmaster throws down his weapon, surrendering,

TASKMASTER
Mercy, outlander. MER-

Conan DRIVES HIS BROADSWORD UP TO THE HILT through the taskmasters's chest. So deep the blade gets caught, leaving Conan weaponless.

A YOUNG SOLDIER takes advantage, charging Conan.

ARTUS
CONAN.

Artus tosses Conan a spare dagger. Conan looks down at the tiny weapon. It doesn't really suit him.

Conan lifts the dead taskmaster, broadsword still poking out his back. He spins around, slamming the body like a human shield, IMPALING the charging soldier.

Artus looks over Conan, two men now impaled on the length of his blade like some macabre slaver-kebob.

ARTUS (CONT'D)
...or you could do that.

Conan smiles, hands Artus back his tiny dagger.

As the remaining mercenaries flee, Artus blows a HORN. In response, THE HORNET a sixty foot junk loaded with loot, gear, and drunk PIRATES, sails into the cove.

LATER, Artus and his men loot the remains of the taxing station. Anything and everything of value gets packed on their ship. Conan cuts the slaves' free.

MUSCLED SLAVE
Thank you, warrior. Thank you for
rescuing us.

Artus laughs heartily.

ARTUS
Rescue?
(to his men)
They think we came to rescue them.

Artus' pirates laugh, working to load their loot onto the docked Hornet.

27 CONTINUED:

ARTUS (CONT'D)

The only thing needing rescue was
this fine Nemedian stout.

Artus and his men laugh, continuing to load the loot onto the docked hornet. The pirates have no interest in the slaves whatsoever. Conan looks over the slaves, little sympathy. Frighted looks on their faces.

CONAN

Go. You're free.

Frightened looks on their faces. They don't know what to do. Finally, stepping forward,

MUSCLED SLAVE

But... But you've taken all the
food, all the weapons.

(gathering courage)

And where would you have us go?
It's wilderness for twenty miles in
every direction.

Conan looks over the slaves. He's right; no food, no weapons, the men wear nothing but loincloths, the female slaves wear even less.

CONAN

You're right...

(thinking)

The women should come with us.

CUT TO:

28 EXT. THE HORNET - SEA OF ARGOS - DAY 28

The HORNET sails through open water. PRE-LAP sounds of FURIOUS SEX.

29 INT. HORNET - BELOW DECK - DAY 29

Conan THRUSTS into a FORMER SLAVEGIRL. From the sounds she's making, he might be ripping her in half. Then again, that might be an orgasm.

Another RESCUED GIRL pours ale into his open mouth. Yes, it's that kind of party.

Conan's hand moves along the slavegirl's thigh, stopping as it touched scarred flesh. Looking down,

29 CONTINUED:

The girl has been branded, a mean-looking image of what appears to be a nose burned into her otherwise perfect flesh.

CONAN

Crom, what man decided to ruin an otherwise perfect body?

She rolls over, pulling him down on top of her.

SLAVE GIRL

We were to be property of *Lucius the Leper*, the new captain of Messantia.

Slavegirl #2 shows off her brand as well. It's a shame, they've both got such beautiful muscular thighs.

CONAN

They'd send you to bed a leper?

Conan looks over the brand. He's drunk on ale and slave sex, but something in his head clicks...

SLAVE GIRL #2

He's no leper. They call him that cause of his face. Someone decided to cut off his nose...

And that sobers up Conan on the spot.

SMASH TO:

EXT. HORNET - BOW - MOMENTS LATER

Conan leaps up top. He hasn't even bothered to wipe the ale from his chin. Artus is seated in a bathtub, two FORMER SLAVEGIRLS in the tub with him, braiding his hair.

CONAN

I must go to Messantia.

Artus jumps up, excited. He doesn't bother to cover himself. Thankfully, the slavegirls do that.

ARTUS

(pleased)
City of riches. Fine wine. Fine women.
I'll alert the captain.

But as Artus looks over Conan, his shoulder's fall.

CONTINUED:

ARTUS (CONT'D)

But we're not going there to drink,
are we?

Off CONAN as we

DISSOLVE TO:

31 EXT. MESSANTIA - STREETS - NIGHT 31

Conan rides through Messantia. The city of riches should be renamed the city of filth.

32 INT. MESSANTIA - ALEHOUSE - NIGHT 32

BUSTY WENCHES dangle from hanging lanterns, pouring ale into the waiting mugs of hearty sailors and merchants. There's a tree inside the bar.

KEERRRACK! That's the sound of some GOON'S wrist breaking, just one of many ARM WRESTLING MATCHES; JUICED GOONS surrounded by empty mugs and PAINTED WHORES. The place is full of rough types, those who work in the neighboring prison colony.

No one pays any attention to Conan. He's at a table, scoping at the patrons.

An EMACIATED ROGUE ducks into the alehouse, hands hidden from view. He wears an eye patch. This is ELA SHAN. The rogue tries his best to blend into the raucous crowd.

MOMENTS LATER, in walks the CITY GUARD, 4 heavyweights in chainmail led by a NAPOLEON-LIKE LIEUTENANT. They scan the crowd, clearly looking for someone. The Lieutenant barks questions at the bartender.

WITH ELA SHAN, as he finds an empty seat, back to the door, trying to hide amongst the arm wrestlers, head down.

THUNK! Conan drops down a mug of ale in front of him.

CONAN

You look thirsty.

Ela Shan nervously smiles, spying the guards as they negotiate the crowd. Conan motions for the thief to drink.

Ela Shan drinks, hands cupped to hide his face. Conan spots the PRISON ISSUE MANACLES clamped to his wrists. Conan smiles, grips Ela Shan's hand as if to arm wrestle.

ELA SHAN

My friend, please, I didn't come here to wrestle.

CONAN

Neither did I.

ELA SHAN

Hillape, these guards'll be happy to bring us both back to that hellhole prison.

Conan smiles, he doesn't have a problem with that.

CONAN

I'll take the little one, you take the rest.

Ela Shan just stares, frozen, even as the guards head over. Lieutenant spots Ela Shan. He impishly taps Conan on the shoulder (*as if to say, excuse me sir, you're arm wrestling with our fugitive*).

Ela Shan opens his mouth to respond when-

CRUNCH! Conan slams his head back, breaking Lieutenant's nose, sending him stumbling back, landing face first into massive breasts of a topless wench.

She SHRIEKS. The crowd laughs and cheers.

Conan BURSTS UP FROM THE TABLE, grabbing Ela Shan by his manacles, swinging the little rogue like a club, slamming him into two of the city guards.

More cheers from the crowd.

Ela Shan screams like a girl as Conan swings him like a human ball and chain. Another guard approaches, Ela Shan boots the guard right in the face.

The last guard CHARGES Conan, halberd raised. Conan drops Ela Shan, lifting up a wooden bench, spilling an arm wrestler to the ground.

He raises the wooden bench, slams it down on the charging guard, knocking him out cold.

As the 4 guards struggle to pick themselves up, Lieutenant stares up at Conan. Conan raises his fists, Lieutenant shrinks back, eyes closed.

32 CONTINUED:

32

But when he opens his eyes, Conan is just standing there, arms extended, allowing himself to be cuffed.

33 INT. MESSANTIA - PRISON YARD - DAY

33

Emaciated INMATES, many shackled together, work in a small quarry. They turn to watch the Lieutenant enter, leading a shackled Conan and Ela Shan into the yard.

The 4 city guards limp in after them. Conan smiles at them.

ELA SHAN

Never have I seen someone so pleased to be sent to gallows.

34 INT. PRISON - GUARD ROOM - NIGHT

34

Conan, still shackled, stands before the Lieutenant. The Lieutenant's nose is broken badly, his tunic stained with blood. A PRISON CLERK looks over Conan, jotting notes in a ledger.

PRISON CLERK

Yes, his back is strong, he'll do good work in the quarry.

CONAN

Where is the captain?

PRISON CLERK

Aha, so the ape can speak.

LIEUTENANT

The captain is currently... occupied.

From down a corridor, SCREAMS OF PAIN. The Guards laugh.

LIEUTENANT (CONT'D)

Don't worry, everyone gets their chance.

The Lieutenant reaches for Conan's shackles. It's a mistake.

Conan twists his bound hands around the Lieutenant's arm. He twists the chains hard, breaking bone.

The Lieutenant drops. Conan spins on the clerk, delivers a PRIMAL HEADBUTT, knocking the clerk to the ground. Conan places his boot to the Lieutenant's throat.

34 CONTINUED:

34

CONAN

The captain...

LIEUTENANT

(indicating)

His chambers are sealed from within. But he'll only open the door for me...

35 INT. PRISON - CAPTAIN'S CHAMBER - NIGHT

35

The CAPTAIN OF THE GUARD sits before a table of TORTURE IMPLEMENTS, working a nasty set of CLAMPS onto Ela Shan's wrists. A FAT GUARD watches, yawning, nothing new for him. A heavy knock at the door.

FAT GUARD

Yes?

Another knock. The guard, frustrated, retrieves his keys, sliding open a small EYEHOLE.

The Prison Clerk stares back at him.

The Guard opens the door, finds Conan holding the Lieutenant's head. The Guard barely has time to blink before

Conan GUTS HIM. The Captain turns around...

It's LUCIUS, the disfigured Aquilonian now wears an prosthetic mask to hide his face.

Lucius reaches for his blade. Conan is faster, grabbing it, DRIVING IT THROUGH LUCIUS'S FOOT into the wood floor below, pinning him in place.

LUCIUS

GUARDS!

ARMED GUARDS rush into the room, weapons drawn. Conan doesn't hesitate. He kicks over the table of TORTURE IMPLEMENTS, sending knives and hooks into the first guard.

The second guard leaps over the table. Conan grabs him midair, slams him down onto the blades.

Ela Shan watches in awe.

The next three guards rush forward, forcing Conan to deal with three attacks at once. Conan parries an attack, slams him face down into a COAL FIREPOT.

35 CONTINUED:

The second guard attacks. Conan spins, severs his arm at the elbow.

The last guard pins Conan to the wall, choking him with the shaft of his poleaxe. Conan struggles for breath, turning a deep shade of purple.

Conan reaches for his blade. He doesn't need it. The soldier drops, stabbed from behind by Ela Shan.

Conan catches his breath, steadies himself with the wall.

ELA SHAN
NORTHERNER, BEHIND YOU.

Conan spins just in time to block Lucius's dagger attack. He lifts Lucius off the ground by his throat.

CONAN
You remember me, Lucius?

LUCIUS
What? Who are you?

CONAN
I'm the one who made you so pretty.

Conan rips off Lucius' prosthetic, revealing his disfigured face, a GAPING BLACK HOLE where his nose used to be. And now Lucius does remember, eyes growing wide with horror.

Conan grabs Lucius by the empty cavity, pulls him over to the torture rig.

36 INT. PRISON - CAPTAIN'S CELLS - LATER

36

Ela Shan tightens the clamps on Lucius. He shrieks. His prosthetic mask has been hastily returned, hanging awkwardly on his beaten face.

CONAN
Where can I find Khalar Singh?

LUCIUS
I don't know. The man has gone mad, obsessed with Acheronian witchcraft.

CONAN
If you can't help me, then I have no use for you.

Conan picks up an executioner's axe.

LUCIUS

Wait. WAIT. I can help. I'll tell you what I know. Just give your word, give me your word you won't kill me.

Conan thinks about this. A moment, then he SLAMS DOWN THE AXE, nearly cutting off Lucius's hand.

CONAN

Speak. I won't kill you.

LUCIUS

You've travelled this land? You know of the Turanian deserts, the red waste?

ELA SHAN

Nothing in the waste but dead men and the animals who feed on them.

LUCIUS

And yet Singh leads his legions through the waste as we speak.

CONAN

Not good enough, Lucius.

Raising the axe again.

LUCIUS

Wait wait wait please. The waste is large, yes, but Singh, he seeks a girl. And when he finds her, he'll return to his outpost in Shahpur. Certainly by way of the ravine.

Conan looks to the thief.

ELA SHAN

Fine place for an ambush.

CONAN

And if you're leading me into a trap?

LUCIUS

I have no reason to lie. Singh's witch daughter has poisoned his mind.

(MORE)

36 CONTINUED:

LUCIUS (CONT'D)

She uses all his resources digging
into the earth, searching for lost
cities and buried treasures.

Treasure? Ela Shan's suddenly very interested. Conan just stares
at Lucius. Lucius eyes the axe uncomfortably.

LUCIUS (CONT'D)

I've upheld my part of the deal,
Northerner.

Conan rips a small key from Lucius' keyring. In one motion he
tilts back Lucius' head, stuffs the key down his throat. A
second later, Conan pours ale into his mouth.

Lucius can't help but swallow the key.

LUCIUS (CONT'D)

By Mitra, what are you doing?

CONAN

Toasting to our deal.

37 EXT. MESSANTIA - PRISON YARD - NIGHT

37

Conan kicks Lucius down the steps to the prison yard. The
emaciated inmates stare on in confusion.

CONAN

The key to your shackles sits in
the captain's gut.

Lucius looks from Conan to the inmates.

LUCIUS

YOU GAVE YOUR WORD. YOU SWORE YOU'D
SPARE MY LIFE.

CONAN

I said I wouldn't kill you. And I
won't.

But they will...

LUCIUS

BARBARIAN!

Conan leaves Lucius to the inmates, his shrieks turning to
horrific GARGLES. Conan draws his blade across his forearm,
carving a notch into his flesh. It will be the first of many.

The Thief moves to catch up with Conan.

37 CONTINUED:

ELA SHAN
Northerner...

Conan slows, allows him to catch up.

ELA SHAN (CONT'D)
My brotherhood of thieves is always
looking for help, even mad ones
like yourself. Should you ever be
in Zamora in need of work-

CONAN
The work I have ahead, I'm better
off alone.

DISSOLVE TO:

38 EXT. OASIS - DESERT MONASTERY - DAY 38

An ancient monastery, a protected paradise hidden behind high cliff walls. DUTIFUL MONKS lead herds of sheep to pasture, while YOUNG WOMEN, clothed in white silk weave complex linens.

39 INT. DESERT MONASTERY - ORACLE'S CHAMBER - DAY 39

FASSIR, 70's, elder monk, sprinkles FIREPOWDER into an ritual firepot. The powder SPARKS, filling the chamber with smoke. The Young Women kneel before him. The chamber is filled with ancient statues and lingums.

Fassir smokes from an ornamental hookah.

He inhales deep. As he does so, his eyes seem to go dark, turning spectral as WISPS OF PIPESMOKE drift from the shadow.

ILIRA
What is it you see, Oracle?

ILIRA, 20, a study in feminine perfection. Though dressed like the other girls, her body is painted and adorned, regal. She's accompanied by TAMARA, 20, her handmaiden.

FASSIR
I see his face...

ILIRA
The warrior? Again?

FASSIR
I see him clearly, black mane, skin
like burnished brass. In his hand,
a great sword of legend.

ILIRA
(whisper, to Tamara)
Yes, tell us more about this man's
sword...

The Young Women giggle. Tamara sends a stern look to Ilira.
Ilira doesn't care, the ease of royalty.

FASSIR
He will be the protector of our
people. Destined to...
(exhaling slow)
Destined to tread the jeweled
thrones of the Earth under his
sandaled feet.

Ilira looks to Tamara, *what the fuck is he talking about?*

TAMARA
Fassir, do you see anything else?

Whatever he sees, it troubles him.

FASSIR
I see only what was and what may
be. I see... I see...
(wait for it)
Lunch.

The MONKS arrive with a ceremonial meal.

TAMARA (O.S.)
(pre-lap)
I think he smokes too much...

Ilira and Tamara lean out over the monastery. A private place
to relax, out away from the other girls.

ILIRA
Still, it's nice to imagine this
warrior. It'd be easier than asking
you to fetch me a man.

40 CONTINUED:

40

TAMARA

What do you prefer, a celibate or a eunuch? Or should I find your suitor in the desert?

ILIRA

(smiling)

Yes, the desert. Have you ever seen a Turanian rhino?

She crudely gestures: *enormous cock*. They both laugh.

ILIRA (CONT'D)

Admit it. You long to see what's beyond these walls as much as I.

Tamara admits nothing, gazing across the peaceful monastery.

DISSOLVE TO:

41 EXT. THE RED WASTE - DAY

41

A sandstorm RAGES, limits visibility to mere feet, turning anything and everyone into a blurred silhouette. A CLOAKED FIGURE rides through the storm.

UKAFA

No man should have to ride through this.

MARIQUE

(removing her cloak)

No man does.

Marique's now a grown woman, though she's done all she can to appear a man, shaving her head to the skin, binding her breasts. Despite this, there's a distinct sexuality to her, androgenous and unnerving.

She ignores Ukafa, approaching KHALAR SINGH. The warlord stands before his massive MAN OF WAR, a fearsome monument obscured by the storm.

KHALAR SINGH

The storms they summon hide them well.

MARIQUE

Not well enough, father...

I/E. THE RED WASTE - OASIS TUNNEL - DAY

Marique rides ahead, leading Singh and his army through the storm, riding through an ocean of sand, no clear distinction between earth and sky.

Ahead, a cliffwall, a hidden tunnel to a protected paradise.

Singh leads his army through the tunnel.

43

INT. DESERT MONASTERY - DAY

43

RUMBLE! Ripples dance across the reflecting pool. Tamara, from atop a balcony, watches, curious.

RUMBLE! Monks tending their flock turn to tunnel entrance as

A TURANIAN ATTACK CREATURE CHARGES INTO THE MONASTERY. The creature is some awful hybrid of a rhino and an M1 Abrams tank, Kush Spearsmen mounted atop it.

The monks and their sheep scatter. One UNFORTUNATE MONK freezes, watching in disbelief as the creature SMASHES into him, tossing his broken body into a nearby column.

EXT. DESERT MONASTERY - BALCONY - DAY

Tamara and Ilira watch in horror as more attack creatures pour into the monastery square, goring anything in their way, riders impaling fleeing monks on HURLED THROWING SPEARS.

The creatures have been branded, their flanks marked with the an image of the ACHERONIAN SEAL.

EXT. DESERT MONASTERY - VARIOUS - DAY

WARRIOR MONKS fire arrows from rooftops and raised balconies. The arrows do little more than prick the attack creatures.

One monk takes out a rider with a well placed arrow. The riderless creature goes on a rampage, barreling through a nearby market stand, STOMPING A POOR LITTLE SHEEP under its clawed foot.

A brigade of monks charge out from one of the monastery buildings. These warriors wear no armor, fighting with balanced staffs, using a Shaolin-inspired fighting style.

CONTINUED:

A warrior monk leaping onto the back of one of the attack creatures, crushing the rider's skull with his staff, struggling to control the beast.

But even as the warrior monks engage the creatures, Ukafa and his retinue of spearmen pour into the monastery, surrounding the monks.

INT. DESERT MONASTERY - BALCONY - DAY

Tamara pulls Ilira away from the balcony. As they do so, a pack of spearmen fight their way into the chamber.

TAMARA

This way.

EXT. DESERT MONASTERY - DAY

Tamara and Ilira rush out into the madness. All around them, the warrior monks struggle to hold off the invaders. They don't stand a chance.

ILIRA

They're collecting the women.

Ilira's right. The men are slaughtered, but the women are being corralled like livestock, tossed into cages hooked to the sides of a STYGIAN SIEGE BEETLE.

TAMARA

The Eastern gate.

Tamara and Ilira rush through the marketplace, now a killing field, racing out towards an unguarded gate.

The riderless attack creature spots them.

TAMARA (CONT'D)

RUN.

Tamara and Ilira sprint for the gate. The creature barrels toward them, head down, gaining.

Tamara and Ilira rush past a line of columns. At the last possible moment, just as the creature's about to crush them, Tamara grabs Ilira and dives behind a column. The creature veers-

SMASH! The creature runs head-on into the column, snapping its neck with a audible *CRACK*.

CONTINUED:

ATOP THE PANTHEON STEPS, Spearmen execute the male monks, knocking their lifeless bodies down the marble steps. A carpet of the dead stretching from the steps to the reflecting pool.

THE SIEGE BEETLE eagerly devours the dead, even as the spearmen force a WOUNDED MOTHER WITH CHILD into the cages.

EXT. DESERT MONASTERY - WESTERN GATE - DAY

Tamara and Ilira rush for the unguarded gate. Ilira stumbles.

Tamara realizes a moment too late. She races back for her friend, but an ATTACK CREATURE cuts her off, circling Ilira.

TAMARA

ILIRA.

The rider snares Ilira with his whip. Tamara rushes as if to take down the beast by herself. Luckily,

Fassir GRABS HER, pulls her down into hiding behind the ruined colossus statue.

TAMARA (CONT'D)

Fassir, our sacred one...

FASSIR

You cannot save her. Not this way.

Fassir is right. There are too many of them. Tamara watches as Ilira is dragged toward the cages.

FASSIR (CONT'D)

Take the Western tunnel. There will be riders waiting. Ride west for Aquilonia. Seek refuge there.

Aquilonia? Tamara doesn't understand.

TAMARA

But I cannot leave, I've been sworn-

FASSIR

You must, Tamara. Do you remember the prophecy?

TAMARA

Of course.

Behind them, Singh marches into the monastery atop his magnificent steed, leading a procession of his HIGH PRIESTS, the Acheronian mask held up as their battle standard.

CONTINUED:

FASSIR

Ride west. Find the protector from
my visions.

(and then, reluctant)

There's so much more I wish I could
explain to you...

ON TAMARA, trying to understand what Fassir is telling her.

44

EXT. DESERT MONASTERY - WESTERN TUNNEL - DAY

44

Tamara flees through the Western gate. 4 MOUNTED MONK ESCORTS
wait for her with a SMALL CHARIOT.

MONK ESCORT 1

TAMARA.

Tamara leaps onto the chariot and THEY'RE OFF, riding like
mad through the cave system, a series of intertwining rabbit
holes lit by shafts of light.

From behind, Remo and his MOUNTED SCOUTS ride into the tunnel,
bows raised.

MONK ESCORT 2

WE RIDE FOR THE FORK.

Remo's scouts are closing the distance. They raise war bows,
knock arrows. The monks form a protective circle around
Tamara.

As Remo and his men are upon them, the Monks cut a hard
right, a daring move into a concealed ancillary tunnel.
Tamara is nearly thrown from the chariot as they hit the
turn, slamming into the far wall.

Remo and his Scouts try to follow, but the turn is too
sudden. One unlucky scout SLAMS into the rock wall.

EXT. THE RED WASTE - DAY

Tamara and her escort ride out from the tunnel out into the red
waste. As they ride out into open desert, Tamara looks back. She
tries to be strong, tries not to let it show that the only home
she ever knew is now gone.

DISSOLVE TO:

46 EXT. THE RED WASTE - DAY

46

A SINGLE DOT ON THE HORIZON, a figure wrapped in a desert scarf to protect against the sun.

It's Conan. He scans the horizon for signs of life. He spots a strange sculpture emerging from the sand, like a massive beast trying to swallow the sky.

As Conan approaches, he recognizes the SKELETON OF A GREAT WHALE, ancient bones bleached and cleaned by carrion birds.

Past the skeleton, a glimpse of his destination, THE SHAHPUR RAVINE; a twisting trade route through the waste.

47 EXT. DESERT MONASTERY - DAY

47

The siege is over. All the young women have been rounded up and caged. Marique drags Ilira from a cage by her hair,

ATOP THE PANTHEON STEPS, away the others, Singh is waiting. Fassir lies on the steps, beaten and bruised.

KHALAR SINGH

Answer me this, old man. If you knew the blood of your sacred queen could awaken the powers of the mask, why let her live? Why not dash her skull upon the rocks the moment she was born?

FASSIR

That is the difference between you and I, Vendhyan. You value death. We value life.

KHALAR SINGH

No, life is all I seek. I've travelled to the four corners of Hyboria for it.

FASSIR

Then I can imagine your disappointment, for you will not find what you seek here.

Singh's eyes narrow. He nods to Marique. She removes the glove on her left hand, revealing her AUGMENTED FINGERNAILS, a series of STYGIAN NEEDLES sewn into her flesh. She traces a needle under Ilira's jaw, slow, like a lover's caress.

Marique PENETRATES Ilira.

47 CONTINUED:

Marique withdraws the blade, the smallest drop of blood on the tip. She places it to her tongue, tastes it.

And then she sours.

MARIQUE
The blood isn't pure.

KHALAR SINGH
Again.

MARIQUE
(I don't need to...)
She's not the sacred one.

Ilira looks from Singh to Fassir. Fassir shows no surprise.

ILIRA
Fassir? What is she talking about?

FASSIR
Say nothing.

ILIRA
Then you knew? You've lied to me
all these years?

FASSIR
What I did, I did to protect the
coveted bloodline.

Singh simmers. He raises his blade, moves to slit Ilira's throat...

UKAFA (O.S.)
My lord...

Ukafa approaches with his soldiers.

UKAFA (CONT'D)
Riders escaped to the South. Remo
and his men are in pursuit. We will
recover her.

Singh nods slow, eyes locked on Fassir. He removes the blade from Ilira's throat.

FASSIR
No, my visions tell a different
story. The mask will be your
downfall.

Singh tries to remain calm. Rage bubbling up. Fuck it-

47 CONTINUED:

47

He SMASHES THE ORACLES'S FACE against the marble steps, again and again and again. The rounded up monks watch in horror as Singh, finished, tosses Fassir's limp body down the steps.

48 EXT. SHAHPUR RAVINE - DAY

48

Tamara and her escorts ride through the twisting trade route, surrounded on both sides by steep rock. By the looks of it, they've been riding through the night, blistered by the sun, beaten down by the desert.

MONK ESCORT 1 slows, clearly concerned, scanning the ravine.

TAMARA

Jassim, what do you-

PPFFTT! An arrow nails him in the chest. He reels backwards, caught in his saddle. Tamara spots the affixed powderbag on the arrow, fuse burning...

The arrow EXPLODES, liquefying the monk, knocking another monk from Tamara's chariot, leaving her alone on the vehicle.

The explosion RINGS OUT across the ravine...

CONAN, perched above the ravine, leaps to his feet. He scans the ravine, spots Tamara and her monk escort.

And behind them, Remo's MOUNTED SCOUTS. Conan can't identify Remo at this distance, but he does spot their insignia, the ACHERONIAN SEAL.

THE MONKS RACE THROUGH THE RAVINE, trying to avoid being surrounded by Remo's scouts. A SCOUT ARCHER preps another explosive shot. Remo stops him.

REMO

The girl must not be harmed.

The Scout split into hunting packs.

Conan rides along the elevated ridge, navigating past strewn boulders and rocks, gaining the high ground. From up here, he keeps pace with the scouts, watching as they converge on the monks.

WITH TAMARA, riding at breakneck speed, splashing through puddles of stagnant water.

Remo engages with a monk escort, shredding his face with a BRUTAL SPIKED SHIELD.

The monk falls from his horse. He tries to pick himself up but he's trampled by the pursuing scouts, head CRUSHED LIKE A OVER-RIPE PUMPKIN.

MOUNTED SCOUT

Stop your foolish escape. You'll only endanger the girl.

Tamara grabs the CHARIOT WHIP, lashes at the scout. The whip tangles the front legs of his horse, tripping the animal, sending the scout into the dirt.

Another monk takes a throwing spear in the back, giving Remo an opening. He converges on the chariot with another pair of scouts.

Tamara cracks the whip again, snags one of the scouts by the neck. The two engage in a fierce tug of war, struggling for control of the whip.

Tamara tosses the whip handle through the spokes of her own chariot. The whip tangles, violently snapping the rider's neck, yanking him from his horse, dragging him through the dirt behind the chariot.

Another scout moves to flank Tamara, riding closer. As he reaches out for her-

CRUNCH! The scout is slammed from the side, caught completely off-guard, a T bone collision with another horse. Tamara looks up, expecting to see a monk. Instead, she spots CONAN.

WITH CONAN, focused on Tamara. He doesn't spot the scout racing up alongside him until the agile warrior LEAPS ONTO CONAN'S HORSE, facing him, striking with his bladed shield.

Conan falls in behind the chariot, struggling to fend off the scout, one hand on the reins, the other blocking the scout's attacks.

Conan backhands the scout from his horse. The agile little fucker flips UNDERNEATH THE STALLION, climbing up the other side, still trying to wedge that shield into Conan's ribs.

Remo leaps from his horse onto Tamara's chariot. In response, she leaps onto the chariot's lead horse.

As Remo clambers after Tamara, she veers the horse directly for a jagged ROCK FORMATION.

WITH CONAN, still riding behind the chariot, watching as Tamara heads for the rocks. *What are you doing, woman?*

48 CONTINUED:

Tamara JUMPS THE HORSE CLEAR OVER THE ROCKS. The landing is tough. Tamara loses her grip, FALLING FROM THE HORSE.

Remo, clinging to the chariot, looks up just as the vehicle SMASHES against the rocks, flipping end over end. Remo rolls off the aerial wreck,

But instead of breaking his neck, Remo hits the ground rolling, leaping back onto a different horse, never once slowing.

The remaining Monk Escort ducks as the chariot soars right over his head, CRASHING DOWN ONTO A SCOUT.

Conan, riding behind Tamara, watches a SPLINTERED WOODEN WHEEL break free from the wreck, coming right at him. He grabs his scout, lifts him up and-

SMASH! The wooden wheel breaks most of the scout's face.

Conan spurs on his horse, closing the gap. A pair of scouts spin in their saddles, riding backwards so they can LOB THROWING SPEARS at Conan. He uses the recovered spiked shield to protect against the spear attacks.

As he nears, he lobs the shield like a bladed disc, tripping one of the scout's horses.

REMO rides alongside Tamara's horse. *But where is Tamara?* He approaches the horse, lingering on this empty saddle,

Tamera rises up from the opposite side of the saddle, kicks Remo square in the jaw, nearly knocking him from his horse.

Give Tamara a brief moment to enjoy her victory. There's nothing but open terrain ahead of her. And then,

CONAN SNATCHES TAMARA RIGHT OFF HER HORSE. Tamara tries to keep hold of her reins, struggling against Conan.

49 EXT. SHAHPUR RAVINE - ANCIENT SHIPWRECK - CONTINUOUS 49

Tamara struggles as Conan pulls her onto his horse. Ahead, the ravine twists down revealing the remains of an ancient shipwreck, a once mighty frigate devoured by the Red Waste. All that remains is the RUSTY ANCHOR.

Remo launches a BRUTAL BOLA at Conan's steed. The bola catches the horse's legs, tripping the animal, sending Conan and Tamara skidding into the dirt.

49 CONTINUED:

Conan rises, wipes dirt from his face, looks up to see Remo and the 3 surviving MOUNTED SCOUTS. They encircle Conan, weapons readied.

SCOUT

Step aside, Northerner. The girl is property of Khalar Singh.

Conan looks over Tamara, skin chapped and burnt, bloodied and bruised and likely sporting a few broken ribs.

CONAN

Singh should take better care of his property.

Conan stares down the scouts. Remo removes his helmet, riding forward. A long moment as Conan and Remo eye each other.

REMO

Did you not hear him, Northerner?
What business have you with the girl?

CONAN

Actually, little man, my business is with you.
(and then, dead serious)
Come with me and the rest of your men may live.

Remo spurs on his horse, CHARGING Conan. At the last moment he REARS UP THE ANIMAL, kicking out it's hooves.

REMO

Any more offers, Northerner?

CONAN

No. Now I have to kill you all.

What happens next happens FAST.

Conan SLASHES his broadsword out, LOPPING OFF REMO'S HORSE'S LEGS. Tamara's eyes go wide.

As the beast collapses, Conan lunges for Remo. Remo's too quick, diving back, rolling from the saddle.

The next two riders attack together. Conan dodges their attacks, rips away one weapon. Without slowing, he lodges the weapon into the other rider's chest.

Conan rips the other rider from his saddle, crushing his skull.

49 CONTINUED:

Tamara runs for a loose horse, skids to a halt as Remo leaps atop it from behind, moving to claim her.

The last scout (besides Remo) charges Conan. Conan readies his sword, muscles flexed. He arcs his broadsword beautifully, CLEAVING THROUGH FLESH AND BONE, completely decapitating the animal in one savage strike.

And for a moment the horse seems to just stand there, a headless oddity, the neck cavity a geyser of gore. Then it crumbles, and the scout goes down with it.

Conan grabs the scout, kicking and screaming even as Conan IMPALES HIM ON THE SHIP'S RUSTED ANCHOR.

Tamara scrambles back toward Conan. Remo halts as he realizes all three scouts were killed in mere seconds.

Remo looks from one body to another.

REMO
Impossible...

Conan raises up his broadsword.

And REMO TURNS AND RIDES AWAY. Conan leaps onto his horse, but the animal doesn't budge.

He spurs it again and the horse limps forward. The animal is injured. Conan has no choice but to watch Remo ride away.

Remo does however, leave a clear set of tracks in the earth.

TAMARA
I've... I've never seen anyone
fight like that.

CONAN
Who are you?

TAMARA
Nobody.

CONAN
Many died to capture nobody.

TAMARA
(still in shock)
I don't know why... they attacked
our monastery. I don't... I don't
know...

She trails off, staring at Conan. He's backlit by the sun, black hair hanging in his face, icy blue eyes, blood-splattered skin glistening like burnished brass.

TAMARA (CONT'D)
It's you my oracle spoke of...
(gaining confidence)
Yes, he had visions of a noble protector, a man who would fight-

CONAN
I've been called many things, woman, but never *noble*.

As if to emphasize this, Conan cleans the gore from his blade with a soiled rag. Finished, he tosses the rag at Tamara.

CONAN (CONT'D)
Clean yourself up.

She looks over the rag, disgusted, insulted. She tosses it right back the rag right back at Conan.

TAMARA
Why did you save me?

CONAN
Why does Khalar Singh want you?

TAMARA
I don't know who that is.

Conan studies her. *Is she lying?*

TAMARA (CONT'D)
I was wrong. You are clearly not the man I'm meant to find.

She moves to claim a horse. Conan stops her.

CONAN
You ride with me.

TAMARA
But you said-

CONAN
I'm not your protector, nor your noble... *anything*. But there's only one horse that can ride.

And even that horse looks ready to fall over.

49 CONTINUED:

TAMARA

Perhaps you shouldn't have killed them all.

CONAN

I hear that a lot.

Conan looks over Tamara, her sunburnt skin. He grabs her robe, ripping off some of the lower half, turning her chaste robe into a revealing dress.

TAMARA

WHAT ARE YOU-

He wets the cloth, fashions a head dress for Tamara.

CONAN

For your head. You'll serve me no good if the desert does you in.

TAMARA

Serve you? You wish to force yourself upon me, then?

Hardly.

CONAN

The riders who chased you, they were Khalar Singh's horsemen.

TAMARA

And that name means nothing to me.

CONAN

I've searched for him for years. And now Crom has placed you in my possession.

TAMARA

Possession? I am no lure, and I will certainly not be some barbarian's *possession*.

CUT TO:

50 EXT. SHAHPUR RAVINE - BRIDGE TO NOWHERE - DAY

50

Conan rides atop his horse, Tamara trails on foot, wrists tethered to Conan's saddle by a long rope.

TAMARA

STOP. THIS IS BARBARIC.

From his horse, Conan follows Remo's trail, following it below the ruins of a once great bridge, now just another victim of the Red Waste.

TAMARA (CONT'D)
I NEED WATER, YOU APE.

CONAN
The horse will let us know when we need water.

And just like that, the horse emits a PAINED CRY and DROPS DEAD ON THE SPOT. Conan manages to land on his feet. As the horse drops, Tamara is pulled forward, tripping into the dirt.

Conan stands over her. She struggles to her feet, kneeling before him. She glares up at him.

CONAN (CONT'D)
Open your mouth.

Excuse me!? Tamara simmers. She keeps her mouth shut.

Suit yourself, Conan swigs from his waterskin.

TAMARA
No civilized man would treat a woman like this.

CONAN
I've been to your *civilized* cities. They're full of cowards, whores and beggars. And liars.

TAMARA
I never lied.

CONAN
Give me your name.

TAMARA
(proud, trying to stand)
I am Tamara Amalia Karushan, handmaiden to Ilira of Aeris.

Conan cuts her from the rope, hands her the waterskin.

CONAN
I am Conan.

TAMARA
Conan? That's it?

50 CONTINUED:

50

CONAN

What more names do I need?

Conan scans the horizon. In the distance, a flock of CARRION BIRDS circle sluggishly. Doesn't mean a thing to Tamara. Conan, however, heads off toward the birds.

CONAN (CONT'D)

Come.

Tamara looks around the desolate plain. She could make a run for it, but there's nowhere to go. Steaming, she follows.

51 EXT. THE RED WASTE - COLUMN DESERT - DAY

51

Conan treks through a gallery of broken columns, spires of coral that jut out of the desert. Tamara struggles to keep up, wrapping her robes around her head to protect from the elements.

Ahead, RED WASTE VULTURES circle above a WOUNDED WAR ELEPHANT. The beast trudges through the desert, a broken arrow jutting from his hind leg. The vultures are waiting for it to die.

Conan approaches the animal. It makes no response.

Conan pulls the arrow from the creature's side. He cuts free its war harness. The elephant SNORTS, blasting hot wind into Conan's face.

Conan offers the animal some mead. It laps it up. Conan leaps atop the elephant.

TAMARA

I refuse to ride with a beast.

CONAN

(patting the elephant)
He's not that bad.

TAMARA

I'm not talking about the elephant.

52 EXT. THE RED WASTE - CAMPFIRE - NIGHT

52

A line of ruined windmills dot the horizon. The landscape here is littered with the remains of wars fought long ago. Hidden beneath a ruined siege tower, Tamara cooks DESERT TOADS over the fire. Conan bandages an injury from the previous battle.

CONAN
The truth. Why does Singh want you?

TAMARA
I told you. I don't know.

Conan pulls a cooked toad from the fire, stares at it.

CONAN
It's obviously not for your cooking.

TAMARA
The desert toad is a powerful curative.

CONAN
I've bedded Brythunian whores who've smelled fresher.
(eyeing the toad)
And I'd never eat a Brythunian whore.

Conan looks over the toad, *Well, maybe I would...* He bites the head off the toad. Tamara ignores him, kneeling by the fire, a private prayer. Conan stares at her like she's mad.

CONAN (CONT'D)
What are you doing?

TAMARA
I must pray before we eat.

CONAN
(chewing, mouth open)
No prayer's going to make this taste better.

Conan keeps chewing. He suddenly stops, reaches into his mouth, pulls loose a BLOODY MOLAR. Shrugs.

TAMARA
Do you never pray to your gods, Conan?
Are their names merely for swearing?

Conan rises, turning away from the fire.

TAMARA (CONT'D)
My people have been blessed with visions. We rely on the gods for everything. For harvest. For guidance. For generations we've...

She trails off when she realizes CONAN'S TAKING A NICE PISS.
Right there in plain sight.

CONAN

Go on.

TAMARA

I feel sorry for you, Conan.
Without faith, you live in a world
that is harsh and short. Where fate
is unyielding and cruel.

CONAN

We both live in that world, woman.
I accept it.

He scans the ruins, nothing but rubble and endless shadow,
some broken siege equipment.

Conan walks off, searching amongst the desolation. He spots a
rusted suit of plate armor. Hmmm...

Conan and Tamara sleep. The campfire is little more than
embers. We watch them through a STALKER POV, edging closer
through shadow.

It's REMO, sneaking closer. He spies Tamara. He slowly
unsheathes his weapon without making a sound. Creeping past
Tamara, heading toward Conan, covered in a horse blanket,
fast asleep.

SKKKTCH! He drives his shortsword through Conan's chest.
Tamara's eyes shoot open at the sound of metal against metal.
She spots Remo, SCREAMS.

Remo looks down at his kill, realizing he stabbed his sword
through a suit of rusted armor, a makeshift scarecrow, ruined
skeleton stuffed inside.

Tamara spots the skeleton, SCREAMS EVEN LOUDER.

Conan bursts from hiding, tackling Remo. Remo tries to
struggle, kicking and screaming as Conan lifts the little
jockey up over his head

SMASHING HIM DOWN AGAINST A JAGGED ROCK. The beautiful sound
of bone breaking.

53 CONTINUED:

53

TAMARA

What just... did you...
 (figuring it out)
 You used me as bait?

Conan's already searching the crippled Remo for weapons.

TAMARA (CONT'D)

And if he had decided to stab me
 first instead of you?

Conan shrugs, didn't really think of that. He returns to the fire, reaches for some leftover roasted toad.

TAMARA (CONT'D)

You're just going to leave him
 there?

Conan kicks Remo in the ribs. Remo GROANS in pain.

CONAN

A little music for my meal.

54 EXT. VILLAYET COAST - SHAHPUR OUTPOST - NIGHT

54

There was once a great battle here, the earth littered with fallen battle standards, skeletons amidst discarded armor, and ruined siege equipment.

In the distant valley at the seaport, The OUTPOST remains, battered but still functional, a seaside fortress. Wooden platforms and wenches load cargo and slaves to the PORT CITY nestled in the cove below.

55 EXT. SHAHPUR OUTPOST - ENCAMPMENT - NIGHT

55

Khalar Singh rides through the encampment with Ukafa.

UKAFA

Still no word from Remo and his
 scouts.

KHALAR SINGH

I want you and your men aboard the
 boats in the harbor. Should she
 reach the coast, she cannot be
 allowed to escape

56 INT. SHAHPUR OUTPOST - SINGH'S TENT - NIGHT

56

Singh enters the tent, equal parts war room and harem, partitioned with sheer curtains, adorned with eldritch oddities. Marique is in his bed with ANOTHER WOMAN.

It's Ilira, bound, eyes wet with tears, a fly caught in Marique's web.

MARIQUE

You wish to join us, Father?

KHALAR SINGH

Leave here.

Marique rises from the silk sheets, no attempt to hide her body, adorned with rings and ritual scars. She says nothing, just stands before him, presenting her body to him.

KHALAR SINGH (CONT'D)

Leave us.

Marique exhales slow, like a hiss. She storms out, leaving Singh alone with Ilira. He draws a CURVED KNIFE, sharpened to a keen edge. He moves toward Ilira. Her eyes go wide...

Singh cuts her free.

KHALAR SINGH (CONT'D)

I know you think me a monster. But I loved once...

Singh draws a moist cloth from a heated tub of water. He begins to carefully shave his face. As Singh continues, Ilira won't take her eyes off the blade. The entire time, we should think he might cut her throat.

KHALAR SINGH (CONT'D)

She was Stygian. Hauntingly beautiful. And her thirst for knowledge, for alchemy and sorcery...

He lingers on that last word, blade in hand.

KHALAR SINGH (CONT'D)

For this, they burned her. I made a promise to my daughter that night. That one day she would see her mother again.

ILIRA

Why do you tell me this?

Singh runs the wet cloth along her the curve of her terrified face. He cleans away filth, cleaning away her regal adornments.

KHALAR SINGH

Your adornments, regal as they are,
wash away easily.

FROM BEHIND THE SHEER CURTAINS, Marique spies upon Singh and Ilira.

KHALAR SINGH (CONT'D)

This morning you were a queen. Now
you are a slave. But you could be a
queen once more...

Ilira looks up at Singh. He's still holding the knife. In that moment, Ilira makes a choice. Desperate. Terrified.

She kisses his hand. Singh nods, disrobes before her.

And from behind the curtain, Marique just watches, exhaling slow, biting down on her lower lip.

Conan removes a gag from Remo's mouth.

REMO

MERCY. PLEASE MERCY.

CONAN

What does Singh want with her?

PULL OUT FURTHER TO REVEAL, Remo's been hogtied, his head wedged nicely between a large rock and the ELEPHANT'S FOOT.

Conan taps the elephant. The obediently lowers his foot. Remo SHRIEKS. Tamara turns away, too much for her to stomach.

REMO

PLEASE. I'll speak. I'LL SPEAK.

(between coughs, agony)

He spent years hunting for the pieces of that mask. But the mask of Acheron, without the girl, it's nothing. It's like laying out pieces of a corpse. It looks whole, yes, but it's not alive. It has no power, not without her...

57 CONTINUED:

CONAN
Speak plain, dog.

REMO
Singh needs her blood.

Tamara places Remo's blade against his chest.

TAMARA
Then Singh is mistaken. I am but a
handmaiden to Ilira of Aeris.

REMO
I do not question the orders of
Khalar Singh... *handmaiden*.

Remo stares up at Tamara. He fears her far less than his
master.

TAMARA
Go ahead, crush his skull.

She storms off, disgusted.

REMO
(whispers to Conan)
You'd be a fool to trust the witch.
She's useless to you, but not to
Singh... Trade her and Singh will
give you as many girls as you can
carry.

CONAN
I can carry a lot of girls.

REMO
And gold too. A ransom fit for a
king. Please. If we don't bring him
the girl, Singh will kill us both.

Conan thinks this over, gives Remo a big smile.

58 EXT. VILLAYET COAST - SHAHPUR OUTPOST - DAY

58

Conan scans the outpost with his spyglass, studying the guard
towers. His eye falls on the battered siege equipment.

TAMARA
What do you see?

Conan remains silent.

58 CONTINUED:

58

TAMARA (CONT'D)

Those are my people, aren't they?
Loaded into cages like animals.

Yes, in the port below, AKHOUN BARKS ORDERS, supervising as WORKERS load survivors of Tamara's tribe into cages.

Continuing to scan the port, a half-dozen junks loading goods. And then, Conan smiles.

The HORNET is anchored at port. Conan can just barely make out Artus negotiating with a pair of brothel girls.

59 EXT. SHAHPUR OUTPOST - OUTSKIRTS - DAY

59

Far enough away from the outpost. Conan measures out a length of rope. What exactly he's working on, it's not clear, but it involves some straining and some heavy lifting. The elephant helps him roll a GREAT BOULDER into place.

Conan steps back, pleased with his work. The boulder's been placed into the throwing arm of a REPAIRED SIEGE CATAPULT.

Conan judges the angle, rotates the catapult slightly.

Tamara watches, confused, as Conan CHISELS into the side of the boulder.

60 EXT. SHAHPUR OUTPOST - DAY

60

A SLAVEBOSS supervises the unloading of FIREPOWDER BARRELS from a wagon. A CLUELESS SLAVE loses his grip, several barrels crash out of the wagon.

The slave inspects the barrels for damage, a lit torch held WAY TOO CLOSE to the explosive barrels. As the flames lick the explosives...

The Slaveboss SNATCHES the torch from his hand, drops the slave with a right hook.

SLAVEBOSS

You want us all to go up in smoke,
fool?

SMASH! THE OUTPOST WALL EXPLODES INWARD, the Slaveboss disappearing under stones, debris, and Conan's LAUNCHED BOULDER.

Conan watches from afar. Better than he expected.

60 CONTINUED:

60

MOMENTS LATER, Khalar Singh looks over the new hole in his outpost wall. The Slaveboss' legs stick out from under the boulder like little wicked witch feet.

Marique looks over the boulder. She spots the CRUDE CHISELED WRITING.

KHALAR SINGH

What does it say?

MARIQUE

The girl for reward...

61 EXT. VILLAYET COAST - OUTSKIRTS - DAY

61

Conan returns from the nearby hills. Tamara is stashed behind abandoned siege equipment, bound and gagged. Conan cuts her free, removes her gag.

TAMARA

BASTARD. I could have been devoured by wolves.

Conan leaps up, scans the horizon.

CONAN

You saw wolves? All I could find was a rabbit.

He hands her a skinned rabbit. She stares at it, horrified.

TAMARA

It's not cooked.

CONAN

Fire draws attention.

Incredulous, she tosses the rabbit back at him.

TAMARA

Are you really going to hand me over to that madman?

Holding her glare, Conan bites into the raw rabbit flesh.

TAMARA (CONT'D)

Have you yet figured out that you and I want the same thing? This madman has captured my master. I want him dead as much as you do.

CONAN
No. You don't.

TAMARA
But certainly you could use help?
It would be better than your
current plan, which as far as I can
tell, isn't much of a plan at all.

Tamara notices that Conan has left his sword by the fire.

TAMARA (CONT'D)
Are you just going to walk in,
perhaps burst through the walls
with your thick skull?

CONAN
I took care of the walls.

TAMARA
...and after you kill him, what
then, walk out?

CONAN
I have friends in the port. And it
doesn't matter what happens after.
As long as he dies by my hand.

TAMARA
So you'd give your life, even mine,
for revenge?

Conan turns back to his meal. Tamara grab his blade. Conan
doesn't seem to care, eating his rabbit.

CONAN
Sit down.

TAMARA
I won't take orders from you. You
bound me, dragged me across this
desert, used me as bait...

CONAN
You no longer believe me your
protector?

TAMARA
Clearly my oracle is not infallible.
You were right. You're no protector.

Conan doesn't argue with that, rabbit gore all over his chin.
Tamara lowers the blade from his face down to his groin.

61 CONTINUED:

TAMARA (CONT'D)

We share a common goal, Cimmerian.
But I swear upon my people if you
try and bind my hands again, I'll
cut you so you never bed another
woman.

Conan finally rises, tosses aside the rabbit carcass, pulls out a CURVED SKINNING KNIFE. Tamara takes a big step back, but she doesn't lower the blade, holding it firm.

Conan steps toward Tamara with the knife.

CUT TO:

62 EXT. SHAHPUR OUTPOST - OUTSKIRTS - DAY 62

Conan rides atop his elephant, approaching the outpost. Tamara rides with him, bound, gagged, and veiled.

FROM ATOP THE OUTPOST WALL, Singh and Marique watch...

MARIQUE

(surprised)

He's just a common hill ape...

But Singh's not so sure. He gestures to his men. They lift open the gate to the outpost.

63 EXT. SHAHPUR OUTPOST - COURTYARD - DAY 63

Conan rides into the protected courtyard, half military barracks, half storehouse. He scans the parapets, notes every soldier, gaze finally falling upon Singh.

The warlord stands atop an elevated loading ramp, statuesque; the way the sun reflects off his gilded armor, he almost seems to glow.

KHALAR SINGH

You are bold, barbarian. Your
reward...

Singh tosses a CANVAS BAG down into the courtyard, GOLD COINS spilling across the sand.

CONAN

I don't want your gold.

A long moment. Singh studies Conan. Finally,

KHALAR SINGH
What shall be your reward then?

CONAN
A fight.

Hushed MURMURS from Singh's soldiers. Marique's the first to recognize Conan.

CONAN (CONT'D)
I want the fight you denied my father. That will be my reward.

KHALAR SINGH
Cimmerian...
(remembering)
You've come here to die, then? Do you not see the army I've amassed. These men-

CONAN
These men are dogs. And this is no army.

Let that resonate. Singh studies Conan. Finally,

KHALAR SINGH
Kill him.

THE EARTH AROUND CONAN EXPLODES as 3 STYGIAN SAND WARRIORS burst from the sand, their bodies covered in branded glyphs and tattoos, armed with bladed gauntlets and gladiator-gear.

Conan's elephant rears back, startled, throwing Conan and Tamara to the ground. Conan leaps to his feet, weapon raised.

The Stygians close in, diving through the sand as if it were simply water. They burst up from behind Conan, a blurred string of lightning fast attacks, Shaolin meets parkour. It's like watching a bear assault by hyenas.

KHALAR SINGH (CONT'D)
Recover the girl.

Marique and a pack of SOLDIERS drop into the courtyard, moving to recover Tamara, still bound and hooded.

One of the Stygians launches a bladed boomerang (**SKYHOOK**). Conan dives out of the way. Another Stygian catches the hook with his gauntlet, quick to send it spinning back toward Conan, cutting open his side.

63 CONTINUED:

The Stygians toss the skyhook back and forth, trapping Conan in the center, like some murderous circus act.

Marique snatches up Tamara, carrying her along a ramp leading up the parapet walls. Singh grabs Tamara, pulls away her veil.

IT'S NOT TAMARA, IT'S REMO, bound and dressed in Tamara's robe, near death.

KHALAR SINGH (CONT'D)
Where. Is. She?

Poor crippled Remo. He can't even stand up. Singh beheads him.

CUT TO:

64 EXT. SHAHPUR OUTPOST - LOADING - DAY 64

As SOLDIERS rush toward the courtyard, no one pays attention to the SCOUT slipping along the outpost wall.

Tamara, disguised in Remo's armor, moves like a serpent in the grass, heading deeper into the outpost.

65 EXT. SHAHPUR OUTPOST - COURTYARD - DAY - **INTERCUT** 65

KHALAR SINGH
WE TAKE THE BARBARIAN ALIVE.

Conan's got no time to deal with these circus freaks. He rips off a plank of wood from the loading ramp. As the skyhook flies at him he swings out the plank, CATCHING THE SKYHOOK, jagged tip piercing deep through the wooden plank.

And he hurls the entire plank, end over end, SPLITTING THE CLOSEST STYGIAN'S FACE with the makeshift axe. The Stygian doesn't bleed, instead seeming to fall apart, returning to mud and raw earth.

66 INT. SHAHPUR OUTPOST - JAIL - DAY 66

The GUARDS here have abandoned their post, distracted by the battle in the courtyard. Tamara's able to slip inside unseen.

A half dozen iron cells sit filled with prisoners. Amongst them, Tamara's tribeswomen, clinging to their shredded and soiled white robes.

TRIBESWOMAN

Tamara.

TAMARA

Be still. What have they done to you?

The woman's leg has been AMPUTATED AT THE KNEE. Tamara struggles with the iron cages, searching for a key. There's nothing.

TRIBESWOMAN

The warlord took our sacred one. I fear they've-

TAMARA

Where? Where did they take her?

The woman indicates further into the outpost.

TAMARA (CONT'D)

I'll come back for you. All of you. I give my word.

Conan tosses a Stygian off his back at the parapet wall. The warrior flips in mid-air, rebounding right at Conan.

SKKKTCH! This time, Conan catches him with his broadsword. He scans the courtyard for Singh. Singh is gone.

He spins around to see a cloaked figure approaching. Conan raises his blade, pausing when he realizes,

It's Corin.

The world seems to slow, a numbing SILENCE as he locks eyes with his father.

CORIN

You let me die, son. You let me die...

Conan backs away, a mix of confusion and horror, nearly hypnotized until Corin UNSHEATHES his greatsword.

The sound of the weapon drawn snaps Conan back to reality like an adrenaline shot. He slashes out at his father.

CONAN

My father is dead.

Corin struggles to defend against Conan's strikes. With each blow, the illusion falls apart, until it's not Corin holding the greatsword...

CONAN (CONT'D)

And that sword is not yours, witch.

It's Marique. She's obviously well trained, but without her trickery she's no match for Conan.

CONAN (CONT'D)

That sword... is not... YOURS.

KHALAR SINGH PARRIES CONAN'S ATTACK. He collars his daughter, flings her away from Conan. Marique stumbles into a firepot, spilling hot coals, not hurt, just humiliated.

KHALAR SINGH

You want your fight, Cimmerian. You may have it...

CONAN AND SINGH DO BATTLE. Conan unleashes all his rage, furious strike after furious strike. But for all his strength, Singh is too fast, too skilled, too tempered. He sidesteps every attack, slashing through the meat of Conan's thigh.

And Conan just grows reckless, launching clumsy blow after blow. It's just like when he fought his father above the frozen river. Straight up sloppy.

Singh takes advantage, pushing Conan back. With nowhere to go, Conan is forced up a loading ramp, up along a stack of WOODEN BARRELS, loot being loaded into the harbor below.

Tamara sneaks inside. She carries the curved skinning knife, the very same we saw Conan use. Tamara spots a body in the bed. A naked female, face obscured by a silk sheet.

TAMARA

Ilira...

Tamara approaches, takes in the bruises on the girls arms and thighs. She slowly pulls the sheet free.

It's not Ilira. A different girl from Tamara's tribe, beaten and raped. Tamara backs away, uncomfortable.

68 CONTINUED:

Her eyes drift to Singh's desk. Amongst a smattering of eldritch oddities, she spies a collection of scrolls, arcane diagrams, instructions for rituals regarding the joining of the ACHERONIAN MASK.

And beneath it all, the ANCIENT LEATHER MAP.

69 EXT. SHAHPUR OUTPOST - COURTYARD - DAY 69

Singh dodges a clumsy blow, delivers a BRUTAL KICK to Conan's chest, knocking him back onto the stack of barrels.

Singh leaps onto the barrels, looming over Conan, weapon ready for the kill.

KHALAR SINGH
Where is the girl?

Cherin, watching from the parapet, waits intently for the killing blow. She fails to notice Tamara sneaking up behind her. Tamara grabs an arrow from Cherin's quiver.

Cherin spins around just in time for-

TAMARA JAMS THE ARROW INTO CHERIN'S ONE EYE. She pulls it out, taking the eyeball out with it.

As Tamara stares at the eyeball, a mix of revulsion and pride, she spots the AFFIXED POWDERBAG on the shaft.

Singh, looming over Conan, spots Tamara standing over Cherin. He locks eyes with her, confused by her garb, realizing who she is...

The distraction is all Conan needs. He SEVERES THE BINDING ROPE, freeing the barrels. They spill apart in both directions, sending both Conan and Singh tumbling to the ground, separated now by the barrels.

Tamara grabs Cherin's quiver. She snatches a handful of arrows, lights the tips on a nearby firepot, stuffing them back in the quiver upside down, creating some kind of medieval mortar. And as the arrows burn...

The arrows EXPLODE from the quiver, burning shards of wood spraying across the outpost. Conan ducks for cover. The burning shards pierce the wooden barrels...

CONAN
Cro-

69 CONTINUED:

KABOOM! The BARRELS DETONATE, a concussive wave knocking Singh and his men across the outpost like ragdolls.

Tamara rushes to Conan's side, pulling him to his feet. She struggles to grab one of the frightened horses.

Additional soldiers rush the courtyard. Conan pulls Tamara toward the ruined outpost wall.

Singh rises to his feet, covered in soot and blood, the RINGING IN HIS EARS drowning out his own enraged screams. A wall of fire keeps him from the escaping Conan and Tamara.

Conan and Tamara leap through the broken wall, FROM THE OUTPOST OUT INTO OPEN AIR, plummeting down toward the harbor below.

70 EXT. VILLAYET COAST - SHAHPUR OUTPOST - MOMENTS LATER 70

Singh, ears still ringing, scans the port below. He can just make out the Conan and Tamara, escaping onto the Hornet. Marique approaches.

KHALAR SINGH

She doesn't know...

MARIQUE

The ship was small. We'll catch her on the sea.

KHALAR SINGH

No, let Ukafa and his men track them. We return to Khor Kalba.

Khor Kalba?

KHALAR SINGH (CONT'D)

The girl came to rescue her queen. She knows not who she is.

(Marique understands)

And so we return to Khor Kalba, where you will unleash such cruelty upon these girls. Let all know what we do...

Marique smiles daggers.

KHALAR SINGH (CONT'D)

And let the sacred one come to us.

71 INT. HORNET - BELOW DECK - DAY

71

Conan lies unconscious, splayed across a bed of straw. Tamara silently dresses his wounds; arrow puncture in his back, broken ribs, lacerated abdomen. God, he's a mess.

She examines his hands, the ten year old burns from gripping that red hot chain, like a ghost emblazoned into his skin. As she touches his palms,

CONAN GRABS HER. He opens his eyes, studies his surroundings, slowly releases her as he realizes he's on the Hornet.

TAMARA

I was shocked to learn there's a group of people who can tolerate you.

(a moment)

How much do you remember?

Too much. Conan examines the fresh bandages.

TAMARA (CONT'D)

If I hadn't dragged you out of there-

CONAN

I didn't ask you to. You should have stuck to the plan, found your girl and left.

TAMARA

You seemed to need my help more than she. He would have killed you. You could barely stand when we-

CONAN

CROM, WOMAN. Must you chatter endlessly.

Tamara leaps to her feet, gets right in his face, grabbing hold of him by his bandaged side, no longer afraid of him.

TAMARA

CALL ME WOMAN AGAIN, BRUTE.

And she means it. Neither of them back down, eyes locked, close enough to kiss.

TAMARA (CONT'D)

(calming)

All I mean to say is you were a fool to rush in like that.

71 CONTINUED:

CONAN
You sound like my father.

TAMARA
Then your father is wise.

CONAN
My father is dead.
(and maybe)
That's all he'll ever be.

72 EXT. HORNET - MAIN DECK - DAY

72

Conan climbs on deck. He looks out to shore, a faint sliver on the horizon.

ARTUS
That's not just the stink of just
any man. That's got to be Conan the
barb-

Conan silences him with a look.

CONAN
I had him, Artus. I had him. But...

ARTUS
But the gods are unkind and cruel.

CONAN
Blast the gods. It was I who
failed.

ARTUS
My friend, this melancholy, I fear
no amount of wine, women, or song
could cure it.

Artus hands him a flask of mead.

ARTUS (CONT'D)
But I couldn't forgive myself if I
didn't at least try.

CUT TO:

73 INT. HORNET - GALLEY - DAY

73

The air is thick with pipeweed, tables and floors wet with brew. Pirates drink in tribute to Conan.

73 CONTINUED:

Conan drains his stein, nearly shatters it, and the table, as he slams it back down.

ARTUS

May our sails be filled with wind,
our pockets filled with coin, and
may our women be filled with...

(wait for it)

May our women be FILLED WITH US.

Steins crash against into steins, ale spills. Everyone's drunk except Conan.

Conan stews, immune to the effects of the alcohol.

74 EXT. HORNET - BOW - NIGHT

74

The ship sails like a ghost over black water. We'll glimpse the Hornet's FIGUREHEAD, a valkyrie wielding a gigantic lance. Conan exits the hold, mead in one hand, lit pipe in the other. He spots Tamara looking out over the horizon.

TAMARA

You're smoking? You were near death
this morning.

CONAN

What better reason to smoke?

He looks her over. She no longer looks like a desert refugee. She's cleaned herself up, balm applied to her burns, hair braided, blood-stained clothing traded for tight-fitting pirate-wear.

CONAN (CONT'D)

The men will drop you at the port
of your choosing. Kordava, if you
still ride for Aquilonia.

TAMARA

Then I am no longer your hostage?

CONAN

You would have died in that desert
if not for me.

TAMARA

Funny how ropeburn and the taste of
a gag ruin ones gratitude.

74 CONTINUED:

Tamara takes the pipe from him, smokes deep. She does an expert french inhale. Conan need not say anything, he's impressed.

TAMARA (CONT'D)

I meant what I said before, Conan.
We share the same goal. You seek
Singh for vengeance. I seek him to
save my people.

CONAN

Since I have no more people,
Revenge is all that's left.

Let this resonate. They silently share from the pipe, looking out over the black water.

CONAN (CONT'D)

It matters not. Singh will take
your people and vanish like he has
countless times before.

TAMARA

No. Not this time.

A long moment, Tamara holds Conan's gaze as we

CUT TO:

75 INT. HORNET - BELOW DECK - NIGHT

75

Tamara and Conan study the ANCIENT LEATHER MAP Tamara swiped from Singh's chambers. The map is near impossible to read, covered with cryptic annotation.

TAMARA

This is a map of Python, a city
thought lost forever. Singh has
found the ancient city under Khor
Kalba.

CONAN

These names mean nothing to me.

TAMARA

What do you know of Acheron?

CONAN

Ghost stories.

75 CONTINUED:

TAMARA

(no)

Acheron was once the most powerful empire in Hyboria. But the souls of men do not come cheap, and great power comes with an even greater-

CONAN

By Crom, speak plain. That wasn't my first [drink/stein/bowl/bottle].

TAMARA

Blood sacrifice...

As Tamara continues we PUSH IN ON THE MAP, into the ancient leather, the stained scroll inked in cryptic scrawl, obscured by the wisps of pipeweed...

DISSOLVE TO:

76 EXT. ANCIENT CITY OF PYTHON - NIGHT 76

First city of the Acheronian empire, a cancer carved from bruised-colored rock, a network of pyramids and obelisks. Think Tenochtitlan meets Sodom or Gomorrah.

TAMARA (V.O.)

As a child I dreamt of it often, visions of my ancestors sacrificed to their disfigured gods.

77 EXT. PYTHON - SLAVE PITS - NIGHT 77

Less a history lesson and more a VISION, the cryptic dreams Tamara had as a child, an impressionistic nightmare as we FALL PAST SLAVE PITS,...

Dragged across raw earth under the looming statues of BLASPHEMOUS DISFIGURED GODS.

TAMARA (V.O.)

One girl, every generation. Her blood would fuel their dark magic.

78 INT. XALTOTUN'S PALACE - NIGHT 78

XALTOTUN, HIGH PRIEST OF ACHERON, stands surrounded by soiled flesh, nude men and women painted and prepped for sacrifice.

TAMARA (V.O.)

Their high priest, Xaltotun, was said to wield a mask he stole from the gods.

A YOUNG GIRL is strapped to a cruel VITRUVIAN WHEEL, held above a sacrificial well, part of a nightmarish Acheronian altar. Alongside the altar, the bodies of slain ACHERONIAN SOLDIERS lie spread out in formation.

Xaltotun stands before the girl. He wears the same deathmask we've seen Singh wear, only this mask now seems ALIVE, the barbs and tentacles pulsing and writhing.

TAMARA (V.O.)

With his mask, Xaltotun was master over life and death...

The Young Girl is cut, the wheel rotating so that she bleeds directly down into the black well. As the wheel rotates, we'll see that the girl looks very much like Tamara.

Xaltotun's acolytes chant. A dark energy builds within the well, rising up like smoke, like liquid shadow.

AND THE SLAIN SOLDIERS BEGIN TO RISE.

TAMARA (V.O.)

He enslaved the civilized world. All but the barbarian tribes...

The BARBARIAN TRIBES assault the slave pits. These are not Cimmerians, but rather their ancestors, painted warriors clad in the armor of great beasts, led by a BARBARIAN SHAMAN.

IN XALTOTUN'S PALACE, the Shaman fights his way atop a mountain of fallen Acheronian Soldiers.

SMASH! The Shaman SPLINTERS the mask, The resulting shockwave OBLITERATES Xaltotun and his army.

TAMARA (V.O.)

The relic was too powerful for any one man to control, so the shaman split it amongst his tribe, ordering his people to spread to the far corners of the land. These men settled, giving rise to the nations of Argos, of Turan and Stygia.

79 CONTINUED:

As Tamara recounts the tale, we'll see glimpses of these civilizations, ancient sketches of Argos, Zingara, Kush, Stygia...

80 INT. HORNET - BELOW DECK - NIGHT

80

TAMARA

And Cimmeria...

(a moment before)

Singh has assembled the mask. If he can unlock the power within he will...

She looks over at Conan. His eyes are closed.

TAMARA (CONT'D)

Are you sleeping?

Conan opens one eye. Maybe.

CONAN

Your fairy tales are riveting, woman, but I've no stomach for mysticism. Can you interpret this map or not? Can you show me the way to Singh?

TAMARA

Not as your hostage, nor your slave. If I lead you to Singh, I am your ally...

81 INT. DUNGEON - THE PIT - NIGHT

81

Resembling an indoor amphitheater, a multi-level arena, walls lined with cages. In the center, An ominous wrought-iron grill has been laid over a pool of murky water.

Akhoun enters, wrapped in chains. Behind him, Marique follows. The girls recoil as Marique runs her calcified blades along the bars of the cages. They kneel, whispering hushed prayers.

Marique bends down beside one of the girls.

MARIQUE

Who do you pray to, girl?

The girl prays faster, hiding her face from Marique.

81 CONTINUED:

MARIQUE (CONT'D)

Pray to me. Pray that I save you...

Marique nods and Akhoun latches a hook to the girl's cage. Using a pulley and his enormous weight, he lifts up the girls cage, swings it over to the center of the chamber.

Now directly above the pool. Now we see there's a gap in the metal grill, just large enough to lower the cage down into the water.

The girl prays faster now. Louder. The other girls watch, terrified.

PRAYING GIRL

They will learn what you do here,
witch.

MARIQUE

Yes. They will...

Akhoun slowly lowers the cage down toward the water.

Below, something stirs in the murky depths. Something serpentine. Something ENORMOUS.

Only the praying girl gets a real look at it. Whatever she sees, it causes her to SCREAM.

82 INT. HORNET - BELOW DECK - NIGHT

82

Tamara's passed out, too much pipeweed. Conan tries to sleep.

THUMP! Something hits the hull of the ship. Not hard enough to worry Conan, just-

THUMP! Just hard enough to irritate.

83 EXT. HORNET - BOW - NIGHT

83

Conan climbs up top. Several PIRATES have gathered, a distant RED GLARE lights up the horizon.

FIRE AND BLACK SMOKE, all that remains of a distant RUINED SHIP. Conan peers over the ledge.

THUMP! That's the sound BLOATED CORPSES slamming into the hornet as it makes it's way through the debris-laden sea.

ARTUS

CONAN.

83 CONTINUED:

CONAN MOVES TO THE STERN, where ARTUS and the CAPTAIN, a grizzled man with a face like treebark, gaze out into the smoke.

Suddenly AN ORANGE GLOW appears in the haze. A DOZEN FLICKERING LIGHTS raising up, arcing toward them.

CONAN
ARROWS.

Artus dives behind a mast, barely able to block frame. Conan grabs the closest thing he can, a keg of mead. *THUNK! THUNK! THUNK!* blocking the FLAMING ARROWS.

Conan rises, looking through the smoke...

ARTUS
Conan, how big is she?

CONAN
Crom...

ARTUS
I was afraid you'd say that.

83A EXT. HORNET POV - NIGHT 83A

The BLACK WARSHIP emerges from the smoke, and yeah, it's ENORMOUS, seemingly devouring the sea around it.

83B EXT. HORNET - MAIN DECK - NIGHT 83B

PIRATE CAPTAIN
FULL SAIL, we'll lose her in the smoke.

ARTUS
(to Conan, worried)
We can't outrun a ship that size.

Indeed, the warship is manned by LEGIONS OF ROWERS, it's black sails easily three times the size of the hornet.

84 INT. HORNET - BELOW DECK - NIGHT 84

Tamara hears the commotion above. She grabs her blade, heading up top when-

UKAFA GRABS HER, easily disarms her. She manages half a shout before Ukafa covers her mouth, dragging her through the claustrophobic corridors.

UKAFA

Be still, girl. You know I will not harm you.

Tamara's no match for the Kush warrior. He pulls her toward the rear of the ship.

CRASH! Conan SPLINTERS the wall behind Ukafa, fist right through wood, grabbing Ukafa from behind. Tamara breaks free as Conan shoulders his way through the broken wall.

UKAFA (CONT'D)

I remember you. I remember your eyes...

Ukafa tries to draw his weapon. Conan is faster, wrestling for control of the [WEAPON]. They both grip the weapon, two giants SMASHING each other into the walls of the hold.

Tamara moves for her lost blade, but the two wrestling giants knock her back into an adjoining closet. Conan slams the door shut.

TAMARA

WHAT ARE YOU DOING?

CONAN

PROTECTING YOU.

TAMARA

WHO'S GOING TO PROTECT YOU?

The warship is gaining on the hornet. Artus watches nervously as the Captain grabs the helm.

They're not going to make it...

Tamara watches from the confines of the closet and Conan and Ukafa fight. Their usual weapons too large for this tight space, they fight now with fists and shards of broken wood. Neither able to gain the advantage.

86 CONTINUED:

86

They tumble out of Tamara's view. She can't see anything, just the sound of fists slamming into muscled flesh and

PFFFTTT! A MASSIVE HARPOON PIERCES THE CLOSET DOOR, inches from Tamara's face.

The sounds of fighting cease. Just heavy breathing, plodding footsteps. The closet door is ripped open. Tamara screams.

CONAN

You'd prefer him?

Tamara spots Ukafa... *IMPALED BY THE SIEGE HARPOON.* It's been shot through length of the ship.

TRACK THE HARPOON, along the length of chain as it runs through the splintered deck, up top to where it strings *RIGHT THROUGH THE CHEST OF THE CAPTAIN.* He's pinned right to the ship's wheel.

87 EXT. HORNET - BOW - NIGHT

87

Conan and Tamara race up top. They spot the dead captain, Artus trying to pry him off the helm. All the pirates, even Artus, look to Conan for instructions.

CONAN

No way we can outrun a ship that size?

Artus shakes his head. Conan looks to Artus, *it's your call.*

ARTUS

Let's show 'em why we call this the hornet.

That's exactly what Conan wanted to hear.

CONAN

A MAN ON EVERY OAR, STARBOARD SIDE.

OARS HIT WATER, pirates rigs the sails, tacking and turning the ship with speed and efficiency.

88 EXT. THE BLACK WARSHIP - NIGHT

88

ATOP THE BLACK WARSHIP, the *CORSAIR CAPTAIN* watches as the Hornet starts to turn...

CORSAIR CAPTAIN

What are they doing?

89 EXT. HORNET - MAIN DECK - NIGHT 89

BACK ON THE HORNET, INTERCUT AS NECESSARY,

CONAN
Is the stinger ready?

ARTUS
Aye, Conan.

CONAN
Drop Anchor.

ARTUS
DROP ANCHOR.

90 EXT. UNDERWATER - NIGHT 90

SPLASH! THE ANCHOR DROPS THROUGH DARK WATER, catching amongst ruins and sunken statues, the flooded remains of an ancient Atlantean civilization.

91 EXT. HORNET - MAIN DECK - NIGHT 91

ON DECK, Everything and everyone ROLLS forward as the ship suddenly slows. Tamara stumbles right into Conan.

TAMARA
What are you doing?

CONAN
Sending their man back home...

BELOW DECK, Under Artus' command, Pirates work a CRANK, grinding a system of hidden gears, manipulating the Hornet's figurehead...

92 EXT. HORNET - STERN - NIGHT 92

Where Ukafa, still alive, has been bound to the Valkyrie's lance. As the gears roll, the lance extends out toward the approaching warship.

93 EXT. HORNET - MAIN DECK - NIGHT 93

UP TOP,

CONAN
Go below deck.

93 CONTINUED:

93

TAMARA

Have I not proven myself to you?

Conan grabs an ENORMOUS BATTLEAXE, hands it to Tamara.

CONAN

Prove yourself again.

Tamara struggles under the weight of the weapon.

94 EXT. HORNET - STERN - NIGHT

94

WITH UKAFA, like some gruesome effigy bound to the figurehead. He opens his eyes. The last thing he sees is the warship heading right toward him.

UKAFA

CIMMERIAN!

WHAM! The warship slams into the hornet, obliterating Ukafa, the figurehead piercing into the warship's hull.

95 EXT. BLACK WARSHIP - NIGHT

95

ABOARD THE WARSHIP,

The Corsair Captain stares down at the pitiful hornet. The lance may have pierced the hull, but the damage is hardly substantial.

CORSAIR CAPTAIN

PREPARE TO BOARD.

A CORSAIR RAIDING PARTY, preps to board.

96 EXT. HORNET - MAIN DECK - NIGHT

96

The Corsairs descend upon the Hornet. To their surprise,

CORSAIR

It's empty...

Not a crew member on deck. The captain scans the ship, suspicious.

BELOW DECK, the Pirates keep at the crank. As they grind the gears the valkyrie's lance BEGINS TO TWIST AND EXPAND. It's not just a simple figurehead. The prongs split and open like a vise.

97

EXT. BLACK WARSHIP - BOW - NIGHT

97

ABOARD THE WARSHIP, sea water floods into the hold.

The Corsairs, spin around, watching as a a PARADE OF RATS pour from their ship, escaping the inevitable flood.

They rush to bow and watch as the entire side of their warship CRACKS, wood splintering as the figurehead tears a GAPING HOLE into the warship. Ocean water POURS INSIDE.

The entire ship buckles. Corsairs watch in horror as the warship cants at an obscene angle. And from behind...

CONAN

NOW.

THE PIRATES ASSAULT THE CORSAIRS, leaping out from trapdoors, dropping down from masts. Handaxes and sharpened blades from every direction. In seconds, it's all out war.

CORSAIR CAPTAIN

FIND THE GIRL.

The Captain moves for the galley when an enormous AXE catches square in the belly.

TAMARA

You found me.

And she boots him right off the ship.

Tamara fights alongside Conan and the pirates, dropping the axe for Remo's elegant blade. Her martial arts training has made her quite the proficient warrior, parrying and dodging, spinning to cut down a Corsair when-

It's Conan.

TAMARA (CONT'D)

I nearly killed you.

CONAN

I'm getting used to it.

ARTUS swings on a jib, kicking a pair of corsairs off the ship. He drives his blade through a corsair up to the hilt, spinning, using the impaled corsair like a human shield.

ARTUS

CONAN.

97 CONTINUED:

97

Conan turns to see Artus trying to impale a second Corsair on the blade.

99 EXT. BLACK WARSHIP - NIGHT

99

KEEERRRRRRRACCCCK! The flooded warship can't bear it's own weight, ripping clean in half.

100 EXT. HORNET - MAIN DECK - NIGHT

100

The battle is over. Conan helps the surviving pirates clear the dead. Tamara watches him.

ARTUS

You're now an honorary member of the Hornet.

Artus hands Tamara an aleskin. She gulps it down, brew running down her chin, mixing with dried blood. She doesn't mind. The girl's been baptized in battle.

TAMARA

(re: Conan)

You've known him long?

ARTUS

I'd like to say I know the man. He's a stranger in every land he trods. He doesn't speak of his loss, but I can see the weight he bears.

Watching Conan as he heaves the last of the bodies overboard.

ARTUS (CONT'D)

They say he was born on the battlefield. Most men's first taste is of a mother's milk. For Conan, they say he first tasted her blood.

TAMARA

Never have I seen such savagery in a man. But he's no savage.

Tamara watches Conan help the wounded pirates. She watches him as if for the first time...

ARTUS

Sometimes I wonder, this quest for vengeance...

100 CONTINUED:

TAMARA
It's no way to live, is it?

ARTUS
No, lass, I don't believe it is.

Finished, Conan heads back to Tamara and Artus.

ARTUS (CONT'D)
That was one ship. And we were
lucky. There will be more. What
next?

CONAN
That's for the captain to decide.

Conan hands Artus the Captain's hat. Artus spots the dead
pirate captain, still propped to the helm by the siege
harpoon.

ARTUS
I'll need a new wheel.

Artus studies the coast.

ARTUS (CONT'D)
I could get you closer, another
half day along the coast.

CONAN
Singh will have eyes in every port.
If you could head East, you'd draw
off our pursuers?

ARTUS
And you?

CONAN
We swim.

Tamara looks into the water, littered with debris and bodies.
She sighs, takes a long swig from her aleskin.

ARTUS
May you find what you seek, Conan.

Conan shares a warrior's handshake with Artus. The same grasp
he once shared with his father.

DISSOLVE TO:

101 EXT. VILLAYET COASTLINE - DAWN

101

Conan and Tamara paddle through the icy water atop a makeshift raft of driftwood and barrels. Ahead, the fog parts revealing the fallen remains of an ANCIENT COLOSSUS STATUE, body splayed and broken along the shoreline.

They reach land, striding up the shore. Tamara pauses, catching her reflection in a pool of water. She's changed quite a bit since she last gazed her reflection in her monastery's reflecting pool.

CONAN

Which way?

TAMARA

There are many paths to Khor Kalba.
(a long moment)
Only one matters.

Conan just stares, *and that would be...*

TAMARA (CONT'D)

The path that leads from your head
to your heart.

CONAN

(snorting)
You speak in riddles, just like my
father. Why can't you just say what
it is you want?

A moment, Tamara locks eyes with Conan and we

SMASH TO:

102 INT. VILLAYET COASTLINE - COLOSSUS HEAD - DAY

102

COITAL BLISS. Conan's broad form looms over Tamara. He lifts her into his arms, shows surprisingly tenderness as he pulls her naked body against his.

They quicken. Tamara pulls him into her, a delicate whimper, a mix of pleasure and pain, finally crying out in ecstasy.

LATER, Tamara lies in Conan's arms by a small fire, their limbs intertwined. She gently touches the notched scars cut into his arm. There are 4 of them now...

TAMARA

Before I met you, I'd never killed
a man.

102 CONTINUED:

CONAN

How have you found the experience?

TAMARA

Less significant than I had
thought. It's really a simple
thing, death.

She looks over his body, a canvas painted in scars.

TAMARA (CONT'D)

You told me before that you would
risk anything for your revenge. Is
that still true? Would you risk
anything?

A moment, Conan looks over her beautiful frame. He doesn't
answer.

103 EXT. WILDERNESS - VARIOUS - **TRAVELLING MONTAGE** 103

- Conan and Tamara TRAVEL west across Hyboria. No longer is
Tamara dragged behind Conan. They walk together, as equals.

- Broken earth fades to flatlands. As they near the coast,
cresting a mountain ridge...

104 EXT. KHOR KALBA - OUTSKIRTS - DAY 104

Conan and Tamara gaze down upon the city of Khor Kalba, a
city built upon an ancient city, ruins built over ruins over
water. Khor Kalba is a living excavation, lined with relics
of the past, idols and temples.

TAMARA

Even the ocean seeks to destroy
this place.

She's right. Khor Kalba is in the process of being consumed
by the ocean. Many of the ruins are flooded. Others stand
against the tide only with help from scaffolding and
primitive sandbags.

Amongst it all, Singh's fortress, a massive SPIRE stretching
from the ruins, appears impregnable.

TAMARA (CONT'D)

Which do you prefer, the haunted
skull or the haunted castle?

104 CONTINUED:

She's talking of the warped EARTHEN CAVE out on a peninsula, warped and deformed to resemble a skull. Conan huffs. This isn't going to be easy.

He looks down toward the gates of Khor Kalba, watching a group of SHEMISH TRADERS lead their caravan away from the city.

Conan looks over Tamara, eyes her bloodstained pirate armor.

CONAN

We'll need new clothes for you.
You'll draw attention like that.

TAMARA

And I'm certain you'll just blend
right in...

Conan's not listening, heading down toward the traders.

TAMARA (O.S.) (CONT'D)

(pre-lap)
I look like a whore...

105 EXT. KHOR KALBA - OUTSKIRTS - MOMENTS LATER

105

Conan and Tamara navigate the trail to Khor Kalba. Tamara's dressed like a SHEMISH HAREM GIRL, barely covered in silken drapings. Conan looks her over, pleased.

CONAN

What better disguise for a monk?

They navigate down toward Khor Kalba. Tamara picks at her costume, trying to cover her body in what amounts to little more than sheer silk.

CONAN (CONT'D)

Stop your fussing. Look natural.

Tamara sneers. She moves to Conan's side, fawning over him.

TAMARA

(mockery)
*Oh Conan. I exist to serve you.
Tell me your every desire.*
(breaking the act)
Is that natural enough?

Tamara doesn't wait for an answer, storming ahead. Only a moment before-

105 CONTINUED:

WHOOSH! A SNARE TRAP snags Tamara, whipping her upside down under the limb of a nearby tree. Conan draws his broadsword as a pack of THIEVES emerge.

THIEF

You'd best have gold on you,
Shemite.

CONAN

Perhaps you'd settle for steel?

Conan draws his broadsword.

ELA SHAN (O.S.)

Cimmerian?

Ela Shan pushes ahead, his prison garb replaced for the elaborate armor of a bandit king.

CONAN

You?

TAMARA

You know him?

ELA SHAN

You've fetched yourself one pretty
servant girl, my friend.

CONAN

Is it more than chance that our
paths cross again?

ELA SHAN

Chance? Ha. All that talk of buried
treasure had me running. I actually
expected you sooner, Northerner.
We've been here nigh a week waiting
to steal what we can.

TAMARA

Can you let me down please?

106 EXT. KHOR KALBA - FLOODED RUINS - NIGHT

106

Ela Shan and his thieves sneak Conan and Tamara down into the tunnels under Khor Kalba. Tamara freezes. Conan spots what she's looking at...

A DEAD GIRL hangs by her wrists from the main gates of Khor Kalba. She's been badly mangled, little remains to identify her save her WHITE ROBE.

107 INT. KHOR KALBA - HIDEOUT - NIGHT

107

Hidden beneath the myriad caves below Khor Kalba. Less Robin Hood and the Merry Men and more a refugee camp, a flinty collection of ROGUES, many missing fingers, some missing hands.

Ela Shan studies Tamara's map, examining the markings.

ELA SHAN

Yes, this is the map of the ancient city. Khor Kalba was right built right on top of this.

Ela Shan pours out a bowl of SEEDS over the map. Slowly, he starts to "excavate" them, revealing sections of the map, sections of the old city.

ELA SHAN (CONT'D)

They've excavated most of this. And this.

(fussing with the map)
Singh's fortress is here.

TAMARA

What about the skull cave?

Ela Shan grabs a candleholder made from a skull, dropping it on the map.

ELA SHAN

That's where they're digging now. The really good stuff. The soldiers are saying that's where they'll hold his coronation.

Conan and Tamara share a worried look.

CONAN

How can I get to him?

ELA SHAN

You'll never get in the fortress from above, not without an army.

TAMARA

We don't have an army.

ELA SHAN

But you have me.

Ela Shan pours water from his mug across the map.

ELA SHAN (CONT'D)

This whole section is flooded. It's where my men found access to the catacombs.

CONAN

So we can enter from below.

ELA SHAN

The catacombs are a nasty place, my friend. The warlord's daughter keeps something in there, something they call the dweller.

CONAN

The what?

ELA SHAN

It's the witch's security system. They keep it fed with prisoners.

To emphasize, Ela Shan grabs a handful of seeds and CHEWS.

SCARRED THIEF

Aye, we've heard screams coming for days now.

TAMARA

(alarmed)

Then we must go at once.

ELA SHAN

I can take you to the mouth of the catacombs, put you right below the fortress dungeons, but...

(careful)

Northerner, when you saved my life in Messantia, I feared I'd be unable to repay the debt. I find myself in a position to do so now. Forget this madness. Leave this place.

Tamara looks to Conan. He's not going to back down.

ELA SHAN (CONT'D)

Then promise me when you find Khalar Singh, you'll fetch me a souvenir.

The Thief lifts up his eyepatch, revealing the gouged hole.

107 CONTINUED:

ELA SHAN (CONT'D)
Something that fits me nicely.

108 INT. KHOR KALBA - FLOODED RUINS - NIGHT 108

Ela Shan leads Conan and Tamara down into murky water.

109 INT. UNDERWATER TUNNEL - NIGHT 109

UNDER WATER, it's near impossible to see anything. Ela Shan leads Conan and Tamara through the murk...

110 INT. KHOR KALBA - CATACOMBS - CONTINUOUS 110

Conan and Ela Shan surface in darkness, pitch black until Ela Shan ignites a STASHED TORCH. The torchlight dances shadows across walls made of stacked bone.

Tamara finally emerges, spitting up black water. Ela Shan and Conan turn to Tamara, a blend of humor and disgust.

TAMARA
What? What is it?

She's COVERED IN LEECHES, engorged critters clinging to her exposed flesh. She retches at the sight of them, pulls a fat one from her hair.

Ela Shan using his torch to scatter the creatures. Conan just watches, shaking his head.

TAMARA (CONT'D)
Foul...

ELA SHAN
If it were only leeches we had to worry about down here, my men would've looted this place long ago.

They continue onward, weapons ready, eyeing every shadow. A great RUMBLING PASSES, the sound of something ENORMOUS moving in the tunnels.

CONAN
I take it that's your dweller.

Ela Shan smiles. He burns away some phosphorescent moss with his torch, revealing an intricate series of HIEROGLYPHICS.

ELA SHAN
We're close.

TAMARA
I've seen this before.

ELA SHAN
(confused)
That's three thousand years old...

Tamara pauses, studies the hieroglyphs.

TAMARA
In my dreams of Acheron...

The markings are ancient, but we can just make out an image of a WOMAN ENCASED IN A RING ATOP AN ALTAR.

TAMARA (CONT'D)
(something like...)
It says that when the sacrifice was completed, he who wore the mask would never know death. It says-

CONAN
Does it say where Singh will be?

TAMARA
No, of course not.

CONAN
Then I don't care what it says.

And Conan trudges forward into the dark.

UP AHEAD, the corridor narrows, terminating in a drainage pipe.

ELA SHAN
Your way in...

Conan inspects the half-flooded pipe, a pitch black tunnel leading up into darkness, like crawling into the asshole of a corpse.

TAMARA
You expect us to climb into that?

ELA SHAN
I expect you to climb in. I have no desire to face what's on the other side.

110 CONTINUED:

CONAN
Thank you for your help.

ELA SHAN
(winking)
Remember, my friend, a souvenir.

111 INT. KHOR KALBA - CATACOMBS - DRAINAGE PIPE - NIGHT 111

Thick with the patina of shit and sludge and god-knows-what, barely wide enough for Conan to crawl. A pair of ALBINO RATS scurry ahead.

Tamara struggles to keep up with Conan, trying not to get kicked in the face.

112 INT. KHOR KALBA - CATACOMBS - CISTERN - NIGHT 112

Conan helps Tamara from the pipe, pulling her into a great circular cistern, laden with corpses, skeletons picked clean by rats.

Conan stops before one of the warriors. The Warrior wears a HORNED HELMET resembling that of his father's. With respect, Conan takes the helmet. It fits his head nicely.

As he dons the helmet, he fails to notice the SLITHERING behind him, something sliding under the black water.

Another RUMBLE. Conan spots a hole in the ceiling. He approaches cautious, sword drawn. And just as we expect something monstrous to burst from the hole.

A little leech plops down on Conan.

He crushes the slimy thing in his fist, tosses it aside.

AND A TENTACLE SNATCHES UP the discard leech.

Tamara freezes as the tentacle, easily as thick as Tamara's arm, more resembling an eel than an octopus, slithers along her thigh, up toward her butt-

WHAP! Conan SWATS the tentacle, hand landing flat on her ass. The tentacle disappears below the water.

TAMARA
Did you enjoy that?

112 CONTINUED:

CONAN

If that's the security system, I'll
need to have a talk with-

WHOOSH! Tamara is DRAGGED UNDER WATER, whipped down and away
in less than a second.

Conan takes a breath, DIVES AFTER HER.

113 EXT. UNDERWATER TUNNEL - NIGHT 113

UNDERWATER, Conan snatches Tamara's flailing arm, dragged
with her down through black water, losing all sense of
geography as they're plunged through darkness and out into-

114 INT. CATACOMBS - MURKY WELL - NIGHT 114

The tentacle, this one easily twice as fat as the last one,
drags Tamara and Conan through a connecting tunnel into a
submerged well, 12 feet in diameter.

Conan struggles to keep hold of Tamara, lashing out with his
blade, SEVERING the tentacle.

The severed tentacle SPASMS, bleeding black ink. Conan tries
to see through the clouded water. All he can make out are
more tentacles, attached to something ENORMOUS, something
rising up toward them.

CONAN

(nothing but bubbles)
Crom...

Conan grabs Tamara. They swim for the surface.

115 INT. DUNGEON - THE PIT - NIGHT 115

REACHING THE SURFACE, they're in some kind of flooded pit,
ten feet below an iron grid. Several chains and ropes hang
down. Tamara reaches for one of the hanging chains just as-

SPLASH! The severed tentacle surfaces, spewing black ink.
Conan pulls Tamara on his back as he climbs out of the well
up into...

116 INT. DUNGEON - THE PIT - CONTINUOUS

116

Conan and Tamara climb up out of THE PIT, right in the center of that awful amphitheater, surrounded on all sides by cages filled with Tamara's tribe.

And GUARDS. Easily a dozen PIT GUARDS.

Conan and Tamara watch as a WROUGHT-IRON CAGE is lowered to the grid, a TRIBESWOMAN WITH INFANT forced out onto the grid.

TAMARA

Nissa?

The mother doesn't even get a chance to respond, snagged from behind by an angry tentacle, ripped down through the grid, splashing Conan and Tamara with an awful GEYSER OF GORE.

And then they hear the LAUGHTER. It's AKHOUN, standing atop an elevated platform. His chains have been hooked into the master pulley system, making the corpulent Turanian a kind of macabre puppet master.

TAMARA (CONT'D)

YOU MONSTER.

AKHOUN

Monster? You wish to see a monster?

Akhoun pulls hard on one of the chains. The water level in the pit rises. And with it, so does THE DWELLER. For now, we'll see little of this Atlantean horror, just its ring of barbed teeth and UNDULATING TENTACLES. Like spurs used in a cockfight, some of the tentacles have been AFFIXED WITH CRUEL BARBS.

Tamara tries to move off the grid. A tentacle catches her leg, wrapping tight around her and the grid, pinning her in place.

Conan moves for Akhoun, broadsword raised. His pit guards intercept. But these men are used to fighting prisoners...

Conan deflects a lame attack, SKEWERING BOTH GUARDS IN ONE THRUST.

Akhoun uses a connecting chain to rise up to a higher platform above the pit.

Tamara digs her blade into the tentacle wrapped around her leg, sawing through dweller flesh, spilling out black ink.

Conan scans for a way up to Akhoun, dodging a tentacle swipe, CLEAVING an unfortunate pit guard's skull TO THE TEETH.

Tamara frees herself from the tentacle. She balances across the grid, now slick with gore and ink.

Marique storms into the arena. She immediately sees Tamara, caught in the middle of the flailing tentacles.

MARIQUE

(to Akhoun)

YOU FOOL. THE GIRL CAN'T BE HARMED.

Akhoun looks down at Tamara, slowly realizing...

MARIQUE (CONT'D)

GET HER OUT OF THERE.

Akhoun rushes to a set of chains, lowering the iron cage back down, his pit guards riding on the sides of it.

TAMARA

CONAN.

Conan spots Tamara forced into the cage by the guards. He rushes to protect her, quickly cut off by a swarm of writhing tentacles.

Conan slashes through one of the tentacles, spinning, not losing any momentum as he cleaves through another. The tentacle's momentum causes it to spin when severed, helicoptering across the pit,

DECAPITATING an approaching pit guard.

Akhoun frantically pulls Tamara up away from the dweller. Marique watches, relieved as-

SMASH! A stray tentacle nearly crushes her. She retreats down a connecting corridor.

WITH TAMARA, raised up toward Akhoun, the pit guards hanging from the side of the cage.

DWELLER POV, the silhouette's of the pit guards hanging from the cage.

SMASH! A tentacle slams into the cage, knocking it free from the pulley...

Akhoun watches in horror as entire cage drops down, slamming against the grid.

Then the cage rolls, Tamara trapped inside like a hamster in a wheel, rolling toward the center of the grid...

SPLASH! Tamara and the cage spill down through the center.

BELOW THE GRID, IN THE PIT, Tamara's cage acts like a sharkcage, protecting her from the LASHING TENTACLES.

But the cage is heavy, sinking into the murk, the water level rising around Tamara.

ON THE GRID, Conan's surrounded by pit guards, just able to make out Tamara sinking.

As the dweller lashes out, CONAN JAMS HIS BLADE INTO THE TENTACLE, using it like a handle, catapulting him away from the pit guards.

BELOW THE GRID, IN THE PIT, Conan dives down into the well, breaking the lock on Tamara's cage with his sword. She kicks the cage open. Conan reaches to pull her out when-

A TENTACLE WRAPS AROUND CONAN'S WAIST, dragging him underwater.

ABOVE, a poor guard gets snagged by two different tentacles, RIPPED CLEAN IN HALF.

Tamara looks up, spots Akhoun riding the pulley down toward her, the loose hook in hand.

THE ENTIRE WELL RUMBLES AS THE DWELLER SURFACES. Now we'll really see this beast, not a kraken or an octopus but more a nightmarish tentacled cancer, all slick orifices and undulating limbs, a living embodiment of the MASK OF ACHERON.

And CONAN IS RIDING IT, his broadsword PLUNGED INTO THE creature's CYCLOPEAN EYE. Conan's flung left and right, gripping his sword as the creature CONVULSES LIKE MAD.

Akhoun grabs for Tamara. She tries to fend him off, striking useless blows against his chain armor.

Conan dodges a barbed tentacle, grabbing hold of it.

CONAN LEAPS FROM THE EYE AT AKHOUN.

Akhoun raises up his hook...

SKKKTCH! Conan thrusts the barbed tentacle into the small of Akhoun's back. The Turanian goes limp.

116 CONTINUED:

Then Akhoun begins to TWITCH as the puppetmaster becomes a puppet, the barbed tentacle digging up through his organs, exiting just under his chin.

The dweller pulls Akhoun down toward it's ringed mouth. Conan tracks the pulley system, from Akhoun to the loose hook in his hand.

Conan grabs the hook with one hand, Tamara in the other. As the dweller sucks Akhoun down into the well, the pulley LAUNCHES Conan and Tamara out of the pit up to safety.

ABOVE THE GRID, as the remaining pit guards struggle to deal with the thrashing dweller, Conan and Tamara unlock the cages.

FREED PRISONERS work to free those who remain caged. The Pit Guards, quickly outnumbered, flee down connecting corridors.

Tamara looks over what remains of her tribe. They're soiled and starved, but not broken.

ILIRA (O.S.)

TAMARA.

Ilira rushes through a group of monks.

TAMARA

(shocked)

Ilira. I feared.. I feared you were...

Remembering her place, Tamara bows before Ilira. Ilira won't have any of that. She pulls Tamara into an embrace.

ILIRA

I knew you'd come. I can lead you out.

Ilira looks over Conan, a bit surprised by Tamara's travel companion.

TAMARA

This is Conan.

ILIRA

Just Conan?

CONAN

Just Conan.

A moment. Conan studies Ilira, suspicious.

116 CONTINUED:

CONAN (CONT'D)
Where is Singh?

117 INT. DUNGEONS - VARIOUS - NIGHT 117

Ilira leads Conan and Tamara through the lower levels of Khor Kalba. They pass by a DUNGEON FORGE where prisoners once toiled crafting weapons for Singh's army.

ILIRA
Just ahead.

Up ahead, through an archway...

118 INT. THRONE ROOM - NIGHT 118

The chamber is large, well adorned, punctuated by massive stone pillars. But the throne room is empty, no doors, no connecting corridors. It's a dead end.

CONAN
Where have you led us, woman?

Ilira looks around nervously. Conan grabs her, slams her into a pillar.

TAMARA
Conan, no.

CONAN
This isn't your sacred one. The warlord's daughter can steal faces.

Conan draws his broadsword, places the tip under Ilira's chin. He's so focused on Ilira, he doesn't notice Marique, sulking out from behind a pillar, dipping a Stygian nail into a flask of BLACK POISON.

CONAN (CONT'D)
Where is your father, witch?

Marique leaps from hiding, driving the poison-tipped nail into the back of his neck. Conan's vision WOBBLER, half electric shock, half agonizing drug-trip. Conan drops Ilira, turns on Marique.

MARIQUE
Where, indeed..?

Conan lunges at her, sword raised for an easy beheading.

But he stumbles, losing his balance. The room spins, blurs, almost seems to breathe...

TAMARA

Ilira, you said you'd...

ILIRA

Lead you to Singh. I did.

Khalar Singh enters the thrown room.

CONAN

Traitorous wench.

Conan lunges again but he's useless, grasping at empty air. Marique CACKLES as Conan stumbles across the cold stone.

TAMARA

What have you done? Why..?

ILIRA

Fassir lied to both of us, Tamara.

And Ilira need not say it. Tamara backs away, realizing...

TAMARA

No.

Trembling, the truth slowly dawns upon her.

ILIRA

Did you really not suspect?

TAMARA

No, Fassir must have... He must have had purpose.

ILIRA

Purpose? You mean his prophecy? And you really think your savior would be this dirty hillape?

Conan can only crawl now, the room blurring to darkness, the voices around him fading to whispers.

ILIRA (CONT'D)

Khalar Singh is the man from Fassir's dreams, Tamara. And when your sacred blood soaks the mask of Acheron, he will be king. And I will rule as his Queen.

Tamara just stares at Ilira.

118 CONTINUED:

118

And then she DECKS THE BITCH IN THE FACE.

Ilira goes down hard. Tamara leaps on top of her, hands wrapped around her throat. Singh nods to Marique, stop her. Marique doesn't budge, enjoying the spat.

119 INT. DUNGEON - FORGE - NIGHT

119

Conan slowly drifts awake. He's in the dungeon forge, retrofitted as Marique's personal torture chamber, strung up in a low-hanging arch, nude.

MARIQUE

Your ability to withstand pain is
incredible.

Marique approaches. Conan reaches to grab her, caught by the chains that bind him. His arms are shackled through iron rings built right into the archway, held taut by HOODED EXECUTIONERS.

Conan studies the chains. Should the executioners drop, large IRON WEIGHTS prevent the chain from being threaded through the rings.

MARIQUE (CONT'D)

The gods have given you rage unlike
any I've seen.

CONAN

The gods have given me nothing.

She traces her Stygian nails along his naked body, sensual, reaching down slowly, taking hold of his flaccid penis.

MARIQUE

Does my body disgust you? Could you
lust for me?

No.

MARIQUE (CONT'D)

I could be anyone for you...

As she touches him, her face changes, blurring. For just a moment it's not Marique stroking him, it's Tamara.

Tamara leans in close...

Closer...

CONAN LUNGES AT MARIQUE. She leaps back, the illusion breaking. The executioners rear back to hold Conan. Mortar crumbles from where the chains tug on the arch.

MARIQUE (CONT'D)

It's a shame. Your stock is strong.
Our child would be such perfection.
Instead, you will be my canvas,
painted in scars.

She drives a nail into his groin. Conan spasms from the pain.

Marique turns, moving past a VAT OF MOLTEN STEEL, toward a great fire where a beautiful greatsword has been set, its tip white hot.

It's Corin's greatsword.

CONAN

(newfound strength)

That sword is not yours, witch. You
haven't earned that blade.

MARIQUE

Have you? Was it not I who quenched
it's thirst with the blood of my
enemies.

Conan looks down at his hands, at the scars still branded into his flesh. He grips the chains that bind him. Almost a perfect fit.

MARIQUE (CONT'D)

I wish I could have stayed behind,
watched you when the fire had grown
too hot, and the chain too heavy,
when you had no choice but to let
go. I'd give anything to watch your
eyes at that moment, when you let
your father die.

Conan PULLS ON THE CHAINS AS HARD AS HE CAN. The executioners, caught off guard, lift off the ground, swinging toward Conan. Close enough for him to lash his forearm out, crushing an executioner's face.

Conan grabs the chain from him, using the iron counter weight like a ball and chain, CRUSHING the second executioner's skull.

He POUNCES at Marique. She dives back, narrowly avoiding Conan as the iron weights catch at the rings.

MARIQUE (CONT'D)

(awed, not afraid)

There is a demon in you, Cimmerian.

CONAN

If there's a demon in me, it was
you who placed it.

MARIQUE

GUARDS.

3 more EXECUTIONERS enter. Conan grabs the iron counter weight, LAUNCHES IT like a missile, dropping one of the guards into a firepot. The chamber fills with smoke. He grabs the chain, swings it out,

SLAMMING THE WEIGHT into the iron ring. The ring doesn't budge, but the entire stone, one of many in the archway, shifts.

Conan fends off the remaining guards with the other chain, swinging the iron ball AGAIN AND AGAIN against the archway stone, knocking it out of place... just one more strike.

The guards rush him. He rears back, PULLING WITH ALL HIS STRENGTH.

CRACK! Conan RIPS the loose stone from the archway. Without the stone, the rest of the arch CRUMBLES, a mess of brick and mortar spilling down, CRUSHING THE REMAINING GUARDS.

Conan collapses, gasping for breath. The air is thick with debris.

MARIQUE EMERGES FROM BEHIND CONAN. She digs her Stygian nails into his back, slashing for his throat.

Conan struggles to fight her off, but he can barely crawl, trying to reach a RED HOT POKER left from tending the forge fire.

Marique swats the poker away, denying Conan his weapon. She again moves for the jugular, nails thrust for blood.

Conan does the only thing he can, he TIPS THE ENTIRE VAT OF MOLTEN STEEL.

Marique's scream is drowned out by the molten metal, instantly disfigured and encased in a permanent scream.

Conan looks down over Marique. He takes his father's sword from her grasp. The blade is still red hot.

119 CONTINUED:

119

He places the blade in a vat of water, the familiar SIZZLE as the blade is QUENCHED...

DISSOLVE TO:

120 EXT. KHOR KALBA - RUINS - NIGHT

120

The steam from the quenched blade fades to the miasma of Khor Kalba, air thick and wavering from heat belched from earthen steam vents.

Singh, dressed in ceremonial garb, leads his personal retinue of SOLDIERS and ROBED ACOLYTES through heavy rain toward the monolithic SKULL CAVE, entrance flanked by two MASSIVE STONE STATUES.

INT. SKULL CAVE - XALTOTUN'S PALACE - NIGHT

A sprawling archaeological dig, excavated pits and scaffolding, a maze of columns and ladders, of ramps and pulleys. Singh leads his procession, Tamara bound and in tow, to a central pyramid.

TAMARA

By the gods.

The pyramid's made from countless dead, packed bone 20 meters high. At the base of the pyramid, a SACRIFICIAL WELL, fetid black gas rising from a seemingly bottomless abyss.

Four acolytes carry an ANCIENT BRASS WHEEL, nearly seven feet in diameter, crossbound with iron. As Tamara spots it, her eyes go wide. This is the VITRUVIAN WHEEL.

KHALAR SINGH

Still no word from Marique?

HIGH PRIEST

Nothing, my lord.

This troubles Singh. He turns to Tamara, eager to get started. Tamara's looking over the Vitruvian Wheel, the same horrific altar-piece we saw used in our flashback.

KHALAR SINGH

Fetch Marique. We must begin.

EXT. KHOR KALBA - OUTSKIRTS - NIGHT

Conan traverses through the rain toward the skull cave. He carries nothing more than his sword, wearing nothing but a loin cloth.

Approaching the cave, he climbs up along the side of a waterfall, muscles straining. Raindrops streak blood across his scarred body like warpaint. Conan has often seemed invincible, Not tonight.

INT. SKULL CAVE - XALTOTUN'S PALACE - NIGHT

Acolytes bind Tamara to the Vitruvian Wheel, hands and feet tied by cord to the central cross, poles extending beyond the wheel to allow the contraption to pivot freely.

Singh's High Priest removes the Acheronian Mask from Singh's battle standard. He hands the mask to Singh.

TAMARA

You'll damn all of Hyboria. My people knew not to seek dark power.

KHALAR SINGH

Not all your people...

Singh nods to an acolyte. She removes her hood. It's Ilira. She approaches Tamara. A long moment as she holds Tamara's venomous glare. It seems Ilira wants to apologize, but before she can-

SOLDIER (O.S.)

My lord...

A retinue of Singh's SOLDIERS enter. They carry what appears to be a shrouded body.

KHALAR SINGH

What is it?

But the soldiers don't dare make eye contact with Singh. Singh, slowly realizing, tears away the shroud, revealing

MARIQUE... The metal has hardened, deforming her, encasing her face in a permanent scream. She seems almost a mythic creature now, half woman, half macabre-metallurgy.

Singh looks over his daughter. He remains silent, a long moment as he simply tries to breathe in and out, slightly trembling. He touches his daughter's face, surprised that it's cool to the touch.

CONTINUED:

KHALAR SINGH (CONT'D)

We begin.

ACOLYTE

My lord, we are... ill equipped to perform the ritual without your daughter. Her knowledge outweighs anything we-

Singh EXPLODES, grabbing the acolyte by the throat, THROWING HIM headfirst down into the black well.

KHALAR SINGH

Are there any others ill-equipped to perform the ritual?

Didn't think so. The High Priest leads the acolytes, affixing Tamara and the cruel wheel above the pit.

EXT. SKULL CAVE -- NIGHT

Conan pulls himself onto the rain-slick rock, up to one of the cave's massive eyes.

REVERSE ANGLE, with the moon over his shoulder, Conan glimpses the unholy sight before him: Tamara set above the sacrificial pit.

INT. SKULL CAVE - XALTOTUN'S PALACE - NIGHT

Tamara looks around nervously. Singh takes note.

KHALAR SINGH

Will he come for you?

TAMARA

It's not me he will come for.

Singh moves closer, so close he could kiss her. TAMARA GASPS as Singh cuts across her collarbone with a RITUAL DAGGER. For a moment there's nothing...

And then THE BLOOD STARTS DRIPPING.

The acolytes rotate the wheel, turning Tamara horizontal so she faces down into the pit. The acolytes begin to pray.

TOWARD THE REAR OF THE CAVE, Conan quietly rappels down a thick vine. He sneaks past a row of hitched horses. All around him, the Acolytes chant ancient harsh words, bowing in rhythm. As one acolyte lifts up, mid bow-

CONTINUED:

CONAN DRIVES HIS BROADSWORD THROUGH THE ACOLYTE'S CHEST. The acolyte doesn't get a chance to even whimper, sliding off Conan's blade silently. Conan drags the acolyte behind a ruined column.

Singh turns to Ilira. She's not praying like the other acolytes. She's not even looking at Tamara.

KHALAR SINGH

Look at her.

But Ilira can't. Singh grabs Ilira by her hair, pulls her to the edge of the pit, forcing her to watch Tamara bleed.

KHALAR SINGH (CONT'D)

You wish to be my queen, you will watch and you will pray.

Singh holds out the Acheronian Mask, like a madman catching rain drops, collecting the blood inside the mask...

A TREMOR spreads through the cave, black wind rising up from the abyss.

The blood runs through etched grooves in the mask. What was once a collection of bones now slowly starts REFORMING.

HIGH PRIEST

Yes, it's working. As the blood fills the mask, its powers will awaken.

Indeed, as the blood runs through the etched grooves, the mask's tentacle-like appendages begin to unfurl and twitch.

KHALAR SINGH

(to his acolytes)

Bring my daughter to the summit.

INT. SKULL CAVE - PYRAMID STEPS - NIGHT

Acolytes take hold of Marique's disfigured corpse, carrying her up the steps of the bone pyramid. As they ascend, an acolyte pauses.

He studies a rather LARGE ACOLYTE; A large acolyte with a bloody hole in the back of his robe...

INT. SKULL CAVE - XALTOTUN'S PALACE - NIGHT

Tamara, bleeding out over the well, begins to pray in pained whispers.

CONTINUED:

KHALAR SINGH

Who do you pray to, girl? You think
your gods will save you?

TAMARA

No. But he will...

CONAN, standing before a grizzly trail of butchered acolytes. He strikes before Singh even has a chance to draw his blade, slashing down at the mask.

Singh spins to protect the mask. Conan carves into Singh's shoulder, cutting clear through, CHIPPING THE MASK, knocking the relic down to the lower level of the palace.

And as the damaged mask strikes the cave floor, A WAVE OF DARK ENERGY radiates out from it. The earth around the mask CRACKS and SPLINTERS, jagged fissures not dissimilar to the etched grooves on the mask, spiderweb out in all directions.

A fissure splinters toward one of many massive columns, causing the column to tip. Singh's soldiers and acolytes look up to see 2,000 pounds of bruise-colored rock tipping over...

SMASH! The column obliterates a half dozen of Singh's men, sending another handful toppling into the well.

Tamara struggles to see what's going on, still bound to the wheel.

Singh draws his blade, attacks Conan. But Conan fights with a newfound patience; there is rage, but it has been tempered.

BELOW, the mask SPASMS, another VIOLENT FISSURE spreads. BLASTS OF HOT STEAM ERUPT from the earth, scalding acolytes and soldiers.

Tamara, face down above the well, watches as a fissure splinters toward the base of the altar. With a RESOUNDING CRACK, the platform which holds the vitruvian wheel breaks free.

Tamara SCREAMS as the entire wheel breaks from its chassis, tumbling down into the sacrificial pit.

WHAM! The crosshatches of the wheel catch the pit walls about 10 feet down. Tamara's stuck still facing down into the abyss.

ABOVE, Singh's soldiers rush Conan. Conan aims for Singh, but the warlord uses his soldiers like human shields, diving down to a lower level, charging for the mask.

Conan finds himself surrounded by soldiers. He goes to work, a mess of steel, sinew, and blood.

CONTINUED:

BELOW, Singh reaches the lower level, struggling to navigate the fissures and broken earth. He spots the mask. The thing seems alive, the tentacles which adorn its crown writhe and pulse. As Singh reaches for the mask...

HIGH PRIEST

No, my lord, I don't know what will happen if you don the mask before the ritual is complete.

Singh looks over to Tamara, still bound to the wheel.

HIGH PRIEST (CONT'D)

The girl... she must die.

Singh moves to the edge of the sacrificial well. He looks down at Tamara, trapped inside the pit.

SINGH LEAPS INTO THE WELL.

INT. SKULL CAVE - SACRIFICIAL WELL - CONTINUOUS

Singh lands on the vitruvian wheel. The entire wheel shifts dangerously on its twin spokes. Singh raises up his blade to finish off Tamara.

CRUNCH! An eviscerated acolyte crashes down against the wheel. The sudden weight causes the entire wheel to flip on its spokes, turning near vertical. Singh catches the wheel, hanging now. He looks up.

KHALAR SINGH

I will say this, Cimmerian. You are hard to kill.

CONAN DROPS ONTO THE WHEEL. His weight levels out the teetering ring. Singh pulls himself up. The two warriors square off, Tamara strapped between them.

Conan attacks Singh. His shift in weight causes a shift in the wheel. He pulls back, nearly spilling down, realizing this will not be a battle of strength.

This is a battle of balance.

Singh and Conan navigate the wheel. Every strike causes the playing field to rock dangerously. Singh, growing desperate, slashes not for Conan, but for Tamara.

Conan tries to parry, but the blade cuts free the cords that bind Tamara's legs. She swings forward, hanging now only by her wrists.

CONTINUED:

The shift causes the wheel to pull free from the gouged earth, DROPPING ANOTHER TEN FEET before the spokes catch. Conan and Singh both lose their footing as the entire wheel flip-flops.

The SPIKES which line the wheel now face up, another obstacle for Singh and Conan to avoid as they trade blows.

Tamara grips the wheel, kicking off the wall, trying to throw Singh off balance. Singh slashes at Tamara again. She dodges as best she can.

Singh severs another connecting cord, leaving Tamara dangling by one wrist. The wheel shifts, spokes sliding...

Singh leaps onto the rock wall. Conan moves for Tamara as

THE WHEEL PLUMMETS ANOTHER TEN FEET before catching. This time Singh grips the rock wall well above Conan and Tamara.

Singh climbs for the top, leaving Conan and Tamara dangling.

INT. SKULL CAVE - XALTOTUN'S PALACE - NIGHT

Singh pulls himself from the well, covered in blood and soot. As he rises, black wind behind him, he looks more like a demon climbing from hell.

He grabs a huge chunk of rubble, raising it high.

HIGH PRIEST

My lord, the sacrifice-

KHALAR SINGH

-is complete.

Singh hurls the rubble down at the wheel. Conan cuts Tamara free just as the rubble slams the wheel, sending it spinning down into the abyss, Conan and Tamara tumbling down with it.

Singh scans the pit. No sign of Conan. No sign of Tamara. Khalar Singh takes the mask of Acheron in his hands...

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Singh ascends to the summit, climbing past the composite of skulls and bones that make up this macabre monument. Surrounded by his acolytes, living mask in his hands,

Singh places the deathmask to his face. And EVERYTHING SLOWS...

CONTINUED:

The torches suddenly cease to flicker. The smoke halts its roil. All goes quiet as the living mask SEALS TO SINGH'S FACE. It's living tentacles curl inward.

He grits his teeth as the tentacles PIERCE HIS SKIN, weaving with his very musculature, penetrating his forehead. As he opens his mouth to scream we see the tentacles digging down his throat.

KHALAR SINGH

(garbled)

What... what is happening...

ILIRA

WHAT'S HAPPENING TO HIM?

HIGH PRIEST

(unsure)

The ritual was finished. The sacrifice was complete.

INT. SKULL CAVE - SACRIFICIAL WELL - NIGHT

No, of course it wasn't. Conan climbs up the jagged rock wall. Tamara clings to his back. They're deep, deep enough that the black wind rising is like a hurricane, deep enough that the darkness below seems to undulate and shift.

Conan climbs, hands slick with blood.

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Singh struggles to control the mask as it takes over his entire body. He drops to his knees, palms touching the summit. The earth around him CRACKS AND DECAYS, those same fissure radiating out from Singh, segmenting the pyramid. And then...

Singh rises, fists clenched, no longer fighting the transformation but allowing it to consume him. As the dark magic spreads through him, all that was Singh seems to rot away, something ancient, something that resembles Xaltotun himself.

The acolytes bow. All but Ilira. She doesn't budge, staring at Singh, terrified by his new appearance.

KHALAR SINGH

You no longer wish to be my queen?

Ilira can't even find the words. She's frozen, eyes wet with tears. Singh grabs her by the wrist.

CONTINUED:

She looks down in horror as the skin on her arm cracks, not like leather but like ancient stone.

It spreads up her arm, across her torso as her entire body is TRANSFORMED TO ASH. Singh is draining away her life.

Ilira pulls so hard against Singh's grip that her ashen arm BREAKS OFF. She stumbles away, staggering down the pyramid steps...

INT. SKULL CAVE - BASE OF THE PYRAMID - CONTINUOUS

Conan and Tamara climb out of the well just in time to see Ilira descend the steps. She's less woman now than ash effigy, CRUMBLING like a sandcastle taken by the tide.

Tamara just stares down at what's left of Ilira. She has no time to mourn.

TAMARA

He must be stopped. The mask must be destroyed.

Conan looks over Tamara. She's covered in blood, shaking.

CONAN

Bind your wounds. Take cover in the ruins.

TAMARA

What are you going to do?

CONAN

What I always do. Kill everyone...

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Singh kneels over Marique's body, cradling her disfigured face. With Ilira's life force still shimmering behind his eyes, he opens his mouth as if to SCREAM.

BLACK WIND RUSHES OUT, surrounding Marique. Her jaw, formerly trapped open in a scream, slowly GRINDS SHUT. The piercing sound of METAL AGAINST METAL.

And Marique rises. Her body has not been repaired, nor restored in the slightest, some kind of horrific animated atrocity.

From atop the summit, Singh spies Tamara limping toward the outer ring of archways.

CONTINUED:

KHALAR SINGH
(to Marique)
Kill the girl.

Marique cannot nod nor respond. She simply turns, stutter-stepping down after Tamara. Singh turns away from his daughter, scanning the ruins.

CONAN BURSTS FROM BEHIND A PILLAR. He drives his sword through Singh's chest. But Singh doesn't seem injured at all.

He raises his hands and UNLEASHES A TORRENT OF DARK ENERGY, a ghostly blast of wind that knocks Conan, and several acolytes, across the pyramid, SHREDDING THE VERY SUMMIT, scattering raw earth and compacted bone.

Singh moves to blast Conan again, but Conan barrel rolls behind a column. Singh responds by BLASTING THE COLUMN TO DUST, breaking apart entire chunks of the pyramid in the process, sending another group of acolytes to their death.

Singh scans for Conan. There's no sign of him.

KHALAR SINGH (CONT'D)
You hide from me, Cimmerian?

Conan hides behind a column, watching Singh in the reflection of his sword.

INT. SKULL CAVE - ARCHED MAZE - NIGHT

A maze of columns and deteriorating archways. Tamara bandages her wounds with strips of cloth from her gown. From where she hides, she can just spot another blast of Singh's devastation atop the pyramid.

As the tremor quiets, she hears something else... The GRINDING OF METAL. Peering around an archway,

She's face to face with Marique, that horrific deformed animated thing lurching toward her. Tamara flees.

INT. SKULL CAVE - ARCHED MAZE - EXCAVATED TRENCH - NIGHT

Tamara races around a corner, moving as fast as she can. Ahead, a covered mine shaft...

SECONDS LATER, Marique stuttersteps into the trench, scanning for Tamara. Her eyes drift to the mineshaft.

SMASH! Marique shatters the wooden shaft cover.

CONTINUED:

But the shaft is empty. Marique spins around just in time to spot Tamara race away through the trench.

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Singh obliterates another column. The damage is growing so severe that a section of the pyramid spills free, like pieces of an ice shelf breaking off. The HORSES tied off by the cave entrance buck and whinny.

Conan rolls from column to column, watching Singh.

Noting the growing cracks spreading across the brittle surface of the bone pyramid.

INT. SKULL CAVE - ARCHED MAZE - NIGHT

Tamara hits a dead end, a half collapsed section lined with scaffolding and dig equipment. She doesn't pause, scaling the scaffolding.

Marique appears below, climbing after Tamara. Tamara struggles to keep her distance, but Marique is relentless.

As Marique grows closer, the entire scaffolding begins to buckle under her weight.

Marique snatches Tamara's ankle, trying to pull her down. Tamara wraps her elbow around a wooden support beam.

CRACK! The beam shatters. The entire scaffolding buckles, along with half the cave wall. Tamara disappears in a mess of rubble and splintered wood.

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Conan leaps out from hiding, arcing his sword down at Singh. Singh parries the attack, but the force knocks him backwards, back toward the brittle cracked edge of the pyramid.

Singh readies an attack. Conan gives all he's got, knocking Singh closer to the edge.

As Singh raises his hands to unleash another blast of energy, Conan DROPS TO HIS KNEES, ducking the blast, DRIVING HIS SWORD DOWN INTO THE SUMMIT, almost ritualistically, like Arthur returning the sword to the stone.

Singh looks down at Conan kneeling before him, hands tight on the hilt of his blade.

CONTINUED:

KHALAR SINGH

This what your father taught you,
Cimmerian? To bow before me?

Conan looks up at Singh, one last icy stare before

CONAN PUTS ALL HIS STRENGTH BEHIND THE BLADE, digging into the summit, using the greatsword as a lever, breaking off a chunk of the compacted bone.

And sending Singh tumbling backwards. A massive section of the pyramid crumbles, sending Singh spilling down the side of the ruined pyramid.

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Singh slides down centuries of impacted bone. He tries to grab hold of the pyramid, but it crumbles and spills around him. He's like a child rolling down a sand dune, heading for the abyss below.

He catches hold just as he reaches the edge of the fissure.

Conan descends, several meters from Singh. To move closer is to risk falling down into the abyss himself.

KHALAR SINGH

Take your revenge, Cimmerian...

INT. SKULL CAVE - ARCHED MAZE - NIGHT

As the dust and debris settle, Marique scans for Tamara. No sign of her, just a piece of her ceremonial cloth buried in the rubble.

Marique pulls at the cloth. It comes free easily, not attached to Tamara. Tamara's not in the rubble.

Tamara's behind Marique...

She SLAMS the business end of a pickaxe RIGHT INTO MARIQUE'S BACK, the weapon erupting from her chest, throwing the animated monstrosity off balance.

But Marique doesn't drop. She doesn't even seem hurt.

Marique snatches Tamara, pulling her toward the tip of the pickaxe, still protruding from her chest.

INT. SKULL CAVE - PYRAMID SUMMIT - NIGHT

Singh dangles above the bottomless abyss. Conan stands above him, blade in hand.

KHALAR SINGH
(taunting)
Kill me, Cimmerian. Take your revenge.

A SHRIEK FROM BELOW, Conan spots Tamara fighting Marique.

KHALAR SINGH (CONT'D)
YOUR WHOLE LIFE YOU'VE WAITED FOR
THIS. WHAT MATTERS MORE THAN YOUR
REVENGE?

Tamara. And she's not going to be able to hold off Marique for much longer. Conan looks to his forearm, marked clearly with scars.

He turns away from Singh, looks for a way down to the arched maze when-

SINGH LEAPS UP AT HIM, attacking with supernatural speed, striking at Conan with his stashed RITUAL DAGGER.

Conan blocks the strike with his arm, the dagger neatly carving his forearm.

Singh just completed the revenge list.

With supreme satisfaction, Conan hacks down at Singh, CRACKING THE MASK, knocking the warlord down into the depths below.

As he falls, the cracked mask seems to PULSE. The bone tendrils PIERCE OUT THROUGH SINGH'S OPEN MOUTH.

For a moment it seems maybe he'll catch himself on one of the many stalagmites in the abyss. But no, his body just CRACKS VIOLENTLY against the rocks, violated by the jagged earth again and again as he descends into the depths below.

INT. SKULL CAVE - ARCHED MAZE - NIGHT

Tamara's losing the fight against Marique, slowly pulled closer and closer the tip of the rusted pickaxe, still embedded in Marique.

Closer... Tamara shuts her eyes for the inevitable...

But the pickaxe seems to pull away, vanishing into Marique's body.

CONTINUED:

Conan RIPS the weapon out from Marique's torso, cracks the steelfaced atrocity across the face, sparks fly as steel crashes against steel.

She grabs Conan, SLAMS him against a pillar. Conan watches cracks spread through the archway above. He grabs hold of Marique, lets her use him like a wrecking ball, smashing the pillar until the entire column breaks free.

Above them, the dilapidated archway buckles.

Conan breaks free. Marique comes charging. At the last moment Conan rolls, allows Marique to smash into the pillar, reducing it to rubble.

Conan rolls for another pillar. Surely one more and this entire structure's coming down. He stands before the pillar, waiting for Marique to strike.

She doesn't. She pauses, looking up at the archway above. She seems to have figured out what's going on.

CONAN

Come at me. COME ON YOU UGLY BIT-

From behind Marique, Tamara ROLLS A LOADED MINECART. The cart SLAMS INTO MARIQUE, crushing her against a pillar, knocking the pillar off it's housing.

AND THE ENTIRE ARCHWAY COMES DOWN. Conan and Tamara dive for cover as Marique is buried under tons of bruise-colored rock.

Conan and Tamara back away. The rubble shifts, the sounds of thrashing heard within. Conan readies his sword.

But if Marique's alive in there, she's not getting out.

Conan approaches the rubble, sword ready, so intent that he doesn't notice the SHADOW EMERGING FROM THE BLACK SMOKE.

TAMARA

CONAN.

KHALAR SINGH STRIKES FROM THE SMOKE. Conan spins around too late. Tamara leaps forward, knocking Conan aside. They both tumble to the ground.

Conan looks over Tamara. She's been stabbed through the chest. This wound is not like her previous wound. This wound is fatal.

Conan looks up to see Khalar Singh, or what's left of him. The fall has turned his body into a living nightmare, a broken husk kept alive by the mask.

CONTINUED:

Singh staggers on broken legs, barely able to stand.

KHALAR SINGH

You cannot kill me Cimmerian. Not without destroying the mask. And the mask... it's is all that can save her now.

Singh is right. Tamara can't survive this wound.

KHALAR SINGH (CONT'D)

What will you forsake? Your revenge?
Or your love?

Tamara climbs to her knees, tougher now than ever before.

TAMARA

Destroy it.

ALL AROUND THEM, jagged cracks spread through the entire cave, the excavation breaks away. This entire place is coming down.

KHALAR SINGH

Cimmerian, the mask can be used for both good as well as evil. The girl doesn't have to die.

TAMARA

(no)
Conan.

Conan locks eyes with Tamara, life slowly ebbing out of her.

TAMARA (CONT'D)

Conan...
(and then)
You have to let me go...

Conan looks down at his palms, the scars from where he once gripped the red-hot chain.

He grips the Acheronian mask in both hands...

And with everything he has left, he RIPS THE MASK IN HALF. As it breaks, we see that the mask is fused not only to Singh's face, but to his very skull.

And as Conan rends the mask, Singh's face is RIPPED CLEAN IN HALF WITH IT.

The cavern begins to COLLAPSE around him. Conan grabs Tamara. He snags a waiting horse, rides out for the exit as the world around him descends into dust and debris.

EXT. SKULL CAVE - NIGHT

The entire skull cave cracks, crumbling inward piece by piece. In seconds it no longer resembles a skull at all, just a pit spewing ash.

AND FROM THE DUST CLOUD, Conan rides out on horseback, Tamara held in his arms.

EXT. KHOR KALBA - OUTSKIRTS - NIGHT

Khor Kalba seems swallowed whole by the devastation, lost in the epic dust cloud. Conan pays it no mind.

He pulls Tamara from his horse, holds her in his arms. She's covered in blood. So is he.

They share a moment. Nothing need to be said.

Tamara closes her eyes. Conan kisses her goodbye, his lips stained with her blood.

EXT. HIGH PLATEAU - DAWN

The sun crests the nearby mountains. Conan holds a torch in his hand. His look is hard. Grim.

PULL BACK to reveal a funeral pyre, Tamara's body atop it. So similar is it to the monolith where the Cimmerians burned their dead that we may think Conan has returned to Cimmeria.

MONKS, the survivors of Tamara's tribe, gather with Conan. They all hold torches. Everyone has arrived to pay tribute. Artus and the pirates. Ela Shan and his thieves.

Artus moves to Conan's side. Somber.

ARTUS (V.O.)

They took what was left of the mask,
some rode West, some rode south
through the deserts of Stygia.

Conan steps up to the pyre, a moment.

He lights the pyre, flames reflecting in his eyes, the air quickly filling with embers.

ARTUS (V.O.)

Some rode East into the Khitai where
the sky touched the earth.

(MORE)

CONTINUED:

ARTUS (V.O.) (CONT'D)

They did this so that the mask would
never again be reunited.

Conan steps away from the pyre, past the gathered Monks, past
Artus, leaving. Artus knows better than to follow.

ARTUS

And Conan... They say he never tasted
his mother's milk, only her blood.
They say that this was what lit the
great fire inside him. Perhaps...

Tamara, her body lost in the bright light of the growing pyre.

ARTUS (V.O.) (CONT'D)

But I think it was the taste of
another's blood that tempered this
fire...

Artus watches his friend depart, black-haired, sullen-eyed,
father's sword in hand,

ELA SHAN

Where will he go? What will he do now?

ARTUS

He will live. Perhaps for the first
time.

To tread the jeweled thrones of the earth under his sandaled
feet...

FADE TO BLACK *