

BOUDICA

Written by

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FADE IN:

EXT. BODY OF WATER - DAY

A series of ripples disturb the surface of a peaceful pond as we hear the riff from an ancient Celtic carnyx.

EXT. MENAI STRAIT - AERIAL SHOT

The first wave of Roman boats are halfway across the narrow strait that divides the small island of Anglesey from the Welsh coast.

Roman ballista's and scorpions fire hundreds of projectiles in a massive volley over the boats and into the ragged Druid army on the opposite bank.

Thousands of flaming arrows plunge into the Druids as ceramic pots of Greek fire explode into flame, engulfing dozens of warriors at a time.

It's clear the Druids don't stand a chance.

SUPER: "The year is AD 60 The Roman conquest of Britain is nearly complete. Only one last stronghold remains".

SUPER: "Suetonius Paulinus, governor general of the Roman Province of Britannia is crushing the last remaining resistance on the small island of Mona, (modern day Anglesey, Wales) last bastion of the Druids".

SUPER: "The only chance the divided tribes of Britain have to live free is for someone to come and unite them"

SUPER: "They refer to this savior as The One Who Is To Come"

EXT. SACRED POND - DAY

In a beautiful sunlit glade, near the shore of a small pond, BOUDICA, (30), with a mischievous grin, savagely swings her wooden practice sword and sends it crashing into PRASUTAGUS', (45), shield.

BOUDICA
(mockingly)
Come on... fight me. You afraid of
a little girl?

PRASUTAGUS
Easy my love... I'm old and
decrepit.

His cocky grin entices her to attack again.

Boudica laughs in agreement, mocking him before launching another wild attack that Prasutagus expertly blocks and parries before hip checking her roughly to the ground.

PRASUTAGUS (CONT'D)
 (provoking her)
 Not bad... For a spoiled little
 bitch.

BOUDICA
 (angry and frustrated)
 Little...? Like that thing between
 your legs?

Before Prasutagus can respond, Boudica jumps up and launches another wild and undisciplined attack.

Prasutagus easily fends off Boudica's wild swings and again knocks her to the ground.

PRASUTAGUS
 (laughing)
 Why do you always do that? You lose
 your temper and forget everything
 I've ever taught you.

BOUDICA
 I can't help it. I'm a spoiled
 little bitch, remember?

PRASUTAGUS
 (giving her a hand up)
 Come on... I'll take it easy on you
 this time.

A surprised Prasutagus is caught off guard with the speed of Boudica's next attack as he is forced backwards, desperately trying to fend off her assault.

Grinning ear to ear, she drives him back until he trips and falls, landing on his back with a surprised look on his face.

She quickly sits on top of him, straddling him, as she holds her wooden sword to his throat.

BOUDICA
 (grinning)
 Do you yield?

PRASUTAGUS

Aye my love.... And what does my queen desire of her vanquished enemy?

BOUDICA

(mischievously)

I desire my vanquished enemy's cock.

PRASUTAGUS

Do ya now? Sure it's not too "little" for her majesty?

BOUDICA

Hm. I'll let you know after.

Boudica flings her sword away and it skids off and bounces away

BOUDICA (CONT'D)

(smiling seductively)

Don't worry... I'll take it easy on you... This time.

She leans down to kiss him and soon they're making love.

LATER

When they're done Boudica rolls off him. She looks happy, content, and in love as they stare up at the cloudless, clear summer sky.

Boudica lays her arm across his chest and rests her head on his shoulder.

BOUDICA

(wryly)

How was that sword play?

PRASUTAGUS

(chuckling)

Remarkably skilled.... And me?

BOUDICA

Not bad... for a decrepit old man.

PRASUTAGUS

I am that.

Boudica, detecting a sad tone, props herself up to look him in the eye.

BOUDICA

I was only kidding. Besides, they
were your words not mine.

Prasutagus changes the subject to avoid Boudica pursuing it.

PRASUTAGUS

The new Procurator will be here
soon... for the grain tax.

Boudica, suddenly irritated, lays back down staring up at the
sky.

BOUDICA

Now why did you have to go and fuck
up a beautiful afternoon?

Prasutagus, props himself up on his elbow, looks down at
Boudica, and takes her hand.

PRASUTAGUS

Boudica, please promise me, for the
sake of our daughters, don't
provoke him. This new Procurator is
a real bastard.

BOUDICA

What can he do? We're still an
Independent Client Kingdom.

PRASUTAGUS

Promise me.

BOUDICA

I wish they were all dead.

PRASUTAGUS

(exasperated)

And I wish you would be the queen
you were meant to be.

BOUDICA

Plenty of time for that.

Prasutagus looks uncomfortable for a moment like he wants to
tell her something but decides against it.

Boudica takes a long pause as she reflects on her past.

BOUDICA (CONT'D)

(scowling)

I hate them so much.

PRASUTAGUS

You have every reason to, but
Boudica, please, promise me.

BOUDICA

(pouting)

I promise... For the sake of our
daughters.

EXT. STREAM - OUTSIDE BOUDICA'S VILLAGE - DAY

On the bank of a small stream outside the village. MYRION the
Druid, (40), is giving his daily lessons to Boudica's twin
daughters GLENDA, (14) dressed in light colors, and AERYN,, (14)
dressed in dark. Glenda is paying close attention to her
lesson while Aeryn is playing tug of war with a dog.

Glenda, studying her reflection in the water, asks Myrion.

GLENDA

Myrion, can our ancestors in the
Otherworld see us?

MYRION

It depends.

GLENDA

On what?

The Druid pauses a moment and begins to look around his feet
before picking up a small rock. He then turns his attention
back to Glenda.

MYRION

It depends on how much of a
difference we make in this world.

Myrion sees Aeryn playing with the dog, not interested.

MYRION (CONT'D)

Aeryn, pay attention!

Aeryn looks up, annoyed, but starts to pay attention.

The girls watch as Myrion tosses the small rock into the
water a short distance away.

MYRION (CONT'D)

Not much of a splash was it? Hardly
any ripples. I bet the fish didn't
even notice.

Glenda and Aeryn look at each other, neither one sure where he's going with this.

Glenda and Aeryn again watch the Druid search near his feet before selecting another rock, this one much larger, about the size of a fist.

He hands the rock to Aeryn and gestures her to throw.

Finally with something physical to do, Aeryn grins and throws the rock high into the air. This time there's a much bigger splash when it plunges into the water. They watch as the ripples radiate toward them.

MYRION (CONT'D)

Do you think the fish noticed that time?

GLEENDA

So the fish are like our ancestors?

MYRION

That's right. And what do you suppose the ripples represent?

GLEENDA

I don't know.

MYRION

(to Aeryn)

Aeryn...? Not even a guess?

Aeryn shrugs, not interested.

MYRION (CONT'D)

(annoyed)

The ripples, Aeryn, represent the passage of time. The bigger splash we make in this world...

GLEENDA

The greater difference we make to the future!

Glenda's face lights up in understanding.

Myrion drives his point home.

MYRION

That's right. The things we do now can effect events far into the future.

Myrion pauses a moment to make sure they're both paying close attention.

MYRION (CONT'D)

It is the people who do great things and make a difference who are remembered... And who are noticed by our ancestors.

Boudica approaches from behind and overhears the last part of the lesson.

BOUDICA

(hugging her girls and petting the dog)

And I expect nothing less than a huge splash from the daughters of Prasutagus.

Myrion says to Boudica in a "don't sell yourself short" sort of way.

MYRION

And the daughters of Boudica.

Boudica smiles at her old friend and mentor.

BOUDICA

(suddenly serious)

The new Procurator will be here tonight.

MYRION

I heard... Don't worry, they won't get any conscripts or slaves this time. Anyone the Romans might want has fled. Except these two but even the Procurator wouldn't risk harming the king's own daughters.

Boudica tucks a lock of hair behind Glenda's ear and kneels down and takes them each by the hand.

BOUDICA

Glenda... Aeryn... your father wants you both on your best behavior tonight... promise?

They both nod and she gives them a hug.

BOUDICA (CONT'D)

And don't go anywhere near the soldiers.

Glenda and Aeryn nod again before racing each other back to the village, excited about the Roman visit, the dog in hot pursuit.

MYRION

(wryly)

And what about you? Will you be on your best behavior?

BOUDICA

(equally as wryly)

Absolutely.

MYRION

That would make your husband very happy... How is he? I know he hasn't been feeling well.

BOUDICA

(in denial)

He's fine.

Seeking to change the subject, Boudica takes Myrion's arm and they begin to walk back to the village.

BOUDICA (CONT'D)

(grinning)

So, my old teacher. How long has it been since I've teased and tormented you?

Myrion draws in a deep breath before mumbling to himself.

MYRION

It's going to be a long night.

Boudica's smile widens.

INT. NERO'S PALACE - ROME - NIGHT

SUPER: "Emperor Nero's Palace, Rome"

NERO, (22), the Emperor of Rome, is playing his lyre while badly singing a song of his own creation.

He is surrounded by ass-kissing sycophants who act like it's the finest performance ever written.

Sitting in the back, whispering together in the shadows so not to get noticed, is SENECA, (60s), Nero's teacher and most trusted advisor. Next to him is BURRUS, (60s), Commander of the Praetorian Guard, also a trusted advisor.

BURRUS

He's getting crazier by the day.
With his mother dead he's lost all
restraint.

SENECA

(trying to make light)
No great genius ever existed
without a touch of madness.

BURRUS

The petulant little pervert
murdered his own mother. That's
clearly more than a touch.

SENECA

If Agrippina was your mother
wouldn't you?

Burrus considers this for a moment and then reluctantly nods
in agreement.

Burrus cringes from a badly played note.

BURRUS

Was I so evil in a previous life to
deserve this? This would be fitting
punishment for the condemned...
sometimes I envy your stoicism.

SENECA

Trivial distractions keep him
occupied. The more we can endure in
here the less Rome has to endure
out there.

BURRUS

If I have to endure much more in
here I may go mad and cut off my
own ears.

Just then, to the relief of everyone, Nero finishes his
performance.

His sycophants jump up in exaggerated applause. No one wants
to be the first to stop so it continues for an unnaturally
long time.

Nero soaks in the false adoration before finally taking a
flourishing bow.

NERO

(to audience)

Thank you my dear friends, patrons
of the arts and great citizens of
Rome. You must be famished from
being so long entertained... Come,
let us dine.

He then ushers everyone into the banquet room.

Nero spots Seneca and Burrus trying to sneak out.

NERO (CONT'D)

Seneca! Burrus! Did you see them?
They were in ecstasy!

BURRUS

(dryly)

Another riveting performance,
Highness.

NERO

Seneca, I've changed my mind! I'm
going to build the new theater...!
And the gymnasium!

SENECA

Highness, we discussed this. To pay
for them we would have to raise
taxes. The burden on the people of
Rome would be far too great.

NERO

I don't care! You saw them! They
loved me!

Nero stamps his feet like a spoiled child.

NERO (CONT'D)

Find the gold... Rome must have its
muse!

Nero turns away and storms into the banquet room to be with
his sycophants.

BURRUS

(to Seneca)

Genius indeed.

INT. SENECA'S QUARTERS - NIGHT

SENECA'S SCRIBE, (60), a freed slave and trusted friend, enters Seneca's quarters, annoyed at being summoned so late at night.

The scribe finds Seneca sitting at his desk so deep in thought that he doesn't notice the scribe standing in front of him.

SCRIBE
(getting impatient)
You sent for me?

Seneca, looking up.

SENECA
My friend, despair, for the gods
have forsaken us!

SCRIBE
(rolling his eyes)
Again...? And why have they
forsaken us this time?

SENECA
Because yet again they have
inflicted upon us another insane
emperor.

The scribe takes a seat, knowing he's gonna be here for awhile.

SCRIBE
Alright... What did he do now?

SENECA
Nero, the great poet, scholar and
master of the lyre, once again
insists that his theater be built
so that all of Rome may bask in the
light of his musical genius.

SCRIBE
I thought you talked him out of
that?

SENECA
I did... but he now thinks the
divine muse, Aoides herself sings
through his voice... And Rome must
have its muse!

SCRIBE

I see.

SENECA

And now we must find the gold to pay for it.

Seneca leans back in his chair, thinking hard.

SENECA (CONT'D)

We can't raise taxes here, they're already too high. If we do, the Senate will have him assassinated and I'll be out of a job... And I do love my job.

SCRIBE

Of course you do. You're the richest man in Rome because of it.

Seneca gives his friend a look, pretending to be insulted.

SENECA

No... The revenue must come from the provinces.

SCRIBE

Which one? None of them can pay the debt they owe you and pay more taxes.

SENECA

There may be one... Britannia. We'll call in the loans Claudius gave them.

SCRIBE

All at once...? And if they revolt?

SENECA

Then Governor, Suetonius Paulinus will crush them... But they won't... There's not a single leader on that shitty little island that could unite them... But just in case, make sure Procurator Catus gets my loans repaid first.

EXT. WREN'S FARM - DAY

WREN and his WIFE, both (30), and SON, (10), watch nervously from the entrance of their roundhouse as the Roman column of two hundred, officers, soldiers, officials and slaves march towards them.

The column is being led by DECIANUS CATUS, (30), Procurator of Britannia, and His COMMANDER OF THE GUARD, (45). He and his senior officials are all on horseback. An ornate dagger hangs prominently on his hip.

Catus motions the column to halt when it reaches the roundhouse.

DECIANUS CATUS
(to official)
You sure this is the one?

OFFICIAL
Yes, Procurator.

Catus motions to his soldiers.

DECIANUS CATUS
Seize them.

The soldiers grab Wren and his family and shove them toward the Procurator as TULLIO, (45), a retired Roman Centurion, accompanied by his slave, rides up to Catus.

DECIANUS CATUS (CONT'D)
(to Wren)
For failure to pay your annual grain tax, I, Decianus Catus, Procurator of Britannia, hereby confiscate this property in the name of Nero, Emperor of Rome.

Catus motions the slaves in his company to begin their work of pillaging inside the roundhouse.

DECIANUS CATUS (CONT'D)
(to Tulio)
Welcome to your new home Centurion. You're lucky, not many pensioners are granted such fine property.

Tulio gets down from his horse.

TULLIO
I am grateful, Procurator.

A steady stream of slaves begin to exit the roundhouse carrying the belongings of Wren and his family.

Wren's son cries out when he sees Tulio's slave walk out of the house carrying his favorite toy.

The boy breaks free from the soldier holding him and yanks the toy free from the slave's hands.

The slave grabs the boy by his shirt and punches him hard in the face. The kid falls to the ground, blood gushing from his nose.

Wren's wife screams, unable to break free from the soldier holding her. Wren, enraged, elbows his guard in the face and pulls out the dagger hanging on the stunned guards belt.

Wren kicks the guard away and slashes Tulio in the face who happens to be blocking his way.

Wren charges at the slave who struck his son and plunges the dagger through his mouth and out the back of his head.

Getting over the surprise of Wren's attack, the soldiers, spears at the ready, surround Wren.

Wren locks eyes with Catus' Commander of the Guard, who draws a knife and holds it to Wren's wife's throat.

With a look of despair, Wren, knowing all is lost, drops the dagger.

Tulio, finally overcoming his shock, his face red with both blood and rage, snatches a spear from the soldier standing next to him and advances toward Wren.

DECIANUS CATUS

Stop! I decide who lives and dies here.

Tulio stops and whirls around to face Catus, the slash to his face dripping blood.

TULIO

(pointing to his face)
Look at what this son of a whore has done!

DECIANUS CATUS

(amused)
Yes.... You're even uglier than before. Didn't think that was possible.

DECIANUS CATUS (CONT'D)
(to his Commander of the
Guard)
And I thought this was going to be
a dull day.

TULIO
That fucking barbarian killed my
slave.... I should at least get the
boy as recompense!

DECIANUS CATUS
(mildly)
No, you will get nothing.

Catus turns to his Commander of the Guard.

DECIANUS CATUS (CONT'D)
Chain the wife and child with the
others and march them to the slave
market.

COMMANDER OF THE GUARD
(pointing to Wren)
And him?

Catus takes a moment to consider the question. Wren, in
agony, watches his wife and child being chained up with
another family. Wren briefly makes eye contact with the
father. DYLAN,(27), that has also been enslaved for not
paying taxes.

DECIANUS CATUS
Send him to the arena.

COMMANDER OF THE GUARD
(confused)
Procurator, we don`t have an arena.

DECIANUS CATUS
(annoyed)
So fucking build one!

Catus turns to Tulio.

DECIANUS CATUS (CONT'D)
Centurion Tulio, on behalf of a
grateful empire, this property is
now yours. Enjoy your
retirement.... Oh, and do remember
to pay your taxes.... Hail Caesar.

Catus gives Tulio a casual salute and turns his horse away to
resume their march.

The boy's toy becomes trampled underfoot.

INT. BOUDICA'S ROUNDHOUSE - NIGHT

It's loud and boisterous in the roundhouse as Prasutagus holds a banquet to honor Catus, sitting to his left, and his entourage.

Boudica and Myrion sit to his right. Boudica is already drunk. She and the Iceni nobles cheer for Glenda and Aeryn who are sparring in the middle of the hut. Glenda is armed with a shield and a spear with no tip and Aeryn with a wooden sword.

As they spar, Glenda becomes tired from having to hold up the heavy shield. Aeryn notices but before she can take advantage, Boudica slams down her mug, wine flying everywhere.

BOUDICA

Glenda, in the name of Andraste,
lift up your damn shield!

Boudica drunkenly elbows Prasutagus in the ribs to get his attention.

BOUDICA (CONT'D)

How many times do I have to tell
her... I'll show her how it's done.

Prasutagus cringes as Boudica gets up and crawls across the table creating a path of destruction as she knocks over everything in her way and then staggers to Glenda, shoving aside nobles unlucky enough to be in her way.

BOUDICA (CONT'D)

(to Glenda)

Gimme those.

As Glenda hands over her spear and shield the nobles begin to cheer and shout instructions to Aeryn, laughing as they encourage her to kick her mother's ass.

BOUDICA (CONT'D)

Shut up, you dogs! Do you want the
Procurator to think we're
barbarians!

The nobles roar with laughter.

Boudica gives Prasutagus a mischievous look. Prasutagus returns it with a look of warning.

Boudica snatches a mug of wine from Myrion who is now standing next to her and chugs the whole thing down and tosses the empty mug over her shoulder.

BOUDICA (CONT'D)
 (to Aeryn)
 Alright now Glenda, fight me!

AERYN
 Mother! It's me, Aeryn.

Boudica squints her eyes and shakes her head trying to clear it, too drunk to tell which of her daughters stands before her.

BOUDICA
 What's the difference? Come on,
 fight me.

Prasutagus gives Catus an apologetic look but Catus doesn't notice. He watches Boudica with mild curiosity.

Boudica clumsily thrusts her spear toward Aeryn who easily grabs it and pulls it out of Boudica's hand and uses it to sweep Boudica off her feet.

As Boudica crashes to the ground the nobles cheer.

Aeryn raises her arms in victory as she is lifted onto the shoulders of the nobles.

Boudica staggers to her feet.

BOUDICA (CONT'D)
 So, Glenda, to defeat your enemy
 you must...

ONE OF THE NOBLES
 Get them drunk!

The roundhouse erupts in laughter.

Boudica staggers her way back to the table directly across from Prasutagus.

BOUDICA
 (acting indignant)
 Your daughter made a fool of me...
 She killed her own mother.

Boudica sees Catus staring at her, as if evaluating her. She returns the stare and in mock innocence asks.

BOUDICA (CONT'D)

Tell me Procurator, is it true that
Emperor Nero killed his own mother.

Catus returns her gaze and with a evil smile.

DECIANUS CATUS

The Emperor's mother was killed for
plotting against Rome.

Catus' evil smile widens.

DECIANUS CATUS (CONT'D)

Just as your mother was.

Prasutagus gives Boudica a look, beseeching her not to say
anything stupid.

Myrion places a fresh cup of wine in her hand in an effort to
keep her from getting in trouble.

MYRION

Come my Queen, have some more wine.

Boudica glares at Catus, but allows Myrion to guide her back
to her seat next to Prasutagus.

Myrion becomes irritated but can do nothing when he spots
Glenda and Aeryn at the back of the room, sneaking wine from
the cauldron as he steers Boudica to her seat.

Boudica gulps down another mug of wine as Prasutagus tries in
vain to take it away from her.

Catus nods to Prasutagus, signaling that he is finally ready
to make his announcement.

Prasutagus pounds the table and the roundhouse becomes quiet.

PRASUTAGUS

Friends, may I present our honored
guest. (Boudica snorts in derision)
Procurator of Britannia, Decianus
Catus who has come here all the way
from Camulodunum to make an
announcement.

DECIANUS CATUS

Commander you may read the scroll.

Catus watches the nobles like a cat would a mouse, studying
their reaction as the Commander reads the scroll.

COMMANDER OF THE GUARD

To Decianus Catus, Procurator of the Roman province of Britannia. From his Highness, Nero Claudius Caesar Augustus Germanicus, Emperor of Rome, Ruler of Rulers, Pharaoh of Egypt and beloved of Isis and Ptah. Do so order, under penalty, the immediate repayment, with interest, any and all monies loaned to the rulers, nobles and people of the Province of Britannia by the deified Claudius Caesar, former Emperor of Rome.

Catus cracks a cruel smile as he hears the gasps of disbelief from the nobles.

COMMANDER OF THE GUARD (CONT'D)

And to ensure the continued economic prosperity and protection of the Province of Britannia, it is ordered that the current grain tax be increased to one half ton per acre to become due at the next harvest.

The entire roundhouse erupts in protest.

Some nobles yell and curse as they approach Catus but skid to a stop when his guards draw their swords.

Catus sits back in his chair, enjoying their reaction.

Prasutagus pounds the table and the roundhouse quiets down.

PRASUTAGUS

Procurator Catus, as King of the Iceni I must...

BOUDICA

(interrupting)

Emperor Claudius gave us that money as a gift!

The nobles shout in agreement, pounding fists and cups on their tables.

DECIANUS CATUS

Emperor Nero disagrees.

Prasutagus places his hand on Boudica's arm which she shrugs off.

BOUDICA

We can't pay a half ton per acre!
Our people will starve!

DECIANUS CATUS

You can.... And you will.

Catus toys with Boudica by humiliating Prasutagus.

DECIANUS CATUS (CONT'D)

Tell me Prasutagus. Who is Chief of
the Iceni? You or your wife?

Before she can respond, Myrion interrupts, preventing her
from taking the bait.

MYRION

Procurator Catus, some of the
nobles already bear a great burden
paying back the loans forced upon
them by Seneca.

DECIANUS CATUS

Oh, did I not mention? How
forgetful of me. Seneca is also
calling in all loans... that he has
so generously given.

Catus hardens his look and turns back to Prasutagus.

DECIANUS CATUS (CONT'D)

Also to be collected at the next
harvest.

Catus watches with amusement as Boudica, fuming, pulls
another large draught from her mug.

Catus' amusement is short lived when Boudica jumps onto the
table, slapping away Prasutagus' attempts at stopping her,
and staggers to her feet.

With all the sarcasm she can muster.

BOUDICA

(slurring her speech)

A toast... To the honor and glory
of Rome...! Hail fucking Caesar!

Boudica's feet come out from under her as Myrion tries to get
her down. She crashes onto the table, flat on her back before
rolling off, passed out.

Catus gives Prasutagus an icy look.

MYRION

She's all right, Highness, we'll
put her to bed.

Myrion motions for a couple of nobles to give him a hand.

PRASUTAGUS

No... If she wants to act like an
animal, she'll be treated like
one... Throw her in the goat pen...
I will not have her foul my bed
tonight.

Catus notices Prasutagus wince in pain and clutch his chest
as he watches two nobles grab the passed-out Boudica and drag
her outside.

PRASUTAGUS (CONT'D)

My apologies, Procurator, please
forgive her.

DECIANUS CATUS

Of course. Do not worry,
Prasutagus. I'm not a vindictive
man.

His eyes tell a different story.

EXT. BOUDICA'S ROUNDHOUSE - DAY

The next morning Prasutagus and Myrion attend Catus and his
entourage as they prepare to leave.

Catus mounts his horse and turns to Prasutagus.

DECIANUS CATUS

You look worried, Prasutagus. Do
not despair. I'm sure your gods
will provide everything you
need.... You still slaughter your
own people as sacrifice do you not?
You'll simply have to lop off a few
extra heads.

MYRION

The Iceni only lop off the heads of
our enemies.

DECIANUS CATUS

(in a mocking tone)

How barbaric.... Well, soon there
will be no more human sacrifices or
lopping off of heads.

Catus enjoys the puzzled look from Myrion.

DECIANUS CATUS (CONT'D)
 You'll be pleased to learn that our
 glorious Governor and Commander of
 the Legions, Suetonius Paulinus is
 at this very moment crushing the
 last Druid stronghold on the island
 of Mona.

Prasutagus and Myrion look at each other in shock.

DECIANUS CATUS (CONT'D)
 (his eyes dripping with
 contempt)
 Your way of life, Druid, is coming
 to an end.

Catus holds his hand up in salute and with a wicked smile.

DECIANUS CATUS (CONT'D)
 Hail Caesar.

Prasutagus and Myrion watch as he wheels his horse around and trots off, followed by his guards.

EXT. GOAT PEN - DAY

POV: Boudica blinks her eyes open to find herself eye to eye with a goat staring down at her.

The goat lets out a loud bleat as if telling her to get out of its pen.

Boudica sits up and staggers from the full force of her hangover. She scrunches her eyes against the light of day as it shoots bolts of pain into her skull.

She doesn't notice Prasutagus watching her from outside the goat pen as she rubs her temples, trying to massage the pain away.

PRASUTAGUS
 (harshly)
 All hail Boudica.... Queen of the
 goat pen!

Prasutagus coughs, as he glares down at Boudica.

The goat bleats in protest again as Boudica uses it for support as she struggles to her feet.

The goat hops away when Boudica hikes up her dress and takes a piss while holding on to the fence for support, not in the least concerned with who might see her.

BOUDICA

Is he gone?

PRASUTAGUS

(ignoring the question)

You promised me you'd behave...!
 What the hell were you thinking...!
 I cannot understand why you think
 it would be a good idea to piss off
 the second most powerful man in all
 Britannia!

BOUDICA

Oh, fuck him.... You're King of the
 Iceni. Why do you kiss his ass?

Prasutagus, feeling stung, gets even more angry.

PRASUTAGUS

You still don't get it.... You are
 your mother's daughter.

BOUDICA

(rubbing her temples)

What don't I get?

PRASUTAGUS

That we're a conquered people...!
 Do our daughters have to be led off
 in chains for you to understand
 that?

Prasutagus takes a moment to compose himself.

PRASUTAGUS (CONT'D)

This entire island, whether you
 like it or not, lives or dies at
 the whim of that madman in Rome...
 If our daughters are to survive we
 must be smart.

Prasutagus coughs again, interrupting his tirade.

PRASUTAGUS (CONT'D)

Why do you think Catus came here
 himself when he could've just sent
 his soldiers?

Boudica shrugs. Her head hurts too much to consider this.

PRASUTAGUS (CONT'D)

Because he's trying to provoke a fight so he can make an example of a tribe stupid enough defy him...! And you almost made that happen!

Prasutagus starts to cough again. This time much more violently.

Boudica looks at him. Concerned, she grasps his hand.

BOUDICA

Husband, are you alright?

Prasutagus recovers a bit.

PRASUTAGUS

I'll be fine.

BOUDICA

What will Catus do now?

PRASUTAGUS

(afraid)

I don't know.

Worried for her beloved husband, Boudica looks at him with concern as a heavy rain begins to fall.

EXT. SACRED POND - DAY

On a beautiful, sunlit afternoon, Myrion, Glenda and their dog, are enjoying themselves as they watch Boudica and Aeryn spar with wooden practice swords.

Boudica retreats, blocking and parrying Aeryn's skillful attack.

BOUDICA

See that, Myrion? The girl's got talent.

MYRION

Yes. Better than you at that age.

GLENDIA

(to Myrion)

What was Mother like at our age?

Boudica answers for him while fending off another attack from Aeryn.

BOUDICA
 (with a smirk)
 I was the paragon of virtue and
 obedience.

Myrion bursts out laughing.

MYRION
 Yes, your virtue and obedience are
 legendary.

Myrion turns to Glenda.

MYRION (CONT'D)
 Actually she spent most of her
 youth picking fights with the older
 boys or wandering off into the
 hills she loves so much, alone on
 some dangerous adventure.

GLEENDA
 Did she ever lose a fight?

AERYN
 She's losing one now.

Boudica laughs.

BOUDICA
 I lost all the time. I have the
 scars to prove it.

MYRION
 You never were good at picking your
 opponents.

Their banter is interrupted when a breathless VILLAGER, (20s),
 runs up to them.

VILLAGER
 Queen Boudica, come quick! The King
 is ill!

INT. BOUDICA'S ROUNDHOUSE - NIGHT

Prasutagus is lying on his death bed with Myrion at his side.
 They're alone.

Prasutagus is weak and looks close to death. Myrion helps him
 stamp the wax seal on the scroll that he is holding for him.

PRASUTAGUS
 Will they honor it?

MYRION

Probably not, but what other choice do you have? You have no male heir and Rome will never allow Boudica to become Queen of the Iceni. You know this... she's too much like her mother.

PRASUTAGUS

If Catus comes for her and the girls, flee west... to the Silures.... Promise me you'll keep them safe.

MYRION

You know I will.

PRASUTAGUS

And the sword I commissioned for her? When will it be ready?

MYRION

Soon... I'm afraid long before she's ready for it.

PRASUTAGUS

You, my friend, must make her ready.

Prasutagus coughs and can't catch his breath for some time. When the coughing fit subsides Myrion gives him some water.

PRASUTAGUS (CONT'D)

Alright, let me see my girls one last time.

Myrion brings in Boudica and the girls, who rush to his bedside.

Glenda is upset. Aeryn is more in control.

GLEENDA

(crying)

Mother says its time to say goodbye... Please Father, don't go.

PRASUTAGUS

My dear daughter... the gods say I must... Soon.

AERYN

The gods are unfair!

PRASUTAGUS

What's most unfair is I'll never
get to see my beautiful girls grow
up and have children of their own.

A tear rolls down Boudica's cheek.

Prasutagus weakly grasps Glenda's and Aeryn's hands and with
an earnest plea.

PRASUTAGUS (CONT'D)

(weakly)

Now you both must listen and obey
your father one last time... if
there are to be dark days ahead and
you need a light to show you the
way, look to Myrion, he will guide
you. There is no one wiser... and
if there comes a time when you
think you can no longer endure,
look to your mother, as I have
always done. There is no one
stronger or more fierce. She will
fight for you till the end.... Now,
my lovely daughters, embrace me one
last time and say goodbye, and know
always that I love you both.

Both Aeryn and Glenda sob as they hug their father until they
are led away by Myrion, leaving Prasutagus and Boudica alone.

Prasutagus grabs Boudica's hand.

PRASUTAGUS (CONT'D)

Was I a good husband...? A good
father?

BOUDICA

My love, there's no finer man
anywhere.

PRASUTAGUS

What of our girls...? They need me.

BOUDICA

I'll take care of the girls and
love them enough for both of us.

PRASUTAGUS

(looking guilty)

I've always done what I thought was
right for our people... and for
you.

BOUDICA

My beloved husband, I have never doubted that.

PRASUTAGUS

Soon the ripples of time will wash me away and I'll be forgotten.

BOUDICA

You will not be. You will be remembered forever.

Boudica crawls into bed with her husband and rests her head on his shoulder.

BOUDICA (CONT'D)

No need to fear my love... soon you will be in the Otherworld, in the loving care of Andraste.

She listens to his wheezing for awhile as he struggles to breath until finally she feels a slight shudder just before his breathing stops and she knows then that he is gone.

BOUDICA (CONT'D)

Goodbye, my love.

She closes his eyes and lies down next to him and begins to cry.

EXT. SACRED POND - DAY

Prasutagus' funeral ceremony is almost complete. Boudica, holding a sword, waits while listening to the carnyx players play the riff as they perform their farewell salute to their dead king.

When they are done she walks to the edge of the sacred pond, followed by Glenda, Aeryn, Myrion and the dog.

She pauses a moment to silently pray. Then in a loud voice.

BOUDICA

For the one who is to come!

Boudica throws the sword high into the air and watches it hit the surface and make a loud splash.

BOUDICA (CONT'D)

(to herself)

Don't worry my love. You won't be forgotten.

Boudica sadly watches as the ripples fan out across the pond.

GLEENDA
 (to Myrion)
 Will the sacrifice be enough to get
 father in to the Otherworld?

MYRION
 Sacrifice is not about payment.

GLEENDA
 Then why do we do it?

Myrion ponders the question for a moment before answering.

MYRION
 Sacrifice is giving up something we
 love for a higher ideal.

Glenda still looks confused.

AERYN
 Seems like a waste of a perfectly
 good sword.

MYRION
 (sadly)
 Aeryn, you remind me so much of
 your mother.

Aeryn, like Glenda, looks puzzled, trying to figure out what Myrion meant.

Boudica walks past them, fighting to keep her composure.

GLEENDA
 Myrion, do you believe that someone
 will one day unite all the tribes?

MYRION
 (looking at Boudica as
 she
 walks away)
 Maybe... someday.

INT. BOUDICA'S ROUNDHOUSE - DAY - CONTINUOUS

Boudica rushes into the roundhouse and cries out in anguish, finally free to lose her composure. She collapses to the floor and sobs uncontrollably.

INT. NERO'S PALACE - DAY

Seneca, holding a scroll, walks into the room to find Nero, dressed in women's clothes, applying makeup to his skinny, young and miserable looking EUNUCH SLAVE, (16).

Seneca, momentarily stunned, gives a questioning look to Burrus who is standing near the entrance to the room.

BURRUS
(with disgust)
He's playing dress up.

They both take a moment, contemplating the scene before them.

BURRUS (CONT'D)
Forty years of faithful service
comes to this, protecting an
effeminate, spoiled, lunatic... I
don't know which is more pathetic
(looking at the eunuch), me or that
poor wretch.

SENECA
By the gods, even a slave shouldn't
have to suffer such humiliation...
Bad enough he cut off the poor
kid's cock.

BURRUS
So what's so important that you
would endure witnessing this?

SENECA
News from Britannia. Prasutagus,
Client King of the Iceni is dead...
Their lands now belong to him.

BURRUS
I'm sure he'll be thrilled.... How
much do the Iceni owe you?

SENECA
Not as much as the other tribes.

BURRUS
Prasutagus must have been one of
the brighter ones.

Seneca smiles in appreciation of his friend's sarcasm.

Nero sees Seneca standing in the doorway.

NERO
Seneca, doesn't my wife look
pretty?

Seneca gives Burrus a quick glance, not quite sure how to answer Nero's question.

SENECA
He, er, ah, she... looks very
fetching Highness.... Highness, if
I could have just a moment of your
time.

Nero continues to apply makeup to the eunuch who looks even more miserable.

NERO
What is it Seneca. Can't you see
I'm busy.

NERO (CONT'D)
(to eunuch)
You look gorgeous darling. Mother
would have just adored you.

Seneca and Burrus exchange wide eyed looks.

SENECA
Just a decree for you to sign,
Highness.... Won't take but a
moment.

NERO
Decree for what?

SENECA
Informing the Iceni Tribe in
Britannia that their Independent
Client Kingdom status is
revoked.... Congratulations,
Highness, their lands now belong to
you.

Nero continues to work on the eunuch, not in the least bit interested in what Seneca is saying to him.

Seneca, after waiting for a response from Nero, not sure if he's listening.

SENECA (CONT'D)
Highness, your signature... please.

Nero continues to ignore Seneca.

BURRUS
 (harshly)
 Emperor Nero, sign the fucking
 scroll!

Nero stiffens in fear, surprised by Burrus' sudden anger.

NERO
 Alright... I'll sign it.

Seneca lays the scroll on Nero's desk to sign, which he does with an exaggerated flourish.

SENECA
 Forgive him, Highness. Age
 sometimes makes us a bit grouchy.

Nero is about to reply when suddenly he sees that the eunuch slave has shed a tear which has spoiled his makeup.

NERO
 Oh no! Burrus, look at what you've
 done! You've upset her!

BURRUS
 (harshly)
 He's a boy, Highness... At least he
 used to be.

NERO
 (to eunuch)
 Don't worry darling. I'll fix you
 up.

NERO (CONT'D)
 Everyone out...! We wish to be
 alone!

The eunuch's expression turns to dread as he realizes what "we wish to be alone" means.

Seneca and Burrus exit the room and two Praetorian guards close the door behind them. The last thing we see is the look on the poor kid's face.

INT. BOUDICA'S ROUNDHOUSE - NIGHT

Myrion walks into the roundhouse and finds Boudica alone and lying in bed, blankly staring off into space. A plate of untouched food sits beside her.

MYRION
 Boudica, you must eat.

Boudica doesn't answer.

MYRION (CONT'D)
 (exasperated)
 Boudica, get out of bed. You're
 queen now. Decisions need to be
 made.

BOUDICA
 You make them.

Boudica pulls the blanket over her head and Myrion yanks it
 back.

MYRION
 Your daughters need you!

Boudica, ignoring him, again pulls the blanket over her head.

MYRION (CONT'D)
 What would your mother think of you
 now?

Boudica, under the blanket, closes her eyes, remembering.

BEGIN BOUDICA'S
 FLASHBACK
 SEQUENCE:

INT. BOUDICA'S ROUNDHOUSE - NIGHT

SUPER: "FOURTEEN YEARS EARLIER"

YOUNG BOUDICA, (14), watches with interest as her mother,
 SCAVO, (30), Queen of the Iceni tribe and PRASUTAGUS, (30),
 Scavo's most trusted noble, discuss Scavo's plan to attack
 the approaching Roman legion.

As a Celtic Queen, Scavo is dressed the part. She wears a
 plaid cloak in her family's distinct pattern, fastened by a
 penannular brooch and decorated by a gold trinity knot. On
 her head she wears a silver headband. Around her neck is a
 thick gold torc necklace.

With them are a dozen other nobles representing all the major
 villages of the Iceni nation.

Before them, illuminated in dim torch light, is a crude map
 on a table with rocks and twigs lying on top to represent the
 local landscape.

Scavo, holding a stick, points to an object on her makeshift map.

SCAVO
(to Prasutagus)
We'll gather what forces we can and
meet here.... At Stonea.

Scavo closely watches Prasutagus, trying to gauge his reaction.

Prasutagus gives only a reluctant nod, indicating his misgivings about Scavo's plan.

Scavo's eyes flash in irritation at Prasutagus' lack of enthusiasm.

SCAVO (CONT'D)
Prasutagus. You seem reluctant.
What is it about the Romans that
make you tremble in fear?

Feeling insulted, Prasutagus gives Scavo a hard look despite knowing she is baiting him.

Scavo returns a slight grin.

PRASUTAGUS
We don't have enough warriors or
weapons.... We should wait until
spring to give us more time to
prepare.

Prasutagus looks to Myrion, silently beseeching him to support his idea to delay a revolt he is convinced will fail.

The other nobles remain silent, shifting their gaze from Scavo to Prasutagus and back again, trying to figure which way the wind will blow.

MYRION
It would be unwise to engage the
Romans on their terms....
Vercingetorix tried it and he
outnumbered Caesar four to one.

Prasutagus gives a slight nod to Myrion, in gratitude.

SCAVO
We're not fighting the legions
Vercingetorix did.... Ostorius
Scapula has let Caesar's legions
grow soft.

Scavo scans the faces of the other nobles, gauging their body language, trying to determine how much arm twisting is going to be needed to bend them to her will. The pause gives her time to gather her thoughts.

SCAVO (CONT'D)

(to everyone)

Why is it, my friends, do you think
the Romans are coming here?

Scavo looks each noble in the eye before continuing in a quiet, reasonable tone. The intense and commanding look in her eyes tells everyone that she's not looking for an answer.

Scavo, as if talking to children.

SCAVO (CONT'D)

My dear friends, they're coming
here to confiscate our weapons....
Just as they've done to the other
tribes.

Scavo's voice grows louder, more stern, as if disciplining children.

SCAVO (CONT'D)

And why are they confiscating
weapons...? Because they are
planning to enslave us...! And they
fear the very revolt we are about
to unleash upon them!

Young Boudica smiles with pride as she watches her mother inspire the nobles.

Scavo turns her attention back to Prasutagus; and with a kinder, gentler voice.

SCAVO (CONT'D)

My friend, don't fear the false
reputation of the Romans. The only
thing they're good at is pitting us
against each other.

Scavo grabs Prasutagus by his shoulders and looks into his eyes with a piercing gaze.

SCAVO (CONT'D)

My loyal friend, with you fighting
at my side we cannot lose.

Scavo looks around the room for Young Boudica. When she spots her, she motions her forward.

SCAVO (CONT'D)
 Boudica, Prasutagus' cup is empty.

Young Boudica, getting the chance she's been waiting for, rushes forward, barging her way through the nobles with a pitcher of wine.

As she refills his cup she looks up and gives him her best seductive smile.

Scavo notices and smiles.

Prasutagus doesn't notice. He is lost in thought, his face an expression of dread.

EXT. BOUDICA'S ROUNDHOUSE - DAY

It is early morning. Myrion and Young Boudica watch Scavo load her war chariot with her weapons and a round shield with a prominent trinity knot, the symbol of her house emblazoned on it, Her fellow warriors are doing the same and are making their final farewells.

YOUNG BOUDICA
 Mother, why do you have to go?
 Can't you send someone else?

Scavo hugs her daughter.

SCAVO
 Oh my darling daughter. I fight today so you won't have to fight tomorrow, and as Queen, it must be me. Some day you'll understand.

MYRION
 I'll see that she does.

SCAVO
 (to Myrion)
 Time to go.... How do I look?

MYRION
 Like a Queen.

SCAVO
 Boudica, don't worry, I won't let anything happen to your precious Prasutagus.

Scavo winks at Myrion as Young Boudica blushes.

SCAVO (CONT'D)
Time to make a splash.

Scavo gets on her chariot and she and her army begin their long march.

BACK TO PRESENT
DAY

INT. BOUDICA'S ROUNDHOUSE - NIGHT

Boudica opens her eyes under the blanket.

EXT. ROMAN CAPITAL OF CAMULODUNUM - ARENA - DAY

SUPER: "CAMULODUNUM - ROMAN CAPITAL OF BRITANNIA, (MODERN DAY COLCHESTER)"

The Roman capital of Camulodunum has the look of a typical provincial Roman frontier town. It's bustling with commerce and construction, mostly done by Celtic slaves that are chained together and guarded while they work.

In the distance, the temple of Claudius stands almost finished with a large statue of the deified emperor standing in front.

Catus and his Commander of the Guard are sitting in the V.I.P. box of a small, crude, hastily constructed arena near the center of town.

The betting is loud and chaotic as the mob in the stands, mostly made up of retired Roman legionnaires, cheer and boo.

At the center of the makeshift arena, Wren and another condemned prisoner, both armed with swords and small shields, fight each other to the death.

Catus and the Commander watch the fight, talking over the clash and clang of the weapons.

DECIANUS CATUS
A rather boring match.... Is this really the best they can do?

COMMANDER OF THE GUARD
You can't expect much from barbarians, sir.

DECIANUS CATUS

No, I suppose not.

Just then, Wren, almost exhausted after blocking a series of strikes, rams his sword into his opponent.

In the stands the mob gets even louder. The ones who've lost money yell and curse and throw rotten vegetables and anything else they can find at Wren.

The retired centurion Tulio, sitting in the stands with the fresh scar that Wren gave him, grabs a large clay pot and hurls it at Wren.

The pot strikes Wren hard on the head and shatters. Wren crumples to the ground, unconscious.

Tulio raises his fist in the air.

TULIO

Yes...! Die, you son of a whore!

DECIANUS CATUS

(amused)

Maybe not so boring after all.

Four slaves enter and drag both Wren and his dead opponent by the ankles out of the arena, leaving behind trails of blood.

INT. BOUDICA'S ROUNDHOUSE - NIGHT

Myrion walks into the roundhouse and finds Boudica sitting by the fire, staring into it, fuming. Again there is a plate of untouched food on the table beside her.

MYRION

Is it your wish to die of
starvation? If it is, tell me so.
I'll stop having food brought to
you.

Boudica glares at him, her eyes on fire from the reflected light of the fireplace. She swipes the food from the table and sends it crashing into the wall.

Boudica jumps up and faces Myrion.

BOUDICA

If I was dying, could you save me!
Or would you let me die like you
did my husband!

MYRION
Boudica, it was his time.

BOUDICA
No it wasn't!

Boudica, enraged, swings at Myrion, striking him in the face.

BOUDICA (CONT'D)
A real Druid could have saved him!

Myrion strikes Boudica hard and she goes down onto her knees.
Myrion kneels beside her and takes her hands.

MYRION
He's gone. Accept it!

BOUDICA
I can't...! I can't.

Boudica embraces Myrion and begins to sob.

BOUDICA (CONT'D)
What will I do without him? There
is no other like him.

Boudica continues to sob on Myrion's shoulder as he looks off
into space, remembering.

BEGIN MYRION'S FLASHBACK SEQUENCE

EXT. ROMAN COMMAND TENT - DAY

SUPER: "FOURTEEN YEARS EARLIER"

SUPER: "COMMAND TENT OF ROMAN GENERAL OSTORIUS SCAPULA,

COMMANDER OF THE LEGIONS."

Prasutagus passes between two Roman guards as he exits the
tent and stops for a moment to watch them build their camp.

The Roman army is busy erecting tents and building defensive
fortifications with an efficiency born of centuries of
practice.

Prasutagus looks to the sky and closes his eyes to say a
silent prayer. When he opens them they reflect both his guilt
and resolve.

Prasutagus walks to his horse and takes the reins from the slave holding it and mounts it just as the Roman general, OSTORIUS SCAPULA, (50), exits the tent.

OSTORIUS SCAPULA
Prasutagus, don't be so grim....
You're going to be king.

Prasutagus says nothing as he wheels his horse around and trots off.

Ostorius Scapula smiles in contempt as he watches him go.

EXT. BOUDICA'S VILLAGE - DAY

Young Boudica and Myrion are standing in front of the roundhouse watching in apprehension as Prasutagus, along with a dozen others, solemnly escort a four wheeled cart containing the body of Scavo.

The procession stops in front of the roundhouse and Prasutagus dismounts, doing his best to avoid eye contact with Young Boudica as she rushes to the rear of the cart.

Young Boudica hesitates before pulling back the blanket to reveal the lifeless eyes of her mother staring back at her, still showing the shock and pain of her violent death.

Young Boudica cries out in anguish as she turns and buries her face in Prasutagus' chest and begins to sob.

As Prasutagus hugs her, he looks over to find Myrion staring at him with piercing, unblinking eyes, studying him.

The Druid's stare unnerves Prasutagus and he hugs Young Boudica even tighter.

END FLASHBACK

BACK TO PRESENT
DAY

MONTAGE - MAKING BOUDICA'S SWORD

- - The interior of the hut is dimly lit by the soft glow of the forge and of molten metal. The SWORDSMITH, (50), is adding metal into a cauldron as his SWORDSMITHS APPRENTICE, (17), pumps a bellows to stoke the fire beneath it.

- - When the metal has melted the swordsmith nods to his apprentice who retrieves a small bundle to hand him.

- - The swordsmith unwraps the bundle and gazes on the meteorite with reverence before carefully placing it in the cauldron to watch it melt..

- - They carefully tip the cauldron and pour the molten metal into a mold shaped like a sword.

END MONTAGE

EXT. BOUDICA'S VILLAGE - DAY

Boudica and Myrion are walking along, examining a row of carts loaded with clay pots filled with grain.

BOUDICA

We're still short... They're holding back.

MYRION

Understandable. They're caught between Nero and Seneca.

BOUDICA

What can Seneca do? He's just an advisor.

MYRION

Seneca is the richest man in the world. And the real power in Rome.... Catus will make sure Seneca is paid first.

BOUDICA

I'll add what grain I can to make up the difference?

MYRION

You don't have nearly enough.

BOUDICA

What do I say to that bastard when he sees we're short.

MYRION

Plead with him... And hope we're still worth more to him as farmers than as slaves.

BOUDICA

I've never been too good at pleading.

MYRION
(wryly)
Yes... I know.

Boudica looks at him and grins.

BOUDICA
(jokingly)
Look at me. The responsible one.
Just like my mother. Are you not
surprised?

MYRION
I'm proud of you.... Your mother
would be too. And yes I am
surprised.

BOUDICA
(laughing)
I even surprised myself.

Boudica's and Myrion's lighthearted banter is interrupted when they hear the riff of the carnyx announcing Catus' arrival.

EXT. BOUDICA'S VILLAGE - NIGHT

Catus halts the column of soldiers, officials and slaves in front of Boudica's roundhouse.

The soldiers and slaves fan out into the village in a preplanned deployment and start pulling screaming family's out of their houses. Those men and women who protest are savagely beaten. They're then herded into a large group near Boudica's roundhouse.

BOUDICA
(to Myrion)
What the fuck is this?

Boudica rushes toward Catus to protest, catching Myrion by surprise, who tries in vain to catch up to her to prevent her from doing something stupid.

Catus' guards see her coming and lower their javelins, forcing her to skid to a stop. Two guards grab her by the arms.

BOUDICA (CONT'D)
(to Catus)
What the hell are you doing!

Catus looks down at her from his horse, giving her an evil smile.

DECIANUS CATUS
Taking what's ours.

BOUDICA
You can't... we're still a...

DECIANUS CATUS
(chuckling as he
interrupts her)
... You are no longer an
Independent Client Kingdom.... Did
you not read your husband's will?

MYRION
Procurator, the King wished that
both his daughters and the Emperor
would inherit his lands.

DECIANUS CATUS
Yes, Prasutagus was always a clever
man, but did he really think that
was going to work?

Catus looks around him.

DECIANUS CATUS (CONT'D)
(to Boudica)
By the way, where are your lovely
daughters...? They need to know
that the Emperor doesn't like to
share.

Boudica realizes that Prasutagus' worst fears have come true and how dangerous her situation is. She tries to follow Myrion's advice and plead with Catus.

BOUDICA
There must be something we can
do... A deal we can make?

DECIANUS CATUS
(amused)
You know... I heard that's exactly
what Prasutagus said to us when he
betrayed your mother.

Boudica is caught off guard by this.

BOUDICA
That's impossible.

DECIANUS CATUS

Is it...? You've never wondered why
the Iceni weren't crushed after
your mother's little rebellion?

Catus watches with amusement when he sees doubt and confusion
begin to take hold in Boudica's eyes.

Boudica turns to Myrion.

DECIANUS CATUS (CONT'D)

Yes... Your Druid knows the
truth... Go on, ask him.

She doesn't have to. She can tell from the expression on his
face that it's true.

BOUDICA

(to herself)

No... He couldn't have.

Catus snickers when he sees Boudica stagger under a wave of
despair as the truth crashes into her.

Boudica overcomes her shock when she sees Glenda and Aeryn
struggling against the Roman soldiers as they are dragged out
of the roundhouse. The girl's dog, tied to a post, starts to
bark, lunging against its restraint, trying in vain to
protect the girls.

Boudica tries to go to them but is prevented by the soldiers.

DECIANUS CATUS

Ah, at last... the daughters....
My, how quickly they grow.

When the girls see Boudica, Glenda struggles hard to break
free but Aeryn turns savage as she kicks and punches the
guard holding her.

Entertained, Catus watches the girls struggle to break free
from the guards.

DECIANUS CATUS (CONT'D)

Defiance seems to be a family
trait.

Catus turns to Boudica.

DECIANUS CATUS (CONT'D)

I think we can fix that.

BOUDICA
 (with menace)
 You leave them alone.

DECIANUS CATUS
 (looking down at Boudica)
 Soldiers... take the girls back
 inside... turn them into women...
 the Roman way. Oh, and shut that
 dog up.

The girl's scream as the soldiers force them back into the
 roundhouse as another one kills the dog.

Boudica freaks out but can't break free.

BOUDICA
 You fucking monster!

DECIANUS CATUS
 (getting down from his
 horse)
 Shame they didn't take after their
 father.... He was always so
 practical.

MYRION
 Procurator! They're children!

When Myrion speaks up a soldier strikes him hard in the face
 and he goes down.

O.S We hear the girls screaming as they are raped.

Boudica struggles even harder to break free, desperate to
 reach her daughters, but it's no use.

When Catus approaches her, she spits in his face and a
 soldier strikes her in the abdomen, knocking the wind out of
 her.

Catus wipes the spit off his face.

DECIANUS CATUS
 You truly are the daughter of
 Scavo.

DECIANUS CATUS (CONT'D)
 (to the soldiers)
 Tie her to the post. Prepare to
 flog her.

DECIANUS CATUS (CONT'D)
 (to the crowd)
 Let this be an example to all who
 would defy Rome!

The two soldiers drag the now exhausted Boudica to a post near the entrance to the roundhouse and tie her to it, facing it.

A soldier rips open her tunic, exposing her back while another soldier stands by with a whip, waiting for the order from Catus to begin.

Catus approaches Boudica from behind and takes off her gold, torc necklace.

DECIANUS CATUS (CONT'D)
 Since you're no longer queen, you
 won't be needing this.

With an evil smile, Catus whispers in her ear.

DECIANUS CATUS (CONT'D)
 For the honor and glory of Rome....
 Hail fucking Caesar.

Boudica's cries of pain mingle with her daughters' as the soldier begins to whip her.

Catus cheerfully turns to the crowd and sits at a table his slaves have set up for him. He puts on Boudica's torc necklace.

DECIANUS CATUS (CONT'D)
 Now.... Who's ready to pay their
 taxes?

The crowd looks at him, terrified.

INT. BOUDICA'S ROUNDHOUSE - NIGHT

Boudica lies in a fitful sleep in the dimly lit roundhouse as Myrion applies a salve to the dozens of bloody stripes and ugly welts on Boudica's mutilated back.

Her daughters are sleeping together in a nearby bed.

BOUDICA'S DREAM SEQUENCE

- - Boudica looks down to see her reflection in the water before it's distorted by ripples.

She looks up to what has disturbed the water and sees a beautiful woman (the Goddess Andraste) rise up from the water, point to the sky and then smiles at her.

- - Boudica looks up to a cloudy sky and glimpses images of the upside down Otherworld as if looking down upon it from high above and sees her ancestors looking up to see her. Almost as if looking in a mirror.

- - A trinity knot carved in stone bursts into flames.

- - A beautiful sword tumbles through the water as it slowly sinks to the dark depths.

- - A hare looks her in the eye and then runs toward the setting sun.

- - Her daughters look at her with pride and smile.

BACK TO SCENE

Boudica's eyes snap open. Concerned for her daughters, she struggles to get up but is gently restrained by Myrion.

BOUDICA

Glenda...? Aeryn?

MYRION

Easy (gently holding her down).
Don't worry, they're sleeping.

BOUDICA

(again trying to get up)
I need to see them.

MYRION

(again pressing her down)
They need to rest... Just as you
do.

Boudica, too weak to resist, stops struggling. She winces from the pain as Myrion goes back to applying the salve.

BOUDICA

It's true, isn't it? He betrayed my
mother... He betrayed me.

MYRION

He believed sacrificing your mother
was the only way to save the
tribe.... To save you... and he was
right. The Iceni alone were never
strong enough to defeat the
legions.

BOUDICA
 (hesitant)
 Were you a part of it?

Myrion stops what he's doing and leans over to look Boudica in the eye.

MYRION
 No. Of course not... I found out after.

BOUDICA
 How could I have been so foolish.

MYRION
 You weren't foolish. You were young and in love.

Soon after Myrion goes back to treating her wounds, Boudica's eyes begin to slowly transform from a look of sadness and despair to one of cold hard fury.

LATER:

Boudica wakes from a fitful sleep and finds Aeryn and Glenda treating her wounds.

BOUDICA
 Aeryn, Glenda... please forgive me.

AERYN
 Forgive you... for what?

BOUDICA
 (tears welling up)
 I couldn't stop them... I failed you.

GLEENDA
 Mother, no one could have stopped them.

BOUDICA
 (eyes cold and hard)
 I swear to Andraste I will avenge you... For what they did to you... to us.

GLEENDA
 Mother, I don't want vengeance.

Aeryn's eyes harden like her mother's, and with a savage grin.

AERYN

I do.

EXT. SACRED GROVE - MONA - DAY

Governor General SÜETONIUS PAULINUS, (50), and JULIUS AGRICOLA, (30), his second in command, along with their personal guards, are inspecting a sacred grove of oak trees abandoned by the fleeing survivors of the Druid army.

Most of the Romans are disgusted by what they see. Flies and maggots cover the heads and entrails of the victims the Druids sacrificed to their gods in their final, desperate attempt to stave off the Roman legions.

Roman soldiers wretch and vomit from what they see and smell.

AGRICOLA

(with disgust)

How barbaric.... Is this truly their religion?

SÜETONIUS PAULINUS

It's really no different from any other religion.

Suetonius is amused when he sees the look of surprise on Agricola's face at his unexpected answer. He further explains.

SÜETONIUS PAULINUS (CONT'D)

Religion is simply another form of governance.... Men of lesser ability often find it useful.

Suetonius pauses to look around at the human carnage.

SÜETONIUS PAULINUS (CONT'D)

I've found that there are much more practical and direct ways to take advantage of peoples fear of death.

Suetonius gives another look around, unfazed by what he sees.

SÜETONIUS PAULINUS (CONT'D)

(to Agricola)

I want every tree on Mona cut down and every settlement burned to the ground.

Suetonius, not appreciating the irony.

SUETONIUS PAULINUS (CONT'D)
It's time we civilized these
savages.

Suetonius calmly walks away to continue his tour.

INT. BOUDICA'S ROUNDHOUSE - NIGHT

Boudica doesn't seem to notice when Myrion enters the roundhouse. She is lost in thought as she slowly sharpens a spear tip while intently staring off into space.

Glenda and Aeryn are nearby also sharpening weapons.

MYRION
Boudica, you should be resting.

Boudica doesn't seem to hear him.

Concerned, Myrion again tries to get a response from her.

MYRION (CONT'D)
Boudica, can you hear me?

Boudica finally looks at him, her gaze intense.

BOUDICA
The Lady Andraste has shown me a
vision.

MYRION
(skeptical)
What has she shown you?

BOUDICA
That I must unite the tribes to
destroy the Romans'... before they
destroy us.

MYRION
(kindly)
Be careful Boudica. Prophecy and
metaphors are difficult to
interpret... And usually a dream is
just a dream.

BOUDICA
It wasn't just a dream or a
metaphor.... It was a herald.

MYRION

Boudica, you were near death. The things you think you saw could be...

BOUDICA

(interrupting)

You doubt me? You who have known me since I was born? You who has taught me all I know of our religion...? You may have lost faith in the gods but I have not.

Myrion is stung by her words.

BOUDICA (CONT'D)

Send messengers to all the surrounding tribes. The Iceni are going to war.

Boudica goes back to sharpening her spear.

MONTAGE - MAKING BOUDICA'S SWORD

- - The wordsmith pounds on the rough, red hot blade on an anvil as his apprentice, holding on to it with tongs, flips it over occasionally so he can pound it on the other side

- - The swordsmith, in a cloud of steam, quenches the red hot blade in a tub of water.

- - The swordsmith engraves Celtic patterns into the blade.

EXT. BOUDICA'S ROUNDHOUSE - DAY

A hundred warriors wait for Boudica outside her roundhouse. Mostly Iceni and Trinovante, but many are from more distant tribes as well. They're armed and ready for battle, their bodies made up in blue war paint.

Still weak, Boudica supports herself with her spear as she exits the roundhouse. In her other hand she holds a small rabbit. Like her mother before her, she is dressed in her Queens regalia of her cloak in her family's distinct plaid pattern pinned together with a penannular brooch decorated with a trinity knot. On her head she wears an ornate silver headband.

BOUDICA

(to Myrion)

So... How do I look?

MYRION

Like shit.

BOUDICA

(ignoring his comment)

Time to make a splash.

Myrion, Glenda and Aeryn follow behind Boudica and help her up onto a chariot to give her extra height.

Boudica takes a moment to scan the crowd, evaluating them before she begins her speech.

BOUDICA (CONT'D)

Once... not long ago... each tribe had but one king and we lived free. But now these foreign invaders have clamped upon us two great yokes! A cruel and capricious governor who wreaks his unjust fury upon our lives! And a procurator who robs us of our property and taxes us to starvation!

Some shouts and nods of agreement from the crowd.

BOUDICA (CONT'D)

(a little louder)

These cowards and shirkers who rob us of our homes, kidnap our children and conscript our men believe in nothing but greed and self indulgence...! But what a mere handful they are.

Response from the crowd now a little more rowdy.

BOUDICA (CONT'D)

Long ago, the tribes of Germania dispelled the great myth of the mighty Roman Empire when their leader, Arminius, united their great tribes and slaughtered the legions who came to enslave them.... Can we not do as the Germans have done...? They had only a river to shield them...! We have an ocean!

The crowd cheers ever louder.

BOUDICA (CONT'D)

We have our children, our parents and our country to fight for!

(MORE)

BOUDICA (CONT'D)

The Romans fight only for their emperor... An emperor who has promised them our land!

The crowd becomes even louder.

BOUDICA (CONT'D)

Tell me friends. Would you fight for an emperor who killed his own mother!

CROWD

No!

BOUDICA

Would you make slaves fight to the death for amusement!

CROWD

No!

BOUDICA

Do we castrate young boys to fuck them like women!

CROWD

No!

BOUDICA

And yet they call us barbarians!

The crowd goes wild with cheers and whistles.

Boudica smiles, feeling the rush from the crowd's enthusiasm.

She waits for the crowd to quiet before continuing.

BOUDICA (CONT'D)

The Goddess Andraste is at last showing mercy to us Britons by keeping their general away.... We must accept this gift! Not to do so will insult the goddess and she will never give us this chance again.

After a short pause for effect.

BOUDICA (CONT'D)

My fellow countrymen, either you submit yourselves and your families to Rome, and to slavery! Or fight for your freedom and drive these heathens back across the sea...!

(MORE)

BOUDICA (CONT'D)
 I chose to fight...! My fellow
 Britons... will you join me?

Again, wild cheering from the crowd.

Boudica holds up her arms, still holding the spear and the
 rabbit, and waits for the noise to die down.

BOUDICA (CONT'D)
 Mighty Andraste, as I set free this
 hare, symbol of your divinity, I
 call upon you as one woman to
 another.... Grant us victory!

When she sets the rabbit down it quickly runs off.

Boudica acts as though this proves the will of Andraste.

BOUDICA (CONT'D)
 Andraste blesses us!

The crowd begins to chant.

CROWD
 Boudica... Boudica... Boudica...
 Boudica... Boudica... Boudica.

EXT. WREN'S FARM - DAY

Tulio, the retired centurion, absent mindedly flicks his
 leather whip as he leans against a post, supervising his
 slaves as they work in Wren and his family's former fields.

The scar on his face from Wren's attack makes him look even
 uglier than Catus said it would.

His boredom is interrupted when he hears the distant,
 thundering sound of galloping horses.

The sound gets louder and louder as he looks around, unable
 to pinpoint the source of the sound as it bounces off the
 nearby hills.

His eyes widen in surprise when he sees Boudica and her
 daughters crest the hill in their war chariot, driven by
 Aeryn. Their faces painted in blue war paint. With savage
 delight, Aeryn charges straight at him at a full gallop.

Tulio's surprise turns to fear and he starts to run. In the
 background we see Boudica cock her arm back, aiming a spear,
 as the chariot bears down on him at full speed.

Boudica launches her spear, and with deadly accuracy it punches through his back and out the center of his chest.

The chariot roars by as Tulio falls dead as the rest of Boudica's army comes into view.

MONTAGE - BOUDICA RAMPAGES HER WAY TO CAMULODUNUM

- - Boudica and her daughters running down the road in their war chariot. Tulio's severed head hanging from the neck of the horse. Her army following close behind.

- - Britons from the countryside joining her army.

- - Roman families being dragged from their homes and slaughtered.

- - A woman frantically burying her valuables in the dirt floor of her hut.

- - Boudica's army looting farms.

- - Whole settlements burning.

- - People fleeing to Camulodunum.

END MONTAGE

I/E. JAIL CELL - CAMULODUNUM - DAY

Wren hears commotion outside his jail cell. He squints through a crack between the boards and sees people hurrying about in panic. Many of them carry their belongings. Some have loaded them onto carts.

In the distance, giant black pillars of smoke rise high into the sky.

He yells and pounds on the wall until getting the attention of a WEALTHY CELTIC MERCHANT.

WREN

Hey, what's happening!

WEALTHY CELTIC MERCHANT

They're rebelling against Rome!

WREN

Who is?

WEALTHY CELTIC MERCHANT
 That bitch, Boudica of the
 Iceni...! She's gonna fuck
 everything up.... For Everybody!

The wealthy merchant runs off.

Wren leans back against the wall and smiles.

EXT. TEMPLE OF CLAUDIUS - CAMULODUNUM - NIGHT

In front of the temple, a company sized contingent of Roman soldiers in close formation anxiously wait.

Their faces show both fear and discipline as they listen to the far off screams of people being massacred by Boudica's army.

Men and women, both Roman and Briton, run past the soldiers to get to safety inside the temple.

As the sounds of violence gets closer, the soldiers look nervously at one another.

The CENTURION IN CHARGE, blows his whistle, startling the soldiers.

CENTURION IN CHARGE
 Prepare to defend!

TROOPS
 (as one)
 Ready!

Boudica's warriors, both men and women, burst into view and charge the outnumbered Romans.

Many Britons are naked except for tattoos, war paint and weapons.

The warriors run at full speed, screaming war cries as they crash into the Romans. Many of them dive over the shields of the soldiers in the front ranks where they're cut down by the soldiers behind them.

Despite being outnumbered, the Romans hold their own as Celtic hatred and ferocity is countered by Roman training and discipline.

Boudica and her daughters watch the battle from their chariot.

INT. JAIL CELL - CAMULODUNUM - CONTINUOUS

Wren pounds on the wall, screaming to be set free, when he hears the door behind him open. He turns to see Myrion at the doorway.

Myrion studies Wren for a moment, considering him.

MYRION

And who might you be?

EXT. TEMPLE OF CLAUDIUS - CAMULODUNUM - CONTINUOUS

Boudica grows annoyed at the stubborn defense the Romans are putting up. Having had enough, she turns to a large group of warriors waiting behind her holding lit torches.

BOUDICA

(waving them forward)

Now...! Throw the torches!

Dozens of warriors rush forward and throw their torches up and into the middle of the Roman formation.

The Romans in the middle scream in pain as the torches hit them in the face and arms before falling to the ground to burn their legs and feet.

The fighting becomes even more desperate as the soldiers in the middle, getting burned, can no longer lend their strength to the front ranks.

The entire Roman contingent crumples, collapsing in upon itself.

Boudica's warriors create an ever growing pile of corpses as the Romans get slaughtered.

EXT. CAMULODUNUM - STREET - NIGHT - CONTINUOUS

Wren walks through the town with a skin of wine he found somewhere, past hacked up bodies of men and women, both Roman and Briton.

Boudica's warriors plunder the buildings, carrying their loot through the streets while others vandalize anything Roman.

Wren finds himself in the town square, near the Temple Of Claudius. The large equestrian statue in front is in the process of being pulled down by Boudica's warriors.

Nearby are Boudica, her daughters and Myrion, along with a dozen of her warriors. She is in front of a line of Roman and British prisoners all chained together.

Curious, Wren finds a comfortable place to sit and watch.

BOUDICA
(to the first prisoner)
Where's Catus!

The wounded soldier, bloody and in shock, is barely able to stand. He says nothing.

Boudica doesn't wait long before she runs her spear through him. She wrenches the spear out of him while kicking him away and turns immediately to the next prisoner in line.

BOUDICA (CONT'D)
Where's Catus!

This prisoner is also in rough shape as he stares at the ground, bloody from several wounds.

Glenda's eyes widen as she recognizes the soldier as the one who raped her.

GLENDIA
Mother... he's one of them.

Surprised, Boudica looks at Glenda and then grabs the soldier by the hair and wrenches his head up to look at him.

She again looks at Glenda while holding the soldier's head up so Glenda can see him better.

BOUDICA
Are you sure?

Glenda can only nod.

Wren watches the scene with interest.

Boudica hands Glenda her dagger.

BOUDICA (CONT'D)
Cut off the part of him that has
violated you.

Glenda timidly takes the dagger, approaches the rapist and hesitates. Boudica comes up behind her.

BOUDICA (CONT'D)
(angrily)
He must pay for what he's done....
Go on... cut it off.

Still, Glenda cannot do it. Boudica, disappointed, takes back the dagger.

Boudica turns her attention to the rapist.

BOUDICA (CONT'D)
(to her warriors)
Hold him!

The rapist becomes terrified and struggles when he realizes what she plans to do as she cuts off his lower garments.

BOUDICA (CONT'D)
Let's see you rape little girls
now.

She looks deep into his terrified eyes with relish as she grabs his cock and begins to slice it off.

Wren smiles in amusement as he watches Boudica sawing back and forth. The rapist's screams escalate in pitch.

Boudica, still glaring into his eyes, cuts it free and jams it into his screaming mouth. One of her warriors quickly ties a rag around the rapist's head to keep it there.

Boudica turns to Aeryn who's been watching everything with great excitement.

BOUDICA (CONT'D)
(giving Aeryn the dagger)
He's yours.

Aeryn, without hesitation, plunges the dagger into the rapist's throat. His blood sprays her face and she smiles. The warriors holding him let him drop to the ground, dead.

Boudica again moves to the next prisoner, this time the wealthy merchant.

BOUDICA (CONT'D)
Where's Catus?

WEALTHY CELTIC MERCHANT
(falling to his knees)
He's in Londinium...! He's moved
his offices to Londinium...!
Please... I beg you...! Have mercy!

BOUDICA
 Mercy...? For a traitor?

BOUDICA (CONT'D)
 (to her warriors)
 We're done.... Kill the rest.

MYRION
 And the ones trapped in the temple?

BOUDICA
 Spare the kids, then burn it
 down.... Burn everything down.

Boudica doesn't notice when Aeryn joins the warriors as they kill the remaining prisoners.

EXT. BOUDICA'S CAMP - OUTSIDE CAMULODUNUM - NIGHT

The whole town is on fire. As the camera pulls back and widens we see it as an image reflected in Boudica's eyes making it appear as if her eyes are on fire, reflecting the rage still burning within her.

LATER THAT NIGHT

Wren walks through Boudica's camp searching for a place to sleep.

He comes upon Boudica's chariot with the head of Tulio still hanging from the horse's neck. He instantly recognizes it from the livid scar on its face.

He lifts up the head to look into its lifeless eyes when he's surprised to find a very drunk Boudica standing behind him with her knife at his throat.

BOUDICA
 (whispering into his ear)
 What're you doing with my head?

WREN
 Catus took my family and gave this
 bastard my house.

He turns to face Boudica.

WREN (CONT'D)
 The power of this head is owed to
 me.

Boudica considers him a moment before lowering her knife.

BOUDICA

Fine... take it... It's yours.

Boudica turns to Myrion who's standing behind her.

BOUDICA (CONT'D)

Myrion, could you please find him a tent.

Myrion nods and Boudica starts to walk away.

WREN

Thank you.

BOUDICA

It's the least I could do... after burning your house down.

Boudica staggers away, sipping from a goatskin of wine.

EXT. BOUDICA'S CAMP - OUTSIDE CAMULODUNUM - DAY

The next morning Boudica, her daughters, Myrion and Wren, with Tulio's head at his feet, along with a half dozen other warriors are having breakfast together around a campfire.

Boudica watches Wren, sizing him up and liking what she sees.

BOUDICA

(to Wren)

What's your name, Trinovante?

WREN

Wren, son of Caratacus.

MYRION

You mean King Caratacus of the Trinovante?

WREN

King no longer. Thanks to the Romans.

BOUDICA

Why did Catus take your family and give away your land?

WREN

We couldn't pay his taxes.

BOUDICA

Myrion tells me he found you in a jail cell.... What did you do?

Wren picks up the head and points to the scar on its face.

Boudica smiles, impressed.

BOUDICA (CONT'D) (CONT'D)

I see.

EXT. ROMAN ROAD - DAY

SUPER: "THE 9TH LEGION HISPANA - RUSHING TO RELIEVE

CAMULODUNUM"

The Roman legion marches in column through a carpet of thick, dense ground fog at a fast pace.

At the head of the column a soldier marches holding up a large, gilded statue of an eagle. Attached to it are banners indicating they are the 9th Legion Hispana.

Despite the forced march carrying heavy packs, the legionnaires march in perfect step as the road curves around the base of a steep, wooded hill on their left.

Boudica, Glenda and Aeryn are high up on the hill. Boudica and Aeryn watch their prey with wide eyed anticipation. Glenda looks nervous. She covers her belly, protecting herself, unaware that she is doing so.

With them, concealed behind trees, hundreds of other warriors armed with spears and slings, anxiously wait for the signal to attack.

Boudica's blood lust grows with each passing second as the rhythmic sound of the march gets louder and louder.

On the Romans' right, lying in wait in the dense ground fog is Wren, preparing to give the signal. With him is a warrior with a carnyx. They both lie on their stomachs, along with hundreds of other warriors hidden in the fog.

When the column reaches a point about even with Wren's position, the warrior with him raises his carnyx through the fog like a periscope.

He sounds a long blast which is followed by other carnyxes down the line.

Hundreds of warriors, led by Wren, spring up from the fog and from behind trees and charge the Roman column along its entire length.

Boudica, watching from the hill above, waits for the column to face Wren's charge before giving the signal to throw their spears and sling their rocks into the Romans' exposed backs.

Hundreds of spears and rocks rain down on the column from above. Many of the legionnaires are not able to raise their shields in time. Those that do, expose themselves to Wren's attack.

Boudica, after throwing her last spear, her eyes wide with excitement, thrilled by the adrenaline of combat, draws her sword.

BOUDICA
Girls, stay here!

Boudica raises her sword high.

BOUDICA (CONT'D)
Attack!

Aeryn, hoping to join the attack looks angry as Boudica and the other warriors charge down the hill.

TIME SLOWS:

With a fierce battle cry and bloodlust in her eyes, Boudica charges down the hill.

The Romans beneath her raise their shields.

Boudica dives headlong into the Romans as she would a pool of water, crashing into them before disappearing beneath their shields.

The warriors behind her, many of them nude and covered in tattoos, also dive into the Romans raised shields, crushing them violently to the ground.

Glenda and Aeryn, watching from above, gasp when they see Boudica disappear from view.

Aeryn tries to go to her mother's rescue but is held by a warrior standing behind her.

From above we can see that there is intense combat beneath the cover of the shields by how they move.

Boudica, from underneath, explodes upwards as she breaches through the shields.

Aeryn screams in exhilaration when she sees her mother emerge through the shields. Glenda sighs in relief.

Boudica, covered in blood and grime, slashes and hacks her way through the Romans like a woman possessed, gleefully chopping her way through Romans unlucky enough to be in her way.

TIME BACK TO
NORMAL:

Just as the Romans plight couldn't get any worse, Myrion, leading a column of war chariots from behind the hill, smashes into the front of what's left of the Roman column.

TIME SLOWS:

Boudica thrusts, dodges and parries as she struggles to defend against two soldiers who expertly coordinate their attack. When Boudica raises her sword high to block a downward blow, Wren crashes into the other soldier before he can take advantage.

Wren stabs the soldier he crashed into. Then he and Boudica together, stab to death the other soldier. They then go back to back, defending each other.

TIME BACK TO
NORMAL:

The battle hardened 9th Legion puts up a heroic fight as they cut down dozens of Boudica's warriors in vicious hand to hand fighting, but soon the legionnaires are pushed back by Boudica's overwhelming numbers. As the Roman column becomes compressed they soon lose their ability to fight back.

When it's over, It's as if the road is paved with the dead for miles.

LATER

Boudica, exhausted and covered in blood and grime, slumps down next to a tree. Her burning rage temporarily quenched.

Wren soon joins her and hands her a goatskin of wine. She smiles her thanks and takes a pull.

BOUDICA
They almost had me back there...
Thanks.

WREN
My pleasure... We fight well
together.

BOUDICA
 (smiling at him)
 Yes... yes we do.

Myrion, seeing she is covered in blood, rushes to her.

MYRION
 (to Boudica)
 Are you hurt?

BOUDICA
 (smiling)
 No, I'm alright.

MYRION
 (concerned)
 Where're Aeryn and Glenda?

As Boudica and Myrion survey the battlefield they see Glenda tending to Boudica's wounded warriors.

Aeryn is not far from her. Myrion and Boudica exchange concerned looks when they see Aeryn's lack of emotion as she casually wanders through the Romans, calmly killing the wounded with her spear.

BOUDICA
 Tell me my old friend. Will my daughters ever feel joy again or have the Romans taken that from them forever?

MYRION
 Only the ripples of time will tell.

INT. OFFICE OF THE PROCURATOR - LONDINIUM - DAY

Catus is directing his staff as they rush around gathering scrolls and carrying away furniture and other valuables including two large chests of coins as they prepare to evacuate the town ahead of Boudica's imminent attack.

DECIANUS CATUS
 (to his accountant)
 How much are we able to save from the barbarians?

ACCOUNTANT
 About thirty million sesterces, sir.

DECIANUS CATUS
 How much?

The accountant is momentarily confused by the look Catus is giving him until finally getting it.

ACCOUNTANT
(hesitant)
Twenty million sesterces?

Catus raises his eyebrow while holding his gaze at the accountant.

ACCOUNTANT (CONT'D)
Fifteen million sesterces?

DECIANUS CATUS
Good man.

The commander of the guard walks in leading a Briton in chains.

COMMANDER OF THE GUARD
The SLAVE you wanted, Procurator...
As ordered.

DECIANUS CATUS
Ah, yes, thank you, Commander.

Catus looks through the mess on his desk before finding what he's looking for.

DECIANUS CATUS (CONT'D)
(to the slave)
Lets see, your name is
DYLAN, (30),
a former mercenary, and your land
was confiscated for...(looking at
the scroll) delinquency of
taxes...? Is that right?

Dylan doesn't answer. Catus again reads from the scroll.

DECIANUS CATUS (CONT'D)
And it seems your family... a wife
and three children...? Are now the
property of the Procurator.

Still Dylan says nothing.

DECIANUS CATUS (CONT'D)
(to the Commander)
Commander remind me again. Who is
the procurator of this province?

COMMANDER OF THE GUARD
You sir, Decianus Catus.

DECIANUS CATUS
 (enjoying himself)
 That's right.... Thank you
 Commander.

Catus regards Dylan as he would a bug about to be squashed.

DECIANUS CATUS (CONT'D)
 I own you.... I own your family. I
 own your land.... Mine, to do as I
 please. I can have you fight to the
 death in the arena, such as it
 is.... I can have your wife sold to
 a brothel and have your children
 working for the rest of their short
 little lives in a salt mine...
 Or...

Catus steps closer to the slave and places his hand on his
 shoulder and, with his customary evil smile.

DECIANUS CATUS (CONT'D)
 I can set them free... in exchange
 for a small favor.

Dylan looks up, a small glimmer of hope in his eyes.

DYLAN
 What must I do?

DECIANUS CATUS
 To simply use those skills you
 learned as a mercenary and kill the
 Iceni rebel, Boudica... and you
 must do it before she and her mob
 of miscreants gets here.... Do this
 one simple task and I'll set your
 family free. And since you'll
 almost certainly die on this
 mission, I will even give your
 family their land back.

Dylan studies Catus, trying to figure out if he can trust him
 to keep his word. After a moment he nods in agreement.

DECIANUS CATUS (CONT'D)
 Excellent...! Until then, I'll take
 your family on a nice little
 holiday in Gaul. And when it is
 done, and you are most likely dead,
 I'll return and set your family
 free.

Catus turns to the commander.

DECIANUS CATUS (CONT'D)
 Commander, you can take off those
 chains.

As the commander removes the chains, Catus walks to his desk and returns with an ornate, expensive looking dagger (the same dagger that Wren saw Catus wearing when he and his family were taken).

DECIANUS CATUS (CONT'D)
 Here... use this and make sure she
 knows it was me who killed her.

Dylan takes the dagger. Catus smiles, knowing how badly Dylan wants to bury it in his chest, but can't.

DECIANUS CATUS (CONT'D)
 There's a horse waiting for you
 outside.

Catus' cheerful demeanor turns menacing.

DECIANUS CATUS (CONT'D)
 For the sake of your family,
 barbarian... do not disappoint me.

MONTAGE - MAKING BOUDICA'S SWORD

- - The swordsmith carefully slides the cross-guard over the tang.
- - The swordsmith wraps the handle with leather.
- - The swordsmith adds the pommel with an ornate trinity knot engraved in it.
- - With his apprentice intently watching, the swordsmith carefully examines the finished sword.
- - They look at each other and smile proudly, knowing they have created the greatest sword ever made.
- - The swordsmith slides the sword into its scabbard.

END MONTAGE

EXT. BOUDICA'S CAMP - NIGHT

A wide eyed Glenda watches as midwives rush in and out of a makeshift tent as they attend a screaming woman going through a difficult labor.

Boudica exits the tent and smiles at Glenda.

BOUDICA

Poor thing's having a tough time of it. But don't worry. She'll be alright.

Glenda flinches as she hears another loud scream.

GLENDIA

She sounds like she's dying!

BOUDICA

She does, doesn't she.... The screaming, the blood and pain... Reminds me of being in battle.

BOUDICA (CONT'D)

(smiling)

A battle no man could ever endure.

A frightened Glenda hugs herself as Boudica pats her on the shoulder and walks away.

EXT. HILLTOP - ISLAND OF MONA - DAY

Suetonius along with most of his command staff, watches with satisfaction the final mop up operations against the last remaining Druids.

Soldiers are busy chopping down trees. Columns of thick, black smoke rise high into the air as settlements are looted and burned.

Ragged prisoners of men, women and children, their faces showing shock and fear are chained together as they are force marched along the road. Soldiers whip them to keep them moving.

Agricola, on horseback, carrying a message, hurries up the steep hill to where Suetonius is.

When he reaches him, before Agricola can speak, Suetonius gestures toward the view before him.

SUETONIUS PAULINUS

Agricola, come look.... Have you ever wondered how such a brave people can be so easily subjugated...? Its quite simple really.... Courage, passion and a cause will never triumph over skill, discipline and strategy.

Suetonius' smile vanishes as he sees Agricola's face turn pale.

SUETONIUS PAULINUS (CONT'D)
Agricola, what is it.

AGRICOLA
Sir, the Iceni and the Trinovantes
are in open rebellion....
Camulodunum has been sacked.

Suetonius is stunned.

AGRICOLA (CONT'D)
The 9th did try to relieve the city
but they were ambushed.... Sir,
they were routed.

Suetonius says nothing as he struggles to process the news.

AGRICOLA (CONT'D)
(after a moment)
There's more, sir... The revolt is
being led by a woman.

SUETONIUS PAULINUS
(incredulous)
A woman!

AGRICOLA
Yes sir, Queen Boudica of the
Iceni.

His staff wait for orders while Suetonius, deep in thought, decides what to do.

After a moment, his decision made, he addresses his staff.

SUETONIUS PAULINUS
Londinium is sure to be her next
target.... Two cohorts will stay
here. Agricola, you and I will ride
ahead with the cavalry. The rest of
the legions will follow at best
possible speed.

Suetonius turns to one of his staff.

SUETONIUS PAULINUS (CONT'D)
Send a message to the 2nd Augusta.
They're to meet the infantry
enroute.

Suetonius' demeanor becomes angry and intense.

SUETONIUS PAULINUS (CONT'D)
 Soldiers of Rome. We will not let
 this woman become the next
 Spartacus...! We will destroy them
 so utterly that never again will
 these barbarians ever think of
 revolt.... We will bring order to
 this province!

Suetonius gives them the Roman salute.

SUETONIUS PAULINUS (CONT'D)
 Now... carry out your orders....
 For the honor and glory of Rome....
 Hail Caesar!

His staff return the salute.

STAFF
 (all together)
 Hail Caesar!

EXT. ROMAN DOCKS - LONDINIUM - DAY

Decianus Catus watches from the stern of his ship, a typical Roman Trireme. Standing next to him is his commander of the guard.

DECIANUS CATUS
 Move them along, Commander... I
 will not spend one more minute on
 this shit-hole of an island than I
 have to.

COMMANDER OF THE GUARD
 (to the soldiers on the
 docks)
 Faster!

Roman soldiers whip the slaves to quicken their pace as they load Catus' cargo of treasure, crates of goods and a long line of slaves chained together. Among the ragged band of slaves are both Wren's wife and Dylan's wife.

EXT. HILL ABOVE BOUDICA'S CAMP - NIGHT

Dylan, on his horse, looking both fearful and determined, crests the hill and looks down onto Boudica's camp. His dagger glitters in the moonlight.

EXT. HEADQUARTERS BUILDING - ROMAN FORT - DAY

SUPER: "TOWN OF ISCA - (PRESENT DAY EXETER) - HOME OF THE

ROMAN LEGION, 2ND AUGUSTA, COMMANDED BY PREFECT, POENIUS POSTUMUS"

POENIUS POSTUMUS, (60s), followed by his ADJUTANT, (30s), enter the courtyard in front of the headquarters building to address the ten TRIBUNES that command his cohorts, (battalions).

POENIUS POSTUMUS
The 2nd Augusta will not be
marching against the rebels.

They look at one another in surprise. Some get angry.

TRIBUNE #1
Prefect, we have orders!

POENIUS POSTUMUS
I'm well aware of our orders,
Tribune.

TRIBUNE #1
Sir, the 9th must be avenged! Honor
demands it!

POENIUS POSTUMUS
They will be... but not right
now... Instead you will have your
men improve our fortifications
here.

TRIBUNE #2
(incredulous)
We must attack...! If we don't, all
of Rome will think us cowards!

POENIUS POSTUMUS
Tribunes, enough...! You have your
orders...! Now... Carry out the
plan of the day... Hail Caesar!

Postumus gives the Roman salute which is returned by the tribunes without enthusiasm.

TRIBUNES
(all together)
Hail Caesar.

Postumus, a bit flustered, and his adjutant turn and walk back into the building.

INT. HEADQUARTERS BUILDING - ROMAN FORT - CONTINUOUS

Postumus, followed by the adjutant, walk into his office.

POENIUS POSTUMUS

The tribunes don't seem to understand the tactical situation.

ADJUTANT

Sir, some of them had friends in the 9th.

POENIUS POSTUMUS

It would take months to march more legions to Gaul... And once there, hundreds of ships to sail them here.

ADJUTANT

You're right of course, sir.

POENIUS POSTUMUS

Suetonius Paulinus is asking me to abandon the entire southeast region of Britannia... If we join his forces and lose, then what...? There won't be a single legion left to defend the entire province!

Postumus, seeming to be unsure of his decision.

POENIUS POSTUMUS (CONT'D) (CONT'D)

We must preserve the beachhead to this island.... Suetonius Paulinus will just have to look out for himself.... It's what I'm sure Emperor Nero would want.

INT. NERO'S PALACE - ROME - DAY

Seneca and Burrus walk in to find Nero and his architect going over a scale model of Nero's planned theater.

NERO

Ah, Seneca, come in, I need your advice on an urgent matter.

SENECA

Of course, Highness, I'm here to serve.

NERO

What's your opinion, should the statue out front be the Muse Aoide?

(Nero moves a model of the statue into place)

Or would Apollo be a better choice?

(replaces model of Aoide with one of Apollo) The architects just can't agree.

Seneca, never missing an opportunity to flatter.

SENECA

Uh, neither your Highness. The solution is obvious.... The statue should be of you.

Nero's eyes light up.

SENECA (CONT'D)

After all, it's through your wisdom and generosity that the people of Rome find inspiration... Should not the statue show future generations that they owe their appreciation of the arts to you?

NERO

You're right, Seneca. The solution was obvious.

Burrus rolls his eyes.

SENECA

I'm glad I could help, your Highness. Unfortunately that's not why we're here.

Nero looks at Seneca and Burrus and sees something is wrong.

NERO

What's happened?

BURRUS

A revolt, Highness. In Britannia, led by Queen Boudica... She's sacked the capital and destroyed an entire legion.

NERO

(shocked)

Why would they do such a thing...?

(MORE)

NERO (CONT'D)

Do we not provide them with the
light of civilization?

SENECA

They're savages Highness... Not
quite ready for civilization.

NERO

And they probably never will be...
We should just leave.

BURRUS

(angrily)

Emperor Nero, will you really have
us be driven out of an entire
province...? By a woman!

Nero stiffens from Burrus' rebuke.

SENECA

And besides, Highness, without the
tax revenues from Britannia, how
will you pay for your new statue?

EXT. ROAD TO LONDINIUM - DUSK

SUPER: "Road to Londinium"

It's early evening and Boudica's army has halted its march to
set up camp for the night.

Boudica, Myrion and Wren are walking through the camp as they
argue about strategy.

MYRION

Suetonius' legions are marching to
Londinium... He's smart and he's
ruthless.... He won't allow himself
to get ambushed like the 9th....
Perhaps we should wait...

WREN

Wait for what? We outnumber them
ten to one and more and more
warriors join us everyday.

Wren turns to Boudica.

WREN (CONT'D)

(frustrated)

There will never be a better
opportunity. If you don't want to
lead the attack, allow me to.

Boudica's eyes harden as she faces Wren.

BOUDICA

The Lady Andraste has given us a
gift... We will not squander it...
And I will lead the attack.

Just then Dylan, carrying the dagger wrapped in a piece of
cloth, bumps into Boudica and accidently drops it to the
ground.

DYLAN

(surprised)
Queen Boudica, please forgive me.

BOUDICA

Of course. Think nothing of it.

Boudica sees the dagger on the ground and quickly picks it up
before Dylan can react.

BOUDICA (CONT'D)

Where did you get such a beautiful
dagger?

DYLAN

(nervously)
It was a gift.

BOUDICA

It's lovely.

Wren glances at the dagger as Boudica hands it back to him.
She slaps him on the shoulder in a friendly way and turns to
walk away. Dylan hesitates with the dagger, trying to decide
what to do. Wren steps between Dylan and Boudica before Dylan
can attack.

Boudica sees Wren studying Dylan. He looks familiar to Wren
but he can't quite place him.

WREN

Do I know you?

DYLAN

Doubtful, I'm Dylan... of the
Catuvellauni.

Wren nods, thinking he might be mistaken but still senses
something is wrong.

BOUDICA

Well, we're glad to have you with
us.

When Boudica, Myrion and Wren walk away, Dylan takes a deep breath in relief.

EXT. WATERING HOLE - DAY

Early the next morning Glenda is so lost in thought while looking down at her reflection in the water that she doesn't hear Boudica come up behind her.

Looking at each other through their reflections Boudica can see that Glenda is troubled.

BOUDICA

Dear Glenda, what worries you so?

Glenda turns to her mother, terrified

GLEENDA

(in anguish)

Mother... I'm pregnant!

Boudica steps back, stunned by the news.

GLEENDA (CONT'D) (CONT'D)

I'm so scared...! What do I do?

BOUDICA

The father..., is it the soldier who raped you?

GLEENDA

Yes! Oh, Mother, the father is evil! What will my child be?

BOUDICA

Oh darling, don't worry. You're going to have a beautiful baby.

GLEENDA

(sobbing)

A Roman baby!

Boudica embraces Glenda.

BOUDICA

Your child will be what you raise it to be... Just don't raise it to be what I was raised to be.

GLEENDA

What is that?

BOUDICA
 (jokingly)
 A spoiled brat.

Boudica and Glenda let go of their embrace when they both see Dylan with desperation in his eyes and Catus' dagger in his hand.

EXT. ROAD TO LONDINIUN - SAME TIME

Boudica's army is starting to break camp.

Wren is saddling his horse when a great wave of fear rolls through him. He realizes where he has seen Dylan.

QUICK FLASHES

- - Catus wearing the ornate dagger.
- - Dylan and his family in chains behind him.
- - Dylan the day before with the dagger.

Realizing the awful truth that Dylan is an assassin, Wren spins around, looking for Boudica.

WREN
 (yelling)
 Boudica...! Has anyone seen
 Boudica?

A WARRIOR walking by carrying a spear.

WARRIOR
 Ya, just a short while ago.

WREN
 Where?

WARRIOR
 I think she was headed for the
 watering hole.

Wren snatches the spear from the warrior and takes off for the watering hole.

EXT. WATERING HOLE - CONTINUOUS

BOUDICA
 Why?

DYLAN

Catus has my family... I'm sorry.

Boudica steps in front of Glenda to protect her and draws a dagger of her own from beneath her cloak as Dylan takes a step forward.

BOUDICA

You don't have to do this. When we get to Londinium we'll kill Catus and free your family.

DYLAN

He's not in Londinium! He's fled to Gaul...! And taken my family with him!

Boudica's eyes flash in fury.

BOUDICA

What...! He's in Gaul!

DYLAN

I'm sorry.

Determined to complete his mission, Dylan takes a step toward Boudica and swings his blade putting a small cut on her face.

Before he can follow up on his attack, his expression turns to pain and confusion as he looks down to find Wren's bloody spear jutting out his chest.

Dylan staggers around and sees Wren. He gives him a look of shock and disbelief before collapsing to the ground dead.

Wren rushes to Boudica.

WREN

Are you alright?

BOUDICA

I didn't need your help!

Boudica yanks the spear out of Dylan and in a fit of white hot fury, repeatedly stabs the body while screaming in rage until finally flinging the bloody spear into the water.

BOUDICA (CONT'D)

(to Wren)

Catus has fled to Gaul...! He's beyond my reach!

Wren and Glenda both watch Boudica, not knowing what to say, as she sits back down near the water's edge, her whole body clenched in frustration.

EXT. LONDINIUM - DAY

The residents of Londinium, mostly Roman and Celtic merchants, cheer in relief as Suetonius confidently trots down the street on horseback, leading his cavalry into town, looking every bit the savior of the city.

When he halts the column in front of the office of the procurator, he is met by a nervous looking MAGISTRATE, (30s).

MAGISTRATE

Governor... thank the gods, we had almost lost hope!

Suetonius and Agricola ignore the Magistrate as they dismount and walk into the building. The Magistrate hurries after them like a puppy afraid to be alone.

INT. OFFICE OF THE PROCURATOR - CONTINUOUS

Suetonius walks into the office and sits behind Catus' desk like he owns the place.

SUETONIUS PAULINUS

(to Magistrate)

Where's the Procurator...? Why isn't he here to greet us?

MAGISTRATE

Sir, I'm afraid he's fled to Gaul... Along with the treasury.

SUETONIUS PAULINUS

And the auxiliary troops, where are they?

MAGISTRATE

Sir, the Procurator sent them to Camulodunum, to defend the city.... They're all dead, sir... burned alive, I'm told.

AGRICOLA

Why didn't you flee with the Procurator?

MAGISTRATE

He ordered me to stay and take charge.

AGRICOLA

Really? What did you do to piss him off?

SUETONIUS PAULINUS

(interrupting)

Doesn't matter.... Now, Magistrate, tell me everything you know of this Queen Boudica, and her rebel army.

EXT. OUTSKIRTS OF LONDINIUM - CAMPFIRE - NIGHT

Glenda and Myrion are relaxing around a campfire. Aeryn is nearby twirling a spear around her like a baton. Boudica is a short distance away, talking with Wren.

GLEENDA

Myrion, is Wren a good man?

MYRION

Yes, I think so... He's certainly brave.

GLEENDA

Do you think they'll fall in love?

MYRION

(chuckling)

Perhaps... Or maybe they'll kill each other. We'll have to wait and see.

GLEENDA

They do seem to argue a lot.

MYRION

They're not really fighting... that's just the way two people who like to fight get to know each other.

GLEENDA

I hope they fall in love.

MYRION

It might happen.... If she can overcome her fear.

GLEENDA

Fear? I've never seen Mother fear anyone.

MYRION

She fears getting betrayed. She thinks it's what killed her mother.

GLEENDA

(a beat)

Isn't it?

Both look at Boudica.

Boudica notices them looking at her and smiles at them.

EXT. OUTSKIRTS OF LONDINIUM - CAMPFIRE - SAME TIME

BOUDICA

(to Wren)

What will you do when all this is over...? Will you try to find your family?

WREN

Of course.

BOUDICA

You have a son?

WREN

(sadly remembering)

Yes, he would be eleven years old now... If he's still alive.

BOUDICA

You'll get them back.

WREN

I must get them back.

BOUDICA

You're a good father.

Wren looks at Boudica, trying hard to suppress the pain.

WREN

I am not... I failed to keep him safe.

BOUDICA

(tears welling up)

We both share that guilt.

EXT. OFFICE OF THE PROCURATOR - DAY

It's early morning and the Roman cavalry are mounted and in formation in front of the building.

Suetonius and Agricola are about to mount their horses when the Magistrate, in full panic, comes running toward them.

MAGISTRATE

Governor, where are you going?

Suetonius and Agricola mount their horses. As they do, Suetonius looks down at the Magistrate with icy, emotionless eyes.

SUETONIUS PAULINUS

We're leaving... I suggest you do the same.

MAGISTRATE

(shocked)

What about the city?

SUETONIUS PAULINUS

What about it?

MAGISTRATE

Sir, if you leave, she'll sack the city!

SUETONIUS PAULINUS

Boudica's army will get here before my infantry... We cannot defeat Boudica with cavalry alone.... The city cannot be saved.

Suetonius wheels his horse around and again looks down at the magistrate.

SUETONIUS PAULINUS (CONT'D)

You have only two choices. Stay and hope for mercy... or run... Hail Caesar.

Suetonius and Agricola kick their horses into motion and the rest of the cavalry follows after them.

Panicking citizens along the street call out after them. "Where are you going...!" "Don't go...!" "We have children...!" Etc.

EXT. LONDINIUM - NIGHT

Screams are heard from all over the city as it is sacked by Boudica's warriors.

Almost every building is on fire.

Boudica's warriors run rampant through the streets looking for people to kill and property to loot.

The bodies of men, women and elderly litter the streets, most of them Roman merchants and Celtic traders.

Some of Boudica's warriors are in front of the Procurator building, watching it burn, laughing as people on fire run out of the building, shrieking in pain, the warriors betting on how far they get before they collapse.

Boudica, Aeryn and Wren walk down the street. Boudica looks frustrated.

WREN
(looking around)
Where are the soldiers?

BOUDICA
They've fled... How brave they are!

Moments later, Myrion, Aeryn, Glenda and a group of warriors walk towards her along with a group of prisoners that are all tied together. Aeryn prods them along with a spear. Among the prisoners is the Magistrate, his CELTIC WIFE and their two children.

MYRION
Caught them outside the city...
This one says (pointing to the
Magistrate) that the Governor
himself was here and has fled.

Boudica walks over to the Magistrate and looks him over.

BOUDICA
Hmm... Equestrian class.... What
shall we do with you?

WREN
We have no use for prisoners.

Boudica ponders what to do with them for a moment.

WREN (CONT'D)
We'll sacrifice them.... In thanks
to the Lady Andraste.

BOUDICA

(to Wren)

The Iceni don't believe in sacrificing people. Especially not a lowly Magistrate... Myrion, is that not what you taught me?

MYRION

(glaring a warning at Wren)

It is.

Wren returns Myrion's glare while addressing Boudica.

WREN

The gods must be honored! The other tribes will demand it!

MYRION

Are not the corpses piled in the streets honor enough!

Boudica takes a few moments to consider the argument before turning to Myrion.

BOUDICA

(to Myrion)

Wren is right. You yourself told me that we cannot defeat the Romans alone... We need the other tribes.

BOUDICA (CONT'D)

(to Wren, reluctantly)

Have the Vates build a wickerman.

The CELTIC WIFE of the magistrate overhears this and starts screaming.

CELTIC WIFE

No...! Please...! Spare my children...! They're innocent...! Please don't burn my children!

Aeryn and Glenda stand on either side of Boudica, acting like the angels of her nature.

AERYN

(coldly)

Half Roman children.

GLENDIA

How can you say that...! Mother, They're just kids!

WREN

The gods make no such distinction.

BOUDICA

(to Wren)

Any god who demands the sacrifice
of children is a god not worth
serving.... Untie them.

Myrion smiles in relief at Boudica.

The children cry as Wren and his warriors untie them and drag
the parents and other adults away.

Boudica and Myrion sadly watch until Wren and his warriors
are out of earshot.

BOUDICA (CONT'D)

He has more rage in him than even
me.

MYRION

He's becoming difficult to control.

BOUDICA

Don't worry, my old friend. I have
the perfect weapon to control him.

Myrion gives her a puzzled look as he tries to understand
what she means.

EXT. BOUDICA'S CAMP - OUTSIDE LONDINIUM - NIGHT

The burning buildings of Londinium give Boudica's camp an
eerie light as a group of Vates, dressed in white robes,
begin to chant to the sound of drums and carnyxes.

They surround the wickerman, a crude cage twenty feet high
made of tree branches woven into the rough shape of a man.

Inside the wickerman are the Roman and Celtic prisoners
including the Magistrate and his wife. At its base is a large
pile of firewood.

Nearby are the grotesque bodies of Roman noblewomen who have
been skewered through their bodies and stood up on long
poles.

All around are scenes of wanton sex, drunkenness, feasting
and fights.

Naked men and women, their bodies painted in swirling patterns of blue and green paint, dance in erotically suggestive ways.

Boudica wanders through the chaos holding a small bundle of mistletoe until she finds who she's been looking for; Wren, sitting in a makeshift lean-to.

She says nothing as she gives Wren the mistletoe. Her eyes are filled with lust.

AT THE WICKERMAN - CONTINUOUS

We see the vates light the fire at the base of the wickerman.

The prisoners inside scream in panic as they climb up the rungs of tree branches within the cage, desperately trying to escape the flames.

We finally see the Magistrate and his wife, their arms poking through the gaps in the cage as they scream in pain until finally they're engulfed in flames.

BACK TO WREN'S LEAN TO - CONTINUOUS

Boudica, her back lit by the burning wickerman, drops her tunic exposing the brutal scars on her mutilated back.

Boudica sits down on top of Wren, straddling him.

She leans down to kiss him to the sound of the screaming of the wickerman.

FADE OUT.

EXT. BOUDICA'S CAMP - OUTSIDE LONDINIUM - DAWN

Glenda is standing next to the still smoldering remains of the wickerman. What's left is nothing more than ash, bones and skulls.

As she looks down at the pile, a single tear runs down her cheek.

In her sadness, she doesn't notice Boudica come up behind her.

Boudica, seeing the tear, tries to put her arm around her to give her an encouraging hug but Glenda angrily pulls away.

GLEENDA
 Mother, how could you let this
 happen...? Explain this to me!

Boudica is startled by Glenda's uncharacteristic anger.

BOUDICA
 I had to. There was no other way.
 The Druids from the other tribes
 are not like Myrion.... They still
 believe in the old ways... and we
 need their support. Without them we
 lose.... It's politics.

GLEENDA
 (in despair)
 It's murder!

Glenda kneels down in anguish, covering her ears.

GLEENDA (CONT'D)
 I can still hear them screaming!

Boudica kneels down in front of her and takes her wrists.

BOUDICA
 Remember what they did to you...!
 To us!

Glenda shrugs off Boudica's grip on her wrists and stands.

GLEENDA
 I can't do this anymore.... I'm not
 like you, Mother.

GLEENDA (CONT'D)
 (under her breath as she
 walks away)
 The Romans are right. We are
 barbarians.

Stung by her words, Boudica watches her walk away.

EXT/INT. SUETONIUS'S HEADQUARTERS - VERULAMIUM - DAY

SUPER: "SUETONIUS'S HEADQUARTERS - VERULAMIUM - (PRESENT DAY
 ST. ALBANS")

Agricola and two other men ride past a half dozen carts
 parked on the street that are filled with barrels of wine.
 They reach the front of the headquarters building.

Agricola dismounts and strides past an artist working on a wall mural before walking into the building.

SUETONIUS'S OFFICE - CONTINUOUS

Agricola walks in to find Suetonius at his desk. He comes to attention and gives him a Roman military salute.

SUETONIUS PAULINUS

Agricola my friend, what did you find out?

AGRICOLA

Sir, she sacked Londinium.... Just as you said she would.

Suetonius sees that Agricola is upset at the loss of Londinium.

SUETONIUS PAULINUS

You're upset?

AGRICOLA

It's humiliating, sir. To be forced to flee... By a woman!

SUETONIUS PAULINUS

My friend, I understand your frustration. But to save the province, the town had to be sacrificed.

AGRICOLA

I understand, Sir.

SUETONIUS PAULINUS

Good. Because now we have to sacrifice Verulamium as well.

AGRICOLA

Sir?

SUETONIUS PAULINUS

Here, come take a look.

Suetonius motions Agricola to a map.

SUETONIUS PAULINUS (CONT'D)

To beat this mob, we're going to have to be clever. We have to choose our ground carefully... Here is where we'll crush her.(pointing at the map) At Manduessedum.

AGRICOLA

Looks like excellent ground, Sir.
How will you draw her in?

SUETONIUS PAULINUS

It won't be difficult. They say she's hot tempered, impulsive and easy to provoke... and thanks to the Procurator, utterly despises us.

AGRICOLA

They still outnumber us ten to one.

Suetonius gives Agricola a wicked smile.

SUETONIUS PAULINUS

Did you not see the barrels of wine outside...? There's nothing as effective as wine to turn a barbarian army into an undisciplined mob.... And we know how the locals do enjoy their wine.

EXT. HEADQUARTERS BUILDING - VERULAMIUM - CONTINUOUS

The artist continues to work on the wall mural.

EXT. NEOLITHIC RUINS - OUTSIDE VERALAMIUM - DAWN

Boudica is watching the sun rise, lost in thought as she stands atop a small hill, its ancient Neolithic standing stones arranged in a circle.

Myrion soon joins her. Because it still is somewhat dark, she doesn't notice the bundle he's carrying.

BOUDICA

(gesturing to the stones)

Tell me, my old teacher. Do you think we'll be forgotten like these people?

MYRION

(smiling)

I'm sure I'll be... You're a hard one to forget.

BOUDICA

Will I be remembered as a murderer or as a liberator?

Myrion pauses a moment, surprised by the question.

MYRION

You enjoy the thrill of battle but
you don't enjoy killing for killing
sake.

BOUDICA

Glenda would disagree.

MYRION

Ah, so that's what's troubling
you... Glenda doesn't yet
understand the true meaning of
sacrifice... You did what was
necessary. She'll understand
someday.

BOUDICA

I pray to Andraste that you're
right.

MYRION

It was a hard decision... a
decision only a true queen could
make.

BOUDICA

Decision's...? My decisions are
what got us here... My poor Aeryn,
I look into her eyes and there's no
one there anymore! And Glenda,
sweet Glenda...! Myrion, What have
I done!

Myrion hugs Boudica as she breaks down sobbing.

MYRION

Living with the consequences is the
very meaning of nobility.

After some time has passed Boudica notices the bundle Myrion
is carrying.

BOUDICA

(drying her eyes)

What's that?

Myrion lets her go and starts to unwrap the bundle.

MYRION

Something very special. Prasutagus
commissioned this for you just
before he died.

Myrion hands her the sheathed sword. Her eyes widen as she pulls it free and it catches the morning sun, revealing its stunning beauty.

MYRION (CONT'D)

It was made by the greatest swordmaker in Gaul. Some say the world... I'm told its blade contains a metal that fell from the sky.

BOUDICA

(awe-struck)

It's beautiful.

MYRION

A sword meant for a queen.

BOUDICA

Does it have a name?

MYRION

In our language it translates to Hard Cleave.

BOUDICA

I like that... What is it called in Gaul?

MYRION

Excalibur.

EXT. VERULAMIUM - DAY

Boudica and her daughters, in their war chariot, lead her army into Verulamium looking for a fight but find the town abandoned.

EXT. HEADQUARTERS BUILDING - MOMENTS LATER

She stops the chariot in front of the building and gets out to look around. She is soon joined by Wren and Myrion. Her warriors fan out to start looting the town. They swarm over the carts when they discover they contain casks of wine.

BOUDICA

Yet again, they refuse to fight!

WREN

Perhaps they're weaker than we think.

BOUDICA
Or more cowardly.

WREN
I'll send out scouts. We'll find
out where they went.

When Wren walks away, Boudica spots the freshly painted wall mural. Curious, she walks over to it.

The mural's style resembles a modern day political cartoon. It shows Boudica and Prasutagus as puppets attached to strings being controlled by a laughing Emperor Nero.

Myrion sees Boudica looking at the mural, her eyes furious; her jaw clenched.

MYRION
They're hoping to provoke you...
draw you into a fight.

Boudica snaps at Myrion.

BOUDICA
I can see that!

She looks at the mural again.

BOUDICA (CONT'D)
They'll find I'm not so easily
manipulated.

Boudica storms into the building.

MYRION
(to himself)
I hope not.

INT. SUETONIUS'S OFFICE - VERULAMIUM - NIGHT

Wren walks in to find Boudica, Myrion, Aeryn and a very pregnant Glenda in Suetonius' former office.

WREN
Suetonius and his cavalry have
rejoined his legions.

BOUDICA
Where?

WREN
They've occupied the old fort at
Manduessedum.

MYRION
He won't stay in the fort....
Tomorrow he'll be waiting for us.

WREN
(laughing)
Excellent...! Chasing them is
getting tiresome.

MYRION
(annoyed)
You think it's going to be easy?

Myrion turns to Boudica.

MYRION (CONT'D)
Please Boudica, remember what
happened to your mother... don't
fall into their trap.

BOUDICA
What would you have me do?

MYRION
Fight a guerilla war... make them
chase us... then we can hit them on
the move... like you did with the
9th... on ground of your choosing.

WREN
(incredulous)
You want us to run...? Now?

Wren turns to Boudica.

WREN (CONT'D)
Are you really going to tell a
hundred thousand warriors to go
home...? On the very eve of
victory?

Wren turns to Myrion.

WREN (CONT'D)
To do so would be cowardly.

Myrion glares at Wren, feeling stung by the insult but
choosing not to respond.

MYRION
(to Boudica)
We cannot defeat a Roman army when
they're in battle formation...!

MYRION (CONT'D)

No one can...! Look what happened
to Spartacus!

BOUDICA

(wryly)

I am not Spartacus.

Aeryn rolls her eyes at that.

MYRION

Boudica, please. Fight a guerrilla
war. Send most of the warriors
home... It's not too late to plant
this year's crops.

WREN

We've taken enough grain from the
Romans.

MYRION

And what of the Britons who chose
not to fight...! Do we let them
starve!

WREN

Let them eat grass...! With the
rest of the sheep!

Boudica, not wanting the argument to escalate, turns to
Myrion and places a reassuring hand on his shoulder.

BOUDICA

Myrion, my old teacher, I hear you.
But the army is here and we'll
never again be able to gather so
many warriors. And we have the
momentum... Wren is right. There is
no other choice.

Myrion looks out the window as he hears Boudica's warriors
getting rowdy as they get into the wine.

EXT. VERULAMIUM - NIGHT

Myrion and Boudica watch a large group of warriors as they
get drunk and start fights with each other.

BOUDICA

For the first time in my life I'm
frightened.

Myrion turns to Boudica, surprised.

BOUDICA (CONT'D)

Do you remember when Prasutagus was dying, how frightened he was?

MYRION

Yes.

BOUDICA

I finally understand why... He wasn't afraid for himself. He was afraid for my lack of judgement.

Myrion says nothing as Boudica becomes lost in thought.

BOUDICA (CONT'D)

You were right before, when you said we couldn't win.

MYRION

(surprised)

Then why fight? Let's leave this place. Before it's too late.

BOUDICA

It's already too late.... I never told you of my dream did I?

MYRION

You said Andraste showed you that we must fight.

BOUDICA

I'm no longer sure. Perhaps she showed me a vision of a future that I cannot avoid. Either way my path is clear.

Myrion, alarmed by Boudica's tone.

MYRION

(pleading)

No! No Boudica! You don't have to sacrifice yourself! Have Wren take command! Me, you and the girls, we can just leave!

BOUDICA

The Romans will never stop chasing me. I'm the one who humiliated them, not Wren.

MYRION

If it comes to that, we'll go to the Otherworld together.

BOUDICA

No Myrion, you promised Prasutagus to keep the girls safe. I hold you to that promise.

MYRION

I can't stand by and watch you go off to die like I did with your mother! Please Boudica, don't ask me to do that!

Boudica embraces her old friend.

BOUDICA

You must. Your Queen commands it... who knows, maybe we'll win. And my rage will at last burn itself out.

Myrion's eyes become watery and he cannot speak, but after a moment, he reluctantly nods.

MONTAGE - BOUDICA'S WARRIORS MARCH TO BATTLE

-- Boudica rolls past, driving her war chariot with Aeryn and Glenda on either side. Behind her is Myrion in his chariot, followed by Wren in his.

-- A dozen war chariots roll past followed by the warriors that are on foot.

-- Boudica turns her chariot off the road and into a large field to her right.

-- The other chariots form a line on either side off her as they begin to drive up a slight incline.

-- The warriors on foot form a dense, disorganized mob as they follow the chariots up the hill. In the distance we see the Roman Army near the top of the hill.

END MONTAGE

EXT. OPEN FIELD - ROMAN FRONTLINE - DAY

The Roman formations are silent, motionless and lined up and organized with perfect precision as they wait at attention.

As a battle scarred centurion intensely watches Boudica's undisciplined mob approach, a house fly lands on his face. He doesn't even twitch.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - DAY

SUPER: " MANDUESSEDUM (MODERN DAY MANCETTER) "

Boudica slows to a halt in her war chariot. Her face is painted in blue war paint. The vast Celtic army stretches off into the distance behind her.

Boudica smiles in anticipation of the coming battle before her expression hardens to one of utter hatred as she eyes her enemy.

In front of her, the Romans are organized with three infantry divisions making up the middle, two cavalry divisions on the wings and Roman archers and auxiliary troops in the rear. The total Roman force equals about ten thousand.

EXT - OPEN FIELD - ROMAN FRONTLINE - AERIAL - CONTINUOUS

The clever Suetonius has deployed his army in a narrow defile with dense woods behind him and to the sides, which protects him from getting surrounded. He is near the top of a gentle slope which will force Boudica to fight an uphill battle.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - DAY

BOUDICA
 (to her chariot driver)
 Look at how so patiently they wait
 to die.

Boudica's driver turns her chariot to face her army.

As she looks down the slope to the plain beyond, she sees it filled with over one hundred thousand warriors.

She is awestruck at the sheer size of it.

Her warriors have painted themselves in blue and green war paint with swirling Celtic spirals and triskelion patterns.

In the front ranks, many of the warriors, both male and female recite their lineage to themselves in the Celtic custom of preparing for battle.

MALE WARRIOR
 Son of Cai.... Son of Arthur....
 Son of Bryn.

FEMALE WARRIOR
 Daughter of Eurion.... Son of
 Gwyn.... Son of Llewelyn.

Behind Boudica's army, her supply chain of dozens of wagons rolls to a stop. With them are thousands of cheering spectators, mostly family members of the warriors that have come to see the Romans get slaughtered.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - AERIAL - CONTINUOUS

We see Boudica's wagon train come to a stop and form a shallow semi-circle behind Boudica's army and completely enclose the defile, clearly cutting off any escape.

END AERIAL SHOT

EXT. BOUDICA'S FRONTLINE - CONTINUOUS

Realizing the danger from the wagons, Myrion, in his chariot, rides up to Boudica.

MYRION
 If you want us to leave, we must do
 so now.

Boudica dismounts her chariot and gives both her daughters a long embrace. Aeryn is furious at being left behind. Glenda looks like she's ready to give birth at any moment.

BOUDICA
 Now girls, do as Myrion says and
 I'll see you in a few days, at the
 sacred pond... And don't worry,
 Andraste will protect you.

Boudica looks to Myrion and gives him a final embrace.

BOUDICA (CONT'D)
 So, how do I look?

MYRION
 Like the queen you were always
 meant to be.

BOUDICA
 Do you think I'll make a splash?

MYRION
 (teary-eyed)
 You already have.

Boudica watches Myrion and the girls mount their chariot and drive away.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Boudica looks regal standing in her chariot holding a spear, with Hard Cleave on her hip. Her army waits in silence for what she has to say.

BOUDICA

I am a queen...! But I did not come here to fight for my kingdom or my wealth...! I came here to avenge my violated and outraged daughters, my battered body and my lost freedom...! But now I realize that vengeance is no longer enough! For now there is a greater purpose...! That purpose is to unite all the tribes of Briton into one great tribe!

The army cheers.

BOUDICA (CONT'D)

So, today we fight not just for ourselves, we fight for our island! We fight for an island free from Roman savagery, where old people are killed and virgins raped...! Today we fight for an island free from Roman greed where our land is taxed or taken...! Today we fight to take back our land!

Boudica draws Hard Cleave and raises it high.

BOUDICA (CONT'D)

For we are the Island Of The Mighty!

The army cheers and the carnyxes sound their riff.

EXT. BOUDICA'S LINE - SUPPLY WAGONS - CONTINUOUS

Still in their chariot, a desperate Myrion, Glenda and Aeryn make their way through the dense crowd, struggling to find a gap in the wagon train.

Glenda suddenly goes to her knees in pain.

GLEENDA

Myrion...! I think it's happening!

Myrion sees that Glenda's water has broke.

MYRION

Aeryn! Help your sister while I
find a way out of here!

Not hearing a response, Myrion looks back at Aeryn.

AERYN

I'm sorry Myrion... I have to go.

In a flash, Aeryn jumps off the chariot and disappears into the crowd.

Myrion screams to the sky in frustration before forcing himself to regain his composure.

MYRION

(to Glenda)

Don't worry. I'll find a way out of
here. Hold on.

EXT. OPEN FIELD - ROMAN FRONTLINE - CONTINUOUS

Suetonius turns to Agricola.

SUETONIUS PAULINUS

Infantry... forward march.

Roman trumpeters blast their horns and the troops begin their march toward the Britons.

Suetonius and his command staff stay behind as the infantry marches past.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Boudica sees the Romans start to advance and as she is moving to lead the attack, Aeryn startles her by jumping onto her chariot.

BOUDICA

Aeryn, what are you doing here...!
Where's Glenda...? Did she make it
out!

AERYN

I don't know. I think so.

Boudica, near panic, looks toward the wagons into a sea of people for any sign of Glenda and Myrion.

Wren and his driver ride up in their Chariot.

WREN

Boudica! What are you waiting for!
We must go!

Boudica looks toward the Roman line and then back toward the wagons with dread and indecision before realizing the only way she can help Glenda is to win the battle.

BOUDICA

(to Aeryn)
Don't you dare leave my side!

Boudica raises Hard Cleave high and swings it down to signal the carnyxes to sound the charge.

EXT. BOUDICA'S LINE - SUPPLY WAGONS - CONTINUOUS

Myrion and Glenda approach a small gap between two wagons and just manage to squeeze through before racing away from the battle.

EXT. CRUDE SHELTER - CONTINUOUS

Myrion and Glenda find the remains of a burnt out farm far off the road.

Myrion stops the chariot and Glenda cries out in pain as her labor continues.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Following Boudica's lead, warriors in a dozen war chariots charge forward ahead of the main body and throw their spears at the Roman infantry as they peel away.

EXT. OPEN FIELD - ROMAN FRONTLINE - CONTINUOUS

The Roman infantry easily block the spears with their shields and continue to march relentlessly on.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Warriors armed with slings rush out in front and whip their stones at the Romans in a massive volley.

EXT. OPEN FIELD - ROMAN FRONTLINE - CONTINUOUS

Like a hailstorm, the stones pelt the Roman front ranks, bouncing off their helmets, shields and armor.

ROMAN CENTURION

Keep moving men, they're just
rocks!

A large rock hits him square in the mouth and he goes down, but still the Romans march on.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Boudica and the other war chariots begin to launch another attack but this time Suetonius is waiting for it.

EXT. SÜETONIUS'S POSITION - BEHIND ROMAN FRONTLINE - CONTINUOUS

SÜETONIUS PAULINUS

(to Agricola)

Archers, target the chariots...
Fire at will.

ROMAN ARCHER

POV:

From their slightly elevated position, the archers can easily target the chariots as we see hundreds of arrows sail over the Roman infantry and toward the chariots in the distance.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Boudica and Aeryn barely avoid being hit when they're forced to duck down under their shields. Hundreds of arrows rain down, plunging into the horses driving the chariot.

The two horses rear up, whinnying in pain and fear and toss Boudica and Aeryn out the back as they bolt.

Boudica, lying on the ground, looks over and sees a chariot with two dead riders. The panicked horses, studded with arrows, plow through her army's front ranks at full speed, mowing down dozens of warriors as they try to escape the pain.

EXT. CRUDE SHELTER - DAY - CONTINUOUS

Glenda, drenched in sweat, screams as she struggles to push out her baby.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - DAY - CONTINUOUS

The two armies have now marched to within fifty yards of each other.

The Roman archers shift their fire deeper into Boudica's army to avoid hitting their own troops.

Boudica, with Aeryn's help, picks herself up and they both join the front ranks and continue the march toward the Romans.

EXT. SUTONIUS'S POSITION - BEHIND ROMAN FRONTLINE - CONTINUOUS

Suetonius and his command staff calmly watch the progress of the two armies as they close on one another.

SUTONIUS PAULINUS

(to Agricola)

It's time... Infantry... wedge formation.

AGRICOLA

(to trumpeters)

Infantry... wedge formation!

The Centurions, hearing the trumpets, reform their rectangular formation to the shape of a wedge.

SUTONIUS PAULINUS

Now... infantry, attack!

The Roman Infantry, in their new wedge formations, rush forward to hurl their javelins.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Dozens of javelins arc straight toward Boudica's front line. The javelins penetrate the warriors shields right up to their wooden handles and impale the faces, arms and chests of the warriors.

Warriors struggle to free their shields from the cleverly designed javelins but the bent shafts and barbed tips make it almost impossible.

One unlucky warrior, screaming in pain, tries to free his arm from a javelin that has pinned it to his shield.

Boudica ducks a javelin and it impales the warrior behind her.

Boudica's line is now in disarray. The Romans, still in wedge formation, slam into Boudica's frontline.

Boudica with Hard Cleave and Aeryn with her spear, poke and jab at the Romans, doing their utmost to keep out of range of the Roman infantry's short swords as they are slowly driven back.

The fighting becomes savage and personal as Boudica's warriors and Roman infantry, hack, stab and slash at one another face to face.

Warriors launch themselves at the Romans but can't penetrate the tight infantry formations shield wall. The ones that do are cut down by Roman short swords.

EXT. SÜETONIUS'S POSITION - BEHIND ROMAN FRONTLINE -
CONTINUOUS

Suetonius again turns to Agricola.

SÜETONIUS PAULINUS

The cavalry may now commence their
attack.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Wren is hurling rocks from his sling as fast as he can as his driver steers the chariot, one of only a few to survive the Roman archery barrage.

Wren and his driver, hearing a thunderous roar over the loud din of battle, turn to see a wall of horses bearing down on them, their riders pointing short lances and swords straight at them.

Thinking quickly, Wren has his driver aim the chariot straight at the Roman charge and pokes the horses hindquarters with his spear before grabbing the driver and jumping off the back.

The horse and the now empty chariot roar off at full speed straight toward the rapidly closing cavalry.

Wren does a roll and is instantly up and slinging rocks at the Roman charge. One rock hits a horse in the head.

The horse veers and collides with the horse next to it. Both riders and horses go down, tumbling across the battlefield.

An instant later, the empty chariot crashes head on into the Roman charge. The violent collision hurls riders through the air, end over end.

Wren looks around and sees Boudica's army being driven back.

EXT. SÜETONIUS'S POSITION - BEHIND ROMAN FRONTLINE -
CONTINUOUS

AGRICOLA

Sir, the battle seems to be going
even better than you predicted.

SÜETONIUS PAULINUS

Yes, it won't be long now.... They
were even kind enough to block
their own escape.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Boudica and Aeryn, now covered in mud and blood, fight side by side, desperately trying to fend off and retreat from the relentless Roman infantry advance.

Aeryn gets smashed in the face by a Roman shield boss and is knocked to the ground.

As she tries to crawl away she reaches out to Boudica.

AERYN

Mother!

Aeryn disappears under the advancing Roman shield wall. A second later Boudica hears her daughter's death as Aeryn cries out in agony from behind the shields.

BOUDICA

No...! Aeryn!

Boudica launches herself with savage ferocity at the Roman infantry as she tries to ram her way through the Roman shields.

A Roman soldier expertly jabs his short sword through a gap between the shields and stabs Boudica in the side.

Crying out in pain, she stumbles backward to the ground.

As she frantically crawls backwards away from the advancing infantry, Wren, now on horseback suddenly appears, barging his way through the crowd.

He leans down low and expertly scoops up the badly wounded Boudica and throws her into the saddle behind him and they charge off toward the rear.

EXT. OPEN FIELD - BOUDICA'S FRONTLINE - CONTINUOUS

Wren steers them to a relatively safer part of the battle and Boudica cries out in pain as she falls to the ground and collapses. Wren jumps down beside her and gently props her up into his arms.

Wren, with dread, examines Boudica's wound.

BOUDICA
(in pain and despair)
She's gone...! Aeryn is gone.

WREN
I know. I saw.

Wren gently caresses her cheek.

WREN (CONT'D)
It's over, Boudica. There's nothing more you can do here.... Go find Glenda.

Wren lifts her and puts her on his horse.

BOUDICA
What about you?

WREN
I'll be waiting for you in the Otherworld.

Boudica hesitates as their eyes meet. Wren slaps the horse on the ass and as it trots away, Boudica looks back to see Wren draw his sword and let out a battle cry before he charges at the Romans and disappears from view.

EXT. BOUDICA'S LINE - SUPPLY WAGONS - CONTINUOUS

Boudica clutches her side as she weaves her way between the narrow gap of two supply wagons along with dozens of others trying to escape the battlefield.

She stops her horse and looks back for a final time. What she sees is carnage and mayhem as Roman arrows begin to rain down on warriors, spectators and the pack animals in the wagon train. Their corpses block the few remaining escape routes.

Panicking Britons are crushed trying to escape as they try to squeeze their way through the now closed bottlenecks between the wagons.

Distraught and in pain, Boudica kicks her horse into a trot to go find her daughter.

EXT. CRUDE SHELTER - DAY - CONTINUOUS

Glenda is exhausted but weakly smiling as Myrion wraps the baby in swaddling and gently hands it to Glenda.

MYRION

It's dangerous here. Are you well enough to move?

GLEENDA

Yes... thank you, Myrion... for everything.

In the distant background, Boudica trots down the road, starting on her long journey to the sacred pond and to Glenda. Unaware how close she is to her.

INT. HEADQUARTERS BUILDING - ROMAN FORT - DAY

The adjutant walks into the office of Poenius Postumus and finds him at his desk, face ashen, as he stares off into space. In his hand he holds a scroll.

The adjutant notices an unsheathed sword on the prefect's desk.

ADJUTANT

Prefect, you wanted to see me?

Poenius continues to stare off into space for a moment before finally turning to the adjutant.

POENIUS POSTUMUS

The Governor General has written to inform me that against all odds he has crushed the revolt and has won a stunning victory for Rome.

ADJUTANT

That truly is good news, sir

POENIUS POSTUMUS

He also says how unfortunate that the 2nd Augusta wasn't there to share in this glorious victory.

ADJUTANT

(looking uncomfortable)
Yes, sir... most unfortunate.

POENIUS POSTUMUS

Go... tell the tribunes the good news.

The adjutant again looks at the sword. Understanding now its significance. When he again looks at Postumus, their eyes lock for a moment in understanding.

ADJUTANT

Yes, sir... I will.

The Adjutant gives the prefect an extra crisp salute and walks out.

MOMENTS LATER

We see the Prefect's shadow on the wall from just outside his office. He holds the tip of the sword to his chest and places the hilt on the floor and falls forward, impaling himself.

EXT. ROMAN VILLA - GAUL - DAY

SUPER: "Gaul, (Modern day Calais, France)"

Catus stands on the veranda of a luxurious villa overlooking the sea. In the distance we can see the white cliffs of Dover.

A slave DYLAN'S WIFE, (30s), refills Catus' wine goblet.

Catus, lost in thought, pays no attention to her as he stares out toward the horizon.

Dylan's wife puts down the pitcher of wine and nods to a skulking figure hiding in the shadows. When she steps out we see that it is Wren's wife.

They both draw their knives and sneak up to Catus.

Catus squeals in a high pitch as they plunge their knives again and again into his body. With terror in his eyes, he struggles to crawl away leaving a wide trail of blood.

Relishing the moment, the two wives casually stroll after him.

Near death, Catus rolls over and the last thing he sees is the two women staring down at him like he was an insect.

Wren's wife takes the gold torc from Catus's neck that he had stolen from Boudica.

WREN'S WIFE

You'll no longer be needing this.

DYLAN'S WIFE

Hail fucking Caesar.

Covered in blood, they both look at each other and smile and plunge their knives into him for the last time.

INT. NERO'S PALACE - BANQUET HALL - ROME - NIGHT

Nero and his ass-kissing sycophants recline on couches and feast in typical Roman fashion as they relax and recover from yet another of Nero's grueling lyre performances.

Seneca and Burrus enter the hall.

NERO

Where have you two been? You missed another performance.... I'm starting to think you two don't appreciate fine music.

SENECA

Not at all, Sire. Your lyre playing is... inspirational. But we had...

BURRUS

(interrupting)
... Boudica's rebellion in Britannia has been crushed.

NERO

Oh... That's wonderful!

Nero turns to his sycophants.

NERO (CONT'D)

Everyone... We have won a great victory... In Britannia!

The sycophants erupt in exaggerated applause.

SENECA

The victory is yours, Sire...
However... there is one thing.

Nero sobers up a bit, bracing for bad news.

SENECA (CONT'D)

Before being killed, Procurator
Decianus Catus was only able to
save five million Sesterces from
the treasury.

Seneca and Burrus exchange sly glances.

SENECA (CONT'D)

But don't worry, Highness. Soon the
tax revenues will begin to flow
again.

NERO

When will I get my new theater?

SENECA

Soon, Sire... soon.

BURRUS

(to Seneca)

We'll need to transfer forces from
Germania to restore the 9th to full
strength.

SENECA

(to Burrus)

Good idea. Perhaps we should also
replace the Governor and the
Procurator. It may be time for a
less heavy handed approach.

BURRUS

I agree.

Nero, feeling annoyed at being left out of the decision
making process.

NERO

(interjecting himself)

Yes...! See to all of that.

SENECA

Very well, Sire. We'll see to it
immediately... As always, you are
most wise.

Seneca and Burrus turn to leave when Nero suddenly asks.

NERO

And what of this Boudica...? What
has become of her?

EXT. SACRED POND - DUSK

It's late afternoon and both Boudica and her horse are near exhaustion as they slowly approach the pond.

The horse puts its head down for a desperately needed drink as Boudica, clutching the wound on her side, unsteadily dismounts. She is weak from the loss of blood which has dried all down her side.

She calls out.

BOUDICA

Glenda...! Myrion!

She spins around, frantically searching and again calls out,

BOUDICA (CONT'D)

Glenda...! Myrion!

Boudica, weak and out of breath, falls to her knees in despair.

BOUDICA (CONT'D)

Glenda!

Thinking that both her daughters are dead, her despair turns to anger. She begins to breathe heavy. Her face turns red and her eyes begin to burn with rage.

BOUDICA (CONT'D)

Andraste, you trickster! You have
betrayed me! You vile, wretched
being.... Was my devotion not pure
enough...? Was my faith not strong
enough...? You have taken
everything from me!

Boudica draws Hard Cleave from its scabbard and holds it with its point toward the ground.

BOUDICA (CONT'D)

For my family. I pierce your cruel,
fickle heart!

With the last of her strength she plunges Hard Cleave deep into the ground next to a large rock, halfway to its hilt.

The sun is setting across the sacred pond as Boudica, supporting herself with one elbow on the rock and the opposite one holding herself up by the sword, looks out across the water. She watches the beautiful sunset for a moment before finally closing her eyes and letting go of the sword as she falls unconscious, facing the sky.

A small hare that was watching runs off toward the sunset.

As the sun sets we see a shadow cross the pommel of Hard Cleave and pass over the Trinity Knot engraved on it.

The sun disappears over the horizon.

EXT. SACRED POND - DAWN

The next morning Glenda and Myrion, in their chariot, make it to the sacred pond.

Glenda, with her baby, hops off the chariot when she sees her mother lying on the ground.

GLEENDA

Mother!

Glenda runs to her and kneels next to her.

GLEENDA (CONT'D)

Oh no!

Myrion stops the chariot and runs to Boudica. He gently lifts her so her back is against the rock. He touches her cheek.

MYRION

She's still alive... barely

GLEENDA

Please Myrion, save her.

Myrion sees Boudica's wound.

MYRION

It's too late... I'm sorry.

Glenda gently places her baby on Boudica's lap and takes her hand. Glenda sees Boudica's eyes crack open, awakening from her daughter's touch. When she sees Glenda and her baby, she smiles.

GLEENDA

Mother, meet your granddaughter.
Her name is Aisling.

Boudica looks down at her granddaughter. She smiles and a tear rolls down her cheek in recognition of the baby's name. (translates as Hopeful Dream)

BOUDICA
(weakly)
She's beautiful... a perfect name.

The rage in Boudica's eyes has finally burnt itself out. As she looks down at her granddaughter we see in her eyes only love.

After a moment Boudica looks at Glenda and then at Hard Cleave that's stuck in the ground next to her.

BOUDICA (CONT'D)
(to Glenda)
Throw it into the pond... "For the one that is yet to come".

Boudica gives Glenda one last smile and then slumps forward, dead, finally at peace.

GLENDIA
The world will remember you. I promise.

Myrion says nothing as Glenda cries. After a moment Myrion gently helps Glenda to her feet and picks up Glenda's baby.

MYRION
Glenda, we must go. They'll be here any moment.

Myrion watches as Glenda grabs Hard Cleave and with great effort pulls it free from the ground (camera angle makes it appear that she's pulling it from the stone) and walks to the edge of the pond.

GLENDIA
For the one who is to come!

With all her strength she hurls Hard Cleave high into the air and watches as it knifes into the perfect calm of the water.

She watches the ripples for a moment as they fan out across the pond.

Myrion hands Glenda her baby.

She looks down at her mother for the final time. Then at her baby and then to Myrion.

GLEND A (CONT'D)
I understand now.

 MYRION
We must go.... Now!

Glenda and Myrion mount their chariot and whip the horses into a run while looking behind them for their pursuers.

EXT. SACRED POND - HIGHSPEED TIME LAPSE TO PRESENT DAY

MONTAGE: THROUGH THE AGES

- - Romans pursuing Glenda and Myrion find Boudica's body.
Transitions to...

- - Romans construct fort on site. It grows in size.
Transitions to...

- - Roman fort is abandoned and decays and collapses.
Transitions to...

- - A small settlement gets built on site and grows.
Transitions to...

- - Anglo Saxons sack the settlement. They rebuild it and it grows. Transition to...

- - Viking raiders sack the settlement and burn it to the ground. Town is rebuilt and grows fast. Transitions to...

- - Medieval Knight in a thriving town. Transitions to...

- - Town is bigger. A large cathedral is built in background.
Transitions to...

- - The industrial revolution. A mill is built. Many chimneys belching black smoke. Transition to...

- - Village is looking modern. The pond is part of a park. There is a walkway along the shore, lined with park benches. Transitions to... - - in the distant background, high over the pond, a German HE 111 Bomber bursts into flames as it is shot down by a British Spitfire. The Bomber explodes in the distance.

END HIGHSPEED TIME-LAPSE MONTAGE

SUPER: "PRESENT DAY"

The pond looks peaceful and serene. A modern but quaint English village is in the background.

A WOMAN wearing sunglasses sits on a park bench sipping on a cup of coffee while reading a newspaper printed in the Welsh language.

When she takes off the sunglasses we see she's an obvious DESCENDANT OF BOUDICA from the remarkable resemblance to her. (played by same actress) She is dressed in a plaid shirt with the same plaid pattern Boudica wore.

She is soon joined by a YOUNG MAN who gives her a quick kiss. He then reaches into his pocket and hands her a black jewelry box.

She smiles in surprise at the gift. When she opens it we see that it's a necklace with a trinity knot pendant.

He helps her fasten it around her neck. She gives him a kiss and a hug. She clearly likes the gift.

They both get up to leave and begin to walk along the pond's edge. She suddenly stops and pulls out a coin from her pocket.

BOUDICA'S DESCENDANT

For luck?

He smiles and nods yes and she tosses the coin into the water.

They both pause a moment to watch the ripples and silently make a wish.

UNDERWATER - CONTINUOUS

The coin weaves and wobbles as it sinks to the bottom where it finally lands next to Hard Cleave, Boudica's ancient and corroded sword with the trinity knot still visible on the pommel. The sword has impaled itself into the bottom. Around it are many other coins, both ancient and modern, representing the many ages of Britain.

BACK TO POND

We last see Boudica's Descendant as she and her boyfriend, arm in arm, walk off into the distance as the ripples in the pond fade away.

FADE TO BLACK.