CLEOPATRA

SHOOTING SCRIPT

From:
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THE TITLE BACKGROUNDS are selected frames from the finished film, each treated as if it were an illuminated frieze, faded by time, upon an ancient wall.

THE FINAL CREDIT is on a stop-frame of the OPENING SCENE. After the credit fades:

AN HISTORICAL EXCERPT - in Greek - establishing the setting, IS SUPERIMPOSED. A VOICE NARRATES - in English - the translated meaning of the excerpt:

NARRATOR
"...and so it fell out that at Pharsalia, in Greece, Caesar put his legions against those of the Great Pompey and did destroy them. Thus, by the folly of war amongst themselves, came the Romans to count Roman dead..."

1-3
(2 OUT)

EXT. BATTLEGROUND - PHARSALIA - DAY - STOP-FRAME

The stop-frame moves into action:

The battlefield is covered by the intermingled dead and dying of both Pompey and Caesar. Destroyed horses, broken wagons and impedimenta of war. A great carnage has taken place..

A small stream runs through. The blood of those who have died beside it has flowed into the water, and colored it..

Occasional funeral pyres are already burning; the smoke of others is visible beyond the hill. Battle standards, weapons, etc. are being collected and salvaged..

Incongruously, a few SHEPHERDS usher their sheep on to the field which is, after all, their grazing land. And circling endlessly overhead, birds of prey..

The shepherds and their sheep cross the path of JULIUS CAESAR as he rides slowly through the battlefield. He and his armor are stained with sweat and battle. His eyes are grim and sad as they survey the scene..

He is followed by some mounted officers. His chief-of-staff, RUFIO - and an infantry general, GERMANICUS. Two SUPPORTING OFFICERS. Plodding along beside them, on a donkey, is CAESAR'S BARBER - (by name, FLAVIUS). He is a small man, mute but by no means deaf, and a privileged companion to Caesar.

Caesar brings his horse to a halt, the others drawing alongside of him. He looks out over the carnage:

Continued

1-3 Cont.

CAESAR
The earth made wet with Roman blood, by Romans. It was Pompey, not I, who wanted it so..
(he tosses his helmet to Flavius)
...get me water -

Flavius scrambles from his donkey and down toward the stream. CAMERA WITH HIM. From another direction, over another hill, a HORSEMAN can be seen approaching. Flavius exits from SHOT. The horseman continues to approach. He rides swiftly..

CAESAR AND GROUP. As the horseman - MARK ANTONY - rides in. His horse is covered with sweat; he, himself is grimy and blood-stained. More than any of them, Antony looks as if he had been in the midst of the melée..

He dismounts. Caesar calls out to him as he crosses:

CAESAR
Have we got him?

ANTONY
Pompey's gone, Caesar! Slipped through our fingers - disguised as a peddler, if you please..

CAESAR
A peddler. The Great Pompey..

RUFIO
(a grim smile)
He's left most of his merchandise behind..

CAESAR
(still to Antony)
Gone where?

ANTONY
There's a report he has a galley waiting at the coast - provisioned for a long voyage. Egypt, they say..

CAESAR
(nods)
Very likely. To ask for sanctuary - borrow money - borrow time. I thought it was over. It seems it's not..

Flavius comes up, with Caesar's water. As he drinks, Flavius swiftly pantomimes. Caesar understands. The others are a little mystified..

Continued

1-3 Cont. 1

CAESAR
(grimly)
According to Flavius, our gentle Greek shepherds are already looting the bodies. Double your burial detail, Germanicus. Any civilian caught molesting Roman dead is to be nailed up in his village square..

GERMANICUS
(a swift salute)
Caesar..

He rides off, followed by Domitius and Publius.

CAESAR
(to Antony)
When do you start back to Rome?

ANTONY
Whenever you say.

CAESAR
Then at once. Rome is best not left unwatched for too long - like one of your mistresses..
(Antony laughs)
And there's to be no question about your authority to act in my name. -

ANTONY
My word will be yours - and, as always, Caesar's word will be law..

CAESAR
Yes. Well, be sure to have at least three legions with you always - they help keep the law legal..

Antony smiles and nods. Then:

ANTONY
I find it odd, Caesar. Surely Pompey knew that you must go to Egypt in any case, on the business of Rome. Yet he chooses to escape there...

CAESAR
(smiles)
At times, the Fates seem to decree that men create their own disasters..

Antony salutes, starts toward his horse. Suddenly, Caesar calls after him:

Continued

1-3 Cont. 2

CAESAR
Antony - !
(sombrely)
Brutus. Have they found his body?

ANTONY
(caustically)
His body? Brutus is alive, Caesar, trust our noble Brutus to survive. Captured most honorably, he was, and laid down his sword with great dignity - though a bit too easily..

CAESAR
He's to be pardoned.

ANTONY
Pardoned!

Both he and Rufio react incredulously.

CAESAR
Set Brutus free.

ANTONY
But it's not the first time he's fought against you, Caesar - would Brutus and Pompey have pardoned you? Oh, he'd have wept real tears, I'll grant you that, he'd have blubbered to the gods of his love for you while he pointed to your head on the top of a pike! No, Brutus is my prisoner, I took him myself -

CAESAR
Let him go!

A pause.

ANTONY
(quietly)
As you command.
(he lifts his arm in salute)
Hail, Caesar..

He rides off. Caesar's look goes to Rufio's impassive face; then down to Flavius. From his donkey, Flavius stares at him sombrely. Abruptly, Caesar rides away. The others follow...

CAMERA PANS with them. They ride OUT OF SCENE. CAMERA HOLDS ON: a distinctive rock, or barren tree - from which a flock of VULTURES look down aimlessly upon the dead...

Continued

1-3 Cont. 3

THE FRAME FREEZES TO A STOP. (SAME EFFECT AS OPENING OF SCENE NO. 1).

EFFECT DISSOLVE:

4 INT. PTOLEMY'S COMMAND TENT - DAY - STOP-FRAME

Once more, the "frieze" treatment. And once more an historical excerpt in Greek - narrated in English:

NARRATOR
"...and even as Caesar's galleys sailed the great sea to Egypt - it was happening that, just as the Romans, so the Egyptians made war one upon the other. For young King Ptolemy would no longer share the throne with his sister Cleopatra - and he drove her from the City of Alexandria and sought to destroy her..."

The stop-frame is a FULL SHOT. Sulking on a bejewelled chair near the entrance, scowling out at the white sand and imposing encampment about them, is PTOLEMY. About seventeen years old - resplendent in golden armor. In attendance nearby, several PRIESTS..

Behind Ptolemy's chair stands POTHINOS, Chief Eunuch and Court Chamberlain. He is turned toward, as if addressing:

A group seated before a food-laden table, apparently deep in deliberation. Most important are ACHILLAS, General of the Army of Egypt, and THEODOTOS, Chief Tutor to the King. There are other OFFICERS, DIGNITARIES, etc..

The stop-frame moves into action:

Pothinos gestures persuasively, crosses to the group about the table:

POTHINOS
- my dear Achillas, let us be reasonable men. Caesar has defeated Pompey.

ACHILLAS
Pompey, when he arrives, may ask for nothing more than sanctuary and safe conduct -

POTHINOS
Caesar, when he arrives, may ask for nothing more than Pompey -

THEODOTOS
May I speak? It is an exercise in simple logic.
(he turns and bows)
Perhaps his Majesty would care to follow it?

Continued

4 Cont.

PTOLEMY
No. You won't listen to me, why should I listen to you. You all just keep waiting and waiting, and talking and talking. I want my sister killed..

POTHINOS
She shall be, Divine Majesty. However, an important matter has come up -

PTOLEMY
Nothing is more important, I decree that nothing is more important than killing Cleopatra!

THEODOTOS
It is so decreed, your Majesty..
(he continues, to the others)
Pompey, as a friend, can no longer help us. Nor, as an enemy, can he hurt us. Caesar, for the moment at least - is Rome. We cannot exist if Rome is our enemy. Therefore, we must do with Pompey what will be most pleasing to Caesar..

POTHINOS
Exquisitely stated, scholar. Even I could follow your logic. And certainly you, General? In any case, we must return immediately to the Palace at Alexandria - prepared to greet them, as they arrive, each in turn..

A shrill exclamation from Ptolemy. They all look over at him. Slowly, the young king rises to his feet and stares..

The tent flap. A magnificent BUTTERFLY rests on it, gently moving its wings..

Ptolemy stealthily crosses - catches the butterfly in his fingers. He turns to his bewildered court:

PTOLEMY
(proudly)
You were all fooled, weren't you? She fooled you all, didn't she - but not me! I've caught her, Cleopatra spying on us - !

He slams the butterfly to the floor. Its wings beat feebly...

DISSOLVE:

5 INT. TEMPLE - CLEOPATRA'S ENCAMPMENT - NIGHT

CLEOPATRA. Young, vibrant, her belief in herself as Goddess and Queen as pure and unwavering as a fixed star. She is seated below the figure of ISIS. Cleopatra wears a light, transparent veil over her face. Her eyes are lightly closed.

Opposite her, the HIGH PRIESTESS performs a ritual of supplication. She is an hysteric; mystically obsessed by her dedication to Isis and to the supernatural. She is assisted by two young PRIESTESSES..

HIGH PRIESTESS
Oh Great Isis, of a thousand names
Green Goddess, Lady of Abundance,
The fire burns, the water flows,
And heaven is content
At the coming forth of Isis.
Fear not, daughter of our glory,
No evil thing shall happen unto thee.
Thou art Beloved of the Gods,
Mother of Horus, Daughter of Set.
Thou art come again today
In the Boat of the Sun
From its place of yesterday.
Until the night cometh and take thee away
All shall be safe, and shall grow,
And shall be blessed by thy pains of birth.
Arise, Isis of a thousand names,
And come forth to thy people of the two lands.

The High Priestess prostrates herself, as do her two assistants. A pause. Cleopatra opens her eyes..

CLEOPATRA
And as we look into tomorrow - ?

The High Priestess stares into the shallow pool before her. She makes an encircling motion with her arms. The water becomes agitated, with ever-increasing ripples..

HIGH PRIESTESS
The fire burns, the water flows..

CLEOPATRA
What more - ?

HIGH PRIESTESS
The water flows, the waves blown by winds..

CLEOPATRA
And more - ?

HIGH PRIESTESS
There is blown on the waves - the winds of Destiny....nothing more.

Continued

5 Cont.

The waters of the pool become quiet.

Another pause. Cleopatra rises in silence. The priestesses do not stir. She turns to the image of Isis. She removes her veil, places it on the goddess. She goes out..

6 CORRIDOR OUTSIDE TEMPLE - NIGHT

CHARMIAN waits for her. Cleopatra hands over the religious cloak she has worn, then strides briskly into:

7 CLEOPATRA'S COMMAND TENT - NIGHT

The furnishings in sharp contrast to the lush extravagance of Ptolemy's tent. But superb war maps are displayed. Terrain boxes, with miniature military equipment and forces..

Grouped about such a terrain box are APOLLODORUS, SOSIGENES, RAMOS, a couple of SAVANTS, some MERCENARY OFFICERS, etc. APOLLODORUS, an attractive Syrian, is major-domo, watchdog, confidant, scribe and occasional bed-mate to Cleopatra. His love for her consumes him. SOSIGENES epitomizes the intellectual and sophisticated nature of the Ptolemaic Age - and particularly that of Cleopatra's regime. He is essentially a scientist; by avocation, a philosopher and statesman. RAMOS, Cleopatra's Chief-of-Staff, is a young and dedicated Egyptian soldier.

They turn and bow respectfully as Cleopatra enters, followed by Charmian. They remain so until their Queen speaks. She addresses Ramos with simulated lightness:

CLEOPATRA
(lightly)
Our position remains the same, does it, Ramos? Hopeless - but not serious?

RAMOS
We have acquired a few small boats. When the time comes, your Majesty will be safely evacuated -

CLEOPATRA
(smiles; crosses to the terrain box)
As long as you serve me, Ramos, never say our lines are "fluid" when they're broken, or "withdraw" for defeated - or "evacuated" when you mean run away. I will not run away.

Continued

7 Cont.

APOLLODORUS
(quietly)
If necessary, I would drag you into the boat myself..

Cleopatra turns on him in sudden, almost savage sharpness..

CLEOPATRA
On your knees..

He sinks to his knees. She looks down in cold anger.

CLEOPATRA
Speak to me once more in that fashion, Apollodorus, and I promise you your tongue will be cut out. I am your Queen. And more. I am Egypt..
(she looks at them all)
I am all of you, and all of the people who populate my land. I am the land itself and the water which nourishes that land - run away from Egypt? I? How? As soon tell one beat of my heart to run from the next..

APOLLODORUS
Your brother, Pothinos and the rest - they will kill you horribly.

CLEOPATRA
Neither Ptolemy nor any other man will kill me. While Egypt lives, I will live....now get up.
(she turns to Ramos)
There was much movement of horses and men very late last night - why?

RAMOS
The Cappodocian mercenaries had not been paid in many weeks -

CLEOPATRA
And so they've deserted us..

APOLLODORUS
Worse. They've gone over to Ptolemy's camp..

Cleopatra turns to Sosigenes. Theirs is a warm and intimate relationship..

CLEOPATRA
You haven't had much to say..

Continued

7 Cont. 1

SOSIGENES
I'm too old to be dropping to my knees.

CLEOPATRA
Yes, you are getting on - and your mind isn't what it used to be -

SOSIGENES
Whose is?

CLEOPATRA
Oh you can tell about the stars and take away fevers and rearrange the calendar, but when it comes to a way out of this mess we're in...
(a grim smile)
Sosigenes, couldn't you invent wings for us all? Then we could simply fly over my idiot brother and his army, safely home to Alexandria..

SOSIGENES
Wings, they're nothing new to us Greeks. Why, hundreds of years ago, a Greek built a perfect pair - out of the finest wax - he flew like a bird..

CHARMIAN
(apart from the others)
What happened?

SOSIGENES
He flew too near the sun, Charmian. The wax melted. Moral: let man first learn to live properly on earth..

Cleopatra has found it difficult to continue to disguise her deep concern.

CLEOPATRA
Is there nothing to do, then, but wait - until they choose to destroy us? Is there no help anywhere - for those who cannot pay for it?

SOSIGENES
Among men? Wings would be easier to find..

CLEOPATRA
Pompey has had so much gold from Egypt..
(to Ramos)
You say we have boats. Perhaps if we could intercept Pompey and his army -

Continued

7 Cont. 2

RAMOS
Pompey's army? His wife, children and some servants....he's thrown himself on the mercy of Pothinos and Theodotos -

APOLLODORUS
He'd find more mercy, thrown to the crocodiles..

SOSIGENES
It is entirely possible that he will be.
(they look questioningly at him)
The Mighty Caesar will arrive in Alexandria soon - in pursuit of the Great Pompey...
(to Ramos)
Is it true that he comes with only a handful of ships, and no more than two legions..?

RAMOS
(nods)
I can't understand that, it's not like Caesar...he's faced great odds before, but to let Achillas outnumber him more than ten to one -

CLEOPATRA
(relieved)
Well, if you can't understand it, then neither can Achillas. He won't attack us now, at any rate - not with Caesar's galleys approaching Alexandria. Caesar's galleys...
(she is reminded of something)
'...blown on the waves - the winds of Destiny..'

Thoughtfully, she moves apart from the others, and sits. Sosigenes addresses her, but she seems not to hear..

SOSIGENES
You must remember that Caesar's business in Alexandria is only incidentally concerned with capturing Pompey - his real mission, as pro-consul of Rome, is to settle the dispute between you and Ptolemy. To bring peace to Egypt - and more wheat to Rome..

Cleopatra, head back reflectively, speaks up:

Continued

7 Cont. 3

CLEOPATRA
Tell me about him..

SOSIGENES
Caesar?

CLEOPATRA
Years ago, you went with that drunken sot, my father, to Rome. Was Caesar one of the men he bribed?

SOSIGENES
Caesar was the one he couldn't..

CLEOPATRA
His standards were so much higher than the rest -

SOSIGENES
No, his price.

CLEOPATRA
Then he's like the others, after all?

SOSIGENES
He's the only different Roman I've ever met. He neither drinks nor stuffs himself. He thinks, he reads a lot. And he's cold. Icy cold..

CLEOPATRA
I have heard he grows warmer in the presence of women..

SOSIGENES
He has quite a reputation in that respect - for my part, I could never understand it. If I were a woman, Caesar would not appeal to me..

CLEOPATRA
How fortunate for both of you, you're not. Ramos, you were trained by the Romans, is he liked by his men?

RAMOS
They worship him..

CLEOPATRA
(to Sosigenes)
And whom does Caesar worship?

SOSIGENES
Caesar.

Continued

7 Cont. 4

CLEOPATRA
(to Ramos)
You hold him in such high regard -

RAMOS
There is only one Caesar.

CLEOPATRA
- yet he comes to Alexandria with so few troops...will Achillas fight him?

RAMOS
Not until he is certain the odds favor him overwhelmingly..

CLEOPATRA
(to Sosigenes)
And Pothinos? Will he have Pompey killed in order to please Caesar?

SOSIGENES
Probably.

CLEOPATRA
(rising)
Will it please him, do you think?

SOSIGENES
Put yourself in Caesar's place. Would it please you?

CLEOPATRA
No.

She starts toward the exit leading to the beach and sea. She pauses.

CLEOPATRA
My brother is both evil and insane - and Egypt would be well rid of him. Yet - if he were helpless - I could not trust or thank the man who would murder him, just to please me. Because that man would murder me to please someone else..

She leaves the tent. Charmian follows her..

8 EXT. CLEOPATRA'S ENCAMPMENT - NIGHT (AND BLUE BACKING)

The ragged miscellany of Cleopatra's ARMY are sprawled and huddled about fires. They cook, sleep, gamble, quarrel, drink, etc..

Continued

8 Cont.

As CLEOPATRA comes out, followed by CHARMIAN, some look up and greet her - and some do not. Thoughtfully, Cleopatra makes her way through them toward the sea..

APOLLODORUS comes out of the tent. He follows, within a protective distance..

Near the shore. Cleopatra pauses, turns, summons Apollodorus to her. Charmian waits, some distance away..

Cleopatra stands close to him, looks up at Apollodorus:

CLEOPATRA
So if it were necessary you'd drag me into the boat yourself..?

APOLLODORUS
Yes.

CLEOPATRA
There are only certain times when you are privileged to say what you like..

APOLLODORUS
I try to remember. It isn't easy..

She reaches up, presses her hand for an instant against his cheek. He takes it in his, kisses it. She moves away, once more toward the water. He looks after her..

At the water's edge. Cleopatra rests against a rock, looks moodily out to sea..

Charmian squats nearby. Apollodorus moves closer, to watch over her..

From somewhere above, in the camp, a young VOICE sings a plaintive foreign song..

The waves roll in over the sand. Cleopatra stares down at them, then out to sea - as if listening for some word of what is to come..

DISSOLVE

9 EXT. CAESAR'S GALLEY - AT SEA - DAYBREAK

THE DISSOLVE is to the SAIL, filled by the breeze, bearing Caesar's insignia. In the b.g., the three or four escorting galleys..

A LOOKOUT. Slouched casually at his post. He yawns, stretches, and stares - in frightened disbelief..

Continued

9 Cont.

LOOKOUT'S P.O.V. On the horizon, against the just-breaking day, the flash of a reflected light..

THE LOOKOUT. He shouts down at the deck..

LOOKOUT
A light! A light!

THE DECK. From below, AGRIPPA hurries up on deck. He is Caesar's admiral, a man of about forty. Agrippa is followed up by RUFIO, then CAESAR - obviously awakened from his sleep. FLAVIUS, of course, dogs Caesar's steps..

The Lookout shouts down to Agrippa..

LOOKOUT
My Lord Agrippa, the Gods have set a mysterious light upon the sea - !

AGRIPPA
(looking)
Not the Gods -

LOOKOUT
But it moves toward us!

AGRIPPA
No, it is we who move toward it -
(to a passing deck OFFICER)
The men are not to be afraid - it is the light of Alexandria. Signal the other galleys..

The officer salutes and leaves. Caesar comes in to stand beside Agrippa. Rufio and Flavius with him..

RUFIO
(excitedly - to Agrippa)
A light to be seen this far at sea - why, we must still have a day and night of sail!

AGRIPPA
Almost..

RUFIO
(to Caesar)
These people, sir, these Alexandrians who can make such a light - who, you tell me, have a library second to none in the world - why are they not better at war?

Continued

9 Cont. 1

CAESAR
One reads books indoors, Rufio - one makes wars outdoors. One cannot be in two places at once...
(to Agrippa)
My galley will enter the royal harbor alone. You will land the men at both the Eastern and Western Harbors. Then keep all galleys dispersed and under heavy guard..
(Agrippa nods. Caesar moves away a little. Flavius is at his side.)
...so, at last I shall see it, Flavius. Alexander's city. He built it, he made it the capital of a world that belonged to him. At thirty-two..

DISSOLVE:

10 EXT. PHAROS - COMPOSITE - DAY

The DISSOLVE is to the TOP OF THE PHAROS, in the f.g., with CAESAR'S APPROACHING GALLEYS in the b.g. The oil lamps are extinguished - but the huge many-faceted metal reflector continues to revolve, catching and throwing off the sunlight..

CLOSER. TWO GUARDS - their backs to CAMERA - stare down at the ships through devices for shielding their eyes against the sun. One of them runs TOWARD CAMERA, shouts DOWN and OFF:

GUARD
Ships of Rome! Ships of Rome!

11 EXT. PALACE FORECOURT - ALEXANDRIA - CLOSE - DAY

A gigantic hanging ALARM is struck with great hammers, alternately by two slaves..

DISSOLVE:

12-13 OUT

14 EXT. HARBOR - ALEXANDRIA - DAY

CAESAR'S GALLEY, sails down, easing toward a landing. The gunwales are lined by armed soldiers, their shields turned outward. CAMERA PANS with the galley to DISCLOSE:

THE SQUARE BEFORE THE PALACE. It is occupied by a teeming market. Stalls and barrows selling wares of every kind. But all activity is at a standstill. The eyes of the populace are on the arriving galley..

Continued

14 Cont.

THE MARKET CROWD. They watch impassively. Some stroll forward to watch; most, however, remain where they are..

THE GALLEY. Being made fast. The landing stage is run out to the wharf. Some legionnaires trot down it smartly, stand at attention in formation..

THE DECK. CAESAR, followed by RUFIO, AGRIPPA, GERMANICUS, FLAVIUS and some OFFICERS. He crosses to the head of the landing stage, pauses to look at the crowd:

THE MARKET CROWD. They stare up at Caesar, their attitude inscrutable..

THE DECK. Rufio and Germanicus exchange puzzled looks, Caesar purses his lips thoughtfully..

AGRIPPA
We seem to have arrived on their market day -
(to Caesar)
One day each week, they're permitted into the Royal Enclosure..

RUFIO
(breaking in)
Market day or not - where is the guard of honor for Caesar? Some representative, at least, of the royal or military -

A FLOURISH of Egyptian trumpets. Germanicus touches Rufio's arm; indicates:

15 THE PALACE ENTRANCE - DAY

The doors open. The ROYAL RETINUE appears. Great pomp and splendor...

16 THE GALLEY DECK - DAY

The reaction of Caesar and his staff..

17 THE MARKET CROWD - DAY

They turn their backs to Caesar, face the Palace and the emerging PRIESTS and NOBLES..

18 THE PALACE ENTRANCE - DAY

PTOLEMY, with full escort, is carried out on his ornate throne...

19 THE MARKET CROWD - DAY

The entire mass of people prostrates itself before its ruler..

20 THE GALLEY DECK - DAY

As the Romans stare across the prostrate Alexandrians. No sign of recognition or greeting from the Palace steps. Caesar's generals are angry..

RUFIO
We'll teach them some manners..
(to Agrippa)
Run up a signal. Have the Tenth take over the East and South Gates at once -

CAESAR
No. Keep them out of sight..
(he smiles)
A spontaneous display of loyalty to King Ptolemy, that's all - perhaps a little over-rehearsed..

The GONG IS STRUCK in the Palace Forecourt..

21 THE MARKET CROWD - DAY

They rise to their feet, and go about their business of buying and selling..

22 THE PALACE STEPS - DAY

The young King is hot and uncomfortable. But POTHINOS is in high good humor as he smiles at ACHILLAS and THEODOTOS who flank him:

POTHINOS
We shall now have the privilege of watching Mighty Caesar battle his way through our market place..

23 THE GALLEY DECK - DAY

Germanicus barks at a YOUNG OFFICER:

GERMANICUS
Marcellus!
(he snaps to attention)
A dozen front rank men - swords only - I want a path cleared on a direct line to the palace steps - then as many more as you need to keep it open - !

Marcellus salutes, turns briskly..

CAESAR
Marcellus!

Continued

23 Cont.

Marcellus stops, just as briskly. Caesar turns to the bewildered Germanicus..

CAESAR
That is precisely what they hope we will be idiotic enough to do. Manhandle their people. There appears to be at least one good brain under all those hats and wigs..
(to Rufio)
Since this is their market day, Rufio - we shall go marketing.

RUFIO
You're not serious - ?

CAESAR
We shall shop our way to the Palace steps..
(to Flavius)
Do you have my money?

Flavius grins, slaps an enormous money bag at his waist.

CAESAR
Everything is to be paid in coin.
(to Marcellus)
Have the men put away their swords and carry their money bags in hand. They're to move slowly, not too slowly - not too far apart - through the crowd, and to regroup at the foot of the steps..

Marcellus salutes, leaves. Caesar continues, to Rufio and Germanicus:

CAESAR
You two follow behind me...
(to Agrippa)
After you've secured your ships, come to my quarters in the Palace, wherever they are..

Casually, he strolls down the landing plank - followed by Flavius - and into the market. Rufio and Germanicus follow. In the b.g., Marcellus can be seen supervising the legionnaires as they sheath their swords and get out their purses..

24 THE PALACE STEPS - DAY

The royal group exchange mystified looks as they observe the strange Roman manoeuver..

25 FULL SHOT - DAY

As the legionnaires, their armor visible against the crowded civilian background, infiltrate the market place. Smoothly they move from vendor to vendor, from stall to stall - with Caesar leading the way...

26 MOVING CLOSE - CAESAR

He has just left a STALL SELLING ROPE AND TALLOW; in the b.g., Flavius is paying the OWNER. As Caesar proceeds to the next one, some of the VENDORS get out of his way furtively, but a FEW smile and show their wares. He pauses before a:

STALL displaying OIL and WINE in amphorae. The OWNER bows humbly..

CAESAR
Ah, the oil of olives - and wine from Samos. How much for your wine?
(the owner holds up four fingers)
Four drachmae?

Flavius comes up. He is visibly outraged at the price..

CAESAR
Sixty of the wine for my men -
(to Flavius)
Pay him.
(Flavius holds up four fingers incredulously as though to ask: four?)
Pay him.

Caesar walks on. CAMERA HOLDS ON Flavius, who turns angrily to the stall-owner. He holds up two fingers. The owner yells in pain. Flavius starts away. The owner grabs him. He holds up three fingers. Flavius nods, and pays...

CAESAR. He is now surrounded by smiling, eager vendors and shoppers. He holds in his arms the BABY of one of the WOMEN. He dandles it, he kisses it - just as Flavius comes up. A reaction of distaste from Flavius... but the crowd loves it. Caesar hands back the baby, takes a piece of cheese from a VENDOR'S tray as he moves on..

CAESAR
Give them each a coin - and stop haggling!

Flavius gives a coin to the woman. He gives a coin to the cheese vendor, takes a piece for himself. He bites into it, gags. He takes the coin back from the cheese vendor, and follows Caesar..

27 THE PALACE STEPS - DAY

POTHINOS, ACHILLAS and THEODOTOS watch grimly as the ROMANS make their way through the ever-more-friendly crowd. PTOLEMY stirs fretfully, snaps at them:

PTOLEMY
You said the Romans were going to push the people back and make them angry - why aren't they doing what you said they'd do?

Pothinos remains silent..

ACHILLAS
Your king has asked you a question, Lord Chamberlain..

POTHINOS
The - ah - Romans have degenerated minds, Most High Majesty, they - ah - do the unexpected..

ACHILLAS
Particularly one Roman. The master of the unexpected..

THEODOTOS
...but with so few men.

He smiles blandly. So does Pothinos. But not Achillas..

28 THE MARKET PLACE - DAY

CAESAR. Near the palace steps. CAMERA WITH HIM - to a FLOWER SELLER. She is an AGED CRONE who stares up at Caesar antagonistically. Nearby, some PRETTY YOUNG GIRLS. Their smiles are much more friendly..

CAESAR
Ah, the famous desert rose of Alexandria...
(he scoops them all up)
Surprised, mother? In the arms of a Roman, but they haven't turned black -

The young girls giggle. The crone remains stony-faced. Flavius comes up. Caesar hands him the roses.

CAESAR
If you don't wither them, nothing will -

The girls laugh again. Caesar looks over, smiles and winks at them. He pulls one single rose from Flavius' arms...smells it:

Continued

28 Cont.

CAESAR
They should be sold only to young lovers...
(he bows to the old crone, presents her with it)
...much too dangerous for you and me, eh, mother?

The old crone takes the rose. Slowly, she breaks into a toothless grin. In sudden shyness, she holds her hand to her face and turns away..

The crowd around them roars with laughter and approval. Caesar starts up the Palace steps..

RUFIO. Not far away. He grins admiringly..

RUFIO
Hail, Caesar..

He continues on..

29 EXT. PALACE ENTRANCE - DAY

As CAESAR, followed by FLAVIUS, mounts the steps to confront the Royal party..

During the ensuing SCENE, the Roman legionnaires finish their infiltration through the market-place and assume pre-arranged positions. RUFIO, GERMANICUS, and OTHER OFFICERS gradually make their way to Caesar's side...

At Caesar's approach, the Royal retinue bows formally - all except PTOLEMY, of course. Caesar eyes them affably:

CAESAR
You all look so impressive. Which of you is King?

POTHINOS
(ritually)
His Divine Majesty, my Lord Ptolemy, Lord of the Upper Regions and of the Lower Regions, Son of Ra, of Horus and of Thoth, Beloved of Ptah -

The PRIESTS murmur in unison. Caesar interrupts:

CAESAR
-etcetera, etcetera, you welcome me. And I, Gaius Julius Caesar, Consul of the Roman Senate, Pontifex Maximus, etcetera, etcetera, thank you. From the Senate and People of Rome, hail to King Ptolemy and -

Continued

29 Cont.

CAESAR (cont'd.)
(he makes a show of looking for her)
- his sister and co-ruler, Queen Cleopatra?

There is a slight pause. Ptolemy speaks up:

PTOLEMY
They won't tell you so - but Cleopatra is dead! She tried to kill me - and then we chased her into the desert - and she died there...

POTHINOS
(breaks in smoothly)
Ah - whereas it is true that His Majesty's sister repeatedly plotted to have him killed, it is not true that Cleopatra is dead. Whereas it is true that she - ah - fled from Alexandria -

CAESAR
(breaks in)
I seem to be forever interrupting you, but the search for truth can go on and on...Pothinos, isn't it? Lord Chamberlain and Chief Eunuch to King Ptolemy?
(Pothinos nods)
An exalted rank, attained not without certain - shall we say - sacrifice..?
(he moves to Theodotos)
...Theodotos, am I right? Tutor to His Majesty in history, philosophy and - ambition...
(he moves to Achillas)
...and Achillas. I am told you're a good soldier. As one to another, then - where is Queen Cleopatra?

ACHILLAS
With her army.

CAESAR
And how many of your men between her and Alexandria?

ACHILLAS
Enough.

Continued

29 Cont. 1

THEODOTOS
May I speak? Surely you have come here in peace, Mighty Caesar - nor do we present ourselves to you in anything but warm and respectful welcome..

POTHINOS
Actually, our only problem being an internal one of concern only to us - why <u>have</u> you come, Caesar?

CAESAR
(smiles)
Must it be stated? Perhaps it is just as well. As we all know, when the father of both Ptolemy and Cleopatra died - he named the two of them to rule jointly over Egypt. Rome was appointed their guardian, and the executor of his will. I have come, in the name of Rome, to ask why Queen Cleopatra has been deposed - to resolve the differences between her and Ptolemy - and to see that they peacefully resume their joint rulership of Egypt..

POTHINOS
That will be difficult. Cleopatra has forfeited her right -

CAESAR
I shall try to decide justly..

PTOLEMY
(an outburst)
No, no, no!
(lividly - at his advisors)
It never works out the way you say it will! 'Oh, we'll welcome Caesar nicely and let him get tired of waiting for Cleopatra, and then he'll recognize you as the true King and go back to Rome' - don't you see he's going to send for her? He's going to bring Cleopatra back!

THEODOTOS
(quickly)
Surely it is obvious, Great Caesar, how she has terrorized this poor boy -

Continued

29 Cont. 2

CAESAR
It is true, your Majesty, that I have, in fact, already summoned Cleopatra. But General Achillas has undoubtedly made sure she will neither receive my summons nor be able to answer it..

PTOLEMY
Cleopatra will find a way. She knows witchcraft, she can assume many forms - her favorite one is the butterfly..
(half-rising from his throne, calling out:)
...are there any here now? Bring them to me if there are!
(to Caesar - sadly)
I kill as many as I can - but it's never the right one...

POTHINOS
(nervously)
The sun which sheds its grace upon the Ruler of the Two Lands - burns too brightly perhaps. If our Lord Ptolemy - ah - wishes to retire -

PTOLEMY
I wish nothing of the kind! I'm not going to be put out of the way until I've watched you give him <u>that</u> - !

He points at a large <u>wicker-covered crock</u> which stands nearby. Caesar turns alertly to look at it..

POTHINOS
A thousand pardons, Divine Majesty, I had almost forgotten...
(smiling, to Caesar)
...my Lord Ptolemy wishes to enhance his welcome to Caesar by a - gift of some importance..

CAESAR
(eyes on the crock)
Most generous...

POTHINOS
You spoke so convincingly of your reasons for visiting Egypt - it quite escaped my mind that you were omitting one further, more personal, purpose for coming here..

Continued

29 Cont. 3

CAESAR
(beginning to suspect)
Say what you have to say quickly and simply, Pothinos..

PTOLEMY
(eagerly)
The ring! Give him Pompey's ring - !

Caesar looks sharply at Ptolemy, then at Achillas - who holds out his clenched fist to Caesar. He opens it, to disclose on his palm: POMPEY'S RING..

Slowly, Caesar takes it. His entire attention is now fixed on the wicker crock..

RUFIO, GERMANICUS and other officers. Their attention, too...

THE ROMAN LEGIONNAIRES. In the vicinity of the crock. Although at rigid attention, their eyes flicker toward it..

POTHINOS smiles blandly..

POTHINOS
And now, the token of His Majesty's affection for Rome - and regard for Caesar..

He gestures toward the jar..

A NUBIAN SLAVE lifts off the lid and plunges his hand into the mixture of wine and honey it contains. When the top of the object he pulls out is barely visible:

CAESAR. A sharp intake of breath and a tightening of the jaw his only visible reaction..

THEODOTOS AND ACHILLAS. The scholar smiles proudly; Achillas grimly watches Caesar..

THEODOTOS
Dead men, they say, do not bite..

THE LEGIONNAIRES. A stirring in their ranks. A look from GERMANICUS, and they are still..

PTOLEMY. He leans forward eagerly..

PTOLEMY
Does it please you, Caesar? They said it would please you very much..

CAESAR. He squints up at the sun. Then to Ptolemy..

Continued

29 Cont. 4

CAESAR
The sun does shed its grace too brightly...
(to Pothinos, coldly)
It has become too hot here for Kings.

Pothinos nods. He claps his hands:

POTHINOS
My Lord Ptolemy will retire..!

Ptolemy starts to object - but Caesar's expression stops him. The Nubians lift his throne, the priests gather around it. Caesar turns to Rufio..

CAESAR
(quiet bitterness)
For His Majesty - a Roman Guard of Honor..

Rufio signals MARCELLUS, positioned by the Legionnaires. A platoon forms quickly about the King's throne; it escorts him into the Palace..

Caesar regards Pothinos, Theodotos and Achillas with a cold, unwavering look...

CAESAR
It was not by your hand, of course...

ACHILLAS
If, as you say, you've been told of me - you know better, Caesar.

CAESAR
(nods; then, to Pothinos)
My troops are to be properly fed and properly housed..

THEODOTOS
May I speak - ?

CAESAR
Not until you are spoken to.
(continuing to Pothinos)
For myself, I shall require rooms in the Palace..

POTHINOS
They are in readiness for you, Great Caesar. I shall consider myself honored personally to escort you..

Continued

29 Cont. 5

CAESAR
Anyone but you...
(he turns from him, crosses to Rufio)
Find the rest of Pompey. Tear out a thousand tongues, but find him. Have him purified, the coin in his mouth, and the rest - honorably..

RUFIO
Of course..

Caesar looks down at Pompey's ring. Then he turns to enter the Palace. Alone, except for Flavius behind him..

Germanicus and some legionnaires follow Caesar. Two Romans are now in charge of the crock. Rufio gestures to them. They follow him, carrying it down toward Caesar's galley..

The Palace Steps have become empty of Romans...

Pothinos, Theodotos and Achillas are left, together with some attendant Egyptian soldiers and dignitaries..

ACHILLAS
He was not pleased.

POTHINOS
No, he was not. Achillas, you must return to your army immediately - and Cleopatra must be destroyed at once..

ACHILLAS
And then - ?

THEODOTOS
If, instead of a scholar, I were a general - do you know what would fill my dreams at night, Achillas?
(Achillas looks at him)
To <u>make</u> the history which scholars but record and teach. As that man will, who - as someone, sometime, must - destroys the Mighty Caesar..

He smiles nervously. So does Pothinos. But not Achillas..

Continued

29 Cont. 6

ACHILLAS
Just once more, let me say it. Julius Caesar does not sail into the harbor of a country - possibly unfriendly - with barely enough troops to hold the Royal Enclosure, let alone the City of Alexandria..

THEODOTOS
But he has, my dear Achillas..

ACHILLAS
So it appears..

POTHINOS
I have never known a General more reluctant to accept easy immortality..

He touches Theodotos with his fan. They and their followers start into The Palace..

Achillas remains alone for an instant. He chews nervously at his lip. Then, as if in decision, he turns and strides away. His officers follow..

Their path is through the crowd, and it is cleared for them savagely and swiftly by guards manhandling the people in brutal fashion...

DISSOLVE:

30 INT. CAESAR'S APARTMENT - DAY

AGRIPPA and RUFIO enter. CAMERA with THEM as they cross to CAESAR, at one of the openings to the terrace..

Five or six LEGIONNAIRES, under MARCELLUS, are busy getting Caesar's gear into place. Some chests, his bed, etc. A CLERK of the Legion is laying out maps, dividers, rulers, etc., on Caesar's table. FLAVIUS unpacks and arranges Caesar's armor and wardrobe..

Caesar stares absently out to sea. He holds Pompey's ring in one hand, a gold chain in the other..

The two officers exchange the briefest of looks before Agrippa speaks:

AGRIPPA
Both the Tenth and Twelfth are landed, Caesar - and all ships secure..

Caesar, still turned away:

CAESAR
Pompey - ?

Continued

30 Cont.

RUFIO
Everything done properly - with full honors..

Caesar turns to them. He tries not to betray the deep emotional identification he feels with Pompey's fate..

CAESAR
One mistake. If Pompey's one mistake at Pharsalia had been mine instead of his - it would have been my head..

He starts to put Pompey's ring on the golden chain. Suddenly his hand jerks in a spasm-like contraction. The ring clatters to the floor..

FLAVIUS. He whirls instantly in reaction to the SOUND. He hurries across to pick up the ring, brings it to Caesar. He looks up at him with concern..

CAESAR
(tensely)
Rings have been dropped before - finish your work!

Flavius nods, and withdraws. The Clerk and other Legionnaires have already done their chores and left..

Caesar pinches the bridge of his nose - a characteristic, and sometimes effective, gesture of the epileptic in an effort to stop the cycle of muscular spasm before it fully develops....he turns to Rufio and Agrippa:

CAESAR
(to Agrippa)
Without weakening the security of our ships, have you enough men to occupy the causeway that flanks them?

AGRIPPA
Only just..

CAESAR
Then do it. Our escape to the sea - if it becomes necessary - must be there for us..

RUFIO
General Achillas has left the Palace - and the city - to rejoin his army..

CAESAR
Already? I assume he intends to wipe out Cleopatra's handful of mercenaries as quickly as possible - then bring the rest of his army back here..

Continued

30 Cont. 1

AGRIPPA
(smiling)
To wipe you out - ?

CAESAR
It's quite a temptation, you'll admit...well, he won't be at us for the remainder of today at any rate. Rufio, see that the gates are well manned - use the Tenth Slingers. We'll meet again here for the evening meal, and talk further -

He has crossed to sit on his bed. Rufio and Agrippa start out -

CAESAR
- and, Rufio...
(Rufio pauses)
You might alert the night watch. In case Cleopatra manages to get word through. Anything strange or unusual is to be reported..
(he smiles)
A night-butterfly, perhaps..

Rufio and Agrippa go out. Flavius follows them to the door, bolts it securely. Then he returns to Caesar..

Caesar, sitting on his bed, has put Pompey's ring on the golden chain. He watches it dangle..

Flavius gets on the bed, kneels behind Caesar's back. Professionally, soothingly, he starts to massage Caesar's neck and shoulders..

CAESAR
Don't worry, I'm not going to have an attack - it's come and gone..ah, that's good...the Falling Sickness. A stupid thing to call it, and insulting - deeper, Flavius, deeper - doesn't everyone, in his time, fall? It's just that some of us fall from greater heights than others..

His eyes are closed, his voice trails off. Flavius continues his soothing rub. CAMERA RESTS ON: Pompey's ring, dangling from Caesar's hand, swinging to and fro...

DISSOLVE:

31 FULL SHOT - ROYAL HARBOR - NIGHT

Huge braziers and many large torches bathe the entire enclosure in irregular patterns of light and shadow...

Continued

31 Cont.

The Palace itself is patrolled by ROMAN LEGIONNAIRES..

The waterfront and the "Jetty" are under watch by EGYPTIAN SOLDIERS. A small GROUP OF OFFICERS - (the leader's name is HAKIM) - play at backgammon on the Harbor steps..

Suddenly - from the jetty - a SHOUTED CHALLENGE. BOWMEN, and guards carrying torches, run toward it..

The officers scramble to their feet, look off:

32 HAKIM'S P.O.V. - NIGHT

A small boat appears through an arch under the "jetty". In the boat are four or five rolled-up rugs..

APOLLODORUS, disguised as a rug merchant, propels the boat from the stern. Crouched in the bow, also disguised, is CHARMIAN...

33 APOLLODORUS' P.O.V. - NIGHT

Hakim, flanked by officers and bowmen, gesturing for Apollodorus to come in...

HAKIM
(shouting)
You, there! Bring your boat in!

34 APOLLODORUS - IN THE BOAT - NIGHT

He and Charmian exchange a quick look. He sets up a loud wail:

APOLLODORUS
A thousand pardons, Mighty Ones! Some unkind fate has brought this unfortunate seller of rugs by mistake into the Royal Harbor! I hasten to go - !

He sculls quickly, turning the boat..

35 HAKIM - ON THE STEPS - NIGHT

He signals a couple of nearby bowmen. They let fly..

36 THE BOAT - NIGHT

One of the arrows misses; the other buries itself in one of the rugs. Charmian cries out, throws herself over the rugs..

Continued

36 Cont.

APOLLODORUS
Well and truly shot, oh mighty one! All Egypt gives thanks to Isis to be guarded by such an arm! I go! I go - !

HAKIM'S VOICE
Come in at once - or be stuck like a pig!

Again, Apollodorus and Charmian exchange looks. Grimly, Apollodorus heads toward the steps..

APOLLODORUS
(still wailing:)
I come! I come - ! Have mercy, great and noble ones...

He sculls his boat out of CAMERA..

37 THE HARBOR STEPS - NIGHT

Hakim, a few officers and men - the rest have returned to their stations - await the boat. It is preceded by Apollodorus' wail..

APOLLODORUS' VOICE
...it is so seldom that we bring our miserable rugs to the city - but being told that the dull-witted Romans have come with much gold -

The boat eases into CAMERA, comes to a stop against the steps..

APOLLODORUS
- it was my misfortune of a wife who became dazzled by the lights and misled me here to the Royal steps..!
(snarling at Charmian)
Curse the day I relieved your father of an unwanted daughter!

CHARMIAN
(likewise)
Hasten the day I shall be rid of an unwanted husband!

The boat is held fast by soldiers. Hakim, javelin in hand, comes down the steps to it..

HAKIM
Stop your squabbling, get out of the boat - I want to see this miserable merchandise of yours..

Continued

37 Cont.

Apollodorus starts out. As he passes Charmian, she stands. Rudely he shoves her down - on a particular rug..

CHARMIAN
See, masters, how gentle, how loving a man I have - if only he were a man when it matters most to a woman!

Hakim laughs. He's in the boat, poking idly at the rugs...he stands by Charmian..

HAKIM
Here, let me see you.....stand up -

Charmian rises very slowly, her body close to Hakim's. Only her eyes can be seen through the hood she wears. Roughly, he throws it back...

She stares at him provocatively, her lips parted, her bodice opened beyond the legal limit. Hakim's eyes gleam..

HAKIM
An unwanted daughter, eh? Has your father any more?

CHARMIAN
(coyly)
There is only one like me..

HAKIM
(up at Apollodorus)
Peddler, you've been selling the wrong merchandise!

The officers laugh. Apollodorus gestures miserably..

CHARMIAN
How often have I told him I could make our fortune in a day - if he were not so jealous!

HAKIM
(laughs)
Let him make his own, then - his way - and you, yours - your way..!

He takes her hand, leads her to the top of the stairs. Charmian smiles invitingly at the other officers..

HAKIM
(to Apollodorus)
Take your motheaten rugs, and go -
(to the officers)
- bring the dice!
(to Charmian)
We'll need them, eh?

Continued

37 Cont. 1

Charmian laughs with them. Without a glance at Apollodorus, she hurries toward a shadowed area with the officers..

Apollodorus calls after them, sadly:

APOLLODORUS
Oh, mighty ones - would you rob me of everything - ?

He looks around carefully. Swiftly, he descends the steps, gets into the boat..

Carefully, he hoists one tied-up rug to his shoulder. Hurriedly - but casually - he mounts the steps with it, heads toward the Palace..

38 EXT. SHADOWED AREA - NIGHT

Charmian, with a throaty laugh, breaks away from Hakim's impassioned caress. Another officer reaches for her. Coyly, she eludes him - and manages to sneak a look in the direction taken by Apollodorus:

39 CHARMIAN'S P.O.V. - NIGHT

Apollodorus, the rug on his shoulder, heading toward the side of the Palace..

40 SHADOWED AREA - NIGHT

Charmian sighs with relief. The officer comes at her again. She clouts him on the side of the head. She uses hands and feet, yells bloody murder:

CHARMIAN
(screaming)
Help! Help! Rape! Murder! Rape!

41 EXT. SIDE OF PALACE - NIGHT

MARCELLUS and a ROMAN GUARD. They hear Charmian's screams; they start toward them on the run...CAMERA PANNING THEM TO:

APOLLODORUS. Hidden, as the Romans pass through..

Apollodorus blows a kiss in Charmian's direction, then hurries with his precious bundle into the Palace..

42 INT. CAESAR'S APARTMENT - NIGHT

CAESAR, RUFIO, AGRIPPA, GERMANICUS, and ATTENDANT OFFICERS. They are working over a map of Alexandria, fastened to the map table by daggers.

Continued

42 Cont.

Caesar wears Pompey's ring, on the golden chain, about his neck. From time to time, he presses the bridge of his nose..

CAESAR
(indicating)
We must consider the Royal Enclosure as a city within a city. For the time being this is what we must hold - the Moon Gate and three others. Here, here and here -
(to Rufio)
- how are we placed?

RUFIO
The Tenth slingers on the Moon Gate, the rest in reserve. The Twelfth holding all other positions - very thin, Caesar..

CAESAR
For the time being, deep enough -
(to Germanicus)
Have you tested these wells?

GERMANICUS
The water's brackish, but fit to drink -

CAESAR
- so far. Keep an eye on them. Watch the corn and wheat..

AGRIPPA
(confidently)
Why, with our supplies secure, we could hold indefinitely -

CAESAR
A week, perhaps - but for the time being, time enough..

His hand goes to the bridge of his nose..

AGRIPPA
(a bit irritated)
You keep saying that.

CAESAR
(absently)
Do I, Agrippa? What?

AGRIPPA
'For the time being'. How much time, time for what - ?

He is interrupted by:

Continued

42 Cont. 1

FLAVIUS. Who comes in excitedly, a ROMAN SENTRY behind him, the door left open:

CAESAR
What do you want?

Flavius acts out his news. The pantomime will, of course, be clear to the audience and a puzzle to Caesar's officers: that a tall man carrying a rug has come to give it to Caesar as a gift from Queen Cleopatra..

CAESAR
(to Flavius)
Can he be trusted?

Flavius hesitates, then nods. Caesar turns to his officers...

CAESAR
It seems that someone has brought me a gift. From Queen Cleopatra..

Flavius pulls Caesar's sleeve, pantomimes to him..

CAESAR
Apparently a rug peddler, but Flavius doubts it. He seems to know the Palace extremely well - popped into the corridor out of a secret passage none of our men knew about..

GERMANICUS
I wouldn't put it past Pothinos to send an assassin in Cleopatra's name..

CAESAR
(to the sentry)
Have him come in..

The sentry goes out. Caesar, Agrippa, Rufio and Germanicus all face the door. The last three hold their hands in readiness upon their swords..

APOLLODORUS comes in. He now carries the rug in his arms as if it were a bride being carried over a threshold. He confronts the four men:

RUFIO
Are you the one who brings a gift from Cleopatra?
(Apollodorus nods)
Then put it down - and go.

Continued

42 Cont. 2

APOLLODORUS
It is the command of my Queen that I deliver her gift personally to Caesar..

AGRIPPA
(steps forward)
I am Caesar. Lay it here before me..

APOLLODORUS
(smiles)
Forgive me, my Lord Admiral Agrippa, but you're not Caesar. Nor you, General Rufio - nor you, Germanicus. Even if I had not studied your likenesses - there is only one here who wears no sword..
(to Caesar)
..and my Queen's gift is for the eyes of Caesar, alone.

CAESAR
That rug seems harmless enough..

RUFIO
No, Caesar -

CAESAR
But you might loan me your sword, Rufio. It may require some cutting...

Reluctantly, the officers leave. Apollodorus, Caesar and the rug are alone..

CAESAR
That's an odd way to carry a rug. Wouldn't it be easier to sling it over your shoulder..?

APOLLODORUS
(setting it down carefully)
It was less comfortable that way..

CAESAR
(approaching it)
For you - or the rug?

He stands over it, Rufio's sword in hand..

APOLLODORUS
(hastily)
That sword, Caesar - the rug is such a delicate weave - if I may untie it for you...?

Continued

42 Cont. 3

CAESAR
Turn it over first..

APOLLODORUS
(aghast)
What?

CAESAR
Turn it over.

APOLLODORUS
But - but - the rug is now right side up...

CAESAR
I understand. I want it wrong side up...
(Apollodorus stares at him)
...shall I flip it over with my sword?

APOLLODORUS
No, no...

Reluctantly and tenderly, he turns the bundle over..

CAESAR
I find one can always tell more about the quality of merchandise - by examining the backside first..

Then, deftly he cuts the cords with his sword. He reaches down and with a quick motion unrolls the rug..

CLOSE - CLEOPATRA. As she rises slightly with the lifting of the rug, then drops back - on her face, backside up.

CAESAR - staring down...

APOLLODORUS - rigid with apprehension..

CLEOPATRA - her face grimy and sweaty, she turns it slowly to look up at Caesar..

APOLLODORUS. Simultaneously, ritually, he starts to intone:

APOLLODORUS
All hail Cleopatra - kindred of Horus and of Ra - Beloved of the Moon and Sun - daughter to Isis - and of Upper and Lower Egypt, Queen..

CAESAR. The inappropriateness of Apollodorus' majestic introduction strikes him as funny. He starts to laugh..

Continued

42 Cont. 4

CLEOPATRA. She sits up. A thousand aches hit her from having been rolled up so long. She groans...

APOLLODORUS. He can't help himself. He, too, starts to laugh..

CLEOPATRA. Glaring at him. Then at Caesar. Then the absurdity of her position hits her, as well. She smiles..

Caesar helps her to her feet. She stretches, stiffly. Caesar crosses to a table, scribbles on a wax tablet, presses his stamp into it. He hands the tablet to Apollodorus:

CAESAR
Here - give this to the Commander of the Night Watch. He'll see that the Queen's quarters are made ready and available to her..

Apollodorus bows, starts backing out...

CLEOPATRA
Stay where you are.
(Apollodorus does so)
Have I dismissed you?

APOLLODORUS
No, your Majesty..

CLEOPATRA
(to Caesar)
This is my palace. All of it is therefore available to me at my will. I am not your prisoner, Caesar - if anything, you are my guest..

CAESAR
(a short bow)
Most kind..

CLEOPATRA
As for having my quarters - as you put it - made ready. Charmian, my chief handmaiden, has by now brought the others out of hiding. They should almost have finished -

CAESAR
I'm afraid that's impossible. We've had the doors under heavy guard..

CLEOPATRA
There are doors - and doors..

Continued

42 Cont. 5

CAESAR
Ah, of course. You must take me on a tour some time - within the walls of your palace. By the way, we've plugged quite a few peep-holes in these..

CLEOPATRA
Yes, I notice you found most of them...
(to Apollodorus)
..what are you waiting for?

APOLLODORUS
Permission to leave..

CLEOPATRA
Granted.

Apollodorus bows, and starts out.

CLEOPATRA
Apollodorus -
(he pauses. She looks at him in a way meant only for him)
- thank you.

Apollodorus smiles. He has been amply repaid. He goes out..

Caesar pinches at his nose..

CAESAR
Well. I'm pleased that you received my summons after all, and were able to -

CLEOPATRA
Summons? I'm pleased to say I received nothing of the kind - and surprised that you thought I'd answer one -

CAESAR
(patiently)
Young lady. The voyage in your non-magic carpet has apparently not tired you, but I have had an exhausting day..

He reaches aimlessly for a piece of fruit in a large bowl..

Continued

42 Cont. 6

CLEOPATRA
It is essential that we understand each other, Caesar. Only through me can you hope to escape from the desperate situation in which you find yourself.
(Caesar, about to bite, stares at her)
I wouldn't bite into that if I were you. Did you bring it with you?
(he shakes his head)
Have you had it tasted? If neither, it's probably poisoned..

CAESAR
At least, it's another way out of the desperate situation in which I find myself..

He bites, and chews away..

CLEOPATRA
You're being tolerant of me, aren't you? Is it because you're so much older..?

Caesar stops chewing. Cleopatra has crossed to his map table. She glances down..

CLEOPATRA
Your maps are inferior and out of date -

CAESAR
They, and I, have aged together..

CLEOPATRA
- compared to mine. The lakes to the west are poorly marked - certain important hill positions are not even noted..

CAESAR
I must arrange for you to address my map-makers and general staff..

CLEOPATRA
We've gotten off to a bad start, haven't we? I've done nothing but rub you the wrong way -

CAESAR
I'm not sure that I want to be rubbed by you at all, young lady..

He sits. Cleopatra looks at him for a moment..

Continued

42 Cont. 7

CAESAR
It is permissible for me to sit, isn't it?

CLEOPATRA
Caesar. As quickly as possible, you must set me alone on the Throne of Egypt..

CAESAR
(firmly)
My mission here is to put an end to the tiresome squabbling between your brother and you -

CLEOPATRA
(interrupting)
You're not a fool! Or are you?

CAESAR
Immodestly, perhaps - no.

CLEOPATRA
You've seen my brother - and listened to him? And the truly evil men to whom he belongs?

CAESAR
(a bit uncomfortably)
Yes..

CLEOPATRA
Shall we agree, you and I, upon what Rome <u>really</u> wants - has always wanted - of Egypt? Corn, grain, treasure. It's the old story. Roman greatness based upon Egyptian riches. You shall have them, you shall have them all. And in peace. But there is only one way. My way. Make me Queen.

CAESAR
(coldly)
That sounds very much like an ultimatum -

CLEOPATRA
There is no other way.

CAESAR
From one whose total assets, up to a few minutes ago, were two devoted slaves and a rolled-up carpet..

Continued

42 Cont. 8

CLEOPATRA
But now I have you, Caesar. Besides, there are my armies - and the simple fact that no mortal hand can destroy me..

CAESAR
Ah, yes. I seem to recall some mention of an obsession you have about your divinity...Isis, isn't it?

CLEOPATRA
(simply)
I shall have to insist that you mind what you say. I am Isis. I am worshipped by millions who believe it. You are not to confuse what I am with the so-called divine origin which every Roman general seems to acquire together with his shield - it was Venus you chose to be descended from, wasn't it?

Caesar rises abruptly. He's had enough..

CAESAR
I must now do a little insisting of my own. First, your journey has tired you, after all, and you wish to retire -

CLEOPATRA
I'm not your servant, Caesar. Don't dismiss me..

CAESAR
Secondly, you have no armies, young lady. Such as they were, they are gone. Because you could not pay them. The riches of Egypt are obviously not available even for your own use, much less to give away -
(he starts for the door)
- perhaps, in a day or two, we shall speak again..

CLEOPATRA
(sits deliberately)
That may be too late - for both of us..

CAESAR
For the time being, every precaution will be taken to keep your presence in the Palace a secret from Pothinos and -

Continued

42 Cont. 9

CLEOPATRA
(up again, breaking in:)
How can you know so little about where you are - and what you're doing? Even now, as we talk, the news of my arrival is being spread by a thousand tongues -

CAESAR
Your safety will be my responsibility..

CLEOPATRA
And what about your own?

CAESAR
I am prepared, I believe. For the time being...

CLEOPATRA
Oh, I hope so...
(she starts for the door, hesitates)
I hope you are as wise, as brilliant - the God they say you are. You Roman generals become divine so quickly. A few victories, a few massacres.... only yesterday Pompey was a God. They murdered him, didn't they?

Caesar's hand goes to Pompey's ring..

CAESAR
Yes..

CLEOPATRA
Because they thought it would please you. It didn't, did it?

CAESAR
No..

CLEOPATRA
That was stupid of them. But then, forgive me, Pompey was stupid, too..

CAESAR
Perhaps. Yet everyone is somebody's hero. Today, I - found myself remembering how my daughter loved him. She died trying to bear him a son. She gave him this ring...

He takes the chain from about his neck, holds it out. Cleopatra crosses to look at it. Then up at Caesar:

Continued

42 Cont. 10

CLEOPATRA
(gently)
Yes...you must be very tired. Sleep well tonight, Caesar. These next days may be difficult for you. Goodnight.

She crosses to the door, opens it. RUFIO, AGRIPPA, and GERMANICUS are waiting to come in. As they enter:

CAESAR
(to Germanicus)
Germanicus, a guard to escort Queen Cleopatra to her apartments..

Germanicus barks an order into the corridor. A guard of enormous Romans forms about Cleopatra. Almost lost in their midst, she smiles up at them..

CLEOPATRA
The corridors are dark, gentlemen, but you mustn't be afraid. I am with you..

And she sweeps off, like a canoe with an escort of battleships..

Rufio and Agrippa approach Caesar at his map table. He's exhausted; he tries to whip his weary brain into completing the business at hand..

RUFIO
Don't you think we've covered about everything we can tonight, sir? Perhaps a fresh start in the morning -

CAESAR
No, there are a few more matters.... for one thing, Rufio, has it occurred to you that our maps of this area are not quite what they should be?

RUFIO
Why, no - what makes you think they're not - ?

CAESAR
I have an instinct about such things..

43 <u>PALACE CORRIDOR</u> - <u>NIGHT</u>

CLEOPATRA, enveloped by her guard, on the way to her apartments. As they pass CAMERA, out of a shadowed hiding-place appears LOTOS. One of Cleopatra's handmaidens..

Continued

43 Cont.

Frightened, Lotos looks after Cleopatra - then hurries OFF in the opposite direction..

44 INT. CLEOPATRA'S APARTMENTS - NIGHT

As CLEOPATRA enters. The GUARD remains outside, but GERMANICUS follows her in...

With APOLLODORUS and CHARMIAN at their head, her PERSONAL STAFF awaits Cleopatra. HANDMAIDENS, MUSICIANS, THE BLIND RECITER, BATH ATTENDANTS, etc....

Beaming with happiness, they all prostrate themselves - except Charmian, Apollodorus, and THE BLIND RECITER..

CLEOPATRA
(delighted)
Oh get up, all of you - it's so good to see you again - !
(to Charmian)
Nothing taken or destroyed?

CHARMIAN
Everything just where we had hidden it..

APOLLODORUS
Even the library - it's been left in perfect order..

CLEOPATRA
(grimly)
How certain they must have been that I'd never return..

She moves on to the Blind Reciter. (PHOEBUS). He turns his blind eyes toward her as she approaches. His hand goes out; she gives him hers. He kisses it..

CLEOPATRA
And you, Phoebus - who has taken care of you all this time - ?

PHOEBUS
(smiles)
The eyes that have always seen for me, your Majesty...

CLEOPATRA
Eiras! Where is she?

There is a joyous cry from the direction of the bath. A lovely blonde YOUNG GIRL - no more than fourteen - hurries toward Cleopatra, tearful with happiness. She sinks at her feet...

Continued

44 Cont.

EIRAS
Majesty, majesty...

CLEOPATRA
(raising her)
Eiras....but you're no longer a child. You've grown so..

EIRAS
While you were gone - it was as if the sun had been taken away..

Cleopatra kisses her. Then, turning, becomes aware of:

Germanicus. Still present, awe-struck by the opulence and beauty surrounding him..

CLEOPATRA
You.
(Germanicus comes to attention)
You may go now..

GERMANICUS
Yes, your Majesty.

CLEOPATRA
And as you go, take with you those over-sized blockheads outside my door..

GERMANICUS
Caesar requires that your guard remain..

CLEOPATRA
He does, does he?
(she whips her dagger out of its sheath)
And what if I should stab one of them?

GERMANICUS
Your Majesty will be disarmed - and the guard replaced..

CLEOPATRA
Typical Roman bluff - we'll see about that..!

She dashes to the door, whips it open -

APOLLODORUS
Your Majesty! Please..
(she turns to him)
For the time being..

Continued

44 Cont. 1

Cleopatra subsides. Germanicus holds out his hand for the dagger..

GERMANICUS
May I - ?

CLEOPATRA
No. Not until after I've stabbed one of you..

Germanicus bows, and goes. Cleopatra waits. Then she opens the door swiftly. The guard is there, in full force. She slams the door, turns on Apollodorus..

CLEOPATRA
'For the time being!. You're beginning to sound like Caesar..

She starts toward the secret aperture, Apollodorus with her..

APOLLODORUS
I meant only that you should have as much protection as possible -

CLEOPATRA
You admire him, don't you?

APOLLODORUS
(quietly)
The question is - how much do you?

CLEOPATRA
(ignoring his point)
Protection! Guards outside bedroom doors while destruction hangs over him, over all of us - a prisoner in my own palace, my destiny in the hands of a man who eats unwashed fruit..

They've arrived at the statue which hides the secret passage. She swings it open...she enters. Apollodorus follows. The statue closes behind them..

45 INT. SECRET PASSAGEWAY - NIGHT

Cleopatra starts down the passage..

APOLLODORUS
Cleopatra..

She stops. He comes up to her. Almost savagely, they kiss - as if to satisfy a desperate immediate physical need. Cleopatra draws away...then they go on.

Continued

45 Cont.

They arrive at the other side of the Sphinx over the door in Caesar's apartment. Cleopatra removes the two tiny eyepieces painted to match the color of her eyes.

She looks through:

46 CLEOPATRA'S P.O.V. - CAESAR'S APARTMENT - NIGHT

CAESAR at his map table. RUFIO and AGRIPPA alongside. FLAVIUS serves wine to the two generals; there is no glass before Caesar..

Agrippa is reading from parchments. Rufio holds some in his hands, too..

AGRIPPA
(reading)
"...actually of Macedonian descent, no Egyptian blood - officially admitted, that is - "
(he looks up)
I wish Cicero would spare us his personal comments on these reports...

CAESAR
(his eyes almost shut with weariness)
That's all Cicero is. One endless personal comment..

AGRIPPA
(continues to read)
"...reputed to be extremely intelligent, and sharp of wit. Queen Cleopatra is widely read, well versed in the natural sciences and mathematics. She speaks seven languages proficiently - "

47 PASSAGEWAY - CLEOPATRA - WATCHING

Extremely well pleased at what she hears. She does not object when Apollodorus tries to listen, too..

48 CAESAR'S APARTMENT - NIGHT

Agrippa, continuing:

AGRIPPA
" - were she not a woman, one would consider her to be an intellectual.."
(he looks up again)
Nothing bores me so much as an intellectual -

CAESAR
Makes a better admiral of you, Agrippa..

Continued

48 Cont.

RUFIO
(grins)
Here's something perhaps of more interest to the navy...
(he reads, now)
"...often arrogant in manner, and of a violent temper. Relentless, and utterly without scruple. In attaining her objectives, Cleopatra has been known to employ torture, poison, and even her own sexual talents - which are said to be considerable...

The men laugh..

49 PASSAGEWAY - CLEOPATRA - WATCHING

She is not amused. She pushes Apollodorus away..

50 CAESAR'S APARTMENTS - NIGHT

Rufio, continuing:

RUFIO
"Her lovers, I am told, are listed more easily by number than by name. It is said that she chooses, in the manner of a man, rather than wait to be chosen after womanly fashion..."
(he grins at Caesar)
More reason than we thought for not wanting to leave you alone with her, eh, sir?

CAESAR
(wearily, unheeding)
Sorry, Rufio, I wasn't listening..

AGRIPPA
You're not inclined to trust this Cleopatra, are you?

CAESAR
Trust? Not for a minute....'trust'. The word has always made me - apprehensive. Like wine, whenever I've tried it, the after-affects have - not been good. And so, I've given up wine - and trusting...

He's in a strange, depressed mood. He pushes back his chair, rises. His officers recognize his moodiness; it makes them ill at ease..

51 PASSAGEWAY - CLEOPATRA - WATCHING

She, too, is aware of Caesar's strange depression. It puzzles her..

52 CAESAR'S APARTMENTS - NIGHT

Absently, he fingers Pompey's ring as he says goodnight to his officers:

CAESAR
(with an effort)
It's been a long and difficult day, gentlemen. The next few may be even longer, and more difficult. Good night..

They salute, and go. Caesar is alone..

He sinks back into his chair. He starts to cradle his head on his arms as if to sleep - when Pompey's ring hits the table. Slowly Caesar removes the chain from about his neck; then slowly, he rises..

He stares down at the ring in the palm of his hand, closes his fist over it convulsively. Suddenly, savagely, he throws the ring across the room. Then, instantaneously, with a cry of remorse, hurries to retrieve it...

53 PASSAGEWAY - CLEOPATRA - WATCHING

Fascinated and bewildered by his behavior. Suddenly her eyes widen in horror as she sees:

54 CAESAR'S APARTMENTS - NIGHT

Caesar, on his way across the room, brought up short as if jerked backwards by an invisible rope. His hands go to his throat. He gags, manages to call:

CAESAR
(hoarsely)
Flavius...!

His leg muscles contract, he topples. Curled up on the floor, he is shaken by the spasms of epilepsy..

55 PASSAGEWAY - CLEOPATRA - WATCHING

About to turn to Apollodorus for help, when she sees:

56 CAESAR'S APARTMENTS - NIGHT

FLAVIUS rushes in, sizes up the situation at a glance..

He hurries to Caesar's military chest, whips it open, takes from it a padded ivory stick. He goes to Caesar,

Continued

56 Cont.

drops beside him - then pries open Caesar's jaw and forces the stick between his clenched teeth...

With all of his strength, he fights to control Caesar's convulsions. He cradles his master in his arms, massaging and soothing him...

57 PASSAGEWAY - CLEOPATRA - WATCHING

Neither frightened nor repelled by what she has seen - but rather awed. As if she had been witness to the secret ritual of a Divinity..

She replaces the eye-pieces. She turns to Apollodorus:

CLEOPATRA
(quietly)
Has Sosigenes arrived in the City yet?

APOLLODORUS
(shakes his head)
He and Ramos can ride only at night, remember - and Sosigenes is not young..

CLEOPATRA
I shall want to see him at once, no matter when..

Thoughtfully, she returns down the passageway. Apollodorus follows her..

58 CAESAR'S APARTMENTS - NIGHT

Flavius has managed to drag Caesar to his army bed. The attack is almost over; Caesar breathes deeply, hoarsely. Flavius starts to undress his master..

QUICK DISSOLVE OR CUT:

59 CLEOPATRA'S DRESSING ROOM - NIGHT

THE GIRL MUSICIANS play. This MUSIC is to contrast with Caesar's harsh breathing until indicated..

Cleopatra, being undressed by Charmian and Eiras. Her thoughts remain with Caesar..

QUICK DISSOLVE OR CUT:

60 CAESAR'S APARTMENTS - NIGHT

Caesar in his bed. His face and body running with sweat. Flavius washes him carefully with wet cloths...

QUICK DISSOLVE OR CUT:

61 CLEOPATRA'S BATH - NIGHT

Cleopatra being bathed by her attendants. The MUSIC continues. Cleopatra's thoughts remain with Caesar..

QUICK DISSOLVE OR CUT:

62 CAESAR'S APARTMENTS - NIGHT

Quiet. Crouched on the floor beside Caesar's bed is Flavius. Caesar is peacefully asleep..

QUICK DISSOLVE OR CUT:

63 CLEOPATRA'S BEDROOM - NIGHT

Asleep on mats near Cleopatra's sleeping-alcove, are Charmian and Eiras. CAMERA MOVES to Cleopatra, in her bed. Her eyes are open. Her thoughts are with Caesar..

LONG DISSOLVE TO:

64-69 EXT. PTOLEMY'S ENCAMPMENT - DAWN

It is in the process of breaking up. The tents in the command compound are being dismantled. Supplies of all kinds, weapons and war machines, animals, etc., are being sorted and loaded on to all manner of carriers..

In the f.g., ACHILLAS surrounded by OFFICERS. Among the latter, we should recognize one or two of the MERCENARY GENERALS of Cleopatra's camp. Nearby, stands an exhausted COURIER. Being led off - his equally exhausted horse..

Achillas is reading a scroll - obviously brought to him by the courier. He finishes, lets it roll shut. He thinks for a moment. Then suddenly sniffs:

ACHILLAS
What's that smell?
(brings the scroll to his nose; snorts)
Pothinos and his perfumed parchment..
(to his staff)
Well, this accounts for the mysterious overnight disbanding of Cleopatra's army. She's in the Palace at Alexandria - under the protection of Caesar..

He paces, considers the situation. A TEUTON GENERAL indicates the Mercenaries from Cleopatra's camp..

Continued

64-69 Cont.

TEUTON GUARD
Now that the rest of her Mercenaries have come over to you, Achillas - Caesar's two legions begin to grow smaller and smaller..

EGYPTIAN GENERAL
The question now becomes - under whose protection will Caesar be?

They laugh..

YOUNG OFFICER
Any change in our orders, sir? Shall we continue to break up camp and return to Alexandria?

Achillas nods slowly..

ACHILLAS
No change. They are to take their assigned positions - surrounding the Royal Enclosure...and one more thing.
(suddenly purposeful)
An urgent message to Admiral Varos. He is to man and arm our fleet - secretly and immediately. I want the Roman ships blockaded in Alexandria harbor - I want Caesar's escape to the sea cut off!

The young officer salutes. He runs toward some horses in the b.g. He mounts one and rides off..

TEUTON OFFICER
(with satisfaction)
In two days we will have Caesar surrounded, in three the blockade will be ready - and in four..?

ACHILLAS
(pompously)
Let me tell you, Barbaros. There are those who study and teach history - and there are those who make it..
(his pomposity fades)
Still...I cannot help thinking that Caesar is up to something. This is all much too easy..

He paces away, reflectively.

Continued

64-69 Cont. 1

EGYPTIAN GENERAL
We must remember, Achillas - our king is in the Palace, at Caesar's mercy..

ACHILLAS
(absently)
He won't hurt Ptolemy..

EGYPTIAN GENERAL
But Pothinos and Theodotos - they're in the Palace, too..

ACHILLAS
Ah, yes. I'd almost forgotten about them..

He grins. Then he stops grinning, starts wondering about Caesar..

DISSOLVE TO:

70 INT. CLEOPATRA'S APARTMENT - DAY

CLEOPATRA, fully covered by one of her countless exquisite peignoirs, at her morning meal. She is served by CHARMIAN, EIRAS and the YOUNG HANDMAIDEN OF THE CORRIDOR (LOTOS)..

Continued

70 Cont.

PHOEBUS _ the Blind Reciter - speaks a poem of Catullus to musical accompaniment:

PHOEBUS
It is autumn again, my best loved Lesbia,
look!
The torrents of Roman leaves are falling,
falling.
And lovers revive in kisses the promise of
Spring,
Which will end the Winter world with new
nightingales calling.
The Seasons bore our love and ripened its
tomorrow,
Yet love must bring despair one day -
as beauty, sorrow...

He pauses, lifts his head alertly, as an animal might when scenting an intruder..

CLEOPATRA
Why do you stop, Phoebus - ?

PHOEBUS
The corridor. There is movement..

CLEOPATRA
That's how the Romans frighten the enemy - by stamping their elephant feet..

PHOEBUS
No, this is one man - followed by others. Caesar, I would say..

CLEOPATRA
(smiling)
Would you - ?
(she rises; to Charmian)
Apollodorus will certainly delay him..
(to Eiras and the others)
..we must not disappoint the Mighty Caesar. The Romans tell fabulous tales of my bath and handmaidens - and my morals -
(to Eiras)
- undress me -
(to the others)
- you are all to wear just enough to make him wish you had worn even less - or much more...

The girls laugh, and prepare..

71 CORRIDOR OUTSIDE CLEOPATRA'S APARTMENT - DAY

CAESAR and ESCORT (neither RUFIO nor AGRIPPA among them) approach. APOLLODORUS, standing before the doors, between the guard, greets him. Caesar is wearing his ceremonial armor (the reason will be shortly evident).

CAESAR
Cleopatra has requested an audience with me -

APOLLODORUS
That was yesterday, Caesar..

CAESAR
I have been occupied with important matters -

APOLLODORUS
The Queen is at present occupied with her bath. Perhaps Caesar could return later - or tomorrow?

CAESAR
I'm afraid not -
(to some guards)
Hold him. Don't hurt him..

They do so..

CAESAR
You're a good man, Apollodorus. I hope you're appreciated..

He gestures. The door is opened for him. He turns to his officers:

CAESAR
Wait here for me.

He goes in.

72 INT. CLEOPATRA'S APARTMENT - DAY

CAESAR enters, looking about curiously. The SOUND of MUSIC. PHOEBUS' voice, reciting:

PHOEBUS' VOICE
(OFFSCENE)
Ah then, let us live and love
Without one thought for the gossip of
The virgins now grown old and still..

CAMERA PANS with Caesar, to disclose:

HIS P.O.V. (Some distance). CLEOPATRA, apparently nude, stretched out on a linen-covered marble massage table. She is literally surrounded by handmaidens at work on her. One at each foot; one at each hand; EIRAS at the

Continued

72 Cont.

head of the table combing her hair; two at each side of her, applying lotions, etc., to her body..

Near the table, four or five others dance to the music - throwing flower petals into the air..

CHARMIAN, from a raised step, supervises the operation:

CHARMIAN
Just a touch of that henna dye on the toenails - more on the fingernails.... you must not use the same rouge for the kneecaps and the breasts - a bit more shadowing for her Majesty's armpits..

CAESAR. He's amused and intrigued. He moves closer:

CLEOPATRA and GROUP. The music, dancing, reciting, ministrations and Charmian continue:

PHOEBUS
Suns go down and may return,
But once put out our own brief light
We sleep through one eternal night -

CHARMIAN
(at the same time)
Don't forget the blue kohl for the eyelids - perhaps just a sprinkling of silver dust....Eiras, a paste of powdered gems and perfume for the Queen's navel -

It is time for her to spot Caesar. She does. She cries out in virginal horror -

CHARMIAN
An intruder! A man! Help - !

The girls join in the outcry, they all rush to shield Cleopatra. She is turned over quickly, and covered - almost - with many rather too-small towels. The music and Phoebus stop..

CAESAR. He holds his ground, manfully. Then, as the tumult quiets:

CLEOPATRA looks up at him, framed by the protective barrier of girls:

CLEOPATRA
Oh, it's you..

CAESAR
You wanted to see me - ?

Continued

72 Cont. 1

CLEOPATRA
I summoned you. Yesterday. To an audience in my Throne Room. I was told I was not permitted to go there..

CAESAR
For one thing it is too close to the quarters occupied by your brother, Pothinos, Theodotos, and the rest -

CLEOPATRA
(breaking in, nearly rising out of the towels)
I will not be told where to go and where not to go!

CAESAR
(continues calmly)
For another, it has been taken over by twenty of my junior officers as their living quarters..

CHARMIAN
I can imagine what those floors must look like..

CLEOPATRA
They're only junior elephants, Charmian, it's not until they become generals that they really -

CAESAR
Since there is obviously nothing you want of me -

He turns to go..

CLEOPATRA
(up again)
Except my throne!
(as he turns back, she quiets again)
At least you're dressed properly for my presence. Your best armor?

CAESAR
Almost. But I'm afraid it isn't being worn in your honor..

CLEOPATRA
I know. This morning, early, you paid a formal visit to the tomb of Alexander. You remained alone beside the sarcophagus for some time -

Continued

72 Cont. 2

CAESAR
(quietly)
I would like very much to know how you know -

CLEOPATRA
(unheeding)
- just staring down at him. And then - you cried. Why did you cry, Caesar..?

There is a pause.

CAESAR
(lightly)
That man recites beautifully. Is he blind?

EIRAS
(menacingly)
Don't you hurt him..

CAESAR
(smiles)
I won't, not anyone who reads Catullus that well.

CLEOPATRA
Catullus doesn't approve of you. Why haven't you had him killed?

CAESAR
(smiles)
Because I approve of him..
(he recites:)
"My desire to please you, Caesar,
Is very slight.
Nor do I greatly care to know
If you are black or white."

A few of the girls giggle. Cleopatra smiles. Then:

CLEOPATRA
Achillas is moving his entire army to Alexandria. By tonight, he'll outnumber you twenty to one, thirty to one - he'll have the Royal Enclosure entirely surrounded..

CAESAR
Except to the sea..

CLEOPATRA
Are you planning to sail away, Great Caesar - ?

CAESAR
Not for the time being..

Continued

72 Cont. 3

CLEOPATRA
(growing angry)
Then <u>how</u> - <u>what</u> do you intend to do about it!

CAESAR
My very best..

Cleopatra sits up swiftly. From this point on she keeps Charmian and Eiras pretty busy with the towels..

CLEOPATRA
Achillas may attack tomorrow, the next day - whenever it suits him!

CAESAR
Very probable..

CLEOPATRA
Who's to defeat him - those cattle you keep outside my door? In your wildest dreams, Caesar, how long can you possibly hold the gates of this enclosure against such odds? And if you say once more, 'for the time being' - !

CAESAR
(enjoying himself)
My officers say anything from a week to - indefinitely. What do you estimate?

CLEOPATRA
Before you're without water? Without food? Your troops slaughtered - even at the rate of ten or twenty of his to one Roman? Or picked off from the roof-tops - poisoned in the brothels? A few days, Caesar. At the most, a few days..

CAESAR
I'm inclined to agree with you..
(to Phoebus)
Do you know this of Catullus?
(he recites)
"Give me a thousand and a thousand kisses -
And when we have many thousand more
We will scramble them, forget the score,
So evil envy will not know how high
The count and cast its evil eye.."

He addresses his rendition to <u>Eiras</u> and, as he finishes, kisses her lightly on the mouth. She is overcome with embarrassment. Caesar smiles at her, at them all, then at Cleopatra..

Continued

72 Cont. 4

CAESAR
It couldn't possibly have been as pleasant in the Throne room...

He goes out. Slowly, Cleopatra sinks back upon the table. Charmian begins to massage her neck and throat...

CHARMIAN
(flatly)
My desire to please you, Caesar,
Is very slight -

CLEOPATRA
(cutting her off)
Be still. Phoebus -

PHOEBUS
My lady?

CLEOPATRA
That last, again. He read it badly - but it pleased me..

Phoebus signals the musicians. Then he begins:

PHOEBUS
Give me a thousand and a thousand kisses -
And when we have many thousand more
We will scramble them, forget the score...

Cleopatra listens - puzzled and intrigued by her growing fascination with Caesar..

She closes her eyes under the soothing massage. Phoebus and the music continue..

73 CORRIDOR OUTSIDE CLEOPATRA'S APARTMENTS - DAY

CAESAR, his ESCORT with him, returning from his visit with Cleopatra. He pauses, as he sees:

AGRIPPA, perhaps an OFFICER or TWO with him, hurrying to meet Caesar..

AGRIPPA
Caesar - a word - it's important..

Caesar gestures to some officers. They station themselves on watch against eavesdroppers..

AGRIPPA
The Egyptian war galleys in the Eastern Harbor - they've been taking on men and armaments all day..

CAESAR
When will they be prepared to move against us?

CONTINUED

74 Cont.

Flavius starts undoing Caesar's armor, as Caesar reads the scroll. He's pleased..

CAESAR
Even better than I had hoped. You'd best be on your way, you haven't much time -

RUFIO
Hail, Caesar..

He salutes. He goes out. Caesar smiles. He crosses to the small stove which Flavius uses. He drops the scroll into it. He watches it flare and burn..

DISSOLVE TO:

BUR-1
BUR-2
etc.

OUT

75 EXT. ACHILLAS' COMMAND POST - NIGHT

Shooting toward interior. AN OFFICER enters SCENE, pulls aside a flap revealing the interior:

ACHILLAS sits at his table, eating heartily. He looks up to the officer:

OFFICER
My Lord Achillas - the Romans are burning our fleet!

Achillas rises hastily, hurries out after the officer..

76-80 EXT. ACHILLAS' COMMAND POST - MATTE SHOT

ACHILLAS and the OFFICER enter SCENE, stare out at the burning fleet and city. ANOTHER OFFICER joins them. MEN and OFFICERS nearby stare in the same direction..

ACHILLAS
Not only the fleet - but part of the City, too..

OFFICER
(the newly-arrived one)
Our reports say the panic is spreading even faster than the fire -

Continued

76-80 Cont.

ACHILLAS
(reflectively)
Between them, they'll keep quite a few Romans busy for the rest of the night. Caesar must have a large part of his force committed to the harbor area..
(decisively)
I want an immediate concentrated attack upon the Moon Gate to the Royal Enclosure! The Moon Gate only!

The newly-arrived OFFICER hurries off. Achillas to the other..

ACHILLAS
We'll make him commit what he has left to the defense of one gate - let his reserves come out and chase us for a while - then march in as we please..
(he grins)
We shall have our morning meal in the Palace. Served to us, perhaps, by the Mighty Caesar..

He re-enters his tent. The officer goes off. CAMERA remains on the mounting activity of the camp..

DISSOLVE TO:

81 INT. CLEOPATRA'S LIBRARY - NIGHT

CLEOPATRA sits with SOSIGENES. She watches as he draws an arched line. It outlines heavily the arched back of an anatomical figure already on the papyrus in thinner lines..

SOSIGENES
It is called an epilepse - because of the arching caused by the muscular spasms, the contortions. The Greeks of early days considered those who suffered from it - to be favored by the gods..

CLEOPATRA
I know. The gods themselves were said to have this - falling sickness..

SOSIGENES
(smiles)
It's the one illness gods suffer from. They fall..

CLEOPATRA
A man who had this - epilepse. How would they favor him?

SOSIGENES
It would depend upon the man..

CLEOPATRA
One already great and powerful..

SOSIGENES
(carefully)
To such a man - I know of no disease more cruel..

CLEOPATRA
Why?

SOSIGENES
Because it becomes progressively worse - and, in time, affects the brain..
(Cleopatra is silent)
I have seen men of brilliance and wisdom, thus afflicted - in time go mad with delusion. The wildest dreams of glory alternate with black despair, rage and weeping -

CLEOPATRA
Such a man must then welcome death..

Continued

81 Cont.

SOSIGENES
At least they have no fear of it. This sometimes helps one to become great and powerful..

CLEOPATRA
The Great Alexander, they say - had this falling sickness..

SOSIGENES
And - so they say - the Mighty Caesar, too..

He tactfully avoids Cleopatra's reaction. He indicates the model of a measuring device..

SOSIGENES
I have contrived a device whereby large areas of land can be accurately measured and registered -
(he smiles)
- the lawyers will not thank me, but the judges will..

APOLLODORUS bursts in. He is pale with anxiety..

APOLLODORUS
Your Majesty, forgive me - Sosigenes - the library!

Sosigenes, his heart stopped, stares at him..

CLEOPATRA
What are you talking about?

APOLLODORUS
The Romans - they've set fire to the Egyptian fleet!

CLEOPATRA
About time. What of it?

APOLLODORUS
Come see for yourself - the fire has spread to the city!

CLEOPATRA
(alarmed, now)
The city..

She starts out, followed by Apollodorus.

APOLLODORUS
Not a great area - only a few buildings - but the library is burning - !

Continued

81 Cont. 1

Sosigenes is alone. He rises slowly..

SOSIGENES
The Great Library...

He hastens after them, CAMERA PANNING with him.

In the b.g., Cleopatra and Apollodorus arrive at Cleopatra's bedroom. The flames can be seen reflected on the ceiling, the walls, the draperies about her bed..

82 CLEOPATRA'S BEDROOM - NIGHT

CHARMIAN and EIRAS are already there..

EIRAS
Will it reach us - will the Palace catch on fire - ?

CHARMIAN
Be still..

EIRAS
Phoebus will be frightened - !

CLEOPATRA
We're perfectly safe, Eiras..

She senses, rather than sees, the presence of Sosigenes:

Sosigenes. Pressed against the wall furthest from the fire, reflections of the flames flickering across his tragic face. Tears glisten in his eyes. He recounts, as if recalling dead children..

SOSIGENES
Aristotle's manuscripts...the Platonic commentaries...the plays - the histories...the testament of the Hebrew God, the Book of Books...

Cleopatra. Sosigenes' reaction personalizes for her the wanton destruction taking place. In a cold fury, she starts out - CAMERA WITH HER..

83 CLEOPATRA'S APARTMENT - NIGHT

CLEOPATRA strides across it, on her way to the door. APOLLODORUS hurries after her..

She arrives at the door, throws it open. Instantly a web of swords and lances bars her way. A YOUNG OFFICER is on the other side of it..

Continued

83 Cont.

CLEOPATRA
I have tolerated this childish nonsense much too long! Stand aside -

YOUNG OFFICER
Your Majesty, my orders from Caesar -

Apollodorus has come up to take Cleopatra's arm..

CLEOPATRA
Your orders from the Queen of Egypt - are to let me through!

YOUNG OFFICER
I'm sorry..

Cleopatra yanks loose from Apollodorus, throws herself at the crossed spears. The embarrassed guards try not to hurt her. Apollodorus goes to her aid - is held off by two of the men..

Cleopatra kicks, butts - finally yanks a short sword out of a guard's scabbard. She starts swinging wildly..

YOUNG OFFICER
(in despair)
Let her through!

The guards part suddenly - and gratefully. Cleopatra nearly falls out into the corridor. She recovers her balance, and dignity..

YOUNG OFFICER
I shall have to report this to Caesar, your Majesty..

CLEOPATRA
I'll deliver your message. I happen to be going that way..

84 CORRIDOR OUTSIDE CLEOPATRA'S APARTMENT - NIGHT

Sword in hand, CLEOPATRA strides down the corridor like an avenging Fury..

The guards - still holding back Apollodorus - stare after her with mingled awe and incredulity..

85 INT. CIRCULAR ROOM - CAESAR'S APARTMENT - NIGHT

The door to the reception room is closed.

CAESAR, in a plain tunic, is at his map table. With him are AGRIPPA, GERMANICUS and A SMOKE-STAINED OFFICER still in wet equipment, who was involved in the burning of the Egyptian fleet..

Continued

85 Cont.

SMOKE-STAINED OFFICER
(to Caesar)
The wind blew these burning galleys right into the merchant shipping -

AGRIPPA
At least five or six burned and sank right here -

CAESAR
And our own ships?

AGRIPPA
Safe and dry. There's a problem about prisoners, they're surrendering in droves, I need help -

CAESAR
Not one man. I may even want your sailors before long..

Suddenly, one hell of a hubbub outside the closed door. Caesar and the rest turn to it. He pulls open the door:

CLEOPATRA has begun a repeat of her earlier rumble with the Roman guard. But these are a tougher breed. One of them simply holds her, hitting and kicking, high in the air. She's been disarmed..

Caesar signals. The guard sets her down. In complete silence, with quiet dignity she enters the room..

For an instant Caesar and Cleopatra confront each other. Caesar has thus far seen her only begrimed by travel or covered by random towels; she is beautiful to look at..

CAESAR
I believe this is the first time I've seen you properly dressed..
(His officers chuckle. Cleopatra looks at him steadily..)
And for the first time I am aware of how very beautiful you are..

CLEOPATRA
(calmly)
It seems to me you get balder every day..

The officers' amused smiles vanish. The deliberate insult makes them exchange uncomfortable looks..

Continued

85 Cont. 1

CAESAR
(equally calm)
And busier..
(he crosses to the door)
Actually, we're extremely busy right now, so if you will excuse us -

CLEOPATRA
(not moving)
Do you smell smoke?

Caesar pauses by the door, begins to sense the intent of the visit..

CAESAR
We found it necessary to burn the Egyptian fleet -

CLEOPATRA
When last seen, the ships were in the water. Did you find it necessary to burn them in the city streets?

CAESAR
Some merchant ships caught fire. The burning masts fell into the streets, some houses -

CLEOPATRA
One of them - the Great Library of Alexandria..

CAESAR
I've been told about that. I'm extremely sorry -
(he starts toward his map table)
Now if you don't mind, I must ask you -

CLEOPATRA
I do mind. Are you putting the fire out?

CAESAR
(his tension building)
We are trying to form the Egyptian prisoners into fire brigades -

CLEOPATRA
Romans only start fires - is that it?

Continued

85 Cont. 2

CAESAR
(near exploding)
Have you broken out of the nursery, young lady - to come irritate the adults? Some other time, we have work to do!

CLEOPATRA
Great, strong, Roman man's work, no doubt!

CAESAR
Say what you have to say, and get out!

CLEOPATRA
I'll get out when I choose!

AGRIPPA
Shall we remove her for you, Caesar?

CAESAR
No, let the child play Queen..

GERMANICUS
Perhaps if we were to leave..

CLEOPATRA
Please don't go. What I have to say is meant for all of you..

She walks slowly before them for an instant, eyeing them as if they were backward students..

CLEOPATRA
(a quiet start)
If possible, I would like to define - in terms simple enough to be understood by you hulking all-conquering heroes - what a library is. I wonder..have any of you ever heard of something called - a thought? An idea? A philosophic principal - a scientific discovery - a book, a poem, a play - a simple sunset told in words that only one man in all of time will use to tell it?
(she whirls suddenly on Caesar)
How dare you and the rest of your barbarians set fire to my library? Play conqueror all you want Mighty Caesar! Rape, murder, pillage thousands, even millions of human beings - but neither you nor any other barbarian has the right to destroy one human thought!

Continued

85 Cont. 3

Caesar's nerves have been on edge anyway - and now to be thus excoriated before his subordinates - he has winced noticeably at her use of "barbarian" - he pounds the map table with his fist. He rises -

CAESAR
(roaring)
Enough! Everybody clear out - and leave me alone with her!
(The officers start out)
I'll send for you when I've finished - it won't be long..

The officers go. The doors close behind them. Cleopatra hasn't moved. Her glance at Caesar is unafraid..

CLEOPATRA
Swords? Javelins? Or are you going to set me on fire?

CAESAR
(icily)
The time has come, I think, for us to understand each other. Whatever else I may be in your opinion, first of all I am Caesar.

CLEOPATRA
And I am Cleopatra, Queen, daughter of Isis -

CAESAR
(overriding her)
<u>If</u> I say so, and <u>when</u> I say so, you are <u>what</u> I say you are! Nothing more!

CLEOPATRA
Hail, Caesar..

He strides toward her..

CAESAR
You. The descendant of generations of in-bred, incestuous mental defectives - how dare you call any one barbarian?

CLEOPATRA
Barbarian!

CAESAR
Daughter of an idiotic flute-playing drunkard who bribed his way to the throne of Egypt -

Continued

85 Cont. 4

CLEOPATRA
Your price was too high, remember?

CAESAR
You call me barbarian? You play goddess with me - I who have been to the limits of the world and beyond, and brought it all together into one place - this hand!

It trembles with rage as he holds it out to her. She hits at it with her fist. He grabs her, holds her pressed close to him...

CAESAR
I am fed to the teeth with the smug condescension of you worn-out pretenders! Parading on the ruins of your past glories -

CLEOPATRA
Future glories will be based upon them - it's the future that concerns me!

She tries to squirm out of his arm. She can't..

CAESAR
Then if it does, keep out of my affairs - and do as I say!

CLEOPATRA
(incredulous)
Do as you say? Literally? As if - I were something you had conquered?

CAESAR
If I choose to regard you as such...

He now becomes conscious of her extreme closeness. His feelings are mixed; yet he cannot retreat from his purpose of utterly dominating her..

CLEOPATRA
(quietly)
That hand, by the way - which has gathered together the limits of the world - is also on me, Caesar..

CAESAR
I'm aware of that.

CLEOPATRA
Then am I to understand you feel free to do whatever you want with me - whenever you want..?

Continued

85 Cont. 5

CAESAR
Yes. I want that understood..

He takes her into his arms. She doesn't resist..

CLEOPATRA
Won't you at least wear your laurel wreath - so that I can be reminded it's the Great Caesar who honors me so..?

He kisses her. She submits. As their lips part:

CLEOPATRA
Will this go toward paying Egypt's debt to you? How much for me, Divine Caesar?

CAESAR
You talk too much..

He kisses her again, removes part of her gown..

CLEOPATRA
I promise you. You won't like me this way....

Suddenly - from a distance - a muffled, booming NOISE. (The Egyptian ballista's first projectile hitting the Moon Gate). Caesar's head lifts alertly...

A pounding on the doors of the room..

AGRIPPA'S VOICE
Caesar! An attack on the Moon Gate!

Caesar leaps toward the rack holding his armor. The doors fly open. FLAVIUS hurries in -

Agrippa shouts in from the reception room -

AGRIPPA
The Moon Gate! An attack in force!

Caesar and Flavius gather up armor and weapons. They rush out - without so much as a backward glance at Cleopatra..

The entrance hall clears; even the guards are pressed into service..

Cleopatra sits alone on Caesar's bed. Thoughtfully, she refastens her dress..

DISSOLVE TO:

86 EXT. MOONGATE - FULL SHOT - TOWARD GATE

Big ballistas in foreground, dominating frame. One fires while the other loads, all very fast. Battery of fire throwers nearby, seen through frame of ballistas, burning lance machines, archers, Egyptian soldiery, etc.

86A CLOSER DETAIL SHOTS - FLASH CUT

Sweating MEN cranking ballista cup down, loading and firing. On up swing of ballista arm, CUT TO:

87 MEDIUM SHOT - MOON GATE

With massed EGYPTIAN ARCHERS in foreground, firing at walls. ROMANS above returning the fire, pouring burning pitch on scaling ladders, etc. The ballista missiles slam against the gate in succession, the gate bulging inward.

87A CLOSER DETAIL SHOTS - FLASH CUTS

A huge stone hitting the gate. Fire balls keep hitting the walls leaving a trail of fire. From above a man on fire falls to the ground. Two more ballista stones hit in the vicinity of the gate, which shows signs of giving way.

88 INSIDE MOON GATE - CLOSE - TOWARD GATE

ROMAN SOLDIERS running in with beams to brace the gate. Fireballs arch downward into shot, toward camera, coming over the walls.

89 FULL SHOT - INNER COURT

A shower of fireballs comes over the wall, bounding and burning along the cobblestones, CAMERA ANGLING with them to reveal ROMAN TROOPS, etc. and the arrival of CAESAR and his PARTY. They are scattered by the fireballs. Only Caesar does not move any more than he has to. (Double Caesar?)

90 CLOSE SHOT - CAESAR

CAMERA MOVING WITH HIM as he strides through the court. Behind him men smothering fireballs, and fires. His STAFF joins him. He runs up the side stairs to the first landing.

91 OVER CAESAR'S SHOULDER - TOWARD GATES

As they are struck again and again by the ballistas. More burning fireballs and burning lances. CAESAR watches the men struggle to keep the gate closed, and then turns to GERMANICUS at his elbow.

CAESAR
I want those ballistas eliminated.
Send out a turtle.

Continued

91 Cont.

Germanicus is left behind, shouting at the junior officers. Caesar goes on up the stairs, followed by FLAVIUS and then AGRIPPA. (Flavius carries Caesar's helmet).

92 FULL SHOT - INNER COURT

As the MEN who will form the TURTLE run into a locked formation in the center, heedless of the fireballs, lances, etc.

93 CLOSE SHOT - CAESAR

As he comes out onto the upper rampart, followed by FLAVIUS, AGRIPPA and OTHER OFFICERS. Caesar pushes his way through the Roman archers manning the walls to get to the front.

94 MEDIUM SHOT - FROM OUTSIDE GATES

SHOOTING UP at Caesar and others as they come to the ramparts above. (Doubles). A flight of burning arrows and lances are immediately directed their way by the Egyptians.

95 CLOSER - ON CAESAR

Toward battlefield below. FLAVIUS is using the shield to protect Caesar, and in doing so manages to obstruct his vision. Caesar keeps pushing it up so that he can look out over the field. Fireballs arch by, and burning lances thud into the woodwork.

CAESAR
Flavius, I do wish you were taller..

He pushes the shield up. Nearby an officer is struck by an arrow. With a glance at Flavius, Caesar pulls the shield down again. Flavius tries to get Caesar to wear the helmet. Impatiently, Caesar refuses. AGRIPPA appears at his elbow.

AGRIPPA
(anxiously)
Where is Rufio? He's not with his command---

CAESAR
Rufio will be here when the time comes...

He leans out to peer at the gate below.

96 CAESAR'S P.O.V. - TOWARD GATE

As it opens inward. The EGYPTIANS surge forward to attack, yelling exultantly. The gate is blocked from side to side by the turtle, which comes out like a tank and slices into the Egyptians, the gate closing behind. Shielded all around, the small Roman detachment plows into the three or four hundred men opposing them, heading toward the ballistas and fire throwers in the distance.

Continued

96 Cont.

The Turtle advances at a steady pace, going right over some of the Egyptians in front, and leaving behind itself a trail of wounded and dead.

96A DETAIL FLASH SHOTS - TURTLE

As Egyptians fling themselves at it from the side and front, trying to break it apart. They are greeted by a forest of lances thrust through between the Roman shields.

96B CAESAR'S P.O.V. - TURTLE

It is half way to the ballistas, engulfed in Egyptian attackers. It continues on, remorselessly.

97 CLOSE - CAESAR AND OTHERS

CAESAR half smiles at the success of the turtle. The others around him are less restrained in their jubilation. AGRIPPA shouts in Caesar's ear.

AGRIPPA
Now is the time for us to attack!

CAESAR
No.

AGRIPPA
We have a full legion in reserve!

CAESAR
We will hold our position here.

Agrippa storms away, angrily. Calmly Caesar watches the progress of the turtle.

98 MEDIUM SHOT - SHOOTING DOWN - BALLISTAS

As the turtle goes between them and stops. Romans come out from under the shields and swarm over the ballistas, some of them fighting man to man with the Egyptians, and others assigned to destroying the machines by cutting their ropes, and by setting fire to them.

98A DETAIL FLASH SHOTS

Hand to hand combat in the ballista machines. Men hacking at ropes with one hand and fending off the Egyptians with the other.

99 WIDER ANGLE - FROM BALLISTAS TOWARD MOON GATE

As the Ballistas begin to burn, the Romans again join the turtle, form into the full unit and start back toward the gate, running fast.

100 CLOSE SHOT - CAESAR AND OTHERS

Absorbed in the battle himself, FLAVIUS does not notice CAESAR step out from behind the shield into the open where he can see perfectly..

101 INSIDE MOON GATE

As the gates are pulled open to admit the Turtle, which breaks up into individuals as it reaches safety.

Behind the Turtle, the gates are closed by force against the surging Egyptian attackers.

101A DETAIL FLASH SHOTS

Through gates as they are closed. ROMAN ARCHERS shoot outward through gates at attackers. A dozen or so berserk EGYPTIANS get inside and are quickly cut down.

102 MEDIUM HIGH SHOT - SHOOTING DOWN PAST CAESAR

At the inner court below as he comes to the parapet to shout down at them.

CAESAR
Caesar salutes you! Hail the Tenth!

He tears the plume off his helmet being held by Flavius and throws it down to them as they swarm for it eagerly. He goes back up stairs.

103 UPPER PARAPET

As CAESAR appears through the embrasure, looking very satisfied. AGRIPPA is tense as before.

CAESAR
(to Germanicus)
The water clock..

GERMANICUS indicates a protected embrasure nearby. Caesar moves the few steps necessary and pulls a burning lance from the woodwork to use as a torch. He peers down at the dripping water tube. Then:-

CAESAR
Two hours until dawn. We will hold where we are..

AGRIPPA
What happens at dawn!

CAESAR
I thought you knew. The sun comes up..

Continued

103 Cont.

He wraps his great cloak around himself and sits down on something comfortable, stretching his feet out.

DISSOLVE TO:

104 EXT. DESERT - DAYBREAK (DAWN SHOT?)

An EGYPTIAN COURIER riding furiously, up and over a sand dune toward Alexandria.

DISSOLVE TO:

105 EXT. ACHILLAS' COMMAND POST - DAYBREAK

ACHILLAS is at his plotting board, getting fast and overlapping reports from his UNDER OFFICERS. He is in a rage.

OFFICER ONE
The Romans do nothing but hold position! They will not come out!

OFFICER TWO
Caesar refuses to commit his reserves!

ACHILLAS
We'll commit them for him! Launch full scale attacks against the Sun Gate in the East, and the Gate of Hercules to the West. If he wants to fight a holding battle I'll give him more to hold than he has hands for!

OFFICER THREE
My losses have been heavy--- eight hundred men dead, and twenty horses...

ACHILLAS
(shocked)
Twenty horses?

Meanwhile the COURIER has arrived in b.g., making a flying dismount and leaving his horse to be caught by others. He has spoken rapidly to still another officer, who runs in now to Achillas and whispers to him urgently over his shoulder.

ACHILLAS
(reacting to the news)
What?

The officer finishes whispering. Achillas crosses to the plotting board and suddenly sweeps it clear with his hand.

Continued

105 Cont.

ACHILLAS
I should have known he was up to something. I did know! Cancel the attacks -- prepare to withdraw and regroup--
(as they explode with questions)
Rufio is at our backs with an army of twenty thousand!

The command post explodes into preparation for the move. Achillas sinks heavily into a seat.

DISSOLVE TO:

106 EXT. MOON GATE RAMPARTS - DAYBREAK

SHOOTING UP from outside the gates. GERMANICUS is seen above running along the wall from embrasure to embrasure, staring out and down. (We do not see what he sees in any way). A few torches are still lit, and the Roman soldiers along the wall are putting them out. Most of them however are starting and pointing with the same excitement that Germanicus displays.

106A CLOSE SHOT - CAESAR

He is dozing in a corner near the water clock, covered by his cloak, FLAVIUS nearby. AGRIPPA paces nervously, waiting for Caesar to awaken. GERMANICUS runs in excitedly, pushing through the officers and men. The disturbance awakens Caesar. He smiles up at Germanicus.

GERMANICUS
Caesar - could you - ? Something strange...

CAESAR
(rising)
Quiet - isn't it?

He walks over to the ramparts to look down, and then along the walls a little way. Over his shoulder and down below WE SEE the smouldering ruins of the Egyptian war machines, dead animals and men, and wounded crawling away, but nothing else. Caesar lifts his gaze higher, to the distance. (NOTE: His over the shoulder angle to be protected for match with golden sandy earth of following).

106B CAESAR'S P.O.V. - (EGYPT)

Rolling dunes as far as the eye can see, and the track of a huge retreating army. Broken wagons, dead men and animals, discarded equipment, etc.

106C CAESAR AND OTHERS

As CAESAR turns back to his astonished officers, looking very pleased with life. To GERMANICUS:-

CAESAR
(fast and businesslike)
Tell the men they have won their fight -- immediate liberty and plenty of wine to those who defended the gate..

Germanicus runs off -- in a moment we HEAR cheering and shouting in the inner court. Meanwhile, to AGRIPPA:--

CAESAR
All the reserves-- the cavalry-- every fresh man available--have them move out at once behind Achillas. We have him in a vise.

AGRIPPA
(icy)
And what is the other half of this vise?

CAESAR
Rufio and the armies of Mithridates. He left last night to meet them.

AGRIPPA
Mithridates? How could he get here this fast?

CAESAR
I started him when we set sail for Egypt.
(a faint smile)
After all, no general in his right mind could hope to hold Alexandria with only two legions. As you -- and others -- have repeatedly pointed out to me..

The cheering in the b.g. has reached a peak -- and the chanting is a demand -- "Cae-sar! Cae-sar!" He moves across the rampart and down the stairs.

106D FROM THE STAIRS - PAST CAESAR

As he comes down into the sight of his men, formed into ranks in the inner court. The gates are being opened so that they may march out. They stare up at their commander, cheering him and saluting as they start out into the desert.

Continued

106D Cont.

One grizzled old Centurion rushes out of line with a make-shift laurel wreath and flings it up to Caesar amid the cheering. Caesar puts it on somewhat rakishly and salutes them, smiling as they march out.

DISSOLVE TO:

107 EXT. DESERT - DAWN

Against the backlight of the rising sun - in the greatest possible scope - the resplendent armies of MITHRIDATES. All manner of troops, weapons, supply trains, etc..

And at their head - with MITHRIDATES - rides RUFIO. They laugh together cheerfully and confidently..

DISSOLVE:

108 EXT. PALACE ANNEX - ALEXANDRIA - MORNING

PTOLEMY, pressed against a column, stares anxiously at ROMAN SOLDIERS laughing, drinking, singing and carousing in celebration about the Palace Forecourt..

Behind him, among the columns, POTHINOS and THEODOTOS. Ptolemy turns to them..

PTOLEMY
It must mean something - they're drinking and singing, wearing leaves in their helmets - I'll tell you what it means! A Roman victory! Well? If it doesn't, then where is Achillas? Theodotos!

THEODOTOS
I don't know, your Majesty...

PTOLEMY
You're my tutor, supposed to know everything - I think you're stupid, maybe that's why I'm stupid -
(to Pothinos)
Didn't you tell me Achillas would be here at dawn?

POTHINOS
I - ah - was led to believe..

Continued

108 Cont.

PTOLEMY
Achillas has been defeated!
(pitifully)
He hasn't been - has he...?

POTHINOS
It is - ah - possible, Divine Majesty, that Achillas has - ah - withdrawn from the attack..

PTOLEMY
Then they'll kill me..

He sinks pitifully to the steps..

POTHINOS
Ptolemy will rule in Egypt! I swear this - upon my life..

PTOLEMY
You've sworn so many things on your life, none of them came true and you're still alive - can't you see I will never rule in Egypt until Cleopatra is dead! Oh, what's the use - you never listen to me...

Pothinos exchanges a long look with Theodotos. Theodotos nods. Pothinos wets his lips..

POTHINOS
We have listened, Ptolemy..
(Ptolemy looks slowly up at him)
Can we be as sure that your Majesty will never forget - how well we have listened...?

Ptolemy, his eyes still on Pothinos, nods. Theodotos' hand trembles to his mouth, in fear..

109 INT. CLEOPATRA'S APARTMENT - EARLY MORNING

EIRAS is dressing one of Cleopatra's headpieces - before putting it away with the many others on display. CLEOPATRA is seated nearby, reading. CHARMIAN and OTHERS at their chores..

CAMERA is on LOTOS, as she crosses toward Cleopatra. She carries an ornate goblet on a small tray. She reaches Cleopatra, kneels to present the goblet...she drinks a little of it:

LOTOS
I taste your drink, daughter of Isis, and if there be harm in it let the harm fall upon me..

Continued

109 Cont.

As she speaks, she wipes the rim of the glass with a small cloth which she crushes in her hand..

She sets the goblet beside Cleopatra. She rises, turns to go:

EIRAS
(calling)
Lotos - !
(Lotos pauses)
You wiped the rim of the cup after you tasted it...why?

LOTOS
Why? Why - so that my mouth would not soil it..

Cleopatra looks up. From Eiras' tense expression to Lotos' frightened one..

CLEOPATRA
Lotos -
(Lotos approaches hesitantly)
...taste it again.

Lotos stares at the cup in terror - steps back. Cleopatra rises. Charmian and one or two others draw near. Lotos drops to her knees in supplication..

LOTOS
(sobbing)
Pothinos said he would have me killed - forgive me, Majesty! Forgive me, forgive me...

CLEOPATRA
I forgive you. Now drink it..

Lotos stares up at her, then at the others - takes the cup. She drinks. Eiras, in sudden panic, runs toward the entrance crying out:

EIRAS
Apollodorus - ! Apollodorus - !

110 EXT. PALACE GARDENS - EARLY MORNING

The pool and colonnade outside Caesar's Apartment.

CAESAR, his armor off, sits comfortably with AGRIPPA. FLAVIUS has just finished shaving Caesar - he rubs his face and neck with astringent..

Nearby, a table with food and drink. Agrippa has wine; Caesar, of course, has none. Agrippa holds a battle plan..

CONTINUED

110 Cont.

In the b.g., in the pool, a couple of JUNIOR OFFICERS bathe naked. Through the colonnade can be SEEN and HEARD the Legionnaires on liberty..

AGRIPPA
(indicating the map)
I should say that Rufio and Mithridates should meet Germanicus about here. At the Canopus..

CAESAR
With Achillas squeezed between them..

LAUGHTER from the bathing officers in the b.g. They've splashed some passing female servants who giggle and hurry by..

Agrippa looks over disapprovingly..

CAESAR
They're young - they've fought through the night..

AGRIPPA
But still, Roman officers -

CAESAR
But still, human - one hopes -

AGRIPPA
Discipline, Caesar. Without it, there would be no order - no empire, no Rome..

A PIE-EYED LEGIONNAIRE stops outside the colonnade; he holds a wineskin out to Caesar.

LEGIONNAIRE
Hail Caesar! Our twelfth together, you an' me! Here's to number thirteen!

CAESAR
I'll drink to that - !

He leaps up. Flavius pantomimes his vigorous objections. Caesar ignores him. He grabs the wineskin, tips it back and drinks from it expertly. He wipes his mouth, returns the skin to the legionnaire - who tips it back, then follows it back and out cold into the bushes..

Caesar laughs. He crosses to pick up a beaker of wine from the table. Flavius takes it from him. Caesar takes it back..

CAESAR
Do you know what's wrong with me, Flavius? You are an old man - !

Continued

110 Cont.

He lifts the beaker, hesitates as he sees:

111 INT. CAESAR'S APARTMENTS - EARLY MORNING

APOLLODORUS comes out. He carries in his arms the dead body of LOTOS. He exits from CAMERA..

112 EXT. PALACE GARDENS - EARLY MORNING

CAESAR replaces the beaker. AGRIPPA rises to his feet..

APOLLODORUS enters with LOTOS. Gently, he lowers the body to the ground before Caesar..

CAESAR
(quietly)
Another gift for me, Apollodorus?

APOLLODORUS
Almost, Caesar. By order of Pothinos, she tried to poison my Queen..
(in sudden anger)
The responsibility for her safety is yours! You've claimed, pronounced, boasted - everything but lived up to it! This might have been Cleopatra here at your feet!

AGRIPPA
How dare you speak to Caesar in such -

CAESAR
Agrippa - !
(Agrippa quiets)
Agrippa, dispatch a detail immediately. I want Ptolemy, Theodotos and Pothinos in my reception hall at once...

Agrippa leaves. Caesar turns to Apollodorus..

CAESAR
Cleopatra, too. Bring her yourself -

APOLLODORUS
I have business with Pothinos first..

CAESAR
Everything in its time, Apollodorus..

His look convinces Apollodorus. He goes. Flavius hurries to Caesar's side. He pantomimes that Caesar is tired, that he has drunk wine, that he needs sleep..

CAESAR
(irritably)
Later. I'll sleep later -

DISSOLVE:

113 OUT

114 INT. PALACE CORRIDOR - DAY

CLEOPATRA, with APOLLODORUS a step behind - followed at a respectful distance by a Roman guard..

115 INT. CAESAR'S RECEPTION ROOM - DAY

The doors to the inner room are closed. A large chair has been placed as the Cathedra, the Roman Chair of State.

AGRIPPA and a CLERK make things ready..

PTOLEMY, POTHINOS and THEODOTOS are ushered in. Ptolemy starts for the Cathedra. Agrippa stops him..

AGRIPPA
(pointing)
Over there..

THEODOTOS
May I speak? On behalf of His Divine Majesty I protest this peremptory, unconscionable -

AGRIPPA
I don't understand your words. Over there with the other two..

CLEOPATRA and APOLLODORUS come down the steps outside the reception hall. She enters alone. He remains just outside the door..

POTHINOS, seeing Cleopatra alive, realizes the jig is up. He edges toward the door. He is stopped..

Ptolemy glares at Cleopatra. Led by Agrippa to a seat across the room, she seems unaware of their presence..

The clerk catches Agrippa's eye, and nods. Agrippa strides importantly to stand beside the Cathedra..

AGRIPPA
Pray silence for Gaius Julius Caesar, Consul of the Senate of the People of Rome - ! You will all stand..

Cleopatra rises from her chair.

Theodotos prods Ptolemy ungraciously to his feet..

The doors from the inner room open. CAESAR enters, dressed in the robes of Consul and Dictator of Rome. He is followed by LICTORS with fasces...they flank him as he sits on the Cathedra..

Continued

115 Cont.

(Cleopatra's eyes - and her mind - never leave Caesar throughout the ensuing..)

He washes his hands in an ornate silver basin. They are dried by FLAVIUS...then Caesar rises. The lictors stamp their SPQR standards once..

Agrippa hands Caesar the gold baton, which he holds up..

CAESAR
Let what is said here be recorded as the judgment and decree of the Senate and People of Rome..

POTHINOS
(frightened)
There is no judgment here, and the decree not Rome's but Cleopatra's! She has lied to you, Caesar - she and her slaves lie to you!

CAESAR
You have not been accused, Pothinos -
(Pothinos quiets)
- thus far. You are now charged with inciting and abetting war upon the Roman Army. You are now charged with plotting to assassinate Queen Cleopatra. You are guilty of both. You are sentenced to death..

He gestures. Pothinos, speechless with terror, is led out. As he goes through the doors - between two guards, Apollodorus can be seen following...

Caesar's fingers pinch at his nose. He turns irascibly to Flavius:

CAESAR
It's too bright in here. Shut out some of the sun..

Flavius does so...suddenly, from the direction of the Throne Room - a SHRIEK. Pothinos' death cry. Then silence..

Ptolemy steps forward..

PTOLEMY
Are you going to kill me, too, Caesar? What am I accused of?

Continued

115 Cont. 1

CAESAR
King Ptolemy is hereby removed from the protective custody of Rome. He is to leave the Palace within the hour - and to be conducted safely to the camp of General Achillas -

PTOLEMY
(happily)
Achillas! You're going to send me to my own troops..?

CAESAR
He is to be accompanied by his learned tutor, Theodotos -

PTOLEMY
(to Theodotos)
Do you hear that? You're to be saved, along with me...

THEODOTOS
(savagely)
You little idiot, stop grinning..
(to Caesar)
May I speak? You know that Achillas is trapped between your own legions and the Army of Mithridates - you know that to send his Majesty to fight against them may mean his death in battle!

CAESAR
An occupational hazard for those who would be king..

THEODOTOS
(in panic)
But then - but then, certainly not I, Caesar! I am no king, no general - what do I know of war -
(piteously)
A simple scholar, a man of thoughts and words..

CAESAR
Too many words. Enough.
(to the clerk)
Let all be done, properly, as decreed..

He nods to the lictors, steps down from the Cathedra. The lictors stamp the shafts of their fasces on the floor. Caesar hands the gold baton to Agrippa. Flavius relieves Caesar of his purple-edged Toga..

Continued

115 Cont. 2

Cleopatra remains immobile - as she has throughout..

Ptolemy and Theodotos are led out. As they go - one of the guards who escorted Pothinos out enters. He carries an ornate jewelled dagger. He brings it to Agrippa. Agrippa hands it to Caesar meaningfully...then Agrippa and the clerk leave. Followed by the lictors..

Caesar glances at the dagger. He has not looked at Cleopatra..

CAESAR
Flavius -
(Flavius is at his side)
- find Apollodorus. Return his dagger to him. You might clean it first. It has Pothinos all over it..

Flavius pantomimes his concern about Caesar's extreme weariness.

CAESAR
Yes - yes, I'm tired! I promise I shall sleep...

Flavius throws a glance at Cleopatra. Then he goes. Closing the doors of the reception room. The doors to the inner room remain open. Caesar and Cleopatra are alone..

He glances at her, now..

CAESAR
You have my apologies for what - almost happened to you..

He starts for the inner room..

CLEOPATRA
Caesar..
(he pauses)
Will you talk with me - for just a minute?

CAESAR
(smiles wearily)
Yesterday was full - the night was rather long - and this morning has not been uneventful..

(Note - one last reminder that Caesar is on the verge of cracking up from weariness. His apprehension of an attack coming on - and the urgency of getting Cleopatra out of the room before it hits him..)

Continued

115 Cont. 3

CLEOPATRA
Did you know that Apollodorus would kill Pothinos?

CAESAR
(nods, a wry smile)
He was kind enough to wait until Rome had passed the sentence of death..

CLEOPATRA
And my brother. And Theodotos. They will be killed too, possibly..

CAESAR
Probably. Your Majesty, I am truly weary. If you will forgive me..

Cleopatra moves slowly toward him, now..

CLEOPATRA
You knew all along, didn't you, that there was no real danger - that Mithridates was on his way to reinforce you?

Caesar nods. He sways slightly - steadies himself on a chair..

CLEOPATRA
Why didn't you tell me?

CAESAR
I told you I was prepared. But you wouldn't believe me. I don't mean to be rude - but now I must insist..

Cleopatra moves ever closer to him..

CLEOPATRA
About Mithridates. I would have believed you. You didn't trust me - is that it?

Caesar manages a weary smile..

CAESAR
Not for an instant..

They are now close. Caesar straining to control his exhausted body. Cleopatra caught by the revelations which she brings to light..

CLEOPATRA
And yet - in just these past few minutes - you have made me the undisputed Queen, the sole ruler of Egypt. Why?

Continued

115 Cont. 4

CAESAR
Perhaps - perhaps - if tomorrow, even later today, we were to talk...

CLEOPATRA
(insistent)
Why, Caesar?

CAESAR
Because - it was best for Rome. Please..

CLEOPATRA
And best for Egypt..

CAESAR
Egypt, too..
(he moves away from her, stumbling)
Cleopatra, get out - I beg you to get out!

Staggering toward a couch, clutching himself with both arms, he falls on it - turning from her..

Cleopatra. After only the barest hesitation, she dashes into the inner room - toward Caesar's campaign trunk.

Caesar. In agony, instinctively looking after her, sees:

His P.O.V. Cleopatra removing the stick from the trunk. She turns back to realize he has seen her. That he now must know she has spied on him. Nevertheless, she crosses back to help him..

Caesar, in a magnificent effort, rises to his feet at her approach. Sweat streaming from his face, he manages to control the impending attack. He faces her coldly. He indicates the ivory stick:

CAESAR
That will not be needed..

CLEOPATRA
(smiles)
It wasn't necessary to betray myself. I could have called out for Flavius..

CAESAR
How many new spy-holes have you dug in the walls? Do you have spies to spy upon your spies? Are we being watched even now - ?
(he sinks back down on the couch)
If you see Flavius, you might send him to me..

Continued

115 Cont. 5

CLEOPATRA
(gently)
Still trying to dismiss me..

She sits beside him. She takes both his hands in hers, holds them against her body to still their tremor... he turns to her:

CAESAR
What is it you want - what more do you want of me?

CLEOPATRA
To be of help to you. Lie here..

She moves a bolster so that he can rest his head. With a scarf or part of her apparel, she wipes his face..

CAESAR
There never has been help - there never will be..

CLEOPATRA
Now there is..

CAESAR
One day it will happen where I cannot hide. Where the world will see me fall. When I will tumble down before the mob and foam at the mouth and make them laugh - and they will tear me to pieces...

Cleopatra moves closer. She loosens his tunic, strokes his neck and shoulders..

CLEOPATRA
The Gods themselves have had your sickness. Hannibal. Even the Great Alexander..

CAESAR
And in the end they fell - and were torn to pieces by the mob..

CLEOPATRA
Not you. I will see to that..

Her physical presence - her warmth and femininity - his desperate need for physical release and peace - overwhelm Caesar. He kisses her. She responds...

DISSOLVE:

116 EXT. EGYPTIAN COUNTRYSIDE - DAY

Late afternoon, with the sun casting long shadows..

A shallow stream or small river. Alongside it, the beaten Egyptian Army straggles AWAY FROM CAMERA..

CAMERA MOVES to a Royal litter at the edge of the stream. It lies half-submerged, the BEARERS dead..

Half-hanging out through the silk curtains - the body of THEODOTOS. CAMERA FOLLOWS the direction of his eternal gaze to:

Below the surface of the water, pinned down by his resplendent golden armor - the body of PTOLEMY..

DISSOLVE:

117 EXT. PALACE - ALEXANDRIA - DAY

CLEOPATRA - her eyes gently closed - seated upon her winged throne which has been brought from the Throne Room for the occasion of her coronation. Close at her side, in his most regal armor, is CAESAR..

At her other side is the HIGH PRIESTESS. She anoints Cleopatra with a golden spatula dipped into a crystal bowl of oil, intoning:

HIGH PRIESTESS
I anoint thee, daughter of Isis, on the hands that do good deeds...

Cleopatra holds out her hands. The priestess anoints them. CAMERA STARTS BACK AND UP, disclosing:

Behind the priestess: more PRIESTS and PRIESTESSES. Ceaselessly, they swing censers filled with incense..

HIGH PRIESTESS
On the heart that holds sweet love...

She anoints her heart. CAMERA CONTINUES BACK:

Beside Cleopatra stand SOSIGENES and the SAVANTS; RAMOS and the EGYPTIAN OFFICERS. Behind them, APOLLODORUS, CHARMIAN, EIRAS, etc...all dressed proudly for the occasion.

HIGH PRIESTESS
On the mouth that speaks royal words...

She anoints her mouth. CAMERA CONTINUES BACK:

Beside and behind Caesar stand MITHRIDATES, AGRIPPA, RUFIO, GERMANICUS, etc...and FLAVIUS.

Continued

117 Cont.

Standing just below the Royal Rostrum: an array of VISITING POTENTATES in dazzling robes of state..

HIGH PRIESTESS
On the head that thinks wise thoughts..

(We no longer hear the High Priestess; however, as the SHOT continues, she will kneel to anoint each one of Cleopatra's feet).

CAMERA ultimately discloses, in FULL SHOT:

The entire area. Pennants fly, ceremonial bunting is everywhere. The ARMIES of MITHRIDATES and CAESAR, arms and weapons gleaming in the sun, are drawn up in full dress parade. CITIZENS of Alexandria - from the richest to the poorest - jam the rest of the visible area..

118 CLOSER - EXT. PALACE - DAY

THE HIGH PRIESTESS now gives way to the HIGH PRIEST. From a luxuriant cushion held by a SLAVE, he takes a gold-handled whip..

HIGH PRIEST
Osiris gives to thee the scourge of Power, that all who dwell in the Two Lands may obey thy beneficient Will..

He puts the scourge into CLEOPATRA'S left hand; she crosses it on her breast. From another cushion, the High Priest takes the Gold Crook of the Pharoahs..

HIGH PRIEST
From the Gods of the Wind, and the Nile, take thee the staff of Life so that thy people may dwell in peace and plenty to the glory of Amon-Ra..

He puts the crook into her right hand which she likewise crosses on her breast..

(All the previous covered by CUTS OF pertinent onlookers).

The High Priest now turns to take up the Double Crown. There is absolute silence in the multitude..

CAESAR steps forward to take the crown. He turns to face Cleopatra:

CAESAR
In the name of the Senate and of the People of Rome...and by their will.

Gently, he sets the crown upon her head..

119 FULL SHOT - CORONATION SCENE

There is a stir among the SPECTATORS. They then make a full obeisance, kneeling with heads to knees, and hands out before them, all except the ROMANS and VISITING POTENTATES..

120 CLOSER - POTENTATES

They bow ceremoniously in varied fashions..

121 GROUP SHOT - ROMANS

They look to Caesar..

122 CLOSE - CAESAR

He nods to them..

123 GROUP SHOT - ROMANS

They get down to one knee. AGRIPPA is reluctant..

124 MEDIUM - ROYAL ROSTRUM

Only Caesar is still standing. He looks about with interest, directs his attention to Cleopatra..

CLEOPATRA. She sits regally, still with her eyes closed..

CAESAR. He leans closer to her:

CAESAR
Isis, herself, would surrender her place in the heavens - to be as beautiful as you..

Cleopatra opens her eyes for the first time:

CLEOPATRA
(whispers)
You're not supposed to look at me. No one is.

CAESAR
(whispers back)
If they're not looking, they won't know that I am..

CLEOPATRA
You should be kneeling..

CAESAR
That, too? Before all of these visiting kings - making believe they aren't watching us?

125 CAESAR'S P.O.V. - THE POTENTATES

Secretly peering intently from beneath their lowered brows..

126 CLOSE - CLEOPATRA AND CAESAR

She smiles faintly. Underneath her feet is a purple cushion. Gently, she kicks it toward him..

CLEOPATRA
You have such bony knees..

CAESAR
(smiles)
Not only bony - but unaccustomed to this sort of thing..

He sinks to one knee before her.

127 GROUP SHOT - POTENTATES

They're visibly impressed; their own obeisances become deeper...

128 CLOSE - AGRIPPA AND RUFIO

Agrippa stares incredulously at Caesar. Rufio notes his reaction. Angrily, Agrippa starts to rise. Rufio forces him down again..

129 CLOSE - SOSIGENES

He has followed the by-play. He looks worriedly from the Romans to Caesar and Cleopatra - then resumes his full obeisance..

DISSOLVE:

130 INT. CLEOPATRA'S APARTMENT - NIGHT

CAMERA is on THE TEMPLE. THE HIGH PRIESTESS can be seen extinguishing all of the lamps except the one which burns eternally before Isis..

She finishes with a low obeisance, then backs out of the temple, closing the doors behind her. She walks toward the entrance to the apartments...

CAMERA PICKS UP CAESAR, in the garden area below, pacing restlessly. He wears a retiring robe. He pauses, absently watches the High Priestess go out. He resumes his pacing..

The apartment is now in darkness, except for the moonlit garden area - and a soft light emanating from Cleopatra's bedroom..

CLEOPATRA emerges. She wears a nightdress, covered by a robe. From the upper level, she looks down at Caesar. He looks up..

Continued

130 Cont.

CLEOPATRA
If we're to get an early start in the morning..

CAESAR
(quietly)
What will it be tomorrow? More wheat? What I've seen already could feed more legions than Rome has ever had..

CLEOPATRA
There is enough to feed the world..

CAESAR
More gold, then. Why not buy the world? Surely you must have enough..

CLEOPATRA
At least to pay more legions than Rome has ever had..

CAESAR
More granite, more marble, more millions of slaves to build - whatever needs building....shorter routes to India, better routes to the East - what can there be of Egypt that I haven't seen?

CLEOPATRA
Egypt itself. The reason for Egypt..

CAESAR
My responsibility is Rome.

CLEOPATRA
Alexander understood it. That from Egypt, he could rule the world..

CAESAR
He was very young. And you, even younger. At your age, such dreams have a reality which grows less in time..

CLEOPATRA
Caesar no longer dreams..?

CAESAR
Dangerous - to a man of my calling..

CLEOPATRA
Necessary - I should have thought.

She returns to the bedroom. Caesar, who has drawn closer as they spoke, looks after her..

Continued

130 Cont. 1

Cleopatra removes her robe, gets into her bed..

Caesar's physical need for her is always dominant. He moves to her, now, to make his peace..

CAESAR
Understand me, I cannot stay away from Rome too long. There are problems - messages from Mark Antony endlessly demanding my return - and on my way, wars to be fought in the East and North...
(he has arrived beside her bed)
Even in Rome, itself, I am not - without opposition...

CLEOPATRA
Do to them what you did to Achillas..

CAESAR
(smiles)
This is opposition of a different sort. They weave it cleverly, lightly, like a cobweb. You know what happens when cobwebs are not regularly brushed away..

He sits beside her, on the bed.

131 INT. CLEOPATRA'S BEDROOM - NIGHT

Cleopatra looks up at him with apparent understanding. She plays him beautifully..

CLEOPATRA
Do you trust this - Mark Antony?

CAESAR
If anyone in the world - I trust Antony..

CLEOPATRA
Then have him brush these cobwebs for you - and stay with me..

She turns away, on her side..

CLEOPATRA
They've declared you Dictator for a year. You can do what you want with your time..

CAESAR
(a grim smile)
Everything but make it stand still..

Continued

131 Cont.

He stretches out beside her, his arms behind his head. He lies for an instant, bemused. She turns to nestle against him..

CLEOPATRA
If - when - you do have to return to Rome....these wars to be fought on the way - are they important?

CAESAR
There is no such thing as an unimportant war..

CLEOPATRA
I've been reading - in your Commentaries - about your campaigns in Gaul..

CAESAR
(smiles)
How does my writing compare with Catullus?

CLEOPATRA
Well, it's - different..

CAESAR
Dull - ?

CLEOPATRA
Sometimes, a little too much description...

CAESAR
You're being tactful. Some of my critics....Brutus, for one, told me my Latin was not only ungrammatical but common.

CLEOPATRA
(smiles; then, softly)
More than once you've spared his life...they say it's because Brutus is your son. Is that true?

There is a pause.

CAESAR
I have no son.

CLEOPATRA
(carefully)
Calpurnia - your third wife...

CAESAR
(shortly)
My fourth.

Continued

131 Cont. 1

CLEOPATRA
Married to you for - how long? - twelve years. And no son for Caesar. No child at all..

CAESAR
(A pause)
It is well-known that Calpurnia is barren..

CLEOPATRA
(as if to herself)
A woman who cannot bear children - is like a river which is dry..

CAESAR
(quietly)
I see no purpose in discussing this subject further..

CLEOPATRA
A woman, too, must make the barren land fruitful - she must make life grow where there was no life. Just as the Mother Nile feeds and replenishes the earth..

Her eyes turn to Caesar..

CLEOPATRA
(simply)
I am the Nile. And I will bear many children. Isis has told me..

She reaches for his hand. Slowly, she brings it down beneath the cover under which she lies..

CLEOPATRA
My breasts are filled with love and with life - feel, Caesar, how my hips are rounded and well apart - such women, they say, have sons...

Her voice is utterly sensual. The effect of it upon Caesar's desperate hunger for a son - her nearness, and his hand upon her body - passionately, he kisses her..

DISSOLVE:

132 INT. CAESAR'S APARTMENT - DAY

Present are the chief members of Caesar's staff: AGRIPPA, RUFIO, GERMANICUS, etc.

Continued

132 Cont.

The room has a look of disuse. On the map table there is a pile of official-looking sealed scrolls..

Germanicus is seated, idly cleaning his nails; Rufio is slouched comfortably on a campaign chair; Flavius polishes a piece of Caesar's armor; the others stand or sit about aimlessly. But Agrippa paces back and forth restlessly..

AGRIPPA
Men may wait for Caesar, as we do, but the tide will not! The wind is fair for Rome!

GERMANICUS
It will be fair again..

AGRIPPA
Four long months....our men become as much Egyptian as they were Roman... soft and lazy...barnacles grown on the bottoms of our ships and ourselves -
(indicating the scrolls)
- urgent dispatches from Rome left unopened much less unanswered - !
(he turns on Flavius)
Where is he? Where is Caesar?

Flavius leaves off his polishing. He pantomimes..

AGRIPPA
(angrily)
I can't understand this tongue-less idiot - Rufio, tell me his meaning..

RUFIO
(quietly)
Flavius' tongue was cut out by the Nervii because he refused to betray Caesar. His hearing, however, is better than most..

AGRIPPA
(gruffly)
I want only to know where Caesar is..

RUFIO
With Queen Cleopatra. She sent for him - to assist at a meeting of her court council..

AGRIPPA
She - sent for him? To assist at a -

Continued

132 Cont. 1

AGRIPPA (cont'd.)
(stormily)
- and Caesar went at her bidding like a dutiful court official? Has the First Consul and Dictator of Rome at last become a minor minister to the Egyptian Queen?

Germanicus leaps to his feet, his hand to his sword. Agrippa turns to the challenge. Rufio rises:

RUFIO
Germanicus!
(He subsides.
Then, to Agrippa:)
You will ask Caesar that question yourself. Or I will ask it for you, in your name...

CAESAR speaks. From the door. He has entered in time to overhear Rufio's speech..

CAESAR
Was there something you wanted to know, Agrippa?

AGRIPPA
Caesar, my ships cannot wait any longer! Twice now -

CAESAR
Your ships, Agrippa?

Agrippa is silent. Caesar looks at the others..

CAESAR
And the rest of you? Is there a reason for this gathering?

RUFIO
We were summoned here by you, Caesar..

A pause. Caesar is ashamed and upset..

CAESAR
Then my deepest apologies. I cannot understand how - but I quite simply forgot...
(to Rufio)
...nor can I remember why I summoned you.

RUFIO
Perhaps to plan our return to Rome - ?

Continued

132 Cont. 2

GERMANICUS
The campaign in Asia Minor -

CAESAR
No. I am not yet ready to leave Egypt..

AGRIPPA
(tensely)
Why not, Caesar? Our work is finished here..

CAESAR
Because I choose to remain -
(deliberately)
- for the time being..

AGRIPPA
(hotly)
While the Persians grow stronger by the hour! While the sons of Pompey raise new armies in Africa and Spain -

CAESAR
Agrippa, be silent! It seems to me that your work may very well be finished here. You may sail for Rome, if you like, whenever you like..

Agrippa regards him unwaveringly. He salutes formally. He walks out. Caesar turns to the rest:

CAESAR
If any of you are inclined to follow him, I suggest you do it now..
(they don't move)
Then once more, excuse my having kept you so long for so short a meeting. But it seems we did get something done that perhaps needed doing...that's all, thank you.

The officers salute and file out. Caesar crosses thoughtfully to Flavius. For a moment he watches as Flavius polishes the armor assiduously..

CAESAR
Polish it well - until it shines like a mirror. Then stand it up before me, so that I can see myself - the reflection of Caesar..

He turns, paces slowly toward the windows looking to the sea..

DISSOLVE:

133 INT. CLEOPATRA'S APARTMENT - GARDEN AREA - NIGHT

It is after dinner. The MUSIC plays. Present are CLEOPATRA, CAESAR, SOSIGENES, RUFIO, GERMANICUS and RAMOS. EIRAS, who plays at backgammon with GERMANICUS. HANDMAIDENS serve wines and sweetmeats, under the supervision of CHARMIAN..

CAMERA IS ON: THE ZOETROPE EFFECT. It consists of an appropriately flickering image drawn in the Egyptian style, of a Pharoah driving two horses hitched to a war chariot.

The reins are tied around his waist. The horses seem to move, the chariot surges past some pyramids, the Pharoah reaches over his shoulder to a quiver, draws an arrow to his bow and lets it fly. It repeats again and again..

CAESAR. Turning the crank, staring through the slits in the drum at the candle-lit image within. He is astonished and delighted..

CAESAR
It moves! The picture moves - !

He lifts his head, stares wonderingly at CLEOPATRA and SOSIGENES. He passes the Zoetrope on to RUFIO who examines it with RAMOS..

CAESAR
How is it done? To have it move in such a life-like way - ?

SOSIGENES
They say it is a fault in that part of the eye which holds the vision. But I believe it is the mind which sees - not the eye - and that the pictures pass so quickly, the mind does not release one before it receives the next. And so they seem to be continuous..

RUFIO
(looking up)
Magic. Egyptian magic -

CLEOPATRA
Knowledge. Egyptian knowledge..

Caesar throws her a sharp look. Cleopatra doesn't see it. But Sosigenes does..

CLEOPATRA
Apollodorus -

She indicates. APOLLODORUS sets before Caesar a system of three bronze interlocking rings, a globe within a globe within a globe..

Continued

SOSIGENES
The belt of stars. Set this one for whatever star is overhead, this for the time of night, and where they meet on this inner ring - is where you are on the face of the world..

CAESAR
(carelessly)
It seems a rather useless toy..

CLEOPATRA
Useless? Tell me, Rufio - what do Caesar's ships do at night?

RUFIO
What do they do? Why, they stay where they are for fear of -
(he gets the point)
- losing their way..

RAMOS
Egyptian ships follow the stars..

Caesar looks grimly at the astrolabe, then to Cleopatra:

CAESAR
What other wonders do you have - to confound the barbarians?

SOSIGENES
(quickly)
Nothing of more consequence than these simple devices. Perhaps Caesar has grown weary of _

CLEOPATRA
I find them always fascinating. Apollodorus -

She indicates. He now brings to Cleopatra a simple arrangement. Three rods hold two pieces of glass about six inches apart..

CLEOPATRA
Two of these - very large - are on the Pharos Light.
(she hands it to Caesar)
Sometime, perhaps, Sosigenes will explain the principle to you..

CAESAR
In simple barbaric terms, I hope. What does it do?

Continued

133 Cont. 1

CLEOPATRA
Look through it. For example, let Caesar look through it at his mighty hand - and he will see how much more mighty that hand becomes..

CAESAR. CAMERA at such an angle that we see with him, through the crude telescope, his hugely magnified hand. He moves his hand back and forth - from normal to enlarged size. Then, in apparent casualness, he looks over at Cleopatra:

CAESAR
(quietly)
And the use of it?

CLEOPATRA
(lightly)
How often have you stood on a battlefield watching the approach of distant troops, wondering if they were friends? With this, Caesar may see his enemies clearly - and from far off..

Caesar nods, as if in agreement. Then, deliberately, he raises the telescope and looks through it at Cleopatra..

HIS P.O.V. Through the telescope. Cleopatra's smile vanishes. She is hurt and dismayed by his action..

She rises to her feet. So, of course, do all the others - except Caesar. He remains seated..

CAESAR
I am reminded, here, of one of Caesar's favorite tactics. He will sometimes parade his best troops and most powerful war machines openly - in full view of the enemy. Very often they will be so overwhelmed by what they see that - even before he asks - they will surrender to him..
(he rises)
And now, with your permission...we must make an early start tomorrow - Rufio, Germanicus and I -

CLEOPATRA
An early start - ?

CAESAR
Preparing for our return to Rome..

He nods to Rufio and Germanicus. They bow to Cleopatra, start out. Ramos, Eiras and Charmian escort them.

Continued

133 Cont. 2

Apollodorus and Sosigenes see to removing the Zoetrope and other devices..

During this activity, Cleopatra's glance remains fixed on Caesar. He smiles in friendly fashion..

CLEOPATRA
(low, urgent)
Don't go, yet -

CAESAR
But I am already overwhelmed - prepared to surrender..

CLEOPATRA
Please stay - and talk with me. Please..

Caesar hesitates. He turns, walks away a few steps. Only Apollodorus remains. Standing near the entrance door, he bows:

APOLLODORUS
Have I permission to leave - ?

Cleopatra merely nods. He goes out. She turns to Caesar. He stands with his back to her, some distance removed..

CLEOPATRA
When?
(Caesar bites into a sweet)
How long before you go?

CAESAR
(chewing)
These are too sweet. I must send you some from Rome. Perhaps a little bitter, ours, but a more satisfying after-taste..

CLEOPATRA
(emotionally)
Why? What have I done to you?

CAESAR
Done..?
(he turns now)
You're beginning to frighten me a little, I think -

CLEOPATRA
I don't understand -

Continued

133 Cont. 3

CAESAR
Your unfortunate little brother was not too far wrong - you do practice witchcraft of a kind. Oh, you don't assume different shapes - the heavens know you don't need any other but the one you have - still you have tried to bewitch me, Cleopatra..

CLEOPATRA
How have I? When - ?

CAESAR
From the moment I set the crown on your head - when was that? Four months, five, an eternity ago, yesterday? - you've set out to cast a spell over me. The wealth of Egypt, the power of Egypt, the promise of Egypt - and of you..

CLEOPATRA
No, they're real - they're here for you to have! Keep me, keep Egypt, Caesar - stay with us...

CAESAR
Is it Egypt you offer me? Or are you asking for Rome?

CLEOPATRA
Not Rome! But you..
(she crosses to him)
Oh, how I wish I did have the power of witchcraft; I promise I would cast a spell on you. If I could, I'd conjure up all your forgotten dreams - and make them each come true. I'd enchant you into staying a thousand years here, with me - and for every hour of every day of every year, you'd <u>need</u> me. You must need me, somehow I must <u>make</u> you need me...

Suddenly young and defenseless, she starts to cry. Caesar is touched and disturbed..

CAESAR
(gently)
It is not permitted Caesar to need anyone too much -

Continued

133 Cont. 4

CLEOPATRA
Only me..

CAESAR
(smiles)
- for then he would no longer be Caesar..

CLEOPATRA
Great Caesar - but not too great, is that it? Mighty - but not too mighty....nor must he stay too long away from Rome. Is that enough for you? To be Caesar - within limits?

CAESAR
(firmly)
I must return to Rome..

Cleopatra, seemingly reconciled to it..

CLEOPATRA
Then - before you go - there is one last wonder, one last place, here in Alexandria, I want to be with you..

CAESAR
(smiles)
Are you quite sure that, even now, you haven't in mind - trying to bewitch me into staying?

CLEOPATRA
(nods)
Yes, be frightened of me, Mighty Caesar. Beware and tremble when I come near you. Because, if I can - I will do exactly that..

She brings her lips to his. They kiss..

DISSOLVE:

134 INT. ALEXANDER'S TOMB - DAY

CLEOPATRA and CAESAR, alone, approach the great crystal sarcophagus of Alexander. His preserved figure lies within it, clad in golden armor and golden cloak - his sword imbedded beside him.

They regard it for a moment..

Continued

134 Cont.

CLEOPATRA
That first time - when you stood alone with the great Alexander - why did you cry? Will you tell me now?

CAESAR
Why? Because I had lost something..

CLEOPATRA
What?

CAESAR
A lifetime. Mine.

CLEOPATRA
(smiles)
Nonsense..

CAESAR
Having conquered the world, he died at thirty-two. I am fifty-two..
(he smiles grimly)
My remaining ambition is to keep the world from conquering me..

CLEOPATRA
Your ambitions must always have been his - they must still be..

CAESAR
Shall I tell you something? When I was thirty-two, in Spain, I came upon a statue of Alexander. I wept then, too. Even then..

CLEOPATRA
I want you to have his sword. To take with you..

CAESAR
It is too deeply imbedded -

CLEOPATRA
It can be removed.

CAESAR
(shakes his head)
It's buried in time..

CLEOPATRA
Then Alexander's mantle..

CAESAR
Too heavy for Caesar..

Continued

134 Cont. 1

There is a pause. Cleopatra moves from him a little. She speaks carefully..

CLEOPATRA
His dream, then. Make his dream yours, Caesar. His grand design..
(he eyes her sombrely)
..take it up where he left off. Out of a patchwork of conquests - one world. And out of one world - one nation. One people on earth - living in peace. Dedicated to man's capacity for happiness - not his capability for death and destruction. Take back to Rome with you Alexander's dream. Make it yours once more..

CAESAR
(slowly)
So you have told me at last - what it is you want of me..

CLEOPATRA
Of us.

CAESAR
And the center, the capital of this one world, one people, one nation - Alexandria..?

CLEOPATRA
He chose it.

CAESAR
I am Roman.

CLEOPATRA
He was Greek. Will it matter - when all people are one?

CAESAR
(sudden sharpness)
I am 52! He was 32 - and failed!

CLEOPATRA
We will succeed! Your dreams - your ambitions -

CAESAR
Gone - !

CLEOPATRA
Nonsense, again! You've just tried to hide them - like your baldness - but they show, Caesar. Make them come true!

Continued

134 Cont. 2

CAESAR
One lifetime is not enough for such dreams - such ambitions!

CLEOPATRA
Alexander's cloak cannot be too heavy - for Rome and Egypt to carry together...
(she comes to him)
...and what if his sword is too deeply imbedded? Yours will replace it..

She is in his arms. Caesar smiles wryly down at her..

CAESAR
You have a way of mixing politics and passion - where does one begin and the other leave off?

CLEOPATRA
That didn't start - nor will it end - with me..

CAESAR
You say the things I dare not even think..

Brusquely, he puts her aside - walks from her..

CAESAR
Cleopatra, for whatever it is - however it comes out - leave me my destiny..

There is a pause.

CLEOPATRA
Your destiny is no longer just yours. It's mine, too..

Caesar turns to look at her.

CLEOPATRA
Soon there will be someone to carry both the cloak of Alexander and the sword of Caesar...

Unbelieving, almost numbly, he walks toward her..

CLEOPATRA
...and the name of Caesar. In that name he will rule Egypt - and whatever part, or all, of the world we give to him. Our child will be a son for you, Caesar. I swear it - by Isis..

Continued

134 Cont. 3

Caesar kneels before her, kisses her hand. She holds his face up to hers - smiles..

CLEOPATRA
Could you put off your return to Rome - just long enough?

DISSOLVE:

135 OUT

136 EXT. TREE-LINED ROMAN ROAD - DAY

A chariot comes toward CAMERA at full speed. The occupant and driver is MARK ANTONY. It turns into the imposing entrance of Caesar's villa..

137 INT. CAESAR'S VILLA - DAY

CALPURNIA faces the entrance through which Mark Antony must come. (A SERVANT, having announced him, is just going).

MARK ANTONY enters. He crosses at once to Calpurnia..

ANTONY
I came as quickly as I could..

CALPURNIA
Antony is welcome to Caesar's house as often - and as quickly - as he likes..

ANTONY
As Caesar's wife, before the truth is distorted into vicious Roman gossip, I wanted you to hear -

CALPURNIA
- that my husband has married Queen Cleopatra.
(Antony is silent)
There is some fresh wine - one of your many favorites..
(he doesn't take any)
The ceremony, according to vicious gossip, was in the Egyptian religion -

ANTONY
Even if true, it can't be meant or taken seriously..

CALPURNIA
- during which he was formally declared an Egyptian God. Officially divine, at last. That must have pleased Caesar..

Continued

137 Cont.

ANTONY
Calpurnia, we know Caesar - you and I. This so-called marriage has no validity under Roman law - there must have been political purpose to it. Perhaps a symbolic ceremony to ratify Rome's alliance with Egypt - perhaps merely indulging some barbaric custom -

CALPURNIA
(interrupting)
You've been loyal and kind, you came as quickly as you could. Unhappily, vicious gossip travels even faster than you - and the truth. Have you heard - for instance - that Queen Cleopatra is carrying Caesar's child? Yes, Antony, we know him, you and I...

She is on the verge of tears, but will not cry. She turns abruptly, and leaves him. Antony looks after her, troubled. Now he crosses to the wine - takes a deep swig of it..

DISSOLVE:

138 INT. TEMPLE - CLEOPATRA'S APARTMENT - NIGHT

The apartment in darkness, except for the temple. There, Isis looks down upon a pit in the center of the floor - from which emanates the red glow of fire..

THE HIGH PRIESTESS, her ASSISTANTS beside her, now stands below Isis and facing - across the pit - CLEOPATRA. Enveloped in a large cloak, she kneels in supplication..

Standing nearby, apprehensive but intent upon the ceremony, is CAESAR.

The High Priestess, her arms stretched rigidly down at her sides, stares hypnotically into the flames. Her mouth is drawn, her eyes seemingly focussed upon distant imagery. Her face is wet with perspiration. She speaks sometimes hesitantly, sometimes with assurance..

At her side, her assistants ritually sprinkle the fire from time to time with a sandy material that flares in varied colors..

HIGH PRIESTESS
(fragmentary; difficult)
There shall be....there shall be....
Rome, mighty and alone and unloved...
a mistress...a mistress shall raise
thee again from earth to heaven...

Continued

138 Cont.

HIGH PRIESTESS (cont'd.)
(clearer)
...and all the world shall know - shall know - a golden age of justice and of love....there shall be no storms or hail to cut down wheat - even birds and the creeping things of earth shall share its abundance..
(sudden, exultant clarity)
A Son Shall Be Born to Isis! Rome Shall Know Him in Cloth of Gold! The East Shall See Him Laden With Jewels and Treasure! The Son of Egypt and of Rome - Here Shall He Find His Destiny..!

She breaks off abruptly, in sudden exhaustion. Her assistants support her as she sinks to a large cushion near the feet of Isis. There is nowhere any evidence of concern..

Cleopatra has prostrated herself in gratitude. Now slowly she straightens, turns to Caesar, holds out a hand. Caesar comes to help her to her feet. Tears of happiness in her eyes, she rises to face him. He kisses her hands..

He leads her away, as the unattended flames flare up into CAMERA..

DISSOLVE:

139 EXT. PALACE - ALEXANDRIA - NIGHT

A HUGE BONFIRE in the Forecourt. The POPULACE in joyous celebration. Free food and drink. Dancing, carousing - much drunken activity of an amatory nature..

ROMAN SENTRIES, sober, guard the entrance to the Palace..

140 INT. CLEOPATRA'S APARTMENT - NIGHT

Crowded with RELIGIOUS and COURT DIGNITARIES. Purple drapes are hung everywhere..

Near Cleopatra's bed, a little group consisting of the HIGH PRIESTESS, CHARMIAN and EIRAS..

APOLLODORUS stands remote and alone..

SOSIGENES sits beside CLEOPATRA on her bed. Her pains are intense. Tight-lipped, she beckons Sosigenes. She whispers. He rises, brings Charmian to Cleopatra..

141 CLOSE - CLEOPATRA AND CHARMIAN

Cleopatra's lips contract with each spasm of pain. She waits until Charmian is very close to her:

CLEOPATRA
You are to do exactly as I tell you. When the child is born.... after he is anointed and named a Royal prince....take him to Caesar..

CHARMIAN
I will bring Caesar here.

CLEOPATRA
No! Exactly as I tell you....you are to take the child to Caesar.... in front of his men, do you understand? In front of all the Romans..
(she turns her head in pain; then back)
You are to lay him at Caesar's feet.... at Caesar's feet..

CHARMIAN
I will do just as you say.

Cleopatra turns her head away, cries out in sudden pain. Sosigenes hurries in. Charmian drops a purple hanging between Cleopatra and the CAMERA..

DISSOLVE:

142 INT. THRONE ROOM - NIGHT

Some twenty ROMAN OFFICERS - including all of the PRINCIPALS - are gathered to help CAESAR wait. Food, much drink - a great deal of laughter..

FLAVIUS entertains a group. Perhaps a comic bit of pantomime - perhaps "doing" a young OFFICER'S hair in an elaborate feminine manner..

A burst of laughter. To CAESAR, pacing tensely, nothing is funny at the moment. His pacing takes him before the throne, on the steps of which RUFIO lounges with food and drink..

RUFIO
Fear not. We have never lost a Caesar..

CAESAR
That remark is not only insubordinate, but in bad taste -

From OFF, the sudden RATTLING of sistra - Caesar looks:

Continued

142 Cont.

HIS P.O.V. A procession comes into view. It is led by CHARMIAN carrying the CHILD, wrapped in linen swaddling clothes, on a large cushion. She is followed by the HIGH PRIESTESS and SIX ASSISTANT PRIESTESSES..

The procession approaches Caesar. The Roman officers grow still; they gather around him..

Charmian kneels to lay the baby before Caesar. He wets his lips nervously..

CAESAR
Is it a boy?

Charmian doesn't answer. Caesar reaches down - Rufio seizes his arm, whispers urgently and privately to him..

RUFIO
Caesar - remember Roman law. If you pick up this child before witnesses, you acknowledge it as yours - and a citizen of Rome! As your heir..

Caesar hesitates. Once more, to Charmian:

CAESAR
Tell me - is it a boy?

Charmian opens the swaddling clothes. Caesar looks down. Slowly, his face lights in ecstatic happiness..

He picks up the child. He holds it high above his head..

CAESAR
A son! I have a son!

His officers cheer. Caesar, with the child held high, parades across the Throne Room and out..

143 EXT. PALACE - ALEXANDRIA - NIGHT

The CROWD, by now, is massed before the Royal platform, waiting expectantly..

Some GUARDS, bearing torches, precede CAESAR as he hurries out of the Palace, carrying his son like a battle standard. The crowd is still. Caesar holds the baby up to them - he roars triumphantly:

CAESAR
A son! Caesar has a son!

And with a great smack, he kisses the baby's behind. The crowd goes mad with approval..

144 INT. CLEOPATRA'S BEDROOM - NIGHT

There is quiet jubilation in the apartment, too. From outside, the ROAR of the crowd can be HEARD..

CAMERA IS ON CHARMIAN as she makes her way to the purple drapes which hang about Cleopatra's bed. She goes through..

CLEOPATRA. Exhausted by her ordeal, she turns slowly to Charmian as she bends over her..

CLEOPATRA
Did he pick him up? Tell me ... did Caesar hold up his son..?

CHARMIAN
He picked him up - and kissed him...

Cleopatra smiles and nods....her eyes fill with tears. Then, peacefully, she turns away. THE ROAR OF THE CROWD continues..

DISSOLVE:

145 EXT. ROMAN FORUM - CLOSE MOVING - OCTAVIAN - DAY

He approaches the steps of the Senate House. The SOUNDS and MOVEMENT of every-day activity..

OFFSCENE, the VOICE of CASSIUS can be heard. But Octavian gives no indication of hearing it:

CASSIUS' VOICE
A bastard - but none the less a son. And none the less - Caesar willing - Caesar's new heir..

CASCA'S VOICE
How does the news strike you, Octavian?

Octavian pauses at the foot of the steps. CASCA and CASSIUS come up to him. He looks at them in polite inquiry..

CASCA
It has occurred to some of us that if Caesar were to replace you as his heir - he would most probably choose this son the Egyptian Queen has presented him with. What do you think?

Continued

145 Cont.

Octavian smiles faintly - and shrugs..

CASSIUS
For myself, I think he intends to replace more than Octavian. It is the Republic itself he will disinherit -

BRUTUS' VOICE
(OFF)
Do you still look for tyrants under your bed at night, Cassius - ?

They look OFF. BRUTUS and CICERO have paused on the steps nearby. Brutus comes over. Cicero follows..

BRUTUS
- and is your sleep still troubled by nightmares of Rome impaled upon the spear of Caesar's ambition?

CASSIUS
(angrily)
He has been made King of Egypt - he and the Egyptian Queen have named their bastard Caesarion - Prince Caesarion! What better name for an heir to the throne of Rome?

BRUTUS
There is no throne of Rome. Nor shall there be - nor would Caesar tolerate one. But - a son? We all know how much he has always wanted one. I am happy for Caesar..

CASCA
(bitchy)
Your happiness is understandable enough. Now that Caesar has publicly recognized a son - one need no longer wonder about Brutus..

BRUTUS
(evenly)
Is it a relief not to be wondered about, Casca? To be known openly, as you are, for what you are? Liar, swindler, bully and coward -

CICERO
(interrupting)
Brutus, you will turn Casca's head by your flattery. And Casca's head - if turned - will see Mark Antony..

Continued

They look OFF. ANTONY, walking beside a LADY'S LITTER, close by the group..

CICERO
(continues)
A part of Caesar more to be feared, I think, than his infant son. Caesar's right arm, his club - an unthinking weapon, a mighty sword - with delusions of being the swordsman himself..
(deliberately raising his voice)
But it is for the good of Rome that Caesar has stayed so long in Egypt! In his absence, the people have come to worship him as a God - why should he return to show himself as mortal as the rest?
(Antony leaves the lady, crosses to them)
There are those who fear Caesar's ambition - but what is there to fear? That he will destroy the Republic?
(sudden sharpness)
Yes, he will! I promise you he will!

A FEW ADDITIONAL SENATORS - and SOME CITIZENS - have gathered. Antony stops immediately before Cicero..

ANTONY
Your tongue is old but sharp, Cicero, be careful how you waggle it. One day it will cut off your head..

CICERO
It will be more likely be your sword, Antony. It is just as sharp, quicker - and frightened of heads..
(to Casca and Cassius)
There will be a strong smell of wine in the Senate today. We must breathe with restraint..

Casca and Cassius smile. They and Cicero start up the steps. The onlookers disperse. Antony turns quietly to Brutus:

Continued

ANTONY
There is no one to whom you owe more than to Caesar..

BRUTUS
(nods)
Excepting only Rome..

He follows the others toward the Senate. Antony and Octavian are alone. Antony eyes him curiously..

ANTONY
This - whatever-his-name - this son of Caesar. Has it upset you?

OCTAVIAN
No.

It is the first word he has uttered. Antony laughs..

ANTONY
You run off at the mouth so - one would think words were as precious to you as gold..

OCTAVIAN
Like my gold, I use them where they are worth most..

ANTONY
(smiles)
And your virtue?
(indicating the lady and the litter)
My friend has a friend..

OCTAVIAN
That, too..

ANTONY
It is quite possible, Octavian, that when you die - you will never have been alive..

He starts up the steps. Octavian is alone. He allows himself the tiniest of malignant smiles..

DISSOLVE TO:

146 EXT. HARBOR - ALEXANDRIA - DAY

Caesar's galley ready to depart. The last of supplies and equipment being loaded; LEGIONNAIRES embarking, and lining the gunwhales..

Continued

146 Cont.

On the dock, some weeping Alexandrian maidens, wives and infants. Also, ALL OF THE PRINCIPALS - except CLEOPATRA, CAESAR, FLAVIUS and CHARMIAN..

147 INT. CAESAR'S APARTMENT - DAY

The inner room looks bare. Caesar's equipment and belongings have been removed - with the exception of his campaign trunk. FLAVIUS is putting some last-minute things into it..

CAESAR is fully dressed for his departure. He wears Pompey's ring about his neck. Absently, he watches Flavius close the trunk and go out. Alone, then, he paces slowly to his reception room..

He comes through the doors, pauses as he sees:

CLEOPATRA come down the steps from her apartment. She is followed by CHARMIAN who carries CAESARION - now several months old. Caesar smiles, gently:

CAESAR
Did you think I would leave without saying goodbye to my son - and to you?

CLEOPATRA
We thought - your son and I - that if we came to you, we could be with you those few minutes more..

Caesar crosses to look down at Caesarion. The baby reaches out - his tiny fist closes on Pompey's ring. Caesar tugs at it gently; Caesarion will not let go. Caesar smiles:

CAESAR
A good thing to remember, my son. What you will not let go - no one will take from you..
(He removes the ring from his neck)
But you'll need a fist of iron to hold on to this..
(He kisses the child)
Hail. And farewell - little Caesar..

Cleopatra nods to Charmian. She carries the child up the steps. Cleopatra starts for the inner room. Caesar watches Caesarion until he is gone from sight. Then he follows Cleopatra..

The inner room. Cleopatra stands in the center of it, looking about, as Caesar enters..

Continued

147 Cont.

CLEOPATRA
Was it a century ago - when I was dropped at your feet, wrapped in a carpet? Or was it - last night?

Caesar holds out his arms. She goes to him swiftly. They kiss. Cleopatra holds him desperately. As their lips part:

CLEOPATRA
When will you send for us? When?

CAESAR
Soon..

CLEOPATRA
How soon? When?

CAESAR
As soon as humanly possible -

CLEOPATRA
Human possibilities are not enough for us! When?

CAESAR
You must know how much I want you with me in Rome - so much time must go by before even I will reach it..

CLEOPATRA
And then how soon - ?

CAESAR
It won't be easy. But within a reasonable time -

CLEOPATRA
Time is **never** reasonable - time is our enemy, Caesar!

CAESAR
Am I to conquer it for you? What plan of battle do you suggest?

CLEOPATRA
You are King of Egypt - ruler of half the world already. I must bring your son to Rome - Rome must see the son of Caesar...who will someday rule over Caesar's world!

RUFIO'S VOICE
Caesar..

They turn to him. Rufio stands in the door, TWO LEGIONNAIRES behind him..

Continued

147 Cont. 1

RUFIO
I am afraid the tides will soon be against you..

Caesar nods. The legionnaires remove his trunk. Rufio follows them OFF. Caesar turns to Cleopatra..

CAESAR
Not only time - but the tides. Even as divinities, there seems to be little we can do about either..

He crosses swiftly to Cleopatra. He kisses her hand. He goes out..

Cleopatra is alone. She stares at the empty doorway. Then the room - with no vestige of Caesar left in it. Her hand goes to her mouth. She bites her lip. She will not cry..

148 EXT. HARBOR - ALEXANDRIA - DAY

CAMERA is with CAESAR as he approaches the landing stage. He passes EIRAS, in a tearful farewell to an embarrassed GERMANICUS..

He comes to a stop before RAMOS. Ramos salutes him in the Roman fashion. Caesar smiles..

CAESAR
The Roman salute? It becomes you, Ramos..

He salutes Ramos in Egyptian fashion. He moves on to APOLLODORUS. He holds out his hand. Apollodorus takes it..

CAESAR
I hope there is a small part of you which is truly sorry to see me go. Your feelings at my departure must be quite understandably mixed..

APOLLODORUS
I shall always honor you, Caesar, for having made of my Queen a great and powerful woman..

CAESAR
(correcting him)
Queen. Someone had made a woman of her long before I came along..

He moves on to SOSIGENES..

Continued

148 Cont.

CAESAR
And you, my learned friend..

SOSIGENES
I had hoped to present Caesar with a few of my navigational devices - as a farewell gift. Only to find that all of them were already aboard Caesar's galley - inadvertently..

Caesar laughs, pats Sosigenes' head..

CAESAR
This is what I'd like to take along.... if we run into difficulties with your calendar, will your Queen permit you to help?

SOSIGENES
I think it likely - one way or another - that we will meet again in Rome..

Caesar throws him a look, then continues on. At the foot of the landing stage, Rufio waits for him.

CAESAR
You're not too angry with me?

RUFIO
I know my duty, Caesar..

CAESAR
To represent Rome here as Praetor - so much is your duty, Rufio. But, as I hope, to look after my son - this I would ask only of a dear friend..

RUFIO
I am that.

He starts to kneel. Caesar stops him.

CAESAR
Not any more. Let others kneel to you now..

They clasp forearms, then Caesar boards the galley. The landing stage is lifted; ropes let loose; the galley eases away from the dockside..

149 EXT. GALLEY - DAY

As CAESAR takes his place at the prow. Nearby, FLAVIUS and GERMANICUS. Caesar waves in farewell to those ashore..

150 HIS P.O.V. - LANDING AREA

Waves and tears from the Egyptians. Rufio lifts the Eagle Standard high in farewell to Caesar. We hear his men:

LEGIONNAIRES
Hail, Caesar!

151 EXT. GALLEY - DAY

Caesar waves - then hesitates. He sways. His hand moves characteristically to the bridge of his nose. Flavius steps forward in alarm. Caesar half turns to go below, then pauses as he sees:

152 EXT. PALACE ENTRANCE - DAY

CLEOPATRA - all alone - comes out. Head high, every inch a Queen, she stands looking after the departing Caesar..

153 EXT. GALLEY - DAY

Caesar recovers. He looks out over the heads of everyone else - to Cleopatra. He waves..

154 EXT. HIS P.O.V. - DAY

Cleopatra. She answers his wave with one of her own..

155 CLOSE - GALLEY - DAY

Caesar. His eyes fixed on her..

156 EXT. PALACE ENTRANCE - DAY

The members of the Court and the Romans are on their way back into the Palace. They bow ceremoniously as they pass Cleopatra..

Unseeing and unhearing, Cleopatra stands with her eyes upon the disappearing Caesar. Eiras, in passing, pauses as if to address her. Then, understandingly, moves on. CAMERA IN to a full CLOSE UP of Cleopatra. Tears in her eyes, but she will not let them fall..

LONG DISSOLVE:

157 LONG SHOT - GALLEY - DAY

As it moves away..

LONG DISSOLVE:

158 (NEW) EXT. ROMAN FORUM - STOP-FRAME - DAY

Once more, the "frieze" treatment. And once more an historical excerpt in Greek - narrated in English:

NARRATOR
But only after more than two years and many wars in Africa and Asia Minor, was Caesar able to cross over to Italy and come home at last to celebrate his triumphs and see to his affairs..

THE STOP-FRAME IS A FULL SHOT. AT THE ARCH. SHOOTING DOWN..

Except for a narrow lane held open by PRAETORIAN GUARDS, the SCREEN is filled with shouting, waving, ecstatic ROMANS. SOME CAPTURED ENEMY CHIEFTAINS, in chains, walk through behind TWO WAR CHARIOTS. Then come ROMAN LICTORS, on foot. THEN - in a FLAMBOYANT CHARIOT, driven by a LEGIONNAIRE - comes CAESAR. In golden armor, wearing his golden laurel wreath. Beside his chariot, at one side, rides ANTONY in dress armor. Walking beside it, on the other side, is FLAVIUS.

The crowd goes wild at the appearance of Caesar. They stretch their hands out to him, yelling his name. They attempt to break through, to touch him. He and his chariot are pelted with flowers from all sides. He acknowledges the homage with practised ease and grace..

159 (NEW) CLOSER - NEAR CAESAR'S CHARIOT

A YOUNG ROMAN MATRON, carrying a 3 YEAR OLD BOY in her arms. In adoration, she breaks through the guards, carries her boy to the side of Caesar's chariot, holds him up for Caesar to see..

Flavius moves instinctively to intercept her, then thinks better of it. Caesar lifts the boy up - the crowd roars its delight. He kisses his cheek, gives him back to the mother who returns proudly to the sidelines...

160 (NEW) CLOSE - CAESAR

He looks back after the little boy. His glance becomes wistful... his eye catches Flavius watching him understandingly. They exchange a brief smile. Caesar returns to accepting his homage...

161 OUT

DISSOLVE:

162 INT. CLEOPATRA'S SITTING ROOM - DAY Revised 6/2/62

CLEOPATRA is seated, together with SOSIGENES and RUFIO. Standing is APOLLODORUS - now the Court Chamberlain..

Rufio is reading from a lengthy parchment scroll..

RUFIO
- in recognition of which, the Senate has bestowed upon Caesar the rank, privilege and title of Dictator of Rome...
(he closes the scroll)
...for life.

Continued

162 Cont.

CLEOPATRA
Dictator - for life! Then - at long last - he is master of Rome..
(she rises)
Apollodorus. Everything must be made ready at once. Ships, servants -

APOLLODORUS
We have been ready - for some time.

CLEOPATRA
(to Sosigenes)
Surely now nothing can prevent his sending for us - Dictator for life - hasn't Egypt been officially declared Ally of Rome? - why, if only to attend his coronation, as he attended mine -

RUFIO
Your Majesty...

CLEOPATRA
(goes right on)
Three long wasted years - why should the Senate have taken so long to recognize what the world has always known? That Caesar was master of Rome..?

SOSIGENES
Rufio wishes to speak..

Cleopatra looks questioningly at Rufio.

CLEOPATRA
Was there more?

RUFIO
(embarrassed)
Your Majesty seems to misunderstand. May I - once more - attempt to make it clear?

CLEOPATRA
What is there to make clear? Caesar has been declared Dictator of Rome - for life.

RUFIO
True. However - however, to the Roman, there is a vast difference between Dictator - and Master. No man can call himself Master of Rome..

Continued

162 Cont. 1

CLEOPATRA
Why not?

RUFIO
It has a meaning far too close to a word no Roman will tolerate. King.

There is a pause..

CLEOPATRA
Then to be Dictator of Rome for life - ?

RUFIO
- is to be granted the lifelong respect and honor of the Roman people.

CLEOPATRA
And the dictates of the Dictator?

RUFIO
- must in each case, of course, be approved by the Senate of Rome.

Another pause.

CLEOPATRA
(in dismissal)
Thank you, Rufio..

Rufio salutes, bows, and leaves. Cleopatra paces to and fro for an instant. Absently, she looks down at the garden area - where CAESARION (now almost four years old) plays by the pool with CHARMIAN, EIRAS and some HANDMAIDENS..

CLEOPATRA
(abruptly)
Sosigenes..

She starts toward her library. He follows..

163 - OUT

164 INT. CLEOPATRA'S LIBRARY - DAY

Sosigenes waits as Cleopatra goes to a heavily-bound ebony chest. From it she removes some aged parchments and scrolls bound together. She brings them to the table which serves as her desk..

SOSIGENES
The senators - all proud men who will have no Master - are expensive..

Continued

164 Cont.

CLEOPATRA
So I gather - from these lists you've compiled for me. Are you sure you can disguise the true purpose of your being in Rome?

She sits, starts sorting the parchments and scrolls. Sosigenes sits with her..

SOSIGENES
(smiles)
They have already adopted my calendar as their own - and would now appreciate knowing how it works. They would also welcome my presence to question me - some of the senators regard as subversive my insistence that the year is 365 and 1/4 days long..

CLEOPATRA
Take a long time in explaining...here.
(she pulls out a fastened sheaf of parchments)
Are you sure that Titus is still alive?

SOSIGENES
(nods)
And so rich he cannot afford to die..

CLEOPATRA
This is a list of the senators who owe large sums of money to him. Will he sell you their debts, are you certain?

SOSIGENES
We have already agreed upon his rate of profit. It's a risky business for him, but Titus has the true courage of a greedy man..

CLEOPATRA
Buy them all - and any other of their promissory notes and financial commitments that you can find. I want at least half of the Roman Senate to be in debt to me - when the day comes..

SOSIGENES
A particular day - ?

Continued

164 Cont. 1

CLEOPATRA
When the matter is brought before the Senate - of extending to the Queen of Egypt and Caesar's son an invitation to visit Rome..

SOSIGENES
And do you have in mind - someone. to bring the matter before them?

CLEOPATRA
(nods)
There is one, second in authority only to Caesar - and with the largest debts of all - Mark Antony..

She checks his name on the parchment. She hands the sheaf to Sosigenes..

DISSOLVE:

165 EXT. ROMAN FORUM - DAY

A session of the Senate is over. The steps of the Senate House are covered with SENATORS in their togas, descending..

166 OUT

167 (NEW) EXT. TOP OF SENATE STEPS - DAY

SENATORS coming out. Into CAMERA come BRUTUS, CASSIUS and CASCA. Cassius is angry:

CASSIUS
- nodding, like so many tamed bears with rings in their noses!

BRUTUS
You held your hand high, Casca. I hear you bought an olive grove at Alba last week..

CASCA
(indignant)
Are you suggesting - that I was bribed?

Continued

Brutus smiles as they go out of CAMERA. A few more Senators pass through. Then CAESAR comes out with ANTONY. Caesar is almost certain, of course, that skulduggery has been afoot. He is amused at Cleopatra's brashness, curious as to its extent. Antony is on a spot. Caesar knows it and lets him sweat a bit. CAMERA PANS them to the edge of the steps..

ANTONY
Ah - I suppose you thought it odd - that I would propose such an invitation to Queen Cleopatra..

CAESAR
(smiling)
Do you?

ANTONY
Egypt - ah - after all, has been officially declared Ally of Rome. Still, I must admit I was surprised at some of those who voted in favor -

CAESAR
Were you?

SOSIGENES approaches..

SOSIGENES
May I express once more, my gratitude for being permitted to attend today's session - as a visitor? It was truly inspiring, Caesar, to witness the free will of free men so fearlessly expressed..

He continues down the steps..

ANTONY
He seemed most anxious to be present - I saw no harm in granting him permission..

CAESAR
Didn't you?

From another direction, CICERO pauses on his way down:

CICERO
After today, never again shall I doubt the extent of Egypt's wealth..

Continued

He goes on. Caesar's smile begins to broaden..

ANTONY
I don't like Cicero's implication. There's not enough gold in Egypt to buy the honor of a Roman Senator -

CAESAR
(laughs)
But more than enough - it seems - to buy his vote..

Antony grins back at him. They start down. Caesar looks out over the Forum, musingly..

CAESAR
(almost to himself)
How was it - 'Rome shall know him in cloth of gold..'?

Antony throws him an inquiring look. Caesar does not enlighten him..

CAMERA HAS PANNED with them to a FULL SHOT of the Forum and its every-day activity..

DISSOLVE:

168 OUT

169 (NEW) FULL SHOT - FORUM - DAY

Same SETUP as finish of 167. THE CURTAIN is now in place over the Arch; the crowd has gathered to await Cleopatra's procession into Rome...

170 (NEW) EXT. FORUM - SIDE OF SENATE - DAY

CROWDS on their way to the Forum. (Possibly use SHOT already made).

170-A (NEW) CLOSER - CROWD - DAY

A ROMAN ARTISAN and HIS WIFE stand indecisively in the midst of the bustle:

WIFE
If we don't hurry, all the good places will be taken. Half of Rome will be at the Forum - to see the finish..

Continued

ARTISAN
Plenty of time, these parades are always the same. Soldiers and politicians...she's supposed to be in it, but then they always say that.

WIFE
I want to see Caesar, too..

She pulls at his arm. They move on. CAMERA HOLDS ON: TWO MARKET WOMEN, baskets on arms. They eat as they talk and walk:

1st MARKET WOMAN
They say Cleopatra's so beautiful she has to wear a veil - to keep men from fainting when they look at her..

2nd MARKET WOMAN
Do you suppose that's why Caesar keeps having those fits all the time..?

They laugh - as do their neighbours in the dense throng. CAMERA PANS them into FORUM..

171 OUT

172 OUT

173 THE REVIEWING STAND - DAY

Many of the senators, and some of their ladies, are standing and strolling about in the enclosure. The general atmosphere is one of heat and resigned boredom...

One section of the stand has been assigned to EGYPTIAN DIGNITARIES. They are all in their seats - and cool. Behind each one stands an Egyptian slave, with fan. SOSIGENES sits on the aisle, nearest Caesar...

CAESAR squirms in his chair and mops his brow, from both heat and nervousness. Around his neck he wears a gold medal on a chain...he leans forward:

CAESAR
Sosigenes -
(Sosigenes turns)
I can't tell you how I look forward to the procession - is there much longer to wait?

SOSIGENES
I have been told it is approaching now, Caesar..

173 Cont.

CAESAR
Good..

He sits back, painfully..

SOSIGENES
According to reports, the reception in the streets has been extraordinary. The Queen has instructed the procession to move as slowly as the people wish, for their full enjoyment....

CAESAR
(a slight smile)
One would almost believe that Cleopatra has set out to capture the citizens of Rome..

SOSIGENES
One would have every reason to believe exactly that.

A FANFARE OF TRUMPETS, OFFSCENE - from the direction of the Arch. They both look OFF:

174 EXT. FORUM - THEIR P.O.V. AND VARIOUS - DAY

Perhaps another FANFARE as the CROWD, in reaction to the first Fanfare, breaks through the loose lines of Praetorian Guards and rushes toward the Arch..

CLOSER, at the ARCH. The crowd is packed densely..

Through the center opening, SIX ELITE TRUMPETEERS. THREE EACH through both the side openings. Their manoeuvers force the crowd back...

FORTY ADDITIONAL TRUMPETEERS charge through, execute a precision pattern. They wind up stationed beside the Praetorian Guards, now maintaining a well-cleared center aisle...

(The two detachments of Guards at either side of the Forum augment them..)

Now follows:

a) THE CHARIOTEERS AND BOWMEN..

b) THE GIRL STREAMER DANCERS..

At the condusion of the DANCE (in which the Old Hag changes magically into a Young Girl):

Through the Arch appears a MODEL of the PHAROS drawn by the ROYAL OXEN. As it makes its way slowly:

175 EXT. FORUM - REVIEWING STAND - DAY

The Senatorial chairs are now filled. Their occupants fan themselves with reed fans..

AN EGYPTIAN HERALD, followed by a SLAVE carrying a large tray of gold coins and chains - similar to those worn by Caesar and Antony and some of the Senators - approaches SOSIGENES. He leans down, whispers to him..

Sosigenes nods, rises, and crosses to CAESAR. He leans down, whispers to him..

Caesar looks from Sosigenes to the Herald and the tray. He rises imperiously, beckons the Herald to him. Then he calls out:

CAESAR
(loudly)
Antony! Mark Antony!

ANTONY. Also wearing the gold medal and chain. Making time with a YOUNG LADY. At the far end of the Reviewing Stand. He turns in response:

ANTONY
Caesar?

CAESAR
(for the benefit of all)
Queen Cleopatra has most graciously had golden medals struck off to commemorate this great occasion - for each of our distinguished senators, each medal inscribed with the name of him for whom it is intended - !

ANTONY
(playing along)
A most thoughtful and generous gesture, Caesar! I am proud to wear mine..

CAESAR
And I! But I am displeased to see that so few of our colleagues share that pride! Is this to be Her Majesty's first taste of Roman hospitality - is the outstretched hand of our approaching guest to be slighted by her Roman host?
(he whirls)
Octavian!

OCTAVIAN. As always, alone. He bows slightly..

Continued

175 Cont.

OCTAVIAN
My Lord Caesar..?

CAESAR
(beckoning)
Your skinny neck, nephew, would be improved by almost anything you could hang on it. This medal should make you look almost like a man..

OCTAVIAN
Nothing could please me more, my Lord..

He crosses to find his medal on the tray.

CASSIUS, CASCA, CICERO - and BRUTUS. They have observed the scene with interest. THE PHAROS can be seen in the b.g., leaving the Forum..

A REACTION from the crowd OFFSCENE - at some new ATTRACTION..

CASSIUS
The outstretched hand of our approaching guest - the question is, what does the hand stretch out to grab?

CICERO
(looking OFF)
There's something odd about those Zebras..

CASCA
If you ask me, that golden chair she gave Caesar looks damned uncomfortable. It's made him irritable -
(to Cicero)
- what Zebras?

CASSIUS
Did you say chair, Casca? It strikes me she had more in mind - a throne..

CICERO
I wouldn't put it past Cleopatra to paint donkeys to look like Zebras..

176 FORUM - THEIR P.O.V. AND VARIOUS - DAY

Already in the Forum - and delighting the crowd - are:

a) 16 DONKEYS painted as ZEBRAS. On them, DWARFS. From gift baskets, the Dwarfs toss sweets to the crowd..

Continued

176 Cont.

b) THE HUMAN PYRAMID. It forms, dissolves, and re-forms repeatedly..

c) TWO LARGE PAINTED ELEPHANTS. (Bearing FOUR ACROBATS).

d) TWO MORE ELEPHANTS. (Bearing scantily clad BEAUTIFUL GIRLS who throw coins to the crowd..

177 FORUM - THE CROWD - VARIOUS

First a few, then more, then groups of them break through the Praetorian Guards and mounted Trumpeteers - in a scramble for the coins..

In the crowd. THE AGITATOR, his back to the money-throwing, yells at the crowd as they surge past him:

AGITATOR
Do we hold the honor of Rome thus cheaply? Are we free Romans who ask no favor of any man - or do we sell our affections as common harlots - ?

A FRIEND
(rushing up to him)
The Egyptians are giving away money! They're throwing gold coins!

AGITATOR
Gold - ?

He joins the fracas for the money...

178 FORUM - FULL

The Praetorian Guards and the Trumpeteers try to break up islands of scrambling people. The coin-carrying elephants are by now passing the Reviewing Stand...

179 THE REVIEWING STAND - VARIOUS

ANTONY, still at the far end of the stand. One of the ELEPHANTS, bearing a particularly tasty BABE on its trunk, passes by him. The elephant swings the Babe up. Graciously, she holds out some coins to Antony..

He responds courteously - by lifting the Babe off the elephant and into his arms. He gives her a hearty buss..

The crowd - roars its approval..

Antony. He deposits the girl on the next elephant as it passes...

Continued

179 Cont.

THE SENATORS. Some disapproving, some laughing; the women shocked; Caesar smiling - Cassius, Casca and Cicero staring at him coldly. The Egyptian Herald has paused by Brutus with his tray. He searches for his medal..

ANTONY. He smiles blandly at Cassius and the others. Suddenly he speaks up loudly, as before:

ANTONY
It will be interesting, Caesar, at the end of this day, to discover - by the names on the medals left upon that tray - which of our distinguished friends bear allegiance neither to you nor the good name of Rome itself...!

CAESAR. He turns, nods in agreement..

CAESAR
And they shall be marked down, believe me.!

BRUTUS. He finds his medal, puts it on. He smiles a little...

BRUTUS
(to the Herald)
You will find these distinguished friends of Caesar most anxious to wear their medals..

The Herald holds the tray before Cassius. After a look at Brutus, grimly he starts to paw among the medals looking for his..

CAESAR. He leans forward in his chair..

CAESAR
Sosigenes -

Sosigenes has been watching the by-play between Antony, Cassius, etc. He turns to Caesar..

CAESAR
- getting more exciting now, isn't it?

SOSIGENES
Yes, Caesar. More exciting every minute..

A YELL from the crowd draws his attention to:

180 & 184 FORUM - HIS P.O.V. - AND VARIOUS - DAY

The CROWD has reacted to - entering through all three openings in the Arch - TWELVE GREEN-SMOKE DANCERS..

Continued

180 Cont.
& 184

(The effect of the smoke has been to drive the crowd back. The GUARDS and TRUMPETEERS re-create a center aisle, not as wide as before).

Through the green smoke, appears a HUGE SNAKE (TWENTY-FOUR SNAKE DANCERS.) Accompanied by TWELVE GIRL MUSICIANS. Also: TEN AFRICAN DANCERS (with "primitive butterfly fans"). Then:

TWELVE PAINTED SAVAGES (MALE). Carrying poles that emit YELLOW SMOKE. They leap through the smoke:

The Smoke Dancers are followed by: TWENTY-FOUR DANCERS (some with drums). Their dance reaches a frenzied pitch..

REACTIONS from the crowd..

REACTIONS from the Reviewing Stand..

And now: THE RED SMOKE DANCERS. Through them, the EIGHT FEATHERED SPEARMEN..

CAMERA TILTS UP as they vault into the air; from the ends of their spears, multi-colored paper is ejected which bursts into a cascade of orange-yellow and gold...

181-182
183 OUT

185 THE REVIEWING STAND - DAY

ANTONY. Beside still another young matron. OFFSCENE, THE MUSIC CHANGES to a ceremonial and dignified rhythm..

Antony starts to move toward Caesar..

YOUNG MATRON
Stay with me..

ANTONY
I believe her Majesty is approaching the Forum..

CAMERA MOVES WITH HIM as he crosses the stand. The Senators look OFF, intensely interested. Even the women. Except one or two who watch Calpurnia. She looks down at her hands in her lap..

Antony takes his place beside CAESAR'S chair - OCTAVIAN moves in to stand on the other side of it. They look OFF AT:

186 FORUM - THE ARCH - DAY

Through the center opening come LARGE GOLDEN TREES, borne by PORTERS. They conceal all behind them. Through the side openings, THE GOLDEN FAN-BEARERS..

Continued

186 Cont.

The CROWD reacts to the richness and beauty. There are ad-lib murmurings...

CROWD AD-LIBS
The Queen...Cleopatra, Cleopatra...
She's coming soon...let's get closer -

Then, through the center opening, the PYRAMID. TEN WINGED DANCERS on it - and, walking beside it, TWENTY-EIGHT MORE..

The PYRAMID clears the arch. Then the top of it opens: releasing pigeons which soar into the air, hover over the Forum. CAMERA PANS UP with the pigeons..

Over this - a CROWD ROAR from the TOP LEFT of the Forum..

187 STREET LEADING INTO FORUM - DAY

And here they come! The citizens of Rome - as many as can make it - stampede into the Forum to see the meeting of Cleopatra and Caesar..

Possibly picking up the familiar faces of the TWO MARKET WOMEN in the van, the CAMERA is on the CROWD as it streams in..

CAMERA MOVES BACK and UP as they pour in from all directions, scrambling for a vantage point. Ending on a HIGH FULL SHOT - the Forum packed. The Praetorians and Trumpeteers swamped, struggling to regroup..

THE SPLIT PYRAMID HALVES have moved over and screened the side arch openings..

188 THE REVIEWING STAND - DAY

The GUARDS struggle to keep the mob from overrunning it. The Senators confused by the excitement of the people. CUTS of the most interested GROUPS and INDIVIDUALS..

189 ROSTRUM OF THE SENATE STEPS - DAY

ROMAN TRUMPETEERS - who have been stationed there throughout - blow a long and ceremonial FANFARE..

190 FORUM - EGYPTIAN MOUNTED TRUMPETEERS - DAY

Who have managed to group opposite the Roman Trumpeteers. They blow an answering FANFARE..

191 REVIEWING STAND - DAY

CAESAR, ANTONY and OCTAVIAN. Antony and Octavian move closer to Caesar's chair, staring off:

192 THEIR P.O.V. - AND VARIOUS

THE ARCH, over the heads of the densely packed throng. CLEOPATRA'S ROYAL MOUNTED GUARD enters. On richly-caparisonned beautiful Arabians, deftly and firmly, they clear the way for their Queen - a wide aisle straight down the middle of the Forum. The Praetorians help them keep it open..

193 REVIEWING STAND - DAY

ANTONY watches the horsemen approvingly. He leans across to OCTAVIAN:

ANTONY
Their horses make ours look like oxen - they handle them like swords..

Octavian merely nods, lost in other thoughts..

194 THEIR P.O.V. - AND VARIOUS - DAY

And now through the Arch come long lines of SLAVES, 16 men abreast. The ropes lead back to the HUGE BLACK GRANITE SPHINX - moving slowly on enormous wooden wheels.

195 THE ARCH - DAY

As the Sphinx is pulled through it. On the very front of it, now can be seen: APOLLODORUS, flanked by CHARMIAN and EIRAS...

196 THE CROWD - DAY

SHOOTING FROM THE SPHINX - PAST Apollodorus, Charmian and Eiras. As they press in, yelling and waving...

197 THE REVIEWING STAND - DAY

CAESAR wets his lips nervously. ANTONY, the only calm human in the Forum, moves closer to him:

ANTONY
Nothing like this has come into Rome since Romulus and Remus...

Caesar nods tensely..

198 THE SPHINX - DAY

As it moves slowly PAST CAMERA revealing, for the first time, CLEOPATRA. Dressed in gold raiment, she sits between the paws of the Sphinx. Standing at her knee, likewise in gold, is CAESARION. Neither moves so much as a hair. They seem, in truth, a Golden Goddess and Child..

199 FROM THE SPHINX - DAY

PAST the immobile Cleopatra and Caesarion - the MOB. Their adulation mounts, the roar of their approval is deafening..

200 THE REVIEWING STAND - DAY

CAESAR. Watching, almost hypnotically. He speaks, half to himself:

CAESAR
How tall he is..

ANTONY cannot hear because of the roaring crowd. He leans inquiringly closer to Caesar:

CAESAR
(more loudly)
How tall he is..

Antony nods, and smiles. OCTAVIAN, who has overheard, does not smile..

201 CLEOPATRA

As the Sphinx carries her toward Caesar. Never more beautiful. The perfect Queen and Divinity..

202 CALPURNIA

- surrounded by Senatorial wives. Their eyes are all upon her. Hers are fixed on Cleopatra. Her expression is impassive..

203 FULL - AND VARIOUS

As the Sphinx comes to a halt before the reviewing stand. The last of the slaves have moved OFF. Apollodorus descends from the Sphinx. He helps down Charmian and Eiras. All three stand beside it..

204 CAESAR

He rises to his feet. SOSIGENES and the Egyptian dignitaries are, of course, already standing. The Senators - in irregular order - get up..

205 BRUTUS, CASSIUS, CASCA and CICERO

The group of Senators around them look to Cassius. He shows no inclination to rise. Then Brutus gets up. He looks down meaningly at Cassius. Cassius stands up. So do the others..

206 THE SENATORIAL WIVES

Clustered about Calpurnia. Quietly, simply, Calpurnia gets to her feet. The others reluctantly follow suit..

207 THE SPHINX

Now the lower "frieze" of the Sphinx seems to "come to life". The kneeling men arise, bearing CLEOPATRA and CAESARION on their litter..

Apollodorus, Charmian and Eiras walk alongside as the litter is borne to Caesar. It is set down immediately before and below him. Apollodorus helps Cleopatra to descend. Charmian and Eiras assist Caesarion. The little boy crosses to take Cleopatra's hand..

208 CAESAR

As he stares hungrily down at them. But they have not yet looked up..

209 FULL

As Cleopatra and Caesarion, hand in hand, walk to stand before Caesar. The crowd, at this point, grows silent. There is almost a hush as they watch..

210 CAESAR

He comes down a step or two, toward them..

211 CLEOPATRA AND CAESARION

They come to a stop before Caesar. Then, in perfect unison, they bow to him. Deeply and respectfully...

212 FULL

The crowd goes absolutely wild at the gesture. Cleopatra and Caesarion remain in their obeisance..

213 THE SENATORIAL GROUP

Ill-at-ease, unnerved by this ovation for the Egyptian queen..

214 SOSIGENES

His eyes on the Senators. ANTONY leans forward to him, shouts happily:

ANTONY
Your queen has conquered the people of Rome!

SOSIGENES
The people, yes...

215 CLEOPATRA AND CAESARION

As they straighten up from their bow. The DIN continues. CAMERA MOVES IN ON:

216 CLEOPATRA

Slowly, for the first time, she looks fully up at Caesar..

217 CAESAR

Tremendously stirred, the glint even of a tear in his eyes...he smiles down at her.

218 CLEOPATRA

She smiles back at Caesar, the crowd's ROAR at its height. Proudly, and deftly, she winks at him..

DISSOLVE:

219 INT. CLEOPATRA'S VILLA - CAESARION'S ROOM - NIGHT

A small room, adjoining Cleopatra's bedroom. CAESARION lies asleep. Standing by him are CLEOPATRA and CAESAR. Off to one side - CHARMIAN..

Caesar looks proudly at his son. He reaches down carefully - tugs at Pompey's ring, about the boy's neck, until it lies above the cover..

CLEOPATRA
(softly)
It no longer fits as loosely as it did..

Caesar nods. The boy stirs in his sleep. Cleopatra steps back - into Caesar's arms. He holds her - she smiles. They start toward the open doors to her bedroom..

Charmian moves to her place beside Caesarion's bed..

220 INT. CLEOPATRA'S BEDROOM - VILLA - NIGHT

The ornate bed has been turned down invitingly; a supper has been set for them..

Caesar closes the doors, crosses to her:

CAESAR
I have had many and mixed feelings toward the people of Rome - but never before jealousy. To wait all day - knowing that they saw you first, that your first smiles were for them..

In his arms, she smiles up at him:

Continued

220 Cont.

CLEOPATRA
The Roman people. Their eyes are your eyes, their voice is yours - they <u>are</u> you..

CAESAR
(smiles)
At the moment, if you don't mind, I prefer only me to be me..

He bends to kiss her. Absently, Cleopatra moves from his arms before their lips meet..

CLEOPATRA
They belong to you. Your enemies must be their enemies. You know who they are - dispose of them..

CAESAR
(patiently)
Murdered enemies, like cut weeds, grow again - ten for one. Come here..

CLEOPATRA
However much it sounds like 'king' - you are the Master of Rome..

CAESAR
I am the Master of my horse. But I cannot make him eat meat. Be patient and politic..

CLEOPATRA
(snaps)
If I had been patient and politic, I would not now be in Rome!

CAESAR
(snaps back)
Simply because you bought permission to bring your animals and dancers through the streets of Rome -

CLEOPATRA
(and back)
- for more than six months, I have had agents here! If one of those senatorial windbags is not for sale, we haven't found him yet!

CAESAR
Be careful how you speak! This is not Cleopatra's Egypt - !

Continued

220 Cont. 1

CLEOPATRA
But it is Caesar's Rome! And there is a crown to be had - which you can either take or buy!
(quiet and meaningful)
Or - don't you want it..?

The sudden flare-up - resulting from inner tensions repressed by both for many, many months - has been unexpected by either. To be confronted, thus, by Cleopatra's impatient ambition upsets Caesar. Suddenly weary, he moves away. His hand goes to his nose..

CAESAR
Cleopatra, I had not thought...alone together for the first time - with our son - to find myself in a political forum..

Now it is Cleopatra who realizes how, quite at variance with her conscious intention, her inner tensions have betrayed her. In honest contrition, she goes to him..

CLEOPATRA
These long years - I've hated them so, and everyone and everything that kept us apart - I quite forgot how long they must have been for you, too. Forgive me, please..

She is in his arms..

CAESAR
(smiles)
You will be pleased to know. During all this time - even away from you - the process of bewitchment has gone on. It is now complete. I need you. I need you desperately..

They kiss..

DISSOLVE:

221 INT. CLEOPATRA'S VILLA - LIBRARY - DAY

CLEOPATRA is posing for the sculptor, ARCHESILAUS. With his back to the sculptor, conversing with Cleopatra in a low tone, is APOLLODORUS..

APOLLODORUS
It seems that never before have the ladies of Rome been of one mind about anything..

Continued

221 Cont.

CLEOPATRA
Judging from the few I have been privileged to meet - I am surprised they add up to one mind.

APOLLODORUS
The gossip comes from everywhere - fantastic, incredible rumors..

CLEOPATRA
They're the most effective - the easiest to repeat - and travel fastest. For instance..?

APOLLODORUS
The reason for Caesar insisting that groups of Senators meet here, at your villa. So that you can drug them with aphrodisiacs - that the meetings are really orgies - that the senators are then blackmailed..

CLEOPATRA
(smiles)
There is no drug capable of stimulating a Senator. To Brutus, for instance, an orgy is shaking hands...what else?

APOLLODORUS
Caesar will soon insist that his marriage to you be legally recognized - and he will divorce Calpurnia..

CLEOPATRA
(nods)
The Roman people will believe that. And resent it..

APOLLODORUS
But it isn't true -

CLEOPATRA
But it is believable. And should be true..

Her attention is attracted by EIRAS who enters..

EIRAS
Majesty. Sosigenes wishes to see you..

CLEOPATRA
(smiles)
I can't remember his ever having asked before..

Continued

221 Cont. 1

EIRAS
He has a Roman gentleman with him. Titus..

CLEOPATRA
Yes. I will see them..

Eiras leaves. Cleopatra exchanges a brief look with Apollodorus - then turns to Archesilaus.

CLEOPATRA
I have posed enough for today, thank you..

ARCHESILAUS
More time is necessary with Your Majesty if I am to finish -

CLEOPATRA
I understand that, Arch - I'm sorry, I can't pronounce your name..

ARCHESILAUS
Archesilaus.

CLEOPATRA
In any case, no more today..

SOSIGENES ushers TITUS into the room. He is a venerable old man; he carries a folder of documents. He is fearful and nervous..

ARCHESILAUS
Will Her Majesty be in Rome for some time?

CLEOPATRA
Long enough for you to finish.

ARCHESILAUS
I hope Her Majesty enjoys her lengthy stay..

He has been putting away his tools. Apollodorus now takes him out. Cleopatra is alone with Sosigenes and Titus..

The old man places his folder on a table, bursts out agitatedly:

TITUS
I have done all I can! I can make no more loans, whatever terms I offer - some of the Senators are even redeeming their notes..

Continued

221 Cont. 2

CLEOPATRA
Where do they get the money?

TITUS
(frightened)
Where? Well... that's hardly important - to me, at any rate. The point is, I can no longer serve as your banker here in Rome..

CLEOPATRA
Someone has told you not to. Who?

TITUS
(piteously)
I am over seventy years old. I have only a few more years in any case - but I want them, I want them..

CLEOPATRA
Caesar will punish those who have threatened you..

TITUS
Caesar? Today I sacrificed a sheep to the Gods - I haven't done that for many years - if you could have seen how it bled..

SOSIGENES
Men are also sacrificed - and not always to the Gods. They bleed, too..

TITUS
Tell her, Sosigenes! I served her father well for many years - and her, too! But I cannot any longer - I beg her not to press me - money means nothing any more - I beg her to let me go!

Shaking, the man sits, burying his face in his hands. Cleopatra and Sosigenes exchange sombre looks..

CLEOPATRA
Go then, Titus. And thank you..

Titus looks up, gets to his feet. He bows. He hurries out, leaving behind him his papers..

Cleopatra crosses to the folder. She leafs through it absently..

Continued

221 Cont. 3

SOSIGENES
(quietly)
Today, a group of Senators approached Caesar as he sat in his golden chair. He did not rise, as is the custom. He merely stared at them - with an ivory sceptre in his hand - as if he were king..

CLEOPATRA
(shortly)
If they find such behavior unusual - let them make him truly king. It will then become commonplace..

SOSIGENES
There are those who think Caesar wanted to rise, but could not. That it was - as it has been, increasingly of late - his sickness..

CLEOPATRA
I know the cure for this sickness. It sits upon the head, made of gold and precious stones, shaped - like a crown..

SOSIGENES
Decisions made, decisions unmade - in an instant he will order the Tiber changed in its course, and for hours debate a petty trifle..

CLEOPATRA
Caesar is loved by his people - he can do no wrong!

SOSIGENES
They've begun to fear him..

CLEOPATRA
They worship him as a God - !

SOSIGENES
Like a God. There is a difference.

CLEOPATRA
He is a God!

SOSIGENES
By your decree, only. Forgive me, Caesar is a man..

CLEOPATRA
He has his legions! Overnight he could take Rome!

Continued

221 Cont. 4

SOSIGENES
In a matter of hours. Do you think he would?
(Cleopatra is silent)
Caesar has taken so much, conquered so much - for Rome. What he wants in return he will not take - and Rome will not give..
(a pause)
Must we stay - until the statue is done?

CLEOPATRA
You may go when you like..

SOSIGENES
I know that.

CLEOPATRA
It cannot be bought - it will not be given - and he hesitates to take it by force. He hesitates, literally, between having all of the world - and nothing..

SOSIGENES
The world - or nothing. Quite a spread of hesitation..

CAESARION bursts in, followed by CHARMIAN. He bows low to his mother.

CAESARION
Your Majesty. It is time to teach me to swim.

Cleopatra smiles at Sosigenes.

CLEOPATRA
My son believes in keeping open his escape to the sea. He gets that from his father..

She takes Caesarion by the hand, goes out with him. Sosigenes crosses to the statue of Cleopatra. He eyes it sombrely..

DISSOLVE:

222 INT. CLEOPATRA'S VILLA - ATRIUM - NIGHT

About a DOZEN SENATORS are present - their chairs arranged in a semi-circle (senate-like) about that of CAESAR..

ANTONY sits at one end of a row. He is nearest to CLEOPATRA - who sits discreetly apart from the group. She listens impassively..

Continued

222 Cont.

Caesar paces before the senators:

CAESAR
Believe me. I have lived enough, whether for nature or for fame. I want no more meaningless titles served up to me, one after the other, in the hope of filling - how did you put it, Cicero? - 'Caesar's belly that has no bottom, his one long pipe for digesting the world..'

CICERO
Those are not my words.

CAESAR
The meaning is yours! My insatiable ambition, this bottomless belly - all of me, my life, has been and is Rome! 'Dictator' .... 'Great Caesar, be our Dictator for Life - beyond Life if you will' - but take care lest you appear to dictate! Do I quote correctly, Cicero, your remark in opposition to my new calendar - 'Caesar, not content with ruling the earth, now wishes to rule the heavens..'?

CICERO
I said you now wish to regulate the stars..

CAESAR
Rule or regulate, stars or heavens, words, words! Caesar must <u>wish</u> what needs <u>commanding</u>! To drain the Pontine Marshes, to free Rome from malaria - to fill my belly? To control the Tiber's floods, to divert its course to improve the harbor of Ostia - to please my ambition? And must I <u>wish</u> roads to be built, libraries for public use, the freemen of Italy to be equal citizens with those of Rome -

CASSIUS
(rising suddenly)
Many of these have merit, Caesar, and merit our approval -

CAESAR
<u>Merit</u> your <u>approval</u>? Is Caesar to come before the Senate each day, like a schoolboy with his lessons - now passing, now failing..?

Continued

222 Cont. 1

CASSIUS
Do you suggest that the Senate no longer deliberate the welfare of Rome? Do you suggest an end to the process of Roman law?

CAESAR
I must be the law! And my word must be the welfare of Rome! Else take from me this meaningless title of Dictator! I have carried a sword for too long. I cannot now pretend with an empty scabbard..

Wearily, he sinks into his chair. Cleopatra and Antony exchange glances. He starts to his feet - but BRUTUS has risen:

BRUTUS
(calmly)
Surely Caesar must recall the symbolic nature of the title 'Dictator' at the time it was conferred upon him. It was to honor Caesar above all men - to indicate the gratitude of Rome for Caesar's triumphs in its name..

CAESAR
(quietly)
Brutus, I recall them well, those triumphs. Do you?
(he rises again)
Pharsalia for one. When you trembled in Antony's hand, when Antony was hot to separate you from your head - with just cause - it was by my command that your life was spared. There was no deliberating body, it was not by my wish but by my command - my dictate, if you will! - that you stand here tonight dribbling virtue out of the corners of your mouth! Sit down!

Brutus, pale with humiliation, sits. There is a pause. Caesar presses at his nose. Antony now rises in his place. Caesar paces - aimlessly, vaguely..

CAESAR
No. I want no more meaningless privileges or considerations - no more honors designed to pacify me. I would far rather have nothing, remain what I am at heart - an humble man, anxious only to serve..

Continued

222 Cont. 2

CAESAR (cont.)
(he pauses at the statue of Cleopatra)
...why are the eyes of a statue always without life?
(to the group)
Have any of you seen the Nile? Spare yourselves the journey. She carries it within her eyes..

The Senators look to Cleopatra. She looks down at her hands. Antony speaks up:

ANTONY
(quietly)
I suggest, Caesar, that the hour is late -

CASSIUS
(a murmur)
Very late - for Rome..

But Caesar has heard. He whirls on Cassius..

CAESAR
I was speaking, Cassius! I was - where was I..?

CICERO
(drily)
Anxious to serve..

CAESAR
(vaguely)
Yes. I have served. I have served for all of my life.
(he makes his way back to his chair)
I have won for Rome more than half of the world. Most of you here owe your honors and your fortunes to me. And now I want you to do as I say. You will appoint me Emperor of Rome.

He sits. He has made his demand quietly, almost sleepily - his eyes half closed. Several senators start to rise - at a glance from Cassius, they sit again..

ANTONY
There is no need to resume your seats..

They rise, prepare to leave. Antony continues, to Cleopatra:

Continued

222 Cont. 3

ANTONY
May I, on behalf of all, once again thank you, Gracious Majesty, for your hospitality?

Cleopatra nods. Caesar does not stir. The senators go. Some say goodnight to Cleopatra, (Brutus, for one). Some do not..

Caesar, Antony and Cleopatra are alone. For the first time she rises. Antony crosses to Caesar..

ANTONY
They resent being summoned here - for meetings more properly held in the Senate..

CAESAR
Resent it...do they? I cannot understand - that the eyes of a statue must be always without life..

He rises, goes once more to Cleopatra's statue..

CLEOPATRA
They resent me. My presence in Rome. To flaunt me like this - they can use it to keep from you that which is already yours -

CAESAR
- by divine right. Isn't that so?

CLEOPATRA
Yes. It is.

CAESAR
(nods)
By divine right. We shall have the Senate, in its deliberations, deliberate that..

He turns abruptly, goes out. Antony starts after him, pauses. He turns back to Cleopatra..

ANTONY
Are you quite sure what it is - you want so desperately?

CLEOPATRA
I have always been sure. I have never been as sure of anything else..

ANTONY
And Caesar..?

Continued

222 Cont. 4

CLEOPATRA
Does anyone speak for him?

ANTONY
No. Good night..

CLEOPATRA
Good night.

He goes out. Cleopatra is alone. Thoughtfully, she strolls toward her statue - looks absently at it - then exits abruptly. SERVANTS start extinguishing the lights..

223 CLEOPATRA'S BEDROOM - AND TEMPLE - NIGHT

The temple - a replica of the one in her Palace - adjoins her sleeping quarters..

CLEOPATRA enters her bedroom. EIRAS and some HANDMAIDENS wait to disrobe her..

CLEOPATRA
The high Priestess. Have her come at once..

Eiras bows, and hurries out. Cleopatra, herself, removes the ornamentations she wears..

She crosses to open the doors of the temple. She enters, kneels before Isis, and awaits the coming of the High Priestess..

DISSOLVE:

224 EXT. FORUM - TEMPLE OF VENUS GENETRIX - DAY

The Forum, in bright sun, in the b.g. In the foreground, CASSIUS, DECIMUS, CIMBER - and BRUTUS. They stare up at the finished statue of Cleopatra which has been placed among the columns..

Brutus, increasingly distraught, is the target of what the others say..

CIMBER
Tell me, Brutus - is it proper to stand before this new goddess which Caesar has set here in the temple?

DECIMUS
Or should we, as Romans, kneel before his Egyptian whore?

Continued

224 Cont.

CASSIUS
Not yet! See there - where room has been left for another deity? When the God Caesar stands beside the Goddess Cleopatra, then Rome will crawl before them both..

BRUTUS
When that day comes - if it comes..

CASSIUS
(sharply)
You heard his demand that we make him Emperor..

BRUTUS
Once - that one night, and it was his sickness..

DECIMUS
His sickness grows worse - and in the end, will kill us all..

CIMBER
Only once has he asked to be made Emperor - but he has since decreed himself a God - !

CASSIUS
Emperor and God - no longer just king, but Emperor and God! Brutus, open your eyes!

BRUTUS
(tortured)
What is it you want? What do you want of me!

CASSIUS
When the people of Rome think upon the honor of Rome - they think upon one man. He is Brutus. By that honor and the responsibility you carry - Brutus, save Rome from Caesar!

BRUTUS
You cannot ask me to destroy him!

CASSIUS
Then let Caesar destroy Rome..

Brutus looks from one to the other. Suddenly, he turns. He runs down the temple steps, out into the Forum..

DISSOLVE:

225 EXT. CLEOPATRA'S VILLA - GARDEN - DAY

CAESAR, in purple toga, seated on a marble bench. Before him, dressed the same, is CAESARION, alert with attention. Both wear laurel wreathes; both carry ivory sceptres. The child follows Caesar's direction..

CAESAR
Now then - walk like a King. Head up - listen to them cheer! You take your throne - they kneel - you bow right and left - now an angry glance at someone who has displeased you - very good, I tremble - see me tremble?
(sternly)
Don't smile. Not when they're trembling. It makes them stop..

From the Villa - /LIBRARY/ - CLEOPATRA watches. Touched by Caesar's adoration for his son; concerned by the nature of the games he plays..

CAESAR
Now the prisoners are dragged before you one by one - this one has no power anywhere and therefore means nothing, and you wish to be known as a noble ruler. What do you say?

CAESARION
I pardon you.

CAESAR
Louder, boy. If you are going to pardon someone, you want it known!

CAESARION
(loudly)
I pardon you!

CAESAR
And now - who comes here? Once your friend. You trusted him, and he turned against you. He has power, wealth, and family. He kneels and looks up at you, his eyes watery like a loving dog. He begs to be your friend again, to have you trust him again - and then? What then, little king?

Caesarion draws his finger down across his neck with an unmistakeable slash. Caesar laughs with pleasure, sweeps the boy up in his arms as the school for Kings is adjourned..

226 CLEOPATRA'S P.O.V. - THE GARDEN

ANTONY rides in. His horse is taken by A SLAVE. Antony hurries to Caesar, exchanges a word or two with him. Smiling, Caesar puts down the child who runs to CHARMIAN. Together, the two men come toward Cleopatra..

227 INT. VILLA - LIBRARY - DAY

CLEOPATRA awaits their entrance. CAESAR and ANTONY both in high spirits..

CAESAR
Antony has just come from a meeting of my friends, with good news - tell her. No. Let me...
(with quiet pride)
Tomorrow, at the Senate - Lucius Cotta will move that I be made King. It will pass..

CLEOPATRA
(bewildered)
I don't understand..

CAESAR
King of Rome..

CLEOPATRA
And it will pass..?

CAESAR
(nods)
These past months - these dreary months of pity and scorn for the sick and crumbling Caesar - I have quietly enjoyed one of the few privileges of being Dictator. I have been appointing senators. Slightly more than half the Senate has, of the moment, been appointed by me..

CLEOPATRA
(smiling)
Once more the army of Mithridates - on its way all the time...

She goes into his arms. He smiles proudly..

CAESAR
It will pass. And tomorrow, the Ides of March, a day to be remembered - the senate will declare me King of Rome..

ANTONY
(quietly)
King, yes. But not of Rome..

Continued

227 Cont.

Caesar turns slowly..

CAESAR
Not of Rome? What are you saying?

ANTONY
They are prepared to offer you: King of the Roman Empire - outside of Italy..

The blow hits Caesar hard. He slumps into a chair..

ANTONY
They're afraid, Caesar. Even your friends. Afraid of the people. Perhaps in time -

CLEOPATRA
To be afraid of - the people. To waste time - on the people..

She turns away..

CAESAR
King of all - but Rome? What else is there? The mud huts of Gaul? The caves of Britain?

ANTONY
The whole of the empire. Outside of Italy..

CAESAR
They offer me what I have already conquered - bribe me with my own triumphs. I will not accept..

Cleopatra turns back, slowly..

CLEOPATRA
King of the empire - outside of Italy. They mean it to be an empty gesture - another title to please your fancy and flatter your ego..

CAESAR
Nothing more..

CLEOPATRA
(to Antony)
But it will pass..?
(Antony nods)
Then accept it, Caesar!

Continued

227 Cont. 1

CAESAR
I have never before settled for half a victory..

CLEOPATRA
Nor will you now!
(driving at him)
Caesar, mighty Caesar, all I can say to you is whqt you have taught to me! Take a little, then a little more, until finally you will have it all! Let them declare you King - even if it is only of a tree in Asia Minor - the rest will come to you!

CAESAR
(shakes his head)
To re-do once more everything I have already done - to reconquer once more what I have conquered over and over again - I am too tired for that. I am Caesar! I cannot relive my life to prove my existence..

Cleopatra must make him rise to this one last all-important challenge. It is the only chance for her - and him - and the Great Design..

Most important is Antony's reaction. For the first time, Cleopatra stands unveiled before him. He is hit, by a one-two punch from which he never recovers. First, the vision of power and conquest which her words present to him - and second, the special glow which Cleopatra's ambition lends to her beauty..

CLEOPATRA
It's what you have never done, what you never conquered that waits for you! The great legions of Rome in the outer empire that will become your legions - the gold, the power of Egypt, your Egypt - Caesar, you can conquer and hold the world as your own! Won't you understand - Kings are not elected! Gods are not elected!

Caesar lifts his eyes to hers. But before he can answer:

Continued

227 Cont. 2

ANTONY
(almost hypnotically caught)
Why - why, then, not only Rome - but this whole peninsula of Italy upon which Rome stands must fall into your hand like a drop of sweat! Let them make you King of whatever they choose - wherever they choose! Let me serve with you - my legions with yours - together we'll conquer for Caesar a world beyond the wildest dreams of even Alexander! Take however little they offer you - in the end, you'll have it all..

And equally important, here, Antony's instinctive understanding of her ambitious goal - his youth and power - and his emotional invocation of Alexander - creates within Cleopatra a new estimation of Antony..

CAESAR
(as if not having heard)
Have they forgotten those many hard winters in Gaul? Those many hard marches through Spain? Rome. What was Rome when Sulla died..? When Crassus lost the armies in Parthia? These same men came after me through the streets, howling like frightened dogs - 'Caesar, save us'! They would have made me King, then. But I would not let them, then...

Suddenly, from the garden - A SCREAM. From Charmian. A dull THUMP - as from a heavy object falling..

CLEOPATRA
(a cry)
Caesarion!

Antony is first out, sword drawn - followed by Cleopatra and Caesar..

228 EXT. VILLA - GARDEN - DAY

CHARMIAN is seen hurrying CAESARION away. APOLLODORUS and some HOUSEHOLD GUARDS stand over a BODY lying near the garden wall..

ANTONY, CLEOPATRA and CAESAR hurry over..

Continued

228 Cont.

APOLLODORUS
It was thrown over the wall. It's not a pretty sight, it might be better if Her Majesty -

But Cleopatra approaches with Antony and Caesar to look down. Antony turns the body over..

It is TITUS. Viciously murdered..

CAESAR
Titus - the money lender. Why would anyone kill him - as savagely as this - and bring him here?

CLEOPATRA
(quietly)
Poor old man, he wanted those few remaining years..

CAESAR
(insistent)
Why would they kill Titus?

CLEOPATRA
Why? He was in my pay. Obviously, I am being warned. Perhaps I am next..

CAESAR
They dare to threaten you..
(to Apollodorus)
Caesarion. Where was my son when this - ?

APOLLODORUS
Not far away. It frightened him..

Caesar purses his lips characteristically...he is at this moment suddenly once more the Caesar who surveyed the market place of Alexandria from his galley. The threat of physical harm to Cleopatra - and particularly his son - has been the catalyst. He turns to Antony:

CAESAR
Lepidus. How many legions has he now?

ANTONY
Fifteen, perhaps more..

CAESAR
Where?

Continued

228 Cont. 1

ANTONY
Scythia..

CAESAR
We shall dine with Lepidus tonight, you and I. We shall talk of armies and battlefields - and lists of men to die. And tomorrow in the Senate - let them offer me so much as the sands of Libya as my kingdom. I shall accept..

He smiles quickly at Cleopatra, and goes. Stunned by the swiftness of his change, she watches him. Then, as Antony starts to follow, she calls out:

CLEOPATRA
Antony!

He pauses. She goes up to him..

CLEOPATRA
Tomorrow. Is there a chance - can any harm be done to Caesar?

ANTONY
(smiles)
In the Senate? Hardly likely..

CLEOPATRA
Stay by him..

ANTONY
I always do..

He goes off after Caesar. Cleopatra is alone in the garden. A SUDDEN GUST OF WIND. Some leaves and twigs scatter across the ground. Cleopatra shivers. She glances at the sky. A DISTANT ROLL OF THUNDER. A few drops of rain. Cleopatra walks into the house. Again the wind. Again thunder. More rain..

DISSOLVE:

229 EXT. THE ROMAN SKIES - NIGHT

A frightening awesome thunderstorm. Sheets of lightning flash across the skies, deafening thunder-claps, a torrent of rain..

230 INT. BRUTUS' HOUSE - NIGHT - STORM

THE CONSPIRATORS listen to METELLUS CIMBER - who reports to them. He is soaked through by the STORM, which continues. CASSIUS pours drink for him..

Continued

230 Cont.

CIMBER
Cicero is still there - at the house of Lepidus - he can tell you that every word I say is the truth..

CASSIUS
We do not doubt you, Cimber..

CIMBER
Not for a long time have I seen or heard Caesar like this. Cold. Icy cold..
(he swallows)
Whether from the storm or him, I cannot stop shaking..

BRUTUS
Caesar said only that he would be content to be King of all the Provinces outside Rome - is that not so?

CIMBER
'Content'? Did I say 'content'? No, he never said 'content'. He would be King of all but Rome, he said, to <u>begin with</u>! Then he spoke with Antony of Antony's legions - and with Lepidus of his - and then of a great expedition he would make..

CASCA
Against Rome?

CIMBER
To capture Parthia. Then a march around the Black Sea, to take Scythia. Then along the Danube to conquer the tribes of Germany...

DECIMUS
And then..?

CIMBER
And <u>then</u>, with an army such as the world has never known - against Rome! To be crowned Emperor - and to name his successor..

BRUTUS
(savagely)
He said all this, do you swear?

CIMBER
And more - upon my life!

Continued

230 Cont. 1

BRUTUS
This vast army, Caesar could not support it! Who would feed and pay his troops?

CIMBER
When Lepidus asked this, Caesar laughed and said -

CASSIUS
(breaking in)
Egypt! He is King of Egypt - have you forgotten, Brutus? And his successor - shall I name for you Caesar's successor!
(to Cimber)
Tomorrow - what did he say of tomorrow?

CIMBER
That he will be whatever king we name - but that then he will demand of the people of Rome - and this they will not deny him - a public coronation...

An instant of silence. All eyes are now on Brutus. Slowly he sinks to a chair, covers his face with his hands..

BRUTUS
(a whisper)
Caesar...Caesar, you leave me no choice..

CASCA
Is Caesar still at Lepidus' house?
(Cimber nods)
One might think the Gods had sent this holocaust for just our purpose. There are enough of us, and more - Caesar could be struck down swiftly in the dark -

BRUTUS
(to his feet)
No! That is the one way in which it must not be done! This is not the haphazard victim of an anonymous assassin! This is Great Caesar, beloved by Rome - and at least one of us - who must die so that Rome may live...
(to them all)
If it must be done, then let us do it - unashamed and unafraid. If the world is to know that it is Rome who will not have a king - then let it be the honorable and open act of free men in the light of day..

Continued

230 Cont. 2

CASSIUS
The light of what day, Brutus? Tomorrow?
(Brutus nods)
In the Curia of the Senate?
(Brutus nods)
And shall we be armed - all of us?

Again Brutus nods. Then he turns abruptly, goes from the room. Satisfied, Cassius turns to Decimus..

CASSIUS
You, Decimus. You will come to Caesar's villa early tomorrow - to escort him to the Senate..
(to Cimber)
...and Cimber. Mark Antony must not enter the Curia with Caesar. On some pretext, you must lead him aside - perhaps to speak of what you heard tonight at Lepidus' house..

CIMBER
I remember something odd. At one point Caesar suddenly asked, of each of us, what manner of death we would choose. And Caesar, when it came to him, looked straight at me and said - 'sudden'. Odd - isn't it?

He smiles..

DISSOLVE:

231 EXT. CLEOPATRA'S VILLA - GARDEN - DAY

Early the next morning. The garden rain-soaked. A tree struck by lightning. Still some wind..

CAESAR'S litter appears. DECIMUS rides alongside. He waits, as Caesar hurries toward the villa..

232 EXT. CLEOPATRA'S VILLA - DAY

CLEOPATRA - as though she had been waiting for him - comes out to meet Caesar. They are both deliberately casual..

CAESAR
I was afraid I'd find you still asleep..

CLEOPATRA
Caesarion is. He was awake most of the night..

Continued

232 Cont.

CAESAR
Did the storm frighten him?

CLEOPATRA
He said not. But it did, I could tell..

There is a pause.

CLEOPATRA
Have you time to come in?

CAESAR
Decimus is waiting. He came by early this morning, expressly to accompany me to the Senate..

CLEOPATRA
Decimus? Has he done this before?

CAESAR
(smiles)
A shrewd politician - he hopes to benefit by arriving with me this day of days..

CLEOPATRA
Keep Antony close by you..

CAESAR
You, too? The ladies of Rome seem to have caught each other's fears this morning -
(off hand)
- like a head cold. Calpurnia... actually pleaded with me, not to go to the Senate at all -

CLEOPATRA
Why? Why would she not want you to go - ?

CAESAR
The bad night, nothing else. She awoke screaming in her sleep - the thunder, the lightning - she had dreamed that she saw me...murdered. That she saw me - or a statue of me - covered with blood..

He pauses. Cleopatra is silent. He continues..

Continued

232 Cont. 1

CAESAR
The servants - as servants will - told her of seeing men of fire in the heavens, of odd happenings in the City, and so forth - strange and solitary birds were seen in the Forum. One flew into the Senate itself - carrying a sprig of laurel which it dropped at the base of Pompey's statue..

CLEOPATRA
Pompey..
(she breaks suddenly, holds him)
Caesar - I'm afraid..!

CAESAR
(firmly)
You must not tell me to stay away!
(more gently)
Shall I, too, be afraid? Shall it be said of Caesar that he gave up the world because of a thunderstorm? That such divinity as there was in him ran before mortal superstition?

CLEOPATRA
(an attempt to make light of her emotion)
It's just that, over the years, we Ptolemys have developed such a sense of - foreboding. I feel that now you need me. And I cannot help you..

CAESAR
Then help me to live - as I have lived. Always differently from the rest - the others, for whom life is merely an endless fear of dying..

CLEOPATRA
(nods)
Your Gods - and mine - go with you, Caesar.
(gently, she kisses his lips)
The world - except for you - is filled with little men..

They smile at each other. Caesar turns to go. He hesitates:

CAESAR
Was there lightning here?

Continued

232 Cont. 2

CLEOPATRA
(indicates)
A tree was struck.

CAESAR
(looks)
A pity. It bore good fruit - that tree..

He goes, the slight wind whipping at his toga. Cleopatra watches until he reaches his litter and is raised up in it. He smiles, waves - and is carried OFF..

Sombrely, Cleopatra turns to enter the villa..

233 INT. CLEOPATRA'S VILLA - DAY

As CLEOPATRA enters. Except for APOLLODORUS, who waits, the interior is empty and gloomy on the gray day. She starts for her bedroom, hesitates as she sees:

234 CLEOPATRA'S P.O.V. - DAY

THE HIGH PRIESTESS. She stands in the open entrance to the little Temple of Isis. Behind her, the Fires of Invocation can be seen..

235 CLOSE - CLEOPATRA

She nods, as if in obedience to a summons. She removes her cloak. Apollodorus hurries to take it from her.

Cleopatra starts toward the Priestess and the Temple..

DISSOLVE:

236 INT. CLEOPATRA'S VILLA - TEMPLE OF ISIS

(The purpose and concept of this sequence of SCENES is to utilize the already-established prophetic powers of the HIGH PRIESTESS and the visionary ritual - in order to present the assassination of Caesar in terms not only of its dramatic physical aspects but, at the same time, the emotional participation of both Caesar and Cleopatra. Individually, and collectively - as if, indeed, she had been present..)

(Thus, optically, at times the ensuing SCENES will play as reality - at times they will have the superimposed unreality of prophecy - until, at the end, they have the simple clarity of historical fact.)

Continued

236 Cont.

(A) THE PRIESTESS - HER ASSISTANTS - INT. TEMPLE

The priestess looks into the fire. There is an hypnotic rigidity in her expression - her eyes are narrowed almost cruelly. Her assistants, for the first time, stare up at the Priestess - frightened..

(B) THE FIRE. (OPTICAL DISSOLVE)

The Priestess' face appears in it...then there is only fire ...then Cleopatra's face..

(C) CLEOPATRA - INT. TEMPLE

She stares into the flames. Suddenly, over the crackle of the fire - there is HEARD the sound of RISING WIND. Cleopatra looks from the fire to the Priestess - her eyes searching...

(D) THE PRIESTESS - INT. TEMPLE

Her lips barely move. She speaks with difficulty..

PRIESTESS
The fire burns, the fire burns.... the winds....the winds of dest - of destruction blow....Rome, mighty and alone...the winds of destruction blow down upon thee! Storms and hail shall cut down wheat....shall cut down birds and living things.... the heavens - and the Gods themselves..

(E) THE FIRE. (OPTICAL DISSOLVE)

(Note: This optical treatment to be followed throughout the sequence).

The Priestess' face appears in it...then there is only fire...then Cleopatra's eyes, staring...then CAESAR, in the Forum -

(F) CAESAR - EXT. FORUM

arriving at the Senate. The wind whips the togas of the waiting senators. DECIMUS helps CAESAR from his litter. CASSIUS, CASCA and BRUTUS are close at hand. They chat for a moment. As they start up the Senate steps, suddenly ANTONY appears. He wears his sword. He takes his place at Caesar's side..

(G) CLEOPATRA - INT. TEMPLE

staring into the flames, smiles in relief. She stretches her hands to the fire as if in gratitude..

Continued

236 Cont. 1

(H) ENTRANCE TO THE SENATE - EXT. FORUM

Mettellus Cimber, who has been waiting, comes up to Antony. He whispers to him urgently, draws him aside. Caesar goes in alone, followed by the conspirators..

(I) CLEOPATRA - INT. TEMPLE

She draws her hands back in alarm..

(J) INT. SENATE

Caesar striding toward the rostrum, followed by the others. A senator throws himself at Caesar's feet, holds his toga to detain him. Behind Caesar - Casca unsheathes his dagger..

(K) CLEOPATRA - INT. TEMPLE

Staring. Her lips moving in prayer..

(L) THE SENATE

Casca stabs Caesar, who half turns to him. Then the others..

(M) CLEOPATRA - INT. TEMPLE

Moaning now, shaking her head as if not wanting to believe..

(N) THE SENATE

Brutus, tortured into indecisiveness, dagger in hand, retreating to Pompey's statue. Caesar, his face streaming blood, shaking loose from the pack around him. Arms outstretched for help, he staggers toward Brutus..

(O) CLEOPATRA - INT. TEMPLE

pleading, as if with Caesar, for help..

(P) THE SENATE

Brutus stands rigidly as Caesar embraces him with bloody arms. Then Brutus strikes home. Caesar piteously mouths the words, "You, too, Brutus - my son.." - and falls..

(Q) CLEOPATRA - INT. TEMPLE

Cries out: "My son!" She throws her arm across her eyes not to see any more..

(R) THE SENATE

The base of Pompey's statue. Caesar's dying hand slides down across Pompey's name, leaving a bloody trail...then Caesar lies still.

Continued

236 Cont. 2

(S) CLEOPATRA - INT. TEMPLE

She, too, lies still. Huddled in a heap beside the pit of fire. The CAMERA MOVES into the flames.

LONG DISSOLVE TO:

237 EXT. FORUM - ROME - NIGHT

Caesar's funeral pyre. The flames in CAMERA FOREGROUND. The SOUND of the POPULACE, chanting over and over: "CAE-SAR! CAE-SAR! CAE-SAR!" many hundreds of voices in unison. /Not unlike the well-remembered massed "Sieg-Heil!"./

Just beyond the pyre, CAESAR'S BODY - covered by a robe. Beyond the body, a step above it - is ANTONY. His sword is drawn. He is sweaty, grimy - and has changed from the toga he wore that morning to battle-dress. He stares out at the mob exultantly, panting from the effort of having aroused them to their present pitch.

(In my opinion we simply cannot risk composing a funeral oration for Antony. It would not only make a critic out of every schoolboy in the English-speaking world, but threaten the very climax of the first half of our film. Therefore, we open this scene just after Antony has swayed the crowd over to Caesar.)

For Antony's last words - which we do not hear over the roar of the mob - the following:

ANTONY
- then burst his mighty heart! And even at the base of Pompey's statue (which all the while ran blood), great Caesar fell. O, what a fall was there, my countrymen! Then I, and you, and all of us fell down - whilst bloody treason flourished over us!

Flanking Caesar's body as it lies upon its wooden bier - some of his LEGIONNAIRES and OFFICERS. Among them, RUFIO..

CAMERA STARTS BACK AND UP. With a sudden movement of his sword, Antony snatches the robe from Caesar's body. The crowd GROANS at the sight. CAMERA CONTINUES BACK AND UP..

ANTONY
(shouting)
Here was a Caesar! When comes such another?

The CROWD'S ROAR drowns out his voice..

Continued

237 Cont.

Caesar's officers gather around his bier. They stoop, and together lift Caesar's body high above their heads. CAMERA CONTINUES BACK AND UP - PICKING UP in the FOREGROUND, some of the crowd hanging on to the temporary structures being erected in the Forum at the time..

Antony mounts a few steps, turns to face Caesar's body and the crowd. The Officers, holding Caesar's body aloft, keep their eyes on him.

Antony signals with his sword. They consign Caesar's body to his funeral pyre...the flames burn brighter..

CAMERA CONTINUES BACK AND UP. The crowd in the Forum below, runs amok. They break tables, chairs, tear apart booths - anything that can burn - and carry it to the fire..

Hysterical women throw their jewels, tear off clothes and consign them in the flames..

In the foreground, those who were perched high above the Forum now descend to join the crowd below. CAMERA CONTINUES BACK AND UP..

All alone, high above the Forum and the flames that cremate Caesar, sagged against a wooden girder, gazing dully down at the scene - is FLAVIUS.

The lonely little figure sinks to his knees. He sobs as though his heart would break...

LONG DISSOLVE:

238 EXT. REAR OF CLEOPATRA'S VILLA - THE TIBER - DAWN

Stone steps and terraces descend to the river below. There is a landing place, from which small boats are being loaded. One boat, larger than the rest, awaits the Queen..

It is early dawn. Across the river, in the distance, against the sky, can be seen the glow of the fire still burning in the Forum.

On one of the terraces, already dressed for her voyage, stands CLEOPATRA. Soldiers of her ELITE GUARD are posted nearby, for her protection. Unmindful of them, and of the SERVANTS who pass by carrying personal effects and treasures - she stares out impassively over the water towards Rome..

APOLLODORUS runs in quickly, from the garden. He wears armor, and is armed. He draws Cleopatra aside to a more secluded part of the terrace. He whispers to her. She nods. He starts back toward the garden.

Continued

238 Cont.

CHARMIAN and EIRAS come down the steps - followed by SOSIGENES who carries the sleeping CAESARION. He carries the child over to Cleopatra. She looks at him, smooths his brow, kisses him. Sosigenes then continues down with the boy..

Cleopatra looks after them - then up at:

ANTONY. He is begrimed, thoroughly exhausted. He descends the steps to the terrace where Cleopatra waits for him..

ANTONY
I would have come sooner. But there was much to do..

CLEOPATRA
And you seem to have done it extremely well..

She looks OFF in the direction of the fire..

CLEOPATRA
Is that where - ?

Antony nods.

CLEOPATRA
In Egypt we build eternal monuments to our dead heroes - here, you burn them like rubbish..
(she holds out her hand)
Good-bye, Antony..

ANTONY
I've brought some of the Tenth Legion - and Rufio - you've nothing to fear.

CLEOPATRA
Nothing to fear. That's no reason for staying..

ANTONY
(wearily)
So much has happened so quickly - suddenly I have the pieces of a broken world to pick up - Caesar - you, running off at night like this...

CLEOPATRA
(sharply)
Do you suggest that I stay? Why - ?

Continued

238 Cont. 1

ANTONY
Don't ask me to be clear about my feelings right now. I'm tired. And with you - even at my best - it is never easy for me to say my meaning..

CLEOPATRA
(bitterly)
But you speak so well, Antony - I've been told how excitingly you read Caesar's will to the sobbing, murdering - free citizens of Rome! Naming as his heir - his greatnephew, Octavian! Was it to prevent this immortal dynasty that Caesar was murdered?

Now Antony is on surer ground. In defense of his actions rather than his emotions..

ANTONY
I knew Caesar's will - and the reasons for it! If Octavian had not been named - how many hours, how many minutes would you and your son have lived, do you think?
(more quietly)
And if Caesar had become truly king - do you believe he would still have named Octavian?

A pause.

CLEOPATRA
In any case - it's over. Caesar - and the dream that was murdered with him. First Alexander's - then Caesar's - now over. Finished.

She holds out her hand again. Antony takes it..

ANTONY
Not necessarily..

Cleopatra winces, smiles..

CLEOPATRA
You're hurting me. That - fist of iron..

He eases his grip, continues to hold her hand..

Continued

238 Cont. 2

ANTONY
First, Rome must be put in order..

CLEOPATRA
Rome, again..

ANTONY
Brutus, Cassius - some of the others - have escaped. They must be hunted down and killed..

CLEOPATRA
And then - ?

ANTONY
And then - in death Caesar must be granted the title and power he was denied in life. Deified, even..

CLEOPATRA
A dead king, a dead God. Safe enough - even for Rome..

ANTONY
Caesarion, as Caesar's son could claim both the title of king - and his deification..

CLEOPATRA
And to what court of law would my son and I take our claim - ?

ANTONY
I will present it, myself - to the Roman Senate..

Cleopatra eyes him for a moment.

CLEOPATRA
Yes. I think you would.
(she smiles)
And after the noble Senators have stopped laughing - do my son and I then make war upon Rome? No. For that a Caesar would be needed...but thank you. I shall remember your kindness to us..

Sosigenes comes up from below, pauses:

SOSIGENES
Your boat is ready now..

Cleopatra nods. He goes on.

Continued

238 Cont. 3

ANTONY
You give up too easily..

CLEOPATRA
Do I - ?

ANTONY
Let me come to Alexandria - and talk more with you..

CLEOPATRA
Whenever you like..

ANTONY
Now, tonight, if I could..

CLEOPATRA
(smiles)
In any case - try to remember..

She withdraws her hand now, leaving in his her kerhhief. She turns, and swiftly descends the steps to her waiting boat. Antony looks after her..

The boat carrying Cleopatra moves off into the river and away..

Antony. Looking after Cleopatra.

(This silent farewell should recall sharply Caesar's departure from Alexandria.)

Antony. Slowly he raises the kerchief to his lips..

On the boat. Cleopatra. She looks down at the sleeping Caesarion. She adjusts the robe which covers him. She tugs at Pompey's ring till it is in view. Ever so slightly, she smiles..

The boat fades from view along the river..

FADE OUT

END OF PART ONE

(I N T E R M I S S I O N)

FADE IN:

239 EXT. ENCAMPMENT - PHILLIPI - NIGHT - STOP-FRAME

Once more, the "frieze" treatment. And once more an historical excerpt in Greek - narrated in English:

NARRATOR
"...and for more than two years did Antony strive against the assassins of Caesar. At last, at Phillipi, in Macedonia, he was able to meet them in battle. Cassius was the first to die, by his own hand, then Brutus and the others.."

The stop-frame is a FULL SHOT- ANTONY (a distinctive cloak over his armor) standing proudly as a laurel wreath is placed on his head by RUFIO.

240 The stop-frame moves into action:

We are in the midst of a victorious, carousing army. A skin of wine is passed from man to man - to Antony. He throws his head back and drinks it down, to the cheers of his men..

241 MOVING - ANTONY AND GROUP

Accompanied by RUFIO and some OFFICERS, he makes his way through his army. Here is Antony at his peak as a Roman general - and man. He oozes power and confidence as he walks - free and easy with his adoring men - drinking with one - joking with another - stealing a kiss from still another's whore. He can do no wrong - he is one of them..

His manner changes as they approach an isolated black-draped tent. Antony regards it for a moment. He enters the tent alone..

242 INT. TENT - NIGHT

The body of BRUTUS lies on a crude plank table. A scrawny GUARD leaps to his feet and salutes as ANTONY enters..

Antony crosses to look down at Brutus for an instant. He takes his cloak from his shoulders and drapes it over the body. He glances briefly at the guard. He goes out..

The guard waits an instant. He looks about furtively. Swiftly, he drags Antony's cloak from Brutus's body and stuffs it under his breastplate. He sneaks out the back of the tent..

243 EXT. BACK OF TENT - NIGHT

The guard comes out. MEN move in from the sides; he is grabbed and held by RUFIO. ANTONY walks up, regards him contemptuously:

ANTONY
Did you think you could salute me, wearing the ring of Brutus - and not have me notice?

Brutally, he tears Brutus' ring from the guard's finger. The cloak slips into view; Antony yanks it out. He turns to the assembled LEGIONNAIRES:

ANTONY
What punishment for a Roman who betrays the good name of our legions - ?

A LEGIONNAIRE
The gauntlet! The gauntlet, Mark Antony!

The men yell their approval..

ANTONY
Take him..

Rufio shoves the guard over to the legionnaire. Quickly the men form a double lane, about six feet apart, armed with battle-axes, maces, etc..

Antony hands the cloak and ring to an OFFICER.

ANTONY
Have Brutus buried in my cloak. Give him every honor..

The officer salutes and leaves. Antony turns to Rufio:

ANTONY
Should Brutus, dead, still value honor so much? He lived so intimately with it. And in the end, honor - like an over-possessive wife - smothered him..

RUFIO
Speaking of over-possessive wives -

ANTONY
(smiles)
I know. Octavian..

They stride off..

Continued

243 Cont.

The gauntlet has been formed. The guard is shoved into it. He runs, literally, for his life - both sides striking at him. Then they close in - hiding him from view..

244 EXT. OCTAVIAN'S TENT - NIGHT

In another part of the encampment. Octavian's insignia mounted before the tent. There is no carousing here, no rejoicing. The atmosphere is cold, correct and efficient..

Once more, ANTONY leaves RUFIO and his officers outside. As he enters the tent alone, he is saluted with flourish and precision by Octavian's GUARDS. He returns the salute carelessly..

245 INT. OCTAVIAN'S TENT - NIGHT

The interior is spotless - and as austere as the exterior. Even the amphorae of wine are lined up neatly..

OCTAVIAN, propped up by cushions, lies ill on a cot. AGRIPPA and TWO OFFICERS at his side..

Antony speaks as he enters..

ANTONY
The fighting's over, we've won it all -
(at the bed)
- your health should improve quickly now..

OCTAVIAN
Even if I were to die, my place was with you on the field -
(to Agrippa)
You were wrong in preventing me -

AGRIPPA
(to Antony)
Caesar was too ill to sit his horse -

ANTONY
Caesar? Ah yes, I keep forgetting..

OCTAVIAN
(defensive)
I have inherited the name. I have made it mine..

Continued

245 Cont.

ANTONY
Why not? You will never be confused with - the other one.
(sits on bed)
At any rate, your troops fought bravely - under my command..

OCTAVIAN
Agrippa kept me fully informed..

ANTONY
(to Agrippa)
What were you doing there? The battle was fought on land - between men -
(Agrippa rises angrily)
- not great logs of wood bumping on water..
(to Octavian)
Why did you bring Agrippa? Were you expecting rain?

AGRIPPA
Shall we choose a piece of land, Antony - just you and I?

OCTAVIAN
(softly)
Be quiet..
(to Antony)
There are matters we must talk about....have you an objection to Agrippa remaining - ?

ANTONY
I object to Agrippa at all times.

Agrippa's angry reaction is stifled by a look from Octavian. Followed by the other officers, Agrippa goes out. Meanwhile, Antony finds himself a suitable wine among the amphorae - disturbing their neat pattern. He drinks..

ANTONY
Lying here - indisposed - you must have had time to consider the problem..

OCTAVIAN
(nods)
I think it best to continue the triumvirate. You and I - and Lepidus..

Continued

245 Cont. 1

ANTONY
Lepidus. He pays for your armies, you owe him a great deal - but why must he have so much in return?

OCTAVIAN
So that you and I cannot be accused of dividing the empire. Lepidus is popular - Julius Caesar thought highly of him -

ANTONY
You speak that name as if he never lived....very well. Lepidus shall have Africa and the islands. You, Spain and Gaul. Rome and Italy to be administered by the three of us jointly..

OCTAVIAN
And you - ?

ANTONY
All the rest.

OCTAVIAN
(slowly)
Then, with Lepidus in Africa - and you in the East - bringing order to Italy and Rome will be my problem..

ANTONY
So it seems..

OCTAVIAN
Spain and Gaul are not enough for me - I shall need money - there have been tax riots in Rome already!

ANTONY
So I've heard..

Octavian looks at him speculatively. Then he nods..

OCTAVIAN
Done.

He holds out his hand to seal the bargain. Antony spits into his own hand like a peasant and clasps hands with Octavian.

ANTONY
And done. We two will rule as one..

Continued

245 Cont. 2

OCTAVIAN
With Lepidus. We three..

ANTONY
(grins)
We two-and-a-half..

He spills the rest of his wine on the floor..

ANTONY
If nothing else, Gaul should improve your taste in wines..

He leaves. Instantly, Octavian throws aside his cover - and gets out of bed. He holds the hand which Antony shook as if it ran with blood. He hurries to a water jar, washes the contaminated hand:

OCTAVIAN
Only one. Only one can rule as one..

Doggedly, he scrubs the hand with sand..

246 INT. ANTONY'S TENT - NIGHT

Lush, lavish and disorderly - like Antony, himself..

ANTONY, in high good humor, followed by RUFIO, comes in. During the ensuing, he removes his armor - dropping it where he stands - and pours wine both for himself and Rufio.

ANTONY
(is saying)
Brave men do not fight their battles in bed. Military battles, that is..

RUFIO
A clever one would - with an Antony to fight for him in the field..

ANTONY
Then let him think I won it for him if he likes - I've taken the meat of the empire and left him the bone..

RUFIO
(disagreeing)
The heart. Rome..

ANTONY
Scarcely beating. Political chaos, the treasury bankrupt - now there's a battle to put Octavian to bed and keep him there..

Continued

246 Cont.

RUFIO
And if he wins it? Rome is his..

Antony, wine in hand, has his mind on other matters. He stands before an enormous campaign map of the countries to the East..

ANTONY
The East, Rufio - we have all of it!

RUFIO
What was it Caesar said once - 'Rome is best not left unwatched for too long - like one of your mistresses..'?

ANTONY
(smiling)
Which Caesar?

RUFIO
The only one.

He drinks. Antony drinks with him..

ANTONY
(indicating)
Greece - beautiful dark women with white teeth - then across the Hellespont and into Asia Minor. More beautiful dark women with white teeth..

RUFIO
And where do we find that beautiful gold metal - called gold..?

ANTONY
Persia is covered with it. We'll take it from the Parthians. And on the way - Galatia, Cappadocia, Cilicia - there's a palace in Tarsus..

RUFIO
There's a palace in Alexandria..

Antony turns, looks at him. Rufio is drinking his wine casually..

RUFIO
Women or gold, gold or women - Alexandria has more and better of both than any place on earth..

ANTONY
So I've heard..

Continued

246 Cont. 1

RUFIO
Egypt needs Rome - us - to guarantee her security. Rome - we - need Egypt's gold and wheat..

ANTONY
I'm aware of that..

RUFIO
Egypt's queen has a son. His name is Caesarion..

ANTONY
I haven't forgotten..

RUFIO
I didn't think you had..

Antony pours more wine..

ANTONY
Would she come, do you think - if I summoned her to me?

Rufio shrugs, finishes his own wine. Antony flares with sudden anger:

ANTONY
She came when Caesar summoned her!

RUFIO
There was always some doubt about that..

Antony stares down into his cup..

ANTONY
(thoughtfully)
A lancer came at me today - and as he drew back, I cut off his arm at the shoulder. 'Like Caesar!', I heard someone shout behind me, 'Just like Caesar!' At that moment I hated him..

RUFIO
Hated whom?

ANTONY
The enemy. Who else?

Then, angry again:

Continued

246 Cont. 2

ANTONY
If she has to be dragged in chains, Cleopatra will come when and where I call her!

RUFIO
You speak as if she were that enemy -

ANTONY
The world is full of queens!

RUFIO
(nods)
And some of them beautiful and dark - with white teeth. But only one Cleopatra. Sleep well..

He goes out. Antony, alone, paces moodily. Goblet in hand, he crosses to his campaign trunk, opens it. He takes out the kerchief which Cleopatra left with him in Rome. He fondles it for a moment, then smells it..

ANTONY
Gone. The scent..

He takes a swallow of wine..

ANTONY
And the taste. Gone..

Savagely, he throws the goblet against the tent wall..

DISSOLVE:

247 EXT. TEMPLE OF ISIS - ALEXANDRIA - DAY

A short RELIGIOUS PROCESSION is emerging from it. On the porch of the temple is a golden statue of Caesar, a thin black veil draped across its face. Before the statue, a ceremonial brazier..

As the procession, led by the HIGH PRIEST and HIGH PRIESTESS, passes by the statue, each participant drops an offering into the brazier. It puffs into a colored blaze..

CLEOPATRA follows immediately behind. At her side is CAESARION - now about seven. Then SOSIGENES, APOLLODORUS and RAMOS. Then CHARMIAN and EIRAS - among other court dignitaries..

Continued

247 Cont.

The religious and military part of the procession continues on toward the Palace in the b.g. Caesarion runs to Charmian and Eiras who take him in tow. Apollodorus escorts them..

Sosigenes joins Cleopatra before the statue of Caesar. She is wearing a gold necklace made of coins with Caesar's head on them. She indicates the statue..

CLEOPATRA
Would he have approved, do you think?

SOSIGENES
Definitely. Perhaps the veil of Isis would have bothered him just a bit -

CLEOPATRA
Three years. And Rome remembers him only by the image on a gold coin..

Sosigenes eyes the necklace. They start toward the Mausoleum..

SOSIGENES
Are they those I brought back with me?
(Cleopatra nods)
After all, when Octavian had them struck off - it was to commemorate Caesar's deification..

CLEOPATRA
So that he could inherit Caesar's divinity together with all the rest. Even a dead God cannot rewrite his will..

SOSIGENES
Antony did present Caesarion's claims to the Senate. He kept that much of his promise..

CLEOPATRA
He will keep the rest of it..

SOSIGENES
(doubtfully)
After almost three years since Caesar's death - more than a year since Phillipi - ?

Cleopatra pauses. They have arrived at:

248 EXT. MAUSOLEUM - STAGE NO. 1 - DAY

Work in full progress. At the approach of Cleopatra, the WORKMEN prostrate themselves - then manage to efface themselves completely. APOLLODORUS keeps an eye on the Royal Group. CHARMIAN and EIRAS are with CAESARION. CLEOPATRA indicates a spot to SOSIGENES:

CLEOPATRA
Here Caesar will be. With my statue opposite him, looking toward the sea..

SOSIGENES
(smiles)
Waiting, throughout eternity - for Antony to arrive?

Cleopatra whirls on him suddenly, sharply..

CLEOPATRA
For some time now - you have quietly but obviously disapproved of me! All right, you have my permission and my forgiveness - why?

SOSIGENES
Disapproving is too harsh a word. I have been perhaps - made sad - by what seems to be your - dedication to a dead past, and to your future dying..

CLEOPATRA
Dying - ?

SOSIGENES
This mausoleum - to which you come each day and speak of death as if it were a lover on his way to you..

CLEOPATRA
(smiles)
Of all men, you should know better. What I build here is not an end - but a beginning. This tomb shall mark it. The start of a new history - one world, one people - with Alexandria its capital. Ruled by my son - and his sons - and theirs...

SOSIGENES
Cleopatra's dream..

CLEOPATRA
Alexander's. Caesar's..

Continued

SOSIGENES
Yours, now, alone..

CLEOPATRA
And - Mark Antony's..

SOSIGENES
It is my belief Antony is not one for dreams..

CLEOPATRA
You don't consider him capable of conquering a world - ?

SOSIGENES
(nods)
And incapable of resisting a pleasure..

CLEOPATRA
He's a man..

SOSIGENES
Too much a man. Too little the God you wait for..

CLEOPATRA
(smiles)
From all reports, Antony can't decide which God he is. In Greece, he had himself worshipped as Bacchus..

SOSIGENES
And now, in Asia Minor - he claims descent from Hercules..

CLEOPATRA
Let him pose as any God he chooses. I know that Antony has worshipped at one shrine. That there is one God he dare not play at being - until I say he may. Caesar..

They are at the low unfinished wall facing the sea. She looks out at it..

CLEOPATRA
It's an expensive game - playing at God. More gold is needed than can be squeezed out of conquered territories. Gods require many legions..
(she sits)
Antony will come. He will need Egypt..

SOSIGENES
Egypt is you.

248 Cont. 2

CLEOPATRA
That's what I meant, of course. Antony will need me..

DISSOLVE:

249 INT. ANTONY'S PALACE BEDROOM - TARSUS

Barbaric, lush trappings. It overlooks the harbor.. ANTONY stands looking out over the water. In the centre of the room, seated on a large ottoman, an aristocratic Eastern LADY. She weeps. Without cessation..

Antony turns to stare at her. Curiously, he circles her as she agonizes..

ANTONY
Have you any idea how long you have been weeping? Fantastic. You started this morning, it is almost sundown - you have not eaten or drunk, simply squatted there wailing like a cat. No one has ever wept like you. Are you prepared to stop?
(She does not stop)
Then help me to understand. For someone - even a queen - to blubber on like this, there must be a very special reason. Is it because I don't want you any more?
(She shakes her head)
Because I wanted you in the first place?
(She shakes her head)
Because I am returning you to your husband?
(She shakes her head)
He can keep his throne, tell him - even his horses - rule under Roman mandate - he should be proud of you, you've accomplished your mission..
(she doesn't stop)
You feel degraded, is that it? You can never wash my touch from your Royal skin, you will always feel dirtied by it? Or - perhaps you weep because you will never forget and always want me - ?

RUFIO comes in, quietly. Antony looks over to him.

Continued

249 Cont.

RUFIO
I don't mean to disturb. But there are matters -

ANTONY
We're just finishing. Finished, in fact.

The lady stops weeping. She rises. She crosses to a door. She turns back to Antony..

LADY
Lord Antony, women weep for many things at once - but mostly for themselves. Today I have wept because I could not kill you. And because when you die, I will not be there - to laugh..

She goes out. Antony drinks, and smiles..

ANTONY
When I die, the world - from one end to the other - will echo with the sound of giggling..

RUFIO
You returned her husband's army - and the horses?

ANTONY
We don't need them.

RUFIO
We can't feed those we have. Horses - or men..

ANTONY
If the matters you've come to discuss are to be more reproaches -

RUFIO
(breaking in)
Last night because you liked the food, you presented the cook with a house!

ANTONY
(breaking in)
If I'm to listen to wailing, I'll bring that woman back in!

RUFIO
(breaking in)
A house you don't even own!

Continued

249 Cont. 1

ANTONY
Then buy it!

RUFIO
With what?

ANTONY
Finances. You make my head hurt when you talk of money - change the subject..

RUFIO
(grimly)
All right. News from Rome. Octavian has forced Lepidus out of his command - and into exile..

Antony shakes his head to clear it.

ANTONY
Who has the legions?

RUFIO
Octavian.

Antony puts down his goblet, sits slowly.

ANTONY
I wish I had not drunk so much today..

RUFIO
So do I.

ANTONY
(smiles)
Do I trouble you, Rufio?

RUFIO
Yes, you do.

ANTONY
I'll wager you never found Caesar befuddled by wine. Nothing, no one ever befuddled Caesar..

RUFIO
Antony. The campaign against Parthia will not be an easy one -

ANTONY
How many legions have we left?

Continued

249 Cont. 2

RUFIO
It's hard to tell - none of them up to strength, so many desertions..

ANTONY
Desertions - ?

RUFIO
They haven't been paid in months -

ANTONY
Do you remember when we started into Greece? I lived with them, ate with them - I was one of them - they seem distant to me, now, as if they were a memory..

RUFIO
We must find the gold to pay them - the wheat to feed them - supplies, ships, armor..

ANTONY
(slowly)
And where do you suggest we look for all these?

RUFIO
I thought - perhaps - further to the East..

ANTONY
Syria..?

RUFIO
Perhaps - more to the South..

ANTONY
Ethiopia?

RUFIO
To the North of Ethiopia, I thought..

Antony rises...

ANTONY
I have forbidden you to mention her!

RUFIO
I didn't..

Continued

249 Cont. 3

ANTONY
I will not crawl to her, hand held out like a beggar! Why has she not offered me assistance - ?

RUFIO
Perhaps she doesn't know -

ANTONY
Of course she knows, she knows everything! If only out of gratitude for what I've done -

RUFIO
Perhaps she wishes to express it in person -

ANTONY
Then let her come to me! Am I so much less than Caesar?

RUFIO
Nor is she less than Cleopatra, Queen of Egypt. And you promised -

ANTONY
Queens! Strip them as naked as any other woman - they're no longer Queens..

RUFIO
It is also difficult to tell the rank of a naked general. And generals without armies - are naked indeed..

ANTONY
All right, I'll meet her half way! I'll send <u>you</u> to her. You order her to come to me..

RUFIO
If I am to "order" her, I need not make the journey..

ANTONY
Then "summon" her..

RUFIO
Even worse.

Continued

ANTONY
Then beg, entreat, cajole, find the word you like best - pour perfume, whinny like a stallion if you choose - but see that she comes to me!

RUFIO
And if she doesn't?

ANTONY
You've heard your orders, General Rufio.

RUFIO
(smiles)
I may well spend the rest of my life neither here - nor there. I'll do my best..

He salutes Antony. He goes..

DISSOLVE:

250 OUT

251 CLEOPATRA'S APARTMENT - HER BATH - NIGHT

CLOSE - CLEOPATRA. She lolls luxuriously in her bath. CHARMIAN and EIRAS tend her from the side. Flower petals float on the surface of the water, and sponges with jeweled handles, and a beautifully constructed crystal boat, set with gems and tiny flacons of oil and perfume.

As Cleopatra speaks, the CAMERA PULLS BACK. It discloses a beautiful and large screen set up before the bath. On the other side of the screen - stands RUFIO, attended by SOSIGENES.

CLEOPATRA
(is saying)
I understand your position, Rufio. You must also understand mine. I do not intend to join that long list of Queens who have quivered happily at being summoned by Lord Antony..

RUFIO
(aghast)
Surely I didn't say "summoned" -

CLEOPATRA
(smiles)
You said "invite". He meant "summon"..

Continued

RUFIO
Apart from reaffirming the alliance of Rome and Egypt, he has many matters to discuss with you -

CLEOPATRA
Then let him come and discuss them..

RUFIO
His campaigns have been long and strenuous - all of Greece..

CLEOPATRA
That Greek actress - surely she was no long campaign..

RUFIO
Lord Antony is fond of the theatre..

CLEOPATRA
Half the Queens in Asia Minor - one strenuous conquest after another. Even Herod's wife - that was in Judea, of course..

RUFIO
Your intelligence, as always, is better than the best -

He bows to Sosigenes. Sosigenes bows back.

CLEOPATRA
In any case, I am the Queen of Egypt. I choose to remain on Egyptian soil.

RUFIO
Tarsus is not the other end of the world, Your Majesty..

CLEOPATRA
If it were one step from Egypt, that would be too far..

There is a pause..

RUFIO
He does not - bend easily..

CLEOPATRA
Nor do I. I shall meet with Lord Antony only on Egyptian soil..

Rufio sighs, and bows.

251 Cont. 1

RUFIO
Thank you for your attention, Your Majesty..

He turns to go.

CLEOPATRA
(warmly)
Rufio, old friend - your mission here may not be welcome, but you are. Always..

RUFIO
My lady. A way must be found - a time, a place - to satisfy you both..

CLEOPATRA
(enigmatically)
Must it, Rufio?

Another pause. She leans her head back, closes her eyes. Sosigenes leads Rufio off..

CAMERA MOVES INTO CLOSE OF CLEOPATRA. Charmian looks after the departing Rufio, then down at Cleopatra..

CHARMIAN
What do you think, my Lady? Will Lord Antony come to Egypt?

CLEOPATRA
I think it very likely..

She opens her eyes, reaches out idly to the crystal boat, and takes a flacon of perfumed oil from it. She rubs her shoulders and breast, gazing musingly at the crystal boat..

CLEOPATRA
That necklace. The one I had made of the coins struck in Caesar's memory. We're going on a voyage - and I shall want to take it with me...

She puts the oil flacon back onto the crystal boat, stares at it for an instant, then pushes it away..

HOLD on the crystal boat. It drifts through the petals aimlessly..

252 ANOTHER ANGLE - BATH

as Cleopatra emerges into towels held by her ATTENDANTS. The bath is empty..

253 CLOSE - CRYSTAL BOAT

It floats to the end of the bath, where the water cascades over the sides into the secondary bath below. It is carried over. It crashes...

DISSOLVE TO:

254 EXT. - A PROMONTORY - DAY

A SHEPHERD tends his sheep. He sees something out at sea. He runs toward the edge of the Promontory to see better. He stares incredulously, then with fear - and then throws himself prostrate on the ground..

SOUND of distant music..

DISSOLVE:

255 EXT. TINY VILLAGE - WATER'S EDGE - DAY

A GROUP OF WOMEN, at their washing, beating their clothes with flails. They, too, stare out over the water in amazement. A couple of younger girls run away in terror..

THREE OR FOUR KIDS run into the water to stare. They clap their hands with delight. Then - CAMERA PANNING WITH THEM - they dash up to the village, to tell..

But the OLDER MEN AND WOMEN, emerging from little huts, are already on their way to the shore. Followed by the PRIESTS..

SOUND of the music is closer, now..

256 VILLAGERS P.O.V. - CLEOPATRA'S BARGE

resplendent as it sails by, helped by the rhythmic oars. MUSIC is heard across the water, and clouds of incense rise from burners along the decks. The rigging is decked and garlanded with flowers. Only WOMEN are seen as crew..

257 FULL SHOT - VILLAGERS - DAY

At a signal from their priest, they fall face down to the ground, in submission..

DISSOLVE TO:

258 EXT. HARBOR AT TARSUS - DAY

as Cleopatra's barge moves toward the wharf. The sails are being lowered, but the music still plays, the oars flash, and the water between the wharf and the barge is thick with SWIMMERS and tiny boats..

259 CLOSER - PROW OF BARGE

where SOME HANDMAIDENS throw out coins like the sowing of wheat, for the swimmers to dive after. OTHER HANDMAIDENS strew the water with flower petals..

260 THE WHARF - DAY

TOWNSPEOPLE of all types - some in litters - arrive in great excitement. A deputation of LOCAL DIGNITARIES pushes through to the front..

A SWIMMER climbs up, covered with petals, his cheeks bulging with coins which he spits out into his hand. It is a mistake. Someone jostles the hand and the coins fly in all directions, people scrambling for them. The swimmer, undaunted, dives back into the water..

SOMEONE examines a coin, biting into it. "Gold!" is heard, repeated over and over again. Then the name "Cleopatra"....the crowd presses to the very edge of the wharf to get a better look.

261 EXT. BARGE - RAISED DAIS - WHARF P.O.V.

as CHARMIAN and EIRAS draw aside the diaphanous curtains to reveal CLEOPATRA, in all her splendor. She waves to the crowd in regal fashion..

262 EXT. WHARF - DAY

INTERCUT with the approaching magnificence of CLEOPATRA. Some of the crowd stare, some fall to their knees..

263 INT. ANTONY'S QUARTERS - TARSUS PALACE

CLOSE on RUFIO. At a window - or on a small balcony - staring down. He doesn't believe his eyes..

RUFIO
(wonderingly)
Cleopatra..?
(then, loudly, OFF:)
Cleopatra!

FULLER SHOT. ANTONY runs in to stand beside Rufio, looks down:

264 EXT. BARGE - ANTONY'S P.O.V. - DAY

Over the SHOT, Antony's bewildered:

ANTONY'S VOICE
It is. It must be..

265 INT. ANTONY'S QUARTERS - TARSUS - DAY

RUFIO shakes his head. ANTONY grins in growing triumph..

RUFIO
But she said never - except on Egyptian soil..

Continued

265 Cont.

ANTONY
'Never'. Something women say to begin with..
(exuberantly)
You will welcome Queen Cleopatra on my behalf, Rufio! You will extend my invitation to a banquet in her honor at the Palace tonight..

RUFIO
Under the circumstances, don't you think that perhaps you -

ANTONY
Still not convinced, Rufio? Hurry back - there's much to be done - have someone send the cooks to me!

He pushes Rufio on his way, then fingers the stubble on his cheeks. In the b.g., a GIRL appears in the doorway.

ANTONY
(bawling out)
Barber!
(then he sees the girl)
Guard!

The BARBER runs in, TWO GUARDS right behind.

ANTONY
(to the barber)
Shave me..
(to the guards)
Her - out! And the others, too! All of them!

He turns back to stare down at the barge..

DISSOLVE TO:

266 EXT. WHARF AND BARGE - DAY

The barge is alongside the wharf, but with a stretch of open water between them. The boarding stage is drawn up, keeping the separation intact.

On the deck of the Barge, being fanned by SLAVES as he negotiates - SOSIGENES.

Below, on the dock, his litter nearby - RUFIO.

Continued

266 Cont.

Both men are under the direct scrutiny of the PEOPLE who crowd the wharf - and who look from one to the other, like spectators at a tennis match. Rufio and Sosigenes are friendly but determined..

SOSIGENES
Forgive me, noble Rufio, it is you who do not understand. Queen Cleopatra, at present below in her chamber, is on Egyptian territory - and intends to remain on it..

RUFIO
Most learned Sosigenes, you must forgive me when I point out that this is Tarsus, not Alexandria..

SOSIGENES
You are on Tarsus, noble Rufio. I am on Egypt..

RUFIO
(sharply)
Lord Antony bids welcome to the Queen - she is to be his honored guest at the Palace tonight!

SOSIGENES
Her Majesty regrets..

RUFIO
Lord Antony's patience is not inexhaustible - !

SOSIGENES
Nor is my Queen's!

RUFIO
(wheedling)
Sosigenes, I assure you, tomorrow night Lord Antony will come to her Majesty - but just for tonight...

SOSIGENES
Tonight and tomorrow night - if Lord Antony desires to meet her Majesty, he will come to her, to Egypt..

RUFIO
And if - as he undoubtedly will - he refuses?

Continued

266 Cont. 1

SOSIGENES
In that case, the Queen has ordered that we set sail at once for Alexandria..

RUFIO
And if Lord Antony chooses simply to seize both your ship and your Queen - ?

Sosigenes looks up. Rufio follows his gaze:

267 THEIR P.O.V. - SHROUDS AND YARDS OF BARGE - DAY

A goodly number of EGYPTIAN BOWMEN. Suitably deployed..

268 SOSIGENES AND RUFIO - DAY

Sosigenes smiles over at Rufio..

SOSIGENES
Nothing compared to your legions, of course - but enough for us to set sail when we choose. And there is no Roman fleet this side of the Aegean..

Rufio stares at him, despairingly..

SOSIGENES
Believe me, her Majesty would be sorry to leave. Apart from the pleasure of greeting Lord Antony after so long -
(he raises his voice considerably)
- we have many ships following us carrying gifts which the Queen of Egypt had hoped to present to the good people of Tarsus! Ships filled with wheat for their bread, and oil for their lamps - !

269 GROUP SHOT - DIGNITARIES AND CITIZENS

Listening anxiously..

SOSIGENES' VOICE
Surely Lord Antony would not want these ships turned back - ?

The crowd groans audibly, in agreement..

270 SOSIGENES AND RUFIO

Rufio sighs dejectedly. Sosigenes continues:

SOSIGENES
And as for the Noble Lords and Princes not only of Tarsus but of all Cilicia - as well as Lord Antony and his staff - Queen Cleopatra has hoped to have them as her honored guests at a banquet tonight! Here - on board her ship - on the soil of Egypt, as it were..

The good people cheer - and look to Rufio. He smiles grimly. He's been outmanoeuvred, and he knows it.

RUFIO
I shall do my best, learned friend, to prevail upon Lord Antony to attend..

He raises a hand in acknowledgment to Sosigenes..

RUFIO
And for my part - I am indebted to you for this lesson in diplomacy. Perhaps some day I may return the courtesy..

SOSIGENES
Perhaps. But not this day, noble Rufio..

He smiles and bows. Rufio returns the bow, enters his litter. Sosigenes waves courteously as Rufio is carried from the wharf..

DISSOLVE:

271 EXT. BARGE AND HARBOR - FROM HILLSIDE - NIGHT

A brilliant sight. The barge is alive with lights and decoration. Important: A luminous opaque curtain has been raised about the entire deck, to shield the guests from the eyes of the onlookers on the wharf. The deck itself is dressed for the banquet. The guests have arrived. The music can be heard faintly..

Into the F.G. OF THE SHOT comes RUFIO - dressed in his best. He looks down at the barge, then OFF. He scratches his head, shakes it dubiously. He leans against a tree and waits..

272 EXT. WHARF - TARSUS - NIGHT

EGYPTIAN GUARDS keep a wide lane open through the curious SPECTATORS. The guards each carry two torches; the lane itself is bedecked with flower petals. There are litters in evidence; also richly caparissoned horses, with ATTENDANTS.

The gangplank, richly draped, stretches to the wharf. The crowd, of course, can see nothing of the deck - except through the opening of the gangplank - because of the curtain which masks the activity on board. They can hear the music, however - and the many lights shining through the luminous curtain cast a glow over the scene..

After a moment, SOSIGENES comes out to stand on top of the gangplank. He looks searchingly to his right - and to his left. He scratches his chin meditatively. He goes back in..

273 EXT. DECK OF BARGE - NIGHT

As Sosigenes contemplates the SCENE:

The after part of the deck and the steps to the dais are given over to the elaborately dressed banquet table. Ornately costumed SERVING MAIDS and SLAVES wait patiently..

THE MUSICIANS, perhaps on either side of the lower steps, play on..

Between the banquet area and the top of the gangplank - TWO ODDLY SEPARATED GROUPS. To one side - Cleopatra's HANDMAIDENS, beautifully adorned and dressed. With them, SLAVES carrying enormous trays of drink and tidbits. They stare, confused and bewildered, across the deck at:

The INVITED DIGNITARIES and POTENTATES, richly attired in Eastern panoply. They huddle in little clumps, their backs to the other group. They ignore the passing trays of food and drink..

Between the two groups, APOLLODORUS paces sombrely..

Sosigenes crosses to CHARMIAN and EIRAS.

SOSIGENES
One more try, do you think? To persuade our guests to - ah - mingle?

CHARMIAN
It's no use. They will not mingle - they won't eat or drink until Her Majesty makes an appearance -

Continued

273 Cont.

EIRAS
They're behaving so strangely. As if they were under instructions -

SOSIGENES
No doubt they are. Well... I think you'd better go below - to the Queen..

Charmian nods. She and Eiras leave. Apollodorus, in his pacing, comes abreast of Sosigenes..

APOLLODORUS
Perhaps if you were to propose a toast - the health of Lord Antony - they would drink to it..

SOSIGENES
I have. Individually, and in groups. They bow politely - and watch me drink. The health of Lord Antony is ruining my own; I may not last the night..

APOLLODORUS
Then there's nothing left to do but -

SOSIGENES
(nods)
Exactly. I shall let you know..

He moves on, CAMERA WITH HIM. He crosses toward the look-out perch of the Barge, mounts the steps leading up to it..

274 EXT. LOOK-OUT PERCH - NIGHT

A LOOKOUT keeps close watch on the hills around the harbor. As SOSIGENES comes up, the lookout points to a distant light flashing toward the barge.

SOSIGENES
Is he still there?

LOOKOUT
Yes, my Lord. That light flashing on the hill is one of our signal men..

The lookout indicates.

LOOKOUT
And there, on the wharf...is Lord Antony's spy..

Continued

274 Cont.

Down below, well apart from the crowd on the wharf, is a FOOD VENDOR with a lighted brazier. He uses a pan over the brazier to signal.

275 CLOSE - FOOD VENDOR

as he busily puts the pan over the brazier, then removes it, then replaces it, etc.

276 LONG SHOT - (FROM HILLSIDE) - BARGE AND HARBOR

In the dark shadows near the ship, the flickering light of the brazier is seen..

RUFIO, still looking down. He sighs and turns away, crosses to ANTONY - huddled in a litter - his head poked out between the curtains. Nearby, his mounted HONOR GUARD..

ANTONY
Not yet?

RUFIO
Not yet. It seems pretty clear she's waiting for you to arrive..

ANTONY
I am not going to appear before she does, if I have to sit here all night!

He pulls back inside the curtains, angrily. Rufio goes back to his vigil.

277 EXT. DECK OF BARGE - NIGHT

As SOSIGENES comes down from the look-out perch. He calls out:

SOSIGENES
(loudly)
Apollodorus - !

APOLLODORUS, standing by the POTENTATES, turns..

SOSIGENES
You may announce Her Majesty..!

APOLLODORUS
Yes, my Lord..

He crosses to a place of vantage from which he can address the gathering. Sosigenes gestures to the MUSICIANS. They are silent..

Continued

277 Cont.

THE POTENTATES. They exchange glances of relief and pleasure. A few of them glance across toward the GIRLS - who also react in happy expectation..

APOLLODORUS. Indicating the after companionway - with closed doors - leading below..

APOLLODORUS
(sonorously)
Her Most Gracious Majesty, Cleopatra - Queen of the Two Lands of Egypt!

SOSIGENES. He signals the MUSICIANS. The music flares..

THE POTENTATES and MAIDENS. Thoroughly mingled, they flock toward the companionway..

278 EXT. WHARF - FOOD VENDOR

Excitedly, he removes the cover from his brazier - fans the flames to their highest..

279 EXT. HILLSIDE - RUFIO

He reacts with equal excitement. He runs across to Antony's litter..

RUFIO
(shouting)
The Queen has just made her appearance - !

Antony sticks his head out. He smiles smugly.

ANTONY
Another lesson for you, Rufio, about women. They're too curious to play the waiting game..

He signals. Rufio mounts. The honor guard and litter take off..

280 EXT. BARGE - CLOSE AT COMPANIONWAY DOORS

As APOLLODORUS makes his way through the eager guests crowding up to it..

Apollodorus throws open the doors. He bows. So do the Potentates..

EIRAS appears. Thoroughly overcome by her reception..

POTENTATES. Look of consternation, then resentment..

Continued

280 Cont.

APOLLODORUS. Beside himself with embarrassment..

APOLLODORUS
A thousand pardons, Gracious Lords - !
A terrible mistake - I was informed,
that is, under the impression - oh,
how could such a thing happen?

FLASH OF SOSIGENES. Smiling smugly..

FROM THE SHORE - A GREAT FLOURISH OF ROMAN TUBII!!

POTENTATES. They turn in reaction:

281 EXT. WHARF - NIGHT

RUFIO and the HONOR GUARD ride in, followed by ANTONY in his litter, the curtains pulled back so that all may see him. The crowd cheers. Antony takes his own sweet time, now that he is assured the Queen waits for him..

He descends from his litter, salutes the crowd in regal manner, then with princely bearing and stately step starts up the gangplank to be met by Cleopatra, he thinks..

282 EXT. DECK OF BARGE - NIGHT

All of the Potentates at the companionway are at the opposite end of the ship from the gangplank. They rush to welcome Antony. They greet him effusively, crowding around him, and he acknowledges their greetings with equal effusiveness - still assuming that Cleopatra is among them. But now:

283 EXT. BARGE - NIGHT

High above the deck, appear EGYPTIAN TRUMPETEERS. They let fly with the loudest and most elaborate fanfare of all!

284 ANTONY AND GROUP

They are startled by it. All eyes turn to the direction of the fanfare - just above the now empty open doors of the companionway at the opposite end of the barge..

285 CLOSE - DAIS

This time CLEOPATRA does appear...and a breath-taking sight. Prominently, she wears the necklace made of the gold coins with Caesar's head upon them. She bows graciously toward her guests..

286 HER P.O.V. - ANTONY AND POTENTATES

ANTONY stares at her - his wounded ego forgotten momentarily as he reacts to her beauty..

Continued

286 Cont.

Overcome, the POTENTATES move slowly toward her, drawn like flies to honey. Antony is left standing alone, where he was, near the gangplank..

He glares at RUFIO - who shrugs helplessly..

287 ANTONY'S P.O.V. - CLEOPATRA AND POTENTATES

She never hesitates. She carries the fawning group with her as she makes her way graciously toward Antony..

288 CLEOPATRA AND ANTONY

As they meet. The GUESTS (including the OFFICERS escorting Antony) are gradually herded toward the dining area and their seats..

CLEOPATRA does not hold out her hand; ANTONY does not bow. They simply meet..

CLEOPATRA
Mark Antony. How prompt you are..

ANTONY
If I had not been, it would be unforgiveable of me..

CLEOPATRA
I had hoped I would be here to welcome you as you came on board..

ANTONY
If you had been, it would be unforgiveable of me..

CLEOPATRA
(smiles)
Be more tolerant. Forgive yourself now and then..

They are by now quite alone. Cleopatra looks meaningfully at Antony's arm. He gets the message, raises it. She places her hand upon it. They start toward the dining area, CAMERA WITH THEM..

ANTONY
Almost three years...is it possible that you've become even more beautiful?

CLEOPATRA
Almost three? That long? The time has passed so quickly..

Continued

288 Cont.

Antony's attention has been caught by the necklace.

ANTONY
Your necklace. It seems to be made of gold coins -
(he bends closer)
- coins of Caesar..

CLEOPATRA
Do you find it attractive?

ANTONY
Very.

CLEOPATRA
And I find what you're wearing - most becoming. Greek - isn't it?

ANTONY
I have a fondness for almost all Greek things..

CLEOPATRA
As an almost all Greek thing - I'm flattered..

They have reached the banquet area. The GUESTS stand waiting - the females distributed among the outnumbering males. Behind them, SLAVES and SERVANTS..

289 FULL - BANQUET AREA

CLEOPATRA precedes ANTONY to their own places. She and he, sitting on two wide benches, share a table on the raised dais.

Cleopatra sits. They all sit. SLAVES present silver bowls for the washing of hands..

290 CLEOPATRA AND ANTONY

As they wash theirs. His look is once more on the necklace..

ANTONY
An unusual necklace. Nothing but gold coins of Caesar. How did you come by it?

CLEOPATRA
(casually)
I had it made. I wear it always..

And just as casually, she turns to look OFF. She nods her head in signal:

291 CLOSE - APOLLODORUS

He's been awaiting it. He looks toward the forward companionway - and strikes a gong..

292 EXT. COMPANIONWAY DOORS - (FORWARD)

The doors fly open. The procession of food commences. There are platters, bowls, trays, planks and carrying devices of all sizes and materials - supporting a staggering array of dishes. Carried by slaves, and - where necessary - by two or more..

Roast meats and fowl of every description; a great variety of beautifully garnished fish; entire suckling pigs, lamb, boar, etc. An overwhelming parade of dishes..

293 FULL - THE BANQUET AREA

Some of the dishes are placed within the greedy reach of the guests. Some are passed so that they can cut off their own helpings. In any case, there is an instantaneous and ferocious attack upon the food..

294 GUESTS - CLOSE PANNING

Along the groaning boards - as the food is devoured. The guests eat only with their hands, of course. From time to time they wash or wipe them..

One POTENTATE has his costume loosened; ANOTHER tears apart a bird, wipes his hands on his plumed hat. ONE bites off an unwanted piece, spits it to the deck. ETCETERA. A sequence of mounting gluttony. No conversation. Just eating..

295 CLEOPATRA AND ANTONY - CLOSE

CHARMIAN sets a small covered dish before her. On it, some chicken cut in small pieces. Antony helps himself liberally from several platters.

Charmian then pours wine for Cleopatra. As she moves to Antony, he inverts his glass. Cleopatra makes no comment..

ANTONY
A fabulous feast..

CLEOPATRA
One is so limited when one travels by ship -

ANTONY
This fabulous ship -

Continued

295 Cont.

CLEOPATRA
A little the worse for wear, after our strenuous trip. But, like Egypt, it goes on..

ANTONY
Together with its queen. The fabulous Cleopatra..

CLEOPATRA
The name of Mark Antony is not exactly unknown to the world. In just the year or so since we last met -

ANTONY
Almost three..

CLEOPATRA
By now you've become - one-third the Master of Rome...

She leans forward to drink. The gold necklace tinkles against her crystal goblet..

ANTONY
(bluntly)
You don't permit yourself to forget him, is that it?

CLEOPATRA
Forget whom?
(his look is at the necklace)
That's an odd way of putting it - 'don't permit myself'...

ANTONY
You find it necessary to wear him around your neck -

CLEOPATRA
(candidly)
What else is there for me to remember? You forget, Antony, in these - almost three years - how full your own life has been. When life is full, perhaps forgetfulness is easier..

ANTONY
These can't have been uneventful years for you. To rule Egypt alone -

Continued

295 Cont. 1

CLEOPATRA
Oh, they've been busy. But not full. There's a difference. There are not enough hours in the days of a Queen - and her nights have too many..
(she smiles)
And so I fill them with memories..

ANTONY
Of Caesar..

CLEOPATRA
(nods)
And of a dream - which almost came true..
(she takes up her glass once more)
Once you dream that dream, no other can take its place. You may remember..

She drinks. She sets her goblet down.

ANTONY
I remember - that night - saying it could still come true..

CLEOPATRA
You said so much that night - to so many..

CHARMIAN approaches. She refills Cleopatra's glass, then moves to Antony..

CLEOPATRA
My Lord Antony is not taking wine..

Antony turns his goblet right side up.

ANTONY
You have a confused memory of me. I do take wine..

Charmian pours. His eyes on the necklace, Antony drinks..

296 CLOSE - SOSIGENES AND RUFIO

Surrounded by chomping, greasy, greedy GUESTS..

Sosigenes eats only raw vegetables, which he scrubs or peels carefully. Rufio eats not at all. He drinks gloomily..

Continued

296 Cont.

RUFIO
(morosely)
Bringing along boat-loads of wheat and oil for the common folk. She learned that from Caesar..

SOSIGENES
True. But you have all come to her - on Egyptian soil. Nobody taught her that..

TWO SLAVES, carrying a spitted lamb, pause by him. Sosigenes waves them on, crunches into a carrot. CAMERA MOVES with slaves, passing some GLUTTONS, to rest on:

297 CLOSE - EIRAS AND FAT POTENTATE

THE FAT POTENTATE, too full of wine, has grown amorous. He has pulled EIRAS from her ottoman on to his own. Terrified, she squirms helplessly on his knee as he nuzzles her..

298 CLEOPATRA'S TABLE

APOLLODORUS stands beside CLEOPATRA. She whispers quickly to him. He nods. CAMERA FOLLOWS HIM as he goes. ANTONY by now has given up eating for drinking..

299 EIRAS AND FAT POTENTATE

As APOLLODORUS approaches. Seemingly by accident, he kicks the ottoman out from under the Potentate. As he hits the deck, Apollodorus helps Eiras up and watches her scamper off. He then bows in deep apology to the Potentate..

300 CLEOPATRA AND ANTONY

He lifts his wine in appreciation..

ANTONY
Well done. Brother to the King of Cappadocia. Ill-mannered. Should have waited until after dinner - when the sweets are passed..

CLEOPATRA
Even then. And even for the brothers of kings - some dishes are out of season..

The wine has emboldened Antony. He finishes his goblet, leans toward her:

Continued

300 Cont.

ANTONY
Let me get rid of them all for you..

CLEOPATRA
Why? I have arranged an entertainment - some dancing..

ANTONY
If I make a great show of going - they'll have to go, too. Then I can return..

He crosses to sit beside her, on her bench. She makes room politely - continues to look out over the guests..

ANTONY
And we can talk alone - you and I..

CLEOPATRA
When would you return?

ANTONY
In an hour. No more than two..

CLEOPATRA
And how long would you stay - ?

ANTONY
Until we had nothing more to say..

CLEOPATRA
Are you a strong swimmer? We sail at sunrise..

(As the scene mounts in tension, they speak in increasingly sharp whispers - after the fashion of prominent folk in public squabbles..)

ANTONY
(slowly)
I don't understand..

CLEOPATRA
Home to Alexandria, to Egypt..

ANTONY
Then you've come all this way - for just this one night. All this way - to make a fool of me..

CLEOPATRA
(sudden sharpness)
Make a fool of you? Before whom? These fools - ?

Continued

300 Cont. 1

ANTONY
Princes, kings - rulers who respect the name and authority of Rome!

A glassy-eyed GUEST rises suddenly. He raises one hand with a glass, the other holding a leg of lamb.

GUEST
Hail, Cleopatra!

Cleopatra lifts her glass in response..

CLEOPATRA
Of anyone who will feed them! A pack of greedy swine content to eat themselves into captivity! Are these the conquests by which you wish to be remembered? Is this to be the limit of your world, Antony?

ANTONY
Then why have you come?

CLEOPATRA
Perhaps you'd feel less a fool if you stayed the night with me - is that it?

In despair now, Antony empties Cleopatra's goblet..

ANTONY
I have told you this before. With you - words do not come easily to me. There is too much unsaid within me that I cannot say -

CLEOPATRA
Then I cannot know it..
(Charmian appears suddenly at her side)
What is it, Charmian?

CHARMIAN
Forgive me, Majesty. One of the guests has been hiding jeweled goblets in his sleeve. He's taken eleven..

Cleopatra gives Charmian the goblet in front of her..

CLEOPATRA
With my compliments - he's to make it an even dozen..

Charmian leaves with the goblet..

Continued

300 Cont. 2

ANTONY
You know as well as I - there is much unsaid within you, too..

CLEOPATRA
That is probably true of everybody..

ANTONY
Stay for a while. I have known you so long - but so little. Give me time..

CLEOPATRA
Not I - not Egypt and Rome together - not even the Gods have time to give you. But, Antony - use what you have. It goes so quickly. Don't waste it playing at God here in Tarsus - while Octavian becomes a God in Rome..

She rises abruptly. She crosses to take Antony's seat. He doesn't look after her. He reaches for a fresh goblet and fresh wine. He drinks..

DISSOLVE:

301 EXT. BARGE DECK - NIGHT

It is much later. The tables have perhaps been either taken away or re-arranged; the guests are sprawled out in a rough semi-circle to provide more room for the entertainment..

The lighting, too, has changed. It is now subdued. There has been, and is, a great deal of drinking. Some amorous activity..

An entertainment is just finishing in the open area before the steps leading to the dais upon which Cleopatra and Antony are seated. It should be male - perhaps a wrestling match, or Egyptian sword-dance. Half-hearted attention from the guests..

302 CLEOPATRA AND ANTONY - DAIS

Seated as before; she on his bench, and he on hers. CLEOPATRA watches the proceedings with an air of apparent enjoyment. ANTONY, half-slumped on his bench, is very drunk - and on the verge of anger. He drinks mechanically - and when his goblet is empty, Cleopatra graciously indicates that it be refilled..

In the b.g., CHARMIAN, SOSIGENES and APOLLODORUS..

303 FULL - PERFORMING AREA

The male performance comes to an end. The participants bow before Cleopatra, then run OFF - into the forward companionway..

As they go OFF - from the forward decks, GIRL DANCERS wearing exotic bird-head costumes burst into the performing area. They begin a slow erotic dance, gradually increasing in tempo, centered about a male dancer costumed as an exotic cock-bird. One of the girl dancers should be particularly alluring and emphasized..

304 CLOSER - CLEOPATRA

She darts a look at the sulking Antony - then makes an almost imperceptible signal to the particular dancing girl..

305 CLOSE - DANCING GIRL

She breaks away from the others, and directs her dance at Antony himself, deliberately provoking him.

306 WIDER ANGLE - GROUP

as the guests and Antony's men become conscious of the girl luring their commander. They enjoy the idea hugely..

307 CLOSE - CLEOPATRA AND ANTONY

He pays no attention. Delicately, Cleopatra reaches over to prod him. He looks at her foggily. She draws his attention to the beautiful dancing-girl. Antony focuses on her..

Then - as much to flaunt Cleopatra as to seek an outlet for his own stifled passions - Antony throws back his chair and gets up. Fortified by one last swig of wine, he joins the girl in her dance - to the astonished delight of the onlookers.

308 ANTONY IN THE DANCE

As he pursues the girl who lured him. She dances away swiftly - and the other dancers whirl and turn Antony continuously as he gives chase to her...

309 CLEOPATRA - CLOSE

Smiling appreciatively, she watches for a bit..

Then she rises quietly from her seat, signals that there is to be no cessation to the festivities, and leaves through the companionway at the rear of the dais..

CHARMIAN follows her, of course..

310 MEDIUM - ANTONY AND DANCERS

as he continues, whirling and being whirled, until at last he catches the girl who taunted him. For a moment they dance together in a frenzied, erotic ad-lib. Then, suddenly - Antony forces the girl to her knees and whips out his dagger. The audience watches with some apprehension. Savagely, with a swift movement, he slashes the throat of the peacock-head. There are a couple of screams from the onlookers. Antony laughs, tears open the slash he has made, pulls back the peacock-head - and reveals the laughing face of the dancer. The spectators now cheer his consummate skill. Triumphantly, he kisses the dancing girl - then whirls to face Cleopatra..

She is not there, of course. She hasn't even seen it. There is some laughter at Antony. The entertainment resumes around him - spinning and turning him..

He stops stock still. Savagely, he struggles to focus..

311 ANTONY'S P.O.V.

Cleopatra's empty chair - and, beyond, the open doors of the companionway leading below. OUT OF FOCUS, to begin with, then becoming crystal-sharp..

312 ANTONY

Dagger still in hand, he rushes up to the dais and through the companionway doors..

313 APOLLODORUS AND SOSIGENES

Apollodorus makes as if to follow at once - but Sosigenes, alongside him, shakes his head..

314 BELOW DECKS - BARGE

A small, dimly-lit, foyer at the bottom of the companionway. Aong the walls, some of Cleopatra's animal-Gods stand watch. Opposite the companionway, the doors leading to Cleopatra's quarters. A narrow passage leads off the foyer..

ANTONY, befuddled, stands in the center of the foyer. His eyes on the doors to Cleopatra's quarters - he cannot understand the absence of guards..

CHARMIAN enters sleepily from Cleopatra's quarters. She stops with a frightened start as she sees Antony. He grabs her..

ANTONY
Why are there no guards?

Continued

314 Cont.

CHARMIAN
Why should there be? Who would harm her Majesty - ?

Antony releases her. Charmian exits into the narrow passage. Antony waits, then enters Cleopatra's quarters..

FOUR EGYPTIAN GUARDS appear - from the narrow passage. Behind them - Charmian. They take their places. Charmian smiles. She exits again..

315 INT. CLEOPATRA'S QUARTERS - BARGE - NIGHT

Except for one hanging lamp, the scene is illuminated only by the moonlight which enters through grilled "ports"..

ANTONY, dagger in hand, approaches Cleopatra's bed. Barely visible through the sheer hangings, SHE seems to be soundly asleep..

Antony stares down at her for a moment. He fumbles for a way to open the draperies, can't find it.

He plunges his dagger into the sheer material, draws it slowly down. Then he tears the draperies aside...

Cleopatra stirs, then "wakes". She turns sleepily - regards him calmly..

CLEOPATRA
The dance, I take it, is over..

ANTONY
Sit up. I want to see whether you sleep with your memories..

Cleopatra sits up. She is wearing the necklace. Not much else..

With a savage gesture, Antony hurls aside his dagger. As it lands, the SOUND of things breaking can be heard..

CLEOPATRA
(she lies down again)
With so much left unsaid within you, it must be a relief to break and tear things..

ANTONY
I want to say some of it now..

CLEOPATRA
(sleepily)
Perhaps another time..

ANTONY
Now!

Continued

315 Cont.

He turns abruptly from the bed. He paces, hands clenched and twisting, trying to form into thoughts the tangled yearnings and fears and anger pounding at his brain..

ANTONY
Caesar....Caesar. Conquer and conquer, bring the world to its knees, you're not a Caesar - did you know that? Be braver than the bravest, stronger than the strongest, wiser than the wisest - still no Caesar. Do what you will, Caesar's done it first and done it better - fought better, ruled better, loved better.... run where you will - as fast as you can - there's no way out, you can't get out! The shadow of Caesar will cover you and cover the universe for all of time!

(He's far from Cleopatra now, across the room, seemingly unaware of her. She is sitting again, regarding him seriously. She had not foreseen this turn of events. It is no longer a matter of using Caesar to tease and lure Antony. What stands before her now is an agonized and tortured man. Painfully laying bare - for them both to see - the unique symbol Cleopatra has become of all that Caesar had been - all that Antony fears he can never become..)

Now he turns to her:

ANTONY
'Whenever you like', you said, 'come to Alexandria whenever you like'. 'Now, tonight', I said. 'I would like to come tonight'. To bow to the throne upon which Caesar put you. To talk - of a new treaty. Caesar's can't be improved. Copy it. Of Caesar's son. Of the dream you shared with Caesar that still fills your life - Alexander's design for a world to be ruled by you and Caesar...
(he shouts)
Where is Antony? Where is Mark Antony? Antony the Great - the Divine Antony! Here. He's here. One step behind Caesar - at the right hand of Caesar - in the shadow of Caesar..

Subdued now, and depressed, he sinks to the soft rug on the floor beside her bed. She looks down at him sombrely; he up at her..

Continued

315 Cont. 1

ANTONY
Tell me, how many have loved you since him? One? Ten? Anyone - ? No one - ? Have they kissed you with Caesar's lips, touched you with his hands - has it been his name you've cried out in the dark? And afterwards....alone - has he reproached you - and have you begged forgiveness of his memory..?

CLEOPATRA
(quietly)
You've come here, then - running over with wine and self-pity - to conquer Caesar...

ANTONY
To think of you is to think of him. To see you is to see him, it is his voice I hear when you speak -

CLEOPATRA
Perhaps - to destroy me..

ANTONY
For so long you have filled my life. Like - like a great noise that I hear everywhere in my heart. I want to be free of you. Of wanting you. Of being afraid..

CLEOPATRA
That Caesar would not permit it - ?

Antony reaches up, takes the necklace in his hand. Slowly, with it, he pulls Cleopatra down to him. Then, suddenly, he tears the necklace from her throat. They kiss. Their lips part - for an instant, their eyes meet..

ANTONY
But I will never be free of you..

Once more, they kiss..

DISSOLVE:

316 EXT. HILLSIDE - DAWN

Below, the deserted wharf - and Cleopatra's barge. Not a soul stirring in the first rays of the morning light..

317 INT. BEDROOM - BARGE - DAWN

The soft light of dawn, coming through the grilled "ports", permits only glints across their faces from time to time as they move and talk..

(Cleopatra and Antony lie together. For the first time in each of their lives, they have become lovers in the true sense. They have loved each other - and love each other.)

She lies over him, studying his face as he smiles up at her..

CLEOPATRA
When - ? Tell me..

ANTONY
From the first instant I saw you - entering Rome - on that monstrous stone beast - shining in the sun like a little gold toy. How I envied Caesar, I went suddenly sick with it. Not his conquests and triumphs - not his titles or the roaring of the mob - I envied him you..

She puts her lips against his cheek, kisses him softly as she speaks..

CLEOPATRA
When we met in Rome, I remembered you - and wondered that I could ever have forgotten..

ANTONY
Remembered me - ?

CLEOPATRA
Years ago. You were a young cavalry officer , stationed at the palace in Alexandria under the command of that fat Roman general - what was his name?

ANTONY
Gabinius.

CLEOPATRA
Gabinius. I was twelve years old - and I loved you..

Antony smiles, turns. They lie now in profile, lips almost touching..

Continued

317 Cont.

ANTONY
Nonsense..

CLEOPATRA
It's true..

ANTONY
Lovers always want so much never to have loved before -

CLEOPATRA
It's just possible, you know..

ANTONY
It becomes a competition - who loved whom first?

CLEOPATRA
I did..

ANTONY
If you noticed me at all in those days, you were probably terrified of me..

CLEOPATRA
With reason. Everybody knows that Romans cut up little children - and feed them to their horses..

They both smile. Then her smiles fades...she looks down at him once more:

CLEOPATRA
We'll make this our beginning. Beginning with this night, you must never envy Caesar - or anyone - anything again..

She brings her mouth down to his...

DISSOLVE:

318 INT. ROMAN SENATE - DAY

Antony's adherents sit to the left; those of Octavian to the right. Among the senators, now, are AGRIPPA (on the right) and GERMANICUS (on the left)..

OCTAVIAN stands before them, at the rostrum. Increasingly, with the passing of time, he has acquired an ease and authority of manner.

Continued

318 Cont.

OCTAVIAN
(is saying)
- and so it seems that the heart of our Empire to the East now beats in Alexandria. Are we to find this alarming?

Loud cries of "No!" from the left; "Yes!" from the right.

OCTAVIAN
(smiles)
For once I find myself in agreement with our noble colleagues on the left - Antony's loyal friends, faithful to the last..

A SENATOR
(of the left)
Together with the people of Rome - of all Italy!

AGRIPPA
(to his feet)
Rome! Italy! Nothing now matters to Antony but his Egyptian trollop!

Again, a storm of shouting..

OCTAVIAN
Hear him out -
(the noise abates)
Agrippa, after all, has had some knowledge, at first hand, of Cleopatra's - way - with Roman generals..

CLOSE - GERMANICUS

On the left. He has matured. He remains seated, merely lifts his head in query:

GERMANICUS
As I recall it, Agrippa, you acquired that knowledge - about the time Caesar sent you crawling back to Rome with your tail between your legs..

Approving laughter from those about him.

Continued

318 Cont. 1

AGRIPPA
(angrily)
I would crawl happily to Rome rather than remain panting after this cat in perpetual season!

Cheers from the right. Octavian quiets them:

OCTAVIAN
Agrippa, you grow too angry - too soon. What has Antony done - that should upset us? Left the business of Rome unfinished in Tarsus - neglected the rebellion in Palmyra - ignored the complaints of the Jews against Herod - paid no heed to the Parthians already in Mesopotamia, preparing to march upon Syria - forgot Rome and his duty to Rome - to hurry into Egypt after a discarded concubine of Julius Caesar?

Again mingled shouts of approval and disapproval. Octavian moves about, as he waits for them to subside..

OCTAVIAN
After all, this is nothing new. For so many years, Antony has fed upon the crumbs that fell from Julius Caesar's table..

AGRIPPA
I say they are deserving of each other - and let him stay in Egypt! Let him fritter away his life as he chooses - but not the possessions and Empire of the Roman people!

OCTAVIAN
(sudden sharpness)
The Roman people! What are possessions and glory to them? Is their Antony content? Then so are they! Does Antony sweep their Empire under Cleopatra's bed? His adoring Romans sigh - and remain content! Let him stay however distant for however long with never a thought for them - the Roman people hold him close to their hearts..

Continued

318 Cont. 2

He has paused beside Germanicus, who leans casually to speak to the Senator behind him.

GERMANICUS
Distant? Perhaps from Rome. But not from Caesar, I think - nor from Caesar's son..

OCTAVIAN
(quietly)
Germanicus, do you speak of me?

GERMANICUS
No, Octavian. I speak of Caesar.

OCTAVIAN
I am Caesar.

GERMANICUS
Only while Antony remains distant from Rome.
(loudly)
Antony - stay not too long in Alexandria!

Laughter from the left.

OCTAVIAN
(smiles)
Germanicus - stay not too long in Rome..

Germanicus rises abruptly, strides from the Senate. Laughter and cheers from the right, now. Octavian smiles thinly as he looks after him..

DISSOLVE:

319 EXT. PALACE - ALEXANDRIA - DAY

Beside the water, near the colonnade.. CLEOPATRA watches - as ANTONY fights a mock duel with CAESARION..

Caesarion uses a wooden sword and shield, as does Antony. The duel, though play, is fought seriously. Antony is instructing the boy..

Caesarion attacks; Antony deftly parries his thrusts:

ANTONY
Draw me in! - feint! - your wrist, keep your wrist stiff - your arm, your wrist, the sword, all one - and your shield up! Keep your shield up!

Continued

319 Cont.

In the course of the battle, Antony has retreated until he stands crouched before Cleopatra - his back to her..

Swiftly, Cleopatra tickles Antony. He drops his shield. Caesarion "strikes home". Antony lets his sword drop, falls. Caesarion jumps astride him, his sword at Antony's throat. Proudly, he looks over at his mother:

CLEOPATRA
Always keep your shield up - and always have a friend at your enemy's back - to tickle him..

She gestures sternly: "Thumbs down".

Caesarion promptly stabs at Antony's heart. Antony howls with pain, simulates terrible death throes. Caesarion, alarmed, drops his sword and throws himself on Antony..

CAESARION
Don't die! Please don't die - !

Antony laughs, rolls Caesarion over and roughhouses him. Cleopatra, enjoying it, makes the mistake of getting too close. Antony pulls her down, starts to tickle her in revenge. All three are in a happy tangle..

320 EXT. COLONNADE - DAY

In the b.g., CLEOPATRA, ANTONY and CAESARION continue their horseplay.

In the f.g., watching them sombrely, are SOSIGENES and RAMOS..

RAMOS
Lepidus is dead. The Senate has given his territories and powers to Octavian. He means to have it all..

SOSIGENES
And he will. If he can keep Antony away from Rome. What more - ?

RAMOS
Too much. Germanicus will tell you himself, when he's rested..

SOSIGENES
It's Cleopatra who must be told - if she will listen..

Continued

320 Cont.

RAMOS
But surely - after Germanicus has come all this way - she must know how important -

SOSIGENES
(breaks in)
Everything that was once most important to our Queen, Ramos - has now become least important..

In the b.g., Cleopatra, Antony and Caesarion stroll off together..

RAMOS
And if Octavian should take it all - there will be nothing left for Caesarion. Isn't she aware of that?

SOSIGENES
She used to be. She used to be very aware of that. But then - how can I put it? - she miscalculated..

He starts to stroll, Ramos beside him, in the opposite direction from the three in the b.g.

RAMOS
I don't understand..

SOSIGENES
(smiles)
It can happen to generals, philosophers, slaves - even queens - and we blame or praise the gods. But whose fault is it when, quite unexpectedly, a Goddess falls hopelessly in love..?

He and Ramos walk out of FRAME. CAMERA HOLDS on the distant figures of Cleopatra, Antony and Caesarion..

DISSOLVE:

321 INT. THRONE ROOM - DAY

CLEOPATRA sits upon her throne. Beside her, as Court Chamberlain, stands APOLLODORUS. Seated before the throne, in a semi-circle, are SOSIGENES, RAMOS and RUFIO. GERMANICUS is standing. Each, as he speaks, rises to his feet:

Continued

GERMANICUS
(is saying)
As you know, Antony's wife - Fulvia - raised an army to attack Octavian on Antony's behalf -

RUFIO
(quickly)
Without his knowledge - he knew nothing about it!

GERMANICUS
(nods)
In any case, she was defeated by Agrippa. Octavian pardoned her. He told the Senate - he felt that Fulvia's attack was the desperate act of an abandoned wife to shame her husband into returning from Egypt - and from you..

CLEOPATRA
(smiles)
But that I kept Antony here bewitched - and would not permit it..

GERMANICUS
Fulvia is now dead, your Majesty. Of a sudden illness, and fever..

A pause.

CLEOPATRA
How much of this is known to Antony?

GERMANICUS
All of it - and more. I have written him regularly. Letters and reports - dispatches by personal messenger..

CLEOPATRA
And what has he answered?

GERMANICUS
There have been no answers, your Majesty..

He looks at Sosigenes. Then he sits. Slowly, Sosigenes rises..

SOSIGENES
Your Majesty - it has been almost a year that Lord Antony has been with us -

CLEOPATRA
(a wry smile)
That long? The time has gone so quickly..

SOSIGENES
Never have our lives been more happy, more content. But for those of us concerned with the future -

CLEOPATRA
(quickly)
Are you implying that I am not - ?

SOSIGENES
(goes right on)
- it becomes less distinct, perhaps menacing..

CLEOPATRA
Because Octavian overflows the sewers of Rome with his filth about me? The good citizens must be bored with my villainy - they've heard it since Caesar's time..

SOSIGENES
Rome trades with Egypt to grow rich, and we with Rome to stay alive - where are the promised trade treaties? The promised military alliance?

CLEOPATRA
(growing anger)
Has this become an audience of reproach for your Queen? This is not your school room, Sosigenes - Lord Antony and I will not be scolded for neglecting our work!

SOSIGENES
(stands his ground)
At his arrival here, Lord Antony was fully empowered to make all treaties and alliances in the name of Rome..
(he turns to Germanicus)
Is the Roman Senate today - Octavian's Senate - prepared to approve any and all commitments made by Antony?

GERMANICUS
(rising slowly)
Your Majesty, the Roman people love their heroes. Octavian may call himself Caesar, whatever he likes Antony remains their idol. But they want him with them - in Rome. An absent hero loses votes..

/Now, Cleopatra just listens. Now, for the first time - and strongly - her ambition comes into conflict with her deep personal desires./

SOSIGENES
(sharply)
Octavian would regard it as a great personal triumph if the Senate were to reject a commitment by Antony?

GERMANICUS
He dreams of such things..

SOSIGENES
And if Antony were to return to Rome?

GERMANICUS
Such nightmares keep him from sleep..

RAMOS
Agrippa, by order of Octavian, is building a large fleet of warships. For what purpose?

RUFIO
(grimly)
There can be only one. Between Rome and Egypt, there is - water..

GERMANICUS
Your Majesty. I said I had received no reply from Lord Antony. But there was one. Written in his own hand. I received it only recently..
(Cleopatra eyes him seriously)
He wrote that, he was no longer interested in the matters I described to him. That he would not return to Rome. That he understood quite clearly what was at stake - what he could lose. But that he would not leave you..

321 Cont. 3

Silence. A pause. Cleopatra rises to her feet. Apollodorus taps with his staff.

The men, their eyes on Cleopatra, make way for her. Her expression impassive, she leaves the Throne Room through one of the side doors.

The men exchange glances, sink into their chairs..

DISSOLVE:

322 INT. CLEOPATRA'S APARTMENT - DAY

CLEOPATRA enters through the secret passage. She starts into the library, hesitates as she hears:

OFFSCENE - from the direction of her bath - the SOUND of splashing, and giggling voices..

Slowly, Cleopatra walks toward it:

323 BATH AREA - DAY

ANTONY lolls in Cleopatra's bath. He is shaving. Between razor-strokes, he turns his face up to a delighted BATH ATTENDANT who douses it with milk. She is flanked by TWO MORE BATH ATTENDANTS who also carry large crystal jars. They take turns in pouring the contents on Antony..

Antony becomes aware of Cleopatra's approach. Happily, he indicates his three milk maidens:

ANTONY
The milk of a cow - of a goat - and of an ass! Which, would you say, is best for softening the beard?

Continued

323 Cont.

CLEOPATRA
(quietly)
Is it true that Octavian shaves no more than once a week..?

She gestures. The attendants leave. Antony throws her a quick sharp look..

ANTONY
Even then. He has merely to face the wind - and let the fuzz blow away..

He ducks his head. When he comes up, they're alone..

CLEOPATRA
You knew, didn't you, that Germanicus was here from Rome?

ANTONY
Yes. Have you strong feelings about bearded men? I had one in my youth - bright red it was -

CLEOPATRA
Why haven't you seen him?

Antony picks up a large jewelled sponge, stares thoughtfully at it..

CLEOPATRA
When you go - must it be for a very long time?

Antony squeezes the sponge until it is dry..

ANTONY
I will take some of these with me - they don't have them. At least they didn't, when I was last in Rome..

Cleopatra, suddenly overcome by the thought of their parting, turns away abruptly. CAMERA with her, she crosses to look out over the garden area. She stops beside a large rack holding robes of Antony - costumes, scabbards, tunics, etc..

OFFSCENE, Antony can be heard getting out of the bath..

CLEOPATRA
While they were digging the foundation of my tomb, the workers found an old wall. Someone had scratched on it - hundreds of years ago - "You were not here last night, and I could not sleep. Will you be here tonight?"

Continued

323 Cont. 1

Antony, tying a heavy linen drying robe, comes into the SCENE. Cleopatra doesn't turn..

CLEOPATRA
Do you suppose they ever met again..?

Antony, behind her, takes her in his arms.

ANTONY
(quietly)
Everything that I shall ever want to hold or look upon or have or be - is here, now, with you..

Cleopatra, for an instant, loses herself in the almost drowsy contentment of his presence..

CLEOPATRA
I must not be sorry for myself..

ANTONY
Queens are sometimes no better at that than kings, or even princes..

CLEOPATRA
No one should rule others who cannot rule herself..

ANTONY
Those you rule are human. It can only help to find you're part human, too..

CLEOPATRA
It doesn't seem fair. What I feel I should have felt long ago. When I was very young, when I could have told myself that this was how love was - and how it would be. But to have waited so long - to know so suddenly, this late, how it hurts, how love can stab the heart..

She moves from him a step or two, forces herself to say what she must..

CLEOPATRA
Be careful with Octavian..

ANTONY
Let him be careful with me..

Continued

323 Cont. 2

CLEOPATRA
The Romans want no war between the two of you. And in any case you aren't ready - yet..

ANTONY
War? The world is filled with love - there will be no more wars..

CLEOPATRA
You must have your share - your titles and powers must be spelled out exactly. There must be no question of your complete authority in the East..

She can stand it no longer. She turns, holds him desperately..

CLEOPATRA
Antony, how will I live - ?

ANTONY
The same as I. One breath upon the other - each bringing us one breath closer..

CLEOPATRA
You take so much of me with you so far away, remember, remember - they'll want you to forget me, please..

ANTONY
Forget? How? I can never be more far away from you than this..

They kiss..

DISSOLVE:

324 INT. OCTAVIAN'S VILLA - ROME - NIGHT

OCTAVIAN and AGRIPPA. Octavian, seated, picks among grapes in a bowl at his side. Agrippa, wine in hand, stands by a charcoal brazier.

Octavian nibbles the seeds from a grape..

OCTAVIAN
Antony must not return to Rome..

He spits out the seeds..

Continued

324 Cont.

OCTAVIAN
Except, of course, with me. As brothers, hand in hand..

AGRIPPA
(smiles)
And who will hold your other hands?

OCTAVIAN
We will go to welcome him at Brindisium - see Germanicus and make the necessary arrangements. His legions shall be rewarded - have Germanicus make this known to them - with extra pay and grants of land..

AGRIPPA
And Antony? Will he be rewarded with what he has come to demand - ?

OCTAVIAN
He hasn't come to demand anything. Antony has been sent..

He's bitten into a bad grape. He spits it out.

AGRIPPA
(he drinks)
What is it she wants - ?

OCTAVIAN
(smiles)
Cleopatra - ? Eventually - ? She wants all there is, Agrippa - and all there will be..

AGRIPPA
Then Antony must want it, too..

OCTAVIAN
No. Antony's ambition has always been - like that of an enormous backward child. He has no yearnings, he holds out his greedy fists for what he can see - for anything held up before him that shines in the sun. And is content..

AGRIPPA
And she?

Continued

324 Cont. 1

OCTAVIAN
Will never know contentment. The mark of true ambition - wanting without limit. To begin with, the world. To conquer the world, she must first conquer the man who will conquer it for her. Julius Caesar. Murdered - and taken from her. She must start again. Who next? Mark Antony..

AGRIPPA
And if Antony should fail her?

OCTAVIAN
She will start again. To her last breath - she will start again. Such ambition, after all, is - like breathing - a natural function. But how exhausting it must be - for a woman..

AGRIPPA
And well it should be. As exhausting as bearing a child should be - for a man. These women who would be men! Our forefathers knew what they were about. One had the right to expose female babies at birth. If they were permitted to live, they kept their place or were sold into slavery -

(OCTAVIA comes in.
Octavian sees her;
Agrippa does not.
She listens, fascinated:)

- their duties were raising the young, their responsibility was the family - what more can a woman want, what more has nature equipped her for? Those were the laws upon which Rome grew to greatness! And what have we today? By the gods, the last war I fought was against a woman - Antony's wife! And the next war I fight may well be against -

OCTAVIAN
(interrupting neatly)
It may well be against my sister - and sooner than you think..

Agrippa turns. He is overcome with embarrassment. Octavia smiles at him sweetly..

Continued

324 Cont. 2

AGRIPPA
My - my Lady Octavia! We were merely speaking, your brother and I, of our ancestors and their strange customs - I had no idea you were listening..

OCTAVIA
My brother - and my husband while he lived - taught me well, my Lord Agrippa. I never listen when men talk..
(to Octavian)
Has my Lord Brother any further duties for me tonight? Am I to be exposed on a hilltop - or may I just go to bed?

OCTAVIAN
(smiles)
These grapes are over-ripe. I may sell you as a slave - to Agrippa..

OCTAVIA
(to Agrippa)
He intends to cheat you, my Lord..

She bends to kiss Octavian's cheek..

AGRIPPA
Whatever I may have said of women, my Lady, had no application to such as you, believe me..

OCTAVIA
You were speaking of Mark Antony's wife..

OCTAVIAN
(steering the conversation skillfully)
Actually, we spoke of Antony, himself. Had you heard that he was returning?

Octavia covers her reaction to the news.

OCTAVIA
No. Is he?
(she busies herself with the grapes)
These grapes <u>are</u> dreadful - slavery is too good for me..

Continued

324 Cont. 3

Octavian eyes her speculatively..

OCTAVIAN
He will come first to Brindisium. Agrippa and I intend to honor his arrival in a great ceremony. Antony must be made to know how dear to the hearts of Rome - of all of us - he is and has been..

OCTAVIA
(carefully)
He has been away for a very long time..

OCTAVIAN
Perhaps we can persuade him to stay with us even longer. Perhaps, Octavia, if you were to come to Brindisium - you could help..

OCTAVIA
You may have forgotten. It is no more than six months since -

OCTAVIAN
(bluntly)
Begging the pardon of Agrippa and our ancestors, I do not agree that a young widow must retire from life. You have not left my house since your husband died. If only for the sake of your health, the change alone -

OCTAVIA
(smiles)
Then, begging the pardon of my Lord Agrippa and our ancestors, I would look forward very much to - the change..

She bows politely to both men. She leaves the room. A moment. Agrippa refills his goblet.

AGRIPPA
(slowly)
Nothing - no one - could possibly shine more brightly in the sun. Not only Antony - I know of no man who would not hold out his greedy fists for Octavia..

Continued

324 Cont. 4

OCTAVIAN
After all, what greater pledge could I offer of my good will toward him? And how could Antony more clearly show his love for peace and Rome - than by accepting?

AGRIPPA
To refuse could mean only that he insists upon war..

OCTAVIAN
For which he is no more ready than we - yet.

AGRIPPA
(drinks)
And Cleopatra?

OCTAVIAN
Are you suggesting that we invite her to the wedding?

AGRIPPA
Do you remember Julius Caesar after his return - and those months, at the end, when she was in Rome? There was a poison in his heart, in his brain - yes, I know, the falling sickness - but more than that, Cleopatra..

OCTAVIAN
I remember well..

AGRIPPA
Antony is no Caesar.

OCTAVIAN
I am grateful for that..

AGRIPPA
Granted that he marries Octavia - will he forget Cleopatra? Will she permit him to forget?

OCTAVIAN
Most probably not.

AGRIPPA
Then - what will happen to Octavia - and to her marriage?

Continued

324 Cont. 5

OCTAVIAN
Do you remember a time when Julius Caesar feared Pompey? When he was weak - and Pompey strong? Caesar, you will recall, gave Pompey his daughter as wife -

AGRIPPA
It was a happy marriage. If Julia had not died -

OCTAVIAN
(breaks in)
Whatever it was and however it ended - by the time it was over, Caesar was strong. He no longer feared Pompey..

AGRIPPA
Your sister, I think, deserves better..

OCTAVIAN
So do I. But she will not agree.
(he rises)
There is something about Antony which escapes you and me, Agrippa - but for which women will forsake the living and forget the dead..

They start out.

AGRIPPA
There is no lady in Rome more gentle, more virtuous, more loved -

OCTAVIAN
(breaks in, smiling)
Exactly. And - if it should come to pass - what would Rome then think of a man who would abandon Octavia - for Cleopatra. Good night, Agrippa..

Agrippa goes. Octavian returns to his grapes..

DISSOLVE:

325 EXT. PALACE - ALEXANDRIA - NIGHT

The palace is dark. In the forecourt, except for the moonlight, no illumination other than one or two large burning torches or braziers. A FEW PALACE GUARDS patrol..

Continued

325 Cont.

They react to the SOUND of clattering hooves:

A MOUNTED COURIER gallops in. He dismounts quickly. A GUARD rushes up to him. They both run into the palace..

326 INT. CORRIDOR - PALACE - NIGHT

APOLLODORUS, in a robe, hurries the exhausted COURIER to Cleopatra's apartment. THE GUARDS step aside. They go in..

327 INT. CLEOPATRA'S LIBRARY - NIGHT

One lamp is lit. EIRAS brings wine to the COURIER, slumped in a chair. SOSIGENES hurries in. He is no sooner there than APOLLODORUS prods the courier to his feet. They all look off:

CLEOPATRA, obviously just awakened and wearing a robe, hurries from her bedroom area followed by CHARMIAN. She enters the library. The courier drops in full obeisance, speaks from that position:

COURIER
Have I permission to speak - ?

CLEOPATRA
(sitting)
Tell me quickly -

COURIER
A galley came to Pelusium with news from Rome - Lord Antony and Octavian Caesar have met and sealed a great pact! Antony has taken ten more legions and all of the East as his domain! Egypt will be declared the ally of Rome!

Cleopatra rises in triumph..

CLEOPATRA
It is done - !

The courier remains where he is. Sosigenes looks at him curiously..

SOSIGENES
There is more..

COURIER
No. No more, my Lord..

Continued

327 Cont.

APOLLODORUS
(to Cleopatra)
He is afraid. He has heard that tongues which bring unhappy news are sometimes cut out..

CLEOPATRA
(smiles)
This man, if he chooses, may have his tongue dipped in gold..
(to the courier)
Is there anything more? Tell it without fear..

COURIER
Forgive me, divine Majesty. There - there has been a marriage..
(Cleopatra listens, smilingly)
A marriage of state. Between Octavia, the sister of Caesar - and Lord Antony..

The others react sharply. The smile remains, as if painted, on Cleopatra's lips. Only her eyes change..

CLEOPATRA
(softly)
Nothing else - ?

COURIER
They are presently in Athens. Sometime - within the year - Lady Octavia is to return to Rome. Lord Antony will come to Alexandria, to negotiate the alliance of Rome and Egypt..

In response to a gesture from Sosigenes, he shuts up. There is a pause. Cleopatra's expression is a mask of stone. Sosigenes and Apollodorus exchange quick looks. Apollodorus indicates to the courier to get to his feet. Sosigenes and Apollodorus take him away..

Charmian and Eiras, not looking at Cleopatra, wait..

CLEOPATRA
(quietly)
Leave me.
(They start toward the bedroom)
No. Completely alone..

Charmian and Eiras follow Apollodorus, Sosigenes and the courier out of the apartment. Cleopatra is alone.

328 HIGH FULL SHOT - APARTMENT - NIGHT

There is only the dim light from the temple, one lamp in the library, one lamp in the bedroom. CLEOPATRA remains standing where she was - in the library.

Now, slowly, she emerges. A tiny figure, alone, in the vast apartment.

She advances to the top of the steps. Immobile for an instant. Then, as if she had been holding her breath since the first impact of the news, she exhales. Her lips are thin with hate and anger..

(The rejection which she has just experienced has had almost a physical impact upon her - as if suddenly her heart had been literally torn. It must be remembered that this is her first emotional rejection - by the first man she loved, the first man she trusted, the first man before whom she has let herself be without defenses..)

It begins to manifest itself, in physical movement. She paces, restlessly, rubbing and pressing her hands together in frustration..

She hesitates. She looks out - as if to a great distance. Suddenly she shouts - frighteningly - as if it were her last chance to be heard by him wherever he is..

CLEOPATRA
Antony!

A pause. Cleopatra then turns as if to return to her bedroom. She stops, turns back. She goes toward the dressing room.

329
330 OUT

331 INT. DRESSING ROOM - NIGHT

She reaches the racks holding Antony's clothes, armor, etc., - much of which he has left behind. Still lost in her anger at the gods, she pulls from a hanging scabbard - one of Antony's daggers..

Continued

She turns to return to the temple - then back again - as if in sudden realization that she is in Antony's presence..

And now begins the attempt to exorcise Antony from within her tortured heart by destroying physical memory of him..

His robe, to begin with. The robe he wore when he said goodbye to her. She slashes it to shreds. Whatever else of his is at hand. The costume he wore when they met at Tarsus. What she cannot cut, she hurls aside. The crystal milk jugs - she smashes. Perfume he admired, wine goblets he used, anything he may have touched or smiled upon - she sweeps her dressing table clean -

And then the bed. Her catharsis reaches its climax when - with Antony's dagger - she attacks the bed upon which she and he had loved so much and so often. Savagely and repeatedly, she slashes at it as if Antony lay there...

Then - suddenly terrified by the very image which had been the object of her rage - she lets the dagger drop from her hand. She stares down at the torn and mutilated bed. Now, for the first time, she starts to cry. As a brutally rejected little girl might cry..

Sobbing heartbrokenly, she sinks beside the bed. She pulls the torn, battered sheets within her arms as if asking them for forgiveness. She buries her face in them..

DISSOLVE:

332 INT. THRONE ROOM - DAY

CAMERA is on MARK ANTONY as he strides swiftly toward the throne room itself. He is in a towering rage. He is followed by RUFIO and TWO additional OFFICERS. CAMERA PANS THEM TO:

333 FULL - THE THRONE AREA

CLEOPATRA sits in formal regalia on her throne - flanked by personages reflecting her temporal power..

APOLLODORUS, as Chamberlain. SOSIGENES. RAMOS and OTHER GENERALS. PRIESTS, MINISTERS, etc..

ANTONY does not wait. He shouts angrily as he approaches the throne:

ANTONY
For three days now I have waited for an audience with you - alone!

Cleopatra - a block of ice - turns inquiringly to Apollodorus. He addresses Antony, now come to a stop before the throne.

APOLLODORUS
What is the purpose of your audience?

ANTONY
Get out, all of you - I wish to see her Majesty privately!

APOLLODORUS
You stand before the throne of Egypt -

ANTONY
I know where I am!

APOLLODORUS
You will state the purpose -

ANTONY
Matters I have no intention of discussing publicly!

CLEOPATRA
(can't stay out)
I do not grant private audiences to unidentified persons!

ANTONY
(stiffly)
I am Marcus Antonius -

CLEOPATRA
I know <u>who</u> you are. <u>What</u> are you - at the moment - ?

ANTONY
Envoy of Rome, pro-consul of all the Roman Empire to the east of Italy -

CLEOPATRA
An impressive title -

ANTONY
Worthy, perhaps, of a private audience -

CLEOPATRA
But without a treaty of alliance with Egypt you could not hold the territories under your command - true?

ANTONY
(eyes her curiously)
Possibly..

CLEOPATRA
Then, Lord Antony, you come before me as a suppliant..

ANTONY
If you choose to regard me as such..

CLEOPATRA
I do. You will therefore assume the position of a suppliant before this throne. You will kneel.

ANTONY
(aghast)
What?

CLEOPATRA
On your knees..

ANTONY
You dare ask the pro-consul of Rome -

CLEOPATRA
I asked it of Julius Caesar! I demand it of you..

She has hit Antony hard. He kneels..

CLEOPATRA
Now. What is it you want?

ANTONY
An alliance between Egypt and Rome. Which you want as much as I..

CLEOPATRA
With this difference. Without it, I still have Egypt. You have nothing..

She holds out a hand to Sosigenes. He puts a scroll in it. She refers to it..

CLEOPATRA
You may have the treaty you ask for -
(Antony brightens)
- on the following conditions. By your authority as pro-consul of Rome, you will cede to Egypt immediately the following territories:
(she reads)
Judea, Jordan, Armenia, Phoenicia, the provinces of Sinai and Arabia, the islands of Cyprus and Crete -

Antony leaps to his feet, interrupting:

ANTONY
You ask for one-third of the Roman Empire!

CLEOPATRA
Put it another way. I give you two-thirds..

ANTONY
Most generous. I cannot accept!

CLEOPATRA
I suggest you deliberate further - perhaps consult with your superior in Rome..

ANTONY
My superior - ?

CLEOPATRA
Octavian. Caesar Octavian..

Thin-lipped with anger, Antony whirls and starts out. Cleopatra calls after him..

CLEOPATRA
(sharply)
You have not been dismissed!
(Antony stops, turns back)
You are now dismissed.

Antony continues on his way..

DISSOLVE:

334 EXT. MAUSOLEUM - ALEXANDRIA - DAY

The afternoon of the same day. The tomb is nearly finished, the structure rising high now, and partly scaffolded.

Some ELITE GUARDS near the entrance, an indication that Cleopatra is inside. WORKERS squat in groups - waiting to resume their labors..

ANTONY, followed by RUFIO and his OFFICERS (same as at audience), paces impatiently before the entrance. Suddenly he strides up to the guards. He whips out his sword - hands it to the CAPTAIN of the guards. The captain takes it, nods - and Antony enters the mausoleum..

335 INT. MAUSOLEUM - DAY

The interior, too, is nearly completed. Some scaffolding, materials, tools, etc., in evidence..

The statue of Caesar is in place..

ANTONY enters, CAMERA PANNING him in. His entrance surprises CLEOPATRA, who stands in the centre of the tomb. CHARMIAN, EIRAS and TWO MORE HANDMAIDENS in attendance.

He glares at her. She eyes him coolly, crosses to stand before the statue of Caesar..

ANTONY
I found Octavian stronger than I thought - I had no choice - if you could have seen the show of love he put on - the Romans prayed to me for peace, he had them pray to me for peace - !

CLEOPATRA
You must have enjoyed that. Playing God..

She drops an offering into the brazier before the statue. A puff of smoke..

Antony turns on Charmian, Eiras and the others..

ANTONY
All of you - out. Her Majesty and I will speak in private..
(they don't move)
Out! Before I chop you up and feed you to my horses!

They don't move.

CLEOPATRA
That's how Romans frighten little girls. They like to frighten little girls. Wait outside..

They leave..

ANTONY
I married Octavia at her brother's insistence, before all of Rome - as a gesture of good faith, a guarantee of peace, a bargain sealed -

CLEOPATRA
With a kiss? Or did you simply shake hands on your wedding night?

Continued

335 Cont.

ANTONY
The people of Rome were celebrating the marriage, were rejoicing in it even before I arrived - how could I refuse?

CLEOPATRA
By saying no. As you have said no to my demands -

ANTONY
They're impossible, unreasonable - the conditions one lays down to a helpless enemy..

CLEOPATRA
You're not helpless - yet.

ANTONY
I cannot cede to you the territories you want! It could lead to an open break between Rome and me!

CLEOPATRA
Why do you think I have asked for them..?

She walks out of the SHOT. Antony calls after her:

ANTONY
It would be playing into Octavian's hands - what he hopes for - it would not be wise!

STRAIGHT CUT TO:

336 CLOSE - CLEOPATRA - INT. SITTING ROOM - NIGHT

The evening of the same day..

CLEOPATRA walks into the SHOT - snapping down at ANTONY who is OFFSCENE..

CLEOPATRA
What is wise? To hand over Rome - Italy - the world - to Octavian? To grovel publicly before his authority - take his sister to wed and to bed - as if to approve every claim he makes? As if to beg forgiveness for having stayed so long with your Egyptian harlot!

Continued

336 Cont.

She walks away from him. CAMERA TILTS DOWN to reveal ANTONY staring after her..

STRAIGHT CUT TO:

337 INT. CLEOPATRA'S APARTMENT - NIGHT - ANTONY

The night of the same day..

CAMERA SHOOTING DOWN AT GARDEN AREA. ANTONY strides into SHOT, shouts up and OFFSCENE:

ANTONY
What has angered you? That I dealt with Octavian however I could - or that I married his sister to do it! Politics or jealousy - which?

CLOSE - CLEOPATRA - TOP OF STEPS

From her bedroom - attired for the night - she strides into CAMERA, shouts back down at him:

CLEOPATRA
Both! And damn you for not understanding either!

ANTONY AND CLEOPATRA

He mounts the steps as the battle rages..

ANTONY
It would not occur to me to look to you for instruction!

CLEOPATRA
Which is why you've come back chained to Octavian like a slave - !

ANTONY
Slave - !

CLEOPATRA
Such an exquisite set of chains - soft-spoken, virtuous, she sleeps fully-clothed, I hear - !

Continued

337 Cont.

ANTONY
I've come back, that's all that should concern you!

CLEOPATRA
Should it? How long before your master snaps his fingers and you run to him - or her?

ANTONY
(quietly)
I have only one master. My love for you..

He tries to take her in his arms. She moves from him... as if almost frightened by his touch. And she speaks as much to herself - as to him:

CLEOPATRA
No. Your master must not be love, never love. Give yourself to love, and you give yourself to forgetfulness of who you are and what you are - and what you want..

ANTONY
And what you want - is worth so much more?

CLEOPATRA
I will not have love as my master..

ANTONY
Then you will not have love.

CLEOPATRA
Nor will I have Octavian - !

ANTONY
Never fear. He won't be.

CLEOPATRA
How confident you are. Has Octavian a master?

Continued

ANTONY
(nods)
His ambition. To rule the Roman world as emperor and God..

CLEOPATRA
The Roman world - to begin with. And what stands in his way?

ANTONY
You and I..

CLEOPATRA
To begin with. And my son - the rightful heir to the name and glory of Great Caesar. Octavian has already stolen those - he will now destroy, in his sister's name, the love Rome has for you. And, by your marriage to her, has made of me unmistakeably your whore! Never fear Octavian? It is he, I think, who, by now, must be unafraid..

Antony sinks despondently onto a couch.

ANTONY
Show me a city, and I will tell you how to take it. Let me face an army. I will smell out its weak points - and hit hard where they are. But sit me down and talk in whispers of this and that - with an emphasis here, and a shrug there - and I am soon confounded and defeated..
(he lifts his eyes to her)
Meaning to do the best - I suppose I could not have done worse..

Continued

The abject directness of his confession is touching. Cleopatra crosses to sit beside him..

CLEOPATRA
There is still time..

ANTONY
Let some one ask me what I want. It is to live with you - in peace and love..
(he smiles)
Do you have conditions for total surrender?

CLEOPATRA
First - as Caesar did - you will marry me according to the Egyptian ritual..

ANTONY
That is not a condition - but a reward..

CLEOPATRA
You will declare, by your authority, Caesarion to be King of Egypt. We will rule together in his name..

ANTONY
Granted happily..

CLEOPATRA
And you will cede to Egypt all of the territories I have demanded -
(Antony tenses)
You must! If only to assert your own authority and power - ! Otherwise - inevitably, in time we will lose everything. Can't you see that?

Antony looks at her. He smiles - and shakes his head..

ANTONY
I can see nothing but you..

They kiss.

DISSOLVE TO:

338 INT. ROMAN SENATE - DAY

Dramatically, OCTAVIAN spills a leather sack of coins upon a table before his chair. He picks one up..

OCTAVIAN
Cleopatra, Queen.
(he turns it over)
Marcus Antonius, Autokrat.
(he tosses it aside)
A new title bestowed upon our Antony by his gracious queen. Autokrat. From the Greek. One of her many native tongues. Absolute sovereign..
(sudden sharpness)
But not quite king! No. Antony himself has proclaimed his own king - the autokrat's autokrat, if you will - Cleopatra's son! Named by her after the Divine Caesar - but who can say by what unknown father it was sired, on what forgotten night..?
(impassionedly)
How well she knows Rome, this witch of the Nile! How well she knows that we, loving Antony, will forgive him what from other men would drive us to war!

AGRIPPA
(to his feet)
I am no longer content to forgive Antony! To marry this Egyptian according to their barbaric rites -

GERMANICUS
(to his feet)
Meaningless under Roman Law! Great Caesar himself -

OCTAVIAN
Yes! Bit by bit Antony crawls behind his memory - but tell us, Germanicus! Did Great Caesar also toss one-third of the Roman Empire into Cleopatra's undoubtedly deserving lap?

AGRIPPA
This marriage is an expression of contempt for Rome - the ceding of our territories an act of aggression against Rome! I demand that Antony be instructed at once to revoke his marriage and return to us our Eastern possessions!

338 Cont. 1

A storm of approval overwhelms the Senate - and the silent small group of Antony's supporters..

OCTAVIAN
(smiles)
How little after all, it seems, Cleopatra knows Rome..

QUICK DISSOLVE:

339 INT. THRONE ROOM - PALACE - DAY

CAESARION occupies the highest of three thrones; those for CLEOPATRA and ANTONY being lower than his. (Note: this is now the third Caesarion.)

All present in full state regalia. ANTONY, from his throne, is speaking to the ROMAN AMBASSADOR who stands before them, flanked by LICTORS..

ANTONY
Let it be known that the territories in dispute were subjugated by Julius Caesar! There can be no question that the right to rule over them is the heritage of his son - and, in the name of the Mighty Caesar, I grant to King Ptolemy Caesarion that right! And let it be known that the greatness of Rome lies not in what she takes - but in what she gives..

He nods to APOLLODORUS, who raps with his staff. CLEOPATRA and CAESARION rise. The Ambassador, about to answer, must be still.

Grimly, he and his lictors make way, as Caesarion, followed by Cleopatra and Antony, leave the throne room..

QUICK DISSOLVE:

340 INT. OCTAVIAN'S HOUSE - NIGHT

OCTAVIAN, AGRIPPA and TWO OR THREE SENATORS. They sit together. Octavian rises as he speaks. He moves into a CLOSEUP.

OVER THIS ARE SUPERIMPOSED the ensuing SCENES as he describes them:

Continued

OCTAVIAN
Rome's greatness lies in what she gives, he says, then calmly gives what is not his. And Cleopatra takes, and will take more - and war will come. She knows - and I know - that war will come. But I will not speak for it - nor will I speak against Antony. I must be forced into war, the people of Rome must force this war upon me - they must storm the doors of the Senate crying for it! To begin with, let it be known everywhere what Antony has said - and that I have remained silent...

THE SUPERIMPOSED INSERTS BEGIN:

341 SHOT ONE: EXT. FORUM - DAY (A secluded spot). ENVOYS - some mounted, some on foot - being handed scrolls by AGRIPPA. They hurry away with them..

OCTAVIAN
(Over SCENE)
Let secret envoys be sent to all the lands he has ceded to her - with word that Rome will not oppose revolt against Egypt..

342 SHOT TWO: EXT. COUNTRYSIDE. MOUNTED COURIERS riding through various terrains..

OCTAVIAN
(Over SCENE)
Send couriers to every garrison under Antony's command. Offer promotion to his officers, if they will come to me...the men will follow.

343 SHOT THREE: EXT. ROMAN STREETS (FORUM SET). OFFICIALS tack up proclamations on walls and doors. Angry reactions from citizens of all stations..

OCTAVIAN
(Over SCENE)
Proclamations are to be posted throughout Rome. In ceding these lands to Egypt, Antony has deprived Rome of necessary tribute. Taxes must therefore be increased for Roman citizens..

344 SHOT FOUR: INT. ROMAN HOUSE (PART OF A ROOM).

OCTAVIA at a writing desk, writing on wax tablets..

OCTAVIAN
(Over SCENE)
At my request, Octavia will write once more to Antony. Of her love, her loneliness and humiliation - she will beg for his return to her, and for peace with Rome. Her message will be taken to him by the most noble and respected citizens of Rome. Let Antony turn his back on her - and on them - if he will...

Octavian's face leaves the SCENE. Only Octavia's remains, tearfully doing as she has been told..

DISSOLVE:

345 EXT. PALACE - FORECOURT - ALEXANDRIA - DAY

About HALF DOZEN distinguished and venerable ROMANS wait. About them, and on the steps, ANTONY'S OFFICERS. Among them, RUFIO..

SOSIGENES, standing to one side between the pillars, watches..

ANTONY, alone, comes out of the palace. He carries a scroll..

THE LEADER of the group approaches the platform respectfully. ANTONY, dressed in full military regalia, looks down at him. Antony seems remote, deliberately aloof and cold..

LEADER
Mark Antony, do you have an answer to the message we have brought from the Lady Octavia?

Antony hands the scroll to Rufio, who brings it to the venerable old man..

ANTONY
By the laws of Rome, bear witness, all of you, to what I say. You are to tell the Lady Octavia that I divorce her..

Reactions from the group. Antony continues, as if by rote, looking not at them but over their heads..

Continued

ANTONY
According to Roman law, therefore, in my name say to her: Octavia, take what belongs to you and leave my house. Take what belongs to you and leave my house. Take what belongs to you and leave my house. It is done.

He turns away abruptly, re-enters the Palace..

The group of senators, saddened and shocked, turn to depart. The eyes of their leader meet those of Rufio. Rufio is the first to look away..

Sosigenes. He has observed the scene with great concern. Thoughtfully, he enters the palace..

346 INT. CLEOPATRA'S SITTING ROOM - DAY

Present are CLEOPATRA, RAMOS, APOLLODORUS - and other EGYPTIAN military personnel.

The room has acquired a military character. There are many maps, charts, and particularly - models of ships..

Antony is apart from the others; pouring himself a drink.

CLEOPATRA
(is saying)
- if we move quickly, the Romans will not know we have crossed the Mediterranean until we land in Greece.
(to Ramos)
You and General Rufio will start embarking the troops at once..

RAMOS
Yes, your Majesty -

He and the others salute. With Apollodorus, they start out..

ANTONY
(suddenly)
If it is decided to move our armies to Greece -

CLEOPATRA
(quickly)
It has been decided -

ANTONY
- my men do not travel well by sea. They fight on land, they move on land -

CLEOPATRA
Your men will do as they are told! As mine will!

ANTONY
My men will do as they are told - by me!
(he drinks, smiles)
However, since I do as I am told...

Cleopatra is extremely conscious of the other men waiting. She smiles at them..

CLEOPATRA
The final decision will, of course, be Lord Antony's and I am sure that - in time - he will make it. That is all.

They leave. Antony finishes his drink..

CLEOPATRA
(quietly)
It would be wiser, I think, not to disagree in the presence of our officers.

ANTONY
Your officers. What final decision have you decided I am to make - ?

CLEOPATRA
Why do you oppose transporting our armies to Greece?

ANTONY
Because I do not want war against Rome..

CLEOPATRA
One hundred thousand men led by Mark Antony. Octavian is no fool - he won't fight..

ANTONY
He won't want to, he'll have to. Instantly. On the spot where they land..

CLEOPATRA
Rome will not declare war against you!

SOSIGENES has come in during the above. He senses the tension between them.

SOSIGENES
I do not agree.

Cleopatra turns on him, sharply..

CLEOPATRA
I have not asked for your opinion!

SOSIGENES
Not for some time. Not since I doubted the necessity for building three hundred ships -

CLEOPATRA
The way to prevent war is to be ready for it!

SOSIGENES
Have three hundred warships ever been built for war - without war?

CLEOPATRA
We shall have what we want without it!

She turns from him. Sosigenes remains quiet and determined..

SOSIGENES
Your Majesty. Please hear me. I think we are very near the edge. Strings are being pulled, and not by us. We are being managed and maneuvred without our choosing. These riots in Jordan, Armenia, Cyprus - they must be related, and have a meaning. The deputation sent on behalf of Lady Octavia - chosen from the most highly revered men of Rome. Why? They can carry back to their people nothing but Lord Antony's - forgive me - insulting and unnecessary divorce of her - and rejection of them..

Antony makes no comment. He drinks..

CLEOPATRA
(quietly)
It was done at my bidding. The responsibility is mine..

ANTONY
(softly - into his cup)
The doing was mine..

Cleopatra turns back to Sosigenes..

CLEOPATRA
What do you propose?

SOSIGENES
Let me go to Rome. Let me approach Octavian - if possible, the Roman people - and assure them we want peace. If there is a way for us to live in peace - let me try to find it..

Cleopatra looks to him. Then to Antony, who looks up from his drink with interest..

CLEOPATRA
Go then. Go to Rome..

Antony silently toasts the scholar. Sosigenes bows, starts out. Cleopatra turns after him - suddenly troubled. She senses the danger of his journey - a result of her utter commitment to ambition..

CLEOPATRA
(calling)
Sosigenes!
(he pauses)
Take care..

Sosigenes smiles, and goes on. Cleopatra looks after him..

ANTONY
He's very dear to you, that old man. Your concern and worry are written all over you - forgive me, but it's a kind of love you're showing..

CLEOPATRA
Let them talk. Let them negotiate all they want. Time is on our side, we can only grow stronger -
(in sudden concern)
A man like Sosigenes. A man who has made the world better for his having lived in it - would anyone hurt him?

ANTONY
(smiles)
Come here..

Cleopatra goes to him. He takes her in his arms.

ANTONY
If war will come, why then it will come. But to decide upon war - to choose it as one might an entertainment for the night - this is no longer possible for me..

CLEOPATRA
Until we have what we want. Until we can hold it secure -

ANTONY
I have what I want, I hold it secure this minute. And I no longer even dream of wanting more -

CLEOPATRA
Antony -

ANTONY
Be quiet, we're alone now. I'm speaking. For the first time, I cannot wait to wake from sleep into life - my dreams have become pitiful and dull. For the first time, it seems to me, I want terribly to be alive..

DISSOLVE:

347 EXT. ROMAN SENATE - DAY - FULL

A shouting MOB OF ROMANS covers the steps of the Senate, and spills down into the Forum. Crying out for war against Egypt, on the porch of the Senate they pound their fists against the closed bronze doors..

348 CLOSER - BOTTOM OF SENATE STEPS - DAY

A group of litters. Surrounded by the shouting, swirling MOB. In one of the litters, SOSIGENES waits patiently..

From the crowd about the litter, hooded, emerges ARCHESILAUS the sculptor. He moves close to Sosigenes. He removes part of his hood. Sosigenes smiles in recognition. Archesilaus is wet with fear..

SOSIGENES
There is no one more stubborn than a Roman Greek - except perhaps an Egyptian Greek..

ARCHESILAUS
My learned friend, once more I beg of you. The crowd is beyond reason, believe me -
(lower)
- and so is Octavian. If he would not see you at his home -

SOSIGENES
He bid me wait for him outside the Senate House..

ARCHESILAUS
And for more than two weeks he has passed you by every day -

SOSIGENES
He knows I am here. If I should wait each day for two more years, and he pass me by each day for two more years - at least for that time there will be no war...
(he smiles)
...but there is no need for you to wait with me that long. Nor even any longer. Thank you for your help..

ARCHESILAUS
It's just that - violence - and mobs frighten me..

Continued

348 Cont.

SOSIGENES
(nods)
As the center of the earth is raging fire - so the center of man is anger, covered by a thin crust of humanity..

He leans back on his cushioned seat. Archesilaus hesitates, then goes. He is lost in the mob..

349 INT. SENATE - DAY

The great NOISE from the mob outside, the POUNDING on the doors of the Senate, can be heard throughout the scene - as an obbligato to what is said and done..

OCTAVIAN stands, dramatically posed, in the corridor leading to the Senate entrance. As he speaks, he makes his way back to his chair. CAMERA PULLING BACK AND UP to disclose the chamber packed with SENATORS. Some even stand between the columns..

The golden spear of war is in its place..

OCTAVIAN
Hear them, Noble Fathers! They are less patient than you, their patience has come to an end - the Roman people now cry out - 'enough'!
(he starts toward the Senators)
We can wait no longer while Egypt plots our destruction! Enough!
(The Senators remain oddly silent)
Cleopatra's fleet, launched by her decision, has sailed for Greece - scores of Egyptian ships, packed with Roman legions bribed and seduced into treason against Rome! Just as Antony was drugged and deluded - by whatever poisons and powers this witch can call upon - into surrendering Roman territories, nullifying Roman laws, desecrating the memory of our Divine Caesar and the honor of Mark Antony himself - as well as that of Octavia, my sister...
(he pauses before the spear)

Continued

OCTAVIAN (Contd)
The golden spear of war. The people of Rome have caused it to be brought here - by their Tribunes - from the Temple of Mars, and placed before us. They ask that, by the will and command of the Senate, I carry it out to them. As a sign that Rome is at war with Egypt...

He pauses. There is complete silence. AGRIPPA is obviously under orders to keep quiet. GERMANICUS and those about him watch apprehensively. Octavian smiles grimly..

OCTAVIAN
These walls must not believe their ears, to hear such silence. From the right - from the left. The call of the Roman people can be clearly heard; yet the Roman senate has no answer...
(he returns to his chair)
Shall we, then, just sit - and listen..?

He sits calmly. A pause. A SENATOR rises, sombrely - from the right. One of Octavian's supporters..

SENATOR
There is not one of us, August Caesar, who would not willingly make war upon Cleopatra. But how? Without also making war upon Mark Antony - loved by Rome, and loving Rome..?

Octavian nods, as if in agreement..

OCTAVIAN
Loved by Rome. And loving Rome..

Slowly, he draws from his toga an ornamental scroll..

OCTAVIAN
I have here - the last will and testament of this Antony who so loves Rome..

A murmur spreads among the Senators, as they react and comment to each other. Germanicus rises slowly to his feet.

Continued

GERMANICUS
Antony's will and testament - was it not entrusted to the safekeeping of the Vestal Virgins? Then to have it, you must have taken it by force from the holy temple!

The shocked murmur increases among the Senators. Octavian nods..

OCTAVIAN
A grievous sin for which I pray the Gods will forgive me, but which I admit freely. I, too, love Rome. More, perhaps, as you will see, than even Antony. For I have sinned in the name of Rome, whereas he -

He rises suddenly to his feet, dramatically unfurls the scroll. It unwinds on the Senate floor, stopping at the feet of Germanicus..

OCTAVIAN
Read for yourselves how dearly Antony loves you, loves Rome! In this, his last will - under his seal! Only lately brought from Egypt and deposited in our Holy Temple - at Antony's request - by the distinguished Sosigenes. An extraordinary mission for an extraordinary man - so wise, so close to Cleopatra, so trusted by her. He has come - he says in gentle tones - to plead for peace, for understanding, for <u>time</u>! His pockets sagging with Egyptian gold to bribe and corrupt and degrade even more the glory and honor of Rome!
(he yells at Germanicus)
Read in Antony's will! At the end! Commit to memory the last request of your beloved Antony - it bears witness to his love for Rome!

Germanicus picks up the will, starts to read the end of the scroll. Octavian continues to the others:

OCTAVIAN
When he is dead, it says - after Mark Antony has died - it is his wish that he be buried in - his beloved Alexandria!

Continued

349 Cont. 2

OCTAVIAN (Contd)
(A sensation. The Senate to its feet. Expressions of disbelief and shock..)
Can such treason be charged to any Roman in recorded history? When was there a Roman who fell for Rome on whatever foreign battlefield but that his dying prayer was for some part of him to be returned to Roman soil? But Mark Antony - so beloved by his legions and loving them, so beloved by Rome and loving Rome - where would he lie for all of eternity? In Egypt, among Egyptians, beside his Egyptian whore!
(to Germanicus)
Is what I say the truth? Do I speak the truth!

Slowly, lifelessly, Germanicus nods. He lets the scroll slip from his fingers, sinks to his seat. The rumble in the Senate becomes an angry one..

OCTAVIAN
And <u>still</u>, my countrymen, I do not put the blame upon Antony - for this request is not his but Cleopatra's! Not Antony's last testament - but Cleopatra's ultimate humiliation of him and of us! Will you now command me to take up this golden spear - ? Will you now direct me, according to our custom, to hurl it toward our enemy to the death - not Antony of Rome, but Cleopatra of Egypt!

AGRIPPA
(a sudden, savage shout)
War!

The shout is taken up, the Senate roars for war - even those surrounding the crushed Germanicus..

As Octavian grabs the golden spear, they flock down from their seats, still shouting. Holding the spear high above his head, Octavian strides from the senate followed by the others. Germanicus sits alone..

350 EXT. SENATE PORCH - DAY - FORUM

THE MOB on the porch and steps remains as insistent and excited as before. PRAETORIAN GUARDS struggle in vain to keep them from the Senate doors..

At the foot of the steps, not only Sosigenes' litter, but others are surrounded by the swirling crowd..

351 CLOSE - SENATE DOORS - DAY

They open. OCTAVIAN, followed by the SENATORS, carrying the golden spear high and ceremoniously, comes out. The crowd cheers madly - and falls away before him as he makes his way down the steps to the rostrum..

He waits a moment for the yelling to subside..

OCTAVIAN
I hold before you the Golden Spear of War! Put into my hand, without dissent, by the command and will of the Senate of Rome! And now it is you - the people of Rome - who must direct me! Where is the enemy? Where is Egypt? Show me the way!

The crowd roars savagely. Hands point to the South and East. Octavian poises the spear. He hesitates, as he sees OFFSCENE:

352 OCTAVIAN'S P.O.V. - DAY

Sosigenes' litter, at the foot of the steps, and the crowd surround it..

SOSIGENES gets out of his litter, starts to force his way through the crowd and up the steps toward Octavian..

CLOSE - OCTAVIAN

As he stares down at Sosigenes. With his free hand, he points:

OCTAVIAN
There! There is Egypt!

MEDIUM - SOSIGENES

Pushing his way through the crowd. Suddenly those around him stare and move away. He stands alone, exposed, on the steps..

He looks up toward Octavian, shakes his head in disbelief. He holds out his hand as if to call for attention..

CLOSE - OCTAVIAN

As he throws the spear..

Continued

CLOSE - SOSIGENES

He is hit. He staggers, clutching the shaft of the spear as though to draw it out. He falls.

353 FULL SHOT - SENATE STEPS

The crowd, roaring in triumph, swarms about Sosigenes' body. OCTAVIAN stands alone on the rostrum.

THE FRAME FREEZES TO A STOP. Once more, the colors fade in the "frieze" effect...

EFFECTS DISSOLVE TO:

354 EXT. ACTIUM - DAY - (GLASS SHOT)

CLEOPATRA'S palanquin borne by slaves, with an ESCORT of the Elite Guard. CLEOPATRA enthroned. The frame is frozen in the "frieze" effect, and over it the historical text:

NARRATOR
"...and so once more, the Romans warred upon each other. And just as Antony had foretold, the forces of Octavian came to meet them on the spot where they landed - which was at Actium, in Greece...

The stop frame moves into action. The palanquin is brought forward, and lowered to the ground, and Cleopatra is helped out of it.

As she walks, CAMERA PANS WITH HER revealing a HIGH SHOT of the bay of Actium, with the massive array of warships below.

A heated discussion is HEARD OFF as she approaches:

355-356 EXT. ACTIUM - COMMAND POST - DAY

The conference is dominated by ANTONY, at the "topo" table. Across from him is EUPHRANOR, a battle-scarred Rhodian admiral. In attendance are RUFIO, CANIDIUS (a high-ranking Roman General), RAMOS, other OFFICERS..

Antony is addressing Euphranor, in belligerent sarcasm, as CLEOPATRA enters the scene. All except Antony bow, then return their attention to the argument. Cleopatra moves unobtrusively to one side and listens..

Continued

ANTONY
(Heard OFF - over 354)
The great Admiral Euphranor of Rhodes! You no longer command a pack of mongrel pirate vessels, manned by pickpockets and wharf rats - ours is the largest fleet of the finest ships ever built! Carrying the Roman legions of Mark Antony!

EUPHRANOR
(Heard OFF - over 354)
Romans, rats, pirates or the Gods themselves, your ships are too large to begin with! And why must the decks be packed with 20,000 men and their armor -

ANTONY
Because battles are fought and won by men!

EUPHRANOR
At sea they are fought and won by ships! Even empty, these tubs of yours cannot be manoeuvred!

ANTONY
You will not be required to manoeuver them!
(quiet finality)
Your orders, Admiral, will be to hold against Agrippa's attack..

EUPHRANOR
And if Agrippa does not attack?

ANTONY
I'll force his hand. I know Agrippa..

EUPHRANOR
By land. I know him by sea..

Antony gestures. Rufio, Ramos, Canidius - one or two others - draw near the table. Antony uses the model ships to illustrate:

ANTONY
With my command ship and two escorting vessels, I shall break the Roman Center. I have one objective. Octavian's flagship - and Octavian. You will engage his entire line - keep them away. Your reserves to the extreme right and left. Once I am on Octavian, you will close in - for the kill...

He finishes proudly, takes a long drink from a goblet held by a SLAVE. Euphranor is not impressed.

EUPHRANOR
A classic plan of attack - for land armies. Agrippa will offer thanks to all the Gods in all the heavens if you commit yourself - and us -

ANTONY
(quietly)
I have committed myself. And you. And my ships. And my men.

EUPHRANOR
(aghast)
But - but - my Lord - water is fluid - ships drift - they're hit, there are gaps - winds rise suddenly -

ANTONY
The action will begin with the rising of the sun, tomorrow -

EUPHRANOR
Lord Antony, hear me! Your battle plan is very brave, very simple - you might bring it off on land - but there are ten, a <u>hundred</u> reasons to debate its wisdom upon the sea!

ANTONY
(explodes)
I have an enemy who faces me on land with fewer troops, on sea with fewer ships - let <u>him</u> debate the wisdom of <u>his</u> position! I have a happy choice - whether to destroy him wet or dry. I have chosen wet...
(he turns on Euphranor)

ANTONY (Cont'd)
And I think it best, Euphranor, that you report to Queen Cleopatra aboard her vessel - in the harbor. There, if you like, you may point out to her the hundred reasons why my brave simplicity has failed. In any case, you are relieved of your battle command.

He nods in dismissal. He finishes his goblet, signals for it to be re-filled. Euphranor makes no reply. He salutes formally, and goes..

Canidius and Rufio exchange brief glances. Rufio speaks up quietly:

RUFIO
This final commitment. Of yourself, your ships, of all of us - to fight Octavian at sea. When did you decide, my Lord?

ANTONY
Forgive me, Rufio. I had every intention -

RUFIO
(cuts in)
Canidius and I have worked hard for many months. We have organized and trained an army of almost 200,000 men from twenty different countries -

ANTONY
They will not be wasted! After victory at sea -

RUFIO
(will not be silenced)
Of which, tonight, twenty thousand foot-soldiers and cavalry will be herded and whipped onto the decks of these ships - to be dragged out to sea tomorrow, puking and afraid - <u>why</u>, my Lord? <u>Why</u>?

ANTONY
(savagely)
Because <u>I</u> have decided it will <u>be</u> so!

CANIDIUS suddenly speaks up..

CANIDIUS
Are you sure - ?

RUFIO
(warningly)
Canidius!

CANIDIUS
You will not say it - and it must be said!
(to Antony)
Are you sure, my Lord, it is you who have decided it will be so?

A sharp, hidden reaction from Cleopatra. Antony does not look at her. He looks steadily at Canidius..

ANTONY
(quietly)
If not I - then who?

CANIDIUS
You and I have fought in many campaigns - on land. I have watched - and learned from you - as you made your men ready for war. As you studied the field of battle -

ANTONY
(pointing)
I have studied this one. I find one wave very much like another..

CANIDIUS
Euphranor would not agree with you. Nor can I picture Mark Antony upon that battlefield. I see water - upon which none of us have fought. I see great floating hulks - built at the command of Egypt's Queen. Manned by mercenaries of many Eastern countries - paid by Egypt's Queen. I have never known women - even Queens - to be present at councils of war. Since the arrival of your legions from Egypt - by sea, at her command - Mark Antony's generals have not once met with him except in the presence of Egypt's Queen.

CANIDIUS (Cont'd)
Am I now to face the greatest army ever to carry your battle standard - an army equipped and fed by Egypt's Queen - to order 20,000 of them dragged out to fight at sea, while the rest stand on the hilltops and cheer - at the command of Mark Antony?

There is a pause. Antony struggles to control his rage.

ANTONY
(slowly; tight with anger)
'Egypt's Queen' has a name. She may be referred to - by those worthy of the privilege - as 'Queen Cleopatra'. Or - as 'Her Majesty'. If her name - in any form - passes your lips again, Canidius, I will kill you..
(he takes a deep swallow of drink)
Enobarbus - you - and Rufio. Three men to whom I would have entrusted my life, at any time. Enobarbus, as you know, has gone over to Octavian. Why don't you follow him? Octavian will welcome you with great honors, great riches - and female-free councils of war that stink of masculinity! If you like, crawl safely to Octavian! Go, if you like!
(Canidius doesn't move. Antony turns on Rufio)
You - Rufio! Your chance to serve another Caesar - take it!
(Rufio, hurt almost to tears, turns away abruptly)
Any of you - all of you!

There is no move. Ramos speaks up, quietly:

RAMOS
I would consider it an honor to fight beside Lord Antony - at any time, anywhere..

ANTONY
Spoken like a Roman, Ramos..
(He finishes his goblet, holds it out to be refilled)
And you shall fight at my side. In Rufio's place. Rufio, you will remain with Her Majesty aboard her vessel..

RUFIO
As you command.

ANTONY
Canidius, you will remain with the land forces. Cheering from a hilltop, if you like..

CANIDIUS
As you command.

ANTONY
Exactly. As I command. You are all dismissed.

Without another glance at them, he crosses to sprawl on a seat. The men leave. Cleopatra and Antony are alone..

She crosses to him. She smiles down proudly..

CLEOPATRA
There never was - there never will be - a commander of men to equal Mark Antony..

ANTONY
Shall we drink to that..?

Without looking up, he drinks..

CLEOPATRA
Will they do as you say?

ANTONY
(nods)
To the letter. As if my wishes were theirs. Like the rest of humanity, an army cannot exist without a chain-of-obedience. The least powerful is told by the next most powerful - who is told by the next most powerful - and so on up -
(he looks up, now)
to the all powerful. You.

CLEOPATRA
(smiles)
We. They do as we think best..

ANTONY
You. I never wanted war with Octavian. I wanted peace with you. But I made your wish mine. Not wanting it, I could still understand it. But now - to risk fighting him at sea when we are certain to defeat him on land - it is my feeling neither one of us thinks it best. Nor I cannot understand why you insist. But since you must have it so - it will be so. The chain-of-obedience being what it is - and I being what I have become...

He finishes off his goblet. He rises..

CLEOPATRA
(stunned)
Nor do I understand. Just now - as I stood here and listened - everything you said and did -

ANTONY
(breaks in)
- was everything you would have wanted said and done. For my part - such as it is - Euphranor is right. And Canidius. And - Rufio....did you see his look when he turned away from me..?

He reaches for more wine, thinks better of it..

CLEOPATRA
But it was just last night - that you agreed with me! That we have Octavian's army pinned against the sea! That to destroy his fleet - his possible escape - <u>first</u>, and <u>then</u> his army - would mean total, final victory! You agreed with me!

ANTONY
Last night! And the nights that went before - and tonight, if it pleases you - in your arms I would agree that we could walk, hand in hand, across the Bay of Actium..

Continued

CLEOPATRA
(bitingly)
So once more, it seems, I am charged with witchcraft. Apparently, however, you suffer from it only after sundown..

ANTONY
(shakes his head)
I live for the night. My only complaint is that day insists upon breaking in on it..

He starts out. Cleopatra, in sudden emotion:

CLEOPATRA
Antony!
(he pauses)
What has happened - ?

ANTONY
To me - ? You have happened to me..

He continues out. Cleopatra is alone. She looks after him - concerned and confused by many emotions. She forces her attention to the business at hand..

She crosses to the topo table. She stares down at the tiny model ships, studies them for an instant. She finds Octavian's flagship. She lights one of a bunch of tapers (from a nearby burning ceremonial brazier). She touches Octavian's flagship. It flares up..

DISSOLVE:

356-A EXT. AGRIPPA'S GALLEY - ROMAN FLEET - NIGHT

A MATTE SHOT. In the f.g., Agrippa's command vessel, armed to the teeth with men and weapons. In the b.g., other vessels of the fleet..

357 INT. AGRIPPA'S FLAGSHIP - GREAT CABIN - NIGHT

The large work-table is covered by a map showing the disposition of the forces at Actium. In the b.g., Agrippa's sleeping quarters. And a table with food..

At the work-table, AGRIPPA. OCTAVIAN stands a bit to one side..

Agrippa is staring down at a wax tablet - trying to reconcile it with the battle array on the map..

AGRIPPA
(bewildered)
I can't understand it. Euphranor is no fool..

OCTAVIAN
If - let us say that Euphranor has gone mad or been persuaded against his better judgement - they do attack as indicated, are you quite sure of victory?

AGRIPPA
As surely as the sun crosses the heavens - we can win as we please. But - my Lord Caesar, may I speak my mind?

OCTAVIAN
If it does not displease me..

AGRIPPA
What I find most difficult to believe is - the decision to fight us at sea. Why should they?

OCTAVIAN
You know that as well as I - and the rest of the world. Queen Cleopatra wants the battle fought at sea..

AGRIPPA
(bluntly)
On land, they would win..

OCTAVIAN
You begin to displease me -

AGRIPPA
(rising)
Antony knows that - as you, and I, and the world knows it! On land, he would win! Why does he fight at sea?

OCTAVIAN
Because Cleopatra wants it so..

AGRIPPA
Is that enough? Are the wants of a woman - even Cleopatra - enough to make a man change wrong, as he has always known it, into right?

OCTAVIAN
There are such men..

AGRIPPA
Then Cleopatra must be a fool..

OCTAVIAN
Whatever else she is - which is everything a woman can be - Cleopatra is not a fool..

AGRIPPA
Then she must know that Antony's way - on land - will lead to victory. Why must she have her way?

OCTAVIAN
She is probably convinced that, either way, Antony will win. This makes her wrong - but not a fool..
(He begins to nibble at a platter of food)
Let victory come by Cleopatra's way - at her insistence upon her way - and the future world will be hers. And Antony - will have been the means to the end. But let Antony be victorious his way - then her future becomes.... in Antony's world, she will be what? The Great Antony's - queen. Cleopatra might find that increasingly unsatisfactory; increasingly - temporary, even. Antony has a way of letting queens slip through his fingers - of dropping the old as he reaches for the new...

An AIDE enters, carrying another wax tablet - for Octavian. He presents it and leaves..

AGRIPPA
(shakes his head - sits)
Well...I can speak only of what I know. And I know that no man who has ever fought at sea - least of all a canny pirate like Euphranor - would consider this battle plan..

OCTAVIAN
Very true. It seems the plan is Antony's own..
(He tosses the tablet on the table)
Euphranor has been removed from his command. Antony, himself, will lead his ships. At dawn tomorrow..

Agrippa stares at the tablet, exhales through pursed lips..

AGRIPPA
(softly)
I have never been a devout man. I can hardly believe that the Gods favor me so..

OCTAVIAN
(eating)
They know that you fight in my name..

AGRIPPA
(bemused)
It won't even be fighting, more like trapping - a bull. He plans to come straight for your ship - and you - does he..? To break through - very simple, just as he would on land - we'll let you through, Lord Antony, we'll let you through...

The cabin lurches suddenly...Octavian grabs the table.

OCTAVIAN
What was that - ?

AGRIPPA
(lost in his work)
A little wave. He'll expect us to hold on both flanks - that's what we'd do on land - while he opens the center - but we won't be on land, Lord Antony. No... we won't hold at all...

The cabin lurches again.

OCTAVIAN
Is there a storm coming up..?

AGRIPPA
(not looking at him)
Another little wave. We'll fall back before you - our ships are smaller, faster - just out of range of your ballistas and fire - we'll let you through in the center, deeper and deeper...

Octavian pushes aside the food, crosses to sit on a chair - upright. Agrippa becomes increasingly happy as he works - starts to chuckle...

DISSOLVE TO:

357-A EXT. DECK - CLEOPATRA'S BARGE - NIGHT

Our first glimpse of it converted to the command vessel of Cleopatra's fleet. The topographical table, all of the other devices of command are in evidence. But unmanned..

It is very late at night. There are SOME GUARDS at their stations. EIRAS stands to one side. APOLLODORUS and RAMOS to another, watching over:

CLEOPATRA. Her face set and strained, she paces slowly by herself, a cloak pulled about her against the damp of the late night air..

She pauses suddenly, listens alertly:

CLEOPATRA
Is that the sound of oars - ?

RAMOS
The creaking of a ship, your Majesty..

Cleopatra continues her pacing. As she draws abreast of Eiras, Eiras yawns suddenly. She turns away in embarrassment. Cleopatra smiles a little..

CLEOPATRA
Eiras - you needn't wait up..
(to Apollodorus)
How many hours until dawn?

APOLLODORUS
Between four and five, I think..

CLEOPATRA
(attempted lightness)
Lord Antony has always had - so little sense of time..

She moves away again. CHARMIAN comes up from below. Concerned, she hurries to Cleopatra - who turns to her expectantly:

CLEOPATRA
Is she ready - ?

CHARMIAN
The High Priestess - cannot come to the temple, your Majesty..

CLEOPATRA
Why not?

CHARMIAN
She seems to be - ill. Very ill..

CLEOPATRA
Did you tell her I wanted her at once?

CHARMIAN
It was like - speaking to stone. She cannot hear -

CLEOPATRA
(starts away)
She 'll hear me -

CHARMIAN
Not even the High Priest!
(Cleopatra pauses)
He spoke to her..

CLEOPATRA
What did she say?

CHARMIAN
Nor can she talk. She sits staring out - at nothing. I touched her cheek. It was cold and without life - like marble..

CLEOPATRA
(quietly)
Something has been revealed to her. A sight so terrifying that she cannot look upon anything else. So terrifying that she cannot speak of it - and cannot hear the voices of those who would want to know..

She starts in. Charmian moves, as if to follow. Cleopatra shakes her head.

CLEOPATRA
Wait here, with Eiras..

357-B INT. BELOW DECKS - BARGE - NIGHT

CLEOPATRA descends the passage leading to her apartment. TWO GUARDS are on duty. She dismisses them with a gesture..

She hesitates, then goes in..

358 INT. BELOW DECKS - BARGE - TEMPLE - NIGHT

CLEOPATRA approaches the temple slowly, with some apprehension. Except for the fire which burns low in the pit, there is little other illumination..

(Note: In the b.g. dressing of the set, there must now be evidence - his clothes, etc. - that Antony shares these quarters with Cleopatra.)

She enters the temple, makes an obeisance to Isis. She then turns to kneel on the cushion before the fire. Staring down into it, calling upon the powers she has believed in and trusted, she prepares herself for the image of what the morrow will bring...

CLEOPATRA
Great Isis of a thousand names,
You that are, have been, and shall be,
Within whom Time itself exists -
So that past and present and future
are as one -
The fire burns, the fire burns.
Grant that I, whose form you take
upon this earth, shall see -
shall see...

The fire flares - it sputters into vari-colored flames. Cleopatra stares into it..

CLEOPATRA
Help me to see - help me...

The fire remains - fire..

CLEOPATRA
(tensely, desperately)
I cannot see....help me - I
cannot....

Only the SOUND of the flames. Suddenly - from behind Cleopatra - the SOUND of a low, amused, feminine chuckle. Startled, Cleopatra turns:

A - CLOSE - ISIS

The shadows of the fire dance behind her. Her glance seems strangely, sardonically amused. But there is no more laughter from her..

B - CLOSE - CLEOPATRA

About to turn to the fire once more. Suddenly - from one of the Animal Gods at the side - the SOUND of a high, amused, male chuckle. She turns to it:

C - CLOSE - ANIMAL GOD

The same shadow effect behind it, with the same sardonic look of amusement. But the chuckle now seems to come from the other side - this time, mingled with the feminine chuckle..

D - CLOSE - CLEOPATRA

Frightened, and with growing fear - as one after another, in varying tones and pitches, the animal gods seem to chuckle tauntingly at her. Desperately, she turns from one to the other as the laughter mounts - with Isis' laugh always predominant...

E - CLOSE - ANIMAL GODS AND ISIS

Individual and group shots of the bizarre faces filling the screen, mocking Cleopatra - as their laughing builds, and the flames mount in the pit..

F - FULL - TEMPLE

In terror, now, her hands pressed to her ears, Cleopatra rises to her feet. Suddenly and sharply - the flames go out. Cleopatra is in darkness. The laughter has reached its climax. CAMERA MOVES IN SWIFTLY TO:

G - CLOSE - CLEOPATRA

She tries to scream - and cannot...then, as if from a distance at first, cutting through the laughter:

RUFIO'S VOICE
(urgently)
Your Majesty! Your Majesty!

The laughter cuts off abruptly. Cleopatra closes her eyes. Then opens them again:

359 INT. LOWER DECK - BARGE - NIGHT - HER P.O.V.

RUFIO, APOLLODORUS, and RAMOS can be dimly made out, worriedly looking at her. She returns their look, impassively..

RUFIO
Word of Lord Antony..

CLEOPATRA
Have you found him?

RUFIO
Where he can be found. I'll take a few staff officers -

CLEOPATRA
Not his officers. Nor his men. They mustn't know. We'll go after him ourselves..

Apollodorus has become conscious of the dark, smoking, pit in the temple. He indicates it..

APOLLODORUS
The temple fire is out..
(Cleopatra nods)
I'll send one of the priests, at once, to light it again.

CLEOPATRA
Leave it as it is. Dead..

Abruptly, she leads the men out of the apartment..

DISSOLVE TO:

360 DOCK AREA - NIGHT - ACTIUM

CLEOPATRA, accompanied by RUFIO and APOLLODORUS, with RAMOS discreetly following in the rear, passes among the men loading the galleys.

The activity is at its height now, and EGYPTIAN OVERSEERS are using whips on their men. One of them makes the mistake of slashing A ROMAN LEGIONNAIRE, who viciously pulls the Egyptian to himself by the whip itself and wraps the whip around his throat, throttling him with it. They are torn apart..

The party passes on. Past irate Romans, being herded toward the galleys by officers. One of the men breaks away, rushes up to CANIDIUS who stands watching impassively..

ROMAN
My Lord - has Antony gone mad! We are from the cavalry!

Continued

CANIDIUS
(firmly)
This is your horse now - get on board!

The Roman is dragged off. Canidius stares after him..

DISSOLVE TO:

361 INT. TAVERN - ACTIUM - NIGHT

A waterfront dive. Squalid, and crowded. In the b.g., a few stone steps leading down from the street level..

Unsavory types - both male and female. Quite a few mercenary soldiers - neither Roman nor Egyptian - in their bizarre costumes. THREE OR FOUR NATIVE MUSICIANS squat on the floor..

In the center of the room, ringed by the rough tables with customers seated and standing, is ANTONY. He holds a loaded wine-skin on his shoulders..

He is declaiming for the pleasure of the company. They find it enjoyable. The SCENE begins with a ROAR of LAUGHTER at him. While they laugh, he drinks sloppily from the skin - the wine running down his chin. He wipes it with the back of his hand...

He continues what has been a list of suggested epitaphs for himself...

ANTONY
Or - inscribe this upon my tomb!
"Antony of Perugia, I lie below.
Stranger, if you will, spit upon
me and go away - only go away!"

Another laugh. He sways, and grins foolishly..

ANTONY
Or - "Alexander was Great! Caesar -
Divine! Here lies Antony - pass
the wine..."

More laughter. He squirts at a girl. She squirts back.

In the b.g., CLEOPATRA, RAMOS, RUFIO and APOLLODORUS make their entrance. Unobserved by Antony. Apollodorus stays by Cleopatra, as Rufio and Ramos make their way toward Antony..

ANTONY
Or - I shall scratch upon the wall
of my tomb: "You were not here
last night - and I could not
die. Will you come tonight?
(a sudden, savage
shout)
Where are you? I cannot die!
I cannot die!

CLOSE-UP - CLEOPATRA, in reaction. Tears come to her eyes - she hides her face even more..

The crowd is quiet, now - puzzled by his savage outburst. Antony squirts the musicians. Rufio and Ramos draw near to him..

ANTONY
Play something sad and suitable -
for remembering and forgetting.
What was - and was not - and
will never be. What I had - and
have not - and will never have.
For being so far - from everywhere
and everyone - music for being
alone in the universe - and
afraid....Mark Antony! Where
is Mark Antony!

Rufio stands beside him. Befuddled, he stares at him...

ANTONY
Rufio..? Rufio, will you help
me to remember? There was a time...
was there a time when I was your
friend, when I loved you? I
think you must now be angry with
me...or is it I who am angry,
help me to remember - I must
have time to remember - let us
go, you and I, in search of time...
(half-turning,
he sees Ramos)
...Ramos? Ramos, do you know
Brutus? I will take you to him -
he too loves honor, loves Rome -
but you, Ramos, are the most
Roman Roman....Brutus, I think,
is dead.

He turns from Ramos, sees:

APOLLODORUS - near the entrance. CLEOPATRA, beside him, has her face covered, is turned away..

Continued

ANTONY
He, too? The faithful hound,
and mournful unrequited lover?
(shouting)
Count your tears as blessings!
Unwanted love is the most
lasting - !
(to Rufio)
Then - where is she? If you are
here - and you - and the royal
heel-sniffer...then where is - ?

Rufio claps a hand over his mouth. He and Ramos take Antony under the arms and start him out. Antony struggles drunkenly, the patrons protest - a minor riot is imminent...

Apollodorus shelters Cleopatra. From within her cloak, she hands him a purse of coins. He showers it out over the customers. They scramble greedily for them..

Cleopatra and the others make their way out with Antony..

DISSOLVE TO:

362 INT. LOWER DECK - BARGE - NIGHT

APOLLODORUS and RAMOS deposit ANTONY upon the bed. He is completely out. They make him comfortable..

RUFIO stands with CLEOPATRA:

RUFIO
The orders for tomorrow - for
this morning. Do you wish
them changed?

She shakes her head.

CLEOPATRA
It is too late - for any changes..

Ramos and Apollodorus join them..

CLEOPATRA
Get whatever rest you can -
all of you..

They bow and go out. She is alone with Antony. She crosses to the bed, looks down at him. His cuirass has been loosened, his boots unlaced; he is sprawled on his side of the bed - leaving hers vacant..

Cleopatra pulls off his boots, then struggles to get him out of the cuirass. He doesn't stir...

She manages to get it off. Then she sits beside him, takes him into her arms as a mother might a child..

CLEOPATRA
(whispers)
One day - I will make it up to you. I swear it by -
(she hesitates)
I swear it...

DISSOLVE TO:

363 EXT. WATERFRONT AND GALLEYS - DAWN

It is dawn. A rank of Roman horns is lifted and sounded as a signal for assembly.

364 INT. LOWER DECKS - BARGE - DAWN

ANTONY is turned face down, now, upon the bed. The space beside him is still undisturbed - except for Antony's armor, neatly laid out. CLEOPATRA sits in a chair nearby, her eyes on him..

THE SOUND OF THE HORNS is HEARD. Antony stirs..

ANTONY
(mumbling)
I hear you. I hear you...
(he forces open his eyes, shakes his head groggily)
I hear you, I am ready!
Bring my armor - !

He sits up and turns as he calls. He sees Cleopatra. Quietly, she indicates the armor..

ANTONY
Who put it there?

CLEOPATRA
I did. You kept calling for it. After I brought it, you slept peacefully..

ANTONY
Have you had sleep?

CLEOPATRA
You needed it more than I.

He starts to get into his armor. From time to time, when necessary, she helps him..

ANTONY
Last night. Where was I found?

CLEOPATRA
In a tavern..

ANTONY
Fighting - ?

CLEOPATRA
Talking. Making speeches..

ANTONY
Against whom - ?

CLEOPATRA
It was hard to tell. Life, I think. And yourself..

ANTONY
Life - and myself. My chosen enemies. They won't make peace. Unconditional surrender - or the battle goes on..
(a pause)
You've conquered them both, haven't you? Life - and yourself...

CLEOPATRA
Myself, perhaps. Life seems to - get away. You cannot conquer what you cannot come to grips with..

ANTONY
Today, we'll make it stand still for you..

He is in his armor. He pours wine, and drinks. Cleopatra struggles to maintain her offhand exterior..

CLEOPATRA
Do you think you will find Octavian - and Agrippa - prepared for your attack?

ANTONY
(smiles)
It's hardly likely we will surprise them in their sleep..

CLEOPATRA
Will it go well for us?

ANTONY
It will go - as battles go. Both sides will invoke their Gods. Men will die. More of theirs than ours, I hope. In any case, the Gods will not lose. They never do..

CLEOPATRA
Antony - let Euphranor command the rest of the fleet. Take him with you..

ANTONY
(gently)
There was purpose in my anger yesterday. I want Euphranor where you are. If things go badly, he will know what to do -

CLEOPATRA
Then Rufio. Let him be where he belongs - at your side..

ANTONY
I will fight the better for knowing that Rufio is where he can protect you from harm..

Suddenly, Cleopatra's hand goes to her mouth. She sinks to a chair, turns from him. Antony eyes her curiously..

ANTONY
Tears..?

CLEOPATRA
For so long I have not permitted myself to feel -

ANTONY
What?

CLEOPATRA
How it would be - without you..

Antony crosses swiftly, drops to one knee beside her. He turns her face to his..

ANTONY
(gently)
How would it be - ?

364-A FULL SHOT - MATTE - DAY - ANTONY'S DREADNAUGHT AND FLEET

As ANTONY, in his fast cutter, approaches his dreadnaught.

365-366 (incl.) O U T

367 MEDIUM SHOT - ANTONY'S DREADNAUGHT

As he comes below the counter in his fast cutter, swings one foot into the sling hoist waiting for him and is rapidly drawn upward and OUT OF SHOT.

368 ABOARD DREADNAUGHT - CLOSE - ON ANTONY

SHOOTING UP past ANTONY to the look-out tower above. As Antony is lowered to the deck, RAMOS comes forward to meet him:

ANTONY
Have our look-outs been given Octavian's insignia?

RAMOS
A golden eagle. We've had it in sight since sunrise -

ANTONY
By sunset we'll have those gold feathers..

He and Ramos have been moving across the deck, CAMERA WITH THEM. Antony, carrying shield and broadsword, now runs up to the command post above the deck which is crowded with his men. He shouts to them:

ANTONY
(shouting)
Let Octavian know we are coming!
Let the enemy hear the voice of Antony's legions!

He beats on his shield with his sword. The men roar back at him - at the same time pounding their shields with their swords. The SOUND BUILDS UP - coming in from adjacent ships - so that the cumulative effect becomes a veritable thunder of NOISE..

368-A ANTONY'S GALLEY

A huge NUBIAN SLAVE with mallets strapped to each forearm, is pounding on the galley drums that give the oarsmen their tempo.

368-B LOW ANGLE SHOT - ANTONY'S GALLEY

As if in response to the Nubian Slave's cadence, the oars begin to bite water. Over this, the SOUND of men ROARING and shields clashing continues..

369 AGRIPPA'S SHIP - AFTER DECK COMMAND CAGE

AGRIPPA and his OFFICERS, listening alertly to the distant ROAR of SOUND.

AGRIPPA
(grimly)
He's on his way..
(to an officer)
Signal my Lord Caesar's ship - does it fly his insignia?
(the officer nods)
My orders are to be followed exactly as issued!

The officer leaves. Agrippa moves forward out of the command cage to the railing. In the b.g., two more of Octavian's fleet can be seen. Activity on deck, anchors being raised, etc..

Agrippa turns to the officer beside him.

AGRIPPA
And may the gods grant that Antony has not changed his plan of battle..

370 MEDIUM SHOT - OBSERVATION POST ON SHORE

A group of SOLDIERS observing the movements of the two fleets through an observation device..

370-A CLOSE SHOT - OBSERVATION DEVICE

The disposition of the two fleets seen through the coordinating lines of the device.

370-B CLOSE SHOT - OBSERVATION POST

The MAN IN CHARGE turns from the observation device and moving away a few feet picks up a signalling mirror. The CAMERA FOLLOWS HIM INTO AN OVER-SHOULDER SHOT as he begins to signal. In the distance we can SEE Cleopatra's Barge and behind it on the rocky promontory we PICK UP the answering flashes of a corresponding signal post.

370-C MEDIUM SHOT - ABOARD CLEOPATRA'S BARGE

In the b.g. from the rocky promontory a flashing of signals is seen to Cleopatra's barge. MESSENGERS bring the report to TWO OFFICERS who arrange the models on the table according to the intelligence received.

370-D CLOSE SHOT - TOPO-TABLE

EUPHRANOR surrounded by NAVAL OFFICERS. MESSENGERS occasionally coming in with reports. Across the table from Euphranor - is RUFIO. Near him, a couple of ROMAN OFFICERS..

On the Topo-table Antony's ship, followed by his escort vessels, is seen pulling away from the rest of the Roman fleet.

EUPHRANOR
(grimly)
Just as he said he would. Lord Antony and his escort ships have moved out by themselves - after Octavian..

RUFIO
He's already broken through their center -

EUPHRANOR
They've let him through. The Roman line will close behind him.

RUFIO
Not if we engage and hold them as Antony said -

EUPHRANOR
They won't engage. Agrippa will pull them back and back - behind Antony, as Antony chases Octavian..

He sees Rufio look off. He follows his glance:

CLEOPATRA comes up from below. Followed by APOLLODORUS, CHARMIAN and EIRAS. She crosses swiftly to the Topo-table - stands beside Rufio facing Euphranor..

CLEOPATRA
(tensely)
What reports have you had?

EUPHRANOR
(quietly)
Lord Antony is already through the center of the enemy line, Your Majesty..

Rufio, worried and tense, suddenly moves away from Cleopatra's side. She looks after him anxiously..

Another message is brought to the topo-table. Cleopatra looks back to it..

Continued

EUPHRANOR
He is now deep within the Roman fleet - in pursuit of Octavian..

CAMERA MOVES IN CLOSE to topo-table as Antony's and Octavian's ships are placed in the proper position for the:

CUT TO:

371 OCTAVIAN'S GALLEY

As the half-furled sail with Octavian's emblem fills the screen, it moves away from us. His ship is the last of a column of three ships.

371-A COMPREHENSIVE LONG SHOT - (FIVE SHIPS)

Antony's ship in close pursuit of Octavian's column of three ships. The fast cutter is in evidence in the f.g.

372 CLOSE - ANTONY'S COMMAND PLATFORM

ANTONY is impatient for battle. He peers toward his elusive enemy.

RAMOS is at Antony's elbow. Antony roars back toward the galley master at the drums.

ANTONY
Faster - Faster!

372-A CLOSE SHOT - GALLEY MASTER

The huge NUBIAN increases the cadence..

372-B CLOSE SHOT - ON OARS

Through the oars that have increased their cadence WE SEE the three ships of Antony's fleet..

372-C COMMAND PLATFORM - ANTONY AND RAMOS

They stare anxiously ahead, to determine whether or not they draw closer to Octavian's ship..

RAMOS
They've increased their own speed, my Lord! We're too heavy to catch them!

ANTONY
Then we'll slow them down! Start the ballistas! Javelin throwers! Aim high - overshoot rather than under - !

Ramos motions to the galley OFFICERS. They shout orders down to the deck. Signals are flashed to the galleys alongside.

372-D BALLISTA RACKS ON DECK - ANTONY'S SHIP

Slewed forward, they are loaded with fireballs and missiles, and fired. Javelin throwers in operation..

373 COMPREHENSIVE LONG SHOT - INCLUDING ALL FIVE SHIPS

The fireballs, missiles and javelins in action. Some hitting Octavian's ship - some overshooting it..

373-A DIFFERENT ANGLES TO COVER ABOVE ACTION
-B
-C Detail shots over Antony's shoulder. His P.O.V. etc.

373-D DETAIL SHOT - OCTAVIAN'S GALLEY

As javelins thud into the planking, and missiles strike the oars, breaking a number of them.

373-E COMPREHENSIVE SHOT - OCTAVIAN'S GALLEY

Pursued by Antony. Disabled by the broken oars, Octavian's galley slews around broadside. Now Octavian's galley returns the fire and starts some fires on Antony's deck.

373-F DETAILS OF THE ABOVE ACTION
-G

373-H ANTONY'S GALLEY - COMMAND POST

Octavian's return fire hitting all around. A YOUNG OFFICER rushes up to ANTONY..

YOUNG OFFICER
My Lord Antony - a direct hit on the enemy! One bank of oars has been destroyed! He is coming around broadside!

ANTONY
(a triumphant shout)
We've got him! Ramos!
(Ramos comes running up)
Collision course! We'll ram him, board and destroy him! I've got Octavian!

374 ABOARD CLEOPATRA'S BARGE - TOPO-TABLE

CLEOPATRA center. The signalling in b.g. has reached a peak of activity. The main forcesof models on the topo-table are seen in close quarters, ship to ship.

Antony's models and Octavian's models are well apart from the main action.

(In b.g., REAL, if angle permits any glimpse of open sea beyond barge, use smoke barges well offshore, to drift effect of o.s. ships burning.)

On the topo-table itself, MEN with burning tapers indicate the progress of the battle by burning models or removing them as they are sunk.

EUPHRANOR'S voice is taut with anxiety. He gives quick orders to VARIOUS OFFICERS.

EUPHRANOR
(to various officers)
Detach the reserves from the left and right wings! They're to drive at the center of the Roman line - we must keep them from closing behind Antony!
(to Rufio)
They're pulling us apart - isolating our ships - they're on us three or four to one, like a pack of dogs!
(to an officer)
We've lost six more by fire here on the right - too big a gap - have it closed!

During above a violent flurry of flash signals have flickered. A message is rushed over. With some excitement, an officer moves Octavian's model broadside - and heads Antony's toward it..

CLEOPATRA
(overlapping end of above)
Euphranor - Euphranor - <u>Admiral</u> Euphranor!

Her voice cuts like a knife through the confusion. Everything stops.

CLEOPATRA
(indicating model)
What is happening?

EUPHRANOR
Lord Antony has disabled Octavian's ship! He has set a collision course - he intends to ram it -

RUFIO
(excitedly)
- and then board and fight! Why am I not there?
(to Cleopatra - his eyes gleaming)
Your Majesty - he's got Octavian. He's got him!

Cleopatra glares triumphantly across at Euphranor.

CLEOPATRA
On sea or on land, Euphranor, battles are won by men! Men like Antony..

CLOSE EUPHRANOR. He returns her look impassively, then he looks toward the topo-table. CAMERA MOVES IN for the:

CUT TO:

375 OVER OCTAVIAN'S RAILING - RAMMING

Antony's dreadnaught moves forward remorselessly toward Octavian's ship.

The beaks of Antony's dreadnaught pierce through the upper bulwarks of Octavian's ship, crunching through the railing and massed shields, and killing men on the decks.

375-A OVER ANTONY'S RAILING

Grapnels are thrown from Antony's ship. (One of them hooks into a MAN and pulls him across the deck and impales him against the remnants of the bulwark.?)

375-B TOWARD ANTONY'S SHIP

Men swarm out along the beaks of the dreadnaught, and leap down from the overtowering brow onto the decks.

375-C CLOSE SHOT - ANTONY

With RAMOS not far behind, as he fights his way along one of the dreadnaught beaks, and on board Octavian's ship. Surrounded on all sides by hand to hand fighting. Antony parries a few thrusts, looking for Octavian.

ANTONY
Octavian! Octavian!

The fire on Antony's ship, behind him is out of control. Antony is oblivious - Ramos concerned. The fight goes on..

375-D FULL SHOT - MARINE BATTLE

As the other ships of Octavian's fleet come into the battle and fire smoking missiles. Some of them reach the deck. The fighting is at its height. Fires are spreading everywhere.

376 ABOARD CLEOPATRA'S BARGE - TOPO-TABLE

The Egyptian main fleet is cut up now into segments, and is dwindling fast, most of them already burning. A GROUP around the table stares down at it - as if expecting the little model ships to continue the action by themselves. The communicating devices in the b.g. are quiet..

Suddenly, in the b.g. - a series of flashes. Everyone at the topo-table turns in reaction. They watch tensely as the message is carried to the OFFICER in charge. He leans forward and sets fire to two of Antony's escort ships..

CLEOPATRA stares unbelievingly at EUPHRANOR..

CLEOPATRA
No word of Lord Antony? By now he must have Octavian - you, yourself, said he rammed Octavian's ship!

EUPHRANOR
(very quietly)
It may be that Lord Antony rammed a ship flying Octavian's insignia -
(he smiles grimly)
an old pirate trick..

RUFIO
Octavian could never think of anything like that!

EUPHRANOR
Agrippa could..

CLEOPATRA
But if it <u>is</u> Octavian's ship - if Octavian <u>is</u> on board the ship - !

EUPHRANOR
(sharply)
And if Lord Antony finds and kills Octavian - he is <u>still</u> surrounded by half the Roman fleet!

CLEOPATRA
Then send him help!

EUPHRANOR
I have none to send - !

Continued

RUFIO
We have ships here in the harbor - held in reserve for the Queen -

EUPHRANOR
They couldn't help now..

RUFIO
Then give me one! Give me one ship and let me try!

CLEOPATRA
(abruptly)
No. We must continue to do as Lord Antony wanted us to do..

CAMERA MOVES IN on the pertinent part of the topo-table for the:

CUT TO:

377 ABOARD OCTAVIAN'S FLAGSHIP - FIGHTING

With ANTONY hacking his way toward us. His own ship, locked into the other, is burning heavily now. Beyond on the open sea we see the two galleys coming in fast.

Antony is roaring as he slashes toward f.g.

ANTONY
Octavian! Octavian!

CAMERA ANGLES WITH ANTONY through the press of the heavy fighting on deck. Coming out of the command cage - an OFFICER wearing Octavian's gold armor and an identifiable face helmet..

ANTONY
Octavian!
(the officer turns to him)
Now is your time to be Caesar!

He leaps at him..

378 ANTONY AND OFFICER - FIGHT

The man is an agile and dangerous foe and it takes all of Antony's skill and strength to down him. Antony poises his dagger at his opponent's throat, then rips off the helmet. It is not Octavian.

ANTONY
Where is he hiding - ?

OFFICER
My Lord Octavian is not on board..

Continued

Antony releases the man, rises and turns - in a daze of awareness that he has been tricked. The officer starts to rise slowly, too, then suddenly leaps for his sword. Just in time, RAMOS intercepts his attack on Antony and kills him..

Antony, still dazed, turns in reaction. He smiles gratefully at Ramos, claps his arm in thanks.

ANTONY
(grimly)
How like Octavian - to send his armor out to fight for him..

RAMOS
What now, my Lord? Our own ship is worthless - !

ANTONY
Then we'll fight from what's left of this one..

He looks off. So does Ramos:

378-A THEIR P.O.V.

Over the fighting in the f.g., we see the two other ships of Octavian's fleet open up their fire at very close and quite accurate range, putting Octavian's ship in immediate jeopardy.

378-B CLOSE - AGRIPPA - HIS COMMAND POST

Surrounded by grinning OFFICERS. He himself roars in triumph:

AGRIPPA
And now we close the trap! Now hit my Lord Antony with everything we have!

379 OUT

380 MARINE BATTLE - FULL

This is maximum shot, employing every ship and cutter, men in water, leaping off the burning dreadnaught, etc. Antony's dispatch cutter slices through the f.g. Octavian's fleet turning their fury on Octavian's galley.

Antony's dreadnaught is billowing smoke from stem to stern..

381 ABOARD CLEOPATRA'S FLAGSHIP (BARGE)

Only EUPHRANOR and ONE or TWO OFFICERS are now at the topo-table..

CLEOPATRA stands remote from it. As does RUFIO..

In the b.g. a signal flash. Cleopatra watches as the somber-faced MESSENGER crosses to the topo-table. The officer in charge looks over at her - then sets Antony's ship on fire with the taper. Cleopatra remains where she is..

CLEOPATRA
Lord Antony's ship..?

EUPHRANOR
(nods)
Gone..

CLEOPATRA
And Octavian's ship?

EUPHRANOR
Burning. Helpless..

There is a pause. No signal flashes, no movement. All eyes on Cleopatra..

CLEOPATRA
(finally)
Would you say, Admiral - that Antony is dead?

Euphranor does not answer. Rufio continues to look at Cleopatra. So do APOLLODORUS, CHARMIAN AND EIRAS and the rest. She stands proud and erect, near the companionway leading below. Another pause..

CLEOPATRA
How is the wind for Egypt?

EUPHRANOR
Fair.

CLEOPATRA
Sail at once..

She turns abruptly and goes below..

Euphranor turns to the officer next to him.

EUPHRANOR
Man the oar-banks - hoist anchor! We sail for Egypt!

CLOSE - RUFIO. He has continued to stare after Cleopatra. The shouted commands about him ring in his ears. He turns, walks slowly to the wooden wall of the lookout tower. Repeatedly, he pounds his fist against it. Then he cries..

CLOSE - THE DESERTED TOPO-TABLE

The CAMERA MOVES IN on Antony's burning ship.

CUT TO:

382 OUT

383 ABOARD OCTAVIAN'S GALLEY - BATTLE

The heavy attack continues from the other ships. Nearby, the burning set pieces representing hulks of the Egyptian galleys. Planks and wreckage in the water, and men fighting for possession of them.

RAMOS runs in to ANTONY, indicating o.s.

RAMOS
My Lord Antony! The Queen - !

Antony turns to look..

ANTONY
Coming to help us? I commanded her not to!

384 HIS P.O.V. - CLEOPATRA'S BARGE

In the distance, seen across the burning wreckage her barge sails (?) rapidly beyond the battle area..

385 CLOSE SHOT - ANTONY

His face strained with disbelief, as he leaps up on to a higher vantage point for a better view.

ANTONY
She's going! Cleopatra going - leaving me..

He stares after Cleopatra's galley..

386 HIS P.O.V. - CLEOPATRA'S GALLEY (BARGE)

Cleopatra's galley passes in the middle distance and disappears from view.

387 ABOARD OCTAVIAN'S GALLEY

Almost as if mesmerized, ANTONY comes down from the high vantage point. RAMOS runs up to him..

RAMOS
My Lord, our casualties are heavy! We have little armor left - our men need re-grouping, someone to give them courage..

Antony brushes him aside, steadily crosses the deck to the bulwark.

388 ANOTHER ANGLE - (SHOOTING DOWN)

As ANTONY runs in. Over his shoulder WE SEE the fast cutter. Antony signals to get its attention. RAMOS follows him into the SHOT.

RAMOS
(desperately)
My Lord Antony! The dying are calling for you - the living need your help!
(Antony throws a leg over the bulwark)
You can't leave them - my Lord, listen to me!

Ramos grabs Antony. Savagely, Antony hits him - Ramos goes down.

389 LOW SHOT - PAST SMALL CUTTER (SHOOTING UP)

As ANTONY swings out from the hull of the galley and climbs down to the small dispatch craft.

390 HIGH SHOT - AS DISPATCH FAST CUTTER STARTS AWAY

From the deck of Octavian's galley. RAMOS struggles to his feet. A YOUNG OFFICER runs in. They both stare after Antony..

YOUNG OFFICER
What were Lord Antony's orders - to fight or surrender?

RAMOS
To fight, of course! Would Antony surrender - when we are here to fight and die?
(he laughs wildly)
As for me - what greater honor for an Egyptian, than to die like a true Roman - like Mark Antony!

He turns, leads the young officer back into the fight..

391 WIDE ANGLE - BETWEEN BURNING SHIPS

Antony's fast cutter makes its way through the burning hulks. Burning set pieces in f.g., and men in water, with others clinging to floating pieces. The cutter slices through the men in f.g.

392 INT. AGRIPPA'S GREAT CABIN

As AGRIPPA bursts in, hurries down the steps and across to his bed - on which is stretched out OCTAVIAN, face down and seasick..

On the cross, with great excitement:

AGRIPPA
Caesar - news, great news! Cleopatra is leaving the battle - Antony is following her! We have won a great victory!

Octavian waves him away, weakly. He could not care less.

393 WIDE ANGLE - OPEN SEA

Cleopatra's barge is seen ahead. In f.g. Antony's fast cutter enters the SCENE, following her..

393-A CLOSE SHOT - ANTONY'S CUTTER

(Same b.g. as Sc. 391 to be used for this close shot of Antony - as his cutter leaves the area of debris..

ANTONY stands beside the HELMSMAN. He stares blindly ahead.

DISSOLVE TO:

394 OUT

395 ABOARD CLEOPATRA'S GALLEY - SUNSET

As the dispatch galley overhauls the larger craft, a signal light blinking. EUPHRANOR in f.g., shouts an order.

EUPHRANOR
Way oars!

The oars of the galley are drawn up, so the dispatch galley can come in close.

396 CLOSER - CLEOPATRA'S GALLEY - SUNSET

at gangway, as ANTONY is helped on board. He is in a state of physical and emotional collapse..

(In the attitude of the military men who help him, there is a faint trace of contempt - faint but present. What he has done will echo around the Mediterranean for centuries to come as an astounding and puzzling desertion of his own men.)

Shaking away the help offered him, Antony lurches to the mast, leaning his back against it for support.

Continued

RUFIO comes out of the companionway, drawn by the change in the beat of the oars. He sees Antony. Antony sees him..

397 CLOSE SHOT - RUFIO

He stares unbelievingly at Antony, then o.s. at the battle still raging on the horizon. He turns away without expression and goes below.

397-A CLOSE - ANTONY

He moves away - toward the stern of the ship - by himself. He stands, stares off:

397-B ANTONY'S P.O.V. - SUNSET

The horizon is black with clouds of smoke - and some flames - from burning ships..

398 CLOSE - ANTONY

Horrified, sickened - as if staring into an open wound - he turns away. APOLLODORUS comes up to him..

APOLLODORUS
Her Majesty is most anxious to see you. Will you come below - ?

Antony shakes his head..

APOLLODORUS
Perhaps - if you wish to remain here - she will come to you..

Antony shakes his head..

APOLLODORUS
Shall I send you food? Wine?

Again, Antony shakes his head. Then, with a swift movement, Apollodorus takes away Antony's sword.

APOLLODORUS
Her Majesty's orders. She is afraid you might - harm yourself..

He begins to grin, then laugh contemptuously. He tosses Antony's sword over the side. He walks away..

Alone, slowly, Antony looks off. At the red glow of the fleet burning on the horizon. Then he looks ahead - to the setting sun..

He shudders, as if with cold. Suddenly, he covers his face with his hands. He begins to sob, convulsively. He sinks to his knees, and then to the deck of the ship..

DISSOLVE:

398-A EXT. DESERTED BEACH - DAY - (EGYPT)

A lone figure, wearing a dark cloak, trudging the white sand. It is ANTONY.

398-B CLOSER - ANTONY - BEACH - (EGYPT)

As he pauses to stare unseeingly at waves swirling about some rocks, carrying in bits of refuse and sea-vegetation..

INSERT - the waves and refuse swirling about the rocks..

ANTONY. His face a tortured mask, he turns away - resumes his solitary walk..

DISSOLVE:

399 EXT. PALACE - ALEXANDRIA - DAY

ANTONY. Pacing the shore of the Royal Enclosure, still a solitary figure in his dark cloak. And still his eyes stare unseeingly; his look that of a man lost...

400 EXT. PORTICO - PALACE - CLEOPATRA

CLEOPATRA in the foreground, watching ANTONY as he continues his lonely walk. In the b.g., APOLLODORUS approaches Antony, speaks to him, motioning toward the Queen.

Antony brushes past Apollodorus without a reply or a glance at Cleopatra. Apollodorus looks helplessly at the Queen. She turns away, her face etched with grief..

DISSOLVE TO:

401 INT. TAVERN - ALEXANDRIA - NIGHT

ANTONY, unshaved and unkempt, but sober, sits listlessly in a corner watching a native dance. A GIRL tries to squeeze in beside him. Silently he shoves her away..

THE PROPRIETOR - a friendly type - comes up to him, wine bottle in hand..

PROPRIETOR
Some fine Cyprian wine, General?
The very best.

Antony shakes his head..

PROPRIETOR
You are Lord Antony, are you not?

Antony looks at him absently..

Continued

PROPRIETOR
We are most honored to serve you here. I have no sons myself, but of my sister - two died proudly for you at Actium..

Antony rises abruptly. He goes out..

DISSOLVE:

402 INT. CLEOPATRA'S APARTMENT - DAY

APOLLODORUS escorts RUFIO - who is travel-stained and weary - to Cleopatra's library.

CLEOPATRA, seated with CAESARION, looks up as Rufio enters. He bows..

CLEOPATRA
Tell me quickly - how many legions, how many ships met you at Pelusium?

RUFIO
Quickly? That I can. A handful, your Majesty..

CLEOPATRA
And the rest? What has delayed them, how long will they -

RUFIO
There is no rest. Our allies ran for home before the fleet stopped burning -

CLEOPATRA
But Antony's own legions? Thirty thousand men with Canidius in command - ?

RUFIO
Gone over to Octavian..

Cleopatra turns to Caesarion..

CLEOPATRA
Which of your studies are you not attending to - by being here with me?

CAESARION
Latin. It bores me..

CLEOPATRA
It depends what is being said. It can be most interesting, believe me..
(she nods to Apollodorus)
Off you go..

Caesarion rises unwillingly, kneels to kiss his mother's hand, bows to Rufio and is led off by Apollodorus. Cleopatra turns to Rufio..

CLEOPATRA
(quietly)
When will Octavian come to Egypt?

RUFIO
He has come.

Cleopatra nods, as if the answer were what she expected. She crosses to watch:

403 HER P.O.V.

CAESARION being ushered out by APOLLODORUS. The boy smiles at her, then goes out..

404 CLEOPATRA AND RUFIO

She smiles back, then turns to Rufio:

CLEOPATRA
Rufio. Such as they are - will you command my troops?

RUFIO
(quietly)
I am a Roman general, your Majesty. Only one man can send me to fight against Rome.

CLEOPATRA
He won't. Or can't - it doesn't matter which..

RUFIO
After all this time - the same? He still hasn't spoken - ?

CLEOPATRA
(shakes her head)
At any rate, not to me..

She is on the verge of tears. She controls them, paces for a moment. Then:

CLEOPATRA
Do you know Octavian - ?

RUFIO
I know him.

She removes a large, striking bracelet from her wrist..

CLEOPATRA
Will you go to him for me - in my name? Give him this as a token. Bring me his terms for peace..

RUFIO
I cannot speak of defeat and surrender for Mark Antony -

CLEOPATRA
In my name only! It is I upon whom Octavian made war, whom he defeated - and who will surrender. I make only one condition. Antony must go free..

Rufio stares at her. He takes the bracelet. He kisses her hand. Then he goes..

DISSOLVE:

405 INT. THRONE ROOM - NIGHT

The only illumination is that of the moonlight which shines in through the grilles high above the room..

Slumped alone on one of the three thrones - is ANTONY. He stares blankly and bitterly out upon nothing..

Quietly, CLEOPATRA comes in. She approaches him as if for an audience she had requested. Antony does not see her, at first. Then, aware of her presence, he rises as if to leave:

CLEOPATRA
Please..

He hesitates - then sits back. He does not look at her, and listens impassively..

CLEOPATRA
Octavian has crossed from Syria into Egypt. He can be here in a matter of weeks...
(no response)
There - there are two full legions here in Alexandria who have remained loyal to you. They - and their officers - are waiting - for you to command them. Of course you can have as many Egyptian foot-soldiers and cavalry as you want...
(no response)
If not to me, will you speak to Rufio at least? To Euphranor? To anyone you choose? Antony, say what you want done and it will be!
(he turns now to look at her)
It's been so long since you've looked at me, don't turn away - even like this, your eyes filled with hate, how they burn with hate - why, Antony? Why? Because I ran away? They told me you were dead, don't you know that? They told me you were dead!
(she starts to cry)

Continued

405 Cont.

CLEOPATRA (Cont'd)
What was I to do - where was I to go in a world suddenly without you - except to my son and my country - Caesarion and Egypt? I wanted to save them from Octavian - you would have wanted me to go, you would have commanded me to go! Tell me you would have!

(no response. Still sobbing, she sinks to her knees)

They told me you were dead, they told me you were dead...

Crouched on the floor before him, she continues to sob. Slowly, Antony rises.

ANTONY
(quietly)
They were quite right. I am dead.

Swiftly, he leaves the throne room. She remains sprawled on the floor. A tiny figure lost in the great room..

DISSOLVE:

406 INT. OCTAVIAN'S TENT - EGYPT - NIGHT

OCTAVIAN sits at his campaign table. He looks down musingly at the bracelet which Cleopatra has sent. Behind him stands AGRIPPA. Across the table, facing Octavian - is RUFIO. Begrimed and dusty from his long hard ride..

OCTAVIAN
Wonderfully made, quite handsome and - I should think - quite valuable. From Cleopatra - to me?

RUFIO
She wishes to know your terms -

OCTAVIAN
(breaks in)
Or from Antony - to my sister? It would be more proper..

RUFIO
From Queen Cleopatra to you.

Continued

OCTAVIAN
I would so like to send something fitting in return. A long life for Antony, perhaps, and a good memory. But as it is -
(he looks up to Rufio)
Tell Cleopatra that I find this pretty enough - but not sufficiently to the point.

RUFIO
She wants only a just and honorable peace.

OCTAVIAN
Which is to say - a generous one. Tell her I am - generously inclined. I am of a mind to let her keep her gold, her treasures, her Egypt - but I shall require, from her, a more substantial token than this. A more important guarantee of her own generosity - and good faith..

Rufio senses his intent. He stares unbelievingly at Octavian..

RUFIO
(quietly)
Do you have something particular in mind..?

OCTAVIAN
Something very particular. And not unknown as an expression of Egyptian good faith. I have in mind the token of peace presented to Julius Caesar when <u>he</u> entered Alexandria..

Rufio's look finds Agrippa's. Agrippa looks away..

RUFIO
No power on earth could make me put that into words..

OCTAVIAN
(sudden anger)
You're the Queen's messenger, not her counsel! Take the message I give you - and go!

406 Cont. 1

By way of answer, Rufio hawks deeply - then spits on the table before Octavian. Agrippa moves. Rufio's hand goes to his sword. Octavian holds up his hand, stopping Agrippa, speaks coldly but softly to Rufio:

OCTAVIAN
When the time comes, Rufio - do not ask me for anything.

RUFIO
What would I ask? I have served Caesar. And after him, Mark Antony. What would I ask of <u>you</u> - boy?

He turns and goes. Agrippa gives Octavian an inquiring look. Octavian shakes his head..

OCTAVIAN
Let him return safely to Alexandria..
(he rises, paces musingly)
There is something odd here, Agrippa. Rufio comes to speak for Cleopatra - but not for Antony. There is little mention of Antony - and even then - as if, like Julius Caesar, he belonged to the past. There is a separation, I sense a separation between Cleopatra and Antony..

AGRIPPA
He's failed her, she's finished with him, she'll give him to you -

OCTAVIAN
(nods)
Not give. Sell. If I meet the price..

AGRIPPA
What would she want?

OCTAVIAN
Time. Enough time for a young boy to become a young man..

AGRIPPA
Her son by Caesar. Caesarion..

Continued

OCTAVIAN
(icy)
Whoever his father, whatever his name.
(crosses back to his table)
Since Rufio will not deliver my message, you will. Prepare to leave at once..

Agrippa doesn't move.

OCTAVIAN
Do you, too, find what I have in mind unspeakable?

AGRIPPA
I did, when it was Pompey. As far as Antony is concerned - what if this separation you sense does not exist? What if Antony is there - at her side?

OCTAVIAN
He may kill you.

AGRIPPA
I have served you well in battle..

OCTAVIAN
Continue to serve me well.

Agrippa salutes formally, and leaves. Octavian, alone picks up the bracelet. He tosses it aside. He thinks better of it, tries the bracelet on. He keeps it on - as he studies one of a stack of scrolls..

DISSOLVE:

407 EXT. PALACE - ALEXANDRIA - DAY

ANTONY walking restlessly, endlessly. He sees something OFF that makes him hesitate:

408 ANTONY'S P.O.V. - FRONT OF PALACE

Half a dozen horses, carrying the insignia of Octavian, with GUARDS in attendance - also of Octavian's army. The Officers to whom the horses belong are obviously within the Palace..

409 CLOSE - ANTONY

Puzzled at first, then seized by sudden suspicion. He hurries into the Palace. The Guards, recognizing him, whisper to each other and smile..

410 INT. PALACE - ENTRANCE TO THRONE ROOM - DAY

ANTONY comes swiftly, silently down the steps. He approaches the entrance where, unseen, he can see and hear what happens in the Throne Room proper. AGRIPPA'S VOICE is HEARD as Antony stops..

411 ANTONY'S P.O.V. - THRONE ROOM - DAY

CLEOPATRA and CAESARION seated on their Thrones. Present are APOLLODORUS, RUFIO, EUPHRANOR, other MILITARY PERSONNEL.

AGRIPPA and some of Octavian's OFFICERS stand before her in formal audience, attended by LICTORS.

AGRIPPA
(is saying)
The armies of my Lord Caius Julius Caesar are advancing even now, without opposition, upon Alexandria -

CLEOPATRA
Caius Julius Caesar? So Octavian has now stolen all of the name. Is he also losing his hair - ?

AGRIPPA
The people of Egypt have greeted him everywhere as a friend, as one who delivers them from tyranny -

CLEOPATRA
There never was a conqueror who didn't. You're being dull, Agrippa, get to the point. What does Octavian want?

AGRIPPA
My Lord Caesar wishes it known that he has no longer a quarrel with Cleopatra of Egypt -

CLEOPATRA
Then let him take his armies out of here, and go home..

Continued

AGRIPPA
Indeed, he would welcome the renewal of Egypt's ancient alliance with Rome. He has charged me to say that the choice of war or peace now rests with Egypt and - that for himself, he desires only peace!

CLEOPATRA
And what are his terms for this - unconditional peace?

AGRIPPA
A small token. A demonstration - a gesture - an indication of Queen Cleopatra's good will and good faith..

CLEOPATRA
(sharply)
Stop mumbling in your beard, Agrippa - what does he want?

AGRIPPA
Mark Antony.

There is a stir in the Throne Room..

CLEOPATRA
(quietly)
The - head of Mark Antony?

Agrippa does not answer. There is a pause. Cleopatra seems to be reflecting..

Then she removes from her throat a necklace - upon which there hangs <u>one gold coin</u>. She turns the coin slowly in her hand..

<u>INSERT</u>: The coin has a relief of Cleopatra's head on one side: Antony's on the other..

Cleopatra tosses the coin to Agrippa..

CLEOPATRA
Take this to him - as my answer. Egyptian generosity. Octavian may have two heads for the price of one. Either two - or none.

Agrippa clenches the coin in his fist. He turns away, and starts out..

412 <u>CLOSE SHOT</u> - <u>ANTONY</u>

He turns and leaves - before he can be seen..

DISSOLVE:

413 EXT. PALACE - ALEXANDRIA - NIGHT

At the Mausoleum. CLEOPATRA, followed by CHARMIAN carrying a torch, approaches from the Palace. She enters the Mausoleum. Charmian remains outside..

414 INT. MAUSOLEUM - NIGHT

ANTONY, wrapped in his cloak, lies on a stone block near the statue of Caesar. His eyes, open but unseeing, are turned up to Caesar - who seems to be smiling quizzically down at him..

CLEOPATRA enters, comes to a stop near him..

Antony turns swiftly, sees it is Cleopatra, then sits up slowly..

CLEOPATRA
I have been told you come here to sleep..

ANTONY
Not to sleep -

CLEOPATRA
To pass the night, then..

ANTONY
(indicating Caesar)
I'm not alone. The old boy and I exchange - memories of life. It's like having a room-mate..
(he smiles grimly)
Or should I say - tomb-mate?

CLEOPATRA
(evenly)
If he were in your place - would I find Caesar here, do you think? Hidden away - wrapped in moonlight - and endless self-pity?

ANTONY
(lashes out)
Self-pity, again! You repeat yourself, find new reproaches for me!

CLEOPATRA
Until now it was just part of your being drunk! Singing sad songs for Antony - !

Continued

ANTONY
Your time would be better spent, it seems to me, negotiating with Octavian!
(she stares at him, stonily)
Why didn't you give my head to Agrippa? It would be no great loss to me - dying a second time is painless, they say - and possibly of great advantage to you...the basis, perhaps, of a great new alliance with Rome -

CLEOPATRA
I do not want a great new alliance with Rome.

ANTONY
Then what do you want?

CLEOPATRA
(quietly)
I have come - for Mark Antony. What is left of his army - Rufio - my son and I - all of Egypt - are waiting for him. There is little time..

ANTONY
Mark Antony? There is no one here by that name - alive..

A pause. Cleopatra advances slowly to him. Suddenly, sharply, without warning, she slaps him. And again. And again. Antony makes no attempt to protect himself - it is as if this were part of his self-torture..

Then, equally suddenly, he slaps her - sends her sprawling to the ground..

Now for the first time - like a burst dam - the emotions and fears which he has repressed throughout these many weeks - gush forth..

ANTONY
Time for what? For Mark Antony to appear, in shining armor, flashing swords in both hands - pfft, Octavian - pfft, Agrippa - stand back, rejoice, Mark Antony will save the day!
(sudden depression)

ANTONY (Cont'd)
Antony, you say? He died at Actium - running away. He tried to run on the water, the story goes, but you were not there to hold his hand...
(emotionally again)
Rufio - my legions - waiting - for what? To ask of me what they carry in their eyes, their hearts, in their sleep at night as I have in mine - why are you not dead! Why do you live, how can you live - why do you not lie in the deepest hole of the sea, bloodless and bloated and at peace with honorable death..?
(Staring at him, she rises slowly. He moves from her)
You begged forgiveness from me for running away - you wept and gave your reason. A mother to her child - a queen to her country. How and where can I weep and beg - from whom? The thousands and thousands who can no longer hear me?
(he turns to her)
And shall I give - my reason? Shall I say simply - I loved? That when I saw you go, I saw nothing - felt, heard, thought nothing - except your going. Not the dying and dead - not Rome, not Egypt - not victory or defeat - honor or disgrace - friend, enemy, future or past - only that my love was going and that I must be with her. That my love - my master - called! And I followed. And that - only then, I looked back and saw...
(he sits, covers his face with his hands)
How right you were. Have as your master anyone, anything - but never love..

CLEOPATRA
(softly)
How wrong, how wrong I was. Antony - the love you followed - is here..

ANTONY
To be had upon payment of an empire..

CLEOPATRA
(shakes her head)
To love, and be loved in return.
I have come to believe that there
is the only empire which will stand
as long as man exists in time..

Antony eyes her sombrely. She remains where she is - almost lost in half-light..

CLEOPATRA
(very simply)
I have come to know that without you,
Antony, this is not a world I would
want to live in, much less conquer.
Because there would be no love for
me anywhere. Do you want me to
die with you? I will. Or I will
live with you. Whatever you choose..

Antony crosses to her. He takes her hand..

ANTONY
Are we too late, do you think -
if we choose to live?

CLEOPATRA
(a gentle smile)
Better too late - than never..

Together, they leave the mausoleum.

414-A EXT. MAUSOLEUM - ALEXANDRIA - NIGHT

As CLEOPATRA and ANTONY come out. CHARMIAN, waiting, steps back - watches them as they walk toward the Palace. Tears glisten in her eyes, as she smiles after them..

DISSOLVE:

415 EXT. DESERT - CLOSE MOVING - HORSES' HOOVES - DAWN

They are the hooves of OCTAVIAN'S white horse - painted like toes. CAMERA MOVES before the horse, and then UP to disclose:

The armies of Octavian on the march toward Alexandria! Their weapons and uniforms gleam in a wide expanse - and at their head rides OCTAVIAN..

DISSOLVE:

416 INT. CLEOPATRA'S BEDROOM - PALACE - DAWN

VERY CLOSE - CLEOPATRA - as she wakes in her bed. Her eyes open and close lazily, contentedly..

Slowly she turns, her arm reaching out - CAMERA PULLING BACK - only to discover that Antony is already gone..

There is the SOUND of a distant assembly horn; from below her window, the CLOSE SOUND of horses and men. Cleopatra smiles sadly but in happiness - the SOUNDS are somehow comforting. She reaches for Antony's pillow - holds it for an instant..

CHARMIAN appears, with a robe for Cleopatra. As she gets into it:

CHARMIAN
Apollodorus is waiting. He wants to see you urgently..

CLEOPATRA
(smiles)
Nothing is urgent any more. Suddenly, there is time for everything..
(her smile fades)
Has everything been done?

CHARMIAN
Everything.

There is a shout from outside the Palace - "Hail, Antony!". Charmian leaves, as Cleopatra crosses to look out:

417 CLEOPATRA'S P.O.V. - EXT. PALACE - DAWN

Below, RUFIO stands by a brazier, ritually cleanses his hands, then throws some seed into a brazier. EUPHRANOR and some other OFFICERS are already mounted and waiting.

ANTONY runs in, buckling his armor. Swiftly he cleanses his hands, swiftly throws some seed into the brazier.

Continued

Antony and Rufio embrace, clasp hands. They mount. Antony looks up at Cleopatra. From within his cuirass, he pulls out the scarf she gave him in Rome. He puts it to his lips. Then he rides off with the others..

418 INT. CLEOPATRA'S APARTMENT - DAWN

CLEOPATRA turns from the window. Her smile fades; tears seem imminent; she represses them determinedly. She crosses toward her library. WE SEE APOLLODORUS RISE as she enters..

419 INT. CLEOPATRA'S LIBRARY - DAWN

While APOLLODORUS speaks, CLEOPATRA crosses to disappear for an instant into the passage leading off the library. Apollodorus remains in view as he talks to her:

APOLLODORUS
(as she crosses)
My Lady, there is disturbing news from the City. The people are frightened, some are beginning to leave their homes...

Cleopatra is out of sight. He continues to talk to her.

APOLLODORUS
During the night, hundreds of notices were secretly posted everywhere. They were found this morning. Stuck up in the market place, even painted on the walls of temples and other holy places -

Cleopatra reappears, carrying an ornate little box. As she crosses to the table, she picks up calmly where Apollodorus breaks off - as if continuing his speech:

CLEOPATRA
- signed by Octavian Caius Julius Caesar Augustus. Promising peace to the Egyptian people if they surrender to him - and destruction if they do not..
(she unlocks the box, rummages in it..)
My Caesar taught him that. A peace-loving people will surrender more easily to the fear of destruction - than to destruction itself..

She takes out Pompey's ring, still on its chain. She looks at it musingly..

APOLLODORUS
I have had all of the placards removed. And I have ordered the death penalty for anyone who spreads false rumors that Lord Antony's men might desert him..

CLEOPATRA
(softly)
What penalty - if the rumors might come true?

Apollodorus stares at her..

APOLLODORUS
How do you know?

CLEOPATRA
I know the Romans. There is only one commander they will never desert. His name is - Victory..

APOLLODORUS
But yet - just now - you let Lord Antony go - as if -

CLEOPATRA
(smiles)
If you could have seen him. How proud he was. And unafraid - as he used to be..
(suddenly business-like)
All of my attendants - have they been given their freedom - have they gone?

APOLLODORUS
(nods - with a smile)
They wanted once more to tidy up -

CLEOPATRA
Octavian can do his own housecleaning.
(glancing at the ring)
The Captain of the Guards and three of his best men are to report to me at once. Disguised as - merchants. They will escort Caesarion out of Egypt - for the time being...

APOLLODORUS
And you - ?
(pleadingly)
Your Majesty, please reconsider - there are two of Euphranor's ships - very fast - in the East Harbor -

Continued

CLEOPATRA
(smiles)
Would you roll me on board - in a carpet?
(she shakes her head)
No. There are no more Caesars to go to - at least not for me..

APOLLODORUS
(concerned)
Then it is still your intention..

CLEOPATRA
To remain in Alexandria. In the last possible place anyone would look.
(she smiles grimly)
Literally - the last possible place..

APOLLODORUS
Your Majesty, I have never questioned your decisions -

CLEOPATRA
Then this is no time to begin..

APOLLODORUS
Let me stay with you -

CLEOPATRA
Charmian and Eiras can look after me. If Lord Antony should - when Lord Antony returns, you will be here to tell him where to find me. Waiting for him. Together, we shall then do what he thinks best. Is that clear?

APOLLODORUS
Yes, my Lady..

CLEOPATRA
And if Octavian should come in place of Antony - he, too, will find me there. Eventually. But I will not have waited..

She nods in dismissal. Apollodorus does not move. There is a pause..

CLEOPATRA
Was there anything else?

APOLLODORUS
I want you to know. I have always loved you.

CLEOPATRA
(gently)
I have always known. Thank you.

He turns abruptly, and goes. Cleopatra alone, sits. Her attention turns once more to Pompey's ring..

DISSOLVE TO:

420 EXT. DESERT - WATERING PLACE - EARLY MORNING

An oasis or other source of water, where OCTAVIAN'S ARMY has halted to replenish their supply. In the b.g., part of the army in activity; in the f.g., men filling gourds and animals being watered..

Under a canopy hastily thrown up for shade - OCTAVIAN, AGRIPPA, and some officers. They eat and drink. Octavian rests on a cot. Agrippa looks OFF with satisfaction:

AGRIPPA
Rome has never known such an army - we should be taking on the combined powers of Asia. It seems almost a waste of time to slaughter what's left of Antony's army - and what's left of Antony..

OCTAVIAN
There will be no slaughter. I doubt that there will be even bloodshed -
(the others look at him curiously)
Has a battle ever been won - without a blow being struck? I wonder...
(he sits up)
At any rate, let me make it clear once more. I want Antony - alive. And I want her alive - she must be taken alive...
(he gets up - stretches and smiles)
Queen Cleopatra's second procession into Rome will surpass her first..

DISSOLVE TO:

421 EXT. PALACE - ALEXANDRIA - DAY

Near the palace entrance. A GROUP. CLEOPATRA, CAESARION - disguised. A CAPTAIN OF THE GUARDS and THREE MEN - also disguised. CHARMIAN and EIRAS nearby. Also some PALACE GUARDS..

Cleopatra moves away from the group, with Caesarion..

CLEOPATRA
Your guard will escort you to Arabia, and then into India. When matters are settled here, you will return - to stay. To find your destiny in Alexandria - as it was prophesied..

Continued

CLEOPATRA (Cont'd)
(she places Pompey's ring about his neck)
The ring your father gave you - let it be yours to keep, now. Wear it with pride and with honor..

CAESARION
I'm afraid. I know I shouldn't be..

CLEOPATRA
(gently)
Who told you that? All kings - and especially queens - are afraid. But they just manage not to show it - something ordinary people cannot do..

CAESARION
(near tears)
Your Majesty... mother -

She takes him into her arms, holds him tightly. Then, abruptly, he goes..

Charmian and Eiras, in tears, draw close to Cleopatra..

422 EXT. PALACE - THEIR P.O.V. - DAY

CAESARION and his ESCORT mount their horses. Caesarion waves to his mother...he rides off.

422-A EXT. PALACE - DAY

CLEOPATRA waves back. So do CHARMIAN and EIRAS..

422-B EXT. PALACE - THEIR P.O.V. - DAY

CAESARION and his ESCORT riding out of the Royal Enclosure..

422-C EXT. PALACE - DAY

CLEOPATRA waits until Caesarion is lost to view. Then, followed by CHARMIAN and EIRAS, she turns to walk toward the Mausoleum. CAMERA RISES to HIGH SHOT as the three women approach the tomb..

DISSOLVE TO:

423 EXT. DESERT ROAD - FULL SHOT - DAY

Preferably with the sea visible in the b.g.

ANTONY, RUFIO, VALLUS, a ROMAN OFFICER, and THREE EGYPTIAN OFFICERS ride quickly. Antony and the Romans are in front, followed by the Egyptians..

423-A CLOSER - MOVING - ANTONY AND GROUP

ANTONY sees something o.s., holds up his hand as a signal to stop. They come to a halt and look OFF:

423-B EXT. - THEIR P.O.V. - LONG SHOT

Shooting away from the sea toward the desert.

A large disorganized army of MERCENARIES and EGYPTIANS riding as fast as they can in the opposite direction. There is no shape or formation to the troops - they are obviously retreating in confusion, as quickly as possible..

424 CLOSE - ANTONY AND GROUP

As they watch. RUFIO moves alongside of ANTONY. VALLUS and the other ROMAN OFFICER are just behind. The three EGYPTIAN OFFICERS are together, and apart from the rest.

ANTONY
(quietly)
Ours?

RUFIO
(nods)
Cleopatra's. Mercenaries and local troops -

ANTONY
(a wry smile)
They seem in a hurry. Do you suppose they know they're going the wrong way?

RUFIO
They haven't gone far - we're almost at the encampment -
(confidently)
- where you'll find your legions waiting..

ANTONY
(grimly)
Both of them. Against Octavian's twenty..

Suddenly - without warning - the Egyptian officers bolt. At full gallop, they ride off to join the retreating army..

Continued

VALLUS draws his sword, whirls his horse as if to follow..

ANTONY
(sharply)
Vallus!
(Vallus stops)
Let them go..
(to Rufio)
Octavian has moved quickly. He must be closer than we thought -

He starts off at a gallop. The other three ride after him..

DISSOLVE TO:

425 EXT. DESERT - DAY

This b.g. should be different from the previous. The sea should not be visible..

HIGH ELEVATION. PANNING SHOT of CAESARION and his GUARD riding hard. The direction they ride in, it must be remembered, should be away from Alexandria.

As the CAMERA PANS, there is suddenly revealed in the f.g. - hidden from Caesarion and his escort - a PATROL of mounted Roman archers..

They take careful aim at the horses galloping below them. They fire..

426 CLOSER - MOVING - CAESARION AND ESCORT

CAESARION is hit. He is thrown wildly from his horse..

The RIDER of the pack horse is hit. Both he and his horse go down..

The rest of the escort rides on..

INSERT. As the packhorse scrambles to its feet - without the packs. They have been split open by the impact. Caesarion's golden armor is revealed - it glints in the sunlight..

427-430 WIDER ANGLE - DAY

As Octavian's patrol close in on the still figure of the little boy..

DISSOLVE TO:

431 EXT. DESERT ROAD - DAY

The sea visible in the b.g. ANTONY and his OFFICERS slow down and turn off the desert road into a small grove of trees or palms..

432 EXT. GROVE - DAY

ANTONY and RUFIO, with VALLUS and the other OFFICER behind, ride TOWARD CAMERA. They slow up as they PASS CAMERA, CAMERA PANNING with them to disclose:

433 EXT. DESERTED ENCAMPMENT - DESERT - DAY

As the four Roman officers come to a stop, staring at it:

It consists essentially of a large easily defended knoll, a short expanse of flat sand or rolling dunes, with a high dune in the b.g. - too high to see over..

There is not a soldier to be seen. But - COUNTLESS EVIDENCES THAT AN ARMY HAD BEEN THERE AND LEFT HURRIEDLY!

Some of them:

a) Thousands of footprints. Most heavy and indistinguishable where the army has encamped. Then, out of the expanse of trampled sand, the footprints take shape. As if the men had walked - or run - in one direction. Toward and over the high dune in the b.g.

b) The deserted military appurtenances of an encampment. The heavy war machines, etc., which could not hurriedly be taken along..

c) Deserted tents and living accommodations. Ovens with still smoking ashes - some with bread and meat, burned to a crisp, also still smoking and abandoned. Spilled chests and boxes of personal possessions. Some tunics, etc., that had been washed and hung out to dry..

d) Religious objects. Still smoking braziers, symbols and gods that stand unattended, or have tipped over into the sand, etc..

e) Smaller implements of war. No swords. But lances, shields, a blacksmith's forge (if available) with an unfinished job left on it. Battle-standards, banners, supplies of food and amphorae of wine, the trappings - all sorts - of many horses which have gone with the men..

f) ETCETERA..

g) And through the deserted expanse - one lonely little dog walks forlornly.

434 CLOSE - ANTONY, RUFIO, VALLUS AND OFFICER

As they stare unbelievingly at the sight..

Rufio slips wordlessly from his horse. He EXITS from the SHOT, as he starts to roam the scene of the massive desertion.

The dog approaches the group. He stares up curiously at the three officers.

ANTONY
Not all the living have deserted me, it seems..
(a bitter smile)
Is he a Roman dog, I wonder - ?

435 CLOSE - MOVING - RUFIO

As he moves through the debris and remains of the deserted camp.

He is, to begin with, almost numbed by shock. For Rufio - whose existence has symbolized loyalty at its highest and most faithful level, whose life has been spent in serving two men with unquestioning faithfulness - the effect of the desertion is almost that of a sudden and gigantic amputation. The pain and horror of the loss arrive slowly. As it does now, with him..

435-A CLOSE - ANTONY, VALLUS AND OFFICER

Watching Rufio curiously. Suddenly - from the direction of the high dune - COMES THE SOUND of the beating of thousands of swords against thousands of shields! It is a frightening and blood-curdling noise - and grows constantly louder and nearer..

ANTONY looks toward it alertly. He draws his sword. VALLUS and the other OFFICER draw theirs..

435-B CLOSE - MOVING - RUFIO

He does not react at all to the noise - he continues his walk as if not hearing. Suddenly he stops. He stares down:

Half buried in the sand is an abandoned standard with the "X" of the Tenth Legion..

Rufio bends slowly to raise it. Tears in his eyes, he stares up at it. Slowly, he draws his sword..

435-C CLOSE - ANTONY, VALLUS AND OFFICER

Swords in hand, they face the approaching and increasing NOISE..

Continued

The ROMAN OFFICER cannot stand it. Desperately, he gallops toward the high dune. As he rides - he throws away his sword..

Antony turns to face Vallus. Vallus, rigid with fear, has made no effort to chase the Roman officer. Antony stares at him curiously. Vallus turns away - then reacts in sudden horror to what he SEES o.s. Antony follows his look.

ANTONY
(a desperate yell)
Rufio!

435-D CLOSE - RUFIO

He kills himself in the traditional Roman manner. As he falls, he hits the standard of the Tenth Legion. It falls with him. The sand turns red with his blood..

436 CLOSE - ANTONY AND VALLUS

Antony whirls his horse as if to ride to Rufio - then stops as he SEES:

437 THE HIGH DUNE - FULL SHOT

The SOUND of the beating shields has reached its peak..

Now, over the top of the dune, their armor gleaming, appear about fifty of OCTAVIAN'S OFFICERS - mounted - in line. The center of the line advances part way down the dune to form a wedge. Into the center of the wedge rides OCTAVIAN. He is followed - a little to one side - by AGRIPPA..

Behind the wedge of officers - visible just over the dune (if possible, photographically) - gleam row upon row of thousands of shining spears, javelins, standards, pennants, etc., indicating the enormous army behind them..

The SOUND of the beating shields comes to an abrupt stop. There is a sudden great quiet. ANTONY and VALLUS face OCTAVIAN and his forces.

438 CLOSE - ANTONY AND VALLUS

ANTONY stares rigidly ahead at Octavian. Behind him, VALLUS is crying with fear. Antony does not turn to him:

ANTONY
(quietly)
Vallus. You had better join them..

Vallus tries to refuse, but cannot bring himself to speak. He merely shakes his head - tears running down his face..

ANTONY
I command you to go.

VALLUS
(a whisper)
Forgive me, my Lord..

He starts toward Octavian's army..

439 FULL SHOT - DAY

As VALLUS rides across to the high dune, and over it..

ANTONY is now alone - except for the little dog. It sits near the feet of his horse..

There is a stillness. It is suddenly broken by OCTAVIAN:

OCTAVIAN
(calling out)
Mark Antony! Join with us!
(Antony doesn't move)
Your legions are here - they ask that you lead them now in the name of Rome! Your brothers - your countrymen - your honor waits for you here!
(Antony doesn't move)
Join with us! Or let the memory of your name recall, for all time, that you stood alone - as an enemy - before the united legions of Rome!

Now Antony rides closer. He comes to a halt, confronting Octavian who remains behind the wedge of officers.

ANTONY
I have but one enemy, and I face him now - almost. There is a line of officers between us. Octavian is my enemy - not Rome, never Rome! And I am yours! Not Egypt, not Cleopatra - but me! Come out and face me - come from behind your wall of guards and face your enemy!

OCTAVIAN
(calmly)
I can think of no more wasteful way for either of us - especially me - to die..

ANTONY
(wildly)
Then you - Agrippa! Your leader, your Caesar, your god is afraid - is it your turn to fight in his place? Come out!

440 CLOSE SHOT - AGRIPPA

He tenses, controls himself. He is obviously under orders to do just that. As are they all..

441 CLOSE SHOT - ANTONY

He whirls his horse angrily, rides along the wedge of officers..

ANTONY
Romans! Any of you! All of you!
Grudge me an honorable way to die!

There is no reaction..

In utter desperation, Antony draws his sword. He rides madly at the apex of the wedge, in an effort to break through and reach Octavian. The officers close ranks swiftly. They ward off Antony's blows with their shields - but do not strike back..

Panting and dripping with sweat, Antony draws back with his horse. He stares at them in frustration - and then becomes suddenly quiet. He is now cut off completely from Rome - and the awareness of it has reached him..

He slaps his sword back into its scabbard. From his saddle blanket he picks up his gold baton signifying the Roman Imperator. He looks at it:

ANTONY
Before me, this was carried by
another Roman - killed by Rome.
Another Caesar..

He tosses the baton into the sand at the feet of Octavian's horse. Then he turns and rides off - toward Alexandria.

442 GROUP SHOT - OCTAVIAN AND HIS OFFICERS

They watch Antony go. Then, upon a signal from Octavian, they turn their horses and ride back over the top of the dune..

443 FULL SHOT - DESERT

The scene is now completely deserted - except for the little dog..

Curiously, he trots over to where Antony has thrown the baton. He sniffs at it. It is not a bone. The little dog sits and scratches himself..

DISSOLVE:

444 INT. MAUSOLEUM - DAY - (TORRE ASTURA)

Outside the mausoleum, SEEN THROUGH ITS OPEN DOORS, a stream of panic-stricken humanity - their possessions and animals with them - pushes its way past the palace. Some swarming down the steps of the harbor, to take off in small boats..

From within, CLEOPATRA watches calmly, as CHARMIAN and EIRAS push the massive doors closed and shoot home the heavy bolts to lock it shut..

444-A EXT. PALACE AND MOB - DAY - COLONNADES

ANTONY, mounted, approaching the palace. He dismounts, abandons his horse, makes his way through the crowd into the palace by a side entrance..

445 INT. THRONE ROOM - PALACE - DAY

PRIESTS and ACOLYTES, prostrate before the three thrones, invoking the support of the Gods. ANTONY runs in, crosses swiftly to the exit leading to the secret passage to Cleopatra's apartment. The priests resume their prayers after he has gone..

446 INT. CLEOPATRA'S APARTMENT - DAY

ANTONY comes out of the secret passage. He draws his sword, looks about carefully:

The apartment is deserted - except for APOLLODORUS, who sits at Cleopatra's dressing table. He has before him several strangely-shaped small flasks which he opens and sniffs at..

Antony sees him:

ANTONY
Where is she?

Apollodorus stares at him absently..

ANTONY
Where is she?

APOLLODORUS
Gone -

ANTONY
Where? There's no time to lose!

Continued

APOLLODORUS
(deliberately)
Her Majesty said to tell you - she can be found in the last possible place anyone would look. Literally - the last possible place..

His meaning is unmistakeable. Antony stares at him..

ANTONY
She might have waited. She might have known that I would want - to go along..
(a strange smile)
Once more, it seems, Cleopatra is out of reach - and I must hurry after. Throughout life, and now beyond - one woman, one love, nothing changes except life into death..
(he holds out his sword to Apollodorus)
Will you help me?

Slowly, Apollodorus rises. But he makes no move..

ANTONY
All the years you've loved her - hated the men she loved - hated me. Don't be left alone with all that hate unused - spare me some - as if she were still alive - as if the survivor were to have her - help me to die, Apollodorus!

APOLLODORUS
(tensely)
I want to. But I can't..

Antony nods slowly, as if in understanding. He stares down at his sword, turns it toward himself..

ANTONY
I've always envied Rufio his long arms..

Suddenly he stabs himself - at the same time, throwing himself down the steps in an effort to drive the sword home. He lands at the foot of the steps, moves in pain, groans a little..

Apollodorus, overcome by guilt and self-reproach, hurries to his side. He turns Antony over, slowly. He has been badly wounded - but still lives. He manages a bitter smile..

ANTONY
The ultimate desertion - I from myself. Else how could I have missed - what I must have aimed for all my life? Will you finish me now - where is my sword? - I beg you to finish me!

APOLLODORUS
(tears in his eyes)
I lied to you - I let you think the Queen is dead - but she is alive in her tomb, waiting for you -

ANTONY
Cleopatra - ? Waiting - ?

APOLLODORUS
I wanted you to die first, I lied to you, I don't know why -

ANTONY
In your place I would have lied, too - but I would have killed you with a smile...
(he raises an arm weakly)
She doesn't like to be kept waiting - we could be there in time - there might be just enough time - if you'll help me..

Apollodorus helps Antony to his feet. Half-carrying, half-dragging him - they start off..

DISSOLVE TO:

447 EXT. COBBLED (?) ROAD OUTSIDE ALEXANDRIA - DAY

The triumphant, relaxed, TROOPS OF OCTAVIAN. Swinging along to a DRUMBEAT - perhaps HORNS. Approaching Alexandria..

448 CLOSER - A WAGON - DAY

On it, jostled by the rough road - the dead, stripped corpse of Caesarion. Also the torn sack containing his gold armor. TWO GUARDS stand watch..

448-A CLOSE - MOVING - OCTAVIAN - DAY

Riding at the head of his troops. He holds Pompey's ring in his hand, examines it curiously. He removes it from the chain which he tosses to AGRIPPA. Then he places the ring on a finger...

DISSOLVE TO:

449 EXT. MAUSOLEUM - DAY

ANTONY, lying face down on a construction sling, is being hoisted up by APOLLODORUS. Another rope, holding the sling close to the wall, is being pulled from within the window high above the entrance..

449-A EXT. MAUSOLEUM - CLOSE - ANTONY

CRANE SHOT - RISING WITH THE SLING - showing ANTONY in f.g. and APOLLODORUS below, pulling at the hoisting rope..

450 INT. MAUSOLEUM - UPPER LEVEL - BLUE BACKING

CHARMIAN and EIRAS hold the rope which keeps the sling close to the wall. CLEOPATRA, helping, has crawled into the window aperture to await the sling..

450-A EXT. MAUSOLEUM - DAY

The sling, carrying ANTONY, reaches the window level. APOLLODORUS holds it fast..

450-B INT. MAUSOLEUM - BLUE BACKING

CHARMIAN holds the sling in place. EIRAS crawls into the window aperture to help CLEOPATRA roll ANTONY off the sling. He assists as far as he is able..

The sling swings free of the window..

451 EXT. MAUSOLEUM - DAY

APOLLODORUS lets the sling drop to the ground. If possible - perhaps using a nearby implement - he destroys the hoisting device. He then either smashes the sling, or hurls it into the harbor.

Continued

In the midst of his exertions, he pauses and stares down at:

451-A CLOSE - CLEOPATRA'S KERCHIEF

On the ground, below the window, where it had fallen unnoticed as Antony was being hoisted up..

APOLLODORUS stoops to pick it up. He looks up at the window..

451-B HIS P.O.V. - THE WINDOW

Empty

451-C CLOSE - APOLLODORUS

He smiles wryly. He puts the kerchief to his nose. Then tucks it away exactly where Antony wore it. He turns and walks toward the deserted palace...a lonely figure.

452 INT. MAUSOLEUM - DAY

CLEOPATRA, with the help of CHARMIAN and EIRAS - and ANTONY'S own weak efforts - has managed to bring him through the window aperture. A trail of blood bears witness to the struggle. He lies on the floor of the upper gallery, his head cushioned on Cleopatra's lap.

He breathes heavily, fitfully, his eyes glazed by semi-consciousness. Cleopatra strokes his head gently. Charmian crouches to whisper to her:

CHARMIAN
(in whisper)
Perhaps, my Lady, if we were to bind his wounds tightly -

Cleopatra shakes her head, smiles sadly..

CLEOPATRA
It would only bring him pain. Let him sleep..

Charmian and Eiras bow, and leave. Cleopatra is alone with Antony. He stirs slightly; his semi-consciousness has been penetrated by the word 'sleep'..

ANTONY
Sleep...will you come tonight - so that I can sleep - the dark sleep..?
(he looks up at her)
They did meet after all - the lovers..?

CLEOPATRA
They will always meet..

ANTONY
Be lonely for me..

CLEOPATRA
(nods)
But not for very long, I promise..

Antony smiles. He seems to grow weaker - he struggles to speak..

ANTONY
I thought always that - I would die so well. As becomes - a soldier...a soldier's death..

CLEOPATRA
At the very end - men die, not soldiers. And women, not queens..

ANTONY
I - I lived always as I saw fit - (an attempt at a smile) - unfittingly. I would make it up - I thought - in death. I - I expected too much of me - in death as in life..

Cleopatra holds her arms closer about him. She closes her eyes, as if actually sensing what she relates to him:

CLEOPATRA
How strange to feel - as if it were my blood - not only all of my love, but my power to love and desire to love - drain out of me to rest in you, and remain with you..

ANTONY
Have you - are you holding me..?

CLEOPATRA
Never so closely..

ANTONY
Even closer..

Cleopatra bends her head to his. Their lips nearly touch..

ANTONY
You and I - we will prove death - so much less than love. You and I - we will make of dying nothing more - than one last embrace...
(Cleopatra nods)
A...kiss. To take my breath away..

Gently, firmly, her lips close on his. They remain for a moment. Then, slowly, she lifts her head. Antony is dead.

She stares down at him, knowing - and yet not wanting to know..

CLEOPATRA
(softly)
There has never been such a silence..

Then - OFFSCENE - the DISTANT TRUMPETS heralding Octavian's approaching army. Cleopatra gathers Antony once more in her arms, as though to shelter him from the enemy..

DISSOLVE:

452-A EXT. PALACE - COLONNADES - DAY - (TORRE ASTURA)

The arrival of Octavian's troops into the Royal Enclosure! Passing the line of Ram Statues, through the arch and the entire area - come cavalry and foot soldiers, war machines, etc..

The procession has been on for some time. Neither Octavian, Agrippa, nor any of the previously established officers are to be seen...

453 INT. CLEOPATRA'S APARTMENT - DAY - FULL

Led by OCTAVIAN and AGRIPPA, the ROMANS swarm into the deserted apartment - boldly, and curiously - CAMERA PANNING..

Octavian comes to a halt in Cleopatra's bedroom. Sprawled at the foot of her bed, his head resting on it as if in sleep, is APOLLODORUS..

453-A CLEOPATRA'S BEDROOM - CLOSER - DAY

Octavian looks curiously down at Apollodorus..

OCTAVIAN
Turn him over..

Agrippa does so. Apollodorus stares up lifelessly. Within the crook of his arm, one of the strangely-shaped little flasks. Octavian lifts it to his nose, sniffs at it..

OCTAVIAN
Strange people. Poisons that smell like perfume..
(he hands it to an officer)
See if you can find more. Have it analysed - test it on one of the badly wounded..

The officer salutes and leaves, CAMERA PANNING with him. As he goes out of FRAME, TWO OTHER OFFICERS hurry in. CAMERA PANS THEM to Octavian:

1ST OFFICER
My Lord, they have found Queen Cleopatra! She is locked in a building - that is to say, a tomb..

Octavian whips around to Agrippa..

OCTAVIAN
Hurry..

Continued

Agrippa hurries off with the First Officer. The Second Officer follows at the heels of Octavian..

SECOND OFFICER
(matter-of-factly)
Mark Antony is with her, they say. He is dead.

Octavian stops abruptly.

OCTAVIAN
What?

SECOND OFFICER
(as before)
Lord Antony - is dead.

OCTAVIAN
(softly)
Is that how one says it? As simply as that...
(imitating)
Mark Antony - is dead. Lord Antony - is dead. The soup is hot, the soup is cold - Antony is living, Antony is dead..
(suddenly, fiercely)
Shake with terror when such words cross your lips, less they be untrue and Antony cut your tongue out for the lie! And if true, for your lifetime boast that you were honored to speak his name even in death! The dying of such a man must be shouted, screamed - it must echo back from the corners of the Universe - Antony is dead! Mark Antony of Rome lives no more!

He stands now before the library - roughly where Cleopatra stood to call Antony's name the night of her rejection by him. Octavian's officers stare silently at him. Lost in his own thoughts, he moves into the library, sits moodily in Cleopatra's chair..

OCTAVIAN
(quietly)
How can I not have sensed the precise moment, the instant of his dying? The earth should have moved. The singing of birds, the clanking of swords, the noises of mankind should have stopped for that precise moment, that instant..

OCTAVIAN (Cont'd)
(he sits, stares unseeingly at the table)
For so long he was so much of my life. To be gone so swiftly, and his going so little noticed - he is dead, it is over, I have won it all. Antony is dead, so much of my life is over, I have won it - all. Suddenly, there is nothing to fear - and nothing to think about...

With a swift movement, he buries his face in his hands..

DISSOLVE TO:

454 EXT. MAUSOLEUM - LATE AFTERNOON

AGRIPPA, accompanied by TWO OFFICERS and some LEGIONNAIRES. OTHER LEGIONNAIRES in the b.g., patrolling, etc..

Agrippa pounds on the closed doors of the mausoleum with the hilt of his sword. As he shouts, A SQUAD OF LEGIONNAIRES carrying grappling hooks can be seen approaching quickly...

AGRIPPA
Your Majesty! You have nothing to fear from Caesar Augustus! Permit me to escort you to him - he wishes to receive you not as a defeated enemy but as an equal, an ally of Rome!

The squad with the grappling hooks arrives. CAMERA MOVES with them as they turn the corner and go along the wall of the mausoleum facing the sea. They start throwing the hooks up at the window above..

455 INT. MAUSOLEUM - LATE AFTERNOON

CLEOPATRA, CHARMIAN and EIRAS. Standing near Caesar's statue, they face the door and listen. ANTONY'S BODY - covered by one of Cleopatra's robes - lies below the statue, on the block where he had lain earlier...

The pounding of Agrippa's sword-hilt, and his muffled shouts drown out the noise of the grappling hooks being thrown against the other wall..

AGRIPPA'S VOICE
(through the door)
August Caesar is ready to return to you your country and your throne! He wants only to discuss the terms of peace - he desires you to hear from his own lips the extent of his generosity and good will!

The three women remain motionless. Cleopatra smiles grimly at the thought of Octavian's'generosity and good will'..

455-A EXT. MAUSOLEUM WALL - LATE AFTERNOON

The GRAPPLERS have their hooks fast. Silently, they start to climb up the wall - and into the window..

456 EXT. MAUSOLEUM DOORS - LATE AFTERNOON

AGRIPPA presses against the doors, shouts even more urgently:

Continued

AGRIPPA
My lady, Caesar wishes to speak with you particularly about your son! He will confirm his rule over Egypt! Is your son with you? Will you both meet with Caesar? Give me some answer - come close to the doors so that I may hear it!

457 INT. MAUSOLEUM - LATE AFTERNOON

The mention of Caesarion has stirred CLEOPATRA. As Agrippa continues to speak, she moves slowly toward the doors - CHARMIAN and EIRAS remaining where they were..

In the b.g., the GRAPPLERS noiselessly descend the stairs..

AGRIPPA'S VOICE
He intends to agree, on behalf of Rome, that King Caesarion is the legitimate son of Julius Caesar - that Egypt and Rome, united by blood, shall remain one forever..!

Cleopatra listens attentively - less-than-believing, but intrigued..

Eiras, turning away casually, sees:

The grapplers - almost upon them. Eiras screams. She and Charmian attempt to run to Cleopatra. They are seized, held fast..

Cleopatra whirls at the scream - whips out her dagger, attempts to stab herself - but one of the men grabs her wrist. She, too, is held..

Other grapplers hurry to the doors, unbolt and swing them open. Agrippa enters, followed by his officers. As he enters:

AGRIPPA
(to one of the officers)
Tell my Lord Caesar we have Cleopatra -
(the grappler presents him with Cleopatra's dagger)
- as he wanted her. Alive..

The officer hurries out. Agrippa studiously avoids looking at Cleopatra. He regards the tomb curiously..

DISSOLVE:

458 EXT. MAUSOLEUM - LATE AFTERNOON

OCTAVIAN, followed by some OFFICERS, hurrying toward the open doors of the mausoleum. He goes in alone..

459-462 INT. MAUSOLEUM - LATE AFTERNOON

As OCTAVIAN enters..

There are GUARDS on either side of the doors. EIRAS and CHARMIAN stand together, not far from CLEOPATRA who is seated dejectedly. She does not look up as Octavian enters..

AGRIPPA stands by ANTONY'S BODY. Two LEGIONNAIRES nearby.

Octavian ignores Cleopatra as he comes in. He crosses immediately to Antony's corpse. Agrippa uncovers his face. Octavian stares down impassively..

AGRIPPA
She covered him with this. Shall I have him buried in a Roman cloak?

Octavian looks over at Cleopatra. She doesn't stir..

OCTAVIAN
(for Cleopatra's benefit)
No. Rome must no longer intrude itself upon Antony..

Agrippa gestures to the Legionnaires. They place Antony's body on a shield, carry it out..

As Antony's body passes Cleopatra, she raises her eyes briefly for one last look - then drops them again..

Octavian, his hands folded absently behind his back, crosses to stand before her. She does not look up..

OCTAVIAN
You needn't lower your head before Caesar -

CLEOPATRA
(wearily)
I never did. But if he were here, I would be happy to..

OCTAVIAN
I am Caesar.

CLEOPATRA
If it pleases you, Octavian..

OCTAVIAN
Look at me - !

Continued

CLEOPATRA
If it pleases you..

She lifts her head to look at him.

OCTAVIAN
After all this time - and all that has happened - I suppose you are still beautiful - in a way..

CLEOPATRA
You flatter me.

OCTAVIAN
My interest is impersonel. Should you have any intention -

CLEOPATRA
Now you flatter yourself.

She drops her head once more.

OCTAVIAN
The fighting is over. Your country, your possessions - and you - are mine by right of conquest. I will permit you to rule Egypt - as a Roman province - and return your possessions. There is one condition. You will first accompany me to Rome.

CLEOPATRA
Behind your chariot - ?

OCTAVIAN
Look at me!
(she does so)
You make it difficult for me to be generous..

CLEOPATRA
I do not like the workmanship of your Roman chains. Too heavy - and too vulgar..

OCTAVIAN
You will go anywhere I say - however I say..

CLEOPATRA
(smiles)
Would the proud citizens of Rome wait for hours in the hot sun - to see my dead body dragged through the Forum..?

Continued

OCTAVIAN
I will have you closely watched -

CLEOPATRA
(evenly)
Octavian, when I am ready to die -
I will die.

She drops her head once more..

Octavian studies her for an instant. He moves closer, absently bringing his hands from behind his back..

CLOSE - CLEOPATRA'S P.O.V. The lower part of Octavian's body comes into view. His hands come to rest. Pompey's ring is prominently seen..

CLOSE - CLEOPATRA. As she sees it. As she realizes the import. Her eyes close in a spasm of sudden, private grief..

MEDIUM - OCTAVIAN AND CLEOPATRA.

OCTAVIAN
And if I promise that no harm
will come to you? That you will
be returned safely to Alexandria?
(Cleopatra doesn't
answer)
Look at me - !
(she lifts her head)
What more could you ask?

CLEOPATRA
You have not spoken of my son..

OCTAVIAN
Your son. I had forgotten him.
Where is he - ?

CLEOPATRA
Safe. If - if I go with you to
Rome - would you permit my son
to rule Egypt? And his sons?
And - theirs?

OCTAVIAN
I will do everything I can..

CLEOPATRA
Do I have your word - as a Roman
Emperor and God?

OCTAVIAN
(after the barest
hesitation)
Yes.

Continued

CLEOPATRA
When will you require me to go?

OCTAVIAN
As soon as possible..

CLEOPATRA
At the moment, I am very tired - and would like to rest. If you will leave me now..

OCTAVIAN
(reluctantly)
Do I have your word that you will not - harm yourself in any way?

CLEOPATRA
I swear it - on the life of my son..

Once more, she drops her head. Octavian hesitates, then turns to go..

CLEOPATRA
Must the guards remain - inside? I do not expect much privacy between here and the Roman Forum - but just for tonight...
(sensing Octavian's rejection, she lifts her head)
I have sworn, after all, on the life of my son..

Octavian gestures to the guards. They go out. He follows them. The doors close..

CLOSE - CLEOPATRA. For an instant she stares at the closed doors. Then, as if she had been holding it in, she releases her breath in hatred for Octavian. Followed immediately by the abject weariness of her grief at Caesarion's death..

From the b.g., Charmian and Eiras draw closer to her..

EIRAS
Will he keep his word? Will Caesarion be permitted -

CHARMIAN
(quietly)
How could you not see Caesarion's ring - Pompey's ring - on Octavian's finger...?

Continued

EIRAS
But the prophecy of Isis - that Caesar's son and yours would one day find his destiny here - in Alexandria..

CLEOPATRA
My poor little son - found it so soon. The destiny of us all..
(she rises)
And now, I must make ready - to go..

CHARMIAN
There's little to do. Your boxes are still packed -

EIRAS
(sensing something)
Will Charmian and I be permitted to go along - ?

CLEOPATRA
This once, it is perhaps better that I travel - unattended..
(the girls exchange a look)
First - I shall want something to eat..
(a strange smile)
Something to sustain me on my way..

CHARMIAN
(quietly)
Some fruit - perhaps?

CLEOPATRA
(nods)
I have a sudden craving for - fresh figs. Do you have them - ?

CHARMIAN
Prepared - as you wanted..

CLEOPATRA
Bring them to me..
(Charmian doesn't move)
Charmian!
(Charmian looks away. Cleopatra turns to Eiras)
Then you, Eiras..

EIRAS
(stubbornly)
You have never been without us. You cannot leave us behind..

Continued

CLEOPATRA
(gently)
Perhaps - there may be enough for us all..
(Charmian smiles, and leaves. Cleopatra continues - to Eiras)
Bring me a tablet for writing. I want a message brought to Octavian..

Eiras crosses to fetch the tablet..

EIRAS
Words are wasted on such a man -

CLEOPATRA
I've wasted so many - on so many men. A few more - one last request..

EIRAS
(handing her the tablet)
Will he grant it, do you think?

CLEOPATRA
(smiles)
I may never know..
(she writes, then stops)
In this case - I think I shall..

She finishes writing. Charmian returns, carrying a covered straw basket. Eiras crosses to take it from her..

EIRAS
I will serve her Majesty - as always..

CHARMIAN
It is I who have always served her!

EIRAS
(stubbornly)
Then I must be the first to taste -

CLEOPATRA
You will both wait - to dress me for my travels. I will wear - I want to be as Antony first saw me..

EIRAS
The dress of gold..

CLEOPATRA
(nods)
He must know at once - even from a great distance - that it is I..
(she crosses to Charmian, gives her the tablet)
This will be the last thing you do. Drop this to one of the guards outside - for Octavian. But be sure to wait...

Charmian, tears in her eyes, nods. Cleopatra kisses her. She crosses to sit on the large center slab..

CLEOPATRA
And now let me see - if the figs are as they should be..

Eiras crosses to place the basket beside Cleopatra. She kneels, kisses Cleopatra's hands. Cleopatra leans forward to kiss her cheek. Eiras, crying quietly, remains at Cleopatra's feet..

Now Cleopatra lifts the cover from the basket..

CLOSE INSERT - BASKET OF FIGS. They are ripe, luscious, beautifully arranged. Under them, something moves, perhaps a flash of sinuous colored skin can be seen...

CLOSE - CLEOPATRA. She smiles gently..

CLEOPATRA
The taste of these, they say, is sharper than most figs - and swiftly over...
(she reaches her hand into the basket, CAMERA moving in)
How strangely awake I feel. As if living had been just a long dream - someone else's dream - now finished at last..
(A sharp intake of breath, as the asp strikes. CAMERA continues in)
And that now will begin - a dream of my own. Which will never end...

CAMERA is now in EXTREME CLOSE-UP. Slowly, Cleopatra nods - as if in confirmation. Her eyelids begin to droop sleepily... she looks out, as if to a great distance - then she whispers:

CLEOPATRA
Antony - wait...

Her eyes close gently..

DISSOLVE TO:

463 INT. CLEOPATRA'S APARTMENT - NIGHT

It is being methodically stripped of everything precious. MEN come and go, carrying in various treasures ransacked from the Palace rooms. They are piled in the garden area, where CLERKS sort and record the treasures..

A) THE BATH. Three or four - maybe more - OFFICERS bathing in it. Much clowning, splashing - parading about with remnants of bathmaidens' costumes, props, etc..

B) THE BED. All - or most of it - gone. The drapings, too. Cleopatra's dressing table - bare of ornament. Antony's clothes - gone.

C) THE TEMPLE. The golden gods being dragged out as loot. Some of them wear Roman helmets - they've been desecrated in various ways..

D) OCTAVIAN watches the activity - without much interest - from the Royal Throne (brought up from the Throne Room). He looks at, and discards into a large basket, various jewelled trinkets..

AGRIPPA brings him - the necklace of gold Caesar coins. Octavian examines it curiously at first. Then he strips the coins from the chain - throws the coins into a chest, and the chain into the large basket. It lands quite near the ZOETROPE..

A MESSENGER - one of the Mausoleum guards - comes in. He carries Cleopatra's ribbon-bound wax tablet. He presents it to Agrippa:

MESSENGER
From the Egyptian Queen, my Lord.
A message for Caesar..

OCTAVIAN
(occupied)
Read it, Agrippa..
(Agrippa starts)
Whatever she wants - will be granted upon her arrival in Rome..
(He smiles)
We will discuss it as she walks - beside my chariot..

He pauses as he senses Agrippa's preoccupation. He looks over. Agrippa is staring at the tablet..

OCTAVIAN
(sharply)
What is it - ?

Continued

AGRIPPA
(reading)
"My one wish - which I implore you to grant - is to be buried at the side of Antony. To remain there until all things end..."

Octavian has not waited beyond the word "buried". He hurries out of the apartment. Agrippa discards the tablet, and follows..

DISSOLVE TO:

464 INT. MAUSOLEUM - NIGHT

EXTREME FULL SHOT - toward the doors - as they are thrown open. OCTAVIAN, followed by AGRIPPA, rushes in. They stop to stare at:

CLEOPATRA, in all her golden glory, lying in state upon the stone slab in the center. The effect must be reminiscent of Alexander's Tomb..

EIRAS lies where she was - but now sprawled in death..

Near her, the basket lies tipped over - the figs spilled..

CHARMIAN, dying, struggles to remain erect as she arranges her mistress' costume for the last time..

465 OCTAVIAN AND AGRIPPA - CLOSER

As they stare. Agrippa seizes Octavian's arm; he points:

465-A THEIR P.O.V.

THE ASP - near the basket of fruit. It glides away...

465-B CLOSE - CLEOPATRA

CAMERA PANNING SLOWLY along her golden brilliance. As it comes to rest upon her face, Charmian staggers and sinks to her knees BELOW CAMERA...

465-C CLOSE - OCTAVIAN AND AGRIPPA

Tight-lipped with fury, Octavian turns and strides out...

Agrippa moves a step toward Charmian..

AGRIPPA
(angrily)
Was this well done of your Lady?

466 CLOSE - CHARMIAN

Dying, crouched below Cleopatra...she turns to Agrippa -

CHARMIAN
(with difficulty)
Extremely well. As befitting
the last of so many noble rulers...

She dies..

CAMERA PULLS BACK from the tableau - past Agrippa who remains to stare at it - THROUGH the open doors of the tomb...

Continued

THE ACTION FREEZES TO A STOP. The colors begin to fade - the effect of aging until it seems to be an ancient frieze upon a forgotten wall...

Once more, a title superimposed - in Greek. And the voice narrating in English:

NARRATOR
"...and the Roman asked, 'was this well done of your Lady?' And the servant answered, 'Extremely well. As befitting the last of many noble rulers...'"

FADE OUT

T H E E N D