

MANK

An Original Screenplay by

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PROLOGUE:

In 1940, at the tender age of 24, Orson Welles was lured to Hollywood by a struggling RKO Pictures with a contract befitting his formidable storytelling talents. He was given absolute creative autonomy, would suffer no oversight, and could make any movie, about any subject, with any collaborator he wished...

FADE IN:

1 EXT. MOJAVE DESERT - DAY 1

From a lanyard, hangs a rustic sign reading NORTH VERDE RANCH. The only sound is a distant WHINE, the only movement a boil of dust on the horizon. As the WHINE rises to a ROAR, the boil of dust grows until it becomes a car that flashes past the sign and sets the lanyard swinging. No sooner does it settle back down than a second car, following the first, slams by and starts it wagging again.

2 EXT. VICTORVILLE BUNGALOW - DAY 2

The cars stop in front of a small sun-bleached house.

SUPERIMPOSE THE
LEGEND:

EXT. VICTORVILLE - GUEST RANCH - DAY - 1940

The occupants of both cars get out. The driver of the first is JOHN HOUSEMAN, a swart, officious young man already verging on middle age. His passenger is RITA ALEXANDER, a crisp young woman with an air of quiet competence. She falls in step behind him as they walk to the bungalow. The driver of the second car, a CHAUFFEUR, joins a NURSE in carefully removing from its back seat a FIGURE whose bottom half is encased in a huge plaster cast. Taking his arms on either side they slowly help him to the waiting bungalow. The cast figure reassuring them and himself...

FIGURE IN CAST

It's all right. I- I've got this.
I'm - I'm good.

He doesn't. He isn't.

3

INT. VICTORVILLE BUNGALOW - DAY

3

Efficient, HOUSEMAN fusses, feeling for dust. RITA opens windows and turns on a fan. The door slams open, the NURSE and CHAUFFEUR staggering through the frame with the FIGURE IN THE CAST, putting him to bed.

ANGLE FAVORING HOUSEMAN

Approaching the FIGURE in bed. The NURSE plumps his pillow.

HOUSEMAN

Here.

(wiping dust off hands)

Well, I've had them set you up out here, so you wouldn't feel quite so confined. The ladies will scandalize the neighborhood by occupying both bedrooms.

There is no response. He's adjusting to his new environs.

HOUSEMAN (CONT'D)

I will be staying in town at a bucolic spa called, if you can believe it, The Shoulder Arms. I will do my editing there.

Still nothing from the Figure in the Cast.

HOUSEMAN (CONT'D)

Now as you know, Fraulein Freda is not only a nurse and physical therapist, she studied nutrition back in the old country. Ja, liebes fraulein?

FRAULEIN FREDA

(speaking German)

Jawohl, Herr Houseman.

HOUSEMAN

It's a dry house, the owner of the ranch doesn't permit alcohol. But you're from Pennsylvania, you're no doubt used to it...

The figure in the cast struggles to get out of bed. The ladies scramble to stop him; it's futile. The CHAUFFEUR enters, lugging a small, heavy cabinet.

HOUSEMAN (CONT'D)
Saved by the proverbial bell.
(to Chauffeur)
Set it here, please? Careful,
careful...

The CHAUFFEUR does, putting the heavy cabinet down...

HOUSEMAN (CONT'D)
Thank you.

He sets it, then leaves. Houseman crosses to it...

HOUSEMAN (CONT'D)
Observe...

HOUSEMAN presses a button, and a hidden door springs open, revealing a dazzling array of miniature liquor bottles aligned in a row.

HOUSEMAN (CONT'D)
Well, naturally you'll do your
damndest to get at it. By the time
you finish the first draft, which
is to say ninety days, you should
be a world-class sprinter.

Houseman snaps shut the cabinet.

HOUSEMAN (CONT'D)
Rita? Come in here, will you?

RITA approaches the bed, her manner professional.

HOUSEMAN (CONT'D)
This is Mrs. Alexander. She types
a hundred perfect words a minute
and takes dictation like a
clairvoyant. Rita Alexander -
Herman Mankiewicz.

RITA
(clipped British accent)
How do you do, Mister Mankiewicz.

MANK

That's a big question.

CLOSE UP OF MANK - OUR FIRST LOOK

The wrecked face of a 43-year-old alcoholic, a bloat of chalky flesh pocked by two eyes - like puckering wounds. But his gaze has an intelligent, devilish glint, he may be drunk...

HOUSEMAN

Well, since you like working nights -- Rita here runs on London time. Her husband is one of our bold lads in the RAF. Flies -- what is it, Rita? Spitfires?

RITA

Hurricanes.

MANK

My sympathy and prayers.

RITA

I beg your pardon?

MANK

Given the speed, climb, and turning radius of the Messerschmitt Bf 109...

RITA

I hope we won't need your sympathy, Mister Mankiewicz. We'll do the praying. And the fighting.

HOUSEMAN

I will meet with Orson weekly. Keep him to date on our progress. We're expecting great things. What is it a writer says? "Tell the story you know?"

When the phone RINGS. RITA answers...

MANK

I don't know that writer.

RITA
Hello. Yes...yes he's right
here...

HOUSEMAN
Well, you should have everything.
If I've forgotten, there's a
clipboard.

She hands it to Houseman.

HOUSEMAN (CONT'D)
(to Welles)
Yes? Hello?

RITA
They're getting him...

HOUSEMAN
Our wunderkind does have the gift
of theatrical timing...

As he waits, they all do...

4 INT. VICTORVILLE BUNGALOW - DAY

4

HOUSEMAN
Orson, hello. We just got in. Oh?
He listens, GRUNTS, then passes the phone over to MANK.

ANGLE ON MANK

MANK
Hello?

WELLES (V.O.)
(that voice)
Mank! Houseman tells me we have
you just where we want you.

MANK
Lucky me.

WELLES (V.O.)
How's the leg?

MANK
Thigh bone's connected to the hip
bone.

WELLES (V.O.)
Excellent. Ready and willing to
hunt the Great White Whale?

MANK
Just call me Ahab. I understand
we've 90 days.

WELLES (V.O.)
Let's aim for sixty.

Mank cups the phone.

MANK
He's just cut a month.
(on phone)
I used to do it in five for you at
The Mercury. This is leisurely.

WELLES (V.O.)
Sixty days and then we can noodle.

MANK
Nothing like a good noodle. Is the
reason you lopped 30 days to run
it past RKO legal?

Welles laughs his contagious baritone laugh.

WELLES (V.O.)
I thought I told you, Mank. I have
final cut, final everything. There
are no studio notes. We'll have no
one but ourselves to blame.

MANK
Sixty days and a noodle.

WELLES (V.O.)
Gotta run...I'm doing tests for
"Heart of Darkness."

MANK
Oh, little that, lesser Joe
Conrad.

WELLES (V.O.)
If anyone should ask, tell 'em
you're adapting.

MANK

Oh, you don't know this sun-bleached sewer yet, my friend. Break wind at Hollywood and Vine and a producer in Santa Monica reports a ruptured main.

WELLES (V.O.)

No, I don't know this Burgh, not yet. I'm toiling with you in spirit, Mank. And I don't hear any typing.

He hangs up. Mank gives Houseman the phone back.

MANK

No notes. And then he turned 24.

Mank lays back.

MANK (CONT'D)

Trapped.

5 INT. MANKIEWICZ HOME - WEEKS EARLIER - NIGHT - (FLASHBACK)5

THE SCREEN IS BLACK.

SUPERIMPOSE THE
LEGEND:

INT. MANKIEWICZ HOME - NIGHT - WEEKS EARLIER

A door BANGS open. Light spills in, illuminating a bedroom. MANK and his wife SARA are silhouetted in the doorway, his arm over her shoulder, she drags him to the bed.

MANK

(grunts)

Uh-uh.

SARA

Let me take off these clothes.

She starts doing that.

MANK

They let me go just as I'd achieved perfect equilibrium.

MANK (CONT'D)

I won't work with half the producers on the lot and the other half won't work with me.

SARA

What's this? A racing form?

MANK

Hmm, you stop reading, you stop learning.

SARA

Hold still. Lie back...

MANK

Hmm... cigarette please.

SARA

Hermie, if a match gets anywhere near your breath -- you'll burst into flames.

MANK

Even the dog's name is awful. Sounds like a Japanese houseboy. You mark my words, Sara, The Wizard of Oz is gonna sink that studio.

SARA

Sleep. You're driving to New York tomorrow.

MANK

(melancholy)

Remember when you used to take the train from back east? I'd sneak aboard in Albuquerque and climb into your compartment naked.

SARA

I also remember how I spent my honeymoon in Berlin, with hookers running up and down the stairs all night...

He laughs.

SARA (CONT'D)
 ...because my dashing
 correspondent couldn't afford a
 nice hotel...

MANK
 Weren't those the days?

SARA
 (an old refrain)
 Yeah, yeah, 'and the nights
 weren't bad either.'

MANK
 Schnutz?

SARA
 For the last time, what?

MANK
 What year is it?

SARA
 Herman...

MANK
 I should have done something by
 now.

SARA
 Hermie...

MANK
 Give me a sign, oh Lord, I am as
 your servant Moses -- though I
 won't work half as cheap.

SARA
 (kissing him)
 Go to sleep, Meshuggener.

She crosses to open the door. She turns off the light...

MANK
 Schnutz?

SARA
 Whaaaaaaaaaaaaaaaaaaaaaat!!!???

MANK
 Why do you put up with me?

She looks at his figure in the dark.

SARA
(honestly)
I don't know.

She starts to close the door...

MANK
(out of the dark)
That bush in the front yard. If it
catches fire tonight - you will let
me know?

6 EXT. MOJAVE DESERT (1939) - NEXT DAY

6

A speeding convertible. MANK is a passenger in the front seat. A young man named TOMMY is driving. He is agitated, gesturing...

TOMMY
..I mean, you know all kinds of
things -- iambic pentameter, the
words of the great poets...What
about the way she signed it,
"Always, Ethel." Can you beat
that? Not just, Ethel. "Always,
Ethel."

MANK
Tommy, if we can find civilization
by sundown, I hope to climb out of
this crate and into a cold
martini.

TOMMY
She's not the kind to use 'always'
if she didn't mean it. If she
meant just 'Ethel' she'd write
just 'Ethel', not 'always.'
Wouldn't you think?

MANK
The road, Tommy.

TOMMY
I know - you read it... see what I
mean.

As TOMMY takes the letter from his pocket, the wind snatches it and rips it down the side of the car. Lunging to grab it, TOMMY loses control of the wheel.

7 EXT. CRASH SCENE - NIGHT 7

A play of headlights catches AMBULANCE ATTENDANTS laboring to free MANK. TOMMY stands over them, woozy but unhurt.

TOMMY (V.O)
She loves me, don't you think?

8 INT. HOSPITAL - DAY 8

CLOSE-UP OF MANK

Buried in hospital sheets, his head swathed in bandages. Distantly he hears the SOUND of FOOTFALLS. Turning his head groggily, he peers down the corridor.

MANK'S POV

From a narcotic haze he sees - A SPECTER in black opera cloak and shepherd's hat. As it reaches MANK it vanishes (seating itself), then reappears as a disembodied face -- large, distorted, floating, moonlike.

WELLES
Mank? It's Orson Welles.

MANK
(etherized)
Of course it is.

WELLES
I think it's time we talked.

MANK
I'm all ears.

9 INT. VICTORVILLE BUNGALOW (1940) - NIGHT 9

We see the result of some days (nights) work...a small stack of notepads. And Mank is propped up in bed in his pajamas, squinting into the darkness as he talks. RITA sits scribbling on a pad.

MANK

(dictating)

Once a castle on a hill, now a
memory of what once was... alone
in his unfinished, already
decaying pleasure palace... aloof,
seldom visited, never
photographed...

(thinking)

We see an OLD MAN in a robe,
smoking a pipe, sitting alone by
his pool, discarded pages
scattered at his feet. Narrator:
"...an emperor of newsprint
continued to direct his failing
empire...vainly attempting to
sway, as he once did, the
destinies of a nation which had
long since ceased to listen to him
- No. H-had ceased to trust him. "

(beat)

We see through the trees as an
AIDE pushes this OLD MAN in a
wheelchair across neatly groomed
lawns...

Mank thinks, taking up a swatter, he takes casual aim at a
housefly.

MANK (CONT'D)

Narrator: "There, last month - as
it must to all men, death came to-
"

(SWAT! The fly is swot)

Let's have that cuppa, Mrs. A.

Rita gets up to get their tea.

RITA

Oh...I know who it is, or who it's
meant to be...

MANK

What makes you think it's meant to
be anybody.

RITA

Oh come now. Everyone in the
English-speaking world will
recognize him instantly.

(returning with cups)

MANK

Exactly what he would say.

RITA

(serving)

Did you know the man?

MANK

Maybe -- I used to.

RITA

You wrote for one of his papers?

MANK

(ladling sugar)

Oh, no. Praise God. I met him
after he started bankrolling his
girlfriend's pictures.

RITA

(sipping hers straight)

You knew Marion Davies?

MANK

(shrugs)

If anyone did.

RITA

Really? What's she like?

MANK

Why is it when you scratch a prim,
starchy English schoolgirl, you
get a swooning moving-picture fan
who has forgotten all she ever
learned about the Battle of
Hastings?

RITA

(smiling)

Hastings: Fourteen, October, Ten-
sixty-six. 10 centigrade...

A FULL FRAME CLOSEUP OF A TELEGRAM -- CHARLIE: COME AT
ONCE. THERE ARE MILLIONS TO BE MADE AND YOUR ONLY
COMPETITION IS IDIOTS. - MANK

THE TELEGRAM IS LOWERED, REVEALING
LEDERER'S POV

10 EXT. PARAMOUNT STUDIOS - DAY (FLASHBACK) 10

Tractors pull lights, men roll scenery, etc. CHARLES
LEDERER, a frail young man, threads his way across the lot.

SUPERIMPOSE THE
LEGEND:

EXT. PARAMOUNT LOT - DAY - 1930 (FLASHBACK)

LEDERER FLAGS DOWN A HURRYING PASSERBY, MIMES A QUESTION.
THE PASSERBY INDICATES A DOOR, RUSHES ON.

11 INT. MEN'S ROOM 11

Beneath a stall LEDERER sees two hairy legs sticking out
from a glorious pair of plaid boxer shorts at half mast.

LEDERER

Mank?

JOE MANKIEWICZ explodes out, jacking up his trousers. His
florid looks might be MANK'S in better days. He charges the
sink, washing his hands.

LEDERER (CONT'D)

Sorry. Somebody told me Mankiewicz
was in here.

JOE

He is... I'm the "promising"
brother, Joe.

LEDERER

I didn't know Herman had a
brother.

JOE

Neither does anyone else.
(drying his hands)
Let me guess.

JOE (CONT'D)

"There are millions to be made and your only competition is idiots, stop."

LEDERER

How did you know?

JOE

I hate to tell you, anyone who can rub three words together and make a sentence gets one. C'mon...

MOVING WITH THEM down a hallway, up some stairs -- past a pool of typing women that never avert their eyes... They enter a door marked "GENIUS AT PLAY - KEEP OUT."

JOE (CONT'D)

It's after lunch, and we're on a deadline - he may be busy...

LEDERER

Oh. I promise I won't be a bother.

JOE

Not exactly what I meant...

12 INT. WRITERS ROOM - DAY

12

A fool's paradise. Dominated by a conference table covered with the lavish remains of a catered lunch and a disrupted poker game. The WRITERS are NOISILY clustered around something we cannot see. JOE points at LEDERER, then sits down and picks up where he left off dictating to, this is true, a NUDE SECRETARY.

REVERSE ANGLE ON

The WRITERS are watching MANK flip a coin with comedian EDDIE CANTOR. Among them, standing out of the way is cinematographer SHELLY METCALF.

MANK

Come on! You know I'm goodferitt.

MANK nods grimly. CANTOR tosses it high in the air...And we see young CHARLIE LEDERER has eased among them...

LEDERER

Fellas --

HECHT

Shhhhhh -- these are high stakes...

CANTOR

Go on -

(catching coin, after a
beat, showing him...)

- Ooh! Tails! That's six!

MANK

Goddammit. Alright, double or
nothing. And this time, you banjo-
eyed sonofabitch, let it hit the
floor.

JOE

Banjo Eyes.

HECHT

(aside to LEDERER)

Mank once bet me a five spot to
see how long it would take a
falling leaf to hit the ground.
Had to go to management to cover
it.

LEDERER

For five bucks?

HECHT

(like he's from Mars)

Five thousand.

MANK

Come on, come on. Heads, you
bastard!

Cantor tosses the coin. As the coin strikes the floor --
the writers GROAN. MANK has lost again. CANTOR CLAPS,
CHORTLES, and skips out the door like a child. All the
SPECTATORS but LEDERER drift back to their poker game,
GRUMBLING. MANK notices him for the first time.

CANTOR

Oooh! Pleasure doing business with
you, gentlemen.

MANK

Hey Charlie! Yeah, you all
remember the Algonquin cabin boy,
Charlie Lederer -- a poor but
somewhat talented magazine writer
come west to join our merry band.
(to Charlie)
Well... you know almost everyone.

LEDERER

(with the greatest
respect for each)
Mr. Kaufman...

KAUFMAN

George is fine, kid...

LEDERER

Mr. Perelman.

PERELMAN

Nice to meet you, son...

LEDERER

Do you prefer Sidney or S.J.?

MANK

Uh, he takes what he gets. Uh, the
great Charles MacArthur...

MacArthur waves.

LEDERER

Good to see you again, Mr.
MacArthur.

MANK

(motions at Shelly)
My resident jack of all trades...
Shelly Metcalf.

SHELLY

Hey, kid.

LEDERER

Mr. Metcalf.

MANK

Oh, save the Mister for the
anointed... and last, not yet
among them, my brother Joe...

JOE

...Have Cyclone say, "I don't mind
the heat as much as I do the
humanity."

MANK

And the one and only, Ben Hecht.

Hecht laughs.

HECHT

(to Charlie)

Have you been laid yet?

PERELMAN (O.S.)

Do you have to think about that?

The phone RINGS. Kaufman answers it:

KAUFMAN

Hello, yeah, right away...

Kaufman checks watch, hangs up.

KAUFMAN (CONT'D)

Selznick, everyone. Five minutes.

They all jump up.

MANK

Well you've arrived in the well-
known nick, Charlie. Just in time
for a story conference with the
great David O.

A general SCRAPING of chairs as the poker game breaks up.

PERELMAN

Once more unto the breach -

KAUFMAN

Breach hell, unto the wire -

MACARTHUR

- without a net.

HECHT

(to a mystified LEDERER)

Keep your mouth shut, and watch us
for your cue, OK?

LEDERER

Cue?

MANK finally notices the NUDE SECRETARY as all but JOE
troop out.

MANK

What I wouldn't give to see that
in a tight sweater.

JOE

(calling after him)

Herm? Can I use that?

13

INT. SELZNICK'S OFFICE

13

The WRITERS file in and take seats, helping themselves one
after another to cigars from an elegant humidor. They
engage in the ritual of clipping, lighting and savoring a
fine Havana. SELZNICK is a large, ungainly man with a
flashing smile. Beside him stands a whippet-thin man with
wavy hair, polished military boots, and riding crop.

SELZNICK

Boys, come in. Ah, make yourselves
at home. Now, you all know Joe Von
Sternberg.

MANK

(pointing to HECHT,
mouths)

He loved The Blue Angel.

Von Sternberg grunts.

SELZNICK

You wanted 72 hours, you got 72
hours, tell us what you have so
far. Ben, whyn'tcha start.

HECHT removes his cigar, speaks, then puts it back - a
signal for the next man to remove his cigar and take up the
narrative. The effect is not unlike an invisible medicine
ball being tossed -- as all improvise with utmost gravity.

HECHT

Well, this was tough - David, in the beginning we couldn't agree on an approach...

SELZNICK

Really; and why was that?

HECHT

Well, we see - a different kind of Paramount picture.

SELZNICK

Different how?

MACARTHUR

Frankenstein and The Wolfman, all rolled into one, only --

SELZNICK

(stopping them)

I don't make cheap horror pictures, Universal does...

MANK

This is different. This is about something.

Selznick's skepticism fairly drips off of him.

SELZNICK

Okay...

MANK

Sidney...

PERELMAN

Imagine a mad scientist touring the boonies, with a mechanical freak he's..."fabricated."

SELZNICK

What does he mean, "fabricated?"

MANK

...and displays it to superstitious hayseeds in a giant silk-lined casket, for the price of admission.

Selznick grunts.

KAUFMAN

...but every full moon, the
monster awakens and raises unholy
hell with the villagers.

MACARTHUR

Give it an Eastern European look,
men in leather shorts, gals in
tattered peasant blouses.

SELZNICK

Let me guess, they think it's the
devil?

VON STERNBERG

Villagers always think it's the
devil.

MACARTHUR

(undeterred)

And the scientist and his creation
are forced to flee during a raging
electrical storm -

PERELMAN

- flee from outraged peasants -

KAUFMAN

- who pursue them mit torches -

PERELMAN

- overturn their creaky wagon -

MANK

- and set fire to it.

A pregnant lull. MANK points his stogie at LEDERER.

MANK (CONT'D)

Tell him about the finale,
Charlie.

LEDERER

(swallowing hard)

Oh, well...

LEDERER (CONT'D)
 the rain turns to sleet, puts out
 the fire, and entombs the monster
 in solid ice...While nearby, an
 old priest weeps.

Selznick ever so slightly softens.

SELZNICK
 Hmm! A weeping priest?

MANK
 (puffing grandly)
 Thunder, lightning, blood, fire,
 religion...

SELZNICK
 All in one film?

MANK
 ...and...with an unseasonal
 thaw... a sequel.

SELZNICK
 I thought you said this was about
 something, this was different.

They all turn to the sage, Ben Hecht.

HECHT
 Plus, the ominous futility of man
 playing God -

KAUFMAN
 - the Faustian bargain of life
 everlasting -

PERELMAN
 - and the triumph of the human
 spirit over the beast incarnate in
 our far too solid flesh.

MANK
 (flourishing cigar)
 It's director-proof.

VON STERNBERG bristles.

SELZNICK
 (to VON STERNBERG)
 Joe?

VON STERNBERG
B picture.

SELZNICK
It's not for Joe...
(shaking his head)
Boys, this is serious, we need
your help. We've got to get people
into theatres, but how?

A cathedral QUIET. Then:

MANK
Show movies in the streets?

14 EXT. PARAMOUNT LOT - DAY

14

MANK and LEDERER walking toward the gate.

MANK
You okay, Charlie? Taken care of
this weekend?

LEDERER
I'm going to see my aunt.

MANK
Oh, that sounds like fun.

LEDERER
You obviously don't know my aunt.
If you're not doing anything, come
along.

MANK
(peeling off)
Careful, I just might...

LEDERER
Glendale Station at seven.
(calling after him)
Bring Sara if you like!

MANK
Who?

LEDERER
Sara. Isn't that your wife?

MANK

Oh. You mean "Poor Sara."

(turning to go)

No, she and the kids are back east.

15 EXT. GLENDALE STATION, LOS ANGELES - END OF DAY

15

LEDERER, carrying an overnight bag, paces the sidewalk, shooting glances at his wristwatch. Suddenly an UPROAR.

HIS POV

A gleaming white convertible glides into view, a COP clearing it's way. Matinee idol JOHN GILBERT is at the wheel. His paramour GRETA GARBO lounges beside him bestowing smiles on FANS who jog in their wake. MANK is draped over the seat back, splendidly drunk, throwing kisses to the uncaring multitude.

The Rolls inches to a stop and is surrounded by an ARMY of ADMIRERS. GILBERT and GARBO sign autographs as MANK half climbs, half falls to his feet. He carries not so much as a shaving kit. Wordlessly he kisses GARBO'S cheek. GARBO LAUGHS famously. GILBERT REVS, ROARS off.

LEDERER leads a weaving MANK toward their coach.

LEDERER

Herman... Herman.

And with that, like an exclamation point, he literally passes out onto a luggage cart. The Porter doesn't miss a beat, wheeling him to his train.

MANK

Charlie!

16 INT. A BARONIAL BEDROOM - AFTERNOON

16

MANK lies in state. A SCREAM propels him upright. He yawns, scratches, and then rises. Hung-over and unflapped.

17 INT. HALLWAY

17

MANK saunters into a world of gilt diptychs, Oriental carpets, Gobelin tapestries, illuminated manuscripts, suits of medieval armor, parchment shades... God's Own Prop Room.

18 EXT. GROUNDS

18

Tents dot the endless lawn. Servants ply the chosen. And absurdly there is a huge stack of firewood resembling a Viking funeral pyre, where a screaming woman threatened by "Injuns," is enticingly tied atop, being filmed.

TWO MEN IN RIDING TOGS are sitting over refreshments under a tent. The younger man is IRVING THALBERG, M.G.M. production chief, who has the dark, fine-boned features of a coiled and restless Valentino. Next to him is studio head, LOUIS B. MAYER, a stumpy, otter-sleek ogre in silver spectacles.

THALBERG

(seeing)

What is Mank doing here?

MAYER

Who?

THALBERG

Herman Mankiewicz.

MAYER

Do I know him?

THALBERG

He wrote one of our Lon Chaney's.

MAYER

Ahhhhh...

THALBERG

Mank!

MANK

Thalberg! The boy genius...

THALBERG

I am shocked to see you here.

MANK

(smiles)

I'd be shocked to see me here too,
Irving...if only I knew where here
was...

MAYER

You wrote one of our Lon Chaney's.

MANK

Among many.

MAYER

Pictures?

MANK

Writers.

THALBERG

At M-G-M, movies are a team sport,
Mank.

MANK

Which may be why I'm at Paramount.

MAYER

Since when don't Paramount use
writers by the truckload?

MANK

But all at once, not in relays.
Helps spread the blame around.

THALBERG

You remember our chairman, Louis
B. Mayer?

MANK

By reputation only...

MAYER

Long night?

MANK

A short one. Plagued by "spirits."
Hell of a way to spend the
sabbath, fellas.

MAYER

Here in support of a friend.

THALBERG

His leading lady is making a mid-career adjustment.

Mank sees SHELLY METCALF, the thin - erudite cameraman, is loading film.

MANK

Oh, I'm on my way over. Any notes from the oversight tent?

As he walks away...

MAYER

Who was that again?

THALBERG

Just a writer.

TRAVEL WITH MANK

As he strolls by all the machinations of movie-making, including MAKEUP ARTISTS putting warpaint on the faces of CAUCASIAN ACTORS playing Native Americans...the elaborate equipment of a real movie, with the MGM trademark...He approaches Shelly.

MANK

Slumming on Saturday, Mr. Metcalf?

SHELLY

(glad to see him)

Mank! No sir, helping out on B Camera -- it's a home movie -- but HIS idea of a home movie.

MARION (V.O.)

I know you.

Mank looks up and sees MAKEUP and HAIR PEOPLE clearing from the BLONDE ACTRESS on the top of the FUNERAL PYRE, MARION DAVIES.

MANK

Well, what's at stake here?

MARION

We met at John Gilbert's birthday. You're Herman Mankiewicz.

MANK

Guilty. And I remember you - Miss Davies. Regaling us with stories about dodging trolley cars in Brooklyn...

She laughs...

MANK (CONT'D)

Your Flatbush was showing.

She laughs even louder.

MARION

Oh! You fractured Wally Beery's wrist Indian wrestling.

MANK

Admittedly, a lucky break.

MARION

Boy - was he surprised. You're stronger than you look.

MANK

And from what I understand, you're smarter.

She squints.

MARION

That was a compliment.

They smile at each other.

MANK

See what I mean?

MARION

You are interesting.

(whispers)

I need a favor but you're gonna have to promise you won't laugh.

MANK

Given the state of the world, a tall order.

MARION

You're gunna, I just know you are.

MANK

I have got such a hangover right now, there's just a fighting chance I won't.

MARION

(whispers)

I'm being burned at the stake and I am dying for a ciggie-boo.

MANK LAUGHS, then winces.

MARION (CONT'D)

Ha! There - God's punishing you. Watch those stairs, they're treacherous.

MANK

(walking up)

Every moment of my life is treacherous.

MARION grabs a cigarette out of his pack.

MANK (CONT'D)

Any last words?

MARION

'Welcome to San Simeon.'

She puts it between her lips, Mank lights it. MARION takes a deep draw, motions him to take it away.

MANK

(mouthful)

I've written worse.

MARION

You've never seen it?

MANK

No, but George Bernard Shaw was right...

MARION

How's that?

MANK

"It's what God might've built had he had the money..."

MARION

Well, as they say in the Bronx,
"make yourself to home," Mister
Mankiewicz. Or shall I call you
Herman?

MANK

No, please, call me Mank.

LEDERER APPEARS.

MARION

Good morning, Charles.

MANK

Charlie.

LEDERER

Aunt Marion... Mank.

MANK'S eyebrows REGISTER their relationship.

MARION

Sleep well?

LEDERER

Until your rather dramatic "wake-
up" call.

MARION

This is all Pop's idea. He wants
me ready "to take on the talkies."

ASSISTANT DIRECTOR (V.O.)

First positions, please!

Everybody scatters. Mank and Lederer start to clear. Marion
assumes her subservient position. The Native Americans
ready to do their worst.

ASSISTANT DIRECTOR

Riders ready! Rolling!

CAMERAMAN (V.O.)

Speed!

ASSISTANT DIRECTOR

Action!

We see FOUR RIDERS in buckskins, guns a-blazing, riding to
save Marion.

Ahead of the riders, a CAMERA CAR films the riders. In the camera car is the DIRECTOR along with a MAN in his sixties of some substance, with a stillness, a confidence, a kind of elegance about him. WILLIAM RANDOLPH HEARST.

MARION

Help! Please! Someone save me!

Once the Riders arrive at the pyre to save the day:

ASSISTANT DIRECTOR

Cut!

MARION

(calls)

Pops, this is Herman Mankiewicz
but we're to call him Mank.

HEARST

(from the car)

Mankiewicz? Herman Mankiewicz? New
York playwright and drama critic?

Mank approaching the car...

MANK

(bowing)

Turned humble screenwriter. Mr.
Hearst.

HEARST

Why, no need to be humble Mister
Mankiewicz, pictures that talk are
the future. They're gonna need
people who honor words to give
them voice. There's a golden age
coming when all the world will be
a stage - and you, perhaps their
Shakespeare.

MANK

Oh, I wouldn't have thought you'd
be that keenly interested in the
honoring of words.

Mank smiles. Marion laughs at the thought, a look and a
sound that seldom greets HEARST'S ideas face to face.

HEARST

What's so funny?

MANK

I'm just surprised, that a vaunted
muckraker like yourself sees
Hollywood's future as such a shiny
penny.

ASSISTANT DIRECTOR

(to the Driver)

Back to one...

The DRIVER, accommodating Mank and Hearst's conversation,
starts very slowly rolling the car towards its initial
position...Mank walking alongside, keeping pace with the
car...

HEARST

Times are changing, Mr.
Mankiewicz, and I'm not just
referring to this Depression.

MANK

Oh, that bother.

HEARST

When all this is over, picture
makers are gonna have to service
this new entertainment. I intend
to make pictures with the help of
real literary minds.

MANK

I support that.

HEARST

Instead, what do most studios give
us? Gangster flicks! Zanies!

MANK

Too true.

HEARST

Now, how many gangsters do
Americans meet in a lifetime? How
many families are like the Marx
Brothers?

MANK

You mean besides my own?

HEARST

Ha! Very good.

(to AD)

Hearst whispers to the ASSISTANT DIRECTOR. As the camera car with the crane carrying William Randolph Hearst drives to its first position...

ASSISTANT DIRECTOR

(through megaphone)

Miss Davies, Mr. Hearst would like
Mr. Mankiewicz seated to his left
at dinner.

MARION

(sharp inhale to Mank)

Oh. Pops likes you.

DISSOLVE TO:

19 INT. VICTORVILLE BUNGALOW (1940) - MANK'S BED - NIGHT 19

FRAULEIN FREDA enters, a liniment bottle in one hand, a letter in the other. The letter she hands to RITA, the liniment she begins slapping on MANK'S arms. He is lying on his back, editing pages which RITA proofreads.

MANK

Why is it, when Houseman edits
everyone ends up speaking like a
constipated Oxford don?

As RITA opens the letter, the phone RINGS. She answers.

RITA

Hello?...Yes he is, no, not at
all... please hold on.

(to MANK)

It's "Poor Sar-," I'm sorry --
it's your wife.

She hands MANK the phone.

MANK

Schnutz.

SARA (V.O.)

I heard that... Hermie, Joe called four times in the last three days. He wants your number out there.

MANK

So give it to him.

SARA (V.O.)

(some disturbance)

Knock it off!

(to Mank)

The boys are remodeling. He seemed concerned about something. Is everything okay?

MANK

If I could swim, I'd be doing swimmingly. And don't mind Joe, he's a worrisome old woman in disguise.

SARA (V.O.)

Well, he wants to offer you work.

MANK

Baby Joe offering me? Well, if he calls again give him this number, Schnutz. I - I've got to run. Kiss the offspring.

MANK hangs up. FRAULEIN FREDA continues to knead his shoulders. MANK sees that RITA is reading her letter.

MANK (CONT'D)

(in a British accent)

I say, a letter from the gallant lieutenant?

(reverting to American)

Let us hope it makes more sense than the last. Fighters off the decks of aircraft carriers. Whoever had that idea...

FRAULEIN FREDA

Is not good?

MANK

Not good? German U-boats are
starting to hunt in packs and a
Stuka dive bomber can drop one
down your stack from five hundred
feet.

(to Rita)

What's our valiant laddie have to
say for the cause?

RITA is still reading silently. Now, she wads the letter
up, dropping it, and rising, leaves. MANK motions FRAULEIN
FREDA to hand it to him.

FRAULEIN FREDA

It's not from her husband...His
ship's been sunk off Norway...
presumed lost at sea.

As Mank looks out at the desert...

MANK

(to himself)

Always the smartest guy in the
room.

20

INT. VICTORVILLE BUNGALOW - NIGHT

20

We hear footsteps approaching. MANK'S bed shrouded in
darkness. He lies unmoving as the front door eases open and
RITA enters, her steps tentative.

RITA

You're right, of course. Aircraft
carriers are a shitty idea. But I
don't appreciate the callousness.
I expect more of you.

Silence.

RITA (CONT'D)

(adamant, won't accept)

Presumed means they don't know.
So, I choose to believe he is
alive until s-

(drawn by his silence)

Mank?... Mank?.... Mister
MANKIEWICZ!?!...

INSERT

MANK'S hand opens and a miniature scotch bottle rolls out of it, like the swirling glass snowball in Citizen Kane.

21 EXT. VICTORVILLE BUNGALOW - NIGHT 21

Houseman's taxi arrives, Houseman hurries inside.

22 INT. VICTORVILLE BUNGALOW - LATER THAT NIGHT 22

RITA and FRAULEIN FREDa hover over MANK as a DOCTOR is packing up to leave. HOUSEMAN arrives.

DOCTOR

He's all right. Just sleeping.

HOUSEMAN

Well, I shouldn't wonder. There's enough Seconal in those little bottles to bring down a bull elephant in heat.

(as others stare at him)

Young Orson doesn't believe in chance.

23 INT. VICTORVILLE BUNGALOW - NEXT DAY 23

CLOSE-UP, MANK

Framed against the pillow, MANK opens his eyes.

HIS POV

A homey, ranch-style tableau. RITA and HOUSEMAN sorting through pages.

MANK

(gazing at the ceiling)

Houseman, you sly thing. You slipped me a mickey.

HOUSEMAN

So we did. Though how you managed to reach it so early in your rehabilitation I cannot imagine. How was it - mother's milk?

MANK

On balance, better than nothing. I plan to use it as a nightcap.

RITA

As you Yanks say, he 'went out like a light.'

Grasping the bar over his bed, MANK pulls himself upright.

MANK

I couldn't have put it better myself, Mrs. A. Which may be why I write for the movies.

RITA

Will you stop? You write for the movies because you're super at it. Excuse me, you two. I've masses of typing to do.

RITA goes back to typing. The MEN exchange looks.

HOUSEMAN

(putting pages in order...)

76 pages...by the time she translates your red chicken scratches it will be less than forty - At this rate, you will never finish...

MANK

What I want to know is what you think of it?

HOUSEMAN

(after a beat)

Of course the writing is first-rate, but you know that. His lust for power, your exquisite evocation of his hunger for love from those who fear his worst side. But-

MANK

The dreaded, yet foreseeable BUT...

FRAULEIN FREDA comes with MANK'S food tray. He digs in.

HOUSEMAN

You're asking a lot of a motion picture audience. All in all it's a bit of a jumble.

MANK

Did you say jumble or jungle?

HOUSEMAN

A hodgepodge of talky episodes. A collection of fragments that leap around in time, like Mexican jumping beans.

MANK

Welcome to my mind, Old Sock.

HOUSEMAN

The story is so scattered I'm afraid one will need a roadmap.

MANK

You mean it's a mess.

HOUSEMAN

Would you consider simplifying?

MANK

As Pascal once said, "if only I'd had more time I would have written a shorter letter."

HOUSEMAN

All I am saying is, no one can write like that.

MANK

But I can write like that Houseman. I have. The narrative is one big circle, like a cinnamon roll. Not a straight line pointing to the nearest exit. You cannot capture a man's entire life in two hours...all you can hope is to leave the impression of one.

HOUSEMAN

Nobody expects Shakespeare. People
aren't spending their hard earned
25 cents to see Macbeth.

MANK

"Maestro the dog-faced boy" did
Macbeth.

HOUSEMAN

"Voodoo Macbeth." Don't be fooled.
He's a showman. A busker reveling
in sleight of hand. Save yourself
the trouble, be done in sixty
days...

MANK

He'll get this. And the audience
will, too. Stop worrying. Have a
pickle.

HOUSEMAN

No thank you, I'm not hungry.
Haven't been since we got here.
(collecting pages)
Cheerio. Write hard. Aim low.

HOUSEMAN leaves.

RITA gets her pad, comes to MANK'S bed.

MANK

Where were we, chief?

RITA

What are you going to do?

MANK

About what?

RITA

He's right you know. You won't be
done 'til Christmas.

MANK

What?

RITA

You made a promise.

MANK
I did what?

RITA
60 days is two weeks from now.
He doesn't say anything...annoyed.

MANK
Where were we?

RITA
(consulting her notes)
Bernstein's speech...The young
woman on the ferry boat.

MANK
Read it back, please.

As she reads:

24 EXT. FERRY BOAT DECK - DAY

24

The YOUNG WOMAN idling on the deck of a ferry, all in
white. It is SARA.

RITA (V.O.)
A white dress she had on - and she
was carrying a white parasol - and
I only saw her for one second and
she didn't see me at all - but
I'll bet a month hasn't gone by
since, that I haven't thought of
that girl.

25 INT. VICTORVILLE BUNGALOW - DAY

25

RITA looks up at MANK, smiles warmly.

RITA
A snapshot from the Mankiewicz
family album?

MANK
You might say that.

RITA
It really is a gorgeous -

MANK
 (overlapping)
 - spot to get stuck.

Mank's lost momentum, thrown off by Houseman's admonitions.

RITA
 Is Bernstein meant to be Louis
 Mayer?

MANK
 If form follows function...

RITA
 Mayer's the same pathetic sort of
 lap dog to our Charles Foster?

MANK
 Oh, Bernstein's a far nicer
 character.

RITA
 You don't much like Mayer.

His face gone to granite.

MANK
 If I ever go to the electric
 chair, I'd like him to be sitting
 in my lap.

26 EXT. MGM ARCHES - WASHINGTON GATE - DAY

26

SUPERIMPOSE THE
 LEGEND:

EXT. MGM STUDIOS - DAY - 1933 (FLASHBACK)

MANK and his brother JOE stride toward MAYER'S office.

JOE
 Seven-fifty a week? That's half
 what you make, Herman.

MANK
 You're a junior writer, Joe.

JOE
 So?

MANK

So you're only half the wit your
big brother is. How many half-wits
make that?

JOE

(sarcastic)

Ha! Herm. How do I look?

MANK

You look like you - fine.

JOE

What should I be expecting?

MANK

You're related to me. He already
thinks you're a genius.

JOE

Enough...

MANK

The job will be yours if you can
do two things. One. Don't roll
your eyes. Two. Try not to fall
asleep.

27 INT. MAYER'S OUTER OFFICE - DAY

27

MAYER'S SECRETARY, and two other ASSISTANTS, sit busy at
their desks, case-hardened to the RUCKUS seen through the
open door to MAYER'S inner office.

MAYER (O.S.)

This isn't Gower Gulch. You want
us to make a picture about a
prostitute?

MALE VOICE (O.S.)

Oh, what's wrong with that? My
mother was nothing but a whore.

There is the SOUND of a CRASHING BLOW and JOHN GILBERT
catapults through the doorway. MAYER charges out and hovers
over him, fists balled, face contorted in a fury.

MAYER

You would talk about your own mother that way? The woman who gave you life? You ungrateful bastard! I oughta cut your balls off!

GILBERT

Do it, you fucking junk dealer!
I'll still be the better man.

MAYER decides he won't dirty himself by going any further... Gilbert walks away rubbing his chin...Mank brings Joe over...

MANK

L.B., this is my brother, Joe.

MAYER

Nice tameetcha Joseph, I'm Louis Mayer.

MANK

I can't tell you what this means to him, Louis.

Joe gives him a look.

A MAYER SECRETARY

They're all there Mr. Mayer...

MAYER

I'm on my way. Joe, walk with me.

He moves quickly along the hallway, Joe and Mank at his side.

MAYER (CONT'D)

My boy, there are three work rules at this studio. Rule number one. Ars Gratia Artis. Art for Art's sake.

A MAN passes by, giving L.B. an anxious wave...

MAYER (CONT'D)

(to employee)

How ya doing?

(to Joe)

MAYER (CONT'D)

One million dollars a year we
spend on stories we never even
film.

He slows to sign something thrust at him, then charges on.

MAYER (CONT'D)

Why not? I'll tell you. They don't
make me cry. What makes me cry?
Emotion. Where do I feel emotion?
Here --

(he taps his forehead)

here --

(he taps his heart)

-- and here.

(he grabs his crotch)

They turn the corner, wheeling like Grand Prix racers.

MAYER (CONT'D)

Rule number two: You may have
heard M-G-M has more stars than
there are in the heavens. Do not
believe this.

A woman walks by and gives a tentative wave...

MAYER (CONT'D)

Hi'ya -

(moving on)

We have only one star, that is Leo
the Lion. Never forget that. Many
stars have, and now they twinkle
elsewhere. Rule number three -
- People think M-G-M stands for
Metro-Goldwyn-Mayer. It does not.
It stands for Mayer's Ganza
Mishpoka - Mayer's Whole Family.
Never forget that. You got a
problem, you come to poppa. This
is a business where the buyer gets
nothing for his money but a
memory. What he bought still
belongs to the man who sold it.
That's the real magic of the
movies and don't let anybody tell
ya different.

WHEELING HURRIEDLY TOWARD A SOUND STAGE DOOR

Where a fearful AIDE waits to usher MAYER in.

MAYER stares at the floor a beat, gearing himself up, then looks up at the Aide and nods. He's worked himself up, his eyes gleam with tears. He makes his way inside. Mank and Joe follow.

28

INT. SOUND STAGE - DAY

28

The sound stage has bleachers and all the STARS in the heavens sit waiting for him, typifying Hollywood's most glamorous and powerful studio. The other members of the M-G-M family, the laborers, stand crowding the soundstage. Seeing him, there's an eruption of applause. Mank and Joe find space against a wall, fascinated.

THEIR POV

Mayer standing, head down with "humility," taking their applause. He lifts his hands as if to say, "It's too much..." When they've finished:

MAYER

I find myself in a horrendous
position...And I come to all of
you on bended knee...

He stops to let that resonate...the all powerful L.B. Mayer laid low...

MAYER (CONT'D)

We are suffering, as all Americans
are, from our country's terrible
economic woes. Good people --
everyday people can't afford to go
to the movies, so even our pre-
eminent dream-factory is in grave
financial difficulty.

He bows his head at even the thought...

MAYER (CONT'D)

(raising his head, chin
out, mock dignified)

MAYER (CONT'D)

I am asking everyone in the M-G-M family to take a painful step. I am asking to roll back salaries.

He looks at each and every face...

MAYER (CONT'D)

I don't want to, but for this hallowed place to continue to exist, I am forced to. I won't break up this family over something like money.

There, he's said what he had to...He stands still as if stricken to his core. Once they've digested that...

A MAN'S VOICE (OVER)

How long are you asking for?

MAYER

Shouldn't be long.

ANOTHER MAN

How much are you asking for?

MAYER

Half...

ANOTHER MAN

Half?

MAYER

Could be less...

ANOTHER MAN

Is everybody going to be "pitching in?" Are you, Mr. Mayer?

MAYER

Real families root for each other in the good times. Take care of each other in tough ones.

OLDER MAN

We're with you, L.B.

The Stars shine bright with that...but there's a lone VOICE...

YOUNGER MAN

You may be, Mister Barrymore --
but a fifty percent pay cut for
grips and electricians?

The stars murmur looking with contempt at the young man.

MAYER

Eight weeks, my friends! Eight
short weeks! As soon as FDR
reopens the banks... you'll get
back every penny! On that...you
have the sacred word of L.B.
Mayer.

ELDERLY FEMALE STAR

(easing to her feet)

Well, I vote yes.

MOVIE STAR #2

I do as well.

CHILD STAR

(leaping up, his muppet
voice)

Me, too!

Which brings them to their feet CHEERING. And MAYER hurries
out, as if unable to handle the torrent of emotion that
engulfs him. MANK and JOE look at each other...

29

INT. SOUND STAGE - DAY

29

MAYER

(softly)

How'd I do, Ben?

BEN

It was great, Mr. Mayer.

MANK and JOE watch MAYER and his AIDE stride off.

MANK

(shakes his head)

Not even the most disgraceful
thing I've ever seen...

30

EXT. PATIO VICTORVILLE (1940) - NIGHT

30

The camera TRACKS through shadows toward MANK'S bed, amid muted ORGIASTIC MOANS and urgent WHISPERS: "You like zat?" "Ummm...That's wonderful." "A little to zuh left, maybe." "Yeah." FRAULEIN FREDA is raking under MANK'S cast with a CHINESE BACK-SCRATCHER. MANK twists over just as RITA enters in a hurry.

RITA

I've got to rush into town to get typewriter ribbon. Here are the morning's pages.

MANK

Dreck. It's all dreck!

RITA

Don't flagellate. At least you're writing again.

MANK

(downcast)

None of it sings. None of it. Not a note.

RITA

(walking away)

You're not writing an opera.

As she leaves: The PHONE RINGS.

FRAULEIN FREDA

(answering)

Hello?

MANK

(to himself)

But I am writing an opera.

FRAULEIN FREDA

It's for you.

MANK answers the phone.

MANK

Yeah?

JOE (V.O.)

Herman it's Joe -

MANK

Hey, hey, kid...what's up?

JOE (V.O.)

Checking in. How are you getting around?

MANK

Gingerly.

JOE (V.O.)

Any rest?

MANK

Haven't seen a sunrise yet.

JOE (V.O.)

You've never seen a sunrise.

MANK

Sara said you wanted this number.

JOE (V.O.)

Just to hear your voice.

MANK

Oh, she said you had some work you wanted to talk about...

JOE (V.O.)

Ahhh, I was thinking about that old play, "The Wild Man of Borneo." The one you wrote in the Ice Age.

MANK

One never remembers one's disasters. It's considered gauche.

JOE (V.O.)

A play is never a disaster, till the movies say it is. I brought it to my people at the studio. We want W.C. Fields, and we want you to adapt...

MANK

Uh, I'm kind of on something right now.

JOE (V.O.)

I can get you paid for the play
and the adaptation.

MANK

Sounds great...But I'll have to
think about it.

JOE (V.O.)

You know how these things have
their moment.

MANK

So this isn't an offer, it's a
subtle ultimatum.

JOE (V.O.)

Nobody could ever tell you what to
do.

MANK

Did Sara put you up to this?

JOE (V.O.)

Not at all. But I know how things
are... I can tell by her voice.

MANK

How bad is that, baby brother?

JOE (V.O.)

How bad? I went to a party last
night where Scott Fitzgerald
referred to you as a "ruined man."
That's how bad things can get.

MANK

(laughing)

That's good. I may use that.

JOE (V.O.)

Herman --

MANK

Please stop Joey, and just tell me
what's on your mind.

JOE (V.O.)

I hear you're hunting dangerous
game.

JOE (V.O.) (CONT'D)
 Word on the street is radio's
 Golden Boy wants to go toe to toe
 with Willie Hearst and you're
 helping in the kitchen.

MANK
 Oh? And...?

JOE (V.O.)
 And? Herman, and?

MANK
 How stupid of me. I thought I was
 rejecting a humiliating handout
 when all the time I was nixing a
 respectable bribe.

JOE (V.O.)
 And I'm sorry I ever cared.

The phone CLICKS DEAD in MANK'S ear and ours.

MANK
 Oops.

He hangs it up. But he's rattled.

31 INT. SAN SIMEON - NIGHT - (FLASHBACK)

31

SUPERIMPOSE THE
 LEGEND:

INT. SAN SIMEON ASSEMBLY ROOM - NIGHT - 1933 (FLASHBACK)

We crane from on high through a huge chandelier looking over what was called The Assembly Room. A birthday cake with sparklers (honoring the 4th of July) is being wheeled to L.B. Mayer. The cake says "Happy Birthday L.B." with Lady Liberty on it. Mayer is standing before a large gathering of people, studio moguls, most famously Irving Thalberg and David O. Selznick, as well as stars like Chaplin, Lombard, Garbo...The wives cluster, as do young men looking for available prizes. Marion is in a gaggle of actresses, and we see Mank straddling the two worlds. Sara is protectively near Mank, who, for courage and solace, grabs two drinks off a waiter's passing tray.

The cake arrives, the gathered singing 'Happy Birthday,' Mayer basking in the light of the sparklers...he tries to blow them out which isn't physically possible. The cake is taken away to be cut. There's the sound of a spoon tapping glass...host William Randolph Hearst commands the room...

HEARST

Marion and I are so pleased you
could all come stay for the
weekend. I hope the train ride
wasn't too arduous.

Which they appreciatively chuckle at. Hearst, raising his glass...

HEARST (CONT'D)

And tonight we're celebrating our
great friend's birthday in our
little hillside home.
Charlie -

And with that, the room sings "Happy Birthday" to MAYER...

HEARST (CONT'D)

Louis, you should be joyous, you
don't look a day over forty-eight.

MAYER

I feel thirty-five.

Great applause.

MAYER (CONT'D)

Mister Hearst, Marion, all of you,
my heart is full to bursting. I
can't express in words...

MANK

(to himself)
Please don't try.

MAYER

W.R., nothing is more precious to
me than your friendship and sage
advice. I am blessed to call you
my friend. God bless William
Randolph Hearst.

Everybody agrees...

MANK
 ("Tiny Tim")
 God bless us everyone.

They affectionately applaud...

MANK (CONT'D)
 A very happy birthday Louis. Our country should be flattered that you picked its birthdate as your own. The rest of us have to be satisfied with the one we happen to be born on.

SARA
 Mank --

MANK
 (a mock toast)
 Here's to your rich Canadian imagination.

They all repeat "Rich Canadian imagination..." And all applaud against a round of "hear hear's." Sara reaches over to stop Mank going any further...

ANGLE ON MAYER

Cake mid-mouth, his expression stuck...when Hearst, as if the comment has just reached him, roars his appreciation of Mank... Thalberg makes sure the moment passes by toasting...

THALBERG
 Here's to banks re-opening!

Which is roundly cheered by one and all...

HEARST
 (raising his glass)
 And to freedom.

They echo him, "To Freedom." They drink their appreciation.

HEARST (CONT'D)
 I believe you've met our distinguished guest, Mr. Rexford Tugwell. Now, Rex is special assistant to President Roosevelt.

HEARST (CONT'D)

And we're all interested in what
you might share with us.

There are incongruous chuckles at the mingled politics, and
applause for the special assistant...

HEARST (CONT'D)

And...we all want to welcome the
Thalbergs back from Irving's long
convalescence in Europe.

More applause.

THALBERG

Thank you, W.R.

HEARST

Good to see you, Irving.

NORMA SHEARER THALBERG

Thank you, Mister Hearst.

HEARST

Norma.

And as the "ceremonial" part of the evening ends and starts
to settle into...

CHARLIE CHAPLIN

(at the piano - suddenly
tickling the ivories)
Anybody seen anything good
lately...?

MARION

(enthusiastic)
I just saw 42nd Street.
(Brooklyn-ese)
It blew my wig.

MANK

You can take the girl out of Bed-
Stuy...

HEARST

(to Marion)
When was that?

MARION

Over the weekend - you were in
D.C. I went to the pictures in
Santa Barbara.

HEARST

We have a fine screening room here
-

MAYER

A Warner's picture -- why waste
money on that?

HEARST

Next time, I'll go with you.

MARION

Of course.

(going on)

I am bonkers about Movietone News,
I love Lowell Thomas' voice...

ACTRESS #1

Oh! Is he single?

ACTRESS #2

I sat across from him at the Brown
Derby once. He bought me a drink.

ACTRESS #3

He didn't!

ACTRESS #2

Not - technically. But I made sure
to run into him in the parking lot
after. I asked him, "Do you need a
lift?"

ACTRESS #3

You didn't! What'd he say?

ACTRESS #2

I'll never tell.

She secretly smiles...which brings gales of laughter,
including Marion's.

HEARST

(to no-one in particular)

There is a point to this dear?

MARION

Well yes, they showed that Hitler giving a speech...kissing babies...He's (a shiver) creepers...

MANK

Lederhosen and suspenders, terrifying.

CHARLIE CHAPLIN

Oh, no. It's the moustache that's the horror...

HEARST

Don't be alarmed, Marion. He won't be around for long. The Germans are a thoughtful, considerate people. Enough about Nazis. Irving, tell us about your travels. Where were you?

THALBERG

Uh, Berlin, in fact.

There's an audible groan.

THALBERG (CONT'D)

But it was quite interesting --

NORMA SHEARER THALBERG

Thugs in brown shirts goose-stepping past our hotel all night, screaming anti-Semitic slogans... I was terrified the whole time.

MARION

This Hitler sounds like an utter drip. Shouldn't the United States do something, Mr. Tugwell?

TUGWELL

We are weighing all options.

THALBERG

Can't last. Who in the world takes a lunatic like that seriously?

MANK

Well, the last time I looked,
forty million Germans.

SARA

Sweetheart --

HEARST

(deep throated laugh)
Mank, you are always so
wonderfully contrary!

MARION

(giggling, to build on
his joke)
"Chase and Sanborn's der coffee,
can forty million Nazis all be
wrong?"

Which falls flat, except to Mank who gives her the courtesy
of a chortle...

MANK

I just read they've opened their
first concentration camps and
started burning books. What's
next, movies?

SARA

(quietly)
Enough.

MAYER

Is that true, Irving?

THALBERG

Yes, L.B.

MAYER

Hitler Shmitler. You don't turn
your back on a market as big as
Germany.

(aside to THALBERG)

What's a concentration camp?

HEARST

Please, it's upsetting enough
Marion had to endure the man in
newsreel.

MARION

It was fascinating. Those people adore him.

(self conscious)

I'm probably talking nonsense.

MANK

You're the first tonight that isn't.

Which causes Hearst to laugh, changing the conversation...

SELZNICK

Speaking of socialists, how about Upton Sinclair's new book?

HEARST

(overlapping)

No..

SELZNICK

He wants to turn private enterprise over to the state of California.

MAYER

There's one we won't be optioning -
- eh Irving?

NORMA SHEARER THALBERG

Well, it's selling like crazy.

IRENE SELZNICK

Walter Winchell says Sinclair may run for governor next election.

MAYER

That rat Bolshevik belongs right up there with Hitler on the list of people not to be taken seriously.

MANK

There's a world of difference between Communism and Socialism.

MAYER

They both want something for nothing.

MANK

Like a work force for free?

THALBERG

...Half -- and only in the interim...

HEARST

I think it's safe to assume that none of us here would welcome a crusading Socialist as California's political savior. Certainly not FDR. Am I right, Rex?

TUGWELL

Off the record? The president says the man bears watching. Especially now that Republicans seem bent on running... (looks to Mayer) Frank Merriam again.

Others LAUGH derisively. MAYER GRUNTS.

THALBERG

Sinclair's run twice before and got what, two percent of the vote?

HEARST

(a genial put-down)

Good people: the man is an author.

Which brings sounds of accordance...all except for:

MANK

As was Thomas Jefferson.

HEARST

Come now, Mank - Upton Sinclair as Thomas Jefferson?

MANK

No, you're right. W.R. Jefferson never got Federal laws passed to ban oil monopolies, the railroad trusts, or cleaned up the stockyards.

THALBERG

He's an angry scribe - a provocateur.

MANK

Because he provokes thought.

THALBERG

You always side with the "writer", Mank. Poor souls surviving a depression on five grand a week.

MAYER

Commies.

THALBERG

L.B.'s not wrong.

MANK

Irving, you're a literate man. You know the difference between Communism and Socialism. In Socialism, everyone shares the wealth. In Communism, everyone shares the poverty.

THALBERG

Thank you, Mr. Mankiewicz --

MANK

Upton just wants you to apportion some of your Christmas bonus, Irving, to the people who clean your house.

HEARST

(enjoying)

Now that's why I always want Mank around!

MARION

Me too!

THALBERG

(scoffing)

"Upton," Mank? Nobody's asking to hear you sing "The Internationale."

MARION

What's that?

HEARST

The Communist National Anthem,
darling.

MARION

(taking him literally)

I would. Do you sing?

MANK

No one should have to hear me
sing. Isn't that right, Sara?

SARA

If at all possible.

MAYER

Well, as Republican State chairman-
elect, I'm telling you: nothing's
going to happen here. The people
who count in California won't let
it. All this talk is so much
pissing in the wind.

MANK

Nicely put.

MRS. MAYER rouses herself to a fearful, nervous smile.
Marion, wanting to redeem herself in the eyes of Hearst:

MARION

I heard Pops on the phone helping
pick the president's cabinet, like
casting a movie. They can stop a
guy like Sinclair. Couldn't you,
Pops?

A LEADEN SILENCE descends.

MARION (CONT'D)

Pardon. I don't know what I'm
saying.

She stands unsteadily and leaves. Mank looks after her. He
looks at Sara.

SARA

Go.

Mank leaves.

ANGLE ON SARA

Her expression warring between sad, uncertain and lost.

32

EXT. SAN SIMEON GROUNDS - NIGHT

32

Mank follows...He sees Marion stop on a grassy hill, plop herself down, and grope the base of a marble bench looking for something. Mank sits, and sees she's pulling out of all things, a radio-telephone, which sets her off on a geyser of giggles.

MARION

'Lo, Tokyo? London, you theah?
Ah, nerts!

MANK

What is that?

MARION

Aaahhhhhhhh, Pops' radio-phones.
Nevah, evah be out of touch with
your empire!

MANK

No, no, what's nerts?

MARION

Oh, nerts is Brooklynese for
"nuts"...

MANK

Jeepers.

Which again breaks her up as she puts the phone back...She's found a half-drunk gin bottle. They sit on the bench.

MARION

What did I do that was so
terrible? I guess I shouldn't have
said that thing about the cabinet
in front of Tugwell. But since
when does anybody care what I have
to say? Those things just pop out
of my mouth. And the moment they
do I feel like - like --

MANK

Like you got caught "Jambes en
L'air..."

MARION

(gasps)

No!...Well... Do you always just
say whatever you think?

MANK

You're blushing.

MARION

Am not.

MANK

Are, too.

MARION

Am not...

MANK

Are, too. I can see it -- even in
the dark...

MARION

Well, what I can tell you, Mank.
Marion Douras went to convent
school.

MANK

HEDDA? LOUELLA! Where's a gossip
columnist around this castle when
you need one?

They LAUGH together.

MARION

I hate shoptalk! I never know
what's going on.

(confiding)

The one thing you nevah evah talk
about is Upton Sinclair.

MANK

I noted. The moment he's mentioned
the evening turns.

MARION

It's sort of a sore subject.

Mank pulls her to her feet.

MANK

Really? Do tell.

33

EXT. ANIMAL PARK - NIGHT

33

They walk a series of terraced stairwells -- passing wrought-iron fences, behind which scream all manner of primates.

MARION

I don't even know who this Mister Sinclair is...but he wrote about us for a book. I used to quote it word for word.

(closing her eyes)

"I saw our richest newspaper publisher keep his movie mistress in a private city of palaces and cathedrals, furnished with shiploads of junk imported from Europe, and surrounded by vast acres reserved for use by zebras and giraffes..."

(going on)

" -- telling in jest that he had spent six million dollars to make his lady's reputation, and using his newspapers to celebrate her change of hats..."

MANK

It must be hard to be on the receiving end of that.

Marion opens her eyes.

MARION

People think because you're on the cover of "Modern Screen," they know you.

Mank nods sympathetically. But she is a perennial optimist.

MARION (CONT'D)

Awww nerts, what do I have to complain about?

MARION (CONT'D)
 I live in a fishbowl, but anything
 I want is mine... (pause) If I
 could I'd share with everyone, you
 know that Mank. This "Upton"
 doesn't know a thing about the
 real...

The sound of the monkeys intrudes...she smiles...

MARION (CONT'D)
 Nobody but nobody makes a monkey
 out of William Randolph Hearst!

They wander off, giggling...

34 EXT. ANIMAL PARK - NIGHT

34

MANK
 I understand why Mayer loathes
 him.

MARION
 Why?

MANK
 Sinclair caught Louis with his
 pants down.

MARION
 (shivers)
 Yikes.

MANK
 He wrote that Mayer took a bribe
 to look the other way so a rival
 could buy M-G-M...It's
 complicated.

MARION
 Over my head?

MANK
 Over mine. You'd need a degree in
 larceny.

MARION
 Isn't bribery a crime?

MANK

That's what Sinclair said. The little sausage might have gone to jail.

MARION

Jeepers.

MANK

Oh, the hypocrisy. "My Ganza Mishpoka." "My Mishpoka."

MARION

(giggles)

I don't speak a lot of Jewish...

MANK

Really. "My Mishpoka." "My Family." Everything he does is for family. Except when it comes to selling his last name to a competitor in the middle of the night.

MARION

Wow, he would do that to his own studio?

MANK

He doesn't own MGM any more than Sam Goldwyn...They just run it for the money-boys back east.

(meaning elephants)

And jail is not something an animal like Mayer is likely to forget.

35

EXT. ANOTHER PART OF THE ANIMAL PARK - NIGHT

35

They walk by the GIRAFFES.

MARION

Irving must be clean. He looks like he shaves three times a day.

MANK

Well, there's clean and there's clean. Irving bought one of Sinclair's novels.

MANK (CONT'D)

Sinclair demanded a guarantee that not one word could be changed, in writing, on the back of the purchase check.

MARION

(in mock horror)

He didn't want notes from Irving Thalberg?

MANK

When Thalberg refused, Sinclair took his money and ran off to Mexico, and financed a picture about the Russian Revolution.

(points to giraffes)

Now that's sticking the old neck out...

They arrive at a FORMAL GARDEN.

36

EXT. A FORMAL GARDEN - NIGHT

36

Full of statuary. MARION begins to dance. As MANK watches, she whirls about, faster and faster, until she comes out of it dizzy. MANK catches her.

MANK

Sorry...instinct.

MARION

My fault...I've been a little sixes and sevens recently...

(a pause)

Tell me something Mank, the truth...could you see me playing Elizabeth Barrett Browning? Or Marie Antoinette? Irving's bought 'em both, ya know --

(sotto voce)

Because of Pops. What'd'ya think, and... Honestly?

MANK

I see you more as Dulcinea.

MARION

Who?

MANK

Dulcinea. From the Spanish for
sweetness.

MARION

OHhh?

MANK

Her hair gold, her cheeks roses --

MARION

Nice!

MANK

-- her lips coral, her neck
alabaster, her bosom marble...

MARION

(giggling)

Marble?! Maybe, once!

MANK

- Ivory her hands, and her
whiteness snow.

MARION

You wrote that?

MANK

No, a fella named Cervantes.

(clears throat)

"There are meters of accent/ And
meters of Tone/ But the best of
all meters/ Is to meet her alone."

MARION

Ah ha! A pome with a message!

They sit on a bench among the statues.

MANK

That's just the first verse. The
last: There are letters of accent/
And letters of tone/ But the best
of all letters/ Is to let her
alone.

MARION starts to LAUGH...

MANK (CONT'D)
(continuing; gently)
Now, those I wrote.

She looks at him. And tired as much as anything, she puts her head on his shoulder. And Mank lets her keep it there.

DISSOLVE TO:

37 INT. VICTORVILLE BUNGALOW - THAT NIGHT 37

We see a good number of pages with scribbled notes all crumpled on the floor. Rita has to avoid them so as not to bother Mank. She bends to the wastebasket and seeing there are two empty miniature bottles this time, she retrieves them. As he sleeps the sleep of the dead...

38 INT. VICTORVILLE BUNGALOW (1940) - DAY 38

The stack of notebooks has grown knee-high...Mank works in bed, pages scattering, blown by a ceiling fan that clanks from overuse. Mank, sweating, looks like he's been up all night -- and he has -- although how much is usable may be reflected by the number of wadded up pages...He's in trouble. There's a knock on the door.

MANK
(scribbling)
Do come in.

And Rita comes in, bringing in with her the harsh light of day. Mank, like a vampire, shields his eyes...

MANK (CONT'D)
Jesus! What is that?

RITA
Sunlight. It's nearly noon.

MANK
...Mother of God...where did the night go?

RITA
Your support device is here.

MANK
Oh good, send it in.

RITA
(the bad news)
As is Mr. Houseman...

Rita is concerned about something beyond the usual...a whiff of deception in the air...

RITA (CONT'D)
What would you like me to do?

MANK
Well, send him in too.

But first she motions to someone else. The resort's handyman, SLIM, enters...surveying the room.

MANK (CONT'D)
(motioning)
Uh, put it over there, please...

The handyman moves a chair and ottoman, making space, and shuffles back out...Rita clears the door. Houseman stops dead in his tracks seeing Mank in flop sweat. Mank gathers his pages.

MANK (CONT'D)
You're early...

Seeing Houseman's solemnity, he realizes there's serious business...

HOUSEMAN
(quietly)
I thought we should talk...

Mank nods. Houseman slowly takes off his hat, and neatly folds his coat.

MANK
Why are you wearing a coat?

HOUSEMAN
I always wear a coat.

MANK
Must be 108 degrees.

Houseman shifts to sit on the bed...trying to maintain his dignity despite it sagging under him...When Slim returns, wheeling a big wooden box, Fraulein FREDA trails him.

HOUSEMAN

We're at a Rubicon moment, Mank.

MANK

(listening)

Uh-huh --

HOUSEMAN

It's not the work, that's everything we'd hoped it would be.

MANK

(to Slim)

Enough room there?

SLIM

Ah, it should be...

And he starts, wielding a crowbar, loudly prying open the crate...Rita and FREDa watch him work...

MANK

I'm sorry, John.

HOUSEMAN

(despairing)

You've only written ninety pages...

MANK

(correcting)

Ninety-one.

HOUSEMAN

And in my expert opinion, you're hardly out of the first act... I mean, how do you hope to be done in 14...?

(looks at watch)

... 13 days...? We gave him our solemn word we would deliver...

MANK

"We?"

HOUSEMAN

I don't think he is going to take it very well, not very well at all.

MANK

You said ninety days. Welles said sixty. I'm doing the very best I can.

But Houseman has a one track mind.

HOUSEMAN

We are surely to be axed.

The lid pops off, revealing a hanging maze of steel cable, pulleys, winches, bars, and ropes. Rita, Freda, and particularly Mank, look at it with wonder...Slim starts to take off a large board...

MANK

Not just yet...

Rita, Freda and Mank share a look. Houseman's oblivious.

HOUSEMAN

I've never been fired.

MANK

I've never not been fired.

HOUSEMAN

I don't get fired.

MANK

It's not as unpleasant as you might imagine. You worry too much, John. What do you do for pleasure?

The PHONE RINGS. Rita answers it...

RITA

Hello? Yes, he's here... It's Orson...

HOUSEMAN

(to Mank)

You talk?

Mank is about to take the phone...

RITA

(to Houseman)

He'd like to speak with Mr. Houseman.

HOUSEMAN

Me?

She nods yes. Houseman reluctantly takes the phone.

HOUSEMAN (CONT'D)

Orson.

He takes the phone around the corner...out of sight/earshot of Mank and the others...Mank, Rita and Freda watch the handyman with the apparatus.

HOUSEMAN (CONT'D)

I came early to see where we were
with -- No. Not at all. Everything
is going absolutely according to --

...he can barely finish a sentence without being
interrupted...

HOUSEMAN (CONT'D)

Well, that's difficult to say
exactly. Ye-yes, I know the clock
is -- And, as I've told you it's
quite unique... In fact, I would
venture to say one of the most --
Yes... well, it will absolutely
need your marvelous --

Another interruption...

HOUSEMAN (CONT'D)

-- He's on the mend --

And another...

HOUSEMAN (CONT'D)

-- Working tirelessly --

And a final...

HOUSEMAN (CONT'D)

Of course. When -- ? I'm on my
way...Yes, hang on...he's right
here...

He brings the phone back to Mank, he, Rita and Freda all
share a look.

HOUSEMAN (CONT'D)
He wants to see me right away.
Wouldn't tell me why --
 (giving him the phone)
- perhaps he will you.

MANK looks to the phone as HOUSEMAN leaves. Then...

MANK
Orson.

WELLES (V.O.)
Tell me what's up, Mank?

MANK
He's getting on my nerves.

WELLES (V.O.)
I sensed that. I told him I had to
see him at once. Hopefully I can
think of a reason before he gets
here.

Welles laughs.

WELLES (V.O.)
I've finished my test for Heart of
Darkness. I'm turning my full
attention to our little project.

MANK
Let there be light.

WELLES (V.O.)
Tell me what to expect?

MANK
I thought you'd want to be
surprised.

Welles laughs.

WELLES (V.O.)
Ha! You're always surprising.
That's why you were my only
choice. No one else is Mankiewicz.

Mank motions to Slim. SLIM removes a plywood panel
revealing two dozen or so quarts of premium scotch secured
in straw for safety and stowed in a rack beneath it.

WELLES (V.O.)
I can almost hear the finish line.

MANK
Uh, we're about to turn a corner.

WELLES (V.O.)
Unto the breach!

And MANK hangs up, nods at SLIM as the others watch...

MANK
Slim, you may tote those lovely
highland beauties to the kitchen.
Fraulein Freda, empty the Mickeys
and start replacing their contents
- raus schnell!
Slim...

As both FRAULEIN FREDA and SLIM start, Mank slips Slim a
ten-spot:

RITA
Thank you, Slim, you may go.

As SLIM leaves, MANK stares at RITA. FRAULEIN FREDA begins
collecting bottles for transport.

RITA (CONT'D)
Mister Mankiewicz, please don't
ask us to help you in this sad
deception.

MANK
My dear Mrs. Alexander. Charlie
Lederer and I went to a great deal
of trouble to engineer this sad
deception. My deadline is two
weeks away - and I intend to...

RITA
It could mean our jobs.

MANK
I do my best thinking before I
fall asleep. And I am sick and
tired of having my evenings end
with the abrupt sensation of being
struck on the head with a croquet
mallet.

RITA
A way of putting it.

MANK
I am not asking you to help.

RITA
You're not.

MANK
I am telling you.

RITA
I'm sorry. I won't be bullied.
You'll have my resignation in the
morning.

RITA turns on her heel and walks out the door. She turns.

RITA (CONT'D)
And I know Fraulein Freda's been
sneaking you nightcaps from the
cabinet. If she continues to
cooperate in this cheap ruse I
shall have no choice but to report
the both of you.

MANK
(beat; grimly)
Fraulein Freda?

FRAULEIN FREDA
Ja, Herr Mank?

MANK
Please do as I instructed.

FRAULEIN FREDA
Ja, Herr Mank.

FRAULEIN FREDA trudges to the kitchen.

39

INT. KITCHEN - DAY

39

FRAULEIN FREDA is methodically pouring Mickeys down the
drain one bottle after another as RITA strides in angrily.

RITA
Freda, you mustn't let him
intimidate you like that!

FRAULEIN FREDA
I am not intimidated Frau
Alexander.

RITA
Then, why?

FRAULEIN FREDA
Herr Mank sponsored my family's
entry into this country. He is
responsible for us getting safely
out of Germany...Legally and
financially...

RITA
Really?

FRAULEIN FREDA
Our entire village he brought
here.

RITA
Entire village?

FRAULEIN FREDA
Over a hundred people. Josef,
Goebbels, the propaganda minister,
will not allow his films to be
shown in the Fatherland.

RITA
I di - I didn't realize.

FRAULEIN FREDA
He wrote a picture about the
Nazis, which no studio anywhere
will dare make.

(looking up)
I assume, If he wishes to drink,
he is a grown man, a good man and
should be treated as such. Nicht
Wahr?

40 INT. LIVING ROOM - DAY

40

RITA comes out with two scotches. One she hands to MANK.

RITA
Here's to Mank-town. Or is it Mank-ville?

MANK
Dear Freda. WHAT'S GERMAN FOR BLABBERMOUTH?

RITA
(raising her glass)
Either you demonstrate you can handle this, Mankiewicz, or we will all end up getting sacked.

MANK
(raising his glass)
There's nothing like a vote of confidence from one's peers.

RITA
(a small smile)
To Mank-berg. Prosit!

MANK
(a big grin)
Mank-heim. Bottoms up.

41 EXT. M-G-M STUDIO - DAY - (FLASHBACK) 41

GRUBBY MEN mill about the gates, hustling small change.

SUPERIMPOSE THE
LEGEND:

EXT. MGM STUDIOS - DAY - 1934 (FLASHBACK)

MANK walks toward the entrance. He pauses to light a cigarette, strikes the match against a MERRIAM-FOR-GOVERNOR poster.

As he reaches the gate an UNSHAVEN MAN blocks his path.

C.C.
Hey! Mank? You remember me?

MANK
Oh. My God! Of course I remember you, C.C.

C.C. Starts to shake hands, thinks better of it.

C.C.

C.C. fer Central Castin'. How you been Mank?

MANK

What happened?

C.C.

What happened? The Goddamned Depression happened. I ain't had so much as a walk-on since Tugboat Annie. Listen: I hate tuh, you know-

MANK pats his pockets, turns to the STUDIO GATE GUARD.

MANK

Uh- yeah. Ed? Lend me a buck?

ED scowls but does so reluctantly. Mank gives it to C.C. Another PANHANDLER immediately drifts over to join them.

C.C.

Me an' Grady here been thinkin' a bummin' east tuh Miam-uh.

(secretive,
conspiratorial...)

I heard it from somebody who knows, the Hollywood studios are moving to Florida.

MANK

Who told you that?

C.C.

(nods his head, meaning
studio)

Oh, I can't say, but somebody in the know...(whispers) In certain echelons, it's common knowledge.

MANK

People in "certain echelons" don't usually trust me with sensitive information. But the studios aren't moving anywhere. That's just company-town propaganda.

C.C.
Believe what you want. But...Say -
(indicating GRADY)
You think you could spare -

MANK
Uh, Ed?

C.C. (O.S.)
Bless you, Mank.

MANK glances again at the GATE GUARD. Shrugging, ED turns his pants pockets inside out. They are eloquently empty.

42 INT. M-G-M - COMMISSARY - DAY

42

MANK and JOE eating lunch.

JOE
The bastard reneged. You were
there...Yes, he reinstated
salaries - but he never gave back
the money he promised.

MANK
Giant surprise.

JOE
Come on, Mank, we need guys like
you to keep people like Mayer
honest.

MANK
I'd refer you for that, to the
power of prayer.

JOE
The Writers Guild doesn't have to
hit the bricks for the twenty-five
hundred-a week guy. We're doing it
for the two-hundred-and-fifty-
dollar-a-weeker.

MANK
Joe: All the two-hundred-fifty-
dollar-a-week writers I know, are
getting twenty-five hundred.

MANK (CONT'D)

Stop crying for your just desserts
they're liable to give them to
you. Then we'll all be working for
seventy-five bucks a week.

JOE

I don't know if you've ever walked
a picket line...You might have to.

MANK

Dave Chasen'll cater. JUNIOR
WRITERS ONLY PAID SEVEN HUNDRED
FIFTY A WEEK! If that happens, you
better run before real folk with
real troubles stone you to death.

MANK signals for the check, gets it, gives it to JOE.

JOE

Hermie, the Guild's in its
infancy, it needs you.

MANK

(getting up)

You're telling me. What writer
failed to notice the Screen
Writer's Guild needs an
apostrophe.
As Groucho always said: Never
belong to any club that would have
someone like you for a member.

Leaning over, MANK flips JOE'S tie into his coffee.

JOE

And look at him. The most
miserable bastard on God's green
earth.

MANK

I'd tell him you said that... only
he'd think you were brown-nosing.

43 INT. THALBERG'S OFFICE - DAY

43

Mank enters, seeing Thalberg bending over his fireplace,
batting smoke with a newspaper.

THALBERG
Close the door.

He does.

MANK
Aaaaahhhhhhhh. Summer.

THALBERG crosses to his desk.

THALBERG
(into the intercom)
Inez? You're not to let the
Brothers Marx wait in my office,
ever. They've been grilling hot
dogs again.

Mank laughs.

THALBERG (CONT'D)
Sit down.

He takes a chair.

MANK
You wanted to see me?

THALBERG
Not that I care, but why aren't
you contributing to M-G-M's anti-
Sinclair fund...?

MANK
Well, call me old-fashioned,
Irving, but I don't like being
told which side of a fight I'm
already on.

THALBERG
How's it going to look if the GOP
chairman himself can't get
unanimous support from his own
studio?

MANK
You're serious.

THALBERG

(he is serious)

I was taught by my parents to be straightforward - to ask simply for what I want, and expect that I may have to elucidate my position.

MANK

I was encouraged by mine to use my imagination...but I taught myself to avoid the consequences.

Which even has Thalberg smile.

THALBERG

It's \$10, Mank. You piss that away between hopeless bets.

Mank doesn't say anything.

THALBERG (CONT'D)

I hate to think what L.B. might do if he knew you were the only holdout.

MANK

(delighted)

...I am? And he doesn't?

THALBERG

...And we're not going to tell him. I could let you go for this.

MANK

It is... a hanging offense...

THALBERG

But I'm just going to add the appropriate amount to your gambling debt and forget we ever had this conversation.

MANK

You do that. And the brand-spanking new Writers Guild might find it verrrry interesting. Not to mention the newspapers.

THALBERG

I'm not sure the guild intends to cover "games of chance". And you won't go to the press, because in California that means Hearst.

MANK

(disappointed)

Irving, you are the shrewdest executive in this town, why are you acting like some dumb ward heeler? You don't need my donation. You don't need anybody's. You have everything it takes right here.

Mank gets up to go.

THALBERG

Meaning?

MANK

(he stops, turning)

Meaning, you can make the world swear King Kong is ten stories tall, and Mary Pickford a virgin at forty - yet you can't convince starving voters that a turncoat Socialist is a menace to every thing Californians hold dear? You're barely trying.

And as he leaves THALBERG to think...

44

EXT. DOWNTOWN LOS ANGELES (1934) - DAY

44

MANK and SHELLY stride out of the Biltmore bar to find:

The lot next door thronged with milling SPECTATORS. The atmosphere is that of a church social. Workers folksily hawk lemonade, cakes and cookies. On a flatbed truck festooned with bunting, stands a stooped, graying FIGURE in a tie and white dress shirt with sleeves rolled up.

UPTON SINCLAIR is speaking. The pince-nez glasses perched on his nose give him a professorial air that this dry platform and low, hypnotic monotone do nothing to dispel.

SINCLAIR

(reading his speech)

Millions of Californians -

(squints as it flaps)

Are being taxed out of their homes
yet the Depression is one of
abundance. Fruit rots on the
ground and vegetables are dumped
into the ocean because there are
no markets for them.

HECKLER

Aimee Semple Macpherson says
you're a godless commie, Upton!

SINCLAIR

Too often, sir, the religion of
Jesus is used by the ruling
classes to keep themselves in
power and the poor ever poorer.

Mank, for the first time really hears him.

SINCLAIR (CONT'D)

And that, my friends, is a sin and
an error -- and I say with Thomas
Jefferson...

Mank smiles to himself at the echo of the reference.

SINCLAIR (CONT'D)

..."Truth has nothing to fear from
error where reason is left free to
combat it."

ANGLE ON MANK AND SHELLY

Listening. There is a SPATTERING OF APPLAUSE. In MANK'S
eyes glints a glimmer of interest. He glances around him.

MANK'S POV

A WOMAN WITH A BABY begins nursing it; a TOOTHLESS OLD MAN
yawns; SINCLAIR is in danger of losing their attention.

SINCLAIR (CONT'D)

(with a quiet passion)

My friends, income in this country is going to be redistributed by one of two methods: Legal enactment or violent revolution. We haven't much longer to exercise our choice. Thank you all for coming.

SUPPORTER

Tell us about Hollywood! Are the studios really moving to Florida like they've been sayin'?

SINCLAIR

(more animated)

Absurd, sir! If they were at all serious why have the brothers Warner just broken ground on an additional 100,000 square feet of sound stages... while M-G-M has the most contracts with stars in their history?

SINCLAIR jumps nimbly off his makeshift stage and vanishes into a crowd of WELL-WISHERS.

TWO-SHOT OF MANK AND SHELLY, FAVORING MANK

SHELLY

Well he might not get Mayer's vote, but he gets mine.

SINCLAIR (O.S.)

Jobs will be here in California.
Thank you all for coming!

MANK'S eyes are on the CANDIDATE. From his expression we can guess that SINCLAIR may get his vote too.

45 INT. VICTORVILLE BUNGALOW - DAY

45

MANK and TEAM are having a celebratory drink... MANK now sports a boot-cast and his crutches lean against the wall. Rita and Freda, never ones to waste a moment's time are busy boxing up interim drafts, along with discarding pages of useless ideas...

Houseman is sitting across from Mank, his hand, on the script as if its very presence is fragile to the touch...

HOUSEMAN

Well, I have seen some miracles in my day. But I have --

(with some kind of awe)

Over two-hundred pages in thirteen days. I never would have thought it possible.

MANK

(lifting his glass)

To support devices.

RITA

(her eyes dancing)

Support devices.

FRAULEIN FREDA stifles an embarrassed TITTER. All drink honoring Mank, including Mank...mostly Mank.

HOUSEMAN

It's good, Mank. Damn good --

RITA

(with mischief, TO MANK)

I have it on highest authority:
It's the best thing he's ever done.

An excuse for Mank to drink again. Houseman moves closer, private. Mank lights a cigarette.

HOUSEMAN

...As a moving picture it's more than good...I'm at a loss to even express...How wealth and influence can crush a man...It's Lear...the dark night of the soul...and I was completely mistaken, the shifting point of view is revolutionary. I never thought one could care so much about a sled...

MANK

It's kind of you to say...

Mank... waiting for the inevitable...

HOUSEMAN

But...

MANK

"But," again...

HOUSEMAN

It's 327 pages...An embarrassment of riches...When the Dogface Boy gets here, there will be plenty branches to prune.

MANK

"A far too long screenplay for the ages.", John Houseman. I built him a watertight narrative and I suggest a destination. Now, where he takes it, that's his job...

Houseman becomes very quiet. He leans ever more forward, as if to reveal something at the core of his worries...

HOUSEMAN

I was looking to get you paid...I don't know if you were aware or not...you signed your rights to "the Mercury." You agreed not to take screen credit.

MANK

I needed the work.

HOUSEMAN

You may want to reconsider.

MANK

All I currently want is a real shower... a cocktail...and my Sara to wake up to.

HOUSEMAN

Are you certain?

MANK

It worked out.

Houseman digests that, still troubled...

HOUSEMAN

Mank, if I may be so bold. Why Hearst? Lord knows, outside his own blonde Betty Boop you were always his favorite dinner partner.

Mank gives it a moment's thought, looking into himself...

MANK

John, are you familiar with the parable of the organ grinder's monkey?

46

INT. MANK'S CAR - MORNING - (FLASHBACK)

46

SARA wearing a head scarf drives along Wilshire Boulevard.

SUPERIMPOSE THE
LEGEND:

EXT. WILSHIRE BLVD - DAY - 1934 (FLASHBACK)

THE RADIO PLAYS, Mank - sits beside her, smoking a cigarette... He scans the Los Angeles Times.

INSERT. FIVE-COLUMN PHOTOGRAPH

A GANG OF HOBOS RIDE A FREIGHT CAR TO CAMERA.

MANK looks at the photograph a little longer maybe than he needs. Just then his eye catches a passing billboard. 'I EXPECT HALF THE UNEMPLOYED IN U.S. TO FLOCK TO CALIFORNIA IF I AM ELECTED' - UPTON SINCLAIR. DO YOU WANT THIS TO HAPPEN? THE CALIFORNIA CRUSADERS SAY DEFEAT SINCLAIR.

He looks to Sara to see if it caught her attention, but it didn't...He looks back to the NEWSPAPER considering.

CUT TO:

47

EXT. THE BEACH - DAY

47

Mank, in an unfortunate swim suit, slathered with zinc, is wrestling an umbrella. Sara, sitting on a blanket near a portable radio plays music. Mank, making sure not a grain of sand touches him joins her. He lights another cigarette. MUSIC ON THE RADIO GIVES WAY TO A COMMERCIAL.

THERE'S THE SOUND OF SOMETHING PLOPPING INTO WATER. THEN A REFRESHING FIZZING SOUND..."THAT'S THE SOUND OF ALKA-SELTZER GOING TO WORK!" Mank fiddles with the radio's dial alights on a station:

ANNOUNCER (V.O.)

- Today our roving reporter is visiting Mrs. Elsie Hammontree of Azuza. Elsie, would you mind telling the folks at home why you're voting Republican.

ELSIE (V.O.)

Young man, I'm a widow and this little home may not be much, but it's all I have left - and I intend to protect it.

SARA

Poor old woman...

It captures both Mank and Sara's ATTENTION.

ANNOUNCER (V.O.)

Mrs. Hammontree, would you mind telling the folks at home why you're voting for Frank Merriam?

ELSIE (V.O.)

Well, I'm voting for Frank Merriam because I wanna keep our way of life.

ANNOUNCER (V.O.)

You don't think a Democrat would protect you in these hard times?

MANK

I know that voice...

SARA

(a beat)

It is familiar.

MANK

(realizing)

That's Maude Anderson.

SARA

It is, Aunt Bertha from "Lonely Trails".

MANK

Well, she's no widow. And she's absurdly rich. That "poor old woman" has got enough oil wells south of El Segundo to buy us both, Schnutz.

Sara changes the radio channel.

MANK (CONT'D)

I'd know that whiskey gargle anywhere.

48 EXT. BIG DEPARTMENT STORE - DAY

48

MANK and SARA come out. She is overladen with packages, a fact he ignores as something else catches his attention.

MANK'S POV

It is C.C. He carries a VOTE FOR SINCLAIR sign and patrons streaming out of the store shun him like the plague.

TRAVEL WITH MANK

C.C.

Hey! Mank.

MANK

(approaching)

Well, well...Looks like you found work, C.C.

C.C.

Don't nose it around but - yeah, just in the knick...

Patting his pocket, he takes out a dollar repaying Mank.

MANK

Who's hiring?

C.C.

M-G-M. They cleaned out the Washington and Culver gates like a dose a Ex-Lax. Grady gets a speakin' part. They told us come dressed as we are...I don't know who thought of it, but it keeps a lot of us off the streets.

MANK

Don't forget to vote.

C.C.

(chuckles)

Okay.

49

INT. WRITER'S BUILDING - DAY

49

The writers are playing poker. SHELLY METCALF eases into view watching them but he has something on his mind.

KAUFMAN

He's hopelessly confused with Sinclair Lewis. So many hicks think he wrote Elmer Gantry -- it's cost him the Dust Bowl vote. I'm in.

MACARTHUR

Ah, poor sap... not only has he got no money -- he's an idealist, for Crissakes. Talk about political handicaps. I'm out.

PERELMAN

Times says he'll lose by two-hundred-thousand. It's amazing what ten million bucks against him bought. Raise.

HECHT

That's what he gets for surrounding himself with amateurs. They not only charge admission to rallies, they pass a plate once the suckers are inside. Call.

PERELMAN

He's the most famous shlub after
FDR, Hitler and Mussolini. That
oughtta count for something...
Hiya, Shel. Sit in?

SHELLY shakes his head.

HECHT

The bookies know. Soon as ole
Maude's radio spots started
running the odds went from 7-5 for
to 2-1 against.

MANK

Could you effete political snobs
please shut up and play?

SHELLY

Mank, can I talk to you?

MANK

(studying his hand)
I'll see you guys and bump you two
big ones.

SHELLY

It's important.

MANK

(tossing in his cards)
Now, Shelly? It better be. That's
the first good hand I've had all
day.

KAUFMAN

I didn't know he knew what a good
hand looked like.

CUT TO:

50

INT. SCREENING ROOM (SOUNDTRACK UNDER) - DAY

50

MANK and SHELLY smoke and watch without expression.

INSERT. MOVIE SCREEN

A "NEWSREEL" IS RUNNING. AND WE SEE A NUMBER OF PEOPLE BEING "INTERVIEWED," AS TO THEIR FEELINGS ABOUT THE ELECTION WITH A NARRATION BY "YOUR ROVING REPORTER..." Some are reasonable Merriam supporters, others are claiming to be for Sinclair.

ROVING REPORTER (V.O.)

Would you mind telling us who you favor in this Fall's election?

MAN ON STREET (O.S.)

I'm going to vote for Frank Merriam...

ROVING REPORTER (V.O.)

Would you mind telling us your principle reason?

MAN ON STREET

Well, I want Merriam - Because I want a job - if you drive all the capital out of the country - who's gonna pay us?

ROVING REPORTER (V.O.)

So you think, erm - that Merriam would be safest for all of us?

MAN ON STREET

Absolutely - It's no time to trade horses in the middle of a stream...

ANOTHER INTERVIEW:

ROVING REPORTER (V.O.)

Mr. Butler, are you going to vote in the coming election?

MR. BUTLER

I most certainly am...

ROVING REPORTER (V.O.)

Who would you wish to vote for?

MR. BUTLER

I'm sure that I'm going to vote
for Mr. Sinclair...

ROVING REPORTER (V.O.)

You must have a good reason to vote
for Mr. Sinclair...

MR. BUTLER

Well, Mr. Sinclair got something
new - he got that "Epic Plan" -
and I feel as though it's time we
should try something new out
again... I need prosperity.

ANOTHER INTERVIEW:

MAN IN FRONT OF FENCE

Well, First of all, I'm an
American. And I believe that Mr.
Merriam will support all the
foundations and principles that
this country has stood for in the
past 150 years. I have a job now,
and I want to keep it. My wife and
I love California and we'd like to
stay. But, in case we should have
to leave, I'd like to have at
least a couple dollars.

MALE DIRECTOR (V.O)

Cut!

AND WE SEE IN STOCK FOOTAGE IN A TRAIN YARD A NUMBER OF
"BUMS" HOPPING OFF FREIGHT TRAINS...

AND THEN WE SEE THE FULL INTERVIEW OF ELSIE HAMMONTREE
(MAUDE ANDERSON). "ELSIE" SITS ON THE PORCH OF A SMALL,
NEAT FRAME HOUSE, ROCKING AND KNITTING. A MAN IN A SUIT
(THE ROVING REPORTER) HOLDS OUT A MICROPHONE TO HER.

ROVING REPORTER (V.O.)

Mrs. Hammontree, would you mind
telling the folks why you are
voting for Frank Merriam?

ELSIE HAMMONTREE

(there's that distinctive
VOICE)

ELSIE HAMMONTREE (CONT'D)

Well, I'm voting Frank Merriam
because I want to keep our way of
life.

ROVING REPORTER (V.O.)

You don't believe a Democrat would
protect your way of life?

ELSIE HAMMONTREE

Why, that man's a Socialist! I
don't know much about politics-
but I do know this: If Upton
Sinclair wins this election,
private ownership in California
won't amount to a hill o' beans.

WIPE LEFT:

INSERT. MOVIE SCREEN - ANOTHER SEQUENCE

The ROVING REPORTER confronts a "BLUE COLLAR WORKER" in a
rundown coastal neighborhood. It is C.C.'s pal, the other
homeless man, GRADY.

GRADY

(bad accent)

Vell, vee need complete
rejuvenation of our system....
So - I vote for comrade Upton, his
system vork in Russia - Vy not
here?

WIPE RIGHT:

INSERT. ANOTHER SEQUENCE - THROUGH A MOVIOLO

There is NO SOUND. On-screen is a moving version of the
front-page photo in the Times. As the Moviola CLICKETY-
CLICKS, BUMS ride into view atop a caravan of boxcars like
a victorious invading army, smirking into the camera,
waving hello to camera. At the end of it there is some out-
negative footage of SHELLY directing the ROVING REPORTER.

51 INT. EDITING ROOM - DAY

51

MANK leans back from the Moviola. SHELLY stops cranking.

SHELLY
What'd'ya think?

MANK
Truthfully, Shelly, if the
performances were any better,
you'd be ashamed of yourself.

SHELLY pours them coffee.

SHELLY
Only half of them are actors...But
it's got that raw newsreel feel,
hasn't it?

MANK
But it isn't news and it isn't
real.

SHELLY
I wasn't looking to have an
ethical debate, Manky.

MANK
When did they cook these up?

SHELLY
At a meeting in production - they
were passing around a pamphlet
Sinclair wrote called "Ending
Poverty in California."

MANK
(knowing)
"America's unemployed will invade
the Golden State..."

SHELLY
Mayer was practically giddy to use
it against him.

MANK
Yeah, I bet he was.

Mank's quiet, troubled.

MANK (CONT'D)

Well, it's enough to persuade me
that the writer is more of a
menace to an unsuspecting public
than a party hack...

SHELLY

Mank...

Shelly starts to hand him a mug and spills the steaming
coffee all over himself.

MANK

You okay?

SHELLY

Just nerves...

Shelly, embarrassed, tries to wipe himself off with
napkins.

MANK

If it's bothering you, Shelly, why
get involved?

SHELLY

They gave me a chance to direct.

Mank nods.

SHELLY (CONT'D)

You don't think anyone old enough
to vote is gonna buy this shit?

MANK

(shrugging)

Only the ones that believe King
Kong's ten stories tall or Mary
Pickford a virgin at forty.

52

INT. THALBERG'S OFFICE - DAY

52

THALBERG and an ART DIRECTOR stand pouring over sketches as
MANK walks in without fanfare. The TWO MEN look up at him.

THALBERG

Thanks, Cedric, these are fine.

The ART DIRECTOR leaves. THALBERG crosses to his desk.

MANK

I've just watched our Sinclair films.

THALBERG

Ah? What did you think?

MANK

Well, with all due respect to Shelly, King Kong they ain't. Though I do think footage of invading hobos has a certain xenophobic power - when front-paged in the Times and backed by those tacky billboards.

THALBERG sits down. He doesn't invite MANK to do likewise.

THALBERG

Shelly got a chance to direct and I canceled your twelve thousand dollar gambling debt. I'd call that a fair return on a one-minute lecture for uninspired studio chieftains.

MANK

Your director's been stricken with a bout of conscience.

THALBERG

I'm sure he'll tell me himself.

MANK

Don't do this, Irving...

THALBERG

(pausing)

When I was just a boy passing out Socialist leaflets in the Bronx, a couple Tammany goons came to show me the error of my ways. One of them crushed my testicles until I volunteered to distribute my wares into the East River. That's politics. I didn't invent it, I don't apologize for it.

MANK

Mayer's not paying for this. He never pays for anything.

Thalberg slightly smiles.

MANK (CONT'D)

Willie?

Thalberg smiles thinly again.

MANK (CONT'D)

Marion might be interested.

THALBERG

Well, you're gonna have to hurry. Mayer's over there now giving her the company kiss off.

MANK just stares.

THALBERG (CONT'D)

Oh. Haven't you heard? She's taking her playpen to Warner Brothers. Permanently.

MANK

Warner's?

THALBERG

I wouldn't let her do Marie Antoinette. Goldwyn's right for once: "A comedienne in that role is to laugh." Besides, her pictures haven't made a dime in a decade.

He shuffles papers on his desk, signifying dismissal. Mank, on his way out the door...

MANK

Congratulations, Irving.

THALBERG looks up.

THALBERG

I know what I am, Mank. When I come to work I don't consider it slumming.

THALBERG (CONT'D)

I don't use humor to keep myself
above the fray and I always go to
the mat for what I believe in. I
haven't the time to do otherwise.

(a devastating smile)

But you, sir. How formidable
people like you might be if they
actually gave at the office.

(lowering his head)

Close the door.

53 EXT. M-G-M LOT - DAY

53

An impressive caravan winds slowly into view, a Levittown
on wheels, it's MARION'S lavish studio bungalow, fourteen
prefabricated rooms neatly broken into sections for
motorized transport across town.

CUT BACK AND
FORTH:

MAYER leaning into MARION'S limo window giving MARION a
bouquet of flowers and kissing her...The limo pulling away.

MANK cutting across a carefully manicured 'KEEP OFF the
GRASS' lawn to intercept the limo as it corners.

MARION waving gaily to PHOTOGRAPHERS. The limo driving
away.

54 INT. MARION'S LIMO - DAY

54

MARION is settling back when MANK yanks open the door and
jumps in beside her, panting.

MARION

Mank! Are you okay?

MANK

(catching his breath)

No, that almost killed me. Where's
Willie?

MARION

Cairo. I think.

MANK

Can you phone him?

MARION

I don't phone him - he phones me.

MANK

When's he due back?

MARION

After November 6.

(a beat)

I'm joining him in Europe next week.

MANK

Marion, I need a favor. It's - just a little joke on Willie.

MARION

Sure, Mank, anything -

MANK

I want you to go back and tell Mayer, Willie wants the phony Sinclair films pulled.

MARION

Which phony Sinclair films?

MANK

There isn't time to explain, I just need you to tell him that...

MARION

Oh, I couldn't, not even as a joke.

MANK

Why not?

MARION

You know I don't lie.

MANK

And that's why he'd believe you. Marion, please, you're not in convent school anymore.

MARION

(struggling)

I'm sorry, I know it's silly but --

MANK

But what? Why not?

MARION

Promise you won't laugh.

MANK

I promise - I won't - laugh.

MARION

My exit.

MANK

What?

MARION

I already made my exit!

55 EXT. LIMO - DAY

55

It stops and MANK gets out.

INSERT - LIMO'S REAR WINDOW

MARION looks out at him, a quizzical cameo in oval glass.

WIDER ANGLE

MANK walks into the distance, slowing shaking his head, his shoulders convulsing with silent laughter.

DISSOLVE TO:

56 EXT. VICTORVILLE BUNGALOW - PATIO (1941) - DAY

56

INSERT. A THICK SCRIPT HITTING THE TABLE WITH A THUD

CHARLIE LEDERER has thrown it down. He and MANK have just finished breakfast. MANK sports a cane. He wears a floppy sun hat and a khaki windbreaker. RITA, with a pen, a note pad, and binoculars, is bird-watching.

RITA

(calling out)

Manky!

MANK

Whatie?

RITA
It's an ash-throated flycatcher!

MANK
Congratulations. Best kind.

MANK looks at LEDERER, waits.

LEDERER
What can I say? She's my aunt.

MANK
Oh, it's not about her, it's about him.

LEDERER
Oh?

MANK
Or rather, it's him but it's not her.

LEDERER
It isn't? The lonely showgirl, trapped in a castle, doing jigsaw puzzles?

MANK
It's more - her as people who don't know her imagine her to be.

LEDERER
I see. It's her as they imagine her, but it's "him" as you knew him.

MANK
Damn it, Charlie -

LEDERER
You asked me out here. I was honored to come and read your latest. Is this a test?

MANK
A test? Of what?

LEDERER
Friendship? Loyalty?

MANK

Oh come now -

LEDERER

- Or just your way of avoiding
responsibility?

MANK

What do you mean?

LEDERER

Are you hoping I might absolve you
of such a personal betrayal? I
won't give you that.

It honestly hadn't occurred to Mank.

MANK

(he thinks about that)

Are you going to say anything?

LEDERER

I have to think about it.

MANK

Why?

LEDERER

Because I haven't made up my mind
how she might react.

MANK

What does instinct tell you?

LEDERER

That it's mighty strong medicine
for a lifetime of starry-eyed self
absorption.

(pause)

It's one of those cures that could
be worse than the disease. But you
of all people should know about
that.

57

EXT. VICTORVILLE BUNGALOW ROAD - DAY

57

MANK'S POV

LEDERER driving away in his deluxe coupe roadster.

TWO-SHOT, MANK AND RITA WATCHING HIM GO

RITA

He took the script. Will he show
it to her?

MANK

I don't know.

RITA

Do you want him to?

MANK

I don't know.

58 EXT. TROCADERO NIGHTCLUB HOLLYWOOD-1934 FLASHBACK- NIGHT 58

SUPERIMPOSE THE
LEGEND:

EXT. TROCADERO NIGHTCLUB - ELECTION EVE - NIGHT - 1934
(FLASHBACK)

There's a California mist in the air, and klieg lights bathe a nightclub on a wide boulevard...People arrive in expensive cars, dressed as if for a premiere...We find Mank and Sara arriving...Sara tugs self-consciously at the waist of her skirt, making an attempt, if she doesn't feel fashionable, to at least feel symmetrical.

They make their way through the crush of people inside...

59 INT. TROCADERO - NIGHT

59

The CLUB is jammed with MOVIELAND ELITE. A huge FRANK MERRIAM FOR GOVERNOR banner is draped above the ORCHESTRA, which plays for the FEW who fox-trot.

THE ROOM:

We find Mank and Sara behind a velvet cord queuing for their table.

MANK

(shrugs)

Sinclair's yesterday's fishwrap.
Never stood a chance...

SARA

Make up your mind. Are we home
licking our wounds, or are we here
making the best of it?

MANK

(kisses her forehead)
We're making the best of it.

MAITRE 'D

Good evening. Name?

SARA

Mankiewicz.

MAITRE 'D

I'm sorry, what was that?

SARA

(used to it)
M-a-n-k-i-e-w-i-c and outta no-
where... a "z."

MAITRE 'D

(consulting list)
Table fourteen.

SARA

Ends of the earth. A clean exit...

But Mank, having a moment's hubris...

MANK

(to Maitre'D)
Mankiewicz, Herman.

MAITRE'D

(re-consulting)
Oh. Terribly sorry, table one.
Right this way.

Sara gives Mank a look, "who are you?"...

SARA

(fake smile, reminding
him)
If you can't say something nice,
don't say anything at all.

The Maitre 'D leads them through busy tables with jeroboams of champagne and centerpieces designed to look like the state of California...On the BANDSTAND behind everything is a TOTE BOARD with a TELEPHONE. An EMCEE IN A TUX and a SCANTILY-CLAD SHOWGIRL, like a Round Card girl at a prize fight, are minding oversized numbers to post results. Not far from them is a RADIO ANNOUNCER doing a live SHOW. At their table, L.B. MAYER, THALBERG, and SELZNICK along with their wives. Mayer, taken by surprise, sees Mank, and graciously rises...

WIFE #1 (O.C.)

Sarah!

MAYER

Good grief! Look who's here! How about that? What a loyal friend you are! I never thought we would see Mank!

Mank, wearing a plastered smile, "holding his water," nods, takes his hat off. Sara smiles, seeing he's on his best behavior. Thalberg, equally shocked to see him:

THALBERG

(pleasantly, yet warily)
I'm surprised. I would have imagined you in pajamas by now...

Sara and Mank exchange "Hollywood kisses" with the wives, a swirl of inane comments that Mank endures with a smile.

WIFE #1

Mank, turns out we have the same dentist on Camden.

WIFE #2

Sara, we have to plan a day of shopping and catch up.

WIFE #3

Herman, I met your brother -- he's a chip off the old block. Quite handsome!

Mank smiles, still not saying anything, Sara shocked by his restraint.

MAYER

Please, sit.

He holds out chairs for them...

MAYER (CONT'D)

I can't tell you how much it
means. I'm touched you would come.
Thank you for this...

And Mank smiles, as if holding his breath. They take their
seats. He looks at Sara.

SARA

(shakes her head)

Why do I love you?

And to emphasize he pours himself a drink from a huge
champagne bottle.

MANK

What's everyone else having?

As they laugh, Sara and Thalberg looking at him both for
different reasons...

LAP DISSOLVE
TO:

60 INT. TROCADERO - NIGHT

60

Mank, two drinks at his elbow, silently watching: People
dancing...A Man dressed as Uncle Sam on stilts walking
between the tables...A Photographer taking various couples'
pictures...The Radio Announcer doing his show... Mayer,
Thalberg laughing at something, enjoying themselves
immensely. There's a drum roll. The Emcee with the help of
his partially clad helper puts up the most recent
results...giving Sinclair's numbers first, and then
Merriam's. Which brings a loud cheer. Mank stops a waiter,
motioning, "two more." As he stews:

LAP DISSOLVE
TO:

61 INT. TROCADERO - TABLE - NIGHT

61

Everyone has moved to talk to one another...when Mank
overhears Mayer, arm around Thalberg...

MAYER

What a great night. Great result.

Thalberg sees Mank is listening to them.

THALBERG

I'll drink to that.

And he does.

MAYER

(smug, to Thalberg - but
including Mank)

You see, if you just give people
what they need to know in an
"emotional" way, you can expect
they'll do the right thing.

MANK

I think what you mean, if you keep
telling people something untrue,
loud and long enough, they're apt
to believe it.

Thalberg hears him loud and clear...

THALBERG

That's not what he was saying.

SELZNICK

What's going on here? Are we
quoting Goebbels?

MANK

I'd like to debate that with L.B...

SELZNICK

I'd like to see that.

THALBERG

(trying to defuse...)

Mank -- have another...

MANK

It's early. Every vote counts.
Maybe the informed of California
were late leaving work... Last I
heard, Irving, it's still a
democracy.

THALBERG
Of the people...

MANK
"By the people."

MAYER
What are you two talking about?

MANK
(to hell with it)
I tell you what...How bout --
double or nothing?

MAYER
What's he saying?

SARA
Herman --

MAYER
You really will bet on anything.
Keep your money...I'm happy enough
just to nail that Utopian
sonofabitch to the wall.

Which has the ladies laugh, embarrassed...Mank looks into
his glass.

THALBERG
(sotto voce)
I told you. Your obligation was
cancelled, out of gratitude.

MAYER
(overhearing)
Wait a minute. What? He wants to
wager double or nothin' on a debt
he didn't even owe us?

SARA
Mank -- ?

MANK
It's a matter of principle, L.B.
You wouldn't understand.

MAYER
I understand plenty -- I'll take
that bet --

THALBERG

OK, Mank, you're on. Twenty-four
grand or nothing.

SARA

Excuse me. I'm going to throw
up...

She leaves...Mank looking after her...

LAP DISSOLVE
TO:

62 INT. TROCADERO - TABLE - NIGHT

62

We see the most recent posting of vote totals. Merriam
still ahead by a healthy third. Mank, stewing looks around
the room. A drunk man teeters, seems to right himself, and
then falls over to his table's delight. Even the man on
stilts has found a place to rest. Sara returns...

SARA

I needed some air...

Music cranks up... He takes her onto the dance floor.

MANK

Why do you love me?

Her answer is to put her head on his shoulder...There's
chiming of spoon on glass...Mayer calling the room to
attention...

MAYER

Excuse me, friends.

(clears throat)

The final incomplete count for
tonight is: Upton Sinclair...

(looking up)

The lousy Bolshevik...

Mocking laughter and CATCALLS.

MAYER (CONT'D)

- Seven-hundred-twenty-eight-
thousand-six hundred and fifty
three. Frank Merriam the good
Republican - nine-hundred -

There's a ROAR.

MAYER (CONT'D)
- NINE-HUNDRED-FORTY-EIGHT-
THOUSAND-EIGHT HUNDRED AND
FOURTEEN!

Mayer raises his arms in triumph...

MAYER (CONT'D)
My friends!... My friends! Sing
with me. Everybody, up and sing!

MAYER begins to SING, "America the Beautiful." Others stand
and join them. Mank comes to the table to get Sara's
coat...

THALBERG
(toasts Mank)
It was a team effort. Thanks...

Mank doesn't dignify it with a response...grabbing Sara's
coat...

And while people sing they cross the room to leave...They
pass the Maitre 'D, who stops him...

MAITRE 'D
Mr. Mankiewicz, I'm so sorry to
bother you, but there's a
telephone call for you. Right back
this way...

He leads him to the phone...

MANK
(into phone, under the
SINGING)
Hello?

SHELLY (V.O.)
Mank? It's Shelly...

MANK
(whispers to Sara)
It's Shelly...

SHELLY (V.O.)
(slurred)
He lost, Mank.

MANK

Yeah, it's been a bad night.

SHELLY (V.O.)

It's my fault.

MANK

Easy fella, you only voted once.

SHELLY (V.O.)

He was just on the radio. He said the phony newsreels cost him the election.

MANK

That shows how naive he is. FDR cost him the election by staying on the sidelines.

(shielding his listening ear)

Sleep it off.

SHELLY

I'm not at home.

MANK

Where are you? Let me call you a cab.

SHELLY (V.O.)

Nevermind...I'll take the Pasadena Freeway...Nobody'd be on it, election night.

The line has gone dead. Mank clicks the cradle on the phone to get the operator.

MANK

Hello? Hello? Normandie 4761...

(to Sara)

He's shit-faced.

It's answered immediately.

YOUNG WOMAN (V.O.)

Shell? Is that you?

MANK

It's Herman Mankiewicz. Where is he?

YOUNG WOMAN (V.O.)
 I don't know. I'm so worried. He
 left here very upset -- and...
 he's got a pistol with him.

MANK
 Don't worry, Fay, I'll find him.

YOUNG WOMAN (V.O.)
 Eve.

MANK
 What?

YOUNG WOMAN (V.O.)
 I'm Eve. Fay was his first.

MANK
 I'll find him.

63 EXT. VICTORVILLE BUNGALOW - PATIO (1941) - DAY

63

MANK and RITA are playing cribbage. Between moves they take
 turns scanning the horizon with binoculars.

RITA
 Is Houseman coming back? I never
 thought I'd miss him.

MANK
 (peering)
 He and the wunderkind are cutting
 the first draft. A form of
 creative vivisection. Vital organs
 are exposed, nothing is learned,
 the patient dies on the table...
 what have we here?

(adjusting the focus,
 presupposing)
 Why, it's a puffed-up, sharp-
 tailed, red-ruffled magpie.

RITA
 (riffling her bird book)
 A whatie?

MANK'S POV (THROUGH THE BINOCULARS)

JOE approaching at high speed in a new car. A man on a mission. His face set, implacable.

64

EXT. VICTORVILLE BUNGALOW - PATIO - DAY

64

Herman is pouring them drinks. The well-thumbed version of the script is on the table.

JOE

How do you like the Mojave?

MANK

God's answer for drunks and reprobates, a perfect place to dry out.

JOE

How's that working?

Handing a drink to Joe, taking one of his own...

MANK

It didn't take. Cheers.

JOE

Le' Chayim.

They drink.

JOE (CONT'D)

(a beat)

Why are you doing this, Herm?

MANK

Posterity.

JOE

Posterity my ass.

MANK

From the original Latin.

JOE

Don't patronize me, my Latin grades were better than yours...

MANK

(saluting with his glass)

"Bibamus, Moriendum, Est."

He does.

JOE

I read your "little" script.

MANK

News travels fast.

JOE

Even without the title page you
don't need to be Philip Marlowe to
know who wrote it.

He absorbs that...

MANK

Have at it.

JOE

It's very... complicated...

MANK

(mock exit)

Well, thanks for coming out...

Joe looks at him...

JOE

Herman: This is me. You pick a
fight with Willie -- you are
finished. Mayer can't save you.
Nobody can. Especially the boy
genius from New York.

MANK

You're far too political, Joe.

JOE

Self preservation is not politics.

He studies his older brother...

JOE (CONT'D)

Him I get. But what did Marion
ever do to deserve this?

MANK

(defensive)

It's not her! You know better than
anyone: not all characters are
headliners. Some are secondary.

JOE

Well, that's why I'm here. On
behalf of the secondary
characters.

Mank's quiet...

JOE (CONT'D)

I thought you'd want to know
there's a rumor in town that
you're out to get Hearst because
they dropped you from L.B.'s
payroll, that they didn't want you
around anymore.

MANK

Don't believe everything you hear
at Schwab's.

JOE

(rough)

Hey, you made yourself court
jester.

Mank's still.

JOE (CONT'D)

Someone had to say it.

They look at each other.

JOE (CONT'D)

People are speculating ROSEBUD is
W.R.'s pet name for Marion's
genitalia... now I know you'd
never stoop to that...

MANK

(smiling)

Only because I hadn't heard.

Joe laughs, and walking to his car...

MANK (CONT'D)

Charlie tells me you're up for
Thalberg's old job.

JOE

Not anymore.

MANK

Did I bollix that?

JOE

Don't flatter yourself, Herman. I did it all alone.

MANK

Now, there's a first!

JOE

I "exposed myself" not entirely metaphorically in court.

MANK

Do tell.

JOE

Somebody was bitching about Mervyn LeRoy running over budget on Wizard of Oz.

MANK

- That goddamn movie again -

JOE

- And I said, 'LeRoy s'amuse.' I was then forced to spend the next twenty minutes having to explain that 'Le Roy' is 'Le Roi' -luh r'wah- in French and means the King. Or to be specific, Francois the First and his royal habit of s'amus - ing himself by diddling all the ladies of his court...

MANK

You know, Pop was right. You should'a been a professor.

JOE

Nobody knew what the fuck I was talking about! They say I was passed over because I'm not a team player -

(beginning to break up)

But I know better. It was that GODDAMN FRENCH PUN THAT DID ME IN!

An awkward quiet...

MANK

I'm washed up, Joe, have been for years.

Joe looks at him, turns and gets into the car.

JOE

It's the best thing you've ever written.

He drives off. Herman watching him as his new car rockets away.

ANGLE ON MANK

RITA

(joining him)

A rare bird, that.

MANK

(turning away)

A Mankiewicz.

65 EXT. M-G-M BUILDING - ELECTION NIGHT (1934)

65

SUPERIMPOSE THE
LEGEND:

EXT. MGM STUDIOS - ELECTION EVE - NIGHT - 1934 (FLASHBACK)

A single light burning on the second floor.

66 INT. SHELLY'S OFFICE - NIGHT

66

SHELLY is finishing a bottle as Mank, his suit rumpled from the Trocadero, some confetti still in his hair, steps inside.

MANK

You can't do it that way.

SHELLY

(not looking over)

Do what?

MANK

Kill yourself. I've tried, takes years.

Shelly's quiet...Mank pats his shoulder, comforting.

SHELLY

I was tired of doing inserts, and pick-up shots...

MANK

You're not the first person to trade integrity for a chance in "the big chair."

SHELLY

Thalberg said this was your idea...

MANK

Sometimes my asides are too clever by half. (shakes his head) Go home to Fay...

SHELLY

Eve...

MANK

Eve. Sorry...

Shelly's quiet, thoughtful.

SHELLY

(upset)

Look at what we did...we can't un-ring this bell.

MANK

We have to be vigilant.

SHELLY

In regards to?

MANK

People sitting in the dark, willingly checking their disbelief at the door. We have a huge responsibility.

After a beat, Shelly looking at his hands...

SHELLY

I got it.

MANK

Got what?

SHELLY

Parkinson's.

Mank stops. He can now see quite clearly Shelly's hands trembling.

MANK

(sighs)

No Shelly -- I'm so sorry.

SHELLY

First, you get the tremors, and your muscles begin to fail...pretty soon you can't get out of a chair -- and smiling, speaking -- everything goes...and it keeps going, til...

MANK

(helplessly)

You could always "produce."

Shelly lapses into CHUCKLES.

MANK (CONT'D)

Give me the gun, Shelly.

He hesitates, studies Mank idly, then slowly reaches into his back pocket and pulls out a .38 caliber revolver. Breaking open the cylinder, he shucks out all the rounds, handing them clumsily to MANK across the editing table.

SHELLY

Take 'em, Mank. Go on home, I'll be fine...

CUT TO:

67 INT. MANK'S AUTO - RUNBY - NIGHT

67

MANK at the wheel, sleepy-eyed, verging on exhaustion.

68 EXT. NUMBERED APARTMENT DOOR (SHELLY'S) - NIGHT 68

Knuckles rap on the door. It is opened by a worried YOUNG WOMAN, EVE.

EVE

Is he with you?

Mank shakes his head...

MANK

He, he wouldn't come -

EVE

Please tell me you got the gun?

MANK holds out a balled up handkerchief, the bullets inside. She takes them, looks:

EVE (CONT'D)

Oh my God!

MANK

What?

EVE

He had a whole box!

69 EXT. M-G-M BUILDING - NIGHT 69

SHELLY'S OFFICE WINDOW. A SHOT rings out.

DISSOLVE TO:

70 INT. VICTORVILLE BUNGALOW (1941) - DAY 70

The SOUND of the bullet ECHOES through the years. MANK is lying in bed. RITA appears in the doorway.

RITA

Mank? You have another visitor.

MANK

Wha -

The CAMERA FOLLOWS as MANK gets up and stumbles to her side.

MANK'S POV

An immense limo idles outside. MARION leans forward in the back seat, smiling coquettishly.

71

EXT. DESERT OASIS - DAY

71

The limo is parked beneath a manzanita tree, b.g MANK and MARION sit on the ground upon a checkered table cloth. Hovering above them, the CHAUFFEUR produces a frosty, fuming bottle. He pours the foaming contents into their wine glasses. Then assumes position of parade-rest.

MARION

Drink it fast. In this heat it'll
flash to sugar.

They drink.

MANK

Why the wine-and-dine, Marion?
Good cop, bad cop?

MARION

How do you mean, Mank?

MANK

First Joe, now you.

MARION just shakes her head prettily.

MANK (CONT'D)

Can't you just tell me what's on
your mind.

MARION

Well...I read the script.

MANK

Who hasn't?

MARION

It's very grand, Mank. In its own
way... and very much you.
(wistfully)

I would have loved to play
me...ten years ago.

MANK

It was never meant to be you...

MARION

For myself I don't care, Mank,
really I don't. But I beg you:
Don't kick Pops when he's down.

MANK

Willie, down?

MARION

I haven't told a soul this but - I
had to loan him a million dollars
just to save San Simeon.

MANK

You hocked your jewels?

MARION

Course not, just some real estate.
He bought me most of it anyway.

MANK

Willie sent you.

MARION

Didn't have to.

Mank stops.

MARION (CONT'D)

That surprises you? You're the
most observant man I know.

MANK

Then you deserve better.

Which makes her think...

MARION

That's very sweet... always wanted
better. Mama Rose too. She made
sure her daughters learned to sing
and dance. We were never gonna end
up in Brooklyn...I was only
sixteen when I was cast in "Stop!
Look! Listen!"

MANK

Some title.

She laughs.

MARION

(her memory of it...)

Willie came to the show. Same seat every night. And all the other girls said to watch out, he was too old for me and too interested.

MANK

Come now, he wasn't your only admirer...

Marion smiles to herself: "please..."

MARION

The thing you got sooooo right in your script was how lonely he'd been as a boy. When my own mother heard he was one of the richest men in America...she said, "Kick a little higher." (after a beat) He has always been so kind to me...

Mank doesn't say anything.

MARION (CONT'D)

I love the old guy, Mank. Maybe I didn't always. Back when he was my "Social Security." But now, there are things about us -- together -- that no one could possibly --
(coming out of it)
Am I persuading you at all?

And realizing the depth of her feeling...

MANK

I hope - if this gets made, you'll forgive me.

And what makes her unforgettable...

MARION

And I hope - if it doesn't, you'll forgive me.

They clink glasses at that, agreeing.

72 INT. SYNAGOGUE - DAY (FLASHBACK)

72

SUPERIMPOSE THE
LEGEND:

INT. TEMPLE - WILSHIRE BLVD - DAY - 1936 (FLASHBACK)

A thronged funeral is in progress.

ANGLE ON PRESIDING RABBI

RABBI

He was a modest man. His name
never appeared on the marquee with
the great stars, the great
producers, the great directors who
worked alongside him.

ANOTHER ANGLE ON RABBI

RABBI (CONT'D)

- But he loved moving pictures
more than he loved anything. And
he left his impeccable taste, his
incredible attention to detail, on
every frame he touched.

CLOSE ANGLE ON MANK

Who glances to the far side of the congregation at --
MAYER and SELZNICK sitting with their WIVES.

ANGLE ON RABBI

RABBI (CONT'D)

It is not for us to say why he was
taken from us so unexpectedly.
Behind, he leaves his memory. The
memory of a great man, a talented
man, a man of unblemished
integrity -

A BIER SMOTHERED IN FLOWERS

RABBI (CONT'D)

- Irving G. Thalberg.

73

EXT. B'NAI B'RITH TEMPLE - DAY

73

The MOURNERS pour out. SELZNICK comes out alone, encounters MANK, on the curb smoking a cigarette.

SELZNICK

Mank! I haven't seen you since -
what was it? - Jack Gilbert's
funeral.

MANK

I haven't seen you since Shelly
Metcalf's.

SELZNICK

Has it been that long? How you
been, Mank?

MANK

Between pictures.

SELZNICK

I thought you were still at M-G-M.

MANK

I am.

After an awkward silence:

SELZNICK

Well, look. Come see me at
International, let's work
something out.

MANK

I did come to see you. You gave me
the same invitation after Shelly's
funeral. I couldn't get past your
secretary's secretary.

SELZNICK

(uncomfortable)

Is that right? Good to see you,
Mank.

At that moment, Mayer and his wife come down the steps to
L.B.'s limo.

Mank watches Mayer, a handkerchief to his face covering his crippling "grief." He gets into the car with his wife, and as Mank watches, Mayer takes the handkerchief from his face, wipes his hands as if he was wiping something unpleasant away for good, and cracking the window tosses the handkerchief as the car drives away...

Mank's jaw muscles set, not unlike a tectonic plate sliding into eons of re-alignment.

74

INT. VICTORVILLE BUNGALOW (1941) - DAY

74

The phone rings.

RITA

Hello.

WELLES (V.O.)

Mank!

RITA

One moment please. Mank... Mank!

It's Orson. It's Orson?

MANK'S shaken awake by RITA, who holds out the phone to him. MANK MOANS, sits up in bed and takes the phone.

MANK

Hello.

WELLES (V.O.)

Mank? I've just finished your first draft and I must say, I'm pleased. And impressed!

MANK

(fishing for a cigarette)

Are you? Good news!

WELLES (V.O.)

It'll need work, of course. But there are no problems that can't be solved together.

MANK

(dryly)

Well I'm delighted to hear.

WELLES (V.O.)
Houseman's bringing you my notes.
Think about 'em. Meantime, I'll
run everything through my
typewriter.

MANK
(lighting up)
Everything will thank you.

WELLES (V.O.)
I understand you're in touch with
your Hollywood crowd?

MANK
Good old Houseman -

WELLES (V.O.)
- so perhaps you've heard. None of
the theatre chains will touch us.
It looks like RKO will have to sue
for restraint of trade. They'll
countersue, of course. If you own
any part of that lovely home of
yours it might be a good idea to
put it in Poor Sara's name.

MANK expels a smoky SIGH.

WELLES (V.O.)
You still there, Mank?

MANK
Oh yes, where else would I be?

WELLES (V.O.)
I've saved the best for last.
Guess who phoned with an offer to
buy out RKO's investment and
shelve the picture permanently.

MANK
Not Hearst?

WELLES (V.O.)
Mank, I'm surprised. Would Othello
snoop on Desdemona when he has
Iago?

MANK

Ahh Mayer. What did RKO say?

WELLES

No dice - for now. But they're on their uppers, whether they can hold out -

MANK

You'd better drive up.

WELLES (V.O.)

I plan to, just as soon as I'm done-

MANK

Today. If possible.

WELLES (V.O.)

Dear Jove, did I say something I shouldn't have? I hope you haven't lost your nerve.

MANK

Nerve's about all I've got left.

75

INT. SAN SIMEON, DINING HALL - NIGHT - (FLASHBACK)

75

SUPERIMPOSE THE
LEGEND:

INT. SAN SIMEON DINING HALL - NIGHT - 1937 (FLASHBACK)

A symphony of noise, a long table is filled with people dressed absurdly in CIRCUS COSTUMES, eating, drinking, all talking at once. At the middle of the table, reigning supreme, are HEARST, MARION. Sitting at Hearst's elbow, MAYER basks in reflected glory. Without Thalberg he has flourished.

HEARST

What a year you've had, Louis. How have you weathered it?

MAYER

Despite everything, the M-G-M ship, I'm happy to say, is full steam ahead.

MAYER (CONT'D)

We're on track with this recent
slate -- for our most successful
year ever.

And we hear OFF-STAGE some commotion...

HEARST

Well, that's great news...

A MAN (O.S.)

Would you like to go to a bungalow
and lay down...?

MANK (O.S.)

I think I'd rather stay upright...

A MAN (O.S.)

Perhaps we could find you a
costume...

MANK (O.S.)

Well, why would I need a cos...

Suddenly MANK, a cigarette in one hand, his hat in the
other, as drunk as we've yet seen him, catapults
inside...All heads turn...

MANK (CONT'D)

Hello everyone...Better late than
ever...

Someone asks...

FEMALE PARTY-GOER ONE

Mank. Where's Sara?

Mank, correctively slurring...

MANK

Uh, caring for clan Mankiewicz.

MALE PARTY-GOER ONE

What train did you take?

MANK

Glendale...I- I missed my stop.
Got a taxi from Morro Bay.

MAYER

(to Mank; for the
enjoyment of everyone)

MAYER (CONT'D)

I'm confused, I thought the invitation called for "circus" attire, not "flea circus"...?

MANK

I was cornered by a man who sold vacuum cleaners. A show of hands, who knows what a vacuum cleaner is?

HEARST

(overlaps)

Sir -

The room titters...And as Mank looks to see where he is meant to sit, we see W.R., very upset, nod his head imperceptibly to move Mank's plate...

HEARST (CONT'D)

Martin, would you set a place for Mr. Mankiewicz, somewhere where he might get some air...

And the Butler, with plate and napkin and silver in hand...

MARTIN

Would you follow me this way, sir...

Thirty feet away, Martin places his table setting...Another Server helps Mank to his seat. Mank looks at his unfamiliar seatmates in their absurd costumes.

HEARST

And offer him some coffee...

MAYER

(to the delight of the other guests)

Yeah. Mr. Monkeywitz could use some coffee...

Mank, oblivious, slips from a passing waiter a glass of wine he's been pouring for nearby guests. Mank's eyes meet Marion's, but she looks away. The guests all return to drinking and conversation. And Mank begins to eat his fish, silently swallowing.

HEARST

And how's Marie Antoinette coming together?

MAYER

Previews have been a struggle for general audiences. We made some trims, but I should've known... Versailles, all those costumes and wigs...you can't tell those stories without overhauling them for a modern audience...

HEARST

And how's the performance of your leading lady? The picture depends upon her.

MAYER

Norma put her heart and soul into it. I should have insisted she take some time...It's a lot to deal with a loss like that...

HEARST

Marion would have made it her own.

MAYER

Marion would have been perfection.

MANK

(mumbling to himself)

Marion Antoinette...Marionette...

MAYER

But it was Irving's picture. It takes a kind of patience to make "literary" pictures. I'm not interested in educating our customers. You want to send a message? Call Western Union.

(smiles)

"Let them get cake..." Who needs to see that?

Mank, prompted to say something, taps his glass with a cocktail fork...All ignore him...He takes up a hefty soup spoon and decapitates his glass into a thousand pieces...

MANK'S POV

EVERYONE - in costume a surreal caricature of Old Hollywood
- falls deathly SILENT.

CUT TO:

76

INT. BUNGALOW - VICTORVILLE (1941) - DAY

76

MANK'S two year-old daughter JOHANNA bounces gaily off his
bedside. RITA and SARA ease up behind them.

RITA

(to the little girl)

Johanna, come along now. I'll show
you those horses we talked about.

She ushers her out, leaving MANK and SARA alone. SARA
saunters around, touching things.

SARA

She's very pretty.

MANK

Also very bright, bull-headed, and
British. Are you here to try your
luck too, Schnutz?

SARA

At what?

MANK

Changing my mind.

SARA

I never had much success with
that, Herman. In the end, you'll
do what you need to.

MANK

Charlie's been here, Joe's been,
Marion's been. For one reason or
another, all of them want me to
walk away. You care to hear what
I've decided?

SARA picks up a knick-knack, examines it, puts it down.

SARA

Not really.

MANK

After twenty years of connubial bliss, blind loyalty can get a little suffocating.

SARA

Okay. Here goes. God knows I've rehearsed it enough...

(faces him)

I've raised your kids kosher and all but by myself. I've put up with your suicidal drinking, your compulsive gambling, your silly platonic affairs. You owe me, Herman. So: Joe says he can't promise but he thinks if you make nice with Mayer, you can have your old job back. Is that what you want me to say? I know what your answer will be -- so don't ask me to give you "Poor Sara's" Seal of Approval.

MANK

(a rueful smile)

Why do you put up with me, Schnutzz? My movie-star looks or my diplomat's charm?

SARA

I suppose because being married to you, Herman, I'm never bored. Exhausted, yes. Exasperated, usually. But having devoted so much, I have to stick around to see how it all turns out. And whatever you decide... Please be mindful of those who care about you most.

(a beat)

I'm going riding. I haven't seen a horse's face in years...

SARA turns and goes to the door, where she looks back.

SARA (CONT'D)
Oh, and one last thing, Herman.

ALTERNATING CLOSE-UPS OF SARA AND MANK

Who looks at her as if what she will say may save him.

SARA (CONT'D)
(burlesquing her Brooklyn
accent)
I don't want nobody calling me
"Poor Sara" no more.

77 INT. SAN SIMEON - NIGHT (FLASHBACK - CONT'D)

77

ANGLE ON MANK

As he teeters to his feet and faces the COSTUMED CROWD.

MANK
I've got a great idea for a
picture, Louis...A picture I just
know you're gonna love. It's a
modern-day version of Quixote.

ANGLE ON HEARST AND MARION

HEARST and MARION look at MANK, guarded but attentive.
Following their lead, all of the GUESTS do likewise.

ANGLE ON MANK

MANK (CONT'D)
(swaying)
Now, I know none of you read, but
you know what it's about: a
deluded old nobleman who tilts at
windmills. So how might we update
this story? How about we make our
Quixote a newspaperman! Who else
could make a living tilting at
windmills? But that's not enough --
no, he wants more than readership -
- he wants more than adulation, he
wants love.

MANK teeters, about to fall, then rights himself.

MANK (CONT'D)

So he runs for public office and because he's notably rich, he wins! No, no, wait a minute. Notably Rich-and-Powerful can't win over an audience unless Notably Rich-and-Powerful sees the error of his ways in the final reel. Notably Rich-and-Powerful and making no goddamn excuses for it is only admirable in real life. Isn't that right, Louis? So: What do we do? Anybody?

MANK begins to move around the table, navigating from one chair back to another, a spellbinding spieler when he's on.

MANK (CONT'D)

We give him ideals! Ideals that any dirt-poor, Depression-weary audience can identify with. Our Quixote is against crooked trusts. He's for the eight-hour work day. Fair income tax. Better schools. Why, he's even for government ownership of railroads! And you know what we call those people?

A VOICE (O.S.)

Communists!

A VOICE (O.S.) (CONT'D)

Anarchists!

TENSION-RELEASING LAUGHTER. MANK grins, doesn't join in.

MANK

No. Our Quixote he's a two-fisted "muckraker." In fact, someone predicts that he will one day win the Presidency and bring about -- Get this -- a Socialist revolution!

MAYER

What a bunch of bullshit.

MANK

Is it?

He points at Hearst.

MANK (CONT'D)

Tell him.

ANGLE ON HEARST

As everyone turns to look at him. At this moment HEARST could pass for an Eskimo bone carving of a leviathan.

MANK (CONT'D)

Tell him! Upton Sinclair used exactly those words to describe a young William Randolph Hearst!

A few people, feeling they're witnessing a brutal family argument, slowly move to stand under the arches. MARION puts a hand on HEARST'S arm protectively.

MAYER

You miserable bastard!

HEARST

Louis...

MANK

How do you do. Our Quixote, he hungers, he thirsts, he lusts for voters to love him -- love him enough to make him president. But they won't and they don't.

MANK looks around, as if defying his LISTENERS to dispute.

MANK (CONT'D)

How do you suppose that could happen? Could it be because in their hearts they know that he values power over people?

ANGLE ON HEARST

Who just shakes his head, a human metronome.

MANK (CONT'D)

Disillusioned in Congress he authors not one single piece of legislation in two terms!

MANK (CONT'D)

Can you believe that? That'll take
some writing.

Mayer starts to say something angrily to Mank...Hearst puts
his hand on Mayer's shoulder, stopping him as if to say,
"Let him hang himself." MANK is walking again -- he may
pass out should he stop.

MANK (CONT'D)

Placed in nomination for
president, but too radical for the
boys in the back -- His bid goes
nowhere...but we're doing
something, we're building sympathy!

MANK BELCHES again, LOUDLY. His stomach spasms. More people
get up, leaving quietly. Those that are left are the
loyalists, Hearst, Marion and Mayer.

MANK (CONT'D)

Rejected, he flees to Lotus Land,
where his faithful troll, Sancho,
has prepared a mythical kingdom...
Wait a minute -- I've forgotten
the love interest!

MANK is fighting down the heavens now.

MANK (CONT'D)

Her name... Dulcinea.

REACTION SHOT OF MARION

Who is silently spiking her drinking water.

MANK (CONT'D)

Funny -- adventurous -- smarter
than she acts. She's a-- she's a
showgirl, beneath his social
stratum, but that's okay...
because true love on the big
screen, as we all know, is blind.
And she? Yeah, she loves him too!
So, he takes her away to his m-
mythical kingdom.

(to Martin)

Can I get a bicarb?

One MESMERIZED GUEST goes for his pocket, catches himself. Mank picks up someone's wine glass and drains its contents.

MANK (CONT'D)

Now, along comes Nemesis. That's Greek for any guy in a black hat. Nemesis runs for governor and he's a shoo-in to win. Why? Because he's exactly what our Don used to be. An idealist. You get it? Not only that, Nemesis is the same guy who once predicted our Quixote would one day preside over a Socialist revolution. Our Quixote looks into the mirror of his youth and decides to break this glass, a maddening reminder of who he once was. Assisted by his faithful Sancho, and armed with all the black magic at his command he does just this. Destroying in the process not one man, but two... Well, what'd'ya think, Louis? Hmm? You think it'll play?

And on that, MANK pitches forward and vomits...

MANK (CONT'D)

(wiping his mouth)

Don't worry, folks. The white wine came up with the fish.

A STAFF-MEMBER glides forward to silently supply MANK with a napkin...MARION glides from the room in tears. The remaining guests but MAYER rise and float away on an eddy of strained small talk.

MAYER

Who the fuck do you think you are, Mankiewicz? You're nuthin' but a court jester! And lem'me let you in on a little secret. Do you have any idea who pays half your salary? He pays half your fuckin' salary! (meaning Hearst) Him! You fuckin' INGRATE!

MANK stares at MAYER, who jabs a finger into his chest.

MAYER (CONT'D)

You didn't know that, did you? You wanna know why?

MANK cannot bring himself to speak.

MAYER (CONT'D)

Because he likes the way you talk.
Not the way you write. The way you talk. Don't that chap your ass!

CUT TO:

78

INT. BUNGALOW - VICTORVILLE - DAY (CONT'D)

78

WELLES, in safari suntans, lumbers through the front door.
Houseman, loaded up with papers, follows close behind him.

WELLES

Rise and shine, hombre, Shoot-out
at the OK corral.

(pulling up a chair)

Before we buckle down, I gather
you have something to get off your
chest.

MANK

As a matter of fact, I do.

WELLES

Frankly, I think what I said upset
you. I know your health's not what
it might be. And I understand that
comes first...

MANK

Really?

WELLES

This studio fuss - this lawsuit -
God only knows what pressure's yet
to come - at your age you'd be
justified in wanting out.

MANK

Uh, I'm forty three, but that's -
very understanding.

WELLES

Mayer's buy-out was rejected, so the fat's only starting to hit the fire. Now, I talked to RKO and I'll tell you what they're ready to do. In recognition of the outstanding work you've done so far they're prepared to relieve you of the rewrite and still honor your full pay. Plus 10,000 dollars. How's that?

MANK

That's more than generous. But, I don't intend to walk.

WELLES

Alright. What's bothering you, then?

MANK

You're not going to like this, Orson. I want credit.

WELLES

Come again?

MANK

It's the best thing I've ever written.

WELLES

(a deadly pause)
Jack, get me some Cuban cigars.

HOUSEMAN

In Victorville?

WELLES

(his eyes on MANK)
Do what you can, Jack.

MANK

Oh, stay, Houseman. You'll miss the third-act complicator.

WELLES

(still watching MANK)
Get going, Jack. Muy Pronto.

HOUSEMAN

I believe that means right away.

79

INT. SAN SIMEON - NIGHT - (FLASHBACK - CONT'D)

79

MANK faces HEARST, motionless in the great, shadowy, echoing chamber.

HEARST

Mank, Mank...

MANK

What I said - was more in sorrow
than in anger, Willie.

It's dead still. The two men alone in the room. HEARST crosses to MANK, and putting a fatherly hand on his shoulder, turns and guides him toward the exit.

HEARST

Are you familiar with the parable
of the organ-grinder's monkey?
Now, the organ-grinder's monkey is
tiny in stature, and having been
taken from the wild, he's
naturally overwhelmed by the
enormous world around him. But
every morning, a sweet elderly
woman dresses him in a fine suit
of clothes. She fits him with a
red velvet vest adorned with pearl
buttons and a handsome red fez
with a silk tassel...she slips on
brocade shoes that curl at the
toe...and he's paired with a fine
gilt music box on an exquisite
gold chain, fastened to his neck,
and his neck alone. Whenever he
ventures into the city to perform
he thinks: what a powerful fellow
I must be. Look how patiently
everyone waits just to watch me
dance.

MANK

(softening blow)

Wha- Willie -

Hearst grips Mank's shoulder a touch more.

HEARST

And wherever I go, he
thinks...this music box must
follow - and with it, this poor,
downtrodden man. And if I chose
not to dance, this sorry street
peddler would starve...

As they reach the front door:

30 EXT. SAN SIMEON - NIGHT

30

HEARST as he eases MANK out.

HEARST

And every time I do decide to
dance - every time - he must play.
Whether he wishes to or not.

(pause)

You've had a bit too much to
drink, Herman. I'll get Raymond to
drive you to the station. Good bye.

MANK'S POV

As the door is shut firmly in his face.

31 INT. BUNGALOW - VICTORVILLE (1941) - DAY (CONT'D)

31

HOUSEMAN has gone. MANK and WELLES face each other across
the coffee table like the wily poker players they are.

WELLES

Put aside gratitude, Mank - That
you've done your best work was no
accident...I removed any
distraction...eliminated every
excuse... your family, your
cronies, liquor... I gave you a
second chance...

MANK

And for that, I cannot thank you
enough.

WELLES

But with credit for a risky undertaking must go the weight of real responsibility! Given your current health, I wonder if you're up to it?

MANK

And frankly, I wonder, too. But we'll find out.

WELLES

You may never work in this town again, Mank!

MANK can only LAUGH.

MANK

Orson, please...

WELLES

Then you force me to remind you: We have a contract that you understood and agreed to! If you fight this, it will go to what your new guild calls arbitration. And you, my friend, will lose. Script... Money...And assuming such a thing still exists in Hollywood, the respect of those who honor their word.

MANK

(beat)

How can I put this nicely? I may be a loose cannon but you, my friend, are an outsider -- They're exasperated by me - and I've earned it - but, you- a self-anointed Savior Hyphenate? They're just waiting to loathe you.

WELLES sits in silence.

WELLES

Remind me never again to work with a washed-up alcoholic.

MANK

Duly noted. Nelson Algren please
copy.

Welles climbs to his feet and begins to stride around, a
boiler about to blow.

WELLES

All right. No doubt you'll get
your credit. But ask yourself:
Who's producing this picture?
Directing it? Starring in it?

Abruptly he stops, his seething gaze caught and fixed on

INSERT - MANK'S LIQUOR CABINET

Almost empty now. Rebuking his entire plan.

ANGLE ON WELLES

As he BELLOWS and seizes the cabinet in both hands, and
with adrenaline-driven rage hoists it over his head and
hurls it CRASHING against the fireplace. Purged, he looks
upon it, his breath jetting forth in hard, rhythmic gasps.

MANK

(quickly jotting a note
to himself)

That's just what we need when
Susan leaves Kane. An act of
purging violence.

Welles slows.

WELLES

(his eyes say: "perfect"
but his lips say)

May - be.

They look at each other. Welles turns on his heel and blows
out the door, leaving it open. We can see the people
outside, some of the hands and help, have stopped, watching
the famous wonder boy who gets into his limo and is driven
off.

RITA (O.S.)
 (distantly)
 Mank! Mank, where are you? Mank,
 come quick!

82 EXT. VICTORVILLE BUNGALOW - DAY

82

MANK limps out on to the patio and RITA runs up in tears.

RITA
 He's alive! Ian's alive!

MANK just stands there, RITA collapsing in his arms.

RITA (CONT'D)
 He fetched up on the Orkneys!

MANK
 Fetched up on the Orkneys?

RITA
 (joyously)
 The Orkney Islands, you idiot! Oh,
 Mank, are you ever serious?

MANK
 Only about something funny.

They stand holding each other as music SWELLS.

DISSOLVE TO:

83 INT. BILTMORE HOTEL - NIGHT

83

SUPERIMPOSE THE
 LEGEND:

INT. BILTMORE HOTEL - FEBRUARY - NIGHT - 1942

The ballroom is packed with members of the Academy of Motion Picture Arts and Sciences, uniformed to the wartime nines. As they BUZZ with excitement, an ANNOUNCER in white tie-and-tails tears open one of the infamous envelopes.

ANNOUNCER
 - And the winner of the best
 original screenplay is:
 (reading)
 Herman J. Mankiewicz -

The CROWD ROARS, all but drowning out his remaining words:

ANNOUNCER (CONT'D)
- and Orson Welles for Citizen
Kane!

LONG SHOT

MALE ANNOUNCER (V.O.)
This is the first nomination and
first win for Mr. Mankiewicz and
Mr. Welles. Neither were able to
attend tonight. Accepting for both
is president of RKO Radio
Pictures, Mr. George Schaefer.

As the ORCHESTRA RIFFS and an UNIDENTIFIED MAN IN FORMAL
CLOTHES makes his way to the podium to accept the award:

84 EXT. RIO DE JANEIRO - DAY

84

SUPERIMPOSE THE
LEGEND:

RIO DE JANEIRO - BRAZIL - 1942.

"IT'S ALL TRUE" - RADIO PRESS CONFERENCE

REPORTER #1 (V.O.)
Scuse me, Mr. Welles. Over here.

WELLES (V.O.)
Good morning, gentleman.

REPORTER #2 (V.O.)
Good morning, Mr. Welles. You
missed a big night.

WELLES (V.O.)
Well, I was unable to attend the
Academy Awards because I'm here in
Rio, making a marvelous motion
picture.

Laughter erupts from the crowd of REPORTERS.

REPORTER #3 (V.O.)

Mister Welles, Kane was nominated in nine categories, including best actor. Aren't you disappointed that it only won one Oscar?

For an instant WELLES considers saying something...only to reconsider, offering:

WELLES (V.O.)

Well, that, my good man, is Hollywood.

REPORTER #4 (V.O.)

Do you have anything you'd like to say to your co-author, Mr. Mankiewicz?

WELLES (V.O.)

I do have a brief message. You may tell him from me, "Mank, you can kiss my half."

SPLIT-SCREEN

CUT TO:

85 EXT. MANKIEWICZ HOUSE - NIGHT

85

MANK leans into a microphone, looking triumphant.

MANK (O.S.)

You ask me what my acceptance speech might have been?

(holding the Oscar)

Well here goes....I am very happy to accept this award in the manner in which this screenplay was written, which is to say, In the absence of Orson Welles. How's that?

REPORTER #2 (O.S.)

How come he shares credit?

MANK

(beat)

Well, that my friend, is the magic of the movies.

PHOTOGRAPHER (O.S.)
Hold up Oscar, Mank?

MANK thrusts it out overhead like a victorious boxer.

PHOTOGRAPHER (O.S.) (CONT'D)
Big smile!

MANK beams. A blinding FLASH goes off. MANK does not flinch. This is his moment. It will never come again.

EPILOGUE:

Herman Mankiewicz would die 11 years later of complications from alcoholism. He would never work with Orson Welles nor write an original screenplay, or fight for screen credit - again.

He confided in a friend, "I seem to have become more and more a rat in a trap of my own construction, a trap I regularly repair whenever there seems to be danger of an opening that will enable me to escape".

He was 55.

THE END.