

MATILDA

screenplay by Nicholas Kazan & Robin Swicord

adapted from the novel by Roald Dahl

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Draft Four

BLACK SCREEN

Serene music. After a beat, a very calm voice speaks:

NARRATOR (V.O.)
Everyone is born.

CU: A NEWBORN INFANT SCREAMING.

Comical Effect. MOVE to reveal the face of a SECOND INFANT, also screaming.

NARRATOR (V.O., CONT.)
But not everyone is born the same.

CONTINUE MOVING, pulling back slightly --

INT. HOSPITAL. NURSERY. DAY.

-- Moving down a row of NEWBORN CHILDREN:

NARRATOR (V.O., CONT.)
Some will grow to be butchers or
bakers or candlestick-makers. Some
will only be really good at making
jello salad.

Hold on one infant, with a pink card...

NARRATOR (V.O., CONT.)
One way or another, though...
every human being is unique.

Through the nursery viewing window, pressed to the glass, is the dismayed face of HARRY WORMWOOD.

NARRATOR (V.O., CONT.)
For better or worse.

Inside the nursery, the sweet, generic NURSE picks up the pink bundle marked "Wormwood", and holds it up for Mr. Wormwood:
Want to hold her?

Wormwood spins on his heels, hurries away down the hospital corridor -

INT. SEMI-PRIVATE HOSPITAL ROOM. DAY.

MRS. WORMWOOD (38, a blowzy bottle blonde -- this week it's platinum -- who wears plenty of makeup, even in the hospital)

lies in her bed in her hospital gown, eating a box of eclairs, watching a soap opera, a People magazine propped on her belly. She chats on the phone, mindless background babble:

MRS. WORMWOOD

Oh right, like she's never seen one before. ...No, that's her eyeliner.

Her husband storms into the room:

MR. WORMWOOD

It's a girl?!

She shrugs at him: So sue me.

EXT. HOSPITAL. DAY.

OTHER PARENTS exit, cooing obnoxiously over their NEWBORNS.

NARRATOR (V.O., CONT.)

Most parents believe their children are the most beautiful and remarkable creatures ever to grace the planet.

The Wormwoods burst out, with Zinnia Wormwood haphazardly stuffing the swaddled baby into her large pocketbook. *[Here begins a section of physical comedy involving the baby as prop -- the dialogue over it is just a means to get from here to there, while continually endangering the baby:]*

NARRATOR (V.O., CONT.)

Others take a less emotional approach.

Of long habit, the Wormwood argue as they stride toward their car; Harry Wormwood examines the long print-out hospital bill:

MR. WORMWOOD

"\$9.25 for rice pudding"??

MRS. WORMWOOD

I had seconds.

-- rummaging under the baby in her hand bag. She finds her lipstick, shoves the baby at Wormwood, who mindlessly tucks the baby under his elbow, like an old football --

MR. WORMWOOD

Who has seconds on rice pudding??

MRS. WORMWOOD
(applying lipstick)
I do!

MR. WORMWOOD
Yeah, right. While you were in
there, it wouldn't have killed you
to do a little body work.

-- Almost dropping the baby as he grapples with the hospital
invoice, trying to find the bottom line.

MRS. WORMWOOD
I wouldn't start talking physique,
melon man.

MR. WORMWOOD
(reaches end of bill)
Three thousand dollars??!!

Arriving at their station wagon, Harry sets the baby on top,
continues without pause:

MR. WORMWOOD (CONT.)
Well, I'm not paying it. What's the
hospital going to do, repossess the
kid?

Harry laughs, gets in and slams his car door. The infant rolls
from the roof onto the front hood. Zinnia scoops up the baby:

MRS. WORMWOOD
We should be so lucky.

She opens the station wagon's rear compartment, shoves the baby
inside. In the back seat, MICHAEL (6, a mouth-breather) looks up
from concentrating on a violent "rap-n-clacker" toy, to whine:

MICHAEL
I'm hungry.

MRS. WORMWOOD
Suck your thumb.

She slams the gate of the rear compartment.

INT. STATION WAGON. DAY.

As the car careens down the road, Michael looks over the back
seat, whirling the "rap-n-clacker" in the baby's face. The
infant slides wildly around the cargo area.

MRS. WORMWOOD (O.S.)
You make good money, Harry...

EXT. STREET IN FRONT OF WORMWOOD HOUSE. DAY.

A perfect, controlled, suburban neighborhood: KIDS riding bikes and playing ball in the street.

Their station wagon tears down the block, Wormwood honking his horn and swerving as if trying to hit the playing children.

MRS. WORMWOOD (O.S.)
What's the good of working so hard
if we never spend the money??

Wormwood screeches to a halt at a diagonal, so that his car is parked partially in his own driveway, partially in his neighbor's. He gets out --

MR. WORMWOOD
We spend the money, believe me.
I just bought you a baby.

They all get out, walk toward the house, but the CAMERA stays with the car, making the point: They have forgotten the baby.

MRS. WORMWOOD
You didn't buy that baby, I had that
baby...

MR. WORMWOOD
Hey, at these prices -
(crumples bill)
- I bought the kid, okay?

They vanish inside the house. The CAMERA MOVES IN toward the rear window of the station wagon: The baby is all alone.

After a moment Michael returns, yanks open the back, and grabs the bag as if he has been sent to grab a forgotten sack of groceries.

CUT TO:

INT. WORMWOOD HOUSE. NIGHT.

Typical frantic evening: With hair-dye "foils" in her hair, Mom is practicing rhumba moves with the dishes as she clears the table; Dad is talking on a cordless phone and picking at a scab on his chin, Michael is playing mini-basketball in the corner with a plastic hoop ("Two!" "Yes!!!")...

NARRATOR (CONT.)

As their baby grew, the Wormwoods barely noticed she existed...let alone that she was anything unusual.

Finally we find BABY MATILDA (9 months old) on the kitchen floor with a glass jar of babyfood carrots -- a steak knife and an electric fan nearby, in easy reach. The CAMERA moves in closer...

Matilda's tiny finger dips into the jar of pureed carrots, and moves toward the floor....

NARRATOR (CONT.)

They named her --

Her little finger writes in pureed carrots the last "A" of M-A-T-I-L-D-A. Immediately a sponge wipes out her work --

MRS. WORMWOOD

Now look what you've done,
Matilda!...

Mom swoops the baby up and plops her in the sink [a can of Drano conveniently by], then runs water to wash the child off.

And leaves. Baby Matilda, left alone, looks around...

DISSOLVE TO:

INT. SAME KITCHEN, SAME SINK. TWO YEARS LATER. DAY.

MATILDA THE TODDLER sits in the same sink. Washes her own face. And climbs, somewhat perilously, [clambering over a chopping cleaver], down out of the sink.

NARRATOR (V.O., CONT.)

By the time she was two, Matilda had learned what most people learn in their early 30s: How to take care of herself.

Matilda dries herself off with a towel.

INT. MATILDA'S ROOM. DAY.

Matilda pulls on clean clothes, looks in the mirror.

CUT TO:

INT. LIVING ROOM. MORNING.

NARRATOR (V.O., CONT.)
Every morning, Matilda's older
brother Michael went to school. Her
father went to work selling used
cars for inflated prices -

Mom sends Michael [now 10] off to school with a friendly pat on
the butt, and kisses Dad as he goes off in his checked suit --

MRS. WORMWOOD
Make money!

Mom smears on some rouge and a novelty rhinestone-studded sun
visor that spells out: "R*E*N*O!" --

NARRATOR (V.O., CONT.)
- And her mother took off to play
bingo.

As she leaves, Mrs. Wormwood calls loudly to Matilda:

MRS. WORMWOOD
Soup's on the stove! Heat it up
when you get hungry!

INT. WORMWOOD HOUSE - KITCHEN. DAY.

Matilda, now 4, looks up at the stove: A can of soup, unopened,
sits beside a saucepan.

NARRATOR (V.O., CONT.)
Matilda was left alone.

Ignoring the soup, Matilda opens a box of pancake mix, and
dumps it into a mixing bowl. She pours milk into the bowl,
splashing a little on the floor.

NARRATOR (V.O., CONT.)
That was how she liked it.

Matilda contentedly eats a pile of wonderful-looking pancakes,
and browses a copy of Car & Van.

NARRATOR (V.O., CONT.)
At four years of age, Matilda had
read every magazine in the house...

Matilda pores through a stack of magazines: BINGO WORLD, BINGO
BONANZA, SMALL BUSINESS TRICKS, COSTA RICAN TAX HIDEAWAYS.

INT. LIVING ROOM. NIGHT.

The glazed faces of Mr. and Mrs. Wormwood glow from reflected TV light. They seem both ultra-real and slightly kitsch, like Duane Hanson sculptures. Little Matilda, in pajamas, approaches.

NARRATOR (V.O., CONT.)

One day Matilda worked up her courage
and asked her father for a book.

Mr. Wormwood turns slowly from the TV:

MR. WORMWOOD

"A book?" Whad'ya want a book for?

MATILDA

To read.

MR. WORMWOOD

To "read"?? You want to read when
you've got a television set sitting
right there??

The opposite of the "yuppie" parent concerned about tv. As he
turns back to the TV with a superior sneer, he mutters:

MR. WORMWOOD (CONT.)

Nothing you can get from a book that
you can't get from the TV quicker.

In an instant, he's numbed again. His wife, similarly
mesmerized, puts a kernel of caramel corn into her mouth.

Matilda looks from her father to her mother, gravely.

CUT TO:

EXT. WORMWOOD HOUSE. MORNING.

Dad leaves; Michael follows, carrying his hockey stick --

NARRATOR (V.O., CONT.)

Next morning, after her mother
left...

-- Mrs. Wormwood exits, calling over her shoulder:

MRS. WORMWOOD

There's fish fingers in the
microwave!

INT: HALLWAY - WORMWOOD HOUSE. MORNING.

Matilda stands at the telephone table, flipping through the phone book, which is at her chin height. Her little finger runs down the "L" page until she finds what she's looking for.

NARRATOR (V.O., CONT.)

Matilda set off in search of a book.

EXT: WORMWOOD HOUSE. MORNING.

Matilda exits the house, heads the opposite way from her mother and father and brother.

We walk with her, at her height... The trees are huge, DOGS are huge, ADULTS are huge. She is in the Land of the Giants.

EXT. CITY STREET. MORNING.

ANGLE ON Matilda standing at a crosswalk. There is no light and no stop sign. She looks out at the 20 mph traffic, heaves a little sigh...and enters the crosswalk.

NARRATOR (V.O.)

Although it is spectacularly unsafe for a 4-year-old child to walk alone in a city, crossing busy streets...

Because of the camera angle and Matilda's size, we lose sight of her the moment she descends from the curb. In what appears to be murder on film but is actually a carefully orchestrated ballet of cars and little girl, the four lanes of traffic do not react at all to Matilda's crossing. Don't they see her?? Has she been squashed?! The CAMERA searches for her vainly, frantically...until:

NARRATOR (V.O., CONT.)

...Here, as always, Matilda somehow survived. -

Completely unperturbed, Matilda emerges on the other side, still walking at the same casual pace.

She stops and looks up. Her head tilting back farther...and farther...until she is looking straight up at:

NARRATOR (V.O. cont'd)

- And found herself at the public library.

POV - EXT: THE LIBRARY

Huge, old, beautiful; a cathedral. In the background, subtly, religious music begins.

INT. PUBLIC LIBRARY. DAY.

LOW ANGLE. Matilda stares, wide-eyed, turning in a circle: books in every direction! With her simple dress and awed expression, she resembles a Nun who's just witnessed a miracle. She moves toward the Children's Book section.

INT. LIBRARY. CHILDREN'S ROOM. LATER.

Matilda sits in an enormous leather chair, like a Giant's chair, reading a "picture book": lots of drawings, a few words.

NARRATOR (V.O., CONT.)

After that, Matilda spent all her days at the library - eventually attracting the attention of Miss Phelps.

MONTAGE

MISS PHELPS (a sweet and slightly befuddled older librarian, the kind that smells like powder) sits at the Librarian's desk, watches with a very pleased expression as:

Matilda crosses in front of her, reverentially carrying a stack of picture books.

Matilda back in her chair. On the table beside the chair are 20 children's books. As the pile rises higher, the books are narrower and thicker: fewer pictures, more text.

Mrs. Phelps, still at her desk, does a slight double-take:

Matilda crossing again, with a tall stack of "chapter books."

Matilda reading, close on her face: an enrapt expression...

Miss Phelps is out in the stacks, finding a book for ANOTHER CHILD. She blinks, peers past the child to see:

Matilda weaves past, a stack of grown-up books teetering high over her head.

Miss Phelps approaches a large table, at which Matilda kneels on a chair. Spread around her are practical non-fiction books, including a self-help text: "LEGAL DOCUMENTS FOR HOME USE".

Miss Phelps picks up "LEGAL DOCUMENTS" and asks with gentle skepticism:

MRS. PHELPS

Excuse me, dear. Do you understand these books?

MATILDA

Well...sort of. I was actually looking for some good stories -

MISS PHELPS

Let me help you...

AT THE CHILDREN'S STACKS

Miss Phelps kneels, creakily, and starts pulling out Black Beauty, Treasure Island, The Secret Garden, and others.

MATILDA

I've read it...that one was good...

(as Miss Phelps goes faster)

Oh, The Secret Garden!, I read that twice... That one too...

(and finally)

These books are too easy.

Miss Phelps stares hard at Matilda, and then wordlessly takes her by the hand, and leads her into the "Adult Fiction Room":

MISS PHELPS

Perhaps you're ready for "Great Expectations", or "Jane Eyre"...

As Miss Phelps starts taking down wonderful-looking leather-bound books, she adds, worried:

MISS PHELPS

Maybe we'd better ask your mommy. -
(glancing around library)
- Where is she, dear?

MATILDA

Playing bingo.

The last thing Miss Phelps expected to hear.

MISS PHELPS
(concerned)
Does she drop you off here, and
pick you up?

MATILDA
I walk.

MISS PHELPS
By yourself?? Where do you live?

MATILDA
The other side of High Street.

MISS PHELPS
But...that's ten blocks!

Matilda nods politely and Miss Phelps pauses, struggling with
an inner dilemma...

MISS PHELPS
Would you like your very own library
card, so you can check books out and
take them home? Then you wouldn't
have to walk here every day.
(offering stack of fiction)
You can take out ten at a time.

Matilda smiles.

CUT TO:

EXT. PUBLIC LIBRARY AND BUSY INTERSECTION. DAY.

A happy Matilda, her library card clutched in one small hand,
exits the library pulling a little red wagon piled with books.

This time, when Matilda reaches the busy intersection, she
waits for the cars to stop before she crosses. As this walk
progresses, the books in her wagon grow thicker, and pile up,
stop-animation. We see their titles [per Dahl's reading list,
page 18 in the Puffin paperback], and Matilda grows older.

NARRATOR (V.O., CONT.)
So Matilda's strong young mind
continued to grow, nurtured by all
those authors who had sent their
books out into the world, like
ships into the sea.

When this Narration ends, Matilda is 6 1/2, the age she will be
throughout the rest of our story.

Matilda glances over a fence as she walks along: On the other side, a happy group of KINDERGARTEN CHILDREN have formed a circle, holding hands in a game. Matilda looks lonely, apart.

NARRATOR (V.O., CONT.)
These books bore Matilda a hopeful
and comforting message --

EXT. WORMWOOD HOUSE. BACK YARD.

Matilda reads, leaning against a tree, her wagon at her side.

NARRATOR (V.O., CONT.)
-- You are not alone.

CUT TO:

INT. WORMWOOD HOUSE - MATILDA'S ROOM. NIGHT.

Matilda is reading as her father hurries in, with his habitual distracted look.

MR. WORMWOOD
Any packages arrive today?

Matilda flicks a glance at him, shakes her head.

Wormwood, annoyed, leaves - but trips over a book. He picks it up and looks at it as if it were a Martian artifact. Looks around the room: What is this? There are books all over!

MR. WORMWOOD
Where'd all this come from??

MATILDA
(glances up, barely)
Library.

MR. WORMWOOD
You've never set foot in a library,
you're only four years old.

MATILDA
Six and a half.

MR. WORMWOOD
Four!

MATILDA
Six and a half.

MR. WORMWOOD

Four! If you were six and a half,
you'd be in school.

MATILDA

I want to be in school, I told you,
I was supposed to start kindergarten
in September -- You didn't listen.

MR. WORMWOOD

I didn't listen because you're only
four years old!

MATILDA

Six.

Wormwood grabs Matilda and yanks her out of her room --

INT. WORMWOOD HOUSE - MASTER "SUITE". NIGHT.

-- into his bedroom, into his bathroom where Zinnia Wormwood is
doing a home-dye job on her hair.

MR. WORMWOOD

Dearest pie, how old is Matilda?

MRS. WORMWOOD

Four.

MATILDA

I'm six, Mommy!

MRS. WORMWOOD

Five then.

MATILDA

I turned six in August.

MR. WORMWOOD

Liar!

-- checking his hair line in the mirror.

MATILDA

I want to go to school.

Mrs. Wormwood laughs: An absurd request.

MR. WORMWOOD

Out of the question.

(grabs his hair tonic bottle)

Who'd be here to sign for my packages,
stupid? We can't have valuable
packages lying around on the doorstep.
Now go back to the tv.

Matilda watches her parents with big, sad eyes. Mr. Wormwood
massages "MIRACLE-GRO" hair tonic into his hair, and her mother
squirts blue foam over her foil-wrapped clumps of platinum
hair, talking about Matilda as if she weren't there:

MRS. WORMWOOD

Sometimes I think there's something
wrong with that girl...

Matilda moves away --

INT: WORMWOOD HOUSE - HALLWAY WITH POV INTO LIVING ROOM

-- out into the hall, where she sees into the living room:

Michael [12, still a mouthbreather] stares goon-like at a TV
exercise show; eating a jumbo bag of marshmallows, chewing with
his mouth open. He fires a marshmallow at her, misses.

Still clutching her book, Matilda goes into her room and slowly
closes the door.

INT: WORMWOOD HOUSE - MATILDA'S ROOM. NIGHT.

Matilda sits on the floor and opens her book. Her hair hides
her face, but one teardrop, then another, falls onto the page.

NARRATOR (V.O.)

Matilda longed for a friend, someone
like the kind, courageous people in
her books. It occurred to her that,
like talking dragons and princesses
with hair long enough to climb, such
people might exist only in story
books.

CUT TO:

EXT. WORMWOOD HOUSE. ANOTHER DAY. EVENING.

Mr. Wormwood dances up the walk twirling his hat on one finger.

He clicks his heels like Jimminy Cricket as he goes up the steps, and throws the door open --

INT. WORMWOOD HOUSE. EVENING.

Matilda is reading, and Michael is watching a Kung Fu movie on TV as Harry comes in. He walks up to Michael and announces:

MR. WORMWOOD

I'm great.

(to Matilda)

I'm incredible.

Mrs. Wormwood parades out with a bottle of beer and some chips.

MRS. WORMWOOD

Did we sell some cars today?

MR. WORMWOOD

(squeezing her bottom)

Did we?

(snaps fingers in

Michael's face)

Look sharp! Pencil and paper!

Michael blinks like a deer caught in headlights and digs frantically for pencil and paper -

MRS. WORMWOOD

Honeydew, does this mean I can get that new TV?

He gives her a bemused and condescending glance; and turns to Michael:

MR. WORMWOOD

Son, one day soon you'll have to earn your own living.

A look of abject terror crosses Michael's face: This is a new thought. He fumbles with and drops his just-found pencil. Wormwood takes out a grubby slip of paper, to consult:

MR. WORMWOOD (CONT.)

It's time you learned the family business.

(snaps fingers: write!)

The first car your brilliant father sold today cost \$320 and sold for 1158. The second cost 512 and sold for 2269.

MICHAEL

Wait, Dad, you're going too - (fast)

MR. WORMWOOD

(consults his grubby slip)

The third cost 68 dollars and sold for 999, and the last one cost eleven hundred bucks and I sold it for -

(unable to contain his glee) -
Seven thousand, eight hundred and thirty nine Big American boffos!
What was my profit for the day?

MICHAEL (simultaneously)

Dad, could you repeat the - (last)

MATILDA (simultaneously)

\$10,265.

MR. WORMWOOD

(to Matilda)

Shut your fat face.

(to Michael)

Okay, I'll repeat it -

MATILDA

It's 10,265. - Check it if you don't believe me.

Wormwood checks his paper. His face changes: to rage.

MR. WORMWOOD

You're a cheat! You saw my paper!

MATILDA

Did not.

MR. WORMWOOD

Did too!

MATILDA

From across the room?

He gives her a long hard stare.

MR. WORMWOOD

Are you being smart with me?

(advances toward her...)

If you're being smart, young lady, you're going to be punished.

MATILDA
Punished for being smart?

MR. WORMWOOD
For being a smart alec!

He grabs her hair, holds it tight. Obviously this hurts her.

MR. WORMWOOD
When a person is bad, that person
has to be taught a lesson!

Matilda blinks...an idea coming...

MATILDA
Person...?

As Wormwood pulls Matilda to her room and slams the door --

NARRATOR (V.O.)
Harry Wormwood, in his customary
flabby-lipped, flap-tongued, foul-
breathed and brainless approach to
rational discourse, had inadvertent-
ly given his daughter the first
practical advice she could use.

INT. WORMWOOD HOUSE - MATILDA'S BEDROOM. DAWN.

Matilda listens, hops out of bed, and hurries on tiptoes:

NARRATOR (V.O., CONT.)
He meant to say, "When a child
is bad." Instead, he said, "When
a person is bad..."

INT. WORMWOOD HOUSE - "MASTER SUITE". DAWN.

Matilda slips goes past her parents. They're snoring loudly.

NARRATOR (V.O., CONT.)
...and thereby introduced into
Matilda's mind a revolutionary idea:

INT. WORMWOOD HOUSE. MASTER BATHROOM. DAWN.

Matilda climbs up into the sink, opens the medicine cabinet,
and takes out the peroxide bleach bottle her mother uses and
the Miracle-Gro hair tonic her father uses.

NARRATOR (V.O., CONT.)

-- That children should punish their parents. - Only when they deserve it, of course.

Matilda pours out some tonic and adds some bleach to her father's tonic bottle.

She keeps glancing in at the sleeping parents. Will she get caught?

Matilda sniffs the sink: Smells like hair tonic. She runs a little water, wipes out the bowl with a handtowel, which she drops into the hamper.

The alarm clock goes off, loudly -

With concern but scarcely panic (Matilda has a preternatural calm), she twists the bottle tops back on -

Her parents groan, roll over -

Matilda climbs up on the sink, puts the bottles back on the shelf -

Her father rises from the bed -

Matilda leaps off the sink, vanishing behind the door just as -

Her father staggers into the bathroom. As he clears the door -

Matilda sneaks out behind him.

Mrs. Wormwood's eyes are open. Matilda hits the floor, crawls quickly out of the room.

Behind her, over the buzz of an electric razor:

MR. WORMWOOD (O.S.)

Michael! Michael, come in here!

INT. WORMWOOD HOUSE - HALL. EARLY MORNING.

Matilda crawls out into the hall as Michael shuffles past her, dopey with sleep. He stops, looks at Matilda quizzically.

MATILDA

Practicing my doggie exercises.

Michael shoves her with his foot [mistreating the "pet dog"] and moves on.

INT. PARENTS' BATHROOM. MORNING.

Dad puts down his electric razor, trims his nose hairs by shoving a gizmo up one nostril.

MR. WORMWOOD

All right, my boy, today's the day I
bring you to the shop, so look
sharp! (CONT.)

Dad begins to rub hair tonic into his hair --

MR. WORMWOOD (CONT.)

Appearance is 9/10ths of the law.
People don't buy a car! They buy
me! Which is why I, personally,
take such pride in my appearance.

As he massages his scalp, Wormwood's hair starts to whiten slightly.

MICHAEL

(noticing:)

Dad... Dad, your hair -

MR. WORMWOOD

Well-oiled hair, a clean shave, a
snappy suit -

-- rubbing a little hair tonic into his eyebrows --

MICHAEL

But Dad, I'm trying to tell you -

MR. WORMWOOD

You don't tell me, young man. I
tell you. Now run along and let me
finish my "toilette."

Michael exits, shrugging.

INT. KITCHEN. MORNING.

At the dinette table, Michael wolfs a stack of Eggo Waffles, and eats bacon with his fingers. Mom mixes up a big pitcher of Tang. Matilda sits in quiet anticipation, watching the door.

Wormwood enters, snaps his fingers at Michael:

MR. WORMWOOD

Okay, Big Mike! Today your training begins: family business, heir to the throne, diddle the customer...

Matilda and Michael stare: Dad's hair has turned ghastly white.

MR. WORMWOOD

What's for breakfast, lovekins? -

(to Matilda:)

What're you staring at?

Mrs. Wormwood turns around, with the whacking big pitcher of bright-colored Tang, the Breakfast of Astronauts:

MRS. WORMWOOD

Here we are, my heartstrings!

Pancakes, bacon, o.j. --

(seeing Wormwood)

AHHHHHHHHHHH!!!!!!!!!!

She drops the huge pitcher.

Wormwood whirls around, looks over his shoulder: is there something behind him?

MRS. WORMWOOD

Who are you trying to look like??

Wormwood thinks she means his suit, a hideous orange and green check, and he quickly checks the cut of his jacket.

MRS. WORMWOOD (CONT.)

Snickerdoodle - What did you do to your hair??

MR. WORMWOOD

My hair?

He pats his hair all over, and ducks into --

INT: WORMWOOD HOUSE - THE UNUSED DINING ROOM. DAY.

-- to check the gilt mirror, and SCREEEEEEAAAAAMS.

Wormwood bolts back into the kitchen --

INT: WORMWOOD HOUSE - KITCHEN. DAY.

MICHAEL

Why'd you dye it, Dad?

MRS. WORMWOOD
Because he's your father - He's a
complete moron!

MR. WORMWOOD
I didn't dye it!

MRS. WORMWOOD
You used my peroxide!

MR. WORMWOOD
I didn't touch your peroxide! -

MRS. WORMWOOD
That's peroxide, you repulsive
reptile!

MR. WORMWOOD
Well, you put it on my side of
the sink!

-- grabbing the chrome toaster and "finger-combing" desperately
in the mirrored side. Matilda looks on gleefully.

MRS. WORMWOOD
You expect to sell cars like that??

MR. WORMWOOD
I don't know, it looks...
distinguished!

He preens his head different ways, trying to see himself in the
best light. Failing that, he crams on a dumb pork-pie hat --

MR. WORMWOOD (CONT.)
No one will even notice.

CUT TO:

POV SHOT - EXT. WORMWOOD HOUSE. DAY.

Mr. Wormwood exits with his hat pulled very low, a UPS package
under one arm. Michael slinks behind, embarrassed by his
father's appearance. Matilda follows, carrying a large broom.

INT: UNMARKED CAR PARKED ON THE STREET. DAY.

In an unmarked car, TWO F.B.I. MEN (hulking dark Neanderthal
twins) are watching the Wormwood house. Their car is a tangle
of clipboards, cameras, binoculars, walkie-talkies. As

Wormwood walks past, they exchange raised eyebrows, and mutter in excessively grave voices into competing tape-recorders:

FBI 1

9:17 a.m. Suspect exits domicile.

FBI 2

I have 9:18.

FBI 1

9:17 is correct. Suspect in disguise.

CUT TO:

EXT. WORMWOOD MOTORS. DAY.

Garish display. Blinking signs ("Old Like New!", "We'll take your money!") day-glo colors, "revamped" cars painted intense primary colors. Mr. Wormwood drives into the lot. As he and his children get out, a SLIMY SALESMAN, 22, greets them:

SLIMY SALESMAN

Hey, Mr. Wormwood. Excellent hair.

Wormwood grunts, leads his children past a Mercedes, a Cadillac, an old T-bird, with signs: "Just Arrived!" "She'll Love You For This One!" "Hot From the West Coast!"

Wormwood double-takes at "Hot From The West Coast", and quickly yanks the "Hot" part of the sign down. To the Slimy Salesman:

MR. WORMWOOD

Be a little more discreet, huh, Roy?

He leads his children --

INT: WORMWOOD MOTORS OFFICE. DAY.

-- through the dreary little concrete block office, and out the back door [Matilda still carrying the broom] --

EXT: WORMWOOD MOTORS - JUNK HEAP GARAGE. DAY.

-- through a hole in a dilapidated wood fence, to a large, depressing "garage," where LUTHER, a large black man working without a mask, is spray-painting a garish color over a rusted old junker.

Wormwood takes off his hat proudly and indicates his domain:

MR. WORMWOOD
Michael...one day, all this will be
yours.

Michael looks around, underwhelmed: This...?

Luther stares at Mr. Wormwood's white hair with a sly, superior grin.

LUTHER
You workin' too hard, Mr. Wormwood.

Wormwood jams his hat back on and indicates a car with "\$100" written in the dust on its windshield --

MR. WORMWOOD
See this junker? Paid a hundred
clams for her. -

Matilda begins sweeping the shop, like a modern Cinderella.

MR. WORMWOOD (CONT.)
- She's gone 120 thousand miles,
transmission's shot, bumpers've
fallen off -- What do I do with her?

He smirks, full of himself, and draws two more zeros in the dusty windshield [making it read \$10,000] --

MR. WORMWOOD
Sell her!

SAME GARAGE - MINUTES LATER

Matilda and Michael are holding up a bumper on the junker as Mr. Wormwood waves a tube of SuperSuperGlue.

MR. WORMWOOD
We oughta weld these on, but that
takes time, equipment, money --
(applying glue)
-- so we use SuperSuperGlue!
(helps them press bumper on)
Ta da!

They step back. The bumper holds.

MICHAEL
Won't it fall off?

MR. WORMWOOD
Definitely!
(enjoys a nasty laugh)

MATILDA
Isn't that dangerous?

MR. WORMWOOD
Not to me! Okay. - Transmission:

SAME GARAGE - MINUTES LATER

Mr. Wormwood pours oil into an opening under the hood.

MR. WORMWOOD
These gears're so worn, the car'll
only drive backward!
We can put in transmission oil, but
that won't really help, not until I
add - sawdust!

-- pouring a coffee-can of sawdust into the same funnel...

MICHAEL
Sawdust???

MR. WORMWOOD
Smart boy! The sawdust quiets the
gears, makes it run sweet as a nut.
(smirks)
For a couple of miles.

MATILDA
But Daddy, that's cheating.

MR. WORMWOOD
No one ever got rich being honest!

Matilda looks at her father, shocked. He turns back to Michael:

MR. WORMWOOD (CONT.)
Now the transmission's quiet, but --

-- Sticks his arm in the window, points to the dashboard:

MR. WORMWOOD (CONT.)
-- She's still got all those miles
on her.

He picks up an electric drill with a wire extender, and grins.
He turns it on for a brief burst of drill sound:

MR. WORMWOOD (CONT.)

Twenty years ago we could turn the numbers back by hand, but the Feds like to test the ingenuity of the American businessman.

Wormwood leans under the hood, bumps his hat. Tries to get in position, can't. Leans back out, glances around -

No one to see him but Luther.

Wormwood takes his hat off, sets it down on the bench. Right next to the SuperSuperGlue.

Matilda stares at the glue.

MR. WORMWOOD

Michael, watch the speedometer.

Michael looks through the window and Matilda joins him. Mr. Wormwood starts the drill.

MR. WORMWOOD

Two-directional drill. Run it backward, and the mileage goes down.

Indeed. Michael and Matilda watch the numbers roll backward: 119,000...118,000...

Matilda looks up at her father with sadness and astonishment:

MATILDA

You're a crook.

MR. WORMWOOD

What?

MATILDA

Daddy... This is illegal.

Mr. Wormwood stares at her, his eyebrows jumping.

MR. WORMWOOD

Do you make money? Huh? Do you have a job??

MATILDA

Can't you sell good cars?
Don't people need good cars?

Wormwood grabs Matilda and pulls her to him. He talks nose-to-nose -- the drill bit unnervingly close to her face:

MR. WORMWOOD

Listen to me, you little wiseacre.
I'm smart, you're dumb.
I'm big, you're little.
I'm right, you're wrong. And
there's nothing you can do about it.

He lets go of her and resumes running the drill.

Matilda glowers at him, a fierce and dangerous look: Oh yeah?

A HORN HONKS. Wormwood bumps his head as he turns to see:

POV - EXT: WORMWOOD AUTOS. DAY.

Mrs. Wormwood drives up in her station wagon, honking the horn, waving a fist full of cash. On the seat next to her sits a huge cheap STUFFED RABBIT as large as Mrs. Wormwood.

MRS. WORMWOOD

I won! I won! I hit the double-
bingo! Come on, everybody, I'm
taking you to Cafe Le Ritz!

Mr. Wormwood comes out from under the hood -

Matilda is standing next to the bench, and Mr. Wormwood's hat.

MRS. WORMWOOD

God, your hair looks awful.

She wedges his hat tightly down over his head -

MRS. WORMWOOD (CONT.)

I hope they'll let you in -

MR. WORMWOOD

Of course they'll let me in.

As the family exits, CAMERA remains on: The SuperSuperGlue.

CUT TO:

EXT. SIDEWALK NEAR CAFE LE RITZ RESTAURANT. DAY.

The family piles out of Mrs. Wormwood's station wagon near the fancy-looking restaurant. Zinnia leads the way, clicking along happily on her high heels, waving her fistful of cash --

MRS. WORMWOOD

It's nice to go out sometimes, isn't it? You never take us out.

MR. WORMWOOD

I certainly do. We went to Flipper.

MRS. WORMWOOD

I don't remember any "Flipper" -

-- Giving Michael a quick "spitbath" with a Kleenex --

MR. WORMWOOD

The fish place. Used to be right next to my shop.

MRS. WORMWOOD

That was before Matilda was born.

MR. WORMWOOD

(as if it were Matilda's fault)
Exactly! Wasn't cheap either, \$37.25.
Woulda been 38 if I'd tipped him!

He grabs his wife's bingo winnings, stuffs them in his pocket.
He's the man, he will pay. He marches in ahead of his family.

INT. CAFE LE RITZ. DAY.

As the WAITER escorts them to their table, Zinnia whispers --

MRS. WORMWOOD

Harry, take off your hat.

MR. WORMWOOD

(struggling with hat)
I can't.

MRS. WORMWOOD

Don't be vain! This is a nice place,
you can't wear a hat inside.

The Waiter seats Mrs. Wormwood by the dessert cart. Zinnia is acting dainty, putting on airs. The Waiter gives Wormwood's hat a condescending glance. Zinnia jabs Wormwood: Take it off.

MR. WORMWOOD

...It's stuck to my head.

WAITER

May I take your hat, Sir?

Embarrassed, Mrs. Wormwood tries to snatch the hat off --

MRS. WORMWOOD

-- Nobody cares what your hair
looks like, Harry!

The hat won't come off. OTHER DINERS watch. Zinnia,
embarrassed, pulls harder, harder... Wormwood grips the table
to keep from being lifted up --

MR. WORMWOOD

Owww! Owwwwwwwwww!

Zinnia hikes a foot onto the edge of the table, and strains
with all her might.

-- The table goes one way, Harry and Zinnia the other; dishes
and water glasses and fancy desserts flying in all directions -

A raspberry tart lands in front of Matilda, who has been calmly
watching her parents. She picks it up and eats it.

CUT TO:

CLOSE UP ON WORMWOOD'S FACE.

MR. WORMWOOD

I will not be a figure of ridicule.

The CAMERA SLOWLY PULLS BACK...

MR. WORMWOOD (cont'd)

I want respect, and I want it now.

Harry is sitting in his pajamas in a high-backed chair on a
slightly raised platform: a throne.

MR. WORMWOOD (cont'd)

From now on, this family will do
exactly what I say, exactly when I
say it.

Behind him, Mrs. Wormwood is cavalierly hacking away at his hat
with a pair of shears. The CAMERA has pulled back far enough
for us to realize we are:

INT: WORMWOOD HOUSE. LIVING ROOM. EARLY EVENING.

Harry Wormwood has a foil TV dinner tray perched on his lap.
Below him on the couch, his subjects Michael and Matilda have
TV dinners perched on their laps.

MR. WORMWOOD (cont'd)

(edict:)

Right now, we will eat dinner and watch TV.

He punches the remote, turns on the TV: a very silly game show.
[NOTE: We'll create our own, and if possible, recruit an unlikely famous actor for a 15-second cameo as the Idiot Host].

Michael and Dad begin eating, and slowly over their faces settles the familiar pall of TV stupefaction. Matilda picks up a book and curls around it, oblivious to her mother and father's bickering:

MRS. WORMWOOD

I still don't see how you glued your hat on. I know you say you didn't, but it's obvious you did...

MR. WORMWOOD

The hat shrunk and the fibers fused to my hair. That's science, Zinnia.
(she nicks him)

OW!! I'm trying to eat, here -!

He grabs a napkin for his ear, notices for the first time:

Matilda is reading, raptly, with a faint smile.

Wormwood blinks, affronted. His face works with something like incredulity, only meaner. Harry shoves his TV dinner aside and moves in on her, until his nose is just an inch from her face.

Finally Matilda notices:

MATILDA

Hi, Dad.

MR. WORMWOOD

Are you in this family?

Matilda hesitates: Is this a rhetorical question, or has her father been reading her mind?

MR. WORMWOOD

ARE YOU IN THIS FAMILY??

MATILDA

Um...

MR. WORMWOOD

Dinner time is family time!

-- ripping the book from her hands and tossing it violently aside. He clamps his hands on Matilda's head and turns it toward the TV.

MR. WORMWOOD (CONT.)

You are a Wormwood!...And it's time
you started acting like one!

Wormwood grabs the remote control, and turns the volume up. He keeps one hand like a vice-grip on Matilda's head, forcing her to look at the TV.

And so she watches. But there is something new, powerful, and eerie about her expression.

Wormwood becomes engrossed in the show. On TV, the Idiot Game Show Host does something completely ridiculous. Michael, Harry, and Zinnia all laugh.

The CAMERA MOVES IN on Matilda's face...

And in on the TV set...

Matilda stares. (A FAINT SOUND EFFECT begins to resonate, very distant.) Is she really watching this?

Wormwood, still chuckling to himself, glances at Matilda with a nasty smirk -

INTERCUT FASTER AND FASTER, building intensity. We end with -

SMASHING CLOSE-UPS -

FIRE in Matilda's eyes -- as the FAINT SOUND becomes more articulated: Forest Fire SFX -

The family laughing -

TV GAME SHOW HOST laughing -

Matilda glowering -

BUILDING --

THE TV EXPLODES, shattering into a gazillion shards of glass and Japanese plastic. (End Forest Fire SFX)

Stunned silence. Matilda blinks.

The rest of the family sits there, dazed and bewildered.

MATILDA

Wow.

MICHAEL

Bummer.

There is a large smoking hole where the screen used to be.

Zinnia blinks, regains herself enough to glare at her husband:

MRS. WORMWOOD

I told you that was a cheap set.

MR. WORMWOOD

It's not a cheap set. It's a
stolen set. There's a difference.

Wormwood picks his way through the haze of smoke, and pokes at the shattered TV console. Matilda watches him with a puzzled expression: What really happened?

NARRATOR

Was it magic? Or coincidence?

(beat)

It is said we humans use only a tiny portion of our brains. Matilda might never have come to know her own great strength of mind, were it not for the events which began on the very next day...

CUT TO:

EXT. WORMWOOD MOTORS. NEXT DAY.

Matilda, dressed now in dirty mechanic clothes with a little patch that says, "Wormwood Motors, Matilda", sits on the concrete floor futilely scrubbing an oil stain which has been there for 20 years. Real Cinderella work.

She glances toward her father:

POV - EXT: WORMWOOD MOTORS - NEAR CARS. DAY.

Mr. Wormwood applies a garish price tag to the windshield of the junker he and his children worked on. Switches some other price tags around, raising prices...

And Wow, is that a bad haircut: A bushy sprout of white hair with skinned and bristly sides, and clumps of leather hat band stuck on randomly. Wormwood's big ears look marooned.

ANGLE ON MATILDA

Matilda hears the thud of heavy footsteps, and her little pail of water vibrates.

THE TRUNCHBULL (O.S.)
I WANT A CAR!

Curious, Matilda looks up, but the window in front of her is covered with a lattice-work of junk, spare car parts, tools, etc. All she can see is a wide swath of THE TRUNCHBULL's dress, and her father:

MR. WORMWOOD
Well then! You've come to the right joint! Come in, come in...

Wormwood dances forward, light of foot, to greet his customer.

THE TRUNCHBULL
(shakes his hand Krunch!)
Agatha Trunchbull. Headmistress
of Crunchem Hall Primary School.

(NOTE: Throughout this scene, we never see more than brief glimpses of parts of the Trunchbull - thick fingers, a bull neck. On the other hand, we almost always see all of Harry. At this moment, it is clear that the Trunchbull has captured Harry's hand and will not easily relinquish her captive:)

MR. WORMWOOD
Harry Wormwood.
(tries repeatedly to
extricate hand)
I...Really good to meet you..
(third try)
Umm. Would you mind...
(indicates his office)
This way please...

The Trunchbull releases his hand so she can enter his "private office," which resembles a concrete bunker.

Matilda slides along the outside of the building so she can peek in the office window:

The Trunchbull is now seated with her back to the window. All Matilda can see of her is one huge arm rippling with muscles.

THE TRUNCHBULL (O.S.)
I need a car. Inexpensive, but reliable. Can you service me?

Wormwood raises an eyebrow: A horrifying innuendo.

MR. WORMWOOD

Umm. In a manner of speaking, yes.
A car just came onto my lot -

THE TRUNCHBULL

I warn you, sir. I want a tight car, because I run a tight ship.

MR. WORMWOOD

I understand com - (pletely)

THE TRUNCHBULL

My school is a model of discipline.
"No violence, no learning" - that's my motto.

Wormwood glances toward the window, where he sees Matilda listening. He rises, walks toward her -

MR. WORMWOOD

(appreciatively:)
"No violence, no learning?"
(slams the window, almost catching her fingers)
Let's do some business.

CUT TO:

EXT. WORMWOOD MOTORS. DAY.

Matilda looks up from her scrubbing as The Trunchbull, whose face we still cannot see, drives away in the junker.

Wormwood waves after her and pulls a wad of cash from his pocket. He counts it contentedly as he saunters to Matilda:

MR. WORMWOOD

You're going to school.

MATILDA

I am!?!

MR. WORMWOOD

First thing in the morning.

Matilda throws her arms around her father's legs gratefully --

MATILDA

Oh Daddy! Thank you!

MR. WORMWOOD
 (with an unkind snicker)
 Heh. Yeah...
 (shakes her off his legs)
 You'll get a real education at this place.

CUT TO:

INT. MATILDA'S ROOM - WORMWOOD HOUSE. MORNING.

Matilda, excited, brushes her hair and makes sure her school sweater is buttoned right. She grins at herself in the mirror, then picks up her new school notebook and dashes out the door.

CUT TO:

EXT. CRUNCHEM HALL PRIMARY SCHOOL. DAY.

Mr. Wormwood drops Matilda off in front of Crunchem Hall Primary School: stark, pre-war brick buildings. CHILDREN mill, playing jump-rope and freeze-tag.

Wormwood's wheels "scratch off": You're on your own, kid.

Matilda enters the playground eagerly, wide-eyed.

NARRATOR (V.O.)
 Matilda had always wanted to go to school, both because she liked to learn, and because she wanted to escape her family. No matter how awful a school might be, it couldn't be worse than -

Like a gunshot: A whip cracks nearby.

Matilda whirls around, sees:

POV - THE TRUNCBULL STALKING THE YARD

For the first time we really see THE TRUNCBULL. Huge, hugely muscled, with a cruel, hammer-jawed face. Her brow is furrowed, her eyes are slits; her gait is predatory. She cracks the whip again: Whale as matador.

The OTHER CHILDREN move away from her with studied slowness: not wanting to attract her attention.

Matilda's eyes widen. She backs up warily, moving toward an open space between two buildings. The opening is as wide as a

board, and just Matilda's height. She glances once more at the enraged Trunchbull and squeezes into the opening.

Pitch black.

LAVENDER (O.S.)

Oww. -

MATILDA (O.S.)

- Sorry.

Two girls in this tiny space?!

LAVENDER (O.S.)

It's okay, it's better than being out there.

Gradually, we perceive two pairs of eyes in the darkness.

MATILDA (O.S.)

Who...is that?

LAVENDER (O.S.)

The principal, Miss Trun- (chbull)

The Trunchbull cracks her whip again, loudly, as children scatter like bugs across the playground.

MATILDA (O.S.)

...Holy moley.

HORTENSIA (a 6th grader with a boil on her nose) leans against the side of the building next to their hiding place:

HORTENSIA

You squirts better skedaddle.

Silence. Matilda and Lavender say nothing.

HORTENSIA (CONT.)

I'm not kidding. The Trunchbull likes to flick her whip in there to see who's trying to hide.

Lavender and Matilda bolt out. Glance at each other, shyly:

MATILDA

I'm Matilda.

LAVENDER

Lavender.

MATILDA
(to Hortensia)
She doesn't really...hit children
with that whip, does she?

HORTENSIA
It's mostly for scare.
(when Matilda looks relieved)
What she does is worse.

Matilda's eyes widen.

HORTENSIA (CONT.)
Like yesterday, in the second grade.
The Trunchbull always visits the
classrooms to show the teachers a
thing or two about handling kids...

INT. SECOND GRADE CLASSROOM. DAY.

The scene Hortensia describes, wildly exaggerated by Matilda's
imagination:

HORTENSIA (CONT., O.S.)
- And Julius Rottwinkle ate two
M&Ms during her lesson!

JULIUS, 7, is incredibly sly about it. Looks like he's just
rubbing his nose.

MATILDA (O.S.)
And she caught him?

HORTENSIA (O.S.)
Of course.

The Trunchbull strolls over, her back to Julius, then whirls,
grabs his mouth, squeezes it to reveal the M&Ms.

The rest of the class recoils in horror.

The Trunchbull hoists Julius by one arm and holds him over her
head, rears back -

The Teacher runs frantically to the window, throws it open -

Just in time:

Julius goes sailing out the open window -

MATILDA (O.S.)
Was he...Julius...okay?

BACK TO THE YARD

HORTENSIA

He lived, if that's what you mean -

LAVENDER

The Trunchbull used to throw the shot put in the Olympics. So...

MATILDA

So she does this all the time??

HORTENSIA

It's better than being put in The Chokey.

MATILDA

"Chokey"?

Again, everything's exaggerated by the children's imaginations:

INT. THE TRUNCHBULL'S OFFICE. DAY.

A medieval torture chamber, filled with terrifying apparatuses: Spider webs, chains... Matilda vividly sees:

HORTENSIA (O.S.)

It's a tall narrow cupboard. You have to stand in it, and the walls have broken glass and nails sticking out.

The chamber in Matilda's imagination sprouts nails and glass -

MATILDA (O.S.)

She puts kids in there?

Hortensia herself is shoved inside by Miss Trunchbull.

HORTENSIA (O.S.)

I've been in twice.

The door of The Chokey slowly closes on Hortensia. The Trunchbull starts to sing a showtune, from "Gypsy":

THE TRUNCHBULL

I am swell!

I am great!

I've got the whole world on a plate!

BACK TO THE YARD

MATILDA

But...Didn't you tell your parents,
didn't they -

HORTENSIA

They didn't believe me. I mean...
would your parents believe it?

Matilda knows the answer to that. At that moment --

SCREAMS. They all turn to see The Trunchbull on the warpath.
Oh my God, she's coming right at them. The Trunchbull stops in
front of Matilda and smiles maliciously:

THE TRUNCHBULL

Ahhhh. Fresh meat.

Matilda's eyes widen in terror. But before our heroine can
muster an answer, The Trunchbull shoves Matilda out of the way
and moves on to her target prey:

A small girl, AMANDA THRIPP, with precious blonde pigtails.

THE TRUNCHBULL

Amanda Thripp?

AMANDA THRIPP

Y-Yes, Miss Trunchbull.

THE TRUNCHBULL

What're those, hanging down by your
ears?

AMANDA THRIPP

You mean my pigtails?

THE TRUNCHBULL

Are you a pig, Amanda?

AMANDA THRIPP

(close to tears)

My...my mommy thinks they're sweet.

THE TRUNCHBULL

Your mother is a twit! And you are
a disgusting little piglet.

HORTENSIA

(under her breath)

Shot put.

MATILDA

What?

LAVENDER

Definitely.

THE TRUNCHBULL

You chop those things off before
school tomorrow or I'll -

AMANDA THRIPP

But...

THE TRUNCHBULL

"But?!" Did you say, "But?!"
I'll teach you to "but" me!

She lifts Amanda by her pigtails and whirls her around her head.

Matilda watches, aghast -

Amanda going faster and faster, a blur -

She flies up into the sky like a rocket -

HORTENSIA

Oh, good loft!

A NEARBY BOY

Yes, and an excellent release -

HORTENSIA

You think she'll hit the daisies?

ANOTHER OLDER BOY

Petunias.

In the distance, poor Amanda Thrupp finally lands - in daisies.

HORTENSIA

Very good, ma'am, a definite ten -

THE TRUNCHBULL

You're not sucking up to me, are
you, nosehair?

The bell rings -

HORTENSIA

Just telling the truth, Miss T.
That was an outstanding toss.

THE TRUNCHBULL

(athletic jargon)

Yes, I was focused, I felt loose -

(growls, cuffs her)

Get to class before I throw you in the Chokey.

The children run to the main building. The Trunchbull saunters behind.

Across the field, Amanda Thripp staggers to her feet like a drunken person. Apparently unharmed.

Approaching the main building, running beside Lavender, Matilda has a horrible thought:

MATILDA

Lavender. What's my teacher like??

CUT TO:

INT. MISS HONEY'S CLASSROOM. DAY.

MISS HONEY stands in front of the class. Her face, her voice, her madonna-like presence is simple, clear, and pleasing.

MISS HONEY

Children, we have a new student today, Matilda Wormwood. Now you all remember how scary it was on your very first day of school, so be especially nice to Matilda, and make her feel welcome.

CLASS

Yes, Miss Honey.

Lavender takes Matilda's hand and squeezes it, with a smile.

NARRATOR (V.O.)

Miss Honey was a wonderful teacher, and a friend to everyone, but she had a deep dark secret. Though it caused her great pain, she did not let it interfere with her teaching.

MISS HONEY

Matilda, you've come on a very good day, because we're going to review what we've learned so far. Please don't be ashamed if you don't understand any of this - (CONT.)

MISS HONEY (CONT.)

you're brand new - but if you do know any answers, just raise your hand.

(turning to the class)

Now most of you know how to count by twos. Is there anyone who doesn't?

CHARLIE, a slow-looking but endearing boy with thick glasses, raises his hand. He smiles gratefully when:

MISS HONEY (CONT.)

I know, Charlie, we'll work on it together. And you, Matilda, can you count by twos?

MATILDA

Yes, Miss Honey.

MISS HONEY

Could you recite for us?

MATILDA

2, 4, 6, 8, 10...

(point of information:)

I like to double things too. Two times 12 is 24, and two times 24 is 48, two times 48 is 96...

(sees teacher's expression)

I'm sorry, I forgot the question?

Miss Honey blinks. She is beginning to get a curious sensation, as if she is falling down a very deep hole.

MISS HONEY

Matilda...you can multiply?

MATILDA

Yes, Miss Honey.

MISS HONEY

How high can you multiply?

MATILDA

I don't know. I like 13. 13 times stuff, that's fun.

MISS HONEY

- 13 times 7?

MATILDA
(instant answer)
Ninety-one. No, I mean more
like...thirteen times three hundred
and something.

Miss Honey blinks. Trying to adjust to this unusual child...

MISS HONEY
Three hundred and...seventy nine?

Matilda nods, pleased with the question. Thinks...

MATILDA
Four nine two seven.

Miss Honey does her own hasty calculation with pen and paper,
and looks up with an odd expression. Beat.

MISS HONEY
Can you read, Matilda?

MATILDA
I love to read.

MISS HONEY
(with delight and fear)
What sort of books? The Berenstain
Bears, or -

MATILDA
Oh yes, those books are delightful.

Miss Honey seems relieved: The child's not a complete genius -

MATILDA
(shyly)
But lately I've been reading Dahl's
Chickens --
(flustered, corrects herself)
Charles Dickens.
(holds up "Oliver Twist")
I could read him every day.

Miss Honey is staring at Matilda with a mixture of joy and
spooked amazement:

MISS HONEY

So could I.

(realizes she is staring)

Now. Um - please take out your workbooks and begin on page 82.

Matilda, you may begin anywhere you like. - I'll...be back in a moment.

Miss Honey leaves the room --

INT. CRUNCHEM HALL PRIMARY SCHOOL. HALL.

-- and in the hallway, closes the door behind her and leans against the wall. Miss Honey glances back inside the classroom. Watches Matilda quite seriously attacking her workbook.

Miss Honey turns and looks down the hall. She summons her courage, to walk toward the door marked: "HEAD MISTRESS".

INT. THE TRUNCHBULL'S OFFICE. DAY.

The Trunchbull is waving a dart and singing scales:

THE TRUNCHBULL

La-la-la-la-la-la-la-la-la...

-- as she throws a dart. She sings the next chord higher --

THE TRUNCHBULL

La-la-la-la-la-la-la-la-la!

-- and throws a second dart.

A knock at the door. The back of the door is corkboard plastered with school photos of children, which have been punctured hundreds of times by dart holes.

THE TRUNCHBULL

Come in, come in, whoever you are.

Miss Honey enters, and a dart whizzes past her head.

The Trunchbull waves her dart "playfully":

THE TRUNCHBULL

Almost got you. Good to see you, Jenny. Good good good. Time for one of our little heart-to-hearts?

MISS HONEY
Ah, actually -

THE TRUNCHBULL
Remember the time I broke your arm?!
(laughs merrily)
But enough small talk. Get to the point.

Behind her The Chokey stands open. The nails are long, the glass very sharp. Over the door hangs a lucky horseshoe.

MISS HONEY
It's about the new girl in my class,
Miss Trunchbull. Matilda Wormwood.

THE TRUNCHBULL
Her father says she's a real wart.

MISS HONEY
A what?

THE TRUNCHBULL
A carbuncle, a blister, a festering
pustule of malignant ooze.

MISS HONEY
Matilda Wormwood is a genius.

THE TRUNCHBULL
She's a gangster.

MISS HONEY
The child is six years old and she
can multiply large sums in her head.

THE TRUNCHBULL
So can a calculator.

THWOK! goes a dart into a child's picture.

MISS HONEY
Miss Trunchbull, Matilda can read,
grown-up - (books)

THE TRUNCHBULL
- Anyone can learn to read, Miss
Honey. What are you driving at?

In what only she can make a menacing act, Miss Trunchbull
sips...from a glass...of water...

MISS HONEY

Um, I think Matilda might be happier in an older, more advanced class -

THE TRUNCHBULL

-- I knew it! You're trying to foist her off -

(overriding Miss Honey)

- Yes, on one of the other teachers!

Typical, slothful cowardice!

If you can't handle the little

viper, I'll lock her in The Chokey!

Get it??

MISS HONEY

Yes, Ma'am.

Beaten, Miss Honey heads for the door...

THE TRUNCHBULL

One day, Jen, you'll see that everything I do is for your own good. And the good of those putrescent little children.

Miss Honey turns politely at the door. Miss Trunchbull smiles, and postures in a muscleman pose.

THE TRUNCHBULL (CONT.)

I am the greatest.

CUT TO:

INT. CRUNCHEM HALL PRIMARY SCHOOL - HALLWAY. DAY.

Miss Honey walks down the hall, trying to control her tears.

Then she squares herself, determined, and detours to a door marked "SUPPLIES".

She opens the cabinet, and runs her hand down the shelf, stops at a stack of books marked: "SIXTH GRADE TEXT BOOKS".

INT. MISS HONEY'S CLASSROOM. DAY.

Her kindergartners are working industriously. Miss Honey, her arms full of books, stops by Matilda's desk, and puts down an armload of 6th grade workbooks and whispers:

MISS HONEY

Dear, why don't you try these instead?

CUT TO:

EXT. WORMWOOD HOUSE. DAY.

Matilda comes up the street happily, carrying her new school books. She glances at the FBI MEN parked outside. They meet her gaze, then slowly raise GO Magazines to cover their faces.

INT. WORMWOOD HOUSE. DAY.

Matilda comes in happily, passing a tall stack of precariously balanced UPS packages. Her mother's on the phone, chatting in a continuous stream of conversation as she pedicures her feet:

MRS. WORMWOOD

...He's just saying he has a tumor, to get back at Tiffany... Before. When she had that thing with Valerie's brother...

(to Matilda; brief, rhetorical)

How was school, dear?

(back to phone)

You're kidding...I love that show...

Matilda launches in, excitedly --

MATILDA

It was great! My teacher lets me do sixth grade work. Look - algebra and geography -!

MRS. WORMWOOD

(covering phone)

Why do you lie like this? Can't you see I'm on the phone??

(to phone)

What else was she supposed to do, the baby wasn't his... No way, they've got to be implants.

MATILDA

I'm not lying....Look, I have...
(holds up 6th grade texts)

MRS. WORMWOOD

(covers phone)

-- If you steal things, Matilda,
they're going to kick you out!

(turns back to phone)

You'd look great!...She waxes it.
Positive.

Matilda watches her mother talk. Knowing it is futile:

MATILDA

The principal is insane -- She threw
a girl over the fence by her hair.

Mrs. Wormwood rolls her eyes, presses the heel of her hand over
her ear to block Matilda out as she keeps talking:

MRS. WORMWOOD

(to phone)

On Oprah. Uh-huh. Put it on a card.

Matilda tries again, poignantly, saying this aloud just because
it feels good to say it:

MATILDA

I have the most wonderful teacher.

Mrs. Wormwood couldn't have understood the depth of this remark
-- even if she'd been listening. Matilda goes to her room.

CUT TO:

INT. WORMWOOD HOUSE - LIVING ROOM. LATER.

Matilda is reading, her TV dinner in front of her. Zinnia is
watching a brand new wide-screen TV: pro-wrestling.

The SOUNDS OF PHYSICAL EXERTION are loud, almost immediate --

-- and in fact, in the other corner, Michael and Mr. Wormwood
are acting out the wrestling match. Wormwood has Michael in a
bizarre and intimate grip, his fingers partially jammed up
Michael's nose -- as he simultaneously "announces" the match a
few seconds behind the TV ANNOUNCER:

MR. WORMWOOD

Killer is hurt! He's hurt, ladies
and gentlemen, he may not survive
this terrible terrible...(etc.)

Doorbell rings.

MR. WORMWOOD (CONT.)
Saved by the bell!

But the TV match is still on. They realize: it wasn't the TV.

The Wormwoods look toward the door with bewilderment, as if the bell had never rung before. Mr. Wormwood glances at his watch:

MR. WORMWOOD
Packages?...at this hour?

He goes to answer: . . .

INT/EXT. WORMWOOD HOUSE - FRONT DOOR. NIGHT.

Miss Honey stands at the door. Wormwood gives her the briefest glance -

MR. WORMWOOD
We don't want any.

He slams the door...on his own fingers. The door bounces back open, revealing Wormwood hopping around the room yelping in agony. Miss Honey steps in:

MISS HONEY
Mr. Wormwood? Are you all right?
(hopefully, as he
keeps hopping)
I'm Jennifer Honey, Matilda's
teacher...?

MR. WORMWOOD
What's she done now?!
(whirls on Matilda)
Go to your room!

MISS HONEY
She hasn't done anything.

MRS. WORMWOOD
(looks up, impatiently)
Then why're you bothering us?
This is our favorite show!

Miss Honey has to take a little breath. She's not accustomed to standing up to people, but in this case she feels compelled:

MISS HONEY

Mrs. Wormwood, I came here because I think this is important, much more important than any TV show. I want to discuss your daughter's future.

Mrs. Wormwood turns up the volume.

Miss Honey spots Matilda hiding in the hallway, listening. Miss Honey, fighting her natural gentleness, raises her voice to be heard over the TV:

MISS HONEY

I'm certain you're aware by now that Matilda has a brilliant mind. --

MR. WORMWOOD

(hoots derisively)

Yeah, right. Mikey, get me a beer.

Michael digs in a large plastic cooler near the TV set.

MISS HONEY

(pushing onward)

Her math skills are extraordinary, and she's reading material --

MICHAEL

(offering a beer to Miss H)

Want one?

MISS HONEY

No thanks -- material I didn't see until my second year of college.

MRS. WORMWOOD

Oooh, "college".

Wormwood noisily opens his beer, spattering Miss Honey.

MISS HONEY

With private instruction, she could be ready for college in only a few years.

MRS. WORMWOOD

Look, Miss Snit. You think a girl gets anywhere acting intelligent? Just take a look at you and me --!

Mrs. Wormwood lifts her ample chest, preening --

MRS. WORMWOOD (CONT.)

You chose books. I chose looks.

Miss Honey's eyes widen: Mrs. Wormwood is hardly a beauty.

MRS. WORMWOOD (CONT.)

I got a nice house, great husband -

(Mr. Wormwood grins)

-- and you're slaving away teaching
snot-nosed children their ABCs. And
you want Matilda to go to college?!

MR. WORMWOOD

I never went to college. And I
don't know anybody who did. Bunch
of Koreans and hippies and cesspool
salesmen.

MISS HONEY

Let's not sneer at education, Mr.
Wormwood - if you became ill, your
doctor would be a college graduate.
Or suppose you were sued for selling
a faulty car? The lawyer who
defended you -

MR. WORMWOOD

What car?! Sued by who?! Who have
you been talking to?!

Miss Honey stops trying, and just stares at the Wormwoods.

MISS HONEY

I'm sorry, I shouldn't have come.

MRS. WORMWOOD

We oughta sue you for interrupting
our show!

Miss Honey nods and heads for the door. But as she looks back
one last time, she sees:

POV - INT: WORMWOOD HOUSE - HALLWAY TO BEDROOMS. NIGHT.

Matilda is eavesdroppng.

She and Miss Honey exchange a long poignant look...

And Miss Honey goes.

CUT TO:

INT. MISS HONEY'S CLASSROOM. DAY.

Happy but controlled chaos. Miss Honey's class is building a water system: fitting sections of PVC pipe together, devising a path for pipes to move water through a water wheel.

In the midst of this busy activity, Matilda is engrossed in measuring the waterwheel, making calculations:

MATILDA

Every revolution moves 12 cubic centimeters of water... (CONT.)

Miss Honey is watching Matilda with particular pride...

MATILDA

...and there are 238 revolutions per hour, so how many liters are moved in a day? Ummm...

Her mind whirrs happily toward the answer - until she notices Miss Honey watching her.

She stops her calculation, shyly slips her hand over Miss Honey's and squeezes.

MATILDA

Thank you.

For everything. For coming to my house, for noticing me...

Miss Honey squeezes back...but her expression has changed to something more thoughtful. She leans down, speaks softly:

MISS HONEY

Matilda. If you ever need a friend, a grown-up?, you can always come to me.

Matilda looks up at her with those great big eyes...

MATILDA

I will do that.

A sweet and solemn vow has been exchanged. Suddenly the mood is broken by a voice booming over the LOUDSPEAKER:

THE TRUNCHBULL (O.S.)

HOP TO! HIPPEY HOP! THE ENTIRE SCHOOL WILL GO TO THE ASSEMBLY ROOM IMMEDIATELY!! NO EXCUSES.

The children instantly stop their work and scramble to form a single-file line.

INT: CRUNCHEM HALL PRIMARY SCHOOL - HALLWAY. DAY.

Out of every classroom, children stream silently in perfect lines. It looks like a '50s film about the proletariat Communist masses...

INT: SCHOOL ASSEMBLY ROOM. DAY.

The last of 250 children take their seats.

Miss Trunchbull stands up on stage glaring at the assembly. The stage is bare except for a small table and chair.

Matilda whispers to Lavender:

MATILDA

What's up?

Lavender shrugs: beats me.

Miss Trunchbull signals, and from off-stage, a HAGGARD OLD WOMAN out of Dickens shuffles out carrying a cardboard box. She sets the box down like a lonely symbol in the middle of the table. Absurdist theater.

Miss Trunchbull smiles grimly at the assembly. Her voice is low, the menacing whisper of absolute authority:

THE TRUNCHBULL

Bruce Bogtrotter.

There is a slight stir among the assembled children, but no one responds.

THE TRUNCHBULL

Will little Brucie come up here?

BRUCE BOGTROTTER, 10, stands. Terrified. All eyes on him.

Alarmed, Lavender clutches Matilda's arm and whispers:

LAVENDER

He's my cousin!

Young Bruce climbs warily up onto the platform. He is a stout boy, and he is beginning to perspire lightly. What can Miss Trunchbull have in mind?

Miss Trunchbull approaches him, and Bruce shuffles backward.

THE TRUNCHBULL
(booming voice)
This boy, Bruce Bogtrotter, is a
member of the Mafia!

Stunned silence. Bruce's eyes pop wide.

THE TRUNCHBULL (CONT.)
The Mob! The Cosa Nostra! He's a
thug, a thief, a crack-addict!
(whirls on Bruce)
Confess!

BRUCE BOGTROTTER
I don't know what you're talking
about.

THE TRUNCHBULL
Cake! Chocolate CAKE! You snuck
like a serpent into the school
kitchen and ate my personal snack!
(closer, evil)
Do you deny it??

ON BOGTROTTER'S FACE

A tortured moment: To be honest or not.

NARRATOR (V.O.)
In every life there comes a moment
when you can stand up against the
forces of tyranny, or run away like
an ostrich with diarrhea.

THE TRUNCHBULL (O.S.)
Admit it! Cook saw you do it!

NARRATOR (V.O.)
For Bruce Bogtrotter, this was that
moment. Should he...
(as THE CAMERA moves in)
...tell the truth, or play it smart?

THE TRUNCHBULL
(seductive, evil)
Tell me, did it taste scrumptious?

Bruce looks up....way up...at the Towering Trunchbull...

BRUCE BOGTROTTER
To be honest, my Mom makes a
better one.

The children in the assembly room gasp.

The Trunchbull sways triumphantly, and leans in to say softly:

THE TRUNCHBULL
Oh she does, does she?
(then)
How can you be sure unless you have
another piece?
(smiles, relishing this)
Do you know what Cook did? Cookie
baked a whole new cake.

The Trunchbull lifts the box up: and under it, on the table,
is a HUMONGOUS CHOCOLATE CAKE - enough to feed 20.

THE TRUNCHBULL
Sit down, Bog. Have a slice.

She places her hand on top of his head, and shoves Bruce down
onto a chair. Lifting her knife menacingly -

Another GASP from the children: will she stab him?

Lavender clutches Matilda -

The Trunchbull slices...into the cake. She cuts off a HUGE
piece and slaps it down in front of Bruce, right on the bare
table. Bruce looks at it warily. Is it poison?

Lavender whispers, half-aloud:

LAVENDER
Don't eat it.

Bruce Bogtrotter looks up at The Trunchbull, politely.

BRUCE BOGTROTTER
I don't want any, thank you.

THE TRUNCHBULL
Of course you do. It's delicious.
(gripping his neck)
Do it! Now!

A ripple runs through the row where Matilda and Lavender sit:
It's poison...There's broken glass in it. Lavender whimpers.

With The Trunchbull's sinewy hand gripping his neck, Bruce picks up a fork, and takes a bite of chocolate cake.

From the assembled children, a faint fatalistic groan.

Bruce smiles: This is good. Takes another bite. And another. Quickly devours the slice.

In the assembly, the children murmur: What's going on? Trunchbull wouldn't just give him some cake just to...eat?

THE TRUNCHBULL
Go on. Have another slice.

BRUCE BOGTROTTER
(mouth full)
Mmmm. No, thanks.

THE TRUNCHBULL
Eat it!

The Trunchbull seizes Bruce by the hair and positions his face over the giant cake:

THE TRUNCHBULL (CONT.)
You wanted cake, you've got cake.
You will not leave this platform
until you have consumed the entire
confection. Is that clear?

Bruce looks up at her...Looks out at the groaning Children...At the cake...Back at the Trunchbull. And he begins to eat.

SERIES OF DISSOLVES

As Bruce attacks the cake. Slice after slice after slice...

Half the cake gone...

Lavender and Matilda watch with horrible fascination:

LAVENDER
Poor Bruce...

The Trunchbull looks on, sipping imperiously from a glass of water. Three-quarters of the cake is eaten...

Children strain for a better look: This is incredible. Amanda Thrupp is praying. Lavender whispers to Matilda, with horror and disgust:

LAVENDER

He's going to puke...I can't look.
(then, peeking)
Is he going to puke?

Bruce's pace is slowing, but he keeps on with dogged determination...

His mouth bulging like a hamster's...

Children whisper, the news travelling down each row:

CHILDREN

He's going to blow lunch...Gross...
puke...hurl right in her face...
Ralph...blow chunks...

Bruce's jaws work, he's trying to swallow, but he gags -

Trunchbull glaring at him, daring him to swallow -

In the assembly, the Children are silently cheering Bruce on.
A VOICE escapes, rings out:

KID IN AUDIENCE

You can do it, Brucie!

The Trunchbull whirls, glares at the assembly. As this incipient mutiny quiets, she turns slowly back to:

Bruce, who has stopped eating and is staring out at the assembly. He smiles.

Slowly he stands, weaving dizzily like a confirmed alcoholic...

The crowd quiets. Is he about to pass out?

No. Instead he points into the audience, as if to thank them
...and bows drunkenly...

The Trunchbull - completely baffled by this weird behavior -
slaps him on the back of his head -

He looks up at her defiantly -

And turns back to the cake. Digging in with both hands, he
stuffs huge pieces into his mouth -

The Trunchbull moves forward, towering and intimidating, hoping
her presence will throw him off his bite -

No such luck. The audience starts to cheer again, subtly.

Only two slices remain. Bruce gobbles faster, faster, choking down the gooey, chocolatey mass. Finally he puts his face right down in the cake, and eats it like a dog gobbling Kibble.

As the Trunchbull watches in horror, the children openly cheer:

CHILDREN

Go, Bruce!

Three bites left...two bites...one -

Bruce stands in triumph: face smeared, jaws still chewing massively. He picks up the cake plate, gives it a final swipe with his tongue. All done!

The assembly room erupts in cheering, clapping, yelling. The children are on their feet --

CHILDREN IN THE ASSEMBLY

Good work, Brucie! You did it!
(etc.)

The Trunchbull yanks the cake plate out of his hands -

Raises it over her head...

And brings it crashing down on little Brucie's skull.

Glass flies everywhere.

Stunned silence.

Bruce smiles again. Too besotted by cake to feel any other sensation.

As the other children resume their cheering --

WHACK! The Trunchbull hits the table with her riding crop.
WHACK! WHACK! WHACK!

The Audience goes deathly quiet, sensing something awful...

THE TRUNCHBULL

The entire assembly will stay five hours after school and copy from the dictionary. Any children who object will go into The Chokey. Together!

CUT TO:

EXT. WORMWOOD HOUSE. NIGHT.

The streetlamps are on when the schoolbus drops Matilda at the corner. She runs toward her house, passing the same FBI car that has been sitting out front the entire movie.

Matilda pauses to peek into the car - the FBI twins are watching an episode of "THE FBI" on a dashboard TV - and then hurries toward the side door --

INT. WORMWOOD HOUSE - KITCHEN. NIGHT.

She enters, encounters her father's glowering face. He is opening UPS packages with a carton-boy's razor knife:

MR. WORMWOOD

Young lady, where were you??

MATILDA

Miss Trunchbull kept us late 'cause this boy ate some chocolate cake.

Wormwood stares at her in disgusted disbelief.

MR. WORMWOOD

That is the worst lie I ever heard.

MRS. WORMWOOD

I can hardly believe she's your daughter, Harry.

MR. WORMWOOD

Do you see these??

(indicates packages)

They were piled outside for the world to see because you weren't here to bring them in!

Am I talking to a wall?!

Do I make myself clear?!

MRS. WORMWOOD

I don't think it's fair, Bum-kins.

Wormwood turns, dismayed that his wife is apparently supporting Matilda. Has she lost her mind? Mrs. Wormwood's plump lower lip trembles in a pout.

MRS. WORMWOOD

You get all this stuff from catalogs and I never get anything...

MR. WORMWOOD

It isn't catalogs, it's car parts.
Sweetness, it's business!

MRS. WORMWOOD

If they're car parts, how come you
don't have 'em sent to the office?

MR. WORMWOOD

(irritated, isn't it obvious?)
Because the cops might be watching
the office!

Matilda is making herself a bread-and-butter sandwich.

MATILDA

The cops are watching the house.

MR. WORMWOOD

What?

MATILDA

They're parked outside right now.

Wormwood stares at her, then yanks open the kitchen door.

MR. WORMWOOD

Where?

Mrs. Wormwood peers out, and then breaks into laughter.

MRS. WORMWOOD

Oh come on, those guys're speedboat
salesmen! Really nice guys, they -

MR. WORMWOOD

Speedboats? There's no lake around
here.

MRS. WORMWOOD

Yes, but some people go away on
weekends. Some people have fun.

MATILDA

And some people are cops.

MR. WORMWOOD

They are NOT cops!

MATILDA

Are too!

MR. WORMWOOD
Are not! I ought to know if cops
are watching my house!

MATILDA
(under her breath)
That's right, you should.

He stares out again, with the faintest flicker of worry, then dismisses it by giving Matilda a little boot --

MR. WORMWOOD (CONT.)
Y' lying little earwig.

CUT TO:

Happy Music Intro To:

EXT. FIELD AND STREAM. DAY.

Matilda, Lavender, and Bruce Bogtrotter skip through a field of high grass. They carry nets, sticks, jars, and other "hunting" paraphernalia.

NARRATOR (V.O.)
It's said that all great ideas come
from hard work and careful planning.
Such things have their place, but
truth is that luck almost always
plays a part.
So it was with the newt.

The three compatriots dash down a hill toward a small creek, revelling in their freedom. It's the first time we've seen Matilda behave completely and exuberantly like a small child.

NARRATOR (V.O.)
On this Sunday afternoon, Matilda,
Lavender, and Lavender's cousin
Bruce went forth in search of
copperheads, sea monsters, and
cottonmouths...

(drily)
...or anything else they might
catch in a jar.

The three children hurtle into the creek, flailing their nets and shouting with abandon -- and presumably scaring away any nearby forms of wildlife.

LAVENDER
A bug!

She churns off in pursuit of something. The others join in, all shouting: "A bug! A bug!"

They swing their nets wildly, frothing the surface of the water, their voices joined in a chorus of shrieks and shouts.

Lavender raises her net above the water and recoils in alarm: there's something in there -

As the others circle around to see, the CAMERA MOVES IN ON Lavender's alarmed but curious face...

LAVENDER

Oooh...What is it?

CUT TO:

EXT. CRUNCHEM HALL PRIMARY SCHOOL. MORNING.

Lavender is holding a small glass jar with holes punctured in the metal top. Matilda and Bruce and OTHER CHILDREN surround her on the school steps. Overlapping dialogue:

CHILDREN

- It's a salamander.
- It's a chameleon.
- No, no, a chameleon would have changed color to look like the jar.
- The jar is like, totally clear.
- So it would turn invisible.

Matilda and Bruce Bogstrotter are paging through large science textbooks, and Matilda finds the answer first --

MATILDA

It's a newt. "Any of the small, semi-aquatic salamanders from the genus *Triturus*..."

Bruce Bogtrotter picks it up --

BRUCE BOGTROTTER

"Some are brightly colored and secrete irritating substances."

Suddenly, as if responding to some psychic signal we don't perceive, the children stop talking. Lavender slips the newt jar into her pocket. They disperse. As they do, we see:

The Trunchbull.

Her face is red, sweaty, puffed out like a blowfish. She's pushing her "new" car into the school parking lot. The car's engine is off, but the car continues to make WEIRD CLANKING NOISES.

Just as she's about to blow her stack: She steps in dogshit.

The Trunchbull looks up in a rage: and sees Matilda.

THE TRUNCHBULL
Wormwood!!!!

CUT TO:

INT. CRUNCHEM HALL PRIMARY SCHOOL. HALL. DAY.

Miss Trunchbull hauls Matilda by the hair, down the hall. Matilda's in pain, but doesn't make a sound. Her expression is the same as when her father mistreats her. (Fast dialog:)

THE TRUNCHBULL
Teach you a lesson -

MATILDA
What lesson -

THE TRUNCHBULL
Your father's a hoodlum, and you're
a hoodlum too! -

INT. MISS TRUNCHBULL'S OFFICE. DAY.

Miss Trunchbull drags Matilda toward -- THE CHOKEY.

MATILDA
(fiercely)
I'm nothing like my father!

THE TRUNCHBULL
You're his spitting image.

-- spittle flying in punctuation. She shoves Matilda into The Chokey and slams the door. Locks it thoroughly.

THE TRUNCHBULL
The apple never rots far from the
tree.

The CAMERA PULLS BACK...

The Trunchbull's FOOTSTEPS echo away...

Silence.

The schoolbell RINGS.

INT. MISS HONEY'S CLASSROOM. MORNING.

The class is scurrying frantically to clean up desks, sharpen pencils, etc. Miss Honey is quickly unbraiding a little girl's pigtails -- they're taking no chances, because:

MISS HONEY

Children: Miss Trunchbull teaches
our class today, so we must all -

Lavender rushes in the door, up to Miss Honey, but before she can speak, Miss Honey, who's a little frantic, says:

MISS HONEY (CONT.)

Lavender, will you fetch Miss
Trunchbull's water, please?

LAVENDER

But Miss Honey, Ma- (tilda)

MISS HONEY

Quickly!

Lavender heads for the sink. Her newt jar bulges visibly in the pocket of her dress.

MISS HONEY (CONT.)

(to the class)

Remember: Don't speak unless she
speaks to you. Don't laugh, or
smile, or even breathe loudly -

THE TRUNCHBULL (O.S.)

Don't breathe at all!

A "joke." Miss Honey turns, sees Trunchbull casually twirling a baseball bat like a baton. Children scurry to their seats.

Miss Honey surveys the class...sees Matilda's chair is empty. She turns to Lavender and mouths silently: Where's Matilda?

Lavender mouths, with an "I was trying to tell you" attitude: In the chokey! -- putting hands around her own neck: Choke-y!

Miss Honey registers alarm, and hurries out of the room --

INT. CORRIDORS, ON THE WAY TO THE TRUNCHBULL'S OFFICE. DAY.

Miss Honey runs, faster and faster -- more and more anxious --

INT. MISS TRUNCHBULL'S OFFICE. DAY.

-- Miss Honey flies through the door and rushes to The Chokey. Locks. Many locks, and bars. Like the inside of a New York City apartment.

Frustrated, hurrying, Miss Honey undoes them -

The door swings open, and Matilda throws herself into Miss Honey's arms. For one long sweet moment, the child and her teacher embrace...

INT. MISS HONEY'S CLASSROOM. DAY.

Miss Trunchbull has a FRECKLED BOY by the ankles, and is holding him upside down as she berates Miss Honey's class --

THE TRUNCHBULL

I've never seen such a scrofulous collection of scrods in my entire career! -

-- when Miss Honey shepherds Matilda back into the room. The children stare, amazed. There is complete silence until:

THE TRUNCHBULL

Miss Honey, this is the most interesting thing you've ever done.

(promising retribution:)
Congratulations.

She drops the Freckled Boy on his head, casually.

Lavender sets a water pitcher in front of Miss Trunchbull. The newt jar no longer bulges from her dress pocket.

THE TRUNCHBULL

(to Lavender)

Thank you, you squirming worm of vomit.

(whirls on a small boy,

NIGEL:)

Who are you?

NIGEL

Nigel?

THE TRUNCHBULL

Nigel what?

NIGEL

Nigel Hicks.

THE TRUNCHBULL

Nigel Hicks what?

A tiny, puzzled beat.

NIGEL

Um...that's it, unless you want my middle name?

THE TRUNCHBULL

I don't want your middle name, you festering wart! I want my name!

NIGEL

Your name is Miss Trunchbull.

THE TRUNCHBULL

I know that! I want you to say it -

NIGEL

"Miss Trunchbull?"

THE TRUNCHBULL

I want you to say it as a form of politeness when you speak to me!

NIGEL

Oh.

THE TRUNCHBULL

Oh, what?

Beat. He so terrified and confused now he can't even speak.

THE TRUNCHBULL

Oh, what?!!!

NIGEL

"Oh...say can you see
By the dawn's early light?"

Miss Trunchbull glares at him with tremendous savagery. Poor Nigel lowers his eyes... He's beaten. She whirls on LIZA, a chubby girl with freckles:

THE TRUNCHBULL
Can you spell?

LIZA
Um - um - Miss Honey taught us to
spell a long word yesterday.
"Difficulty."

THE TRUNCHBULL
There's not a kindergarten in the
world that can spell "difficulty,"
you bleeding nose crust.

Liza gives a signal, and -

CLASS, IN UNISON
"D..I..F-F-I..C..U..L-T-Y."

Miss Trunchbull doesn't like this. Liza adds, helpfully:

LIZA
Miss Honey taught us with a poem.

THE TRUNCHBULL
(pleased, gathering evidence)
With a po-em?

The class recites, on Liza's signal:

CLASS
"Mrs. D, Mrs. I, Mrs. F-F-I,
Mrs. C, Mrs. U, Mrs. L-T-Y."

THE TRUNCHBULL
"Mrs. D., Mrs. I" -- Why are all
these women married?!
(to Miss Honey)
You're supposed to teach spelling,
not poetry -

Miss Honey shrinks, cowed. Miss Trunchbull whirls on poor slow Charles, the endearing boy who was bad at math -

THE TRUNCHBULL
What's two times seven?

CHARLES
Um. Sixteen?

The Trunchbull grabs him by the ears -

CHARLES (CONT.)

18! It's 18!

The Trunchbull lifts him up in the air by his ears -

CHARLES (CONT.)

15? No, no, no, 21! It's 21!

MISS HONEY

Please don't throw him, Miss Trunchbull.

THE TRUNCHBULL

(as if this were idiotic)

Throw him? I wouldn't throw him, Miss Honey. Let the punishment suit the crime! If his ears don't work, I'll pull them off!

Charles' eyes bulge. The entire classroom watches in horror. Charles' ears seem to be stretching slightly. Miss Trunchbull sees the children's expressions -- and drops Charles.

THE TRUNCHBULL

Everyone thinks I'm so horrible.
I'm not, I'm just misunderstood.
And I happen to be someone who -
(wild and ugly:)
- absolutely detests small children!!!

She pours some water into her glass and guzzles it. She puts the glass down.

Some children snicker...

Trunchbull looks at them, outraged. With quiet control:

THE TRUNCHBULL

What is it?

A few more children giggle...

THE TRUNCHBULL

Well, spit it out! I like a joke as well as the next fat person!

Silence. Some kids have their hands gripped over their mouths, to keep from laughing. They stare at the teacher's desk:

Slowly The Trunchbull's eyes follow theirs...to the desk...to:
HER WATER GLASS. Where the NEWT is swishing around happily.
The Trunchbull screams an ear-shattering scream:

THE TRUNCHBULL
It's a snake! A SNAKE!!

MATILDA
Actually, it's a newt.

THE TRUNCHBULL
What did you say, Wormwood?!

MATILDA
I - It's a newt, Miss Trunchbull.
(seeking reassurance)
Isn't it, Miss Honey?

THE TRUNCHBULL
Stand up, you villainous sack of
goat slime. You did this.

MATILDA
No, Miss Trunchbull.

Lavender looks scared. Should she speak up?

The Trunchbull advances on Matilda:

THE TRUNCHBULL
You didn't like The Chokey, did you?
Well, Miss Putrid Fungal Sack of
Sewage! Have you ever heard of
Leavenworth Prison?

Matilda is so petrified with fear, she looks calm.

MATILDA
In Kansas?

THE TRUNCHBULL
I am leaving this room and calling
the local SWAT TEAM, who will take
you immediately, without trial, to
Leavenworth, where you will rot
behind bars for the next forty-seven
years.

MATILDA
For what, Miss Trunchbull?

THE TRUNCHBULL
For this newt, you pissworm!

MATILDA
But I told you. I didn't do it.

THE TRUNCHBULL
(her face red, puffy)
Who cares?!

Matilda stares at The Trunchbull narrowly. We've seen this look before...and we begin to hear Forest Fire SFX.

THE TRUNCHBULL (CONT.)
- I'm going to punish you anyway!

CUTTING BACK AND FORTH:

From Matilda's face - closer and closer -

To Miss Trunchbull's face - closer and closer -

THE TRUNCHBULL (CONT.)
- Because I'm big and you're small!,
and I'm right and you're wrong!, and
there's nothing you can do about it!

To the glass of water - closer and closer -

-- Rhythm accelerating as the CAMERA moves in.
The Trunchbull's face is right over the pitcher and glass --

ZOOM IN on Matilda's pupils -

Fire in Matilda's eyes... The Forest Fire SFX grow louder -

THE TRUNCHBULL (CONT.)
- In this classroom...
In this school...
In this universe...
I am GOD!!!!

On the word "God", the GLASS EXPLODES! The newt flies up onto the Trunchbull's dress -

The Trunchbull screams, and tears at her clothes in a frantic, aboriginal dance, trying to get away from the newt.

The class erupts in laughter. Nigel scoops up the newt to rescue it. The Trunchbull, soaked and shaking, points at Matilda accusingly.

MATILDA

I didn't move!

MISS HONEY

She didn't, Miss Trunchbull. Nobody did. It just...happened.

The Trunchbull eyes the class coldly. Their giggling dies.

THE TRUNCHBULL

I'll be watching you. Each and every one. I'll be there when you turn the corner. When you go to your little cubbies to get your smelly little coats...When you skip merrily to lunch...I'll be watching.

She turns and glares at Matilda with cruel eyes:

THE TRUNCHBULL

And especially...you.

She leaves.

Beat. Miss Honey looks about helplessly at the mess:

MISS HONEY

Class, why don't you go outside and run around for a while.

The children scamper out, buzzing about what they've just seen. Matilda stays. She slowly approaches Miss Honey's desk.

MATILDA

Miss Honey?

(when Miss Honey looks up)

Miss Honey, I did it.

MISS HONEY

You did what, Matilda?

MATILDA

I knocked the glass over.

MISS HONEY

Ohhh. Sweetheart.

(pats her gently)

Don't let Miss Trunchbull make you feel that way. Nobody did it, it was an accident.

MATILDA

No. I did it, with my eyes.
Watch, I'll show you.

Matilda sets up the water glass, filling it from the pitcher.

Miss Honey watches with a curious expression (she's seen Matilda do remarkable things before):

Matilda stares hard at the glass. Nothing happens.

Matilda's brow furrows. Her eyes stare so hard they almost cross. Nothing happens.

Her lips move slightly; Go. Go. The glass does not budge.

Dismayed, Matilda looks at Miss Honey:

MATILDA

I really did knock over the
Trunchbull's glass, Miss Honey.

Miss Honey hugs Matilda.

MISS HONEY

It's wonderful you feel so
powerful, Matilda. Many people,
including myself, don't feel
powerful at all in the face of Miss
Trunchbull.

MATILDA

(crestfallen)

You don't believe me.

Something about Matilda makes Miss Honey almost believe her.
Of course it's completely impossible, and yet...

MISS HONEY

(tenderly)

I believe in you, Matilda. I think
you should believe in everything you
have inside you. Believe it with
all your heart.

They smile at each other.

MISS HONEY (cont'd)

Matilda, would you... Would you
like to come to my house? We could
talk. Not about this even. Just...

MATILDA

I'd like that very much, Miss Honey.

CUT TO:

EXT. CRUNCHEM HALL PRIMARY SCHOOL. DAY.

From a great distance, we see the wispy young woman and wispy young girl exit the schoolyard. Matilda takes Miss Honey's hand, and skips happily.

EXT. RESIDENTIAL NEIGHBORHOOD. DAY.

Large old friendly houses, some modest, some rather grand. The kind of neighborhood your grandmother might have lived in.

Still from a distance: Matilda is trotting beside Miss Honey with wild little hops. Her fingers fly in the air as she speaks, her words going off like fireworks, with terrific speed. Miss Honey laughs, listening attentively as they walk. Sweet MUSIC plays; this feels like a 1960s love montage...

Then Miss Honey stops, and Matilda sees her staring at:

POV - EXT: A LARGE OLD HOUSE. DAY.

A large old house, almost a mansion, commands a broad lot. The gardens are overgrown, and the dilapidated house seems slightly ominous. A ruined child's swing is overgrown with late roses.

MISS HONEY

That's where Miss Trunchbull lives.

MATILDA

Why is there a swing?

Miss Honey doesn't reply, but gently leads Matilda on.

MISS HONEY

Matilda, I'll tell you a story.

As they walk, the houses get further apart, and soon countryside takes the place of residential streets...

MISS HONEY (cont'd)

Once upon a time, quite a while ago, there was a little girl, someone I know, who lived in a house with flowered wallpaper, and a big garden. Her parents were wonderful, her life seemed good and happy...

Matilda listens, imagining an exaggerated and theatrical scene, with low and forceful angles, the acting heavy with symbolic gesture, rather like a silent film:

INT. CORRIDOR OF A VERY OLD HOUSE. NIGHT.

MISS HONEY (O.S., cont'd)
But this little girl had a series
of disasters befall her.

A VERY LITTLE GIRL, 2, in a turn-of-the-century dress, waits by a tall door. The door flies open and her FATHER rushes out, distraught. The little girl peeks into the room.

CHILD'S POV - A FIGURE ON AN OLD-FASHIONED BED

The body on the bed is covered. A young woman's thin hand lies on the sheet, not moving.

MISS HONEY (O.S., cont'd)
The first disaster came when the
girl was two years old and her
mother died.

EXT. VERY OLD HOUSE. DAY.

The Very Little Girl and her bereaved Father wait on the porch of their house. The AUNT, a very tall mean woman, arrives in an ancient taxi, gets out, and surveys the grounds with an air of ownership.

MISS HONEY (O.S., cont'd)
The girl's father was a doctor, and
he had to have someone look after
things at home, so he invited the
mother's stepsister to come live
with them. This was the second
disaster --

INT. HOUSE. DAY.

Father rises from the breakfast table, kisses the Girl, and leaves. As soon as he is gone, the Aunt reaches over and tweaks the Very Little Girl's nose, viciously.

MISS HONEY (O.S., cont'd)
 -- for the girl's aunt was a mean
 and superstitious person who treated
 the girl very badly. And the third
 disaster was worst of all...

EXT. HOUSE. DAY.

The Girl (now 5) comes running out of the house weeping and
 shouting "No! No! No!"

MISS HONEY (O.S., cont'd)
 When the girl was five, her father
 suddenly died, and she was left
 alone with her horrible aunt.

The Aunt emerges and stands on the porch, looking at her niece
 weeping on the swing. The Aunt smiles wickedly.

MATILDA (O.S.)
 How did the father die?

A coffin is carried from the house...

MISS HONEY (O.S.)
 Well, he was a very happy and
 sensible man, but the authorities
 decided...they said he'd taken his
 own life, he'd killed himself.

MATILDA (O.S.)
 But why? Why would he -

EXT. COUNTRYSIDE. DAY.

MISS HONEY
 No one knows.

Miss Honey and Matilda have paused at small lane overgrown with
 wild honeysuckle. Miss Honey opens a rural mailbox to check
 for mail, and finds none. They start down the lane.

MATILDA
 What a sad story.
 (then)
 Do you think the aunt killed him??

MISS HONEY

It's a terrible thought...but it did cross my mind.

(then)

From that day on, the aunt was the girl's legal guardian and ruled her life.

They walk along a beautiful lane bordered by wild honeysuckle and foxgloves, and golden-leaved trees sheltering the path.

MATILDA

But when she grew up, she escaped, right?

MISS HONEY

(sadly)

No. The aunt said the girl owed her a lot of money for bringing her up. She made the girl sign something saying she'd work for her aunt until she paid back all the money.

MATILDA

(dismayed)

That's the end of the story??

Miss Honey helps Matilda climb over a vine-covered fence.

MISS HONEY

The end is happier. The young woman found a small cottage that a farmer wasn't using. She covered it with honeysuckle, and moved out of her wicked aunt's house and finally got her freedom.

MATILDA

Good.

MISS HONEY

Do you see why I told you this?

Matilda shakes her head.

MISS HONEY (cont'd)

You were born into a family that doesn't always appreciate you. But one day you too will be free. Let's go inside and have some tea and cookies, shall we?

They have come to a tiny, doll-sized cottage covered with honeysuckle. Matilda stares at it, blinks.

MATILDA

This is the cottage from your story.

Miss Honey nods -

MATILDA (cont'd)

The little girl...The young woman is you!

MISS HONEY

Yes.

MATILDA

But then...No!

(clutching Miss Honey)

Your aunt is the Trunchbull?

Horror on Matilda's face...

INSERT FROM BEFORE:

EXT: TRUNCHBULL'S FRONT PORCH. DAY.

The mean old Aunt turns away from watching her weeping niece, and now her face is: The Trunchbull.

MISS HONEY (O.S.)

Yes. She is.

CUT TO:

INT. MISS HONEY'S COTTAGE. DAY.

Miss Honey lifts an iron kettle from the hearth to pour tea. Matilda nibbles a cookie. They're seated on tiny chairs, with the cottage door open to the sun.

MATILDA

Why don't you run away??

MISS HONEY

I often want to. But I can't abandon my children.

MATILDA

You're very brave, Miss Honey.

MISS HONEY

I don't know...If I were really brave, I'd walk straight up to the Trunchbull's house - my house, and -

MATILDA

(excited)

And tell the old walrus to leave??

MISS HONEY

(subsides)

No. I've never even been back to get my treasures.

MATILDA

What treasures?

MISS HONEY

Just...little things from my childhood...They don't mean anything to Auntie Trunch, but they'd mean the world to me.

MATILDA

Miss Honey...that's your house!

MISS HONEY

I know -

MATILDA

Those are your treasures!

MISS HONEY

I know, I know -

MATILDA

You should have them!

MISS HONEY

Yes. Yes, I should.

Beat. Miss Honey looks at Matilda. This tiny child is giving her strength. Suddenly it all seems so simple.

MISS HONEY

Let's go.

She heads for the door. Matilda is amazed:

MATILDA

Now?

CUT TO:

EXT. THE STREET NEAR THE TRUNCHBULL'S HOUSE. LATE DAY.

Matilda and Miss Honey walk along hand-in-hand, determined. They have a kind of strength together.

MISS HONEY

(pleased, surprised)

I think I can actually do this.

(rehearsing)

"Miss Trunchbull, I want my things."

MATILDA

Louder.

MISS HONEY

"Miss Trunchbull, I want -"

She stops. They've come around a bush, and are in plain sight of the house:

From which Trunchbull is exiting, carrying her gym bag, a hunting cross-bow, and a javelin.

Miss Honey pulls Matilda back behind a hedge -

MISS HONEY

She's going to the gym.

They watch as:

The Trunchbull notices the front wheel of her car is parked on top of the her newspaper. She lifts the car up, retrieves the paper, and casually drops the car, which bounces on its crummy shock-absorbers (courtesy of Harry Wormwood).

BEHIND THE HEDGE

MATILDA

Go. Tell her!

But Miss Honey's courage is evaporating. She shakes her head. Watches:

POV - EXT: THE TRUNCHBULL'S HOUSE. LATE DAY.

A BLACK CAT ambles across the driveway, directly in the Trunchbull's path. The Trunchbull freezes, then edges away.

BEHIND THE FENCE

Matilda whispers to Miss Honey:

MATILDA
She's scared of a cat?

MISS HONEY
Black cat. She's very
superstitious.

ON THE DRIVEWAY

The Trunchbull makes a "spooking" gesture. The Cat stares at the Trunchbull -- but doesn't budge.

Finally, the Trunchbull sidles in the other direction, to the other side of the car, and gets in on the opposite door, slides over to the driver's seat.

Miss Honey watches as the Trunchbull fires the engine, tries to run over the cat -

As Miss Honey shakes her head and looks toward Matilda for a shared reaction -

She sees Matilda scampering toward the back door -

MISS HONEY
(calls, whisper)
Matilda!

She runs after her.

EXT: TRUNCHBULL'S HOUSE. BACK DOOR. DAY.

Matilda turns the back door knob. Unlocked. She and Miss Honey exchange a look.

MISS HONEY
Five minutes.

Matilda pushes the door open.

INT. TRUNCHBULL'S HOUSE - KITCHEN. DAY.

Matilda tiptoes through the grand old kitchen. It's like an empty theatre set, the site of many former lively scenes, but now silent, the countertops completely bare. Real food hasn't been cooked here in years.

She and Miss Honey tiptoe through.

The floor creaks under foot, changing to a hollow sound. Matilda stoops to examine a hook protruding from the floor.

MISS HONEY

Trapdoor to the basement. She used to put me down there sometimes.

Matilda winces, spooked. They move on -

EXT. STREET NOT FAR AWAY. DAY.

The Trunchbull's car is sputtering wildly, slowing, slowing. It stops. The Trunchbull's eyes bulge as if they're about to explode.

INT. TRUNCHBULL'S HOUSE - LIVING ROOM. DAY.

Miss Honey looks around in the eerie silence.

The living room is still, the fine old furniture undisturbed.

MISS HONEY

It's just as it was...

She keeps turning, looking; suddenly she gasps --

She crosses to a beautiful enameled box...

MISS HONEY (cont'd)

My father's chocolate box.

Her trembling fingers open the lid: a row of beautiful truffles, in pretty gold-tipped papers.

MISS HONEY (cont'd)

You have to order them specially from Belgium...

(frowns)

Auntie Trunch would say, "Magnus, don't waste those on a child!!"

MATILDA

Your father's name was "Mangus"?

MISS HONEY

Mag-nus. He loved to share one with me after supper. He'd take his pen knife -- he called it his "chocolate knife" -

(takes out a chocolate)

And he'd cut one carefully in two pieces, and he always, always gave me the big half.

(smells the chocolate fragrance)

After he died, Auntie Trunch would count the chocolates, so I couldn't sneak any. She'd open the box and bring one to her lips, and say --

INSERT MATILDA'S IMAGE OF THAT LONG AGO SCENE:

The Trunchbull bites into the beautiful chocolate:

THE TRUNCHBULL

"Much too rich for children!"

IN THE PRESENT:

Miss Honey has brought the truffle to her own lips, but she stops, petrified by a long-suppressed fear. Matilda gently urges:

MATILDA

Go on.

But Miss Honey quickly puts the truffle back.

MATILDA

Take the box!

MISS HONEY

No, I - There's something else.

She hurries to the stairs, Matilda follows.

EXT. STREET NEARBY. DAY.

Car trouble. The Trunchbull pushes her rotten car back up the hill. She's sweating and cursing but she's moving surprisingly fast. In fact -- her house is in sight.

INT. UPSTAIRS HALL - TRUNCHBULL'S HOUSE. DAY.

Miss Honey leads Matilda cautiously along the hallway. Matilda takes in a few things: A DISCUS displayed on the wall, with a trophy. A JAVELIN. A SHOTPUT.

Miss Honey hesitates beside a half-open door: Murky-looking bedroom, filled with state-of-the-art weightlifting equipment.

MISS HONEY

This was my father's room...Now it's
Auntie Trunch's.

Matilda peeks inside. Miss Honey turns - across the hall is a dusty door. She turns the knob, and the door creaks open:

INT. MISS HONEY'S OLD ROOM. THE TRUNCHBULL'S HOUSE. DAY.

Sweet, old-fashioned, with flowered wallpaper and a little bed with a white quilt. On the bed are worn stuffed toys, a stitched pillow, a flute. Miss Honey takes it in, with wonder:

MISS HONEY

Everything's the same.

She picks up a faded embroidered cloth, and under it is a worn china-faced doll. Miss Honey cradles the doll lovingly.

MISS HONEY

Oh. My mother gave me this doll.
We used to call her Licky doll.

She sits on the bed, and shares the doll with Matilda, who strokes it gently.

MATILDA

I see what you mean about treasures.

Past them, we see:

POV - THROUGH THE WINDOW - EXT: TRUNCHBULL'S HOUSE.

The Trunchbull has abandoned her car, and is approaching the house, her huge hunting bow slung over her shoulder.

INT: MISS HONEY'S ROOM. CONTINUOUS TIME.

Matilda curiously picks up the toy flute, plays a few notes. She notices:

Miss Honey is gazing at a photograph: Miss Honey's mother in an oval on one side, her father on the other. Miss Honey's mother is young and very beautiful, with a kind face and gentle smile: She looks a lot like Miss Honey.

MATILDA

She's beautiful. She looks like you. And this is Magnus?

Miss Honey nods. The photo shows a strong, gentle, and very sane man. Matilda looks at him intently.

MATILDA

I don't believe he killed himself.

MISS HONEY

Neither do I.

Miss Honey turns her head away, realizing the meaning of what she's just said. At that moment:

THE TRUNCHBULL (O.S.)

Wormwood!

Matilda and Miss Honey practically leap out of their skins -

THE TRUNCHBULL (O.S., cont.)

I'm going to murder you!

INT: THE HALL. TRUNCHBULL'S HOUSE. DAY.

Matilda and Miss Honey rush out into the hall and look down through the balustrade:

POV BELOW THEM - INT. LIVING ROOM.

The Trunchbull is yelling into the phone -

THE TRUNCHBULL

I'm gonna pick you up by your nose and throw you into Nebraska! That car you sold me...(etc.)

INT: THE UPSTAIRS HALL

Matilda bolts into the nearest room. Miss Honey follows -

INT: ABANDONED BEDROOM USED AS A STOREROOM. DAY.

- into a gloomy abandoned extra bedroom:

MISS HONEY
Through here!

She hustles Matilda past boxes and old gym equipment, Matilda nearly stumbling over an ELECTROLUX-STYLE VACUUM CLEANER.

They scoot through --

INT: A SMALL BATHROOM

-- a small bathroom with two doors, one on either side; which connect the extra bedroom with Miss Honey's old room.

Miss Honey yanks open the door to her old room. Downstairs:

INT: LIVING ROOM - THE TRUNCBULL'S HOUSE.

The Trunchbull slams down the phone, and then freezes, staring: The chocolate box is partly open.

She lifts the chocolate box lid, and stares into the box: Yes. There it is. The Trunchbull's sharp eyes see it at once. She picks up a single bon-bon -- its pleated, gold-paper cup is very slightly dented.

The Trunchbull looks around, slowly, menacing, searching for her prey. Someone is here.

INT: MISS HONEY'S BEDROOM/HALLWAY. DAY.

Miss Honey pokes her head out of her room, listens: Nothing. She scoots Matilda out into the hallway, and open a narrow door, revealing a back stairway, and whispers:

MISS HONEY
Go halfway down - quietly! I'm going to make a noise, and draw her up here. When you hear her coming up those stairs -
(the front stairs)
- scoot all the way down, and out the kitchen door!
(when Matilda hesitates)
Don't worry about me, I know how to get out.

From below, terrifyingly:

THE TRUNCHBULL (O.S.)
WHO IS IN MY HOUSE?!?

Matilda skips through the door to the back stairs, and disappears.

The Trunch's FOOTSTEPS trudge menacingly up the main stairs. Miss Honey ducks into her old room --

-- just as Trunch's head appears on the stairs.

The Trunch sees the door close to Miss Honey's old room.

Trunch rushes down the hall, into Miss Honey's old room --

-- but Miss Honey slips out the extra bedroom door (she has gone through the connecting bathroom). She starts toward the main stairs --

-- but hears a noise in the extra room behind her. As that door opens Miss Honey scurries back to re-enter her own room --

-- just as the Trunchbull comes out of the extra room.

The Trunchbull stands in the hallway for a moment, her senses hyper-alert. Which way? She tiptoes warily toward Miss Honey's old room...

A noise comes from downstairs.

INT. KITCHEN. DAY.

Matilda is frantically pulling on the back door handle: It's locked!

She runs to a window, tries it: Nailed shut.

FOOTSTEPS running above: The Trunchbull is coming!

Matilda yanks open another door: The ironing board falls down, KLUNK! nearly beaming Matilda.

She looks around desperately for a place to hide - But where??

INT. LIVING ROOM AND FRONT STAIRS. DAY.

The empty living room. The empty staircase.

Trunchbull vaults into frame, having leapt over the balustrade.
Furniture rattles: 8.2 on the Richter scale.

Trunchbull moves relentlessly toward the kitchen --

INT: KITCHEN. DAY.

Matilda casts about helplessly. The Trunchbull's footsteps
shake the floor: She's coming - she's almost here -

INT. KITCHEN. DAY.

The Trunchbull slams aside the kitchen's half door:

The kitchen is empty.

She eyes the ironing board, which is still open.

We see, though Trunch does not: tiny feet under the kitchen
table (which has a floor-length tablecloth).

The Trunchbull sniffs warily. We expect her to mutter "Fee fie
fo fum..."

She goes to the pantry, opens the door, looks in: empty...

She turns again and surveys the room...

FROM MATILDA'S POV

The huge Trunchbull shoes are turning slowly in a circle...

THE TRUNCHBULL (O.S.)

I know you're in here.

I can feel it.

Now the huge shoes are moving toward the table.

They stop, inches from Matilda.

The huge Trunchbull HAND reaches down, lifts the edge of the
tablecloth -

UNDER THE TABLE

Matilda's eyes widen. Terrified, she looks around...

ON THE TRUNCHBULL

The Trunchbull smiles. She leans her head down, way down, looks under the table:

Nothing. Just empty floor.

Frowning, Truchbull stands back up -

UNDER THE TABLE

Matilda has suspended herself just under the surface of the table, by pressing her hands and feet against the table legs.

AT THE FRONT DOOR

Miss Honey slips down the main stairs. Quietly she turns the handle on the front door. As she opens it -

IN THE KITCHEN

Curtains rustle: Wind! Then from the living room, the soft CLICK of the front door.

With an enraged snarl, the Trunchbull whirls, races toward the front door -

Matilda scoots out from under the table, runs to the basement's trap door -

-- and vanishes down the hole. The trap door drops closed behind her -- SLAM!

IN THE LIVING ROOM

At the sound, the Trunchbull whirls and sprints back from the front door --

INT. BASEMENT - TRUNCHBULL'S HOUSE. DAY.

Matilda scoots down the rickety ladder, and arrives at the bottom to find: This is a bad place. Dripping, dank, smelly, black as Jonah in the Whale, with strange clanking pipes and twisty, peeling electrical conduit hanging down like moss.

Above her, the trap door flies open, sending down a shaft of murky light that barely misses Matilda.

Matilda runs around behind the boiler --

The Trunchbull is careening down the rickety ladder, muttering curses, breathing as heavily as a steam engine.

Desperate, Matilda looks frantically about, and spies a window covered with gruesome cobwebs.

She scrambles toward it, clambering up over old furniture and storage boxes -

Reaches the window, throws it open, dives out -

Just as Trunchbull comes behind the boiler. She sees a wisp of material outside the window; it vanishes.

Like an enraged attack dog, Trunchbull leaps toward the window, boxes tumbling underfoot.

The Trunchbull wedges the top half of her body out the window, but - that's all. She's stuck. Enraged, she bellows...

EXT. TRUNCHBULL'S HOUSE. LATE DAY

Accompanied by the Trunchbull's BELLOWING, Matilda runs around the house, toward the street - right into Miss Honey's arms.

MATILDA

Oh Miss Honey. She almost...I almost...

MISS HONEY

I know, I know, I'm sorry... We shouldn't have tried it.

MATILDA

She's horrible! She's so so -

MISS HONEY

I know. Auntie Trunch always wins.

Matilda nods. But as she does, she sees something:

The black cat slinking by.

Matilda blinks....a thought registering.

MATILDA

(very softly)
Maybe not always.

Miss Honey frowns: what does that mean?

MISS HONEY

Matilda, we don't have the power to
take on the Trunchbull.

Matilda nods and cocks her head, thinking. She has a very
determined look on her face.

MATILDA

Then we have to get the power.

CUT TO:

EXT. WORMWOOD HOUSE. LATE AFTERNOON.

Matilda strides toward her house with the same look of extreme
determination.

INT. LIVING ROOM - WORMWOOD HOUSE. LATE AFTERNOON.

-- and heads purposefully for the kitchen. Her mother's voice
rings out with a false, social gaiety:

MRS. WORMWOOD (O.S.)

...came home with two thousand
dollars cash and threw it in the air
and we both swam in it like fish!

Male laughter. Matilda strides through the living room...

MRS. WORMWOOD (O.S., CONT.)

That was the old days. Now he's a
tightwad. He dyes his hair white
and eats fried food and burps out
both ends all night long. (CONT.)

INT. THE KITCHEN - WORMWOOD HOUSE. LATE AFTERNOON.

Matilda stalks into the kitchen --

MRS. WORMWOOD (CONT.)

He's got money in banks all over
the planet! And does he give me
a dime?! A nickle?

Matilda barely glances at the two F.B.I. twins sitting at the
kitchen table, casually tape-recording the conversation.

MRS. WORMWOOD
Matilda, this is Bob and Bill.

MATILDA
They're cops.

-- helping herself to a glass of water at the sink.

MRS. WORMWOOD
(startled, laughs)
They're not cops, they're Evinrude
salesmen!
(as Matilda leaves)
Kids today... They're so cute you
want to kill 'em!

INT. HALL - WORMWOOD HOUSE. LATE AFTERNOON.

As Matilda moves toward her room, she sees her Dad enter,
slamming the front door behind him:

MR. WORMWOOD
What's for dinner, baby face, I'm
starved!

INT: KITCHEN - WORMWOOD HOUSE. LATE AFTERNOON.

Zinnia reacts with immediate, guilty alarm --

MRS. WORMWOOD
Oh my God! What time is it?!
Just a second, hon!

-- and starts grabbing up pots, slamming them on the stove.

INT. MATILDA'S ROOM - WORMWOOD HOUSE. LATE AFTERNOON.

Pots and pans clatter faintly. Matilda stares intently at the
glass of water, which she has set on her desk.

INT. KITCHEN - WORMWOOD HOUSE. DAY.

Mrs. Wormwood is a culinary dervish, frantically tossing
instant food mixes into pots and pans. Wormwood comes in,
halts:

MR. WORMWOOD
What is this, some kind hot tub
party?? Who are these guys? -

INT: MATILDA'S ROOM. DAY.

MR. WORMWOOD (O.S. cont'd)
- What's going on here??

MATILDA
They're cops, Dad!

Matilda, chin on her hands, stares at the glass, trying to
repeat what she did at school. Very faint Forest Fire SFX...

INT: KITCHEN - WORMWOOD HOUSE. DAY.

Mr. Wormwood yanks open the kitchen door, and motions them out:

MR. WORMWOOD
Get out of here!
(to his wife)
I slave all day, and come home to
find you buddying up with a couple
of surfer-dude body-builders -!

As the F.B.I. twins edge toward the door, from Matilda's room,
faintly, comes Matilda's voice, correcting:

MATILDA (O.S.)
They're cops!

F.B.I. 2 flashes a speedboat pamphlet at Wormwood --

F.B.I. 2
Ace Power Boats. Could I interest
you in a timeshare?

Wormwood shoves the "speedboat salesmen" out the door.

INT. MATILDA'S ROOM - WORMWOOD HOUSE. DAY.

Matilda continues to stare at the glass, with faint Forest Fire SFX... From the next room:

MRS. WORMWOOD (O.S.)
You don't even let me talk to
people! I'm in a cage, Harry, a
CAGE!

Matilda keeps staring, but all she can muster is a slight ripple on the surface of the water.

MR. WORMWOOD (O.S.)

A man is entitled to come home
and find dinner on the table --
without having to wade through a
convention of male strippers!

Matilda shakes her head, frustrated. Thinks...

MATILDA

Dad? Hey Dad!

MR. WORMWOOD (O.S.)

What do you want?!

MATILDA

Yell at me, okay?

MR. WORMWOOD (O.S.)

Shut up and let us fight, ya little
bug turd!

The Forest Fire SFX grow louder... Matilda looks at the glass,
and it begins to shake.

MATILDA

Yell at me again!

HIS FOOTSTEPS stomp toward her as:

MR. WORMWOOD (O.S.)

Yell at you?! I'll come in there
and pound your miserable hide!

Matilda's eyes widen. The Forest Fire SFX intensify
dramatically. She turns, looks at the door -

His footsteps getting closer, his voice enraged:

MR. WORMWOOD (O.S., CONT.)

What do I have to do to get respect
around here?? My word is law,
understand, LAW! If I have to knock
some sense into you -!

He's almost at her door -

Fire flares in Matilda's eyes -

WHAM! The door slams shut -

The lock turns -

The door handle rattles and Wormwood curses, O.S.

Matilda sighs with relief and satisfaction: I do have powers.

CUT TO:

EXT: WORMWOOD HOUSE. DAY.

Beautiful suburban morning. Mr. Wormwood swings out of the house, going to work. Mrs. Wormwood kisses him, calls after him supportively:

MRS. WORMWOOD
Goodbye, sweet stallion! Make
money!

Inside:

INT. MATILDA'S ROOM. MORNING.

Matilda blasts her father's blow-dryer at her face, as:

MRS. WORMWOOD (O.S., CONT.)
Michael, eat your breakfast, the
schoolbus is coming!
(suddenly realizing)
Matilda?!

As Mom's footsteps click toward Matilda's room, Matilda quickly shoves the hairdryer under her pillow. Mom enters --

MRS. WORMWOOD
Get out of bed, you little
cankersore -

-- and halts to see Matilda lying in bed, gasping in an exaggerated fashion.

MRS. WORMWOOD (CONT.)
What.
(feels Matilda's forehead)
Oh my God, she's dying.
(then)
Why do you do this to me! You
know how busy I am, I can't take
you to the doctor!...Honestly.
(mutters, O.S., leaving)
I swear, that child makes more
demands on me...Michael, let's go!

The door slams.

Matilda hops out of bed.

INT. WORMWOOD HOUSE - KITCHEN. LATER.

Matilda stares intently at a single corn flake.

Using all her concentration, she is able to move the cereal flake ever-so-slowly across the table...

She shakes her head. Not good enough.

She concentrates on the cereal box. It doesn't budge.

Matilda concentrates harder. Now the cereal box quivers slightly. Perhaps she should start with something smaller.

Matilda looks at her cereal spoon. She stares hard. Harder. The spoon rocks a little, and is still.

Matilda frowns, irritated, and puts her hands over her eyes, to think. She remembers voices:

WORMWOOD'S VOICE

Are you in this family? You're a
cheat! Y'lying little earwig!...
I'm right and you're wrong!

As if propelled by Matilda's rising anger, the cereal box lifts slightly, and hovers a few inches off the counter.

Matilda opens her eyes: It worked! She concentrates:

FLASH INSERT:

- Miss Trunchbull pulls Matilda by the hair -
- (Fantasy/Memory:) Miss Trunchbull turns around on the porch with a malevolent expression.

BACK TO SCENE

Matilda stares hard at the cereal box, focusing her anger.
(Distant Forest Fire SFX.)

The cereal box rises and tips over, pouring cornflakes into her bowl.

Matilda stares at her spoon. The spoon jiggles, then rises and hovers over the bowl. Matilda blinks, losing her train of thought. The spoon plunges into the cereal bowl, splashing milk out of the bowl.

Patiently, Matilda stares hard at the spoon. Slowly the spoon rises, and floats over to Matilda, and hovers uncertainly, level with her mouth.

Matilda leans forward, slowly, focused -- and triumphantly grabs the spoonful with her teeth!

CUT TO:

INT. LIVING ROOM. LATER.

This starts slowly, and builds to a raucous musical scene:

Matilda stands on the couch, like a maestro conducting an orchestra. All over the room small objects are animated, though not yet simultaneously -- pots knock together, pitchers chime, sofa pillows rise and fall with a soft percussive sound; books open and shut and video tapes eject themselves with a pleasant, familiar noise.

Matilda gets the sofa pillows going, and then adds in the books -- only to have the sofa pillows collapse. She gestures the pillows back in, and signals the video tapes, only to have the books flop over -- and so on.

At last she gains total command, everything working together -

EXT. WORMWOOD HOUSE. DAY.

The two FBI men peer through binoculars, watching the shades fly up and down, the lights flash on and off. Faint musical sound of pots clanging, other noises. Little puffs of smoke emit from the chimney rhythmically.

FBI 1

Thought the girl was home by herself.

FBI 2

So did I.

(very gravely)

Looks like a code 11 to me.

Simultaneously they raises their walkie-talkies with the sober demeanor of two Generals about to announce a massive invasion.

CUT TO:

INT: LIVING ROOM - WORMWOOD HOUSE. EVENING.

Just another evening at the Wormwood house...

Except that Matilda is girding for battle. Undercurrent of DRUMS...Matilda moves predator-like through her house, carrying a knapsack. The CAMERA stays with her...

She cruises past Michael, who is firing a PING-PONG BALL GUN at the wall, whacking at the rebounded balls with a fly swatter.

As Matilda slips past, she eyes him: Is he watching? No. We hear a distinctive zipper sound, Z-I-I-I-P!, as she tucks something in her knapsack.

Matilda cruises on into the dining room:

DINING ROOM

The dining room table (never used for a family meal) is a repository for junk. Here Mr. Wormwood sorts through a heap of travel brochures, frowning his brow over the unfamiliar names:

MR. WORMWOOD

"Zaire"... "Sunny Viet Nam"... "Tierra Del Fuego"...

(calls to wife)

Honeyboogers, where the hell is Tierra Del Fuego?

Mrs. Wormwood is in the kitchen:

MRS. WORMWOOD

(breaks from telephone)

What am I, a phone book?

(to phone)

Before or after the liposuction?

Matilda cruises past. On the table is a FLASHLIGHT marked with crude permanent marker: "HARRY WORMWOOD'S, DO NOT TOUCH!"

Zipper sound Z-I-I-I-P! The flashlight is gone.

THE KITCHEN

Matilda cruises past her mother, who is again in hair foils, talking on the cordless phone and eating ice cream.

MRS. WORMWOOD
 ...I know, but Valerie wasn't
 validating his feelings...

On the counter is a bottle of Joy Liquid dish detergent.

MRS. WORMWOOD (cont'd)
 Oh, that was before the sex change
 thing. Ouch! On a water bed?? How
 many stitches?

Matilda walks past the Joy Liquid. Zipper sound Z-I-I-I-P!
 The detergent bottle is gone.

MRS. WORMWOOD (O.S.)
 Naw, just zap it in the microwave
 for a coupla seconds...

Matilda slips out the side kitchen door.

INT. GARAGE - WORMWOOD HOUSE. EVENING.

Same predator-like glide, as Matilda walks among stacks of
 unopened UPS boxes...past Wormwood's tools, all marked
 "WORMWOOD MOTORS, DO NOT TOUCH, WE DO NOT LEND TOOLS" etc...

From time to time, Matilda pauses briefly, Z-I-I-I-P!, then
 moves on.

Until she stops and stares:

POV - INT: THE GARAGE WINDOW / EXT: EVENING.

The Two F.B.I. Twins have pressed a video camera against the
 window glass, and are taping the contents of the garage.

CUT TO:

INT: DINING ROOM - WORMWOOD HOUSE. EVENING.

Zinnia and Harry and her brother Michael are gathered around
 the dining room table, arguing over the brochures:

MR. WORMWOOD
 We can go anywhere in the world!
 There are places in the Sahara
 desert where no one could find you.
 (waves brochures)
 Antartica! Siberia!

Matilda has emerged with her knapsack:

MATILDA

Daddy?

Wormwood turns on her, annoyed that she is interrupting their family discussion --

MATILDA (CONT.)

Those boxes in the garage - Are they auto parts that have been taken off stolen cars?

MR. WORMWOOD

(as if testifying)

"I have no knowledge where these auto parts come from. They just happen to be purchased by mail at a very reasonable price."

Matilda nods: Oh. I see.

MATILDA

Aren't you afraid you'll get caught?

Wormwood smugly waves a fistful of brochures at her --

MR. WORMWOOD

Hey, by the time the Feds catch up with me, we'll be sunning ourselves on a beach in Peru.

Matilda gives a philosophical shrug. She cruises on, to --

EXT: WORMWOOD HOUSE. EVENING.

Matilda emerges, sees the F.B.I. Twins scramble to hide in the bushes at the front of the house. Matilda ignores them.

She reaches their unmarked car on the street, and glances back:

The F.B.I. Twins, one supporting the other on his shoulders, are videotaping through the front window of the house.

Matilda stares at the F.B.I. car. The window slowly glides down, magically. Then she walks on.

A box floats up from the F.B.I.'s car seat, and out of the open window floats a kit of "SPECIAL F.B.I. SMOKE FLARES", which follows Matilda OUT OF FRAME.

We hear the zipper sound: Z-I-I-I-P!

CUT TO:

EXT: NEIGHBORHOOD STREETS. EVENING.

Increasing percussive undercurrent, as Matilda strides down the street, her knapsack on her back, marching off to battle.

She passes the well-lit windows of houses along the street, and sees families in normal life:

A father helps a child with homework. A mother plays peek-a-boo as she dresses her toddler for bed.

Matilda squares her shoulders...and walks on, to:

EXT. TRUNCHBULL'S HOUSE. NIGHT.

Matilda stares: The Trunchbull's house looks spookier than ever.

EXT: TRUNCHBULL'S HOUSE. NIGHT.

In a tree outside the house...up in the branches...perches Matilda.

The house is dark except for flickering illumination in the living room: the Trunchbull doing something in front of a fire.

Z-I-I-I-P! Matilda opens her backpack, stares at the house:

POV - THE TRUNCHBULL'S UPSTAIRS WINDOW.

The second story window glides open.

INT. TRUNCHBULL'S HOUSE. NIGHT.

Medieval image: the Trunchbull sits by the fire, glazed with sweat, sharpening her javelin. Her lips move as though uttering some primitive incantation.

She stops, cocks her ear. Is that a sound inside the house?

UPSTAIRS HALL

The vacuum cleaner glides down the hall, moved by some unseen power.

It stops next to: the Joy detergent Matilda took from home.

The Joy rises silently into the air...

EXT: THE TRUNCHBULL'S HOUSE. NIGHT.

Matilda concentrates (Forest Fire SFX).

INT: DOWNSTAIRS - TRUNCHBULL'S HOUSE. NIGHT.

Trunchbull listens...The faint rolling sound has stopped.

She resumes work on her javelin. Her lips start to move again, grimly, and we realize she's singing softly ("Anything you can do, I can do better. I can do anything better than you...")

A new SOUND.

Again Trunchbull stops, listens.

The eerie sound of a FLUTE. Upstairs. Growing louder...

With concern the Trunchbull rises, hefting the javelin; moves toward the stairs. At the bottom of the stairs, she flicks on the light, and peers up.

The Trunchbull ascends the stairs, with increasing menace.

UPSTAIRS HALL

Trunchbull, javelin in hand, moves down the hall, toward the sound of the FLUTE. It's now playing a recognizable tune: "Some Enchanted Evening."

The Trunch stops outside Miss Honey's old room.

Throws the door open, sees:

The flute floats in the air over the bed.

The Trunchbull blinks -

The flute falls on the bed.

The Trunch relaxes slightly - That's better -

Immediately: The curtains rustle from an odd wind.

EXT: TRUNCBULL'S HOUSE - TREE. NIGHT.

In the tree, Matilda conducts her orchestra of mischief -- signals, One!, pointing through the window to the hallway.

INT: TRUNCBULL'S HOUSE - MISS HONEY'S ROOM/HALLWAY. NIGHT.

The lights go off. Trunchbull freezes --

EXT: TRUNCBULL'S HOUSE - TREE. NIGHT.

Matilda, conducting, points, Two!

INT: TRUNCBULL'S HOUSE - MISS HONEY'S ROOM/HALLWAY. NIGHT.

The lights come back on. Simultaneously, the water tap turns on in the adjoining bathroom.

EXT: TRUNCBULL'S HOUSE - TREE. NIGHT.

Matilda, conducting, brings her hand down again - Three!

INT: TRUNCBULL'S HOUSE - MISS HONEY'S ROOM/HALLWAY. NIGHT.

The lights go off again, and stay off. The Trunchbull stands uncertainly in the dark. Then -

Slowly...weirdly...ominously...the door to Miss Honey's old room closes in the Trunchbull's face.

The Trunch hears a rhythmic CREAKING NOISE from downstairs.

She turns in that direction:

At the end of the hall A WHITE SHEET hangs ghostly in the air...moving slowly toward her.

Trunchbull's eyes widen with fear.

She rears back, hurls the javelin -

The sheet ducks -

The javelin sticks in the wall. THWONG!

The White Sheet advances...

Trunchbull grabs the discus off the wall -

She curls into position, and (with perfect form, of course) spins and hurls -

The discus catches the sheet in mid-air, carrying it through a CLOSED WINDOW at the end of the hall. GLASS shatters --

EXT. TRUNCHBULL'S HOUSE. NIGHT.

-- and the discus and sheet fly out through the window.

The discus separates from the sheet and smashes the windshield of the Trunchbull's car.

The Trunchbull peers out the window, curses in disgust -

INT. TRUNCHBULL'S HOUSE. HALL. NIGHT.

On The Trunch's backside as she peers out the window.

From behind her, another unexpected sound: "MEOW".

Trunch turns, sees:

THE BLACK CAT sits in the doorway to the Trunch's bedroom, licking its paws.

The Trunchbull recoils, then rushes the cat, hissing: "SCAAAT!"

Something scoots out of the Extra Bedroom door, stopping Trunchbull in her tracks: The vacuum cleaner!

Like a cobra rising in the darkness, the vacuum hose undulates upward... RHMMMMMM, the vacuum goes on, and advances slowly toward the Trunchbull. The end of the hose spews a stream of BUBBLES, filling the air...

The Trunch backs away, toward the stairway. This is too weird to understand. She's getting closer to the stairs, closer... too close -

The vacuum hose abruptly starts spewing PING-PONG BALLS, firing them at the Trunchbull's head.

She tumbles backward down the stairs -

INT. TRUNCHBULL'S HOUSE. FIRST FLOOR.

Trunch comes flying down, all arms and legs, and crashes with a huge thud at the bottom of the stairs.

Sits there, dazed.

A SACK OF FLOUR hovers over her for a moment, and then splits open, covering her in white.

Once again, the familiar CREAKING SOUND, this time close by.

The Trunchbull, batting flour out of her eyes, turns to see:

The old rocking chair is moving back and forth, back and forth, as though someone were sitting on it. Ominous image.

Trunch watches with eyes like saucers as:

The lid of the enamel chocolate box rises. A truffle floats out, as if carried by an invisible hand...

The truffle moves to mouth-level on the rocker and falls, as though dropping down someone's throat. It disappears.

ANOTHER ANGLE - THE TRUNCHBULL DOES NOT SEE

Optical illusion. We see now that the truffle didn't vanish, it dropped behind a couch. It floats out an open window...

Matilda's hand pops up, neatly catches the truffle, and tosses it into her mouth. Mmmmmmm.

ORIGINAL ANGLE

More truffles leave the enameled box, go to the rocker, and disappear. The rocker keeps going back and forth...back and forth...

The Trunchbull is having a hard time catching her breath.

THE TRUNCHBULL
Magnus...?

The rocker tips forward slightly, as though someone were getting out of it -- and slows gradually to a stop.

Silence.

Trunchbull looks around... What's next?????

UPSTAIRS HALL

On cue, several Special F.B.I. Smoke Flares ignite, and begin to spew smoke, sending it down the stairway.

DOWNSTAIRS

The Trunchbull's eyes are widening with terror...

SMOKE. A lot of it, coming down the stairs...growing thicker, thicker... And out of the smoke emerges: THE SHEET...

It moves toward her...

Closer...closer...

In a final act of desperation and bravery: Trunchbull lunges, grabs the sheet, pulls it to the ground, revealing:

Something's still hanging in the air. THE PHOTOGRAPH OF MAGNUS AND MISS HONEY'S MOTHER.

The photo swoops toward Trunchbull's face -

Trunchbull runs screaming toward the front door -

EXT. TRUNCHBULL'S HOUSE. SIDE WINDOW. NIGHT.

Matilda takes off, plowing head-first out through the bushes -

FRONT PORCH. NIGHT.

Trunchbull runs out the front door, bolts around the side of the house, trips and sprawls ignominiously.

EXT. STREET. NIGHT.

Matilda skips along happily, pack on her back. That was fun.

EXT. TRUNCHBULL'S HOUSE. NIGHT.

Trunchbull lies in the dirt, catching her breath.

She pulls herself up into a sitting position and looks back fearfully toward her house.

Then her expression changes.

She sees: the open window on the ground floor.

The Trunchbull climbs to her feet, moves toward the window.

She sees something. She extends her meaty hand...and plucks Matilda's red hair ribbon from the bushes.

On her face is the beginning of a brutal smile.

CUT TO:

EXT. CRUNCHEM HALL PRIMARY SCHOOLYARD. DAY.

As Miss Honey enters the schoolyard, Matilda rushes up to her:

MATILDA

Oh Miss Honey, I wish you'd been there!

MISS HONEY

Been where, Matilda?

MATILDA

I scared her right out of her house!

MISS HONEY

(knowing, hoping...)
Who?

MATILDA

Miss Trunchbull!

Miss Honey stares, not sure whether to believe -

MATILDA (CONT.)

I used my powers, Miss Honey.

MISS HONEY

Matilda, I wish I could believe -

MATILDA

Open your mouth.

Matilda holds out: a chocolate. Proof she was there.

Miss Honey's eyes light up. To her amazement, the truffle floats from Matilda's palm, and hovers at Miss Honey's mouth. As Miss Honey stares at it, incredulous --

A dark SHADOW falls.

THE TRUNCHBULL (O.S.)

Good morning.

Miss Honey guiltily snatches the chocolate out of mid-air and turns:

Miss Trunchbull stalks toward them, wild-eyed. The Trunch seems to be coming unglued: two buttons misaligned on her sweater, shoe laces dragging, her hair askew at startling angles.

THE TRUNCHBULL

I will be teaching your class today.

Between thumb and finger, she holds a little plastic bag marked "EVIDENCE". Inside it is: Matilda's hair ribbon.

THE TRUNCHBULL (CONT.)

There may be a police officer present.

Matilda stares at the ribbon, and her mind goes into overdrive. She takes on the same look she had when doing mathematical calculations, the same concentration she showed when moving objects. We can practically hear her mind at work...

The Trunchbull seizes another NEARBY CHILD and grabs Matilda by the collar:

THE TRUNCHBULL

Let's go!

(loud voice)

Everyone to class! Hippety-hop!

Matilda is dragged away, but as the Trunchbull turns to collar ANOTHER CHILD, Matilda breaks free, runs back to Miss Honey --

MATILDA

(whispers urgently)

Miss Honey, what did your father call the Trunchbull, in private?

The Trunchbull enraged, stalks back to get Matilda -

MISS HONEY

Well, I - I suppose he called her...
"Agatha." Why - (do you want)

MATILDA

And did he have a nickname name for
you? A sweet name?

The Trunchbull is almost upon them, they still whisper:

MISS HONEY

Uh - why, yes. He called me...his
little bumblebee.

The Trunchbull lunges, but Matilda ducks away, just under her
grasp, and runs toward the classrooms with the other children.

Miss Honey stares after Matilda, completely bewildered.

INT. MISS HONEY'S CLASSROOM. DAY.

The Trunchbull's FIST slams down on the teacher's desk:

THE TRUNCHBULL

Water! Now! And hold the newt!

As Miss Honey hurries to fetch it, The Trunchbull fondles her
riding crop and gives the class a psychotic stare:

THE TRUNCHBULL

Students...

(dank, Nixonesque:)

I am here to teach you a lesson.

Sometimes in life horrible and
unexplainable things happen.

Such things are a test of
character.

And...I...have...character!!!

She continues fondling her riding crop as she walks around,
surveying the children:

THE TRUNCHBULL (CONT.)

Hm. I suppose you're wondering what
I'm talking about. Yes...

(stops)

Last night a child came to my house.

Miss Honey glances, quite involuntarily, at Matilda -

THE TRUNCHBULL (CONT.)

A child from this classroom.

Miss Trunchbull picks up the water pitcher, stares into it with paranoid scrutiny, and pours herself some water.

THE TRUNCHBULL (CONT.)

In a few moments, an officer of the law will arrive and take that child away. Forever!

Miss Honey's eyes really widen - as do the children's.

THE TRUNCHBULL (CONT.)

So let's talk law.

(menacing)

Do you know it is illegal to enter someone's home without permission?!

Several children clamor:

CHILDREN

I know that! (etc.)

THE TRUNCHBULL

Shut up! Do you know the punishment - (for breaking and entering?)

Miss Honey screws up her courage, and speaks:

MISS HONEY

Miss Trunchbull, it was I.
I went into your home.

THE TRUNCHBULL

Don't be an idiot. You'd say anything to protect your little doo-dah.

(holds up the red hair
ribbon)

Do any of you recognize this?

Silence. Miss Honey tries hard not to look at Matilda...

THE TRUNCHBULL (CONT.)

Who in this class likes to wear a pretty red hair ribbon?

The boys look at each other, relieved: Not me...Not me...

Miss Trunchbull grabs a BOY by his bangs, and gives his short hair a twist, holds him halfway out of his seat.

THE TRUNCHBULL (CONT.)

This belongs to one of you.

(beat)

Who. Might. That. Be?

No answer. With a thrust, she releases the unfortunate BOY.

THE TRUNCHBULL (CONT.)

Let's play a game. Who was wearing
a red ribbon yesterday? Hmmm...?

And isn't wearing one today?

The Trunchbull's gaze falls on Matilda, and her lip curls venomously. But Matilda is looking right past her, with a curiously blank expression. (Faintly: Forest Fire SFX.)

THE TRUNCHBULL (CONT.)

Stand up, all of you!

Nervously, the children stand, terrified.

Miss Trunchbull paces, examining every child...

MISS HONEY

Miss Trunchbull, I assure you, I'm
the one -

The Trunchbull silences her with a look. As she walks among the children, surveying them menacingly, she touches each one with her riding crop:

THE TRUNCHBULL

No. Let me assure you... The
demented, drooling, maggot-faced,
slime-breathed little Lilliputian
who owns this ridiculous red
ribbon will rot in prison for the
next one hundred centuries.

She whirls, grabs Matilda by the scruff of the neck -

THE TRUNCHBULL

- You!

- and hoists her up. But before The Trunchbull can continue:

The lights in the room flicker on and off, on and off, just as they did at the Trunchbull's house. I'm back...

The Trunchbull blinks. No, it can't be happening again.
She looks around nervously. Her hair actually seems to stand slightly on end.

A gasp from Nigel. His eyes are wide as saucers. Hand wavering, mouth quivering, he points in astonishment at the blackboard behind Miss Trunchbull.

THE TRUNCHBULL

What - What is it?

The other children are staring and pointing too. The Trunchbull whirls and sees:

A piece of chalk has risen from the chalk holder, and is writing on the board.

The Trunchbull releases Matilda and stares in horror at the chalk squeaking horridly across the blackboard.

Children, transfixed, mouth the letters as they appear:

A-G-A-T-H-A

THE TRUNCHBULL

What is this?

Miss Honey looks at Matilda:

Matilda is concentrating (Forest Fire SFX, building) -

The chalk continues writing, more quickly, and some children read the words in soft unison:

CHILDREN

This is Magnus.

Miss Trunchbull turns pale.

CHILDREN

(reading the board)

Give my little...bumblebee...her house.

THE TRUNCHBULL

(whisper)

No...

Miss Honey's eyes sparkle in happy disbelief.

CHILDREN

(reading the board)

Give her the money.

THE TRUNCHBULL

No, it can't be...

MORE CHILDREN
Then get out of town.

Miss Trunchbull covers her ears to block the sound of their voices. She starts backing up away from the board...

MANY CHILDREN
If you don't, I will get you.

Miss Trunchbull, muttering, wipes her brow, which is suddenly covered with sweat.

ALL CHILDREN
I will get you like you got me.

The Trunchbull lets out a gasp. Her breathing is frantic --

MISS HONEY & CHILDREN
That is a promise.

The chalk flies back and underlines this last sentence, and snaps in two!

Miss Trunchbull bolts for the door -

But she can't open it. No matter how hard she turns the handle, no matter how hard she pushes, the door won't open -

Matilda is staring hard at the door (FOREST FIRE SFX).

The Trunch runs for the classroom's window, throws it open -
It slams shut.

She throws it open again -

It slams shut again.

The children squeal with delight. Whatever's going on here, it's fantastic!

The Trunchbull spins from the window, looks at the children, looks at the blackboard -

She rushes to the blackboard, tries to erase Magnus' message.

But as soon as the Trunch wipes out a word, A PIECE OF CHALK rewrites it at great speed.

Which only makes The Trunchbull erase more frantically --

Which makes the chalk write even faster --

-- this cartoon-like battle culminating in the chalk itself flying around behind her. Almost faster than the eye can see, the chalk draws "target" circles on Miss Trunchbull's butt.

The Children shriek.

Nigel, emboldened by the wild goings on, hurls an apple from his lunch at the Trunchbull's rear -

Bull's-eye!

The Trunchbull bellows with rage and rushes the children -

The children flee, squealing, half in terror, half delight -- terror out of habit, delight in the hope that whatever wonderful power is at work here will continue to protect them.

The Trunchbull pursues the children, but they stay just out of her grasp, flowing this way and that, separating as necessary, like a school of fish avoiding a predator.

But Charles (the boy who was bad at math) suddenly makes a mistake, turns the wrong way -

And the Trunchbull seizes him.

She runs with him toward the window, holding him overhead. Apparently The Trunch is going to hurl him out right through the glass.

As she throws him, the window magically flies open -

- And Charles flies out. Literally. Borne across thin air, Charles spreads his skinny little arms and FLIES!!!

The children shriek as Charles sails out twenty feet, Loops The Loop, and comes flying back in, landing a powerful two-fisted punch to the Trunchbull's jaw --

The Trunchbull goes down with a crash.

The Trunchbull staggers up, her eyes dark and homicidal. The children quiet briefly: Now they are going to pay.

Miss Honey gathers her children behind her protectively --

MISS HONEY

Come here, children, stay behind me.

The Trunch glowers at Miss Honey. She lowers her head, bull-like, and stalks menacingly toward Miss Honey. The children herd close behind their teacher.

The Trunchbull expects Miss Honey to give way in fear, but instead, the teacher meets her gaze in a stand-off.

The Trunch fakes one way -

- And the whole class shifts the other direction.

The Trunch lunges the other way -

- And again the class moves, only this time Lavender trips.

Trunchbull attacks.

Lavender scrambles to her feet, but she's cut off from the others. Like a lion or any great hunter, the Trunchbull has selected a single victim.

She has Lavender cornered.

The Trunch smiles and moves in.

Lavender cowers...

The Trunchbull lunges -

Lavender's legs swing backward, and she runs up the wall. Miss Honey and the children cheer!

Lavender runs across the ceiling -

The Trunchbull stares at her, open-mouthed. Among all the most impossible things, this just isn't possible.

The Trunchbull leaps into the air, trying to pluck Lavender off the ceiling -- but even the Trunch isn't tall enough, or fast enough.

Children cheer, and try to run up the walls too. A BOY leaps onto his chair, flaps his wings, hoping to fly. No dice.

Matilda stands quietly in a corner, smiling to herself.

As she leaps in the air, trying to catch Lavender, Trunchbull is attacked by the chalkboard ERASERS. They fly around her head like bats, clapping together, sending out a cloud of dust.

Miss Honey has crouched down -

Batting the erasers away, Trunchbull leaps again at Lavender -

- and when she comes down, Miss Honey yanks the "story time" circle rug out from under her.

The Trunchbull goes down, with a crash that shakes the floor.

The Trunchbull staggers to her feet, a red-faced Leviathan -

And is pelted by food. All the kids are pulling stuff from their lunches and hurling it, a barrage of familiar lunchables: apples, oranges, pop-top cans of diced fruit, packets of Fritos, Dannon Yogurt, boiled eggs, peanut-butter sandwiches.

Behind her, the door to the classroom flies open -

CHILDREN from other classrooms crowd the corridor, attracted by the loud commotion.

Seeing an escape, Trunchbull runs for the door -

Just as she reaches it, a banana peel flies underfoot -

INT. SCHOOL. HALL. DAY.

The Trunch slides 15 feet into the hall -

- To the wild applause of the children who are watching.

The Trunchbull, terrified, runs the gauntlet down the hall as all the children from all the classrooms pelt her with food, erasers, paper airplanes, spitballs, water balloons, etc.

EXT. CRUNCHEM HALL SCHOOL. DAY.

The Trunch exits fleeing, pursued by ALL THE CHILDREN IN SCHOOL.

As the Trunch hits the street, the kids go wild: cheering, tossing books and streamers and soccer balls and basketballs and water balloons and everything imaginable into the air.

And not just children either. Teachers are joining in...

The CAMERA pulls back gradually, revealing a scene of gaiety and revelry as the whole school -- the whole world -- celebrates:

NARRATOR (V.O.)

Miss Trunchbull ran all the way back to the house she had stolen from Miss Honey.

EXT. TRUNCHBULL'S HOUSE. DAY.

With suitcases piled messily around her, the Trunchbull weaves her beaten-up jalopy down the street...in reverse (the only gear that works).

NARRATOR (V.O., CONT.)

She stuffed her belongings into a suitcase and fled in the rotten car Mr. Wormwood had sold her.

As she drives away backward, the final indignity occurs: her front bumper falls off. So much for SuperSuperGlue.

CUT TO:

EXT: MISS HONEY'S HOUSE - FORMERLY TRUNCHBULL'S HOUSE. DAY.

Miss Honey sweeps the front porch -- around her are packing cases, a rake: Miss Honey is fixing up the house, moving in.

NARRATOR (V.O., CONT.)

Miss Honey received a letter from a local attorney saying that her father's house had been left to her, along with his life savings. But these events, as wonderful as they are, are not the end of our story.

Matilda helps Miss Honey reclaim the house. Miss Honey tacks a new trellis in place, and Matilda washes the window shutters. PAINTBRUSHES dip into a can of paint, and magically apply a cheerful color over the dilapidated siding.

MATILDA

Did you know that the heart of a mouse beats at the rate of six hundred and fifty times a minute?

MISS HONEY

My! Where did you learn that?

MATILDA

In a book. It beats so fast, it doesn't sound like it's beating at all, it sounds like it's humming. A porcupine's heart goes about half as fast...A horse's beats forty times per minute, that's really slow.

(then)

Books are so interesting. I love knowing things.

MISS HONEY
I love knowing you.

They smile.

Harry and Zinnia Wormwood and Michael suddenly pull up in front of the house -- their car looks hastily packed, with microwave and other belongings sloppily trussed to the roof. Zinnia hurries across the lawn in her too-high heels --

MRS. WORMWOOD
You-! Hurry up, get in the car!
We're going to Guam.

MISS HONEY
Guam??

MATILDA
Why??

MR. WORMWOOD
(yells from car)
Shaddup and get in the car!

Zinnia grabs Matilda's hand and starts pulling her across the yard, even as Matilda resists.

MRS. WORMWOOD
Daddy's - um - Daddy's not going to
be in the auto business any more,
we're going on a long vacation -
(her voice rising, frantic)
-- and we have to get to the airport
ahead of those "speedboat salesmen".

MATILDA
I don't want to go to Guam!

Michael leans from the car window:

MICHAEL
Me neither! Why do we have to go to
Guam, Dad?? Why not Tahiti or
Hawaii or Spain -

Wormwood gets out of the car, to help Zinnia wrangle Matilda:

MR. WORMWOOD
Those are nice places, dimwit!
They'll be looking for us in the
nice places! Only a jackass would
go to Guam.

MRS. WORMWOOD
(struggling with Matilda)
You wanna end up in an orphanage??
'Cause that's what's going to happen
if you don't get in this car!

MATILDA
No! I want to stay with Miss Honey.

MR. WORMWOOD
Miss Honey doesn't want you!
Zinnia, grab her other arm --.

But Miss Honey speaks up, forcefully --

MISS HONEY
I do want her, Mr. Wormwood.
Matilda is a wonderful child.

Mrs. Wormwood hoots. Matilda clings to Miss Honey, pleads:

MATILDA
Can you adopt me?

MISS HONEY
Of course, but there isn't time,
Matilda, we'll need all kinds of
legal forms.

MR. WORMWOOD
Get in the car!

MATILDA
But I have the legal forms, Miss
Honey.

She darts to the porch, and grabs up her little school bag --

MATILDA
I xeroxed them from a book in the
library. In triplicate.

MRS. WORMWOOD
(insulted)
Are you hearing this, Harry??

Miss Honey looks at Matilda with the hint of a wry smile.

MISS HONEY

I always say: one of the most
important things a child can learn
is how to use the library.

Matilda offers the papers and a pen to her father:

MATILDA

All you have to do is sign them.

Harry Wormwood glares at Matilda stubbornly. In the distance:
police sirens. Harry suddenly relents:

MR. WORMWOOD

All right. What do I care?

Wormwood quickly inspects to make sure there isn't a second
page (doesn't want her stealing his signature)...and signs.

Matilda holds out the pen to her mother.

MATILDA

Mom?

Her mother looks at her sadly. Sentimental tears well in
Zinnia Wormwood's eyes. No. A mother could never abandon her
child...

MRS. WORMWOOD

(tearfully)

You're my only daughter.

(signs it with relief)

And I've never understood you.

Not one tiny bit.

Matilda and Miss Honey hug.

MR. WORMWOOD

Let's roll! Let's roll!

The Wormwoods pile into their car. Matilda calls cheerily --

MATILDA

Goodbye...

-- but the Wormwoods drive quickly away, to the increasing
sound of police sirens.

CUT TO:

EXT: MISS HONEY'S HOUSE - FORMERLY TRUNCHBULL'S HOUSE. DAY.

Miss Honey trims the arbor vines, as Matilda tries out the child's swing: Just right.

NARRATOR (V.O.)

And so it was that Matilda and Miss Honey both found what they'd been looking for, for a long long time: a happy family.

Miss Honey's old cottage now sits in the sideyard, and has been converted into Matilda's playhouse. Lissy Doll sits at a child's little tea table and chairs, as Matilda and Miss Honey lounge in the grass, playing with a couple of pet BUNNY RABBITS.

On some sweet moment, perhaps just a smile, between them --

CUT TO BLACK