

CONAN

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Based on the writings of
Robert E. Howard

FIRST DRAFT
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CONAN

OVER BLACK:

In the darkness, we hear the solitary sound of a HEARTBEAT, resounding like a drum.

NARRATOR (V.O)

In between the years when the oceans drank Atlantis and the rise of the Sons of Aryas, there was an age undreamed of, when shining kingdoms lay spread across the world like blue mantles under the stars. Hither came Conan, the Cimmerian: a thief, a slayer, a king born of battle.

We begin to hear the muffled sounds of CLANGING swords, the guttural CRIES of combat.

UNBORN BABY

Eyes closed, floating at peace within the womb. Suddenly, the tranquility is pierced by a flash of steel, as a sword pierces the womb, its tip not an inch from the baby's head.

As the sword is ripped out, we travel with it, into the DIN of BATTLE.

EXT. CIMMERIA - MUDDY FIELD - DAY

The bloody sword rests in the hand of an AESIR WARRIOR, his own armor also streaked with crimson.

Behind him a battle rages between dark-haired warriors in pelts, CIMMERIANS, and blonde-haired raiders in gleaming armor, AESIR. On the ground before the Aesir, a profoundly pregnant woman bleeds.

ISLENE

Wild-maned and wild-eyed, she glares up at her enemy with total hatred. The Aesir LAUGHS.

AESIR

Now, now little whore. Did I get you or your little one?

Lightning-fast, Islene produces a short sword from beneath her cloak and drives it into the Aesir's groin, piercing between armored plates.

ISLENE

I'd ask you the same!

She leans in on the sword, driving it further into the Aesir until blood pours out his mouth and he falls dead.

Islene, buckling in pain, places her hand upon her swollen belly.

ISLENE (CONT'D)

(to her unborn child)

You cannot die before you've known life.
You will have a name when you fall, my
love.

CORIN

Wielding a magnificent broadsword, runes etched into its polished surface, he cuts a bloody path through his enemies, his eyes never leaving Islene.

Two AESIR hurtle towards Corin, battle axes at the ready.

Rather than retreat, Corin rushes to meet them, cutting through the first and grabbing the man's axe, which he hurtles at the second Aesir, striking him in the chest. Plumes of blood splatter as the dead Aesir drop.

Corin looks over at Islene, just as she slashes the jugular of another Aesir. She catches Corin's eye and offers the hint of a smile.

But Corin doesn't smile back--his eyes are fixed on the forest behind her. From the misty woods, out rushes a SECOND WAVE OF AESIR, Islene falling right in their path.

CORIN

Islene! Move!!!

As Corin and his fellow Cimmerians race towards her, Islene turns to see

A TRIO OF WAR JAVELINS

Arc through the air toward her, thrown by the Aesir on the wood's edge.

ISLENE

Spins her body away from the javelins to protect her unborn child. Her back is pin-cushioned by the javelin shafts.

CORIN (CONT'D)

Islene!!!

As Corin races to her, several of the other Cimmerians crash into the oncoming Aesir, stemming the tide.

Corin, along with another Cimmerian, CONNOR, pull Islene away in a red trail of blood.

PINE TREE

Corin rests his wife's body against a lone tree.

CORIN (CONT'D)

We'll have you home in the blink of an eye.

ISLENE

No. Your son will not wait.

CORIN

He'll wait if I tell him to wait. I'll not lose you.

ISLENE

How could you? I will wait for you, my beloved.

CORIN

No.

ISLENE

Cut now, husband. I bear a proud heir to your line.

Corin's eyes tear up as he rips off Islene's cloak and tunic, then pulls out a dagger. Islene steels herself. She's silent as Corin cuts through his wife's skin, then REACHES INTO HER BELLY, pulling out a bloody BABY BOY.

ISLENE

The baby now cradled in her arms, she shares one kiss with her child, its first taste not of mother's milk, but of her blood.

ISLENE (CONT'D)

(fading)

Conan. His--name--is--Conan.

CONAN

The boy's eyes are as deep and blue as the Eastern Sea.
He is CONAN.

TITLE CARD: CONAN

CUT TO:

EXT. CIMMERIAN FOREST - DAY

THREE CIMMERIAN BOYS run through the forest, chased by a half dozen

PICTISH SAVAGES

Swarthy and covered with war paint, the Picts are armed with dual hand axes, the rotting heads of their enemies slung at their waist.

Suddenly, thin trees spring up into the sky as SNARE TRAPS grab all but one of the Picts by a leg, pulling them upside down and skyward.

The boldest boy stops first to examine the struggling Picts. His BLUE EYES give him away. CONAN (8) has grown.

But the one free Pict keeps coming, and he HURLS ONE OF HIS AXES at Conan. Conan drops and rolls out of the way, but the axe keeps going, splitting one of the Cimmerian boy's skull in two.

The other Cimmerian boy is horrified as the Pict lets out a guttural ROAR. He backs away.

Conan stands his ground, staring at the dead boy.

BOY

Conan! We must get the warriors!

But Conan simply pulls the axe from his fallen friend's skull. He turns to face the Pict, each combatant now armed with a single hand axe.

The Pict LAUGHS and CHARGES CONAN.

CUT TO:

CORIN

Arrives soon after with other CIMMERIAN WARRIORS. Corin stares at the Picts. They are massacred. Each of them hacked and bloody, ending with the Pict who charged Conan.

Conan steps forward, his body covered in Pict blood.

CORIN
What have you done, boy?

Conan nods toward the dead boy.

CONAN
I followed our law.

CORIN
You are not yet a warrior. What do you know of our law?

CONAN
They killed one. I killed five.

CUT TO:

INT. CIMMERIAN FORGE - DAY

Conan, now twelve, works the bellows, stoking the fire as sparks flit about like angry fireflies. Corin brings him two lumps of raw ore.

CORIN
Conan. Which makes the best sword?

Conan takes the two lumps, testing them. He hands his father back one.

CORIN (CONT'D)
The stronger ore, eh?

He reaches into a barrel and draws out a simple sword.

CORIN (CONT'D)
This was made of such an ore. Strike the anvil with it.

Conan looks confused, but he follows his father's order. He strikes the anvil with the sword. It SHATTERS in his hands.

CORIN (CONT'D)
The strongest blade isn't made of the hardest steel, boy. The hardest ore is Crom's will, strong and unyielding. But the softer ore is Crom's cunning, flexible and lasting. Too much of Crom's will, and the sword will not last the battle.

(MORE)

CORIN (CONT'D)

Too much of Crom's cunning, and it will not deliver the deep cut necessary for victory.

CONAN

How do the two combine?

CUT TO:

Sparks fly as Corin pounds on the glowing edge of the sword with hammer. Corin nods at Conan, who sprinkles the glowing blade with ash.

CORIN (V.O)

A sword must be tempered, its soul forged through both fire and ice. Through its suffering it gains strength. Will and cunning become as one.

Steam rises as Corin lowers the blade into a freezing cooling vat, only to place it right back into the flames.

CUT TO:

Corin fashions the blade's hilt, engraving the guard and pommel. It is a work of art, and he hands it to Conan.

CORIN (CONT'D)

A true sword is purpose. It will not break. It will not fail. It survives. Now--what have you learned?

CONAN

How to forge a sword worthy of a warrior.

Corin's disappointment shows. He takes the sword from Conan's hands.

CORIN

This one is not ready yet.

STONE CHAMBER

Below the forge lies a coffin-sized rectangular pit, several swords thrust into its stone walls, to cool the metal.

Corin thrusts the stunning sword into the stone and closes the wooden roof of the chamber with a slam.

Blood rushes to Conan's face but he says nothing.

INT. CIMMERIAN FORGE - DAY

Conan pounds steel upon the anvil, sparks flying around him. He pretends not to notice as his father enters.

CORIN

The council has ruled. I go south to trade for grain at the border. Connor and Slaine join me.

At first, Conan holds his tongue, angrily pounding the steel. But Conan strikes the steel with such force, it CRACKS, splintering the blade.

CORIN (CONT'D)

What have you done, boy?

CONAN

Nothing.

CORIN

What did you say?

CONAN

I do nothing! Other sons have made the journey to Brigantium. I would go as well.

CORIN

Brigantium is like any other city. Foul smelling and rife with treachery. Did we not need grain, no Cimmerian would set foot there.

CONAN

I would! I would see the world outside these mountains. Every city would I explore, every sea would I bathe in.

Corin bristles at his son's insolence.

CORIN

You are not ready. That's the end of it.

Corin steps out of the hut, back into the cold air.

LATER

Conan lies awake in bed, facing the wall. He hears the door open, the wind whistling in, the sound of his father's footsteps. Conan doesn't move, feigning sleep.

CU - BROADSWORD

A sword is laid to rest by Conan's bed, the same one we saw forged earlier. A moment later, the wind signals Corin's exit again.

Conan turns, grasping the blade, a grin crossing his face.

EXT. CIMMERIA - DUSK

Corin and Conan guide a horse-hitched wagon covered in hides, slowly riding down out of the snowy mountains, the giant peaks receding in the distance. Two other warriors, CONNOR and SLAINE, ride alongside them.

EXT. VALLEY - NIGHT

The Cimmerians rest their horses at an overlook, the twinkling lights of a small town, BRIGANTIUM, lying below.

CORIN

We make our trade and we leave. Keep your eyes at each other's backs.

INT. BRIGANTIUM - NIGHT

It's night, but trading towns such as Brigantium never sleep. The street is filled with MERCHANTS haggling their wares, while TOWNSPEOPLE walk to and fro.

Conan is transfixed by the barrage of sights and sounds.

CORIN

We need to find the merchant. Stay close. Understand, Conan?

Conan nods but his eyes never leave the sights around him. He begins to drift from his father's side.

A SHEMISH TRADER haggles in his staccato language to a red-haired, heavily armored VANIR.

A grungy BEGGAR gets pushed aside by four SLAVES, carrying a curtained carriage on their shoulders. Conan gets a quick view of a wealthy AQUILONIAN DAME inside the carriage, her arms covered in jewels.

The wealthy Dame notices Conan looking and hides her necklace from sight.

A nearby BAR door swings open, a DRUNKEN CUSTOMER is thrown out into the street right in front of Conan.

VOICE (O.S.)

Welcome Northerner. Allow me to show you some Aquilonian hospitality.

A slender hand finds its way to Conan's shoulder. Conan turns to find a beautiful COURTESAN, his eyes falling to her ample bosom.

For her part, her eyes fall upon the beautiful pelts across his shoulder. With a grin, Conan allows her to pull him inside the bar.

INT. BAR - NIGHT

A lively bar with various denizens of the town. Conan quickly finds a flagon of ale shoved into his hands, as a group of MERCENARIES sing the chorus of their fighting hymn.

The Courtesan whispers into Conan's ears, then leads him up a flight of stairs to the second floor.

As they walk up the steps, a pair of THIEVES watch them go, nodding to the Courtesan.

EXT. BRIGANTIUM - NIGHT

Beside the gate, Corin hands a GRAIN MERCHANT some gold as the other Cimmerians finish loading a wagon with sacks of wheat. Corin looks anxious.

CONNOR

We're ready.

CORIN

Good. We've been here too long already.
(looking around, annoyed)
Where's Conan?

Corin takes one look at the forest beyond and walks back into the market.

INT. BAR - SECOND FLOOR ROOM - NIGHT

The Courtesan sprawls herself over a silk canopied bed, her veils shifting to reveal the soft white curves of her body.

COURTESAN

Your eyes look thirsty, Northerner.

She takes off her shirt, revealing a perfect pair of rounded breasts.

COURTESAN (CONT'D)

How many of those pelts would you part with to taste some of this?

Conan's eyes never leave her body.

CONAN

I cannot. They're not mine to give.

THIEF #1

That's right boy. They're ours now.

Conan turns to see the two thieves standing in the doorway. He's confused.

CONAN

You must be mistaken. These are my father's.

THIEF #1

Don't say I didn't give you a chance, boy.

The Thief pulls a KNIFE and lunges for Conan. Conan ducks beneath the strike, grabbing the thief's arm and tossing him clear over his head.

The thief's skull splinters one of the bedposts and smashes into the floor.

The second thief charges Conan from behind. Conan grabs the broken bedframe and swings it behind him like a bat.

SLAM! The thief takes the blow to the head and his momentum sends him crashing through the window and falling, screaming, to the street below.

The Courtesan is shocked and terrified, backing up on the bed, away from Conan. Conan just drops the bedpost and returns to gazing at her.

CONAN

Continue.

COURTESAN

I didn't--I don't know those men.

It's obvious from his expression the thought never occurred to Conan.

CONAN

Why would you?

CORIN (O.S.)

Conan!

EXT. MARKET - MORNING

Corin angrily pulls Conan down the street, away from a crowd that has gathered around the thief who fell out the window.

CORIN

Bringing you was a mistake.

CONAN

She was just showing me "Aquilonian hospitality."

CORIN

She was robbing you. They judged you a simple barbarian. Let them. The rope that binds men together runs thin in the civilized world.

CONAN

Civilized?

CORIN

It means that one's words need not meet their actions.

(intensely)

But inside, even a liar knows what he truly is. Look in their eyes, boy. Their lips may lie, but their eyes never will.

Corin spots the other Cimmerians and the wagon up ahead, by the gate. He calms, feeling the air of the forest ahead.

CORIN (CONT'D)

No harm was done. We head home.

But in the shadows of a nearby alley watches UKAFA, a huge warrior with ebony skin, marked with countless ritualistic scars. He nods to another warrior, the stocky, bearded LUCIUS, and they head off.

INT. LIBRARY - DAY

An ELDERLY SCRIBE shakes with fear, staring up at a silhouetted figure. On a table before him lie hundreds of ancient scrolls, white paper flecked red with blood.

The blood comes from a PILE OF BODIES, dead SCRIBES who lie nearby.

ELDERLY SCRIBE

I do not understand. Why do you wish to learn of the Cimmerians?

The silhouetted man leans down toward the scribe, his face catching the light. He is KHALAR SINGH, a fearsome warlord with deeply tanned features and haunted eyes. He is an imposing man, with the bearing somewhere between a king and a general.

KHALAR SINGH

I am looking for someone. A single hair from a bloodline hidden for age after age.

ELDERLY SCRIBE

Yes, but Cimmeria? There has never been royalty amongst barbarians. To think there could be is madness--

KHALAR SINGH

Madness? Now you speak of something I know of. Would like to see its face?

Khalar pulls out an ornate, carved box.

KHALAR SINGH (CONT'D)

I was once a captain, in the proud army of Turan. On the king's command, I chased brigands into the mountains; a desperate place, with a thousand caves for them to hide in. But I was very good at my job, and I soon found the cave in which they hid. Or so I thought.

Khalar opens the box, revealing a strange BLACK WORM; its slimy surface seems to glow, fluorescent.

KHALAR SINGH (CONT'D)

Instead we found these. After the fifth time they set upon us, inhabiting our bodies and minds, the last of my men drew their swords across their own throats. But not I. I saw visions not meant for man, and I alone was strong enough to survive. Because my mind was now set on the future. A future in which I could be king of all Hyboria.

ELDERLY SCRIBE

You're mad.

(to Khalar's men)

How can you follow him? He's mad!

KHALAR SINGH

They follow me because they share my vision. Now let me share it with you.

Khalar brings the puts the squirming worm into his hand and strides over towards the fearful scribe, who is then held fast by REMO, a thick-necked soldier wearing light cavalry armor.

ELDERLY SCRIBE

Wait! I do not know where the Cimmerians make their home. None have ever seen what you seek. I can only tell you what I know. Cimmeria is death.

KHALAR SINGH

No. I am.

Khalar places the worm on the scribe's chest. The Scribe SCREAMS IN PAIN AS THE WORM BURROWS INTO HIS SKIN, EXPLORING HIS TORSO, AND THEN FINALLY INVADING HIS HEAD.

HIS EYES TURN AS BLACK AS NIGHT, AND THE SCREAMING STOPS.

EXT. LIBRARY - DAY

Khalar walks out into an alleyway outside the library, looking displeased. He's met by Ukafa, who comes striding up with Lucius.

KHALAR SINGH

Only good news, Ukafa.

UKAFA

The best, my lord. Cimmerians.

KHALAR SINGH

Here?

UKAFA

They just rode out, bearing wheat.

Khalar's adept mind quickly surmises the situation.

KHALAR SINGH

The long winter must have depleted their food stores. Their misfortune dispels ours.

He stares off into the shadows of the alleyway.

KHALAR SINGH (CONT'D)

Track them.

We think he is speaking to no one. But suddenly--

THE SHADOWS MOVE.

SHADOW SCOUTS

Harkening from the deepest jungles of Kush, the tribesmen's shifting skin serves as camouflage, seamlessly blending them into any background. Only their EYES betray their position, almond spheres that appear to float, bodiless.

The four SHADOW SCOUTS depart, barely detectable as they disappear down the alleyway.

CUT TO:

EXT. MOUNTAIN PASS - DAY

The Cimmerians pull the wagon, laden with wheat, through the heavily forested pass.

Conan stops a moment, turning to look behind.

CORIN

Conan, pull!

Conan throws his shoulder into the effort, but behind them, unseen shadows shift and move.

CUT TO:

EXT. CIMMERIAN VILLAGE - DAY

The entire Cimmerian village helps unload the precious bales of wheat. Conan and his father share a rare smile, content with their successful journey.

Corin looks up, and suddenly, his expression changes. Corin's face grows cold, his hand falling to his sword.

Conan turns to see a LONE HORSEMAN, in silhouette, atop the ridge behind them. The horse is black as night, and covered in battle armor.

The Cimmerian warriors instinctively shift into defensive positions as the horseman slowly guides his horse down the snow-covered hill.

Corin turns to his son.

CORIN

Protect the wheat. Pull the wagon to the far side of the village.

CONAN

It's but one man, father.

Corin glares at his son and Conan pulls the wagon away. As the rider nears, we finally see his face. It is Khalar Singh.

KHALAR SINGH

So this what a legendary Cimmerian village looks like. I must confess, I expected more. Then again, they also said you could never be tracked.

Not one of the Cimmerians respond.

KHALAR SINGH (CONT'D)

Who speaks for you, Cimmerians?

CORIN

Each man is free here. We have no ruler.

KHALAR SINGH

Then I address each free man. I am here out of respect. One warrior to another. I have heard tales of the fierce Cimmerian heart, of your barbarism and your courage. I wish you no more harm than is necessary. And so I ask you to grant me that which I came for without bloodshed.

CORIN

Any who tread in this valley ask for but one thing: a swift end.

A CHEER goes up among the Cimmerians.

CORIN (CONT'D)

Is that what you came for, noble?

KHALAR SINGH

No. I came for your women.

The barbarians LAUGH. This guy is unbelievable. Khalar Singh doesn't crack a smile. Dead serious.

Conan stares at the stranger from behind the wagon, curious and wary.

KHALAR SINGH (CONT'D)

One from each bloodline. The rest may stay with you. It may seem harsh, but I assure you, it is as merciful as this day will ever be.

Corin steps forward, raising his sword at Khalar Singh.

CORIN

Keep your mercy, outlander. It falls on deaf ears.

The Cimmerians laugh. So does Khalar Singh, supremely unconcerned. He pulls out a RAM'S HORN, its blasts echoing in the valley.

And in response, KHALAR'S LEGION appears. TWO HUNDRED WARRIORS, from every far-flung corner of the world, ring the ridges surrounding the village on all sides.

KHALAR SINGH

Yours is not the first tribe of warriors I've faced. The strong who survived joined my ranks. Reconsider my offer, Cimmerian. You are outnumbered.

Corin WHISTLES. From every hut, WOLVES appear, sharp teeth bared. There appears to be a wolf for each of the fifty Cimmerian warriors.

CORIN

We will take our chances.

Khalar SHOUTS and spurs his horse onward, right at Connor and Slaine, who stand closest to the opposing General. The two barbarians rush to meet him head on.

Khalar parries both their attacks with his dual blades, then spears both of them through the throat. Khalar then LIFTS BOTH MEN OFF THE GROUND, throwing them aside like rag dolls. Even the stoic Cimmerians are cowed by the display of superhuman power.

Khalar's men shout a BATTLE CRY and charge down the steep hills. The two forces COLLIDE in a tangle of steel and flesh, bare-chested Cimmerians against armored soldiers.

The Wolves add to the havoc, launching themselves at the invaders and knocking them down for the Cimmerians to finish off.

Corin proves the most lethal of the Cimmerians, felling Khalar's warriors with single swipes of his great blade.

Little by little, the fearsome warriors of Khalar Singh fall to the frenzied Cimmerians and their wolves.

Until Khalar Singh blows upon the horn again.

ATOP THE RIDGE

BLACK ROBED PRIESTS begin to CHANT. They raise burning BRAZIERS, leaking a soft grey smoke that changes to a thick and dark black.

THE VILLAGE

The wolves are the first to react, prostrating themselves to the earth, tails ducked between their legs. They begin to howl, a haunting CATERWAUL that turns into YELPS OF PAIN as they begin to change--

Their bodies begin to morph, nature twisted by the ancient magic. The skin beneath their fur bubbles like a cauldron, their bones splinter, crack and reform. Finally, the fur tears open, a demonic beast forcing its way out from inside the dogs.

THE JACKAL BEASTS

Each of the half dozen were-creatures is a monstrosity; black fur punctuated by rows of pointed, exposed bone down the ridge of their hulking backs. Their squat faces are dominated by enormous jaws lined with razor sharp incisors. Their blood red eyes reveal the madness of eternal pain.

THE CIMMERIANS

The Jackal Beasts quickly turn upon the Cimmerians. One of the Jackals leaps onto its prey, jaws ripping into exposed flesh, tearing the face right off a Cimmerian.

Another Cimmerian manages to get his entire sword into the chest of a leaping Jackal, but the beast simply keeps coming, its jaws bearing down upon the warrior's jugular. Blood erupts as the Jackal rips off the Cimmerian's head, then tears into the headless torso, devouring the raw flesh.

Against the inhuman furor of the arcane beasts, even the Cimmerians prove no match. The tide of the battle shifts.

CORIN

Corin spies Khalar Singh, across the fray, slicing through the weakened Cimmerians. Corin rushes Khalar, but the horseman has the advantage.

Khalar quickly parries the initial attack and counters with his second blade. Corin dodges the swing, but Khalar Singh uses his warhorse to bear down upon Corin. Corin stumbles back.

Khalar presses his advantage. Corin parries three swift sword blows in a row, but the fourth slashes deeply across his chest and he drops to the muddy ground.

Khalar Singh raises his sword for the coup de grace.

CONAN

Conan appears, sword in hand, YELLING in fear and rage. He dives underneath Khalar's horse, thrusting his sword into its belly.

The warhorse collapses, taking Khalar Singh down with it. Khalar Singh is pinned.

KHALAR SINGH

Kill them all! Take the women!

Conan, eyes filled with fury, heads towards Khalar.

CORIN

Conan!! Hold!!

But Conan only has eyes for his prey. Corin pulls his son down just as a Jackal Beast leaps at him. With a sweep of his blade, Corin lops the head off the beast.

Corin, though mortally injured, then pulls a reluctant Conan from the battle, back towards their hut.

Conan stares at his father, who bleeds profusely.

CONAN

Let me go, father. We must fight!

But when Corin looks around, it's clear the Cimmerians have lost. Only a handful still fight on, to the end.

CORIN

(struggling)

Since before you were born--your mother knew a great destiny awaited you. I held you back from that---for too long. You wanted to be a warrior of the tribe, Conan--now you must be its last.

CONAN

Father, I am not afraid to die.

CORIN

Good. Make your death have purpose.

Corin surprises Conan, clubbing him across the head with the butt of his knife.

FADE TO BLACK.

INT. STONE CHAMBER - DAY

Conan comes to in the icy cold of the stone chamber beneath his father's forge. There is nothing but silence all around.

Conan tries to push the wooden enclosure above him aside, but a pile of swords lie atop it. He heaves away and manages to escape the tiny cold coffin.

EXT. CIMMERIAN VILLAGE - DAY

Conan exits his father's forge only to see the entire village burning. The bodies of everyone he has ever known litter the landscape. Nothing stirs.

Conan falls to the icy ground, tears falling from his eyes.

CORIN

Corin's dead body lies propped up by three spears, his own sword thrust deep into his chest.

CONAN

Stares at his father. Jaws clenched, Conan pulls the sword out of his father's body.

CUT TO:

A PYRE

A pile of Cimmerian bodies lies atop the pyre. Conan carefully lowers Corin into the pyre as well.

CONAN

I swear to you all. However long it takes, I will be your vengeance.

Conan lights the pyre, the flames quickly engulfing the bodies.

DISSOLVE TO:

INT. BAR - MESSANTIA - NIGHT

A raucous bar on the Argossean waterfront, looking over a port lined with Shemish galleys and junks from Kush.

The bar is filled with the hearty sailors and merchants of those ships, and those who desire to part them from their hard-earned money; Zamoran thieves, Hyborean mercenaries and Brythunian whores.

A pair of CITY GUARDS, short swords sheathed at their sides, enter the bar and are immediately summoned over by the harried BARKEEP.

BARKEEP

He's over there, towards the back.

CITY GUARD #1

What's this one done?

BARKEEP

What's he done?! What hasn't he done? He's bedded six of my whores and finished off three casks of mead--and he hasn't paid so much as a silver piece for it. And when I tried to collect, he broke my man's arm.

Six men hold down a HULKING MAN as another bartender SNAPS his ham-hock of an arm until it faces back in the right direction.

CITY GUARD #2

Sounds like a real problem. Too bad we have other places to be right now.

The Barkeep shakes his head, knowing the routine. He slips a pair of silver pieces into the soldier's hand.

BARKEEP

Just get that behemoth out of here.

The two City Guards make their way to the back of the bar. His back to them, the drunken man they're after has himself propped up between a pair of voluptuous, topless WHORES.

As the soldiers arrive, the man throws his tankard of ale at the Barkeep, who's now back behind the bar.

DRUNKEN MAN

Piss-water! You'll serve my friends and I your best, barman, or you'll taste my steel!

CITY GUARD #1

Time to leave, northerner.

The Drunken Man turns as the City Guard puts a hand on his shoulder.

CONAN

The gangly fifteen year old boy has grown into a powerfully built man, broad-shouldered with sun browned skin lined with battle scars. Only the piercing blue eyes and square cut black mane remain from the boy we last saw.

Conan stands to his full height, looming over the smaller City Guards, who instinctively take a step back.

CONAN

No, my small friends. It's time to die.
Now--

Conan HICCUPS, barely able to stand.

CONAN (CONT'D)

Who's--first.

His eyes roll up in his head as he collapses to the ground.

CUT TO:

EXT. STREET - NIGHT

Conan, unconscious, is being dragged down the street by the two City Guards.

CITY GUARD #1
(struggling)
By the gods, he's as heavy as a horse.

CITY GUARD #2
Even a dead horse smells better than this.

EXT. PRISON TOWER - NIGHT

A portcullis raises to give the City Guards dragging Conan passage inside.

INT. PRISON - NIGHT

The two City Guards drag Conan into the town's prison, where a LIEUTENANT sits eating his dinner.

The Lieutenant doesn't even bother to look up from his meal.

LIEUTENANT
What's the charge?

CITY GUARD #2
Public drunkenness. Another damn hill ape who can't handle his liquor.

LIEUTENANT
Is that so, boy? How do you plead?

Conan yawns in response. One of the City Guards slaps Conan, hard, across the face. Conan slowly opens his eyes.

CONAN
Where's the Captain of the Guard?

LIEUTENANT

In the cells, interrogating a prisoner.
And you'll get the same if you don't
answer. You're accused of public
drunkenness. How do you plead?

Suddenly Conan shifts upright, looking way more sober
than he did a moment ago.

CONAN

Haven't had a drop all night.

The guards holding Conan up by his arms, suddenly find
those arms wrapped around their heads. Twist, twist.
SNAP. SNAP. He breaks both their necks in an instant.

The Lieutenant is horrified. He goes for his sword. Conan
bats it out of his hand, slamming the Lieutenant's head
against the back wall.

CONAN (CONT'D)

The key to the cells.

LIEUTENANT

I don't have it. There's a guard inside
the door. Only he can open it.

Conan picks up the Lieutenant's sword.

LIEUTENANT (CONT'D)

You can't kill me! He'll only open the
door for me!

A FLASH OF STEEL as Conan delivers a blow.

CUT TO:

INT. CELLS - NIGHT

A GUARD sits on a stool next to a heavy metal door.
Behind him, the CAPTAIN OF THE GUARD beats a chained
prisoner to a pulpy mess.

There's a KNOCK at the door.

GUARD #1

What is it?

MUFFLED VOICE (O.S.)

Need to see the Captain.

The Guard exhales, frustrated. He stands up, getting his keys out. He stops. Opens the small EYEHOLE to see into the other room.

The Lieutenant stares back at him.

GUARD #1

Fine, fine.

He opens the door--

Only to see Conan standing there, holding the decapitated head of the Lieutenant.

The shocked Guard goes for his sword. Conan swings the Lieutenant's head, smashing it into the Guard's jaw and putting him down for the count.

That's when the Captain of the Guard turns around. And WE RECOGNIZE HIM! He's LUCIUS, and he was one of Khalar Singh's soldiers.

LUCIUS

Men!

From around a corner come five more Guards, drawing their weapons. Lucius draws his as well.

LUCIUS (CONT'D)

You've made a huge mistake, ape. The exit is the other way.

CONAN

I came for you, Lucius.

Lucius nods to the guards, who advance on Conan.

LUCIUS

You talk as though you know me, ape.

CONAN

I do. And I am no ape. I am Cimmerian.

As recognition crosses Lucius' face, Conan springs into action. He KICKS the table at the men, sending the knives and other torture implements flying right into the first guard.

The second guard tries leaping over the falling table. Conan just grabs him in midair and throws him even faster into the iron bands of the prisoner cells.

Lucius lunges at Conan, Conan steps in on him, grabbing his sword hand. In a show of strength, he twists Lucius' own sword until points down at the floor, then THRUSTS IT THROUGH LUCIUS' FOOT AND DEEP INTO THE WOOD FLOOR BELOW.

Lucius BELLOWS in pain, pinned to the spot.

The next three Guards rush forward, forcing Conan to deal with three weapons attacks at once.

The first to strike swings a mace and chain that wraps around Conan's sword and he tries to yank it free from Conan's grip. Instead, Conan pulls him in a wide circle, sending him flying into a wall-mounted torch. The guard burns like dry kindling.

The second to strike hits Conan on his sword hand, carving a deep gash and causing him to drop his sword.

Conan turns to face him, eyes filled with rage. The guard's face goes pale. Conan head butts him with all his might and the guard goes down, bleeding from mouth, nose and ears.

However, the last Guard is upon Conan before he can react. The powerful soldier uses the shaft of his poleax to lift Conan off his feet and back against the far wall, pinned by the neck.

Conan struggles to breathe, the polearm shaft driving his throat into the wall. The thickness of the Cimmerian's neck gives him time to reach into his bracer, pulling out a hidden knife which he buries into the Guardsman's eye.

CUT TO:

Lucius SCREAMS in pain as Conan pours water on the burning guard, and lifts the table back onto its legs. Then he pulls the sword out of the floor, a thick plume of blood rising out of Lucius' now liberated foot.

Conan takes Lucius' face and smashes it against the table. Lucius looks, aghast, as Conan takes his injured hand and places it over the torch flame, searing the wound closed. The Cimmerian never even bats an eye.

LUCIUS

Who are you? What do you want?!

CONAN

You know who I am.

Conan unfurls a piece of parchment beside Lucius' face.

PARCHMENT

The weathered parchment has crude drawings of FACES, several of them with red "X" marks through them. Conan points to one of the drawings, very clearly the image of Lucius.

CONAN (CONT'D)

Tell me where to find the others, and I'll make your death a quick one.

LUCIUS

That?! You think that is me?! You're wrong!

Conan lifts the sword, bracing Lucius' head for the blow.

LUCIUS (CONT'D)

Wait!! Wait!!

(Conan pauses)

I can tell you where the rest are. There are four faces unmarked. Me. Khalar Singh. The tall dark one is Ukafa, Khalar Singh's most trusted. The one with the scar is Remo. He commands Khalar Singh's cavalry. If I tell you where to find them, would you agree not to kill me?

CONAN

Why would I do that?

LUCIUS

Because Khalar Singh can only be found by those he wishes to find him. You could waste ten more years searching, only to lose his trail.

Conan thinks about it.

CONAN

You have my word. You tell me where I will find Khalar Singh, and I will not kill you.

Conan lets Lucius go. He hobbles to his chair.

LUCIUS

He is far from this place. Past the Mountains of Fire, on the edge of the Red Waste, in a land called Khoraja.

CONAN

Convenient that you would send me to the far side of the world.

LUCIUS

It's no mistake you find me this far from Khalar. He has gone mad. His obsession with the dark arts is a curse, and Khoraja is home to the cursed. I swear to you, I have no reason to lie. I will thank you to kill him. Perhaps then my nightmares will cease.

In a flash, Conan grabs Lucius' head again, yanking it back, exposing his throat.

LUCIUS (CONT'D)

You gave your word!

Conan rips a SMALL KEY from a large keyring. He drops it in Lucius' throat. The big man chokes instantly. A second later, Conan pours ale from a flagon down his throat as well.

Lucius swallows the key, gasping for breath as Conan releases him.

LUCIUS (CONT'D)

What are you doing?!

CONAN

Toasting, to our deal.

Conan grabs the large prison keys and heads over to the prison cells, opening them. Several PRISONERS amble out, a haggard and angry looking bunch.

CONAN (CONT'D)

Go. You are free.

HUGE PRISONER

What of our chains?

Conan hands the PRISONER the fallen Guardsmen's sword.

CONAN

The key to your chains sits in the Captain's gut. Happy hunting.

The Huge Prisoner grins with malice. As the Prisoners close in on the terrified Lucius, Conan heads for the door.

LUCIUS

Barbarian! I had your word! You said you would spare my life!

CONAN

No. I said I wouldn't kill you.

We hear Lucius SCREAMS OF PAIN as Conan walks out into the night, crossing Lucius' face off his list of targets.

Staring up at him, the drawn face of Khalar Singh.

CUT TO:

EXT. DESERT SANDSTORM - DAY

KHALAR SINGH looks older. Worn. He squints as he stares into a raging sandstorm. The sand is blood red. The wind howls in his ears. There is something else in the wind. It sounds like frightened whispers.

UKAFA trudges through the deep sand to reach him. The sandstorm is so blinding we don't see him until he is less than five feet away.

UKAFA

Khalar Singh, we've lost half our cavalry legion! We must turn back!

KHALAR SINGH

We press on.

UKAFA

My Lord, we've been deceived! There is nothing here!

KHALAR SINGH

You see only with your eyes. We follow no rumor this time. No fable. After scouring all of Hyboria, the Heir is here before me.

He looks in Ukafa's doubt-filled eyes, then pushes him back to the sand and trudges forth, disappearing into the storm.

Ukafa finally steps forward into a sandstorm that only seems to get more violent--

UNTIL SUDDENLY THE STORM STOPS!

EXT. OASIS - CONTINUOUS

An incredible sight. The desert drops nearly a hundred feet into a protected rock oasis, replete with deep blue pools of water amongst a monastery and several thatched-roof, adobe houses.

And moving between the pools are MEN and WOMEN going about their simple chores. They wear long flowing robes and turbans, the men's red and the women's white.

The air and sand are perfectly still within the perimeter of the oasis. But beyond it, the sandstorm rages all around, sand hurled violently hundreds of feet into the air, swirling around the oasis as though it were the eye of some mystical hurricane, protected by an unseen force.

KHALAR SINGH

Gather the troops. Then search for tunnels. On all sides.

UKAFA

It will be done, Khalar Singh.

KHALAR SINGH

Ukafa? The women wear white. None must escape. None. Spread the word.

EXT. OASIS - DUSK

Two MALE MONKS draw water from a pool. Nearby a FEMALE MONK chops vegetables for the night's meal.

One of the monks drops his bucket in the calm water. But then, in the pool's reflection, he sees EYES SHIMMERING over his shoulder.

The monk quickly reaches for his blade, but the shimmering SHADOW SCOUT moves first, slicing BOTH MONKS' THROATS BEFORE EITHER CAN UTTER A SOUND.

Another SHADOW SCOUT quickly grabs the female monk, its inky black hand covering her mouth--

But she also holds a knife, and in an instant, stabs blindly at her assailant. The Scout SHRIEKS as she connects, his skin reverting to its natural aboriginal color as he falls dead.

It gives her just a moment to react. She SCREAMS:

FEMALE MONK

Invaders!!!

From the storm above, we hear an inhuman BELLOW.

WAR MAMMOTHS

A dozen of the towering beasts bellow as they emerge from the storm, racing down the sandy hills from all directions. Their tusks are pierced with iron chains with spiked balls at their end. The mammoths swing their tusks, pulverizing the first wave of monks who meet the attack.

Carriages are affixed to the mammoths' lumbering backs, on which KUSH SPEARMEN rain down javelins upon the oasis's defenders.

Armed MONKS come streaming out of the buildings, joining the fray.

However, there's a WHOOSHING sound overhead as FLAMING ARROWS race out of the storm, falling on the thatched roofs and many of the monks below.

Every structure begins to burn. One of the huts even EXPLODES.

INT. MONASTERY - CELL - DAY

Perfect blue eyes fly open. TAMARA (22) awakens from a bad dream. She listens but hears nothing but her own ragged breathing.

INT. MONASTERY - MAIN HALL - CONTINUOUS

Seated at a table at the far end of the hall is FASSIR (70), the elder monk and scholar of the monastery. Tamara hurries to him.

TAMARA

Fassir, someone comes.

The two monks with Fassir, JASIM (21) and SIMURA (30) exchange glances. "Not again" glances.

FASSIR

Another dream, my dear?

TAMARA

Yes--no--I do not know, but it feels different than the others.

FASSIR

Tamara, you know what to do. I have taught you countless times. You must turn away from such visions. By embracing them you only give them power.

TAMARA

But he was so real. And he was coming for me.

An eyebrow raises.

FASSIR

For you?

TAMARA

With a legion of soldiers. They called him--Khalar.

Suddenly, the monastery's BELL RINGS OUT. It's followed by sounds of commotion outside, then the EXPLOSION.

A younger monk, BAEL (22) races in.

BAEL

An army attacks, from all sides at once!

FASSIR

(dazed)

He has finally found us.

TAMARA

So they are more than dreams? Who is this Khalar? Why does he want me?

FASSIR

I'm sorry, child. We kept so much from you, thinking it would save you--

AN EXPLOSION RIPS APART THE FAR WALL OF THE MONASTERY. Black smoke pours in.

FASSIR (CONT'D)

Simura, Jasim, get her away. She must not be captured!

Tamara is confused and scared as Simura and Jasim grab her and hurry her out of the monastery.

As the two men lead Tamara away, Fassir turns to Bael.

FASSIR (CONT'D)

Burn all the scrolls, Bael. Nothing must
fall into Khalar's hands.

Bael bows.

BAEL

At the cost of my life, teacher, it will
be done.

EXT. OASIS - CONTINUOUS

The lopsided battle has made its way to the front of the
monastery. The massive war mammoths corral the remaining
monks, mostly women, before the three story building.

ARMED HORSEMEN

Hyrkanian horsemen, led by Remo, race past the mammoths.
They target the women in the white robes, lashing out
with whips that entangle and bind them, but do not kill.

The monks fight with ferocity and their own mix of
martial arts and swordplay, but their forces quickly
become overwhelmed by their attackers' larger numbers.

But the monks buy enough time for Tamara to be led to a
spare horse, trailed by Fassir and guarded by Simura and
Jasim.

On the run, Tamara takes in the battle with horror,
watching as her people are cut down.

TAMARA

Wait--we can't just leave them!

Simura and Jasim push Tamara towards her horse, when
suddenly a flaming hut nearby EXPLODES, raining fire
between them and Fassir. The battle quickly surrounds
Fassir.

TAMARA (CONT'D)

No!!! Fassir!!

Simura and Jasim leap upon their horses, pulling Tamara's
along beside them.

SIMURA

There's no time! We must go!!

As they ride off, Tamara looks back at Fassir, who reaches out to her.

FASSIR

Tamara!!

But it's too late, as the riders disappear through the smoke of the battle.

INT. NORTH TUNNEL - CONTINUOUS

A stone and sand tunnel, wide and smooth that extends beneath the desert itself. A massive WAR MAMMOTH blocks the entrance, Kush Spearmen atop its back.

Tamara and her warriors gallop towards it, Simura and Jasim taking the lead. The fearless monk/warriors evade the enemy spears, riding right up to the mammoth's head.

They rear back on their horses reigns, and as the raised horses' hooves near the mammoth's head, the great beast bellows and rears back.

The spearmen topple off the mammoth's back and Tamara and her two warriors gallop past them, into the tunnel.

EXT. OASIS - CONTINUOUS

Khalar, atop his horse at the lip of the oasis, spots Tamara and her two warriors, far off, escaping out the north tunnel.

TAMARA

Stops her horse just before the maelstrom, still inside the safe haven of the oasis. She looks up and locks eyes with Khalar. An anger rises within her, a stark contrast from the innocent young monk she seems to be.

TAMARA

(to the distant Khalar)

You will pay.

CU - TAMARA'S EYES

A ringing SOUND is heard and the air around Tamara seems to SHIMMER, as if a wave of heat blew past through.

KHALAR SINGH

Suddenly, Khalar's horse gets spooked and REARS. Khalar is shocked, unprepared, and he falls over backwards--

RIGHT TOWARD HIS OWN SWORD WHICH HAS FALLEN AND IS JUTTING OUT OF THE SAND. At the last moment, Khalar twists his body out of the way and the sword simply scratches his neck.

He stares in shock and awe at

TAMARA

She blinks, snapping out of her trance as Simura grabs her arm.

SIMURA

Come! He'll send his best trackers. Jasim and I will draw them off.

KHALAR SINGH

The general can only watch as Tamara and the others disappear into the raging storm. He wipes the blood from his neck, shaking off the strange experience.

Khalar motions to Remo, who immediately rides up.

KHALAR SINGH

Remo. Find her!

Remo uses hand motions to gather his cavalry around him. They SHOUT as they kick their horses into a gallop.

CUT TO:

EXT. VILLAGE - KHORAJA - DAY

Conan walks into a small village in peril. CAVALRYMEN put huts to the torch and drag peasants into the street to be slaughtered.

PEASANT FATHER

I've seen no girl! None! On the life of my family I swear it!!!

The cavalryman cuts him down with one blow of his sword. Then he moves to the next peasant lying in the mud.

Conan never pauses. He simply continues walking right through the center of the mayhem.

CAVALRYMAN

You!

Conan keeps walking until the cavalryman puts his horse in front of Conan's path. Only Conan's eyes rise to meet the man.

CAVALRYMAN (CONT'D)

We seek a girl with dark hair, wearing monk's robes. Have you seen such a girl?

CONAN

No.

The cavalryman stares at Conan a long moment, deciding whether to press the question. He makes a smart choice and backs his horse out of Conan's path.

Conan continues on, oblivious to the screams and cries of the villagers.

CAVALRYMAN

(to the other cavalry)

They've seen nothing here. Leave the rest and report back to Remo.

At the word "Remo," Conan's feet stop walking. Slowly, casually he draws his sword. He keeps his back to the cavalry.

CONAN

Are you Remo's men?

The cavalrymen stop, taking note of Conan standing still.

CAVALRYMAN

What concern is it of yours?

Conan smiles, inhaling deeply. When he exhales, his eyes are full of battle fury.

CUT TO:

EXT. FIELD ENCAMPMENT - NIGHT

A cavalry encampment. Circular white tents with horses tied up at every tree. We hear LAUGHING from one tent, then Remo comes falling out of it.

REMO

A hellion to be sure! No wonder she was so hard to capture!

SOLDIER 1

Sir, Khalar Singh's orders--

REMO

Khalar Singh wants her unharmed. What I wish for her could hardly be called harm.

Just then, EIGHT HORSEMEN approach slowly, two abreast. We recognize them as the soldiers we just saw at the village.

REMO (CONT'D)

What were you doing for so long? I found the girl in half the time it took you to come back empty handed. We were going to send out a search--party.

Suddenly the Remo notices something is not right.

The first two horsemen are tied onto their saddles, and they sit upright because swords are driven into their backs to keep them so.

REMO (CONT'D)

Demons of Set!

Remo and the Soldier check all the horses. Each rider is the same--

EXCEPT FOR THE LAST. The ropes fall away from his body as CONAN DRIVES HIS SWORD THROUGH THE SOLDIER.

Remo only catches a flash of a fist before we

CUT TO BLACK.

INT. TENT - DAY

Conan pulls back the flap of Remo's tent, revealing TAMARA, lying bound to one of the tent's support poles.

Tamara's eyes go wide in fear as Conan pulls out his dagger--but he only slices off her gag expertly, not so much as nicking her skin.

CONAN

Who are you?

TAMARA

I am nobody.

Conan simply smirks, knowing Tamara is lying. He cuts the bonds tying her to the pole and pulls her out of the tent.

EXT. TENT - DAY

The camp outside bears the evidence of a one-sided battle, the dead bodies of the cavalrymen lying sprawled in every direction. Remo's beaten body lies lashed to a nearby tree.

Tamara takes in the gruesome sight, shocked.

CONAN

Nobody? Quite a lot of men sent to capture nobody, wouldn't you say?

Tamara recoils from Conan, terrified of the man who has single-handedly wrought such brutality.

CONAN (CONT'D)

Why does Khalar Singh want you?

TAMARA

I don't know.

Conan looks at Tamara, but her face only shows confusion. Conan cuts the bonds at her wrists.

CONAN

Then let's hope it's for your cooking.

EXT. CAMPFIRE - NIGHT

Tamara struggles to manage a cooking pot over the blaze. Conan relaxes nearby, sharpening the blade of his dagger.

Tamara steals glances at an unconscious Remo, who occasionally GROANS in pain.

TAMARA

You killed all the rest. Why do you keep that one alive?

CONAN

I enjoy a little music with my meal.

Tamara isn't amused by Conan's reply.

TAMARA

I never knew men could be so cruel. Now I wonder if the world is filled with animals such as you.

CONAN

You speak of animals as if they were less than men. But animals don't stab their brothers in the back or steal their mother's only possession. And they never lie.

TAMARA

I haven't lied to you. Not once.

CONAN

Very well. Give me your name.

TAMARA

I am Tamara Amelia Karushan. And you?

CONAN

I am Conan.

TAMARA

Conan? That's it?

CONAN

What more names do I need?

Conan pulls out jerky and gnaws on it. He offers none to Tamara.

CONAN (CONT'D)

There is only one truth I need from you, Tamara Amelia Karushan. Whatever reason Khalar Singh wants you, is it enough for him to come in person to collect you?

Tamara eventually nods.

CONAN (CONT'D)

Good. Because by the smell of that stew, it's not for your cooking.

Conan hands Tamara the jerky and marches off into the darkness.

EXT. FORTRESS - ESTABLISHING

The stone fortress of Khalar Singh looms darkly over the city of Khor Kalba.

INT. FORTRESS - DUNGEON - CIRCULAR CHAMBER - NIGHT

A perfect circle carved into black rock. Sixty feet in diameter, the walls rise even farther up.

And upon the walls, a spiderwork of iron chains, suspending PRISONERS by stretched and distended limbs, faces wracked in agony.

The higher prisoners are unrecognizable, but lining the lower walls we find the FEMALE MONKS from the oasis. Their faces are filled with agony and terror, as though unspeakable things have already been done to them.

THE JAILER

A mountain of flesh, seven feet tall and almost four hundred pounds, his oversized body is crisscrossed with heavy links of chain that CLATTER as he walks.

The Jailer unchains one of the female monks from the lower wall, lowering her body like a doll in his huge hands. He carries her over to

THE WELL

In the center of the circular floor is what appears to be a deep well, surrounded by black robed, CHANTING priests.

KHALAR SINGH

The warlord observes the proceedings, alongside Ukafa. Khalar Singh's face is grim and drawn.

The Monk fights the Jailer as best she can but she is no more than a gnat fighting against his gargantuan form.

The Jailer lifts her over to the well and THROWS HER IN.

She falls six feet and lands--

ON A HUGE WRITHING PILE OF THE BLACK WORMS!

Khalar Singh nods to the HEAD PRIEST. The priests' CHANTING rises in tone and volume.

HEAD PRIEST

Dark Ones of Acheron, seers of the blackest arts, judge the one laid before you!

The Monk SCREAMS as the writhing worms suddenly attack. THEY BURROW INTO HER SKIN, RACING UP HER LEGS AND ARMS, EXPLORING HER TORSO, AND THEN FINALLY INVADING HER HEAD.

Hundreds of worms enter and leave her, each one causing excruciating pain.

And suddenly, her eyes open wide, staring up at Khalar Singh. The eyes of a possessed woman.

When she opens her mouth to speak, worms pour from it, and the voice that issues forth is that of a thousand demonic voices.

POSSESSED MONK

This one is a vessel of Acheronian blood.
(more worms infest her)
But the Heir to the Royal Line she is
NOT.

KHALAR SINGH

Can you use the blood?

POSSESSED MONK

The blood is potent for many things. What is your desire?

KHALAR SINGH

I desire the power of Acheron itself. To fell cities with a wave of my hand. To command the armies of the possessed. To feel the power of the dark gods themselves coursing through my veins.

POSSESSED MONK

Only the sacrifice of the Queen can grant you your desire.

Instantly the worms leave her body. And when they leave, no holes remain in her skin. No evidence of what happened to her, besides the look in her eyes. The same look as the others.

The Jailer reaches down and plucks her out of the well.

Khalar Singh storms out, Ukafa following him.

INT. GRAND HALL - NIGHT

Khalar Singh climbs out of the dungeon into a long columned hall of the fortress proper. Ukafa has to hurry to match his stride.

UKAFA

My Lord--

KHALAR SINGH

None of them! None! The one that escaped
is the Heir. I knew it from the start.

UKAFA

You are closer than ever before, Khalar
Singh. Your kingdom is within your grasp.

Khalar rubs at tired eyes, exhaustion overcoming rage.

KHALAR SINGH

Teasing. They taunt me with my failure.

Ukafa looks confused.

UKAFA

They?

Khalar Singh changes the subject.

KHALAR SINGH

Send out another cavalry legion. I want
twice as many men searching for her.
Every field, hill, and mountain.

CUT TO:

AERIAL SHOT - POV - SOARING

Across steep valleys and up jagged peaks we race into
steep and unforgiving mountains. Cresting over a set of
peaks, a gorge is revealed below, and beneath it--

EXT. ACHERON - NIGHT - MOVING

A city carved out of the purple granite of a mountainous
gorge. Hundred-foot towers rise up, their pinnacles
crafted to depict ANGRY, GOD-LIKE FACES.

We GLIDE DOWN past thin mists of swirling smoke, towards
the growing sounds of SCREAMING and WAILING.

The streets of Acheron are lined with thousands of
SLAVES, young and old, chained together, toiling under
the lash of their cruel masters, the

ACHERONIANS

Their armor, crafted from the bones of their defeated enemies, rises to a mask which cover much of their features. Only the red irises of their eyes peer through.

The slaves hobble down the main boulevard, their naked feet splashing in streams of BLOOD which flow from the

ACHERONIAN PYRAMID

Up ahead looms a colossal pyramid, and as we grow closer the grotesque surface becomes clearer, one hewn from cracked bone and empty sockets.

The three hundred foot high edifice is made ENTIRELY OF THOUSANDS OF HUMAN SKULLS. Many of the skulls still drip with blood, pouring down from the pyramid's crest, where stands

A STONE ALTAR

Images of snakes gorging themselves on hapless victims are carved in bas relief into the altar's surface.

Upon the blood soaked altar lies tied a STRUGGLING, NAKED WOMAN, bound by her hands, her terrified features partially covered by a woven blindfold.

Several ROBED PRIESTS stand beside her, CHANTING. One of them hands an ORNATE DAGGER made entirely of a carved red gemstone to the HEAD PRIESTESS.

The Head Priestess approaches the altar, the light from the torches illuminating her face.

IT IS TAMARA. Her eyes seem lost, far away. She reaches down towards the bound woman, pulling off the sacrificial blindfold, revealing her face.

SHE HAS TAMARA'S FACE AS WELL.

THE DAGGER

The ruby hilt GLEAMS as it is thrust down into its victim's chest. SCREAM.

CUT TO:

EXT. ROCK OUTCROPPING - NIGHT

Tamara leaps up, SCREAMING herself. Her face is covered in sweat, her eyes as terrified as the victim from her dream.

Tamara tries to wipe her head, but her hands and feet are tied. She looks around, but Conan isn't there--nor is Remo.

Below, in the distance, the fortress of Khalar Singh is perched atop a sheer cliff overlooking the city of Khor Kalba. Not far off is an open field, just beyond the fortress's defenses.

EXT. OPEN FIELD - NIGHT

MUFFLED SCREAMS. We pull out of Remo's wide mouth, stuffed with cloth, trying to bellow in uncontrollable agony.

A hand comes in and pulls out the cloth. It's Conan.

REMO

Please! Mercy!

CONAN

I could. It would be an easy thing to show mercy. But what would it profit me?

Remo cannot move his head, but he turns his eyes toward the sound.

REMO

Where am I? Why can I not move?

We PULL OUT, revealing that Remo is strapped to a CATAPULT. Conan is finishing the job of lashing Remo to a large boulder.

CONAN

Your back is broken. You will never move again. At least not without some assistance.

REMO

Wait! Wait!!!

Conan pauses.

REMO (CONT'D)

You don't need to do this. You said you seek profit? Have you heard the name of Khalar Singh? You have that which he craves. You have the girl, right? Khalar will give you whatever you want for her. And more.

CONAN

Why would he? Who is she?

Remo pauses, not wanting to answer. Conan cranks back the catapult's arm.

REMO

Wait. She's the one. He's been searching all of Hyboria for her for over twenty years. She is a queen.

CONAN

(realizing)

Twenty years?

REMO

In her lies a great power. One Khalar Singh would pay dearly for.

Conan's expression darkens.

CONAN

So I should ransom her to your master? Not exactly loyal, Remo--but still, a good idea.

Conan pulls out a sheet of handwritten paper, places it on Remo's chest, and then THRUSTS A DAGGER through it, into the soldier's chest.

CONAN (CONT'D)

You'll help me deliver it.

EXT. OUTER WALL - KHOR KALBA - NIGHT

Ukafa inspects Khor Kalba's outermost defense walls. He eyes the SOLDIERS at attention. Just then, a SHADOW passes over him. He hears SCREAMING.

CRASH! A BOULDER smashes through the wall, pulverizing the column Ukafa just passed. Half of the wall collapses in with it creating a large cloud of dust and debris.

As the dust settles, Ukafa finds an impact crater in the far wall where the BOULDER settled.

And he sees Remo tied to it.

CUT TO:

KHALAR

Now stands over the impact crater left by Remo's earthly plunge.

KHALAR SINGH

Is that Remo?

UKAFA

It is.

A fury rises in Khalar Singh. And then he notices the note, stuffed in the uniform. He pulls it out.

It is covered with blood, but still readable.

KHALAR SINGH

A ransom demand, for the girl. For me to deliver in person.

UKAFA

I'll go--and come back with their heads.

KHALAR SINGH

No. I'll not risk losing her again. Fetch me triple the ransom. Be ready to ride at dawn. But once the deal is made, be ready to strike.

EXT. ROCK OUTCROPPING - NIGHT

Conan returns from the nearby hills, carrying a pair of rabbits he's hunted and skinned.

He looks around, surprised not to find Tamara. He hears a yelp from nearby and walks to a dirt path beyond the clearing.

TAMARA

She's tied up and gagged and she's wormed her way this far, muddying and scraping herself all along the way. She lets out a frustrated grunt as Conan simply picks her back up and carries her back to the outcropping.

He pulls the gag from her mouth and drops a skinned rabbit at her feet.

CONAN

Here. Eat.

Tamara squirms away from the carcass, disgusted.

TAMARA

Does it bother you, blood on your hands?

Conan tears into his rabbit, chewing on the raw meat.

CONAN

At least the only blood on these hands I claimed with my own sword.

TAMARA

What do you mean?

CONAN

How much spilled blood bears your name?

TAMARA

Me? Unlike you, I never took a life.

Conan confronts her, enraged.

CONAN

You lie. You are the very reason my people are dead!

TAMARA

It's you who spreads lies! I never met your people.

CONAN

Why should royalty ever meet the people they are responsible for killing?

TAMARA

Royalty? You think me royalty?

CONAN

I know you are.

Conan simply returns to eating his food. Tamara quiets, confused.

TAMARA

Will you do me one favor someday?

Conan angrily LAUGHS.

CONAN

Me? A favor for you? I must hear it.

TAMARA

Tell me. Tell me who I am.

Now is Conan's turn to be confused. He stares her in the eye. He does not see what he expects. It troubles him.

CONAN

I see you are not hungry.

Conan puts her gag back in her mouth, roughly. Tamara sits in silence, very slowly rubbing her ropes on a sharp stone in her lap.

DISSOLVE TO:

EXT. BOULDER FIELD - DAY

As the sun rises, Khalar Singh guides his horse through a wide field of ten foot high boulders.

Khalar Singh halts at a clearing in the center of the boulder field.

KHALAR SINGH

(yelling)

I have come as you asked, and I have tripled your ransom as a sign of good faith! Show me your captive!

CAMERA FLIES UP and over the crests of several boulders, finding Conan close by, hiding behind one of the great stones. Tamara is tied up on the ground nearby.

TAMARA

I beg you. Don't do this.

CONAN

Be still!

KHALAR SINGH

Khalar eyes the boulder field, uncomfortable with obstructions to his view. He looks back at Ukafa, on the hillside behind him.

KHALAR SINGH

Be at the ready.

Khalar spurs his horse forward.

TAMARA'S BACK

Tamara continues to scrape away at her bonds, the rope now clearly frayed.

TAMARA

I've seen what this man can do. He will never let you take the ransom and live.

Conan begins to hear the sound of Khalar's horse approaching.

CONAN

Still your tongue. The only reason I wrote a ransom note is that few respond to an invitation to their own death.

Tamara is surprised, but before she can respond, Conan steps out from behind the boulder.

KHALAR SINGH AND CONAN

The two great warriors take in each other from fifty feet.

Khalar reaches into his saddle and pulls out a canvas bag. He opens the sack, revealing a treasure in gold coins.

KHALAR SINGH

There's the gold. Tell your men to bring out the girl.

CONAN

There are no others.

Khalar Singh looks at Conan curiously.

KHALAR SINGH

Then you'll be rich indeed. Where is the girl?

CONAN

She lives. Come closer and see for yourself.

As Khalar cautiously rides closer, then STOPS.

KHALAR SINGH

Show me the girl, now.

Conan turns back to behind the boulder.

BUT TAMARA IS GONE. ALL THAT'S LEFT IS THE TORN ROPE.

CONAN POV

Time slows, his heart THUNDERS. His leg muscles flex, launching him toward Khalar Singh.

Khalar Singh's eyes go wide, not expecting this. He shifts on his horse, slowly retreating.

In one fluid motion, Conan leaps into the air. Khalar's brow furrows, confused. The man's farthest leap is not half the distance between them.

But before Conan falls back to earth, his foot finds the side of a boulder and he pushes off it, carrying him sideways, but also higher. His foot hits another boulder sending him back towards Khalar Singh and even higher now, his momentum sending him soaring right for Khalar Singh's head.

Khalar Singh can barely draw his sword before Conan's reaches him. Khalar's blade deflects Conan's, but not entirely. Conan's sword GRAZES HIS EAR, DRAWING BLOOD.

Khalar's second sword cuts into Conan's arm as he falls past him. He kicks his horse into a gallop and reaches for his war horn.

KHALAR SINGH (CONT'D)

I'll have your head, boy.

Conan leaps to his feet and gives chase as Khalar Singh blows upon the WAR HORN.

And in the distance, a hundred figures in silhouette appear on a high ridge.

EXT. HIGH RIDGE - DAY

The line of figures turns out to be ARCHERS, standing atop the ridge.

ARCHERS OF THE BLACK RIVER

Dark skinned with pale yellow eyes, the archers are clad in leather brigandines and menpo headgear. As they reach for their bows, we see the archers have FOUR ARMS. Each archer holds two bows at the ready.

At their feet are CLAY POTS.

Each of them, in perfect sync, draws two arrows and jabs it into the pot.

IN THE POT

Black and gold scorpions writhe about. Two are impaled, their black blood coating the arrowheads.

The archers lift their arrows and draw their bows. Aimed into the sky, they release at the same moment.

EXT. BOULDER FIELD - CONTINUOUS

Conan stares up at the sky as it darkens, filled with black arrows.

Conan's eyes go wide and he turns, running away from Khalar Singh.

ARROWS

A CLOUD of arrows descends upon Conan. He dives beneath one of the boulders for cover. Arrows rain down upon the rock, PINGING off. However, one of the arrows manages to catch Conan in the back of the leg.

Conan grimaces and stumbles. He pulls out the arrow, revealing the impaled scorpion on the shaft. When he looks up again, the archers unleash another volley.

Conan brings his sword up at the last possible second, swinging wild and cutting the arrows right out of the air.

Conan turns and runs RIGHT INTO TAMARA. He instinctively grabs her.

TAMARA

Let me go!

CONAN

You've cost me my vengeance today. But perhaps I'll still have it tomorrow.

TAMARA

And I wouldn't stop you! But I don't believe Khalar is interested in your deal anymore!

Tamara points up as the sky fills with another barrage of arrows. Conan sees the sky darkening with them.

CONAN

Crom.

TAMARA

I saw a way out. Trust me. Just let me go.

Conan considers it, then lets her go as arrows start raining down around them.

KHALAR SINGH

Khalar Singh rides up onto the ridge.

KHALAR SINGH

Report. The girl?

ARCHER

She's with the brigand. They're out of range, but he was struck by arrow fire.

Khalar smiles.

KHALAR SINGH

Then they won't get far.

CONAN AND TAMARA

Tamara sees an open field of tall grass ahead of them. Conan stumbles and falls to his knees.

CONAN'S POV: His vision blurs and shifts.

TAMARA

What is it?!

Conan touches at the arrow wound on his calf.

CONAN

Poison.

Tamara's eyes race from the freedom of the open field, back to the reeling Conan. Decision time.

TAMARA

Lean on me.

Tamara does her best to hold up the massive warrior as they head for the high grass.

EXT. HIGH RIDGE - CONTINUOUS

Khalar Singh watches his prey disappear into the grass.

KHALAR SINGH

Ukafa!

Ukafa appears beside him.

UKAFA

Yes, my Lord.

KHALAR SINGH

Send the dogs after the warrior. And the infantry after the girl. The entire legion.

Ukafa turns to face his DOG HANDLER. The Handler holds the chains to five huge BLACK DOGS, their haunches covered in armor, faces fierce and angry.

The Dog Handler sets them loose. They tear off after Conan.

And behind them comes an entire legion of the battle-hardened TROOPS, clad in black armor, following them into the grassy field.

EXT. GRASS PLAIN - DAY

The dogs race into the tall grass, demons possessed. And just a bit behind them, the legion advances. The soldiers fan out and slow down, carefully searching each inch of grass. They make sure nothing gets past them.

CONAN

Deep in the grass, Conan falls to the ground. His eyes are wild and his entire body is covered in sweat. Tamara looks over his wound.

TAMARA

Banded scorpion venom.

CONAN

Is that all?

TAMARA

I am shocked you've lasted this long.

And then they hear the HOWLS of the advancing dogs.

TAMARA (CONT'D)

What was that?

CONAN

Get behind me.

Conan struggles to stand. He falls back to one knee.

TAMARA

Perhaps you'd do better to get behind me.

CONAN

Why do you stay when you could run?

TAMARA

Do you really wish me to think about that
at this moment?

Tamara takes Conan's sword. By the way she holds it, it's clearly the first time she's brandished steel.

BLACK DOGS

Through the grass bound two more of the beasts, their jowls glistening with saliva. They rush at Tamara at the same moment.

CU - TAMARA'S EYES

Her eyes are fearful, focused. Again we hear a strange chiming sound, the air grows thick.

BLACK DOGS

They launch forward, ready to strike. AND THEN THEY STOP. They GROWL, whining as if faced with a chasm they cannot cross. Frustrated, they TURN ON EACH OTHER, ripping at their flesh, their battle taking them far from Tamara.

CONAN

By Crom--what sorcery have you?

Tamara is clearly as shocked as Conan.

MORE BLACK DOGS

However, Tamara doesn't notice two more the beasts racing up behind her. They're about to strike when Conan appears, smashing one of the dog's heads right into the head of the other. They fall unconscious.

But that pretty much uses up what energy Conan had in store. He looks ready to collapse.

YELLS in the distance. The grass moves in every direction.

TAMARA
We have to run, Conan.

CONAN
We run now, we die.

But Conan doesn't get up. Instead he looks down at the unconscious animals, an idea forming.

CONAN (CONT'D)
What is on the other side of this grass?

TAMARA
Open ground. Nowhere to hide.

CONAN
It will be enough.

TAMARA
Enough for what?

CUT TO:

MINI-MONTAGE

-- Grass is gathered up in bundles, tied together like torches.

-- A blade strikes flint, creating a shower of sparks.

-- The eyes of the unconscious beast flicker open. Eyes of fear.

EXT. GRASS PLAIN - DAY

The dogs HOWL as they leap to their feet. Tied to their tails are burning bundles of grass, on fire.

They run from the flames that nip at their fur. But all they do is fan the flames, and spread it through the tall, dry grass.

In moments, the entire grass field smokes.

THE LEGION

Swords out, they advance methodically, searching for Conan and Tamara.

They stop when they hear the howling. They raise their swords, only to see their own dogs run right past them. Then they see the fire.

SOLDIER

Retreat!

But it is too late. AN INFERNO ERUPTS ALL AROUND THEM.

EXT. RIDGE - DAY

Khalar Singh's face darkens as he sees the fields ablaze and he hears the screams of his men.

KHALAR SINGH

Spread men from this place to the four points of the compass. Nothing leaves this valley alive until she is found.

EXT. EDGE OF THE GRASS PLAIN - DAY

Tamara, carrying Conan, emerges from the blazing grass, the sound of SCREAMS echoing in the distance.

FADE TO BLACK.

INT. CORIN'S FORGE - NIGHT

The sparks of the forge rise into the night like stars, shooting in the opposite direction.

CORIN

More wood boy! We must test the steel with our fire.

Conan, a young boy again, kneels beside the woodpile, pulling out logs--

But when he hands them to his father, he notices his father is covered with sword wounds, cut and bleeding.

CORIN (CONT'D)

What are you waiting for? The fire is dying.

Conan turns back to the wood pile. Instead of wood, the pile is full of the bodies of those he recently killed: Lucius, Remo, the cavalry, guards, etc.

The young Conan struggles to push the first body onto the roaring forge.

But when he turns to get the next--

TAMARA stands there, a look of sadness on her face.

CONAN

Father, I am sorry--

CORIN

You have not begun to repay your debt, boy. Feed the fire.

CONAN

I do not wish to.

Corin looks at his son with sadness in his eyes.

CORIN

Through suffering, we gain strength, boy. And you have not begun to suffer yet.

CUT TO:

INT. GUEST ROOM - NIGHT

Conan rises with a start.

CONAN

Father!

The room is dark, as the windows are covered with thick draperies. Conan lies on a straw bed with white sheets, soaked through with his sweat. He looks to his wounds, all bandaged.

He rises--a bit too fast because he falls back to his bed.

SIMURA

Take your time, warrior. You've been through a lot.

Sitting in the corner is Simura, one of the monks from the oasis.

Conan ignores his advice and forces himself to stand.

CONAN

Sword?

Simura's eyes flicker over to the other corner where his sword and clothes lie.

Conan snaps up his sword with one hand as his other clotheslines Simura, knocking him to the floor.

In an instant, Conan's sword is to his throat.

CONAN (CONT'D)

Where am I? Where is Khalar Singh?

Simura is amused.

SIMURA

She said you were single-minded--and fast--but I had no idea. Khalar Singh is back in his fortress at Khor Kalba, along with dozens of our people as his captives. We are Tamara's people.

CONAN

Why should I believe you?

SIMURA

You are free to believe what you wish. As you are free to stay or leave.

Conan releases Simura. He walks out the door.

EXT. TURANIAN GALLEY - NIGHT

Conan steps out onto the deck of a sixty-foot ship, traveling quickly down a wide and powerful river.

Conan is shocked. He had no idea he was on a ship. Simura comes up behind him.

SIMURA

Of course, leaving may require a bit of patience.

The dual-masted DHOW is manned by two dozen PIRATES; hard-looking sailors, tanned bronze from years on Vilayet Sea.

Their leader, CAPTAIN ARTUS, sports a beard that nearly covers his face, leaving only squinty eyes to take in the barbarian.

CONAN

Pirates.

SIMURA

The Red Brotherhood. Their prices are rightly extortion, but this was the best way to slip Khalar Singh's noose.

CONAN

You are fools to trust them.

SIMURA

Perhaps we were fools to help a stranger like yourself. Tamara dragged you a league to save your life.

Conan accepts the truth with a nod.

CONAN

And now you expect my help with your cause.

Simura glances around, gauging their privacy.

SIMURA

No, Conan. Tomorrow when we dock, I expect you to walk away. It is best--for both our concerns.

Conan is surprised by the answer.

CONAN

Where is she?

Simura nods to the fore of the ship. Tamara stands alone, her eyes fixed upon the waves that lap against the hull.

SIMURA

Tamara has only now learned of her true heritage. A heavy burden for one so young.

Conan starts towards her, but Simura stops him.

SIMURA (CONT'D)

She is with her people now. Best that you finish your business here and return to yours.

CONAN

My people are no more. Khalar Singh saw to that.

CUT TO:

EXT. BORDER TOWN - NIGHT

A line of a dozen VILLAGERS are forcibly lined up, in front of Khalar Singh. In the background, other of Khalar's SOLDIERS stand ready to burn the village's huts.

Ukafa reports back to his glowering general.

UKAFA

My Lord, the villagers all say they've seen no sign of the girl, or the Northerner. But there is one thing.

Ukafa pulls out a piece of parchment.

UKAFA (CONT'D)

This was found back at boulder field. It appears the Northerner dropped it.

Ukafa hands it over. Khalar's face goes ashen.

KHALAR SINGH

Bring me the Traitor.

CUT TO:

THE TRAITOR

A man in robes is led past the shackled villagers by a pair of soldiers. We recognize the scarlet color of the robes--it's the same as then men in Tamara's tribe.

Khalar Singh, his back to us, doesn't turn as Traitor arrives. He simply holds up the parchment.

IT'S CONAN'S PARCHMENT, EVERY FACE CROSSED OUT SAVE UKAFA AND KHALAR.

KHALAR SINGH

For twenty years, I have searched for a woman who I have now seen with my own eyes. For nearly as long, a Cimmerian, it seems, has searched to kill me. That their paths have now become one can be no coincidence, traitor. If you aren't even worthy of the trust of your own people, how can I trust I'm not being deceived?

BAEL (O.S.)

I am but a simple servant.

As Khalar turns to face the Traitor, we see it is BAEL, Fassir's right hand.

BAEL (CONT'D)

You were shown the way to the monastery.
This man is a demon of your own creation.

Khalar throws the parchment into a nearby fire.

KHALAR SINGH

I have room for no more demons. I saw his eyes, and in them no fear.

BAEL

You worry about the wrong eyes. It is the girl you must come to fear now.

KHALAR SINGH

What? Why?

BAEL

Now that she has fled from the monastery, her true nature will begin to show itself. The powers you seek to take will only become stronger in her. She could use them against us.

Khalar's anger begins to bubble over.

KHALAR SINGH

Us? They will be used against me. No. That is not to be my destiny. Tell me how to find her.

Bael smiles.

BAEL

It has already been done. She and the few of my people that remain free are being aided by pirates.

Khalar is clearly relieved.

KHALAR SINGH

Your service to me will reap rewards once the power of Acheron is mine.

BAEL

(smiling)
I am but a simple servant.

Khalar gets atop his horse, ready to ride off. Ukafa approaches him again. He motions to the chained villagers.

UKAFA

What of the them?

KHALAR SINGH

Kill them all.

Even the brutal Ukafa looks surprised.

UKAFA

My Lord? The sea is the other direction, these people knew nothing of our quarry.

KHALAR SINGH

Also burn the town. We can show no weakness. I am too close now to afford a stumble.

Khalar Singh gets on his horse.

KHALAR SINGH (CONT'D)

Send word when it is done. I return to Khor Kalba.

EXT. TURANIAN GALLEY - NIGHT

The sails of the ship lie furled, a dead calm leaving the surface of the water as smooth as glass.

Conan sits atop the deck of the galley, the panoply of stars cascading above him. He drinks from a flask of mead.

TAMARA (O.S.)

Do you hate me?

Conan turns as Tamara walks up. Tamara looks different in evening light; her eyes seem older, her demeanor more woman-like, sexier.

CONAN

Hate?

TAMARA

Were it not for me, your people would live. It is as you said. If I lay claim to the blood on my hands, then I should drown in it.

CONAN

That claim is Khalar Singh's alone. My debt is with him.

TAMARA

Perhaps. But if this is how it feels to be royalty, it's a curse.

Tamara starts off.

CONAN

Tamara.

(she stops)

I spared your life. You spared mine. There is no debt owed.

TAMARA

It is as you say. Though I have many more debts, still unpaid. Even now my people suffer at Khalar's hands. I must find a way to free them, though Simura and the others only desire that I be hidden away once more. But I will fight, alone if I must.

Conan doesn't answer and she starts off again. Conan frowns. It still doesn't sit well with him.

CONAN

I called you a liar.

TAMARA

What?

CONAN

I called you a liar when you were truthful in your dealings with me. To my people that would be a grave insult.

She sees he is still troubled. She returns to sit beside him. He swigs deeply from his mead.

TAMARA

Do you think--I could try some of that? I'm curious of its taste.

CONAN

You've never tasted mead?

Tamara shrugs, embarrassed. Conan hands her flask. She takes a deep swallow, some spilling out over her cheeks. But she doesn't cough, and smiles brightly afterwards.

TAMARA

I envy you, Conan. Drinking deeply of life. Next to you I feel I have not lived at all.

CONAN

I know the rich juices of red meat and stinging wine on my palate, a woman's hot embrace, the mad exultation of battle. But until my peoples' debt is paid, they are fleeting joys. I drink deeply, but the thirst remains. It is not a life to envy.

Tamara drinks as watches Conan intently, catching a glimpse of the keen mind beneath his rough exterior.

TAMARA

Once you've killed Khalar and claimed your vengeance, then what? You will be free from your ghosts. What of your future, Conan?

Conan pauses, the question hanging in the air.

CONAN

I have no future. It died with my people, as I should have.

EXT. TURANIAN GALLEY - MORNING

Tamara wakens with a start. She's alone on the deck, which lies deserted. She hears a THUMPING sound, followed by ANOTHER, and walks towards the side of the deck.

Tamara looks overboard, to the water below.

TAMARA'S POV

THE RIVER IS FILLED WITH BODIES! Bloated and burned, they float in blood red water as flies buzz around them. One of them hits the hull of the boat. THUMP.

Tamara SCREAMS.

CUT TO:

BACK TO SCENE

Tamara WAKES, still screaming, her face drenched in sweat. She finds herself held fast in Conan's broad arms.

CONAN

Easy. You're safe.

Tamara calms, realizing it was just a dream. But though she doesn't struggle, she looks at Conan with unease.

TAMARA

No, we're not.

She pushes away, running inside the cabin. As Conan's eyes follow her, they spot Simura, watching him closely.

Simura approaches.

SIMURA

It is just beginning.

CONAN

What is?

SIMURA

Her--condition. Surely you must realize there is sorcery within her?

CONAN

I only know she has been lied to, and seeks answers.

SIMURA

Answers will do her no good. What do you know of Acheron?

CONAN

A ancient myth. A fairy tale, told to frighten Aquilonian children.

SIMURA

Acheron is ancient, but it is no myth. It was the darkest hour of man, an empire that swallowed all of Hyboria, dedicated to dark gods, powerful magics, and blood sacrifices without end. It was a painful history few would choose to remember.

CONAN

Yet you have.

SIMURA

Because we must. They are our ancestors.

Simura produces an ORNATE DAGGER made entirely of a carved red gemstone. We recognize it from Tamara's dream.

SIMURA (CONT'D)

The history of our people is etched in blood. The dark magic of Acheron required the blood of innocents. Countless lives were taken to fuel their power. They claimed everything they saw, until finally one of their own sought to stop this evil. It was the Queen herself. She held a power greater than all the others, save her husband, the king.

Simura hands Conan the dagger.

SIMURA (CONT'D)

So with this very dagger, she killed him. Then she turned her dark magic upon her own people. Never has the world seen such fury, such destruction. The great cities of Acheron burned in flames that raged for a hundred years, until the mountains around them collapsed, burying all beneath the earth. There they lay, their secrets hidden for all time.

Conan looks more closely at the dagger, its ruby seems filled with a liquid, one that undulates, as if alive.

SIMURA (CONT'D)

That is why Khalar Singh seeks Tamara. Because the power of her ancestor, the Queen, still lies in Tamara's blood. If he were to sacrifice her--it would become his.

CONAN

Why not have her use this power against him? If it is as you say, she could easily lay waste to his army.

SIMURA

Tamara's power has been kept a mystery to her, for her own good. The dark magic of Acheron is pure evil, it bends all to its will, even the Queen. Once sparked, the evil would consume her and all around her. This cannot be, at any cost.

Conan's eyebrows raise.

CONAN

And how would you prevent it? How could you protect her from herself?

SIMURA

We will do what we must--

SENTRY (O.S.)

SHIP APPROACHING!!!

Conan and Simura turn to the river ahead. Through a thick morning fog, a dark shadow pierces the veil.

A WARSHIP OF KHORAJA

A black-sailed warship, dual banks of oars heaving down and up, knifes its way through the water towards the galley.

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

WARSHIP!!!

PIRATE GALLEY

Conan races to the bow of the galley to get a better look.

On the deck of the warship, armored WARRIORS and a contingent of the four-armed ARCHERS stand ready to board their prey.

Conan's eyes alight with fury.

CONAN

Good. I was growing weary with boredom.

MONTAGE

The pirates and monks prepare for battle; weapons are handed out, sails are trimmed.

The MONKS assemble around Conan, near the bow.

CONAN (CONT'D)

They cannot board and defend at the same time, so that is the moment to strike. Shortsword and axe are better than broadswords.

JASIM

You know of what you speak?

CONAN

I am not new to the ways of piracy, which is why I never trusted our benefactors.

CAPTAIN ARTUS (O.S.)

Wise words my friend.

Conan turns to see Tamara being held by Captain Artus, the pirate's dagger held fast to her neck.

CAPTAIN ARTUS (CONT'D)

It would seem Khalar Singh offers a true king's ransom for our cargo. Men, take them.

The forty pirates step across the deck, closing on Conan and the dozen monks.

The warship nears, now only a hundred yards away.

Conan just laughs, stepping towards Artus.

CONAN

You picked the wrong shield, Captain.

CAPTAIN ARTUS

Keep your distance, Cimmerian.

CONAN

Khalar Singh wants her alive. Do you know what would happen if she dies in your charge?

The Captain looks at Tamara and lowers the blade at her neck.

Lightning fast, Conan grabs Jasim's short sword and hurls it like a dagger. It passes right through Artus' throat, nailing him to the mast.

Conan quickly grabs Tamara and throws her into the cabin, away from pirates.

BATTLE

The enraged pirates ROAR and charge Conan and the others. Conan lodges a battle axe in a pirate's skull even as he spins to slice through a pair of pirates' chests with his broadsword.

Simura and Jasim display the Order's unique style of fighting, combining slashing scimitars with the lithe footwork of kung fu. Covering each other's backs, the two men cut down a half dozen pirates in a matter of seconds.

But the battle belongs to Conan. Enraged, he barely notices as a pirate slashes his arm, drawing blood.

Conan hacks and whirls like a madman, his battle rage instilling fear and awe in the bewildered pirates.

Conan feels someone behind him and he turns to strike-- only to have his blade parried by Jasim.

JASIM

Perhaps we were wrong about you,
Cimmerian. One who fights with such heart
must believe in something.

The two men share a satisfied grin--until an ARROW FLIES THROUGH THE AIR, LODGING ITSELF IN JASIM'S BACK. The warrior goes down. Conan looks up, seeing

THE WARSHIP

The ship draws close, putting Conan and the others in danger of the archers' fire.

PIRATE GALLEY

Although he sees Simura and the others barely holding their own, Conan turns his back on them and runs towards the rear deck of the ship. The wounded Jasim spots him.

JASIM (CONT'D)

He's fleeing!! The barbarian looks to
save his own skin!

CONAN

Conan smashes his way through a group of pirates, bullying his way to the steering wheel, slashing ropes and lowering sails as he goes.

He reaches the wheel where the PILOT stands. Conan snaps the Pilot's neck and grabs hold of the wheel.

Conan uses all his strength to spin the giant wheel of the ship, turning the galley DIRECTLY INTO THE PATH OF THE WARSHIP.

WARSHIP

The SHIP CAPTAIN of the warship stares intently as the pirate galley moves closer. He BARKS out an order and the warship tacks slightly to starboard.

But as he tacks, SO DOES THE PIRATE GALLEY.

SHIP CAPTAIN

Madness.

CONAN

Behind the wheel, grinning as the two ships speed towards collision.

WARSHIP

The Ship Captain furiously barks commands, but he can't stop his ship from colliding into with the pirate galley.

SHIP CAPTAIN (CONT'D)

Collision!!!

TAMARA

She steps out from the cabin, into the thick of the battle. She spots a DARKNESS creeping over her. It's the shadow of the warship's mast as the two boats bear down upon each other.

SMASH.

The impact crumples both ships, rending their decks and sending bodies flying in every direction. The barrels of pitch spill, sending liquid flame across the pirate deck. The flames quickly spreads to the warship as well.

SIMURA

Simura struggles to his feet, spotting Tamara amidships.

SIMURA

Tamara!!! Look out!!!

Tamara turns as the huge main mast of the warship cracks and snaps, crushing men beneath its weight, crumpling the deck--and its about to crush Tamara when it STOPS IN MIDAIR.

THE MAST

The fifty foot long mast hovers, aflame, suspended ominously high above the deck of the ship.

TAMARA

Her eyes are wild, focused on the mast. We hear the HUMMING sound of her power crackling through the air.

SIMURA

His face is aghast as he gapes at the floating mast.

SIMURA (CONT'D)

We have already failed.

Simura picks up a fallen spear, lifting and hurling it---
AT TAMARA.

TAMARA - SLOW MOTION

Tamara can only watch the airborne weapon as it bears down on her. But at the last second, CONAN DIVES INTO HER, PUSHING HER OUT OF THE SPEAR'S PATH.

The flaming mast DROPS AS WELL, crashing through the deck of the ship, sending flame and debris skyward.

Conan pulls Tamara over the gunwales and into the water. Just then, the ships' hulls SNAP, sending debris and man down together into the deep water. All that's left behind is a POOL OF FIRE from the flaming pitch.

CONAN AND TAMARA

Conan swims for shore, pulling Tamara behind him.

EXT. SHORELINE - DAY

Conan pulls himself and a soggy Tamara out of the water. Tamara struggles to keep her emotions in check.

TAMARA

What is happening with me? That mast--was it my doing? I don't understand. My head--it pounds so.

Conan doesn't answer, he just pulls off his jerkin, revealing a torso rippling with muscles.

TAMARA (CONT'D)

And Simura? I've known him all my life. He--he tried to kill me.

CONAN

People try to kill me every day. You will grow used to it.

Tamara is incredulous as Conan spots a nearby fishing lean-to.

INT. FISHING LEAN TO - DAY

Conan enters the small enclosure, wringing the water from the jerkin. He inspects a pair of barrels nearby.

CONAN

This is good luck. This food should be enough to keep you for a few days.

TAMARA

Me? Where are you going?

CONAN

To Khor Kalba and Khalar Singh.

TAMARA

As am I! I must save my people.

CONAN

Was it not your people who just tried to take your life?

TAMARA

He was confused. He believed me to be the enemy.

CONAN

That much is true. But Simura knew his target all too well.

TAMARA

None of it changes that my people rest in Khalar's hands, and need my help.

(beat)

Please, Conan. I can't hide as others die in my name. Not again.

Conan nods, understanding her plight all too well.

CONAN

I will get you into the fortress. Beyond that I have my purpose, and you yours.

Tamara nods, strengthened by his words.

TAMARA

Where are we headed? Khalar's army must be headed this way.

CONAN

Come. We climb.

Tamara looks at the landscape before her. Plains to the left, a valley to the right, mountains dead ahead.

TAMARA

Climb?

CONAN

We go where an army cannot.

EXT. KHALAR SINGH'S FORTRESS - DAY

Establishing shot of the dark fortress gleaming in the light of dawn.

INT. THRONE ROOM - DAY

Bael enters the room, Khalar sitting upon the throne.

KHALAR SINGH

She has evaded me, again. Rumors soar through the men. A pirate who survived spoke of a ship's mast, held aloft by a force of magic.

BAEL

Then our time is short. We must find her now.

KHALAR SINGH

Which is why I called for you. The Cimmerian proves himself a demon after all. Perhaps we need a demon to fight a demon.

Bael looks away, uneasy with Khalar's suggestion.

BAEL

There must be another way. And without something of his, a demon could no sooner find him than you can.

Khalar Singh draws his sword. There on the blade, dried blood.

KHALAR SINGH

I glanced his arm when he attacked me in the boulder field.

BAEL

Do you know what you are asking? The gods of Acheron bear a heavy price.

KHALAR SINGH

I know, all to well.

BAEL

But are you truly prepared to suffer the consequences?

Khalar's patience runs out, and his drawn sword flies to Bael's neck.

KHALAR SINGH

That you even ask betrays your weakness. Victory is reserved for those willing to pay its price. Begin the ritual.

CUT TO:

EXT. MOUNTAIN - LATE DAY

Conan and Tamara come across a clearing in the thick forest. At one end stands a lone hut.

INT. HUNTING HUT - LATE DAY

Conan kicks in the door, revealing a simple one room hut. A small stove, worn straw bed and some hunting implements, all covered in a thin layer of dust.

CONAN

We spend the night here.

Conan turns to head out.

TAMARA

Where are you going?

CONAN

To find food. I'll be back before dark.

Conan leaves, but Tamara follows him soon after.

EXT. FOREST - LATE DAY

Tamara watches Conan from a distance. He silently stalks prey with nothing more than a knife.

A STAG

Its ears listen intently, aware. Suddenly, it bolts.

CONAN

Is just as quick, racing through the forest on a intercepting course with the great beast. He leaps over a fallen log, throwing his dagger with a sweep of his arm.

The Stag goes down, the blade through its jugular. Conan walks up to the struggling beast, showing no satisfaction as he mercifully SNAPS its neck.

INT. HUNTING HUT - NIGHT

The great haunches of the beast roast over the fire. Conan turns the meat.

Behind him, Tamara approaches. She has cleaned herself up, and she looks stunning in light of the fire.

TAMARA

I've noticed you have kept your distance since what happened on the sea. What I did. Are you afraid of me now?

Conan LAUGHS.

CONAN

Deeply afraid.

Tamara doesn't laugh along.

TAMARA

I am afraid. I feel myself changing, and it frightens me. I don't know what the gods want of me.

CONAN

To damnation with the gods. We make our own destiny, and when we see it, we grab hold without hesitation.

TAMARA

But to never hesitate--how is it even possible?

CONAN

You must know beyond all doubt what it is you want, and let nothing stand in your way.

TAMARA

I don't know if I can.

CONAN

Back in the field, when the poison took hold of me? You saved me, without hesitation. You have more strength in you than you realize.

Tamara smiles, her eyes sparkling in the fire's glow.

TAMARA

Perhaps it is you who inspires that. So be it. Tonight I grab hold of that which I want.

Tamara stands, taking off her dress, revealing a full, voluptuous body.

Conan drinks her in with his eyes.

TAMARA (CONT'D)

Do you hesitate, Cimmerian?

Conan lashes out, pulling her to him roughly.

INT. FORTRESS - DARK CHAMBER - INTERCUT

Khalar Singh stands in the center of a circle lit by black candles emitting blue flame. He scrapes the dried blood from his sword into a large bowl.

Black-robed priests CHANT outside the circle. Bael stands nearby, reading from an ancient scroll.

BAEL

Xaren, before you stands a supplicant, the blood of his enemy for you to taste.

LOVE SCENE

Conan lies atop Tamara by the fire, their sinewy limbs intertwined, fingers locked together. He thrusts into her, causing her face to contort in pleasure and pain.

DARK CHAMBER

Khalar Singh's face contorts as blue flame engulfs him, wracking his body in pain.

BAEL (CONT'D)

Xaren, take the supplicant's life force. Feed and grow strong.

LOVE SCENE

The fire grows brighter as Tamara rolls on top, undulating as their pace quickens.

DARK CHAMBER

Khalar Singh lies prostrate on the ground, his body quaking as the flames leave him, forming into a creature, humanoid, and pitch black, nearly invisible here.

It reaches a hand out, and lifts the bowl. The dried blood inside instantly turns to liquid, BOILING. It lifts the bowl and drinks the blood.

BAEL (CONT'D)

Xaren, seek out the blood. Draw him near. Offer him that which he seeks, and in his moment of triumph--destroy him.

XAREN/KHALAR

(a thousand deep voices)

YES.

The bowl clatters to the ground. Khalar has disappeared.

LOVE SCENE

Tamara rolls off Conan, clinging to his broad neck. They look at each other, and for a moment they are at peace.

DISSOLVE TO:

EXT. CIMMERIA - DAY

Conan, as a man, comes striding up to Corin's dead body, pierced by the triangle of spears.

As he goes to pull the blade out of his father's chest, Corin's EYES OPEN.

CORIN

Vengeance.

INT. HUNTING HUT - NIGHT

Conan wakes up with a start. Tamara rests peacefully beside him. Conan looks out the open window of the hut, where the sound of heavy RAINFALL patters the forest floor.

EXT. HUNTING HUT - NIGHT

Conan steps out of the hut. The clearing before him is soaked through with water, transforming it into a sea of mud. There's a powerful FLASH of LIGHTNING, momentarily blinding Conan. When he can see again--

There's a man standing at the other end of the clearing.

KHALAR SINGH

Only now the general looks quite different. His face is purplish, veins crisscrossing underneath his opaque skin. When his eyes open we see no irises, instead his pupils appear entirely black. A viscous black ink leaks from the side of his mouth, staining his teeth ebony.

KHALAR SINGH

Cimmerian.

Conan's rage is stoked white hot in but a moment. Without bothering to find a weapon, he steps out into the clearing.

KHALAR SINGH (CONT'D)

I remember you now. You killed my horse. But somehow you were nowhere to be seen when I ran your father through. I didn't know they bred cowards in Cimmeria.

Conan rushes at Khalar, throwing his full weight behind a uppercut to Khalar's chin. But Khalar seems barely fazed by the blow and strikes back, sending Conan flying into the mud.

CONAN

The Cimmerians struggles to his feet, his head still reeling from the blow.

KHALAR SINGH (CONT'D)

Such a waste. I could use a warrior such as you. Give me the girl, and I'll spare your life.

Conan leaps upon Khalar like a tiger, hands wrapped around Khalar's throat. Conan manages to pull Khalar to his knees, but Khalar simply grins back at Conan.

KHALAR SINGH (CONT'D)

You wish to honor your people? As a captain in my legion you'd help conquer the world. All of Cimmeria could be yours.

Conan reaches into his bracer and pulls out his hidden dagger. He thrusts into Khalar's heart--but Khalar simply pulls it out and slashes Conan deeply across the chest.

Conan falls again to the mud. Khalar reaches down and lifts him by his throat into the air, as if Conan weighed no more than a feather.

KHALAR SINGH (CONT'D)

Might is no match for magic, barbarian. I learned that lesson long ago, now it is your turn.

Conan's eyes flutter as he struggles for air.

TAMARA (O.S.)

Put him down.

TAMARA

She stands at the other edge of the clearing, her half-naked body drenched by the rain. Her voice seems different, heavy with an ancient resonance.

TAMARA (CONT'D)

I said--PUT HIM DOWN!

CONAN

Drops to the ground, claspng at his neck, gasping for breath.

KHALAR SINGH

Tamara suddenly appears before him, transported across the clearing in the blink of an eye.

THE CLEARING

For a moment, everything seems to freeze in time. The raindrops, the wind, even sound comes to a halt.

TAMARA (CONT'D)

You seek me out? Here I am.

Tamara places her hand upon Khalar's chest and the warlord buckles to his knees.

Tamara's face twists in rage, her visage almost unrecognizable from the person we've come to know.

KHALAR SINGH

His body WRACKS with pain, convulsing. The earth beneath him opens up, drawing him down into the muddy floor.

Khalar YELLS as he disappears beneath the mud.

KHALAR SINGH

I welcome the pain! You cannot break that which is already broken. We will be together soon, my Queen. Soon.

There's a FLASH OF LIGHTNING, momentarily blinding sight. When the flash subsides, Conan rises from the pool of mud.

He spots Tamara, barely conscious nearby.

TAMARA

Conan. Is that you? Or have I lost myself?

CONAN

No. I will not let that be your destiny.

Conan carefully lifts her in his arms, carrying her back towards the hut.

INT. KHALAR'S FORTRESS - BED CHAMBERS - MORNING

Ukafa comes into the darkened room, pulling aside the heavy window tapestries, allowing sunlight to stream into the room.

The light reveals Khalar, crouched seating in the corner of the room, his face still hidden in shadow.

UKAFA

My Lord, scouts have picked up their trail. They crossed the mountains, headed right for Khor Kalba.

Khalar steps out of the light, revealing a visage damaged from last night's events. Khalar's face looks ashen, broken blood vessels splotch his face, his eyes still appear discolored, with a hint of green.

Even the hearty Ukafa is taken aback by the change.

KHALAR SINGH
Get me the traitor. Now.

Ukafa hesitates.

KHALAR SINGH (CONT'D)
Do it!!

EXT. MOUNTAIN RIDGE - DAY

Conan powers his way to the top of a high mountain ridge, spotting down in the vista below:

KHOR KALBA

Conan spots a long CARAVAN of packed camels working their way towards town, driven by DESERT TRADERS from Shem.

EXT. KHOR KHALBA - ENTRANCE - DAY

The caravan rides up to the entrance to the city, guarded by Khalar's troops. Blended in amongst the others, Conan and Tamara now wear the elaborate head scarves and clothes of Shemish traders, obscuring all but their eyes.

Conan tugs on the rope for the camel to move faster. The Camel BRAYS and rears. Conan yanks harder and the camel flies forward, its eyes wide.

Conan meets its eye.

CONAN
Do not test me, beast.

TAMARA
Is there not a living thing you can be at peace with?

They ride into the city, past the troops.

EXT. KHOR KHALBA CITY - ENTRANCE - DAY

Conan and Tamara walk through the town's teeming market, which ends at the sheer cliff wall at the bottom of the mesa.

There is a WOODEN PLATFORM that is lowered by a massive winch, unloading a cavalry regiment and then raising back up to the fortress above.

CONAN

The platform is the only way into Khalar's fortress. I'm sure it is heavily guarded at all times, day and night.

TAMARA

So we must try to scale the cliff.

CONAN

And dodge arrows as we do so?

Conan motions up to the winch. Standing beside it are a half dozen of the four-armed ARCHERS.

CONAN (CONT'D)

During the day, we'd easily be spotted on the climb. And it would be useless to even attempt at night. No, Crom's strength does us little good here. We must rely on his cunning.

INT. KHOR KHALBA - MARKET - AFTERNOON

Conan walks up to a street VENDOR, purchasing some kind of grilled serpent on a stick. Tamara is speechless as he goes to another vendor and buys a loaf of bread.

TAMARA

This? This is your plan? Eating?

CONAN

Why not? Better to die on a full stomach.

Conan's coin purse slips from his grasp, a handful of gold coins spilling on the dirt floor. Several eyes on the street take careful note as Conan scoops them up.

TAMARA

I can't believe I shared my bed with a oaf such as you!

And as they argue, a hand reaches behind Conan, snatching the coin purse from his belt.

CONAN

(quietly)

Did he take it?

TAMARA

(quietly)

Yes. Now give me some of that bread.

EXT. KHOR KHALBA - ALLEY

A THIEF, carrying Conan's purse, scurries down a dark alley. Stopping at a black door, he looks left and right, making sure no one is around to witness.

Then he knocks at the door. Five knocks. Pause. Three knocks. Pause. Two knocks.

And a second later Conan drops from above, knocking him out with a single punch and throwing his body aside--

Just as the door opens, another THIEF stands on the other side, eyeing Conan up.

THIEF

I'd know if my eyes had seen you before.
I think you have found the wrong door.

CONAN

You're wrong. I seek a door without a
lock.

A glimmer of recognition in the Thief's eye. The code.

THIEF

There is always a lock.

CONAN

Then there is always a way, for a thief
in need.

THIEF

So you know the words of the Thieves'
Guild. What's your business?

CONAN

That's for your Guildmaster only.

INT. THIEVES' GUILD HALL - NIGHT

A rundown hall, built beneath the city. Wooden supports hold up the buildings of the entire city block overhead.

And within the hall, a gathering of THIEVES and ROGUES. They're a flinty collection, many of them missing fingers or even hands, evidence of Khalar's cruel justice.

They eat and drink, sharing tales and tips, their cautious eyes following the Cimmerian outsider.

Conan is led to the head table, where the elderly GUILDMASTER sits, flanked by lithe, tattooed WOMEN. The Guildmaster bears the wounds of his trade; his arms are lined with lash marks, his nose crushed from soldiers' fists.

THIEF

Guildmaster, a brother from afar, in need of counsel.

The Guildmaster takes in Conan as he puffs from a hashish pipe.

GUILDMASTER

He looks too big to be a thief. What is it we can do for a fellow craftsman travelling here?

CONAN

I want your help to kill Khalar Singh.

The Guildmaster CHOKES, spitting smoke and spit. He stares at Conan, realizing he's serious. And then he LAUGHS. A deep booming laugh.

GUILDMASTER

I'm afraid we have no madhouse, friend, and so I can be of no assistance--

CONAN

I just need a way into the fortress. Surely the guild knows of one?

GUILDMASTER

Why would we want to assist you?

CONAN

I have seen Guild halls from Nemedra to Kush and back again. Yours is the poorest. Your thieves are thin, and scared.

GUILDMASTER

You think insulting us will get you what you want?!

CONAN

I think that a truth so plain cannot be an insult. A city like this should be yours for the taking. Your mead glasses should be full, your coffer overflowing with gold and jewels.

(MORE)

CONAN (CONT'D)

And here I offer to take Khalar's boot from your neck, for nothing. How can you not accept?

Many in the hall respond to Conan's words with approval, and even the wary Guildmaster's eyes sparkle. But old habits die hard, and the aged thief is still cautious.

GUILDMASTER

Even if we did know of a way into the fortress, it would be folly to share it with you. Were you to be captured, you would bring all manner of hells upon us.

CONAN

I will not be taken alive. Either I will kill Khalar Singh, or I will die in the attempt.

The Guildmaster chews his lip, thinking.

GUILDMASTER

Are you really that good?

SMASH! With lightning speed, Conan's sword flashes and the table before the Guildmaster is split in two.

The tip of Conan's sword hovers just an inch from the Guildmaster's face.

CONAN

I am Cimmerian. It is enough.

CUT TO:

INT. GUILD HALL - BACK ROOM - NIGHT

The room is filled with huge WINE CASKS. The Guildmaster and his two women lead Conan in.

GUILDMASTER

Each night, provisions are brought to the Fortress. Three casks of wine. Ten crates of meat and other food. Tonight, this cask will be switched for one of the others.

The women press on a hidden part of the cask and it SPLITS OPEN, revealing a hidden chamber inside.

CONAN

How will you switch the casks?

GUILDMASTER

Leave that to us. Do we have a deal?

CONAN

We do. There is one I must bring with me.

The Guildmaster nods and Tamara is escorted in.

GUILDMASTER

We found her spying on the entrance you used.

Conan laughs.

CUT TO:

EXT. PROVISIONS WAGONS - NIGHT

A long line of wagons carrying casks and foodstuffs wind their way through a city bazaar, flanked on all sides by Khalar's soldiers.

We spot familiar faces in the bazaar crowd: thieves from the guild hall. They exchange nods as the wagons near.

Suddenly a FIGHT breaks out between several thieves. The fight instantly spills over to the caravan, and the soldiers leap into the fray, throwing the thieves clear of the wagons.

Above and unseen, two thieves swing the large cask onto the wagon containing the others. They untie it, and in seconds tie another cask to their rope.

THIEF

Luck to you, brother.

They swing back into the bazaar, but as they push off, they accidently make a slight crack in the cask beneath them.

A SLOW DRIP OF WINE falls to the wagon.

The soldiers repel the brawlers and the wagons continue on their way.

INT. CASK - NIGHT

Conan and Tamara sit in the darkness. Conan finds Tamara's hand reaching out for his own. He clasps it tightly.

EXT. BASE OF THE CLIFF - NIGHT

The wagon is unloaded onto to the platform, along with some of the SOLDIERS. One of soldiers yells up to the top of the cliff.

SOLDIER

All set! Raise the platform!

The platform slowly rises.

EXT. THE WINCH - NIGHT

A massive winch that controls the platform, thirty feet in diameter, is manned by twelve of the largest men you will ever see. Overseeing them is a LIEUTENANT.

The men work as one, pushing the massive wheel that raises the foot-thick ropes suspending the platform.

EXT. THE WINCH - NIGHT

The huge men struggle and strain as they move the giant wheel, hauling the huge cargo skyward.

EXT. THE PLATFORM - NIGHT

As the platform rises, the soldiers relax.

And then one of the soldiers spots something dripping. Wine, from the cracked cask.

SOLDIER 1

Sergeant?

The SERGEANT comes over and sees it too.

SERGEANT

Seal it.

(to the soldiers)

Check the other casks for leaks.

The soldiers fan out, searching the casks, looking for leaks--

But one starts tapping on them, making sure they are full. Tap-tap. Tap-tap. TAP-TAP.

The soldier freezes, noticing the hollow sound. He stares at the cask long and hard.

The Sergeant notices his behavior. He comes up, but the soldier puts his hand in the air. He points at the suspect cask and silently draws his sword.

The soldiers surround the cask and do the same. The Sergeant gets their eyes and silently counts down with his fingers.

THREE. The soldiers raise their swords, advancing close enough to strike.

TWO. The soldier who discovered the suspect cask lines his sword up with a crack running the length of the cask, drawing back to strike.

ONE. THE SIDE OF THE CASK EXPLODES OUTWARDS AS CONAN'S SWORD SHATTERS THE WOOD AND JABS RIGHT THROUGH THE NECK OF THE FIRST SOLDIER.

Conan kicks the casks, sending a thousand pounds rolling down on the soldiers' heads. Most of the soldiers are knocked clear off the platform in one move.

THE WINCH - INTERCUT

Tamara looks up, but the soldiers manning the winch haven't noticed them yet.

THE PLATFORM - INTERCUT

Conan drops his sword and grabs the remaining two by their collars and flings them over his shoulder. They clear the edge of the platform by five feet, SCREAMING as they fall to their death.

THE WINCH - INTERCUT

The Lieutenant hears the screams and glances down, only to see his fellow soldiers dead and dying.

LIEUTENANT
(to the winch haulers)
Stop the winch!

CONAN

Glares up at the Lieutenant as the platform stops moving, halfway between the ground and the fortress.

LIEUTENANT (CONT'D)

Archers!

TAMARA

Looks around. There's no way down, and a long climb up the ropes to get up.

TAMARA

Climb the ropes?

CONAN

Certain death from the archers.

And on cue, the ARCHERS arrive. The same four-armed archers we saw earlier. They draw their bows and unleash a hail of death.

Conan pulls Tamara to him and swings his sword overhead, knocking the arrows out of the sky.

The archers just notch another volley.

CONAN (CONT'D)

Under the wagons, go!!!

Tamara and Conan run, diving under the wagons as another volley of arrows imbed themselves in the platform.

TAMARA

What now?

Conan looks around the platform, which now sways on the support rope. Conan leaves her, running to the far end of the platform.

The Archers are waiting. They open fire. Conan dives and runs right back to the wagons.

TAMARA (CONT'D)

What are you doing?

CONAN

Building speed.

Conan rushes out again. Arrows fly towards him but miss, then he runs back under the wagon.

Tamara sees what is happening. As the platform's arc increases, it draws closer to the bottom edges of the fortress.

TAMARA

You really think we can reach it?

ABOVE

The archers clear away as CAULDRONS OF BURNING OIL are heaved to the edge of the winch platform. The soldiers manning them calculate their timing, then release the burning oil.

BELOW

Conan and Tamara run unimpeded, forcing the momentum of the platform as fast as they can.

Suddenly their efforts are brightly lit. Conan looks up.

CONAN

Cover!!!

He grabs Tamara and leaps for the wagons. They make it under just as a wave of burning oil splashes over most of the platform.

In moments, nearly everything is aflame.

Conan readies himself for another run. Tamara grabs him.

TAMARA

You can't! It's death!

CONAN

It's death to stay here. The ropes.

Tamara turns to see one of the ropes has already burned through several strands. The platform is now suspended by a single strand, itself on fire.

CONAN (CONT'D)

Come! We are leaving!

Tamara rushes into the flames with him. They run to the far side of the platform, only to see it collapse beneath their feet and fall.

They pull themselves up and race to the other side as the platform races down the arc and up the other side.

SNAP. The rope gives way.

CONAN (CONT'D)

Jump!

Tamara and Conan reach the far end of the platform and use its momentum to be launched into the air. They fly up towards the bottom of the fortress, where it is fused with the rock of the cliff.

Conan jams his hand into the only handhold he can see, smashing the rock as he does so.

His other hand lashes out and catches Tamara as she starts to fall.

And beneath them, the platform disintegrates and plummets to earth in a fireball.

EXT. WINCH - NIGHT

The soldiers watch the fiery platform drop with satisfaction.

INT. DUNGEON - NIGHT

Carved out of solid black rock, both sides of the broad corridor are occasionally punctuated by thick steel doors, leading to prison cells.

As Conan and Tamara emerge from a storm drain, pushing their way to the floor of the hallway. The heavy darkness presses in on Conan's torch like a sentient, animate thing.

The floor of the corridor is lined with DEAD BODIES, in varying states of decay. There are buckets, filled with entrails and feces, upended. Tamara put her hand over her mouth.

TAMARA

This prison reeks of the dead.

CONAN

I imagine they are the fortunate ones here.

Conan continues down the hallway. He and Tamara begin to hear the sound of JANGLING CHAINS.

Just ahead, the corridors opens out, into

INT. DUNGEON - CIRCULAR CHAMBER - CONTINUOUS

The same chamber we saw before, with the well full of black worms in the middle, and the prisoners suspended on the walls above in a web of chains.

Conan lifts the torch higher, struggling to make out their faces. Most are too weak to even cry out, those that do have voices HOARSE from dehydration.

Tamara spots two faces she recognizes; two girls, ILIRA and ZARA.

TAMARA

Ilira! Zara!

There's a loud BOOM as an iron door nearby opens and CLOSES. Conan grabs Tamara and they slide back into the darkened corridor.

Stepping into the chamber comes striding

THE JAILER

Standing nearly seven feet tall, thick chains crisscross the full course of his heavysset, ebony body. Flies swarm over his filthy form, but he pays them little heed.

THE JAILER

Greetings, my lovelies!

He passes right by the spot where Conan and Tamara hide. They sneak past him down the hall he came from.

Conan can see stairs leading up.

CONAN

(whispering)

I promised you entry here. Khalar Singh awaits my blade.

Tamara stares at him, then the Jailer. She can only nod in resignation. Conan starts for the stairs--

THE JAILER

(to the prisoners)

My sweet reeds. Are you prepared to play for your master?

The Jailer takes two of the chains from his body and attaches them to the web of chains lining the walls.

Using the full strength of his enormous frame, he PULLS ON THE CHAINS, stretching the limbs of the prisoners.

The Prisoners GROAN and HOWL in pain as their bodies are pulled taut. The Jailer grins, BELLOWING in laughter.

THE JAILER (CONT'D)

Howl! Cry! Moan!! What instrument could ever match the Jailer's chorus?!

Conan freezes, hearing the suffering.

The Jailer pulls even harder, the cries of the prisoners rising to a crescendo.

TAMARA

Shakes in hatred and fear. She lifts her sword, trembling as she does so, and prepares to strike--

Until a hand comes in and lowers her sword for her.

CONAN

Rage is in his eyes as well. He holds up a hand to Tamara. Wait here.

Conan loudly unsheathes his sword, stepping into the light.

THE JAILER (CONT'D)

Who dares?!

Conan menacingly drags the tip of his sword on the stone floor, his eyes filled with rage.

CONAN

I'll show you a new tune, dog. Come.

The Jailer unhooks his chains from the ones on the walls, and with surprising speed, he spins and HURLS them across the room at Conan.

CONAN'S POV - SLOW MOTION

Conan sees the chains as they unfurl like the scales of a serpent, rolling end over end towards him.

CONAN

Ducks underneath the chains, time speeding back up as he leaps towards the Jailer. Conan slashes the behemoth directly in his gut, but SPARKS FLY as the thick chains covering the Jailer's body deflect the strike.

THE JAILER

You'll soon be singing in my chorus,
warrior. And she'll be singing as well,
in my bedchamber.

Tamara wants to join the battle, but Conan waves her off. He circles The Jailer, eyes probing for a weak point in his armor of chains.

Conan lunges, slicing horizontally, cutting between two of the great links of chain covering the Jailer's body. The Jailer HOWLS in pain, but also manages to swing one of his chains around Conan's sword wrist.

The Jailer YANKS BACK, and Conan's sword goes flying from his hand. It lands far across the room.

THE JAILER (CONT'D)

Try and pray to your gods, boy. But soon
you realize they've deserted you here.

The Jailer wraps one of his chains around a SPIKED BALL on the floor. The ball is massive and made of solid metal, but the Jailer easily lifts it, swinging it like a ball and chain mace.

The air around the spinning spiked ball WHISTLES as it picks up momentum. Conan dives around the Jailer's first strike, the metal ball CRUSHING THE WALL behind him.

Again, the Jailer swings the ball around his body, and this time Conan isn't quick enough. Even though he's just grazed by the ball, the impact sends him careening into the stone wall.

A moment later, the Jailer is before him, swinging down for the kill. Conan rolls out of the way, but the Jailer reaches down with his free hand, wrapping his meaty fingers around Conan's neck.

The Jailer LIFTS Conan into the air, throttling him. Conan's feet dangle, his hands struggling to loose the Jailer's grip. The world around Conan begins to swim as he begins to pass out.

THE JAILER (CONT'D)

I'll give you this, you've been a
challenge, warrior. Now let death's sweet
embrace take you away from your struggle.

Conan responds by swinging his legs, shoving off the Jailer's massive belly and then swinging like a pendulum until his legs wrap around the Jailer's neck.

The two powerful men throttle each other, but The Jailer gives up first, taking his hands from around Conan's neck to try and pull Conan's clenched legs from around his neck.

Conan uses the opportunity to swing up and behind the Jailer, ending up on the man's back. Conan grabs hold of the heavy links of chain and pulls back with all his strength.

The chains wrap around the Jailer's neck, choking him. Try as he might, the huge man can't get Conan off his back, nor can he stop the chains from cutting off his air.

Conan unwraps the chains when he body goes limp, letting it fall into the well in the center of the room. The Jailer's eyes flutter open as the worms begin burrowing into his skin.

And now it is his turn to SCREAM.

Tamara and Conan work together to pull the female monks down from the chains. Quietly they cry as Tamara hugs each and every one of them.

TAMARA

Sssh. No crying. We will find a way and leave this place.

Tamara sees torchlight flickering from a cell nearby. She heads that direction.

INT. DARKENED CELL - NIGHT

As the steel door open, rats scurry in the windowless cell. A single torch flickers by the cell's iron gate.

A MAN is there, kneeling on the floor, face down. A robe hangs off his shoulders, in tatters.

TAMARA

Fassir?

The man looks, up. It's FASSIR, though a pale imitation of the man we met earlier.

FASSIR

(straining to see)
Tamara? Is that you?

Tamara runs to Fassir, helping to bring him to his feet. Her eyes are filled with tears of joy.

TAMARA

It's me. It's Tamara. I've come to get you out of here.

FASSIR

Foolish child. You're more valuable than these old bones.

TAMARA

If you were trapped beyond the gates of hell, I'd find you.

Tamara helps Fassir towards the door. But when she turns to head back down the hallway they came, they see Conan standing at the foot of the stairway leading up.

CONAN

Use the chains to get out. They will be long enough to make it down the cliff face.

TAMARA

And the archers?

Conan tighten the cords on his bracers.

CONAN

You'll be the least of their problems, soon enough.

Fassir squints to make out Conan's form.

FASSIR

You are the Cimmerian. I've heard them speak of you. Khalar knows you are coming.

Tamara takes a step towards Conan.

TAMARA

Come with us now. We'll get Khalar together, another day.

CONAN

My ghosts die tonight.

With one last look, Conan is gone.

INT. DUNGEON - CIRCULAR CHAMBER - CONTINUOUS

Tamara walks back into the chamber, where the female monks have released the last of their brethren, and are helping the weakened women to their feet.

TAMARA

Gather the chains, sisters. Freedom is at hand.

But when the monks look back at Tamara, they recoil in HORROR.

TAMARA (CONT'D)

What--what's wrong?

SUDDENLY THE CHAINS SPRING TO LIFE, SLAMMING THE WOMEN BACK AGAINST THE WALL AND ENSNARING THEM.

Only then, Tamara realizes they weren't looking at her, but behind her, AT FASSIR.

FASSIR

Tamara turns to see Fassir, menacingly grinning as he chants under his breath. He now appears fully healthy, the illusion of his illness dispelled.

TAMARA (CONT'D)

Fassir--no. Not you--

The chains race for Tamara, engulfing her.

EXT. FORTRESS - NIGHT

A SENTRY stands guard beside a courtyard wall. The shadowy form of Conan silently leaps down beside the Sentry.

There's barely a sound as Conan slices his throat, and in one swift move, relieves the falling Sentry of his cape and helmet.

INT. FORTRESS - HALLWAY - NIGHT

A pair of torches hang beside the entrance to Khalar's throne room.

Conan walks up to the doorway, at the last moment unsheathing his sword and SLICING the air across the doorway.

A pair of SHADOW SCOUTS, unseen by us, materialize as they fall dead on either side of the doorway.

INT. FORTRESS - THRONE ROOM - NIGHT

The throne room is empty, scattered light barely illuminating the expansive chamber.

Khalar Singh sits on his throne, his thoughts seemingly elsewhere.

Khalar looks up just as Conan slips out of the shadows, sword in his hand.

KHALAR SINGH

Wait---

Conan thrusts the blade deep into Khalar's chest. The stricken man looks at Conan with a sad, almost bewildered look, then slumps over.

Conan stands over his dead enemy, rare emotions swirling across his face.

BAEL (O.S.)

Almost too easy, wasn't it?

BAEL

Stands on the balcony of the upper gallery, directly above Conan.

BAEL (CONT'D)

Fassir told you Khalar was waiting.
Perhaps you should have listened. Now
look what you've done.

Conan looks down at the body slumped on the throne. IT NO LONGER LOOKS ANYTHING LIKE KHALAR.

A DEAD GIRL

Conan looks closer at dead body. It's a woman, with long dark hair obscuring her face, hair just like--

CONAN

Tamara?!

Conan lifts up the dead woman's head, her hair slowly parting to reveal...ZARA, one of Tamara's friends, last seen in the prison.

CONAN (CONT'D)

Where is she?

BAEL

Tamara is headed home. Khalar Singh takes her to the lost city of Acheron.

CONAN

You lie.

UKAFA (O.S.)

He does not.

Conan turns to see Ukafa standing in throne room, on his level, armed with his war spear. Ukafa's frightening, sharpened teeth shine as he smiles.

UKAFA (CONT'D)

They are being lowered on a new platform as we speak. If you hurry, you might catch them.

(smiles)

All you need to do is get past me.

Conan responds by lunging forward, swinging his sword in a broad arc. Ukafa is just as quick, stepping back and allowing his spear to block the swing.

Ukafa whirls the war spear in great circles, forcing Conan to parry, stepping back beyond the spear's reach.

The two powerful warriors trade blows back and forth, neither able to gain the advantage.

Ukafa tries to spear Conan through the chest, and Conan decides to drop his sword, grabbing the spear as it passes by him.

Conan then pulls on the spear, throwing Ukafa off his balance, towards Conan. Conan then kicks the warrior in the chest, hurtling Ukafa backwards.

Now Conan turns the spear on its master. Ukafa, unarmed, is forced to backpedal as Conan thrusts the spear at him. A pair of close misses leaves Ukafa with gashes on his chest and arm.

Another kick to the chest sends Ukafa flying out the chamber.

EXT. CLOISTER - NIGHT

Ukafa tumbles to the stone floor. Conan leaps out, readying the spear to finish the job.

Several SOLDIERS appear, ready to aid Ukafa. He waves them off.

UKAFA

He's mine! We are each the last of our people, Cimmerian. Yours dies tonight.

Conan circles the unarmed Ukafa, waving the tribesman's spear like a serpent's tongue preparing to strike.

Conan lunges, but Ukafa is too quick. Ukafa grabs the spear and rolls back, throwing Conan headfirst into the air.

Conan CRASHES onto a wooden grate in the cloister floor. Ukafa thrusts at him again. Conan grabs the spear, pulling Ukafa down onto the grate as well.

The weight of the two men breaks the grate and they plummet into the darkness below.

INT. SEWER - NIGHT

Conan and Ukafa impact the soft surface below, splattered with a red liquid.

As Conan struggles to stand, he can see he's nearly covered in blood, but not his own. He's landed upon a PILE OF BODIES, blood clotting their monk's robes.

It's the dead forms of Tamara's people, every one of them massacred and thrown here to rot.

UKAFA

Worry not, barbarian. Your body won't be left to rot down here. My people feast on the flesh of great warriors, absorbing their spirit.

Again we see a flash of Ukafa's filed down teeth. Ukafa lunges for Conan with the spear, but Conan dives out of the way and the spear lodges itself deep into a monk's corpse.

Before Ukafa can pull it out, Conan kicks him in the chest.

Ukafa falls backwards upon a pile of dead bodies, blood SQUIRTING up as his heavy frame crushes corpses beneath him.

The battle goes to hand-to-hand. It's primal, each of them covered in blood. Ukafa resorts to using his teeth to bite into Conan's shoulder.

Conan YELLS IN PAIN. He HEAD BUTTS Ukafa, smashing the side of his head in and knocking him back.

The stunned Ukafa falls to his knees, and one of the monks REACHES OUT FOR HIM. They're NOT ALL DEAD.

Conan takes advantage of Ukafa's surprise to grab the spear. He charges Ukafa, just as Ukafa finds Conan's sword, raising it to receive the charge.

Frenzy fills both warriors' eyes as they collide!

CUT TO:

INT. FORTRESS - LIBRARY - NIGHT

Bael hurries, collecting some last scrolls and placing them into his travelling bag. He hears a footsteps outside his door.

BAEL

Who's there?

SMASH. The door splinters inward, revealing Conan, still very much alive. Bael soon finds Conan's sword at his throat.

CONAN

Where is this place, Acheron?

BAEL

In the mountains, not far from here. But you'll never get out of the fortress alive.

CONAN

I will. Because you will help me.

EXT. FORTRESS - GATE - NIGHT

Bael rolls a BARREL slowly towards the soldiers gathered around the platform and winch. He's got a rope tied around his waist (with the rest of it trailing behind him) and his eyes betray the total terror he feels.

When he gets close--

SOLDIER 1

What do you have there?

BAEL

Mead?

SOLDIER 1

Then what are you waiting for, bring it here!

The soldiers help Bael pull it over to the platform and one pierces the top of it with his sword.

A strange look crosses the soldier's face.

SOLDIER 1 (CONT'D)

Why do you have that rope around you?

SOLDIER 2

This isn't mead. It smells like--oil!

Bael's eyes go wide as the soldiers draw their swords.

Over his head, a TORCH flies, landing right on the open oil barrel.

FOOOMP! The oil barrel explodes, sending flames in every direction!

Before the flames reach Bael, the rope around his waist draws tight, pulling him twenty feet backwards, and nearly breaking his back in the process.

Conan steps forward, surveying the burning soldiers and watching as the platform plummets to the ground--for the second time today.

CONAN

Come. We are leaving.

The few remaining soldiers race to face Conan. His face stays impassive as he cuts them down before they even get within arms' reach.

He heads to the

WINCH

Conan grabs the burning end of the rope, putting the flames out and tying the rope around Bael to it.

CONAN (CONT'D)
Come, little monk. Time to leave.

BAEL
How? You've destroyed the--

Conan pushes him off the edge of the fortress, jumping with him.

The winch unwinds quickly as Conan and Bael fall.

EXT. MIDAIR

Bael SCREAMS as they plummet towards the ground below. Conan pays him no mind.

WINCH

When the winch reaches the end of the rope, it jerks to a halt.

EXT. KHOR KALBA - BASE OF THE CLIFF - NIGHT

Conan and Bael suddenly jerk to a halt, just a few feet above the ground. Bael gets the wind knocked out of him, but Conan simply lets go of the rope and lands on his feet.

He cuts Bael down and drags him off.

EXT. MOUNTAINOUS PATH - JUST BEFORE DAWN

Khalar Singh's retinue slows to a crawl as they enter deep stone canyons. Cliffs rise on all sides, as do natural stone pillars. It is an eerie place, a low fog rolling over everything.

Khalar Singh stops. The caravan behind him does as well.

KHALAR SINGH
Bring me the girl.

Soldiers unlock the carriage and drag Tamara to Khalar Singh. Tamara seems unusually subdued, almost docile. Fassir exits the carriage as well.

KHALAR SINGH (CONT'D)
Not much fight in her.

FASSIR

The black lotus does its work well. She is aware of what is happening, but only as an observer to her own fate. Why have we stopped?

KHALAR SINGH

I am glad to see you don't know everything, Fassir. We are at the great city of Acheron.

Fassir looks around at the rock and dirt canyons. There's nothing here.

FASSIR

This place is empty.

KHALAR SINGH

Empty? You see only with your eyes.

Khalar Singh simply smiles, and in a flash draws his sword and delivers a CUT to Tamara's hand.

A SINGLE DROP OF HER BLOOD FALLS--

AND THE FOG COMES ALIVE, SWIRLING AROUND THE SINGLE DROP OF BLOOD AND RACING OVER THE CLIFFS, REVEALING--

EXT. ACHERON - DAWN

The topology is the same, but where we saw cliffs we now see huge walls, where there were hills, now ziggurats. And where there were stone pillars, now are two hundred foot tall purple marble statues to malevolent and forgotten gods.

And with the swirling fog, come VOICES--guttural, angry, insistent. They speak in tongues both foreign and familiar.

Khalar Singh's men are more than a little unnerved by what they see. Only Fassir shares his grin.

FASSIR

The voices of Acheron. They call out for her blood.

Khalar nods to the men holding Tamara.

KHALAR SINGH

They've waited long enough for their vengeance. Prepare her in the Great Temple.

Khalar's men take Tamara forward, down what has now become blood red boulevards leading towards a massive ziggurat of skulls in the center of the city.

Everywhere Tamara goes, TORCHES IGNITE, burning with an eerie spectral blue flame.

KHALAR SINGH (CONT'D)

I want a legion in every direction. Nothing enters or leaves until the sacrifice is complete.

The army COMMANDERS nod and head off to arrange their troops.

EXT. MOUNTAIN PASS - DAWN

Conan forces Bael along the thin mountain pass. Conan spots the FLICKERING of the blue light from the torches.

CONAN

What is that?

BAEL

Acheron.

(smiles)

You are too late, Northerner. The ghosts of Acheron have awoken. You cannot stop it now.

CONAN

My sword says otherwise.

BAEL

The Queen has brought the power of Acheron back to its home. Khalar Singh will claim it as his own.

CONAN

Not if I kill him first.

BAEL

Then the power will remain inside the Queen. Either way, it will birth a new Acheron.

Conan, frustrated, grabs Bael, pinning the smaller man by his throat. Bael necks looks ready to snap.

CONAN

There must be another way.

BAEL

There is---one.

(Conan eases off)

You could kill her.

Conan lets Bael go. Bael glares at him.

BAEL (CONT'D)

What does your sword say about that?

INT. GREAT TEMPLE - RITUAL BATH - LATER

A torch lined crypt, dominated by a serpentine, sunken pool. Several of Khalar's PRIESTS stand there, softly chanting incantations. A large contingent of SOLDIERS examine the strange and eerie space.

FASSIR

For the purification, we must bathe her in the pool.

SOLDIER

But the pool is empty.

FASSIR

No longer.

Suddenly, the priests strike as one, curved black daggers jabbing into the necks of the flatfooted soldiers. They lay their bodies down as their lifeblood pours into the bath, slowly filling it.

Tamara watches, her eyes rolled towards the back of her head. She struggles to move away as Fassir releases a clasp and her robe falls from her body, leaving her naked.

FASSIR (CONT'D)

Time to enter the pool, my dear. Purify yourself in the blood of the fallen.

Fassir lifts Tamara, taking her into the blood pool.

TAMARA

(trying to speak)

Wh--why?

FASSIR

I am dying. I knew only one power in the world that could save me. You. But since I raised you from a child, I also knew you would be unwilling to sacrifice others to unleash that power. So I turned to Khalar Singh. I could have taken your power for myself--but even my hypocrisy has its bounds.

TAMARA

You betrayed your people.

Fassir lowers Tamara's body into the pool of blood, cradling her upon the surface as if she were a baby.

FASSIR

This is our true home. These are our people. Those nightmares you had so often? They were your true nature, calling you back here. What you call betrayal, I call reunion.

Tamara can only watch in horror as Fassir sinks her into the pool, the red tide enveloping her features as if she were drowning in blood.

EXT. ACHERON - LATER

Conan looks down upon the expansive city from the same cliff-side vantage as Khalar Singh once did. Bael gapes at the massive towers in the canyon below.

BAEL

At last. Acheron has returned.

CONAN

Get a closer look.

Conan pushes Bael over the cliff. Bael SCREAMS as he plummets.

EXT. ACHERON - BOULEVARD - CONTINUOUS

A large contingent of Khalar Singh's troops rush off in the direction of the scream.

CONAN

Sweat pours off his face as he strains.

THE SOLDIERS

find the body of Bael at the base of the cliff.

CONAN

YELLS as his muscles reach the breaking point, but they begin to move. Conan pushes a HUGE BOULDER off its perch, rolling it towards the cliff.

THE SOLDIERS

Look above, searching for the source of the yelling, when a massive boulder blots out the light.

SLAM! It lands like an artillery shell, killing ten of the soldiers at impact, and the splintering shower of rocks shooting forth and slaying the rest.

EXT. PYRAMID - DAWN

The massive pyramid of skulls is lit from the interior by torchlight. Soft beams of light flicker out from the hollow sockets of the Acheronian victims.

KHALAR SINGH

The warlord stands at the top of the great pyramid. The top is separated into two parts: on one end, a massive golden throne; on the other, a sacrificial altar.

Khalar Singh sits on the throne, holding open the box with the single BLACK WORM. The worm squirms, its intensity noticeably greater.

KHALAR SINGH

You've led me here. Now we finish this together.

Khalar places the worm against his arm. It BURROWS IN, moving beneath his flesh towards his head. Khalar's eyes widen in pain, but he bears his burden silently.

KHALAR'S EYES

The white orbs slowly change to black, as if ink were dropped into pool of water. His voice stammers a bit, cracked with suffering.

KHALAR SINGH (CONT'D)

Begin the incantations. Take the girl to the altar.

EXT. ACHERON - BOULEVARD - DAWN

More soldiers find the dead ones and the destruction of the boulder.

SOLDIER 1

By the gods!

CONAN (O.S.)

No. By me.

The soldiers spin a moment too late. Conan emerges from behind the boulder and swings wide, his blade neatly drawing across the throats of all four soldiers, dropping them instantly.

Conan steps out into the wider boulevard.

The pyramid looms in the distance, fifty of Khalar's SOLDIERS standing between him and it.

CONAN (CONT'D)

Fifty between me and my prize. So be it.

BATTLE MONTAGE

- The PIKEMEN rush Conan in a phalanx, only to see Conan roll under their long weapons, and cut through the poles with one sweep of his sword. A second swing cuts them down.

- The SWORD AND SHIELD units approach as an armored wall. Conan rushes the lead shield, leaping into the air and drop-kicking him back twenty feet. When Conan lands, he's behind them. They try to strike and shift their shields, but they are too late.

- The DUAL SWORDSMEN give Conan more trouble. Whirling blades in a dizzying attack are parried by Conan, but they do force him back, until he sees the pattern in their motions and lunges forward, inside their defenses, stabbing them in their necks.

EXT. ACHERON - PYRAMID - CONTINUOUS

Tamara, dressed in finery fit for an Acheronian princess, is led towards the pyramid of skulls by Fassir and his priests.

As they climb, the ghostly spirits of Acheron swirl around Tamara. The CHANTING of the priests suddenly increases in volume, drowning out all other sounds.

Purple smoke from the braziers atop the pyramid fills the air, obscuring everything else.

FASSIR

This is your destiny! Your death will again give life to the greatest civilization the world has ever known!

Tamara uses every ounce of energy to spit her words at Khalar.

TAMARA

I--will--not--birth--it! I--will--burn--it!

FASSIR

How Cimmerian of you.

CONAN

- Conan reaches the steps of the massive pyramid. He can see Tamara reaching the top, only to be surrounded by the purple smoke.

- But a pair of the BLACK RIVER ARCHERS stand halfway up. They unleash a barrage of arrows in Conan's direction.

- Conan ducks down, pulling one of the dead soldier's shields up to absorb the arrows. As he runs forward, a half dozen arrows bury themselves into the shield. A moment later he tosses the circular shield like a frisbee.

- One of the archers takes the shield to the face and goes down. The other goes to fire when he spots Conan bearing down upon him, teeth bared. Conan's sword lashes out just as the archer notches his bow---

CUT TO:

EXT. TOP OF THE PYRAMID - CONTINUOUS

The CHANTING is deafening. Surrounding the priests' words are the echoes of a thousand demons.

Khalar Singh stands, the worm rippling beneath his skin.

KHALAR SINGH

Begin the rite!

FASSIR

Chain her to the altar.

The priests do as they are told. Golden shackles attach to Tamara's wrists and ankles. The altar she lays on is made of black obsidian, covered in runes and deep channels for the collection of sacrificial blood.

Tamara's body writhes on the altar, her head whipping from side to side, her mind possessed. Her eyes go as black as Khalar Singh's.

As she writhes, the purple smoke swirls faster and faster, until it is not unlike the sandstorm around the oasis.

FASSIR (CONT'D)

She is transforming!

KHALAR SINGH

Then finish it, before it is too late.

FASSIR

Mighty gods of Acheron, for so long have you slept. Accept this sacrifice of your betrayer and grant us your power!

Fassir produces a familiar RUBY DAGGER, looking just like the one Simura had. He holds it over Tamara's bare stomach.

But behind everyone--

CONAN

Steps through the swirling smoke. Covered in the blood of his enemies, eyes wild with combat fury, he looks like a demon possessed.

And Khalar Singh's back is to him. He raises the sword.

Fassir raises the dagger.

Conan stands right behind Khalar Singh. With the cacophony of the chanting, no one hears him approach.

But Conan sees Fassir about to strike! Hesitation fills his face.

CONAN

STOP!!!

Everyone turns to see Conan, behind Khalar, his blade at his mortal enemy's neck.

Everyone freezes.

CONAN (CONT'D)

Release the girl!

The priests around Tamara begin to falter in their chanting.

KHALAR SINGH

No! Continue the ritual!

The priests keep the chanting going. Tamara's head turns toward Conan, and her eyes revert to normal for a moment, as if his face has pulled her from a trance.

TAMARA

Conan!

KHALAR SINGH

Your blade is at my throat, Cimmerian. Isn't this the moment you've waited your entire life for? You would sacrifice that, for her?

CONAN

I will not tell you again! Release the girl!

KHALAR SINGH

Lower your blade, and I will have Fassir lower his.

Warily, Conan lowers his sword from Khalar Singh's throat. When his sword arm passes near Khalar's hand, KHALAR GRABS HIS ARM--

AND THE BLACK WORM RACES OUT OF KHALAR'S BODY AND INVADES CONAN'S!

Conan ROARS in agony as the black worm courses through his body. He falls to the ground, his sword clattering away from him.

TAMARA'S

eyes revert to black as her face contorts into a mask of fury. The swirling smoke begins to howl, faces of demons appearing in the maelstrom.

Khalar Singh LAUGHS.

KHALAR SINGH (CONT'D)

How sad, to pursue something with so singular a purpose, only to discover at the last moment you cannot make the necessary sacrifice. I assure you, I will not make the same mistake.

(to Fassir)

Kill her.

FASSIR

raises the ruby blade to strike, when Tamara's black eyes turn on him. Fassir shakes, standing there frozen.

KHALAR SINGH (CONT'D)

Strike! Strike you fool!

Fassir's whole body shudders, but he does not strike.

TAMARA

(in an other-worldly voice)

Traitor.

And suddenly, Fassir bursts into flames. He drops the blade which clatters to the floor. He runs screaming, looking for help. Instead, he finds the maelstrom of purple smoke, which simply fans his flames until his body collapses in a burning heap.

CONAN'S BODY

contorts in agony as the worm races inside him. He stares down at his hand, trying to will it to reach for the sword, but whenever it gets close, the worm causes it to convulse.

KHALAR SINGH

Strides over to the ruby blade.

TAMARA (CONT'D)

Now you burn as well.

She stares at Khalar Singh, who doesn't seem the least bit afraid.

KHALAR SINGH

I have communed with the Dark Ones. Your power has no effect on me. While I, on the other hand--

Khalar picks up the ruby blade, smiling.

CONAN

Sees what is about to happen. He grits his teeth even as he's wracked with another spasm of agony. He stares at his trembling hand.

It obeys him. It reaches out and grabs the pommel of his sword.

But he doesn't try and turn it on Khalar Singh. He doesn't try to stand.

Instead, he turns it on himself. He waits, watching the evil worm racing beneath his skin, and when it crosses his stomach--

CONAN STABS HIMSELF WITH HIS OWN SWORD!

The Worm SHRIEKS. A direct hit. Conan pulls the blade out, the worm thrashing but impaled on it. He smashes it against the stone floor, cutting it in half and killing it.

KHALAR SINGH

Stands before the Altar, ruby blade in hand.

KHALAR SINGH (CONT'D)

Mighty gods of Acheron, for so long have you slept--

CONAN

Slowly---painfully--he RISES. His face is ashen, his gut bleeding profusely, but we know that look in his eye. This is far from over.

KHALAR SINGH (CONT'D)

Accept this sacrifice of your betrayer and grant us you power!

Khalar Singh strikes with the blade.

CLANG. Instead of killing Tamara, it impacts Conan's outstretched sword.

With the flick of a wrist, Conan disarms Khalar Singh, knocking the blade over by the throne.

But it does give Khalar Singh time to draw his Tulwars.

CONAN AND KHALAR

The battle is a study in opposites; Khalar's style is both fluid and studied, while Conan is raw power and natural agility.

But Conan is wounded, and therefore slower. Khalar Singh slashes him across the chest, dropping Conan to one knee.

Conan fights back with a two handed blow. Khalar Singh's tulwars deflect the blow. The sword impacts the hard stone floor--

AND THE SWORD BREAKS!

Conan falls to the ground. His stomach wound is now gaping, blood pouring onto the stone. His eyes lose focus from the loss of blood.

KHALAR SINGH (CONT'D)

And so it ends. A warrior, once
invincible, now beaten. A sword, once so
strong, now broken.

(raises his tulwars)

And nothing left but suffering.

Conan's eyes focus. His brow furrows. Through will alone his lifts his head to face Khalar Singh.

CONAN

It is only by suffering a sword gets its
strength!

Khalar Singh strikes. Conan lunges with his broken sword, the jagged edge of it piercing right through Khalar Singh's throat.

Khalar Singh sways a moment, eyes full of disbelief, then falls to the stone floor.

CONAN (CONT'D)

For my father, for my people.

Conan slices across Khalar's throat, killing him instantly.

CONAN

Rushes to Tamara's side. The powerful wind still swirls all around them. Conan breaks the chains containing Tamara.

AND THE WIND STOPS. THE SMOKE DISSIPATES.

Conan smiles and stares in--

TAMARA'S EYES. They remain JET BLACK. Conan turns to see the city below.

ACHERON

A wave of pure flame whisks through the city, setting the fog literally ablaze. The souls of Acheron CRY OUT as they immolate like their bodies did, long ago.

The entire city ignites, the stone itself burning as if it were tinder. Hell on earth.

TAMARA

Her small body is the touchstone for all the destruction, pulsating with power. Slowly Tamara's form elevates, rising above the altar.

With her jet black eyes she looks down at Conan, as if he were little more than a stranger.

Her face buckles as she unleashes another wave of destruction. Giant cracks snake through the stone walls of the city, many of the statues come crumbling down. Along with fire--pure Armageddon.

But with that--we get a glimpse of Tamara in her eyes, struggling to get through.

TAMARA

Conan--please--stop me--

Conan picks up a spear, but he's slow to bring it to bear.

TAMARA (CONT'D)

No more--blood on my--hands--please--

CONAN

The warrior reaches back and thrusts the spear. BOOM.

CUT TO:

EXT. ACHERON - DAY

Conan carries Tamara's limp body as he reaches the cliff above Acheron. Down below, the city crumbles, both burning and falling apart with the great quakes.

TAMARA

Her eyes flutter, her soul close to peace. Blood stains her teeth as she struggles for her last breath.

TAMARA

What--what will you do now, Cimmerian?

CONAN

Live.

TAMARA

Good. Live for us all.

Conan gives Tamara one last kiss, her blood staining his lips red, as his mother's did as a child.

Conan holds her to his chest as he strides down off the mountain pass.

FADE TO BLACK.