

THE GUARDIANS OF GA'HOOLE

Based on the novels by Kathryn Lasky

Revised Screenplay by John Collee April 08

Original Screenplay by John Orloff Oct 07

A wild Southern ocean.

Lightning crashes among boiling grey thunder-heads.

Black cliffs, half-obscured by snow, tower above the breaking waves.

MOVING IN, we PAN UP ice-caked ledges crammed with fearsome WARRIORS, all of them looking North into the howling wind.

Many wear sharp steel knives - "battle claws" - on their feet and ankles.

A female voice speaks: soft and low, Irish-Australian.

MARELLA (V.O.)

....And so, when King Boron was merely a child, the Evil tyrant Surtr gathered his forces on the verge of the frozen kingdoms....

ON THE CLIFF TOP we find SURTR, his face set hard against the wind-blown sleet.

HIS POV: Flecks of gold against the gun-metal sky: A small, still-distant army approaching from the south.

MARELLA (V.O CONT'D))) (CONT'D)

Against him there came a mere handful of Guardians, led by the bravest of them all - Lyse of Kiel.

CLOSE ON THE GUARDIANS

Perhaps two dozen of them, wings beating in steady rythm, eyes fixed, unblinking, on the dark cliffs ahead.

Their armor and battle claws are of gleaming bronze.

LYSE OF KIEL, their leader, flies front and center. The owls flanking him have long crimson pennants on their ankles, bearing the golden insignia of a tree

Now, they increase the pace, shifting into their attack formation, as....

From the cliffs, outnumbering them three to one, the SOUTHERN INVADERS, led by SURTR, rise in a screaming dark mob to meet them

MARELLA (V.O) (CONT'D)

They met in what came to be know as the battle of the Ice Claws.

(CONTINUED)

1 CONTINUED:

1

The two flocks of birds collide

LYZE OF KIEL flies straight for Surtr, cutting a swathe through the opposition as he leads a wedge of Guardians into the very heart of the enemy ranks.

An owl shoots past him, nicking his wing.

In the thick of the fighting. Lyse meets Surtr.

Furious clash of battle claws.

The two of them lock claws and fall together, spiralling through the aerial battle, towards the jagged rocks below.

2 **EXT. SEA OF HOOLMERE. DAWN**

2

The storm has passed. The sky has cleared. Dawn light lances through the mist.

The profile of a massive tree stands silhouetted against clouds - The Great Ga'Hoole Tree - as...

The Guardians wend their way homewards, their armor glinting in the morning sun.

MARELLA (V.O.)

In the end the Guardians carried the day... but at a cost. Of the two hundred who flew out, less than a hundred returned to the great tree, all shrouded in golden mist in the great sea of Hoolemere.

CUT TO

3 **EXT. THE FOREST OF TYTO . PRE-DAWN**

3

A beautiful Autumn morning.

A Barn Owl NOCTUS swoops through the forest canopy, heading towards her home - a nesting hollow in the middle of a giant Tasmanian Oak.

On a branch nearby he glimpses movement - a snake!

Noctus angles his tail feathers, switches direction in mid-glide, zeros in on the snake, claws extended and....settles down gently in front of her.

NOCTUS

Come on Mrs Plithiver. The nest's back this way.

4 INT. NESTING HOLLOW. PRE-AWN.

4

He finds his wife MARELLA in the hollow, surrounded by their two six-week-old chicks KLUDD and SOREN, plus a fluffy wide-eyed ball of energy called Eglantine.

EGLANTINE

Dada

NOCTUS

Hello baby. Hello boys.

MARELLA

Perfect timing. We just finished the story.

NOCTUS

I found Mrs Plithiver outside, she was off along the wrong branch again.

MARELLA

Do be careful, Mrs P, you know it's not safe theses days.

MRS. PLITHIVER

Oh shoo. I'm old enough to look after myself.

EGLANTINE

Num-num! Num num!

NOCTUS

Yes. Yes. I've got us a juicy vole for dinner.

KLUDD

We always have vole.

NOCTUS

Hey, Mr Picky. Eat it quickly and yarp out the bones. Tomorrow I'll take you branching.

5 INT. THE HOLLOW. DAWN

5

Soren snuggles down beside his sister Egglantine who is already sleeping.

HIS POV: On the wall of their hollow, someone has carved an image of the legendary Ga'Hoole tree, illuminated now by the first rays of daylight.

(CONTINUED)

SOREN

Dad. Is it true about the Ga'Hoole tree?

NOCTUS

Every word of it.

SOREN

So who lives there now?

NOCTUS

The Guardians of course. The Guardians will always be there

Kludd "yarfs" a neat little package of mouse-fur and bones and spits it out on the floor.

MRS. PLITHIVER

That's the way. Fur and bones. I'll get rid of it.

With her tail, she chucks it down the garbage chute.

SOREN

So why aren't the Guardians protecting us now?

NOCTUS

Hush, sun's almost up, sleeping time.

SOREN

...I mean with all the bad stuff that's been happening in the forest - the kidnappings and all - why don't the Guardians ever come here?

In the half-light, Noctus meets Marellas eye. Its a good question, and neither of them can answer it.

NOCTUS

I guess they live a long way away, and they're all very busy. Sometimes we just have to learn to look after ourselves.

Soren and Kludd are outside with their father hopping from branch to branch, making substantial leaps but not quite flying yet.

6 CONTINUED:

6

NOCTUS

Good Soren! Good Kludd. But quietly.
There are two kinds of hunting owls,
silent ones and hungry ones.

7 **EXT. IN THE SHADOWS. SOME DISTANCE AWAY. CONTINUOUS** 7

Two Masked Owls - KIDNAPPERS! - watch from the shadows. One of them wears battle claws of tarnished steel, like those in the legend.

8 **EXT. ON THE BRANCH. CONTINUOUS** 8

Noctus is looking the other way. He sees something down below them and signals to Kludd and Soren to be quiet, lowering his voice to a whisper.

The youngsters edge closer to their dad.

NOCTUS

Can you see it? Down there.

Kludd peers into the dark underbrush and pretends to see.

KLUDD

Oh yeah. Lets eat it.

NOCTUS

Eat a Tazzie Devil? I think it'd probably eat you.

Kludd looks embarrassed - caught lying. To Soren the darkness is impenetrable, but he notices how his father cocks his head this way and that, using the wide disc of his face like a receiver.

SOREN

You seeing or hearing?

NOCTUS

Hm. Bit of both. Never thought about it. Sometimes you just sense it with your gizzard.

Soren angles his head this way and that

His POV: A blurry night-vision kind of image begins to appear. Its working! The darkness below is becoming visible Then it fades again.

SOREN

Nope. It's gone. I can't do it.

(CONTINUED)

NOCTUS

It'll come.

He can see that Soren has the gift. And Kludd knows in his heart that he doesn't which makes him resentful.

A rattle of rain on the Autumn leaves. Noctus glances around. There's no-one there, but he senses danger.

NOCTUS (CONT'D)

We better get back inside again.

INT. THE HOLLOW. EVENING

Another night begins. Kludd nudges Soren awake.

KLUDD

Hey Soren.

Soren wakes, looks around, a little befuddled. The hollow is deserted, except for Kludd.

SOREN

Where is everyone?

KLUDD

Hunting. Mrs P took Egglantine out back to show her the sunset. Want to come out on the branch with me?

SOREN

Dad said not to go without him.

KLUDD

C'mon. Don't be a baby. We're six weeks old!

Soren feels torn, between his sense of duty and his desire to impress his older brother.

KLUDD (CONT'D)

(taunting)

Cluck-cluck-cluck!!

SOREN

OK. I'm coming.

EXT. THE BRANCH. EVENING

They hop outside and stand there in the fading light, peering down into the blackness of the underbrush

KLUDD

So tell me how you do it, because to
be frank I can't see diddly-squit
down there.

Soren peers into the blackness, which shifts, taking shape
again....

SOREN

Dad said use your gizzard. I think
what he meant is you...

But before he can finish, Kludd pushes him off the branch.

It happens so fast he's not even sure what happened. He
grabs onto the closest thing he can reach - which is Kludd.

KLUDD

AAh!

He tips forwards. A moment of eye contact, then Kludd pulls
away and Soren falls, sweeping aside a whippy branch
which.... springs back and knocks Kludd off also.

They both YELL as they fall, HITTING branch after branch

11 **EXT. THE GROUND - CONTINUOUS**

11

They hit the ground some distance apart. A rain of twigs and
leaves falls after them

SOREN

Ow...!!

He stands, slightly dazed.

SOREN (CONT'D)

You there. Kludd. You Allright

KLUDD (O.S.)

Shut up. They'll hear us!

12 **SOMEWHERE IN THE UNDERGROWTH**

12

The evil red eyes of some ground-animal turn towards the
voice and...

13 **ON THE GROUND**

13

Soren whirls as something bursts from the underbrush.

It's Kludd

(CONTINUED)

SOREN
What happened?

KLUDD
You fell over and pushed me! Pellet-
brain!

He's acting furious out of guilt. They both know the truth.

14 IN THE UNDERBRUSH

14

Three Tazzie Devils home in on the sounds. Dark, outlandish creatures, with slavering jaws.

15 AT THE BASE OF THE TREE

15

The owlets can hear the Tazzies coming. Soren feels panic rising.

MRS. PLITHIVER
(Distant O.S)
Soren? Kludd?!!

SOREN
Mrs. P! Mrs. P!! Eglan--

KLUDD
What can she do? We're stuck here.
Mum and Da won't be home 'til
moonrise...

SOREN
We could try to fly back up...

KLUDD
Oh, fly. Brilliant.

Soren sort of runs, does a HOP, getting about six inches off the forest floor, but then falls back down. He tries again.

SOREN
You just got to have faith!

KLUDD
No. Soren. You're got to have
feathers. I can't believe you got me
into this...

SOREN
Shhh!

Sound of the Tazzies coming closer... and closer....

KLUDD

This is bad. This is very bad

They're both frozen with fear. Soren's eyes widen as...

An enormous TASMANIAN DEVIL leaps out of the underbrush and charges right for Kludd.

Kludd runs, but the Tazzie devil is much faster, and has him in his paws in an instant.

Without even thinking, Soren jumps on the Tazzie's and pecks it on the head.

The Tazzie lets go of Kludd and go after Soren.

Kludd doesn't return the favor-- he scurries away as--

SOREN ducks under brambles, struggles over a fallen twig, dodging the second Tazzie's snapping jaws.

SOREN

Kludd! Kludd!!

And then, just as it looks like Soren is going to be a Tazzie's dinner, we hear a tremendous SCREEEECH-- making the Tazzie turn its head. And out of the sky--

One of the sinister Kidnappers who was lurking nearby - a Masked Owl called JUTT - SWOOPS down and slashes the Tazzie with battle claws.

The Tazzie DROPS Soren and defends itself.

Soren watches agape as Stark battles the Tazzies-- *could this be a Guardian of Ga'Hoole?*

But before he can verbalize the thought, the second kidnapper - JATT swoops down, and GRABS Soren from behind

SOREN (CONT'D)

Wait. My brother! Kludd!!!

Out of the corner of his eye he sees the armed one JUTT snatching Kludd aloft

SORENS POV from under Jatt's belly as they accelerate away from Soren and Kludd's home tree.

SOREN

Wait! Wait-- You've gone past our tree! Aren't you going to take us home?

No reply. Jutt gives Kludd a shake to stop his struggling.

SOREN (CONT'D)

Are you the Guardians of Ga'Hoole??

JATT

No questions!

SOREN

...but

JATT

I said put a frog in it!
(To Jutt)
You hearing this? We might have a haggard here.

JUTT

I think this one's got potential

Kludd is still struggling against Jutt's talons. He tries to bite himself free.

JUTT (CONT'D)

Ow! You little...

He half lets go and dangles Kludd by one claw over the whistling void below. Kludd yells in fear

KLUDD

Don't drop me!

Jutt grabs him again, hooting with evil laughter. Kludd catches Soren's eye, scared and angry. Soren shouts up defiantly to his captor

SOREN

You'll see. Our dad Noctus is the best hunter in the forest. And he's going to come looking for us.

Jatt and Jutt ignore him. They fly on

The wind is rising. The terrain below them is changing .

Jatt and Jutt are joined by other kidnappers, some with battle claws, others carrying kidnapped hatchlings

17 CONTINUED:

17

Below them, moonlight illuminates an expanse of semi desert and salt-pan, etched with dry water courses and studded with baobab trees.

Lightning flashes silently in the far distance.

18 **EXT. ABOVE THE BARRENS. DAWN.**

18

The wind is stronger.

The squadron of kidnappers change course, heading for a distant formation of limestone peaks, like the Kimberley Ranges of Western Australia, which rises like a fortress from the flatlands.

CLOSER

The rock has been cracked and eroded into a complex formation of chasms and pinnacles.

Jatt and Jutt lead the way into one of these sheer-sided chasms, a dizzying spiral dive past jagged peaks into its black depths.

19 **EXT. OUTER CHASMS OF AEGOLITUS**

19

They fly in single file through dank ravines. There's a sense of evil here. Dead and burnt trees sprout from crevices in the rock.

In places there are ruins, Egyptian in bulk and scale - a stone arch, a giant broken statue of an owl, - as though some long-dead owlish civilization once inhabited this rocky warren.

They gain height to clear a high boundary wall, built across the floor of a gully, to mark the outer limits of St Aggies.

Atop the wall, owl sentries stand guard. Behind it, various ravines converge on a mid-level plateau which serves as drop-off point for kidnapped hatchlings.

20 **EXT. THE PLATEAU**

20

Other species of the "Tyto" family of owls - Masked Owls, Barn Owls and Sooties - are flying in from all directions and dropping off their kidnapped chicks who, mill around, crying for their parents.

Soren's captor releases him and drops him into the melee.

SOREN

Ow. Oof

He's just gotten upright when something drops on his head and knocks him to the ground again.

SOREN (CONT'D)

Kludd?

It's another captive, a fledgling Elf Owl about one third Soren's size, called GYLFIE.

GYLFIE

Are you all right? I'm Gylfie. Where are we?

Soren is anxiously scanning the throng for his lost brother.

SOREN

Kludd! Kludd!!!

GUARD (O.S.)

Clear the strip there! Keep those owlets moving!

Already they are being herded off the landing pad towards some kind of sorting-place.

The Tyto chicks - juvenile Masked Owls, Sooty Owls and Barn Owls - are being ushered across a bridge and through the great dark portal in the cliff beyond.

All the other owls - baby Elf owls, Snowies, Long-Ears and Skreech Owls - are being dispatched down steep ramps into the ravines to right and left.

The bridge looks like the much better option. Soren heads for it. Gylfie stays close.

They arrive at the sorting place where a large imperious albino owl called Nyra is selecting Tyto owls from all the rest

SOREN

I've lost my brother. I was wondering if...

NYRA

(ignoring this)
Tytos straight ahead. No, Wait. Hold it. Who's she?

Looking down at Gylfie

SOREN

We arrived together.

NYRA

I said Tytos only. What are you doing with an owl who's not a Tyto?

SOREN

She's my friend. What does it matter what sort of owl she is?

Nyra is not used to being addressed in these familiar terms. The kidnapper, Jatt, settles nearby.

JATT

That the Haggard I was talking about. More trouble than he's worth. Never stopped asking questions all the way here

NYRA

Allright, both of you.

Before Soren knows whats happening, he and Gylfie are being dragged off the bridge, to the edge of the dark ravine.

SOREN

What's happening? Wait. No.

Turning, he sees Kludd in the crowd of owls behind him.

SOREN (CONT'D)

Klud! Help me!!

Then he and Gylfie are shoved backwards down the ramp.

SOREN AND GYLFIE

Aaaaah!!

Kludd, meanwhile has arrived opposite Nyra.

NYRA

Were you with him?

KLUDD

...Never seen him in my life before...

They both know its a lie. But Nyra is impressed with his brazen-ness.

NYRA

Swear it.

KLUDD

I swear.

She jerks her head, and Kludd is ushered, with the rest of the Tytos across the bridge and through the great high archway behind as...

SOREN

(distant echo)

Kluuuuudd!!!

Soren Gylfie and the other "reject" owls of various species, tumble down the stone chute from the sorting place

They land in a breathless grubby pile on the floor of the prison canyons.

Owlets look up longingly at the sky above them, reduced to a distant slit. High black cliffs lean in on every side.

They are marshalled together by owls serving as PIT GUARDIANS, the oldest and meanest-looking of whom is GRIMBLE

GUARDS

(barks)

You! You! Line up.

The captive owls shamble into a line. Some joker with an Australian accent whispers

DIGGER

(sotto)

Yeah, big smiles and all the best dancers at the front.

No one finds it funny. The Superintendent, SKENCH addresses them from atop a stone buttress

SKENCH

Listen to me, all of you. Whatever you may have once regarded as home is gone forever. This is all the family you've got now. Your allocated pit-owl will be your mother, your father and your teacher all in one. St Aegolius will be your new beginning

DIGGER

Frankly, I was happy my old beginning, not that I had much of a home but....

SKENCH

(over this)

You will Work in the Fleck Mines. You
will Worship the Full Moon. All Hail
the Pure Ones! All hail Metal Beak!
Glaux is Great!

The pit-owls chant the response

GUARDS

All Hail the Pure Ones! Glaux is
Great. All Hail Metal Beak!

A couple of the younger prisoners join in. Soren Gylfie and
Digger remain silent.

SKENCH

Take them all through to the
Glaucidium!

22 **EXT. THE SQUARE OF THE PURE ONES. DAY**

22

Meanwhile, up in the higher levels, Kludd enters a walled
courtyard in which scores of Tyto chicks are gathered.

One wall of this courtyard is The Citadel - palace and
military barracks of the ruling caste of Tyto owls who call
themselves THE PURE ONES

On a balcony, high above the courtyard, the evil Emperor
METAL BEAK now appears flanked by his queen NYRA and his
personal guard of knuckle-walking bats

A dread silence falls. Then Metal beak speaks, in a harsh,
powerful voice which echoes off the rock walls.

METAL BEAK

Welcome Chosen Ones. The longed for
night is here at last. Here you will
learn the true way of the Warrior.
From here you will fly out to claim
our rightful dominion over all the
kingdoms of the owls.

Kludd hears a cheering all around him

OWLS

All hail the High Tyto. All Hail Lord
Metal Beak!

Kludd joins in, his immature voice rising above the roar....

KLUDD

All hail high Tyto

23 INT. GLAUCIDIUM. NIGHT

23

Down in the dark canyons, The non-Tyto fledglings are herded into a circular canyon with many ravines leading into it open to the brilliant moonlit sky.

GRIMBLE

Move in. Move in.

A female guard called FINNY shouts instructions

FINNY

Look at the sky. Keep your eyes open and look up at the sky.

As they look up the full moon

It's rays, spilling over the lip of the canyon fall on a section of owls, who gasp, dazzled, but unable to look away

FINNY (CONT'D)

Heads up. When you see the light don't look away. At first it will hurt but in time it creates a pleasing sensation that you will all crave.

Even the guards themselves are drinking in the sun, with beatific expressions, like drug addicts, or sun-worshippers.

Gylfie whispers urgently to Soren

GYLFIE

Don't do it. They're trying to moon-blink us!

SOREN

What's moonblinking?

GRIMBLE swivels his head in their direction, trying to discern the source of the whispering.

GYLFIE

Didn't your parents say never to sleep under a full shine?

SOREN

We always slept inside

GYLFIE

Well we lived in the open So we had to be careful at the full moon, not to get moon-blinked.

(MORE)

(CONTINUED)

GYLFIE (CONT'D)

You stare at the moon and something changes in your head they say. You don't know what's real and what's false.

The wedge of brilliant moonlight is across the other side of the Glaucidium...

GYLFIE (CONT'D)

At least it's sheltered here. We can rest for a little--

JUTT

Begin the march!!

And the owls stir, and all begin to march in an enormous circle, so every owl takes a dose of direct moonlight.

Gylfie starts pushing back against the flow but she's too small and she just gets carried along.

They're almost at the lighted section. The moon-light, like a glittering veil, seems to draw them into its force-field.

GYLFIE

Soren! Go behind me. Walk on the spot.

They are being crowded by owlets of every size. There is pushing from behind now. Owlets protesting

OWLETS

- C'mon Move.
- I can't I'm stuck! There's a barn owl talking to his feet here.

GYLFIE

That's me down here you great galoot!

She pecks the rude owlet on the shin. He yells and hops aside.

Soren and Gylfie keep walking on the spot, holding their position like two rocks in a stream, with the current of owlets moving around them.

FINNY

Drink the light my children. Eyes open. Keep walking.

DIGGER

You gotta be kidding me! Walk walk walk. When does a bloke get something to eat round here?

FINNY
Who's talking there!

DIGGER
Down here! The brown fluffy one!

They're all brown and fluffy and there's about a hundred of them. Digger is laughing at his own ingenuity when a Guard swoops and extracts him, lifting him aloft.

DIGGER (CONT'D)
Ha ha. Ow. OK. I'll come quietly.
Where are you taking me. Hey! Careful
with me coverts, took me weeks to
grow those...

His mad banter fades as they carry him out of sight

24 INT. SLEEPING PITS. EVENING

24

Sun sets over St Aggies at the end of another day
The guard called GRIMBLE moves among the sleeping owls.

GRIMBLE
Wake up. Head for Pelletorium.
(To Soren and Gylfie)
You too, and you.

Pushing them ahead of him with his wing as they troop from the sleeping pit.

SOREN
OK. Easy.

Grimble glares at him, herding the owlets into....

25 INT. PELLETORIUM. NIGHT

25

A dark ravine carpeted with something spongy underfoot.

GYLFIE
What are we walking on?

SOREN
Don't ask.

The chief guard, Skench, addresses them all:

SKENCH

You have entered the pelletorium.
This is where we bring all the
pellets which have been yarped by all
the birds that ever inhabited
Aegolius.

GYLFIE

This is gross.

SKENCH

Your job until you are fully fledged
is to sift through these pellets and
tear them apart with your teeth and
claws.

SOREN

At least they're dry.

GYLFIE

(whispers)
It's alright for you. I'm up to my
neck in this.

SKENCH

(loudly)
We are looking for flecks.

He holds one up: a tiny fragment of bluish crystal.

SKENCH (CONT'D)

When you find a fleck, bring it and
put it in the trough. Anyone
swallowing or stealing a fleck the
punishment is death. Work is our
Happiness. Work is our Strength!

26

PASSAGE OF TIME. ST AGGIE'S DAY/NIGHT

26

Day after day the sun follows the moon over the dark barren
ramparts of St Aggies.

Flecks collect in the collecting bowl. Dink ... Dink ...Dink

27

INT. PRISON COMPLEX. DAY

27

The mass of owls shuffle to the Pelletorium, the Glaucidium,
and back to their sleeping pits.

GRIMBLE looks down from a height, watching Soren and Gylfie
among the mob of prisoners

27 CONTINUED:

27

At Ground level, Soren Finds himself next to the Australian Burrowing owl. DIGGER, The joker.

SOREN

(whispers)

Hey! You're that guy!

But something has happened Digger. All the fight has gone out of him. Eyes blank, he carries on forwards with the rest of them.

28 INT. THE RAVINES

28

And now they are trudging back into the pelletorium, Shoulder to shoulder with a hundred other owlets.

Many of the owlets have lost their fluff and have started growing flight feathers, but their eyes are glazed from moonblinking and they no longer tilt their heads up to look for the sky.

Gylfie is weakening. Soren supports her.

SOREN

Stay on your feet Gylfie. Just until our flight feathers come in. You have to keep upright.

29 INT. PELLETORIUM - DAY

29

Soren takes a break, and stretches out his wings. A nearby owl pauses to stare.

SOREN

Just, having a stretch. Must be great to feel the air underneath them.

NEARBY OWL

(sympathetically)

Don't worry. The longing will pass. I always sleep better after the bats have come.

Soren is not sure he likes the sound of this.

30 EXT. EATING AREA - NIGHT

30

A hundred owls are silently eating insects under the watchful eye of their guards.

Soren and Gylfie eat next to each other. Soren looks up, sees something in the sky, and Gylfie turns her head to see what he's looking at and--

The night sky blackens from an ominous swarm of BATS coming toward St. Aggies.

Soren and Gylfie's eyes widen in horror. And then Gylfie notices--

GYLFIE

What are they doing?

Across the way, on a slightly lower ledge, a few hundred owls are lying down! Lying on their backs, wings spread out.

And then the bats SWARM all over them-- the SOUND of the hundreds of leathery wings flapping filling the air.

CLOSER

The bats land all around the prostrate owls... and then begin to crawl on top of them... they poke their bat faces into the feathers, finding the perfect spot, and then use their razor sharp teeth to make a cut, and begin.... drinking.

The owls seem to be in ecstasy...

GUARD

Meal time is complete. Return to Glaucidium four!

The serried ranks of owlets are herded down a ramp, from the eating ledges to their work stations.

Soren PULLS Gylfie into a side passage

GYLFIE

What are you doing.

He steers her down the passageway, not sure where they're headed, just anywhere to get away from this nightmare

SOREN

Getting out of here while we can.

GYLFIE

How.

SOREN

I dunno. Upwards.

GYLFIE

You mean fly? But my tail feathers haven't come in all the way yet.

SOREN

Gylfie you saw what happened, we're doomed if we wait for the bats to come. We have to just...

They are interrupted by voices round the corner ahead.

PRISON GUARD (O.S.)

Make Way! Make way for the most High Tyto!

In a panic, Soren and Gylfie cram into a blind side-alley, cowering in the shadows as

The High Tyto himself - Metal Beak - sweeps past with his retinue, and Skench the prison supervisor.

SKENCH

....I Know sire. But the workers are still new and we have barely enough cockroaches to feed them all.

METAL BEAK

I'm not interested in excuses, Skench. We need flecks for the military. I'm interested in results!

Their voices fade as they move off. Soren breathes again. He and Gylfie peeks out from their alley way. And come face to face with

....GRIMBLE!

The old guard looks at Metal beaks departing retinue, hesitates, opens his beak to raise the alarm , then....

GYLFIE

You're the owl who snatched me.

Grimble closes his beak again

GYLFIE (CONT'D)

But you didn't want to, did you?

No reply, Grimble continues to glare at them.

GYLFIE (CONT'D)

We need your help. We're not moon-blinked. And neither are you! So why are you working here?

31 CONTINUED: (2)

31

A beat, then Grimble makes a decision.

GRIMBLE

Follow me.

32 EXT. BACK ALLEYWAYS. DAY .

32

He leads down the alleyway, away from the prison canyons, and up some steps into

33 INT. THE OLD LIBRARY. DAY.

33

An abandoned library. The stone roof is broken, the rocky shelves and niches are stripped almost bare. Bat droppings cover the carved stonework. Grimble checks they're alone, then:

GRIMBLE

I came to St Aggies because they forced me to. The Pure Ones attacked my nest in Ambala. I fought them, and killed two of them. That impressed their leaders somewhat. They promised to spare my family if I would join them. I had three little ones...newly hatched. What could I do... so here I am, doing their bidding while trying to resist being moonblinked.

SOREN

How do you do that?

GRIMBLE

Repeat my name over and over, the names of my children, the name of my wife. It worked at first. Recently the memory is fading, I can't picture their faces

SOREN

That's why we need to get out. All of us. We need you to take us somewhere high, and show us how to fly out of here.

GRIMBLE

(shakes his head)
You'd never make it. Too high, too far. It's impossible.

Gylfie steps up to the old owl with fire in her eyes

GYLFIE

Grimble. Listen to yourself. The truth is you've been here so long you can't imagine anything else than this. Well we can. And we will get out of here. If only you'll help us.

Grimble blinks, taken aback. Finally:

GRIMBLE

....Meet me at the bottom of the old watchtower, in daylight, when they're all asleep.

GYLFIE

Thankyou.

She means it. She knows how big a risk he's taking.

FINNY

Pick up the pace number 402. Work is Joy! Work is Freedom!

Soren carries a fleck to the collecting bowl which is hauled up into the store rooms above and replaced with an empty receptacle.

Soren returns to the work-bench. A voice whispers.

DIGGER

Take me with you.

Soren glances sideways. It's Digger the weird looking Burrowing owl, who has regained something of his old spirit.

Soren ignores him and keeps sifting.

DIGGER (CONT'D)

I'm going yoiks in here Mate. I need to get out while I can still strink straight and speak properloperly.

SOREN

Sorry. I don't know what you're talking about.

Then he walks away.

Dawn breaks over canyons.

A scuttling of feet... then silence.

Then the sound of feet again echoing softly in the dismal ravines.

Soren appears in BCU.

Scared and breathless, he presses himself into the wall.

Across the courtyard he sees Grimble waiting in the doorway of the Old Watchtower, as arranged

Grimble signals to Soren and disappears inside.

Soren is about to make a dash for the entrance when he hears someone in the shadows nearby.

SOREN

Gylfie?

Digger runs over and joins him.

DIGGER

Sorry. I took that "no" for a "yes"

SOREN

We're you followed?

Digger is opening his beak to say "no", when...

A HUGE SHADOW with a curved beak appears on the opposite wall. They both freeze.

Then the shadow shrinks as Gylfie runs up and joins them.

SOREN (CONT'D)

Gylfie!

GYLFIE

What's he doing here?

DIGGER

The name's Digger.

GYLFIE

Can you fly?

DIGGER

Dunno. Never tried. Can you?

That's a question none of them can answer.

DIGGER (CONT'D)

....I'm a hell of a runner.

35 CONTINUED: (2)

Grimble appears again, beckoning urgently.

SOREN

Then let's go.

They hurry towards the Watchtower.

36 INT. ENTRANCE-WAY THE OLD WATCHTOWER. DAY

36

Inside, the Old Watchtower is like a lighthouse - with a rickety spiral ladder disappearing upwards into the gloom.

GRIMBLE

(of Digger)

Who's this?

SOREN

I think we can trust him.

Digger affects a serious trustworthy expression which only makes him look more insane.

GRIMBLE

There's 200 rungs to the top - some of them rotten. Better get going.

37 INT. THE SPIRAL STAIRCASE. DAY

37

They reach the half-way point. Already its a long way down

Below them through the slit-windows they can see the day-shift filing through canyons between the Galucidium and the pelletorium.

SOREN

Why are they obsessed with flecks?

GRIMBLE

They're developing some sort of weapon from them. Something called "magnetism", or who-knows-what. They don't allow me anywhere near it. We have to keep moving.

They head on up the endless spiral ladder again.

38 EXT. TOP OF THE WATCHTOWER .DAY.

38

They emerge at the top of the Watchtower. There's a wide stone ledge with no balustrade and a roof above

They edge to the brink and look down. Its truly terrifying.

(CONTINUED)

GRIMBLE

I should probably have explained
before: flying isn't something one
can teach - you just have to feel it.

Soren and Gylfie are clearly terrified

GRIMBLE (CONT'D)

The less you think the better...

DIGGER

Mate, you're talking my language.

GRIMBLE

...Keep your wings outstretched and
try to shape the air under them. If
you fold you'll go into a dive and
never get out of it.

SKENCH (O.S.)

Grimble?

Everyone turns. The chief guard Skench and the female Guard
Finny are together on the roof of the watch-tower.

SKENCH's eyes narrow in fury. He lets out a terrifying
SCREECH as She and Sporn descend on them.

GRIMBLE

Go! Now! Fly! Fly!!!

He flies up to tackle both Skench and Finny, shouting over
his shoulder as he fights.

GRIMBLE (CONT'D)

(to Soren and Gylfie)
For Glaux's sake-- Go!!

Soren, Gylfie and Digger can't delay any longer. They step
off the ledge.

SOREN

One two three!!

...and plummet earthwards!

SOREN falls through space, rigid with fear. Then a faint
voice above him!

GYLFIE

(shouts)
Spread your wings.

He forces his wings out and... the air lifts him. He's doing
it. He's flying! He looks up to Gylfie with a smile and

(CONTINUED)

DIGGER plummets past him in a squawking ball of feathers, rigid with fear, Wings half extended.

DIGGER
I'm spreading! I'm spreading!

SOREN
(shouts after him)
Shape the air under them!

DIGGER
Shape it into what?

The kidnapper Jatt is perched on a rock sharpening his battle-claws when

Digger falls past, screaming

Jatt looks up and sees the other escapees in flight.

JATT
Breakout!!

He takes to the air as...

Digger finally forces his wings out to their full extent and goes screaming over the pelletorium, causing owls to dive for cover. Scattering pellets and flecks

He flaps for all he's worth, fighting to regain height as

Finny dives to stop him and

Grimble Breaks off from fighting Skench and dives to help the fugitives.

Skench gets to his feet and launches himself after Grimble.

SOREN and GYLFIE look ahead. They're leaving the way they came in. Below them: the landing pad they arrived on

Ahead: The 50 foot defensive wall which guards St Agolitus, stretches across the canyon.

They start flapping madly to clear it.

DIGGER, following behind, isn't going to make it. He stretches out his legs, and runs up the wall, colliding with Skench, knocking him out of the sky.

GRIMBLE

Through here.

They swerve right through a narrow gap.

Gylfie passes through easily, digger by dropping and running, Soren reflexively drops one wing-tip and shoots through on the tilt.

And now they are in

EXT. THE GREAT SHAFT. DAY

....a Dead end

Nothing but a great square shaft leading vertically upwards!

GRIMBLE

Find the updraught. Then carry on up!

He falls back to fight off their pursuers.

The Owlets fly around the walls of the shaft. No updraught, they're trapped!

Then a gust of wind catches them, speeding their ascent

SOREN

(to Digger)

Don't look back!

Rising fast now, approaching the jagged top of the canyon.

Above it, a wild wind is rushing past, its whistle rising to a shriek as they approach.

Below them, Grimble is battling Skench Jatt and Jutt - fighting, falling back, fighting some more.

GYLFIE

(panting)

Which direction when we get to the top?

SOREN

(looks up, panting)

I don't think we ...get a choice.

Digger hits the wind-shear at the top and goes tumbling off with a squawk. Gylfie reaches the top and follows him.

Soren, looking back, sees Grimble and his opponents falling back, still battling, in a flurry of beaks and claws.

41 CONTINUED:

41

Soren hesitates. Guards from every quarter are joining the pursuit, flooding into the great shaft now.

Then the wild wind snatches Soren, bundling him head over heels and he is ...

42 EXT. ABOVE THE PINNACLES. DAY

42

...Riding the howling gusts through razor sharp pinnacles of limestone, flapping madly to avoid being smashed into the rocks, or dragged downwards by the vicious down-draughts.

Finally, he is clear.

43 EXT. BEYOND THE PINNACLES. DAY

43

Far ahead, two tiny specks which may be Digger and Gylfie

Soren digs deep into his last reserves of energy and flies towards them.

44 INT. THE CITADEL. THRONE ROOM. DAY

44

The throne room is shuttered from the daylight.

Bats hang from the ceiling their leather wings rustling, their red eyes ever-watchful.

Giant statues of owls line the walls. The throne itself is framed by huge stone wings.

Metal beak stands on it, his face in shadow, his cruel beaked helmet on the table to one side, the cutting edge of its bronze beak glinting in the dim light.

METAL BEAK

Approach, Lieutenant Kludd

Kludd walks across the stone floor. Like Soren, he now has his flight feathers, plus a leather belt across his chest, marking him as a junior officer.

METAL BEAK (CONT'D)

Three owls escaped from the canyons today. Your brother was the ring leader.

Kludd is terrified, but trying hard not to show it

KLUDD

He's brought shame on our family. Let me pursue him myself with a group of raiders I am sure I can....

NYRA

(cuts in)

That won't be necessary.

Her voice echoes off the walls. The bats stir as she emerges from the shadows to stand beside her husband.

NYRA (CONT'D)

But when we do catch the fugitive - as we surely will - what would you have us do with him?

Kludd hesitates. A wrong answer means death. A correct answer might just save his life.

KLUDD

Once a haggard always a haggard. He should be killed for the good of the species.

A pause. Metal beak and Nyra seem satisfied with the response.

METAL BEAK

Dismissed.

Kludd walks away, his talons scratching on the stone as he hurries towards the open portal

It is night time. The wind has died, St Aggies, mercifully is far behind.

Kludd, Gylfie and Twilight glide in towards a dry sandy river bed, flanked with ghost-gums, their pale smooth trunks shining white in the moonlight.

As they approach the trees at speed Soren speaks.

SOREN

Just a thought... Does anyone know how to land?

DIGGER

Do what I do. You just....

He grips a horizontal branch, overbalances, rotates twice and ends up hanging upside down.

(CONTINUED)

DIGGER (CONT'D)

Oh....ah.

Soren grabs a twig and stands upright, pleased to have made a decent landing ...then the twig breaks, plunging him into some gum leaves.

Gylfie, being smallest, manages the least inelegant landing of the three of them,

Then she looks down and her eyes widen

SOREN

What?

A hand-written sign. Two grim words scratched on the bark of the tree in red lettering. "BE WAIR!"

Soren scans the darkness this way and that, his heart thudding in his ears

Digger, unaware of their peril, is still struggling trying to get upright.

DIGGER

Er. Mate. Can someone um...

Then a voice shouts from nearby

TWILIGHT

Ho! Who goes there!

Digger lets go the branch in fright and drops head first into the leaves below.

TWILIGHT (CONT'D)

Friend or foe I said!!

The voice is imperious, grandiose and full of confidence

GYLFIE

Why, what are you?

The invisible speaker hesitates, thrown by the question

TWILIGHT

....I asked first.

SOREN

We're friends.

TWILIGHT

You don't sound very certain.

GYLFIE

(crossly)

Well who's side are you on?

TWILIGHT

I'm not on anyone's side.

Finally he emerges from the shadows.

He's a powerfully built young Great Grey owl, with a healthy sense of his own importance.

TWILIGHT (CONT'D)

The last two trespassers are dead now. I found them raiding nests. Maybe they couldn't read my sign.

SOREN

Maybe you spelled it wrong.

Twilight, insulted, flies close to Soren

TWILIGHT

Maybe Pure Ones aren't welcome here.

GYLFIE

He's not a Pure One. So keep your feathers on. It's not his fault he's a Tyto.

SOREN

We were captured by them. They still have my brother. We only just managed to escape.

TWILIGHT

Hoo! That changes everything. My enemy's enemy is my enemy. I mean. My friend's enemy is my friend. Is that what I mean ...? Whatever.

(Changing the subject)

Does everyone here eat tree-frog?

They're sitting in Twilights nest among the branches.

TWILIGHT

So, where are you headed?

SOREN

Back to the forest of Tyto, where I was snatched from.

TWILIGHT

I wouldn't go there. Well of course I would go anywhere. But I hear it's not like it was. Unless you're very big and very bold you would have to be very Wair.

SOREN

I have to go. My parents are still there. And my sister.

TWILIGHT

Is she pretty? In that case....

Sweeping his wing, which he flourishes like a great dark cape across his body.

TWILIGHT (CONT'D)

Common chivalry demands that I offer you my protection.

He gives Gylfie what he considers to be a rakish smile. She's not impressed

SOREN

She's only small. How old are you anyway?

TWILIGHT

Old enough... Almost an adult.... But I fight like...A Tornado!!.

He flies up and strikes a few fighting moves

TWILIGHT (CONT'D)

Baba doom babba dee zah zah zah!!

Digger is impressed. Gylfie whispers to Soren

GYLFIE

What do you reckon?

SOREN

Kind of screwy. But right now we need all the friends we can get.

It is winter and the forest which was once Soren's home has entirely changed in character. Once warm and welcoming its now silent and full of shadows.

Twilight, Soren, Digger and Gylfie, fly among the branches. Unseen creatures scuttle for cover at their approach

(CONTINUED)

47 CONTINUED:

47

SOREN
Over there! That's my tree!
(Racing ahead)
Dad! Mum! Eglantine?

48 INT. SOREN'S HOLLOW - NIGHT

48

He looks around, devastated. The place is trashed. There are cobwebs on the wall and dead leaves drifting on the floor.

SOREN
Hello?

49 EXT THE HOLLOW. NIGHT

49

Twilight stations himself theatrically outside the door. Gylfie alights behind him

TWILIGHT
(to Gylfie)
Go ahead, little lady. No-one gets in
or out...except us of course.

Gylfie rolls her eyes. Digger follows her inside.

50 INT THE HOLLOW. NIGHT

50

Soren brushes away cobwebs with his wing. The painting of the Ga'Hoole tree is still dimly visible.

SOREN
There's nothing here.

DIGGER
(brightly)
There's a spot of lunch!

He dives in among the dried leaves on the floor. Twilight sticks his head in through the door

TWILIGHT
Look out - a snake!

Soren turns. Digger is holding Mrs Plithiver in his beak!

SOREN
Put her down! She's our nest maid.

Twilight struggles to get through the door but he's too big.

TWILIGHT
Soon as I get in! I'll protect you!

(CONTINUED)

MRS PLITHIVER

Soren is that you dear?

She yawns exposing her short, harmless fangs and Digger drops her with a yell of terror.

DIGGER

YaaaH! A talking snake!

SOREN

Mrs Pithiver? Are you all right?

MRS PITHIVER

Just a bit slow-witted. I was hibernating.

SOREN

Where are Mum and Da?! And Eglantine?! Kludd and I were kidnapped. We--

MRS. PLITHIVER

Don't mention that owl's name to me! Soren-- he shoved you off the branch on purpose! I half suspect he told those brutes where to find us. As soon as your parents came back they were on us.

Twilight still has his head in the doorway

TWILIGHT

Those Villains! I'll pull out their bones! I'll break every feather in their bodies!

GYLFIE

Hush, Twilight.

She knows Soren is in pain. He stands there, deaf to all distractions, intent on Mrs Plithivers awful tale

MRS. PLITHIVER

(to Soren)

You mother and father fought to the death, but there were just too many of them...

(tearfully)

I'm sorry, Soren, there was nothing I could do.

SOREN

And Eglantine?

MRS. PLITHIVER

Taken prisoner. Forgive me.

Soren stares at Mrs. Plithiver, willing her to change her story somehow. But she doesn't.

Soren goes outside to be alone.

EXT. THE BRANCH

Soren sits alone, gazing out into the dead and silent forest that was once his home.

Behind him The others emerge from the hollow, Twilight stretches out a comforting wing.

TWILIGHT

I know how you feel. I lost my parents myself. Well they abandoned me to be perfectly accurate ... It sometimes helps to yell.

Soren shakes his head. He doesn't feel like yelling. When he finally speaks his voice is full of calm determination

SOREN

Those owls are going to pay for this. We're going back to St Aggies. I'm going to find Kludd and Eglantine.

GYLFIE

We'd never do it alone.

SOREN

We're not going alone. We're going to get help. We're going to find the Guardians of Ga'Hoole.

A wind stirs their feathers, sending a frisson of excitement through the little band of owls.

TWILIGHT

Ga'Hoole! You believe those stories?

SOREN

What else is left to believe in?

GYLFIE

(softly)
I believe those stories.

TWILIGHT

I believe those stories too. In fact think I'd get along great with those guys.

He claps Soren heartily on the back.

TWILIGHT (CONT'D)

It's a good plan - we join up with the Guardians, get some battle claws. Then kick some serious butt. ... You know how to get there?

Clearly no-one has a clue

GYLFIE

The way I was told it the island was invisible. "...wrapped in fog and shrouded in impenetrable mist."

TWILIGHT

That's not invisible, that's just bad weather!

SOREN

Its an island, in the centre of the sea of Hoolemere. Thats all.

DIGGER

No problem then. Follow the river to the beach, follow the beach to the sea, then follow the sea to the island...

Sounds simple, at least to Twilight.

TWILIGHT

I'm in.

Twilight puts his claw on the branch. Soren puts his claw on Twilight's. Gylfie puts her claw on Soren's.

Digger lifts one leg to put his claw on Gylfie's, but its a stretch and the branch is kind of crowded. He overbalances and falls backwards off the branch.

DIGGER (O.S.)

I'll get the hang of this eventually.

The owls fly above a wide river which cuts through the forest. Mrs. Plithiver, on Soren's back, is thrilled to be in the air.

(CONTINUED)

52 CONTINUED:

52

MRS. PLITHIVER

Oh, Soren! The yonder! I'm in the
yonder! Isn't it just glorious!

Soren lets the smallest of smiles grow on his face, happy to
have Mrs. P. back in his life.

WIDER, as they all fly toward a full moon, the River Hoole
shimmering below them.

53 EXT. THE AIR - NIGHT

53

Now they're over rolling grassland, the moon just a half-
crescent.

54 EXT. ABOVE THE DESERT OF KUNEER. DAY

54

Now they fly over a desert, the river, like the Murray-
Darling, mostly dry, fringed by a thin band of green.

55 EXT. THE AIR ABOVE THE RIVER HOOLE - DAWN

55

Up ahead: strange tooth-like candy-striped rock formations
like the Bungle-Bungles in Australia's Northern territory.

DIGGER

I know this area. We're entering the
Beaks!

SOREN

The Beaks?

DIGGER

More scrub and desert. But
finally... we come to the Sea!

SOREN

There's smoke down there.

GYLFIE

Can't be, there's not enough trees.

SOREN

Maybe a grass fire

DIGGER

Perfect! Lets see whats cooking!

He peels off into curving dive and the others follow,
scanning the ground downwind for feeling rodents

56 EXT. SCRUBLAND - DAY

56

They they touch down near a pile of boulders, from which smoke issues. Digger can't figure it out.

GYLFIE (SHOUTS O.S.)

Down here. There's a cave underneath!

They all hop down to the gully front of the cave.

There's a sinister feel about the place - a scattering of coals and charred wood lie all around.

GYLFIE (CONT'D)

Great Glaux what happened here.

TWILIGHT sees something GLINT in the ash at his feet -- part of a metal helmet

TWILIGHT

It's a rogue Smithie

SOREN

A what?

TWILIGHT

They make armor here.

SOEN

For whom.

TWILIGHT

Anyone who pays them.

They join Gylfie by the cave entrance.

GYLFIE

I think I heard a voice.

DIGGER

Think we should go in?

GYLFIE

You're the burrowing owl

DIGGER

(shouts)

Is there anyone there?

No response, except the echo. Soren ventures inside. The others follow.

57 **IN THE CAVE.**

57

A fire burns brightly in an open hearth. Smoke spirals upwards through gaps in the roof.

Chains and metal plates hang from the high ceiling. On the walls there are designs for armor scrawled in charcoal.

Soren edges round the perimeter with his eye on the fire, nervous of it, as are all the owls.

SOREN

Anyone here?

A voice croaks from the dark recesses of the cave.

BARRED OWL

...Help me.

It's an old Barred owl, badly injured, slumped against the wall, unable to move

SOREN

We need to get you out of here.

BARRED OWL

Too late Just water.

Gylfie passes him a tin mug and helps him drink

GYLFIE

Who did this?

BARRED OWL

The Pure ones.

TWILIGHT

Those dead-meats! I'll kick them in the coverts. I'll peck off their primaries!!

SOREN

(To the Barred Owl)

What did they want?

BARRED OWL

... We were making a new type of armor for them ...protection against flecks.

GYLFIE

But ...Why would you need protection.

The Barred owl speaks softly and with great difficulty, forcing out each dying word.

(CONTINUED)

BARRED OWL

....Magnetism.....

SOREN

Thats what Grimble said.

BARRED OWL

The only thing stronger ...is fire
itself.

As he speaks the fire flares in the forge and the three owls
back away from it.

SOREN

We're trying to find the guardians.
The Guardians of Ga'Hoole. Do you
know how to reach them?

BARRED OWL

Not seen em for years.... Fly across
the sea of Ga'Hoole... When there is
no going back... you are only half
way there

Then the reflections of fire-light in his eye begin to cloud
and he slumps back. Dead.

DIGGER

Poor fellow, let's take him out of
here and dig him a...

He turns to the entrance of the cave and freezes. A low
GRRRRROWL. The entrance to the cave is blocked by a--

DIGGER (CONT'D)

....Dingo!!

It LEAPS forwards as the owls instantly take to the air.

But the cave isn't more than six or seven feet high, so they
can't get away.

The dingo JUMPS up-- claws SWIPING the air--

The three owls dart this way and that, it's only a matter of
time before he gets one of them--

Without thinking, Soren dips down and GRABS a burning coal
with his beak, and DROPS it on the dingo's head.

The coal explodes. The Dingo howls and DARTS from the cave.

Twilight grabs a metal spike and flies after it--

58 **EXT. MOUTH OF THE CAVE - CONTINUOUS** 58

The Dingo is already high-tailing it over the rise.

Twilight shouts after it.

TWILIGHT
...and don't come back, or you'll
have Twilight to deal with!

The others emerge behind him and he turns, slightly embarrassed about taking all the credit for their victory

TWILIGHT (CONT'D)
....and my friends also of course.

59 **EXT. THE CAVE. EVENING.** 59

The owls drag some dry wood together and lay the dead owls on top of it.

Digger brings a flaming twig from inside the cave and lights the funeral pyre. The flames leap high.

SOREN
"Magnetism"

DIGGER
"The only thing stronger than fire
itself."

TWILIGHT
And fire is pretty strong. Even if
you're wearing armor.

SOREN
Let's go.

He heads off and the others follow. Somehow, by unspoken common consent, he has become the leader

60 **EXT. THE BARRENS. NIGHT/ DAY** 60

All night and then all day the owls keep flying.

The sun is ahead them. Then above them. Then above and behind.

The horizon is cloaked in mist. The scrubby red terrain seems endless. Gylfie is visibly tiring.

GYLFIE
I'm going to have to stop soon.

(CONTINUED)

60 CONTINUED:

60

Soren narrows his reddened eyes and squints into the distance. The horizon shimmers.

Then, borne on the wind, the faint sound of the surf

SOREN

The sea! I can hear the sea!

61 **LATER**

61

The sea is plainly visible, fringed by a forest of Norfolk Island pines, from which Black dots seem to be rising.

GYLFIE

I'm seeing dots now.

DIGGER

Those are crows mate.

Soren turns intuitively and looks up into the sun

SOREN

Look out behind!

TWILIGHT

We're being mobbed!!!

Suddenly the large black birds are around them: Australian Ravens, wearing tribal ornaments of shell and leather, their beaks and faces streaked with white war-paint.

SOREN

Above you!

TWILIGHT

Break right.

DIGGER

...Which is the claw you write with?

He takes a guess and breaks left. The others break right.

A crow comes screaming out of the sun, and plunges between them like a dark missile.

TWILIGHT

Don't give em a target. Scatter and loop!

The owls SCATTER and begin to do loops, flying under the attacking crows.

GYLFIE zips through the air, managing to be everywhere at once, in between the FLAPPING of black wings.

(CONTINUED)

TWILIGHT loops, and then is under a crow. He JABS at the crow's underside, and the crow has to close it's wings in defense, causing it to DROP far below the owls.

TWILIGHT (CONT'D)

Get 'em under their wings!

SOREN follows this advice, as does Gylfie. Several more crows drop. Others keep coming

TWILIGHT (CONT'D)

On your tail!

A crow is right behind Soren. He tries to manoeuver away, but the crow sticks with him.

Mrs P raises herself to her full height of six inches and yells at the crow coming up behind them.

MRS PITHIVER

Leave us alone you scabby buccaneers,
we've got as much right to the sky as
you have. Now clear off.

The crow, shocked at this torrent of abuse, stops in mid-flight, tucks in his wings and plummets towards the waves.

DIGGER

He Yeeped!

TWILIGHT

Out to sea. They're land birds. They
hate open water.

DIGGER

I'm a land bird myself mate. I know
exactly how they feel!

They head out over the wide beach, the crashing surf, then out to sea, the crows gradually falling away behind them.

A last crow comes after Digger and he fells it in mid-air with a kung-fu style kick.

DIGGER (CONT'D)

Can we go back now?

Soren looks back. The crows are swirling behind them, calling angrily for them to come back and fight

SOREN

I don't think so. We just have to
hope we find a rock or something.

62 **LATER**

62

Behind them, the coastline is dark line. The mob of crows are dots, then nothing. Ahead the sun is setting below a bank of and storm clouds.

TWILIGHT (V.O.)

This is not good.

Carried over from...

63 **EXT. FLOATING TREE. NIGHT.**

63

A dead tree, adrift on the wind-blown sea.

The branches tip wildly as the tree rolls in the swell.

The birds, shivering in the spray, keep hopping from branch to branch, depending which part of the tree is uppermost.

TWILIGHT

Temperature's still dropping. I can smell rain in the air. Maybe some of us should go back.

He's looking at Gylfie

GYLFIE

We can't. We've already come too far. That's what the rogue smith meant - "when you cannot turn back you are only half way there.

Reaction from the others as this chilling thought sinks in.

GYLFIE (CONT'D)

I know I'm not the strongest flyer but we've got our best chance as a group. That's how we got out of St Aggie's, that's how we fought the dingo and the crows. That's how we're going to find Ga'Hoole... Together.

Twilight disagrees. He looks to Soren.

SOREN

Gylfies right. Lets keep going.

DIGGER

Which way?

The tree is constantly turning. Soren fixes on a constellation of star, like the Pleiades, low on the North West Horizon.

(CONTINUED)

SOREN

West ...towards the Golden Talons.

Twilight and Digger are about to take to the air, when Gylfie stops them.

GYLFIE

You have to head for where it first rose over the horizon, otherwise you'll go off course as the stars travel across the sky. And you have to allow for the wind drift or we'll end too far South. I reckon this way.

They guys all look at her with new respect, then head off in the direction she indicates

64 EXT. ABOVE THE SEA OF GA'HOOLE. NIGHT

64

They continue through the night. Black sky above and black sea below, marbled with white spume.

TWILIGHT

Where did you learn to navigate

GYLFIE

My sisters taught me.

TWILIGHT

Where are they now?

GYLFIE

Lost them in a brush fire. When I finally got through it the owls from St Aggies were waiting to pounce. I don't think any of my family made it.

SOREN

(to Twilight)

You were right about the weather.

A few raindrops hit them, then a few more. And suddenly they are flying in a rainstorm.

65 EXT. SKY. RAINSTORM, NIGHT

65

Gylfie is struggling. Soren drops back alongside Twilight.

SOREN

Gylfie, fly in my wake. Twilight can you take Mrs P!

Twilight edges in below him.

(CONTINUED)

TWILIGHT
(shouts to Mrs P)
OK jump when you're ready.

No response from Mrs P.

SOREN
Mrs P, are you awake?

MRS PITHIVER
Just.... A little bit c-c-cold now.

SOREN
You're going to have to jump. Then
snuggle down into Twilights feathers.

She edges across his shoulder blades.

SOREN (CONT'D)
Go.

She makes a weak little leap.

MRS PITHIVER
(falling)
Aaah!

Twilight drops lower and catches her.

TWILIGHT
I've got her. I've got her!

LATER

The four young owls keep struggling on.

The wind keeps rising, visibility dropping as the rain turns to sleet. They have to shout at the top of their voices to be heard above the gale.

SOREN
We're never going to see an island in
this. We need to go lower

DIGGER
What's the use of that? If it's
raining up here it will be raining
harder down there, won't it!

Soren peers into the stinging hail, blinded by it, tilting his face this way and that, as his father once taught him to do, straining his senses against the impenetrable darkness.

As he does so, something strange happens - the noise of the wind fades and a path seems to open through the storm.

(CONTINUED)

65 CONTINUED: (2)

He shouts to the others, with sudden conviction

SOREN
It's this way!

GYLFIGE
How can you tell?

SOREN
I just know.

They change course and fly on, following Soren's lead

66 **LATER STILL**

66

The rain and sleet continue. The clear path has vanished again. Soren powers ahead blindly in the desperate hope that he's right, conviction failing

Gylfige is tiring. Her wings are icing. She shakes off the wet snow, which immediately gathers again

She shakes again, falling back, veering off to the right.

SOREN
Gylfige. Stay close!

Sleet and snow fall heavier than ever, visibility closing down to only a few meters.

SOREN is breathing hard, blinking ice and water from his eyes. His POV: TWILIGHT is a dim grey shape, pulling ahead.

SOREN (CONT'D)
Twilight! Slower! We need to stay together!

SOREN looks round for Gylfige. She's no longer there!

SOREN (CONT'D)
Gylfige? Where did she go?!

Digger, flying to his right, has no idea

SOREN (CONT'D)
(yells)
Twilight!

Twilight can't hear him. Soren yells to Digger.

SOREN (CONT'D)
She must have fallen. I'm going down!

Digger can't hear him.

(CONTINUED)

SOREN (CONT'D)

(yells)
Wait here! Circle.

He drops down through the storm. Now Digger is gone, Twilight is gone. Gylfie is nowhere to be seen.

SOREN (CONT'D)

Gylfie!?

He keeps descending, with no idea of how close the sea is.

Then there's a rushing sound and something plummets past him - a great white owl, wings tucked in, diving head first, falling like a stone.

The sleet clears momentarily to show:

Gylfie fifty feet below, almost in the water, struggling to maintain altitude.

The great white owl, swoops and grabs her, just before the grasping waves manage to snatch her out of the sky.

Sorens POV: as the white owl ascends towards him, powerful muscles rippling under its creamy feathers.

It flies for a while beneath him and he feels the powerful lift. He gains a bit of altitude then the owl flies up past him, with Gylfie safely in his grasp

BORON

Don't lose altitude. Keep going

SOREN

There are two others....

BORON

We've got them. Follow the lights.

Then he's gone, climbing faster than Soren can follow. SOREN looks around. No lights!

Then something appears on his port quarter, a dark jagged shape shrouded in mist... And yes! a light dimly winking, in a halo of snow.

Soren flies towards it.

The light grows brighter - taking shape as a flaming beacon on a jagged outcrop of rock,

67 THE SIGNAL BEACON. NIGHT 67

He can see it clearly now: sparks flying, dark silhouettes of collier-owls dropping drift-wood to keep it ablaze.

68 EXT. THE ISLAND OF GAHOOLE. NIGHT. 68

And now, as he rounds the promontory, he sees, emerging from the snowstorm like a like a city floating in the night sky, a whole constellation of lamps and candles, flickering among the dark branches of the greatest tree ever seen.

It can only be. It must be....

69 EXT. THE GREAT GA'HOOLE TREE. NIGHT 69

The Great Ga'Hoole!

SOREN, Wings pumping, heart pounding, cold air railroading in his chest, flies towards it

His POV: The Gates of Ga'Hoole loom above him

Just inside, a fan of branches appears below him like the palm of a welcoming hand.

Soren alights in the circle of lamps, past exhaustion, dazed by the strangeness of it all.

FLIGHT DECK OWL

Move in. Move in!!

SOREN touches down. His legs crumple under him.

FLIGHT DECK OWL (OS!) (CONT'D)

Medic!!

A Doctor owl rushes to assist. Then everything goes black.

70 INT. ST AGGIES. NIGHT. 70

Sound of low drumming, and chanting in the darkness. Birds landing en mass, beating of wings. Claws on black stone.

We're back in St Aggies.

The Pure Ones are descending from the citadel, then flying in ranks through the dark canyons below

The warrior-owls, Kludd among them, are flanked by bats.

70 CONTINUED:

70

They fly over the slave owls in their sleeping-pits, then on through an opening like Tunnel Creek in the base of the great vertical face of the curtain-wall and into....

71 INT. UNDERGROUND CAVERNS. NIGHT

71

A system of underground caverns, like the Jenollan Caves in New South Wales

WIDER: The cave system extends for kilometers under the citadel and the labour camp, the roof supported by natural stone pillars.

The new recruits troop past strange formations of rock, Great stalagmites like monstrous abstract sculptures - the work of nature of ancient primeval beings.

....arriving finally at a great underground lake.

72 INT CAVERN. BY THE LAKE. NIGHT

72

On a promontory, jutting out into the lake. Metal beak stands with Nyra and their his body-guards, illuminated from below by a strange blueish light.

Flames flicker on the surface of the water.

METAL BEAK

Come. I want you all to see this.

Kludd and the others move to the edge of the rock.

There's a great press of recruits behind Kludd, pushing towards the water, and no balustrade. He looks down into the shallow lake and sees:

Leather bags of flecks, dozens of them, glowing brilliant blue under the surface of the underground lake.

Kludd stares at them. They seem to draw him in, and he jerks away, feeling faint.

METAL BEAK (CONT'D)

Flecks. The Wealth of our new nation. They're safe enough here underwater, waiting to be transported to the castle. But this will give you some idea of their power.

He gives a signal and Jatt, Soren's one-time kidnapper, finds himself being grabbed by bats who frog-march him to the edge of the lake.

(CONTINUED)

JATT

What?!... No. No. NO!....AaaghH!

As the bats throw Jatt in the burning lake. Nyra and Metal Beak watch impassively as

Lightning crackles over the surface of the water and Jatt goes suddenly limp, eyes staring upwards, as he sinks under the water, a scream frozen on his beak

Kludd looks away to find Metal beak right beside him.

METAL BEAK

He failed to recapture your brother and his friends. No that we need worry about them. Or anyone. No owl can threaten us now!!

Then he turns away and flies off back through the cavern, passing over the heads of his vast new army and...

Soren wakes suddenly, as though from a nightmare.

He finds himself in a pleasant hollow full of dappled light.

A mobile contraption of coloured glass shards hangs over him, clinking musically in the breeze

A female DOCTOR OWL appears upside down in his field of vision, leaning over him with a smile.

DOCTOR OWL

Oh. You're awake. Sounds like you had a few adventures. King Boron was pretty impressed.

SOREN

King Boron?

DOCTOR OWL

The Snowy Owl who rescued you. He's been here most of the night.

SOREN

What? And I slept all through it?!

DOCTOR OWL

Oh you'll see him. He's always around

She holds up an eyesight chart.

DOCTOR OWL (CONT'D)

Read the bottom line.

SOREN

Nut. Berry. Twig. Oakleaf.
Caterpillar.

DOCTOR OWL

(nods)

You'll do. Your friends are outside
already.

Soren walks and flies down wide corridors, hollowed from the
bole of the gigantic tree.

Owls hurry past, going about their business. Everyone knows
where they're going except Soren who is immediately lost in
the warren of passageways.

He stops a busy young Spotted Owl

SOREN

Excuse me. I'm looking for the....

OUTLISSA

First right, left, straight up, then
left again and left.

She heads off. He didn't get any of that.

PYGMY OWL

Gangway!

He ducks as a PYGMY OWL shoots past him carrying a message
in its beak.

Soren goes right then left. Dead end. He tries a door and
finds himself in an enormous kitchen where fires blaze, pots
steam, mouse kebabs roast on a brazier.

COOK

Shut that door! I'm not trying to
heat the whole neighborhood! Are you
the guy delivering the snails?

Soren backs out, continues up another corridor, finally sees
daylight and heads towards it.

He emerges, finally, into open air, half way up the tree

(CONTINUED)

SOREN

Wow!

His POV: The island of GaHoole stretches before him.

REVERSE ON SOREN and PULL BACK WIDE TO REVEAL...

EXT. THE GREAT GA'HOOLE TREE. DAY

On a volcanic crag, above a lagoon, grows the great Ga'Hoole tree. Soren is a mere speck on it.

The tree itself is truly immense. The original trunk has died, and now provides the supporting structure for galleries of lesser tress.

Spring leaves unfurl from the outer twigs.

Rainwater collects in its old trunk's upper hollows and runs down in a series of channels and waterfalls, irrigating what is, in effect a sort of suspended forest.

Great boughs extend in every direction supported here and there by aerial roots which have taken root in pockets of volcanic soil, which are now arranged as ornamental gardens.

Flags flutter. Bells chime. It's magical. It's Camelot

GYLFIE

Soren!

Gylfie and the others fly up to him, twittering with excitement.

DIGGER

We already met the king

TWILIGHT

I'm just the kind of owl he wants here!

GYLFIE

He was incredibly interested in Flecks and magnetism.

DIGGER

They're sending a scouting party to St Aggies.

The efficient young owl, called Outlissa, flies up to them and interrupts:

OUTLISSA

There you are. I'm Outlissa I've come to take you to your hollow.

SOREN

I have to speak to King Boron. If he's sending out scouts then one of us should go with them....

TWILIGHT

Me, for example.

OUTLISSA

Hm. We'll see. You might not even be selected for a Tracking Chaw.

She leads off. The others follow.

DIGGER

What's a Tracking Chaw?

OUTLISSA

A Chaw is a group of owls who do the same job - Weather, Colliery, Metalwork, Search and Rescue. Once they get to know what you're good at they'll attach you to one of them...

SOREN

There's no time for that....

OUTLISSA

I'm hoping for Navigation. The chief navigatrix, Strix Struma is a relative of mine. You may have read her books - oh sorry, no, you don't have books in the wild do you, or probably even candles.

SOREN

The thing is this: The Pure Ones are developing a weapon made from flecks, to wage war against all the kingdoms of the owls and.....

OTULISSA

Yes Yes Yes. I'm sure Ezylyrb is across all that. He's Head of Military Intelligence. Also teaches Weather Interpretation and everyone's simply terrified of him.

She arrives finally at their nesting hollow, which has four smaller nesting hollows adjoining the main living space

(CONTINUED)

OUTLISSA

Don't be afraid of the candle flames
they cant harm you if you don't touch
them. Dinners at First Light. Anyway
I'm be off to the library. So much to
read up on. Bye-ee!

She's gone, leaving Soren and his friends speechless.

GYLFIE

Can you believe that bird! I'd like
to see her escape St Aggies and fly
five hundred miles over open water.

SOREN

(unhappily)
Well at least we're here. I guess we
just have to fit in for a bit.

Gylfie plumps her nesting area, still cross about Outlissa

GYLFIE

Hmmph! I'll Show Miss "have-you-ever-
seen-a-candle" how to fit in.

DIGGER

I thought she was cute

Gylfie glares at him. He backs into the candle which singes
his feathers. Fsssht!

DIGGER (CONT'D)

Ow! What the blazes is that?

TWILIGHT

I'm going for a look around. Find
myself a pair of battle claws to
practise with.

GYLFIE

Huh! They'll probably want you to sit
a test first.

TWILIGHT

Ha! I will cut their test to ribbons!
Babba dee babba doo Kazoom!

He leaves the nesting hollow with a flourish.

SOREN

I better go with him - see he
doesn't get into trouble.

He follows after him.

77 INT. ANTECHAMBER. DAY

77

TWILIGHT

Aha!

They have arrived at a lofty intersection near the heart of the tree.

In a large alcove, illuminated from above, there's a pair of magnificent engraved battle claws, curved and perfectly tapered. We've seen these before.

STRIX STRUMA (O.S.)

Please don't touch these.

It's the Navigatrix, Outlissa's distinguished relation.

STRIX STRUMA (CONT'D)

Sorry, I know you're new here.
They're rather precious. They once
belonged to Lyse of Kiel.

And now we remember.

TWILIGHT

So this is what he wore to kill the
tyrant Surtr at the battle of the ice
claws.

STRIX STRUMA

You only wish. It seems that Surtr
didn't die. He survived the battle,
regained his strength and has
returned to finish the job of
conquest.

(Soren feels his
hackles rise)

Surtr is Metal Beak, risen anew, with
twice as many followers. Glaux only
knows if we can stop him. Excuse me.

She turns and continues into the adjoining Map Room.

78 THE MAP ROOM. ENTRANCE-HALL. DAY

78

Soren looks inside and sees Senior Guardians standing around a great circular table talking in Low voices.

Some of the Guardians carry Helmets and battle claws. They look noble, serious and professional.

King Boron himself is there also, looking grave.

(CONTINUED)

Soren catches the kings eye and moves to talk to him. A guard blocks his way

GUARD

Sorry lads.

TWILIGHT

What's happening in there?

GUARD

Top Secret. The Kings' sending a squad to reconnoitre St Aggie's.

(Beat)

I shouldn't have told you that.

He closes the door quickly.

That same night: Boron, Strix Struma, and the Ezylyrb stand under the stars, as the squadron of Guardians set off on their mission.

BORON

Glaux Speed.

EZYLRyb

Home Safe. Our prayers are with you.

The Guardians make their final equipment checks and head off. Strong noble-looking owls of every species, The mood is deadly serious. They know there is great danger out there.

From outside their hollow, much lower down in the tree, Soren and Twilight watch the Guardians heading off in formation, their flight path exactly following the glittering reflections of the moon.

To the young owls - Soren especially, it seems like a glorious adventure from which they are being excluded

SOREN

We're the ones who know about St Aggies. We should be going with them.

TWILIGHT

Don't worry my friend. Our time will come. And when the call to battle sounds, we shall be ready for it!

A gong rings from the interior of the tree.

TWILIGHT (CONT'D)

...Maybe that's it now!

GYLFIE

No. That was the dinner gong.

Excited buzz of conversation. The refectory, glowing with candle-light and hung with bronze armor, is abuzz with rumors of the Guardians mission.

Soren, to his frustration, can only pick up fragments - there are too many competing voices.

OWLS

Massive operation ... kidnapping
apparently ...labour campsecret
Weapon....

Owls stand at long refectory tables while serving snakes ferry the food up and down.

The resident musician Madame Plonk is playing the harp and singing in a wavering contralto. Twilight is intrigued.

GYLFIE

She's too old for you Twilight

TWILIGHT

Yes, but I've always been attracted
to older owls.

Digger has fallen into conversation with a two young owls, new trainees like Soren and his friends.

YOUNG OWL # 1

A lot of Burrowing Owls get tapped
for Colliering, cos we're happy
underground.

YOUNG OWL#2

Just stay clear of Weather
Interpretation. Imagine having
Ezylryb as your chaw leader!

Soren glances up to the top table where the old Skreech Owl, EZYLRyb, with a scarred face, a wall eye and one crippled claw, stands, head-bowed in conversation with the king.

Ezylryb seems to sense he's being looked at and turns his one good eye on Soren. Soren quickly looks away

YOUNG OWL #3

(over this)

The worst is Ga'Hoolology. You basically just spend your whole time gardening.

TWILIGHT

I refuse to accept anything except Search and Rescue. And from there I will quickly transfer to a fighting squadron. I know my destiny!

Mrs Plithiver slides past collecting left-overs

MRS PITHIVER

Well eat your mouse up, before it gets cold.

(To Digger)

Cricket for you my love?

DIGGER

I love cricket! Which Chaw do you want, Soren?

SOREN

Me?I don't know yet.

He feels like they flew all the way here to be part of something and now they've been sidelined or ignored. Even Mrs P is too busy to stop and chat.

GYLFIE

What's your gizzard tell you?

SOREN

My gizzard hasn't been working very well since I got here.

A collier owl approaches, his face black with soot.

COLLIER OWL

They need some help with the fire down in the basement. Two Volunteers.

Soren tries to make himself look small

COLLIER OWL (CONT'D)

(to Digger and Soren)

You and You.

Digger wolfs down the rest of his food and moves away from the table. Soren does the same, with less enthusiasm

81 CONTINUED: (2)

81

COLLIER OWL (CONT'D)

Keep going down as far as you can go.
Ask for Bubo.

From the top Table, Ezylyrb watches them leave.

82 EXT. ROOTS OF THE GAHOOLE TREE. DAWN

82

Soren and Digger emerge among massive roots into a wild and windy night. Smoke and sparks issue from a nearby crevice.

The two young owls take a breath and head into the cleft.

83 INT. TUNNEL. DAWN

83

They grope along the passageway into...

84 INT. BUBO'S FORGE. DAWN

84

A Smithy's cave, not unlike the on the Barrens, with tree roots hanging from the vault and a fireplace in the centre.

Someone has dumped a great hopper of charcoal on the forge, filling the room with plumes of smoke, from which the blacksmith, Bubo now emerges - a fearsome spectacle, wreathed in smoke and covered in soot, wearing a leather helmet and goggles.

BUBO

'Bout time! Get on the bellows you two! We've got a dead fire here.

Soren and Digger jump onto a see-saw arrangement which compresses the great leather bellows.

As they build up speed the fire glows hot.

BUBO (CONT'D)

That's more like it!

Bubos assistants place a metal bar on the anvil and Bubo starts whacking it with a hammer, filling the room with sparks and deafening noise.

As they work a hot coal jumps out of the forge and lodges in the hanging roots above Soren's head

Soren panics and flies out from under it.

BUBO (CONT'D)

Come on don't just look at it.
Someone grab that coal!

(CONTINUED)

84 CONTINUED:

84

Soren stares at the burning coal. The root ball which it lodged in bursts into flame.

BUBO (CONT'D)

Come on! Before it burns the whole place down.

Digger grabs a shovel, whacks the burning coal to the floor, then scoops it up and drops it back in the forge.

85 INT. CORRIDORS. DAY.

85

They are returning from work, sooty and exhausted. Soren hangs his head, ashamed of his failure of nerve.

DIGGER

Well look at the bright side mate. That's one chaw you definitely wont get accepted for.

SOREN

Thats what I'm worried about. They'll probably make me a kitchen help carrying snails and cockroaches.

Digger pats him with a wing.

DIGGER

Rise above it, mate. Still plenty of chances to impress them.

86 EXT. THE SEA OF HOOLEMERE, SUNSET.

86

A storm roars across the sea of Hoolemere and tears into the island of Ga'Hoole, roaring and howling like a wild animal.

87 EXT. GA'HOOLE TREE. REFECTORY. EVENING.

87

The very tree is shaking and swaying, like a great ship in a storm, buffeted and jarred by sudden squalls.

88 EXT. HIGH BRANCH. EVENING

88

In the last crimson glimmer of daylight, Ezylyrb the old Skreech owl sits on a high branch, swaying with the movement of the tree. Strix Struma alights beside him.

STRIX STRUMA

Still no sign of them?

EZYLRyb

Can't make them return just by looking. I'll take those young uns out flying for a spell.

STRIX STRUMA

In this?

EZYLRyb

They arrived in worse.

Ezylryb, blasted by wind and rain, stands outside the nesting hollow occupied by Soren and his friends.

EZYLRyb

Come on! We haven't got all night!

Twilight leads the way, head down against the gale. The others follow him along the slippery bough, flapping wildly to keep their balance.

EZYLRyb (CONT'D)

...And close the door behind you.

Soren goes back for the door, raises a claw to shut it and is blown clean off the branch. Ezylryb turns to the others

EZYLRyb (CONT'D)

The gutter's half a mile north, running West to East.

GYLFIE

What's the gutter?

EZYLRyb

The Gutter's the main trough which the wind runs its punch through. Either side of the gutter you've got the scuppers and beyond that you've got the swillages.

Soren, struggles upwind then drops back onto the branch. He's missed everything Ezylryb told them.

SOREN

What did he say?

DIGGER

Something trough the guppler then punch the scuttler and beyond that you've got the squiggly-edges

89 CONTINUED:

89

He's aware he's probably not 100% accurate.

DIGGER (CONT'D)

....the rest we'll pick up as we go.

Ezylryb launches himself into the storm. The others follow, dwarfed by the storm, like ocean swimmers.

Soren comes last, flapping to keep up, the line of them arcing off in a great sweep to be swallowed by the night.

90 EXT. THE NIGHT SKY.

90

The waves beneath them are blown flat by the gale - veins of white etched on the dark water.

Ezylryb stops flying across the wind and turns to fly into it, allowing the others to catch up:

EZYLRYB

(shouts back)

Shape the air don't just pat it!

(As they arrive)

We're going to climb up over the baggywrinkles, then drop into the main channel. Stroke upwards then tail over talons!

Soren arrives, missing all the instructions once more. Ezylryb flips up and rides over some great invisible wall to his right.

Twilight follows, then Gylfie. Digger somehow misjudges the crest and with a sqwawk shoots off into the distance in a grey tumbling blur.

Soren follows Digger, the stars above spinning giddily as he flies upside down then comes right way up again.

91 EXT. THE GUTTER. FLYING. NIGHT

91

He finds himself in the "gutter" - a strong dark current of air, somehow devoid of rain and turbulence.

The howling of the wind is muted here. He can hear his own pulse and his slightly laboured breathing.

Grimble, Twilight and Gylfie are fifty yards ahead. As he struggles to catch up with them, Digger flies past.

DIGGER (O.S.)

Hoo ha! This is more like it.

(As he overtakes)

(MORE)

(CONTINUED)

91 CONTINUED:

91

DIGGER (O.S.) (CONT'D)
 What's wrong Soren, not enough mouse-
 fur with your dinner!

Soren keeps ploughing onwards. Finally he catches up with
 the others. Ezylyrb shouts at him:

EZYLRyb.
 You're rotating your wing on the
 downstroke. Correct with your
 tailfeathers not your leading edge.
 (To the others)
 Now get your breath back and we'll do
 the same backwards.

He gives them a few seconds then goes looping off again

DISSOLVE TO:

92 EXT. THE TREE OF GA'HOOLE - NIGHT

92

Soren stands outside the hollow, looking wet and dejected.

Rain drips off the ragged canopy of milkberry vines and onto
 his feathers.

MRS PITHIVER (O.S.)
 Soren?

She emerges to join him in the dripping bower

MRS PITHIVER (CONT'D)
 You weren't at dinner. I brought you
 a caterpillar in case you were
 hungry.

SOREN
 I'm all right.

MRS PITHIVER
 Are you?

SOREN
 No.

MRS PITHIVER
 You want to tell me about it?

Soren feels wretched, but he's trying terribly hard to be
 brave.

SOREN
 I just wish Noctus was alive. If I
 could have been with him ...
 (MORE)

(CONTINUED)

SOREN (CONT'D)

if he could have taught me stuff - to hunt, to fly. I know its can't be. I just cant help thinking about it.

MRS PITHIVER

(softly)

It's normal to grieve. Don't feel bad about it.

SOREN

When I was small, being a Guardian of Ga'Hoole was all I ever dreamed of. Now I'm finally here I'm thinking: I was mad, why would they need me. I'm not big and confident like Twilight, or courageous like Digger. I'm not quick and smart like Gylfie.....

MRS PITHIVER

Dear Soren. You're the one they all look up to.

(Off Sorens reaction)

You see things others don't. You feel things. It was you who persuaded them to come all the way across the sea of Hoolemere. It was you found this place in a snowstorm for goodness' sakes. If you're not someone exceptional how do you explain that?

SOREN

Luck.

A silence between them, then.

MRS PITHIVER

There's a story Noctus used to tell about Lyse of Kiel. When Surtr was gathering his forces and it seemed the free world had no chance against him. Lyse of Kiels generals asked him how to choose the captains for his army. Should they choose the fastest, the strongest the smartest or the most noble. Lyse of Kiel told them "just choose the owls who are lucky." Think about it. And get some sleep - tapping's at first light.

The sun begins to rise over the horizon as we begin to hear owls SQUEAL in delight, or GROAN in disappointment.

AN OWL'S VOICE
A Milkberry! Oh no!

ANOTHER OWL'S VOICE
An Iron tree! I got metals!

ANOTHER OWL'S VOICE (CONT'D)
Oh no-- Ga'Hoolology!

Digger is by his mossy, downy sleeping area, excited.
There's a pellet on his bed.

DIGGER
A pellet! Hoo ha! Tracking chaw!!

There's a large feather on Twilight's bed.

TWILIGHT
Search-and-Rescue! Thank Glaux!

Gylfie looks at her bedding and sees four little nuts neatly
arranged in the shape of the Gold Talons.

GYLFIE
Four nooties! Navigation! I didn't
think Strix Struma liked me that
much! Soren, what did you get?

SOREN
(nervous)
I haven't looked yet.

GYLFIE
C'mon. I'll come with you.

They go to Soren's nesting area. Gylfie pushes away some
white down revealing: a small black piece of charcoal.

OTULISSA (O.S.)
I DON'T BELIEVE IT!!

They turn to see Otulissa standing in the hollow entrance.

OTULISSA (CONT'D)
Colliering! Who do they think I am?!

Gylfie pats Soren with her wing. She knows he's desperately
disappointed.

GYLFIE
Maybe it was a mistake.

95 INT. CORRIDORS. DAY

95

Soren climbs winding steps, into a sort of turret near the top of the tree, and knocks on the door of Ezylyrb's hollow.

VOICE (O.S.)

Come in.

It's not Ezylyrb, its the nest snake who works as his secretary.

SOREN

Sorry. I'm looking for Ezylyrb

NEST SNAKE

He's briefing another squad of Guardians. I suppose you can perch in the hallway and wait for him.

96 INT. MAP ROOM. DAY

96

King Boron stands in the map room, looking grim.

Around the table there's a squadron of battle-ready Guardians, being briefed for a mission.

The round table itself is an inlaid wooden map of the Sea of gahoole and surrounding territories

BORON

It's now more than a week now, with neither fluff nor feather of the first patrol we sent.

(Beat)

Your mission is to follow their route, find what happened and report back.

He turns to where Ezylyrb enters with Strix Struma and a couple of young aides - including Outlissa

KING BORON

Ezylyrb?

The tough old Skreech owl addresses the circle

EZYLRyb

I just want to emphasise that we still have no idea what we're dealing with here. There is very little written on "Magnetism" and we can only guess at their current capabilities.

(MORE)

(CONTINUED)

EZYLRYP (CONT'D)

We need information - Troop movements, rogue smith activity, anything you can learn - without engaging the enemy. We want live fighters coming back from this, not dead heros.

He steps back and Strix Struma takes his place.

STRIX STRUMA

Your course will be the same as the others: West by north west.

As she speaks she indicates their course on the great map, marked with a string which runs from the centre of the table and hooks round various landmarks.

STRIX STRUMA (CONT'D)

When you hit the coastline head due North for the Little Racoan, which will rise before moondrop in the fourth quarter of the night....

EXT. BRANCH OUTSIDE EZYLRYP'S HOLLOW - DAY

Ezylryb returns, preoccupied, to his quarters in the turret.

SOREN

Ezylryb, Sir? Can I talk to you.

Ezylryb hesitates. It's late and he's tired, but clearly Soren has been waiting some time

EZYLRYP

(gruffly)
All right, come in then.

INT. EZYLRYP'S HOLLOW . DAY

Soren follows Ezylryb, looking in awe around the room.

Honeyed light reflects off various scientific instruments: Barometers, hygrometers, astrolabes and wind-gauges.

There are tide charts and weather maps, shelves sagging under the weight of leather bound books on Law, poetry, History, Metallurgy and Alchemy.

EZYLRYP

You've come to ask me why I tapped you for Colliering, haven't you?
I did it because you had the mark.

SOREN

The mark?

EZYLRyb

On your beak. When I first clapped eyes on you in sick bay. A smudge here, where you'd picked up a piece of burning coal.

SOREN

I got that in the Beaks. Picking up an ember in the smithy's cave. A dingo attacked us.

EZYLRyb

I know. So why couldn't you do it in the forge the other night

SOREN

I don't know.

EZYLRyb

I do. You stopped to imagine getting hurt, and you let that idea grow til it froze you completely. You've got a strong imagination Soren, and a sensitive gizzard. That can be a curse or an asset. I saw it when you were flying in the storm, you took a fall at the beginning then you started to imagine getting blown out to sea, and that stopped you from feeling the wind. You were fighting the air instead of using it.

(Beat)

You have a gift for feeling. Make your mind calm and listen to it.

SOREN

...so you want me to say in Colliering chaw.

He's clearly not thrilled about the prospect.

EZYLRyb

It's the one I started off in!

SOREN

Oh.

EZYLRyb

Never believe what a burrowing owl tells you. Accuracy isn't their strong point. Colliering isn't working in the forge.

(MORE)

(CONTINUED)

EZYLRYP (CONT'D)

It's lighting the signal beacons in bad weather. It's collecting new hot coals for the metal-workers. Fire fighting, fire bombing, fire rescue. You're going to have to develop all these skills, and all your senses including the sixth - The one that made your father, Noctus, the best hunter in Tyto.

SOREN

How did you know about Noctus

EZYLRYP

He was a legend. Just didn't blow his own trumpet. Feeling better now?

SOREN

Yes. Sir. Thankyou.

EZYLRYP

Then off you go. I've got more important things than you to worry about.

A squadron of owls flies across the coastline.

Below them the surf is a moving band of white surf between the black of the mainland and the blue-black sea.

Far off to the right, a dim winking light appears

WINGMAN

Sir. Over there on the starboard quarter. What do you think.

SQUADRON LEADER

Two shorts and a long. Distress signal. Lets check it out.

He waggles his wings to the rest of the squadron and together, in formation, they change course, towards the distant blinking light.

We watch as they disappear into the darkness

Blue light plays on the distant horizon, like earth-bound lightning

It outlines a narrow wooded peninsula, with the silhouette of a ruined castle on top of it

99 CONTINUED:

99

The owls approach. A moment later, there's a distant bang. The peninsula seems to light up for a second.

Then darkness.

100 **EXT. FAR OUT TO SEA. DAWN.** 100

Back at the Ga'Hoole tree, Twilight and his chaw are practising air-sea rescue, swooping on floating bladders and snatching them out of the sea.

101 **EXT. ON THE ISLAND . EVENING** 101

Gylfie and her chaw are studying wind drift, dropping streamers through stone rings which serve as targets.

102 **EXT. OUT ON THE ROCKY EDGE OF THE LAGOON. DAWN** 102

Soren, Outlissa and their collier chaw are practising fire drops, carrying flaming branches from a brazier and dropping them into a rock-pool.

Soren is about to drop his branch, when a banging gong on the lookout post distracts him and he misses by a yard.

103 **EXT. GA'HOOLE TREE. DAWN** 103

High up in the Ga'Hoole tree, a burly owl bangs on the great brass alarm gong, which hangs below the lookout station.

SIGNALS OWL

Fire on Heron Island! Fire on Heron Island!

A colliering owl swoops down.

COLLIER OWL

This is not a drill folks. Assemble at the muster point.

Soren's chaw stop what they're doing and head off

104 **EXT. MUSTER STATION. DAWN** 104

They regroup on the take-off branch, with their stretchers, tongs and water buckets. Soren and Outlissa are the youngest among a band of experienced adult fire-fighters.

Far in the distance a pall of smoke rising from behind the horizon shows the position of the distant wooded island.

(CONTINUED)

SEASONED FIREFIGHTERS

- I didn't think anyone was living on Heron Island.
- Could be more refugees from the mainland.

Bubo the blacksmith is the chief of the fire rescue squad. He arrives at the muster station yelling instructions

BUBO

That's enough gasbagging. Let's get serious here! Water Bombers Go!
Stretcher bearers Go!
(To Soren and Outlissa)
You two rookies stick close to me.

105 EXT. ABOVE THE SEA. DAWN.

105

As they fly in loose formation towards the flaming island Bubo shouts to Soren and Outlissa.

BUBO

The wind's pretty constant out here but don't let that fool you. Forest fires have their own weather systems - Pressure differentials, thermal inversions, cool spots and dead falls. Easiest thing in the world to get caught in a crown fire and burnt to a crisp, so take care and follow my lead.

106 EXT. THE FOREST FIRE. DAY

106

As they approach it seems the whole island is ablaze. Currents of heat make great waves and whirlpools in the eddying, billowing smoke.

A group of injured or terrified owls huddled on a promontory.

FIREFIGHTER

What are they doing there? Why don't they fly?

Bubo shouts to the seasoned firefighters

BUBO

See if you can get down there. Might need to water bomb upwind of them first.

The stretcher party and the Water bombers peel off, swooping down towards the stranded refugees.

SOREN

There's another one!!

Down-wind from the fireline, dragging a broken wing, a young female barn-owl is struggling to reach the promontory

BUBO

Too risky. We'd never reach her.

They watch as she struggles, falls, gets up again.

Now she's stuck in brambles, wrestling to free herself.

Behind her the fire is "crowning" rushing vertically up the trunks of fir trees to explode in the canopy.

Flaming trees crash around her. She screams in terror.

Soren can't just hover up here and watch her die.

SOREN

She's a Barn owl!

BUBO

Makes no difference.

SOREN

I'm going in.

BUBO

No!! That's an order!

Soren ignores him and dives into the flaming maelstrom below.

As he plummets towards the great plumes of flame.

As he does so, the roar of the fire disappears from his mind and a strange clarity come over him.

Air becomes liquid.

He can see quite clearly the curving currents of fire and air. Like a surfer reading a wave he can see how to use its energy to get him where he wants to be.

Surfing over the updraught, he sling-shots around the trunk of a burning tree and using the momentum to propel him into the cool spot where the injured bird is trapped.

With a single swooping movement he grabs the injured bird and snatches her aloft as...

Another tree falls. Exploding pine cones shoot high in the air. The area they just left is consumed in flames.

Soren rides the updraft, carrying the injured bird to safety.

Labouring a bit under the weight, he bends to talk to the pretty, injured, Barn Owl. She's a mess, but she's alive

SOREN

Can you hear me? Are you alright?

BARN OWL

(dazed)

Num num

Soren recognizes that voice, and the bracelet she wears around her ankle. He's overwhelmed with amazement and joy.

SOREN

Eglantine? Is it you? It's me....
Soren!

She stares at him, shakes her head, then starts crying out in a mad monotone to no-one in particular.

EGGLANTINE

Oh Pure One why have you forsaken
us!! We are nought but lowly haggards
without the light that you give to
us!!

The others fly down to help him Outlissa flies up to him, all a-twitter.

OUTLISSA

How did you do that. I wouldn't never
have believed that unless I'd seen
it. That was so amazing.

SOREN

Its my sister I think there's
something wrong with her

BUBO

(furious)

That was suicidal. Soon as we get
home you're grounded for a month.

(Shouts off)

Stretcher bearer!

Many of the stretchers are full but there's one still unoccupied.

They transfer Gylfie in mid-air, then the whole crew turns for home.

OLDER FIREFIGHTER

(to Soren)

Bubo's right. That was insanebut you know what. In twenty years of flying I never saw anything like it

108 INT. THE TREE OF GA'HOOLE . SICK BAY

108

The sick bay is in chaos, full of burnt owls, newly rescued from the fire.

DOCTOR OWL #1

More moss. More seaweed.

DOCTOR OWL #2

20 mils of rainwater for this owl, a gram of camomile, and three two-centimeter worms, stat!

NURSE OWL

Rainwater's coming. The Ga'Hoolology Chaw is digging as fast as it can!

RESCUED OWL#1

(babbling)

Oh Tyto, who is pureness beyond compare, show thyself...

RESCUED OWL#2

Oh High Tyto... how long shall the un-pure triumph?

RESCUED OWL#3

Tyτος supreme now and forever...

DOCTOR OWL #1

Whats happened to them. They're all stark-raving yoiks!

SOREN (O.S.)

They're "Haggards", like me. They wouldn't fall in line, so they've been moonblinked.

The doctor turns to him sharply.

DOCTOR OWL

What are you doing in my sick bay?

(CONTINUED)

Then he looks behind Soren's shoulder.

DOCTOR OWL (CONT'D)

Oh, sorry Ezylyrb.

He stands back. Ezylyrb follows Soren to Eglantine's bedside.

EGLANTINE

(raving)

Oh High Tyto Oh purest one why have you forsaken me.

Ezylyrb fixes her with his good eye, leaning close

EZYLRYP

Eglantine. You're with friends. How did you get onto the island? Who started the fire?

Eglantine ignores Ezylyrb's questions. Instead she lunges forwards, throwing herself on Soren.

EGLANTINE

Oh Tyto. The Pure Ones are gathering. Victory is close. We must all return to the castle.

SOREN

What castle?

Boron and Strix Struma charge into the map room, accompanied by other senior Guardians

Ezylyrb stabs a point on the map with his claw

EZYLRYP

The ruined castle. Built many centuries ago, before the age of Owls. Right here. On broken Talon point.

Its position is very close to a navigation string: the Route plotted by Strix Struma between the Island of GaHoole and the presumed location of St Aggies.

EZYLRYP (CONT'D)

If the Pure Ones are indeed gathering there, they could have intercepted the last two patrols as they overflowed it. That's where the ambush is.

BORON
I'll lead the squadron myself

EZYLRyb
I'll come with you

BORON
No, old friend....

But Ezylyrb won't be sidelined, even by the king.

EZYLRyb
Boron. If two squadrons have gone to their deaths and I sent them there, then there cannot be any question - I'm coming.

110 INT. THE CORRIDORS. DAY

110

The whole tree is a-flurry with activity. The Great gong is sounding the alarm. Guardians in battle armor are emerging from the map room and racing in all directions.

Soren and Gylfie stand against the wall, hungry for information, desperate to be a part of whatever is happening.

Ezylyrb comes out of the map room and calls to them.

EZYLRyb
You two! Help me put on those battle claws.

He means the precious antiques in the alcove.

SOREN
Strix Struma said they belonged to Lyse of Kiel.

EZYLRyb
They do. Pray Glaux they still fit.

Pushing down his bent foot to straighten it. The spring-loaded battle-claws click round his ankles with a snap!

They fit like a glove. Clunk! Soren understands everything

SOREN
You were Lyse of Kiel!

EZYLRyb
Strap them as tight as you can

110 CONTINUED:

SOREN
(of the mangled claw)
So that's how...

EZYLRYP
Yes. And all the other scars. Visible
and invisible. It was me who led the
Guardians in the "War to end all
Wars."

111 **FLASHBACK. EXT THE NORTHERN CLIFFS. DAY** 111

Lyse off Kiel hits Surtr with a an impact you can feel.

A flurry of battle claws. Ezylyrb slashes Surtr across the
face, cutting his beak. Surtr wounds Ezylyrb in the foot

EZYLRYP
I hit Surtr as hard as I could. Talon
to talon and beak to beak. We fought,
we fell....

CRASH. They hit the jagged rocks. Ezylyrb on top.

Surtr lies limp and unconscious. Waves crash all around
them. The battle still rages above.

Ezylyrb, barely able to fly, lifts himself upwards towards
the safety of the cliffs, leaving Surtr ringed by foam at
the mercy of the ravenous sea.

EZYLRYP (CONT'D)
I left him for dead, without ever
checking he was finished. All the
misfortune he has since wrought on
the six kingdoms of the owls, stem
from that one fatal misjudgment.

112 **INT. THE CORRIDORS. PRESENT DAY** 112

He stands upright, transformed once more into the Warrior he
once was. The legendary Lyse of Kiel

EZYLRYP
I have to go now.

And he steps through the great arched window and flies off.

113 **EXT. THE HIGH BRANCHES. DAY**

113

A wind is building from the East. King Boron Ezylyrb and thirty Guardians - the last remaining Guardians, prepare to leave the tree.

King Boron takes Strix Struma aside.

BORON

You understand that once we are gone, we have barely the numbers here to properly defend the tree. If things go badly, you must not come after us. Strengthen the defences as best you can, and prepare to fight to the end. If the tree falls I doubt there is anywhere, where owls can still be truly free.

So it has come to this.

They embrace and Boron takes to the air, accompanied by Ezylyrb and the last of the Guardians.

They head off following the same route taken by the two brigades who were lost before them.

114 **INT. GAHOOLE TREE. DAY**

114

The mood is sombre. Even the candles in the great hall seem to burn less brightly.

The walls have been stripped of armor. With the departure of most of the Guardians, and now Ezylyrb and their king, it seems that most of the life has gone out of the great tree.

115 **INT. SICK BAY. DAY**

115

Soren and Mrs Plithiver sit by Eglantines bedside. Gylfie finds him there. Eglantine is fast asleep.

GYLFIE

How is she?

SOREN

Sleeping.

GYLFIE

She'll get better.

SOREN

You think so? All the time she was growing up she's had the same nonsense drummed into her.

MRS PLITHIVER

There's always a cure for nonsense.

Soren isn't so sure, but Gylfie remembers something:

GYLFIE

You remember Grimble in St Aggies, when we asked him how he resisted Moonblinking, and he told us how he repeated his name, or thought about his family, anything to stay attached to the person he once was. You think that would work with your sister?

Soren strokes his sleeping sister with his wing. He doubts it will work, but anything is worth a try

SOREN

Eglantine...

She doesn't stir. The whirly-glass rotates above her bed, painting her feathers with rainbow colours.

In the background, filtering softly through the tree, the sad and soulful music of Madame Plonk's harp

SOREN (CONT'D)

Its me, Soren. Egglantine. Do you remember the forest of Tyto, Eglantine. Do you remember our nesting hollow, all soft with downy feathers underneath, and the light that came into it at sunset.

As he talks he remembers it himself and the memory of that warm safe place brings tears to his eyes.

SOREN (CONT'D)

Your feather dolly that mum made with gum-nuts for eyes. Kludd was always so cross with everyone and you were always so enthusiastic.

(He laughs at the memory)

I can still see Mrs Plithiver wrapped around your middle to stop you jumping out of the nest. You were so blooming keen to get out and see the world!

(CONTINUED)

115 CONTINUED: (2)

115

Eglantine's eyelids flicker. She's frowning, as though half-awake and troubled by some dream.

SOREN (CONT'D)

You remember our dad, Noctus the best hunter in the world and Marella the best ever storyteller. You remember how it used to be. Eglantine.....

Her eyes remain closed, Soren turns away wiping a tear from his eye. Mrs Plithiver comforts him.

Then Eglantine speaks.

EGLANTINE

I remember

Her eyes are open and shining. Her pupils are wide and dark. She's longer moonblinked!

EGLANTINE (CONT'D)

Soren.... And Mrs Plithiver

SOREN

(turns)

Thats right! Thats right Eglantine.
Tell us what else you remember!

116 **EXT. GAHOOLE TREE. NIGHT.**

116 **

Strix Struma perches on a branch, surrounded by Soren and Gylfie and the rest of the gang, who are all trying to talk to her at once.

SOREN

....and after a bit she remembered everything - about being captured and being moonblinked.

TWILIGHT

.... and swearing obedience to Metal Beak, even if it meant dying for him..

GYLFIE

.....And being sent the island, and starting the forest fire so the Guardians would rescue them and be told to head for the castle.

SOREN

.....but it's a trap, because thy have flecks there now, which will stop the Guardians from flying and...

(CONTINUED)

Its all too much, Strix Struma raises her wings, unable to take it all in.

STRIX STRUMA

All right, all right. I'm sure she said a lot of things. She's a very confused little owl who's had a terrible time, but firstly there's no way of getting a message to King Boron and secondly what would we tell him? He knows to expect an ambush. He's prepared for that.

SOREN

He doesn't know what kind of ambush. Eglantine says there's a "Devils Triangle" of Flecks which means that any owl which flies inside...

STRIX STRUMA

Yes yes Yes, I'm sure king Boron is alert to every trick. And he's flying with Ezylyrb himself, who understands more about flecks and magnetism than any owl alive.

SOREN

But Ezylyrb said himself that...

STRIX STRUMA

.... So I think we have to just trust them to work things out for themselves ... don't you?

Soren can't believe it

SOREN

You're not sending anyone after them?

STRIX STRUMA

I swore to the king that I wouldn't. Our orders are to stay here and defend the tree. And that means everyone.

She flies off, leaving Soren Twilight and Gylfie feeling furious and impotent.

DIGGER

Maybe she's right. What could the four of us do against "manganetalism" anyway? Like the rouge smith said: "Its the only thing stronger than fire itself."

SOREN

What he said was "the only thing stronger is fire itself". Fire is stronger. We could take fire and help Boron destroy the thing.

TWILIGHT

Take fire from where. From Bubo?! You're already grounded. I think you'll be out of the tree for good. Finish.

SOREN

Twilight. There will be no tree is Metal Beak wins. If he beats Boron he'll bring the new weapon here, and there won't be any Guardians to defend us.

The others consider this prospect.

SOREN (CONT'D)

I've learnt a lot these past months. But the hardest lesson of all has been learning to trust my own instincts. ...I know I'm right about this.

GYLFIE

...OK, let's do it.

117 INT BUBO'S FORGE. LATE AFTERNOON

117

Smoke billows, the fire roars.

Gylfie Digger and Twilight line up with coal-scuttles, which have perforated bases, carrying-handles and hinged metal lids for carrying live coals.

Soren shovels burning coals into the buckets. A voice shouts from Bubos Hollow, adjoining the forge

BUBO

Hoo! Hah! Who goes there!

SOREN

Lets Go.

The four friends grab bucks of coals and flee as....

Bubo comes roaring into the forge, tousled from sleep.

BUBO

Hey!! Who's stealing my coals!!

118 INT. TUNNEL. CONTINUOUS 118

They scramble along the dark smoke-filled tunnel and....

119 EXT. THE TREE CONTINUOUS 119

....take to the air,

flying upwards past the great spreading branches of the Ga'Hoole tree with Bubo still yelling far below and...

up into a savage Easterly Gale which now comes whipping across the tree tops, blowing them towards the mainland.

120 EXT. ABOVE THE SEA. LATE AFTERNOON 120

The sun has dropped below the cloud base, clearly showing the broad, fast moving "gutter" of the east wind with the turbulence to either side.

Soren shouts back to the others, over the howling of the gale.

SOREN

Through the scuppers then up and over
the baggywrinkles!

He swims straight into the great wall of moving clouds, turning tail over talons....

121 EXT. THE GUTTER OF THE GALE. EVENING 121

Moving fast in the gutter he is joined by Twilight, Gylfie, Digger... and finally, to their great surprise, by Outlissa.

SOREN

Outlissa, Where did you come from.

OUTLISSA

Strix Struma's absolutely flaming mad
and rightly so. I said I'd come after
you and make it clear that whatever
you're playing at contravenes root
and branch every law of honour,
truthfulness, respect for property
....

TWILIGHT

So what are you going to do about it?

OUTLISSA

I suppose wherever you're going I
shall have to come with you.

And she lets slip a little smile, because actually she's a
rebel herself at heart

Ahead of them, the sun is setting.

They race on, Soren flying effortlessly, surfing the walls
of the gutter, Twilight and Digger flapping to keep up.

SOREN

(shouts joyfully)
What's the matter, Digger, not enough
fur with your mouse?

122 EXT. BROKEN TALON POINT. NIGHT**122**

Finally, above Broken Talon point, they side slip out if the
gale and drop below the clouds again.

Its night-time.

Ahead of them a wedge-shaped, peninsula juts out to sea.

On its densely wooded plateau, stand the ruins of a vast
Gothic castle.

Above the castle, hanging in the sky light the aurora
borealis, there is a pyramid of strange blue light

123 EXT. LOOKOUT. POST. NIGHT**123**

On a rock beyond the peninsula's furthest tip, two Tycos
keep lookout.

LOOKOUT

Kludd.

Kludd joins him.

Their POV. The fire-buckets carried by Soren and his friends
- four distant pricks of light against the black sky.

KLUDD

I'll tell Metal beak

He heads off.

LOOKOUT

Helmet! If you're going inside the
triangle.

(CONTINUED)

123 CONTINUED:

123

Kludd ducks his head into a close fitting helmet of dull metal, like the one we saw at the rogue smith's forge. Then he flies off.

124 EXT ABOVE THE PENINSULA.

124

The castle is triangular in plan, with a high stone tower at each of its three corners.

From a pile of blue flecks on the summit of each tower, there emanates the strange electric-blue light.

From these three points of origin arise the wavering 3D pyramid which encapsulates the castle

Bathed in the eerie blue light, Tyco sentries keep watch on the ruins and among the trees. They all wear the protective helmets identical to Kludd's.

125 EXT. ROOF OF THE KEEP

125

The roof of the central keep is crowded with owls.

CLOSER:

These are the captive Guardians, stripped of their armor and evidently reduced by the blue force field to a state of mindless passivity.

Metal beak moves among them, flanked by bats who roughly clear a path for him.

He arrives finally opposite Ezylyrb.

METAL BEAK

Lyse of Kiel ... and King Boron. How are the mighty fallen.

Ezylyrb stares though him, understanding nothing

METAL BEAK (CONT'D)

We discovered in our experiments with the prisoners that after a few weeks the effects are completely irreversible. I'm thinking now I probably won't have to invade Ga'Hoole. You poor benighted creatures will be so pliant by then, you'll willingly install me in your place. King Boron

He gazes into the King's eye and sees ... a teardrop welling. The king reduced to a frightened child

(CONTINUED)

METAL BEAK (CONT'D)

.....remarkable.

He's turning away when Kludd, alights and bows.

KLUDD

(breathless)

My lord High Tyto! A small group of owls approaching from the direction of Ga'Hoole.

METAL BEAK

Let them come. They're clearly slow learners.

KLUDD

These ones are carrying fire.

METAL BEAK

What!

Metal Beak sweeps through the captive guardians to the battlements. The bats follow.

Out to sea, there is no longer any sign of the intruders.

METAL BEAK (CONT'D)

Where?!

The fire-carriers have disappeared. Kludd can't explain it.

METAL BEAK (CONT'D)

Double the Guard on the perimeter!
Bring King Boron and Lyze of Kiel
inside! If anyone is out there, find
them!

Alarms sound, Bats and Tyto rush to their stations. Boron and Ezylyrb are hustled below as...

Soren and his friends huddle out of sight, beneath the overhanging cliffs at the far end of the peninsula.

Faces lit by flame feeding the fire-buckets with driftwood, nursing the flames back to life

In the distance they can hear shouting and alarms as Metal Beaks search parties fan out over the peninsula.

SOREN

We don't have much time. Gylfie and Outlissa, fly round to the northern side and make a fire there - anything to create a distraction. Twilight Digger and I will bomb the nearest tower and try to take out the flecks there. Twilight go high. Digger go low. I'll try and come in upwind from behind.

DIGGER

What about the other two towers.

SOREN

It's a "Devil's Triangle". If one point goes then its not a triangle any more. Once we break the triangle we have to rescue the Guardians. Don't ask me how, we'll just have to wing it.

TWILIGHT

I just want to say, if we don't all make it - its been an honour knowing each one of you.

SOREN

We'll make it.

They grab their fire buckets and fly out.

127

EXT. ON THE CASTLE RAMPARTS. NIGHT

127

Immediately, a lookout spots them: Four points of orange light above the tip of the peninsula.

LOOKOUT

There!

METAL BEAK

After them!

Trumpets and cymbals raise the alarm. Bats and Pure Ones fly out to attack. The points of light separate as....

128

EXT. ABOVE THE TIP OF THE PENINSULA. NIGHT

128

Soren flies downwind, Twilight climbs, Digger drops to the ground.

Outlissa and Gylfie fly off to the North, Outlissa carrying the fire bucket in her claws, Gylfie spotting for enemies.

(CONTINUED)

128 CONTINUED:

128

They can see the enemy flying out from the castle towards them. Dozens of them

OUTLISSA

Where do we go?

GYLFIE

Further round.

(Then)

There's something burning down there already.

129 ON THE GROUND.

129

Its a brazier, next to a battery of Roman style catapults, loaded with pellets soaked in oil. Surface to air missiles!

As Gylfie and Outlissa come into view, the catapult captain shouts.

CAPTAIN

Fire!

The pellets re ignited and launched aloft.

130 IN THE SKY ABOVE

130

Outlissa and Gylfie find themselves surrounded by fireballs, which come shooting past them, trailing fire and smoke.

As soon as they're past the first battery of catapults another opens fire on them.

Outlissa stalls in flight. The coal bucket swings forwards and singes her feathers. Ahead, all round the promontory, they can see another lighted brazier, and another.

And still the defenders from the castle draw nearer.

GYLFIE

(shouts to Outlissa)

Stop. Wait. We're never going to get past this. We'll have to cause our distraction right here.

She tucks into a dive and is for the catapult battery, flying straight down the trajectory of the fire-balls.

Outlissa Tucks in behind her, The fire bucket flaring below her in the rushing wind. Spark flying in the slipstream.

139 CONTINUED:

139

There are flames all around him. Nothing he can do to retrieve the situation. He takes to the air as....

140 HIGH ABOVE THE TOWER

140

Twilight wobble in the air. The coal bucket starts to slip from his grasp. He can see his enemies climbing towards him. Dozens of them converging from every side.

Their dark wings block the blue light, and magically, as they do so, Twilights head begins to clear.

TWILIGHT

My name is Twilight. My name is
Twilight.

He bats the first attacker aside, The bats are almost upon him, teeth bared.

TWILIGHT (CONT'D)

Be wair. Be very wair

Twilight smashes past a helmeted Tyco. Grabs the helmet in flight and sticks it on his own head, Rips the wing of a bat with his claws.

TWILIGHT (CONT'D)

My name is Twilight. Born to fight.
Babadee Babba doom. I am INVINCIBLE!!

With the helmet on his head the blue rays can no longer affect him. Grasping tight to the coal bucket he launches himself into a power dive on the tower as....

141 DOWNWIND OF THE TOWER

141

The three Pure Ones lay into Soren.

SOREN

(shouts)

Digger! Need your help here!!

He's defending himself with the coal bucket, still struggling to reach the tower, showering sparks and hot coals as he deflects blow after blow

Digger climbs towards him, through the rain of embers.

DIGGER

Ow! Ah! Ow! Hang on! I'm coming.

He's flapping for all he's worth, already exhausted from the run, and now the ascent.

(CONTINUED)

141 CONTINUED:

141

Soren knocks a battle claw off one of his attackers.

Digger who raises a claw to defend himself ... and accidentally catches it in mid air.

DIGGER (CONT'D)

Oh. That'll come in handy.

He climbs with renewed vigor, up through the shower of sparks as.....

142 ABOVE THE TOWER

142

Twilight dives on the blue light, faster and faster, knocking attackers from his path. Repeating his own name over and over, immune to the flecks' malign power.

TWILIGHT

I am Twilight. I am invincible. I am Twilight. I am INVINCIBLE.

Diving almost in to the blue fire itself he releases his coal bucket which EXPLODES on the roof of the tower, sending a shock wave through the ruined castle

143 ABOVE AND OUT TO SEA

143

Gylfie and Outlissa look back and cheer.

GYLFIE AND OUTLISSA

Woo hoo hoo. Way to go, Twilight!

Then the cheering dies on their beaks as they realize.

The triangle has not been broken

A flickering web of blue still connects the three towers

GYLFIE

Why didn't it work.

OUTLISSA

Follow me. They're going to need our help.

She flies towards the peninsula.

144 DOWNWIND OF THE TOWER

144

A blow with the empty bucket and a stab with the borrowed sword send the two remaining Pure Ones crashing into the trees below.

(CONTINUED)

Soren and Digger look towards the tower.

The pile of flecks on the roof has been reduced to billowing smoke. But another blue light glimmers through narrow apertures, in a lower level of the tower.

SOREN

They've got another stash of flecks in reserve. The triangle's still complete. I'm going in.

DIGGER

Going in where? With What.

Sorens fire bucket is completely empty of embers.

But, below them the fire started by Digger's dropped bucket is not raging uphill, licking against the castle walls

Soren and dives down into the flames below.

145 EXT. FOREST FIRE. FLYING. NIGHT

145

Riding the currents of hot air he flies into a crown fire!

...snatching a burning branch from the tree and on through the flames towards the tower.

Bats and Pure ones come at him from left and right.

It looks like Soren is hopelessly outnumbered but then

Twilight comes out of nowhere and smashes the first attacker aside.

Digger takes out another Gylfie and Outlissa another. They're all around him, flying interference, knocking out anyone who comes close to Soren.

Soren clears his mind, sets his sights on the tower, gets into the zone and dives towards it.

Closer. Closer.

The window ahead is a mere slit, impossibly narrow.

SOREN

(to himself)

Dont think. Dont think

Flying at top speed he angles onto a vertical plane, shoots through the narrow window into the tower

146 INT THE TOWER 146

....drops his flaming branch onto the pile of flecks below and....

147 EXT. THE TOWER. NIGHT 147

....Shoots out of the opposite window as the tower EXPLODES behind him.

The shock wave catches him and knocks him unconscious

Soren drops out of the sky, down among the burning trees at the base of the castle

As...

148 EXT. ROOF OF THE CASTLE. NIGHT 148

The blue light triangle of light which covers the building, flickers and fails.

The Guardians stir themselves, like dreamers waking.

Metal Beak realises that the tables have turned. He flies back to the central keep, screaming an order.

METAL BEAK

(shouts)

Kill all the prisoners!

Alighting, he shouts.

METAL BEAK (CONT'D)

I'll deal with Lyse of Kiel myself

As he flies inside the castle.

149 EXT. ON THE ROOF OF THE KEEP 149

The Pure Ones fly at the Guardians, to finish them off.

Twilight and Outlissa get there first.

TWILIGHT AND OUTLISSA

Guardians! To Arms! Defend yourselves.

The Guardians spring into action.

149 CONTINUED:

149

Snatching up what they can to use as weapons they take to the air and engage their attackers.

Gylfie flies up, distraught.

GYLFIE

We've lost Soren.

OUTLISSA

I'll look for him. Find King Boron

150 EXT. CASTLE WALLS. NIGHT

150

Soren wakes, surrounded by fire, dimly aware of Digger shouting his name through the smoke

DIGGER

Soren! Mate! Where are you?

Slowly consciousness returns, but he's weak, and his wing hurts. He's unable to move or call out.

DIGGER (CONT'D)

(desperate)

Soren!

SOREN

(croaks)

I'm here.

Digger can't hear him, his voice fading as he flies off to search elsewhere.

SOREN (CONT'D)

(yells weakly)

I'm here.

He listens, but can hear nothing but the distant noise of battle and the ravenous fire drawing closer.

Then descending from above, through the smoke, backlit by fire, the silhouette of a barn Owl.

SOREN (CONT'D)

Outlissa?

KLUDD

Well well well. Don't recognise your own brother

SOREN

Kludd? Help me.

(CONTINUED)

KLUDD

I came to watch you burn.

Soren struggles to his feet.

SOREN

Kludd. You're not yourself. They've moonblinked you. You don't have to be like this.

KLUDD

I was always like this.

SOREN

Come back to Ga'Hoole with me.

KLUDD

Ashes to ashes, brother!

He lunges with a battle claw. Soren dodges. The claw strikes sparks of the stone.

Kludd slashes with the claw. Still Soren manages to avoid him. The fire is drawing closer.

Grunting with pain from his injured wing, Soren flies up to a branch.

Kludd follows, slashing wildly. Twigs and leaves rain around them. Soren backs into the tree which bursts into flame behind him as.

151 INT. THE CASTLE**151**

Metal Beak flies through the halls and ruined stairwells of the ancient castle.

He arrives finally at the room where Boron and Ezylyrb are imprisoned.

Metal beak bursts inside.

152 INT. ROOM IN THE CASTLE**152**

Manacles lie on the floor.

Boron and Ezylyrb stand across the room, free of their chains ...armed and furious.

Gylfie holds the key in her beak

METAL BEAK

The king and the cripple.

(CONTINUED)

EZYLRYP.

In body perhaps, but not, like you,
in spirit.

Boron moves towards Metal Beak. Ezylyrb restrains him.

EZYLRYP

He's mine. We still have unfinished
business.

METAL BEAK

Your funeral

153 EXT. AMONG THE BURNING TREES. NIGHT**153**

Kludd, still on the offensive, presses home his advantage.

Soren, injured and weaponless, is trapped among the burning
branches.

Kludd pulls back to deliver the coup de grace.

Soren reaches for the only weapon he can find - a burning
branch. As Kludd lunges forwards Soren thrusts the branch
into his helmet.

By a fluke it jams between the cheek-guards

Kludd and claws at it and shakes his head furiously.

Unable to dislodge it, he flies off screaming towards the
sea.

Soren allows himself to breathe again, then spreads his
wings and flies up and out of the burning forest.

154 EXT. THE CASTLE DAWN**154**

As the smoke clears, he sees, illuminated by the rising sun.

Ezylyrb and Metal Beak facing off against each other, like
knights of old.

They fly at each other, strike and fly at each other again.

Ezylyrb is getting the worst of it. He's breathing hard,
injured in the wing.

Metal Beak grins, thinking he's won.

He gains some height and comes at Ezylyrb from above, talons
outstretched to deliver the killer blow.

(CONTINUED)

154 CONTINUED:

154

As he closes for the kill, Ezylyrb flips on his back and sinks both battle claws into Metal beaks chest.

An audible groan goes up from the Pure Ones and the bats who, realizing their leader has been killed, turn tail and start streaming off Westwards in disarray

155 **BASE OF THE CASTLE WALLS. DAWN**

155

Metal beak falls dead at the base of the castle walls.

His helmet rolls off, revealing the scarred face beneath

Ezylyrb flies down. Just to make sure this time that his old adversary is really dead.

The albino queen, Nyra, alights opposite him.

NYRA

At least give me his armor.

She takes her husbands helmet and his battle claws, then flies off in pursuit of her vanquished army

A great cheer goes up, carried over from....

156 **EXT. GAHOOLE TREE. DAY**

156

The Ga'Hoole tree, bathed in sunlight, with all its remaining occupants standing out on the branches to welcome..

The Guardians armor gleaming, pennants flying, as they return to the tree.

King Boron and Ezylyrb fly out front

Soren, Gylfie, Outlissa, Twilight and Digger fly in their wake, amidst the ranks of the true Guardians of GaHoole.

157 **INT. BUBO'S CAVE. NIGHT.**

157

Clang Clang Clang. Bubo works at the forge, repairing damaged armor and weaponry. He hears someone enter and pauses from his work

BUBO

Who's there?!

Soren steps forwards, nervously, into the light.

SOREN

Its me. Soren. I came to apologize,
for stealing your fire.

Bubo towers over him.

BUBO

Apologize, Eh?! Well. You only saved
the king, and Ezylyrb, and most
likely the whole blooming tree, so I
suppose we're quits. Come here.

Squashing Soren with his wings in a huge emotional bear hug.

BUBO (CONT'D)

Well done lad. Blooming well done.

Then he steps back, embarrassed.

BUBO (CONT'D)

But don't think you'll get away with
it a second time.

He goes back to beating on his anvil as...

158 INT. THE GREAT HALL. DAWN

158

Kettle drums and trumpets announce the arrival of King Boron
in all his splendor.

He steps up on a dais, where the senior owls are standing in
all their finery.

The walls of the great hall are once more hung with gleaming
armor. Candles burn brightly in every nook and alcove. The
ranks of Guardians are ranged before him. In front of them,
Soren and his friends.

King Boron raises his hands for silence.

BORON

It is the old traditions which give
us meaning, but it is new blood which
gives us strength. If we can still
learn from those we seek to teach,
the flame of GaHoole can never be
extinguished. Step forward Twilight,
Gylfie, Outlissa, Digger and Soren.

As he mentions each by name they step forward to receive a
wreath from Strix Struma and a pair of battle claws from
Ezylyrb.

(CONTINUED)

BORON (CONT'D)

With these wreaths and with these
battle-claws I hereby knight you,
Guardians of GaHoole.

Soren is last in line. He bows to receive his wreath, then looks up to see Ezylyrb presenting him with the famous, finely wrought battle claws of Lyse of Kiel.

SOREN

These are yours. I can't.

EZYLRyb

They're yours now. You earned them.

The new recruits turn to face the hall which erupts in cheering. And we....

159 **EXT. THE GA'HOOLE TREE. DAWN**

159

Pull back from the great and mystical tree, bathed in morning light.

Music and laughter issues from its lighted windows

Fading now, as it recedes into the milky mists of legend

The ancient tree, in its summer foliage, with its lights and banners, drifting like a beautiful mirage, above the golden waters of the great sea of Hoolemere.

THE END