

BLACK SCREEN.

GORDON (V.O)

Harvey Dent was needed. He was everything Gotham has been crying out for. He was...a hero. Not the hero we deserved - the hero we needed. Nothing less than a knight, shining...

The sound of cracking. Splintering. A shape appears, in ice.

The shape of a BAT. The ice disintegrates...

**1 EXT. GOTHAM STREET - DAY**

**1**

Gordon stands before a massive picture of Harvey Dent.

GORDON

But I knew Harvey Dent. I was...his friend. And it will be a very long time before someone inspires us the way he did.

Gordon, choked with emotion, gathers the papers of his eulogy.

GORDON

I believed in Harvey Dent.

And we FADE TO BLACK.

CUT TO:

Racing along a cratered dirt road, and we are -

**2 INT. LAND CRUISER JOSTLING OVER UNEVEN TERRAIN - DAY**

**2**

Three Hooded Men guarded by East European Militia. A third Militia drives. Next to him is a nervous, bespectacled man.

**3 EXT. AIRSTRIP - EASTERN EUROPE - DAY**

**3**

An airstrip overlooking a grey city rocked by artillery fire. A bland CIA Operative, flanked by Special Forces Men, stands in front of a commuter plane. CIA Man watches the Land Cruiser pull up, hard. The Militia Men jump out of the vehicle.

The Driver shoves the bespectacled man in front of the CIA Man.

CIA MAN  
Dr. Pavel, I'm CIA.

Dr. Pavel nods, nervous. CIA Man hands the Driver a briefcase.

DRIVER  
He wasn't alone.

CIA Man, confused, spots the Hooded Men. He turns to Dr. Pavel.

CIA MAN  
You don't get to bring friends.

DR. PAVEL  
(shaken)  
They are not my friends.

DRIVER  
Don't worry, no charge for them.

CIA MAN  
Why would I want them?

DRIVER  
They were trying to grab your prize.  
(Smiles.)  
They work for the mercenary. The masked man.

CIA MAN  
(excited)  
Bane?

The Driver nods. CIA Man turns to his Special Forces Men.

CIA MAN  
Get 'em on board - I'll call it in.

**4 EXT. SKIES OVER MOUNTAIN RANGE - DAY**

**4**

The commuter plane struggles over snow-capped mountains.

**5 INT. MAIN CABIN - COMMUTER PLANE - CONTINUOUS**

**5**

The three Hooded Men kneel by the cargo door, handcuffed.

CIA Man grabs Hooded Man 1.

CIA MAN  
What are you doing in the middle of  
my operation?

Hooded Man 1 says nothing. CIA Man pulls out a handgun.

CIA MAN  
The flight plan I just filed with  
the Agency lists me, my men, and Dr.  
Pavel here. But only one of you.

CIA Man opens the cargo door. Special Forces hang Hooded Man  
1 out into the howling wind - CIA Man shouts above the wind.

CIA MAN  
FIRST ONE TO TALK GETS TO STAY ON  
MY AIRCRAFT!  
(Cocks weapon.)  
SO...WHO PAID YOU TO GRAB DR.  
PAVEL?!

Nothing. CIA Man fires out the open door and the Special  
Forces yank Hooded Man 1 back in, clubbing him quiet.

CIA MAN  
HE DIDN'T FLY SO GOOD! WHO WANTS TO  
TRY NEXT?!

The Soldiers grab Hooded Man 2, hang him out the door.

CIA MAN  
TELL ME ABOUT BANE! WHY DOES HE WEAR  
THE MASK?!

The prisoner says nothing. CIA Man presses the gun to the  
man's hood - he cocks the gun...nothing.

CIA MAN  
LOT OF LOYALTY FOR A HIRED GUN!

THIRD PRISONER (O.S.)  
Or he's wondering why someone would  
shoot a man before throwing him out  
of an aeroplane.

CIA Man turns to the Third Prisoner. Shuts the cargo door.

CIA MAN  
Wiseguy, huh? At least you can talk.  
Who are you?

THIRD PRISONER  
We are nothing. We are the dirt  
beneath your feet. And no one cared

who I was until I put on the mask...

CIA Man, wary, approaches the Third Prisoner - pulls off his hood, revealing a dark mask with a breathing apparatus. The eyes behind it are cold. Still. This is Bane.

BANE

Who we are does not matter. What matters is our plan.

CIA MAN

(fascinated)

If I pull this off, will you die?

BANE

It would be extremely painful.

CIA MAN

You're a big guy -

BANE

For you.

CIA MAN

(unnerved)

Was being caught part of your plan?

BANE

Of course. Dr. Pavel refused our offer in favor of yours. We had to know what he told you about us.

DR. PAVEL

Nothing! I said nothing!

CIA MAN

Why not just ask him?

BANE

He would not have told us.

CIA MAN

You have methods.

BANE

Him, I need healthy. You present no such problem.

CIA Man laughs for the Special Forces' benefit. A heavy bass tone is rising. The Sergeant looks out the window.

The commuter plane is dwarfed by a massive transport plane looming over it, dangerously close...

**7 INT. MAIN CABIN - COMMUTER PLANE - CONTINUOUS 7**

The plane lurches. The noise is building.

SERGEANT

Sir?

CIA MAN

Well congratulations, you got yourselves caught. What's the next step of your master plan?

BANE

Crashing this plane...

**8 EXT. MOUNTAINS - CONTINUOUS 8**

The ramp of the transport opens... Four men leap out on tethers - dropping towards the commuter plane, two each side...

**9 INT. MAIN CABIN - COMMUTER PLANE - CONTINUOUS 9**

The Spacial Forces react to the turbulence from the plane above. CIA Man looks at Bane.

BANE

(rising)

With no survivors.

A Special Forces soldier spins around - an Armed Man is outside the window. Bang -

**10 EXT. SKIES OVER MOUNTAIN RANGE - CONTINUOUS 10**

Two men shoot through the windows, the other two attach grapples to the fuselage - give the thumbs up - hoists start to pull and the tail of the commuter plane is lifted, unnaturally.

**11 INT. COCKPIT - COMMUTER PLANE - CONTINUOUS 11**

The Pilots battle the controls as the plane tilts forward.

**12 INT. MAIN CABIN - COMMUTER PLANE - CONTINUOUS 12**

Like lightning, Bane has the CIA Man is his handcuffed arms, legs wrapped around a seat back, The entire cabin upends.

Tumbling chaos - Soldiers falling - Bane cracks CIA Man's neck and drops him onto the Sergeant - they tumble down the plane, smashing into the cockpit door with a terminal thud.

Dr. Pavel, strapped in, pushes against the seat in front of him - the plane vibrates, trying to tear itself apart.

**13 EXT. ATLAS MOUNTAINS - CONTINUOUS 13**

The men climb the tail of the smaller plane as it dangles helplessly above the mountains. Its wings shear off.

**14 INT. MAIN CABIN - COMMUTER PLANE - CONTINUOUS 14**

Bane breaks his handcuffs as if they were plastic, then opens his legs and drops down the cabin, somersaulting gracefully and using his arms to stop himself halfway down, by Dr. Pavel.

**15 EXT. SKIES OVER MOUNTAIN RANGE - CONTINUOUS 15**

The men attach explosives to the tail, then jump away, swinging out as the tail explodes.

**16 INT. MAIN CABIN - COMMUTER PLANE - CONTINUOUS 16**

An explosion takes off the rear door of the cabin - the Armed Men drop through the smoke on cables.

A body bag is lowered into the cabin. Bane lies it on the seat backs next to Dr. Pavel and unzips it to reveal a body the same age and build as Dr. Pavel.

Bane rips Dr. Pavel's sleeve - pulls out a length of surgical tubing - pushes a needle into Dr. Pavel's arm - runs the tube to the body's arm... Dr. Pavel watches, horrified, as Bane starts compressions on the body's chest, drawing Dr. Pavel's blood across the tube and into the body...

An Armed Man pulls Hooded Man 1 up through the cabin and out. Bane stops Hooded Man 2.

BANE

Friend. They expect one of us in the wreckage.

The man nods, unhooks himself, takes Bane's arm.

HOODED MAN 2  
Have we started the fire?

BANE  
(nods)  
The fire rises.

Hooded Man 2 hands Bane his line. Bane clips it around Dr. Pavel, takes out a knife and cuts Dr. Pavel's seat belt. Dr. Pavel panics, flails. Bane takes his arms. Gentle.

BANE  
Calm, Doctor. Now is not time for fear...

Bane slides Dr. Pavel out of his seat. They hang in the vertical, windblown cabin. Bane takes out a detonator.

BANE  
That comes later.

Bane presses the detonator - the cabin drops from around them, revealing the terrifying drop to the peaks below. Dr. Pavel screams as they are hoisted up towards the transport, and we -

CUT TO:

**17 EXT. GOTHAM - EVENING**

**17**

Drifting over the vast city...

MAYOR (V.O.)  
Harvey Dent Day may not be our  
oldest public holiday...

...moving past the enormous Gotham Bridge...

MAYOR (V.O.)  
But we're here tonight because it's  
one of the most important...

...over the Gotham river to the Palisades on the far side...

MAYOR (V.O.)  
Harvey Dent's uncompromising stand  
against organized crime and, yes,  
ultimately, his sacrifice, have made  
Gotham a safer place than it was at  
the time of his death, eight years  
ago...

...finding a party in the grounds of Wayne Manor. The Mayor addresses the wealthy and powerful of Gotham.

MAYOR

This city has seen a historic turnaround. No city is without crime. But this city is without organized crime because the Dent Act gave law enforcement teeth in its fight against the mob. Now people are talking about repealing the Dent Act. And to them I say...not on my watch.

Enthusiastic applause as the Mayor wraps up.

MAYOR

I want to thank the Wayne Foundation for hosting this event. I'm told Mr. Wayne couldn't be here tonight, but I'm sure he's with us in spirit...

High above, on a darkened balcony, a lone figure. Watching.

MAYOR (O.S)

Now I'm going to give way to an important voice...

Down below at the bar, Commissioner Gordon examines some sheets of densely written paper. A Congressman muscles in.

CONGRESSMAN

Commissioner.

GORDON

Congressman.

CONGRESSMAN

Ever lay eyes on Wayne at one of these things?

Gordon shakes his head. Gordon's Deputy Commissioner, Foley, cuts in.

FOLEY

No one has. Not in years.

MAYOR (O.S)

He can tell you about the bad old days, when the criminals and corrupt ran this town with such a tight grasp that people put their faith in a murderous thug in a mask and a cape. A thug who showed his true



nature when he betrayed the trust of  
 this great man -  
     (Turns to picture of  
     Dent.)  
 And murdered him in cold blood.

The Congressman watches a tray of canapés breeze past, then  
 grabs the ass of the maid carrying them. She freezes.

CONGRESSMAN  
 Sweetheart, not so fast with the  
 chow.

MAID  
     (turns, tight smile)  
 Shrimp balls?

The Congressman grabs two. The Maid moves off. The  
 Congressman glances down at Gordon's papers.

MAYOR (O.S)  
 Jim Gordon can tell you the truth  
 about Harvey Dent...

CONGRESSMAN  
 Jesus, Gordon, is that your speech?  
 We're gonna be here all night.

GORDON  
 Maybe the truth about Harvey isn't  
 so simple, Congressman.

MAYOR (O.S)  
 But I'll let him tell you himself -  
 Commissioner Gordon?

Applause. Gordon approaches the mike. Looks down at his long  
 speech. Thinks.

GORDON  
 The truth...?

INSERT CUT: Harvey Dent, face half destroyed, threatens  
 Gordon's son with a handgun.

Gordon surveys the audience. Deciding.

GORDON  
 I have written a speech telling the  
 truth about Harvey Dent...

Gordon folds up his speech.

GORDON

Maybe the time isn't right...

Gordon stuffs the papers inside his jacket. The Congressman mutters under his breath.

CONGRESSMAN

Thank Christ for that...

GORDON

Maybe right now all you need to know is that there are a thousand inmates in Blackgate Prison as a direct result of the Dent Act. These are violent criminals, essential cogs in the organized crime machine that terrorized Gotham for so long. Maybe, for now, all I should say about Harvey Dent's death is this...it has not been for nothing.

The figure on the balcony turns back into the mansion.

People clap as Gordon leaves the mike. Gordon approaches Foley.

GORDON

The second shift reports in?

FOLEY

On your desk. But you should put in some more time with the Mayor -

GORDON

That's your department.

Gordon heads for the line of town cars in the gravel drive.

CONGRESSMAN

Anyone shown him the crime stats?

FOLEY

He goes by his gut, and it continues to bother him, whatever the numbers.

CONGRESSMAN

Must be popular with the wife.

FOLEY

Not really. She took the kids and moved to Cleveland.

CONGRESSMAN

He'll have plenty of time for visits. Mayor's dumping him in the

spring.

FOLEY

Really? He's a hero.

CONGRESSMAN

War hero. This is peacetime. Stay smart, the job's yours.

**18 INT. KITCHENS - WAYNE MANOR - MOMENTS LATER**

**18**

Our Maid dives into the bustle of Wayne Manor below stairs - Caterers and Maids, Wait Staff. She overhears another Maid.

MAID 2

They say he never leaves the East Wing.

MAID 3

I heard he had an accident - that he's disfigured.

The other Maids signal her to be quiet. All the chatter has died. Alfred has entered the kitchen.

ALFRED

Mr. Till, why are your people using the main stairs?

Alfred places a glass of water on a tray next to a covered plate. Picks up the tray, looks around the chaotic kitchen.

ALFRED

Where's Mrs. Bolton?

MAID

She's up at the bar, sir. Can I help?

Alfred looks at the Maid. Hands her a key and the tray.

ALFRED

The East drawing room. Unlock the door, place the tray on the table, lock the door again. Nothing more.

The Maid nods. Takes the tray.

**19 INT. HALL - WAYNE MANOR - MOMENTS LATER**

**19**

Following the Maid through the empty house. She comes to the large oak door to the East Wing. Unlocks it...

20 INT. DRAWING ROOM - EAST WING - WAYNE MANOR - CONTINUOUS 20

The room is dark, quiet. The Maid places the tray on the table. She looks at the inner door opposite. It is ajar...

21 INT. HALL - WAYNE MANOR - CONTINUOUS 21

Alfred talks to an elegant woman, thirties, Miranda Tate.

ALFRED

I'm sorry, Miss Tate, but I've tried. He won't see you.

MIRANDA

It's important, Mr. Pennyworth.

Her accent is European. Hard to place.

ALFRED

Mr. Wayne is as determined to ignore important things as trivial ones.

MALE VOICE (O.S.)

Don't take it personally, Miranda.

They turn to see a man in his fifties. Daggett.

DAGGETT

Everyone knows Wayne's holed up in there with eight-inch nails, peeing into Mason jars.

(To Alfred.)

Good of you to let me on the grounds.

ALFRED

The Dent Act is about all Gotham. Even you, Mr. Daggett. Miss Tate, always a pleasure.

Alfred turns and walks off. Daggett smiles, glib.

DAGGETT

Why waste your time talking to the man who threw away your investment on some save-the-world vanity project? He can't help you get your money back. But I can.

MIRANDA

I could try explaining that a save-the-world project, vain or not, is worth investing in, whatever the

return. I could try, Mr. Daggett,  
but you understand only money and  
the power you think it buys, so why  
waste my time, indeed?

She walks away. Daggett watches her go.

**22 INT. DRAWING ROOM - EAST WING - WAYNE MANOR - CONTINUOUS 22**

Close on the dinner tray. We hear a labored step approach.

Bruce Wayne appears, leaning on a cane. Gaunt. Grey temples.

He lifts the lid of his dinner, then freezes, hearing  
something. He slowly limps into the next room...

**23 INT. SITTING ROOM - EAST WING - WAYNE MANOR - CONTINUOUS 23**

The Maid looks at framed photographs of Rachel, Thomas and  
Martha Wayne. Some are half-burned. She notices an archery  
target, arrows stuck in it. She reaches out. WHAM! An arrow  
sticks into the target - the Maid spins around, flustered.

Wayne, at the other end of the long room, lowers a composite  
bow. Picks up his cane.

MAID

I'm, I'm terribly sorry, Mr. Wayne.  
It is Mr. Wayne, isn't it?

Wayne nods, gently. Limps towards her.

MAID

Although you don't have the long  
nails...

(Nervous laugh.)

Or facial scars...

She trails off, embarrassed. Coy. She seems very young.

WAYNE

Is that what they say about me?

MAID

It's just that...nobody sees you...

Wayne approaches slowly. He nods at her pearl necklace.

WAYNE

That's a beautiful necklace. Reminds  
me of the one that belonged to my

mother. It can't be the same one -  
her pearls are in this safe -

He reaches out with his cane to press open a panel on the bureau, revealing a safe door...

- which the manufacturer clearly explained is uncrackable.

...which swings open with an awkward creak.

MAID

Oops. No one told me it was  
uncrackable.

The Maid suddenly seems more confident. Older.

WAYNE

I'm afraid I can't let you take  
those.

She smiles at him. Moves towards him.

MAID

Look, you wouldn't hit a woman any  
more than I would beat up a cripple.

She kicks his cane from under him, smashes him down.

MAID

Of course, sometimes exceptions have  
to be made.

The Maid vaults onto the bureau and up to a high window.

MAID

Goodnight, Mr. Wayne.

She flips backwards through the window. Wayne smiles, then  
rocks forward on his good leg and rises with athletic grace.

He looks at the safe, notices something. Powder...

**24 EXT. DRIVE - WAYNE MANOR - CONTINUOUS**

**24**

Moving toward the line of town cars, the Maid pulls off her  
white apron, cuffs and collar, leaving a black dress and  
pearls. A Valet hurries to open a car door for her - she  
slips into a town car...beside the Congressman.

MAID

Can I have a ride?

The Congressman, a little tipsy, looks at her hungrily.

CONGRESSMAN  
You read my mind.

**25 INT. EAST WING - WAYNE MANOR - LATER**

**25**

Alfred enters, to find Wayne kneeling at the safe.

ALFRED  
Miss Tate was asking to see you  
again.

WAYNE  
She's very persistent.

ALFRED  
And quite lovely, in case you were  
wondering.

WAYNE  
I wasn't.

ALFRED  
What are you doing?

WAYNE  
Examining print dust. We've been  
robbed.

ALFRED  
And this is your idea of raising the  
alarm?

WAYNE  
(shrugs)  
She took the pearls. Tracking device  
and all.

ALFRED  
She?

WAYNE  
One of the maids, perhaps you should  
stop letting them in this side of  
the house.

ALFRED  
Perhaps you should learn to make  
your own bed, then. Why are you  
dusting for prints?

WAYNE  
I'm not. She was.

## 26 EXT. ROOFTOP - MAJOR CRIMES UNIT - CONTINUOUS

26

Gordon brings a stack of files against the air duct, settles to read. Next to him is a rusty, broken searchlight.

YOUNG VOICE (O.S.)

Sir?

A young Cop is standing there. This is Blake.

BLAKE

I didn't want to bother you up here,  
but they're looking for you.

GORDON

What's the problem, son?

BLAKE

Congressman Gilly's wife's been  
calling. He hasn't made it home from  
the Wayne Foundation event.

GORDON

That's a job for the police?

BLAKE

Sir, I've been a cop for a year and  
I've only logged half a dozen  
arrests. When you and Dent cleaned  
the streets you cleaned 'em good.  
Pretty soon we'll be chasing overdue  
library books.

Gordon smiles at this. Blake looks at his stack of files.

BLAKE

But here you are. Like we're still  
at war...

GORDON

Old habits.

BLAKE

Or instinct.

GORDON

What's your name, son?

BLAKE

Blake, sir.

GORDON

You have something you want to ask  
me, Officer Blake?



BLAKE

It's that night. This night, eight years ago. The night Dent died.

GORDON

What about it?

BLAKE

The last confirmed sighting of the Batman. He murders those people, takes out two SWAT teams, breaks Dent's neck...then just vanishes?

GORDON

I'm not hearing a question, son.

Blake shifts uneasily. Then looks at Gordon.

BLAKE

Don't you want to know who we was?

Gordon turns to look at the broken searchlight. He brushes his fingers across its rusted shell.

GORDON

I know exactly who he was.

(Turns to Blake.)

He was Batman.

Gordon walks past Blake, heading for the stairs.

GORDON (O.S.)

Let's go see about the Congressman's wife...

**27 INT. EAST WING - WAYNE MANOR - MORNING**

**27**

Alfred takes his tray into the bedroom. The bed is empty.

ALFRED

Master Wayne?

Alfred's voice echoes through the vast mansion. No reply.

**28 INT. STUDY - WAYNE MANOR - MOMENTS LATER**

**28**

Alfred hits three notes on the piano. The bookcase opens.

**29 INT. ELEVATOR SHAFT - CONTINUOUS**

**29**

Alfred descends into the caverns beneath Wayne Manor.

## 30 INT. BATCAVE - CONTINUOUS

30

Alfred walks through the arches as the stone floor starts to lower, becoming a ramp. At the bottom, Alfred is level with a series of dark slate obelisks - a bridge over the water to where Wayne sits at a computer atop a massive slate cube.

ALFRED

You haven't been down here in a long time...

WAYNE

Just trying to find out more about our jewel thief. I ran her prints from the photos she handled -

Wayne pulls up a mug shot - a fat, male armed-robbery suspect.

WAYNE

- but she was wearing someone else's fingerprints. She's good.

ALFRED

She may be. But we have the trace on the necklace.

WAYNE

We do, so I cross-referenced the address she went back to with police data on high-end B-and-E's...

Wayne hits a key. A photograph of the Maid appears.

WAYNE

Selina Kyle. The databases are full of close calls, tips from fences...

Newspaper headlines appear -

THE CAT STRIKES AGAIN, POLICE SUSPECT 'CAT' BURGLAR IN JEWEL HEIST.

WAYNE

She's good, but the ground is shrinking beneath her feet.

ALFRED

We should send the police before she fences the pearls.

WAYNE

She won't. She likes them too much. And they weren't what she was after.

ALFRED

What was she after?

WAYNE

My fingerprints. There was printer toner mixed with graphite on the safe. Gives you a good pull, and it's untraceable.

ALFRED

Fascinating. Maybe you should exchange notes over coffee.

WAYNE

Now you're trying to set me up with a jewel thief?

ALFRED

At this point, sir, I would set you up with a chimpanzee if I thought it would bring you back into the world.

WAYNE

There's nothing out there for me.

ALFRED

And that's the problem. You hung up the cape and cowl, but never moved on. You won't get out there and find a life. Find someone -

WAYNE

(bitter)

I did find someone, Alfred.

ALFRED

I know. And then you lost them. That's part of living, sir. But you're not living - you're waiting. Hoping for things to go bad again.

Wayne says nothing.

ALFRED

Remember when you left Gotham? Before all this. Before Batman. Seven years you were gone. Seven years I waited. Hoping that you wouldn't come back.

Wayne looks at Alfred. Not understanding.

ALFRED

Every year I took my holiday. I'd go to Florence. There's a café by the Arno... Any fine evening I would sit there and order a Fernet Branca...

INSERT CUT: Alfred seated in a café sipping his drink...

ALFRED

I had a fantasy. I liked to imagine that one day I'd look across the tables, and see you. Sitting there with your wife. Perhaps some kids. You wouldn't say anything to me, or me to you, but we'd both know...that you'd made it. That you were happy.

INSERT CUT: Alfred spots a couple at another table and looks closer, hopeful. But they are strangers.

ALFRED

I never wanted you to come back to Gotham. I knew there was nothing there for you but pain and tragedy, and I wanted more for you than that. I still do.

Alfred leaves Wayne to his cave. His bats.

**31 EXT. WATER TREATMENT FACILITY - DAY**

**31**

Blake and his partner, Ross, get out of their patrol car. A DWP Man leads them down a long concrete trough.

DWP MAN

They wash up a couple times a month. More when it gets colder - homeless sheltering in the tunnels. We had to pull him to clear the basin, but other than that we didn't touch him...

They come out by the catchment basin. Above the grille lies a body - a teenage boy. Blake looks down at him. Freezes.

ROSS

What?

BLAKE

Name's Jimmy. He's at St. Swithin's.  
(Off look.)  
The boys home where I...I coach some ball.

32    **EXT. ST. SWITHIN'S HOME FOR BOYS - DAY**    32

Blake looks up at the shabby building.

33    **INT. ST. SWITHIN'S HOME FOR BOYS - MOMENTS LATER**    33

Blake is talking to Father Reilly.

FATHER REILLY  
Jimmy hadn't been here for months.

BLAKE  
Why?

FATHER REILLY  
You know why, Blake - he aged out.  
We don't have the resources to keep  
boys on after sixteen -

BLAKE  
The Wayne Foundation gives money for  
that -

FATHER REILLY  
Not for two years now.

BLAKE  
He has a brother here, right?

FATHER REILLY  
Mark. I'll tell him.

BLAKE  
I'd like to, if that's okay.

34    **EXT. PLAYGROUND - ST. SWITHIN'S - MOMENTS LATER**    34

Father Reilly watches as Blake sits with Mark - ten.

BLAKE  
I'm sorry.

Mark nods slowly. Staring straight ahead.

BLAKE  
What was he doing in the tunnels?

MARK  
Lot of guys been going down the  
tunnels when they age out. Say you  
can live down there. Say there's  
work down there.

BLAKE  
What kind of work are you gonna find  
in the sewers?

MARK  
More than you can find up here, I  
guess.

Blake considers this. Troubled.

**35 INT. DIVE BAR - NIGHT**

**35**

Selina Kyle, in a little black dress, walks in with a drunk in a Hawaiian shirt. She sits him on a bar stool - walks over to a table where a neatly dressed man, Stryver, sits.

STRYVER  
You brought a date?

SELINA  
I like having someone around to open  
doors for me.

Selina glances around. Things scattered throughout the bar.

Jumpy. Selina hands an envelope to Stryver.

SELINA  
Right hand. No partials.

Stryver slides a transparency out of the envelope. Holds it up to the light. Four perfect fingerprint transfers.

STRYVER  
Very nice.

He pockets the envelope.

SELINA  
Not so fast, handsome. You got  
something for me?

STRYVER  
Oh, yes.

Stryver signals a Thug who locks the door. Another Thug joins them at the table. Selina smiles.

SELINA  
I don't know what you're going to do  
with Mr. Wayne's prints...but I'm  
guessing you'll need his thumb.

As Stryver checks the envelope again -

SELINA  
You don't count so good, huh?

STRYVER  
I count fine.

The Second Thug puts a gun to Selina's head.

STRYVER  
In fact, I'm counting to ten right now...

Selina looks in his eyes. The Thug cocks his gun. She blinks.

SELINA  
Okay, okay -

She reaches for her purse. The Thug stops her, reaches in himself - pulls out a cellphone. Slides it across the table.

SELINA  
My friend is waiting outside. Just hit 'send'...

Stryver looks at the phone. Hits 'send'. Selina sizes up her options. A knock on the door. Second Thug hides his gun. The door opens - a young woman, Jen. She enters, cheerful, spots Selina. Pulls out an envelope, looks around.

JEN  
Place is a little dead.

SELINA  
(takes envelope, tense)  
It'll liven up in a minute, trust me.

JEN  
Everything okay?

SELINA  
Great. Catch you later.

Jen leaves. Stryver checks the envelope. Satisfied.

SELINA  
It would've been a lot easier to just give me what we agreed.

STRYVER  
We can't have loose ends. And even in that dress, no one's going to

miss you.

SELINA

No. But my friend over there...?

Stryver looks at Selina's 'date' drooling into a bowl of nuts at the bar - he looks familiar...

SELINA

Every cop in the city's missing him.

Across the bar, the TV on mute -

MANHUNT FOR MISSING CONGRESSMAN.

Stryver looks at Selina.

STRYVER

Cute. But they're not gonna be looking in a place like this.

SELINA

I don't know... You did just use his cell phone.

Stryver glances down at the cell phone as - SCREECH - the Thugs look out the window at cop cars and SWAT units descending on the bar. Stryver glances at the window and - SMASH - Selina CRACKS his head against the table, grabs

Second Thug's gun hand, flips over the table, firing at the other Thugs, who drop. The SWATs batter down the door.

Selina crouches, cowering, screaming.

SWAT

It's alright, Miss. Just stay down -

The SWATs barrel past, chasing the remaining Thugs back through the bar and out into the back alley. Selina smiles.

**36 EXT. ALLEY BEHIND BAR - CONTINUOUS**

**36**

The Thugs turn and open up on the SWATs with automatic weapons.

**37 INT. DIVE BAR - CONTINUOUS**

**37**

Selina moves to the door. Spots the Congressman under the bar, clutching his bleeding leg.

SELINA



Keep some pressure on that,  
sweetheart.

She adjusts her dress in the broken mirror behind the bar.

Moves for the door.

CONGRESSMAN  
(weak)  
Call me?

**38 EXT. DIVE BAR - CONTINUOUS**

**38**

Selina waltzes out - right into Blake. She feigns panic.

SELINA  
There's a man in there - he's  
bleeding!

BLAKE  
It's okay, Miss. It's okay.

Blake helps Selina down onto the tailgate of a SWAT truck.

He heads into the bar, weapon drawn. Selina slips behind the truck and into the night.

**39 INT. DIVE BAR - CONTINUOUS**

**39**

Blake enters, gun drawn. Spots the Congressman.

BLAKE  
(into radio)  
I've got the Congressman - bullet to  
the leg, but he's okay.

**40 EXT. ALLEY BEHIND BAR - CONTINUOUS**

**40**

The SWATs return fire. The Thugs lay down cover fire, then race around a corner into a smaller passage.

A cop car pulls up, blocking the mouth of the alley - Gordon jumps out, gun drawn.

The SWATs approach the passage, massing on both corners tactically. The two corner SWATs exchange hand signals, counting down... They round the corner, aiming low and high.

The passage is empty.

The SWATs cover a fire escape, but Gordon spots at once -

GORDON

Manhole!

He races to the manhole cover - SWATs wrench off the cover, Gordon grabs a flashlight from the nearest SWAT.

GORDON

You three, down with me. You two,  
head down to cover the next exit -

SWAT

Where -?

GORDON

Get the DWP down here, now!

Gordon starts climbing down the ladder...

**41 INT. SEWERS - CONTINUOUS**

**41**

Gordon moves down the tunnel, flashlight low. Three SWATs fall in behind...

**42 EXT. ALLEY BEHIND BAR - CONTINUOUS**

**42**

Blake comes into the alley. Cops surround the manhole.

COP

Where's the DWP guy?

BLAKE

They went down there?

FOLEY

(shaking his head)

And Gordon took SWAT in after them.

**43 INT. SEWERS - CONTINUOUS**

**43**

Gordon hears a noise up ahead - pushes forward, rounds the corner. BANG! GUNFIRE. SWATs return fire, shots sparking off the concrete walls, then - BOOM - behind him the tunnel ERUPTS IN FIRE, blasting the SWATs. Gordon races forward, tearing through the tunnels.

**44 EXT. ALLEY BEHIND BAR - CONTINUOUS**

**44**

Blake jumps back as a fireball bursts out of the manhole.

**45 INT. SEWERS - CONTINUOUS****45**

Gordon races around a corner, gun drawn. A noise makes him turn - WHACK, he is clobbered from behind by a Thug.

**46 EXT. ALLEY BEHIND BAR - CONTINUOUS****46**

Blake pushes forward.

BLAKE

Come on, we gotta get down there -

COP

That was a gas explosion, kid -

BLAKE

Gas? This is a sewer!

FOLEY

No one goes in there till we know what's down there.

BLAKE

We know what's down there, sir. The Police Commissioner!

FOLEY

Somebody get the hothead out of here. And get me a DWP guy!

Blake backs off. Gets an idea - goes for his patrol car.

**47 INT. SEWERS - CONTINUOUS****47**

Thug 1 flips Gordon onto his back.

THUG 1

This one's alive.

(Looks closer.)

Jesus. It's the Police Commissioner.

THUG 2

What do we do?

THUG 1

Take him to Bane.

The two Thugs drag Gordon down through the maze of tunnels.

As they descend deeper they encounter work crews of muscular men wielding large drills and jackhammers, working the walls and ceiling of the larger tunnels. Some of the men are armed

Mercenaries, overseeing gangs of homeless street kids. They stare as Gordon is dragged past. The Thugs drag Gordon between two waterfalls, into -

**48 INT. BANE'S LAIR - SEWERS - CONTINUOUS - NIGHT**

**48**

They approach a figure, turned away, crouched in the firelight. Bare-chested, muscular, masked. Bane. A crooked line of scar tissue runs the length of his spine...

BANE  
Why are you here?

The Thugs drop Gordon at Bane's feet.

THUG 1  
Answer him!

Bane slowly turns to the Thugs.

BANE  
I'm asking you.

THUG 1  
It's the Police Commissioner.

BANE  
And you brought him down here?

THUG 2  
We didn't know what to do. We -

BANE  
You panicked. And your weakness costs three lives.

THUG 1  
No, he's alone -

Bane flips the Thug's chin up and to the side with a crack.

Thug 1 drops. Bane turns to Thug 2.

BANE  
Search him. Then I will kill you.

The Thug, terrified, pulls out Gordon's badge, wallet, gun...and the folded papers of the speech he did not read.

Bane takes these one by one with quick glances. He stops at the papers. Unfolds them...

As he reads, Gordon rolls off the steps, dropping into the rushing flow of water - gunshots ring out...

THUG 2

He's dead.

Thug 2 trails off as Bane looks up from the papers...

BANE

Then show me his body.

THUG 2

That water runs to any one of the outflows - we'd never find him.

Bane turns to the Lead Mercenary.

BANE

Give me your GPS.

Lead Mercenary hands him a GPS - Bane tucks it into Thug 2's jacket, zips it up like a mother sending her kid to school.

BANE

Follow him.

THUG 2

Follow him?

Bane shoots Thug 2, kicks him into the water. Turns to Lead Mercenary.

BANE

Track him. Make sure both bodies will not be found. Then brick up the south tunnel.

**49 EXT. WATER TREATMENT FACILITY - NIGHT**

**49**

Blake comes out to the catchment basin. He spots something stuck up against the grille, thrusts his hand into the raging waters - Gordon is there, alive. Just. Blake pulls him up onto the concrete, hoists him up, hurrying...

**50 INT. FRONT HALL - WAYNE MANOR - DAY**

**50**

Alfred opens the door to reveal Blake in his dirty uniform.

BLAKE

I need to see Brice Wayne.

ALFRED

I'm sorry, Mr. Wayne doesn't take unscheduled calls. Even from police officers.

BLAKE

And if I go get a warrant, in the investigation of Harvey Dent's murder? Would that still count as unscheduled?

**51 INT. STUDY - WAYNE MANOR - MOMENTS LATER**

**51**

Blake is sitting, drumming his leg, nervous. Wayne enters.

WAYNE

What can I do for you, officer?

BLAKE

Commissioner Gordon's been shot.

WAYNE

I'm sorry to hear that -

BLAKE

He chased a gunman down into the sewers. When I pulled him out he was babbling about an underground army. A masked man called 'Bane'.

WAYNE

Shouldn't you be telling this to your superior officers?

BLAKE

I did. One of them asked if he saw any giant alligators down there. He needs you. He needs the Batman.

WAYNE

If Commissioner Gordon thinks I'm the Batman he must be in a bad way -

BLAKE

He doesn't know or care who you are.

(Off look.)

But we've met before. When I was a kid. At the orphanage. See, my mom died when I was small. Car accident, I don't really remember it. But a couple of years later my dad was shot over a gambling debt. I remember that just fine.

(Looks at Wayne.)

Not a lot of people who what it feels like, do they? To be angry. In your bones. People understand, foster parents understand. For a while. Then they expect the angry kid to do what he knows he can never do. To move on. To forget.

Wayne stares at Blake.

BLAKE

So they stopped understanding and sent the angry kid to a boys' home - St. Swithin's. Used to be funded by the Wayne Foundation. See, I figured it out too late. You have to hide the anger. Practice smiling in the mirror. Like putting on a mask. You showed up one day in a cool car, pretty girl on your arm.

BLAKE

We were so excited - Bruce Wayne, billionaire orphan. We made up stories about you. Legends. The other boys' stories were just that. But when I saw you I knew who you really were...

(Beat.)

I'd seen that look on your face. Same one I taught myself.

Blake gets up to leave. Wayne is lost in thought.

BLAKE

I don't know why you took the fall for Dent's murder, but I'm still a believer in the Batman. Even if you're not.

WAYNE

Why did you say your boys' home used to be funded by the Wayne Foundation?

BLAKE

Because the money stopped. Might be time to get some fresh air and start paying attention to the details. Some of those details might need your help.

Wayne and Alfred watch Blake drive away.

WAYNE

You checked that name? 'Bane' -

ALFRED

Ran it through some databases. He's a mercenary. No other known name. Never been seen or photographed without a mask. He and his men were behind a coup in West Africa that secured mining operations for our friend John Daggett.

WAYNE

Now Daggett's brought them here?

ALFRED

It would seem so. I'll keep digging.

Alfred turns to leave.

WAYNE

Why did the Wayne Foundation stop funding boys' homes in the city?

ALFRED

The Foundation is funded from the profits of Wayne Enterprises...

(Off look.)

There have to be some.

WAYNE

Time to talk to Mr. Fox, I think.

ALFRED

I'll get him on the phone -

WAYNE

No. Do we still have any cars around the place?

ALFRED

(lights up)

One or two.

WAYNE

And I need an appointment at the hospital. About my leg.

ALFRED

Which hospital, sir?

WAYNE



Whichever one Jim Gordon's in.

Alfred is less excited by this part of the request.

**53 EXT. WAYNE ENTERPRISES - DAY**

**53**

Moving towards the tall skyscraper downtown.

MIRANDA (V.O.)

Mr. Fox, I believe in what Mr. Wayne  
was trying to do...

**54 INT. BOARDROOM - WAYNE ENTERPRISES - CONTINUOUS**

**54**

Miranda is talking to Lucius Fox at the table.

MIRANDA

I'm only asking for explanations  
because I think I can help.

FOX

I'll pass along your request. Next  
time I see him.

Miranda catches something in this.

MIRANDA

He doesn't talk to you either?

FOX

Let's just say that Bruce Wayne has  
his...eccentricities.

MIRANDA

(rising)

Mr. Fox, are you aware that John  
Daggett is trying to acquire shares  
in Wayne Enterprises?

FOX

I was not. But it wouldn't do him  
any good - Mr. Wayne still retains a  
clear majority.

Miranda leaves. Fox moves into his office - stops.

FOX

Bruce Wayne. As I live and breathe.

Wayne rises, pushing hard on his cane.

FOX

What brings you out of cryo-sleep  
Mr. Wayne?

WAYNE  
I see you haven't lost your sense of  
humor...even if you have lost most  
of my money.

FOX  
Actually, you did that yourself.  
See, if you funnel the entire R and  
D budget for five years into a  
fusion project that you then  
mothball, your company is unlikely  
to thrive.

WAYNE  
Even with -

FOX  
A wildly sophisticated CEO, yes.  
Wayne Enterprises is running out of  
time. And Daggett is moving in.

WAYNE  
What're my options?

FOX  
If you're not willing to turn your  
machine on -

WAYNE  
I can't, Lucius.

FOX  
Then sit tight. Your majority keeps  
Daggett at arm's length while we  
figure out a future for the energy  
program with Miranda Tate - she's  
supported your project all the way.  
She's smart, and quite lovely.

WAYNE  
You too, Lucius?

FOX  
We all just want what's best for  
you, Bruce. Show her the machine.

WAYNE  
I'll think it over.

FOX  
Anything else?

WAYNE

No, why?

FOX

These conversations always used to end with some...unusual requests.

WAYNE

I retired.

FOX

Let me show you some stuff, anyway.

Fox hits a button - the bookcase opens into a hidden elevator.

**55 INT. APPLIED SCIENCES - MOMENTS LATER**

**55**

Fox leads Wayne into the vast, gadget-filled space. They pass Tumblers with different weapons configurations...

WAYNE

I figured you'd have shut this place down.

FOX

It was always shut down, officially.

WAYNE

But all this new stuff?

FOX

After your father died, Wayne Enterprises set up fourteen different defense subsidiaries. I've spent years shuttering them and consolidating all the prototypes under one roof. My roof.

WAYNE

Why?

FOX

Stop them falling into the wrong hands. Besides, I thought someone might get some use out of them...

Wayne shakes his head.

FOX

Sure I can't tempt you to something? Pneumatic crampons? Infrared lenses?

Least let me get you something for that leg.

WAYNE

It's fine the use it gets these days.

FOX

Well, then I have just the thing for an eccentric billionaire who doesn't like to walk...

Fox opens a door - we glimpse a sleek vehicle. Wayne's eyes light up.

WAYNE

Now you're just showing off.

FOX

Defense Department project for tight-geometry urban pacification. Rotors configured for maneuvering between buildings without recirculation.

WAYNE

What's it called?

FOX

It has a long and uninteresting Wayne Enterprises designation. So I took to calling it the Bat. And yes, Mr. Wayne, it does come in black.

Wayne touches its sleek side. Marveling.

FOX

Works great except for the autopilot.

WAYNE

What's wrong with that?

FOX

Software-based instability. Take a better mind than mine to fix it.

WAYNE

Better mind?

FOX

I was trying to be modest. A less busy mind. Yours, perhaps.

Wayne looks wistfully at the machine. Turns away.

WAYNE

I told you. I retired, Lucius.

**56 INT. EXAMINATION ROOM - GOTHAM GENERAL HOSPITAL - NIGHT**

**56**

Wayne listens, distracted, while a Doctor examines an X-ray.

DOCTOR

I've seen worse cartilage in knees -

WAYNE

That's good -

DOCTOR

No, that's because there is no cartilage in your knee. And not much of any use in your elbows and shoulders. Between that and the scar tissue on your kidneys, residual concussive damage to your brain tissue and general scarred-over quality of your body...

(Takes a deep breath.)

I cannot recommend that you go heli-skiing. About the only part of your body that looks healthy is your liver, so if you're bored I recommend you take up drinking, Mr. Wayne.

Wayne smiles. The Doctor leaves. Wayne pulls on a ski mask, steps to the window, hops up, pulls a wire from his cane, which he clips to his belt. He props his cane behind the frame - jumps out. The wire unspools from the cane as -

**57 EXT. TENTH FLOOR - GOTHAM GENERAL HOSPITAL - CONTINUOUS**

**57**

Wayne drops three floors...

**58 INT. PRIVATE ROOM - GOTHAM GENERAL - CONTINUOUS**

**58**

Gordon lies in his bed, hooked up to machines. Wayne, in ski mask, stands over him. Gordon's eyes flutter open. He tries to speak with a weak, hoarse voice...

GORDON

We were in this together. Then you were gone...

WAYNE

The Batman wasn't needed anymore. We won.

GORDON

Built on a lie. Our lie. Now there's evil rising from where we tried to bury it. Nobody will listen... The Batman has to come back.

WAYNE

What if he doesn't exist anymore?

GORDON

He must. He must.

**59 INT/EXT. LAMBORGHINI ON GOTHAM STREETS - NIGHT**

**59**

Wayne pulls up in front of a row of shabby subdivided town houses. Checks a tracking device. Jon, provocatively dressed, leads a Yuppie Banker-type in through a front door.

**60 INT. SELINA'S APARTMENT - CONTINUOUS**

**60**

Selina sits in a small room getting ready to go out. She picks up the pearls - hears a disturbance in the hall.

JEN (O.S.)

I told you - money first -

YUPPIE (O.S.)

Goddammit, you took my wallet!

**61 INT. STAIRWELL OUTSIDE SELINA'S APARTMENT - CONTINUOUS**

**61**

The Yuppie has Jen against the wall - he reaches back to hit her with an expensive wristwatch-clad arm. But Selina has grabbed his wrist with a powerful grip.

SELINA

Get out.

YUPPIE

She took my wallet!

Selina twists his arm behind him in a blinding move.

SELINA

Now.

She releases the Yuppie, who moves off down the stairs.

Selina turns to Jen. Who is examining a wallet.

SELINA

I told you not to try it with the  
assholes, Jen.

JEN

They're all assholes.

SELINA

Okay, the assholes who hit.

JEN

I don't know what he's so upset  
about, he only had sixty bucks in  
here.

SELINA

Probably the watch.

YOUNG WOMAN

Watch?

Selina opens her hand and gives Jen the Yuppie's Rolex.

**62 EXT. SELINA'S BUILDING - OLD TOWN - GOTHAM - LATER**

**62**

Selina exits and hails a cab. Wayne watches her go. Then  
pulls out. Checking his tracker.

**63 EXT. MUSEUM - GOTHAM - LATER**

**63**

Town cars dispense Gotham society in tasteful masquerade.  
Wayne pulls up to the Valet. Paparazzi line the entrance.  
Wayne uses his cane to get out of his Lamborghini...

PAPARAZZI

Another stiff too old to climb out  
of his sports car.

PAPARAZZI 2

No, that's Bruce Wayne! Hey, Wayne,  
where you been hiding?

Lenses swing onto Wayne, who pushes a button on his key fob -  
a pulse. The cameras die. Wayne heads to the door.

WAYNE

I'm not sure if my assistant put me  
on the guest list -

GREETER  
Right through here, Mr. Wayne...

**64 INT. MUSEUM - CONTINUOUS**

**64**

A lavish ball - the expressively attired dance under falling confetti... Even Bruce Wayne is struck by the ostentation.

He spots Selina dancing with a deeply smitten Rich Twit. She wears a small, velvet pair of cat ears. And the pearls.

MIRANDA (O.S)  
Bruce Wayne at a charity ball?

Wayne turns to find Miranda Tate, amazed, a small mask her only concession to fancy dress.

WAYNE  
Miss Tate, isn't it?

MIRANDA  
Even before you became a recluse,  
you never came to these things...

WAYNE  
True. Proceeds go to the big fat  
spread, not the cause. It's not  
about charity, it's about feeding  
the ego of whichever society has  
laid it on.

MIRANDA  
Actually, this is my party, Mr.  
Wayne.

WAYNE  
Oh.

MIRANDA  
And the proceeds will go where they  
should, because I paid for the big  
fat spread myself.

WAYNE  
That's very generous of you.

MIRANDA  
You have to invest to restore  
balance to the world. Take our  
clean-energy project...

WAYNE



Sometimes the investment doesn't pay off. Sorry.

MIRANDA

You have a practiced apathy, Mr. Wayne. But a man who doesn't care about the world doesn't spend half his fortune on a plan to save it...

(Gentle.)

And isn't so wounded when it fails that he goes into hiding...

Wayne looks at Miranda. Intrigued.

MIRANDA

Have a good evening, Mr. Wayne.

Wayne watches Miranda glide away. Then turns to Selina.

WAYNE

Mind if I cut in?

Rich Twit turns, annoyed - Wayne hands him his cane. Takes Selina by the waist. She glares at him.

WAYNE

You don't seem very happy to see me.

SELINA

You were supposed to be a shut-in.

WAYNE

Felt like some fresh air.

SELINA

Why didn't you call the police?

WAYNE

I have a powerful friend who deals with this kind of thing.

(Admires her cat ears.)

Brazen costume for a cat burglar.

SELINA

Yeah? Who are you pretending to be?

WAYNE

Bruce Wayne, eccentric billionaire. Who's your date?

SELINA

His wife's in Ibiza. She left her diamonds behind, though. Worried they'd get stolen.

WAYNE

It's pronounced 'Ibeetha'. You wouldn't want these folks realizing you're a crook not a social climber.

SELINA

(flash of anger)

You think I care what anyone in this room thinks about me?

WAYNE

I doubt you care what anyone in this room thinks about you.

SELINA

Don't condescend, Mr. Wayne. You don't know a thing about me.

WAYNE

Well, Selina Kyle, I know you came here from your walk-up in Old Town - modest place for a master jewel thief. Which means either you're saving for your retirement - or you're in deep with the wrong people.

SELINA

You don't get to judge me because you were born in the master bedroom of Wayne Manor.

WAYNE

Actually, I was born in the Regency Room.

SELINA

I started off doing what I had to. Once you've done what you had to they'll never let you do what you want to.

WAYNE

Start fresh.

SELINA

There's no fresh start in today's world. Any twelve-year-old with a cell phone could find out what you did. Everything we do is collated and quantified. Everything sticks. We are the sum of our mistakes.

WAYNE

Or our achievements.

SELINA

The mistakes stick better. Trust me.

WAYNE

You think that justifies stealing?

SELINA

I take what I need to from those who have more than enough. I don't stand on the shoulders of people with less.

WAYNE

Robin Hood?

SELINA

I'd do more to help someone than most of the people in this room. Than you.

WAYNE

Maybe you're assuming too much.

SELINA

Or maybe you're being unrealistic about what's really in your pants other than your wallet.

WAYNE

Ouch.

SELINA

You think all this can last?

Wayne glances around at the sumptuous party.

SELINA

There's a storm coming, Mr. Wayne. You and your friends better batten down the hatches, because when it hits you're all gonna wonder how you ever thought you could live so large and leave so little to the rest of us.

WAYNE

Sounds like you're looking forward to it.

SELINA

I'm adaptable.

WAYNE  
 These pearls do look better on you  
 then they did in my safe...

Wayne rolls her into his shoulder - reaches up to the back of her neck, unclasps the necklace.

WAYNE  
 But I still can't let you keep them.

The pearls slide off her neck into his other hand. Selina looks at him. Angry. Then kisses him, hard, and disappears into the crowd. Wayne's cane reappears.

RICH TWIT  
 (annoyed)  
 You scared her off.

WAYNE  
 Not likely.

**65 EXT. MUSEUM - MOMENTS LATER**

**65**

Wayne approaches the Valet. Pats down his pockets.

WAYNE  
 I must have lost my ticket -

VALET  
 Your wife said you were taking a cab home, sir.

WAYNE  
 My wife?

**66 INT/EXT. LAMBORGHINI RACING DOWN STREETS - CONTINUOUS**

**66**

Selina permits herself a little smile as she guns the engine.

**67 INT. ROLLS ROYCE - LATER**

**67**

Alfred watches in the mirror as Wayne climbs into the back.

ALFRED  
 Just you, sir?

Wayne gives him a withering glare.

ALFRED  
 Don't worry, Master Wayne. Takes a little time to get back into the

swing of things.

Wayne dials his phone.

FOX (O.S.)  
This is Fox.

WAYNE  
Remember those 'unusual requests' I  
used to make?

FOX (O.S.)  
I knew it!

Up front, Alfred listens. Concerned.

**68 INT. BATCAVE - DAY**

**68**

Wayne pushes a button on a hi-tech carbon fiber brace strapped to his good knee - the brace tones. As Wayne starts moving his knee, bending, stretching, Alfred puts down a Thermos.

ALFRED  
You've got the wrong leg, sir.

WAYNE  
You start with the good limb so it  
learns your optimum muscle patterns.

Wayne swaps the brace to his bad knee. Puts his weight on it - the knee bends, kicks. He sits again. Cautious.

WAYNE  
Now we tighten it up.

Wayne gingerly pushes a button - the brace starts to shrink tight to his leg, digging in. Wayne grits his teeth.

ALFRED  
It is terribly painful?

WAYNE  
(gritted teeth)  
You're welcome to try it, Alfred.

ALFRED  
Happy watching, thank you, sir.

Wayne shouts as the brace clicks home. He gets to his feet.

WAYNE  
Not bad -

Wayne executes a perfect roundhouse, knocking out a brick.

WAYNE

Not bad at all.

Alfred picks up the brick. Considers it. Uneasy. He follows Wayne across the bridge to the cube.

ALFRED

Master Wayne, if you're considering going back out there you need to hear some rumors surrounding Bane.

WAYNE

I'm all ears.

ALFRED

There is a prison. In a more ancient part of the world. A pit. Where men are thrown to suffer and die. But sometimes, a man rises from the darkness. Sometimes...the pit sends something back.

WAYNE

Bane.

ALFRED

Born and raised in a hell on earth.

WAYNE

Born in a prison?

ALFRED

No one knows why. Or how he escaped. But they know who trained him one he did...Ra's al Ghul. Your mentor.

Wayne takes this in. Shocked.

ALFRED

He plucked Bane from a dark corner of the earth and trained him in the blackest disciplines of combat, deception and endurance. Just like you.

WAYNE

Bane was a member of the League of Shadows.

ALFRED

Until he was excommunicated. And a man considered too extreme for Ra's

al Ghul is not to be trifled with.

WAYNE

I didn't realize I was known for trifling with criminals.

ALFRED

That was then. And you can strap up your leg and put the mask back on. But it won't make you what you were.

WAYNE

Which was?

ALFRED

Someone whose anger at death made him value all life. Even his own.

WAYNE

If this man is all the things you say he is, then this city needs me.

The Batsuit emerges from the cube.

ALFRED

Yes, this city needs Bruce Wayne. Your resources, your knowledge...not your body. Not your life. That time has passed.

WAYNE

I tried helping as Bruce Wayne, Alfred. And I failed.

ALFRED

You can fail as Bruce Wayne. As Batman, you can't afford to.

WAYNE

That's what you're afraid of - that if I go back out there I'll fail.

ALFRED

No. I'm afraid that you want to.

Wayne looks at Alfred. Then turns to examine the Batsuit.

**69 INT. STOCK EXCHANGE - EVENING**

**69**

A frenzy of trading on the packed floor...

Two Traders sit on a shoeshine stand in the lobby.

TRADER 2

You can't short the stock because  
Bruce Wayne goes to a party -

TRADER 1

Wayne coming back is change. Change  
is either good or bad.

TRADER 2

On what basis?

TRADER 1

I flipped a coin.

Near the front entrance: a Food Delivery Guy is standing  
there negotiating with a Trader.

TRADER 3

No. Rye. I told 'em rye.

Trader 3 spots bad news on a screen.

TRADER 3

Alright, I'll take it.

He thrusts Food Guy a tip and grabs the bag, distracted... At  
the rear secure entrance: a Motorcycle Courier enters,  
wearing his helmet - a Female Security Guard gets in his  
face.

FEMALE SECURITY GUARD

Rookie! Lose the helmet!  
(Points at a camera.)  
We need faces for cameras.

In the rest room: a Janitor mops the floor, shifting out of  
the way of two Traders who rush in to pee.

At the shoeshine stand, Trader 1 waves a bill down at the man  
shining his shoes without a glance. Shoeshine Man takes the  
bill, then, as the Traders step off, he reaches into a gym  
bag and checks an automatic weapon. He clicks the slide home,  
then hoists the gym bag and heads for the trading floor.

At the secure entrance: the Courier pulls off his helmet.

The Female Security Guard's eyes go wide.

In the rest room: the Janitor reaches into his bucket and  
pulls out a machine pistol in a Ziploc bag.

Near the front entrance: Food Guy pulls an automatic pistol -  
clubs Trader 3 with it, pastrami flying. Shoeshine Man moves  
onto the floor, pulls out his weapon.



Under the Courier's helmet - a mask. Bane. He grabs the Female Security Guard and throws her into her colleagues, lashing out in four directions with rapidfire lethality.

Shoeshine Man fires into the large trading screens. The floor erupts into a different frenzy - traders hit the deck, screaming. Bane moves onto the floor...

TRADER 1

This is a stock exchange, there's no money you can steal -

He dries up as Bane stops. Turns to him...

BANE

Why else would you people be here?

Bane grabs Trader 1 by the throat and drags him across the floor to an online automated trades terminal... He puts the man's thumb onto the print reader - the screen lights up.

BANE

Enter your password. Or I send these men to your home.

Trader 1, terrified, types in his password. Outside, sirens.

Shoeshine man pulls out a USB drive with an antenna - plugs it into the computer - figures race across the screen...

**70 EXT. STOCK EXCHANGE - CONTINUOUS**

**70**

Police vehicles screech into the narrow street - construction vehicles are blocking. Blake argues with a burly Construction Worker.

BLAKE

Move it, now! We've got a situation.

CONSTRUCTION WORKER

Where can I move it?!

BLAKE

That way!

Blake points - but SWAT vehicles pile in, blocking.

BLAKE

Get in your vehicle and stay there!

Foley and the SWAT Commander, Allen, approach the entrance.

The Market Security Chief walks up, frantic.

SECURITY CHIEF  
You've gotta get in there!

FOLEY  
This is a hostage situation -

SECURITY CHIEF  
It's a robbery! They've got direct  
access to the online trading desk.

FOLEY  
I'm not risking my men for your  
money -

SECURITY CHIEF  
It's not our money, it's everyone's!

ALLEN  
Really? Mine's in my mattress.

SECURITY CHIEF  
If you don't shut these guys down,  
the stuffing in that mattress might  
be worth a whole lot less, pal.

FOLEY  
Cut the fiber line - shut down the  
cell tower. That'll slow them down.

**71 INT. STOCK EXCHANGE - CONTINUOUS**

**71**

Shoeshine Man looks up from the laptop.

SHOESHINE MAN  
They cut the fiber. Cell's working.

BANE  
For now. How much longer does the  
program need?

SHOESHINE MAN  
Eight minutes.

BANE  
Time to go mobile.

Shoeshine Man picks up the laptop, slips it into his pack...

**72 EXT. STOCK EXCHANGE - CONTINUOUS**

**72**

Allen shouts at his men.

ALLEN

Get the barriers up - no more in and  
out on this street!

Steel wedge-shaped barriers rise up at the mouth of the  
street. A Sniper watches the doors through a thermal scope.

Six large heat signatures bloom, too big for people...

SNIPER

I've got something -

The door explodes. SWATs duck, six sportbikes race out and  
leap the ramp-like barricades, sending SWATs scattering.

Cops scramble to pull their vehicles out to give chase.

**73 EXT. GOTHAM STREET - CONTINUOUS**

**73**

The bikes weave through traffic, Traders strapped to the  
back, facing backwards - screaming, tires flying in the wind.

A cruiser falls in behind.

ROOKIE COP

Shoot the tires!

A Veteran Cop sights a shot, but the Traders are in the way.

VETERAN COP

No shot!

**74 EXT. STOCK EXCHANGE - CONTINUOUS**

**74**

Foley is barking into his radio.

FOLEY

Back off, back off! They've got  
hostages!

**75 INT/EXT. CRUISER ON GOTHAM STREETS - CONTINUOUS**

**75**

The cruiser follows the bike into a large tunnel. A Rookie  
Cop looks up into his rear-view.

ROOKIE COP

What's going on with the lights?

The Veteran Cop looks back - streetlights and headlights are  
dying one after another. The darkness is chasing them - the  
darkness hits them. Their lights, sirens, and engine die...

And, out of the silence, a dark shape roars past -

VETERAN COP  
It can't be...

ROOKIE COP  
The hell was that?!

VETERAN COP  
Oh boy. You're in for a show  
tonight, son.

**76 EXT. HIGHWAY - CONTINUOUS 76**

Food Guy drives the rear bike. He looks back - sees  
streetlights explode behind him - darkness catching him up.

The engine chokes and dies. The Trader jumps off, shouting  
for the cops. Food Guy turns, pulling his gun. SMASH! - Food  
Guy is thrown backwards off his bike by a dark wing as BATMAN  
races by on the Bat-Pod.

**77 EXT. STOCK EXCHANGE - CONTINUOUS 77**

Foley rushes to Blake's cruiser.

FOLEY  
Let's roll, they've spotted the  
Batman!

**78 EXT. HIGHWAY INTERSECTION - CONTINUOUS 78**

The remaining bikes split up as they reach a high overpass.

**79 EXT. HIGH OVERPASS - CONTINUOUS 79**

Batman pulls up, overlooking the intersection - pulls a  
rifle-shaped device. A tone builds - he aims it at the bike  
and fires.

**80 EXT. HIGHWAY OFF-RAMP - CONTINUOUS 80**

Janitor's bike sparks and dies. Sirens as Cops move in,  
Another bike splutters and dies - the Hostage breaks for  
cover.

**81 EXT. HIGH OVERPASS - CONTINUOUS 81**

Batman sees the last two bikes disappear beneath an overpass. He holsters his EMP rifle and guns the Bat-Pod.

**82 INT. BLAKE'S CRUISER - CONTINUOUS**

**82**

Foley, in the back, is using the cruiser as a mobile command station.

FOLEY  
(into radio)  
Call everyone in - every car patrol,  
beat cop, off-duty, too! Pull 'em  
in, close every street! Now!

Foley looks out at Gotham rushing by.

FOLEY  
I'm gonna do what Gordon never  
could.

BLAKE  
What's that?

FOLEY  
I'm gonna take down the Batman.

BLAKE  
Sir, what about the armed robbers?

Foley ignores him.

**83 EXT. GOTHAM - CONTINUOUS**

**83**

All around the city, cops mobilize - cars, vans, choppers...

**84 EXT. HIGHWAY - CONTINUOUS**

**84**

Bane pulls up at speed alongside Shoeshine Man. Shoeshine Man glances inside his pack - signals '2'. Bane turns, sees darkness approaching, reaches back and grabs his Hostage, lifting him onto the back of Shoeshine Man's bike. Bane peels off - Batman stays on Shoeshine Man.

**85 INT. CHOPPER - CONTINUOUS**

**85**

A Spotter watches Bane peel off, hits the radio.

SPOTTER  
(into radio)  
One bike's pulled off, no hostage -

**86 INT. BLAKE'S CRUISER - CONTINUOUS****86**

Foley listens to the radio, hungry -

SPOTTER  
(over radio)  
Should we pursue?

FOLEY  
Negative! Stay on the Batman!

BLAKE  
But he's getting away!

FOLEY  
(annoyed)  
Who do you want to catch? Some  
robber, or the son-of-a-bitch who  
killed Harvey Dent?

**87 INT. DAGGETT'S PENTHOUSE - CONTINUOUS****87**

Coverage of the pursuit blares from all the TVs, as Daggett and Stryver watch. Tense.

TV ANNOUNCER  
People aren't saying much - frankly,  
they're too busy - but all signs  
suggest that what we're

TV ANNOUNCER  
seeing is, in fact, the return of  
the Batman...

**88 INT. INNER OFFICE - DAGGETT'S PENTHOUSE - CONTINUOUS****88**

Moving in on a shadow, crouched in front of Daggett's safe, working the dial... The shadow slides up a pair of goggles onto the top of its head creating the silhouette of cat ears. It is Catwoman. She turns to the TV, watching the pursuit.

CATWOMAN  
Well, what do you know?

Catwoman opens the safe. Nothing inside. She frowns.

**89 EXT. GOTHAM STREETS - CONTINUOUS****89**

Bane slips between two cruisers who tear after the Batman.

He jumps up onto a concrete barrier, then down to the mouth of an outflow pipe. He glances at the entire Gotham Police Department descending on one man. Disappears into the pipe.

**90 EXT. GOTHAM STREETS - CONTINUOUS**

**90**

Shoeshine Man glances into his pack - the program beeps, finished. He looks back to see the Bat-Pod racing at him, ducks as it comes alongside...riderless. Shoeshine Man looks up, confused. WHUMP! His hostage is ripped off the bike by a low-flying dark shape.

Shoeshine Man lays down the bike in a shower of sparks, rolls off dazed. Batman grabs him.

BATMAN  
WHAT WERE YOU STEALING?!

Shoeshine Man stares. Unafraid. Batman rips the computer from his pack. The screen reads:

APPLICATION COMPLETE

Blinding light and noise as police choppers descend - sirens everywhere. Batman grabs the USB drive from the laptop. He jumps on the Bat-Pod - pauses, taking in the sight of thousands of police, cars, choppers, dogs, closing in.

POLICE VOICE  
(over loudspeaker)  
STEP AWAY FROM THE BIKE!

Batman looks at the line of stopped traffic. An empty car transporter is below the on-ramp... Batman fires the cannons at the transporter, the near ramp crashes down, and Batman roars towards it - mounts it and jumps onto the on-ramp...

**91 INT. DAGGETT'S PENTHOUSE - CONTINUOUS**

**91**

Daggett angrily grabs some ice cubes for his drink.

DAGGETT  
After eight years he has to pick  
tonight...

STRYVER  
He's drawing the cops off Bane...

Daggett watches, intrigued.

**92 INT. BLAKE'S CRUISER - CONTINUOUS**

**92**

Foley shouts down the phone.

FOLEY  
How did you let him go?!

COP  
(over radio)  
He's got a lot of firepower -

FOLEY  
And you don't?! We're not letting  
one nut with a bad attitude and some  
fancy gadgets run this town down,  
you hear me?!

COP  
(over radio)  
He's heading back downtown...

FOLEY  
(excited)  
Then he's as dumb as he dresses -  
close it down, gentlemen!

**93 EXT. GOTHAM STREETS - CONTINUOUS**

**93**

Thousands of police jockey to pursue the Batman as he races back into the downtown area.

**94 EXT. DOWNTOWN STREET - CONTINUOUS**

**94**

The Bat-Pod tears along, pursued by a phalanx of cruisers, choppers overhead. More cops appear at the far end of the boulevard.

The Bat-Pod executes a ninety-degree turn, flipping over as it goes, then guns into the darkness of a large blind alley.

Cruisers and choppers block the mouth of the alley. Blake arrives last, his cruiser sealing the bottleneck. Foley swaggers out.

FOLEY  
Like a rat in a trap, gentlemen...

Foley reaches for a loudhailer. VARRROOOOM!! A noise from the alley that none of the cops have heard before...

VETERAN COP  
You might have the wrong animal  
there, sir -



Spotlights smash on and a massive dark cyclone roars out of the alley, spinning the choppers sideways, dual rotor downdraft forcing all the cops to the ground.

The Bat, now black, thunders up and over the entire Gotham PD. Blake slides up to Foley. Dry.

BLAKE

Are you sure that was him?

Foley looks at Blake. Thrusts the loudhailer at him.

**95 INT. HOSPITAL ROOM - CONTINUOUS**

**95**

Gordon, still hooked up to machines, watches TV. He smiles.

ANNOUNCER

(on TV)

Police are keeping quiet about the prospect of a return by the Batman, but eyewitness accounts seem the clearly suggests the type of...

**96 INT. DAGGETT'S PENTHOUSE - NIGHT**

**96**

Daggett watches the TV coverage, concerned. Stryver enters.

STRYVER

Bane says the Batman interfered, but the task was accomplished.

DAGGETT

What about the men they arrested?

STRYVER

He says, and I quote, they would die before talking.

DAGGETT

(grins)

Where does he find these guys?

Daggett gets to his feet, relieved, moves to his inner office.

Open the champagne...

**97 INT. INNER OFFICE - DAGGETT'S PENTHOUSE - CONTINUOUS**

**97**

Daggett comes through the door, calling back.

DAGGETT

And can we get some girls in here?

CATWOMAN (O.S.)

Careful what you wish for.

Catwoman grabs him, throws him across the room. His back slams against the wall - he draws a gun, but - WHACK! - Catwoman pins his wrist to the wall at shoulder height using the high heel of her boot. He whimpers as she leans in.

CATWOMAN

Cat got your tongue?

She plucks the gun from his trembling hand.

DAGGETT

You dumb bitch.

CATWOMAN

Nobody ever accused me of being dumb.

DAGGETT

Dumb to show up here tonight.

CATWOMAN

I want what you owe me -

Click - Stryver has a gun to her head.

DAGGETT

'I want' never gets...

Stryver looks appreciatively at Catwoman as she lowers her leg...

STRYVER

Nice outfit...those heels make it tough to walk?

Catwoman digs her stiletto into his calf, hard. He screams.

CATWOMAN

I don't know, do they?

Catwoman spins, disarms Stryver, grabs Daggett.

CATWOMAN

So where is it?

DAGGETT

Where's what?

CATWOMAN  
The program. The 'Clean Slate'.

DAGGETT  
Oh, yeah - the ultimate tool for a  
master thief with a record. I don't  
have it.

The Bodyguard bursts in, gun drawn. Catwoman, holding  
Daggett, spins, kicking the window with the point of her  
heel. The glass shatters. She pulls Daggett through the  
window. He screams - they drop...

**98 EXT. WINDOW-CLEANING PLATFORM - CONTINUOUS**

**98**

...ten feet onto the window-cleaning platform. Catwoman uses  
her bladed heel to cut a rope - the platform plunges down the  
side of the building.

**99 EXT. FLAT ROOF - MOMENTS LATER**

**99**

Catwoman dumps Daggett onto the roof, towering over him.

CATWOMAN  
Where is it?

DAGGETT  
The 'Clean Slate'? Type in a name  
and date of birth and within a  
couple hours that person ceases to  
exist in any database? Little too  
good to be true.

CATWOMAN  
You're lying. Rykin Data took it to  
prototype stage -

DAGGETT  
That's why I bought them. But they  
had nothing. It was a gangland myth.

Catwoman leans back from Daggett, taking this in... Shapes  
drop onto the rooftop. Emerge from fire exits. They're not  
Daggett's bodyguards, these are Bane's men... Catwoman holds  
Daggett by the throat, threatening him.

CATWOMAN  
Stay back!

They continue to approach. One of them screws a silencer onto  
his gun.

CATWOMAN  
I'm not bluffing!

VOICE (O.S.)  
They know...

All eyes search for the source of the voice. Catwoman spots it - a dark shape, crouched on the roof above: Batman.

BATMAN  
They just don't care.

As the Mercenary with the silencer looks up, Catwoman leaps forward, grabs his gun. Batman drops into the middle of the fray, fighting back Mercenaries at Catwoman's back - she fires at one, clipping him, he drops. She spins aiming at another's head - Batman yanks her arm down, forcing her to miss the Mercenary. Batman takes him out with a kick.

CATWOMAN  
You've got to be kidding.

BATMAN  
No guns. No killing.

CATWOMAN  
Where's the fun in that?

As more mercenaries come out onto the roof, Batman runs for the far edge.

BATMAN  
Come on!

Catwoman follows, confused, as Batman leaps off the roof.

She gets to the edge, pauses to look down into the alley - sees the black angular roof of the Bat, cockpit open.

Shots impact around her - she leaps, landing hard, but gracefully on the back of the vehicle, slides into the cockpit. As the engines thunder into life, and the canopy hisses shut, taking bullets from above.

CATWOMAN  
My mother warned me about getting  
into cars with strange men -

BATMAN  
This isn't a car.

Catwoman flinches as the Bat thunders into the sky, downdraft forcing the Mercenaries down onto the roof, all but one, who

walks slowly across the roof, strong against the wind...Bane.  
He watches the Bat roar off into the night.

**100 EXT. ROOFTOP - SKYSCRAPER - GOTHAM - MOMENTS LATER**

**100**

The Bat lands - the canopy opens. Catwoman jumps out.

CATWOMAN

See you around -

Batman steps down after her.

BATMAN

You're welcome.

CATWOMAN

I had it under control.

BATMAN

Those weren't street thugs - they  
were trained killers. I saved your  
life. In return I need to know what  
you did with Bruce Wayne's  
fingerprints.

Catwoman looks at him. Considering.

CATWOMAN

Wayne wasn't kidding about a  
'powerful friend'. I sold his prints  
to Daggett. For something that  
doesn't even exist.

BATMAN

I doubt many people get the better  
of you.

CATWOMAN

Hey, when a girl's desperate...

BATMAN

What were they going to do with  
them?

CATWOMAN

I don't know. But Daggett seemed  
pretty interested in that mess at  
the stock market.

Batman considers this. A police chopper sweeps past,  
searching. Batman turns to it. Then turns back.

BATMAN

Miss Kyle -?

But she is gone.

BATMAN

So that's what that feels like.

**101 INT. BATCAVE - NIGHT**

**101**

Alfred is studying security camera footage of Bane killing at the stock exchange. A roar builds - the waterfall glows brighter until...SMASH! The Bat breaches, downdraft spraying water. Two cubes rise - the Bat lands, Batman jumps out.

Alfred brushes water off his suit.

ALFRED

Very inconspicuous. Shall I tell the neighbors you got yourself a new leaf-blower?

WAYNE

We bought all the neighbors.

Alfred takes the cowl from him, then the cape, as they walk.

ALFRED

From the look of the television coverage, you seem to have your taste for wanton destruction back.

WAYNE

(pulls out USB drive)  
I retrieved this.

ALFRED

Shouldn't the police be gathering the evidence?

WAYNE

They don't have the tools to analyze it.

ALFRED

They would if you gave them to them  
-

WAYNE

One man's tool is another man's weapon.

ALFRED

In your mind, perhaps. But there aren't many things you couldn't turn into a weapon.

WAYNE

Alfred. Enough. The police weren't getting it done -

ALFRED

Perhaps they would've if you haven't made a sideshow of yourself.

WAYNE

Perhaps you're upset you were wrong.

ALFRED

Wrong?

WAYNE

You thought I didn't have it in me.

Alfred looks at him. Puts down the cape and cowl.

ALFRED

You don't. You lead a bloated police force on a merry chase with some fancy new toys from Fox. What about when you come up against him. What then?

Alfred points to the monitor - Wayne sees Bane killing...

WAYNE

I'll fight harder, I always have.

ALFRED

When you had something to fight for. What are you fighting for now? Not your life.

Wayne moves to switch off the monitor. Alfred grabs his hand.

ALFRED

Take a good look. At his speed, his ferocity, His training. I see the power of belief. Of the fanatic. I see the League of Shadows resurgent.

WAYNE

You said he was excommunicated.

ALFRED

By Ra's al Ghul. Who leads them now?

WAYNE

Ra's al Ghul was the League of Shadows. And I beat him. Bane's just a mercenary, and we have to find out what he's up to.

Wayne plugs the USB in, hits keys. Text scrolls.

WAYNE

Trades of some kind. Coded...

The screen blanks, a thumb print appears.

ALFRED

Is that -?

WAYNE

Mine. Courtesy of Selina Kyle.

Wayne pulls out the USB, rises.

WAYNE

Get this to Fox - he can crack the code and tell us what trades they were executing.

Alfred looks at Wayne. Takes the USB.

**102 INT. HALL, WAYNE MANOR - CONTINUOUS - NIGHT**

**102**

As Wayne hits the bottom of the stairs, Alfred calls.

ALFRED

I'll get this to Fox. But no more.

Wayne hears his tone of voice. Turns to him.

ALFRED

I've sewn you up and set your bones...but I won't bury you. I've buried enough members of the Wayne family.

WAYNE

You'd abandon me?

ALFRED

You see only one end to your story. Leaving is all I have to make you understand: you aren't Batman anymore - you have to find another way. You used to talk about



finishing. About life beyond that awful cave -

WAYNE

Rachel died knowing we'd decided to be together. That was my life beyond this cave and I can't just move on. She didn't. She couldn't.

Alfred considers this. Looks away.

ALFRED

What if he had? What if she wasn't intending to make a life with you?

WAYNE

She was, I can't change that -

ALFRED

What if, before she died, she'd written a letter? Explaining that she'd chosen Harvey Dent over you?

Wayne watches, confused, as the old man prepares to say -

ALFRED

And what if, to spare you pain...I'd burned that letter?

Wayne stares at Alfred, shocked.

WAYNE

Why would you say such a thing?

ALFRED

Because I have to make you understand.

WAYNE

You're lying.

ALFRED

Because you are as precious to me as you were to your own mother and father and I swore to them that I would protect you and I haven't.

WAYNE

You're lying!

ALFRED

I've never lied to you. Except when I burned Rachel's letter.

Wayne turns on the old man, furious.

WAYNE

How dare you use Rachel to stop me!

ALFRED

I'm using the truth, Master Wayne.  
Maybe it's time we all stopped  
trying to outsmart the truth and  
just let it have its day. I'm sorry.

WAYNE

Sorry?! You expect to destroy my  
world, then shake hands?!

ALFRED

No. I know what this means -

WAYNE

What does it mean, Alfred?!

ALFRED

It means your hatred. It means  
losing the person I've cared for  
ever since I heard his first cries  
echo through this house. But it  
might also mean saving your life.  
And that is more important.

Wayne looks at Alfred. Furious. Summons the worst thing to  
say and says it quietly and calmly.

WAYNE

Goodbye, Alfred.

ALFRED

(quiet)  
Goodbye, Bruce.

Wayne mounts the stairs...Alfred watches him go. Turns.

**103 INT. MASTER BEDROOM - WAYNE MANOR - MORNING**

**103**

Wayne is woken by the doorbell.

**104 INT. STAIRCASE - WAYNE MANOR - MOMENTS LATER**

**104**

As Wayne moves through the empty house, tying his dressing  
gown, he can't resist one tentative.

WAYNE

Alfred?

But Alfred is gone.

**105 INT. FRONT HALL - WAYNE MANOR - CONTINUOUS**

**105**

Wayne opens the front door the find Fox. Fox is surprised.

FOX  
Answering your own door?

WAYNE  
Yes. Could you decode the trades on  
that drive?

Fox hands Wayne a newspaper - the main headline: BATMAN BACK  
TO FOIL OR MASTERMIND STOCK RAID...

FOX  
I didn't need to. Page three.

Wayne turns the page:

WAYNE DOUBLES DOWN - AND LOSES...

FOX  
It seems you made a series of large  
put options on the futures exchange.  
Verified by thumb print. The options  
expired at midnight last night.

Wayne looks up from the newspaper, reeling.

FOX  
Long term we may be able to prove  
fraud, but for now...you're  
completely broke. And Wayne  
Enterprises is about to fall into  
the hands of John Daggett.

WAYNE  
The weapons - we can't let Daggett  
get his hands on Applied Sciences -

FOX  
Applied Sciences is shut up tight,  
and off the books. The energy  
project is a different story.

WAYNE  
Miranda Tate. We need to convince  
the board to get behind her. Let's  
show her the reactor -

FOX

We're meeting her there in thirty-five minutes. You better get dressed.

**106 EXT. WAYNE ENTERPRISES RECYCLING PLANT - DAY**

**106**

A scrapyard on the Gotham river. Across the water, the towers of Gotham. Lucius leads Miranda from her car.

MIRANDA

You brought me out here to show me a rubbish dump, Mr. Fox?

FOX

Bear with me, Miss Tate.

They arrive at a Portakabin and enter.

**107 INT. PORTAKABIN - CONTINUOUS**

**107**

Miranda looks around the derelict office. Fox smiles at her.

FOX

Keep your hands and feet inside the car at all times.

He hits a button and the floor descends, Miranda is shocked as the office becomes an elevator into -

**108 INT. ELEVATOR - FUSION REACTOR - CONTINUOUS**

**108**

They descend diagonally into a massive concrete tunnel...

MIRANDA

This is it, isn't it?

FOX

The reactor is beneath the river so that it could be instantly flooded in an event of a security breach.

MIRANDA

Is Bruce Wayne really that paranoid?

FOX

I'm gonna plead the fifth on that one.

Miranda marvels as they step off the elevator. She spots a figure deep within: Bruce Wayne.

WAYNE

I thought you might like to see what your investment built.

MIRANDA

No radiation, no fossil fuels. Free, clean energy for an entire city.

WAYNE

If it worked. It doesn't.

Wayne leads Miranda to the core. Two perpendicular rings of electromagnets suspend a bowling-ball-sized mass of metal.

Wayne hits buttons - the ball glows, then dies to cold.

WAYNE

Ignition, yes. But no chain reaction.

MIRANDA

You've built a lot of security around a damp squib.

Nothing.

MIRANDA

About three years ago a Russian scientist published a paper on weaponized fusion reactions. One week later your reactor started developing problems...

(Looks at Wayne.)

I think this machine works.

WAYNE

Miranda, if it were operational, the danger to Gotham would be too great.

MIRANDA

Would it make you feel better to know that the Russian scientist died in a plane crash six months ago?

WAYNE

Someone else will work out what Dr. Pavel did. Someone else will figure out how to turn this power source into a nuclear weapon. I need you to take control of Wayne Enterprises and this reactor.

MIRANDA

And to do what with it?

WAYNE

Nothing. Until we can find a way to guarantee its safety.

MIRANDA

And if we can't?

WAYNE

Decommission it. Flood it.

MIRANDA

Destroy the world's best chance for a sustainable future?

WAYNE

If the world's not ready. Yes.

MIRANDA

Bruce, if you want to save the world you have to start trusting it.

WAYNE

I'm trusting you.

MIRANDA

Doesn't count. You have no choice.

WAYNE

I could've flooded this chamber any time in the last three years. I'm choosing to trust you, Miranda, and that's not the easiest thing for me. Please.

His eyes are genuine. Pleading. Miranda nods.

FOX

We have a board meeting to get to.

**109 INT. BOARDROOM - WAYNE ENTERPRISES - DAY**

**109**

The Board Members, including Daggett and Miranda, take their seats. Fox at one end of the table, Wayne at the other.

DAGGETT

I'd like to point out that we have a non-board member here. Highly irregular, even if it is his family name above the door...

All eyes go to Wayne. An older member of the board pipes up.

FREDERICKS

Bruce Wayne's family built this company -

BOARD MEMBER 2  
And he himself has run it -

DAGGETT  
Into the ground, sir. Anybody disagree? Check the value of your shares this morning. Gambling on crazy futures didn't just lose Mr. Wayne his seat, it's lost us all a lot of money. He needs to leave.

FOX  
I'm afraid he has a point, Mr. Wayne.

WAYNE  
I understand. Ladies and gentlemen.

Wayne glances at Miranda who nods at him. Wayne leaves.

DAGGETT  
Let's get down to business.

FOX  
Right away.

**110 INT. LOBBY - WAYNE ENTERPRISES - CONTINUOUS**

**110**

Wayne exits the building. There is an angry mob of Shareholders and a pack of hungry Reporters.

REPORTER  
Wayne, how's it feel to be one of the people?!

COMPANY VALET  
I'm sorry, sir, they had paperwork -

Wayne looks over to see his Lamborghini being towed.

BLAKE (O.S.)  
Looks like you need a lift.

Wayne turns to see Blake standing by his patrol car. Nods.

**111 INT. DAGGETT'S PENTHOUSE - DAY**

**111**

Daggett bursts in, furious. Stryver tries to placate him.

DAGGETT

How the hell did Miranda Tate get  
the inside track on the Wayne  
board?! Was she meeting with Wayne?  
Was she sleeping with Wayne?

STRYVER

Not that we know of -

DAGGETT

Clearly you don't 'know of'  
anything, do you?! Where's Bane?!

STRYVER

We told him it was urgent -

DAGGETT

Then where is the masked -

BANE (O.S.)

Speak of the devil...

Daggett turns. Bane is already there.

BANE

...and he shall appear.

DAGGETT

What the hell's going on?

BANE

The plan is proceeding as expected.

DAGGETT

You see me running Wayne  
Enterprises?!

(Moves towards Bane.)

Your stock exchange hit didn't work,  
friend. And now you've got my  
construction crews working all hours  
around the city? How's that supposed  
to help my company absorb Wayne's?

BANE

(to Stryver)

Leave us.

DAGGETT

You stay right there! I'm in charge!

Bane places a gentle hand on Daggett's shoulder.

BANE

Do you feel in charge?



Daggett is taken aback. Stryver leaves.

DAGGETT  
I've paid you a small fortune -

BANE  
And that gives you power over me?

Daggett considers the heavy hand on his shoulder. Nervous.

DAGGETT  
What is this?

BANE  
Your money and infrastructure have  
been important. Till now.

DAGGETT  
What are you?

BANE  
Gotham's reckoning. Come to end the  
borrowed time you've all been living  
on...

Bane gently takes the terrified Daggett's head in his  
hands...

DAGGETT  
You are true evil...

BANE  
I am necessary evil.

Stryver, on the steps outside the living room, flinches.

**112 INT/EXT. CRUISER ON GOTHAM STREETS - MOMENTS LATER**

**112**

Wayne stares out the window. Blake glances across.

BLAKE  
When you began...why the mask?

WAYNE  
To protect the people closest to me.

BLAKE  
You're a loner with no family.

WAYNE  
There are always people you care  
about. You just don't realize how  
much until they're gone.

(Collects himself.)  
The idea was to be a symbol. Batman  
could be anybody, that was the  
point.

BLAKE  
It was damn good to see him back.

WAYNE  
Not everybody agrees.

BLAKE  
They'll figure it out in the end.

WAYNE  
Got anything on Bane's whereabouts?

BLAKE  
Yeah, I've got five hundred pages of  
tunnel records and a flashlight. I  
could use some help.

WAYNE  
(thinks)  
You know what? Drop me in Old  
Town...

**113 EXT. SELINA'S BUILDING - OLD TOWN - GOTHAM - DAY**

**113**

Blake drops Wayne off.

WAYNE  
Don't wait. I'll get a cab.

BLAKE  
You got money?

WAYNE  
(smiles, sheepish)  
Actually, no.

Blake hands him some bills, watches him cross the street.

The radio squawks. Blake reacts - drives off.

**114 INT. SELINA'S APARTMENT - MOMENTS LATER**

**114**

Selina is packing a bag. She hears voices in the stairwell.

JEN (O.S.)  
I told you, money first.

WAYNE (O.S.)  
I don't think so.

**115 INT. STAIRWELL OUTSIDE SELINA'S APARTMENT - CONTINUOUS**

**115**

Selina finds Wayne standing there with Jen.

SELINA  
He's not a mark.

Jen looks at Selina. At Wayne.

SELINA  
And he doesn't have a cent to his  
name, anyway.

**116 INT. SELINA'S APARTMENT - MOMENTS LATER**

**116**

Wayne looks at the cramped space. Selina shifts, embarrassed.

SELINA  
Yeah, it's not much.  
(Smiles.)  
But it's more that you've got right  
now.

WAYNE  
Actually, they're letting me keep  
the house.

SELINA  
(shakes head)  
The rich don't even go broke same as  
the rest of us, huh?

WAYNE  
(spots her bag)  
Vacation?

SELINA  
Let's just say that I've incurred  
the wrath of some people less  
susceptible to my charms than you.

WAYNE  
My powerful friend hopes to change  
your mind about leaving.

SELINA  
And how would he do that?

WAYNE

By giving you what you want.

SELINA  
It doesn't exist.

WAYNE  
He says it does. He wants to meet.  
Tonight.

SELINA  
Why?

WAYNE  
He needs to find Bane. He thinks  
you'd know how.

SELINA  
Tell him I'll think about it.

Wayne nods, starts to leave.

SELINA  
Mr. Wayne? I'm sorry they took all  
your money.

WAYNE  
No, you're not.

**117 INT. HOSPITAL CORRIDOR - DAY**

**117**

Blake moves through the hospital corridor, looking for -

**118 INT. HOSPITAL ROOM - CONTINUOUS**

**118**

Blake enters. Gordon is sitting up in bed, talking to Foley.

FOLEY  
Can we help you, officer?

BLAKE  
John Daggett's body was found in a  
dumpster an hour ago. I thought you  
might like to know.

GORDON  
Why?

BLAKE  
Because Daggett's name is all over  
the permits I pulled to map the  
tunnels under Gotham.

Blake hands Gordon a stack of files. Foley glares at Blake.

BLAKE  
MTA maintenance, sewer  
construction...

GORDON  
(to Foley)  
Where did you get to with the tunnel  
searches?

FOLEY  
(to Blake)  
Remind me to tell the detail to keep  
hotheads out.  
(To Gordon.)  
We've had teams down there, but it's  
a huge network -

GORDON  
Get more men, work a grid. I want  
him found.

FOLEY  
Yeah, yeah - the masked man. We're  
on it.

Gordon eyes the files hungrily - glances up at Blake.

GORDON  
This is good work. Lose the uniform  
- you're working for me now. We  
could use some hotter heads around  
here.

BLAKE  
This could just be a coincidence.

GORDON  
You're a detective now, son, you're  
not allowed to believe in  
coincidence anymore.

Blake tries to conceal his excitement from Foley.

**119 EXT. WAYNE MANOR - EVENING - END OF DAY**

**119**

Wayne, covering his head with a newspaper, hurries up the  
driveway in the rain. Steps into the alcove. Hits the bell.

MIRANDA (O.S)  
Nobody's answering.

Wayne turns to find Miranda there.

WAYNE

No. I'm on my own now.

MIRANDA

Do you have keys?

Wayne looks a little helpless all of a sudden.

WAYNE

Never needed them...

She takes his hand.

MIRANDA

Let's find a window.

**120 INT. GREAT ROOM - WAYNE MANOR - CONTINUOUS - END OF DAY 120**

They force the French windows - enter, brushing off the rain.

MIRANDA

Fox worked the board like you've  
never seen - I'm in, Daggett's out  
and he's not happy.

Wayne sets down the newspaper:

FROM BILLIONAIRE TO BUM

WAYNE

Hope you don't like me for your  
money.

Miranda kicks off her shoes. Glances at the paper.

MIRANDA

Suffering builds character.

Then at a photo of Wayne's parents.

MIRANDA

I'll take care of your parents'  
legacy, Bruce.

Miranda picks up a photo of Rachel.

MIRANDA

Who's this?

Wayne looks at her. Can't find words...

MIRANDA  
Where's Alfred?

WAYNE  
He left. Taking everything.

Miranda puts the photo down. Kisses him. Passionately. Then again. He kisses back. Suddenly the lights go out.

MIRANDA  
What's that?

WAYNE  
(sheepish)  
I think my power's been shut off.

**121 INT. SAME - LATER - NIGHT**

**121**

Wayne watches as Miranda tends to a roaring fire.

WAYNE  
You're pretty good at that.

MIRANDA  
When I was a child we had almost nothing. But on the nights we had a fire, we felt very rich indeed.

She returns to him, pulling a blanket around both of them.

WAYNE  
I assumed your family was wealthy.

MIRANDA  
Not always. Not when I was young.

He traces a scar on her shoulder.

MIRANDA  
An old mistake.

WAYNE  
I've made a few myself.

She turns to him, tracing the scars across his chest.

MIRANDA  
More than a few...  
(Smiles.)  
We could leave. Tonight. Take my plane. Go anywhere we wanted.

WAYNE

Someday perhaps. Not tonight.

She pulls him close. He kisses her. They fold into each other, the warm heart at the center of a vast, cold room.

**122 INT. GREAT ROOM - WAYNE MANOR - NIGHT 122**

Miranda is sleeping, wrapped in the blanket. Wayne studies her for a moment, then slips out...

**123 INT. BATCAVE - MOMENTS LATER 123**

Wayne moves to the Batsuit. Picks up the cowl.

**124 EXT. SKIES ABOVE GOTHAM - NIGHT 124**

The Bat roars towards downtown. Batman kills the lights and main engines - the Bat quietly autorotates into the canyons.

**125 INT. MIA TUNNEL - LATER 125**

Catwoman on a wall, watching trains go by. She senses...

CATWOMAN

Don't be shy.

...Batman is there.

CATWOMAN

Wayne says you can get me the 'Clean Slate'.

BATMAN

That depends.

CATWOMAN

On what?

BATMAN

On what you want it for. I acquired it to keep it out of the wrong hands.

CATWOMAN

Still don't trust me, huh? How can we change that?

BATMAN

Start by taking me to Bane.



CATWOMAN  
(shrugs)  
You asked.

Catwoman jumps down. Batman follows. Catwoman leads him down into a service tunnel...

**126 INT. SERVICE TUNNEL - CONTINUOUS**

**126**

Catwoman speaks over her shoulder as she walks.

CATWOMAN  
From here, Bane's men patrol the tunnels...and they are not your average brawlers.

BATMAN  
Neither am I.

Catwoman swings into a -

**127 INT. SEWER TUNNEL - CONTINUOUS**

**127**

A Mercenary patrols. Catwoman comes up behind.

CATWOMAN  
He's behind you.

MERCENARY  
(spins)  
Who?

Batman hangs upside down behind him.

BATMAN (O.S.)  
Me.

Darkness smashes onto the Mercenary. Gunfire in the tunnel.

Catwoman races along, pursued by a Mercenary. He is yanked off his feet by darkness - he screams...

Batman picks off more and more Mercenaries. Screams echo... Batman follows Catwoman through the dark tunnel.

CATWOMAN  
Just a little further.

A grate slams down, separating them - the lights come on. He is deep inside.

## 128 INT. BANE'S LAIR - SEWERS - CONTINUOUS

128

Mercenaries look down on him from above. Catwoman turns.

CATWOMAN

I had to find a way to stop them  
trying to kill me.

BATMAN

You've made a serious mistake.

BANE (O.S.)

Not as serious as yours, I fear.

Batman turns. Bane emerges from behind the waterfalls.

BATMAN

Bane.

BANE

Let's not stand on ceremony here,  
Mr. Wayne.

Catwoman hears the name. Less sure of what she's done.

Batman moves at Bane - strikes powerful blows - Bane catches his fist.

BANE

Peace has cost you strength. Victory  
has defeated you.

Bane SMASHES Batman back - kicks him off the catwalk - Batman drops, uses his cape to land. Bane climbs down on a chain - his men watch in disciplined silence - Batman hurls flashbangs at Bane, who doesn't flinch.

BANE

Theatricality and deception are  
powerful agents...to the  
uninitiated.

Batman lashes out at Bane - Bane counters - they separate.

BANE

But we are initiated, aren't we,  
Bruce? The League of Shadows. And  
you betrayed us...

BATMAN

Us? You were excommunicated. From a  
gang of psychopaths.

BANE

Now I am the League of Shadows, here  
to fulfill Ra's al Ghul's destiny...

Batman hurls himself at Bane, throwing his into the waterfall, where he smashes his fists and gauntlets into Bane's mask again and again, water cascading over them.

Bane is not moving. Just taking the blows. Batman pauses.

Bane's arms SHOOT OUT, SMASHING Batman aside - Bane RISES...

BANE  
You fight like a younger man.  
Nothing held back. No reserves.  
Admirable. But mistaken.

Batman hits a switch on his belt - the lights go out - Bane turns slowly addressing all the shadows at once.

BANE  
You think darkness is your ally. But  
you merely adopted the dark. I was  
born in it. Formed by it...

In the shadows, Batman circles, looking to strike...

BANE  
I didn't see the light until I was  
already a man. And by then it was  
nothing to me but blinding...

Bane lunges backwards into the darkness - Batman's throat in his grasp.

BANE  
The shadows betray you, because they  
belong to me...

Bane SMASHES him into the ground, POUNDING, pounding, pounding the hard cowl with his bare fists until it CRACKS.

Bane RISES from Batman, gestures to the ceiling of the chamber - explosive charges have been drilled into holes...

BANE  
I will show you where I've made my  
home while preparing to bring  
justice. Then...I will break you.

A Mercenary tosses Bane a detonator - Batman watches through cracked cowl - Bane hits the detonator - explosions BURST over his head as the ceiling CRUMBLES revealing: Applied Sciences - Bane has dropped the bottom out of Fox's weapons store...a camouflage Tumbler rests in the rubble.

BATMAN

No...

BANE

Your precious armory. Gratefully  
accepted. We will need it.

**129 INT. APPLIED SCIENCES - CONTINUOUS**

**129**

Mercenaries race through the stacks of equipment...

**130 INT. BANE'S LAIR - SEWERS - CONTINUOUS**

**130**

Batman climbs to his feet, swaying. Bane approaches.

BANE

I wondered which would break first -  
your spirit...

Batman SWINGS at him - misses - Bane GRABS him, lifts him  
HIGH.

BANE

...or your body.

Bane brings Batman down onto his knee, BREAKING his back with  
a horrific CRACK.

In the shadows, Catwoman looks on. Shocked. Bane crouches to  
pull the broken cowl off the broken Wayne. Mercenaries lift  
Wayne's body and carry him off... Bane stares into the hollow  
eyes of his trophy...

Catwoman slinks back into the shadows, and we -

FADE TO BLACK.

FADE IN:

**131 EXT. WAYNE MANOR - DAY**

**131**

Blake's cruiser pulls up. He noses up to the windows.

Nothing.

**132 EXT. SELINA'S BUILDING - OLD TOWN - GOTHAM - DAY**

**132**

Blake sits in his cruiser. Selina exits, wide-brimmed hat,  
bags. Blake recognizes her. She hails a cab.

BLAKE  
(into radio)  
Get Commissioner Gordon. Tell him  
I've got a line on the Congressman's  
kidnapping.

Blake pulls out to follow.

**133 INT. TERMINAL - GOTHAM INTERNATIONAL AIRPORT - DAY 133**

Selina moves through the terminal. She clocks a Uniform Cop staring at her - ducks down a service hallway.

**134 INT. SERVICE HALLWAY - AIRPORT - CONTINUOUS 134**

The Uniform rounds the corner to find Selina applying make-up.

UNIFORM  
Excuse me, Miss. I need to see your  
ticket and identification, please.

Selina, surprised, fumbles with her purse.

SELINA  
Would you mind?

She hands the Uniform her hat - punches him through the brim, stuffs him in a closet - plants her mangled hat on his head.

**135 INT. JETWAY - AIRPORT - MOMENTS LATER 135**

Selina makes her way down the jetway - spots Security at the far end - turns - Blake smiles at her. Badge in hand.

**136 INT. INTERROGATION ROOM - AIRPORT - DAY 136**

Selina, now in cuffs, looks up as Blake walks in.

BLAKE  
I showed your picture to the  
Congressman and guess what?

SELINA  
Don't tell me, still in love?

BLAKE  
Head over heels. Pressing charges,  
though.

Blake lays a police file down with a thump.

BLAKE  
You've made some mistakes, Ms. Kyle.

SELINA  
Girl's gonna eat.

BLAKE  
You have an appetite. Why run? You  
can't hide from us with this record.

SELINA  
Maybe it's not you I'm running from.

BLAKE  
Who then? Bane? What do you know  
about him?

SELINA  
(quiet)  
That you should be as afraid of him  
as I am.

BLAKE  
We can offer you protection...

Selina looks at him with contempt. Blake shrugs, switches off  
the tape, moves to the door.

BLAKE  
When I spotted you, I was looking  
for a friend...Bruce Wayne.

Selina turns to look at Blake. His eyes plead with her.

BLAKE  
Did the kill him?

SELINA  
I'm not sure.

And we -

CUT TO:

BLACK SCREEN. Sounds: screaming, laughing, CRYING. Sights:  
LIGHT, bodies FALLING, a DARK SKULL... And we are -

137 INT. STONE CELL - DAWN

137

Wayne opens his eyes. Unshaven. Filthy. Someone else is in  
the cell - Wayne cannot move to look - even the attempt is

painful...the skull drifts into his sight. Bane. Squatting at Wayne's bedside, muscled shoulders curving into his mask.

WAYNE

Why didn't you just kill me?

BANE

You don't fear death. You welcome it. Your punishment is to be more severe.

WAYNE

(scathing)

You're a torturer...

BANE

Yes. But not of your body. Of your soul.

Wayne exhales. Eyes losing focus from sheer pain.

WAYNE

Where am I?

BANE

Home.

Wayne's eyes dart about: filthy stone walls, distant sunlight from above, iron bars: an underground prison.

BANE

Where I learned the truth about despair. As will you.

(Rises.)

There is a reason that this prison is the worst hell on earth...

Bane steps to the bars - looks up at a bright opening five hundred feet above. Like being at the bottom of a gigantic well...

BANE

Hope. Every man who has rotted here over the centuries has looked up to the light and imagined climbing to freedom. So simple. So easy. And, like shipwrecked men turning to sea water from uncontrollable thirst, many have died trying. I learned that there can be no true despair without hope.

(Turns to Wayne.)

So as I terrorize Gotham, I will feed its people hope to poison their

souls. I will let them believe they can survive so that you can watch them clamber over each other to stay in the sun...

Bane points to an old TV, just outside the bars.

BANE

You will watch as I torture an entire city to cause you pain you thought you could never feel again. Then, when you have truly understood the depths of your failure, we will fulfill Ra's Al Ghul's destiny. We will destroy Gotham. And when it is done...when Gotham is ashes...then you have my permission to die.

Bane rises. Leaves. Wayne drifts back to unconsciousness.

**138 EXT. BLACKGATE PRISON - DAY**

**138**

A van pulls through the gate. Selina, inside the van, looks up at the formidable grey building.

**139 INT. BLACKGATE PRISON - CONTINUOUS**

**139**

Guards lead Selina down the cells. Whistles and catcalls.

GUARD

We're locking her up in here?

WARDEN

The Dent Act allows non-segregation based on extraordinary need. First time she broke out of women's correctional she was sixteen.

Selina passes a Huge Inmate who strains through the bars...

HUGE INMATE

Little closer, baby...

SELINA

Why, honey, you wanna hold my hand?

Without breaking step, she slips his outstretched hands between her handcuffed ones and cartwheels, snapping his arms - he screams in agony - she keeps walking...

WARDEN

She'll be just fine.



**140 INT. WAYNE ENTERPRISES - DAY****140**

Fox comes out of the elevator with Miranda.

FOX

I don't see the need for a board meeting on the energy project -

MIRANDA

Bruce got a lot of things right. Keeping the board in the dark wasn't one of them...

Fox swings the doors to the boardroom open...

**141 INT. BOARDROOM - WAYNE ENTERPRISES - CONTINUOUS****141**

The board is there. Scared. At the head of the table - Bane.

BANE

This meeting is called to order.

Fox and Miranda freeze. Staring at the mask.

BANE

Chair and President. I also need one ordinary member - Mr. Fox, would you care to nominate?

FREDERICKS

No. I volunteer.

The dignified older board member gets to his feet.

Mercenaries round the three up.

FOX

Where are you taking us?

BANE

Where you buried your resources. The bowels of Gotham.

**142 INT. HOSPITAL ROOM - DAY****142**

Gordon, with a Nurse's help, pulls himself to a seated position as Blake watches.

GORDON

So you think our friend is gone again?

BLAKE  
(grave)  
This time...he might not be coming  
back.

Gordon takes this in...Foley bursts in, agitated.

FOLEY  
Okay, Commissioner, you were tight.

GORDON  
What's happened?

FOLEY  
Your masked man kidnapped the Wayne  
Enterprises board. He let most of  
them go, but took three down into  
the sewers.

GORDON  
No more patrols, no more hide and  
seek. Send every available cop down  
there to smoke him out.

FOLEY  
The Mayor won't want panic -

BLAKE  
So it's a training exercise.

Foley looks at Gordon.

FOLEY  
I'm sorry for not taking you  
seriously -

GORDON  
Don't apologize for believing the  
world's in better shape than it  
is...just fight to make it true.

Foley nods. Leaves. Blake gets up.

GORDON  
Not you. You're telling me the  
Batman's gone. So you chase up the  
Daggett leads, any way you can.

Blake nods.

Wayne lies, weak, feverish. A Prisoner drips water onto his parched lips. An elderly Blind Prisoner squatting by the wall in the next cell rasps something in an ancient tongue.

PRISONER

He asks if you would pay us to let you die. I told him you have nothing.

WAYNE

Do it for the pleasure.

The Prisoner puts bread to Wayne's lips.

PRISONER

They pay me more than that to keep you alive.

A chant gets Wayne's attention. He rolls his head painfully to watch a Tattooed Prisoner hand a thick rope to a Strong Man, who ties it around his chest, watched by other Prisoners.

PRISONER

He will try the climb.

String Man starts scaling the wall. The Prisoners' chant grows stronger as he climbs towards the light.

Above: Strong Man stops, perched on a ledge, a twelve-foot leap from the rest of the climb... The chanting peaks as Strong Man leaps...misses...falls. The rope catches - he swings into the rock face. Prisoners fall silent as Strong Man is lowered, broken, bloody, to the prison floor.

WAYNE

Has anyone made it?

PRISONER

Of course not.

The Blind Prisoner barks at him.

WAYNE

What does he say?

PRISONER

He says there is one who did. A child...

INSERT CUT: a child of about ten looks up towards the light.

PRISONER

A child who had been born in this  
hell...

WAYNE

Bane.

PRISONER

An old legend. Nothing more.

The Prisoner leaves Wayne's cell - switches on the TV.

WAYNE

Don't.

PRISONER

Whatever they want you to see...it's  
happening soon.

**144 INT. BANE'S LAIR - SEWERS - DAY**

**144**

Bane's men lead Fox, Miranda and Fredericks through the  
debris. Fox stares at Mercenaries working on his old  
inventions...

**145 EXT. LOCATIONS AROUND GOTHAM - EVENING**

**145**

SWATs and Cops mass around entrances to sewers, tunnels...

**146 INT. MASSIVE TUNNEL - CONTINUOUS**

**146**

Bane leads Fox and the others to where Mercenaries plant  
charges on a hewn wall. Dr. Pavel is here. Waiting. Bane nods  
at his men. The wall blows.

**147 EXT. LOCATIONS AROUND GOTHAM - CONTINUOUS**

**147**

A SWAT team about to enter a sewer pipe hear a low echoing  
boom. They look at each other, then head in. Thousands of  
Police head into manholes, tunnel entrances, checking  
weapons, using flashlights...

**148 INT. MASSIVE TUNNEL - CONTINUOUS**

**148**

Bane leads the way over rubble into the REACTOR. Dr. Pavel  
follows. Bane approaches the machine. Turns to Fox.

BANE

Turn it on.

Fox shakes his head. Bane holds his gun to Fredericks' head.

BANE  
I only need one other board member.  
There are eight more waiting  
upstairs.

FOX  
I won't do it.

Fredericks trembles. Bane cocks the weapon.

MIRANDA  
Alright, stop.

She walks up to the scanner. Places her hand on it. It beeps.  
She turns to Fox. Quietly pleading.

MIRANDA  
Lucius, you'll kill this man and  
yourself, and barely slow them down.

Fox reluctantly puts his hand on the scanner. Then  
Fredericks. The core glows brighter and brighter. Dr. Pavel  
is transfixed.

BANE  
Do your work.

Bane turns to his men. Gestures at the hostages.

BANE  
Take them to the surface. People of  
their status deserve to see the next  
era of western civilization.

Fox, Miranda and Fredericks are led back into the rubble.

# **149 EXT. GOTHAM STADIUM - DAY**

**149**

The Mayor, flanked by Security, talks to a crowd of  
Reporters.

REPORTER  
We're seeing literally thousands of  
police heading into the sewers -

MAYOR  
A training exercise, that's all. If  
you'll excuse me, I've got tickets  
to watch our boys thrash Rapid City.

The Mayor heads into the stadium with the crowds...

**150 INT. SEWERS - CONTINUOUS****150**

Hundreds of SWATs wade, flashlights swinging, heading towards the center... Teams are converging from different entry points...

**151 INT/EXT. CRUISER ON GOTHAM STREETS - CONTINUOUS****151**

Blake is on the phone.

BLAKE

I've been to half Daggett's cement plants, logged locations they've poured for underground construction...

GORDON (O.S.)

Anything strange about the pourings?

Blake glances at a large map - dots mark pouring locations.

BLAKE

Honestly, Commissioner, I don't know anything about civil engineering.

GORDON

But you know about patterns. Keep looking.

Blake pulls up in front of a cement plant.

**152 INT. REACTOR PLANT - CONTINUOUS****152**

Dr. Pavel finishes his work. Turns to Bane. Grave.

DR. PAVEL

It's done. This is now a four-megaton nuclear bomb.

BANE

(to his men)

Pull the core out of the reactor.

DR. PAVEL

(horrified)

You can't. This is the only power source capable of sustaining it - if you move it, the core will decay in a matter of months.

BANE

Five, by my calculations.

DR. PAVEL  
And then it will go off.

BANE  
For the sake of your family, Dr.  
Pavel, I hope so.

Dr. Pavel stares as Mercenaries start to disconnect the  
core...

**153 EXT. CEMENT PLANT - CONTINUOUS**

**153**

Blake is led through a fence by a Worker.

WORKER  
Boss is about to leave.

Blake walks past cement mixers. Spots someone. A Driver.

BLAKE  
Hey.

The Driver turns.

BLAKE  
That was you outside the stock  
exchange, right?

DRIVER  
When?

BLAKE  
When? When half the city's cops were  
trying to pull onto Castle Street  
and your truck shut them out.

DRIVER  
Oh yeah. You're that cop -

BLAKE  
Detective, now.

Behind Blake the Worker puts his hand in his pocket...

BLAKE  
And as a detective...I'm not allowed  
to believe in coincidences anymore -

Blake spins, drawing his weapon. The Worker lunges with a  
knife, Blake smashes his hand to one side and shoots him.

The Driver grabs him from behind. Blake wrestles, but the  
Driver is strong, trained. Blake can't aim his gun, he fires

behind, into a steel mixer - the bullets ricochet, one catches the Driver in the back and he goes down... Blake, gasping, kneels beside the Driver.

BLAKE

What were you doing?! What?!

The man dies. Blake looks down at his gun. Disgusted. Tosses is down. Pulls out his phone. Dials.

BLAKE

Commissioner, I'm at the Fourteenth Street plant with two dead witnesses and a lot of questions. Call me -

Blake freezes, stooped to pick up his gun. Looking at some empty barrels...

BLAKE

Commissioner, they've got Polyisobutylene here...  
(Looks around.)  
And motor oil. They weren't making cement, they were making explosives  
-

**154 INT/EXT. CRUISER OUTSIDE CEMENT PLANT - MOMENTS LATER 154**

Blake grabs his carts - scanning the pattern of the dots - realizes.

BLAKE

Oh, God.

Blake fires up the cruiser and pulls out, hard.

**155 INT/EXT. CRUISER ON GOTHAM STREETS - CONTINUOUS 155**

Blake is driving furiously, shouting into the radio -

BLAKE

Patch me into Foley!

DISPATCH

(over radio)  
Foley's overseeing the operation -

BLAKE

They're heading into a trap!

**156 EXT. MTA TUNNEL - MOMENTS LATER - DAY 156**



Foley, concerned, takes the radio from a colleague.

FOLEY

Foley.

BLAKE

It's a trap! Pull everyone out!  
Bane's been pouring concrete laced  
with explosives -

FOLEY

Where?

BLAKE

There's a ring around the tunnels -  
they're gonna blow it and trap the  
cops underground!

Foley looks up with dread at the mouth of the tunnel.

FOLEY

Pull out! Pull 'em out!

**157 INT. BOILER ROOM - CONTINUOUS 157**

Mercenaries rise from a hole in the floor - Bane emerges...

**158 INT. GOTHAM STADIUM - CONTINUOUS 158**

The Mayor, in a corporate box, mouths the National Anthem...

**159 INT. LOCKER ROOM TUNNEL - CONTINUOUS 159**

The Mercenaries pull out detonators. Bane listens to the  
kickoff like a hunting dog sensing the wind...decides.

BANE

Let the games begin.

The Mercenaries hit the detonators.

**160 INT. SEWERS - CONTINUOUS 160**

SWATs react - the tunnel roof behind collapses... Chunks of  
concrete structure drop - thousands of police throughout  
different tunnels are trapped...

**161 EXT. GOTHAM STADIUM - CONTINUOUS 161**

The crowd goes wild as a Receiver catches - starts a run - the Mayor looks on, suddenly confused.

As the Receiver sprints for the end zone, the field behind him DROPS away in smoking ruins, swallowing Players... The crowd is not cheering but SCREAMING... The Mayor's box EXPLODES...

The Receiver, nearing the touchdown, glances back - sees Armageddon - the entire field is now a smoking mass of rubble, but for one strip of turf...Mercenaries pour out of the tunnel, creating a gauntlet...

**162 INT/EXT. CRUISER ON GOTHAM STREETS - CONTINUOUS 162**

Blake's cruiser swerves to avoid eruptions of asphalt. An eruption TOSSES Blake's cruiser onto its roof.

**163 EXT. GOTHAM RIVER - CONTINUOUS 163**

All bridges, except the Gotham Bridge, suffer controlled demolitions.

**164 INT. LOCKER ROOM TUNNEL - CONTINUOUS 164**

Bane steps into the smoking stadium, a gladiator walking into the arena...TV cameras swing onto him. Passing a dead umpire, he takes the men's headset - surveys the screaming crowd, lifts an arm for silence, raises the mike to his mask.

BANE  
Gotham, take control of your city...

**165 INT/EXT. OVERTURNED CRUISER ON GOTHAM STREET - CONTINUOUS 165**

Blake squeezes out of his cruiser, reaches in for the radio.

BLAKE  
Foley?

FOLEY  
(over radio)  
Jesus, Blake! Every cop in the city's down in those tunnels!

BLAKE  
(realizes)  
Not every cop...

Blake pulls the shotgun from his cruiser - flags down a car.

**166 INT. HOSPITAL ROOM - CONTINUOUS 166**

Gordon's heart-rate monitor alarms. Gordon wakes, groggy...

**167 INT. HOSPITAL LOBBY - CONTINUOUS 167**

Patients and Doctors crowd the entrance. mercenaries with automatic weapons force their way in - hit the stairwell.

**168 INT/EXT. CAR GOTHAM STREETS - CONTINUOUS 168**

Blake drives, swerving around dazed and terrified people.  
Flames and smoke billow from the sewers.

**169 EXT. GOTHAM HOSPITAL - CONTINUOUS 169**

Blake races up to the hospital entrance.

**170 INT. CORRIDOR - GOTHAM HOSPITAL - CONTINUOUS 170**

Two Mercenaries move room to room, searching.

**171 INT. HOSPITAL ROOM - CONTINUOUS 171**

Gordon pulls himself out of his bed, wheeling his IV.

**172 INT. CORRIDOR - HOSPITAL - CONTINUOUS 172**

Blake jumps into the corridor, gun raised. Shots echo down the hall - Blake sprints.

**173 INT. HOSPITAL ROOM - CONTINUOUS 173**

Blake leaps into the room, gun high - freezes as warm metal touches the base of his skull.

GORDON (O.S.)  
Clear the corners, rookie.

Blake turns. Gordon holds his service weapon. The Mercenaries are on the ground, dead.

GORDON  
Get my coat, son.

**174 EXT. GOTHAM STADIUM - CONTINUOUS****174**

Mercenaries pull the glowing core onto the field.

BANE

This is the instrument of your  
liberation...

**175 INT. PENTAGON WAR ROOM - CONTINUOUS****175**

Analysts and military personnel assess the situation.

ANALYST

Satellite shows a radiation spike...

ANALYST 2

Whatever it is...it's nuclear.

**176 EXT. GOTHAM STADIUM - CONTINUOUS****176**

The Mercenaries thrust Dr. Pavel to his knees before Bane.

BANE

Identify yourself to the world.

DR. PAVEL

Dr. Leonid Pavel, nuclear physicist.

Bane turns Dr. Pavel's head for the cameras.

**177 INT. PENTAGON WAR ROOM - CONTINUOUS****177**

Armed Forces and Intelligence staff scramble to verify.

CIA ANALYST

Pavel was confirmed dead - plane  
crash on an Agency pull-out of  
Uzbekistan... But it certainly looks  
like him -

He points to a monitor with a photo of Dr. Pavel. An Air  
Force General rubs his chin, thinking, nervous.

**178 EXT. SKIES ABOVE GOTHAM - CONTINUOUS****178**

F-22's streak over the river, sizing up the island.

**179 EXT. GOTHAM STADIUM - CONTINUOUS****179**

Bane rests his powerful hand on Dr. Pavel's shoulder.

BANE  
Tell the world what this is.

DR. PAVEL  
A fully primed neutron bomb. With a  
blast radius of six miles.

BANE  
And who can disarm this device?

DR. PAVEL  
Only me.

BANE  
Thank you, Doctor.

Bane snaps Dr. Pavel's neck in front of the world.

BANE  
The bomb is armed, the bomb is  
mobile, the identity of the  
triggerman is a mystery. One of you  
holds the detonator - we come not as  
conquerors, but as liberators to  
return control of this city to the  
people. At the first sign of  
interference from the outside world  
or of people attempting to flee,  
this anonymous Gothamite, this  
unsung hero, will trigger the bomb.  
For now, martial law is in effect.  
Return to your homes, hold your  
families close, and wait. Tomorrow  
you claim what is rightfully yours.

Bane turns, leaves the field, followed by his men.

**180 INT. PENTAGON WAR ROOM - CONTINUOUS**

**180**

The General breaks the silence.

GENERAL  
Pull back the fighters, start high-  
level reconnaissance flights. And  
get the President on the line.

**181 EXT. GOTHAM BRIDGE - SUNSET**

**181**

Mercenaries hold the bridge. A tank rolls across from the  
mainland, soldiers behind. The Lead Mercenary uses a

bullhorn.

LEAD MERCENARY

Tanks and planes cannot stop us  
detonating our device. Send an  
emissary to discuss terms of access  
for supplies and communication.

A Captain steps forward, walks to the apex of the bridge.

CAPTAIN

How many of you are there, son?  
(Nothing.)  
You don't have enough men to stop  
twelve million people leaving that  
island.

LEAD MERCENARY

We don't. But you do.

CAPTAIN

Why in the hell would we help you  
keep your hostages?

LEAD MERCENARY

If people start crossing this bridge  
Gotham gets blown to hell.

The Captain considers this. Troubled.

**182 EXT. SKIES ABOVE GOTHAM - CONTINUOUS**

**182**

As night falls the F-22's peel away from the fire-ringed  
city. The voice of the President echoes across the  
airwaves...

PRESIDENT

(over radio)

The people of our greatest city are  
resilient. They have proven this  
before, they will prove this  
again...

**183 INT. STONE CELL - UNDERGROUND PRISON - CONTINUOUS**

**183**

Wayne stares at the old TV. At his burning city.

PRESIDENT

(over TV)

We do not negotiate with terrorists,  
but we do recognize realities...

Wayne starts to cry.

**184 INT. CAR - CONTINUOUS - NIGHT**

**184**

Blake drives the deserted streets. Gordon is slumped in the passenger seat, listening.

PRESIDENT

(over radio)

As the situation develops, one thing must be understood above all others... People of Gotham, we have not abandoned you.

BLAKE

What does that mean?

GORDON

It means we're on our own. I have to get in front of a camera -

BLAKE

Sir, they'll kill you the second you show your face -

GORDON

The Mayor's dead. I'm the symbol of law and order. Bane says he's giving Gotham back to the people - they need to know that I could lead.

BLAKE

Bane's not gonna let that happen -

GORDON

Then he'll show his true colors.

BLAKE

And you'll be dead.

Gordon says nothing.

**185 EXT. GOTHAM STREET - DAY**

**185**

Three camouflage Tumblers roll down the deserted street.

**186 EXT. BLACKGATE PRISON - MOMENTS LATER**

**186**

A crowd of news crews has gathered. Guards in the towers look down, apprehensive. The Tumblers roll up, stopping in front of the gates. Bane emerges from the lead Tumbler.

BANE  
Behind you stands a symbol of  
oppression. Blackgate Prison...

**187 INT. CELLBLOCK - BLACKGATE PRISON - CONTINUOUS**

**187**

Prisoners strain to hear Bane's words. Selina is there.

BANE (O.S.)  
Where a thousand men have languished  
for years. Under the Dent Act. Under  
the name of this man -

**188 EXT. BLACKGATE PRISON - CONTINUOUS**

**188**

Bane holds up a photo of Harvey Dent.

BANE  
Harvey Dent. Held up to you, and  
over you, as a shining example of  
justice and good...

**189 INT. BLAKE'S APARTMENT - CONTINUOUS**

**189**

Gordon sits watching Bane's speech. Blake gathers supplies.

BLAKE  
We're gonna keep moving you, till we  
can get you in front of a camera -

**190 EXT. BLACKGATE PRISON - CONTINUOUS**

**190**

Bane sets fire to the picture of Dent...

BANE  
But they supplied you a false idol.  
A straw man. To placate. To stop you  
tearing down this corrupt city...

**191 INT. CELLBLOCK - BLACKGATE PRISON - CONTINUOUS**

**191**

The Prisoners start cheering, shouting.

BANE (O.S.)  
...and rebuilding it the way it  
should have been rebuilt generations  
ago...



**192 EXT. BLACKGATE PRISON - CONTINUOUS****192**

Bane drops the burning picture.

BANE

Let me tell you the truth about  
Harvey Dent. In the words of  
Gotham's Police Commissioner, James  
Gordon...

**193 INT. BLAKE'S APARTMENT - CONTINUOUS****193**

This gets Blake's attention. Gordon watches, uneasy...

**194 EXT. BLACKGATE PRISON - CONTINUOUS****194**

Bane unfolds the pages of Gordon's undelivered speech...

BANE

'The truth about Harvey Dent is  
simple in only one regard - it has  
been hidden for too long. After his  
devastating injuries, Harvey's mind  
has recovered no better than his  
mutilated face. He was a broken,  
dangerous man, not the crusader for  
justice that I, James Gordon, have  
portrayed him to be for the last  
eight years. Harvey's rage was  
indiscriminate. Psychopathic. He  
held my family at gunpoint, then  
fell to his death in the struggle  
over my son's life. The Batman did  
not murder Harvey Dent - he saved my  
boy. Then took the blame for  
Harvey's appalling crimes, so that I  
could, to my shame, build a lie  
around this fallen idol.'

**195 INT. BLAKE'S APARTMENT - CONTINUOUS****195**

Blake stares at the TV, Gordon's face lowers into his  
hands...

BANE (V.O.)

'I praised the madman who tried to  
murder my own child.'

**196 EXT. BLACKGATE PRISON - CONTINUOUS****196**

The crowd is silent, stunned, as Bane continues to read.

BANE

'The things we did in Harvey's name brought desperately needed security to our streets... But I can no longer live with my lie. It is time to trust the people of Gotham with the truth, and it is time for me to resign.'

Bane folds the papers. Looks out to the stunned crowd.

BANE

Do you accept this man's resignation?

Individuals in the crows start shouting 'Yes!'

**197 INT. CELLBLOCK - BLACKGATE PRISON - CONTINUOUS 197**

Prisoners cheer, pounding against the bars. Selina watches...

**198 EXT. BLACKGATE PRISON - CONTINUOUS 198**

BANE

Do you accept the resignation of all the liars?! All the corrupt?!

More and more of the crowd is chanting 'Yes!'

**199 INT. BLAKE'S APARTMENT - CONTINUOUS 199**

Blake turns to Gordon, who stares at the TV.

BLAKE

These men, locked up in Blackgate for eight years, denied parole under the Dent Act. Based on a lie.

GORDON

A lie to keep a city from burning to the ground. Gotham needed a hero, someone to believe in -

BLAKE

Not as much as it does now. But you betrayed everything you stood for.

GORDON

(looks at Blake)

There's a point. Far out there. When the structures fail you. When the rules aren't weapons anymore, they're shackles, letting the bad get ahead. Maybe one day you'll have such a moment of crisis. And in that moment, I hope you have a friend like I did. To plunge their hands into the filth so you can keep yours clean.

BLAKE

Your hands look pretty filthy to me, Commissioner.

Gordon stares at him. Blake goes back to packing.

**200 EXT. BLACKGATE PRISON - CONTINUOUS**

**200**

Bane signals a Tumbler - its turret turns to the prison doors.

BANE

We take Gotham from the corrupt. The rich. The oppressors of generations who've kept you down with the myth of opportunity. And we give it to you, the people. Gotham is yours - none shall interfere. Do as you please...

The Tumbler fires, blowing the doors to hell.

BANE

But start by storming Blackgate and freeing the oppressed... Step forward, those who would serve...

Bane's men surge through the burning gates...

**201 INT. BLACKGATE PRISON - CONTINUOUS**

**201**

Selina watches as Prisoners stream out of open cell doors.

She makes her way quietly through the excited throng.

BANE (V.O.)

For an army will be raised...

Mercenaries hand out weapons to escaping Prisoners...

**202 EXT. PARK BOULEVARD - DAY****202**

As Mercenaries shoot open locks, people storm into expensive apartment buildings overlooking the park...

BANE (V.O.)  
The powerful will be ripped from  
their decadent nests...

**203 INT. BEAUTIFUL OLD GOTHAM APARTMENT - DAY****203**

People ransack the apartment...

BANE (V.O.)  
...and cast into the cold world the  
rest of us have known and endured...

**204 EXT. PARK BOULEVARD - DAY****204**

Wealthy people are herded onto the street by Mercenaries...

BANE (V.O.)  
Courts will be convened...

**205 INT. STOCK EXCHANGE - DAY****205**

A kangaroo court is in session, presided over by a Criminal we recognize from Blackgate. Bane watches from the gallery...

BANE (V.O.)  
The spoils will be enjoyed...

**206 INT. ELEGANT APARTMENT, PARK BOULEVARD - DAY****206**

Tough-looking Revellers crack open champagne - spraying it, swigging it - Selina amongst them, watching...

BANE (V.O.)  
Blood will be shed...

**207 INT. SEWERS - DAY****207**

Hundreds of Police living underground. Dividing up supplies lowered by ropes... Ross opens a pack of supplies.

BANE (V.O.)  
But the police will live, until they  
are ready to serve true justice...

**208 EXT. GOTHAM STADIUM - NIGHT****208**

Moving in on the bright glow of the core...

BANE (V.O.)

This great city will endure...

Close enough to see the flickering digits of its countdown...

BANE (V.O.)

Gotham will survive.

Mercenaries load the core into the back of a black truck.

**209 INT. STONE CELL - UNDERGROUND PRISON - DAY****209**

Wayne rolls off his cot. Grunts. The Prisoner realizes Wayne is trying to do a push-up. From the next cell, the Blind Prisoner says something...

PRISONER

He says you must first straighten  
your back.

The Prisoner helps Wayne roll over, painfully.

WAYNE

How would he know?

PRISONER

He was the prison doctor. A morphine  
addict who incurred the displeasure  
of powerful people. Including your  
masked friend.

WAYNE

How?

PRISONER

Many years ago, during a time of  
plague, Bane was attacked by other  
prisoners. The doctor's fumbling  
attempts to repair the damage left  
him in perpetual agony. The mask  
holds his pain at bay.

WAYNE

Is Bane the child you spoke of? Was  
he born here?

PRISONER

The legends is that there was a  
mercenary working for the local

warlord who fell in love with his  
daughter. They married in secret.

The Prisoner takes a rope - ties it under Wayne's arms.

PRISONER

When the warlord found out, he  
condemned the mercenary to this pit.  
But then exiled him instead.

INSERT CUT: the Mercenary is dropped at the side of a barren  
road. He starts to walk.

PRISONER

The mercenary understood that the  
warlord's daughter had secured his  
release, but he couldn't know the  
true price of his freedom. She had  
taken his place in the pit.

INSERT CUT: a Woman is lowered into the prison. The prisoners  
below all have their faces covered with muslin masks...

PRISONER

And she was with the child. The  
mercenary's child.

INSERT CUT: the Woman watches as the Doctor, (the Blind  
Prisoner, younger-looking, sighted) examines her small child.  
The Doctor exits, locking the cell...

PRISONER

One day the doctor forgot the lock  
the cell...

INSERT CUT: Prisoners move into the cell towards his mother.

The child runs at them with a knife...

PRISONER

Innocence cannot flower underground.  
It was to be stamped out. But the  
child had a friend. A protector...

INSERT CUT: the Protector, face covered, pulls the Child off  
the attackers. One grabs for the Child - the Protector snaps  
his arm, carries the Child into a corner...

PRISONER

...who showed the other that this  
innocence was their redemption. The  
mother was not so lucky.

The Blind Prisoner shouts at the Prisoner. He nods.

PRISONER

This is Bane's prison now. Bane  
would not want this story told.

The Prisoner pulls - Wayne screams in pain as he is pulled  
upright. The Prisoner ties him off. Checks his spine.

You have a protruding vertebra...I'm going to force it  
back...

WAYNE

How -?

The Prisoner punches Wayne in the back, hard. Wayne screams.

PRISONER

You stay like this. Until you stand.

Wayne passes out from the pain and we FADE TO BLACK.

Wayne is hanging in his cell, delirious.

RA'S AL GHUL (O.S.)

Did you not think I'd return, Bruce?

Ra's al Ghul, in his Ducard guise, steps in front of Wayne.

RA'S AL GHUL

I told you I was immortal.

WAYNE

I watched you die.

RA'S AL GHUL

There are many forms of immortality.

Wayne looks inward, remembering...

INSERT CUT: Ra's at the campfire (from Batman Begins).

RA'S AL GHUL

Once I had a wife. My great love.  
She was taken from me...

INSERT CUT: the Woman is lowered into the prison...

Wayne looks at Ra's.

WAYNE

You were the mercenary. Bane is your  
child. Your heir.

INSERT CUT: the Mercenary at the side of the road.

RA'S AL GHUL

An heir to ensure the League of  
Shadows fulfills its duty to restore  
balance to civilization.

WAYNE

No...

RA'S AL GHUL

You yourself fought the decadence of  
Gotham for years. With all your  
strength and resources, all your  
moral authority. And the only  
victory you could achieve was a lie.  
Finally you understand...Gotham is  
beyond saving...

WAYNE

NO!

RA'S AL GHUL

And must be allowed to die.

CUT TO WHITE. And we are -

**210 EXT. STREET - DOWNTOWN GOTHAM - DAY**

**210**

Snow blankets the street. A Tumbler carves tracks as it  
patrols the deserted street. Blake peers from behind a parked  
car - he is crouched, feeding a kite string down a storm  
drain.

**211 INT. SEWER TUNNEL - CONTINUOUS**

**211**

Ross strains to reach a note dangling on a string - he grasps  
it. All around him are dozens of Cops living underground...

**212 EXT. GOTHAM STREET - CONTINUOUS**

**212**

Blake winds the string, picks up a jerrycan, hurries off.

**213 INT. ST. SWITHIN'S HOME FOR BOYS - CONTINUOUS**

**213**

The home is packed. People, not just kids, huddle in every  
corner. Blake spots Father Reilly. Hands him the can.

BLAKE

For the bus in case there's a chance  
to evacuate. Keep it in here -  
people are siphoning parked cars.



FATHER REILLY

Really?

BLAKE

(grins)

How do you think I got it?

FATHER REILLY

Right. Any news? Is the Commissioner

-

BLAKE

Less you know, Father. How're the boys?

FATHER REILLY

Power's been on more, so they get some TV.

Blake smiles. Moves to the door.

FATHER REILLY

Blake, you be careful out there.

They're hunting down cops like dogs.

Blake nods. Leaves.

**214 INT. ELEGANT APARTMENT - PARK BOULEVARD - DAWN**

**214**

Following Selina through rooms strewn with trash, empty bottles and sleeping partygoers. She spots a family photograph, glass smashed. A hand lands on her shoulder.

JEN

Who's that?

SELINA

This was someone's home.

JEN

Now it's everyone's home.

Selina stares out at a Tumbler rolling by.

JEN

'Storm's coming', remember? This is what you wanted.

SELINA

No. It's what I thought I wanted.

**215 INT. STONE CELL - UNDERGROUND PRISON - DAY**

**215**

The Prisoner unties the rope from Wayne's chest. Wayne stands. Just. Then walks.

**216 INT. SAME - LATER**

**216**

Wayne does push-ups. Stronger. The Prisoner watches.

PRISONER  
Why build yourself?

WAYNE  
I'm not meant to die in here.

The Prisoner indicates the TV:

SIEGE OF GOTHAM: DAY 84.

PRISONER  
Here? There? What's the difference?

Wayne ignores this. Focuses on his body...

**217 INT. STONE CELL - UNDERGROUND PRISON - DAY**

**217**

Wayne moves to the wall - takes the rope from the Tattooed Prisoner, wraps it around his chest. Curious Prisoners gather, the Prisoner at their head. Wayne looks up at the light, hundreds of feet above. Starts to climb. Prisoners get excited as Wayne RISES - money starts exchanging hands.

Reaching the precipice, he checks his rope, looks up at the next handhold, far away. He takes a breath, then LEAPS.

His fingers brush the ledge. Wayne DROPS a hundred feet - the rope catches, SLAMMING him into the rock face. The Prisoners disperse, losing interest as the Tattooed Prisoner lowers Wayne on the rope. The Blind Prisoner turns away.

PRISONER  
I told you it could not be done.

WAYNE  
You told me a child did it...

PRISONER  
No ordinary child...

INSERT CUT: the Protector fights off prisoners as the Child, older now, moves to the climbing wall...

WAYNE  
A child born in hell.

INSERT CUT: the Child makes the climb...pauses, looking down - making eye-contact with the Protector, who fights off Prisoners... They swarm over the Protector, knives drawn.

WAYNE  
A child forged by suffering,  
hardened by pain...

INSERT CUT: the Child leaps across the abyss, grabbing a handhold on the ledge and swinging up...

WAYNE  
Not a man from privilege.

Wayne's eyes close in despair.

**218 EXT. CHECKPOINT - GOTHAM BRIDGE - DAY 218**

Supply trucks await inspection. Mercenaries open an 18-wheeler - check boxes of rations...wave it on...

**219 EXT. SUPERMARKET - CONTINUOUS 219**

The 18-wheeler pulls up. A line of Gothamites waits patiently along the sidewalk.

**220 INT. 18-WHEELER - CONTINUOUS 220**

Three plain-clothes Special Forces Men emerge from the boxes, checking, then concealing weapons. The doors open - they exit.

**221 INT. SUPERMARKET - CONTINUOUS 221**

The Special Forces Men carry boxes into the store as if delivering. The Store Manager leads them into the back and down into -

**222 INT. LOWER STOREROOM - CONTINUOUS 222**

Where they are met by four Cops out of uniform.

FOLEY  
You have ID?

SPECIAL FORCES 1  
Of course not.

FOLEY

How can we trust you?

GORDON (O.S.)

They don't have any choice.

Gordon and Blake emerge from the back of the room.

SPECIAL FORCES 1

Commissioner Gordon? Captain Jones,  
Special Forces.

GORDON

Captain, glad to have you here.

CAPTAIN JONES

How many of you are there?

GORDON

Dozens. I'd rather not say exactly.  
But the men trapped underground  
number almost three thousand.

CAPTAIN JONES

What kind of shape they're in?

GORDON

They've been getting water, food.

CAPTAIN JONES

Could we break them out?

BLAKE

Yes, sir - take out the mercenaries  
guarding the outflow south of  
Ackerman Park, blow the rubble,  
you've got a hole big enough for ten  
at a time. I'm in contact with my  
partner - they're waiting for the  
day.

SPECIAL FORCES 2

Men who haven't seen daylight for  
three months?

BLAKE

Men with automatic weapons who  
haven't seen daylight in three  
months.

CAPTAIN JONES

What about the bomb? The satellites  
can't see any radiation hot spots...

**223 EXT. DOWNTOWN STREET - DAY****223**

Blake scouts with Jones. A rumble makes them turn.

GORDON (V.O.)

They keep it on a truck - it must have a lead-lined roof. They move it constantly.

CAPTAIN JONES (V.O.)

But you know the truck?

GORDON (V.O.)

They've got three of them. The routes don't vary much.

Two Tumblers lead a massive black truck down the street.

Captain Jones reaches into his jacket and triggers a Geiger counter. Shows Blake the display. Nods. One of the Tumblers stops, turns back. Blake leads them down a side street.

**224 INT. LOWER STOREROOM - CONTINUOUS****224**

CAPTAIN JONES

What about the triggerman?

GORDON

No leads. It's a bluff - Bane wouldn't give control of that bomb to someone else.

CAPTAIN JONES

We can't take that chance. Until we have the triggerman, we just track the device, smuggle men over -

BLAKE

While Gotham lives under a warlord, like in some failed state?

CAPTAIN JONES

Dial it back, officer. This situation is unprecedented. We can't do anything to risk millions of lives.

BLAKE

(to Gordon)

Aren't you gonna tell him?!

GORDON

Captain, things are more complicated than you think. There's somebody you need to meet. Blake?

Blake nods, leads Jones and his men up the stairs.

**225 EXT. SIDE STREET - DOWNTOWN - CONTINUOUS**

**225**

Blake leads them to the door of an empty bank.

**226 INT. TELLSONS BANK - CONTINUOUS**

**226**

They head across the empty lobby to an elevator.

**227 INT. OFFICES ABOVE TELLSONS - MOMENTS LATER**

**227**

Blake leads them into empty offices. Cots and makeshift furnishings line the offices and corridors.

BLAKE

I was up here looking for a vantage point. Found the people who run the corporation who owns it living here.

CAPTAIN JONES

Which corporation?

FOX (O.S.)

Wayne Enterprises.

Lucius Fox is there, with Miranda Tate.

BLAKE

Captain, meet Mr. Fox. Mr. Fox, I'd like you to brief the Captain.

Captain Jones indicates Miranda.

FOX

Miss Tate is fully aware of the situation.

MIRANDA

And as CEO of Wayne Enterprises, I have to take responsibility for it.

CAPTAIN JONES

Why?

MIRANDA

Because, Captain, we built it.

CAPTAIN JONES  
You built the bomb?

FOX  
It was built as a fusion reactor.  
The first of its kind. Bane turned  
the core into a bomb, then  
disconnected it from the reactor.

BLAKE  
And here's the important part.

FOX  
As the device's fuel cells decay,  
it's becoming increasingly  
unstable...until the point of  
detonation.

BLAKE  
The bomb's a time bomb.

FOX  
And it will go off. In twenty-three  
days.

Captain Jones reels at this news.

BLAKE  
Bane's revolution is a sham. He's  
watching Gotham rearrange its  
deckchairs while the whole ship's  
going down. Your appeasement plan  
might not be as practical as you  
thought.

Captain Jones throws Blake a look. Addresses Fox.

CAPTAIN JONES  
Could you disarm it?

FOX  
I don't know, But I could reconnect  
it to the reactor. Stabilize it.

CAPTAIN JONES  
We'd have to let the Pentagon know.

SPECIAL FORCES 2  
They'll be monitoring our  
frequencies -

CAPTAIN JONES  
We have no choice. Let's move away  
from this location, then call it in.

**228 INT. TELLSONS BANK - MOMENTS LATER****228**

Captain Jones exits the elevator, followed by his men and Blake. Halfway across the floor, hell breaks loose.

Mercenaries blast them with machine guns - the lobby becomes a devastating ambush. Blake dives back into the elevator.

**229 INT. OFFICES ABOVE TELLSONS - CONTINUOUS****229**

Blake flies out of the elevator.

BLAKE

Fox, somebody sold us out!

Fox and Miranda burst into the corridor.

FOX

Take Miranda -

Blake grabs Miranda, heads for the back stairs. Mercenaries jump out of the elevator, firing high.

MERCERNARY

DOWN ON THE FLOOR!

Fox freezes. Lowers himself to the ground.

**230 INT. TELLSONS BANK - CONTINUOUS****230**

Captain Jones goes down in a hail of bullets. The other Special Forces Men are down. Bane enters, midges Jones with his toe. He is alive. Barely. Bane leans in close. Jones looks up at him, defiant.

CAPTAIN JONES

I'll die before I talk...

BANE

I'm on your schedule, Captain.

Bane places his hand over Jones's nose and mouth.

MERCERNARY

There were people living upstairs.

Bane looks up, disinterested. Jones is dead.

BANE

Give them over for judgement.

(Indicates bodies.)

Hang them where the world will see.



**231 INT. STONE CELL - UNDERGROUND PRISON - DAY****231**

Wayne stares at the TV: the Special Forces bodies hang in the cables of Gotham Bridge. Wayne throws a stone into the screen.

**232 INT. SAME - LATER****232**

Wayne does endless push-ups, squats, stretches. The Blind Prisoner listens. He speaks in an ancient tongue.

PRISONER

He says the leap to freedom is not about strength.

WAYNE

My body makes the jump.

BLIND PRISONER

(cracked English)

Survival is the spirit. The soul.

WAYNE

My soul's as ready to escape as my body.

BLIND PRISONER

Fear is why you fail.

WAYNE

I'm not afraid. I'm angry.

Wayne throws punches...focused.

**233 INT. UNDERGROUND PRISON - DAY****233**

Wayne takes the rope at the foot of the climb. Prisoners look up, but none bother to gather round. Wayne starts climbing, determined.

He FIGHTS the rock face...breathing hard. Grabs at a rock - it comes away in his hand. He DROPS - SMASHES into the rock face. The Blind Prisoner shakes his head.

A Skinny Prisoner playing cards with the Prisoner looks up at Wayne, hanging upside down.

SKINNY PRISONER

Shouldn't you get him down?

The Prisoner glances up at Wayne, disdainful.

PRISONER  
He'll keep.

As Wayne drifts into unconsciousness we -

INSERT CUT: Young Bruce lies at the bottom of the well,  
looking up at his father, lowering down to rescue him.

THOMAS WAYNE (V.O.)  
And why do we fall?

**234 INT. CAVE PRISON - NIGHT**

**234**

Wayne wakes with a start - the Blind Prisoner is there.

BLIND PRISONER  
(cracked English)  
You do not fear death. You think  
this makes you strong. This makes  
you weak.

WAYNE  
Why?

BLIND PRISONER  
How can you move faster then  
possible? Fight longer than  
possible? If not from the most  
powerful impulse of the spirit. The  
fear of death. The will to survive.

Wayne gets up onto his elbow. Looks at the Blind Prisoner.

WAYNE  
I do fear death. I fear dying in  
here while my city burns with no one  
there to save it.

BLIND PRISONER  
Then make the climb.

WAYNE  
How?

BLIND PRISONER  
As the child did. Without the rope.  
(Dry laugh.)  
Then fear will find you again.

Wayne considers this.

**235 INT. CAVE PRISON - MORNING**

**235**

Wayne puts some scraps of bread into a rough coat which he folds into a makeshift shoulder pack.

PRISONER

Supplies for your journey?

Prisoners nearby laugh. Wayne moves to the cliff face. The Prisoner follows, intrigued by Wayne's new demeanor. The Tattooed Prisoner offers him the rope. Wayne refuses. Starts to climb. Prisoners gather around as word spreads. Wayne makes his way cautiously up the treacherous rock face. Down below the Prisoners start a low chant.

As Wayne hoists himself up onto the precipice something EXPLODES from the cliff face. Wayne flinches - BATS... They circle up to the opening above...

Wayne closes his eyes. The chant RISES. Wayne takes a breath...opens his eyes...looks down at the drop...up again...then he jumps.

Time skips a beat as the Prisoners stop breathing.

And Wayne GRABS the ledge above.

The Prisoners go WILD as Wayne hoists himself up onto the ledge. The Blind Prisoner nods. Wayne climbs to FREEDOM.

**236 EXT. CAVE PRISON - NEAR A FORTRESS - CONTINUOUS**

**236**

Wayne climbs out of the hole and into formidable desolation.

He shoulders his pack - spots a large coil of rope attached to the wall. He pushes it into the hole then walks away...

**237 INT. BASEMENT - ABANDONED STOCK EXCHANGE - DAY**

**237**

A mass of huddled Gothamites. Professionals (traders, industrialists). In a corner, Fox. Mercenaries come down into the chamber, pull out a man, who starts yelling. It is Stryver, Daggett's functionary.

STRYVER

I want to see Bane! There's been a mistake! Take me to Bane!

Fox watches him dragged upstairs...

**238 INT. ABANDONED STOCK EXCHANGE - MOMENTS LATER**

**238**

A kangaroo court. Stryver is dragged before a jeering crowd.

STRYVER

There's been a mistake! Where's Bane?!

VOICE (O.S.)

There's been no mistake, Mr. Stryver.

Stryver turns to look at the 'judge': Dr. Jonathan Crane.

CRANE

You are Philip Stryver, executive vice-president of Daggett Industries?

(Off nod from Stryver.)

The same Philip Stryver who for years lived like a prince off the blood and sweat of people less powerful?

STRYVER

Call Bane! I'm one of you!

Jeers. Pull back to reveal a silent figure, watching. Bane.

CRANE

Bane has no authority here. This is merely a sentencing hearing. The choice is yours, death or exile.

Stryver looks around, terrified, as the crowd shouts 'Death'.

STRYVER

Exile.

CRANE

(smashes gavel)

Sold...to the man in the cold sweat!

Mercenaries pull Stryver from the dock...

**239 EXT. GOTHAM RIVER - DAY**

**239**

Stryver, with other wealthy Gothamites, is led down to the ice. A Blackgate Inmate undoes his handcuffs, whispering.

BLACKGATE INMATE

Follow the tick ice. Try to swim - you're dead in minutes.

STRYVER

Has anyone made it?

The Blackgate Inmate turns away. Stryver is forced onto the ice. He shuffles forward, listening to the creaking... Stryver is a hundred yards out when the river swallows him.

**240 INT. EMPTY OFFICE BUILDING - DAY**

**240**

Gordon stands over a map of the city. A handful of Cops sit around the room. Waiting. Gordon looks at his watch.

GORDON

Where the hell are they? It's not like we have a lot of time, here.

COP

How long?

GORDON

The bomb goes off tomorrow. We've got about eighteen hours to do something.

COP

To do what?

GORDON

We mark that truck. Get a GPS on it, then we can start thinking about how to take it down.

The door opens and Blake enters, followed by ten cops.

Gordon is counting them in. He moves to Blake.

GORDON

(low)

That's it?

Blake just looks at him. Gordon checks the faces. Realizes.

GORDON

Foley. Where's Foley, dammit?!

Gordon heads for the door.

BLAKE

You shouldn't be out on the streets

-

**241 EXT. FOLEY'S BROWNSTONE - DAY**

**241**

Gordon hurries up the steps to a brownstone. Stabs the bell.

FOLEY'S WIFE

Jim. He's not here -

Gordon, furious, addresses the hallway behind her.

GORDON

You're sending your wife to the door  
when the city's under occupation?!

Foley appears at the end of the corridor. Ashamed.

FOLEY

Wait in the kitchen, honey.

GORDON

What did you do, bury your uniform  
in the backyard?

FOLEY

Jim, you saw what they did to those  
Special Forces.

GORDON

You forgotten all the years we went  
out on patrol with every gangbanger  
wanting to plant one as soon as our  
backs were turned?

FOLEY

This is different and you know it.  
These guys run the city - the  
government's done a deal with them -

GORDON

Deal?! Bane's got their balls in a  
vice. That's not a deal -

FOLEY

You move against Bane, the  
triggerman's gonna hit the button -

GORDON

You think he's given control of that  
bomb to one of 'the people'?! You  
think this is part of some  
revolution? There's one man with his  
finger on the button - Bane.

FOLEY

We have to keep our heads down until  
they can fix this. If you still had  
family here maybe you'd -

GORDON

This only gets fixed from inside the city, Foley.

(Calmer.)

Look, I'm not asking you to walk down Grand in your dress blues. But we've got to do something before this maniac blows us all to hell.

FOLEY

I'm sorry Jim. I gotta -

GORDON

Keep your head down? What's that gonna do tomorrow, when that thing blows?

FOLEY

You don't know that's going to happen.

Foley closes the door on Gordon. Gordon stands there.

MIRANDA (O.S)

I hear you're looking for men, Commissioner.

Gordon turns to see Miranda, Blake behind her. Blake shrugs.

MIRANDA

How about me, instead?

GORDON

Miss take, I can't ask you -

MIRANDA

My company built it.

GORDON

Bruce Wayne built it.

MIRANDA

And he wanted to destroy it. It was me who didn't listen. Please.

Gordon looks at Blake. Then Miranda. Nods.

GORDON

Let's go.

**242 EXT. GOTHAM STREET - DAY**

**242**

A Kid sprints down the deserted street, chased by two Gangbangers. The Kid slips in the snow - the men are on him.

GANGBANGER

You steal from us, you little  
bastard?

They grab the Kid's backpack, the Gangbanger pulls out an apple, moves to hit the Kid when - SMACK! - his hand is grabbed, and the apple flies into the air as his arm cracks.

Selina catches the apple.

SELINA

You boys know you can't come into my  
neighborhood without asking  
politely.

Gangbanger 2 lunges with a knife - she spins him, making him stab himself in the backside. The Gangbangers run off, howling. The Kid eyes her, wary.

SELINA

Never steal anything from someone  
you can't outrun, kid.

KID

Now you're gonna take it.

Selina looks at the red apple. Takes one perfect bite.

SELINA

Just tax.

She tosses him the apple. He takes it and runs.

WAYNE (O.S.)

Pretty generous, for a thief.

Selina recognizes the voice. Turns to find Wayne - strong, but weathered. Beard, work clothes.

SELINA

You came back. I thought they'd  
killed you.

WAYNE

Not yet.

SELINA

If you're expecting an apology -

WAYNE

It wouldn't suit you. I need your  
help.

SELINA



And why would I help you?

Wayne pulls a USB drive out of his pocket.

WAYNE

For this. The 'Clean Slate'.

SELINA

You're gonna trust me with that?  
After what I did to you?

WAYNE

I admit I felt a little let down.  
But I still think there's more to  
you. In fact, I think for you -  
(indicates USB)  
this isn't a tool, it's an escape  
route. You want to disappear. Start  
fresh.

She looks at him. Takes the drive, staring at it.

SELINA

Start fresh? I can't even get off  
this island.

WAYNE

I can give you a way off. Once  
you've gotten me to Lucius Fox. I  
need you to find out where they're  
holding him. Then take me in.

SELINA

Why do you need Fox?

WAYNE

To save this city.

SELINA

Who says it needs saving? Maybe I  
like it this way.

WAYNE

Maybe you do. But tomorrow that  
bomb's going off.

SELINA

Get your powerful friend on the  
case.

WAYNE

I'm trying. But I need Fox.

**243 EXT. GOTHAM STREETS - DAY****243**

Gordon and his Men are in two-man teams. Gordon is walking down the street with Miranda. He hands her a Geiger counter.

GORDON

Stay further up the block.

(Points at Men.)

They're gonna cross the street and try and slow the truck down. As it approaches, hit this button. If the needle hits two hundred - give me the signal and I mark the truck. Okay?

BLAKE

(over radio)

Heads up.

Blake is up on a rooftop. Gordon moves down to the other end of the block. As the truck rumbles into view, Gordon's Men walk out into the street in front of it as if crossing the road. The convoy barely slows. Miranda gives Gordon the signal. As the truck comes past, he tosses a magnetic GPS locator at the lower part of the truck...

Gordon regroups with his Men on the corner. Checks his GPS.

GORDON

Got it.

They keep moving, turning down the next street...into an ambush. Dozens of Mercenaries, weapons trained.

MERCENARY

Commissioner Gordon, you're under arrest.

GORDON

On whose authority?

MERCENARY

The people of Gotham.

Blake, from his vantage point, watches Gordon, Miranda and the other Cops being rounded up and led away...

**244 INT. BASEMENT - ABANDONED STOCK EXCHANGE - DAY****244**

Miranda comforts a crying Woman in the corner. Thugs come down the stairs, laughing, leading a Hooded Prisoner. They kick him down the last step and he stumbles. Fox moves to his aid.

BASEMENT THUG 1

Find this one a spot, he's got a big  
day tomorrow.

They dump the Hooded Man with Fox.

BASEMENT THUG 2

We all do. Ir's not every day you  
bag Bruce Wayne...

Fox hears this. Pulls the bag from Wayne's head. Wayne nods  
at him, silent. Fox nods back. The Thugs leave. Miranda comes  
over.

MIRANDA

Bruce?

FOX

You picked a hell of a time to go on  
vacation, Mr. Wayne.

WAYNE

How long until the core ignites?

FOX

That bomb goes off in twelve hours.

WAYNE

Unless we can connect it to the  
reactor.

FOX

If you can get it there. I'll find a  
way to plug it back in.

(Indicates Miranda.)

Can you get Miranda out?

WAYNE

Not tonight. I'm sorry.

MIRANDA

Do what's necessary.

WAYNE

(to Fox)

Tonight I need you.

FOX

What for?

WAYNE

To get me back in the game.

Catwoman comes down the stairs with the Thugs.

CATWOMAN  
 Sorry to spoil things, boys, but  
 Bane wants these guys himself...

The thugs pull Wayne and Fox to their feet - Miranda looks up.

WAYNE  
 I won't forget about you.

MIRANDA  
 I know.

**245 EXT. COLONNADE - HOLDING AREA - CONTINUOUS**

**245**

The Thugs lead Wayne and Fox along the colonnade. Catwoman spins, takes out one Thug with a heel, one with a punch to the throat. Fox smiles as she unlocks his wrists.

FOX  
 I like your girlfriend, Mr. Wayne.

CATWOMAN  
 He should be so lucky.

And she's gone. Fox turns to Wayne. Who shrugs.

**246 INT. DARK SPACE - NIGHT**

**246**

Lights flicker on... Wayne and Fox are in the Bat-Bunker.

WAYNE  
 Any move I make against Bane or the  
 bomb - the triggerman sets it off.

FOX  
 They can't be using radio or cell -  
 too much interference. Infrared  
 doesn't have the range. It could  
 only be micro-burst long wave...

Wayne opens a panel in the wall, takes out equipment: mini-mines, Batarangs, utility belt...

WAYNE  
 Could you block it?

FOX  
 Yes. I need the EMP cannon-guidance  
 mount from the Bat. You remember  
 where you parked?

Wayne nods. Smiles. The Batsuit rises from the floor...

**247 INT. ABANDONED STOCK EXCHANGE - EVENING - LATE DAY**

**247**

Gordon and his men on trial. Crane presides.

CRANE

The charges are espionage and attempted sabotage... Do you have anything to say in your defense?

GORDON

No lawyer, no witnesses. What sort of due process is this?

CRANE

More than you give Harvey's prisoners, Commissioner. Your guilt is determined, this is merely a sentencing hearing. What's it to be, death or exile?

GORDON

Crane, if you think we are going willingly out onto that ice, you've got another think coming.

CRANE

Death, than?

GORDON

Looks that way.

CRANE

Very well... Death...  
(Smiles.)  
By exile.

He smashes his gavel. Bane leans in to one of his men, indicates Miranda.

BANE

Bring her to me.

**248 INT. STAIRWELL - SKYSCRAPER - SUNSET**

**248**

Wayne bounds up the stairs. Fox follows, out of breath

LUCIUS

I think it's time to talk about my year-end bonus...

**249 EXT. ROOFTOP - SKYSCRAPER - GOTHAM - MOMENTS LATER****249**

Fox emerges to see Wayne uncovering the Bat... As the sun sets, Fox starts pulling apart the gun mount.

FOX

She fly pretty well?

WAYNE

Even without the autopilot...

FOX

Autopilot? That's what you're there for.

**250 EXT. GOTHAM RIVER - NIGHT****250**

Gordon and the rest of the men stand at the edge of the ice.

A Mercenary fires his gun in the air. Gordon takes a breath, then leads his men onto the ice...which creaks and groans... Further out, Gordon stops - sniffs - looks down: a pool of liquid, beside it: a flare. Gordon picks it up, puzzled.

BATMAN (O.S.)

Light it up.

Gordon, energized by the familiar voice, lights the flare - jams it into the liquid, sending a trail of FIRE across the ice - up into a building where it forms the shape of a BAT...

**251 INT. FOLEY'S BROWNSTONE - CONTINUOUS****251**

FOLEY'S KIDS

Dad! Check it out!

FOLEY'S WIFE

Honey, take a look!

Foley moves to a back window. Sees the flaming sign.

**252 EXT. GOTHAM STREET - CONTINUOUS****252**

A Mercenary nervously approaches Bane's back.

MERCENARY

Sir?

Bane turns. The Mercenary points at the sign.

MERCENARY

You think it's really him?

BANE

Impossible...

**253 INT. FOLEY'S BROWNSTONE - BEDROOM - MOMENTS LATER**

**253**

Foley yanks up the floorboards. Pull his dress blues from their hiding place.

**254 EXT. OUTFLOW PIPE - ACKERMAN PARK - CONTINUOUS**

**254**

Mercenaries guarding the entrance see the sign. One of them moves out to get a better look. WHAM! He is taken out by a dark figure. The figure steps into the light - it is Blake...

**255 EXT. GOTHAM RIVER - CONTINUOUS**

**255**

Batman hands Gordon a metal box.

BATMAN

This blocks the remote detonator signal to the bomb. Get into onto the truck by sunrise. They might hit the button when it starts.

GORDON

When what starts?

BATMAN

War.

**256 EXT. OUTFLOW PIPE - ACKERMAN PARK - CONTINUOUS**

**256**

Blake takes out a second Mercenary - moves over to the open manhole. Ross emerges - nots at Blake, who helps him climb out. BANG - Ross goes down as Blake dives for cover. Blake is grabbed by Mercenaries. They detonate the manhole, sealing it, prepare to execute Blake. A dark shape drops onto the Mercenaries... Blake watches, in awe, as Batman takes them out in a fury of punches and kicks - then it is finished. Quiet. One of the Mercenaries moves slightly.

BLAKE

You missed a spot.

Batman boots him in the head as he moves towards Blake.

BATMAN

If you're working alone, wear a mask.

BLAKE  
No one cares who I am.

BATMAN  
The mask is not for you. It's to protect the people you care about.

BLAKE  
Huh. And you always seem to know where those people are. How is that?

BATMAN  
I lost someone once. Since then I break into their homes when they're sleeping and implant a tracking device on the back of their neck.

Blake laughs. Then feels the back of his neck. Batman tosses Blake a mini-mine.

BATMAN  
On three - one, two, three -

They throw the mini-mines at the rubble of the entrance - the blasts barely move any rubble.

BLAKE  
No offense, but you got anything bigger in that belt?

BATMAN  
That's to warn the men on the other side.

Batman disappears into the shadows.

BLAKE  
But how do we -?

KAABOOOM! The Bat's cannons light up the night.

BLAKE  
Okay.

Cops climb out into the cold night - skinny, ragged, but glad to be alive and carrying guns...

BLAKE  
What now?

BATMAN



All-out assault on Bane...but you need to get the people your care about across the bridge.

BLAKE

Why?

BATMAN

In case we fail. Lead an exodus across the bridge. Save as many lives as you can.

BLAKE

Don't you need me here?

BATMAN

You've given me an army. Now go.

Blake nods. Turns to leave. Stops.

BLAKE

Thank you.

BATMAN

Don't thank me yet.

BLAKE

I might not get a chance later.

Batman nods. Blake disappears into the night.

**257 EXT. GOTHAM STREET - CONTINUOUS**

**257**

Gordon checks the metal box. Puts it under his coat. Nods at his men, hiding in the doorways. Checks his GPS...

**258 EXT. ALLEY - NIGHT**

**258**

Batman leads Catwoman to a rusty old container. He opens it, revealing the Bat-Pod. Catwoman's eyes light up.

CATWOMAN

Oh, you shouldn't have...

She hops on, feeling the controls.

BATMAN

The mid-town tunnel's blocked by debris, but the cannons give you enough firepower to make a path for people.

Catwoman marvels at the controls...

BATMAN  
To start it, you -

VARROOOM!

CATWOMAN  
I got it.

BATMAN  
We've got forty-five minutes to save  
this city -

CATWOMAN  
No, I've got forty-five minutes to  
get clear of the blast radius,  
because you don't stand a chance  
against these guys.

BATMAN  
With your help I might.

She shakes her head.

CATWOMAN  
I'll open that tunnel, then I'm  
gone.

He looks at her.

BATMAN  
There's more to you than that.

She stares back at him. Facade slipping a touch.

CATWOMAN  
Sorry to keep letting you down.

He says nothing. She looks at him, imploring.

Come with me. Save yourself. You don't owe these people  
anymore - you've given them everything...

BATMAN  
Not everything. Not yet.

Batman turns. Catwoman watches him go. Then fires up the bike  
and takes off.

Catwoman tears along on the Bat-Pod. She pulls up at the tunnel entrance blocked by stacked vehicles.

**260 EXT. DOWNTOWN STREETS - DAWN**

**260**

The army of Cops stands at the low end of the street. At the top is Bane's stronghold - City Hall. Men pour out of the building, forming up into an opposing line.

A Cop wearing full dress blues steps forward. It is Foley.

The silence is eerie... The numbers look evenly matched - until two Tumblers arrive.

VOICE  
(over loudspeaker)  
DISPERSE. DISPERSE OR BE FIRED UPON.

The Cops look shaky, pale, but determined.

FOLEY  
There's only one police in this city.

He steps forward. The line follows.

**261 EXT. CITY HALL - CONTINUOUS**

**261**

Bane stands in the colonnade. Watching.

BANE  
Open fire.

**262 EXT. STREET - DOWNTOWN GOTHAM - CONTINUOUS**

**262**

The Tumblers FIRE into the line of Cops, THROWING men into the air, SCREAMING. The line of Cops is about to scatter - WHOOOSH. The Bat DROPS down in front of the Cops and BLASTS both Tumblers, FLIPPING them sideways. The Bat RISES and the cops run towards the Mercenaries, firing - until they are close enough to fight hand-to-hand. The street is filled with thousands of men in pitched battle.

**263 EXT. STREETS LEADING TO SOUTH TUNNEL - CONTINUOUS**

**263**

Catwoman, hearing the distant battle, blasts the tunnel blockage...the dust settles. Her path is clear.

**264 EXT. GOTHAM STREET - CONTINUOUS**

**264**

Gordon heard the fighting. Checks the box. Nervous.

GORDON  
Come on, come on...

**265 EXT. DOWNTOWN STREET - CONTINUOUS**

**265**

Bane strides through the battle, taking out Cops left and right. A space clears - he is face the face with the Batman...

BANE  
You came back. To die with your city.

BATMAN  
No. I came back to stop you.

Bane leaps at batman, smashing powerful blows into his head. Batman ducks, weaves and smashes his fists into Bane's side. Someone is watching from the window of City Hall - Miranda.

**266 EXT. GOTHAM STREET - CONTINUOUS**

**266**

The black truck rounds the corner. Gordon signals his man in a Greyhound bus - who pulls across the street. The truck smashes into the bus and stops. Gordon and his men swarm in, blasting at the Guards. Gordon opens the back - empty. No bomb. Wrong truck.

GORDON  
That's impossible... Come on! Cut over to Fifth!

They sprint for the next parallel avenue...

**267 INT. REACTOR PLANT - CONTINUOUS**

**267**

Fox hurries into the reactor - starts throwing switches...

**268 EXT. ST. SWITHIN'S HOME FOR BOYS - CONTINUOUS**

**268**

Blake leads the boys out of the home - points down the street.

BLAKE  
Knock on doors, spread the word - the bomb's going to blow! Get out by

the South Street tunnel, or over the bridge! Do two blocks, then get back to the bus!

The boys race down the street. Father Reilly climbs into the bus.

**269 EXT. DOWNTOWN STREETS - CONTINUOUS**

**269**

Batman and Bane fight, Batman pushing Bane back - a Tumbler roars between them, separating them. Batman chases after.

**270 INT. LOBBY - CITY HALL - CONTINUOUS**

**270**

Bane SMASHES backwards through the door, Batman on him.

Batman POUNDS Bane against the marble floor. Mercenaries guarding Miranda move towards them -

BANE

Stay back. He is mine -

Bane SMASHES Batman's head - moves in for the kill, but Batman SMASHES Bane to the ground, RIPS sideways across the tubes of Bane's mask with the blades of his forearm. Bane bellows, thrashing in AGONY. Batman holds him down with a hand on his throat - searches him with his free hand.

BATMAN

Give me the trigger! You'd never give it to an ordinary citizen -

Bane's thrashing calms as he stares at Batman through pain-soaked eyes...gasping through his broken mask for relief.

BANE

I broke you. How have you come back?

BATMAN

You thought you were the only one who could learn the strength to escape?

Bane looks at Batman, curiosity behind his pain.

BANE

I never escaped - Ra's al Ghul rescued me. That is why I must fulfill his plan. That is why I must avenge his murder.

BATMAN

(confused)  
The child of Ra's al Ghul made the  
climb -

MIRANDA (O.S)  
But he is not the child of Ra's al  
Ghul...

Batman flinches, frozen as Miranda leans into his ear...

MIRANDA  
I am.

Miranda has a knife through Batman's suit, into his ribs...

MIRANDA  
And though I am not 'ordinary', I am  
a citizen...

She pulls out the trigger...

**271 EXT. FIFTH STREET - CONTINUOUS**

**271**

Gordon spots the second black truck moving down the street.

His men pull in front, slowing it. Gordon jumps into the  
back. The truck accelerates - Gordon drops, hanging on to the  
bumper, struggling with the box, trying to turn it on...

**272 INT. LOBBY - CITY HALL - CONTINUOUS**

**272**

Batman cannot move to defend himself. He has Bane by the  
throat, but Miranda has her knife in his side -

MIRANDA/TALIA  
My mother named me Talia before she  
was killed. The way I would've been  
killed if not for my  
protector...Bane.

INSERT CUT: the child, Talia, makes eye-contact with the  
Protector, then leaps. Down below, Prisoners swarm over the  
protector, ripping the muslin from his face. Bane looks up at  
Talia, says one quiet word -

BANE  
Goodbye.

Then is overrun.

TALIA  
I climbed out of the pit...

INSERT CUT: Young Talia stands by the hole looking out at the landscape...

TALIA  
I found my father and brought him  
back to exact terrible vengeance -  
but by that time...the prisoners and  
the doctor had done their work to my  
friend...my protector...

Talia reaches up to touch Bane's mask.

INSERT CUT: the League of Shadows descend into the prison -  
at their head, Ra's al Ghul.

TALIA  
They slaughter prisoners.

Then stop. Ra's al Ghul has found Bane, bandaged.

TALIA  
The League took us in. Trained us...

**273 INT. TEMPLE - LEAGUE OF SHADOWS - DAY**

**273**

Bane in a prototype mask, stands on logs, blocking blows from  
men with sticks.

TALIA (V.O.)  
But my father could not accept Bane.

Ra's al Ghul watches Bane training. Turns away.

**274 INT. LOBBY - CITY HALL - CONTINUOUS**

**274**

Talia looks into Bane's eyes as she holds the knife in  
Batman's side.

TALIA  
He saw only a monster who could  
never be tamed. Whose very existence  
was a reminder of the hell he'd left  
his wife to die in. He  
excommunicated Bane from the League  
of Shadows. His only crime was that  
he loved me. I could not truly  
forgive my father...

Talia looks at Batman, cold.

Until you murdered him.

BATMAN

He was trying to kill millions of  
innocent people -

TALIA

'Innocent' is a strong word to throw  
around Gotham, Bruce. I honor my  
father by finishing his work.  
Vengeance against the man who killed  
him is simply a reward for my  
patience...

Talia twists the knife in Batman's side.

TALIA

You see, it's the slow knife...the  
knife that takes its time, the knife  
that waits years without forgetting,  
then slips quietly between  
bones...that's the knife -

Talia arms the trigger...

TALIA

- that cuts deepest.

She hits the button - nothing.

**275 EXT. FIFTH STREET - CONTINUOUS**

**275**

A light on the metal box is blinking. Gordon hangs on -

**276 INT. LOBBY - CITY HALL - CONTINUOUS**

**276**

Talia turns, furious.

BATMAN

Your knife may have been too slow...

A Mercenary steps forward -

MERCENARY

The truck's under attack -

Talia looks around, mind racing.

TALIA

Gordon.

(To Batman.)

You gave him a way to block my  
signal. No matter -

(Looks at watch.)



He's bought Gotham eleven minutes.  
 (Shouts at Mercenary.)  
 Prepare a convoy. We must secure the  
 bomb until it detonates.

Talia jumps to her feet. Bane grabs a shotgun from a  
 Mercenary - points it at Batman.

TALIA  
 Not yet... I want him to feel the  
 heat.  
 (To Batman.)  
 Feel the fire of twelve million  
 souls you failed.

Talia reaches up to Bane's mask, reconnects his tubes,  
 tenderly.

TALIA  
 Goodbye, my friend.

Bane nods at her, slowly. Talia moves out with the  
 Mercenaries.

**277 EXT. CITY HALL - CONTINUOUS**

**277**

Talia gets into a Tumbler with a Mercenary. Three Tumblers  
 pull out in convoy, blowing anything out of the way - cars,  
 cops.

Foley stands in the road, firing his sidearm. Talia's Tumbler  
 SMASHES him out of the way.

**278 INT. LOBBY - CITY HALL - CONTINUOUS**

**278**

Bane grabs Batman, throws him into the floor - checks the  
 rounds in the barrels.

BANE  
 You'll have to imagine the fire -

He shuts the gun - jams it into Batman's face.

BANE  
 We both know I need to kill you now.

He squeezes the trigger. BLAMMM! Bane is blasted across the  
 lobby by cannon fire.

Catwoman is there, on the Bat-Pod.

CATWOMAN

The whole no-guns thing? I don't  
feel as strongly about it as you do.

**279 EXT. GOTHAM BRIDGE - CONTINUOUS**

**279**

Blake pulls up to the barricade, leads the kids off, marching them up the bridge, Father Reilly at the rear. A Uniform shouts through the loudhailer -

UNIFORM

Stay there! What are you doing?!

BLAKE

(pulls badge)

Blake, MCU - I'm getting these boys  
to safety -

UNIFORM

Safety?! You're gonna get us all  
killed. Anyone crosses this bridge  
they blow the city -

BLAKE

It's gonna blow anyway. We need this  
bridge open right now.

UNIFORM

No one leaves the island. Orders -

BLAKE

Whose orders? Bane's?

UNIFORM

Police Department's.

BLAKE

Haven't you heard the shooting? The  
Batman's battling it out with Bane -

UNIFORM

The Batman's dead. Look, Officer -

BLAKE

It's Detective -

UNIFORM

Well, Detective, you take one more  
step, we have to shoot you. Two more  
steps, we have to blow the bridge.

BLAKE

(to the boys)

Wait for me back at the bus.

The Boys walk back down the bridge...

**280 EXT. DOWNTOWN STREETS - CONTINUOUS 280**

Talia's convoy surrounds the black truck. Tumblers off each flank, protecting the bomb as it counts down...

**281 INT. LOBBY, CITY HALL - CONTINUOUS 281**

Batman looks at Catwoman.

BATMAN

I need you on the ground, me in the  
air, we have to force that convoy  
east, to the entrance to the reactor

-

**282 EXT. CITY HALL - MOMENTS LATER 282**

Catwoman roars down the steps on the Bat-Pod.

**283 INT. BLACK TRUCK - CONTINUOUS 283**

Gordon climbs into the back of the truck - the bomb is there, heating up. He looks at the countdown - nine minutes...

**284 EXT. GOTHAM BRIDGE - CONTINUOUS 284**

Blake turns back to the Uniform.

BLAKE

Your orders are out of date! The  
situation's changed! Listen, I'm a  
cop like you. And I'm walking out  
there. Please don't shoot me.

Blake walks. Shots ring out at his feet. He keeps walking...

**285 EXT. GOTHAM STREETS - CONTINUOUS 285**

The Bat descends on the convoy, Catwoman approaches on the ground. A rolling battle ensues. Catwoman targets the rear of the Tumblers, Batman swings the Bat in low at the junctions, trying to force the convoy east...

The Tumbler's gun turrets swing around onto Catwoman. She swerves to avoid heave fire.

**286 EXT. GOTHAM BRIDGE - CONTINUOUS****286**

Blake continues to walk, ignoring the warning shots.

UNIFORM  
Son-of-a-bitch!  
(To his partner.)  
Blow it! Before he reaches the line  
-

His partner arms the detonator. Uniform shouts at Blake -

UNIFORM  
Get down! We're blowing the bridge!

As Blake looks, disbelieving, the bridge in front of him  
blasts upwards in a massive fireball. Blake dives backwards.

**287 EXT. GOTHAM STREETS - CONTINUOUS****287**

The Bat blasts away in front of the convoy, making a huge  
crater in front of a Tumbler and trapping it, rear in the  
air. Catwoman dodges around it, uses the Bat-Pod cannons to  
take out another Tumbler... The countdown ticks away...seven  
minutes.

**288 INT. REACTOR PLANT - CONTINUOUS****288**

As Fox fires up the reactor something catches his eye -  
something is wrong...

**289 EXT. GOTHAM BRIDGE - CONTINUOUS****289**

The smoke clears, Blake sees the impossible gap.

BLAKE  
You idiots! You sons of bitches!  
You're killing us!!

**290 INT. BLACK TRUCK - CONTINUOUS****290**

Gordon climbs out the back of the truck but is immediately  
strafed by gunfire from the Tumblers. He dives back inside,  
moves to the front of the trailer - looks at the bulkhead,  
gauging the driver's position. Starts firing blind through  
the bulkhead -

**291 INT. CAB - BLACK TRUCK - CONTINUOUS****291**

Bullets fly through the cab. The driver takes one, falls forward, dead. Talia takes the wheel - bullets keep coming.

**292 EXT. GOTHAM BRIDGE - CONTINUOUS 292**

Blake races back. Father Reilly has the boys in a huddle, praying -

BLAKE  
Father! Get the boys on the bus -

FATHER REILLY  
But there's nowhere to go, son.

**293 EXT. GOTHAM STREETS - CONTINUOUS 293**

The Bat spins down in front of the black truck, forcing it into a hard right turn...

**294 INT. TRUCK - CONTINUOUS 294**

Talia watches the navigation screen.

TUMBLER DRIVER  
(over radio)  
They're trying to force us onto  
Grand -

TALIA  
Pushing us to the entrance of the  
reactor. They're going to try and  
reconnect the core.

TUMBLER DRIVER  
(over radio)  
Can they?

Talia smiles.

**295 INT. REACTOR PLANT - CONTINUOUS 295**

Fox runs to a ladder. Alarms sound. As he hits the ladder he turns. A massive rumble builds - water SMASHES into the reactor, flooding in from both directions.

**296 EXT. GOTHAM STREETS - CONTINUOUS 296**

Catwoman comes up behind the lead Tumbler. She blasts it again and again - it flips diagonally into the path of the

black truck, causing the truck to lurch onto its side. Both vehicles careen into the mouth of the tunnel.

**297 INT. REACTOR PLANT - CONTINUOUS**

**297**

Fox loops his arm around a rung of the ladder and braces as a wave smashes into him, painfully...

**298 EXT. TUNNEL ENTRANCE - CONTINUOUS**

**298**

Gordon jumps out of the truck, opening the rear doors to expose the glowing core. Catwoman pulls up on the Bat-Pod.

GORDON

Give me a hand!

The Bat lands at the tunnel mouth. Gordon moves in to try and grab the core but it is too hot.

GORDON

Let's get a cable on it and drag it out! Come on, we're almost there -

Laughter. Gordon turns. Talia, lying half out the truck. Dying.

TALIA

Fox showed me how to operate the reactor core. Including the emergency flood -

**299 INT. REACTOR PLANT - CONTINUOUS**

**299**

Fox pulls himself above the rising whitewater -

**300 EXT. TUNNEL ENTRANCE - CONTINUOUS**

**300**

Gordon looks down at Talia. Batman is at his side.

TALIA

There is no way to stop this bomb.  
Prepare yourselves...

(Looks up at Batman.)

My father's work is done.

Talia smiles as her eyes flutter closed. Gordon turns - Batman is at the core, plunging his hands into the heat to attach a hoist from the Bat.

GORDON

What're you doing?

BATMAN

Two minutes. I can fly it out over the bay...

Catwoman is at his side as he works.

CATWOMAN

Rig it out to fly over the water, then bail -

BATMAN

No autopilot.

She takes this in. He stands to face her.

CATWOMAN

You could've gone anywhere. Been anything. But you came back here.

BATMAN

So did you.

CATWOMAN

I guess we're both suckers.

She puts his arms around his neck. Kisses him. Batman moves to the Bat, Gordon alongside.

GORDON

So this is the part where you vanish, only this time you don't come back?

Batman opens the canopy.

**301 EXT. GOTHAM BRIDGE - CONTINUOUS**

**301**

Blake grabs at the smallest boys, shoving them onto the bus.

BLAKE

Come on! On the bus!

FATHER REILLY

What're you doing?

BLAKE

Protection from the blast -

FATHER REILLY

It's an atom bomb -!

Blake turns on Father Reilly, furious.

BLAKE

You think they need to hear that in  
their last seconds? You think I'm  
going to let them die without hope?

**302 EXT. TUNNEL ENTRANCE - CONTINUOUS**

**302**

Gordon puts a hand on Batman's arm.

GORDON

I never cared who you were -

BATMAN

And you were right.

GORDON

But shouldn't the people know the  
hero who saved them?

BATMAN

A hero can be anyone. That was  
always the point.

Batman sits into the cockpit, then looks again at Gordon.

BATMAN

Anyone. A man doing something as  
simple and reassuring as putting a  
coat around a little boy's shoulders  
to let him know that the world  
hadn't ended...

The canopy loses - and as the Bat fires up Gordon remembers -

INSERT CUT: Gordon, in his uniform, wraps the overcoat around  
the Young Bruce's shoulders, his eyes reassuring, loving.

Gordon looks up to the cockpit -

GORDON

Bruce Wayne?

- but is dusted by downdraft as the Bat RISES. Gordon LEAPS  
out of the way as the core is dragged along and out of the  
tunnel mouth.

The Bat struggles with the weight of the smoking core... A  
building is in the way - Batman fights the controls but  
there's no power to get over it.



## 303 EXT. GOTHAM BRIDGE - CONTINUOUS

303

Blake shouts into the bus -

BLAKE

Heads down! Heads down, now!

FATHER REILLY

Blake, they need to make their  
peace.

Blake turns to him, furious.

BLAKE

They're children! They have no peace  
to make -

An EXPLOSION from downtown Gotham. Blake looks across,  
startled, turns to the children on the bus.

BLAKE

Get down! This is it!

The smallest of the boys stares through the window past  
Blake.

LITTLE BOY

No. That's Batman!

Blake turns to see the Bat thundering out of the heart of  
Gotham, trailing smoke, the core hanging from it. It curves  
dangerously close to the bridge before heading for the mouth  
of the river...the bay...the ocean...

Until a point of light fires into an enormous nuclear BLAST -  
wind and light and dust blowing VIOLENTLY but harmlessly over  
the bridge, the tunnel mouth, all of Gotham...

As the nuclear dawn fades over Gotham, and we see its  
inhabitants start to raise their heads, and helicopters and  
boats converge on the island, we hear a voice. Jim Gordon.

GORDON (V.O.)

'I see a beautiful city and a  
brilliant people rising from this  
abyss...'

Blake pulls out his badge. Throws it into the river.

GORDON (V.O.)

'I see the lives for which I lay  
down my life, peaceful, useful,  
prosperous and happy...'

**304 EXT. GARDENS, WAYNE MANOR - DAY****304**

Gordon is reading from A Tale of Two Cities. Opposite is Fox, arm in a sling, and Blake, grim. Another figure is there, whose face we do not yet see...

GORDON

'I see that I hold a sanctuary in  
their hearts, and in the hearts of  
their descendants, generations  
hence. It is a far, far better thing  
that I do, than I have ever done...'

Gordon closes the book, looking down at Bruce Wayne's grave.

GORDON

'It is a far, far better rest that I  
go to than I have ever known.'

Gordon looks up at the figure standing across from him...  
Alfred. Tears streaming.

Fox places a gentle hand on Alfred's shoulder, then leaves.

Gordon and Blake follow. Alfred, alone with the Wayne family,  
turns to the grave beside Bruce's - the grave of Thomas and  
Martha Wayne.

ALFRED

I'm so sorry. I failed you. You  
trusted me, and I failed you.

And the old man's shoulders begin to shake with sobs.

**305 EXT. FRONT ENTRANCE - WAYNE MANOR - CONTINUOUS****305**

Gordon nods at Lucius. Blake is at Gordon's side.

GORDON

Can I change your mind about  
quitting the force?

BLAKE

No. What you said about structures.  
About shackles. I can't take it. The  
injustice.

(Gestures at gardens.)

I mean...no one's ever going to know  
who saved an entire city.

GORDON

They know.  
(Off look.)

It was Batman.

**306 EXT. PLAZA - DOWNTOWN GOTHAM - DAY**

**306**

Gordon, on a platform with dignitaries, watches a statue being unveiled. The curtain parts: Batman, immortalized in granite. We move in on the stone face...

VOICE (V.O.)

Mr. Wayne's will was not amended to reflect his more modest estate...

**307 INT. LAWYER'S OFFICE - DAY**

**307**

The voice belongs to Wayne's lawyer, addressing a small group.

LAWYER

Nonetheless, there are considerable assets to dispose of... The contents of the house are to be sold -

He glances up to see someone slip into the room - Blake.

**308 EXT. WAYNE MANOR - DAY**

**308**

Movers carefully bring artworks and furniture out of the house, watched by a solitary figure. Alfred.

LAWYER (V.O.)

- to settle the estate's accounts. The remainder is left in its entirety to Alfred J. Pennyworth...

**309 INT. LAWYER'S OFFICE - DAY**

**309**

Blake shifts. Out of place. The Lawyer continues.

LAWYER

The house and grounds are left to the city of Gotham, on condition that they never be demolished, altered, or otherwise interfered with -

**310 EXT. WAYNE MANOR - DAY**

**310**

Different movers carry bunk beds into the huge house.

LAWYER (V.O.)

And that they shall be used for one purpose, and one purpose only...

A schoolbus pulls up. Father Reilly shepherds children towards the house. The children look up at the house, wide-eyed.

LAWYER

The housing and care of the city's at-risk and orphaned children.

A sign reads:

THE MARTHA AND THOMAS WAYNE HOME FOR CHILDREN

**311 INT. LAWYER'S OFFICE - DAY**

**311**

People file out as the Lawyer stands.

LAWYER

My clerk will help anyone with the smaller correspondences and instructions...

Blake approaches the Clerk. She smiles.

BLAKE

Blake, John.

CLERK

(checks list)  
Nothing here.

Blake realizes, offers her his driving license.

BLAKE

Try my legal name.

The Clerk glances at the license. Checks.

CLERK

Yup, here it is.

She reaches down behind the desk, sorting through various items, and hands him a sports bag. Blake takes it, curious.

CLERK

You should use your full name. I like that name... Robin.

Blake smiles, embarrassed. Leaves.

LAWYER

Any word in the missing item?

CLERK

No, not yet.

LAWYER

Well, they'd better leave no stone unturned... We can't just put a string of pearls on the manifest as 'lost'.

**312 INT. APPLIED SCIENCES - DAY**

**312**

Fox stands in front of the second camouflage rotor. Two Techs are examining the controls in the cockpit.

TECH 1

Why worry about the stabilization software? This whole autopilot system's obsolete -

FOX

Please, I just need to know what I could've done to fix it.

TECH 2

But Mr. Fox, it's already been fixed.

(Typed on panel.)

Software patch...six months ago.

FOX

(confused)

Check the user ident on the patch...

Tech 2 types some more keys. Looks surprised.

TECH 2

Huh. Bruce Wayne.

Fox turns away from the rotor, an idea starting to form...

**313 EXT. WOODS - DAY**

**313**

Blake sits in his car looking at a GPS device, puzzled.

Beside him, the sports bag, open. In it is a piece of paper with coordinates, on top of some climbing rope and shackles.

Blake gets out of the car with the bag. Follows the GPS into the trees.

**314 EXT. CAFÉ - FLORENCE - DAY 314**

Alfred, paper under his arm, heads to his usual table. Sits.

WAITER  
Lei e solo?

ALFRED  
Si, Fernet Branca, per cortesia.

**315 EXT. WOODS - DAY 315**

Blake finds a large waterfall... He checks his GPS, confused. Stares at the waterfall. Reaches for the climbing gear...

**316 EXT. MCU - NIGHT 316**

Gordon steps onto the roof with his pile of arrest reports...

**317 EXT. CAFÉ, FLORENCE - DAY 317**

As Alfred sips his drink, he glances up at a couple at the next table. Strangers. Alfred looks back down...

**318 INT. CAVE - DAY 318**

Moving in on the waterfall from inside... Blake bursts through, landing painfully on the shale inside. he gets to his feet, moving cautiously into the cave...

**319 EXT. MCU - NIGHT 319**

Gordon bangs his files against the air duct, straightening them. He stops. Sees something. The searchlight...fixed.

Gordon runs his fingers across a brand new, steel Bat symbol... He looks up into the night...

**320 INT. CAVE - DAY 320**

Blake lights his torch...then ducks, crouching, as THOUSANDS of SCREECHING creatures descend. BATS...

**321 EXT. CAFÉ - FLORENCE - DAY 321**

Alfred folds his paper. Pulls out his money, then stops, seeing...across the tables, a familiar couple... Bruce smiles

at Alfred, who nods. Bruce turns back to the pretty brunette in pearls. Selina. Alfred pays his bill, content.

**322 INT. CAVE - DAY**

**322**

Blake lifts his head, FEELING the bats all around him...  
Blake RISES, and is SWALLOWED by the darkness of their wings  
and we -

FADE OUT.

CREDITS.

END.