X2 ( sometimes promoted as X2 : X @-@ Men United , or internationally as X @-@ Men 2 ) is a 2003 American superhero film , based on the X @-@ Men superhero team appearing in Marvel Comics , distributed by 20th Century Fox . It is the sequel to 2000 's X @-@ Men and the second installment in the X @-@ Men film series . The film was directed by Bryan Singer , written by Michael Dougherty , Dan Harris , and David Hayter , and features an ensemble cast including Patrick Stewart , Hugh Jackman , Ian McKellen , Halle Berry , Famke Janssen , James Marsden , Rebecca Romijn @-@ Stamos , Brian Cox , Alan Cumming , Bruce Davison , and Anna Paquin . The plot , inspired by the graphic novel God Loves , Man Kills , pits the X @-@ Men and their enemies , the Brotherhood , against the genocidal Colonel William Stryker ( Brian Cox ) . He leads an assault on Professor Xavier 's school to build his own version of Xavier 's mutant @-@ tracking computer Cerebro , in order to destroy every mutant on Earth and to save the human race from them .

Development began shortly after X @-@ Men ( 2000 ) . David Hayter and Zak Penn wrote separate scripts , combining what they felt to be the best elements of both scripts into one screenplay . Michael Dougherty and Dan Harris were eventually hired to rewrite the work , and changed the characterizations of Beast , Angel , and Lady Deathstrike . Sentinels and the Danger Room were set to appear before being deleted because of budget concerns . The film 's premise was influenced by the Marvel Comics storylines Weapon X and God Loves , Man Kills . Filming began in June 2002 and ended that November . Most of the filming took place at Vancouver Film Studios , the largest North American production facility outside of Los Angeles . Production designer Guy Hendrix Dyas adapted similar designs by John Myhre from the previous film .

X2 was released in the United States on May 2 , 2003 . It received positive reviews from critics , who mostly praised the storyline and acting of the film . The film received eight nominations at the Saturn Awards and grossed approximately \$407\$ million worldwide . It is the sixth highest @-@ grossing film in the series .

### = = Plot = =

At the White House , brainwashed teleporting mutant Nightcrawler attempts to assassinate the President of the United States but fails and escapes . Meanwhile , Wolverine returns to Professor Xavier 's school for mutants , while fellow X @-@ Men Storm and Jean Grey find Nightcrawler with the help of the mutant @-@ tracking machine Cerebro .

Xavier and Cyclops visit Magneto in his plastic prison cell , inquiring about the assassination attempt , and Xavier discovers that military scientist Colonel William Stryker has been extracting information about Cerebro from a brainwashed Magneto using an injectable drug . Stryker and his assistant Yuriko Oyama capture Cyclops and Xavier and raid Xavier 's school . Wolverine kills many of Stryker 's men , while Colossus helps most of the students escape through hidden tunnels . Rogue , Iceman , Pyro , and Wolverine attempt to escape until Wolverine is confronted by Stryker , who fails to shed light on Wolverine 's past . Iceman helps Wolverine escape , but Stryker 's soldiers succeed in sedating six students and breaking into Cerebro . During a confrontation with the mutant @-@ hating Stryker , Xavier learns Stryker is behind the plot to assassinate the president .

Impersonating Senator Robert Kelly and Yuriko , the shape @-@ shifting Mystique gains information about Magneto 's prison and helps him escape while also discovering schematics for another Cerebro . Wolverine , Rogue , Iceman , and Pyro visit Iceman 's parents in Boston . Responding to a 9 @-@ 1 @-@ 1 call from Bobby 's brother Ronny , the police arrive just as the group is leaving . Pyro uses his fire @-@ projection power to fend off the police .

The X @-@ Jet arrives to pick them up , and is targeted by two Air Force F @-@ 16 fighter jets . They are hit by a missile , but Magneto saves their jet from crashing . Magneto informs them that Stryker orchestrated the attack on the president to provide rationale to raid Xavier 's school in order to steal Cerebro 's parts , and plans to connect Xavier to another Cerebro rebuilt at a secret base . The X @-@ Men decide to team up with Magneto and Mystique to stop Stryker . Jean reads

Nightcrawler 's mind and determines that Stryker 's base is inside the dam at Alkali Lake.

Through his son , Jason , Stryker gains control over Xavier , who is brainwashed to use the second Cerebro to find and kill all mutants . Mystique infiltrates Stryker 's base by impersonating Wolverine , and Storm and Nightcrawler search for the students . Jean , Magneto , and Mystique are attacked by a brainwashed Cyclops while trying to rescue Xavier , and cause damage to the generators that keep the dam from collapsing in the process . The force of Jean 's telekinetic blast clashing with Cyclops ' optic blast awakens him from his brainwashing , but cracks the dam . Wolverine finds Stryker in an adamantium smelting room , where he recovers some of his memory . Wolverine fights and kills Yuriko , and finds Stryker on a landing pad , where Stryker bargains for his life by offering to reveal Wolverine 's past . Wolverine refuses , and binds Stryker in chains .

Storm and Nightcrawler find the students , while Magneto and Mystique kill the rest of Stryker 's men . Magneto stops Jason and Xavier from using Cerebro to kill mutants . Disguised as Stryker , Mystique uses Jason to convince Xavier to kill all humans instead ; she and Magneto , along with new initiate Pyro , use Stryker 's helicopter to escape Alkali Lake , after chaining Stryker to concrete rubble . Nightcrawler teleports Storm inside Cerebro , where she creates a snowstorm to break Jason 's concentration and free Xavier from his control .

The X @-@ Men flee the base as water engulfs it , and discover that Magneto , Mystique , and Pyro have escaped on the helicopter . Iceman and Rogue arrive with the X @-@ Jet and get everyone on board . The dam bursts , flooding the landscape and killing Stryker . A malfunction aboard the X @-@ Jet prevents it from taking off ; Jean ultimately sacrifices herself and uses a telekinetic wall to shield them from the flood . She uses her leftover power to activate the X @-@ Jet 's primary engines and drops the torrent of water down on herself , which presumably drowns her .

The X @-@ Men give the President Stryker 's files , and Xavier warns him that humans and mutants must work together to build peace . Back at the school , Xavier , Cyclops , and Wolverine remember Jean , and Wolverine tells Cyclops that Jean chose Cyclops over him . As the film ends , Xavier states he believes everything will be alright , while a Phoenix @-@ like shape forms beneath Alkali Lake .

### = = Cast = =

Patrick Stewart as Charles Xavier / Professor X

A powerful , telepathic and paralyzed mutant who uses a wheelchair . He founded a School for "gifted youngsters"; Xavier is a pacifist who believes humans and mutants can live together in harmony . He uses the Cerebro device , built by Magneto and himself , to track and locate mutants across the world . Xavier is regarded as an expert on genetic mutation .

Hugh Jackman as Logan / Wolverine

A Canadian mutant who has no memory of his life before he was grafted with an indestructible adamantium skeleton. A gruff loner, Wolverine is also a father @-@ figure to Rogue and feels love toward Jean. He wields three blades that come out of each of his fists, has keen animal @-@ like senses and the ability to heal rapidly, and is a ruthless and aggressive fighter.

Ian McKellen as Erik Lehnsherr / Magneto

A Mutant who was once Xavier 's ally and close @-@ friend , Magneto now believes mutants are superior to humans . Magneto wields the ability to manipulate metal magnetically , as well as the ability to create magnetic fields . He wears a helmet that renders him immune to Xavier 's and all telepathic @-@ based abilities . Imprisoned after his scheme in the first film , he is drugged by William Stryker for information on Cerebro , before making his escape and forming an alliance with the X @-@ Men to stop Stryker . He has demonstrated sophisticated knowledge in matters of genetic manipulation and engineering .

Halle Berry as Ororo Munroe / Storm

A mutant teacher at Xavier 's school who can control the weather . Storm befriends Nightcrawler . Famke Janssen as Jean Grey

A mutant teacher at Xavier 's school and the X @-@ Mansion 's doctor, Jean has begun to experience vast and at times uncontrollable growth in her telepathic and telekinetic abilities since

Magneto 's machine was destroyed in the first film . She is Cyclops ' fiancée . The final scene of the film initiates her transformation into Phoenix .

James Marsden as Scott Summers / Cyclops

A mutant who is the field leader of the X @-@ Men and a teacher at Xavier 's Institute, he shoots uncontrollable beams of concussive force from his eyes and wears a visor to control them. Cyclops is captured and brainwashed by Stryker. He is engaged to Jean.

Rebecca Romijn @-@ Stamos as Raven Darkhölme / Mystique

Magneto 's mutant henchwoman , who is a shapeshifter . Mystique is blue , naked and covered in scales , and she acts as a spy . She injects a prison guard with metal , with which Magneto makes his escape , and also sexually tempts Wolverine . Romijn 's full @-@ body makeup previously took nine hours to apply ; however , the make @-@ up department was able to bring it down to six hours for X2.

Brian Cox as Col. William Stryker

A human military scientist who plans a worldwide genocide of mutants using Xavier and Cerebro . Stryker has experimented on mutants in the past , including Wolverine , and uses a serum to control them . Brad Loree plays a younger William Stryker in flashback scenes . Singer opted to cast Cox in the role as he was a fan of his performance as Hannibal Lecter in Manhunter .

Alan Cumming as Kurt Wagner / Nightcrawler

A German mutant with a strong Catholic faith and the appearance of a blue demon . Nightcrawler was used by Stryker in an assassination attempt on the President of the United States and gives help to the X @-@ Men . He is capable of teleporting himself ( and others ) instantly from one location to another . Nightcrawler can teleport through walls , but prefers to only teleport when he can see his landing site . On his body are many scarification marks , one for every sin . Cumming had always been Singer 's choice for the role , but at first he was not available due to scheduling conflicts . At some point , Ethan Embry had been reported to be in contention for the role . Ultimately , the film remained in development long enough for Cumming to accept the part . Singer also felt comfortable in casting him since he speaks German fluently . The drawings of Adam Kubert were used as inspiration for Nightcrawler 's makeup design , which took four hours to apply . For the scene where Nightcrawler has his shirt off , Cumming went through nine hours of makeup . To best pose as Nightcrawler , Cumming studied comic books and illustrations of the character .

Bruce Davison as Sen. Robert Kelly

An anti @-@ mutant politician who supports a Mutant Registration Act and wishes to ban mutant children from schools. Although his character was killed in the first film, Davison reprised the role for scenes where Mystique uses his persona to infiltrate the government.

Anna Paquin as Marie D 'Ancanto / Rogue

A mutant girl who can absorb any person 's memories and abilities by touching them . As she cannot control this absorbing ability , Rogue can easily kill anyone and thus is unable to be close to people . Her love interest is Iceman .

Shawn Ashmore as Bobby Drake / Iceman

A mutant who can freeze objects and create ice. His family is unaware that he is a mutant and simply believes he is at a boarding school. After returning home, Bobby reveals to them what he actually is, much to his brother 's derision. He is also Rogue 's boyfriend.

Aaron Stanford as John Allerdyce / Pyro

A mutant who is friends with Bobby and Rogue, Pyro has anti @-@ social tendencies because he is very angry at the general public for how they treat the mutant community. He has the ability to control ( although not create ) fire. He later joins Magneto and Mystique. The filmmakers cast Stanford in the role after they were impressed with his performance in Tadpole.

Kelly Hu as Yuriko Oyama / Lady Deathstrike

A mutant who has a healing ability like Wolverine 's , and is controlled by Stryker . She wields long retractable adamantium fingernails . Only her first name is mentioned in dialogue .

Also, Katie Stuart appeared as Kitty Pryde, a mutant girl who can walk through walls; Kea Wong as Jubilee, Bryce Hodgson as Artie, a mutant boy with a blue tongue; Shauna Kain as Siryn, a mutant who is able to emit loud screams that alert the students to Stryker 's attack; and Michael

Reid McKay as Jason Stryker / Mutant 143 , William Stryker 's mutant son who has the ability to cast illusions . Also in the final scene with Xavier , a girl is seen dressed in a Native American style jacket , as well as a blond haired boy dressed in blue , played by Layke Anderson . These were later confirmed to be Danielle Moonstar and Douglas Ramsey / Cypher . Daniel Cudmore appeared as Piotr " Peter " Rasputin / Colossus , introduced in this film as a young mutant with the ability to turn his body into organic steel , and possesses superhuman strength while in that form . Cudmore was set to use a Russian accent , but Singer dropped the idea of accents despite characters of different nationalities .

Jubilee , Psylocke and Multiple Man were to have cameos in the scene where Stryker and his troops storm the X @-@ Mansion . Beast , Gambit and Marrow were to have appearances during a sequence with Cerebro . Gambit 's cameo was actually shot , but the footage was not used in the final cut . Beast 's scene was to show him in his human form as Dr. Hank McCoy , while his skin morphed into blue fur , and Marrow was to be seen lying on a ground in New York City . Hank McCoy appears on a television during the scene where Mystique drugs Magneto 's prison guard . Michael Dougherty and Dan Harris , the film 's writers , cameo in scenes of Wolverine 's Weapon X flashbacks as surgeons . Bryan Singer , the film 's director , cameos as a security guard in a scene where Professor X and Cyclops go to see Magneto . Shaquille O 'Neal wanted a role in the film but was ignored by the filmmakers .

One scene depicts Mystique going through files on Stryker 's computer . Singer purposely included various names of characters and hints of storylines from X @-@ Men lore on several computer screens . Singer " [ found ] great difficulty in adapting all this stuff into a two and a half hour long movie . "

= = Development = =

= = = Writing = = =

The financial and critical success of X @-@ Men persuaded 20th Century Fox to immediately commission a sequel . Starting in November 2000 , Bryan Singer researched various storylines ( one of them being the Legacy Virus ) of the X @-@ Men comic book series . Singer wanted to study , " the human perspective , the kind of blind rage that feeds into warmongering and terrorism , " citing a need for a " human villain " . Bryan and producer Tom DeSanto envisioned X2 as the film series ' The Empire Strikes Back , in that the characters are " all split apart , and then dissected , and revelations occur that are significant ... the romance comes to fruition and a lot of things happen . " Producer Avi Arad announced a planned November 2002 theatrical release date , while David Hayter and Zak Penn were hired to write separate scripts . Hayter and Penn combined what they felt to be the best elements of both scripts into one screenplay . Singer and Hayter worked on another script , finishing in October 2001 .

Michael Dougherty and Dan Harris were hired to rewrite Hayter and Penn 's script in February 2002 , turning down the opportunity to write Urban Legends : Bloody Mary . Angel and Beast appeared in early drafts , but were deleted because there were too many characters . Dr. Hank McCoy , however , can be seen on a television interview in one scene . Beast 's appearance was to resemble Jim Lee 's 1991 artwork of the character in the series X @-@ Men : Legacy . Angel was to have been a mutant experiment by William Stryker , transforming into Archangel . A reference to Dougherty 's and Harris ' efforts to include Angel remains in the form of an X @-@ ray on display in one of Stryker 's labs . Tyler Mane was to reprise as Sabretooth before the character was deleted . In Hayter 's script , the role eventually filled by Lady Deathstrike was Anne Reynolds , a character who appeared in God Loves , Man Kills as Stryker 's personal assistant / assassin . Singer changed her to Deathstrike , citing a need for " another kick @-@ ass mutant " . There was to be more development on Cyclops and Professor X being brainwashed by Stryker . The scenes were shot , but Fox cut them out because of time length and story complications . Hayter was disappointed , feeling that James Marsden deserved more screentime .

Rewrites were commissioned once more , specifically to give Halle Berry more screen time . This was because of her recent popularity in Monster 's Ball , earning her the Academy Award for Best Actress . A budget cut meant that the Sentinels and the Danger Room were dropped . Guy Hendrix Dyas and a production crew had already constructed the Danger Room set . In the words of Dyas , " The control room [ of the danger room ] was a large propeller that actually rotated around the room so that you can sit up [ in that control room ] and travel around the subject who is in the middle of the control room . The idea for the traveling is that if it 's a mutant has some kind of mind control powers they can 't connect . "

# = = = Production = = =

Producer Lauren Shuler Donner had hoped to start filming in March 2002, but production did not begin until June 17, 2002 in Vancouver and ended by November. Over sixty @-@ four sets were used in thirty @-@ eight different locations. The film crew encountered problems when there was insufficient snow in Kananaskis, Alberta for them to use for some scenes. A large amount of fake snow was then applied. The idea to have Jean Grey sacrifice herself at the end and to be resurrected in a third installment was highly secretive. Singer did not tell Famke Janssen until midway through filming. Cinematographer Newton Thomas Sigel and two stunt drivers nearly died when filming the scene in which Pyro has a dispute with police officers.

John Ottman composed the score . Ottman established a new title theme , as well as themes specifically for Magneto , Jean Grey , Nightcrawler , Mystique , and Pyro .

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= = = Design and effects = = =
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Singer and Sigel credited Road to Perdition as a visual influence . Though Sigel shot the first X @-@ Men in anamorphic format , he opted to shoot X2 in Super 35 . Sigel felt the recent improvements in film stocks and optics increased the advantages of using spherical lenses , even if the blowup to anamorphic must be accomplished optically instead of digitally . Sigel noted , " If you think about it , every anamorphic lens is simply a spherical lens with an anamorphizer on it . They 'll never be as good as the spherical lenses that they emulate . " Cameras that were used during filming included two Panaflex Millenniums and a Millennium XL , as well as an Aaton 35mm . Singer also used zoom lenses more often than he did in his previous films , while Sigel used a Frazier lens specifically for dramatic moments .

The Blackbird was redesigned and increased in virtual size from 60 feet to 85 feet. John Myhre served as the production designer on the first film, but Singer hired Guy Hendrix Dyas for X2, which was his first film as a production designer. For scenes involving Stryker 's Alkali Base, Vancouver Film Studios, the largest sound stage in North America, was reserved.

Visual effects supervisor Mike Fink was not satisfied with his work on the previous film , despite the fact it nearly received an Academy Award nomination . Up to 520 shots were created for X @-@ Men , while X2 commissioned roughly 800 . A new computer program was created by Rhythm and Hues for the dogfight tornado scene . Cinesite was in charge of scenes concerning Cerebro , enlisting a 20 @-@ man crew . The Alkali Lake Dam miniature was 25 ft ( 7 @.@ 6 m ) high and 28 ft ( 8 @.@ 5 m ) wide . Cinesite created 300 visual effects shots , focusing on character animation , while Rhythm and Hues created over 100 .

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= = Reception = =
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= = = Box office = = =

X2 opened in North America on May 2, 2003, accumulating \$85 @,@ 558 @,@ 731 on its opening weekend in 3 @,@ 749 theaters. The film grossed \$214 @,@ 949 @,@ 694 in North America, earning \$192 @,@ 761 @,@ 855 worldwide, for a total of \$407 @,@ 711 @,@ 549.

X2 was a financial success as it recouped its production budget three times . X2 debuted simultaneously in 93 countries , the largest North American and international opening ever at the time . In addition , the film is the sixth highest grossing film based on a Marvel Comic book , and was the sixth highest @-@ grossing film of 2003 , also earning \$ 107 million in its first five days of DVD release .

## = = = Critical response = = =

The first cut of X2 was rated R by the Motion Picture Association of America, due to violent shots with Wolverine when Stryker 's army storms the X @-@ Mansion. A few seconds were cut to secure a PG @-@ 13 rating.

X2 had a video game tie @-@ in , X2 : Wolverine 's Revenge , which is unrelated to the events of the film , although Patrick Stewart voiced Professor X and Hugh Jackman appears as Wolverine on the cover . The game received mixed reviews . X @-@ Men : The Official Game bridges the storyline between X2 and X @-@ Men : The Last Stand . Specifically , it explains Nightcrawler 's absence from The Last Stand . Chris Claremont wrote a novelization of the film , which left out its secretive cliffhanger .

The review @-@ aggregation website Rotten Tomatoes reports that 86 % of critics viewed the film favorably , based on 222 reviews . The sites consensus states : " Tightly scripted , solidly acted , and impressively ambitious , X2 : X @-@ Men United is bigger and better than its predecessor ? and a benchmark for comic sequels in general . " Metacritic calculated an average score of 68 / 100 from 37 reviews .

Roger Ebert was impressed by how Singer was able to handle so many characters in one film , but felt " the storyline did not live up to its potential " . In addition , Ebert wrote that the film 's closing was perfect for a future installment , giving X2 three out of four stars . Kenneth Turan of the Los Angeles Times wrote that it was rare for a sequel to be better than its predecessor . Turan observed that the film carried emotional themes that are present in the world today and commented that " the acting was better than usual [ for a superhero film ] " . Peter Travers of Rolling Stone wrote that Hugh Jackman heavily improved his performance , concluding " X2 is a summer firecracker . It 's also a tribute to outcasts , teens , gays , minorities , even Dixie Chicks . " Empire called X2 the best comic book movie of all time in 2006 , while Wizard named the film 's ending as the 22nd greatest cliffhanger of all time . In May 2007 , Rotten Tomatoes listed X2 as the fifth greatest comic book film of all time .

The film won the Saturn Award for Best Science Fiction Film . In addition , Bryan Singer ( Direction ) , Dan Harris and Michael Dougherty ( Writing ) , and John Ottman ( Music ) all received nominations . It also received nominations for its costumes , makeup , special effects and DVD release , amounting to a total of eight nominations . The Political Film Society honored X2 in the categories of Human Rights and Peace , while the film was nominated for the Hugo Award for Best Dramatic Presentation ( Long Form ) .

Mick LaSalle of the San Francisco Chronicle was critical of the storyline, special effects and action scenes. Joe Morgenstern of The Wall Street Journal specifically referred to the film as " fast @-@ paced, slow @-@ witted ". Stephen Hunter of The Washington Post wrote " Of the many comic book superhero movies, this is by far the lamest, the loudest, the longest ". Richard Corliss of Time argued that Singer depended too much on seriousness and that he did not have enough sensibilities to communicate to an audience.

### = = Music = =

The film 's score was composed by John Ottman , a regular collaborator with film director Bryan Singer . The soundtrack album X2 : Original Motion Picture Score was released on April 29 , 2003 . Ottman used a sample of Wolfgang Amadeus Mozart 's Requiem as the basis for the music in scenes featuring Nightcrawler . As well as the music on the album , tracks by Conjure One and 'N Sync also featured in the film .

On July 19, 2012, La @-@ La Land Records issued an expanded version of Ottman 's score, including the specially recorded version of Alfred Newman 's Twentieth Century Fox fanfare incorporating Ottman 's film theme.

2003 album track listing

2012 album track listing

Tracks in bold are previously unreleased material.

= = Home media = =

X2 was released on DVD in widescreen and full frame formats in 2003 . The two @-@ disc DVD includes over three hours of special features .

X2 was also released on Blu @-@ ray, and additionally as a Blu @-@ ray, DVD and digital @-@ copy combination in 2011 with special features.

= = Sequel = =

After the success of the second film in the franchise, a sequel titled, X @-@ Men: The Last Stand was released in 2006 albeit not directed by Singer.