



11

Telepictures Corporation

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A

Half-Hour

ANIMATED

Television Series

A

RANKIN/BASS PRODUCTION

SHOW #11

"THE GHOST WARRIOR"

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PART ONE

FADE IN:

EXT: COUNTRYSIDE - A DARK AND STORMY NIGHT

Winds of gale force blow branches, leaves and other debris. TWO BOLKINS lean into the driving rain, shielding their faces with their arms. The BOLKINS are about chest high to humans, with spindly legs and muscular upper bodies, their faces hairless but fringed with hair of uniform length so that it looks as though they are peering through a wreath. They are dressed in rough medieval garb and are not threatening in appearance.

BOLKIN #1
(up over storm; his
face scrunched up
against the rain)
How much ... further? ...

BOLKIN #2
(up over the storm)
Hard to tell ... Can't see in
this storm ...

A large detached branch whips into them, knocking them off their feet.

BOLKIN #1
AGHHH!!

BOLKIN #2
(helping him up)
Are you hurt?!

BOLKIN #1
N-no ... But we'd better find
shelter ... until these winds
die down ...

BOLKIN #2
(looking around,
squinting)
Wh-where? ... This is a barren
area ...

BOLKIN #1
That was a branch that knocked
us over ... there must be trees
somewhere nearby ...

BOLKIN #2
(brushing rain from
his face)
None that I can see ...

CUT TO:

DRIVING RAIN

Nothing visible until the rain suddenly abates slightly and the silhouette of a single, large tree is seen. Its trunk is massive, but twisted, gnarled, the branches finger-like, writhing in the howling wind. It looks evil. The rain partially obscures it again.

BOLKIN #2 (VO)

Wait! There's one tree! ... But ... there's, I don't know ... something about it ... something scary.

BOLKIN #1 breaks into a run heading for the tree.

BOLKIN #1

Can't be more scary than where we are!!

The OTHER BOLKIN hesitates, then follows reluctantly. They are seen in silhouette still fighting the rain and wind, stumbling. ONE stumbles and crawls up to the tree on all fours.

CUT TO:

BOLKINS

as they huddle against the trunk of the tree. They are sheltered from the direct blast of the wind and rain, still seen blowing to either side of them. The branches seem to reach down for them.

BOLKIN #1

(wiping brow in relief)
Whoo! That's better!

BOLKIN #2

(hugging himself, looking up at branches, flinching as they brush against him)
If you s-say so ...

A terrific gust shakes the tree violently, jarring the earth and bouncing the BOLKINS.

BOTH

OOH OOH OOOOHH ...

CUT TO:

ANOTHER ANGLE - THE TREE - BOLKINS

as another gust, even more powerful, rocks the tree, suddenly yanks it out of the ground, the enormous tangled

roots pulling up clods of earth, rocks. The tree falls over in such a way that the trunk falls past the BOLKINS but entangles them in the roots.

BOLKIN #1

Look out!!

BOLKIN #2

Yahhh!!

CUT TO:

BOLKIN #1

disentangling himself from the roots, the other BOLKIN not seen.

BOLKIN #1

Bundun! Where are you?!

BOLKIN #2's hands appear from beneath the roots, push them aside with considerable effort. His head appears and with much grunting and puffing he pulls himself out and free.

BOLKIN #2

... Got any more ... puff ... great ideas? ...

As BOLKIN #2 helps the other one step over the roots he glances to one side, does a double take.

BOLKIN #1

Bundun, look!! ...

CUT TO:

AMID THE TANGLE OF ROOTS AND DEBRIS

an opening in the ground has been revealed. Stone steps lead downwards.

BOLKIN #1

Steps!

BOLKIN #2

They were under the tree? I wonder where they go.

BOLKIN #1

(starting down the steps)

Maybe we're lucky. It may be a tomb! And one that hasn't been looted!

BOLKIN #2
(reluctantly following
him)

What's that to us, Hurrick? We
Bolkins have never been looters ...

BOLKIN #1
No, but these are hard times,
Bundun, and who's to know? Not
the one who's tomb this may be,
that's for sure!

BOLKIN #2
Well ... It's wrong, but ... if
it is a tomb -- well, we'll see ...

CUT TO:

A MASSIVE WOODEN DOOR

upon which are etched mystical signs; a pentacle in a
circle through which is drawn a red X is the central
design, further embellished with crescents, stars, etc.
A torch burns on either side.

BOLKIN #2 (VO)
A door! ... and symbols were
carved in it to ward off evil!

BOLKIN #1 (VO)
We're not evil ... just poor ...

CUT TO:

BOLKINS

in front of the door. BOLKIN #1 goes at it with his
shoulder. It vibrates but doesn't budge.

BOLKIN #1
... C'mon, help me!

BOTH run at the door, and as their shoulders hit, the
door shatters, breaking up the central design. Pieces
of the door still hang from the heavy ornate hinges.

BOLKIN #1
We got lucky! The wood's rotten!
Must've been centuries old!

CUT TO:

THE BOLKINS' FEET

as they step over the shards of the door, pieces of the
design on various shards.

BOLKIN #2
Maybe that was lucky ...

CUT TO:

INT: TOMB CHAMBER

The stone walls are barren except for torches which throw light. In the center of the floor is a large (about six feet in diameter) round, flat stone upon which are piled various weapons; battleaxes, maces, swords, halberds, etc., all broken. The BOLKINS enter.

BOLKIN #1
 (disappointed)
 No treasure in here ... Nothing
 but a bunch of broken weapons ...
 But the torches are lit -- strange.

BOLKIN #2
 Let's go!

BOLKIN #1
 Wait! The treasure chamber may
 be beneath us, under that slab!
 Give me a hand!

With a nervous sigh, the OTHER BOLKIN helps to push the round slab aside without moving the broken weapons. Strain shows on their faces as they put their backs into it.

BOLKIN #2
 (grunting)
 Heavy ...

BOLKIN #1
 (smiling)
 Yes ... Must be something really
 worth ... concealing down there ...

CUT TO:

CLOSE UP - ROUND SLAB

There is a hole beneath the slab, and as it moves slightly with a scraping sound, a thin crescent of it appears.

BOLKIN #1
 Look! An opening!

Suddenly a loud groan, followed by a louder groan now sounding angry, almost a roar. The BOLKINS leap back in fright.

BOLKIN #2
Wh-what was that?!

BOLKIN #1
M-maybe the w-wind ... I hope!

There is another loud groan/roar and suddenly the slab flies off and upwards also sending the broken weapons flying. BOLKIN #1 just manages to step out of the way as the slab crashes to the ground next to him and shatters.

BOLKIN #1
YEEEEEE!!

BOLKIN #2
(pointing OS in terror)
Hurrrick ... Ohhh ...

The OTHER BOLKIN also looks, registers terror, gasps.

CUT TO:

THE BOLKINS

cringe as a greenish smoke comes rapidly out of the hole, quickly assumes a shape that is only slightly transparent. It is a fierce MARTIAL FIGURE, helmeted, wearing armor. One sabertooth protrudes from his upper lip on the right side. (Note: He is a RENEGADE THUNDERCAT, SABERTOOTHED TIGER variety, and should be designed accordingly.)

CUT TO:

THE BOLKINS

cringing against the wall.

BOLKIN #1
It ... He ... has a sabertooth!

BOLKIN #2
Sabertooth? ... It's him! From
the legends! Grune the Destroyer!!

BOLKIN #1
The one who r-ravaged Third Earth?!
But that was centuries ago ...

BOLKIN #2
Then we've unleashed his ghost!

GRUNE is growling, flailing his arms about, dangerously close to the BOLKINS.

BOLKIN #1
That's even w-worse! Run!!

The BOLKINS run back out the way they came, looking over their shoulders as the roars pursue them.

CUT TO:

EXT: TOMB

Roars continue mingled with the sounds of the storm. The BOLKINS emerge from the tomb. ONE of them stumbles over a root. They disappear OS, running and stumbling. The storm continues.

BOLKIN #1
Faster!!

CUT TO:

INT: TOMB

GRUNE snatches up the broken weapons, flings them against the walls in fury.

GRUNE
... They smashed my weapons,
making me harmless in my after-
life! ...

CLOSE UP - GRUNE'S GHOSTLY FEET

as they step over the shards of wood with the mystic symbols.

GRUNE
HA HA HA!! The magic seal that
kept me from escaping the tomb!
... Broken by those fools!

CUT TO:

GRUNE

emerging from the tomb, the winds howling around him. He shakes his fists at the heavens.

GRUNE
Hah!! Free! After all these
centuries!!
(he begins to fade)
... But weak ...

CUT TO:

ANOTHER ANGLE

GRUNE making his way along the barren landscape, oblivious to the storm. The CATS' LAIR murkily seen in the background.

GRUNE
... I feel so ... weak ...

Notices the CATS' LAIR. His eyes widen.

GRUNE
What's that? ...

CUT TO:

EXT: CATS' LAIR - FULL SHOT - NIGHT

seen clearly as the rain batters it. Its eyes are lit, the head revolves slowly. It is floodlit from beneath.

GRUNE (VO)
... A Cats' Lair?!

CUT TO:

GRUNE

surprised, looking at the CATS' LAIR in the near distance.

GRUNE
... Here on Third Earth?

CUT TO:

CLOSER SHOT

The head revolves towards GRUNE, the eyes flashing as it does so.

GRUNE
... And fully operational! That
means ... Thundrillium!

He remains at ground level as he walks in the air above the moat. As he reaches the wall of the CATS' LAIR, his already fading form disappears.

CUT TO:

INT: CATS' LAIR - THE CONTROL ROOM

PANTHRO at the controls, the OTHER THUNDERCATS present. The lights flicker.

LION-O
That's some storm, Panthro! Are
we losing power?

PANTHRO
No danger of that ...

CUT TO:

CLOSE UP - HIGH TECH GAUGES

Four of them. They all hover around full.

PANTHRO (VO)
... The anti-matter Thundrillium
modules are pretty near filled
to capacity ...

CUT TO:

THE DOOR TO THE CONTROL ROOM

opens by itself.

CHEETARA (VO)
... Are you sure, Panthro? ...

CUT TO:

WIDE ANGLE - ALL

CHEETARA, shoulders hunched, is blowing on her hands.

CHEETARA
... It's suddenly awfully cold
in here!

WILYKAT
(his hands in his
armpits)
It sure is!

WILYKIT
(points to the open
door)
It's the door! Someone left it
open!

TYGRA looks accusingly at SNARF. Everyone's breath is
now seen.

TYGRA
Snarf ...

SNARF

(defensively, shivering)
It wasn't me! An' anyway, an
open door wouldn't account fer
us all turnin' into icicles.

CHEETARA

Snarf's right! There must be
some other reason for ...

The door suddenly slams shut. The THUNDERCATS look at
the door, then at each other.

LION-O

(frowning)
It wasn't the wind that did that!
There's something weird going on
here!

There is a sudden loud, hollow BANG BANG BANG BANG like
a steel drum being struck with force, which reverberates
around the control room.

WILYKIT

(eyes wide)
What was that?!

PANTHRO turns in his seat at the control panel. Disturbed,
but determined not to show it.

PANTHRO

Aw, it's, uh, probably just some
conduits that got clogged! I'll
turn up the heat ...

PANTHRO is yanked out of his chair by invisible hands,
thrown through the air and dumped on the floor of the
control room with a THUD!

PANTHRO

(furious)
All right! Who's the wise guy?!

CHEETARA

It wasn't any of us, Panthro!
There's a force in here! An
alien force!

WILYKAT

(awed)
... And it's stronger than ...
(gulp)
Panthro?!

PANTHRO
 (teeth clenched, getting
 to his feet)
 Stronger than me?! Not likely!

TYGRA
 (at the control panels)
 Panthro! The gauges are going
 wild! The controls are operating
 themselves!

PANTHRO
 (leaps for the controls)
 Something's fooling with my controls?!
 Let me at them!

A heavy chart table in the middle of the room suddenly
 slides across the floor at speed. It catches PANTHRO at
 about waist level and pins him against the wall.

PANTHRO
 (straining as he tries
 to push the table aside,
 without success)
 UUUNPH!! Can't ... budge it ...

CUT TO:

TYGRA

TYGRA
 (at the controls)
 The Thundrillium! ...

CUT TO:

CLOSE UP - CONTROL PANEL

The gauges are moving towards EMPTY. Levers and wheels
 on the control panel are turning by themselves.

TYGRA (VO)
 ... The main modules are being
 drained!

CUT TO:

PANTHRO

struggling with the table.

PANTHRO
 Grab the controls, Tygra! Hold
 them steady!

CUT TO:

TYGRA

straining to hold the controls steady.

TYGRA

(straining up)

I ... I can't get ... a grip on
them ... There's something ...
something in the way ...

(he gasps, eyes wide)

CUT TO:

CLOSE UP - GHOSTLY GAUNTLETED HANDS

on the controls under TYGRA's.

TYGRA

... Hands! ... And I can't ...
budge them!

CUT TO:

LION-O AND CHEETARA

are yanking at the table, trying to pull it away from PANTHRO, who, muscles bulging, face grimacing with the strain, pushes the table away from himself with a final mighty effort. LION-O and CHEETARA are thrown back as PANTHRO lunges for the controls.

PANTHRO

I'll do more than budge them! ...

CUT TO:

TYGRA

steps back as PANTHRO grabs the controls, but as he does so sparks fly up from his hands, which freeze on the controls.

PANTHRO

YAAAHHHHHH!!

TYGRA yanks PANTHRO away as the whole control panel starts to short out, sparks flashing all over the board in what is practically a fireworks display. PANTHRO shakes his burnt hands, flexes his fingers as GRUNE's ghostly shape begins to materialize amid the sparks.

PANTHRO

(awed)

What ... What is it, Tygra? ...

TYGRA
 (pointing at control
 board)
Whatever it is it's drawing its
 strength from the Thundrillium!...

CUT TO:

CLOSE UP - CONTROL BOARD

illuminated by the flashing sparks. The indicators waver
 very near EMPTY.

TYGRA (VO)
 ... Look at the gauges!

CUT TO:

GRUNE

is almost fully materialized. He will always be a bit
 transparent.

GRUNE
 HAHAHAAHAHAHA!!

CUT TO:

LION-O, CHEETARA, WILYKAT AND WILYKIT

facing camera, looking upwards, their faces lit by the
 flashing sparks.

GRUNE (VO)
 ... SO THIS IS WHAT'S BECOME OF
 THE THUNDERCATS!! ... AND A PUNY
 LOT YOU ARE!
 (laughs)

WILYKIT
 Lion-O! It's a ghost!!

CHEETARA
 ... And he knows who we are!

LION-O
 (grim)
 Stay back! ...

CUT TO:

LION-O

faces GRUNE, who towers over him. His stance is heroic.

LION-O

Who are you?! Identify yourself!
I, Lion-O, Lord of the Thundercats,
command you!

GRUNE

... AND LED BY A MERE CUB! HAHAHA-
HAHA! IT WOULD SEEM YOUR DAYS OF
GLORY ARE PAST, THUNDERCATS!!

CUT TO:

CHEETARA'S BATON

snaps out, becomes the staff. Twirling it, she rushes
at the GHOST, a blur.

CHEETARA

You think so, Ghost?! ...

GRUNE gestures at the ceiling.

CUT TO:

CLOSE UP - A HIGH TECH LIGHT FIXTURE

starts to shake and rapidly detaches itself.

CUT TO:

CLOSE UP - WILYKAT AND WILYKIT

looking upward in alarm.

WILYKAT

Cheetara! Look out!!

CUT TO:

CHEETARA

barely manages to halt her speed, skids to a halt as the
light fixture crashes to the ground at her feet. She
jumps to the side and goes sprawling.

CUT TO:

WILYKIT

removes a pellet from her belt, tries to throw it but it
explodes in her hand releasing smoke.

WILYKIT

(coughing)

He ... the Ghost ... some force
kept me from tossing the smoke
pellet, Wilykat ...

WILYKAT unwraps a lariat from around his waist, twirls it above his head.

WILYKAT
I'll get 'im!!

Smiling evilly, GRUNE stretches his arm toward WILYKAT. The lariat bursts into flame.

WILYKAT
 AAAAAHH!

He lets go of the lariat, but it continues to widen, the flames leaping higher. The circle of flame settles to the ground, encircling WILYKAT and WILYKAT, the flames even higher. WILYKAT puts an arm protectively around WILYKIT.

WILYKIT
 Wilykat! We're trapped!!

CUT TO:

WITH A MIGHTY ROAR LION-O

rushes GRUNE brandishing the Sword in its short form. He takes a roundhouse slash at GRUNE, but as the blade approaches him he disappears, then rematerializes behind LION-O.

GRUNE
 (amused)
 Hahahaha ...

An enraged, frustrated growl as LION-O takes another mighty swipe at GRUNE, but again he disappears just as the Sword approaches his form, reappears to the side of LION-O.

LION-O
 (angry, frustrated)
 It's like fighting ... air!!

GRUNE chuckles. LION-O whirls on him.

LION-O
 Why did you come here, Ghost?!
 Who are you?!

GRUNE
 (amused)
 You will know who I am soon enough ...
 (sarcastically)
 My "Lord of the Thundercats"! Oh,
 yes! You will see me again ...

(MORE)

GRUNE (contd)
(voice fading)
... You will see me again ...
again ...

GRUNE dematerializes into a smoky wraith, passes through
the center of the closed door.

GRUNE
(laughter fading in
echo)
HAHAHAhahahaha ...

CUT TO:

ALL THUNDERCATS.

They exchange looks, their expressions serious but not
frightened.

FADE OUT.

END PART ONE

TIME: _____

RUNNING: _____

PART TWO

FADE IN:

EXT: A WOLLO VILLAGE - DAY

A WOLLO comes walking out of his village house. An enormous shadow looms over him. The WOLLO points up and screams.

WOLLO FATHER

A giant! ... WOLLOS ... run ... !!

He leaves the scene as a giant foot comes down and crushes his house. The foot is massive and metal shod.

WIDE ANGLE - FULL SHOT OF GRUNE

He laughs and stomps another house.

GRUNE

LOW CAMERA ANGLE looking up at him, his expression exultant.

GRUNE

... Strength growing ... growing
with every step! The power of
Thundrillium filling my form! ...

(scowls, his face
growing dark)

... But now I need Thundranium!
What Third Earthlings call Fire
Rocks! ...

CUT TO:

EXT: THE CATS' LAIR

The Cat's paw drawbridge is down. The THUNDERCATS are in discussion with a delegation of BERBILS, WOLLOS and BOLKINS, who are very agitated.

WOLLO FATHER

... It was Grune the Destroyer,
Thundercats! He's come back to
Third Earth!

BOLKIN #1

It had to be him! There's no
mistaking that single sabertooth!

WOLLO FATHER

He demanded that we give him
fire rocks!

LION-O

Fire rocks?

WOLLO FATHER

Yes! But we don't have any!

BOLKIN #1

It's been forbidden to mine
Fire Rocks for a hundred mega-
years or more!

WOLLO FATHER

Their power is too difficult to
control! Too dangerous!

TYGRA

Hmm ... We had something like
that on ThundERA! ... It was
called Thundranium!

WOLLO FATHER

When we couldn't give Grune any
Fire Rocks he set our graneries
aflake!

BOLKIN

... And destroyed our village!

WOLLO FATHER

Please help us, Thundercats!
We're helpless against him!

LION-O

(grimly)

Of course we'll help you! I'm,
uh, not sure exactly how yet ...
but we'll do something!

The BERBILS, WOLLOS and BOLKINS don't find this answer
reassuring. They exchange looks.

CUT TO:

EXT: COUNTRYSIDE

GRUNE looking at the horizon. There is a yellow glow
turning red between two smallish hills.

GRUNE

That glow! The Thundranium
pits are still where they were!

CUT TO:

EXT: THE THUNDRANIUM PITS

Several glowing pools of red liquid, and what appear to be irregular shaped yellow glowing bubbles floating on the surface. These are the "Fire Rocks." GRUNE looms over the pits, gloating.

GRUNE

... And still emitting its
fearsome power!

With a satisfied growl he scoops up a mess of "rocks" in his cupped hands, stands, and squeezes the rocks between his hands, forming a single large glowing mass.

CUT TO:

EXT: A HUGE ROCK NEXT TO A LAKE OR POND

GRUNE is hammering the Thundranium, still glowing but now at the end of a club. He holds it aloft. There is a curve at the thick (business) end from which spikes protrude. (These spikes will ultimately revolve.) He growls, pleased.

GRUNE

It's done! And now ... The final
conflict!!

He plunges the glowing club into the pond of water. There is a loud, hissing noise as the water boils, sparks fly, and a varicolored aurora forms and shimmers around the steaming water.

GRUNE

HAHAHAHAHAHAHA ...

CUT TO:

INT: CATS' LAIR CONTROL ROOM

ALL THUNDERCATS present, grave concern on their faces. PANTHRO pulls some loose wires out of the control panel.

PANTHRO

It's going to take a lot of work to get these controls back into shape! ...

TYGRA

We have a more immediate problem, Panthro ...

CHEETARA

The ghost knew of us, Tygra!
He knew we were Thundercats!
How?!

WILYKAT

Yeah! I'll bet he was terrorizing
Third Earth long before we got
here!

WILYKIT

(shivers)
He said he'd be back! How will
we fight him? We were powerless
against him last time ...

LION-O is off by himself, brooding. He has only been
half listening.

LION-O

Grune the Destroyer they called
him ... And he drew his power
from Thundrillium! We must learn
as much about him as he knows
about us if we're to fight him
... And win!

CHEETARA

How, Lion-O? What we know is just
legend -- myth!

ALL look at LION-O as he broods. A couple of beats and
suddenly he brightens.

LION-O

The Sword! The Sword may have
the answer.

He whips it out of its scabbard, holds it in front of his
face.

TYGRA

(doubtfully)
Uh ... Lion-O ...

LION-O is caught up in the moment, doesn't hear him. The
Sword makes its change.

LION-O

SWORD OF OMENS! GIVE ME SIGHT
BEYOND SIGHT! Show us what we
must know of Grune the Destroyer!

CUT TO:

POV THE SWORD'S EYEHOLE

A swirling mist is seen. It clears and the eyeholes go blank.

CUT TO:

CLOSE UP - LION-O

the Sword in front of his face. The Eye flashes brightly, goes dim, flashes again less brightly, goes out. The lid closes.

LION-O

Nothing.

(lowers the Sword from
his face, frowns)

... The Sword showed me nothing ...

TYGRA

(gently)

Because the eye has no psychic powers.

PANTHRO

(looking at Cheetara)

Yes ...

ALL turn to look at CHEETARA. LION-O follows their gaze, perplexed.

CHEETARA looks back at them apprehensively, turns her head away.

CHEETARA

No ... I can't ... You can't ask me to ...

LION-O

Cheetara? ... You have this gift?

CHEETARA

(head still turned away)

It's a curse, Lion-O! Sometimes visions just appear to me. At other times I must bring myself to the brink of oblivion to call forth the vision ...

TYGRA

Sometimes it takes Cheetara weeks, even months to recover.

LION-O

Then you mustn't, Cheetara!

CHEETARA

(shakes her head)

This time I must, Lion-O. We must know who or what this Grune the Destroyer is ... or risk being destroyed ourselves.

LION-O tries to hold her, but CHEETARA backs away from him into the center of the room. Feet together, arms outstretched, eyes closed, she slowly begins to turn and is soon spinning like a top, a blur.

CUT TO:

THUNDERCATS

Individual reaction shots.

CUT TO:

CHEETARA

spinning at top speed, slows, comes to a stop in her original position.

CUT TO:

CLOSE UP - CHEETARA

Her eyes are closed. They suddenly snap open.

CHEETARA

I see ... I see ...

An image of GRUNE overlaps CHEETARA's face like a double exposure. His figure is seen from the knees up, armored, his battle club at the ready. He has both saberteeth, looks noble. CHEETARA continues VO as her face fades out.

CHEETARA (VO)

Grune ... but not the Destroyer ...

GRUNE's chest begins to glow, the THUNDERCAT symbol appears.

CHEETARA (VO)

... He's ... he's ... Yes ... He's a Thundercat!

LION-O (VO)

Grune?! A Thundercat?! Never!

PANTHRO (VO)

No way!

TYGRA (VO)

Shh! Don't disturb Cheetara's
trance! It could harm her!

An image of JAGA appears alongside GRUNE. ALSO armored,
sword in hand (not LION-O's).

CHEETARA (VO)

I see ... Jaga!.... He and Grune
are friends! Great friends! ...
And great warriors, defending
ThunDERa against all invaders.

JAGA and GRUNE standing back to back, hacking at an unseen
enemy, smoke rising in the background against a blood-red
sky.

CHEETARA (VO)

... But greed overcomes Grune,
and the lust for power ...

GRUNE, battle club in hand, coming at the camera, stomping
through smoking ruins. ARMORED MEN in silhouette behind
him.

CHEETARA (VO)

Grune and his army of marauders
sweep across ThunDERa, destroying,
looting ... bringing shame to the
code of the Thundercats! Jaga
pursues him, they clash!

JAGA and GRUNE hacking at each other's weapons, the clash
of steel.

CHEETARA (VO)

... Hour after hour they fight,
day after day, but Jaga is the
mightier, Grune falls!

GRUNE drops to one knee.

CHEETARA (VO)

... Grune is banished from
ThunDERa, set adrift in space ...

A smallish space ship moving slowly through the heavens.
CHEETARA's face fades in over the shot, which slowly fades
out. Her eyes, still shut, snap open.

CHEETARA

And ... and ... it's gone ... I
see nothing more ...

CUT TO:

CHEETARA SWAYS

PANTHRO quickly supports her, helps her to a chair.

PANTHRO

Rest now, Cheetara. We can figure out the rest.

TYGRA

Yes. His ship found its way here to Third Earth ...

WILYKAT

... Where he had easy pickings!

PANTHRO

(scowling)

Sure. Who could stand up to a Thundercat gone bad!!

He smashes his fist down on the chart table. It splinters and splits.

LION-O

How can we stand up to him? Knowing who Grune is makes it even ...

The CATS' LAIR is suddenly rocked, there is a loud BOOM. The Thundercats are jarred.

WILYKAT

What was that?!

WILYKIT

The storm? I thought it was over ...

LION-O

(racing for the door)

That was nothing natural!

ALL follow.

CUT TO:

EXT: CATS' LAIR

GRUNE, slightly transparent, towers above the LAIR, smashing at it with his battle club. Each blow jars the LAIR, the night sky lights up, comet-like sparks arc toward the ground. The THUNDERCATS run out onto the drawbridge, dodging the sparks.

GRUNE

(voice booming)

HAHAHAHA!! COME MEET YOUR FATE,
(MORE)

GRUNE (contd)
 THUNDERCATS! GRUNE THE DESTROYER
 HAS COME FOR HIS REVENGE!

Another shot with the club.

CUT TO:

THUNDERCATS ON THE DRAWBRIDGE

dodging sparks.

LION-O
 (looking up)
 Your fate will be sealed by the
 symbol you betrayed, Grune! The
 Eye of ThundERa! HO -- !

LION-O raises the Sword, aims the Eye at GRUNE. The laser
 beam shoots up at him.

CUT TO:

GRUNE

as he catches the beam on his battle club. It glows
 white, the beam suddenly dies.

GRUNE
 HAHAAHAHAHA!!

CUT TO:

THUNDERCATS

as the beam dies. The Eye glows weakly, the lid shuts.

WILYKAT
 L-Lion-O! ... The Eye has closed.

WILYKIT
 Oh, gee ... How do we fight a
ghost?!

LION-O
 (nonplussed)
 Yes ... How do we fight a ...
 (brightens)
Wait! Cheetara gave us the
answer! We fight a ghost with
another ghost! The mightiest
 Thundercat of all!

LION-O leaps up on the parapet of the drawbridge, holds
 the Sword aloft.

LION-O

Thunder-Thunder-Thunder-THUNDER-
CATS ... HO!!

(pause :04 sec for
beam and growl.)

Jaga! Your ancient enemy awaits
you!

The beam shoots out of the Eye, the Thundercat symbol flashes in the sky. JAGA materializes around it, so that it becomes the glowing insignia on his chest. He too is slightly transparent and the same size as GRUNE.

JAGA

Hello, Grune.

GRUNE

(sneering smile)

So. I've finally drawn you out,
Jaga.

They face each other, weapons at the ready.

JAGA

I suppose we were destined to
meet again.

CUT TO:

THUNDERCATS

looking upwards, their faces illuminated by the glare of the ghosts.

LION-O

Grune was expecting Jaga! It
was Jaga he was after all along!

PANTHRO

He wanted a rematch!

CUT TO:

THE GHOSTS

GRUNE swings his battle club. JAGA ducks, strikes with his sword. GRUNE holds up his club to ward it off. The club glows, JAGA's sword is stopped about a foot from the club. JAGA strikes again, GRUNE wards it off from another angle with the same results.

GRUNE

(sneers)

Surprised, Jaga? I forged my
battle club from Thundranium!

JAGA's eyes widen in surprise.

CUT TO:

THUNDERCATS

watching. Consternation.

TYGRA

Thundranium! Thundranium weakens
us, Lion-O!

PANTHRO

(furious)
Jaga can't win!

CUT TO:

THE GHOSTS

hacking at each other, their weapons never quite touching.
The night sky lights up with each blow. JAGA is slowly
being driven back. Loud ringing clashes of metal on metal.

GRUNE

HAHAHAHAHAHAHA!!

GRUNE's battle club sends JAGA's sword flying out of
his hand.

CUT TO:

THUNDERCATS

watching. Now fearful.

WILYKAT

He's disarmed Jaga!

WILYKIT

It's all over ...

LION-O

Not ... yet!

He steps away from the OTHERS. Calls upward.

LION-O

JAGA! YOUR SWORD OF OMENS!

Rearing back, LION-O hurls the Sword directly upwards like
a javelin. CAMERA FOLLOWS the Sword in its flight as it
grows larger and larger, so that when JAGA's hand reaches

out for it, it is proportionate in size. The battle club is coming down. JAGA fends it off with the Sword just in time.

CUT TO:

THUNDERCATS

watching.

CHEETARA

(shaking her head)

Jaga has been weakened by the Thundranium.

CUT TO:

POV FROM BEHIND THE THUNDERCAT'S HEADS

looking up at the ghostly battle. BOTH are swinging their weapons mightily, but their positions remain more or less the same. JAGA seems weak but always recovers at the last moment.

PANTHRO

No ... Neither is giving or gaining ground ... It's a stalemate ...

GRUNE holds the club up ... WE SEE rays and ripples go toward JAGA who reacts by sinking to his knees.

TYGRA

... But not for long ... That club will finish Jaga in moments.

LION-O

NO!!

He leaps up onto the parapet again.

LION-O

JAGA! TAKE MY STRENGTH!

CUT TO:

THE GHOSTS

JAGA is giving and warding off blows, giving a bit of ground, obviously weakened.

JAGA

No, Lion-O ... No ...

CUT TO:

LION-O

in a heroic stance, looking upward.

LION-O

I COMMAND YOU, JAGA! AS LORD OF
THE THUNDERCATS I COMMAND YOU TO
TAKE MY STRENGTH!

CUT TO:

JAGA

With this, JAGA seems to expand, his chest grows larger, his arms heavier, even more muscular. He takes a mighty swing at GRUNE, who takes a step back.

CUT TO:

LION-O

His body slowly loses its muscles, his arms and legs almost painfully so. He drops to his knees, then falls forward on his elbows.

PANTHRO

Lion-O!!

He rushes over to him, puts his arms around him, supporting him.

LION-O's head is bowed down, seems too weak to raise it.

LION-O

Jaga ... the battle ...

PANTHRO looks up, awed, the flashing lights in the sky lighting his face.

PANTHRO

It's like they've set the entire
heavens aflame!

CUT TO:

THE GHOSTS

Every time their weapons clash noisily, the comet-like sparks arc off towards earth, the sky glows white and red in the normally black night sky. This should be played up for all it's worth. JAGA is now clearly winning, pressing GRUNE back as he roars and growls in frustration.

CUT TO:

TYGRA, CHEETARA, WILYKAT AND WILYKIT

Staring at the fight, awed.

TYGRA

... Was there ever a battle such
as this?

CHEETARA

(looks OS)

I just hope Lion-O survives it ...

CUT TO:

LION-O

still collapsed, supporting himself on his elbows, PANTHRO
bracing him.

PANTHRO

He's winning, Lion-O! Jaga is
driving Grune back!

LION-O nods weakly.

CUT TO:

THE GHOSTS

GRUNE is being forced back by JAGA, but suddenly makes a
desperate surge forward, the spikes at the end of his
club begin to revolve, flash.

JAGA

Never out of tricks, are you,
Grune.

JAGA holds up the Sword as the club comes down. The teeth
of the spikes catch in the blade, whipping the club out
of GRUNE's hand and flinging it off into the sky. GRUNE
takes a step back, disarmed.

GRUNE

(humbly)
You've won, Jaga. I'll never
fight you again.

JAGA looks at him for a beat, slides the Sword in a sash
looped from his belt on his left side, and turns away.

GRUNE

Jaga ...

JAGA turns his head, looks at GRUNE over his shoulder,
sees that he has his hand extended.

GRUNE

... you've never turned your back on a hand extended in friendship, Jaga ... Would you scorn an old friend who repents his evil ways?

JAGA

(turns to face him)
No. I would not, Grune.

He extends his hand. GRUNE brings his hand forward but suddenly grabs for the Sword and snatches it from its sash. He holds it aloft in both hands, ready to bring it down on JAGA, who is strangely calm about this.

GRUNE

HAHAHAHAHAHA!! Your righteousness has made you strong, Jaga! ... But it has also made you foolish!

THE EYE suddenly snaps open, glows fiercely, the THUNDERCAT roar is heard. The Sword glows as does GRUNE. He turns various colors, then a crackling white silhouette, then disappears.

The Sword continues to hang in midair. JAGA takes it.

CUT TO:

LION-O

still thin and weak, is standing. He brushes off PANTHRO's support, looks up at JAGA.

LION-O

You ... won, Jaga ... as I knew ... you must ...

CUT TO:

POV FROM BEHIND LION-O

standing apart from the other THUNDERCATS. JAGA's ghost looms above them, next to the CATS' LAIR.

JAGA

No, Lion-O ... It was the strength of the Lord of the Thundercats that won this day ... As is only proper.

He tosses the Sword to LION-O. It flips over once or twice, LION-O reaches out, grabs the hilt, but its weight pulls his thin arm down. About halfway to the ground his arm fills out, as does the rest of him. He is his normal self again.

LION-O

Thank you, Jaga ... But you knew
that Grune would go for the Sword,
didn't you. You let him take it.

JAGA

Better an honest enemy than a
false friend, Lion-O. You must
learn to tell which is which.

LION-O

I'll try to, Jaga.

JAGA

You will, Lion-O ...
(starts to fade)
... you will ...
(disappears)

FADE OUT.

END PART TWO

TIME: _____

RUNNING: _____

EPILOGUE

FADE IN:

EXT: CATS' LAIR

The THUNDERCATS are in front of the CATS' LAIR. TYGRA is checking the wall.

TYGRA

Well, there's no structural damage. Repairs shouldn't be too difficult ...

CHEETARA

(looking OS)

Someone coming ...

WILYKAT

(following her gaze)

A couple of Bolkins, it looks like ...

CUT TO:

THUNDERCATS WITH BOLKINS.

They are the same ones as in the earlier tomb scene. The eyes of both are downcast, one of them twists his hat.

BOLKIN #1

... We had to come tell you ...
We were the ones that freed the
ghost of Grune the Destroyer ...

BOLKIN #2

We didn't mean to! We thought
there might be, uh, treasure in
the tomb ...

BOLKIN #1

That was a bad thing to do, we
know that ...

BOLKIN #2

... And we're sorry ...

PANTHRO

You're sorry?! And that's it?!

LION-O

(puts a restraining
hand on Panthro)

Go easy on them. They tried to
make it right by coming here and

(MORE)

LION-O (contd)
telling us. It couldn't have
been easy ...

(to Bolkins, a bit
pompously)

You made a mistake ... But mistakes
can be valuable if you learn from
them ...

TYGRA

That sounds like Jaga talking!

There is a roll of thunder, followed by a thunderclap.

LION-O

(looks up, grins)

Maybe that's Jaga giving me
permission to quote him!

Another clap.

FADE OUT.

END EPILOGUE

TIME: _____

RUNNING: _____