

THOR: RAGNAROK

Written by

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Marvel Studios

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1 OMITTED 1

A2 OMITTED A2

A3 **THE MARVEL LOGO.** SMOLDERING, BEGINNING TO TURN ORANGE IN THE HEAT AS WE TILT UP TO SEE- A3

-FIRE. NOTHING BUT FIRE.

2 INT. TIGHT SPACE - INDETERMINATE TIME 2

Dark and cramped. The soft red light of fire seeps through iron slats. Inside this cage is a man, bound by chains.

It's THOR. His beard is long and his clothes are worn. That rough, grizzled look of a man who's spent years on the road.

He awakens with a JOLT. Looks around.

THOR

Now I know what you're thinking.
Oh no! Thor's in a cage. How did this happen?

(then:)

Well, sometimes you have to get captured just to get a straight answer out of somebody. It's a long story but basically I'm a bit of a hero. See, I spent some time on earth, fought some robots, saved the planet a couple of times. Then I went searching through the cosmos for some magic, colorful Infinity Stone things... didn't find any. That's when I came across a path of death and destruction which led me all the way here into this cage... where I met you.

Reveal that he's talking to a weird alien skeleton in chains.

THOR (CONT'D)

How much longer do you think we'll be here?

NOISE. Sounds of metal gears TURNING.

Suddenly the bottom DROPS OUT! Thor PLUMMETS until - SHLINK! Chains CINCH and abruptly halt his descent. Thor dangles six feet off the ground. Pull back to reveal we are in-

3 INT. SURTUR'S LAIR - CONTINUOUS

3

A cavernous space. The walls, floors, and ceilings are molten rock, which has creepy glimmers of fire within it. Stationed in the center is a volcanic rock throne, and sitting in that throne is a charred demonic skeleton.

SURTUR (O.S.)
Thor, Son of Odin.

Thor's chain turns to reveal-

-SURTUR on his throne. Eighteen-foot-tall, flesh made of fire, and demonic spiked horns on his skull.

THOR
Surtur. Son of a bitch...you're still alive! I thought my father killed you, like, half a million years ago.

SURTUR
I cannot die. Not until I fulfill my destiny and lay waste to your home.

THOR
You know, it's funny you should mention that because I've been having these terrible dreams of late. Asgard up in flames, falling to ruins, and you Surtur are at the center of all of them.

SURTUR
Then you have seen Ragnarok, the fall of Asgard. The great prophecy--

THOR (O.S.)
Hang on. Hang on.

Reveal that Thor's chain is turning *VERY SLOWLY*.

THOR (CONT'D)
I'll be back around shortly. I really feel like we were connecting there.

After a beat, Thor rotates around to face Surtur.

THOR (CONT'D)
Okay, so, Ragnarok. Tell me about that. Walk me through it.

SURTUR

My time has come. When my crown is reunited with the Eternal Flame, I shall be restored to my full might. I will tower over the mountains and bury my sword deep in Asgard's--

THOR

Oh, hang on. Give it a second.

Once again, Thor is turning *VERY SLOWLY*.

THOR (CONT'D)

I swear I'm not even moving, it's just doing this on its own. I'm really sorry.

(then:)

Okay, let me get this straight. You're going to put your crown into the Eternal Flame, and then you'll suddenly grow as big as a house--

SURTUR

A mountain!

THOR

The Eternal Flame that Odin keeps locked away on Asgard?

Surtur grins, evil.

SURTUR

Odin is not on Asgard. And your absence has left the throne defenseless.

That elicits a concerned look from Thor.

THOR

Okay, so where is it? This crown?

SURTUR

This is my Crown, the source of my power.

Surtur points at the V-shaped horns on his head..

THOR

Oh, that's a crown? I thought it was a big eyebrow.

SURTUR

It's a crown.

THOR

Anyway, it sounds like all I have to do to stop Ragnarok is rip that thing off your head.

Surtur stands up and approaches Thor, DRAGGING his sword.

SURTUR

But Ragnarok has already begun. You cannot stop it. I am Asgard's doom, and so are you. All will suffer, all will burn.

Surtur steps forward and GRABS the chain above Thor's feet, holding it so he and Thor are face to face.

THOR

That's intense. To be honest, seeing you grow really big and set fire to a planet would be quite the spectacle. But it looks like I'm going to have to go with option B where I bust out of these chains, knock that tiara off your head, and stash it away in Asgard's vault.

SURTUR

You cannot stop Ragnarok. Why fight it?

Behind his back, Thor opens his hand. Sending out the SOS.

THOR

Because that's what heroes do.

Nothing happens. Thor appears annoyed at himself.

THOR (CONT'D)

Wait, sorry. I didn't time that right.

(pause)

And, now!

BOOM! Thor's hammer Mjolnir CRASHES through the wall!

Thor BREAKS FREE from his chains, GRABS Mjolnir, spins, and flies a distance away. He FLINGS Mjolnir back at Surtur, smashing the giant in the face. Mjolnir returns.

SURTUR

You have made a grave mistake, Odinson.

THE WALLS COME ALIVE! A seemingly infinite swarm of FIRE DEMONS rally to Surtur's aid.

THOR

I make grave mistakes all the time.
Everything seems to work out.

In the shadows, a massive FIRE DRAGON ROARS.

The fire demons SURGE FORWARD. Thor backs up, HAMMERING AWAY. He then leaps back, SPRINGBOARDS off the wall, and-

-LANDS HARD, SLAMMING Mjolnir down. The resulting shockwave KNOCKS BACK THE LEGION OF FIRE DEMONS.

The Fire Dragon STRAINS against a chain leash.

Thor is now facing off with Surtur. Surtur thrusts his hands at Thor, generating a humongous PROJECTILE WALL OF FIRE!

Thor SPINS Mjolnir so fast that it creates a kind of SHIELD.

The God of Thunder and the Fire Giant engage in ferocious hand-to-hand combat. Each landing power shots, sending sparks of both fire and electricity into the air.

Thor SLIPS behind Surtur and TAKES OUT his knees. Thor then LAUNCHES HIGH into the air and summons a HUGE LIGHTNING BOLT. Descending hard, he uses all his power to-

-LOP SURTUR'S HEAD OFF OF HIS BODY! Surtur's body DEFLATES and COLLAPSES into a heap of charred bones.

Thor straps the crowned skull to his back. He turns to find-

-the army of Fire Demons regrouping as reinforcements flood in, filling the space to capacity. Recognizing the threat, Thor thrusts Mjolnir above his head.

THOR (CONT'D)

Heimdall. I know it's been a while,
but I could use a fast exit!

Nothing. Thor just stands there as the Fire Demons advance.

THOR (CONT'D)

...Heimdall?

Heimdall is nowhere to be found. Instead, we meet SKURGE. He's bald, strong, mean looking, a little eager to be liked.

At the moment, Skurge is entertaining two ASGARDIAN WOMEN.

SKURGE

Heimdall was an idiot. This job should have made him rich. Now, the job ain't easy, but it does have its benefits. The Bi-Frost gives me access to everything the Nine Realms have to offer. I mean it's all mine for the taking.

(beat)

Behold...my stuff.

Skurge has drawn their attention to a pile of weapons and treasures he has stashed off to the side.

He hefts up two M-16 assault rifles, trying to play it cool.

SKURGE (CONT'D)

I'm particularly fond of these. I pulled 'em out of a place on Midgard called Texas. I even named them. Des and Troy. You see, when you put them together...they destroy.

5 INT. SURTUR'S LAIR - CONTINUOUS

5

Having expected to have been Bi-Frosted out of there, Thor is OVERRUN BY THE GIANT WAVE OF FIRE DEMONS!

The Fire Dragon BREAKS FREE of its chain.

Realizing he's in trouble, Thor TAKES OFF, rocketing up to-

6 EXT. MUSPELHEIM - CONTINUOUS

6

Thor CRASHES out of the ground and LANDS on a craggy surface. Disoriented and singed from the fire demon onslaught.

Thor's cloak is on fire, and he frantically PATS OUT the flames. He picks up Mjolnir, holds it up once more. Nothing.

THOR

Heimdall, come on.

THE GROUND SHAKES! Like an earthquake. Thor backs up as the ground begins to give way all around him. And then-

-THE FEARSOME FIRE DRAGON BURSTS OUT OF THE GROUND! The dragon opens its tremendous jaws for an ear-splitting roar...

...but Thor STUFFS Mjolnir into its mouth and lets go.

THUD! The hammer DROPS, pinning the beast down by its bottom jaw. It THRASHES and GROWLS, trying to break free.

THOR (CONT'D)

Stay.

(looks up to the sky:)

I'm running short on--

Thor notices that all around him the ground is CRUMBLING like a field of sinkholes giving way to more snarling Fire Demons!

THOR (CONT'D)

-options.

Thor calls for Mjolnir and TAKES OFF. The dragon SCREECHES!

7	OMITTED	7
8	OMITTED	8
9	INT. THE OBSERVATORY - SAME	9

Skurge continues showing off for the ladies.

THOR (O.S.)

Heimdall?

Behind Skurge the Bi-Frost starts MOVING. One of the women notices the Bi-Frost glowing.

ASGARDIAN WOMAN

Skurge, is that important?

Skurge turns and notices the Bi-Frost activity.

SKURGE

You girls are in for a treat.

Angle on Heimdall's sword, which has been sloppily cast aside in another pile of "stuff." Skurge hastily runs and grabs it.

10	EXT. MUSPELHEIM - CONTINUOUS	10
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Thor is FLYING at top speed, but that dragon is right on his heels! The fire demons LAUNCH flaming projectiles from below!

Thor looks back, genuinely nervous. The dragon is OPENING its jaws to swallow Thor whole when-

-Suddenly Bi-Frost OPENS! The portal surrounds Thor and engulfs the dragon's head! In an instant, they're gone.

MAIN TITLE

11 INT. THE OBSERVATORY - MOMENTS LATER

11

Skurge has plunged Heimdall's sword into Bi-Frost.

BOOM! Thor EXPLODES out of the portal along with the severed head of the dragon! SPLAT! Blood and guts RAIN DOWN on Skurge and the two women, DRENCHING them with purple gore.

The dragon's head SLIDES slowly across the floor, coming to rest right in front of the women who are frozen in shock.

The women SHRIEK and rush out of the Observatory. Thor meanwhile is clean and staggering back to his feet. He looks up to Skurge, who is wiping dragon guts off of himself.

SKURGE

Girls!

(beat)

Well well, look who decided to pop in. Thanks for scaring away my company and drenching my workplace in brains.

THOR

Who are you?

SKURGE

Don't you remember? I'm Skurge.

(Thor doesn't)

We fought together on Vanaheim.

THOR

Right. Where's Heimdall?

SKURGE

That traitor. No one knows, he's a fugitive of the throne.

THOR

Traitor?

SKURGE

Yeah, you see, Odin charged Heimdall with negligence of duty, but he disappeared before the trial. Hard to catch a guy who can see everything in the Universe.

Thor starts to say something, but then gives up. Instead he starts towards the exit... but Skurge stands in his way.

THOR

Sure.

SKURGE

Hold on. I'm supposed to announce
your arrival.

Thor SPINS UP Mjolnir and takes off in a blur. Skurge starts
the loooong run down the Rainbow Bridge.

12 OMITTED

12

A13 EXT. THEATER ENTRANCE - DAY

A13

THOR arrives with Surtur's skull.

There's a small crowd making its way through a threshold over
which stands a monumental statue of Loki, arms out-stretched
in the 'savior' pose.

Confused, Thor turns to a theater patron.

THOR

What the hell is that?

13 EXT. ASGARD - ROYAL TERRACE - PATIO - MOMENTS LATER

13

LOKI falls into frame, GASPING FOR BREATH... although it's
not Loki. This is ACTOR LOKI and we're watching a STAGE PLAY.

In the background, a single musician plays the haunting score
from THOR: THE DARK WORLD on a pan flute.

Suddenly, ACTOR THOR leans into shot, holding Actor Loki.

ACTOR LOKI

Oh, brother. This is it. I take
my leave.

ACTOR THOR

You fool, you didn't listen!

ACTOR LOKI

I'm sorry.

ACTOR THOR

Lady Sif! Get help!

"Sif" awkwardly runs off. The "Warriors Three" watch sadly. A
small choir JOINS IN as the music builds to a CRESCENDO.

ACTOR SIF

Somebody help!

In the middle of the audience we reveal ODIN, sitting upon a chaise lounge, sipping wine and thoroughly enjoying the show. Unseen, Thor arrives behind the audience and watches.

ACTOR LOKI
Sorry for all I've done.

ACTOR THOR
It's all right. Hold on.

ACTOR LOKI
I'm sorry I tried to rule Earth.

ACTOR THOR
They'd be lucky to have you.

ACTOR LOKI
I'm sorry about that thing with the Tesseract. I just couldn't help myself.

ACTOR THOR
I know.

ACTOR LOKI
I'm a trickster.

ACTOR THOR
So mischievous.

ACTOR LOKI
Sorry about that time I turned you into a frog.

ACTOR THOR
It was a wonderful joke.

ODIN
(to no-one in particular)
Twas indeed hilarious.

ACTOR THOR
You are the savior of Asgard.

ACTOR LOKI
Tell my story.

ACTOR THOR
I will.

ACTOR LOKI
Build a statue for me.

ACTOR THOR

We will build a big statue for you.

ACTOR LOKI

With my helmet on, with the big
bendy horns.

ACTOR THOR

I will tell Father what you did
here today.

Odin mouths Actor Loki's final line along with him.

ACTOR LOKI

I didn't do it for him.

Actor Loki then "dies".

ACTOR THOR

Noooooo!!!

The brothers freeze in a TABLEAU as ACTOR ODIN steps forward.

ACTOR ODIN

And so Loki died of his wounds,
giving his life for ours. He
fought back those disgusting dark
elves. He brought peace to the
realm.

He takes a 4-YEAR-OLD BOY, PAINTED BLUE, into his arms.

ACTOR ODIN (CONT'D)

Loki, my boy... 'Twas many moons ago
I found you on a frost-bitten
battlefield.

Thor watches, incredulous. He then notices that a woman next
to him is openly SOBBING at the play.

ACTOR ODIN (CONT'D)

On that day, I did not yet see in
you Asgard's savior. No. You were
merely a little blue baby icicle...
that melted this old fool's heart.

The crowd erupts in rapturous applause. The players bow. Odin
stands up, leading the crowd in this STANDING OVATION.

ODIN

Bravo! Bravo! Well done. Bravo.

THOR

Father.

Odin sees Thor taking a knee. Curses under his breath:

ODIN

Oh, shit.
(then, announcing)
My son! Thor has returned!
Greetings my boy.

Odin goes through a weird internal transformation. His fluidity is replaced by a rigid and regal posture. He bats away his maiden and turns to Thor, who stands up.

THOR

It's an interesting play. What's it called?

ODIN

The Tragedy of Loki of Asgard. The people wanted to commemorate him.

THOR

Indeed they should.
(provoking)
I like that statue. A lot better looking than he was when he was alive, though. A little less weasely. Less greasy maybe.

Odin sours, masking his agitation. Thor holds up the skull.

THOR (CONT'D)

You know what this is?

ODIN (ADR)

The skull of Surtur? That's a formidable weapon.

Thor approaches an E-Guard and hands it over.

THOR

Do me a favor. Lock this in a vault so it doesn't turn into a giant monster and destroy the whole planet.

ODIN

So it's back to Midgard for you, is it?

Thor starts YO-YOing Mjolnir, turns back to Odin.

THOR

Nope. I've been having this recurring dream lately.

(MORE)

THOR (CONT'D)

Every night I see Asgard fall into ruins...

ODIN

That's just a silly dream... Signs of an overactive imagination.

THOR

Possibly... but then I decide to go out there and investigate. And what do I find, but the Nine Realms completely in chaos. Enemies of Asgard assembling, plotting our demise, all while you, Odin, the protector of those Nine Realms, are sitting here in your bathrobe, eating grapes.

ODIN

Well, it is best to respect our neighbors' freedom.

THOR

Of course, the freedom to be massacred.

ODIN

Yes, besides, I have been rather busy myself.

THOR

Watching theatre.

ODIN

Board meetings, and security council meetings...

THOR

You really going to make me do it?

ODIN

Do what?

Thor SPINS Mjolnir and then HURLS it off into the distance, GRABS Odin by the back of the neck.

Odin's royal attendants GASP in shock. The Einherjar bodyguards rush Thor, but he KICKS them away.

THOR

You know that nothing will stop Mjolnir as it returns to my hand.

Mjolnir stops mid-air and starts ROCKETING BACK.

THOR (CONT'D)

Not even your face.

ODIN

You've gone quite mad. You'll be executed for this!

Mjolnir approaches at a terrifying speed as Odin struggles.

THOR

Then I'll see you on the other side...brother.

The jig is up. A shimmering illusion dissipates, revealing:

LOKI

Alright, I yield!

Thor DROPS Loki to the ground and catches Mjolnir. Loki looks to Thor, hands up defensively. Skurge arrives on the scene, a little late to warn Loki.

SKURGE

Behold! Thor..Odinson.

LOKI

You had *one job!* Just the one.

THOR

Where's Odin?

LOKI

You just couldn't stay away, could you? Everything was fine without you. Asgard was prospering
(gestures to the crowd)
You've ruined everything. Ask them.

Those who aren't freaked out are becoming gradually angrier.

Thor advances on Loki, who backs up onto the chaise lounge.

THOR

Where's father? Did you kill him?

LOKI

You had what you wanted, you had the independence you asked for!

Thor PRESSES Mjolnir onto Loki's chest.

LOKI (CONT'D)

Ow-ow-ow! Alright! I know exactly where he is.

14	OMITTED	14
15	OMITTED	15
16	OMITTED	16
17	EXT. SHADY ACRES NURSING HOME - MANHATTAN - DAY	17

A NURSING HOME sign on a brick wall. Suddenly the wall crumbles out of shot, revealing a demolition site.

Reveal Thor and Loki wearing street clothes. Thor carries an umbrella, Loki is dressed in a weird avant-garde suit.

LOKI

I swear, I left him right here.

THOR

Right here on the sidewalk? Or right there, where the building that's being demolished? Great planning.

LOKI

How was I supposed to know? Can't see into the future. I'm not a witch.

THOR

Then why do you dress like one?

LOKI

Hey.

THOR

I can't believe you're alive. I saw you die. I mourned you, I cried for you.

LOKI

I'm honored.

COLLEGE GIRL 2

Ask him.

COLLEGE GIRL 1

Hi. Would you mind taking a picture with us?

THOR

Sure.

(to Loki:)

Start figuring out where he is.

COLLEGE GIRL 1

Oh, my god.

COLLEGE GIRL 2

Sorry to hear that Jane dumped you.

THOR

She didn't dump me, you know. I
dumped her. It was a mutual
dumping.

Thor notices something going on around Loki.

THOR (CONT'D)

What's this, what are you doing!?

Loki looks down to see that the sidewalk has started to GLOW
BENEATH HIM! A circle of ancient symbols.

LOKI

This... isn't me.

WHOOMPF! Loki DROPS out of sight, vanishing through solid
concrete! Thor sees a CARD on the sidewalk where Loki was.

Thor pokes the business card.

THOR

Loki?

He picks up the card. It reads:

177A Bleecker Street

Thor picks up the card and - WHOOSH!

18 EXT. SANCTUM SANTORUM - DAY

18

Thor approaches 177A Bleecker Street.

He knocks ONCE, TWICE, and then WHOOSH!

19 INT. SANCTUM SANCTORUM UPSTAIRS PARLOR - CONTINUOUS

19

Thor is suddenly inside Doctor Strange's lair!

STRANGE (O.S.)

Thor Odinson.

From a dark corner we glimpse a shape - DOCTOR STRANGE. Levitating, he drifts towards Thor.

STRANGE (CONT'D)

God of Thunder.

Thor holds up the ratty umbrella, ready to defend himself.

STRANGE (CONT'D)

You can put down the umbrella.

Thor gives Strange a sideways look but then sets his umbrella down. When he looks back up, the environment is furnished.

THOR

So earth has wizards now?

STRANGE

The preferred term is "Master of the Mystic Arts."

THOR

Alright wizard, who are you? Why should I care?

STRANGE

My name is Doctor Stephen Strange and I have some questions for you. Take a seat.

Thor and Strange are now sitting in high-backed chairs.

STRANGE (CONT'D)

Tea?

Thor now has a cup of tea in his hand.

THOR

I don't drink tea.

STRANGE

What do you drink?

THOR

Not tea.

Thor now has a stein of beer in his hand. He drinks it throughout the scene, but it always stays full.

STRANGE

So I keep a watch list of individuals and beings from other realms that may be a threat to this world. Your adopted brother Loki is one of these beings.

THOR

He's a worthy inclusion.

STRANGE

Then why bring him here?

THOR

We're looking for my father.

STRANGE

So. If you were to tell you where Odin was, all parties concerned would promptly return to Asgard?

THOR

Promptly.

DR. STRANGE

Great. Then I'll help you.

THOR

If you knew where he was, why didn't you call me?

DR. STRANGE

I have to tell you, he was adamant that he not be disturbed. Your father said he had chosen to remain in exile.

(beat)

And you don't have a phone.

THOR

No, I don't have a phone, but you could have sent an electronic letter. It's called an email.

STRANGE

Yeah, do you have a computer?

THOR

No. What for?

(beat)

Anyway, my father is no longer in exile. So if you could tell me where he is, I can take him home.

DR. STRANGE
Gladly. He's in Norway.

Strange stands up and suddenly they are standing by a bookcase. Strange takes down an ancient book, flips through it.

STRANGE
I'm just seeing whether this incantation requires any Asgardian modifications.

Thor reaches out to the bookcase to steady himself.

STRANGE (CONT'D)
Nope.

Suddenly they are both across the room at Strange's work station. Because Thor was touching the bookcase, he has magically brought it across the room as well.

STRANGE (CONT'D)
Oh, we don't need that.

Suddenly Thor is back across the room. Books fall off the shelf and Thor's beer spills.

He is queasy and unsteady from the teleporting.

THOR
Will you stop doing that?

STRANGE
I need just one strand of your hair.

THOR
Let me explain something, my hair is not to be meddled wi-!

Strange is behind Thor, he plucks a strand of hair.

Strange extends the hair, infuses it with magic, does a few gestures that create a BRIGHT LIGHT and suddenly-

A20

INT. SANCTUM SANCTORUM - FRONT STAIRCASE - CONTINUOUS

A20

Bottom of the stairs. Strange is standing. Thor is rolling down the stairs. A magic portal leading into a peaceful meadow has opened beside Strange.

THOR
We could have just walked.

DR. STRANGE
(re: the portal)
He's waiting for you.

THOR
All right.

STRANGE
Don't forget your umbrella.

THOR
Yes.

Thor extends his arm and holds out his hand. Crashing noises are heard. Lots of crashing noises.

THOR (CONT'D)
Sorry

Finally the umbrella flies into his hand.

THOR (CONT'D)
I suppose I'll need my brother
back.

DR. STRANGE
Yeah, right.

Suddenly we hear SCREAMING.

From above, LOKI drops out of a portal. He LANDS HARD on the floor and then STAGGERS to his feet. On edge, confused.

LOKI
...I have been falling...for *thirty*
minutes!

DR. STRANGE
(to Thor:)
You can handle him from here.

THOR
Yeah of course.
(they shake hands)
Thank you very much for your help.

STRANGE
Good luck.

LOKI
Handle me? Who are you?

THOR
Loki.

Loki DRAWS a dagger, ready to attack Strange.

LOKI

..you think you're some kind of
sorcerer? Don't think for one
minute, you second-rate...

DR. STRANGE

Bye-bye.

Strange GESTURES with both hands and-

-WHOOSH! PULLS the magic portal over them.

Just like that, Thor and Loki are gone.

20 OMITTED 20

21 EXT. CLIFFS - DAY 21

Beautiful, undisturbed nature. We hear the ocean nearby.

LOKI lands on the ground, portal closes behind them.

THOR

Father?

A lone figure stands at the other side of the meadow at the
cliff's edge, waves CRASHING below.

It is ODIN. He's dressed plainly in humble human clothes.
The boys approach him quickly.

ODIN

Look at this place. It's beautiful.

THOR

Father, it's us.

ODIN

My sons. I've been waiting for
you.

Loki is surprised to hear Odin call him his son.

THOR

I know. We've come to take you
home.

ODIN

Home, yes. Your mother, she calls
me. Do you hear it?

Thor fires a look at Loki, who holds up his hands in defense.

THOR

Loki, lift your magic.

Odin turns to Loki, who stiffens. But Odin smiles.

ODIN

Took me quite a while to break free
from your spell. Frigga would have
been proud.

Loki is moved by this gesture. He looks over to see Thor
staring at him, anger building.

Odin puts a hand on Thor's shoulder, calming him.

ODIN (CONT'D)

Come and sit with me. I don't have
much time.

Odin sits, out of breath, weak. His sons sit beside him.

THOR

I know that we failed you, but we
can make this right.

ODIN

I failed you.
(beat)
It is upon us...Ragnarok.

THOR

No, I've stopped Ragnarok. I put
an end to Surtur.

ODIN

No. It has already begun. She's
coming. My life was all that held
her back, but my time has come. I
cannot keep her away any longer.

THOR

Father, who are you talking about?

ODIN

The Goddess of Death. Hela. My
first born.
(faces Thor)
Your sister.

That hits Thor hard. Loki can't believe what he's hearing.

THOR

...what?

ODIN

Her violent appetites grew beyond my control. I couldn't stop her, so I imprisoned her. Locked her away. She draws her strength from Asgard...and once she gets there, her powers will be limitless.

THOR

Whatever she is, we can stop her. We can face her together.

ODIN

(takes Thor's hand)
No we won't. I'm on a different path now. This you must face alone.

Odin looks into Thor's eyes, struggling to breathe.

ODIN (CONT'D)

I love you my sons.

For the briefest of instances, father and sons share a quiet moment together. Tears well in Thor's eyes.

ODIN (CONT'D)

Look at that.

Ethereal sun-rays stream down upon the ocean.

ODIN (CONT'D)

Remember this place. Home.

A warm glow washes over Thor's face and he turns to see that-

-ODIN IS DISSIPATING INTO STARDUST. THE ALLFATHER HAS DIED.

A moment as the brothers separately mourn for Odin.

The sky above DARKENS and THE WIND PICKS UP.

Thor stands and turns toward Loki, his eyes burning with rage. Loki takes a step back.

LOKI

Brother.

Thor faces Loki. Electricity CRACKLES at Thor's hands.

THOR

This was your doing.

CRACK! Behind them a black portal SPLITS OPEN!

Thor SLAMS DOWN his umbrella, transforming into his Asgardian armor (with Mjolnir). Loki changes into his armor as well.

A piercing scream cuts the air as a figure is hurtled out of the portal, crashing out of this dimensional rift is HELA.

Hela takes a second to consider her surroundings. Then:

HELA
So he's gone?
(beat)
That's a shame. I would've liked
to have seen that.

A tense moment as they stare each other down.

THOR
You must be Hela. I'm Thor, son of
Odin.

HELA
Really, you don't look like him.

LOKI
Perhaps we can reach an
arrangement.

HELA
You sound like him.

Loki shifts nervously. Thor's grip tightens on Mjolnir.

HELA (CONT'D)
Kneel.

LOKI
Beg your pardon?

Hela MANIFESTS a pitch black blade.

HELA
Kneel...before your Queen.

THOR
I don't think so.

Thor winds up and HURLS Mjolnir at Hela...

- THUD - the mighty hammer comes to a cold stop, against Hela's hand.

Thor is shocked. He stretches out his hands, trying to call Mjolnir back to him.

The hammer trembles in Hela's hand, like a mini game of tug-o-war. But ultimately Hela keeps possession.

THOR (CONT'D)

It's not possible.

HELA

Darling, you have no idea what's possible.

HELA SHATTERS THOR'S HAMMER.

The blast of Mjolnir's destruction sends a wave of energy through Thor and Loki who brace themselves against the impact.

Thor is stupefied. In shock. He looks up to see Hela is running her hands back over her head to create the terrifying battle headdress.

Loki's reaction is more panic. He stands and calls up:

LOKI

Bring us back!

THOR

No!!

Hela CHARGES Thor and Loki as-

-WHOOSH! The Bi-Frost envelopes all of them.

22

INT. BI-FROST - CONTINUOUS

22

Thor and Loki ZOOM UPWARDS, held inside this celestial beam warping them towards Asgard. Loki and Thor look down to see... Hela is in the Bi-Frost, behind them and CATCHING UP.

Loki turns and throws TWO DAGGERS at her. They find their mark, stalling her for a second. But she PLOWS RIGHT THROUGH Loki, KNOCKING HIM OUT OF THE BI-FROST. Gone in an instant.

THOR

Loki!

Hela projects a jet black grappling hook and GRABS HOLD of Thor. Drawing him to her, preparing to finish him off. Thor pulls up his legs, and KICKS Hela with both feet. This effectively dislodges him from her grasp but also...

...KNOCKS THOR OUT OF THE BI-FROST! Now both he and Loki are gone. If they aren't dead, then God knows where they went.

23 INT. THE OBSERVATORY - CONTINUOUS 23

VOLSTAGG has a grip on Heimdall's sword, manning Bi-Frost's controls. Behind him FANDRAL is overseeing Skurge, who is mopping up the dragon guts.

BOOM! Hela emerges with thunderous impact. Fandral and Volstagg draw their weapons, preparing to engage.

VOLSTAGG

Who are you!? What have you done
with Thor?

Hela fires TWO BLACK DAGGERS, each one dropping its target to the ground. Hela then walks forward and-

HELA

I'm Hela.

-BRUTALLY KILLS FANDRAL AND VOLSTAGG!

Hela sees Skurge. Approaches calmly, a vision of death.

With Hela only a few feet from him, Skurge cowers. Pause.

SKURGE

I'm just a janitor.

Skurge ever-so-slightly peers up at her.

HELA

You look like a smart boy with good
survival instincts. How would you
like a job?

Hela looks out upon Asgard as Skurge rises behind her.

24 EXT. ASGARD - THE MOUNTAINS - SAME 24

A mysterious HOODED FIGURE watches Hela's arrival at the Observatory and begins a steady descent towards the city.

25 EXT. SAKAAR - THE WASTELAND SHORE - DAY 25

SUPER WIDE: A sky full of WORMHOLES. Thor, only a spec at this distance, SHOOTs out of one of these wormholes. He HITS the surface, causing a CLOUD of dust.

Find Thor on his back surrounded by strange colorful space wreckage. Looking up, Thor sees a large metal object falling from a different wormhole! He rolls out of the way. THUD!

Thor runs up a dune to get away from the shower of debris.

Thor reaches the top of the dune and finds himself looking down on A BEACH in a strange WASTELAND. Camera scans a filthy dune littered with SPACE JUNK.

Out across the OCEAN he notices A NIGHTMARE WORMHOLE - a giant open cylinder of whirling smoke and lightning storms.

A loud noise draws Thor's attention to a HUGE RECTANGULAR "SCRAPPER" SHIP hauling a crashed SPACE VESSEL out of the water. Beneath the ship are various SCRAPPERS, masked humanoids. The ship is BLASTING WEIRD ALIEN MUSIC.

A Scrapper notices Thor, then signals to his crew.

LEAD SCRAPPER

Are you a fighter or are you food?

THOR

I'm just passing through.

LEAD SCRAPPER

It is food. On your knees.

Thor reaches out to summon Mjolnir. A reflex. Nothing.

The LEAD SCRAPPER levels a MAGNO-RIFLE at Thor and WHAP! A solid metal projectile KNOCKS Thor flat on his back. More Scrapppers attack, throwing nets and firing more projectiles. Thor tries to swat them away but they keep coming. The rest of the scrapppers move in with iron bats and clubs.

WHOOSH! A second ship arrives, landing nearby. It's cool, sleek, and dangerous, deserving of its name: WARSONG. It is also BLASTING DIFFERENT WEIRD ALIEN MUSIC.

The FRONT of Warsong FLIPS OPEN and a GANGPLANK extends down to the ground. The scrapppers stop and stare as we TRACK IN to a HERO REVEAL of SCRAPPER #142 (S142 for short) - a beautiful and ruthless asskicker.

S142 lifts a half-empty bottle to her lips and CHUGS it. She finishes the bottle and smashes it on the side of her ship.

SCRAPPER #142

He's MINE.

She walks down the gangplank... before veering off course and FALLING straight off into a pile of TRASH. She's PLASTERED.

The Scrapppers shrug and start hauling Thor away.

SCRAPPER #142 (CONT'D)

Wait!

S142 staggers to her feet, takes a deep breath. She holds on to a piece of junk as support - some dead beast. Thor continues to struggle with his captors, tangled in nets.

SCRAPPER #142 (CONT'D)

Wait! He's mine. So if you want him, you go through me.

The Scrapers start brandishing their weapons.

SCRAPPER

But we've already got him.

S142 CLANGS her metal gauntlets together which activate.

SCRAPPER #142

Alright then I guess I go through you.

LEAD SCRAPPER

More food.

She holds out her fists as if she's operating machinery...

...Warsong WHIRS to life. S142 clenches her fists and we hear a horrible SCREECHING NOISE as Warsong OPENS FIRE.

She sweeps her arms out in an arc, the spray of gunfire lasting THREE SECONDS. She bangs her fists again, sending the ship into IDLE MODE. The Scrapers are now little more than tiny pieces of litter covering the beach.

Thor is fixated on this beautiful murderer approaching. One final HUGE Scrapper comes at her with a bat. S142 casually GRABS this Scrapper and HURLS him up into the air behind her.

THOR

Thank you.

From her belt S142 FLICKS a small glowing disc which LODGES into Thor's NECK. Far in the background, the Scrapper she threw finally HITS the ground with a loud THUD.

She holds up a fob device and presses the button - the disc blinks and Thor is filled with the pain of a thousand screaming squirrels. He hits the ground, stunned.

S142 DRAGS Thor towards her ship.

30 INT. WARSONG SHIP - DAY

30

Thor's face SMUSHED up against glass. His eyes are open.

Thor's POV - THE CAPITAL - an eclectic city composed of salvaged items from all over the universe.

Thor is lying in a sort of small GLASS HOLDING CELL beneath Warsong's COCKPIT. He looks up to see S142 piloting the ship.

Thor's eyes lock in on her belt, specifically the fob device she used to activate the Obedience Disk/debilitate him.

SCRAPPER #142

This is Scrapper 142. I need clearance and an audience with the boss. I've got something special.

THOR

Hey! Where are you taking me?

S142 ignores him, takes a swig from the bottle, and then nonchalantly UNCLIPS the fob from her belt.

THOR (CONT'D)

Answer me! Hey! I am Thor, son of Odin. I need to get back to Asgard.

SCRAPPER #142

Many apologies, your majesty.

S142 ZAPS him and guides her ship towards a COLOSSAL TOWER.

26 EXT. OUTSKIRTS OF ASGARD - DAY

26

CLOSE ON: Hela, headdress retracted, hair down, her beautiful face fully visible. We do not see who she is talking to.

HELA

It's come to my attention that you don't know who I am.

REVEAL THE ARMIES OF ASGARD FACING DOWN HELA.

Standing in front is HOGUN, sword and shield out.

HELA (CONT'D)

I am Hela, Odin's first born, Commander of the legions of Asgard, the rightful heir to the throne, and the Goddess of Death.

(pause for effect)

(MORE)

HELA (CONT'D)

My father is dead. As are the
princes. You're welcome.

(then:)

We were once the seat of absolute
power in the Cosmos. Our supremacy
was unchallenged, yet Odin stopped
at Nine Realms. Our destiny is to
rule over all others. And I am
here to restore that power. Kneel
before me...and rise into the ranks
of my great conquest.

THE E-GUARDS GET INTO ATTACK FORMATION.

HOGUN

Whoever you are... whatever you've
done, surrender now! Or we will
show you know mercy.

HELA

Whoever I am? Did you listen to a
word I said?

HOGUN

This is your last warning!

HELA

I thought you'd be happy to see me.

Hela forms her headdress.

HELA (CONT'D)

Fine.

The Asgardian archers LOOSE DOZENS OF ARROWS, but-

-Hela advances confidently, DESTROYS the SHIPS and SOARS INTO
THE EINHERJAR! In a symphony of spectacular terror, Hela
proceeds to DECIMATE the entire regiment. A tornado of
carnage, a legendary massacre.

27 EXT. BELOW THE RAINBOW BRIDGE - SAME

27

While Hela slaughters up above, we tilt up from a boat,
moored at the base of the Observatory, to see the mysterious
figure from earlier is now SCALING the rocks towards the top.

28 INT. THE OBSERVATORY - CONTINUOUS

28

Now silhouetted in the entrance way, the figure scans the
Observatory. His gaze falls on-

-Bi-Frost's controls. Specifically Heimdall's sword.

29 EXT. OUTSKIRTS OF ASGARD - CONTINUOUS 29

It's eerily quiet. CLOSE on Hela scanning the battlefield.
100+ slain Einherjar at her feet.

ANGLE on Skurge as he steps forward - awe, admiration, fear.

HELA

Oh, I've missed this. Still, it's
a shame. Good soldiers dying for
nothing...all because they couldn't
see the future. Sad.

(then she sees:)

Oh! Look, still alive.

Reveal Hogun, severely injured but staggering to his feet,
resilient.

HELA (CONT'D)

Change of heart?

Hogun draws a dagger as a last ditch attack.

HOGUN

Go back to whatever cave you crept
out of you evil demoness!

Hela IMPALES Hogun on a spike. She turns to Skurge.

HELA

Let's go see my palace.

Skurge stares at Hogun before following Hela towards the
palace.

31 OMITTED 31

A32 INT. DARK TUNNEL - DAY A32

THOR, strapped to the chair, suddenly finds himself slowly
moving forward. After a beat-

-the walls LIGHT UP and a SOOTHING VOICE speaks to him.

SOOTHING VOICE (V.O.)

Fear not, for you are found. You
are home, and there is no going
back. No one leaves this place.

Thor STRUGGLES against his restraints.

SOOTHING VOICE (V.O.)
But what is this place? The answer
in Sakaar.

The tunnel walls show images of Sakaar's place in the Cosmos.

SOOTHING VOICE (V.O.)
Surrounded by cosmic gateways,
Sakaar lives on the edge of the
known and unknown.

Images of the wormholes that cover Sakaar's atmosphere.

SOOTHING VOICE (V.O.)
It is the collection point for all
lost and unloved things. Like you.
But here on Sakaar, you are
significant. You are valuable.
Here, you are loved.

THOR
What...the hell?

SOOTHING VOICE (V.O.)
And no one loves you more than the
Grandmaster.

Images of the Grandmaster, in silhouette, arriving on Sakaar.

SOOTHING VOICE (V.O.)
He is the original. The first
lost, and the first found. The
creator of Sakaar and the father of
the Contest of Champions.

Images of the arena where aliens battle to the death.

SOOTHING VOICE (V.O.)
Where once you were nothing, now
you are something. You are the
property of the Grandmaster.
(then:)
Congratulations! You will meet the
Grandmaster in five seconds.

Images around the tunnel begin speeding up. Chaos, violence,
and confusion mixed in with Grandmaster's face.

Thor, already bewildered, looks on the verge of panic.

SOOTHING VOICE (V.O.)
Prepare yourself. Prepare
yourself. You are now meeting the
Grandmaster.

Thor SCREAMS!

32 INT. GRANDMASTER'S CHAMBERS - CONTINUOUS

32

Suddenly Thor is somewhere else, surrounded weirdos and insanely dressed palace guards.

His scream dies down self-consciously.

A musical beat PLAYS in the background.

THE GRANDMASTER, a tall mysterious man in golden robes. He is looking right at us. He doesn't know what to make of us. He's curious, thrilled, revolted, and titillated.

Pulling back we see TOPAZ, his trusty guard, at his side. Two GOLDEN LADIES loiter off to the side. Other strange guests can be seen in the background. Grandmaster just stares.

S142 stands beside Grandmaster. Finally:

GRANDMASTER

He's wonderful.

(then:)

It is a he?

Reveal S142 standing beside Thor.

SCRAPPER #142

It's a he.

GRANDMASTER

Yeah. I love when you come to visit 142, you bring me the best stuff.

(to Topaz:)

Whenever we get to talking, Topaz, about Scrapper 142...what do I always say? "She is the..." and it starts with a B.

TOPAZ

Trash.

GRANDMASTER

No, not trash. Were you waiting just to call her that? It doesn't start with a "B."

TOPAZ

Booze hag.

GRANDMASTER

I'm so sorry. No, "best." I was thinking about "best."

(to S142:)

Because I always say you're the best. She brought me my precious beloved Champion, you know.

TOPAZ

You say that every time she's here.

GRANDMASTER

What have you brought today? Tell me.

SCRAPPER #142

A contender.

THOR

A what?

GRANDMASTER

I need to go closer. I want a closer look at this. Can you take us closer? Thank you.

Grandmaster advances on Thor. Examining him closely and strangely. Then:

GRANDMASTER (CONT'D)

Pay this lady.

THOR

Just wait a damn minute. I'm not for sale.

Using all his might, Thor breaks out of his shackles, but--
-S142 ZAPS him again. Paralyzed by superheated veins.

GRANDMASTER

Man. He *is* a fighter.

SCRAPPER #142

I'd take 10 million.

TOPAZ

Tell her she's dreaming.

GRANDMASTER

For heaven's sake, transfer the units.

Topaz transfers S142 the units. Without sympathy or ceremony, S142 exits.

THOR
You'll pay for this!

SCRAPPER #142
No, I got paid for this.

Thor claws at the obedience disk, trying to RIP IT OUT.

He gets some separation from his skin, but the disk is causing him even more pain. Thor eventually has to let go. Grandmaster holds up HIS OWN fob device and uses it like a wand to guide Thor's HOVER CHAIR, which follows Grandmaster around as he speaks.

GRANDMASTER
Here's what I wanna know. Who are you?

THOR
I am the God of THUNDER!!!

Thor THRUSTS his arms into the air but only a tiny bit of static electricity POPS within Thor's hands.

GRANDMASTER
Wow. I didn't hear any thunder, but out of your fingers, was that like...sparkles?

TOPAZ
We located your cousin.

GRANDMASTER
Oh good!
(to Thor:)
Yeah, come on. I think you're gonna like this.

Grandmaster moves Thor's chair to another section where--
-COUSIN CARLO is waiting. He's strapped to a chair like Thor, and he is terrified.

GRANDMASTER (CONT'D)
There he is. Hey, cuz. We almost couldn't find you. What, have you been hiding?

Cousin Carlo looks at Thor, cowering in fear.

THOR

Hi.

Carlo only further weeps.

GRANDMASTER

So...

COUSIN CARLO

Please. I'm sorry.

GRANDMASTER

Carlo... I pardon you.

COUSIN CARLO

Thank you. Thank you.

GRANDMASTER

You're officially pardoned...from
life.

Grandmaster casually takes Topaz's Sakaarian Guard staff and
JABS it into his cousin's mid-section-

-CAUSING ALL OF HIS FLESH TO MELT OFF HIS SKELETON!

Carlo SHRIEKS IN PAIN before his vocal cords melt. Thor
looks on, in shock.

THOR

Oh, my god!

Liquid Carlo spreads towards Grandmaster.

GRANDMASTER

I'm stepping in it. I'm stepping
in it. Look out!

THOR

(repulsed)
Oh, the smell.

GRANDMASTER

What does it smell like?

TOPAZ

Burnt toast.

GRANDMASTER

What happened to my manners? I
haven't properly introduced myself.
Come on. Follow me.

Grandmaster gives Topaz back her staff.

Grandmaster and Thor arrive at a space where A GROUP OF MUSICIANS PLAY STRANGE INSTRUMENTS (the source of the music thus far). Grandmaster joins them, still speaking to Thor.

Grandmaster begins PLAYING a strange piano-like contraption, riffing a melody over the existing music.

GRANDMASTER (CONT'D)

My name is Grandmaster. I preside over a little harlequinade called the Contest of Champions. People come from far and wide to unwillingly participate in it. And you, my friend, might just be part of the new cast. What do you say to that?

THOR

We're not friends, and I don't give a shit about your games! I'm going back to Asgard!

GRANDMASTER

(amused)

Ass-gard?

(then:)

One, two, three, four.

Grandmaster really gets into his PLAYING. Grandmaster's guards and VIP guests start MOVING TO THE MUSIC.

Thor takes a moment to look around at this bizarre spectacle unfolding around him. In doing so, he zeroes in on one particular group of VIPS, specifically...

...LOKI! He's lounging and dressed in Sakaarian garb.

LOKI

There was a wormhole in space and time beneath me. At that moment, I let go.

THOR

Loki!? Loki! Over here!

Loki notices Thor. Blanches a little. Sidles closer so as to speak to Thor without looking like he's speaking to Thor.

LOKI

Excuse me one second.

THOR

Loki!

Loki hustles over to Thor, SHUSHING him.

LOKI
What? You're alive?

THOR
Yes, of course I'm alive.

LOKI
What are you doing here?

THOR
What do you mean, what am I doing?
I'm stuck in this stupid chair.
Where's your chair?

LOKI
I didn't get a chair.

THOR
Get me out of this one.

LOKI
I can't.

THOR
What?

LOKI
I've made friends with this man.
He's called the Grandmaster.

THOR
Oh, he's crazy!

LOKI
I've gained his favor.. The Bi-
Frost brought me out here weeks
ago.

THOR
Weeks ago? I just got here.

Suddenly Grandmaster is right next to them.

GRANDMASTER
What are you whispering about?

Both Thor and Loki react, startled.

GRANDMASTER (CONT'D)
Time works real different around
these parts.

(MORE)

GRANDMASTER (CONT'D)
On any other world, I'd be like,
millions of years old. But here on
Sakaar...

Grandmaster beholds himself. Then turns to Loki. A truly
uncomfortable silence.

GRANDMASTER (CONT'D)
In any case, you know this... You
call yourself Lord of Thunder?

THOR
God of Thunder. Tell him.

LOKI
I've never met this man in my life.

THOR
He's my brother.

LOKI
Adopted.

GRANDMASTER
Is he any kind of a fighter?

Loki shrugs, gives the universal gesture for "so-so."

THOR
You take this thing out of my neck
and I'll show you.

GRANDMASTER
Now listen to that. He's
threatening me. Hey, Sparkles,
here's the deal. If you wanna get
back to Ass-place, Assberg...

THOR
Asgard.

GRANDMASTER
Any contender who defeats my
champion, their freedom they shall
win.

THOR
Fine. Then point me in the
direction of whoever's ass I have
to kick.

GRANDMASTER
That's what I call, contender!
Direction would be this way, Lord.

THOR

Loki!

Guards arrive. They haul Thor up and escort him out.

33 OMITTED 33

34 INT. THE ARENA - GLADIATOR CELLS - NIGHT 34

Thor is shoved into a spacious cell where other alien prisoners are lurking in the back.

The thick cell door SLAMS SHUT behind Thor. Thor gets up and immediately begins THROWING his shoulder into the door. The door doesn't budge, not even a little.

Behind him, KORG, a hulking Kronan rock alien, speaks up.

KORG

Hey! Take it easy man!

(Thor looks back)

Over here. The pile of rocks waving at you. Yeah I'm actually a thing, I'm a being. Allow me to introduce myself, my name is Korg. I'm kind of like the leader in here. I'm made of rocks, as you can see, but don't let that intimidate you. You don't need to be afraid unless you're made of scissors.

(GIGGLES to himself)

Just a little rock-paper-scissor joke for you. This is my very good friend over here, Miek. He's an insect and has knives for hands.

MIEK, a slug alien inside a robot exoskeleton, says hello by doing some karate moves.

THOR

You're a Kronan, aren't you?

KORG

That I am.

THOR

How'd you end up in here?

KORG

Well, I tried to start a revolution but didn't print enough pamphlets, so hardly anyone turned up.

(MORE)

KORG (CONT'D)

Except for my mom and her
boyfriend, who I hate. As
punishment, I was forced to be in
here and become a gladiator. Bit
of a promotional disaster.

(secretive)

But I'm actually organizing another
revolution. I don't know if you'd
be interested in something like
that. Do you reckon you'd be
interested?

Thor tries to run ahead down the circle and loops back around
behind Korg.

THOR

How did you...

KORG

Yeah, no. This whole thing is a
circle. But not a real circle,
more like a freaky circle.

THOR

This doesn't make any sense.

KORG

No, nothing makes sense here. The
only thing that does make sense, is
that nothing makes sense.

THOR

Has anyone here fought the
Grandmaster's Champion?

KORG

Doug has. Doug!
(realizes)
Oh, right, Doug's dead. That's
right. Everyone who fights the
Grandmaster's champion perishes.

THOR

What about you? You're made of
rocks.

KORG

Perishable rocks.
(a pebble FALLS OFF)
There you go. Another one gone.
Yeah, no, I just do the smaller
fights, warm up the crowd and
whatnot. Wait. You're not gonna
face him, are you?

THOR

Yes I am. Fight him, win, and get
the hell out of this place.

KORG

That's exactly what Doug used to
say. See you later, new Doug.

Korg walks away and approaches Miek.

A35 EXT. ASGARD - STREETS - SUNSET A35

The streets of Asgard are cold and silent, save for the
occasional distant sounds and screams of a city under siege.

35 OMITTED 35

A36 INT. THRONE ROOM - CONTINUOUS A36

Moving down the throne room corridor we see-

-SEVERAL DEAD EINHERJAR GUARDS.

One guy is still alive, desperately trying to crawl away.

SHLNK! A black blade finishes him off.

Reveal HELA and SKURGE looking down at the carnage.

Helga directs her attention to FRESCOS ON THE CEILING. Like
the Sistine Chapel, except these depict Asgard's shining
influence on the Nine Realms. Bountiful harvests, shepherds
with full flocks, common folk throwing parades for Asgard's
army, etc.

HELA

Does no one remember me?
(awaiting an answer)
Has no one been taught our history?
Look at these lies. Goblets and
garden parties? Peace treaties?

Helga leads them towards the throne.

HELA (CONT'D)

Odin... proud to have it... ashamed
of how he got it.

Helga FIRES SPIKES into the ceiling, RIPPING DOWN plaster.

Beneath the surface are older Frescos. These ones are far
more dark and sinister.

Soldiers in battle. Blood. A giant war wolf. Young Odin and young Hela. Slaves building the palace.

Skurge is at least somewhat disturbed by this.

HELA (CONT'D)

We were unstoppable. I was his weapon in the conquest that built Asgard's empire. One by one, the realms became ours.

Hela turns from the murals to address Skurge.

HELA (CONT'D)

But then, simply because my ambition outgrew his...he banished me, caged me, locked me away like an animal. Before that, Asgard's warriors were honored, their bodies buried as heroes beneath this very place.

Hela beckons Skurge to follow her.

B36 INT. ODIN'S VAULT - CONTINUOUS

B36

Hela enters the vault and descends the stairs towards the magical items.

SKURGE

Odin's treasures.

SKURGE follows her. Hela walks towards the Infinity Gauntlet.

HELA

Fake.

Hela KNOCKS the gauntlet off its pedestal.

HELA (CONT'D)

Most of the stuff in here is fake.

Next: The Casket of Ancient Winter.

HELA (CONT'D)

Or weak.

Next: Surtur's skull.

HELA (CONT'D)

Smaller than I thought it would be.

Next: The Tesseract. She hesitates:

HELA (CONT'D)
 That's not bad?
 (notices:)
 But this... The Eternal Flame.

THE ETERNAL FLAME flickers in its chalice.

Hela DIGS HER HAND INTO THE ETERNAL FLAME. She pulls her hand out now cupping GREEN FIRE, like a torch.

Hela approaches a large circular RUNE ETCHING on the floor.

Hela manifests a huge CLAW HAMMER. She SMASHES THROUGH THE RUNES ON THE FLOOR, creating a gaping chasm.

She looks at Skurge.

HELA (CONT'D)
 Want to see what true power looks like?

Hela looks down into the darkness below.

With her hand aflame, Hela JUMPS down into the chasm!

C36 INT. HIDDEN ASGARDIAN CATACOMBS - DAY

C36

Hela LANDS like a bad ass.

Dust settles. The light of Hela's hand torch reveals a stone crypt. An ornate burial place for the heroes of Old Asgard.

We can see countless rotted skeletons in badass ancient Asgardian armor. Hela's regiment.

Among them, A MASSIVE WOLF'S SKELETON. TERRIFYING AND MONSTROUS, COLOSSAL CHAINS AROUND THE BONES OF ITS PAWS. FENRIS.

Hela approaches Fenris' skeleton.

HELA
 Fenris. My darling, what have they done to you?

She lifts her flaming hand above her head. She slams her hand into the ground.

HELA (CONT'D)
 With the Eternal Flame, you are reborn!

The fire spreads out, covering Fenris and Hela's old army.

As the fire covers the skeletons, they SHUDDER TO LIFE.

HELA (CONT'D)

I've missed you. I've missed you
all.

HELA'S BUTCHERS, rise up before their commander.

ABOVE: Skurge looks down, worried.

BELOW: A sinister light returns to Fenris's eyes as he stands proudly before his master, allowing her to pet the fur of his terrifying face.

C36A INT. THE ARENA - GLADIATOR CELLS - NIGHT

C36A

Thor sits against the wall. Quietly praying.

THOR

Odin, I bid you take your place in
the halls of Valhalla...

(then:)

Where the brave shall live forever.
Nor shall we mourn but rejoice-

THOR (CONT'D)

-for those that have died the
glorious death.

LOKI (O.S.)

-for those that have died the
glorious death.

Reveal Loki standing across the cell. Thor gives him a hard look.

LOKI (CONT'D)

It hurts, doesn't it? Being lied
to. Being told you're one thing and
then learning it's all a fiction.

Thor picks up some stones that have fallen from Korg's leg and casually starts throwing them through Loki's illusion.

LOKI (CONT'D)

You didn't think I'd really come
and see you, did you? This place
is disgusting.

Thor throws another stone through Loki.

LOKI (CONT'D)

Does this mean you don't want my
help?

Thor throws another stone through Loki.

LOKI (CONT'D)

Look, I couldn't jeopardize my position with Grandmaster, it took me time to win his trust. He's a lunatic, but he can be amenable.

Thor throws another stone through Loki. Disinterested.

LOKI (CONT'D)

What I'm telling you is, you could join me at the Grandmaster's side. Perhaps, in time, an accident befalls the Grandmaster, and then...

Loki gestures: "we take over."

Thor throws another stone through Loki. Bored.

LOKI (CONT'D)

You're not seriously thinking of going back, are you? Our sister destroyed your hammer like a piece of glass. She's stronger than both of us. She's stronger than you. You don't stand a chance. Do you understand what I'm saying to you?

Thor just scowls.

LOKI (CONT'D)

Fine. I guess I'll just have to go it alone. Like I've always done.
(Thor smirks)
Would you say something?

Now out of stones, Thor looks around the floor for more.

LOKI (CONT'D)

Say something!

Thor finally looks right at Loki, speaks fast and curt:

THOR

What would you like me to say? You faked your own death, you stole the throne, stripped Odin of his power, stranded him on Earth...

(on Loki:)

-to die, releasing the Goddess of Death.

(back to Thor:)

(MORE)

THOR (CONT'D)

Have I said enough, or do you do
you want me to go further back than
the past two days?

Loki's eyes burn. Thor stares coldly at him. Loki tries to
compose himself.

LOKI

You know, I haven't seen this
Beloved Champion he talks of, but
I've heard he's astonishingly
savage. I've placed a large wager
against you tomorrow. Don't let me
down.

Loki SHIMMERS, and his illusion vanishes. Korg runs in to
try to kick him.

KORG

Piss off, ghost!
(then:)
He's freaking gone.

40 INT. THE ARENA - RECEIVING AREA

40

Thor, Korg, and a gaggle of other prisoners/fighters have
been led from their cells to a PRE-FIGHT HOLDING AREA.

Korg and Thor are by the weapons rack.

KORG

Yuck! There's Still someone's hair
and blood all over this. Guys, can
you clean up the weapons once you
finish your fight? Disgusting
slobs.

(then:)

Thor...wanna use a big wooden fork?

THOR

No.

KORG

Yeah, not really useful unless
you're fighting off three vampires
that were huddled together.

THOR

I really wish I had my hammer.

KORG

Hammer?

THOR

Quite unique. It was made from this special metal from the heart of a dying star. And when I spun it really, really fast it gave me the ability to fly.

KORG

You rode a hammer?

THOR

No, I didn't ride the hammer.

KORG

The hammer rode you on your back?

THOR

No. I used to spin it really fast, and it would pull me off the...

KORG

Oh my God. The hammer pulled you off?

THOR

The ground. It would pull me off the ground, up into the air, and I would fly. Every time I threw it, it would always come back to me.

KORG

Sounds like you had a pretty special and intimate relationship with this hammer and that losing it was almost comparable to losing a loved one.

THOR

That's a nice way of putting it.

Thor spots S142 dealing at the bar. He's once again eyeing the fob device clipped to her belt. Scowls.

SCRAPPER #142

I said they're mine.

THOR

See her, the one that put me in here.

KORG

Yeah, Scrapper 142. She's strong. And she drinks a lot.

(MORE)

KORG (CONT'D)
Gotta watch out for those
Asgardians, man. They are hard to
perish.

THOR
Asgardian?

Thor breaks away from the line and runs to S142.

THOR (CONT'D)
Hey! Hey!

S142 holds up the fob.

THOR (CONT'D)
Do not zap me with that thing. I
just wanna talk. Asgard is in
danger.

Thor then notices a series of PATTERNED SCARS, or BRANDS, on
her forearms. It's a moment of recognition and disbelief.

THOR (CONT'D)
My God, you're a Valkyrie. I used
to wanna be a Valkyrie when I was
younger...until I found out that
you were all women. There's
nothing wrong with women, of
course. I love women. Sometimes a
little too much. Not in a creepy
way, just more of a respectful
appreciation. I think it's great
that there is an elite force of
women warriors. It's about time.

SCRAPPER #142
Are you done?

WARDEN (O.S.)
Lord of Thunder, you're up.

THOR
Please, help me. I need your help.

SCRAPPER #142
Bye.

THOR
Fine, then you must be a traitor or
a coward because the Valkyrie are
sworn to protect the throne.

S142 finally turns her attention to Thor, intense.

SCRAPPER #142

Listen closely, your majesty. This is Sakaar, not Asgard. And I'm a scrapper, not a Valkyrie.

Guards swarm Thor, dragging him back

WARDEN (O.S.)

Bring him in for processing!

VALKYRIE

And no one escapes this place. So you're gonna die anyway.

Despite her denial, Thor has clearly hit a nerve. **And from now on we will refer to Scrapper #142 as VALKYRIE.**

Valkyrie takes her booze and walks away. Thor is dragged away, passing Korg and the other prisoners.

40A INT. PROCESSING ROOM - DAY

40A

Thor is strapped to a chair. Reveal a weird alien BARBER (Stan Lee cameo) holding up some rusty shears.

STAN LEE

Now, don't you move. My hands ain't as steady as they used to be.

THOR

By Odin's beard, you shall not cut my hair... lest you feel the wrath of the might Thor.

Barber activates a menacing CUTTING TOOL. Thor freaks out.

THOR (CONT'D)

Please. Please, kind sir, do not cut my hair! No!

40B INT. THE ARENA - NIGHT

40B

Hundreds of thousands of spectators packed into the stadium seats. Dozens of starships are parked above the arena.

Find THE GRANDMASTER'S LUXURY SUITE, a VIP box attached to the fighting area. The Golden Ladies are in attendance.

Loki lounges in the suite, taking wagers on the fight card.

Grandmaster walks out into the center of the arena. Suddenly-

-THE GRANDMASTER GROWS TO 60- FEET TALL! This enlarged projection of Grandmaster addresses the audience.

GRANDMASTER

Wow! Look at all of you. What a show, WHAT-A-NIGHT! Who's having fun? Please, I'm your host. Big round of applause for all of our undercard competitors... who died so gruesomely. Good sports. What a show! What a night! This is what you've come for and so have I.

(applause)

And now, without further ado... it's main event time!!

(INSANE APPLAUSE)

Making his first appearance, though he looks quite promising, got a couple of tricks up his sleeve. I'll say no more, see what you think. Ladies and gentlemen...

(LAUGHTER from the crowd)

I give to you...Lord of Thunder!

Enter Thor. **Gladiator Thor**. Shaved head, trimmed beard, minimalist armor, covered in weapons. Two swords on his back, giant mace in one hand, spiked shield in the other.

GRANDMASTER (CONT'D)

Watch out for his fingers. They make sparks.

Thor looks up at the throngs of SCREAMING FANS. And then...

...puts on his helmet. A badass gladiator variation of his classic winged helm. Thor is ready to rumble.

ABOVE: Find Valkyrie in her Warsong ship, parked amongst the other tailgaters. She POPS open a bottle of booze. Drinks.

GRANDMASTER (CONT'D)

Okay, this is it. Let's get ready to welcome this guy. Here he comes. He is a creature. What can we say about him? Well, he's unique. There's none like him. I feel a special connection with him.

Suddenly the floor beneath Thor's feet LOWERS. A slow, tension-building GRIND as he sees-

-A DOOR across the arena. Bigger and bigger.

The entire crowd is on its feet. Palpable anticipation. The spotlights change to bright stadium lights.

GRANDMASTER (CONT'D)

He's undefeated. HE'S THE
REIGNING...HE'S THE DEFENDING...
Ladies and gentlemen... I give
you...

KA-BOOM! EXPLODING through a door is the Champion...

...THE INCREDIBLE HULK! He wears an armored shoulder guard and a Spartan helmet. He carries a warhammer in one hand and a battleaxe in the other. Hulk POUNDS his chest and ROARS, further energizing an already frenzied crowd.

Meanwhile, the sight of Hulk makes Thor's arms drop to his sides along with his jaw dropping to the ground. And then-

-Thor LAUGHS his ass off. Like, "that's my buddy over there!"

THOR

Yes!

IN THE VIP BOX: Loki goes ghost white. Traumatic memories of being Hulk-smashed flood his brain. Gone is all his joy.

LOKI

I have to get off this planet.

Loki tries to exit, but the Grandmaster stops him.

GRANDMASTER

Hey, hey, hey! Where are you going?

Grandmaster plops Loki down in the front row, right against the glass. Loki casually tries to hide his face in his hand.

IN THE ARENA:

THOR

Hey! We know each other. He's a friend from work.

(to Hulk:)

Where have you been? Everybody thought you were dead. So much has happened since I last saw you. I lost my hammer. Like, yesterday, so that's still pretty fresh.

(then:)

Loki! Loki's alive. Can you believe it? He's up there.

(waves to Loki:)

Loki! Look who it is!

Loki is petrified.

THOR (CONT'D)

Banner, I never thought I would say
this, but I'm happy to see you.

IN THE ARENA: Hulk is still eyeballing Thor while the
capacity crowd CHANTS insanely for "HULK! HULK! HULK!"

THOR (CONT'D)

Banner. Hey, Banner!

Hulk's face grimaces and contorts, suppressing puny Banner.

HULK

NO BANNER! ONLY HULK!

Hulk CHARGES at Thor. Insanely fast.

THOR

What are you doing? It's me.

Thor DODGES the first few attacks, but then Hulk SHATTERS his
shield and sends Thor FLYING.

Thor draws a sword and STABS it into the ground to slow his
momentum. Draws the other sword and faces off against Hulk.

THOR (CONT'D)

Banner, we're friends. This is
crazy. I don't want to hurt you!

They engage again. Hulk KICKS Thor, sending him SLAMMING
into the wall.

GRANDMASTER

Here we go.

Thor jumps down just in time to avoid Hulk's warhammer, which
HITS so hard that it remains lodged in the wall.

With Hulk charging again, Thor RIPS the warhammer out of the
wall and WALLOPS Hulk with it.

Hulk goes CRASHING alongside the arena. He ends up sprawled
out in a pile of rubble, slightly dazed.

GRANDMASTER (CONT'D)

What?

ABOVE: Val is watching through a set of high-tech
binoculars. She reacts to Thor, reluctantly impressed.

Thor advances on Hulk with all the swagger. He takes off his helmet and CALLS OUT to Hulk, provoking him.

THOR

Hey, big guy. The sun's getting
real low.

Hulk takes off his helmet. Scowling. Teeth GRINDING.

THOR (CONT'D)

That's it. The sun's going down.
I won't hurt you anymore. No one
will.

WHOOSH! Thor is suddenly dragged out of frame. Hulk has Thor by the leg and is WHIPPING him against the arena floor. Over and over and over again.

IN THE VIP BOX: Loki's whole mood shifts. The joy returns to his face, like "everything will be alright!" Loki LAUGHS.

LOKI

Yes! That's how it feels!
(to Grandmaster:)
I'm just a huge fan of the sport.

Thor is SMASHED into the floor face first.

Hulk ROARS and RUSHES Thor with his axe.

THOR

All right. Screw it.

CLANG! The giant weapons CLASH! Now Thor and Hulk are fighting warhammer versus battleaxe...

...and Thor is winning! He's getting the better of these exchanges, using Hulk's aggression against him. Thor continually KNOCKS and/or TRIPS Hulk off his feet while evading all of Hulk's best attacks.

THOR (CONT'D)

I know you're in there, Banner.
I'll get you out!

One particular vicious blow DISARMS Hulk, and Thor BREAKS Hulk's axe with the warhammer. Thor then BASHES Hulk in the chest, KNOCKING him to the ground.

THOR (CONT'D)

What's the matter with you? You're
embarrassing me! I told them we
were friends!

GROWLING, Hulk stands up and HITS Thor with a straight jab that sends Thor TUMBLING across the arena. Hulk immediately LEAPS after him and LANDS ON Thor!

Hulk is now on top of Thor as they slide across the arena, just PUMMELING him with punches. Left-right-left-right. Thor's head snaps back and forth.

In the carnage, Thor sees VISIONS OF ODIN. Then-

-his eyes GLOW WHITE WITH ELECTRICITY. Like an instinctual defense mechanism, Thor suddenly KNOCKS HULK BACK WITH A BURST OF LIGHTNING!

Seething with electricity, Thor springs to his feet and then BLASTS HULK WITH A MASSIVE LIGHTNING PUNCH! Hulk is LAUNCHED BACKWARDS and Thor hits the ground HARD.

CROWD

Thunder! Thunder! Thunder!

KORG

Thunder! Thunder! Thunder!

The crowd gets hushed. They've never seen this before.

IN THE VIP BOX: Grandmaster is pissed. Loki is amazed.

Hulk and Thor stagger to their feet. Thor looks at himself, a little surprised. There are still small charges of lightning CRACKLING through his veins.

Meanwhile, Hulk RUMBLES towards Thor and they're at it again, close-quarters boxing. Thor is winning the exchanges, landing BRUTAL PUNCHES to Hulk's body. And then suddenly-

-BZZZ! The Grandmaster ZAPS him with the Obedience Disk fob! Thor drops, totally caught off guard!

Hulk plants his feet and JUMPS! He ZOOMS UP, rocketing out of the arena, up-up-up into the sky! At the apex of his jump Hulk clenches his fist and begins a missile-like descent.

Val sees this from her ship and decides to take off, like "This fight is over, time to beat traffic."

KORG (CONT'D)

Another day, another Doug.

Down below, Thor groggily turns over. He does so just in time to see Hulk coming at him like an atom bomb!

No time to avoid it. KA-BOOM!!! Right before impact Thor's eyes go lightning white. Hulk HITS Thor like a meteor.

The impact knocks Thor unconscious and we CUT TO BLACK.
Linger on darkness for a few beats...and then:

36 INT. THRONE ROOM - SUNSET

36

Hela sits on the throne trying to get comfortable, headdress & cowl off. Skurge stands at the foot of the throne.

HELA

What is that noise?

SKURGE

The common folk aren't exactly falling in line. There's a resistance trying to knock down the front gates.

Hela sends her BUTCHER TROOPS to deal with it.

HELA

Tell me about yourself, Skurge.

SKURGE

Well, me dad was a stonemason, me mum was-

HELA

(interrupts)

I'll just stop you there. What I meant was what is your ambition?

SKURGE

I just want a chance to prove myself.

HELA

Recognition.

(then:)

When I was young every great King had an executioner. Not just to execute people, but also to execute their vision. But mainly to execute people. Still a great honor.

(beat)

I was Odin's executioner.

Hela holds out her hand and uses her powers to FORM A DOUBLE-SIDED OBSIDIAN AXE, which she offers to Skurge.

HELA (CONT'D)

And you will be my executioner.
Let's begin our conquest.

37 OMITTED 37

41 OMITTED 41

42 OMITTED 42

44 EXT. RAINBOW BRIDGE - DAY 44

Hela and Skurge arrive at the Observatory, army in tow.

HELA

Skurge, where's the sword?

Reveal that the Bi-Frost sword is missing.

HELA (CONT'D)

That sword is the key to opening
the Bi-Frost.

Hela thinks, seething.

HELA (CONT'D)

These people you mentioned, the
ones who aren't falling into line.
Round them up.

45 OMITTED 45

AA46 OMITTED AA46

AB46 OMITTED AB46

46 EXT. ASGARD - MOUNTAIN CREEK - DAY 46

A46 OMITTED A46

SPLASH! Boots running across the shallow water. We meet a family of refugees from the city. FATHER, MOTHER, SON (14), and young daughter (8). They're RUNNING FOR THEIR LIVES.

Hot on their heels are a pair of Hela's sinister Butchers, hunting like a pack of wolves.

After scrambling through a grove of trees the family make their way through a narrow pass. The Butchers are hot on their heels, their growls getting louder behind them when - BAM! The son runs right into a tall, immovable object...

HEIMDALL! No regal armor, no golden helm. This Heimdall has a thick beard and is wrapped in a cloak. The rest of the family arrive, desperation.

HEIMDALL

Excuse me.

In one swift motion Heimdall draws the BI-FROST SWORD, steps forward and SLASHES through the Butchers, ending them.

He then turns to the family, gestures for them to follow him.

HEIMDALL (CONT'D)

Sorry about that. These bloody things are everywhere. Come on.

47 OMITTED 47

48 EXT. ASGARD - MOUNTAIN RAVINE - DAY 48

Heimdall approaches the steep face of the mountain. Carved into the rock is YGGDRASIL, the world tree. Heimdall kneels, whispers a few words under his breath, and... A HUGE SECTION OF THE MOUNTAIN FACE VANISHES IN A SHIMMERING ILLUSION!

49 INT. STRONGHOLD - DAY 49

It's busy with activity - hundreds of Asgardians who fled the city after Hela's invasion are living here. Men, women, and children. Strong and weak, young and old.

Heimdall turns to the family, even manages a smile.

HEIMDALL

You'll be safe here.

They enter the stronghold. As the doors SHUT we go to-

50 OMITTED 50

A51 OMITTED A51

51 INT. HULK'S WARRIOR SUITE - DAY 51

Thor's eyes POP OPEN. He's lying in a heap on the ground, still dirty, bruised, and beat up.

Thor is being tended to by TWO SAKAARIAN GLADIATOR NURSES who are swabbing his wounds. This freaks him out, which results in startled thrashing. That freaks out the two Gladiator nurses, which results in them RUNNING AWAY.

Thor starts to get up, but then winces. He moves slowly.

He's in a GIANT ROOM with stark graphic patterns on the walls. With a few achy grimaces, Thor stands up and wanders around. There's furniture, large cushions, and a sleeping area enclosed by the SKULL of a giant beast.

NOISE behind him. Thor follows the noise to find-

Hulk having eased himself into a large steaming JACUZZI. Thor looks at him quizzically. Hulk isn't angry. He's *RELAXED*, but he's not turning into Banner.

THOR

Are we cool?

Hulk grunts. I guess so.

THOR (CONT'D)

It's Hulk in a hot tub.

(then:)

How long have you been like that?

HULK

Like what?

THOR

Like this. Big, green, ...stupid.

HULK

Hulk always Hulk.

Thor takes this in, and then walks over to a window that looks out across the city. Does some spatial math, realizes: Thor looks back out the window.

He sees a ramshackle SPACESHIP taking off and ROCKETING skyward. Higher and higher, it's going for a wormhole when-

-BOOM! One of Grandmaster's Palace Patrol ships, more modern and heavy duty, BLOWS it out of the sky.

On Thor, wheels turning. He turns to Hulk.

THOR

How'd you get here?

HULK

Winning.

THOR

You mean cheating?

(re: Obedience Disk)

(MORE)

THOR (CONT'D)

Were they wearing one of these when you won? How'd you arrive here?

HULK

Quinjet.

Hulk mimes a plane landing in the water.

THOR

Yes. Where is the Quinjet now?

Hulk stands up, and exits the hot tub, naked.

THOR (CONT'D)

That's naked. He's very naked.
It's in my brain now.

Hulk points out the window.

HULK

Quinjet.

Thor sees the Quinjet in a massive alien junkyard.

THOR

Yes! I'm getting us out of here.
This is a terrible, awful place.
You're gonna love Asgard. It's
big. It's golden. Shiny.

Hulk sits on his bed, eating a pumpkin.

HULK

Hulk stay.

THOR

No, no, no. My people need me to
get back to Asgard. We must
prevent Ragnarok.

HULK

Rag-na-ruh?

THOR

The prophesied death of my home
world, the end of days, it's the
end of-

(Hulk's blank stare)

If you help me get back to Asgard,
I can help you get back to Earth.

HULK

Earth hate Hulk.

THOR

Earth loves Hulk. They love you.
You're of the Avengers. One of the
team, one of our friends. This is
what friends do. They support each
other.

HULK

You're Banner's friend.

THOR

I'm not Banner's friend. I prefer
you.

HULK

Banner's friend.

THOR

I don't even like Banner.
(bad impersonation)
"I'm into numbers and science and
stuff."

HULK

Thor go. Hulk Stay.

THOR

Fine. Stay here. Stupid place.
It's hideous, by the way. The red,
the white. Just pick a color.

Thor heads for the exit, a wide open door.

HULK

Smash you.

THOR

You didn't smash anything. I won
that fight

HULK

I smashed you.

THOR

Yeah, sure, sure.

HULK

Baby Arms.

THOR

What?

HULK

Baby.

THOR
Moron! You big child.

Thor heads to the open entrance. Hulk smiles, anticipating.

HULK
Thor go!

THOR
I am going.

ZAP! Thor's jolted back by the obedience disk. There are perimeter sensors in the doorway.

Hulk CHUCKLES at Thor as he hits the floor. Points.

HULK
Thor go again!
(then:)
Thor home.

TIME CUT:

Thor slumps against the wall, head sagging.

Hulk grabs his giant battleaxe. He's armored up.

HULK (CONT'D)
Hulk trains.

THOR
That's great. Have fun.

Hulk exits. Thor watches him go. Then, at the end of the hallway Hulk meets up with Valkyrie! They begin play-fighting, a clearly friendly rapport.

Thor can't believe it. He runs to the entrance, but by the time he reaches the perimeter sensors they are gone.

Thor sighs. Walks over to the window. Looks up through a wormhole, stars twinkling on the other end of it.

THOR (CONT'D)
Heimdall, I know you can see me.

A57

A57

Thor continues his plea at the window.

THOR (CONT'D)
I need you to help me. Help me see.

Pause. Then Thor's eyes go golden like Heimdall's! The stars in the wormhole begin to WARP OVER THOR AND-

AA57 INT. STREETS OF ASGARD - SAME

AA57

Thor suddenly finds himself in Asgard. Disoriented at first, Thor turns to see Heimdall hiding in the shadows.

Heimdall harshly SHUSHES Thor and gestures for him to get up against the wall. Thor complies. Sees the refugees.

After a beat a roving patrol of Hela's Butchers creep by through the street. They don't spot our heroes. Pause.

Heimdall turns to Thor, speaks only in hushed whispers.

HEIMDALL

I see you. But you are far away.

THOR

What's going on here?

HEIMDALL

Come see for yourself.

Without warning, Heimdall leads the family out of the alley and DASHES down the street. Thor follows...

...but then stops. Looks around to see THE OCCUPIED CITY OF ASGARD, emitting a smoky aura of chaos. A chilling sight.

Down the street, Heimdall gestures for the family to slow down. He sees something. Ushers them into an alcove.

Thor joins them just in time to avoid being seen by another roving patrol of Hela's Butchers. Heimdall again motions for Thor to "shh" until the threat has passed. Then:

HEIMDALL (CONT'D)

I'm providing refuge in a stronghold build by our ancestors. But if the garrison falls our only escape will is Bi-Frost.

THOR

You're talking about evacuating Asgard?

HEIMDALL

We won't last long if we stay.

Thor LOOKS OUT on a ravaged Asgard, heartsick.

Hold on the devastated Realm as:

HEIMDALL (O.S.) (CONT'D)
She draws her power from Asgard and
grows stronger everyday.

Back to Thor and Heimdall.

HEIMDALL (CONT'D)
Come on.

As Heimdall quickly leads refugees down a safe pathway:

HEIMDALL (V.O.) (CONT'D)
Hela is ravenous. If I let her
leave, she'll consume the Nine
Realms and all the cosmos.

Turns back to Thor, approaches him.

HEIMDALL (CONT'D)
We need you.

THOR
I'm working on it, but I don't even
really know where the hell I am.

Two packs of Butchers arrive simultaneously. Spot Heimdall.

HEIMDALL
You're on a planet surrounded by
doorways. Go through one.

THOR
Which one?

Heimdall RIPS into the attacking Butchers, CUTTING them down.

HEIMDALL
The big one!

WHOOSH! SUDDENLY THOR'S GONE! BLACK.

After slashing through the Butchers, Heimdall moves towards
the house where he hid the family... and then abruptly stops.

Heimdall turns slightly. He sees something.

BINOCULARS POV: Heimdall looking right at us, the Bi-Frost
sword visible in his hand.

Reveal Skurge on a palace tower balcony, surveilling the city
with Asgardian E-noculars. Skurge lowers the E-noculars.

There is conflict on his face. He knows that he should report
this to Hela immediately...yet he doesn't spring into action.

57 INT. HULK'S WARRIOR SUITE - NIGHT

57

Thor absentmindedly fidgets with his Obedience Disk.

THUD! THUD! THUD! ...resonates around the room. Hulk steps up to Thor, looking inquisitively down at him.

HULK

Thor sad.

THOR

Shut up.

Hulk HITS Thor, bullying him into opening up.

HULK

THOR SAD!!!

Thor hops up, YELLS in Hulk's face. Paces around.

THOR

I'm not sad, you idiot. I'm pissed off! Angry. I lost my father. I lost my hammer.

THUD! THUD! He turns to see Hulk punching his pillow.

Hulk stops. Stares.

HULK

Whining and crying. Cry like baby.

THOR

You're not even listening.

Thor KICKS a random helmet.

HULK

Don't kick stuff.

THOR

You're being a really bad friend.

HULK

You bad friend!

THOR

You know what we call you?

HULK

No.

THOR

We call you the stupid Avenger.

HULK

You're tiny Avenger!

Hulk throws a shield that nearly decapitates Thor.

THOR

What, are you crazy?

HULK

Yes.

THOR

You know what? Earth does hate you.

Hulk gets sad. Wanders over to his bed to mope.

Thor realizes he went to far. Joins Hulk on the bed.

HULK

No.

THOR

I'm sorry I said those things.
You're not the stupid Avenger.
Nobody calls you the stupid
Avenger.

HULK

It's okay.

THOR

You just can't go around throwing
shields at people. Could have
killed me.

HULK

I know. I'm sorry. I just get so
angry all the time. Hulk always,
always angry.

THOR

I know. We're the same, you and I.
We're just a couple of hot-headed
fools.

HULK

Yeah, same. Hulk like fire, Thor
like water.

THOR

We're kind of both like fire.

HULK

But Hulk like real fire. Hulk like raging fire. Thor like smoldering fire.

THOR

Hulk, I need you to do something for me.

TIME CUT: Morning.

BA-BOOM! BA-BOOM! BA-BOOM!

We follow Two Palace Guards as they enter Hulk's Suite.

Hulk is throwing a LARGE BALL against the far wall. It's so hard it makes dents in the wall. Hulk stops and turns.

Reveal that the guards are escorting Valkyrie. They leave... Valkyrie and Hulk face off.

HULK

Angry girl!

Val bounds forward and gives The Incredible Hulk a big hug. Hulk laughs and then begins playfully roughhousing with Val.

VALKYRIE

What's going on? What do you...?

Hulk steps away, allowing Valkyrie to see Thor. Her smile disappears. She stares at Hulk, so annoyed. Hulk mopes a little. Like, "I done bad." Turns back to Thor:

VALKYRIE (CONT'D)

You're so thick-headed that you can't tell when someone's hiding all the way across the universe and wants to be left alone?

THOR

We need to talk.

VALKYRIE

No, you want to talk to me.

Valkyrie turns to leave.

THOR

(to Hulk:)

I need her to stay.

Valkyrie is at the exit when the UPPER JAWBONE of Hulk's massive skull bed CRASHES into frame, BLOCKING the doorway.

Val shoots an annoyed sneer at Hulk. Hulk SNORTS back.

HULK
Stay! Please?

Valkyrie looks him up and down. Obedience Disks to the max.

Hulk begins BOUNCING his ball against the wall again.

Valkyrie walks over to Hulk's bar, picks up an UNOPENED BOTTLE of liquor. Hulk snorts, disapprovingly. Val puts it down and finds something cheaper, she pops the cork.

VALKYRIE
All right. Here's the deal. I'll
listen to you till this is empty.

She TIPS BACK the bottle and starts CHUGGING.

THOR
Asgard is in danger and people are
dying. We need to get back there. I
need your help...wow.

VALKYRIE
Finished. Bye.

She has indeed finished. She goes to leave.

THOR
Odin is dead.

Valkyrie stops short (the BALL BANGING noise continues). Her silence speaks volumes. Thor has a realization.

THOR (CONT'D)
Hela, the Goddess of Death has
invaded Asgard.

VALKYRIE
If Hela's back then Asgard is
already lost.

THOR
I'm going to stop her.

VALKYRIE
Alone?

THOR
Nope. I'm putting together a team.
It's me, you, and the big guy.

HULK
No team. Only Hulk.

THOR
It's me and you.

VALKYRIE
I think it's only you.

THOR
Wait. Just listen. The Valkyrie
are legend, elite warriors of
Asgard. You are sworn to defend
the throne.

VALKYRIE
I'm not getting dragged into
another one of Odin's family
squabbles.

THOR
What's that supposed to mean?

VALKYRIE
Your sister. Her power comes from
Asgard, same as yours.

Hulk's ball rolls into frame. An off screen GRUNT. Val
picks it up and tosses it back to Hulk.

VALKYRIE (CONT'D)
When it grew beyond Odin's control,
she massacred everyone in the
palace and tried to seize the
throne. When she tried to escape
her banishment, he sent the
Valkyrie in to fight her back. I
only survived because...
(trails off, brooding)
Look, I already faced her once back
when I believed in the throne, and
it cost me everything. THAT'S
what's wrong with Asgard. The
throne, the secrets, the whole
golden sham.

Pause. Thor moves towards Valkyrie, goes to put a comforting
hand on her shoulder.

THOR
I agree.

Val SNATCHES his hand. They are close, face to face.

VALKYRIE

Don't get familiar.

THOR

I agree. That's why I turned down the throne. But this isn't about the crown. This is about the people. They're dying and they're you're people, too.

Val **SHOVES** him away. Thor stumbles back.

VALKYRIE

Forget it. I have.

THOR

(nods, understanding)
Okay.

VALKYRIE

Okay.

THOR

Good. Great.

VALKYRIE

Great.

THOR

Thank you.

VALKYRIE

For what?

THOR

For this.

Reveal that Thor has lifted the fob device off Val's belt!

THOR (CONT'D)

Didn't see that did you?

Thor presses the button and **ALL THE OBEDIENCE DISKS EMBEDDED IN HIS NECK AND BELT POWER DOWN!** Confident smirk.

THOR (CONT'D)

There... that's better. You know, go ahead. Stay here and get drunk and enslave people for that lunatic. Keep drinking. Keep hiding.

(beat)

But me...

Thor gestures for Hulk to toss him the ball. Hulk does.

THOR (CONT'D)
I choose to run toward my problems
and not away from them. Because
that's what...

Thor HURLS IT at the MAIN WINDOW - It bounces off, hitting
Thor in the face. He stands, facing Valkyrie.

THOR (CONT'D)
Because that's what heroes do.

Thor then SMASHES THROUGH THE WINDOW! Hulk STANDS...

HULK
Friend Stay!

60 EXT. GRANDMASTER'S PALACE - DAY 60

Thor is sliding down the SIDE of the GRANDMASTER'S TOWER.

He LAUNCHES HIMSELF OFF THE BUILDING and hurtles downward,
LANDING casually on the street below. Finally free.

61 EXT. THE STREETS OF SAKAAR - CONTINUOUS 61

Thor is HAULING ASS.

Never slowing down, Thor keeps the top of the arena in sight.

A few blocks back: Hulk is in pursuit. He's BUMPING people,
SWATTING vehicles out of the way, just being a menace.

On Sakaar, the citizens APPLAUD for him! Even when Hulk
DEMOLISHES a man's food cart, the man CHEERS Hulk on!

62 EXT. MASSIVE ALIEN JUNKYARD - CONTINUOUS 62

Thor SPRINTS in. Looks around. Man, this place is big.

He RUNS down aisles of crushed and stripped spacecrafts, a
giant smelter, and then into what looks like a used car lot.

And then he sees it. The Quinjet!

63 INT. QUINJET - CONTINUOUS 63

Thor enters and rushes to the controls.

THOR

All right. Come on.

He is pressing buttons and flipping switches. After a beat--the flight deck POWERS UP! Thor places his hand on a pad which SCANS his handprint. Lights up green.

QUINJET (V.O.)

Voice verification required.

THOR

Thor.

QUINJET (V.O.)

Access denied.

THOR

Thor, son of Odin.

QUINJET (V.O.)

Access denied.

THOR

God of Thunder.

QUINJET (V.O.)

Access denied.

THOR

Strongest Avenger.

QUINJET (V.O.)

Access denied.

THOR

Strongest Avenger!

QUINJET (V.O.)

Access denied.

THOR

Damn you, Stark.
(rolls his eyes)
Point Break.

QUINJET (V.O.)

Welcome, Point Break.

CAH-RUNCH! Hulk BARGES IN through the Quinjet door!

The Hulk approaches, scowling. Any metal that stands in his way PEELS BACK. Frantic, Thor turns to the Quinjet's console.

HULK
Friend stay!

THOR
No, no, no!

As Hulk enters, he DESTROYS the hull of the Quinjet.

HULK
Stay!

THOR
Stop! Stop breaking everything!

HULK
Don't go!

Thor triggers a message on the flight console.

NATASHA (V.O.)
Nice work, big guy. We don't know
where Ultron's headed, but you're
going very high, very fast.

Hulk stops short. His whole demeanor changes.

Thor steps out of the way so that Hulk can see a recorded
message from NATASHA ROMANOFF on the console.

NATASHA (V.O.)
...So, I need you to turn this bird
around, okay? We can't track you in
stealth mode...

Hulk is now right up against the console screen.

NATASHA (V.O.)
...So I need you to help me out.
Okay? I need you to...

HULK
No! No, Banner!

Hulk CONVULSES. Drops to his hands and knees. His whole
body warping. Hulk ROARS and GRABS at his face, SHAKING his
head, trying to fight this back. But he can't help it...

...HE'S TRANSFORMING BACK INTO BRUCE BANNER! The transition
is rough and chaotic, it's as if Banner is fighting to get
out of the Hulk. Throughout the process, Hulk SMASHES back
and forth, further WRECKING the Quinjet.

And then, calm.

Thor rushes to Banner's side to help ease the transition.

THOR

Banner. Hey, hey, hey. You all right, Banner? Sun's going down. Sun's going down. That's it, breathe. I won't hurt you. Sun's going down.

BANNER

...Thor?

THOR

Yeah.

Banner is groggy, disoriented. Thoughts, memories, and observations begin to flood his brain randomly.

BANNER

What happened to your hair?

THOR

Some creepy old man cut it off.

BANNER

It looks good.

THOR

Thanks.

BANNER

Where are we? How's Nat?

THOR

Nat is good, I'm sure.

BANNER

And what about Sokovia?

THOR

Sokovia?

BANNER

The city, Sokovia. Did we save it?

THOR

Banner, listen.

BANNER

What?

THOR

Sokovia. Ultron. That was two years ago.

BANNER

What are you saying? I've been Hulk
for two years?

THOR

I'm afraid so.

Banner's eyes BULGE. Trying to process this information.

BANNER

What the hell happened?

Banner rushes to his feet. Thor follows.

THOR

Banner, there's something you
should know...

Banner goes to the flight console.

QUINJET (V.O.)

Voice Activation required.

BANNER

Banner.

QUINJET (V.O.)

Welcome, Strongest Avenger.

THOR

(puzzled)
What?

BANNER

Ship's log...

THE SHIP'S LOG POPS UP ON SCREEN.

FROM BEHIND THE DISPLAY (within the monitor looking out) we
see fragmented images of the Hulk's trip through deep space.

We see the angry green giant thrash around in zero gravity.

We see Hulk closer to the camera now, looking stressed and
car sick.

THROW FOCUS to see Banner's face watching the video, Hulk's
freaked out face is super-imposed over Banner's freaked out
face.

BANNER (CONT'D)

Thor, where are we?

THOR
Yeah, about that.

Banner hears:

GRANDMASTER (O.S.)
It's bad news, bad news today.

Banner rushes over to the windshield. Through it he sees--
-Grandmaster, his hologram projection towering over the city.

GRANDMASTER (CONT'D)
Sakaar, hear ye. Attention please.
I have some bad news. My beloved,
exalted Champion has turned up
missing. Take to the streets.
Celebrate my champion.

BANNER
Who's that?

THOR
He kind of runs the place. You
actually lived in his house.

Back to Banner. A distant, confused stare.

BANNER
I did?

THOR
Yeah. Quite a lot's happened. You
and I had a fight recently.

BANNER
Did I win?

THOR
No, I won. Easily.

BANNER
Doesn't sound right.

THOR
Well, it's true.

GRANDMASTER
It seems that that criminally
seductive Lord of Thunder has
stolen him away.

THOR

Seductive GOD of Thunder. We need to move.

BANNER

Oh, no. This is bad. This is really, really bad. Thor, I think I'm freaking out.

THOR

No, no, no. Don't freak out. You're okay. Put these on.

Thor tosses Banner some clothes. Banner looks at them.

BANNER

These are Tony's clothes.

THOR

I know, come on.

BANNER

Is he here?

THOR

No, he's not here. But listen. Just stay calm, okay? The sun's going down. The sun's getting really low. Sun's going down.

67

INT. GRANDMASTER'S CHAMBERS - DAY

67

Loki and Valkyrie are brought before Grandmaster, who has at least tripled the amount of bodyguards around him.

GRANDMASTER

I'm upset! I'm very upset. You know what I like about being upset? Blame. Right now, that's the mindset that I'm in. And you know who I'm blaming?

LOKI

Grandmaster, I-

GRANDMASTER

Hey! Don't interrupt me!

Topaz hands the melt stick to the grandmaster.

TOPAZ

Here you go.

GRANDMASTER

Why are you handing me the melt stick? He was interrupting. That's not a capital violation.

(refocuses)

My precious champion has come up missing and its all because of that *Lord of Thunder*. It's all because of him.

(to Loki)

YOUR brother. Whatever the story is. Adopted, or complicated. I'm sure there's a big history.

(to Valkyrie)

And *YOUR* contender.

LOKI

My dear friend, if you were to give me twelve hours I could bring them both back to you.

VALKYRIE

I can do it in two.

LOKI

I could do it in one.

GRANDMASTER

You know what? I woke up this morning thinking about a public execution. But for now, I'll settle for this sweet little "who's gonna get him first?" So you're on the clock.

64 INT. GRANDMASTER'S PALACE - DAY

64

Valkyrie exits in a hurry. Loki follows her.

LOKI

What have you done!?

Val reverses position, putting Loki up against the wall.

VALKYRIE

I don't answer to you, lackey.

LOKI

It's *Loki*. And you will answer to the Grandmaster.

Loki moves to reverse position again, but Val BREAKS AWAY, drawing her TWO BLADES. In response, Loki UNSHEATHES two long Sakaarian daggers. They eye each other, and then-

-FIGHT! A fast-paced and deadly battle of knives. After a few exchanges, Val connects a BIG SHOT that SLAMS Loki into the wall. He scowls.

LOKI (CONT'D)

Why would you help my brother
escape with that green fool?

VALKYRIE

I don't help anyone.

Loki trails off. He sees her wrist markings. A realization.

LOKI

You're a Valkyrie. I thought the
Valkyrie all died gruesome deaths?

Now Val ATTACKS Loki! She gets him up against the wall, her blade against his throat. She looks ready to kill him.

VALKYRIE

Choose your next words wisely.

LOKI

Terribly sorry. Must be a very
painful memory...

Quick as a rattlesnake, Loki GRABS Val's head and CASTS an illusion. Val's eyes CLOUD OVER with darkness as we go to:

65 EXT. HELA'S DIMENSION - FLASHBACK

65

A barren black void of death.

The VALKYRIE, in old school Asgardian armor, charge through the DIMENSIONAL RIFT, an open portal to Asgard and the Nine Realms. Val witnesses these events as moments frozen in time.

- Reveal Hela in all her glory, black lightning everywhere.
- Dozens of Valkyrie falling through the dark space.
- The Valkyrie's winged horses lay dead on the battlefield.
- Through the open portal we can see the throne of Asgard.
- Hela advancing on the final few Valkyrie - one is Val, frozen in fear, shell-shocked.

- Hela FIRING black weapons at Val...
- One of Val's sisters DIVING IN at the last second, SHOVING VAL back through the PORTAL and taking the fatal hit!
- Val lands hard in the Throne room.
- Val scrambling to her feet and trying to re-enter the rift but it's too late. It closes, the last image she sees is Hela dealing the final killer blow to her doomed Valkyrie sisters.

66 EXT. GRANDMASTER'S PALACE - CONTINUOUS 66

We find Val on her knees in front of Loki, trembling from this visceral memory that she's tried so hard to suppress.

She turns on Loki, raging, and knocks him out.

69 EXT. SAKAAR - STOOP - DAY 69

BANNER sits, groaning, head in his hands. THOR is beside him, rubbing his back and on the lookout for threats.

THOR

The sun's going down. It's getting really low. The sun's going down. It's getting real low.

BANNER

Would you stop saying that!?

THOR

I just need you to stay calm.

BANNER

Calm!? I'm on an alien planet!

THOR

It's just a planet. You've been on a planet before.

BANNER

Yeah! One!

THOR

Now you've been on two. That's a good thing. It's a new experience.

BANNER

My neurons, they're firing faster than my brain can handle the information.

(MORE)

BANNER (CONT'D)

The whole thing is totally different this time.

(beat)

In the past, I always felt like Hulk and I each had a hand on the wheel, but this time it's like he had the keys and I was locked in the trunk.

THOR

Alright, well, you're back now, that's all that matters.

BANNER

No, it's not what matters. What I'm trying to tell you, is that if I turn into the Hulk again, Banner may never come back. And we're stranded on a planet that is designed to stress me out.

THOR

We're not stranded, I'm gonna figure out a way to get us home.

BANNER

Thank you.

THOR

Not your home, though. Asgard.

BANNER

What?

THOR

Listen, my people are in great danger. You and I, we have to fight this really powerful being who also happens to be my sister.

BANNER

Okay, that is so wrong on so many... I don't wanna fight your sister. That's a family issue.

THOR

No, she's an evil being.

BANNER

I don't care what she is. I'm not fighting any more beings. I'm sick of it. I just told you.

(MORE)

BANNER (CONT'D)

If I turn into the Hulk, I am never gonna come back again. And you don't care.

THOR

No, no. I'm putting together the team. The Hulk is the fire.

BANNER

Wait, you're just using me to get to the Hulk.

THOR

What? No!

BANNER

It's gross. You don't care about me. You're not my friend.

THOR

No! I don't even like the Hulk. He's all like... "smash, smash, smash." I prefer you.

BANNER

Thanks.

THOR

But if I'm being honest, when it comes to fighting evil beings, he is very powerful and useful.

BANNER

Yeah, Banner's powerful and useful, too.

THOR

Is he though?

BANNER

How many PhDs does Hulk have? Zero. How many PhDs does Banner have? Seven.

THOR

Fine, you don't have to fight anyone. But we're in danger here, so we have to move.

Thor grabs a towel from the ground next to him. He puts the towel over his head.

BANNER

What are you doing with that?

THOR
I need a disguise. I'm a fugitive.

BANNER
I need a disguise.

THOR
You are the disguise.

Banner finds a pair of Stark's sunglasses in his jacket.

BANNER
I'll be Tony Stark.

THOR
What?

BANNER
Yeah. Tony and the gypsy.

THOR
No, no you're not Tony. You're
Bruce Banner.

BANNER
Then why did you dress me up like
Tony?

THOR
Because you were naked.

BANNER
Okay, I'll give you that.

They stand up. Banner adjusts his crotch.

THOR
What are you doing? Stop doing
that!

BANNER
Tony wears his pants super tight!

THOR
Why are you being so weird?

BANNER
I don't know. Maybe the fact that I
was trapped for two years inside of
a monster made me a little weird.

Banner flashes green. Thor calms him down.

THOR

Hey. It's okay. You're good.
Calm down. Come on. Listen, we're
gonna go to Asgard and you're not
gonna have to think about the Hulk
ever again. All right?

BANNER

All right.

WHAP! Banner gets nailed in the face with green paint.

Caught off guard, Thor and Banner are swept off into-

69A EXT. PARADE OF VICTORS - CONTINUOUS

69A

It's a massive street festival where revelers dance and cheer while throwing powdered paint at each other... in celebration of Hulk! Green EVERYWHERE!

Inside the parade it is total chaos. Thor searches for Banner as he's PELTED with green powder. Pandemonium. In the crowd Thor sees a pack of SCRAPPERS on the hunt for the reward.

Thor spots Banner. He surges forward, GRABS Banner, and pulls him into another alley, but sees-

-Valkyrie is approaching from down the alley!

THOR

This is bad. Banner! Banner!

Thor pulls Banner back into the crowd. Thor briefly turns to see that he is no longer holding Banner's - it's the arm of a SMALL ALIEN who squeals in fright.

Thor sees Banner across the crowd.

Thor MUSCLES his way through the madness, knocking rowdy fans aside. He reaches Banner and holds him protectively, awkwardly trying to rub his shoulders.

One of the aliens Thor knocked aside turns out to be a MASSIVE SCRAPPER. He rears up, turning on Thor and Banner.

WHAM! From out of nowhere, Valkyrie CLOCKS this Scrapper with a brass knuckle right cross. The Scrapper DROPS.

Thor looks at Val while clutching Banner like a child.

THOR (CONT'D)

Hi.

VALKYRIE

Hi.

THOR

I was gonna do that.

VALKYRIE

Yeah, well, I did it first.

THOR

That's good. What are you doing here?

VALKYRIE

What are you doing here? I thought you were leaving.

THOR

I got sidetracked.

VALKYRIE

What's with the...

THOR

It's my disguise.

VALKYRIE

But I can see your face.

THOR

(covers his face)

Not when I do this, you can't.

(then:)

Your hair looks nice. I like what you did with it. Change it? Washed it maybe?

Valkyrie just rolls her eyes, takes Thor by the arm.

BANNER

(to Thor:)

What are those things on her eyes? Are those the people that she's killed? She's so beautiful and strong...

69B EXT. SAKAARIAN STREET - MOMENTS LATER

69B

Valkyrie escorts Thor and Banner through the street.

VALKYRIE

Who is this guy?

THOR
He's a friend.

BANNER
Who? Me? I'm Bruce.

As Val leads them into Sakaarian apartment building.

VALKYRIE
I feel like I know you.

BANNER
I feel like I know you too.

A72 OMITTED

A72

72 OMITTED

72

A73 INT. SAKAARIAN BUILDING - HALLWAY - CONTINUOUS

A73

Continue down the hallway.

VALKYRIE
Look, I've spent years in a haze trying to forget my past. Sakaaar seemed like the best place to drink and forget and to die one day.

THOR
I was thinking that you drink too much, and that probably was going to kill you.

VALKYRIE
I don't plan to stop drinking, but I don't want to forget. I can't turn away anymore. So, if I'm gonna to die, well... it may as well be driving my sword through the heart of that murderous hag.

THOR
Good.

They arrive at a door. Before they enter:

VALKYRIE
Yeah. So I'm saying that I wanna be on the team. Has it got a name?

THOR
Yeah, it's called the Avengers.

VALKYRIE

Revenagers?

THOR

Because I'm getting revenge.

You're getting revenge.

(to Banner:)

Do you want revenge?

BANNER

I'm undecided.

THOR

Okay.

VALKYRIE

Also, I've got a peace offering.

73 INT. VALKYRIE'S APARTMENT - DAY

73

Valkyrie opens the front door, revealing-

-Loki! He is as restrained as anyone could be, sitting in the middle of the apartment with a dozen chains around him.

LOKIE

Surprise.

Thor TOSSES a bottle. It BOUNCES off of Loki's head.

LOKI

OW!

THOR

Just had to be sure.

LOKI

Hello, Bruce.

BANNER

So, last time I saw you, you were trying to kill everybody. Where are you at these days?

LOKI

It varies from moment to moment.

Val's apartment is a shithole. Bottles everywhere, blood-spattered clothes in the corner, a knife in the wall, etc.

Banner gives Thor a look like "she might be crazy." Thor responds with a "No, she's cool" gesture.

Val lays something on the bed. Unwraps it to reveal AN OLD ASGARDIAN SWORD. Thor's eyes go wide as she sharpens it.

THOR

Is that... a Dragonfang?

VALKYRIE

It is.

THOR

My God. This is the famed sword of the Valkyrie.

VALKYRIE

Sakaar and Asgard are about as far apart as any two known systems. Our best bet is a wormhole just outside the city limits.

A nice clean wormhole outside the city.

VALKYRIE (CONT'D)

Refuel on Xandar and be back in Asgard in around 18 months.

THOR

Nope. We're going through that one.

Thor points at the nightmare tornado wormhole over the ocean.

VALKYRIE

The Devil's Anus?

BANNER

Wait, whose anus are we going through?

THOR

For the record, I didn't know it was called that when I picked it.

BANNER

That looks like a collapsing neutron star inside of an Einstein-Rosen Bridge.

VALKYRIE

We need another ship. That would tear mine to pieces.

THOR

She's right. We need one that can withstand the geodetic strain from the singularity.

Banner gives Thor a quizzical look.

BANNER

And has an offline power steering system that could also function without the on-board computer.

VALKYRIE

And we need one with cup holders, because we're gonna die. So, drinks!

BANNER

Do I know you? I feel like I know you.

VALKYRIE

I feel like I know you, too. It's weird.

THOR

(to Banner:)

What do you say, doctor? Uncharted metagalactic travel through a volatile cosmic gateway. Talk about an adventure.

Thor and Banner high five as Val stares at them blankly.

BANNER

We need a ship.

THOR (CONT'D)

Need a ship.

VALKYRIE

There are one or two ships, absolute top-of-the-line models--

LOKI

I don't mean to impose, but the Grandmaster has a great many ships. I may even have stolen the access codes to his security system.

All eyes turn to Loki. Valkyrie throws her bottle at him. It smashes above his head.

VALKYRIE

And suddenly you're overcome with an urge to do the right thing.

LOKI

Heavens, no. I've run out of favor with the Grandmaster.

(MORE)

LOKI (CONT'D)

And in exchange for codes and access to a ship I'm asking for safe passage...through the anus.

THOR

You're telling us you can get us access into the garage without setting off any alarms?

LOKI

Yes, brother. I can.

BANNER

Okay, can I just... A quick FYI, I was just talking to him just a couple minutes ago and he was totally ready to kill any of us.

VALKYRIE

He did try to kill me.

THOR

Yes, me too. On many, many occasions. There was one time when we were children, he transformed himself into a snake, and he knows that I love snakes. So, I went to pick up the snake to admire it and he transformed back into himself and he was like, "Yeah, it's me!" And he stabbed me. We were eight at the time.

Loki suppresses a smile.

VALKYRIE

If we're boosting a ship, we're gonna need to draw some guards away from the palace.

LOKI

Why not set the beast loose?

THOR

Shut up.

VALKYRIE

You guys have a beast?

THOR

No, there's no beast. He's just being stupid. We're going to start a revolution.

BANNER
Revolution?

THOR
I'll explain later.

VALKYRIE
Who's this guy again?

THOR
I'll explain later.

74 OMITTED

74

75 INT. THE ARENA - GLADIATOR CELLS - MOMENTS LATER

75

Korg sits with his cell mates. He's talking to Miek.

KORG
Is that some sort of protoplasm,
all the stuff that's coming out of
you? Or are they eggs? Looks like
eggs.

Suddenly his Obedience Disk POWERS DOWN. No longer glowing.

As Korg stands up, Valkyrie appears at the door to his cell.

VALKYRIE
I'm looking for Korg.

KORG
Who's asking? I know you're
asking. Is anyone else asking, or
is it just you?

Valkyrie tosses him a high-tech rifle.

VALKYRIE
The Lord of Thunder sends his best.

KORG
My revolution has begun...

76 INT. GRANDMASTER'S CHAMBERS - DAY

76

Grandmaster speaks with Topaz who now wears battle armor.

GRANDMASTER
Revolution? How did this happen?

TOPAZ

Don't know. But the Arena's mainframe for the Obedience Disks have been deactivated and the slaves have armed themselves.

GRANDMASTER

Oh! I don't like that word!

TOPAZ

Mainframe?

GRANDMASTER

No. Why would I not like "mainframe?" No, the "S" word.

TOPAZ

Sorry, the "prisoners with jobs" have armed themselves.

GRANDMASTER

Okay, that's better.

CHA-CHNK! SOUNDS OF MACHINERY as the whole space starts moving. A different angle reveals that we are in-

A77 EXT. THE STATESMAN - CONTINUOUS

A77

Grandmaster's chambers are actually the oversized cockpit of a A HUGE RIOT CONTROL SHIP (The Statesman) that can dock itself indefinitely within the palace!

The Statesman has DISLODGED from the palace and is now flanked by six smaller Sakaarian peace-keeping ships, all headed towards the city where RIOTING can be heard.

77 INT. GRANDMASTER'S PALACE - GROUND LEVEL - CONTINUOUS

77

Thor waits as Loki enters codes to a door's security panel.

THOR

Hey, so listen, we should talk.

LOKI

I disagree. Open communication was never our family's forte.

THOR

You have no idea. I've had quite the revelation since we spoke last.

The door opens, revealing a bunch of guards.

Thor and Loki heft up two Sakaarian guns.

THOR (CONT'D)

Hello!

LOKI

Hi!

Thor and Loki BLAST all the guards, moving to another door.

LOKI (CONT'D)

Odin brought us together, it's almost poetic that his death should split us apart. We might as well be strangers now. "Two sons of the crown" set adrift.

A guard tries to ambush Loki through the door. Thor TAKES OUT the guard.

THOR

Thought you didn't want to talk about it?

79

INT. GRANDMASTER'S PALACE - ELEVATOR - CONTINUOUS

79

Thor and Loki are going up.

LOKI

Here's the thing. I'm probably better off staying here on Sakaar.

THOR

That's exactly what I was thinking.

LOKI

...Did you just agree with me?

THOR

This place is perfect for you. It's savage, chaotic, lawless. Brother, you're going to do *GREAT* here.

LOKI

Do you truly think so little of me?

Thor pauses, considers his brother. Then:

THOR

Loki, I thought the world of you. I thought we were gonna fight side by side forever. But, at the end of the day, you're you, I'm me...

(MORE)

THOR (CONT'D)

I don't know, maybe there's still good in you, but let's be honest, our paths diverged a long time ago.

Loki is wounded by Thor's willingness to discard him. Masks his feelings with:

LOKI

It's probably for the best that we never see one another again.

Beat. Thor pats Loki affectionately on the shoulder.

Hold on Loki. Did Thor just get through to him?

THOR

That's what you always wanted.

Beat. Then:

THOR (CONT'D)

Hey, let's do "Get Help."

LOKI

What?

THOR

"Get Help."

LOKI

No.

THOR

Come on, you love it.

LOKI

I hate it.

THOR

It's great. IT works every time.

LOKI

It's humiliating.

THOR

Do you have a better plan?

LOKI

No.

THOR

We're doing it.

LOKI

We are not doing "Get Help."

80 OMITTED

80

82 INT. GRANDMASTER'S PRIVATE GARAGE - CONTINUOUS

82

Multi-tiered platforms with dozens of cool spaceships.

The elevator doors open. Thor supports Loki's weight with Loki faking a fatal injury.

THOR

Get help! Please! My brother, he's dying.

A small group of Sakaarian guards turn toward Thor and Loki. One guard aims his gun at them.

THOR (CONT'D)

Get help! Help him!

Thor picked up Loki and flings him at the guards, knocking them down like bowling pins. Loki stands up and Thor steps to Loki's side.

THOR (CONT'D)

Classic.

LOKI

I still hate it. It's humiliating.

THOR

Not for me, it's not.

THOR (CONT'D)

Which one's the ship she told us to get?

LOKI

(points)

The Commodore.

The COMMODORE starship. Brand new, solidly built, sleek.

As they walk towards it a DUPLICATE LOKI FORMS and LAGS BEHIND. The Loki walking with Thor is an illusion.

LOKI (CONT'D)

Though I feel it won't make much of a difference...

We follow the real Loki as he slinks away towards the security system panel. He activates the panel and brings up a screen that will set off all the alarms palace-wide!

THOR (O.S.)

Oh, Loki.

Loki turns to see Thor looking not at all surprised.

LOKI

I know I've betrayed you many times before, but this time it's truly nothing personal. The reward for your capture will set me up nicely.

He triggers the alarm.

82B

INT. GRANDMASTER'S PRIVATE GARAGE - CONTINUOUS

82B

THOR

Never one for sentiment, were you?

LOKI

Easier to let it burn.

But then Loki sees Thor holding up a fob device. Loki realizes that Thor affixed an Obedience Disk on him in that heart-to-heart moment.

THOR

I agree.

BZZZT! Thor ZAPS Loki and HOLDS DOWN the button. Loki HITS the ground, WRITHING in pain. Thor approaches. Pause.

THOR (CONT'D)

Oh brother, you're becoming predictable. I trust you, you betray me. Round and round in circles we go.

Thor continues to "think about it" for a beat while Loki convulses in agony on the floor. Finally, Thor kneels down:

THOR (CONT'D)

See, Loki, life is about, it's about growth. It's about change. But you seem to just wanna stay the same. I guess what I'm trying to say is that you'll always be the God of Mischief, but you could be more. I'll just put this over here for you.

Thor places the fob on top of the security panel, so close but so far from Loki's paralyzed reach.

THOR (CONT'D)

Anyway, I got places to be so good luck.

82C INT. COMMODORE SHIP - MOMENTS LATER

82C

Thor is seen in the cockpit.

THOR

All right, I can figure this out. It's just another spaceship.

83 EXT. GRANDMASTER'S PALACE - MOMENTS LATER

83

The massive garage doors OPEN. This sets off BLARING ALARMS to alert the palace of this unauthorized departure.

The Commodore ship LIFTS OFF from the garage. In the cockpit Thor pushes forward on the throttle. The ship ZOOMS ahead.

GRANDMASTER

Loyal Sakaarians, Lord of Thunder has stolen my ship and my favorite champion. Sakaarians, take to the skies. Bring him down. Do not let him leave this planet.

BELOW: Pilots hastily RUSH to their Palace Patrol ships so as to pursue the Commodore.

The first two ships out of the garage SWOOP AROUND behind Thor. The Patrol ships are LOCKING weapons on Thor when-

-BOOM-BOOM! They are both blown out of the sky by-

84 INT. WARSONG SHIP - SAME

84

Val is all focus, flying and FIRING. Banner sits shotgun.

BANNER

Good shot!

85 EXT. SAKAAR - DAY

85

Thor's ship and Val's ship now ZIP through the city in tandem. On the horizon we can see-

-the Statesman, the enlarged Grandmaster, and his Riot Control team raining down hell on the revolting prisoners.

86 INT. COMMODORE SHIP - CONTINUOUS 86

Thor in the pilot's seat. Val comes in over the radio.

VALKYRIE (V.O.)
Open the doors.

Thor looks over the console. FLIPS a switch.

87 INT. WARSONG SHIP - CONTINUOUS 87

Valkyrie STEERS down, dropping altitude. Her whole ship spins upside down, yet her cockpit is still right-side up.

VALKYRIE
I hope that you're tougher than you look.

BANNER
Why?

Val MAXES OUT the throttle. The ship ACCELERATES. When she's under Thor's ship, Val presses-

-THE EJECT BUTTON! Banner is LAUNCHED OUT OF THE SHIP!

88 INT. COMMODORE SHIP - CONTINUOUS 88

Thor at the controls. We hear an incoming scream of increasing volume. "aaaaaaaaAAAAAAAAAAHHHHHH!!!!!"

THUNK! Banner is SHOT UP into the ship. ROUGH LANDING.

Banner casually lifts his arm up and gives a THUMBS UP.

CLUNK! CLUNK! CLUNK! CLUNK! The ship is being fired upon by another pursuit vehicle. Banner joins Thor.

BANNER
Shouldn't we be shooting back or something?

THOR
Yes, we should.
(into the radio:)
Where are the guns on this ship?

VALKYRIE (V.O.)

There aren't any. It's a leisure vessel.

THOR / BANNER

WHAT?!

VALKYRIE

Grandmaster uses it for his good times, orgies and stuff.

Thor and Banner look around. The CEILING has MIRRORS ON IT and the floor is covered in a Sakaarian PERSIAN RUG.

BANNER

Did she just say the Grandmaster uses it for orgies?

THOR

Yeah. Don't touch anything.

CLUNK! CLUNK! CLUNK! More fire from behind.

A89 INT. WARSONG SHIP - THE SAME

A89

Val's ship is hit. She rotates the cockpit to face BACKWARDS and opens fire, taking out the attacking chase-ship.

But now in Val's cockpit... Sparks. Smoke. Alarms.

In the distance Val clocks the Grandmaster's Riot Ship raining terror down on the masses. A look of determination as she pops the HATCH above - her ship is now a convertible.

89 EXT. SAKAAR - CONTINUOUS

89

Meanwhile, Warsong ZOOMS out from under Thor's ship, still ACCELERATING. Val has turned her ship into a missile, and its trajectory is the Grandmaster's Riot Control Ship!

Grandmaster is still taunting his former captives below when-

-KA-BOOM! Warsong SLAMS into the Statesman, specifically the Grandmaster's projection! Enlarged Grandmaster stumbles, struggling to maintain his balance.

Warsong EXPLODES while the Statesman is knocked off kilter and goes down for a hard landing in the market!

- 90 INT. COMMODORE SHIP - CONTINUOUS 90
- Thor and Banner witness the fiery explosion of Val's kamikaze flight path!
- THOR
- No!
- Thor experiences a brief instant of heartbreak/devastation...
...but then notices a spec coming out of the explosion.
- THWACK! Val hits the ship's windshield and grabs hold!
Residual smoke wafting off of her.
- 91 OMITTED 91
- 92 EXT. SAKAAR - THE WASTELANDS - CONTINUOUS 92
- Thor pilots the ship out of the city into the Wastelands as six Sakaarian fighter ships race after them in formation.
- The following dogfight will proceed across the Wastelands and then out over the Sakaarian Ocean.
- 93 INT. COMMODORE SHIP - CONTINUOUS 93
- Val is still on the windshield. GUNFIRE! One of the pursuing ships WINGS the Commodore, causing it to LURCH.
- THOR
- Get inside!
- VALKYRIE
- In a minute!
- Val pulls herself up and then RUNS DOWN THE ROOF OF THE SHIP!
Thor and Banner follow the THUMPING of her footsteps.
- 94 EXT. COMMODORE SHIP - CONTINUOUS 94
- In full sprint, Val LEAPS OFF and-
- LANDS HARD on the lead Sakaarian ship! Val begins TEARING into the enemy ship with her bare hands!
- 95 INT. COMMODORE SHIP - CONTINUOUS 95
- Thor and Banner exchange a look. Pause.

THOR

I should probably go and help.

Thor abruptly exits, leaving Banner at the ship's controls.

THOR (CONT'D)

Here, take the wheel.

BANNER

No. I don't know how to fly one of these.

THOR

You're a scientist. Use one of your PhDs.

BANNER

None of them are for flying alien spaceships!

96

EXT. THE SAKAARIAN OCEAN - CONTINUOUS

96

Thor LEAPS into the middle of this high-speed dogfight!

These two superhuman Asgardians begin jumping between their pursuer's ships, taking out guns, engines, and pilots with their bare hands. It's spectacular and epic.

Thor RIPS out an engine block and uses it to crush a pilot.

Val DRAGS her blades down the entire underbelly of a ship before BACKFLIPPING to another.

Back and forth they go, even passing each other mid-flight a few times. One by one the Sakaarian ships GO DOWN.

A97

INT. COMMODORE SHIP - SAME

A97

Banner is frantically STEERING the ship, doing his best to dodge all the incoming fire. He peels away and is followed by Topaz, who is in her own chase-ship.

Banner notices a button with a little explosion icon.

BANNER

Okay, come on. There's gotta be a gun on this thing. That looks like a gun.

Banner PRESSES the button.

The ship's lighting changes, like a disco effect. Weird dance music BLASTS over the PA, followed by Grandmaster's voice.

GRANDMASTER (V.O.)
It's MY BIRTHDAY! It's MY BIRTHDAY!
It's MY BIRTHDAY.

Banner is so confused. Then we hear FIREWORKS.

B97 EXT. THE SAKAARIAN OCEAN - CONTINUOUS

B97

MASSIVE PLUMES of powder paint SHOOT OUT of the ship followed by a huge colorful fireworks display. And then a rainforest's worth of confetti is dumped from the hull!

Topaz is suddenly in the middle of a party smoke screen! She tries to fly her way through all the fireworks and streamers, but ultimately she hits a HARD CRASH LANDING in the ocean.

BANNER
Yeah!

Meanwhile, Thor and Val land together on the one remaining Sakaarian ship. Val leaks a smile to Thor.

Thor YANKS OFF the cockpit cover, Val TOSSES the pilot, and together they PUSH FORWARD on the throttle.

The ship SPEEDS FORWARD. Just then Banner pulls the Commodore back on the scene, hovering above them.

They LEAP UP towards the Commodore's open doors as the ship CRASHES and EXPLODES behind them!

97B INT. COMMODORE SHIP - CONTINUOUS

97B

Thor and Valkyrie join Banner in the cockpit.

VALKYRIE
Guys, we're coming up on the
Devil's Anus!

97F INT. GRANDMASTER'S GARAGE - DAY

97F

KORG and MIEK enter, leading a group of gladiator rebels.

Korg sees and then points to the SUPERCRUISER.

KORG
There she is. Our ticket out of
here. Hey, what's this?

The OBEDIENCE DISK FOB on the ground. He picks it up.

Korg then notices LOKI, TWITCHING and CONVULSING on the ground. He's barely made any progress towards the fob.

Loki locks eyes with Korg, a desperate and furious plea.

Korg looks at Loki, then at the fob, then back to Loki.

Loki gives Korg a maniacal, pleading look.

Korg gets it. He deactivates the obedience disk.

Loki stands, dusts himself off.

LOKI

Thank you.

KORG

Hey man, we're about to jump on that ginormous spaceship. You wanna come?

LOKI

You do seem like you're in desperate need of leadership.

KORG

Why thank you.

A98	OMITTED	A98
B98	OMITTED	B98
98	EXT. THE DEVIL'S ANUS WORMHOLE - CONTINUOUS	98

VALKYRIE

Here we go!

The Commodore ship is swallowed up by the towering nightmare that is the Devil's Anus wormhole.

The ship's onboard computer SHORTS OUT. Darkness in the cabin. All around them the hull CREAKS. Under strain.

The commodore heads toward the end of the wormhole. Debris flies past the camera.

Thor, Val, and Banner all look like they are in extreme pain, as there's great concern the ship could be torn apart.

98A EXT. ASGARD - PLAZA - DAY

98A

SKURGE ADDRESSES A CROWD OF ASGARDIANS. HELA BEHIND HIM leaning against FENRIS, her GIANT WOLF.

SKURGE

Asgardians, some misguided soul has stolen the Bifrost sword. Tell us where it is, or there will be consequences. Bad ones.

We are now in the smoking ruins of Asgard. 100+ Asgardians have been forced to line in a large piazza, all exhausted, all scared. Patrolling the perimeter are Hela's Butchers.

SKURGE (CONT'D)

Well?

Hela points to an Asgardian woman off camera.

HELA

You.

Hela's butchers approach the crowd and find the Asgardian woman. Skurge closes his eyes and looks downward.

ASGARDIAN CITIZENS

No! Stop!

Hela's butchers pull the Asgardian woman to the steps. They shove her and she falls tot he floor. The woman is on her hands and knees as Skurge turns to her. She trembles as Skurge holds his battle axe with both hands.

HELA

Well? Executioner?

ASGARDIAN MAN

Wait! I know where the sword is.

99 EXT. THE DEVIL'S ANUS WORMHOLE - DAY

99

The Commodore nears the end of the wormhole and is-
-SPIT OUT into the calmness of outer space.

100 OMITTED

100

101 INT. COMMODORE SHIP - CONTINUOUS

101

Banner, Thor, and Valkyrie are all unconscious. Banner wakes up and looks outside, the stars reflected in the windshield. Thor and Valkyrie wake up. Outside they see-

-THE REALM OF ASGARD, a flat city in the middle of an island floating in space.

VALKYRIE

(mixed emotions)

I never thought I'd be back here.

The ship descends into the clouds above Asgard.

BANNER

I thought it'd be nicer. I mean,
not that it's not nice. It's just,
it's on fire.

THE SHIP CLEARS THE CLOUDS TO REVEAL-

-ASGARD IN RUINS. A DEVASTATED GHOST TOWN. FIRES, WRECKED BUILDINGS, DEAD SOLDIERS. IT LOOKS LIKE ALL HOPE IS LOST.

VALKYRIE

Here, up here in the mountains.

A projected map on the console shows the mountain where the stronghold is located. There is a red dot in the mountain, indicating where the Asgardian citizens are.

VALKYRIE (CONT'D)

Heat signatures. People clustered together. Hela's coming for them.

THOR

Okay, drop me off at the palace and I'll draw her away.

VALKYRIE

And get yourself killed?

THOR

The people trapped down there are all that matters. While I'm dealing with Hela, I need you two to help get everyone off Asgard.

BANNER

How the hell are we supposed to do that?

THOR

I have a man on the ground.

101A INT. ASGARD/STRONGHOLD - DAY 101A

Heimdall looks to the Asgardian Citizens.

HEIMDALL

Asgard. She's here.

109 EXT. PALACE - PLAZA - DAY 109

Valkyrie is helping Thor load a MASSIVE ASGARDIAN BLASTER into the side of the Commodore.

THOR

Now the ship has guns.

VALKYRIE

I'll take it from here.

Thor produces a bundle of FABRIC WITH GOLD AND WHITE PLATING.

THOR

I found this in the armory.

Val immediately recognizes its significance. She doesn't want to be affected by this gesture, but can't help it.

They share a look as the Commodore lifts off into the air. Before she's out of earshot, Val calls down:

VALKYRIE

"Your majesty." Don't die. You know what I mean.

The Commodore flies away, leaving Thor on the balcony.

109A INT. THRONE ROOM - CONTINUOUS 109A

Thor's footsteps ECHO through the empty space. He sees the items from the vault scattered beside the throne.

Thor sees a chunk of plaster from the dismantled fresco. He picks it up and sees that this piece of fresco bears a portion of his own face. Thor then looks up, off camera.

His eyes go wide. He looks up at the ceiling where his painting used to be and finds the original which depicts Odin and Hela conquering the nine realms, with Hela's butchers all around them. Hela holds Mjolnir.

106 OMITTED 106

107 EXT. ASGARD - MOUNTAIN RAVINE - DAY 107

Hela, cowl & headdress on, stands with Skurge outside of the mountain stronghold where Heimdall is hiding the refugees. Hela raises her arms and FIRES LONG THIN BLACK LANCES, which BURROW into crevices on the mountainside. From here, we TILT UP, looking straight at the sky.

With the lances in place, Hela bears down. Summoning all her focus and energy, she begins to VIBRATE this manifestation of her powers, PUNCTURING crevices and splitting rock apart.

The whole mountain begins to RUMBLE.

108 OMITTED 108

110 EXT. ASGARD - MOUNTAIN STRONGHOLD - SAME 110

CRACK! Hela RIPS OPEN THE SIDE OF THE MOUNTAIN!

There is an avalanche of rock and debris. The mountain around the doors completely destroyed, the doors fall across the ravine, creating a bridge for Hela and Skurge. Hela waits patiently for the dust to settle and sees-

-an empty stronghold. No sign of Heimdall or the refugees.

111 EXT. SECRET MOUNTAIN PATH - SAME 111

Heimdall leads the migration of refugees out the other side of the mountain onto a secluded mountain path.

HEIMDALL

We must keep moving! Go to the
Bifrost!

112 INT. COMMODORE - DUSK 112

Banner flies the Commodore out across the city.

Val puts on her gloves, cuff on her forearm, boots, and breastplate. She grabs her dragonfang sword and puts it at her side. Val mans the Blaster, and we see that she's changed into the CLASSIC WHITE & GOLD VALKYRIE ARMOR (Thor's gift).
Bad ass.

113 EXT. MOUNTAIN STRONGHOLD - DUSK 113

Hela is about to throttle Skurge when-

-A LOUD GONG SOUND. It's coming from far away, but the deep note resonates across the land. GONG-GONG-GONG-GONG!

Hela looks to the Palace, her eyes narrowing with rage.

114 INT. THRONE ROOM - CONTINUOUS 114

Find Thor on the throne holding GUNGNIR - THE KING'S SPEAR, Odin's signature spear. SLAMMING the butt of it on the ground. GONG...GONG...

Hela steps into the throne room. Headdress & cowl off.

Thor stops the GONGING when he sees Hela.

THOR

Sister.

Smiling, Hela gradually crosses the huge space towards Thor.

HELA

You're still alive.

THOR

I love what you've done with the place. Redecorating, I see.

HELA

It seems our father's solution to every problem was to cover it up.

THOR

Or to cast it out.

(then:)

He told you you were worthy. He said the same thing to me.

Angle on Hela in the frescos, fighting with Mjolnir.

HELA

You see, you never knew him, not at his best.

(nostalgic sigh)

Odin and I drowned entire civilizations in blood and tears. Where do you think all this gold came from? And then one day he decided to become a benevolent king.

(MORE)

HELA (CONT'D)

To foster peace, to protect life.
(with teeth)
To have you.

THOR

I understand why you're angry. And you are my sister, and technically have a claim to the throne. And believe me, I would love for someone else to rule. But it can't be you. You're just...the worst.

Hela puts on her headdress.

HELA

Okay, get up. You're in my seat.

THOR

(standing up)
You know, Father once told me that a wise king never seeks out war.

HELA

But must always be ready for it.

They CHARGE each other.

115 EXT. RAINBOW BRIDGE - SAME

115

Heimdall leads the refugees out onto the bridge.

But then he stops. Sensing something.

At the far end of the bridge is FENRIS! The massive war wolf is guarding the observatory!

HEIMDALL

Go back!

The refugees turn to retreat. Fenris CHARGES!

GUNFIRE FROM ABOVE!

The Commodore swoops onto the scene, Valkyrie manning the blaster and FIRING on Fenris, who stops his charge.

As the refugees retreat, they come to a stop because...

...SKURGE IS LEADING AN ARMY OF BUTCHERS BEHIND THEM!

Heimdall and the refugees are now trapped on the bridge between Fenris and Skurge!

116 INT. THRONE ROOM - CONTINUOUS 116

Hela and Thor fight, Hela wielding twin black blades.

They CLASH and Thor BLOCKS an attack with Gungnir. They are face to face, Hela glaring at Thor.

HELA

To be honest, I expected more.

Hela DISARMS him, sending Gungnir CLATTERING across the room. Hela strikes out sending Thor FLYING hard into a wall.

117 EXT. RAINBOW BRIDGE - SAME 117

Hela's butchers stand behind Skurge.

SKURGE

Heimdall! The sword!

The Butcher army CHARGES

Val and Banner hold the remaining Butchers off with GUNFIRE.

Heimdall is looking toward the palace, concern for Thor. But his attention soon goes back to protecting the mass of humanity behind him. He looks out to the Observatory

HEIMDALL

We must cross now! To Bi-Frost!

Heimdall leads the refugees out onto the bridge.

118 INT. THRONE ROOM - CONTINUOUS 118

Hela PINS thor against the wall.

HELA

Here's the difference between us.
I'm Odin's firstborn, the rightful
heir, the savior of Asgard.

(beat)

And you're nothing.

Hela PROJECTS a large spiked lance, Thor barely rolls out of the way before it PUNCTURES the wall.

Thor HEADBUTTS Hela. It does nothing. Hela responds with her own HEADBUTT. It does a lot.

HELA (CONT'D)

So simple. Even a blind man could see it.

Hela RAKES a black-clawed hand across Thor's face. In doing so, she RIPS OUT ONE OF HIS EYES!

HELA (CONT'D)

Now you remind me of Dad.

119 EXT. RAINBOW BRIDGE - SAME

119

Asgardians CLASH with Hela's Butchers.

Valkyrie keeps raining down fire on Fenris, but it is doing no real damage. Just pissing the wolf off.

Fenris shakes off the bullets and resumes CHARGING.

Heimdall sees Fenris charging and steps out in front of the refugees with his sword, preparing for the worst.

120 INT. COMMODORE SHIP - SAME

120

Valkyrie gives up shooting.

VALKYRIE

This stupid dog won't die!

Banner looks down at the carnage below. Makes a decision.

He gets up and heads for the bay doors.

BANNER

Everything's going to be okay. I got this. You want to know who I am?

VALKYRIE

What the hell are you talking about?

BANNER

You'll see.

Banner LEAPS out of the ship!

121 EXT. RAINBOW BRIDGE - CONTINUOUS 121

Banner soars through the air. It's an awe-inspiring image as we follow Banner's trajectory downwards. His face is determined, arms churning, ready to Hulk out...

...except it doesn't happen. Worry washes over his face.

SPLAT! Banner FACEPLANTS on the bridge, seeming to break every bone in his body. He looks dead.

Pause. Fenris SNIFFS him curiously. We notice one vein on Banner's neck PUMPING GREEN. Then-

-Banner suddenly EXPLODES UP as THE INCREDIBLE HULK, UPPER-CUTTING Fenris in the jaw! Hulk is now in a wrestling match with a beast four times his size - the two of them go TUMBLING into the water below.

122 EXT. PALACE BALCONY - SAME 122

Hela has Thor by the throat. She lifts him up to look over the balcony's ledge.

HELA

You see? No one's going anywhere.
(then:)

I'll get that sword even if I have to kill every single one of them to do it.

Thor looks down. Distraught. Heartsick.

123 EXT. RAINBOW BRIDGE - CONTINUOUS 123

Val pilots the Commodore towards the battle on the city side of the bridge. Skurge's battalion of Butchers surge forward-

-BOOM! Val LANDS the Commodore on top of them, SKIDDING across the bridge, CRUSHING the front line of the Butchers, and KNOCKING Skurge aside. The impact triggers the party function, setting off PARTY MUSIC and a FIREWORKS DISPLAY.

Val emerges from the ship in full battle mode. Behind her, the Commodore FIREWORKS provide a spectacular HERO BACKDROP. She draws DRAGONFANG and smiles as Butchers begin swarming towards her. She is where she needs to be.

Meanwhile, the Asgardians huddle together, packed so tight that some begin to fall off the side of the bridge, loved ones grabbing them and pulling them back up. There's no hope.

Heimdall FIGHTS off Butchers, but gets KNOCKED DOWN. Just as it looks like he's about to take a killing blow-

-BAM! The Butcher is BLASTED.

Korg steps into frame, holding the blaster!

KORG

Hey man. I'm Korg. This is Miek.

Miek steps into frame, waving.

KORG (CONT'D)

We're going to jump on that spaceship and get out of here. Want to come?

Heimdall is beyond confused, but then... a LOUD NOISE. Hela looks down to see-

-EMERGING FROM THE THICK LOW-HANGING FOG IS LOKI! Resplendent in horns, arms spread wide, seeming to float towards the bridge like a mythical angel of mercy.

LOKI

Your savior is here!

The fog dissipates around him, revealing that Loki's standing on THE GRANDMASTER'S SUPERCRAUISER! For reasons that will become clear, we will henceforth call this ship **THE ARK.**

And Loki is not alone. He's brought along all the prisoners from the Contest of Champions. Armed with gladiator weapons. The Ark slows to a stop at the middle of bridge.

ABOVE: Even with Hela's hand on his throat, Thor can't help but smile at the sight of Loki. Hela however sneers.

HELA

That little shit.

BELOW: Loki and the Sakaarian gladiators JUMP OFF the Ark and onto the bridge, joining the fight against Hela's forces.

LOKI

Did you miss me? Everybody on that ship, now.

The Asgardian refugees begin POURING onto the ark. The only way onto the Ark is a narrow plankway, so there is an immediate bottleneck effect - thousands of frightened people all pushing for a chance at salvation. It's mayhem.

Loki walks through the crowd to Heimdall.

HEIMDALL

Welcome home. I saw you coming.

LOKI

Of course you did.

Loki joins Heimdall and the gladiators in fending off Hela's encroaching minions.

124	OMITTED	124
125	OMITTED	125
126	EXT. PALACE BALCONY - SAME	126

Hela is perturbed, but not enraged. She turns her gaze back to Thor for a final farewell.

HELA

A valiant effort, but you never stood a chance.

Thor looks up from his friends protecting his people as they frenziedly board to Ark to-

-the twilight stars coming out over Asgard. There's a glimmering of stardust in the sky.

HELA (CONT'D)

You see? I'm not a queen, or a monster.

FLASH: PUSH IN ON ODIN AT THE CLIFFS.

HELA (CONT'D)

I'm the Goddess of Death.

FLASH: PUSH IN ON ODIN AT THE CLIFFS.

HELA (CONT'D)

What were you the God of again?

As Hela digs two blades into his chest, Thor SCREAMS...

And everything goes SILENT. SKY. We PAN DOWN to-

126A EXT. CLIFFS - DAY

126A

- where we find Thor (dressed and injured as he was on the balcony), back in the sweeping fields where we met Hela for the first time.

ODIN (O.S.)

Even when you had two eyes you were only seeing half the picture.

Thor turns to see his father, sitting where we last saw him. Thor falls to his knees.

THOR

She's too strong. Without my hammer I cannot--

ODIN

Are you Thor, God of Hammers?

Thor looks up, meeting his gaze.

ODIN (CONT'D)

That hammer helped you control your power, focus it. But it was never the source of your strength.

Odin stands, as does Thor.

THOR

It's too late. She's already taken Asgard.

ODIN

Asgard is not a place. Never has been.

(gestures around him)

This could be Asgard. It is wherever our people stand. And right now those people need you.

Odin turns to go.

THOR

I'm not as strong as you.

ODIN

No. You're stronger.

As Odin turns to leave, a SHADOW in the shape of HELA'S HEADADDRESS falls across him. He looks up and we are...

126B EXT. PALACE BALCONY - CONTINUOUS 126B

Thor looks up to the sky.

She digs the blades deeper into Thor's chest. He groans in pain. Everything DARKENS as BLACK CLOUDS gather overhead.

HELA

Tell me brother, what were you the
God of again...?

CLOSE ON Thor's clenched fist, small arcs of electricity forming.

-THE LOUDEST CRACK OF THUNDER YOU'VE EVER HEARD! In an instant, Thor and Hela are ENGULFED in a bolt of lightning!!

KA-BOOM! Hela is BLASTED OUT of the lightning and sent CRASHING into the streets of Asgard. Her costume is tattered, the black extensions of her power hanging off her body in some places. She appears to be unconscious!

All around Asgard, EVERYONE looks up at this massive strike.

127 EXT. RAINBOW BRIDGE (OBSERVATORY SIDE) - CONTINUOUS 127

BOOM! Thor LANDS HARD on his feet. Muscles swollen, veins pulsing with electricity. A living storm.

Thor DIVES INTO THE FRAY. He moves like a bolt of lightning, SURGING through the army of Butchers in quick SLASHING JOLTS.

128 EXT. RAINBOW BRIDGE (CITY SIDE) - SAME 128

Valkyrie CHARGES into the ocean of Butchers. Wielding Dragonfang, backlit by the POPS of fireworks.

129 EXT. RAINBOW BRIDGE (HERO SHOT) - CONTINUOUS 129

Moving across the entire epic battle.

On the city side, Valkyrie CUTS A SWATHE through the relentless onslaught of Butchers. Heavy damage.

At the middle of the bridge, Heimdall helps load the fleeing Asgardians onto the Ark.

Within the melee are Loki, Korg and the Sakaarians. Loki SLASHES through Butchers wielding his two long daggers.

In the water below, Hulk and Fenris WRESTLE in an colossal clash of FISTS, CLAWS, and TEETH.

Beyond that, Thor is wielding electrified weapons and BLASTING entire packs of Butchers off the bridge!

Lost in the chaos is Skurge, who sees the tides turning. He throws down his axe and blends into the crowd.

130	OMITTED	130
131	OMITTED	131
132	EXT. ASGARD - WATER BELOW - CONTINUOUS	132

Fenris has Hulk in his mouth, underwater. Trying to drown the green goliath!

Fenris' teeth PUNCTURE Hulk's skin. He BELLOWS, THRASHING.

Hulk winds up and SLAMS Fenris in the snout!

Fenris snaps back, revealing that-

-THEY'VE REACHED THE REALM'S EDGE!

Fenris is knocked off, plummeting off of Asgard into space.

Hulk grabs hold of the slippery rocks, desperately trying to climb back as water pours down on him.

A133	OMITTED	A133
133	EXT. THE ARK - SAME	133
	Asgardians continue RUSHING onto the ship.	
	In the crowd we find Skurge! He's thrown a cloak over himself and is sneaking in amongst the refugees.	
134	OMITTED	134
135	OMITTED	135
136	OMITTED	136
137	OMITTED	137
138	OMITTED	138

139 OMITTED

139

A140 EXT. RAINBOW BRIDGE - CONTINUOUS

A140

Our heroes have drastically thinned down the herd of Butchers.

It's pandemonium. The Ark's engines are deafening, but you can still hear the sound of terrified people SCREAMING.

Thor helps Loki to his feet.

THOR

You're late.

LOKI

You're missing an eye.

Valkyrie finishes off a handful of enemies, but then notices something. She WHISTLES to get the others' attention.

VALKYRIE

This isn't over.

All around the bridge, our heroes look to see-

-Hela arriving at the far side of bridge. She is seething with power, a vision of death.

Having just come out of this huge battle, they are all weary and nursing injuries. Loki and Val are hurting worse than Thor.

Hela walks towards them. Menacing and deliberate.

Thor, Loki, and Val step forward to protect the Asgardians. They huddle together.

THOR

I think we should disband the Avengers.

LOKI

Hit her with a lightning blast.

THOR

I just hit her with the biggest lightning blast in the history of lightning. It did nothing.

VALKYRIE

We need to hold her off until everybody's on board.

Thor looks at the people boarding behind him.

THOR

It won't end there. The longer
Hela's on Asgard the more powerful
she grows. She'll hunt us down.
We need to stop her here and now.

VALKYRIE

What's our move?

LOKI

I'm not doing "Get help."

Thor sees Hela approaching. He sees the palace behind her. He comes to a realization.

THOR

Asgard's not a place, it's a
people.

(then)

This was never about stopping
Ragnarok...it was about causing
Ragnarok.

(to Loki:)

Go to the vault. Surtur's crown.
It's the only way.

LOKI

(impressed)

Bold move, brother. Even for me.

Loki runs off, leaving Thor and Val to deal with Hela.

THOR

Shall we?

VALKYRIE

After you.

Thor ATTACKS. They CLASH, kicking off this monumental confrontation. Hela manifests pitch black weapons to attack Thor, but Thor is conjuring powerful bolts of electricity with the same speed and ferocity.

Just as Thor is surging with newfound lightning powers, Hela's powers seem to be enhanced as well.

The battle is relentless and fast-paced. Thor is holding his own against Hela. Maybe they can win this thing.

After several fearsome exchanges, Hela PUNCTURES his shoulder and then DARTS past him with startling speed.

Undeterred, Thor RUSHES Hela again. Valkyrie joins in, forcing Hela to fight them both.

BB140 EXT. THE ARK - SAME BB140

While the Asgardians still scramble to get on board above-
-find the Commodore ship, swooping down below the bridge.

BC140 INT. COMMODORE SHIP - CONTINUOUS BC140

Find Loki in the pilot's seat.

LOKI
This is madness.

The ship ACCELERATES towards the palace of Asgard.

BD140 EXT. RAINBOW BRIDGE - CONTINUOUS BD140

Thor continues FIGHTING Hela while Valkyrie BLOCKS Hela's attempts to spear the Asgardians from afar.

Hela isn't landing any fatal blows, but she's carving Thor up and making steady progress towards the Ark.

However, the Asgardian refugees finally make it aboard. An injured Heimdall, Korg, and Miek are the last to get on.

Thor and Heimdall make eye contact. Thor calls out:

THOR
GO! GO NOW!

As the Ark's engines begin to POWER UP-

-Hela HARPOONS Thor. He goes down, grimacing in pain.

Hela begins to CONJURE AN ENORMOUS MANIFESTATION OF HER POWERS, A GIANT BLACK SPIKE FROM THE BEDROCK OF ASGARD THAT STABS THE ARK AND PREVENTS IT FROM LEAVING!

Butchers begin to scramble up onto the Ark!

B140 OMITTED B140

BE140 EXT. ARK - CONTINUOUS BE140

The refugees REACT IN TERROR as the Butchers begin CLIMBING from the bridge to the Ark. In the frightened crowd we find-

-Skurge, still cloaked. He sees innocent Asgardians huddled together, trying to protect their families. He's having a crisis of conscience. An epiphany.

C140 OMITTED C140

D140 OMITTED D140

E140 INT. ODIN'S VAULT - SAME E140

LOKI rushes in and picks up Surtur's skull.

As he walks towards the Eternal Flame, The Tesseract draws his attention. Tempting him.

F140 EXT. THE ARK - CONTINUOUS F140

The first wave of Butchers arrives on board, heading straight for a cowering family. Just as they're about to be killed--

POW! POW! POW! The Butchers fall dead.

Everyone turns to see SKURGE, now uncloaked, wielding his two M-16s from Texas.

SKURGE

For Asgard.

Skurge runs forward, LEAPS off the Ark, and LANDS on the bridge right where all the Butchers are coming to life. BLASTING AWAY the Butchers before they can get aboard.

Behind Skurge, the Ark begins to LIFT OFF.

Skurge keeps FIRING and then-

SKURGE (CONT'D)

HELA!

Hela turns to see Skurge blasting his way through her Butchers, trying to make his way to her.

Disappointed, Hela FIRES a blade through Skurge's heart.

Skurge has been killed...

...but the Ark now ASCENDS unfettered.

140 INT. ODIN'S VAULT - SAME 140

LOKI places Surtur's skull in the Eternal Flame.

LOKI

With the Eternal Flame, you are
reborn.

As the fire CRACKLES, Surtur's skull begins to GROW.

141 EXT. RAINBOW BRIDGE - CONTINUOUS 141

Hela has Val in her clutches, but her focus is on the aftermath of Skurge's last stand and the Ark's subsequent escape. She's furious, about to unleash hell when-

THOR (O.S.)

HELA! Enough!

Hela turns to see Thor, having yanked out the harpoon...

...and it looks like he's laying down his sword!

THOR (CONT'D)

You want Asgard? It's yours.

HELA

Whatever game you're playing, it
won't work. You can't defeat me.

THOR

No, but he can.

KA-BOOM! EXPLODING through the roof of the palace is SURTUR!

This is a different Surtur than the opening. He is slowly but steadily GROWING in size, and he carries with him a massive flaming sword, which GROWS as well.

Surtur's arrival literally SHAKES the bedrock of Asgard, causing FISSURES to spiderweb all around him, and DISLODGING some of the foundation on the bridge and around the palace.

Hela's eyes go wide. She wasn't expecting this.

HELA

No...NO!

A142 OMITTED

A142

B142 EXT. RAINBOW BRIDGE - CONTINUOUS

B142

In the background the Ark continues its ascent, now high up above the city.

Hela's attention is on Surtur as the palace COLLAPSES around him. So she is unprepared for-

-SHLNK! Mustering up all her remaining strength, Val DRIVES Dragonfang through Hela's chest, effectively PINNING her to the bridge.

Refocused on Val, Hela goes to deliver a death blow when-

-Thor BOLTS forward! He PULLS Val from Hela's clutches.

Thor turns and FIRES LIGHTNING INTO DRAGONFANG, which DISLODGES the section of the bridge that Hela is pinned to!

The ground beneath Hela BREAKS FREE and she goes FALLING down into the expanding fissure in Asgard's bedrock.

Badly injured, Thor and Valkyrie look up to see-

-Surtur INCREASING in size, now towering over the palace.

SURTUR

Tremble before me Asgard, for I am
your reckoning!

Surtur swings his sword, destroying an entire city block.

THOR and VALKYRIE look up.

VALKYRIE

The people are safe. That's all
that matters.

THOR

We're fulfilling the prophecy.

VALKYRIE

I hate this prophecy.

THOR

So do I, but we have no choice.

In the background, Hulk hops up onto the bridge. Looks around, zeroing in on Surtur.

SURTUR

Surtur destroys Asgard, he destroys
Hela so that our people can live.

Hulk CHARGES behind them, still unseen by Thor and Val.

THOR

We need to let him finish...
 (finally sees Hulk)
 No!

HULK LEAPS UP AND LANDS ONTO SURTUR'S FACE and begins POUNDING the fire giant with furious punches!

THOR (CONT'D)

Hulk no! Stop it you moron!!

It's not doing much damage, but the shock of it plus Hulk's impact makes Surtur take a destructive step back.

Hulk is trying to rip out one of Surtur's horns when Surtur reaches up and GRABS HIM with a giant fiery hand.

Surtur HURLS Hulk away from him. Sends him CRASHING DOWN.

Hulk stumbles to his feet, dazed and SMOKING. After gathering his bearings, Hulk gets REALLY ANGRY and heads back towards Surtur for round two, but-

THOR (CONT'D)

Hulk, just for once in your life,
 don't smash!

HULK

But...big Monster.

VALKYRIE

Hulk! Let's go.

Hulk stops. Looking between Surtur and Thor & Val. This is a real Sophie's Choice for Hulk. On the one hand, he *really* wants to kill that thing. On the other hand...

HULK

Friends.

Hulk PICKS UP Thor and Valkyrie. He then squats down, and-

-LEAPS WITH ALL HIS MIGHT! The trio SHOOTS UP into the night sky like a rocket blasting off. Their trajectory is heading right at the Ark as it reaches the lower orbit of Asgard.

Hulk lands gently, as though he were stepping out of bed. He casually DROPS Thor and Val, both exhausted.

143 EXT. ASGARD - SAME

143

A bird's eye view shows TOTAL CARNAGE AND MADNESS on Asgard.

Surtur has grown to EXTINCTION LEVEL SCALE. SLASHING AWAY at the landscape below, when suddenly-

-A MASSIVE BLACK SPIKE EXPLODES FROM THE WATER AND SLAMS INTO SURTUR'S CHEST!

From beneath the water, Hela EXPLODES back onto the scene, riding a huge spiked manifestation of her powers.

She's going for Surtur. ATTACKING with all her might.

Surtur winds up, holding his sword above his head.

SURTUR

I am Asgard's doom!!

True to his word, Surtur fulfills his destiny and-

-DRIVES HIS SWORD THROUGH HELA AND INTO THE HEART OF ASGARD!

144 INT. THE ARK - MAIN CABIN - SAME

144

Everyone watches as Surtur drives his sword through Asgard.

KORG

The damage is not too bad. As long as the foundations are strong, we can rebuild this place. It will become a haven for all people and aliens of the universe...

When the fiery sword touches the crystalline base of Asgard there is a VIOLENT DETONATION OF ENERGY!

A CATAclysmic EARTHQUAKE! The entire realm is SPLIT IN TWO!

In an instant, Thor's home is BLOWN TO PIECES.

Asgard is gone.

KORG (CONT'D)

Nope, those foundations are gone.
Sorry.

Stay on Thor as he processes the decisions he's made.

THOR

What have I done?

Heimdall joins him.

HEIMDALL

You saved us from extinction.
Asgard is not a place, it's a
people.

145 EXT. SPACE - INDETERMINATE TIME 145

The Ark cruises among the chaos that once was Asgard.

146 INT. THE ARK - CAPTAIN'S QUARTERS 146

Thor looks at his reflection in a mirror. His wounds are bandaged, including his now missing eye. His armor is clean.

Thor takes a beat, as though trying to get used to the sight of the man looking back at him.

LOKI (O.S.)

It suits you.

Thor turns to reveal Loki standing by the door. A smile.

THOR

Perhaps you're not so bad after
all, brother.

LOKI

Maybe not.

THOR

Thank you, Loki.

Thor picks up a soap dish.

THOR (CONT'D)

And if you were here, I might even
give you a hug.

Thor THROWS the dish at Loki. Loki catches it.

LOKI

Do we have to hug now?

Thor smiles.

147 OMITTED 147

148 OMITTED 148

A149 EXT. THE ARK - SPACE

A149

The giant cruiseliner is gliding through space, the twinkling of stars all around it.

149 INT. THE ARK - MAIN DECK

149

Thor steps out onto the main deck to see an assembly of both Asgardian and Sakaarian refugees awaiting their King.

Thor looks over his people and begins to walk through the crowd. His subjects part, allowing him through.

It is the antithesis of the opening coronation from the first THOR movie. The people aren't cheering and lauding him, but rather they are smiling. Humbly bowing. Grateful.

And Thor isn't acting arrogant. Not trying to show off any swagger. He is stately. A contemplative and dignified king.

At the end of the procession, Hulk, Loki, Valkyrie, and Heimdall stand next to the CAPTAIN'S CHAIR.

VALKYRIE

Your throne.

Pause. Reluctant acceptance. Thor sits down.

Flanking him on opposite sides are Valkyrie and Heimdall. Behind/towering above them is the Hulk. Loki joins them.

HEIMDALL

So, King of Asgard.

Thor turns around to see THOUSANDS OF PEOPLE staring back, silently awaiting word from their new King. Now feeling the true weight of the crown, Thor takes a moment... and then:

HEIMDALL (CONT'D)

Where to?

THOR

I'm not sure. Any suggestions?
Miek, what's your home planet?

Angle on Korg, who is holding Miek (sans robot exoskeleton).

KORG

Oh, Miek's dead. I accidentally stepped on him on the bridge, I've just felt so guilty I've been carrying him around all day...

Miek WRIGGLES to life. Korg lights up.

KORG (CONT'D)

Miek, you're alive! He's alive
everyone! What was your question?

Thor looks forward, taking charge of this one.

THOR

Earth it is.

CUT TO BLACK.

THE END.

TAG

INT. THE ARK - DAY

TAG

THOR and LOKI look out the window.

LOKI

Do you really think it's a good
idea to go back to Earth?

THOR

Sure! They love me there.

LOKI

Let me rephrase: Do you really
think it's a good idea to *bring me*
back to Earth?

Thor smiles, getting it. Pats Loki on the shoulder.

THOR

Probably not. But don't worry,
brother...I've got a feeling that
everything's going to work out.

Then through the window, they see-

-THE MASSIVE FORM OF SANCTUARY-2, THANOS' WARSHIP
approaching.

TAG1

EXT. THE ARK - SAME

TAG1

A wider view allows us to see all of Sanctuary-2, dwarfing
the Ark in size.

END.