

## **MICHAEL CLAYTON (2007) 8.10.08**

Beated by Nicholas Jarecki

1. VO - Crazy man rants audio note to Michael about moment of clarity and realizing he's a bad man against shots of law office.
2. Group of lawyers in room, reporter on phone insists that lawyer give comment about settlement. Lawyer asks boss, boss gets on, says no UNorth settlement, 6-year case, refuses comment is smart and smarmy. Asks where's Karen?
3. Woman in bathroom (later we'll learn Karen) washes armpits.
4. Underground gambling club, Michael plays. Other player asks does he remember him, what happened to his restaurant? Ridicules him. Other people say be quiet. Michael mentions partner and restaurant.
5. Michael's phone rings, he cashes out, hits street, phone rings again, friend Walter says big problem, client hit guy in car, need you to go up there. Huge client, half my book. OK.
6. Michael drives up there, his GPS malfunctioning.
7. Arrives, looks at damaged car in mansion.
8. Rich guy says corner blinding, paces with wife behind him. Michael says we need local attorney. Guy argues, Michael says he's not the lawyer, need local. Guy fighting, says he said he heard he was firm's fixer. Mircale worker. Guy going crazy, spinning scenario. Wife smashes glass. Starts suggesting fake hypothesis. Michael says cops like it, explains how investigation will go down. Says no play, no angle, no champagne room. He's just janitor to clean up. Phone ringing. Who is it police? No they don't call. It's local lawyer. End of scene.
9. Michael drives off. Through woods. Stops. Rolls down window. Gets out. Looks at horses. Purity.
10. Behind him his car blows up. He runs to it, shocked.
11. FOUR DAYS EARLIER
12. On tv screen, "Realm and Conquest," Kid looking for card deck, asks mom where. Domestic scene, dad, baby. He exits city building, Michael calls out to him, Henry, tells him get in car.

13. In car, kid talking about game, characters, alliances. Michael nodding. Mention of everybody for themselves, Michael jokes. Seems like good dad. Will he look at book? Yes. I left in your kitchen, it has red cover. Arrive at school.
14. Auction house sells restaurant equipment. Michael sits upstairs drinking, shylock enters, says he'll still be short, 75k. I thought it would be less. You don't have 75k? Lying around, no. What about your brother? Forget him. His name stays on book till we're clear. Where is he? Upstate. He must have something, no nothing, kids, girlfriend, stolen radios, fuckup. Shylock sympathetic. Tells of drunk wife. How long? Shylock says he'll ask, not big problem.
15. Michael walks street. Enters his office. It's lawfirm from opening.
16. On phone he discusses case, who's brave? Who's calling, girlfriend, wife, stripper, something. Wants condo. What's his pain threshold? Ok. Asks secretary where are we with Marty? On new call now later, reckless endangerment. Want reality check on this attorney, you have connections? - later - if she calls INS, it's like DMV, we gotta get supervisor - your guy can do that? Right, former commissioner, I'll ask.
17. Secretary asks are merging? Marty's in london. Games but we're merging. Michael says don't know, secretary wants job security. No go. Michael back on phone, fixing things.
18. Karen speaks of UNorth's abilities while camera crew sets up. Practicing in mirror while intercutting with actual speech next to boss in office set. Says she's in-house council. How to balance work and life? At home she doesn't like practice, seems to have problems. On set she's perfect. Mentions boss mentored her, brought her in. Secretary interrupts interview.
19. Lawyers in office, Michael walks in, lawyer on phone says Arthur stripped down naked in deposition room in Milwaukee.
20. Michael at private airport, we hear VO of crazy man from beginning of movie again as Michael walks to plane. Arrives at hotel, VO says there's a reason it's Michael.
21. Cut to prison room, Arthurt admits he was naked, still ranting. Pacing, 6 years scheming he says, clear he's lawyer, says he defended deadly weed killer for 12% of life. Says Marty wanted to celebrate, they went to whorehouse together, he calculated his life time while getting blowjob. Lives are at stake

he realized. Couldn't stop thinking. Who am I? A freak that defends a horrific carcinogenic molecule? Michael yelling about a promise. Says he had to call him if he went off medication. That was their agreement. Arthur says co killed people. Did he meet Anna? You must meet her, she's a miracle. \$50MM in fees, I've destroyed perfect Anna and dead parents. Michael tries to push pill, Arthur says no I won't trade it. I have blood on my hands. He says you're partner, a legend, manic depressive. Arthur won't have it.

22. Deposition tape, girl speaks of hospital. Suits watch it in room, Karen's there. We hear arthur's voice on tape calling Anna, he's getting naked, ranting, lawyer freaking out. Pan camera to Arthur, he says he loves her, he's stripping down, yelling. Tape cuts. They talk, no flights avail. Karen - who is this guy, Michael? They look him up, give dossier as he talks in police station, say dad a cop, college, fordham law, ADA, crime task force, then kenner bach. Partner? No, special counsel. Wills and trusts. Karen surprised, 17 years, why no partner, why'd they send him? At station Arthur released, goes with Michael.
23. Michael enters room of young workers, they say we didn't know Arthur was coming He says Arthur chemically challenged, stopped taking meds, now he's back on, ok in 4 days. What happened here not to be discussed. Now, keep doing depositions. Give me his briefcase, we don't have it, he said was in room, find it.
24. Michael's Kid on phone in his bedroom discussing game again, talking on phone to Arthur. He's equating dreams and game from bed in hotel. Talk of going crazy, kid says it's really happening. Arthur agrees. Larger thing occurring. Stepdad comes in, kid says he's on phone with dad's friend. Has to go. Arthur says what's title of book? Kid says Realm and Conquest. Has to go, tell Dad I called. Arthur babbles thank you to self.
25. Michael in hotel bar, spots Karen alone. Intros, she says he's late. He says complex, he's asleep, sedated. He has to go back on meds. Karen shocked, says what happened after tape worse, he was naked in parking lot, won't aid sickness any longer. What does it mean? Michael says makes no sense. She says unacceptable, \$3 Billion lawsuit, I must call board, architect of our whole defense arrested, chased plaintiffs. Michael won't say what it means. Says his wife dead, daughter away. Last episode 8 years ago, I took care of him. You hired him not for low-key but because he's brilliant, crazy killer. She's angry, says calling Marty in morning.
26. Guy in hotel room says Arthur's sedated, Michael thanks.
27. Later Arthur wakes, talks to Michael, says Marty won't understand. We need

Anna. Did you see her? Everybody's lost. Michael says let it go, Arthur says you a janitor, this was your life dream? No, it's wrong. We have a purpose.

28. Karen makes shady phone call, says boss Don said to call, gives code. Asks for Vern. Uncomfortable. Guys says he'll email encryption package. Meanwhile she looks at internal memo #229 marked secret - it says tissue damage, potentially lethal, etc.
29. Michael in his hotel pacing, asking is lease option on restaurant of any value, can he lay it off? No go. Disappointed. Calls out to Arthur, looks in bathroom, door locked, Arthur won't open, breaks in, water running, Arthur gone out window. Drawn on wall : "Make believe it's not madness."
30. Unorth golf, shady guys say hi.
31. Marty in his office talks to Karen, looks at 229 memo, says oh god, did Don really sign this? Where's original? Burned in fire. Marty says why is this in Arthur's bag? She says you tell me.
32. Marty and colleagues sort through boxes, say find anything with UNorth. A mess. Michael arrives, Marty says any luck? He booked limo, got out. Can you try apartment? No it's loft, can't get in. Marty says daughter crazy, Mary taken over. You didn't charm Karen. Partner (lawyer from beginning) says saddle up, admit him. Marty- assure UNorth. Michael says we can't involuntarily commit him Barry. Marty says let's find one of our 600 lawyers who knows about commitment statues. Michael says it's Arthur.
33. Shady suit dudes walk through crowd on headsets, say good to go. One breaks into apartment door.
34. Michael at home goes through books.
35. Phone rings in Arthur's loft, shady dude creeping through in background. Michael leaves message says pick up phone. Shady dude photoing stuff. Michael says forget yesterday, call me ASAP. Shots of Arthur walking the streets as message continues. Michael says part chemical, yes, situation suck, UNorth sucks. You're right about what we are, you're crazy, bad behavior, but you're right, we're janitors. But we chose. Shady dudes listen, shoot prescription bottles. Michael says you must let me help you. I'm only one who can. Machine cuts him off. Arthur in times square looking at lights. Sees commercial for Unorth on screen.
36. Cut to farm, Arthur calls for Anna, mom gets her. Outside in surveillance truck dudes are listening. Anna comes in, Arthur talks to her familiarly, mentions

their talk, it's a secret. She says I know, but 450 people in lawsuit, why me? He says I'm crazy. You're my lens. Sister complains who are you talking to, nut? Arthur paces empty loft, small talks, inspires. Surveillance dude listen again.

37. Michael meets shylock, offers 12k, says it's weak. Car? Company's. House? Already re-financed. You gambling? No. If you are he'll kill you. You have 1 week to get 75k.
38. Michael arrives at Marty's mansion. Marty says Arthur making case against UNorth in files. He's calling Anna, etc. Documents. A nightmare, not answering. Michael asks is that his briefcase? Yeah, came with everything from office. Michael asks for 80k. Marty says gambling? He says no. Michael says he knows merger, if you're out, do I lose in merger? Michael says I'm 45, I'm broke. Marty says nobody said do restaurant. Michael - I wanted to litigate. Marty- you are great at what you do, not litigator. You have skill. Maybe you're not best lawyer. Michael says I need money, not advice, Marty says is that threat you don't help? Michael says no of course not. Marty says I'm counting on you. Control Arthur. Don't be so delicate.
39. Michael rings Arthur's door, no answer. Surveillance dudes watch. Michael back in car with kid. Kid says why not call cop uncle? Michael says we must wait here, surveil.
40. Michael gives numbers to neighborhood garageman, says call me if he comes back. Kid argues in car, wants to go home. Michael spots Arthur on street, leaves kid. Chases Arthur.
41. Stops Arthur in alley, Arthur has bread, is scared of Michael, gives him bread. Apologizes for leaving hotel, Michael mad he didn't call him. Arthur double-talking. Michael says this goes to a bad place even if feels good. Hear me. You need help. You can do anything, only wrong answer is to kill case. They'll hurt you, I'm covering you. I hear you're calling girl. They pull your license. Arthur says how do you know I called girl? Michael doesn't know. Arthur says you're tapping phones, Michael says that's nuts, girl selling you out. I love you, I'll help you. Arthur says I like you, but you're a bagman, not an attorney. If you wanted to commit me you could have in hotel. But not here, I'm not a criminal or a danger. Don't mess with me in court. Michael says I'm not enemy. Then who are you?
42. Promotional video for UNorth extolling goodness. Reveal Arthur watching, making some tape loop. Guys listening. What's he doing? He puts tape in player, jams it. Then he picks up secret memo, calls Karen. Leaves message. Cut to Karen on treadmill. He lets everyone know he's aware they're tapping

phone. Reads memo into Karen's voicemail. Ridicules. Intercut Karen at Gym elevator. He continues extolling memo and how product kills people. Michael in hotel room. He continues memo- scientist says it would cost a lot to undo damage, must classify.

43. Karen on street scared talks to shady dude. Asks in roundabout way if they will murder Arthur. They say it's an option. But bring Don in? No, she says, nothing to do with Don. He says they can do it. Do you want to do it? Left blank.
44. Kids birthday at suburban house, Michael watching. Michael talks to older guy, says he must go. They want him to stay an hour. He agrees. Older guy says Timmy calling, afraid of you (means his brother). Michael says he should be. Everybody freaked with Timmy. Michael says we're still short money, fuck Timmy. I'm mad. Elder bro says he's sick, a sickness, off the wagon. Michael-meaning me? I don't gamble anymore, a year. I bet on Timmy, all my money, and I'm fucked. Elder says just hang an hour.
45. Arthur walking out of house, thugs grab him, shock him, feed him something. Wearing masks and gloves, drag him into bathroom. Inject his toes, wait, check pulse, he's dead.
46. Back at house, woman gives number to Michael. They want him to hang, he has to go, takes son, kisses. Brother Timmy approaches, Michael tells son get in car. Yells at brother, he says sober 8 days, at meetings. Apologizing. What do I do to make it right? Michael leaves. Kid says is he crying cause of drugs? Michael, yeah. They drive off.
47. Michael pulls over car, says Timmy on best day never as tough as you, son. You'll never be him, wondering why things are wrong. I believe in you. Kid nods. Phone rings. Michael reacts.
48. At precinct with cop, he tells Michael Arthur died (1:20), neighbors found him. All locked up, pills everywhere. Suicide. Spoke to partners who mentioned problems. Note? No. Maybe he messed up. Can I get in? No way. Sealed. Trying to find daughter. Or ME. Cop says he knows his cop brother, he's sorry.
49. Michael gets to wake, everybody sad. Marty and partner. Marty sad. Partner on phone, has to leave. They drink. Michael feels responsible. Marty- no, you didn't scare him to death. Marty thinks accident cause of no note. Michael confused, doesn't make sense. Marty- people incomprehensible. I knew him 30 years, but honestly this was lucky. Partner returns, says must hit office. Settlement accepted in principal, gotta get on with Don. Michael - Unorth

settling? Yeah. Marty- you did what you could, we all did.

50. Anna's phone rings, Michael calling, sis answers. Says you have nerve, you get her to NY and she's at airport, no show bastard!
51. Michael drives to find Anna at airport hotel. Shady dudes watch michael enter from outside.
52. Michael knocks on door, announces himself. She opens door. Shady dudes watch, say they'll search his car. Back in room, Anna crying, says Arthur didn't specify, he was gonna show her something that would win case. But I went to airport and ticket was there, he paid, first-class! I believed him. Michael- was he disappointed, knew you talked or something? No, I didn't, told nobody. He made me promise. You didn't tell anyone, not one soul? No, not one soul. Michael surprised.
53. At precinct, cop bro gives Michael police seal. Says really dangerous. Who asked for this? Serious stuff.
54. Michael breaks into Arthur's apartment, climbs stairs. Gets to apartment, matches seal. Breaks it, has keys. Turns on light, shady dudes outside notice, say this gets better.
55. Michael pokes around apartment, finds Realm and Conquest red book. Flips through, finds highlighted passages, note inside, receipt for photocopy shop copies, pockets it. Keeps flipping, police say freeze! He says friend, they arrest him.
56. At police station, nice cop meets him. Bro in background, clear he straightened it out.
57. Walking out, bro says I owe this guy and his wife's idiot in my unit. I'm near retirement, you endangered it. Michael says who called 911? Makes no sense. Bro - you got everyone fooled, cops think you're lawyer, lawyers think you're cop. But you know truth of who you are.
58. Michael at copy shop, kid says they kept calling. Gives him 3000 copies of Conquest memo which contains UNorth #229 disastrous memo. Michael says hang onto them, show shady dude following him.
59. Karen and Don Jeffries walking in street, Karen gets call on cellphone, looks panicked. Shady dude sees her on street.
60. Michael walking in hallway. Shady dude tells Karen situation with Michael.

Michael continues walking in office, everyone working, looks like settlement. Told Marty looking for him. He comes in, sees Marty.

61. Tells Marty I need a minute. Marty says you look bad. We've been here all night. I wanted input couldn't reach you on cell so I pulled trigger. Bob and Kim doing Arthur memorial. Cut you check for 80k, strings attached, Barry partner involved. Michael says what if Arthur was onto something, what if he was right? About what, on wrong side? Marty says this is how we pay rent? Michael- what would they do? Marty- they're doing it, withholding fees, sue us, take whole firm, merger dead, etc. Hands Michael check for 80k, 3-yr contract at current numbers. Barry says confidentiality agreement, bulletproof, retroactive, you're scary with 80k request. Michael yells at Barry, how dare you. Marty says Barry's asshole, you're on record, everybody happy. Call Bob about funeral. You're welcome for check. Michael holds beat in office staring at memo and check.
62. Michael in elevator, exits. Karen entering building, passes him doesn't see.
63. Meets shylock in restaurant, gives him 75k.
64. Michael in gambling club playing cards. Intercut shady dudes messing with his car. Intercut Karen in bathroom freaking out. Dude puts bomb in his car GPS. Back to opening convo at cardgame with annoying guy. Call comes in re hit-and-run. Guy in car still messing with bomb. Michael leaves. Guy saying he only played 9 hands! Karen panicked in bathroom. Bomb again. Michael coming up elevator. Exits to street. Shady guy phone rings, partner says get out. Michael on street on phone, shady partner says 5 seconds. Guy exits car. Michael almost to car. Guy tells partner he didn't finish, it's in but might not work. Michael drives off.
65. Michael driving, gps flashing like in opening. Shady guy says it's loose, they're following him, boosting signal. Michael at house, miracle worker talk. Shady guys outside, say they just got signal. Michael driving off. Guys following him, where is he? They pass him, was he alone? Yes. They turn around to follow. Driving shots. He turned - where? Left? Where? Michael exiting car, going for horses. Guys still trying to find him, speeding. Closing in, can't be. Signal or grid? Damn! They pull over car.
66. Michael looks at horses. Elegiac music. Guys in car- call car, it explodes (1:43). Clayton sees car, horses run off. Guys see car, clayton runs back to it. Throws his wallet and ID into burning wreck, runs into woods.
67. Brother Timmy picks him up in car. Timmy thanks him, he says let's go.

68. At lawfirm, lawyers talk, Michael Clayton - car bomb - he was killed - WHAT?  
In office- Marty hangs up phone, shocked. Karen in hotel robe, puts on earrings.
69. At board meeting in hotel, Karen presents with Don watching to board. Says settlement crazy, we worked out a way to do it. Key elements changed. Intercut hotel OCD with stockings. We heard plaintiffs got impatient, revising numbers. Lawyer fees capped. And finance team showed us tax benefit under 600mm, write-off would make settlement free. Hotel, she looks in mirror, smooths. Package is good for co, as chief counsel I recommend we confirm it. Don boss says thank you, please wait outside.
70. In hall, Karen walks out. Michael waits, freaks her out. Says Arthur here too, just kidding. Shows her memo, Ridicules her. She says memo meaningless. He says he knows she murdered Arthur. She's backpedalling, saying memo privileged. Michael - you're lost. You bribe me, what's wrong with you? I'm a bagman- pay me, don't kill me! I sold out Arthur for 80k. I want money, I want out. 10 million or I go public. She says no way. He says let's go to ballroom and show to Don Jeffries. She says must be longer conversation. Where, my car? Okay, I'll take 5 million to forget about car. Yeah, 5 we could talk about. Good, then I need another 5 million to forget killers. Don comes out, I need you in room. Michael - 10 million, say yes, she says yes, your account, I'll give you ten million, you have a deal. Michael says you're so fucked. Pulls out cellphone. Take picture. It's clearly a wire. Don runs over, yelling. Don calls for security. Security passes, they are NYPD detectives. Karen falls on floor. Detectives explaining as they arrest Karen. Don saying what's going on, explain it! Michael meets cop brother, he says we got everything. You ok? Yeah, just need some air. Michael walks out.
71. Michael strolls thorough street. Music cue, hopeful. Hails cab, gets in. Where to? Gimme \$50 dollars worth.
72. CREDITS as he looks at city. He looks vaguely happy.